

Framework Schedule 6 (Order Form Template and Call-Off Schedules)
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Part A

Order Form Template

CALL-OFF REFERENCE: DDaT23163

THE BUYER: **Department for Business Energy & Industrial Strategy**

BUYER ADDRESS: 1 Victoria St, London SW1H OET

THE SUPPLIER: ESRI (UK) Limited

SUPPLIER ADDRESS: Millennium House, 65 Walton Street, Aylesbury, Buckinghamshire HP21 7QG.

REGISTRATION NUMBER: 01288342

DUNS NUMBER: 

SID4GOV ID: 

APPLICABLE FRAMEWORK CONTRACT

This Order Form is for the provision of the Call-Off Deliverables and dated Thursday 30th March 2023.

It's issued under the Framework Contract with the reference number RM3821 for the provision of Data and Applications Solutions.

CALL-OFF LOT(S):
LOT 2b – Environmental & Planning

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CALL-OFF INCORPORATED TERMS

The following documents are incorporated into this Call-Off Contract. Where numbers are missing we are not using those schedules. If the documents conflict, the following order of precedence applies:

1. This Order Form including the Call-Off Special Terms and Call-Off Special Schedules.
2. Joint Schedule 1(Definitions and Interpretation) RM3821
3. The following Schedules in equal order of precedence:
 - Joint Schedules for framework reference number RM3821
 - Joint Schedule 2 (Variation Form)
 - Joint Schedule 3 (Insurance Requirements)
 - Joint Schedule 10 (Rectification Plan)
 - Joint Schedule 11 (Processing Data)
 - Call-Off Schedules for this Call-Off Contract:
 - Call-Off Schedule 1 (Transparency Reports)
 - Call-Off Schedule 6 (ICT Services)
4. CCS Core Terms (version 3. 0.3)
5. Joint Schedule 5 (Corporate Social Responsibility) RM3821
6. Call-Off Schedule 21 (Supplier-Furnished Terms)

No other Supplier terms are part of the Call-Off Contract. That includes any terms written on the back of, added to this Order Form, or presented at the time of delivery.

