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Royal Air Force Centre of Aviation Medicine Relocation

Contract Number 701577386

Clause Reference/DEFCON/Genesis Table

Part 2 Terms and Conditions

MSC = Model Services Contract

Clause	Clause Heading	DEFCON/Genesis
PART 1 – DEFINITIONS AND INTERPRETATION		
1	Definitions and Interpretation	M&R Template and DEFCON 501 (Edn 10/21)
2	Precedence	M&R Template and MSC
PART 2 – CORE OBLIGATIONS		
3	The Contractor's Obligations	M&R Template and MSC
4	Pricing and Payment and Task Orders	M&R Template
5	Contract Period and Options	M&R Template and MSC
6	Contractor Warranties and Undertakings	M&R Template and MSC
7	Co-operation and Partnering	M&R Template
8	Contract Management and Meetings	M&R Template
9	Necessary Consents	M&R Template
10	Contractor Related Parties	M&R Template
11	Approval by the Authority	M&R Template
PART 3 – SUB-CONTRACTING		
12	Sub-Contracting	M&R Template and MSC
13	Advertising Sub-Contracts	DEFCON 675 (Edn 03/21)
14	Matters to be included in Sub-Contracts	M&R Template and MSC
15	Sub-contracting to SMEs	M&R Template

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Clause	Clause Heading	DEFCON/Genesis
16	Competition in Sub-Contracts	Drafting from DEFCON 176A (Edn 06/08) which is now archived
17	Import and Export Licences	DEFCON 528 (Edn 07/21)
PART 4 – PRICE/COSTS/PAYMENT		
18	Payment under CP&F	DEFCON 522 (Edn 11/21)
19	Unique Identifiers	DEFCON 5J (Edn 11/16)
20	The Use of the Electronic Business Delivery Form	DEFCON 129J (Edn 11/16)
21	Disputed Amounts	M&R Template
22	Payment of Bills using the Bankers Automated Clearing Service System	M&R Template
23	Recovery of Sums Due	DEFCON 522 (Edn. 11/21)
24	VAT	DEFCON 513 (Edn. 07/21)
PART 5 – PERFORMANCE AND REMEDIES		
25	Key Performance Indicators, Performance Monitoring and Quality Performance Indicators	M&R Template and MSC
26	Technical Assistance to the Authority	M&R Template
27	Authority Performance Failures	M&R Template
28	Indemnity and Liabilities	MOD Commercial Policy Statement Dec 2021
29	Insurances	MOD's insurance advisers (Willis)
30	States of Emergency, Periods of Tension, Transition to War, Hostilities, Surge and Crisis Event	M&R Template
31	Force Majeure	M&R Template and MSC
32	Authority Step-In	M&R Template and MSC

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PART 6 – INFORMATION PROVISIONS		
33	Authority Data	M&R Template and MSC
34	Authority Disclosed Data	M&R Template
35	The Contractor's Records	M&R Template and DEFCON 609 (Edn 07/21)
36	SME Spend Data Collection	DEFCON 678 (Edn 09/19)
37	Disclosure of Information	DEFCON 531 (Edn 09/21)
38	Transparency	DEFCON 539 (Edn 01/22)
39	Accuracy of Information	M&R Template
40	Protection of Personal Data	DEFCON 532B (Edn 09/21)
41	Official-Sensitive Security Requirements	DEFCON 660 (Edn 12/15)
42	Cyber	DEFCON 658 (Edn 09/21)
PART 7 – INTELLECTUAL PROPERTY RIGHTS		
43	Intellectual Property Rights	Schedule 14 to be populated with DEFCONS 14, 15, 21, 90, 91, 632, 703 (coloured green on MOD's DEFCON list + amber DEFCON 90)
44	Authorisation by the Crown for use of Third Party Intellectual Property Rights	DEFCON 632 (Edn 11/21)
PART 8 – SECURITY PROVISIONS		
45	Security – Secret Matters	M&R Template and DEFCON 659A (Edn 09/21)
46	Personnel Security	M&R Template
47	Co-operation for Security Investigation	M&R Template
PART 9 – SITE ISSUES		
48	Authority Sites	M&R Template

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Clause	Clause Heading	DEFCON/Genesis
49	Contractor's Presence at the Centre	M&R Template
50	The Contractor's Property and Personnel at Government Establishments	M&R Template and DEFCON 76 (Edn 06/21)
51	Access and facilities to be provided by the Contractor	DEFCON 608 (Edn 07/21)
PART 10 – PEOPLE ISSUES		
52	Transfer of Undertakings (Protection of Employment) (TUPE)	MOD prescribed drafting
53	Child Labour and Employment Law and Modern Slavery Act	DEFCON 550 (Edn 02/14) Modern Slavery – M&R Template
54	Equality	DEFCON 516 (Edn 04/12) and MSC
PART 11 – ASSET RELATED PROVISIONS		
55	Packaging (for Articles other than Munitions)	DEFCON 129 (Edn 07/21)
56	Supply of Information for NATO Codification and Defence Inventory Introduction	DEFCON 117 (Edn 07/21)
57	Codification Requirements for Item Identification	Annex to DEFCON 117 (Edn 07/21)
58	Supply of Hazard Data	DEFCON 68 (Edn 05/21)
59	Use of Asbestos	DEFCON 624 (Edn 11/13)
60	Delivery, Acceptance, Rejection and transfer of Title and Risk	DEFCON 507 (Edn 07/21), DEFCONs 525 (Edn 10/98) 524 (12/21) and M&R Template
61	Vesting	DEFCON 649 (Edn 12/21)
62	Counterfeit Materiel	DEFCON 524A (02/20)
63	Issued Property	DEFCON 611 (Edn 02/16)

