

SCHEDULE 6.1

TRANSITION AND PROJECT PLANS

Transition and Project Plans

1 INTRODUCTION

1.1 This Schedule:

- (a) draws the Plans including the Milestones (and associated Deliverables) identified in Component 1 - Transition, Component 2 - Operate and Component 3 - Enhance and identifying those Milestones which trigger payment to the Supplier of the applicable Milestone Payments following the issue of the applicable Milestone Achievement Certificate; and
- (b) defines the process for the preparation and implementation of:
 - (i) the Outline Transition Plan;
 - (ii) the Programme Overview Plan;
 - (iii) the Outline Project Plan; and
 - (iv) the Detailed Project Plans.

2 OUTLINE PLANS

2.1 All Plans shall include (as a minimum) the Supplier's proposed timescales in respect of the following for each of the Milestones:

- (a) the completion of each design document;
- (b) the completion of the build phase;
- (c) the completion of any Testing to be undertaken in accordance with Schedule 6.2 (Testing Procedures);
- (d) training and roll-out activities;
- (e) clearly outlines all the steps required to implement the Milestones; and
- (f) is produced using a software tool as specified, or agreed by the Authority.

2.2 The Outline Transition Plan which shall include all those Milestones and Key Deliverables set out in Component 1 - Transition is set out in Annex 1.

2.3 The Programme Overview Plan which shall include all the Milestones set out in Component 1 - Transition, Component 2 - Operate and Component 3 - Enhance, to be achieved in the next 24 months, is set out in Annex 9 to Schedule 4.1 (Solution). The Outlined Project Plans for each of the Work Packages 1 to 9 which shall include all those Milestones and Key Deliverables set out in Component 3 - Enhance are set out in Annex 2. All changes to the Programme Overview Plan or any of the Outline Project Plans shall be subject to the Change Control Procedure provided that the Supplier shall not attempt to postpone any of the Milestones using the Change Control Procedure or otherwise (except in accordance with Clause 31 (*Authority Cause*)).

3 APPROVAL OF THE DETAILED PROJECT PLANS

- 3.1 The Supplier shall submit draft Detailed Project Plans to the Authority for approval within 20 Working Days of the Effective Date.
- 3.2 The Supplier shall ensure that the Detailed Project Plans:
- (a) incorporate all of the Milestones and Milestone Dates set out in the Outline Transition Plan, the Programme Overview Plan or Outline Project Plans;
 - (b) include (as a minimum) the Supplier's proposed timescales in respect of the following for each of the Milestones:
 - (i) the completion of each design document;
 - (ii) the completion of the build phase;
 - (iii) the completion of any Testing to be undertaken in accordance with Schedule 6.2 (*Testing Procedures*); and
 - (iv) training and roll-out activities;
 - (c) clearly outlines all the steps required to implement the Milestones to be achieved in the next 24 months, together with a high level plan for the rest of the programme, in conformity with the Authority Requirements; and
 - (d) are produced using a software tool as specified, or agreed by the Authority.
- 3.3 Prior to the submission of the Detailed Project Plans to the Authority in accordance with Paragraph 3.1, the Authority shall have the right:
- (a) to review any documentation produced by the Supplier in relation to the development of the Detailed Project Plans, including:
 - (i) details of the Supplier's intended approach to the Detailed Project Plans and its development;
 - (ii) copies of any drafts of the Detailed Project Plans produced by the Supplier; and
 - (iii) any other work in progress in relation to the Detailed Project Plans; and
 - (b) to require the Supplier to include any reasonable changes or provisions in the Detailed Project Plans.
- 3.4 Following receipt of the draft Detailed Project Plans from the Supplier, the Authority shall:
- (a) review and comment on the draft Detailed Project Plans as soon as reasonably practicable; and

- (b) notify the Supplier in writing that it approves or rejects the draft Detailed Project Plans no later than 20 Working Days after the date on which the draft Detailed Project Plans are first delivered to the Authority.

3.5 If the Authority rejects the draft Detailed Project Plans:

- (a) the Authority shall inform the Supplier in writing of its reasons for its rejection; and
- (b) the Supplier shall then revise the draft Detailed Project Plans (taking reasonable account of the Authority's comments) and shall re-submit revised draft Detailed Project Plans to the Authority for the Authority's approval within 20 Working Days of the date of the Authority's notice of rejection. The provisions of Paragraph 3.4 and this Paragraph 3.5 shall apply again to any resubmitted draft Detailed Project Plans, provided that either Party may refer any disputed matters for resolution by the Dispute Resolution Procedure at any time.

3.6 If the Authority approves a draft Detailed Project Plan, it shall replace the Outline Transition Plan or relevant Outline Project Plan from the date of the Authority's notice of approval.

4 UPDATES TO AND MAINTAINANCE OF THE DETAILED PLANS

4.1 Following the approval of the Detailed Project Plans by the Authority:

- (a) the Supplier shall maintain and update the Plans on a weekly basis and make them available through a shared project location to the authority. Updates to the plans maybe required on a more frequent basis as may be necessary to reflect the then current state of the implementation of the Services;
- (b) the Authority shall be entitled to request revised Plans by giving written notice to the Supplier and the Supplier shall submit updated Plans to the Authority within 20 Working Days of receiving such a request from the Authority (or such longer period as the Parties may agree provided that any failure to agree such longer period shall be referred to the Dispute Resolution Procedure);
- (c) any revised Plans shall (subject to Paragraph 4.2) be submitted by the Supplier for approval in accordance with the procedure set out in Paragraph 3; and
- (d) the Supplier's performance against the Plans shall be monitored at the appropriate Board meetings held in accordance with Schedule 8.1 (*Governance*). In preparation for such meeting, the current Plans shall be provided by the Supplier to the Authority not less than 5 Working Days in advance of each meeting of the appropriate Board.

