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Shared Services
Partnership
Procurement Services

NHS Wales Standard Terms and Conditions of Contract for

1] Goods and

2] Services

Guidance Notes

1. Purpose

These guidance notes are to assist staff with the latest version of the Standard Terms and Conditions for Goods and for Services (v3 May 2018). If there are any queries or issues arising then please consult your line manager in the first instance. NWSSP Legal and Risk Commercial solicitors are also able to offer advice if local resolution cannot be achieved.

2. Why have Standard Terms and Conditions of Contract?

NHS Wales has had standard Terms and Conditions of Contract for many years which provide a high degree of contracting consistency for NHS bodies and for suppliers doing business with us.

The aim is that these sets should be used without deviation when procuring goods and services save for some specific detail required in the Schedules accompanying the standard sets.

3. What has changed since the last version?

The last version was reviewed back in 2012 so there have been specific changes that have been reflected in the new version. These include:

- Updating of the provisions around GDPR and treatment of Personal Information
- Cyber Security provisions updated
- Additional reference to the Modern Slavery Act
- Reference to the requirements and obligations to satisfy the Future Generations and Wellbeing (Wales) Act
- Update on TUPE provisions in line with Welsh Government Revised Code of Practice on Workforce Matters (Service version only)
- Ability to include additional provisions in Schedule 1
- Inclusion of specific Schedules to capture key contract information prior to award

Particular attention should be given to the Schedules dealing with Personal Information and Cyber Security as they will need to be populated on a case by case basis. Where a Services Contract will result in a transfer of staff you should contact your local workforce department and the NWSSP legal team for TUPE advice.

These Terms and Conditions will now be reviewed on an annual basis to ensure they're fit for purpose and offer the optimum protection for NHS Wales.

4. What areas do they cover?

There are a set of Terms and Conditions for Goods and one specifically for Services. They can be used to procure a wide range of goods and services and should be the default conditions used. They should not however be used for commissioning any clinical services.

There are specialist sets of Terms and Conditions that can be applied more specifically such as IT related products and services. Please check with your Head of Procurement and/or Heads of Sourcing for additional advice on whether more bespoke Terms and Conditions should be utilised.

5. Can I include any Supplementary Terms and Conditions?

There will inevitably be specific requirements that are specific to a particular area. Where this is justified and appropriate additional supplementary Terms and Conditions can be applied. These need to be verified and where practical not conflict with anything within the standard set.

6. How should I apply these in practice?

For any contracting activity where these are the most appropriate Terms and Conditions, they should be included as part of the Bravo documentation set and confirmation obtained on supplier/bidder acceptance.

On finalising the Contract, the Schedules must be completed as far as they are relevant. Optional Schedules that applicable should be identified as such in the Front Page and Schedule 1 of the Terms and Conditions.

Where these are referred to when a Purchase Order is raised, they will apply equally either as a standalone set of Terms and Conditions or as the set that were agreed as part of the final contract/agreement.

Any ongoing tendering activity would still be subject to those Terms and Conditions that were prevailing at the time – these new terms would be used for new activity going forward.

Any queries you should consult a senior members of staff.

7. What future changes may be made?

Future developments may seek to replicate the Department of Health approach which has a different set of Terms and Conditions for different procurement scenarios i.e. Framework version, Contract version and a Purchase Order version.

Additionally, there may be scope to review any specialist Terms and Conditions that are being used eg IM&T, Maintenance, Managed Services, Commissioning. This with a view to try and at least standardise what we have available currently.

8. Further information

Initially consult your line manager for any queries. In addition NWSSP Legal and Risk colleagues are available to advise as required:

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