



National Highways Limited

Scope

Defined Terms

Annex 01

CONTENTS AMENDMENT SHEET

[Delete the contents of the Amendments Page prior to issue]

Issue No.	Revision No.	Amendments	Initials	Date
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Ref.	Defined Term	Definition	Comments
	[insert Defined Term]	[Insert definition]	<i>[Add any comments on where the term applies e.g. Does the definition only apply to one particular section of the Scope, if so, state which]</i>
1	Accredited Scheme or Standard for Managing “Work-Related Road Risk (WRRR)”	means any of the WRRR standards and accreditations currently available as set out on the list below <ul style="list-style-type: none"> • “ISO 39001 Road Traffic Safety Management”, • Chas Vehicle Compliance, • Construction Logistics and Community Safety (CLOCS), • Earned Recognition, • Fleet Operator Recognition Scheme (FORS), • Mission Zero and • Van Excellence (see links in Annex 02).	S 1100 – Health and Safety
2	Affiliate	is in relation to a body corporate, any other entity which directly or indirectly Controls, is Controlled by, or is under direct or indirect common Control with, that body corporate from time to time.	S 2300 Long form IPR
3	Asset Information Model (AIM)	as defined in Clause 3.3.9 in ISO 19650-1 Building Information Modelling (see link in Annex 02)	S 1800 – Information Modelling Requirements
4	Black Friday	An annual retail event usually held at the end of November which results in an increase in traffic.	S 241 – Traffic management

5	Building Information Modelling (BIM)	as defined in the UK Government's Construction Strategy (see link in Annex 02).	S 241 – traffic management
6	Carbon Credits	<p>are carbon offsetting by carbon projects</p> <ul style="list-style-type: none"> that positively impact on a minimum of two United Nations' "Sustainable Development Goals" in addition to "Sustainable Development Goal 13 – Climate" (see links in Annex 02) listed on one of the Offset Registries and compliant with the provisions of the PAS2080 Specification for the demonstration of carbon neutrality. 	Carbon
7	Category Purchase Agreement	is a contract (including framework agreements and dynamic purchase system) which is established or may be established by the <i>Client</i> for common requirements across its asset management and wider expenditure plan under which the <i>Contractor</i> and Others may enter into contracts with Category Suppliers.	S 266 - Category Management
8	Category Supplier	are parties to a Category Purchase Agreement with the <i>Client</i> .	S 266 - Category Management
9	Central Digital Platform	is the government website for information about contracts worth over £25,000 with the government and its agencies.	S 1200 Subcontracting
10	Central Government Body	<p>is a body listed in one of the following sub-categories of the Central Government classification of the Public Sector Classification Guide, as published and amended from time to time by the Office for National Statistics:</p> <ul style="list-style-type: none"> a Government Department, 	S 2300 Long form IPR

		<ul style="list-style-type: none"> • a Non-Departmental Public Body or Assembly Sponsored Public Body (advisory, executive, or tribunal), • a Non-Ministerial Department or • an Executive Agency of one of the above <p>and anybody corporate that is a wholly owned subsidiary of one of the above.</p>	
11	Client Background IPR	is IPR owned by the <i>Client</i> before the Contract Date, or created by the <i>Client</i> independently of the contract, and Crown Copyright which is not available to the <i>Contractor</i> other than under the contract, but excluding IPRs owned by the <i>Client</i> subsisting in the Client Software.	<p>[Note to compiler – include when using long form IPR drafting (option 2) only]</p> <p>S 2300 Option 2 - Long form IPR</p>
12	Client Software	is software which is owned by or licensed to the <i>Client</i> (other than under or pursuant to the contract) and which is, or will be, used by the <i>Contractor</i> in order to Provide the Service.	<p>[Note to compiler – include when using long form IPR drafting (option 2) only]</p> <p>S 2300 Option 2 - Long form IPR</p>
13	Client System	is the <i>Client's</i> computing environment (consisting of hardware, software and telecommunications networks or equipment) used by the <i>Client</i> or the <i>Contractor</i> in connection with the contract, which is owned by the <i>Client</i> or licensed to it by some third party and which interfaces with the Contractor System or which is necessary for the <i>Client</i> to receive the service.	<p>]</p> <p>S 2300</p>
14	Collaborative Planning	Collaborative Planning is a technique that involves all Parties working together to improve productivity, and reduce time and cost.	LEAN – Continual Improvement
15	Commissioning Date	for a <i>relevant service</i> , is the day on which the commissioning of a <i>relevant service</i> is successfully completed and its <i>relevant service conditions</i> are met.	S 2300

