

OFFICIAL - SENSITIVE - COMMERCIAL

PCSS Framework Agreement
Schedule 5.1 (Governance)

Primary Care Support Services Framework Agreement

Schedule 5.1

Governance

OFFICIAL - SENSITIVE - COMMERCIAL

1. Representatives

1.1 The Parties hereby appoint the following representatives in respect of this Framework Agreement:

1.1.1 [REDACTED] Head of Service Management Team for the Framework Authority (the "**Framework Authority Representative**"); and

1.1.2 [REDACTED] Managing Director for the Supplier (the "**Supplier Representative**"),

as may be replaced on written notice from one Party to the other.

2. Establishment and structure

Establishment and structure of the Framework Management Board

2.1 The Parties shall establish a Framework Management Board for the purposes of this Framework Agreement on which both the Supplier and the Framework Authority shall be represented.

2.2 In relation to the Framework Review Board, the:

2.2.1 Framework Authority Board Members;

2.2.2 Supplier Board Members;

2.2.3 frequency that the Board shall meet (unless otherwise agreed between the Parties);

2.2.4 location of the Board's meetings; and

2.2.5 planned start date by which the Board shall be established,

shall be as set out in Annex 1.

2.3 In the event that either Party wishes to replace any of its appointed Board Members, that Party shall notify the other in writing of the proposed change for agreement by the other Party (such agreement not to be unreasonably withheld or delayed). Notwithstanding the foregoing it is intended that each Framework Authority Board Member has at all times a counterpart Supplier Board Member of equivalent seniority and expertise.

Board meetings

2.4 Each Party shall ensure that its Board Members shall make all reasonable efforts to attend Board meetings at which that Board Member's attendance is required. If any Board Member is not able to attend a Board meeting, that person shall use all reasonable endeavours to ensure that:

2.4.1 a delegate attends the relevant Board meeting in his/her place who (wherever possible) is properly briefed and prepared; and

2.4.2 that he/she is debriefed by such delegate after the Board Meeting.

2.5 A chairperson shall be appointed by the Framework Authority for the Framework Management Board as identified in Annex 1. The chairperson shall be responsible for:

2.5.1 scheduling Board meetings;

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- 2.5.2 setting the agenda for Board meetings and circulating to all attendees in advance of such meetings;
 - 2.5.3 chairing the Board meetings;
 - 2.5.4 monitoring the progress of any follow up tasks and activities agreed to be carried out following Board meetings;
 - 2.5.5 ensuring that minutes for Board meetings are recorded and disseminated electronically to the appropriate persons and to all Board meeting participants within ten (10) Working Days after the Board meeting; and
 - 2.5.6 facilitating the process or procedure by which any decision agreed at any Board meeting is given effect in the appropriate manner.
- 2.6 Board meetings shall be quorate as long as at least two representatives from each Party are present.
- 2.7 The Parties shall ensure, as far as reasonably practicable, that the Framework Management Board shall as soon as reasonably practicable resolve the issues and achieve the objectives placed before it. Each Party shall endeavour to ensure that Board Members are empowered to make relevant decisions or have access to empowered individuals for decisions to be made to achieve this.

3. Role of the Framework Management Board

- 3.1 The Framework Management Board shall:
- 3.1.1 review issues raised by individual Call-Off Customers;
 - 3.1.2 discuss with the Supplier any potential future Call-Off Agreements which may be entered into under the Framework Agreement; and
 - 3.1.3 discuss overall charging volumes including for Services to which banded charges applies.
- 3.2 The role of the Framework Management Board shall be fulfilled by the Service Management Board under the NHS England Call-Off Agreement until agreed otherwise between the Framework Authority and the Supplier.

Annex 1

Framework Management Board Representation and Structure

<p>Framework Authority members of the Framework Management Board</p>	<p>██████████ (National Director: Transformation and Corporate Operations, NHS England)</p> <p>██████████ (Director of Corporate Operations, NHS England)</p> <p>██████████ (Head of Service Management, NHS England)</p> <p>██████████ (Senior Contract Manager (Contract & Commercial) – Service Management Team, NHS England)</p>
<p>Supplier members of the Framework Management Board</p>	<p>██████████ (Contract Managing Director, Capita)</p> <p>██████████ (Stakeholder Director, Capita)</p>
<p>Frequency of the Framework Management Board meetings</p>	<p>Monthly until established as a separate Board to the Service Management Board in accordance with paragraph 3.2 of this schedule, and thereafter at the frequency agreed between the Framework Authority and the Supplier.</p>
<p>Location of the Framework Management Board meetings</p>	<p>Skipton House or Quarry House (as agreed)</p>
<p>Start date for the Framework Management Board meetings</p>	<p>Within sixty (60) days of the Framework Effective Date</p>