
Lisa Keeling

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BACKGROUND

Lisa is a Senior Advisor with Proximity. She has over 10 years' experience acting for Australian Government, private sector and non-profit clients on a range of commercial matters.

Lisa has significant experience as a commercial lawyer to large ICT projects covering systems integration, IT services, hardware acquisition, software licensing, terrestrial communications, mobile communications and satellite services.

Lisa has advised the Australian Government on leading ICT transactions covering: cloud computing; subscription licensing; virtualisation; data security; SSL and whole of government arrangements. She also regularly advises on biometric and eHealth related technologies.

Lisa's commercial, practical and thorough approach to developing solutions to achieve her clients' intended outcomes, as well as her personable and responsive style to cater for her clients' needs, have placed Lisa as a highly-regarded advisor

EXPERTISE

- > Contracting and procurement
- > Cloud computing
- > Software licensing
- > Hardware acquisition
- > Communications outsourcing
- > Intellectual Property
- > Contract and performance management
- > Whole of government arrangements

Lisa draws on her strong technical knowledge to develop a thorough understanding of her clients' intended goals and outcomes for each project. This, coupled with her detailed understanding of Australian Government procurement law and policy, enables her to comprehensively advise on structuring each project, including acquisition strategies, procurement (including contractual) documentation and evaluation and negotiation strategies to achieve the best possible commercial outcomes.

Lisa is well versed with:

- > Australian Government procurement rules and policies
- > Australian Government ICT templates: SourceIT (including SourceIT Plus), GITC (now superseded), AGTA
- > Australian Government ICT policies: Australian Government Cloud Computing Policy, Data Centre Strategy, ICT Two Pass Review Process, Guide to Limiting Supplier Liability in ICT Contracts, Open Source Software and the Australian Government IP Rules
- > Australian Government whole-of-government arrangements: ICT Hardware and Associated Services, Cloud Services, Data Centres, Microsoft VSA and Telecommunications Panels, including the Internet Based Network Connections, Telecommunications Management Panel and the Mobile Panel

EXPERTISE

Major ICT projects

Advised DIBP on all aspects of the outsourcing of its IT services, including the separation of its original "Cluster 8" contract into separate mainframe and end user computing services contracts, and the subsequent renegotiation of its end user computing services contract to implement additional savings measures following on from the Gershon review. Lisa advised on the procurement approach and strategy for all of these procurements and assisted in the preparation of market testing documentation. She then supported the DIBP team during evaluations and negotiations and prepared the final execution versions of the contract. Lisa was embedded within the DIBP team for the duration of these projects.

Advised DIBP in relation to the procurement of its Electronic Travel Authority (ETA) and Advanced Passenger Processing (APP) systems, including advice in relation to the then existing ETA contract. This involved advising on procurement laws and policies and strategies for approaching the market, drafting and reviewing REOI and RFT documentation, reviewing evaluation reports, reviewing and providing advice regarding tenderer compliance statements and providing ad hoc advice. Work on the then existing ETA contract included advice in relation to the implications of the takeover of the existing service provider, and strategies for consolidating and extending DIBP's rights by negotiation and developing a strategy for the Commonwealth to buy-back IP rights.

Lisa advised DIBP in relation to amendments to its procurement of software development and ongoing maintenance services in relation to DIBP's pilot Regional Movement Alert List (RMAL System). This involved drafting contractual mechanisms that are intended to ensure DIBP had the necessary rights to third party software required for the RMAL System, including provision of strategic advice in relation to the interrelationship between the IP clauses in the original contract and the proposed IP clauses in the amendment contract.

Advised Defence on its Sourcing Reform Program, which included procurement of terrestrial communications services and centralised data services. This included drafting contracts to comply with the various relevant WofG arrangements; drafting and review of RFT documents; advising on issues arising throughout the tender processes; advising on tenderer questions; advising in relation to tenderers' responses to the RFT; negotiating the contract with the two shortlisted tenderers and assisting with contract finalisation.

Advised the ATO on its IT Sourcing Project, which included four separate procurements for telecommunications, end user computing, centralised processing and systems integration services. This involved advising in relation to the procurement strategy, the contract structure (including division of services between the various contracts) and the performance framework in a multi-vendor environment. Lisa provided full legal support to the ATO for the duration of the Project, including drafting all contractual documentation, assistance during the evaluation stages, undertaking all legal negotiations and providing support throughout non-legal negotiations, and finalising the contracts.

