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**SCHEDULE L – GOVERNANCE**

**MERLIN AND APACHE ENGINES FUTURE SUPPORT**

**CONTRACT NUMBER  
HELSS/0102**

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**SCHEDULE L**

**GOVERNANCE**

**1. INTRODUCTION**

1.1 Both Parties shall exercise governance of the Contract through their respective integrated management organisations.

1.2 The schedule of formal meetings is set out below and minutes will be taken, agreed and issued to provide an audit trail of decisions and ensure governance of the Contract.

**2. POINTS OF CONTACT**

2.1 The Authority's Service Delivery Manager or his authorised deputy, as described in DEFFORM 111 shall act as principal point of contact with the Contractor and act as the focal point within the Authority's organisation for all matters concerning the performance of this Contract.

2.2 The Contractor's Programme Manager, or their nominated deputy shall act as principal point of contact with the Authority.

**3. CONTRACT MEETINGS**

3.1 The Contract meetings are detailed in the tables below.

3.2 Further details specifying agenda, attendees and format of content for discussion will be defined through negotiation.

3.3 The Contractor shall be responsible for:

- a. The provision of facilities in support of all meetings hosted at the Contractor's premises, unless otherwise agreed with the Authority;
- b. Organising the meeting, giving notice of no less than 10 working days to attendees;
- c. Collating all information required for discussion and/or presentation at the meeting. Any documentation is to be issued to attendees no less than 10 working days in advance of the meeting date;
- d. Issuing minutes and presentations no later than 10 working days after each meeting; and,
- e. Follow up and completion of any actions placed upon the Contractor within the meetings listed below, within the timescales agreed.

3.4 The Authority shall review and agree the minutes and actions of any previous meetings prior to issue within 10 working days upon receipt of draft minutes.

3.5 Attendance to be agreed between the Authority and Contractor, including provision of reserves empowered to act in the absence of the nominated attendee.

3.6 The Contractor shall provide suitably qualified and experienced personnel (SQEP) representatives at all meetings outlined in the tables below.

3.7 Meeting agendas are outlined in the tables below and may be mutually amended and agreed, as appropriate.

3.8 The Contractor and Authority shall jointly review the effectiveness of meetings annually and implement agreed changes.

#### **4. ADDITIONAL MEETINGS**

4.1 Additional meetings will be scheduled where required. This will include, but shall not limited to, the following:

- a. Integrated Logistic Support Working Group;
- b. Subsidiary meetings including Data Reporting, Analysis and Corrective Action System (DRACAS) Sentencing Committee, Training Working Group, Technical Publications Working Group, Technical Instructions Working Group, Software Working Group.

#### **5. DISPUTE RESOLUTION**

5.1 Either Party may raise a dispute relating to the Contract by issuing a written notice to the other Party.

5.2 The Parties will attempt in good faith to resolve any dispute or claim arising out of or relating to this Contract by negotiation in accordance with DEFCON 530 through the use of the dispute resolution procedure detailed below.

5.3 Both Parties agree in this respect that, in the first instance, any dispute should be addressed and resolved at the lowest working level possible.

5.4 If it is not possible to resolve the issue within one (1) calendar month then this will be escalated to managers, identified below, by notice in writing by one Party to the other ("date of escalation"):

Authority's Project Manager:	Merlin Service Delivery Manager
Contractor's Project Manager:	Programme Manager

5.5 Should it not be possible to resolve the issue within one (1) calendar month of the date of escalation then the senior representatives as defined below shall meet as soon as practicable but no later than one (1) calendar month from the date of escalation and endeavour to resolve the dispute between them:

For the Authority:	Merlin Delivery Team Leader
For the Contractor:	Project Director Helicopters

5.6 Either Party may, by reasonable notice in writing to the other, nominate any other person or persons to be the senior representative of that Party in place of any person or persons currently acting as its senior representative.

5.7 In the event that the Parties' senior representatives cannot reach an agreement no later than two (2) calendar months of the date of escalation, then the remaining provisions of DEFCON 530 shall apply and the parties may use any alternative dispute resolution procedure on which they agree, or refer it to arbitration.

