

PRESENTED BY **NC DOA**  
Department of Administration  
**Purchase & Contract**

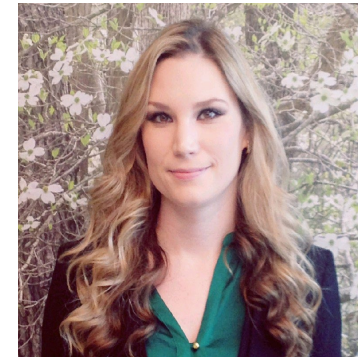
# NCDIT Procurement Navigating IT Terms and Conditions

2025 **PEAK** BREAKOUT SESSION

ELEVATING NC PROCUREMENT TOGETHER

# NCDIT Procurement Navigating IT Terms and Conditions

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# Navigating IT Terms and Conditions

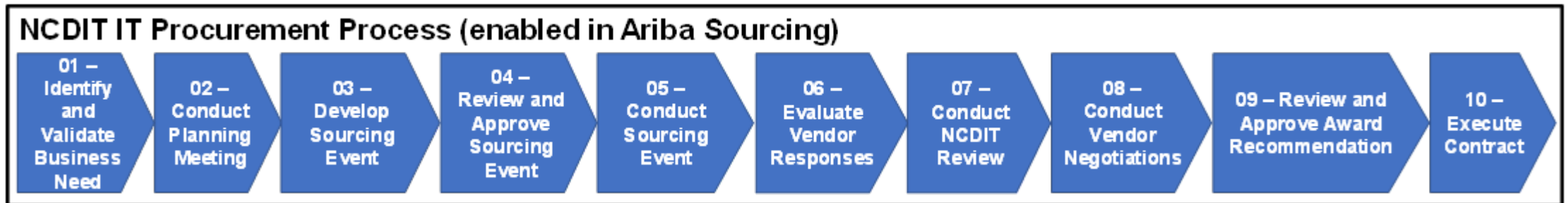
**What type of agency do you represent?**

- State agency
- County
- City
- Educational entity
- Other



# Navigating IT Terms and Conditions

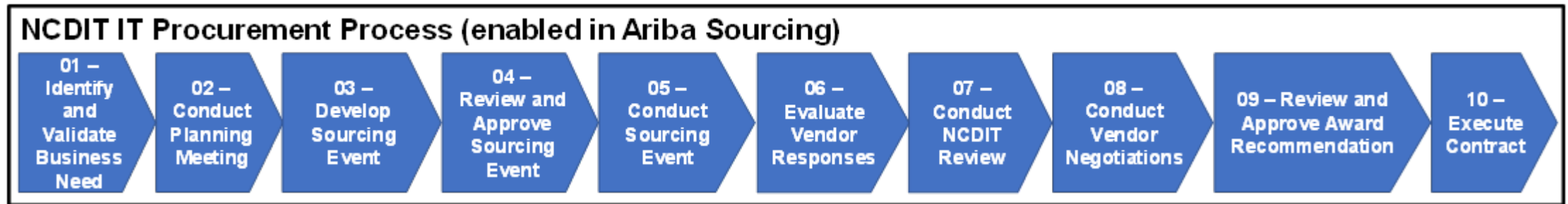
## The Ten Step IT Procurement Process



# Navigating IT Terms and Conditions

When does legal review IT procurements?

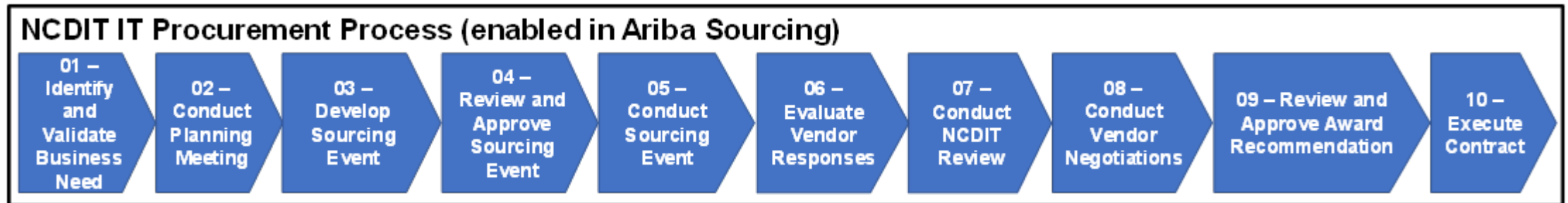
Solicitation development (Steps 3-4)



