

SCHEDULE 4

Delegation of responsibilities

Approval, consents and decisions under the Principal Contract

1. The Principal Contract envisages that the Parties will be responsible for the reaching of decisions in respect of the following:-
 - (i) the need for contractual change
 - (ii) the giving or withholding of consents or approvals
 - (iii) whether an event described in the Principal Contract has or has not occurred
 - (iv) whether a methodology plan or report is satisfactory
 - (v) whether action should be taken or not taken
 - (vi) other issues and matters requiring consideration and decision pursuant to the Principal Planning & Transportation – to proceed to arrange for the Planning Permission to be issued as soon as possible and to advise relevant officers of the terms of the Agreement
 - (vii)
2. In order to facilitate the decision making process of the Parties, the Parties will put the following arrangements in place:-
 - (i) the granting of the necessary authority to the Project Director Section 151 Officers and other Officers of the Parties to make those decisions delegated to them in Schedule 4 to this Agreement
 - (ii) the creation of the Joint Waste Disposal Board as a Joint Executive Committee in accordance with the Constitution attached as Schedule 2 to this Agreement
 - (iii) the Parties each undertake that they have passed the necessary resolutions as required by the Constitution of each Council to ensure that the delegated powers detailed in this Schedule 4 have been properly given to the Project Director and other appropriate officers and that proper authority has been vested in the Joint Waste Disposal Board to enable it to operate and make decisions that bind the Parties in accordance with the provisions of this Agreement
3. The Parties agree that they will abide by the decisions of the Project Director the Section 151 Officers and the Joint Waste Disposal Board so far as those decisions are properly made in accordance with the provisions of this Agreement
4. The Parties have agreed that certain matters should be reserved to be decided by themselves. In this event the decision of all Parties shall be unanimous in order for the decision to become effective save in circumstances where the decision will only affect (both financially and in respect of service provision) the Parties or Party making the decision and the provisions of clause 16 of this Agreement will apply in this respect.

- 5.1** The Parties hereby agree that their decisions will be made in the manner described in Appendix A to this Schedule 4 (as approved by the JWDB) provided that the operation of the decision making process detailed in Appendix A will not (where the decision is to be made other than by each of the Parties unanimous agreement):-
- 5.1.1 result in a Manifest Injustice to one or more Parties as a result of that Party or those Parties being unable to operate a veto on the decision
- 5.1.2 commit or is likely to commit the Parties to expenditure in excess of £100,000 or to result in the aggregate expenditure of the Parties under the Project for the then current financial year exceeding £100,000 in which event the decision shall be reserved to be made unanimously by all the Parties. The figure of £100,000 shall be reviewed by the Parties at five yearly intervals the first such review to take place on the fifth anniversary of the review
- 5.2** In this paragraph 5 the term “Manifest Injustice” shall mean any situation where:-
- (a) The implementation of a decision will have a financial impact on a Party which is significantly disproportionate to the gain or benefit bestowed upon that Party by the decision
- (b) A decision will have a significant financial impact as a result of its implementation which will place undue and unreasonable budget pressures on the Party as a result of the decision
- (c) The implementation of a decision would conflict with a fundamental policy of any Party
- 5.3** Where decisions are to be made by the JWDB the members of that JWDB shall have at all times due regard to advice of the technical officers of all the Parties relevant to the decisions to be made
- 5.4** Where decisions are to be made by the Project Director he will seek advice and make those decisions taking into account the advice of the technical officers of all the Parties relevant to the decisions to be made and shall report the decision to the next meeting of the JWA
- 5.5** The Parties agree to use all reasonable endeavours to convene the JWDB in sufficient time to comply with timescales for decisions detailed in the Principal Contract where such decisions fall to be made by the JWDB
- 5.6** In the event of an urgent decision being required by the Parties and in the event that it is not possible to call a meeting of the JWDB to consider such decision (where such decision is delegated to the JWDB) then:-
- 5.6.1** The Project Director shall be entitled to make such decision with the agreement of the Chairman of the JWDB (or in the absence of the Chairman the Vice Chairman of the JWDB); and
- 5.6.2** Details of the decision and the reason for its urgency shall be reported to the next meeting of the JWDB

APPENDIX A

Manner in which the Parties will reach joint decisions under the Principal Contract

In this Appendix all references are to clause numbers and clause headings in the Principal Contract. All terms used shall have the meanings assigned to them in the body of the Agreement

