

SCHEDULE 20 - DEFINITIONS

In this Contract, unless the context otherwise requires, the following words and expressions shall have the following meanings:

"The Authority" / CCBC	Means Conwy County Borough Council;
"Assets"	Means all assets and rights to enable the Concessionaire to operate and maintain the Services in accordance with the Conditions including: (a) any land or buildings and any fixed infrastructure on the Sites including utilities and roads); (b) any plant, machinery or equipment; (c) any books and records (including operating and maintenance manuals, the Operating Manual, health and safety manual (d) any spare parts, tools and other assets (together with any warranties in respect of such assets); (e) any revenues and any other contractual rights; and (f) any intellectual property rights;
"Authorised Representative"	the persons respectively designated as such by the Authority and the Contractor and notified to the other from time to time, and "Authority's Representative" and "Contractor's Representative" shall be construed accordingly;
"Authorising Officer"	shall mean an officer appointed by the Authority to manage the Contract;
"Buyer Responsibilities"	CCBC's responsibilities under the Contract;
"Commencement Date"	Means the date which is stipulated in the Invitation to Tender or such other date as is specified in writing by the Authority as the date of commencement of the provision of the Services by the Concessionaire;
"Conditions"	shall mean the Terms and Conditions of Contract set out in the Schedules to this Contract;
"Connection Works"	Referring to the works required for a new electricity supply connection to be provided at each location. The Connection Works consist of Contestable Works and Non-contestable Works;
"Contestable Works"	Referring to the elements of the Connections Work which can be undertaken by an ICP or IDNO rather than the DNO;
"Contract"	shall mean this Contract concluded between the Authority and the Concessionaire for the supply of the Services including:

	(a) the Contract Documents; (b) the Specification; and (c) the Conditions;
"Contract Documents"	shall mean the Specification, the Conditions (including all Schedules) and the Appendices and any other document referred to in this Contract as a "Contract Document";
"Contract Period"	shall (subject to earlier termination in accordance with the provisions of this Contract) mean the period of ten (10) years commencing on the Commencement Date [with an option at the discretion of the Authority to extend the Contract for an additional three (3) years];
"Delivery Phase"	the period between Contract commencement and completion of the installation and commissioning of the charge points, directly prior to the charge points entering the Operational Phase. The Delivery Phase concludes with completion of Stage Gate 3;
"Distribution Network Operator" (DNO)	Companies licensed to distribute electricity in Great Britain by the Office of Gas and Electricity Markets. See Appendix 2 for details of the DNOs relevant to this Contract;
"Electric Vehicle Charge Point" (EVCP)	A piece of infrastructure capable of supplying an electric charge to an electric vehicle. In the context of this contract all EVCPs required are to as described in Schedule 12 ;
"EV Charge Point Operator" (EVCPO)	To have the same meaning as Supplier or Concessionaire under this contract: "the person, firm or company identified in the DPS Appointment Form;"
"Expiry Date"	shall mean the date upon which the Contract comes to an end whether by expiry of the Contract Period. Unless by early termination or otherwise, the expiry date will be ten (10) years from the Commencement Date;
"Invitation To Tender" (ITT)	Shall mean the tender or other documents prepared by the Authority for the provision of the Services and in response to which the Contractor submitted the Tender;
"Key Performance Indicators" (KPIs)	Metrics to be measured throughout the execution of the contract to determine performance levels and influence Service Credits;
"Lease Agreement"	A contract outlining the terms under which one party agrees to rent property owned by another party. In this instance to be put in place between the landowner and the Supplier. Schedule 18 contains a template lease agreement;
"Maintenance Plan"	A plan containing information regarding the inspection, testing, maintenance, repair and renewal activities associated with maintaining adequate operation of each site throughout the Operational Phase of the Contract;

“Monthly Programme”	A Gantt chart submission detailing all planned activities under the contract, progress, critical path and intended completion dates, to be submitted on a monthly basis;
“New Supplier Registration form”	A registration form requiring completion to enable payments from the Buyer to be made. Where the Supplier is not a current supplier to CCBC, the Supplier will be required to complete the Buyer’s New Supplier Registration form, noting that this form does request bank account details, should any funds need to be transferred to the Supplier from the Buyer;
“Non-Contestable Works”	Referring to the elements of the Connections Work, Non-contestable Works are the elements of the connections work which must be completed by the DNO or their appointed agents;
“Operational Phase”	The period between the completion of the commissioning of the charge points and the contract close out. This is the period of the contract where the charge points are in active operation. The Operational Phase concludes with completion of Stage Gate 4;
“Rapid Charge Points”	As described in Schedule 12 , supply high power direct or alternating current – DC or AC – to recharge a car. Depending on model, EVs can be recharged to 80% in as little as 20 minutes, though an average new EV would take around an hour on a standard 50 kW rapid charge point;
“Service Credits”	any service credits specified as being payable by the Supplier to the Buyer in respect of any failure by the Supplier to meet one or more Service Levels;
“Service Level Agreements”	Defines the level of service that the Buyer expects from the Supplier;
“Stage Gate”	A governance process held at various stages throughout the contract to provide assurances that the required contractual commitments have been met;
“Tenderer”	A person or company providing a response to this ITT. The successful Tenderer will be awarded the Contract and will become the Supplier / Concessionaire.
"Termination Date"	means the Date when this Contract terminates for any reason other than expiry of the Contract Period;
“Termination Notice”	shall mean a notice served by the Authority on the Contractor under Schedule 29 of the Contract.