16	Committed Company	is a company that has submitted a “SBTi Commitment Letter” (see link in Annex 02) and is publicly listed on the SBTi website as having committed to set targets.	Carbon
17	Commitments Register	Commitments Register is the statement of that name set out in Annex A to the Form of Agreement detailing the commitments made by the <i>Contractor</i> as part of its tender in respect of how it is to Provide the Service.	[Note to compiler – include when using long form IPR drafting (option 2) only] S 2300 Option 2 - Long form IPR Refer to section S610
18	Common Data Environment (CDE)	means an agreed source of Project information for any given activity or asset for collecting, managing and disseminating each information container through a managed process. This environment is configured to support document management workflows aligned to ISO 19650 Building Information Modelling.	S 1800 – Information Modelling Requirements
19	Community Partner	is an organisation (other than the <i>Contractor</i>) engaged by the <i>Client</i> to provide works in relation to the contract.	Carbon
20	Competent Person	is a person who meets the requirements set out in Scope section S 1105.8 (Health and safety competence of Staff).	
21	Comptroller and Auditor General	is an officer of the House of Commons with statutory authority to <ul style="list-style-type: none"> audit and report on the financial accounts of all government departments and other public bodies, and examine and report on the value for money of how public money has been spent. 	

22	Confidential Information	<p>is</p> <ul style="list-style-type: none"> information, including all Personal Data, which (however it is conveyed) is provided by the disclosing Party in connection with the contract, that relates to <ul style="list-style-type: none"> the Disclosing Party Group or the operations, business, affairs, developments, Intellectual Property Rights, trade secrets, know-how and personnel of the Disclosing Party Group, other information provided by the disclosing Party in accordance with the contract that is clearly designated as being confidential or equivalent or that ought reasonably to be considered to be confidential (whether or not it is so marked) which comes (or has come) to the Recipient's attention or into the Recipient's possession in connection with the contract, discussions, negotiations, and correspondence between the disclosing Party or any of its directors, officers, employees, consultants or professional advisers and the Recipient or any of its directors, officers, employees, consultants and professional advisers in connection with the contract and all matters arising therefrom; and information derived from any of the above, <p>but not including any information which</p> <ul style="list-style-type: none"> was in the possession of the Recipient without obligation of 	S 2300 Long form IPR

		<p>confidentiality prior to its disclosure by the disclosing Party,</p> <ul style="list-style-type: none"> the Recipient obtained on a non-confidential basis from a third party who is not, to the Recipient's knowledge or belief, bound by a confidentiality agreement with the disclosing Party or otherwise prohibited from disclosing the information to the Recipient, was already generally available and in the public domain at the time of disclosure otherwise than by a breach of the contract or breach of a duty of confidentiality or was independently developed without access to the Confidential Information. 	
23	Conflict of Interest	A Conflict of Interest may arise when your professional or personal interests or loyalties to a person or organisation outside Highways England affect or appear to affect the impartiality, judgement or effectiveness expected from you in interactions with Highways England.	S 212 – Conflict of Interest
24	Consent	is any licence, permit, consent, assent and other approval required from Others in order to Provide the Services.	S 1805 – Information Modelling Requirements
25	Construction Compliance Certificate	is as per the meaning in "CG300 Technical Approval of Highways Structure (see link in Annex 02)"	S 445
26	Continual Improvement	is an ongoing approach to improve products, services or processes, both incrementally or all at once.	LEAN
27	Continual Improvement Lean Innovation Leaders	Has the meaning given to it in Annex 11 - Continual Improvement and Innovation.	LEAN