Clause Number	Clause Heading	Description of decision to be made	Description of manner in which the decision is to be made	Deemed Decision where no decision is reached
5.11.5	General obligations of the Councils	Issues arising from schedule 38	Project Director	Not agreed
5.13	Changes to Financing Agreements	Consents to amendment, waiver or exercise of a right under Financing Agreements	Section 151 Officer of Administrative Authority in consultation with Section 151 Officers of other Councils	No
5.16.2/ 5.16.3	Existing Facilities Condition Survey	Consent to Required Works and approval of excess	Project Director	Not agreed
5.17.2/ 5.17.3	Latent Defects	Consent to Latent Defects Works and excess	Project Director	Consent refused
6.5	Project Director	Appointment of Project Director and scope of authority	Agreement of all the Councils	N/A
6.6	Removal of Project Director	Removal or a replacement of Project Director	Agreement of all the Councils	N/A

6.13.1	Conflict between Administering Authority Project Director and Authorised Officer	Resolution of conflict by Administering Authority	(1) The Chief Executives of the Councils or (2) JWDB in the event that conflict not resolved	N/A
8.1.4	Contractor to obtain Planning Permission for the Facilities	Consider comment and upon information	Project Director	Deemed no consent
8.1.5	Contractor to obtain Planning Permission for the facilities	Notification of failure to use all reasonable endeavours	Project Director	N/A
8.3.1.3	Obligations of Contractor	Variations to Planning Permission	Project Director	Deemed no
8.4	Proceedings	Appointment of Leading Counsel	Project Director	N/A
8.4.2/8.4.4/8.4.5	Proceedings	(1) Pursuing proceedings within budget (2) Pursuing proceedings where exceeded budget	(1) Project Director (2) Unanimous agreement of the Councils	Deemed no
8.4.3/8.9.10	Proceedings/Satisfactory Planning Permission	Requirement for opinion of Leading Council	Project Director	Deemed no
8.5.1/8.5.2	Cost of proceedings	Approval of cost of proceedings and mode of payment	Project Director	Deemed no
8.6	Costs awarded in proceedings	Manner of cost reimbursement	Project Director	Adjustment to Unitary Charge

8.8.6/ 8.8.7/ 8.8.8	Satisfactory Planning Permission	(1) Decision as to whether planning permission is unsatisfactory <u>and</u> (2) <u>Decision to refer to expert</u> (3) <u>Decision relating to appropriateness of the Revised Project Plan</u>	(1) Project Director (2) Project Director (3) Project Director	(1) N/A (2) Deemed no (3) Deemed No
8.8.8.1/ 8.8.10	Satisfactory Planning Permission	Decision whether to issue Council Notice of Change or prepare Revised Project Plan	JWDB	Deemed prepare Revised Project Plan
8.9	Failure to obtain Planning Permission	Decision to terminate or require a Revised Project Plan	All Councils unanimous agreement	Revised Project Plan required
<u>8.9</u>	Failure to obtain Planning Permission	Agreement of dates	Project Director	Deemed no extension of time
8.10	Revised Project Plan	Agree Revised Project Plan <u>or reject, suggest modifications and consider revised plan</u>	Project Director	N/A
8.12	Termination of a result of Planning Failure	Decision to terminate	Unanimous decision of all the Councils	Decision deemed not to have served a notice
<u>8.13.3</u>	Delays and Extensions of Time	Agreement of Revised Project Date	Project Director	Deemed no extensions

8.8.1/8.14	Satisfactory Planning Permission/ Challenge Period Smallmead	Direction to proceed to implement Planning Permission	Project Director	Deemed no
9.5	Necessary Consents	Consents to variations relaxation or waiver of Necessary Consents	Project Director	Deemed no
9.6.4	Contractor to obtain Waste Management Licences for the Key Project Facilities	If further measures required	Project Director	No further measures needed
9.9.1	WML proceedings	Decision to take opinion of Leading Counsel	Project Director	N/A
9.9.2	WML Proceedings	Approval to institute proceedings	Project Director	N/A
9.9.3	WML Proceedings	Leading Counsel's opinion required	Project Director	No opinion required
9.9.4	WML Proceedings	Directions in respect of proceedings	Project Director	N/A
9.10	Cost of WML Proceedings	Approval of further advisors	Project Director	Not approved
9.10.3	Cost of WML Proceedings	Request for breakdown	Project Director	N/A
9.12.4	Satisfactory Waste Management Licence	Acceptance that Licence unsatisfactory and proposed action	Project Director	Deemed not accepted
9.12.5	Satisfactory Waste Management Licence	Referral to expert	Project Director	N/A
9.12.6/9.12.7/9.12.8	Satisfactory Waste Management	decision to issue Council Notice of	Project Director	Deemed required to

