

Commonwealth Deed of Standing Offer Glossary

(Commonwealth DoSO Glossary)

In the Commonwealth Contracting Suite Deed of Standing Offer documentation:

A reference to:

- a) D.A.[x] – is a reference to an clause in the **CCS DoSO ATM**;
- b) D.B.[x] – is a reference to a clause in the **Commonwealth DoSO ATM Terms**;
- c) D.C.[x] – is a reference to an item in the **CCS DoSO ATM Response Form**;
- d) D.D.[x] – is a reference to a clause in the **CCS DoSO**;
- e) D.D.3(x) – is a reference to a clause in the **Additional DoSO Terms**;
- f) D.E.[x] – is a reference to a clause in the **Commonwealth DoSO Terms**;
- g) C.C.[x] – is a reference to a clause in the **Commonwealth Contract Terms**.

“Approach to Market” or “ATM” means the notice inviting potential suppliers to participate in the DoSO.

“Black Economy Policy” means the Black economy – increasing the integrity of government procurement: Procurement connected policy guidelines March 2019 available at <https://treasury.gov.au/publication/p2019-t369466>.

“Business Days” means a day that is not a Saturday, a Sunday or a public holiday or bank holiday in the place concerned, as defined by the *Corporations Act 2001* (Cth), and also excludes the period between Christmas Day and New Year’s Day.

“Commonwealth Contracting Suite” or “CCS” means the suite of proprietary documents developed for Commonwealth procurements.

“Confidential Information” means any information that any Party does not wish to be shared outside those involved in the Standing Offer Arrangement. It can include anything that has been acquired, developed or made available to any of the Parties in the course of the relationship between the Parties. It includes but is not limited to the information;

- a) specifically identified in D.D.3 [*Additional DoSO Terms*] or elsewhere in the DoSO or a Contract;
- b) where disclosure would cause unreasonable detriment to the owner of the information or another party; or
- c) where the information was provided under an understanding that it would remain confidential.

“Confidentiality Test” means the test that assists in the identification of Confidential Information as described on the Department of Finance website at <https://www.finance.gov.au/procurement/procurement-policy-and-guidance/buying/contract-issues/confidentiality-procurement-cycle/practice.html#test>.

“Conflicts of Interest” means an actual, potential or perceived situation where personal interests could or do improperly influence the performance of the Contract as described at the Australian Public Service Commission website at <https://www.apsc.gov.au/what-conflict-interest>.

“Contract” means an order for Goods and/or Services executed by the Supplier and a Customer.

“Contract Manager” means the manager for the Customer and Supplier specified a Contract.

“Contract Price” means the total price specified in a Contract, including any GST component payable, but does not include any simple interest payable on late payments.

“Correctly Rendered Invoice” means an invoice that:

- a) is correctly addressed and calculated in accordance with a Contract;
- b) relates only to Goods and/or Services that have been accepted by the Customer in accordance with a Contract;
- c) includes any Contract number, and the name and phone number of the Customer’s Contract Manager;
- d) is for an amount which, together with previously Correctly Rendered Invoices, does not exceed the Contract Price; and
- e) is a valid tax invoice in accordance with the GST Act.

“Customer” means a party specified in a Contract as a Customer.

Commonwealth Deed of Standing Offer Glossary (Commonwealth DoSO Glossary)

“**Deed of Standing Offer**” or “**DoSO**” means the document and its attachments (specified in the DoSO) as executed between the Lead Customer and the Supplier.

“**Delivery and Acceptance**” means the process by which Goods and/or Services are delivered to a Customer and accepted by the Customer as meeting the terms specified in the Contract.

“**DoSO Extension Option**” means an option of the Lead Customer to extend the term of a DoSO for one or more additional time periods.

“**DoSO Manager**” means the manager for the Lead Customer and Supplier specified in the DoSO.

“**Eligible Data Breach**” means an ‘Eligible Data Breach’ as defined in the *Privacy Act 1988* (Cth).

“**Fraud**” means dishonestly obtaining a benefit from the Commonwealth or causing a loss to the Commonwealth by deception or other means and includes alleged, attempted, suspected or detected fraud.