28	Contractor Equipment	is the hardware, computer and telecoms devices and equipment used by the <i>Contractor</i> or its subcontractors (or any subcontractor of any tier to the <i>Contractor</i>) (but not hired, leased or loaned from the <i>Client</i>) for the Providing the Service.	S 2300
29	Contractor Software	<p>is software which is proprietary to the <i>Contractor</i> (or an Affiliate of the <i>Contractor</i>) and</p> <ul style="list-style-type: none"> • which is or will be used by the <i>Contractor</i> for the purposes of Providing the Service, • which is or will be used by the <i>Client</i> for the purposes of maintaining, operating or improving the <i>service</i> and • including the software specified as such in the Software Schedule. 	<p>[Note to compiler – include when using long form IPR drafting (option 2) only]</p> <p>S 2300 Option 2 - Long form IPR</p>
30	Contractor System	is the information and communications technology system used by the <i>Contractor</i> in implementing and performing the <i>service</i> including the Software, the Contractor Equipment, configuration and management utilities, calibration and testing tools and related cabling (but excluding the Client System).	S 2300
31	Control	<p>is the possession by a person, directly or indirectly, of the power to direct or cause the direction of the management and policies of the other person (whether through the ownership of voting shares, by contract or otherwise). Controls and Controlled are to be interpreted accordingly.</p>	S 2300 Long form IPR
32	Corrective Action	has the meaning given in “ISO 9000:2015 (see link in Annex 02).	S 600 - Quality Management
33	Cyber Monday	An annual online retail event usually held at the end of November or early	S 241 – Traffic management

		December which results in an increase in traffic.	
34	Data	ils all Personal Data collected, generated or otherwise processed by the <i>Contractor</i> in the course of Providing the Service.	S 269 – Data Protection
35	Data Controller	is a legal person that determines the purposes and means of the processing of Personal Data.	S 269 - Data protection
36	Data Loss Event	any event that results, or may result, in <ul style="list-style-type: none"> • unauthorised access, • actual loss, • potential loss or • destruction of Personal Data held by the Processor or in breach of this agreement, including any Personal Data Breach.	S 269
37	Joint Data Controllers	means where two or more Data Controllers jointly determine the purposes and means of processing.	S 269 - Data protection GDPR
38	Data Protection Impact Assessment	Is an assessment by the [Data Controller/Joint Data Controller] carried out in accordance with Section 3 of the UK GDPR and sections 64 and 65 of the Data Protection Act 2018 (DPA 2018).	S 269 - Data protection GDPR
39	Data Protection Legislation	The Data Protection Legislation is: <ul style="list-style-type: none"> • Th UK General Data Protection Regulation (EU 2016/679); (the retained EU Law version of the General Data Protection Regulation) • The Law Enforcement Directive (LED) (Directive EU 2016/680); • The Data Protection Act 2018; and • the Privacy and Electronic Communications (EC Directive) Regulations 2003, and 	S 269 - Data protection GDPR

		<ul style="list-style-type: none"> any other data protection laws and regulations applicable in England and Wales. 	
40	Data Protection Officer	takes the meaning given in the UK GDPR (see link in Annex 02).	
41	Data Subject	Is an individual who is the subject of Personal Data.	S 269 - Data protection GDPR
42	Data Subject Access Request	<p>is a request made by, or on behalf of, a Data Subject, for access to the personal data an organisation holds about them including provision of copies of that data.</p> <p>The Data Subject has the following rights:</p> <ul style="list-style-type: none"> access to, and information relating to, Data, rectification of inaccurate Data, permanent erasure of Data, restriction of processing of Data pursuant to the Data Protection Legislation, and transfer of Data to a third party (data portability) automated individual decision making including profiling. 	S 269 - Data protection GDPR
43	Deposited Software	is the Software the Source Code of which is to be placed in escrow as required by the <i>Service Manager</i> and notified to the <i>Contractor</i> from time to time, including that identified in the Software Schedule.	S 2300
44	Develop, Design, Deliver (3D)	has the meaning given to it in the 3D User Guide for Scheme Management.	<p>S 811 - Communications</p> <p>S 264 – Project Control Framework</p>

45	Development Consent Order (DCO)	as set out in the Planning Act 2008.	S 811 - Communications
46	Disclosure Request	is a request for information relating to the contract pursuant to the “Freedom of Information Act 2000” and “Environmental Information Regulations 2004” or later revision.	S 211 – Disclosure request
47	Discrimination Acts	The Discrimination Acts are the Equality Act 2010 and any predecessor statutes.	S 811 - Communications
48	DMAICT	is a recognised Lean industry tool for solving problems in a structured way. DMAICT is an acronym for: Define, Measure, Analyse, Improve, Control, Transfer.	LEAN – Continual Improvement
49	Documentation	<p>is descriptions of the <i>service</i>, the <i>Contractor’s service</i> solution, performance measures, details of the Contractor System (including (i) vendors and versions for off-the-shelf components and (ii) source code and build information for proprietary components), relevant design and development information, technical specifications of all functionality including those not included in standard manuals (such as those that modify system performance and access levels), configuration details, test scripts, user manuals, operating manuals, process definitions and procedures, and all such other documentation as</p> <ul style="list-style-type: none"> • is required to be supplied by the <i>Contractor</i> to the <i>Service Manager</i> under the contract, • would reasonably be required by a competent third party capable of Good Industry Practice, contracted by the <i>Client</i> to develop, configure, build, deploy, run, maintain, 	S 2300