	Licence	Change		prepare Draft Revised Project Plan
9.13	Failure to obtain Waste Management Licence	Notice to terminate or prepare revised plan	Unanimous agreement of the Councils	N/A
9.14.4/19.1 4.5/9.14.7	Revised Project Plan	Agreement of Plan	Project Director	Not agreed
9.16	Termination as a result of WML failure	Service of Notice to terminate	Unanimous decision of the Councils	N/A
11.2	Engagement of EPC Contractor and Operating Contractor	Terminate, waive rights to or Variation to the Ancillary Documents	Project Director	Deemed no
12.2.2	Procedures for commenting on the Designs	Review and approvals in accordance with Schedule 11	Project Director	N/A
13.1.1	Materials	Substitution of materials	Project Director	N/A
13.2	Compliance with Council Notices	(1) Issue of Notices and (2) Subsequent written consent	(1) Project Director (2) Project Director	(1) N/A (2) Deemed no
15.1.2	Right of Inspection	Decision to open up Works for inspection	Project Director	N/A

15.1.3/15.1.4	Right of Inspection	Notification of non compliance or withdrawing of the Notice	Project Director	N/A
15.2	Supply information of	Need for information from the Contractor	Project Director	N/A
16.2	Supply information of	Further information request	Project Director	N/A
17.2/17.3	Compensation Events	(1) Agreement to the claim for compensation; (2) The amount of compensation and any resultant time extension or other relief from obligations are reasonable	(1) Unanimous agreement of the Councils (2) Project Director	(1) Deemed no (2) Not agreed
18	Delays due to a Relief Event	(1) Agreement to the claim for relief and (2) Any resultant time extension	(1) Project Director (2) Project Director	(1) Deemed no (2) Not agreed
19.2.	Completion of relevant Key Project Facility	Any decisions in relation to acceptance testing in Schedule 14	Project Director	
21.3	Deposit and Access to As Built Drawings	Access to drawings	Project Director	N/A
22.2	Emergencies	Determination as to whether an emergency exists and scope of	Project Director	N/A

		<u>services required</u>		
23.6/23.17	Planned Maintenance	<p>(1) Information request to verify report</p> <p>(2) Request for maintenance records</p>	<p>(1) Project Director</p> <p>(2) Project Director</p>	<p>(1) N/A</p> <p>(2) N/A</p>
23.7	Planned Maintenance	To agree rectification of deficiencies of maintenance	Project Director	Deemed disputed
23.10	Planned Maintenance	Decision whether survey required	Project Director	No survey required
23.11	Planned Maintenance	To agree survey on different date	Project Director	Not agreed
23.13	Planned Maintenance	Notification of Rectification period and standard required	Project Director	Within a reasonable time dependant upon the circumstances
25.1	Council Change to the Works or Services	<p>(1) Proposals by the Parties for change resulting in savings (including the resultant Estimate, means of payment of reduction and related matters)</p> <p>(2) Proposals by the Parties for change resulting in additional costs (including the resultant Estimate means of payment and</p>	<p>(1) Project Director</p> <p>(2)&(3) Project Director if within budget</p>	<p>(1) No request deemed to be given</p> <p>(2) No request deemed to be given</p>

		related matters) (3) All other related matters (4) Approval of additional third party costs	(2)&(3) Unanimous Agreement of all the Councils if budget exceeded (4) Project Director	(3) Deemed no Council change or Council notice of change withdrawn (4) Not approved
25.1.13	Council Change to the Works or Services	Agreement to pay costs where funding not available	(1) Project Director or within budget (2) Unanimous agreement of the Councils if budget exceeded	Deemed not agreed
25.2	Small Works Changes	Agreement relating to small works changes schedule of rates and timing of small works	Project Director	Deemed acceptance
25.3	Contractor Change in Works or Services	(1) Consideration of the Contractors proposals for change <u>including subsequent modifications</u> (2) Agreement to implementation of change resulting in savings (3) Agreement to implementation of change resulting in additional costs (4) All other related matters	(1) Project Director (2) Project Director (3) Unanimous agreement of each affected Council through the JWA (ref: clause 16 of this Agreement) (4) Project Director if resulting in savings otherwise the affected Councils by unanimous	(1) Deemed No (2) Deemed No (3) Deemed No (4) Deemed No

