

Professor [REDACTED]

Department of Clinical Educational and Health Psychology

University College London

Gower Street

London WC1E 6BT

31/03/2022

Dear [REDACTED]

**RE CONTRACT NUMBER [REDACTED]**

Further to our recent discussions regarding The Research Collaboration referred to in the Novation Agreement dated 31 March 2022 and appended to this letter (**Contract**), we confirm that we wish to extend the Contract with you to cover the following additional activities.

**Services**

- Clause 8.3 – change to WTE required:
  - Clinical Advisor 0.2
  - Senior Health Economist 1.0
  - Senior Systematic Reviewer 1.6
  - Systematic Reviewer 1.0
  - Remove project manager
- Schedule 1 – change to schedule of activities:
  - Remove III – Research programme on implementation

**Period of contract Extension**

This extension to the contract covers a period of 1/4/22 to 31/3/23.

**Costs**

The above service covers a period of a year. VAT is not applicable. Total value of this contract extension is £335,634. Invoice will be submitted as per the following table.

Amount	Date
[REDACTED]	

This letter represents an extension of Contract Number [REDACTED] dated **22/08/2017**

It is agreed by the parties signed below that the extra services detailed in this letter form an extension of the above-mentioned contract, and that all terms and conditions of the original contract continue to apply.

Please sign both copies of the letter and return both to me as soon as possible, I will then obtain the Institute for Health and Care Excellence's authorising signatures and return one completed copy to you.

Yours sincerely

NICE Contract Manager

[REDACTED]

[REDACTED]

Date 30 Mar 2022

NICE CEO

[REDACTED]

[REDACTED]

Date 30 Mar 2022

NICE Procurement Manager

[REDACTED]

[REDACTED]

Date 01 Apr 2022

UCL Head of Department

[REDACTED]

[REDACTED]

Date 01 Apr 2022

This document is not valid until all signatures are completed

Annex 1

Novation Agreement dated 31 March 2022



**Issuer** National Institute for Health and Care Excellence

**Document generated** Wed, 30th Mar 2022 8:59:48 BST

**Document fingerprint** [REDACTED]

### Parties involved with this document

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Wed, 30th Mar 2022 10:20:40 BST	[REDACTED]
Wed, 30th Mar 2022 15:35:34 BST	[REDACTED]
Fri, 1st Apr 2022 11:50:40 BST	[REDACTED]
Tue, 5th Apr 2022 8:27:30 BST	[REDACTED]
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### Audit history log

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**DATED** 31 March **2022**

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**ROYAL COLLEGE OF (1)  
OBSTETRICIANS AND  
GYNAECOLOGISTS  
and**

**(2)  
NATIONAL INSTITUTE FOR  
HEALTH AND CARE EXCELLENCE**

**and (3)  
UNIVERSITY COLLEGE LONDON**

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**NOVATION AGREEMENT**

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**THIS AGREEMENT** is dated 31 March

2022

**BETWEEN:**

- (1) Royal College Obstetricians and Gynaecologists of address, 10-18 Union Street, London SE1 1SZ (“**RCOG**”);
- (2) National Institute of Health and Care Excellence of Level 1A, City Tower, Piccadilly Plaza, Manchester M1 4BT (“**NICE**”); and
- (3) University College London of Gower Street London WC1 E 6BT, (“**UCL**”)

**WHEREAS:**

- (A) This Agreement is supplemental to an agreement dated 22 August 2017 made between RCOG (1) and the UCL (3) (“**Contract**”) for the Research Collaboration relating to the work of the National Guideline Alliance. Copy of the original agreement is annexed to this Agreement and initialled by the parties for the purpose of identification.
- (B) The Parties agree that the Contract was extended by conduct between 1 April 2021 and 31 March 2022.
- (C) The Parties also agree that the Contract was amended by way of a letter dated 15 September 2021 (“**Amendment Letter**”).
- (D) RCOG wishes to be released and discharged from the Contract with effect from the Effective Date (as defined below) and UCL has agreed to release and discharge RCOG as from the Effective Date upon the terms of NICE undertaking to perform the Contract and be bound by the terms of the Contract in place of RCOG.

**OPERATIVE CLAUSES:**

- 1 Save as provided in clause 4, RCOG and UCL hereby mutually release each other from their respective obligations under the Contract with effect from 31/3/22 (“**Effective Date**”).

- 2 As from and including the Effective Date, NICE (2) undertakes to perform the Contract and be bound by its terms in every way as if NICE had been a party to it in place of RCOG. RCOG novates and transfers to NICE all of its rights and obligations under or in connection with the Contract arising on or after the Effective Date.
- 3 Nothing in this Agreement shall affect or prejudice any claim or demand whatsoever which RCOG may have against UCL relating to matters arising prior to the Effective Date.
- 4 Nothing in this Agreement shall affect or prejudice any claim or demand whatsoever which UCL may have against RCOG relating to matters arising prior to the Effective Date.
- 5 NICE agrees to indemnify UCL and RCOG against any losses, damages or costs UCL or RCOG suffers or incurs under or in connection with the Contract as a result of its failure to perform the Contract from the Effective Date.
- 6 NICE and UCL agree that the Contract is further extended until 31 March 2023 by way of the Contract Extension Letter dated 31 March 2022.
- 7 This Agreement shall be governed by and construed in accordance with English law and the parties submit to the exclusive jurisdiction of the English Courts.
- 8 A person who is not a party to this Agreement shall have no rights pursuant to the Contracts (Rights of Third Parties) Act 1999 to enforce any term of this Agreement. All or any of the provisions of this Agreement may be rescinded or varied (in their entirety or in part) by written agreement between all of the parties without the consent of or the need to give any notice to any person not a party to it.
- 9 In addition to the transfer of rights and obligations from RCOG to NICE in clause 2, the Parties wish to amend the Contract as laid out in Annex 1. Except as expressly amended by Annex 1, the Contract shall remain unchanged and in full force and effect.

The parties or their duly authorised representatives have entered into this Agreement on the date stated at the beginning.

Signed by [REDACTED] for and on  
behalf of the UCL

[REDACTED].....  
Head of Department

Signed by [REDACTED] for and on  
behalf of **NATIONAL INSTITUTE OF  
HEALTH AND CARE EXCELLENCE**

[REDACTED].....  
CEO

Signed by [REDACTED] for and on  
behalf of  
**ROYAL COLLEGE OBSTETRICIANS  
AND GYNAECOLOGISTS**

[REDACTED].....  
Executive Director for Education, Quality and  
Projects

Attachment: original collaboration agreement between RCOG and UCL dated 22 August 2017 (“**Contract**”) and amendment letter dated 15 September 2021 (“**Amendment Letter**”):

Annex 1: Amendments

The following clauses will be amended as follows:

Schedule 4 of the Collaboration Agreement – in place of the financial details for RCOG the following shall apply:

UCL shall send all invoices, clearly quoting NICE VAT reference number [REDACTED] to [REDACTED],  
alternatively the Contractor can register with Tradeshift [REDACTED]  
[REDACTED] to send invoices electronically and have access to Tradeshift updates of the progress of invoices. OR the Contractor can send invoices electronically to [REDACTED] if they do not wish to use the Tradeshift system.





**Issuer** National Institute for Health and Care Excellence

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### Parties involved with this document

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### Audit history log

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