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SCHEDULE C

SUPPLIER GROUP GOVERNANCE AND MANAGEMENT

This OC sets out the Supplier's proposed Supplier Group Governance and Management processes and procedures.

1. SUPPLIER GROUP STRUCTURE

1.1 Supplier Group Name

N.B. The name must not be specific to a Supplier Group Member or an acronym.

1.2 Supplier Group Structure

This should include an outline of the legal structure and construction of the Supplier Group.

1.3 Supplier Group Ways of Working

This should include the mechanisms by which the Supplier Group will work and govern itself as a single, accountable and empowered entity and ensure financial stability and capacity within the Supplier Group. The Supplier will set out how they will allocate work within the group.

2. SUPPLIER GROUP GOVERNANCE ARRANGEMENTS

2.1 Supplier Group Quality Control & Performance Monitoring

This should include the quality management system that the Supplier will use and how it will be used to monitor performance.

2.2 Internal Supplier Group Dispute Resolution

This should include the mechanisms to identify non-compliance and poor performance by members of the Supplier Group and the means of keeping the Authority informed of any potential or actual effect on the Services.

2.3 Change in Structure of Supplier Group

This should include the procedure for adding or removing members from the Supplier Group.

2.4 Supplier Group Communications

This should include the mechanism for ensuring that the Supplier Group speaks with one voice.

3. MOBILISATION OF SUPPLIER GROUP

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3.1 **Supplier Group Mobilisation Plan**

This should include the Supplier Group's plan for mobilisation of arrangements between each of its members in order to perform the Services.

4. **SUB-CONTRACT GOVERNANCE ARRANGEMENTS**

4.1 **Governance Arrangements for Sub-contracts**

4.1.1 The Sub-contracts shall contain terms which comply with the requirements of this Agreement and are generally back-to-back with this Agreement.

4.1.2 The Sub-contractor shall perform the Services to the same standards and operate the same management processes and tools as those being adopted by the Supplier Group for the purpose of this Agreement.

4.2 **Governance Arrangements for other Sub-contracts**

The Governance principles set out in paragraph 4.1 shall apply to future Sub-contracts.

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Appendix 1

SUPPLIER GROUP

The following are the members of the Supplier Group at the Agreement Commencement Date.

The entities comprising the Supplier:

And

Sub-Contractors:

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