			agreement	
<u>26.1.1</u>	Qualifying Change in Law	<u>Decision as to whether notice issued expressing an opinion</u>	Project Director	N/A
<u>26.1.2</u>	Qualifying Change in Law	<u>Discussion and agreement and agreement to mitigation</u>	Project Director	Deemed not agreed
<u>26.1.3</u>	Qualifying Change in Law	<u>Agreement to incurring capital expenditure</u>	Unanimous decision of the Councils	Deemed not agreed
<u>26.1.4</u>	Qualifying Change in Law	<u>(1) Consideration/determination of Councils Share</u>	(1) Unanimous decision of the Councils	(1) N/A
<u>28</u>	VAT	<u>Payment of VAT, VAT elections, requests for information</u>	Unanimous agreement of S.151 Officers of all the Councils	Deemed No
29.2	Project Director to reply by issuing Council's Monthly Reply	Agreement to Monthly Report	Project Director	Deemed agreed
29.3	Project Director to reply by issuing Councils Quarterly Reply	Agreement to quarterly report	Project Director	Deemed agreed
29.4	Project Director to reply by issuing Councils First annual reply	Agreement to first annual reply	Project Director	Deemed agreed
29.5	Project Director to reply by issuing Councils second annual reply	Agreement to second annual reply	Project Director	Deemed agreed
29.6	Councils may suspend payment	Decision to suspend payment	Project Director	Deemed agreed

	if no Monthly Report Quarterly Report First Annual Report and Second Annual Report			
29.8	Councils disagree with Monthly Report, Quarterly Report, First Annual Report or Second Annual Report	Disagreement or acceptance of reports	Project Director	Accepted
29.9	Contractor disagrees with Councils Monthly Report, Council's Quarterly Report, Council's First Annual Report or Council's Second Annual Report	Notification of disagreement	Project Director	Deemed confirmed
29.10	Referral to Dispute Resolution Procedure	Decision to refer to dispute	Project Director in consultation with Chair of JWDB	N/A
29.14	Monthly Performance Report	Notification of agreement or disagreement with report and confirmation or modification of response	Project Director	Deemed agreement
30	Refinancing	(1) Consent to Qualifying Refinancing and (2) Agreement relating to manner of receipt of share basis and method of calculation	(1) Unanimous decision of the Councils (2) Unanimous decision of the Councils	(1) Deemed no (2) Through reduction in Unitary Charge
31.1.1	Market Testing Haulage Services	Agreement to market test	Project Director	Date as per Principal Contract agreed
31.1.3.4/ 31.1.5	Market Testing Haulage Services	Agreement of changes to haulage services and tender requirements and contents of invitation to	Project Director	Deemed not agreed

		tender		
31.1.12	Market Testing Haulage Services	Veto of tenderers	Project Director	No veto
31.1.16	Market Testing Haulage Services	Dispute selection of replacement provider	Project Director	No dispute
31.2	Market Testing Recyclate	All decisions	As per clause 31.1	As per clause 31.1
32.1.2	Best Value Duty	Request for and scope of assistance under clause 32.1.2	Each affected party	N/A
32.2	Best Value Reviews	<p>(1) Need for the Parties to affect a best value review</p> <p>(2) Parties requirements for Contractor involvement in review</p> <p>(3) Consideration of results of review and decision to issue a Best Value Service Change Notice</p> <p>(4) Agreement to a Best Value Review Plan</p>	<p>(1) Project Director</p> <p>(2) Project Director</p> <p>(3) JWDB</p> <p>(4) JWDB</p>	<p>(1) N/A</p> <p>(2) N/A</p> <p>(3) N/A</p> <p>(4) Deemed Best Value Change Service Notice withdrawn</p>
33.3	Councils Monitoring	Election to monitor	Project Director	N/A

