

DATED

SOUTH HAMS DISTRICT COUNCIL

-AND-

WEST DEVON BOROUGH COUNCIL

VARIATION OF THE MEMORANDUM OF UNDERSTANDING IN RELATION TO THE
PROCUREMENT OF WASTE COLLECTION, RECYCLING AND CLEANSING SERVICES

Prepared by:

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SCHEDULE

Schedule 1 Memorandum of Understanding datde 20175

This deed is dated

2019

PARTIES

- (1) **WEST DEVON BOROUGH COUNCIL** of Kilworthy Park, Drake Road, Tavistock, Devon PL19 0BZ (**West Devon**).
- (2) **SOUTH HAMS DISTRICT COUNCIL** of Follaton House, Plymouth Rd, Totnes, Devon TQ9 5NE (**South Hams**)

Each a "Party and together the "Parties".

BACKGROUND

- (A) West Devon and South Hams are party to a Memorandum of Understanding in relation to the procurement of waste collection, recycling and cleansing services for dated the 9th October 2017 (MOU), a copy of which is attached at the **Error! Reference source not found.** to this deed.
- (B) The Parties at their respective meetings on the 4th and 6th December 2018 made a decision to award a contract following a successful competitive dialogue process. The scope of the MOU was limited the procurement process.
- (C) The Parties at their respective meetings on the 4th and 6th December 2018 approved a resolution to extend the scope of the Project Board to include, Mobilisation.
- (D) Consequently, the Parties now wish to amend the MOU as set out in this deed with effect from the 1st January 2019 (**Variation Date**).

Agreed terms

1. Terms defined in the MOU

In this deed, expressions defined in the MOU and used in this deed have the meaning set out in the MOU. The rules of interpretation set out in the MOU apply to this deed.

2. Variation

- 2.1 With effect from the Variation Date the Parties agree the following amendments to the MOU:

Article 2.1

This Article is amended by extending scope to include:

- iv) Undertake all those activities that are necessary as part of the Mobilisation in order to give effect to the Councils decision to award contract. The activities envisaged in this sub article iv shall include but not limited to:
- Establishing the Partnership Board
 - Approving nomination of Members to the Partnership Board
 - Approving governance arrangements for the Partnership Board including, constitution, decision making and reporting.
 - Ensuring that the Mobilisation Team has all the necessary tools and resources required to give effect to the Councils decision to award contract.

Article 8

This Article 8 is amended by introducing:

- 8.2 For the avoidance of doubt, the Project Board's mandate shall expire upon successful completion of all the activities detailed in Article 2(iv) and the Project Board on its own motion shall by way of resolution so declare the dissolution of the Project Board.

Annex F (Definitions)

The following defined terms shall be incorporated.

Mobilisation: shall mean all those activities to be undertaken by the Contractor in consultation with the Councils including but not limited to, the Initial Services prior to the Services Commencement Date.

Initial Services: shall mean initial services not in scope of the Services Specification but are necessary and must be undertaken by the Contractor in order to facilitate smooth and orderly transfer of Lot 2 services.

Services Commencement Date: shall be the 1st April 2019.

Mobilisation Team: has the meaning given in Article 12.

- 2.2 Except as set out in clause **Error! Reference source not found.**, the MOU shall continue in full force and effect.

3. Governing law and Jurisdiction

This deed and any dispute or claim (including non-contractual disputes or claims) arising out of or in connection with it or its subject matter or formation shall be governed by and construed in accordance with the law of England and Wales. The Parties agree that the Courts of England and Wales shall have exclusive jurisdiction.

IN WITNESS WHEREOF the Parties have executed this deed on the day and year first before written.

COMMON SEAL OF

WEST DEVON BOROUGH COUNCIL

was hereunto affixed in the presence of

| | |
|--------------------|------------------|
| Authorised officer | NAMES IN CAPITAL |
| | SIGNATURE |

THE COMMON SEAL OF

SOUTH HAMS DISTRICT COUNCIL

Was hereunto affixed in the presence of

| | |
|--------------------|------------------|
| Authorised officer | NAMSES IN CPITAL |
| | SIGNATURE |

Schedule 1 Memorandum of Understanding Dated 2017.

