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Attachment 8 – Governance

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1. INTRODUCTION

- 1.1 This Attachment 8 sets out the overarching governance structure which has been agreed between the Buyer and the Supplier at the Commencement Date.
- 1.2 Within 30 days of the Commencement Date, the Parties shall discuss and agree in good faith:
 - 1.2.1 the detailed, low level business as usual (BAU) governance for this Contract (which shall be based on the proposed principles set out in Exhibit 1 of this Attachment 8); and
 - 1.2.2 the elective change process (which shall be based on the proposed principles set out in Exhibit 2 of this Attachment 8).

2. GENERAL

- 2.1 The Supplier shall comply with the governance model described in this Attachment 8 (Governance) and provide appropriate representation to forums at each level of governance (such appropriate representation to be approved by the Buyer).

3. OVERARCHING GOVERNANCE

3.1 Quarterly Strategic Relationship Board

- 3.1.1 The Quarterly Strategic Relationship Board is a meeting which shall be held every three months from the Commencement Date to discuss the strategic relationship between the Parties. The meeting shall be jointly chaired by the CDIO, the Director of Finance, and the Supplier's Delivery Excellence Lead.
- 3.1.2 Attendees from the Buyer shall include the DD Digital Tech, DD Commercial, and CMS Lead.
- 3.1.3 Attendees from the Supplier shall include the Supplier Delivery Excellence Lead.
- 3.1.4 Other attendees shall include representatives from the Cabinet Office and Crown Commercial Service.
- 3.1.5 Inputs for the meeting shall include an agenda, sharing of strategic information, a summary of performance across the past three months (including availability, user satisfaction, and security risk level), risks and issues, and spend. The Quarterly Strategic Relationship Board shall also review and discuss the social value plan as further described in Part B of Attachment 1 (Services Specification).
- 3.1.6 In addition to the Quarterly Strategic Relationship Board, there are also monthly performance reviews and fortnightly telemetry and health

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meetings (as set out below in this Attachment 8). These meetings are chaired by the CMS Lead and attended by relevant Buyer and Supplier representatives. Inputs for these meetings include performance summaries, risks and issues, spend, and telemetry data. Outputs include action plans and capacity plans.

3.2 Monthly Performance Review

- 3.2.1 A monthly performance review shall be conducted via a report, with meetings held quarterly from the Commencement Date (unless otherwise agreed between the Parties). The review shall be chaired by the CMS Lead. The Parties agree that they shall also convene an extra-ordinary performance review meeting if there is a priority 1 (P1) event or if there are any significant changes to the roadmap, backlog and/or shortfalls in capacity.
- 3.2.2 Attendees from the Buyer shall be chosen on a bespoke basis depending on the events of the month or quarter and may include representatives from User Support, IT Operations, Infrastructure, Security, FCT product owners, and BRMs.
- 3.2.3 Inputs for the review shall include an agenda, a monthly performance summary from the Supplier, risks and issues, and spend. Outputs include a jointly agreed monthly report for the Quarterly Strategic Relationship Board.

