

ANNEX A TO CONTRACT ISSCCT/0239

DEFINITIONS

[REDACTED]

[REDACTED]

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Acquired Rights Directive	means the European Council Directive 77/187/EEC on the approximation of laws of European member states relating to the safeguarding of employees' rights in the event of transfers of undertakings, businesses or parts of undertakings or businesses, as amended.
Affiliate	means any person, partnership, joint venture, corporation or other form of enterprise, domestic or foreign, including subsidiaries that directly or indirectly are controlled by, or are under common control with the Contractor or its Parent Company.
Application Development Guides	means information issued by MOD from time to time that relate to changes to MODNet.
Applications Working Groups	means a MOD organised meeting to discuss progress on MODNet and any implications on the Core Services.
Authority	THE SECRETARY OF STATE FOR DEFENCE represented by Information Systems and Services, MoD Corsham, Westwells Road, Corsham, Wiltshire, SN13 9NR
Authority Commercial Officer	means the person named in Box 1 of DEFFORM 111.
Authority Confidential Information	means all Personal Data, Authority Data and any information, however it is conveyed, that relates to the business, affairs, developments, trade secrets, know-how, personnel, and suppliers of the Authority, including all Intellectual Property Rights, together with all information derived from any of the above, and any other information clearly designated as being confidential (whether or not it is marked "confidential") or which ought reasonably be considered to be confidential.
Authority Data	means (a) the data, text, drawings, diagrams, images or sounds (together with any database made up of any of these) which are embodied in any electronic, magnetic, optical or tangible media, and which are: (i) supplied to the Contractor by or on behalf of the Authority; or (ii) which the Contractor is required to generate, process, store or transmit pursuant to this Contract; or (b) any Personal Data for which the Authority is the Data Controller.
Authority Project Manager	means the person named in Box 2 of DEFFORM 111.
Authority Premises	means premises owned, controlled or occupied by the Authority or any Crown Body which are made available for use by the Contractor or its Sub-Contractors for provision of the Core Services (or any of them) on the terms set out in this Contract or any separate agreement or licence.

Authority System	means the Authority's computing environment (consisting of hardware, software and/or telecommunications networks or equipment) used by the Authority or the Contractor in connection with this Contract which is owned by or licensed to the Authority by a third party and which interfaces with the Contractor System or which is necessary for the Authority to receive the Core Services.
Breach of Security	means in accordance with the security requirements in Annex I and the Security Policy, the occurrence of: <ul style="list-style-type: none"> (a) any unauthorised access to or use of the Core Services, the Authority Premises, the Sites, the Contractor System and/or any ICT, information or data (including the Confidential Information and the Authority Data) used by the Authority and/or the Contractor in connection with this Contract; and/or (b) the loss and/or unauthorised disclosure of any information or data (including the Confidential Information and the Authority Data), including any copies of such information or data, used by the Authority and/or the Contractor in connection with this Contract.
Business Day	means 0900 to 1730 Monday to Friday inclusive, excluding English public and bank holidays.
Change Management Note (CMN)	means the contract change note specified in Annex E to the Contract.
Confidential Information	means the Authority Confidential Information and/or the Contractor Confidential Information.
Contractor	ENTERPRISE SERVICES DEFENCE & SECURITY UK LTD, a company organised and existing under the laws of England registered under number 936751 and having its registered office at Cain Road, Bracknell, Berkshire, RG12 1HN
Contractor Pre-Existing Specially Written Software	Means the proprietary software of the Contractor generated under the [REDACTED] as specially written software under that contract and subject to the licence terms of that contract.
Contractor Software	means the proprietary software of the Contractor as set out in and incorporated within Annex J.
Core Service	means the requirements and activities in and set out in Annex B and other associated Annexes to the DLMC Bridging Capabilities Contract.
COTS	means Commercial Off the Shelf software used by the Contractor within the Core Service.
Crown Body	means any department, office or agency of the Crown and “ Crown Bodies ” shall be construed accordingly.

Data Controller	has the same meaning as set out in the Data Protection Act 1998.
Data Processor	has the same meaning as set out in the Data Protection Act 1998.
Data Protection Legislation	means the Data Protection Act 1998, the EU Data Protection Directive 95/46/EC, the Regulation of Investigatory Powers Act 2000, the Telecommunications (Lawful Business Practice) (Interception of Communications) Regulations 2000 (SI 2000/2699), the Electronic Communications Data Protection Directive 2002/58/EC, the Privacy and Electronic Communications (EC Directive) Regulations 2003 and all applicable laws and regulations relating to processing of personal data and privacy, including where applicable the guidance and codes of practice issued by the Information Commissioner.
Data Subject	has the same meaning as set out in the Data Protection Act 1998.
Days	means calendar days.
Disaster Recovery	means the process of restoration of the Services by the provision of the Disaster Recovery Services.
Disaster Recovery Services	means the disaster recovery services to be provided by the Contractor pursuant to Annex B.
Disaster Recovery Systems	means the system identified by the Contractor in the Contractor Solution which shall be used for the purpose of delivering the Disaster Recovery Service.
Effective Date of the Contract	means the date on which this Contract is signed by both parties.
Environmental Information Regulations	means the Environmental Information Regulations 2004 together with any guidance and/or codes of practice issued by the Information Commissioner or relevant Government Department in relation to such regulations.
Establishment	means any premises from which the Core Services are provided to the Authority user for the use of the Core Services.
Exit and Service Transfer Arrangements	means the arrangements set out in Annex G which shall apply in the event of the expiry or termination (howsoever arising) of this Contract.
Fault	means fault as defined in Annex C to the Contract.
FOIA	means the Freedom of Information Act 2000 and any subordinate legislation made under this Act from time to time together with any guidance and/or codes of practice issued by the Information Commissioner or relevant Government Department in relation to such legislation.