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Ser	Meeting Type	Host	Frequency	Authority Attendance	Contractor Attendance	Agenda Items	Comments
<b>Contract Performance Meetings</b>							
1	Monthly Programme Review	Yeovil/Contractor rotational	Monthly	Merlin Propulsion Engineering Authority Mgr Merlin Service Delivery Mgr Merlin CASP Mgr Logs Performance Mgr	[Contractor to populate]	Review of previous actions Review of flying hours Sentencing of KPIs/ PIs Review of FOD events Review and sentencing of non-attributable demands Availability Fly Forward Status of unserviceable engines Operational Deployment Readiness (when required) Status of support equipment Additional service task status Risk review Engines removals vs forecasts Engine demands vs Caps	Every third Monthly Programme Review will be substituted for the Quarterly Programme Review
2	Quarterly Programme Review Meeting (QPRM)	Yeovil/Contractor rotational	Quarterly	Merlin Service Delivery Mgr Merlin Propulsion Engineering Authority Mgr Merlin Engineering Authority Merlin Commercial Merlin CASP Mgr Logs Performance Mgr Merlin Quality Assurance Mgr	[Contractor to populate]	As per Monthly Programme Review meeting plus: Customer Satisfaction Engine FOD Rate Review outstanding fault investigation reports Review of QPRM Action log Contract Amendment status Commercial issues Fleet status Review of Technical Support arrangement Quality issues and warranty Annual- Reconciliation of actual cost against target cost	Last quarterly meeting of year will be the Annual Contract Review

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Technical Meetings							
3	Technical Review (including Technical Publications)	Yeovil/Contractor rotational	Monthly	Merlin Propulsion Engineering Authority Mgr Merlin Propulsion Engineering Support Merlin Service Delivery Mgr Merlin Support Engineering Mgr Merlin Engineering Tech Support Merlin Propulsion EA Apache ADS Mgr	[Contractor to populate]	Review of previous actions Review of current technical issues Update of fault investigations Review of Technical queries raised since last Technical Review Technical query progress Technical issues trending including In Flight Shut Down (IFSD) data Update on extant MOD Form 765s Update on next Technical Publications Incorporation of technical instructions Signal Amendments	Technical Publications agenda items to be discussed quarterly
4	Configuration Control Board (A) & Configuration Control Board (B)	Yeovil	March, June, September, December	Merlin Engineering Authority Merlin MODS Mgr Merlin Service Delivery Mgr Merlin Propulsion Engineering Authority Mgr	[Contractor to populate]	TBC	Configuration Control Board will alternate from CCB(A) and CCB(B)
5	Local Technical Committee (LTC)	Yeovil	February, May, July, October	Merlin Engineering Authority Merlin MODS Mgr Merlin Service Delivery Mgr Merlin Propulsion Engineering Authority Mgr	[Contractor to populate]	TBC	

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6	Propulsion Integrity Working Group	Yeovil	Six monthly	Merlin Engineering Authority Merlin Propulsion Engineering Authority Mgr Merlin Propulsion Engineering Support	[Contractor to populate]	TBC	
7	Wear Debris Working Group	Portsmouth	Six monthly	Merlin Propulsion Engineering Authority Yeovilton Continuing Airworthiness Management Organisation (CAMO) Culdrose CAMO Wattisham CAMO	[Contractor to populate]	Review of outstanding actions Review of Wear Debris Analysis records Review of Wear Debris rejections Identification of opportunities to improve the sustainability	
<b>Quality Meetings</b>							
8	Engine Quality Assurance Group	Yeovil/Contractor rotational	Annually	Merlin Quality Assurance Mgr Merlin Propulsion Engineering Authority Mgr Yeovilton CAMO Culdrose CAMO Wattisham CAMO Government Quality Assurance Representative (GQAR)	[Contractor to populate]	Review of previous minutes & actions Project Quality Strategy, plans & Organisation responsibilities Audits, NCRs & non-conformance Management Non-conformance control Defence Quality Assurance Field Force (DQAFF) Surveillance activities & report	
<b>Safety Meetings</b>							