		<p>upgrade and test the individual systems that provide the <i>service</i> or make use of the <i>service</i>,</p> <ul style="list-style-type: none"> • is required by the <i>Contractor</i> in order to Provide the Service and • has been or is generated in order to Provide the Service. 	
50	EEA	Is the European Economic Area.	S 269 - Data protection GDPR
51	Employment and Skills Plan	The Employment and Skills Plan is the document described in Section S261 and Annex 06 of the Scope.	S 261 – People Strategy
52	Enhancements	<p>are a change to the design, materials used, methods of construction or maintenance or operational performance requirements proposed by the <i>Contractor</i> or a Community Partner which has not previously been adopted by the <i>Client</i> and which (if implemented by the <i>Client</i>) is expected to provide a significant long-term benefit to the <i>Client</i> in terms of</p> <ul style="list-style-type: none"> • reducing the cost to the <i>Client</i> of the works, • improving the quality or effectiveness of delivery of the works, • otherwise enhancing the achievement of the <i>Client's</i> vision, outcomes and key objectives, <p>but excludes design solutions proposed by the <i>Contractor</i> while developing the design for works relating to the Site intended to be carried out by any Community Partners</p>	Carbon
53	Environmental Management Plan	A document (or set of documents) that sets out the mitigation needed to manage the environmental effects	S 259 include definition where Environmental Management Plans from part of the Scope.

		associated with a development during the construction and operational phases	
54	Exchange Information Requirements (EIR)	as defined in the UK Government's Construction Strategy (see link in Annex 02)	S 1805 – Information Modelling Requirements
55	Federated Model	is a managed set of 2d or 3d data models from various design disciplines, combined in a virtual environment to view an entire project as a whole, as further detailed in GG 184 – Specification (see link in Annex 02) for the use of Computer Aided Design of the DMRB and ISO 19650 (see link in Annex 02).	S 1805 – Information Modelling Requirements
56	Good Industry Practice	is at any time the exercise of that degree of care, skill, diligence, prudence, efficiency, foresight and timeliness which would be reasonably expected at such time from a skilled and experienced person or body engaged in services similar to the <i>service</i> to a customer like the <i>Client</i> , such supplier seeking to comply with its contractual obligations in full and complying with any applicable laws.	S 2300
57	Green Claims	Green Claims refers to the <i>Client's</i> claims process where it seeks to recover monies from a third party in respect of damage caused to the strategic road network, as aligned to the provisions of the "Highways Act 1980".	S 1800 – Information Modelling Requirements
58	Greenhouse Gas	are those gases listed by the Greenhouse Gas Protocol (see link in Annex 02)	Carbon
59	Greenhouse Gas Emissions	are the total mass of Greenhouse Gas released into the atmosphere over a specified period.	S 1200 Subcontracting

60	Health and Safety File	is as per the meaning given to it in the Construction (Design and Management) Regulations 2015.	S 1100 – Health and Safety
61	Heavy Vehicle	is a vehicle that is equal to 3.5 tonnes MAM and up to 44 tonnes MAM.	Definitions to be included if used in Scheme Recovery Services Scope section.
62	HELMA	National Highways Lean Maturity Assessment – an assessment undertaken to assess the <i>Contractor's</i> application of Lean undertaken on an [annual] basis.	S 630 – Strategic Objectives
63	Inclusion Action Plan	The Inclusion Action Plan is the document described in Section S261 and Annex 06 of the Scope.	S 261 – Inclusion Action Plan
64	Indemnified Person	is the <i>Client</i> and each and every person to whom the <i>Client</i> (or any direct or indirect sub-licensee of the <i>Client</i>) sub-licenses, assigns or novates any Relevant IPRs or rights in Relevant IPRs in accordance with the contract.	[Note to compiler – include when using long form IPR drafting (option 2) only] S 2300 Option 2 - Long form IPR
65	Information Systems	Is any individual or combination of hardware, software, infrastructure and trained personnel organised to facilitate planning, control, coordination and decision making in an organisation.	S 270 – Information Systems
66	Information Delivery Plan	Is the <i>information delivery plan</i> or is the latest Information Delivery Plan accepted by the <i>Service Manager</i>	S 1800 – Information Modelling Requirements
67	Information Technology Infrastructure Library	A governance model for IT service management and best practices that defines an end-to-end life cycle and integrated set of practices and guidance in the areas of service strategy, service design, service transition, service operation, and continual service improvement.	S 270 - Information systems

