



**Australian Government**

**Digital Transformation Agency**

# Fact sheet for sellers

Digital Marketplace Master Agreement version 1 July 2019

## Where can I find a copy of the current Master Agreement?

The new Master Agreement (version dated 1 July 2019) is available at <http://marketplace.service.gov.au/2/r/master-agreement-2019-07-01.pdf>.

The previous Master Agreement (version dated 18 June 2018) is available at <https://marketplace.service.gov.au/static/media/documents/digital-marketplace-master-agreement.pdf>.

Read the [marked-up version of the new Master Agreement](#) (showing the difference between the two versions).

## Which version of the Master Agreement will apply to my work order?

Unless the parties agree otherwise:

- the previous Master Agreement (version dated 18 June 2018) will apply to all work orders entered into before 1 July 2019; and
- the new Master Agreement (version dated 1 July 2019) will apply to all work orders entered into from 1 July 2019.
- Buyers may choose to apply the previous version of the Master Agreement to work orders entered into after 1 July 2019. The buyer will need to expressly state this in the opportunity and in the work order.

## Why did the DTA amend the Master Agreement?

Buyers have informed us that they are looking to use the Marketplace to do more complex sourcing and offer higher-value contracts. This includes an option to apply stronger legal terms to Marketplace work orders.

To support this, we are introducing more comprehensive terms for complex, high-value and high-risk sourcing requirements.

The [guide to changes to the Master Agreement](#) contains further detail about the changes to the Master Agreement.

## Where can I find a copy of the Comprehensive Terms?

Read the current version of the [Comprehensive Terms](#).

The DTA may make changes to the Comprehensive Terms.

## When will the Comprehensive Terms apply?

The Comprehensive Terms are referred to in clause 2 of the new Master Agreement. They will only apply where they are expressly incorporated in a work order.

When buyers create an opportunity on the Digital Marketplace they will be asked whether or not they want to use the Comprehensive Terms.

This choice will be reflected in the work order.

Different agencies may have their own policies as to which procurements should use the Comprehensive Terms.

## Do I have to agree to the Comprehensive Terms?

Sellers are not required to agree to the Comprehensive Terms in order to be part of the Digital Marketplace.

If a buyer issues an opportunity that incorporates the Comprehensive Terms sellers can:

- choose not to respond to that opportunity;
- choose to accept the Comprehensive Terms for that procurement; or
- notify the buyer in their response that there are some parts of the Comprehensive Terms that they do not agree with.

If the agency agrees to the seller's changes, it can include additional terms in the final work order that override the Comprehensive Terms.

These changes will only apply to that work order. The buyer or seller may take a different approach in other work orders.

## Why don't all work orders look the same?

Agencies can use their own template or templates issued by the DTA.

They can also opt to amend these templates to include any agency specific requirements.

## Why are the Comprehensive Terms separate to the Master Agreement?

There are around 1,300 registered sellers on the Digital Marketplace. More than 70% of these are SMEs and so far over 70% of the opportunities on the Digital Marketplace have been awarded to SMEs.

If the Comprehensive Terms had been added to the Master Agreement:

- they would apply to all procurements, including low value and low risk procurements; and
- all registered sellers would be required to agree to them to remain a part of the Digital Marketplace.

By keeping the Comprehensive Terms separate:

- buyers can choose terms that are appropriate for their procurement;
- SMEs do not need to review the Comprehensive Terms unless they want to respond to opportunities that incorporate the Comprehensive Terms;
- sellers can decide whether to accept the Comprehensive Terms in the context of a specific procurement; and
- the DTA can make more frequent updates to the Comprehensive Terms to take into account stakeholder feedback. (While the DTA can make unilateral changes to the Master Agreement, it must give 20 business days' notice.)

## How were the Comprehensive Terms developed?

The Comprehensive Terms were drafted having regard to the Department of Human Services ICT Services – Deed of Standing Offer and the Department of Infrastructure and Regional Development – IT Services – Panel deed.

However, they have been designed to have the same 'look and feel' as the Master Agreement. This means that they are drafted in plain English and use minimal definitions and numbering.

The DTA also took into account feedback from the stakeholder group and the Australian Information Industry Association.