“**General Interest Charge Rate**” means the general interest charge rate determined under section 8AAD of the *Taxation Administration Act 1953* (Cth) on the day payment is due, expressed as a decimal rate per day.

“**GST**” means a Commonwealth goods and services tax imposed by the GST Act.

“**GST Act**” means *A New Tax System (Goods and Services Tax) Act 1999* (Cth).

“**Intellectual Property Rights**” means all intellectual property rights which may subsist in Australia or elsewhere, whether or not they are current or future or registered or capable of being registered, including without limitation in relation to, copyright, designs, trade marks (including unregistered marks), business and company names, domain names, database, circuit layouts, patents, inventions, discoveries, know-how, trade secrets and confidential information, but excluding Moral Rights.

“**Lead Customer**” means the party specified in the DoSO as the Lead Customer.

“**Material**” means any material used or brought into existence as a part of or for the purpose of producing the Goods and/or Services, and includes but is not limited to documents, equipment, information or data stored by any means.

“**Moral Rights**” means the rights in Part IX of the *Copyright Act 1968* (Cth), including the right of attribution, the right against false attribution and the right of integrity.

“**Notice**” means an official notice or communication under the DoSO or any Contract in writing, from one DoSO or Contract Manager to the other DoSO or Contract Manager (as the case may be), at the postal address, or email address, or facsimile number set out in the DoSO or relevant Contract.

“**Party**” or “**Parties**” means the Lead Customer or Supplier specified in the DoSO and a Customer or Supplier specified in a Contract.

“**Personal Information**” means information relating to a natural person as defined in the *Privacy Act 1988* (Cth).

“**Potential Customer**” means an Australian Government entity that is identified within the DoSO as being able to use the Standing Offer Arrangement.

“**Potential Supplier**” means any entity who is eligible to respond to an ATM or RFQ.

“**Pricing Schedule**” means a schedule of maximum pricing rates that a Supplier can offer in an RFQ for Goods and/or Services as set out in the DoSO.

“**Quoted Price**” means the price offered by a Potential Supplier for Goods and/or Services in response to an RFQ.

“**Request for Quote**” or “**RFQ**” means any notice to Potential Supplier(s) inviting quotations to provide specific Goods and/or Services under the DoSO.

Commonwealth Deed of Standing Offer Glossary (Commonwealth DoSO Glossary)

“Required Capabilities” means:

- a) in an ATM, the description of the Lead Customer’s requirement of Goods and/or Services. These may be categorised into several descriptions of Required Capabilities.
- b) in the DoSO, the description of the Goods and/or Services that a Supplier can offer.

“Response” means information provided by the Potential Supplier demonstrating their capacity and capability to meet a Required Capability under the ATM or specific Goods and/or Services under an RFQ.

“Satisfactory” means, in relation to the Black Economy Policy only, meets the conditions set out in Part 6.b of the Black Economy Policy or, if the circumstances in Part 6.c of the Black Economy Policy apply, the conditions set out in Part 8 of the Black Economy Policy.

“Specified Personnel” means Supplier personnel who are nominated to supply services under a Contract that are specified in the DoSO, that Contract, or who are accepted by the Customer in accordance with clause C.C.13 [*Specified Personnel*].

“Standing Offer Arrangement” means the DoSO Arrangement, any Contract that is executed under the DoSO and any other document that applies to it.

“Statement of Tax Record” means a statement of tax record issued by the Australian Taxation Office following an application made in accordance with the process set out at https://www.ato.gov.au/Business/Bus/Statement-of-tax-record/?page=1#Requesting_an_STR.

“Subcontractors” means an entity employed by the Supplier to supply some or all of the Goods and/or Services required under a Contract.

“Supplier” means a party specified in the DoSO or a Contract as a Supplier.

“Valid” means, in relation to the Black Economy Policy only, valid in accordance with Part 7.e of the Black Economy Policy.

“WGE Act” means the *Workplace Gender Equality Act 2012* (Cth).