CALL-OFF START DATE: **05. February. 2023**

CALL-OFF EXPIRY DATE: **04. February. 2024**

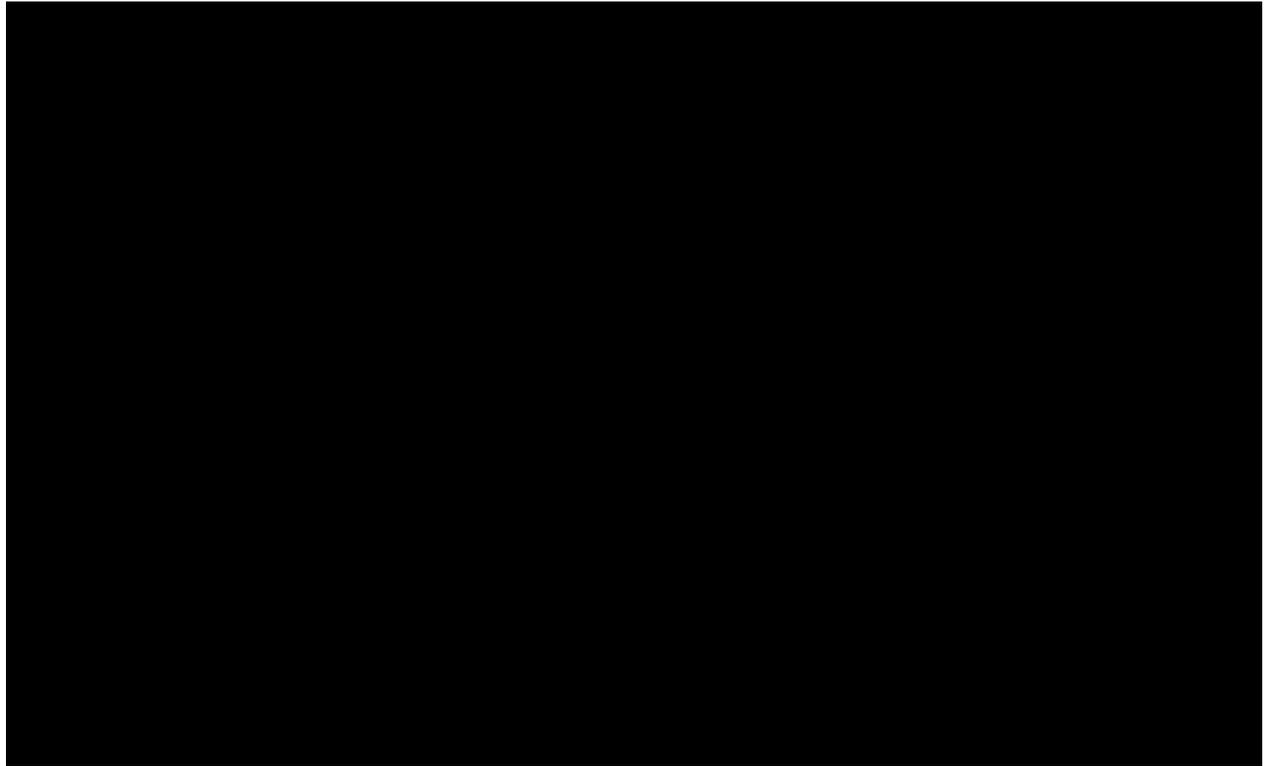
CALL-OFF INITIAL PERIOD: **1 Year**

CALL-OFF DELIVERABLES

As detailed in the Supplier's quotation/proposal document with reference/title QUO-56730-Z7M5T3 dated 28/03/23 ("**Supplier's Quotation**"); in particular:

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Supplier Professional Services: provision of consultancy services for the implementation / configuration of software products; no New IPR will be generated.

COTS Software: Esri Inc (defined below) or Supplier COTS Software: licensed in accordance with the terms set out in Call-Off Schedule 21 (Supplier-Furnished Terms).

Software Support and/or Maintenance: such is provided in accordance with the terms set out in Call-Off Schedule 21 (Supplier-Furnished Terms).

MAXIMUM LIABILITY

The limitation of liability for this Call-Off Contract is stated in Clause 11.2 of the Core Terms.

The Estimated Year 1 Charges used to calculate liability in the first Contract Year is **£70,471.00 excluding VAT**

CALL-OFF CHARGES

The relevant charges are as per the catalogue entry.

The maximum value for the Call-Off Contract shall not exceed £70,471.00 excluding VAT

All changes to the Charges must use procedures that are equivalent to those in Paragraphs 5 and 6 in Framework Schedule 3 (Framework Prices).

Framework Ref: RM3821
Project Version: V1
Model Version: v3.0

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The Charges will not be impacted by any change to the Framework Prices.

Charges for Professional Services (other than the Launch Kit) will be payable monthly in arrears, with any unused professional services being payable at the end of the Contract.

REIMBURSABLE EXPENSES

Recoverable as stated in the Framework Contract

PAYMENT METHOD

Payment will be made via BACS, within 30 days from date of undisputed invoice.

Supplier is required to submit invoices to [REDACTED] All invoices must include a valid purchase order number (to be provided).

BUYER'S INVOICE ADDRESS:

Contact: Finance Team

Email address: [REDACTED]

Address: Department for Business, Energy & Industrial Strategy
C/O UK SBS
Queensway House, West Precinct
Billingham
TS23 2NF

BUYER'S AUTHORISED REPRESENTATIVE

Name: [REDACTED]

Role: BEIS Commercial Lead

Email address: [REDACTED]

Address: 1 Victoria St, London SW1H 0ET

BUYER'S ENVIRONMENTAL POLICY

Not applicable.

BUYER'S SECURITY POLICY

Not applicable.

SUPPLIER'S AUTHORISED REPRESENTATIVE

[REDACTED]

SUPPLIER'S CONTRACT MANAGER

As above

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PROGRESS REPORT FREQUENCY

Not applicable.

PROGRESS MEETING FREQUENCY

Not applicable.

