

Exemption from Tender and Contract Variation - Board Meeting Management - Diligent Board Books

File No: S095194.009

Summary

This report seeks an exemption from tender for the board meeting management platform that supports Council meetings and requests that Council approve a contract variation to extend the current contract with Diligent Board Services Australia Pty Ltd - ABN 97 154 472 045 (Diligent).

The Diligent platform is primarily used by Councillors, Councillor Support Officers, Executive and the Office of the CEO to securely manage Executive, Council and Committee meetings, CEO Updates and a number of other meetings. A number of external users (members of the Audit, Risk and Compliance Committee and members of the Central Sydney Planning Committee) also use the platform.

The City first engaged Diligent in 2014 (via a Request for Quotation) and Council endorsed an exemption from tender to engage Diligent in 2019 for a 3-year contract with a 2-year extension option. The final contract extension expires on 30 January 2025.

During 2024, an initial market scan was conducted to determine the approach to the platform and assess the City's requirements. A project has commenced that will undertake a full market scan of board meeting management platforms, evaluate the options and determine the procurement pathway.

This report recommends that Council approve an exemption from tender for the board meeting management platform to enable the current contract with Diligent to be extended for a period of 12-months whilst a procurement process is undertaken and a new contract established for commencement in 2026.

Recommendation

It is resolved that:

- (A) Council approve an exemption from tender in accordance with section 55(3)(i) of the Local Government Act 1993 for the provision of board meeting management platform services by Diligent Board Services Australia Pty Limited as a satisfactory result would not be achieved by inviting tenders;
- (B) Council note that a satisfactory result would not be achieved by inviting tenders for this work because:
 - (i) a project has commenced that will undertake a full market scan of board meeting management platforms, evaluate the options and determine the procurement pathway; and
 - (ii) there is insufficient time to complete this review and undertake the procurement process required prior to the expiry of the existing term on 30 January 2025;
- (C) Council approve a variation to the existing contract with Diligent Board Services Australia Pty Ltd (ABN 97 154 472 045) to extend the contract for a further 12-months to expire on 30 January 2026;
- (D) Council note the revised contract sum for the extended term is set out in the Confidential Attachment A to the subject report; and
- (E) authority be delegated to the Chief Executive Officer to negotiate and finalise the contract extension with Diligent Board Services Australia Pty Ltd for the provision of board meeting management platform services.

Attachments

Attachment A. Financial Implications (Confidential)

Background

1. Diligent is a governance software provider used by over one million users worldwide across various modules.
2. The Diligent platform is primarily used at the City of Sydney by Councillors, Councillor Support Officers, Executive and the Office of the CEO to securely manage Executive, Council and Committee meetings, CEO Updates and a number of other meetings. A number of external users (members of the Audit, Risk and Compliance Committee and members of the Central Sydney Planning Committee) also use the platform.
3. The City first engaged Diligent in 2014 (via a Request for Quotation) and Council endorsed an exemption from tender to engage Diligent in 2019 for a 3-year contract with a 2-year extension option. The final contract extension expires on 30 January 2025.
4. During 2024, an initial market scan was conducted to determine the approach to the platform and assess the City's requirements.
5. A project has subsequently commenced that will undertake a full market scan of board meeting management platforms, evaluate the options and determine the procurement pathway.
6. This report recommends that Council approve an exemption from tender for the board meeting management platform to enable the current contract with Diligent to be extended for a period of 12-months whilst a procurement process is undertaken and a new contract established for commencement in 2026.

Financial Implications

7. There are sufficient funds allocated for the use of Diligent within the current year's operating budget and future years' forward estimates.
8. The financial implications are outlined in Confidential Attachment A.

Relevant Legislation

9. The exemption from tender process has been conducted in accordance with the Local Government Act 1993 and the Local Government (General) Regulation 2021.
10. Local Government Act 1993 - Section 10A provides that a council may close to the public so much of its meeting as comprises the discussion of information that would, if disclosed, confer a commercial advantage on a person with whom the council is conducting (or proposes to conduct) business.
11. Attachment A contains confidential commercial information which, if disclosed, would:
 - (a) confer a commercial advantage on a person with whom Council is conducting (or proposes to conduct) business; and
 - (b) prejudice the commercial position of the person who supplied it.

12. Discussion of the matter in an open meeting would, on balance, be contrary to the public interest because it would compromise Council's ability to negotiate fairly and commercially to achieve the best outcome for its ratepayers.

Risks

13. If an exemption from tender is not granted to vary the current contract, there will be a period where there is no board meeting management platform services. Distribution of confidential information could be less secure if that were to occur.

Critical Dates / Time Frames

14. The final contract extension expires on 30 January 2025. It is necessary to have the contract extension in place prior to this contract expiry date.

MONICA BARONE PSM

Chief Executive Officer

Erin Cashman, Manager OCEO