68	Intellectual Property Rights or IPRs	are copyright and related rights, database rights, design rights, patents, inventions, trade marks (and goodwill attaching to those trade marks), domain names, applications for and the right to apply for any of the foregoing, moral rights, confidential information and any other intellectual or industrial property rights, whether or not registered or capable of registration, whether subsisting now or in future in any part of the world.	S 2300 Option 1 - Short form IPR – delete as applicable.
69	Intellectual Property Rights or IPRs	are <ul style="list-style-type: none"> copyright, rights related to or affording protection similar to copyright, rights in databases, patents and rights in inventions, semi-conductor topography rights, trade marks (and goodwill attaching to those trade marks), rights in internet domain names and website addresses and other rights in trade names, designs, know-how, trade secrets and other rights in Confidential Information (as set out in the Scope), applications for registration, and the right to apply for registration, for any of the rights listed above that are capable of being registered in any country or jurisdiction and all other rights having equivalent or similar effect in any country or jurisdiction. 	S 2300 Option 2 - Long form IPR – delete as applicable.
70	IPRs Claim	is any claim against any Indemnified Person of infringement or alleged infringement (including the defence of such infringement or alleged infringement) of any Relevant IPRs, save for any such claim to the extent that it is caused by any use by, or on behalf of, that Indemnified Person of any Relevant IPRs, or the use of the Client	[Note to compiler – include when using long form IPR drafting (option 2) only] S 2300 Option 2 - Long form IPR

		Software by or on behalf of the <i>Contractor</i> , in either case for a purpose not reasonably to be inferred from the Scope or the provisions of the contract.	
71	Kano Analysis	is the approach to prioritising features on a product road map based on degree which they are likely to satisfy customers.	LEAN – Continual Improvement
72	Large Contractor	is above the thresholds defined outlined in “Action Plan: Small and Medium Sized Enterprises” (see link in Annex 02) and any further updates or editions to the document.	Carbon
73	Law	means any law, subordinate legislation within the meaning of Section 21(1) of the Interpretation Act 1978, bye-law, regulation, order, regulatory policy, mandatory guidance or code of practice, judgement of a relevant court of law, or directives or requirements with which the Processor is bound to comply.	S 269 – Data Protection
74	Lean	a set of management practices to deliver a product(s) to a high quality, whilst improving efficiency and effectiveness by eliminating waste.	LEAN – Continual Improvement
75	Lean Awareness	refers to a basic level of training, prior to the stages of Lean advocate and Lean practitioner.	LEAN – Continual Improvement
76	Lean Collaborative Planning (system)	is a technique that involves all Parties working together to improve productivity, and reduce time and cost. Also known as the last planner system, which is a patented technique from the USA.	LEAN – Continual Improvement
77	Lean Continuous Improvement (Lean CI)	are activities utilising Lean techniques and methodologies to continually refine a process and/or product.	LEAN – Continual Improvement

78	Level of Definition	is graphical and non-graphical content required for an Information Model at each [PCF stage].	S 1800 Information Modelling Requirements (Option X10)
79	Light Vehicle	is a vehicle that is equal to or less than 3.5 tonnes MAM.	Definitions to be included if used in Scheme Recovery Services Scope section.
80	List X	List X contractors are companies operating in the UK who are working on UK government contracts which require them to hold classified information. This information is at 'Secret' level or above or international partners information classified 'Confidential' or above, and is held in their own premises at a specific site. Classified information levels can be reviewed in the Gov website here (https://www.gov.uk/government/publications/security-requirements-for-list-x-contractors).	S 220.12 - Security and identification of people
81	MAM	means maximum object mass as defined in regulation 3(1) of the Motor Vehicles (Driving Licences) Regulations 1999 (see link in Annex 02). The MAM is the maximum load the vehicle can carry by law and includes the weight of the vehicle.	Definitions to be included if used in Scheme Recovery Services Scope section. S 267 – Scheme Recovery Services
82	Major Incident	A Major Incident is defined as an incident that has, or is likely to have, a major impact on the ability of the business to maintain services during agreed operational hours. An outage or complete loss of functionality of a critical or key application or service. The incident could result in: <ul style="list-style-type: none"> • An emergency situation • Security risks or threat 	Further details can be found in the Major Incident Management document and the Incident Management and Major Incident Management process flow found here: https://highways.sharepoint.com/WayWeWork/Pages/ict-security-incidents-management.aspx