KEY STAFF

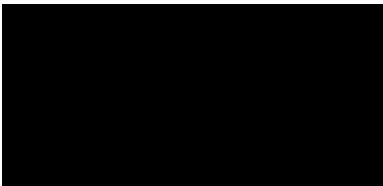
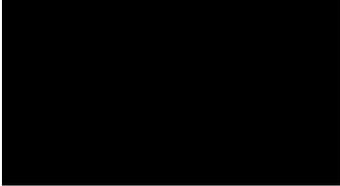
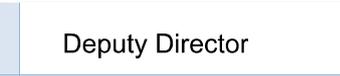
Not applicable.

KEY SUBCONTRACTOR(S)

Not applicable.

COMMERCIALLY SENSITIVE INFORMATION

Individual unit pricing detailed in the Supplier's Quotation and in this Order Form. The 'Total' price is not considered commercially sensitive, save where the total quantity of licences is provided together with the total price.

For and on behalf of the Supplier:		For and on behalf of the Buyer:	
Signature:		Signature:	
Name:		Name:	
Role:	Director	Role:	Deputy Director
Date:	31.03.23	Date:	3/31/2023

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Part B

Call-Off Schedules

- Call-Off Schedule 1 (Transparency Reports)
- Call-Off Schedule 6 (ICT Services)
- Joint Schedule 1 (Definitions)
- Joint Schedule 2 (Variation Form)
- Joint Schedule 3 (Insurance Requirements)
- Joint Schedule 10 (Rectification Plan)

Above schedules are available to download via link:

<https://www.crowncommercial.gov.uk/agreements/RM3821>

The required information for the relevant Schedules to the Call Off Contract is set out below:

- Processing of Data: Annex 1 – a) Authorised Processing Template from the Joint Schedule 11 (Processing of Data), duly populated for this Call-Off Contract.
- Supplier-Furnished Terms: Call Off Schedule.

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Joint Schedule 11 (Processing Data)

Annex 1 – a) Authorised Processing Template (populated for this Call-Off Contract)

Call-Off Contract:	DDaT23192
Date:	As above
Description Of Authorised Processing	Details
Identity of the Controller and Processor	The Parties acknowledge that for the purposes of the Data Protection Legislation, CCS/the Customer is the Controller and the Supplier is the Processor in accordance with Clause 14.1 of the Core Terms.
Subject matter of the processing	Provision of the services and/or software as detailed in the Order Form.
Duration of the processing	For the term of the Call Off Contract.
Nature and purposes of the processing	The exchange and use of contact details in the ordinary course of business, for the purpose of contract performance in relation to the subject-matter.
Type of Personal Data	The names of the parties' employees or contractors or representatives, their respective business email and business postal addresses, and business telephone numbers), and/or their IP addresses.

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Categories of Data Subject	The parties' employees or contractors or representatives.
Plan for return and destruction of the data once the processing is complete UNLESS requirement under union or member state law to preserve that type of data	At the choice of the Data Controller, the Data Processor shall delete or return to the Data Controller all of the Personal Data after the end of the provision of services relating to processing.

Supplier's sub-processors:

Buyer hereby grants Supplier written authorisation for Supplier to use sub-processors to provide the products, software or services (as applicable), including the following sub-processors:

- (i) Environmental Systems Research Institute, Inc. ("Esri Inc") (for the purpose of licensing and administering access, use and support of Esri Inc products);
- (ii) the hosting service providers which Supplier uses for its back office systems;

Where the Supplier is the Controller of Personal Data and provides Personal Data to the Buyer, the Buyer shall comply with the Data Protection Legislation.

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Call-Off Schedule 21 (Supplier-Furnished Terms)

Part 1A Non-COTS Third Party Software

Terms for licensing of non-COTS third party software in accordance with Call-Off Schedule 6 Paragraph 9.2.3 are detailed in Annex 1.

Part 1B COTS Software

Terms for licensing of COTS software in accordance with Call-Off Schedule 6 Paragraph 9.3 are detailed in Annex 2

Part 1C Software as a Service (SaaS) Terms

Terms for provision of a Software as a Service solution are detailed in Annex 3.

Part 1D Software Support and/or Maintenance Terms

Terms for provision of Software Support and/or Maintenance services are detailed in Annex 4.

