

## Proposals ≠ Statements of Work

A Statement of Work (SOW) is a binding contract—not a brochure. Avoid using proposal-style language or content. This guide outlines what does and does not belong in a SOW.

 <b>What to Leave Out of a SOW</b>	 <b>What to Include Instead</b>
<ul style="list-style-type: none"> <li>• Marketing fluff (e.g., “industry-leading,” “state-of-the-art”)</li> <li>• Capabilities or background info (“we have expertise in...”)</li> <li>• Hypotheticals or options (“we could do X or Y...”)</li> <li>• Reused boilerplate that doesn't fit the project</li> <li>• Vague timelines or undefined deliverables</li> </ul>	<ul style="list-style-type: none"> <li>• Clear scope and defined tasks</li> <li>• Specific deliverables starting with action verbs</li> <li>• Concrete timeline with milestones</li> <li>• Roles and responsibilities for each party</li> <li>• Acceptance criteria tied to payment</li> </ul>

### Words and Phrases to Avoid in a SOW:

These are red flags that signal vague, proposal-style, or non-binding language:

- |                    |                              |                                      |
|--------------------|------------------------------|--------------------------------------|
| ✗ “may”            | ✗ “assist/work/partner with” | ✗ “we recommend”                     |
| ✗ “could”          | ✗ “industry standard”        | ✗ “we are capable of”                |
| ✗ “should”         | ✗ “to be determined”         | ✗ “this document is confidential”    |
| ✗ “best effort”    | ✗ “at vendor’s discretion”   | ✗ “pending agency input”             |
| ✗ “as needed”      | ✗ “proposed” or “tentative”  | ✗ “see attached marketing materials” |
| ✗ “for discussion” | ✗ “we have experience with”  |                                      |