3.3 Fortnightly Telemetry and Health

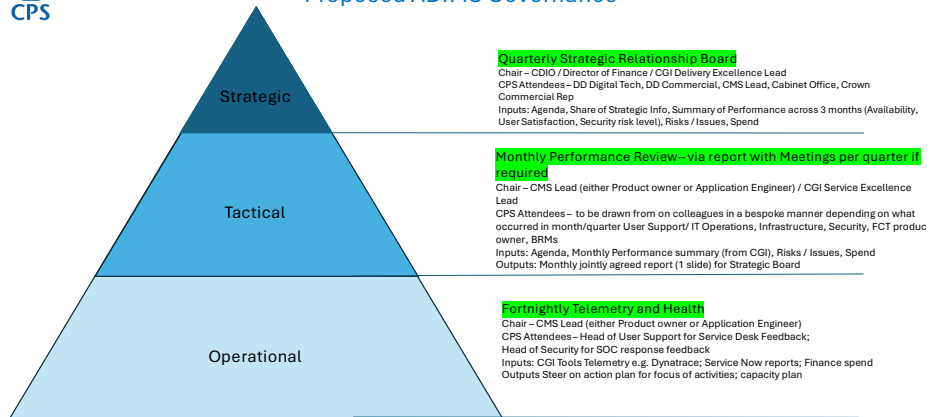
- 3.3.1 A telemetry and health meeting shall be held every two weeks from the Commencement Date, chaired by the CMS Lead.
- 3.3.2 Attendees from the Buyer shall include the Head of User Support for Service Desk feedback and the Head of Security for SOC response feedback.
- 3.3.3 Attendees from the Supplier shall include the Service Owner, Proxy Product Owner, others to support based on operational needs.
- 3.3.4 Inputs for the meeting shall include Supplier tools telemetry, Service Now reports, and finance spend. Outputs include a steer on the action plan for focus of activities and a capacity plan.

3.4 Governance Structure

- 3.4.1 The pyramid governance structure for this Contract is as shown in the image below.



Proposed ADIMS Governance



3.5 Clarifications Exercise

3.5.1 The image below provides an overview of the headline requirements and targets on the Supplier in delivering the Services on the Contract, which were agreed during the clarifications exercise.



Exhibit 1 – BAU Governance Proposed Principles

1. Dedicated Operational Forums

- 1.1 **Principle:** Operational discussions will be held in dedicated forums with essential attendees only, to ensure focused and efficient meetings.
- 1.2 **Purpose:** To address detailed operational issues effectively without overwhelming strategic discussions.
- 1.3 **Frequency and Attendees:** Meetings will be scheduled as required (e.g., weekly, bi-weekly, daily) with attendees limited to those necessary for each specific discussion. These meetings may include, but are not limited to:
 - 1.3.1 Backlog Refinement: Weekly, chaired by the Delivery Manager, with Proxy Product Owner, Relevant Developers, and Testers.
 - 1.3.2 3 Amigos Planning: Bi-Weekly, chaired by the Delivery Manager, with Business Analyst, Developer, and Tester.
 - 1.3.3 Daily Standups: Daily, chaired by Team Lead/Delivery Manager, with all team members.
 - 1.3.4 Sprint/Cyclic Reviews: End of each sprint/cycle, chaired by Delivery Manager, with all team members, Product Owner, and relevant stakeholders.
 - 1.3.5 Telemetry and Health Checks: Fortnightly, chaired by DevSecOps Lead, with Service Owner, Security Lead, and relevant team members.
 - 1.3.6 Security Reviews: Weekly, chaired by Security Lead, with relevant security team members and DevSecOps Lead.
- 1.4 **Buyer and Supplier Participation:** Essential representatives from both the Buyer and Supplier must attend relevant operational forums as scheduled. Non-attendance must be communicated in advance, and a delegate must be assigned to ensure continuous progress.

2. Tactical Review and Planning

- 2.1 **Principle:** Tactical reviews will be conducted bi-weekly to summarise operational reports, update the application support roadmap, and prioritise continuous service improvement initiatives.
- 2.2 **Purpose:** To ensure tactical decisions are informed by operational insights and aligned with strategic goals.
- 2.3 **Buyer and Supplier Participation:** Representatives from both the Buyer and Supplier must participate in bi-weekly tactical reviews to provide necessary inputs and feedback for continuous alignment and improvement.

3. Quarterly Strategic Relationship Board

- 3.1 **Principle:** Strategic oversight will be maintained through quarterly meetings focused on high-level performance summaries and strategic decision-making.
- 3.2 **Purpose:** To provide direction, address strategic risks, and ensure alignment with overarching objectives.
- 3.3 **Buyer and Supplier Participation:** Senior representatives from both the Buyer and Supplier are required to attend quarterly meetings to make strategic decisions and address high-level issues.