		<ul style="list-style-type: none"> Highways England reputation (HSSE) could be adversely affected Multiple locations/businesses or significant user impacted. 	S 270 – Information systems
83	Major Projects Instructions	is the process for issuing new governance arrangement documents for Major Projects programmes and projects.	<p>Only applies for Major Projects</p> <p>S 2200 - Clients work specifications and drawings</p>
84	Maximum Carbon Intensity Levels	are those described in Maximum Carbon Intensities Requirement Document (see link in Annex 02).	Carbon
85	Medium Contractor	is defined in “Action Plan: Small and Medium Sized Enterprises” (see link in Annex 02) and any further updates or editions to the document.	Carbon
86	Micro Contractor	is a microenterprise as defined in “Action Plan: Small and Medium Sized Enterprises” (see link in Annex 02) and any further updates or editions to the document.	Carbon
87	Mobilisation Period	Is the period between the <i>starting date</i> and the <i>access date</i> ([or go live date]).	S 1100 – Health and Safety
88	National Road Telecommunications Services (NRTs).	is the fibre-optic network of communication and control that the <i>Client</i> uses to monitor the strategic road network.	S 920
89	National security Vetting	has the meaning given to it in the “HMG Baseline Personnel Security Standard” (see link in Annex 02).	S 220.3 – Security Checks
90	Nonconformity	has the meaning given in “BS EN 9000:2015 (and includes Defects).	<p>Note to Compiler: Defects and Nonconformities are very similar, so this definition tries to avoid confusion.</p> <p>NEC ‘Defect’ is something that does not comply with the</p>

			<p>Scope (including the QMS requirements).</p> <p>ISO 9000 'Nonconformity' is a failure to meet a requirement or to comply with their QMS</p> <p>They are in essence the same thing. However for drafting in the Quality Management section, Nonconformity is used to align with ISO 9000, where as Defect is used elsewhere in the contract to align with NEC.</p>
91	Object Code	is software and data in machine-readable, compiled object code form.	S 2300
92	Offset Registries	are as defined in the "Carbon Offset Guide" (see link in Annex 02)	Carbon
93	Offshoring	Any arrangement where the performance of any part of the services or a solution under a contract may occur outside the UK for domestic (UK) consumption.	S 268 - Offshoring
94	Open for Traffic	The date when works are substantially complete and the scheme is open to traffic. There may be partial or overnight closures to finalise any remedial works.	<p>This definition is only relevant for Major Projects schemes. Insert if applicable.</p> <p>Ref section S405.1</p>
95	Open Source Software	is software that has its source code made available subject to an open-source licence under which the owner of the copyright and other IPRs in such software provides the rights to use, study, change and distribute the software to any and all persons and for any and all purposes free of charge.	<p>[Note to compiler – include when using long form IPR drafting (option 2) only]</p> <p>S 2300 Option 2 - Long form IPR</p>

96	Options Consultation and Works Agreement (OCAWA)	is a collaborative agreement which is designed to facilitate discussions between the <i>Client</i> and utility companies. It is not a binding agreement between the parties and is developed to reflect the discussions held.	S 920
97	Overseeing Organisation	is a highway authority (England and Wales) or a roads authority (Scotland and Northern Ireland).	S 920
98	Overseeing Organisations Agent (OOA)	is the Overseeing Organisation's appointed representative.	S 920
99	Performance Level	is the performance level of the Collaborative Performance Framework stated in Scope section S 635.	S 635 – Performance Management
100	Personal Data	is any data relating to an identified or identifiable natural individual that is within the scope of protection as personal data under the Data Protection Legislation.	Y S 210 - Confidentiality S 822 - Cost Verification S 269 - Data Protection S 1100 – Health and Safety
101	Personal Data Breach	takes the meaning given in the UK GDPR (see link in Annex 02).	S 269 Data Protection
102	Processor	takes the meaning given in the UK GDPR (a legal person which processes Personal Data on behalf of a Data Controller)	S 269 - Data protection GDPR
103	Prohibited Substance	Is any intoxicating substance, or alcohol, or drugs.	S 1100 – Health and Safety
104	Project Control Framework (PCF)	has the meaning given to it in the "Project Control Framework Handbook" (see link in Annex 02).	S 811 – Communications S 915 – Co – Ordination
105	Protective Measures	are appropriate, technical and organisational measures implemented, consistent with good industry practice,	S 269 - Data protection