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9	2 Star Merlin Equipment Safety Review (Major)	Yeovil	Yearly	Director Helicopters OC Chief Engineer OC Safety Lead Merlin TAA Merlin Engineering Authority Merlin Propulsion Engineering Authority Mgr Merlin Head Safety Merlin QA Mgr Merlin Environmental Mgr FLC Yeovilton CAMO Culdrose CAMO	[Contractor to populate]	Aim & context Review of previous actions Equipment Safety Circle-Strategy and Plans Compliance Resource Airworthy Equipment Assurance Sun Delegated Mil CAM Tasks TAA Statement Director Statement Actions not covered Issues for Transfer/Escalation	
10	2 Star Merlin Equipment Safety Review (Minor)	Yeovil	Yearly	Director Helicopters OC Chief Engineer OC Safety Lead Merlin TAA Merlin Engineering Authority Merlin Propulsion Engineering Authority Mgr Merlin Head Safety Merlin QA Mgr Merlin Environmental Mgr FLC Yeovilton CAMO Culdrose CAMO	[Contractor to populate]	Update from previous 2* Major & may cover any area from below: Previous Actions Equipment Safety Circle-Strategy and Plans Compliance Resource Airworthy Equipment Assurance Sun Delegated Mil CAM Tasks TAA Statement Director Statement Actions not covered Issues for Transfer/Escalation	

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11	Merlin Safety and Environmental Panel	Yeovil	Six monthly	Merlin TAA Merlin Engineering Authority Merlin Head Safety Merlin AESM Merlin Safety Management System Mgr RTSA Desk Officer Merlin Environmental Mgr CAMOs Chief Air Engineer Yeovilton CAMO Culdrose CAMO	[Contractor to populate]	TBC	
12	Hazard Analysis Working Group	Yeovil	Six monthly	Merlin Engineering Authority Merlin Propulsion Engineering Authority Mgr Merlin Safety Mgr Merlin Avionics EA Merlin Mech EA Wattisham CAMO Yeovilton CAMO Culdrose CAMO	[Contractor to populate]	Review of previous actions Merlin Equipment Hazard Management Hazard Management Assumptions Hazard Analysis [Equipment Hazards H01 to H10 for Merlin Mk2 and Mk4/4A] ALARP Evaluation Equipment Hazard Declaration Acknowledgement by DDH	

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13	2 Star Apache Equipmenty Safety Review (Major)	ABW/ Yeovil	Yearly	Director Helicopters OC Chief Engineer OC Safety Lead Apache TAA Apache Engineering Authority Merlin Propulsion Engineering Authority Mgr Apache Head Safety Apache QA Mgr Apache Environmental Mgr FLC	[Contractor to populate]	Aim & context Review of previous actions Equipment Safety Circle-Strategy and Plans Compliance Resource Airworthy Equipment Assurance Sun Delegated Mil CAM Tasks TAA Statement Director Statement Actions not covered Issues for Transfer/Escalation	
14	2 Star Apache Equipmenty Safety Review (Minor)	ABW/ Yeovil	Yearly	Director Helicopters OC Chief Engineer OC Safety Lead Apache TAA Apache Engineering Authority Merlin Propulsion Engineering Authority Mgr Apache Head Safety	[Contractor to populate]	Update from previous 2* Major & may cover any area from below:- Review of previous actions Equipment Safety Circle-Strategy and Plans Compliance Resource Airworthy Equipment Assurance Sun Delegated Mil CAM Tasks TAA Statement Director Statement Actions not covered Issues for Transfer/Escalation	

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15	Apache Safety and Environmental Panel	Yeovil	Six monthly	Apache TAA Apache Engineering Authority Apache Head Safety Apache AESM Apache Safety Management System Mgr RTSA Desk Officer Apache Environmental Mgr CAMOs Chief Air Engineer Wattisham CAMO	[Contractor to populate]	TBC	
<b>Financial &amp; EVM</b>							
16	Finance & EVM Meeting	Yeovil	Quarterly	Cost Control Commercial Delivery Manager	[Contractor to populate]	Review of Cost Collection Report Review of Financial Summary Report Review of Incentive Mechanism (MPTCIF) Upcoming/ scheduled payments Impact as a result of KPIs Review of over/under spend Accruals Review of inventory purchases (new buys) into MOD stores Any other business e.g. DEFCON 647	Following fleet status/ monthly programme review meeting