4.2 Save for any amendments which are of a type identified and notified by the Authority (at the Authority's discretion) to the Supplier in writing as not requiring approval, any material amendments to the Plans shall be subject to the Change Control Procedure provided that:

- (a) any amendments to elements of the Plans which are based on the contents of the Outline Project Plan (as relevant) shall be deemed to be material amendments; and
 - (b) in no circumstances shall the Supplier be entitled to alter or request an alteration to any Milestone Date except in accordance with Clause 31 (*Authority Cause*).
- 4.3 Any proposed amendments to the Plans shall not come into force until they have been approved in writing by the Authority.

5 GOVERNMENT REVIEWS

- 5.1 The Supplier acknowledges that the Services may be subject to Government review at key stages of the project (such as Gateway Reviews). The Supplier shall cooperate with any bodies undertaking such review and shall allow for such reasonable assistance as may be required for this purpose within the Charges.

ANNEX 1
TRANSITION PLAN

1. Outline Transition Plan

A level 2 overview of the ESR Outline Transition Plan is shown below and a full Outline Transition Plan (MSP) is attached in CD1.

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2. Deliverables

The relationship between Milestones and their respective dates and phases is detailed in Schedule 6.2 Annex 5.

In addition to the Key Deliverable there are other Deliverables expected to be generated as part of the Supplier's internal transition to deliver the service into 'Operate'. These 'Deliverables' are identified in the tables below.

A Milestone Completion Report will be produced by the Supplier for each Milestone. The report will supplement Test Completion Reports (where applicable) and will provide the actions taken to resolve and/or the action plan to address any outstanding Test or Milestone Acceptance Issues. The Milestone Completion Report will stipulate the conditions on which the Authority's ATP Milestone approval to proceed and/or conditional milestone attainment has been granted. This may include ATP Milestone or Milestone Payment deferral to subsequent Milestones; dates by which outstanding Test or Milestone Acceptance Issues will be resolved; plans to retest; and/or agreements on workarounds and enhancements. The Milestone Completion Report will be subject to approval by the Authority.

Key Deliverables and Deliverables listed in the tables below shall be authored by the Supplier in accordance with the Transition Plan dates for Approval by the Authority.

The Operate 'WPP' and 'WPC' identified Deliverables which are described in Schedule 4.1 Part B, and which shall also be delivered to the Authority as part of Transition are outlined below.

- WPP - Work Product Process
- WPC - Work Product Controlled document

The Transition Key Deliverables are identified with the unique reference ID

- WPT - Work Product Transition

1. PHASE 1 - INITIATE TRANSITION GOVERNANCE AND PLAN

Milestone 1 - Take-On Project Board Established

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Milestone 2 - Planning Complete

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2. PHASE 2 - DESIGN, DEVELOPMENT AND TEST

Milestone 3 - Infrastructure Installation Complete

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Milestone 4 - Environment and Services Build Complete

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Milestone 5 - System Test Complete

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Milestone 6 - Service Operation and Cutover Testing Complete

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3. PHASE 3 - CUTOVER

Milestone 7 - Cutover Complete

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Operate (Component 2) Deliverables for Work Product Process Deliverables & Work Product Controlled Documents.

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4. PHASE 4 - CLOSE DOWN

Milestone 8 - Interim Steady-State Service Achieved

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Milestone 9 - Implementation Complete

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Annex 2 Part A Operate

1. Programme Overview Plan

The Programme Overview Plan is attached in CD1 as Annex 9 of Schedule 4.1 (Solution).

2. Deliverables

Schedule 4.1 part B Operate provides the details of the Operate Projects and describes the relationships between Milestones and their respective dates. Schedule 6.2 Annex 6 describes the Quality Gates and their alignment to the ATP and CPP Milestones (includes estimated start dates for each of the Projects). This Annex provides the Deliverables and descriptions for each of the Projects.

1. OPERATE PROJECT - MID-TERM STRATEGIC REVIEW

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2. OPERATE PROJECT - UPGRADE THE CORE ORACLE E-BUSINESS SUITE TO RELEASE 12.2

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3. DISENGAGEMENT SERVICES (CONTRACT EXIT)

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4. OPERATE PROJECT - TECHNOLOGY REFRESH

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ANNEX 2

Part B Enhance

1. Outline Project Plan

- a. The Programme Overview Plan and Outline Project Plans for each of Work Packages 1 to 9 are inserted in CD1.

2. Deliverables

- a. Where a Deliverable appears in more than 1 Milestone for a Work Package, the subsequent Deliverable in the Milestone represents a requirement to update the Deliverable and the Deliverable will need to be subsequently reapproved.
- b. Updates to repeated Deliverables with agreement between both Parties,

3. Acceptance

- a. Acceptance of this Work Package will be following Authority assessment of the acceptance criteria and Project Testing against the Test Success Criteria in accordance with Schedule 6.2 (Testing Procedures)

4. Key Deliverables

- a. The Key Deliverables and work products for this Work Package, including details of the Milestone (s) a Deliverable is due, purpose, audience and sign off are outlined below, however other Deliverables may be necessary in order to meet the defined acceptance criteria and Project testing requirements.

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A similar table for each Deliverable in Work Packages 10-16 will be developed prior to Milestone 0 on each Work Package

The Deliverables associated with the Rollout activity will be defined as part of the Rollout strategy and agreed in Milestone 4 of WP 1&2 and before any resource needs to be committed by either party. The Deliverables as part of Rollout will be incorporated into this Schedule on approval of the Rollout Strategy.