33.6	Increased Monitoring	Requirement for additional monitoring etc	Project Director	N/A
33.7	Increased Monitoring	Service of Notice	Project Director	N/A
34	Audit Access	Request for audit access	Project Director	N/A
35.1/35.4	Insurance	Request sign up to Letter of Undertaking by Broker, decisions to request policies, evidence of premiums, inspect and request information generally	Section 151 Officer of Administrative Authority in consultation with Section 151 Officers of other Councils	N/A
35.6	Breach	Payment of premiums	S.151 Officer of Administering Authority in consultation with S.151 Officers of other Councils	N/A
35.7	Notification of Claims	Request claims information	Project Director and S.151 officer of Administering Authority in Consultation with S.151 officer of Councils	N/A
35.10 / 35.12	Council Approval/ Professional Indemnity Insurance	Approval of Insurers and requests	Project Director	Deemed approval
35.16.1	Obligations	(1) Approval of reinstatement contractor (2) Approval of terms and timetable for Reinstatement Works	(1) Project Director (2) Project Director	(1) Deemed approved (2) Deemed approved

35.16.2	Obligations	<p>(1) Approval or rejection of Reinstatement Plan</p> <p>(2) Approval of person to effect reinstatement works</p> <p>(3) Approval of implementation of Reinstatement Plan</p>	<p>(1) Project Director</p> <p>(2) Project Director</p> <p>(3) Project Director</p>	<p>(1) Deemed approved</p> <p>(2) Deemed approved</p> <p>(3) Deemed not approved</p>
35.18	Uninsurable Risks	Agreement that risk uninsured <u>and means of management</u>	Unanimous agreement of S.151 Officers of all the Councils	Deemed not agreed
35.19	Consequences	<p>(1) Consideration of consequences and related issues</p> <p>(2) decision to continue or terminate due to uninsured risks and related matters</p>	<p>(1) Project Director</p> <p>(2) Unanimous agreement of all Councils</p>	<p>(1) N/A</p> <p>(2) Deemed decision to continue</p>
35.20	<u>Terms and Conditions that Become Unavailable</u>	Determination of whether terms are or are not available and any consequences	<p>(1) s.151 Officer of administering Authority in consultation with S.151 Officers of other Councils in event of no dispute</p> <p>(2) JWDB in event of dispute</p>	<p>(1) Deemed terms not available</p> <p>(2) Deemed terms not available</p>
35.21	Insurance	Acceptance of Joint	Section 151	Deemed

	<u>Premium Risk Sharing Schedule</u>	Insurance Cost Report and agreement to Exceptional Cost or Exceptional Saving	Officer of Administering Authority in consultation with Section 151 Officers of the other parties	accepted
<u>38</u>	Intellectual Property	Requirement for data or licensing issues	Project Director	N/A
<u>39</u>	Regular meetings of the Councils and Contractor	Attendance of staff at meetings and provision of Minutes	Project Director	N/A
<u>40</u>	Operational Manuals	<u>Request for Operation Manuals</u>	Project Director	N/A
<u>41</u>	Contractor's Records	<u>Request for and any inspection of information</u>	Project Director	N/A
<u>42</u>	Environmental Protection and Annual Environmental Report	<u>Considering Environmental Report</u>	Project Director	N/A
<u>43</u>	Data Protection	<u>Decisions in relation to DPA issues</u>	Project Director	N/A
<u>44</u>	Council Step-In	(1) Decision for Councils to step-in step out and any assignment where non urgent scope of action (2) Decision for Councils to step-in and scope of action where urgent	(1) Unanimous agreement of the Councils (2) Project Director who must then refer the matter to the Councils for appropriate budgetary provision to be made	(1) N/A (2) N/A

44.2	Right of access	<u>Exercise right of access</u>	JWDB and/or Project Director	N/A
45.4.3	Employment Information	Provision of Final Employee List	Project Director	N/A
45.5	Union recognition	Provision of Union recognition agreements	Project Director	N/A
45.7	Provision of details and indemnity	Councils request for details	Project Director	N/A
45.8.5/45.8.6	Compliance with Code obligations	Request for information	Project Director	N/A
45.8.8	Compliance with Code obligations	Actions by the Councils in respect of Code compliance	Project Director	N/A
45.9	Retendering	Request for employee information	Project Director	N/A
45.13.7/12	Undertaking from the Contractor/ Pension Issues on Expiry or Termination	(1) Request for information (2) Consents	(1) Project Director (2) Project Director	(1) N/A (2) No consent
46.3	Admission to each Existing Facility and/or Key Project Facility	Requirement for other particulars	Project Director	N/A
46.4.2	Criminal Records Bureau	Consent engagement to	Project Director	No consent
47	Equal Opportunity	<u>Considering equal opportunities issues and requesting information</u>	Project Director	N/A
49	Termination on Council Default	Considering action on receipt of termination notice	Unanimous decision of the Councils	N/A

