

1

DATED

2020

HIGHWAYS ENGLAND COMPANY LIMITED

and

Jacobs Engineering (UK) Limited

FORM OF AGREEMENT BY DEED

relating to the provision of design services
in relation to the motorway and trunk road network
in Highways England Area 4

DSC MODEL FORM OF AGREEMENT

CONTENTS AMENDMENT SHEET

Amend. No.	Document revision	Amendments	Initials	Date
0	0	Contract Issue	LP	02/06/20

DATE:**PARTIES:**

- 2 **HIGHWAYS ENGLAND COMPANY LIMITED** (company no 09346363) whose registered office is at Bridge House, 1 Walnut Tree Close, Guildford, Surrey GU1 4LZ (“the *Client*”); and
- 3 **Jacobs Engineering (UK) Limited** a company incorporated in and in accordance with the laws of England and Wales with registered number **02594504** whose registered office is at 1180, Eskdale Road, Winnersh, Berkshire RG41 5TU (“the *Consultant*”).

RECITALS:

- A The *Client* wishes to appoint a consultant to undertake the provision of design and associated services in relation to the Affected Property and for that purpose has issued invitations to tender (including the Scope) to, amongst others, the *Consultant*.
- B In response to the *Client’s* invitation to tender, the *Consultant* has submitted a tender for the provision of design and associated services in relation to the Affected Property in accordance with the Scope.
- C The *Client* has examined the *Consultant’s* tender and now wishes to appoint the *Consultant* to undertake the provision of design and associated services in relation to the Affected Property on the terms of this Agreement.

OPERATIVE PROVISIONS:**1 Definitions and interpretation**

In this Agreement (including the Recitals) words and expressions have the meanings assigned to them in the Conditions referred to below.

2 Contract Documents**2.1** The following documents form part of this Agreement:

the core clauses of the NEC4 Professional Service Contract, the main and secondary Option clauses listed in the Contract Data and the additional conditions

of contract set out in the document entitled “Area 4 Design Services Contract – Z clauses” (“the Conditions”);

the Area 4 Interim DSC Contract Data Parts One and Two;

the Scope; 2, 3, 4, 6, 8, 10, 11, 12, 13, 15, 16, 17, 18, 19, 24, 25a, 25b, 26 and 27;

the Area 4 Interim DSC Z Clauses; and

the Area 4 Interim DSC Scope

the Area 4 Interim DSC Task Schedule and

Area 4 Interim DSC Task Schedule Appendix A Time Charge

Area 4 Interim DSC Task Schedule Appendix B Lump Sum

the Area 4 Interim DSC – Annex 2 – UK and Overseas Staff Allocation

the Promises Statement included within the Quality Submission.

Tender Amendments 1 to 3

Post Tender Amendments 1 – 4

Tender Clarifications

Tender Queries Spreadsheet

Responses to post tender negotiation questions:

1. Area 4 Interim DSC Areas to Improve issued 23/04/2020
Responses received - Commercial – 27/07/2020
Responses received – Quality and Health and Safety – 29/04/20
2. Area 4 Interim DSC Areas to Improve Quality Question 6 Health and Safety issued 24/04/2020
Response received 30/04/2020
3. Commercial Submission Query issued 12/05/2020
Response received 14/05/2020

2.2 The several documents forming part of this Agreement are to be taken as mutually explanatory of one another.

3 Agreement

3.1 The *Consultant* will undertake the provision of design and associated services in relation to the Affected Property in accordance with the provisions of this Agreement.

3.2 The *Client* will pay to the *Consultant* the amounts due under and in accordance with the provisions of this Agreement.

Delivered as a deed on the date of this document.

Executed as a deed by **HIGHWAYS**)
ENGLAND COMPANY LIMITED by affixing)
its common seal in the presence of:)

Director

Director/Secretary

Executed as a deed by **HIGHWAYS**)
ENGLAND COMPANY LIMITED by affixing)
its common seal in the presence of:)

Authorised Signatory

Authorised Signatory

Executed as a deed by **Jacobs**)
Engineering (UK) Limited in the presence)
of:

Director

Director/Company Secretary

**ANNEX A
Promises Statement**

Please refer to the Quality submission which incorporates the Quality Promises.