4. Automation and Reporting

- 4.1 **Principle:** Reporting processes will leverage automation tools (e.g., Confluence) to streamline information sharing and reduce manual effort.
- 4.2 **Purpose:** To ensure timely, accurate, and efficient reporting across all governance levels.
- 4.3 **Reporting Structure:**
 - 4.3.1 Operational Level: Automated summaries from operational meetings.
 - 4.3.2 Tactical Level: Aggregated reports on roadmap updates and service improvements.
 - 4.3.3 Strategic Level: High-level summaries focusing on strategic decisions and performance metrics.

5. Right-Sized and Focused Meetings

- 5.1 **Principle:** All meetings will be time-boxed and limited to essential attendees to maintain focus and efficiency.
- 5.2 **Purpose:** To ensure discussions are productive and relevant to the attendees.
- 5.3 **Implementation:** Each meeting will have a clear agenda and a strict time limit (e.g., 30 minutes for operational meetings).

6. Continuous Improvement

- 6.1 **Principle:** The governance model will be periodically reviewed and adjusted to ensure it remains effective and relevant to the changing needs of the Service.
- 6.2 **Purpose:** To foster an environment of continuous improvement and adaptability.
- 6.3 **Review Cycle:** The governance structure will be reviewed annually, with input from both the Supplier and Buyer, to assess effectiveness and make necessary adjustments.

7. Implementation and Review

- 7.1 **Flexibility:** The governance principles are designed to be flexible and adaptable to the evolving nature of the Service.
- 7.2 **Periodic Review:** The governance structure will be reviewed periodically (e.g., annually) to assess its effectiveness and make necessary adjustments.

8. Accountability and Escalation for Both Buyer and Supplier

- 8.1 **Non-Compliance:** If either the Buyer or Supplier does not adhere to the scheduled meetings or fails to provide necessary inputs, the following steps will be taken:
 - 8.1.1 **Notification:** Immediate notification to the respective party's designated point of contact, highlighting the impact of their absence.
 - 8.1.2 **Escalation:** If the issue persists, escalate to higher management within the Buyer or Supplier organisation.
 - 8.1.3 **Documentation:** Document all instances of non-compliance and their impact on project timelines and deliverables.

- 8.1.4 **Review:** Conduct a formal review during the next strategic meeting to address and resolve the non-compliance issues.

Exhibit 2 – Elective Change Process

1. Agreed Principles

- 1.1 The principles agreed between the Parties at the Commencement Date relating to the elective change process are as set out below.

1. Identify Potential Work

- Ticket Creation: Create a Jira ticket with the type "Potential Work" for any new potential elective work.
- Roadmap Inclusion: Configure Jira to display "Potential Work" tickets on the roadmap.

2. Add to the Roadmap

- Roadmap Visualization: Use Jira Roadmaps or Advanced Roadmaps to visualize "Potential Work" tickets.
- Stakeholder Reviews: Regularly review the roadmap with the Supplier and Buyer using Confluence for meeting notes and decisions – Monthly Tactical Meeting required.

3a). Supplier and Buyer Analysis (non-Complex Change)

- Collaboration: Use Confluence to create a collaborative space for the Supplier and Buyer to perform their analysis and document their needs.
- Work Chunking: Supplier and Buyer work to break down work into small, low-complexity items that can be individually delivered. Chunks are small so that teams remain flexible rather than working on single items for weeks at a time not being able to re-prioritise. Document this process in Confluence avoiding big design up front. Operational activity, tracked monthly at tactical level.

3b) Supplier and Buyer Analysis (Complex Change)

Impact Assessment: The Supplier, in collaboration with the Buyer, will undertake a detailed Impact Assessment of the activity to plan, assess, agree and document an approach to delivery which shall include agreement of:

- resources required
- risks
- dependencies
- assumptions
- service impact
- impact to Contract terms including Supplier and Buyer obligations (in which case a formal Change Request will be raised under Schedule 5 (Change Control Procedure) of the Contract.