Software licensing

Lisa has extensive experience reviewing and negotiating a wide range of software licences and maintenance agreements (for both new procurements and extensions). Lisa provides practical advice to her clients about the implications / effect of particular terms in a software licence, as well as strategies to address key concerns / limitations in a licence. Lisa has had great successes negotiating key terms with a range of third party suppliers, including IBM, Oracle, Thunderhead and SAP, HP, VMWare, Cisco, Salesforce, LexisNexis and Computer Associates.

Lisa has also drafted standard form end user licence agreements for both Commonwealth and private sector clients.

Terrestrial, mobile and satellite communications outsourcing

Lisa advised Defence on its \$1.1 billion Terrestrial Communications Project. Defence's Terrestrial Communications Project is a multi-phased project to maintain and improve the Defence networked communications infrastructure. The Terrestrial Communications Project is intended to provide for a major upgrade to Defence's terrestrial communications network to provide a modern, integrated multimedia transmission and switching capability to Defence. This upgrade is intended to enable Defence's information network to improve the preparation for - and conduct of - military operations, as well as improve the management of Defence business.

Assisting the Department of Immigration and Border Protection with its telecommunications sourcing project, which included fixed voice, mobile, satellite, radio, wide area network and local area network. The procurement involved a combination of open approaches to market (which resulted in the placement of work orders under AGTA) and purchasing from the whole-of-government telecommunications panels (which will result in the placement of official orders under multiple whole-of-government panels).

Whole of government

Advised Finance on its procurement to establish a whole of government panel for Data Centre Facilities Supplies. This included advising Finance on structure of the panel head agreement and contracts to reflect requirements of other agencies, reviewing RFT documentation and drafting contract documentation, as well as advising on procurement strategy. The project implements a key recommendation of the Gershon review and aims to save the Government \$1 Billion over a 10 to 15 year period.

Advised the Department of Communications on its IT contracting arrangements arising from the establishment of a number of whole-of-government panels, including Communications' initial requirements to piggy-back off Defence's High Availability Internet Gateway Service (HAIGS) contract and its use of other whole-of-government telecommunications panels. Lisa's role included provision of strategic advice in relation to approaching the market, inter-agency liaison, drafting procurement and contracting documentation and negotiation with suppliers.

Intellectual Property

Advised the RSPCA in relation to infringements of its trademarks and copyright, including drafting cease and desist letters and associated correspondence with the infringing third party.

Assisted DPM&C with the legal aspects of its Australia 2020 Summit, including development of contract documentation and IP advice (in relation to trademarks and other protections and rights in relation to use of material emanating from the Summit).

Advised on DIBP's direct sourcing of software development and ongoing maintenance services in relation to the key border critical infrastructure, which is essential to national security interests. This included providing advice on direct sourcing in the context of the CPRs, drafting contracts to effect the direct sourcing, including providing advice on strategies for consolidating and extending DIBP's rights by negotiation and developing a

strategy for the Commonwealth to buy-back IP rights; and negotiating the draft contract with the software development and maintenance service provider.

Advised a number of private client on options in relation to commercialisation of their IP.

Other

Lisa regularly provides contract management advice to clients, helping to rescue projects that were performing badly. Examples of this are as follows:

- › Provided contract management advice on the outsourcing of DIBP's visa and medical health processing services. A key component of this was the use of DIBP's existing eMedical system by the service provider, including variations of that system for international use (eHealth). Key issues included intellectual property issues with the current system and security issues associated with the integration of the system into DIBP's and the service provider's systems.
- › Advised DIBP in relation to issues under its Medical Health Services Contract, including review and interpretation of the contract, as well as recommendations in relation to contract management and contract variations to address issues under the contract.
- › Advised DIBP in relation to options for not proceeding with a contracted supplier following concerns in relation to poor performance.

Advising the RSPCA on domain name protection strategies.

Lisa regularly provides training sessions in relation to a range of legal topics, such as contract management, intellectual property, contract negotiation and contract drafting.

Lisa has also provided a range of pro bono legal services, including in relation to licence agreements for native title land, intellectual property agreements (including data sharing), commercial arrangements and assistance under the victims of crime scheme.

QUALIFICATIONS

- › Baseline security clearance.
- › Bachelor of Laws with Honours (Australian National University)
- › Bachelor of Arts (Political Science) (Australian National University)
- › Graduate Diploma in Legal Practice (Australian National University)
- › Master of Taxation (University of New South Wales)
- › Certificate IV in Government (Australian Taxation Office)
- › Admitted as a lawyer of the:
 - › Supreme Court of the ACT
 - › Federal Court of Australia
 - › High Court of Australia
- › Member of the Law Society of the ACT
- › Unrestricted practicing certificate