50	Compensation and Council Default	(1) Agreement to the calculation of compensation (2) Consideration of asset transfer where all Parties interested (3) Consideration of asset transfer where not all Parties interested	(1) Agreement of all Section 151 Officers (2) JWDB for a recommendation to be confirmed by the Councils (3) Each affected Party	(1) N/A (2) N/A (3) N/A
51.1	Right to Termination Contractor Default	(1) Decisions to terminate as a result of Contractor Default (2) Agreement of rectification programme (3) Agreement that rectification effected	(1) Unanimous agreement of all Councils (2) Project Director (3) Project Director	(1) N/A (2) N/A (3) N/A
51.2	Persistent Breach	(1) Decision to serve warning notice (2) Decision giving Final Warning Notice	(1) Project Director (2) Unanimous agreement of all Councils	(1) N/A (2) N/A
52.1	Retendering Election	Whether the Councils can elect to re-tender, decision to re-tender Principal Contract or require expert determination	Unanimous decision of the Councils	Deemed decision to re-tender
52.2	Retendering Procedure	Tender Process, agreement of tender terms and all tendering related matters	Project Director	N/A
52.2.1.11/12	Retendering Procedure	(1) Determination of the Compliant Tenders	(1) Agreement of Project	N/A

		and agreement to the Adjusted Highest Compliant Tender Price (2) Decision to enter into a New Contract	Director and S.151 Officers of the Councils (2) Project Director	
52.2..1.18/52.2.1.19	Retendering Procedure	Elections and notification not to re-tender	Agreement of all S.151 officers of the Councils	N/A
52.3	No retendering procedure	(1) Election to require expert determination (2) Agreement of the Estimated Fair Value of the Contract	(1) Agreement of all S.151 officers of the Councils (2) Ditto	(1) N/A (2) Not agreed
53.3/53.9	Termination on Force Majeure	(1) Determination of occurrence of Force Majeure Event (2) Notice of cessation of Force Majeure Event	(1) Unanimous agreement of the Councils (2) Project Director	N/A
53.4	Termination on Force Majeure	Agreement of terms to mitigate event	Project Director	N/A
53.5/53.6	Termination on Force Majeure	Consideration of whether to terminate the Principal Contract and transfer of Assets	Unanimous agreement of all the Councils	N/A
53.9	Termination on Force Majeure	Council Notice of Change	As per clause 25.1	As per clause 25.1
53A.1	Termination at the Fixed Works Longstop Date	Service of Notification of termination	Unanimous agreement of all the Councils	N/A

54	Compensation on termination for Force Majeure	Agreement to calculation of compensation	Unanimous agreement of all S.151 Officers of all the Councils	N/A
55	Termination on Corrupt Gifts and Fraud	Decision related to Prohibited Act and Decision to Terminate	Unanimous agreement of all the Councils	Deemed no termination
56.1	Corrupt Gifts and Fraud	(1) Consideration of transfer of assets (2) Calculation of compensation	(1) As per clause 50 (2) Unanimous agreement of all Section 151 Officers of the Councils	(1) N/A (2) N/A
57	Voluntary Termination by the Councils	(1) Decision to terminate (2) Consideration of transfer of assets (3) Calculation of compensation	(1) Unanimous agreement of the Councils (2) As per clause 50 (3) Unanimous agreement of all Section 151 Officers of the Councils	(1) N/A (2) N/A (3) N/A
59	Termination by the Councils for Breach of the Refinancing Provisions	(1) Decision to terminate (2) Consideration of transfer of assets (3) Calculation of compensation	(1) Unanimous agreement of the Councils (2) as per clause 50 (3) Unanimous agreement of all Section 151 Officers of the Councils	(1) N/A (2) N/A (3) N/A
61.1	Method of Payment	(1) Decisions regarding method of making payment (2) Agreement of all termination payments	(1)&(2) Agreement of all S.151 officers of the Councils	(1) N/A (2) N/A