		<p>to ensure a level of security appropriate to the risk posed by Personal Data, taking into account the state of the art, the costs of implementing, the harm that might result from a Security Incident, and which includes</p> <ul style="list-style-type: none"> • pseudonymising and encrypting Personal Data, • ensuring confidentiality, • integrity, • availability and resilience of systems and services, • ensuring that availability of and access to Personal Data can be restored in a timely manner after an incident, or • regularly assessing and evaluating the effectiveness of such measures adopted by it including those outlined in "Procurement Policy Note 02/18 Changes to Data Protection Legislation and General Data Protection Regulation" (see link in Annex 02). 	
106	Processor Personnel	means all directors, officers, employees, agents, consultants and contractors of the Processor or any Sub-Processor engaged in the performance of its obligations under the Scope.	S 269 Data Protection
107	Public Interest Test	requires a public authority, or oversight body, weigh the harm that disclosure would cause to the protected interest against the public interest saved by disclosure of the information.	S 211 – Disclosure request
108	Quality Management Points	are point accrued by the <i>Contractor</i> in accordance with the Scope.	S 1100 – Health and Safety
109	Quality Statement	Is the document submitted by the <i>Contractor</i> at time of tender.	S 261 – People Strategy
110	Quality Submission	Quality Submission is the <i>quality submission</i> unless later changed in accordance with these <i>conditions of</i>	S 600 - Quality Management

		<i>contract</i> , detailing the commitments made by the <i>Contractor</i> as part of its tender in respect of how it is to perform its obligations under the contract.	
111	Quality Warning Notice	Is a warning given in accordance with Scope section S 625.	S 600 - Quality Management
112	Recipient	is the Party which receives or obtains directly or indirectly Confidential Information.	S 2300 - Long form IPR
113	Relevant IPR	is IPRs used to Provide the Service or as otherwise provided and licensed by the <i>Contractor</i> (or to which the <i>Contractor</i> has provided access) to the <i>Client</i> or a third party, in the fulfilment of the <i>Contractor's</i> obligations under the contract, including IPRs in the Specially Written Software, the Contractor Software, the Contractor Background IPRs and the Third Party Software, but excluding any IPRs in the Client Software and the Client Background IPRs.	[Note to compiler – include when using long form IPR drafting (option 2) only] S 2300 Option 2 - Long form IPR
114	Relevant Subcontract	is a subcontract used to appoint a subcontractor or subcontractors (at any stage of remoteness from the <i>Client</i>) for the supply (whether or not including fabrication, delivery or installation) of any significant steel materials, steel related products or steel related elements (excluding Equipment and fixings) that are: <ul style="list-style-type: none"> used to Provide the Service or incorporated or left in the <i>service</i>. which has not already awarded before the Contract Date.	Only applicable is including Structural Steelwork, S1205. Delete as applicable. Y
115	Relevant Subcontractor	is a subcontractors (at any stage of remoteness from the <i>Client</i>) appointed under a Relevant Subcontract.	Only applicable is including Stuctural Steelwork, S1205. Delete as applicable.

116	Respect at Work policy	See folder in E-TENDERING SYSTEM [Compiler to extract document from Share link: http://share/share/llisapi.dll?func=ll&objaction=overview&objid=85986310]	S 214
117	Road Period	Road Period is in relation to a particular Road Investment Strategy (see link in Annex 02), the period to which that strategy relates, as outlined in the contract.	S 261.5.5 - Implementation Action Plan
118	Security Incident	Is a breach of security that results, or may result in, leading to the accidental or unlawful destruction, loss, alteration, unauthorised disclosure of, or access to, Data.	S 269 - Data protection S 270 – Information systems
119	Service Provider System	Are the <i>Contractor's</i> (service provider/supplier) IT systems/applications which they use to provide services to National Highways.	S 270 – Information systems
120	Scheme	is: a project comprising design and construction works to be carried out [within the Scope/framework scope]	This definition is only relevant for Major Projects schemes. Insert if applicable. S 270.10 - Information Systems provided by the Contractor
121	Scheme Contract	Is a contract for the development and delivery of a Scheme [in the form set out in xxx,] including the Form of Agreement, the Scheme Contract data and the [additional] conditions of contract.	This definition is only relevant for Major Projects schemes. Insert if applicable.
122	Small Contractor	is a small enterprise as defined in “Action Plan: Small and Medium Sized Enterprises” (see link in Annex 02) and any further updates or editions to the document.	Carbon