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64	Accounting for property of the Authority	DEFCON 694 (Edn 07/21)
65	Loss of or Damage to the Articles	DEFCON 612 (Edn 06/21)
66	Marking of Articles	DEFCON 644 (Edn 07/18)
67	Defect Investigation and Liability	DEFCON 637 (Edn 05/17)
68	Transport	DEFCON 621A (Edn 12/21) and DEFCON 621B (Edn 10/04)
69	Special Jigs, Tools and Test Equipment	DEFCON 23 (Edn 06/21)
70	Special Procedure for Initial Spares	DEFCON 82 (Edn 06/21)
71	Redundant Materiel	DEFCON 601 (Edn 04/14)
72	Montreal Protocol Substances	M&R Template
73	Timber and Wood-Derived Products	DEFCON 691 (Edn 03/15)
74	Loss or damage caused by Authority Manpower	M&R Template
PART 12 – CONTRACT SPECIFIC PROVISIONS		
75	Authority Obligations	M&R Template
76	Management and Reporting	M&R Template
77	Quality Assurance Requirement for a Certificate of Conformity DEFCON 627 (Edn 11/21)	M&R Template and DEFCON 602A (Edn 12/17) DEFCON 627 (Edn 11/21)
PART 13 – TERMINATION		
78	Termination for Contractor Default	M&R Template. DEFCON 514 (<i>Material Breach</i>) and DEFCON 515 (<i>Bankruptcy and Insolvency</i>) are described in Schedule 1 (<i>Definitions</i>) as Contractor Default events.

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79	Termination for Convenience	DEFCON 656B (Edn 08/16)
80	Financial Consequences of Termination	M&R Template, DEFCON 656B (Edn 08/16) and MSC
81	Exit Plan	M&R Template
82	Continuing Obligations	M&R Template
PART 14 – GENERAL CONTRACT PROVISIONS		
83	Continuing Assistance	M&R Template
84	Change	M&R Template and DEFCON 502 (Edn 05/17)
85	Amendments to Contract	DEFCON 503 (Edn 07/21)
86	Transfer	DEFCON 518 (Edn 02/17)
87	Novation	M&R Template and MSC
88	Change of Ownership	DEFCON 566 (Edn 10/20) + M&R Template
89	Disruption	M&R Template
90	Waiver	M&R Template, DEFCON 527 (Edn 09/97) and MSC
91	Discrepancies, Errors and Omissions	M&R Template
92	Severability	DEFCON 538 (Edn 06/02) and MSC
93	Whole Agreement	M&R Template
94	Tax Compliance	DEFCON 670 (Edn 02/17) and MSC
95	Representatives	M&R Template and MSC
96	Notices	DEFCON 526 (Edn 08/02), M&R Template and MSC
97	Dispute Resolution (English Law)	DEFCON 530 (Edn 12/14)
98	Contractor's Status	M&R Template

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Clause	Clause Heading	DEFCON/Genesis
99	Rights Of Third Parties	DEFCON 537 (Edn 12/21) and MSC
100	Law (English)	DEFCON 529 (Edn 09/97)

Schedules	Schedule Heading	Genesis
Schedule 1	Definitions and Acronyms	M&R Template, DEFCON 501, Project-specific
Schedule 2	Scope	MOD Bespoke
Schedule 3	Contractor's Proposals	Contractor to produce
Schedule 4	Assurance and Acceptance Process	M&R Template
Schedule 5	Contract Data Deliverables	MOD Bespoke
Schedule 6	Performance Management Regime (and KPIs)	MOD Bespoke with M&R template provisions included
Schedule 7	Authority Obligations	M&R Template
Schedule 8	Governance and Management	M&R Template
Schedule 9	Pricing and Payment	M&R Template with Commercial Policy VOP provisions inserted
Schedule 10	Task Order Approval Process	M&R Template
Schedule 11	Change Procedure	M&R Template
Schedule 12	Quality Performance Indicators	MOD Bespoke
Schedule 13	Required Insurances	MOD's insurance advisers (Willis)
Schedule 14	IPR	DEFCONs relevant to IPR for the Project
Schedule 15	Ancillary Documents	MOD Bespoke
Schedule 16	Transfer Regulations	Provided by MOD

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Schedule 17	Exit Plan	M&R Template
Schedule 18	Key Personnel	M&R Template
Schedule 19	DEFFORMS	MOD Bespoke

Mills & Reeve LLP

8 June 2022

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