62/87	Expiry or early termination of Contract Period/Equipment	Consideration and agreement of all matters arising from the expiry or early termination of the Principal Contract not specifically dealt with elsewhere in this Agreement	Project Director and agreement of all S.151 Officers of the Councils	N/A
62.5.1	Final Survey	Requirement for final survey and agreement to date thereof and revised dates suggested by Contractor	Project Director	Revised Contractor dates acceptable
62.5.3	Results of Survey	Agreement of rectification or maintenance required and period for rectification etc	Project Director	N/A
62.5.5	Retention Fund	Consideration of whether work satisfactory or deduction should be made	Project Director	N/A
62.5.7	Failure to carry out work	Decision for Councils to effect work	Project Director	N/A
64	Conduct and Control of claims	Decisions in relation to any claims whether conducted by the Contractor or any of the Councils	Section 151 Officers of Administrative Authority in consultation with Section 151 Officers of other Councils	N/A
66	Change of ownership	Considerations relating to change of ownership and consent to change	Section 151 Officers of Administrative Authority in consultation with Section 151	N/A

			Officers of other Councils	
67.2	Restriction on transfer of the Contract by the Contractor	Decisions on any transfer/assignment by Contractor or approval of any new sub-contractor	Section 151 Officers of Administrative Authority in consultation with Section 151 Officers of other Councils	No
67.6	WPSA	Agreement to vary etc	Unanimous agreement of the Councils	Not agreed
69	Information and Confidentiality	Decisions on disclosure of confidential information	Project Director	N/A
70	Public Relations and Publicity	Approval of press releases etc	Project Director	N/A
71	Dispute Resolution	All decisions under this clause	Project Director	N/A
72.3	Waiver	Decisions regarding any waiver	Project Director	No waiver
79	Amendments	Decisions regarding any amendments to the contract	Unanimous agreement of the Councils	N/A
N/A	N/A	All other matters upon which a party decision must be reached and is not covered by the above	Project Director or where appropriate the unanimous decision of the Councils	N/A

The following provisions apply to schedule 44 of the Principal Contract

1.1.8.2/3	Indemnities	Notice relating to draft report and agreement to contents of report	Project Director	Report not agreed
1.2.1	Joint Responsibilities	Notice of Trigger Condition and consultation in respect of investigative or remediation works	Project Director	N/A
1.2.3/1.2.4	Joint Responsibilities	All provisions in connection with any action	Project Director	N/A
1.2.8	Joint Responsibilities	(1) Notification of indemnity claim	(1) Project Director	N/A
		(2) Settling amount to be paid	(2) Project Director and S.151 Officers of the Councils	N/A
1.2.14	Joint Responsibilities	Councils approval to change	Project Director and section 151 officers of the councils	Not approved
1.3.1	Contractor Responsibilities	Consent of Councils to works etc	Project Director	No consent
1.5.2.3	Further Joint Responsibilities	Consent of Councils to notify	Project Director	No consent
1.8.1	Appointment of Remediation Handback Consultant	Requirement for survey and agreement to consultant	Project Director	N/A

1.8.2/1.8.3	Appointment of Remediation Handback Consultant	Approval of deed of appointment	Project Director	Not approved
1.8.7.2/1.8.8	Appointment of Remediation Handback Consultant	Approval of Handback Specification and time extensions	Project Director	Not approved
1.9.1	The Tender Process	Agreement to 3 Proposed Contractors and form of Contract	Project Director	Not agreed
1.9.4 1.9.5	The Tender Process	(1) Councils approval to Tender (2) Revert for further details	(1) Project Director (2) Project Director	(1) Not approved (2) No further details needed
1.10.2.5/ 1.10.2.6	Remediation Handback Works	Request for information and site visits	Project Director	N/A
1.10.2.7	Remediation Handback Works	Representations of the Councils	Project Director	N/A
1.10.2.9	Remediation Handback Works	Authority to disclose	Project Director	Not agreed
1.10.2.10	Remediation Handback Works	Exercise of right to attend meetings and/or request correspondence	Project Director	N/A

1.10.2.13	Remediation Handback Works	Agreement to variations to Handback Specification	Project Director	Not agreed
1.12.4	Remediation Handback Completion	Referral to Expert	Project Director	N/A
1.12.5	Remediation Handback Completion	Agreement to further works	Project Director	N/A
1.15	Expert Determination	Representations from Councils	Project Director	N/A