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- **Impact Assessment Activity:** The Impact Assessment Activity shall be agreed, monitored and managed through the governance structures of the ADIMS Services (i.e. Telemetry and Healthcheck/Backlog Maintenance).
- **Complex Change Delivery:** where possible, will be packaged in line with the Work Chunking set out in 3(a) of this process in Exhibit 2 (Elective Change Process) unless an alternative process and reporting is deemed necessary and agreed in the appropriate Governance meetings by the Parties.

4. Buyer Commitment

- **Commitment:** The Buyer commits that work is required, transition the "Potential Work" ticket to an appropriate status that indicates commitment (e.g., "Approved for Backlog"). Trackable as Jira report and automatically reported for review of capacity at a monthly tactical meeting.

5. Move to Backlog

- **Manual Triage by Supplier:** A product specialist from the Supplier will manually triage the item to confirm that the work is appropriately described and meets the criteria for minor changes. It's either accepted or rejected with reasons given as to what needs to change.
- **Approval Workflow:** Implement a Jira workflow that includes an approval step by the product specialist.
- **Automated Notifications:** Set up Jira notifications to alert the approver when an item needs review.
- **Transition to Backlog:** Configure Jira to automatically move tickets into the backlog when their status changes to "Approved for Backlog".
- **Triage and Prioritisation:** Use Jira to triage and prioritise the backlog items. Create filters and dashboards to manage this process efficiently. Prioritisation is an operational level task.

6. Implementation and Testing

- **Assignment and Work:** Assign the minor change to a developer. Use Jira's assignment and workflow capabilities to manage the work.
- **Testing:** Incorporate a testing step into the Jira workflow. Document test results directly in the Jira ticket.

7. Documentation and Tracking

- **Jira Documentation:** Use the Jira ticket to document all details of the change, including implementation notes, testing results, and approvals.
- **Confluence Integration:** Link Confluence pages to Jira tickets for detailed documentation and knowledge sharing.
- **Progress Tracking:** Use Jira dashboards to track the progress of changes and generate reports.

8. Communication

- **Stakeholder Communication:** Use Jira notifications and Confluence updates to keep both Supplier and Buyer stakeholders informed about the status and impacts of changes.
- **Regular Updates:** Provide regular status updates via Confluence, linking relevant Jira tickets for detailed information.

Example Workflow in Jira

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1. Identify: Create "Potential Work" tickets in Jira.
2. Roadmap: Display "Potential Work" on the Jira roadmap.
3. Analyse and Chunk: Collaborate with the Supplier and Buyer using Confluence.
4. Commitment: Change status to "Approved for Backlog" when committed.
5. Triage: Manual triage by Supplier product specialist.
6. Approve: Use Jira workflow for approval process.
7. Implement: Developer works on the change, tracked in Jira.
8. Test: Perform testing and document in Jira.
9. Document: Use Jira and Confluence for comprehensive documentation.
10. Communicate: Inform stakeholders through Jira notifications and Confluence updates.

Automation and Efficiency

- Jira Automation: Use Jira automation rules to transition statuses, notify stakeholders, and move tickets between boards.
- Confluence Integration: Link Confluence pages to Jira tickets for seamless documentation.
- Dashboards and Filters: Create custom Jira dashboards and filters to manage and visualise the process efficiently.

- 1.2 The Parties recognise that they each have internal governance processes which must be adhered to prior to agreeing any Changes to the Contract and the Parties agree to exercise all reasonable endeavours to see that any process agreed as part of this Attachment 8 (Governance) shall not undermine a Party's ability to perform such governance. Where a process agreed by the Parties under this Attachment 8 (Governance) is determined by either the Buyer or the Supplier, acting reasonably, to undermine the relevant Parties internal governance processes, the Parties shall act in good faith to agree a compromise position and process to ensure that the delivery of the Services by the Supplier is not impacted whilst complying with this Attachment 8 (Governance).