Force Majeure Event	means an event that happens and is outside the Contractor's control and that the Contractor can't deliver his obligations under the Contract.
Function	means a facility in the application as listed in Table 4 to Annex C to the Contract.
Function Element	means a facility in the application as listed in Table 4 to Annex C to the Contract.
Government Furnished Assets	means any items issued or otherwise furnished to the Contractor in connection with this Contract by or on behalf of the Authority.
ICT Environment	means the Authority System and the Contractor System.
Information	has the meaning given under section 84 of the Freedom of Information Act 2000.
Intellectual Property Rights	means patents, patent applications, trade marks, service marks, design rights (whether registrable or otherwise), applications for any of the foregoing, copyright, database rights, trade or business names and other similar rights or obligations whether registrable or not in any country (including the United Kingdom).
ISMS	means the Information Security Management System as defined by ISO/IEC 27001. The scope of the ISMS will be as agreed by the parties and will directly reflect the scope of the Core Services.
Malicious Software	means any software program or code intended to destroy, interfere with, corrupt, or cause undesired effects on program files, data or other information, executable code or application software macros, whether or not its operation is immediate or delayed, and whether the malicious software is introduced wilfully, negligently or without knowledge of its existence.
Parties	references to "Parties" mean the parties to the Contract and their successors and assignees and references to a "Party" mean one of the parties to the Contract, and its successors and assignees;
Personal Data	has the same meaning as set out in the Data Protection Act 1998.
Pre-Existing Intellectual Property Rights	means any Intellectual Property Rights vested in or licensed to: a) the Contractor prior to or independently of the performance by the Contractor of its obligations under this Contract; and b) the Authority prior to or independently of the performance by the Authority of its obligations under this Contract.
Processing	has the same meaning as set out in the Data Protection Act 1998.

Recruiting Training Information (RTIC) and Cell	means the unit within HQ ARTD that provides business intelligence support.
Security Aspects Letter	means the statement provided by the Authority to the Contractor that defines the Official-Sensitive information as set out in Annex I to the Contract.
Security Management Plan	means the Contractor's security plan prepared pursuant to Annex I.
Security Policy	means the Authority's security policy at Annex I as updated from time to time.
Security Policy Framework	means the Cabinet Office Security Policy Framework (available from the Cabinet Office Security Policy Division).
Service Charge	means the charges levied by the Contractor on a monthly basis and is used in the calculations set out in Annex C.
Service Credits	means the service credits specified in Annex C which shall be payable to the Authority by the Contractor in the event that the Service Levels are not met in respect of the Core Services.
Service Delivery Point	means the connection point at which the Contractors infrastructure links to the MOD Restricted LAN Interconnect (RLI)
Service Levels	means the levels of service defined in Annex C.
Sites	means any premises from which the Core Services are provided or from which the Contractor manages, organises or otherwise directs the provision or the use of the Services or where any part of the Contractor System is situated or where any physical interface with the Authority System takes place.
Specially Written Software	means any software created by the Contractor (or by a third party on behalf of the Contractor, including by any Sub-Contractor) specifically for the purposes of this Contract.
Staff Vetting Procedures	means the procedures and policies agreed between the Authority and the Contractor for the vetting of personnel whose role will involve the handling of information of a sensitive or confidential nature or the handling of information which is subject to any relevant security measures, including, but not limited to, the provisions of the Official Secrets Act 1911 to 1989.
Step-down	means the de-scoping of the Core Services from time to time as governed by Annex H to the Contract.

Sub-Contractor	means any supplier selected, appointed and managed by the Contractor to deliver the Services or Articles called for under the Contract.
TAFMIS Recruiting Services	means the ICT system supplied to support Defence Recruiting.
Technical Infrastructure	means the combination of computer hardware, software, computer peripherals and other items required to provide the Core Services.
Third Party Software	means software which is proprietary to any third party other than an Affiliate of the Contractor which is or will be used by the Contractor for the purposes of providing the Services, including the software specified as such in Annex J.
Value Added Tax	means value added tax as provided for in the Value Added Tax Act 1994 and any other applicable sales tax.
Working Days	means 0800 to 1800 Monday to Friday inclusive, excluding English public and bank holidays.
Year	means a period of twelve (12) months.