# Navigating IT Terms and Conditions

When does legal review IT procurements?

Award (Steps 6-9 )



# Navigating IT Terms and Conditions

**What would you like to cover today?**

- The Importance of Instructions
- Requirements versus Specifications
- The legal impact of moving to the cloud
- Negotiating agreements with resellers
- Other, I have my own questions about the legal process



# Examples of Legal Issues Involved in Procurements

## Introduction of Solicitation

(From state RFP template)

### INTRODUCTION

PURPOSE OF RFP: The purpose of this RFP is to solicit Offers for XXXX.

Insert the Summary description of the Goods, Services, work, etc. to be performed. The Agency should state the nature of the problem and succinct objectives of the procurement. This introductory information should only be a paragraph. Examples of this are in the RFP Instructions.

### In Practice:

### INTRODUCTION

The purpose of this RFP is to purchase items to fully utilize the department's budget.

**Key Question: Does this give the vendor, procurement and the legal office enough information?**





# Examples of Legal Issues Involved in Procurements

## Requirements vs. Specifications

(From state RFP template)

### **BUSINESS AND TECHNICAL REQUIREMENTS**

(Please add the requirements of the RFP here. Separately identify any Requirements (i.e. “pass/fail” or “yes/no” requirements, such as a platform, database or operating system limitations) that the solution must have. For example, if the vendor solution does not have this requirement, then the Agency CANNOT use it.)

### **BUSINESS AND TECHNICAL SPECIFICATIONS**

(Please add the technical specifications of the RFP here. Avoid using “must”, “shall” or “should” statements in this section. Instead, prompt the Vendor to describe how its proposed solution will accomplish your specification. Specifications are Agency needs or wants and typically include functional, performance, interface and design, development standards, maintenance standards, or similar items.)

**What is the difference between Requirements and Specifications?**



# Examples of Legal issues Involved in Procurements

Reseller Issues:

**It is common for IT services, software and commodities to be purchased from a reseller.**

**What type of legal issues does this present?**



# Examples of Legal Issues Involved in IT Procurements

## BEST AND FINAL OFFERS (BAFO)

(From state RFP template)

### BEST AND FINAL OFFERS (BAFO)

The State may establish a competitive range based upon evaluations of offers, and request BAFOs from the Vendor(s) within this range; e.g. “Finalist Vendor(s)”. If negotiations or subsequent offers are solicited, the Vendor(s) shall provide BAFO(s) in response. Failure to deliver a BAFO when requested shall disqualify the non-responsive Vendor from further consideration. The State will evaluate BAFO(s), oral presentations, and product demonstrations as part of the Vendors’ respective offers to determine the final rankings.

**What is the role and purpose of a BAFO and what are some issues that can occur?**



# Examples of Legal Issues Involved in Procurements

## Software

**What is the difference between buying on premise software or software (or anything) as a service (SaaS)?**



# Examples of Legal Issues Involved in Procurements

## Technology Trends (Moving to the Cloud and seeing less of Perpetual Licenses)

- What are the issues when the vendor changes the architecture of their solution (i.e., from on-premises to the Cloud)?
  - Changes in Terms and Conditions
  - Licensing issues
  - Impact on vendor agreement
  - State infrastructure or Vendor's Cloud
  - Amendments typically are not good for making this transition for the reasons above



# Thank You

## Questions???

Thank you for the opportunity  
to speak to you today.



# CONTACT US:

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