

## **SCHEDULE 5**

### **CHANGE CONTROL PROCEDURES**

#### **1. Principles**

- (a) Where the HSE or the Service Provider see a need to change the Agreement, a Lot Agreement, or any Job provided thereunder, the HSE may at any time request, and the Service Provider may at any time recommend, such change only in accordance with the Change Control Procedure as set out at paragraph 2 below.
- (b) Neither the HSE nor the Service Provider shall unreasonably withhold its agreement to any change.
- (c) Until such time as a change is made in accordance with the Change Control Procedure, the Service Provider shall, unless otherwise agreed in writing, continue to perform its obligations under the Agreement and supply the services thereunder as if the request or recommendation had not been made.
- (d) Any discussions which may take place between the HSE and the Service Provider in connection with a request or recommendation before the authorisation of a resultant change shall be without prejudice to the rights of either Party.
- (e) Any work undertaken by the Service Provider, its sub-providers or agents which has not been authorised in advance by a change and which has not been otherwise agreed in accordance with the provisions of paragraph 1(c) above shall be undertaken entirely at the expense and liability of the Service Provider.

#### **2. Procedures**

- (a) Discussion between the HSE and the Service Provider concerning a change shall result in any one of the following:
  - (i) no further action being taken;
  - (ii) a request to change by the HSE ; or
  - (iii) a recommendation to change by the Service Provider.
- (b) Where a written request for an amendment is received from the HSE, the Service Provider shall, unless otherwise agreed, submit two copies of a change control note (“CCN”) signed by the Service Provider to the HSE within three weeks of the date of the request.
- (c) A recommendation to amend by the Service Provider shall be submitted direct to the HSE in the form of two copies of a CCN signed by the Service Provider at the time of such recommendation.
- (d) Each CCN shall contain:
  - (i) the title of the change;
  - (ii) the originator and date of the request or recommendation for the change;

- (iii) the reason for the change;
  - (iv) full details of the change including any specification;
  - (v) the price, if any, of the change;
  - (vi) a timetable for implementation together with any proposals for acceptance of the change;
  - (vii) a schedule of payments if appropriate;
  - (viii) details of the likely impact, if any, of the change on other aspects of the Agreement and/or services including to:
    - (A) the Term of the Agreement;
    - (B) the personnel to be provided;
    - (C) the Price and payment profile;
    - (D) the Timetable;
    - (E) the documentation to be provided;
    - (F) the training to be provided;
    - (G) the service levels;
    - (H) working arrangements;
    - (I) other Agreement issues;
    - (J) the date of expiry of validity of the CCN; and
    - (K) provision for signature by the HSE and by the Service Provider.
- (e) For each CCN submitted, the HSE shall, within the period of the validity of the CCN, do the following (in the event that no period of validity is specified the CCN it shall lapse unless accepted in writing by the HSE within fourteen (14) days or receipt):
- (i) allocate a sequential number to the CCN;
  - (ii) evaluate the CCN and, as appropriate:
    - (A) request further information;
    - (B) arrange for two copies of the CCN to be signed by or on behalf of the HSE and return one of the copies to the Service Provider; or
    - (C) notify the Service Provider of the rejection of the CCN.

## FORM OF CHANGE CONTROL NOTE

### BY AND BETWEEN

HSE (“HSE”);

AND

● Limited, registered in ● , number ● , whose registered office is at ● (the “Service Provider”).

CHANGE CONTROL NOTICE DETAILS	RELEVANT AGREEMENT/LOT AGREEMENT number
Date:	Title or Ref. No.:
Reference No.:	Date:
Raised by:	

Reason for the change:
Description of the change:
Timetable for the change & commencement date:
Price:
Impact on other work under the Agreement:
Impact on the time scales under the Agreement:

The Parties hereby agree to change the Agreement in the manner and in consideration of the terms set out above. Save as expressly set out in this Change Control Notice, the terms and conditions of the Agreement shall remain in full force and effect.

### AGREED FOR AND ON BEHALF OF THE SERVICE PROVIDER

Signed: .....

Title: .....

Date: .....

### AGREED FOR AND ON BEHALF OF HSE

Signed: .....

Title: .....

Date: .....