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Annex 1

N/A

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Annex 2

Environmental Systems Research Institute, Inc. (“Esri” or “Esri Inc”) software products: the ‘Esri Inc License Agreement’ available at: <https://www.esriuk.com/en-gb/legal/uk/terms-and-conditions>.

Supplier software products: the ‘Esri UK Software Licence Agreement’ available at: <https://www.esriuk.com/en-gb/legal/uk/terms-and-conditions>.

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Annex 3

N/A

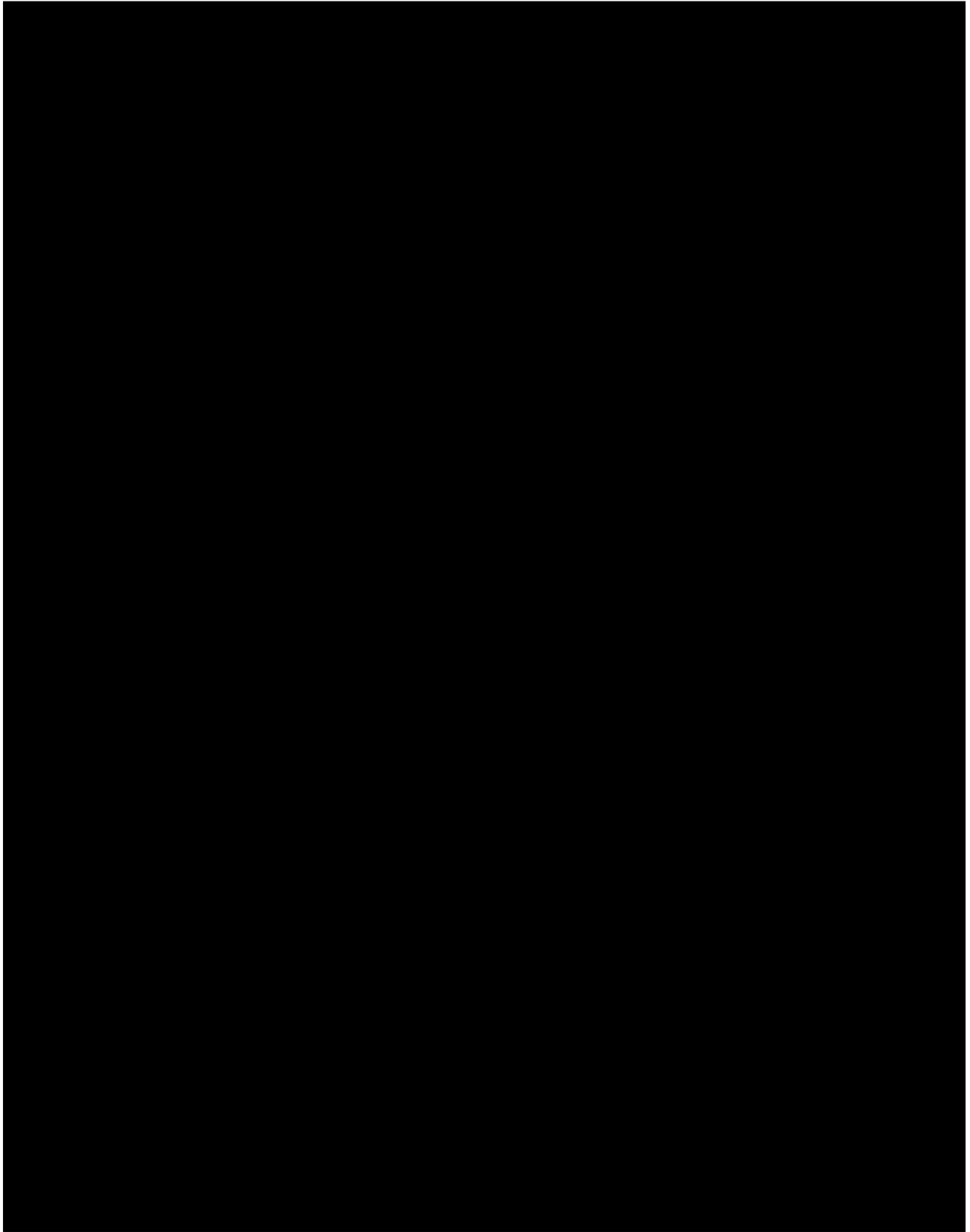
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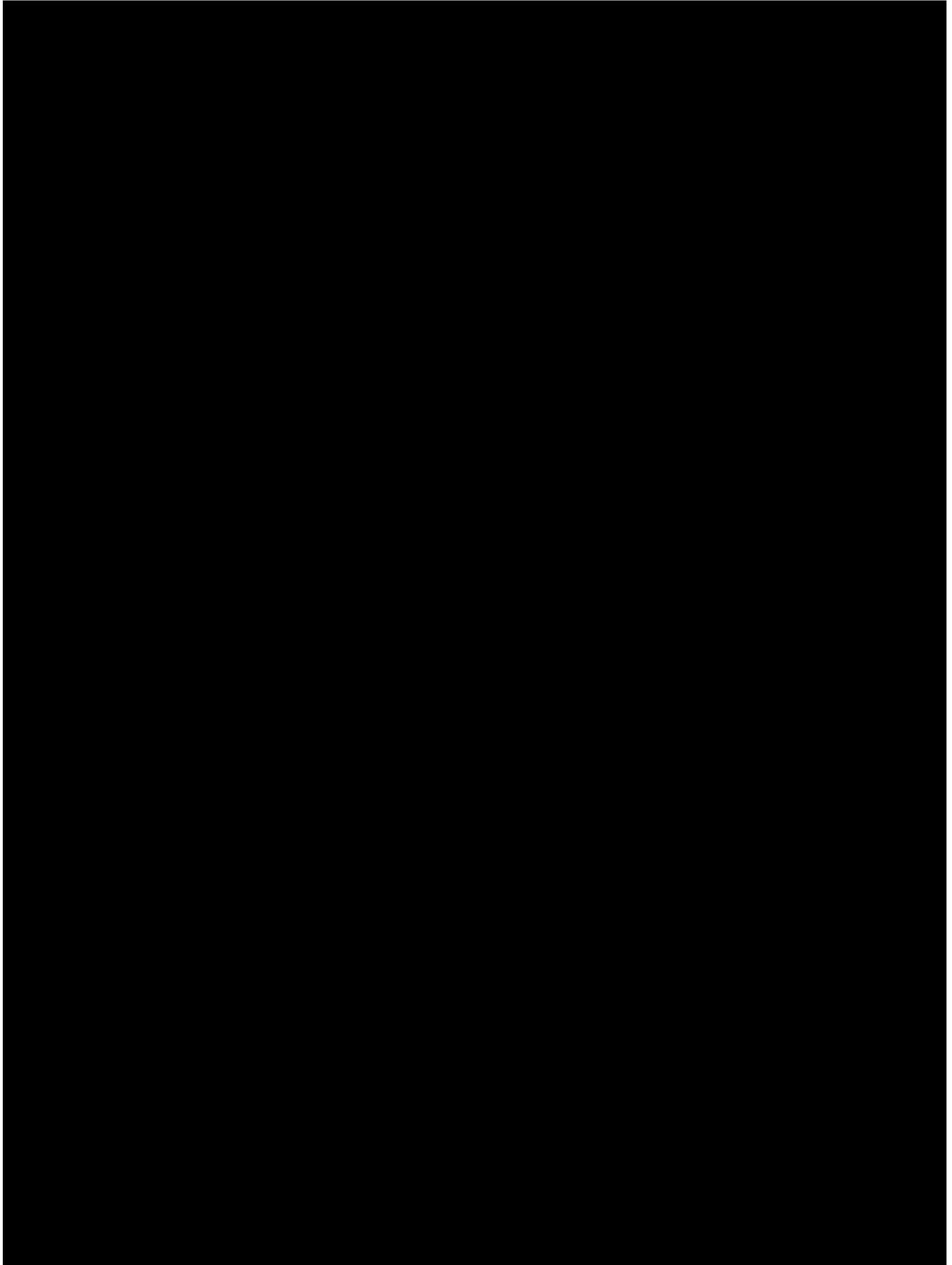
Annex 4

Support and maintenance: the 'Esri UK Standard Support Policy' Available at:
<https://www.esriuk.com/en-gb/legal/uk/terms-and-conditions>.

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