



Guidance for government customers contracting with Ordnance Survey

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What is OS?

Ordnance Survey Limited is a limited company incorporated in England and Wales. We are 100% owned by the **Department for Science, Innovation and Technology (DSIT)**. We are a public corporation, defined in [Managing Public Money](#) as ***“a trading body controlled by central government... that has substantial day to day operating independence.”***

Similar government bodies include the Civil Aviation Authority, the National Physical Laboratory, and the Royal Mint.¹

What does OS do?

We support delivery of government policy primarily through our [public task](#), which is defined by the **Public Sector Geospatial Agreement (PSGA)** between OS and the Geospatial Commission, who also sit in DSIT. Under the PSGA, OS provides Great Britain's National Mapping Services. This includes updating and maintaining the National Geographic Database, comprising the data that describes the geography of Britain, and also a broad range of supporting activities around standards, research, international engagement, etc. OS is granted the exclusive right to use and sub-license the Crown copyright and database rights in the National Geographic Database. Our public task activity represents the government's single biggest investment in public sector geospatial capability and is intended to support both existing and future use cases. For more information on how we support government and the public sector see [OS's website](#).

OS's role as the National Geospatial Authority relies on sustainable investment to support continued innovation and grow the long-term value from its pioneering geospatial capabilities. Because of this, we have to ensure that any activity we undertake not only covers costs, but also provides a reasonable rate of return which enables it to deliver maximum benefit to the UK public sector and the wider geospatial ecosystem.²

As a public sector body, Ordnance Survey operates in accordance with the principles of regularity, propriety, value for money and feasibility set out in [Managing Public Money](#) alongside acting as a commercial entity taking decisions in accordance with common business principles and practices.

¹ See this link - [Departments, agencies and public bodies - GOV.UK \(www.gov.uk\)](#) - where OS is listed as one of 19 public corporations.

² See our Shareholder Framework Document - available from: www.ordnancesurvey.co.uk/governance/

How can you work with OS?

PSGA customer and technical support

First, you can engage with OS at any time through the customer and technical support that OS provides without charge to public sector customers under the PSGA. This support covers:

- General customer and technical support services, including getting started and making the most from PSGA data and services.
- Enhanced Technical Support.
- Advanced technical and scientific support, which can include seconding OS staff into government customers.

Anything else

Where you would like to access OS capabilities, products or services that do not fall within the scope of PSGA customer and technical support, we are happy to discuss your requirements with you at an early stage. Where appropriate, **OS may advise you to liaise with the Geospatial Commission** (geospatial policy owner in government, based in DSIT) to discuss whether there is potential for your project to be included in the PSGA (although please note that very few projects are suitable for inclusion in the PSGA).

Assuming your project is not to be included in the PSGA, your first step should be to **discuss your requirements with your procurement colleagues**. It may be that there are other suppliers in the market, in which case you may need to run a tender in compliance with the **Public Contracts Regulations 2015 (PCRs)**. Early engagement with your procurement colleagues will almost certainly help avoid issues and delays further on in the process. Whilst OS is unable to provide you with advice relating to procurement compliance, note that, where an exemption applies, it is possible to **sole source work directly from OS**. Depending on your circumstances and requirement, your procurement colleagues may wish to consider exemptions such as where OS uniquely provides specific technical capabilities and/or where the work relates to national security. Some of the exemptions that have been used in the past are listed in **Annex A**.



Also, your procurement colleagues may also want to consider:

- The value of the work, for example where it falls well below the relevant threshold.
- The extent to which the project comprises early, exploratory work and scoping, which might, for example, be preparatory to an open procurement.

If your procurement colleagues advise that your project must go out to competitive tender, OS may decide to submit a bid. If we do so, we will be in competition with other potential suppliers, and we would expect to be treated equally (see page 6 for a list of Crown Commercial Services (CCS) Frameworks on which OS is currently included as a supplier).

Assuming you have clearance from your procurement colleagues to engage OS directly, on a sole source basis, your options are as follows:

Bilateral contract – This is OS's preferred method of undertaking work for our customers outside of the PSGA. We are happy to provide a first draft contract. Equally, we are happy to use your draft (including government templates such as the Short Form Contract or Mid-Tier Contract) as a starting point, although it is likely we would need to negotiate certain provisions. Note that our Surveying Services Agreement with His Majesty's Land Registry is based on the Mid-Tier Contract, whilst the PSGA is based on the Model Services Contract (although both templates were significantly modified).

Grant or letters of award – OS has carried out work under Grants in the past, and we are able to do so again in certain circumstances. If this is your preferred way of funding the work, then please discuss this with us.

Non-legally binding Memorandum of Understanding (MOU) – As a limited company, we are a separate legal entity from the Crown, and therefore generally **unable to carry out work under a non-legally binding MOU**, as this does not give OS any certainty as to key issues, such as payment, ownership of intellectual property, liability etc.

While this approach is one we prefer not to use, there are however circumstances in which OS may be able to carry out work under non-legally binding MOUs, as follows:

- OS is paid full amount up front in advance.
- There are no Intellectual Property Rights (IPR) issues (e.g. no OS IPR is generated, or where the customer is happy to take the output under a legally binding licence).
- Whilst the MOU is not strictly legally binding, the MOU includes wording that the parties agree to “act as if this MOU is legally binding” (this was how OS “contracted” with other Crown bodies pre-2015, when OS was also part of the Crown).
- The value of the deal is well below the procurement threshold (which, for services contracts, is currently set at £ 213,477).

- The arrangement relates to a low-risk piece of work.
- The specification/requirement is clearly set out in writing, i.e. the same rigour is applied to agreeing the specification/requirement as if we were entering into a legally binding contract (which will lessen the risk of subsequent disagreement as to whether OS has delivered what was requested).

Note that, in this scenario, even though the work may be started under a non-legally binding MOU, once OS receives payment, and commences work, a contract will come into existence by course of dealing, which would be likely to closely reflect the so-called non-legally binding MOU.



Conflicts of Interest – OS has an Ethical Walls policy to ensure that our public task does not present an unfair competitive advantage. If relevant to your situation, OS will guide you through what this means in practice.

Crown Commercial Services (CCS) Frameworks

OS is currently on the following CCS Frameworks:

- Technology Services 3, Lot 3d (Operational Services - Application and Data Management) (RM6100)



Further information

To discuss any aspect of this Guidance, please contact OS via your OS account manager, or email psga@os.uk.

Annex A: Procurement exemptions that you may wish to consider.

- Contracts which establish or implement co-operation between contracting authorities (PCRs regulation 12(7)
<https://www.legislation.gov.uk/uksi/2015/102/regulation/12/made>), i.e. where two or more contracting authorities genuinely co-operate with each other to meet public service obligations that each is entrusted to perform (though each authority need not necessarily have the same obligations).
- Where the services can be supplied only by a particular economic operator due to competition being absent for technical reasons (PCRs regulation 32(2)(b)(ii)
<https://www.legislation.gov.uk/uksi/2015/102/regulation/32/made>).
- Where the services can be supplied only by a particular economic operator as a result of the protection of exclusive rights, including intellectual property rights (PCRs regulation 32(2)(b)(iii)
<https://www.legislation.gov.uk/uksi/2015/102/regulation/32/made>).
- No requests to participate or no suitable requests to participate have been submitted in response to an open procedure or a restricted procedure (PCRs regulation 32(2)(a) <https://www.legislation.gov.uk/uksi/2015/102/regulation/32/made>).
- National security reasons (PCRs regulation 15
<https://www.legislation.gov.uk/uksi/2015/102/regulation/15/made>).