123	SME	SME means an enterprise within the category of Small, Medium or Micro Enterprises defined by the “European Commission Recommendation of 6 May 2003” (see link in Annex 02) concerning the definition of small, medium or micro enterprises. A SME is a Subcontractor or a subcontractor to a Subcontractor and is autonomous and is a European Union enterprise not owned or controlled by a non-European Union parent company.	S 817 - Reporting of Small and Medium Enterprises
124	Software	is Specially Written Software, Contractor Software and Third-Party Software.	[Note to compiler – include when using long form IPR drafting (option 2) only] S 2300 Option 2 - Long form IPR
125	Software Schedule	is the <i>software schedule</i> unless later changed in accordance with the contract.	[Note to compiler – include when using long form IPR drafting (option 2) only] S 2300 Option 2 - Long form IPR
126	Software Supporting Materials	are <ul style="list-style-type: none"> the Documentation, Source Code and the Object Code of the Specially Written Software and all build instructions, test instructions, test scripts, test data, operating instructions and other documents and tools necessary for maintaining and supporting the Specially Written Software. 	S 2300
127	Source Code	is computer programs and data in eye-readable form and in such form that it can be compiled or interpreted into equivalent binary code together with all related design comments, flow charts, technical information and documentation necessary for the use,	S 2300

		reproduction, maintenance, modification and enhancement of such software.	
128	Specially Written Software	<p>is any software (including database software, linking instructions, test scripts, compilation instructions and test instructions) created by the <i>Contractor</i> (or by a Subcontractor (or any subcontractor of any tier to the <i>Contractor</i>) or other third party on behalf of the <i>Contractor</i>) specifically for the purposes of the contract, including</p> <ul style="list-style-type: none"> any Contractor Background IPRs that are embedded in or which are an integral part of such software; and any modifications or enhancements to Contractor Software or Third Party Software created specifically for the purposes of the contract. 	<p>[Note to compiler – include when using long form IPR drafting (option 2) only]</p> <p>S 2300 Option 2 - Long form IPR</p>
129	Specification	is the Specification for Highway Works (SHW) (see link in Annex 02)	<p>S 705 Tests and inspections</p> <p>S 1005 Services and other things provided by the <i>Contractor</i> for the use by the <i>Client</i>, <i>Service Manager</i> or Others</p>
130	Specification for Highway Works	<p>is volume 2 of the “Manual of Contract Documents for Highway Works” including</p> <ul style="list-style-type: none"> appendix 0/1: Contract specific Additional, Substitute and Cancelled Clauses, Tables and Figures, appendix 0/2: Contract specific minor alterations to existing Clauses, Tables and Figures and the contract specific Numbered Appendices listed in appendix 0/3: List of contract specific Numbered Appendices Referred 	S 2205 <i>Client’s</i> service specification

		to in the Specification and Included in the Contract	
131	Staff	a person employed or engaged by the <i>Contractor</i> or an Associated Company or any subcontractor (at any stage of remoteness from the <i>Client</i>) to Provide the Services at any time.	S 261 - People Strategy S 214 – Discrimination, Bullying and Harassment and Modern Slavery
132	Standalone Scheme	Is a Scheme that does not form part of Package	This definition is only relevant for Major Projects schemes. Insert if applicable.
133	Statutory Bodies	are those bodies listed in section S920 of the Scope	S920 – Authorities and utilities providers
134	Structured Innovation	is an approach to systematically generate ideas faster, leading to multiple best solutions, interlocking with Structured Problem Solving.	LEAN / Continual Improvement
135	Structured Problem Solving	is a structured approach to problem solving, using standard industry best practice tools and processes, interlocking with Structured Innovation.	LEAN / Continual Improvement
136	Sub-Processor	is a third party (including associated company) engaged by the <i>Contractor</i> to process Data.	S 269 - Data protection
137	Supply Chain Maturity Matrix	is the document formed by completing the “Supply Chain Maturity Matrix (SCMM)” template in Annex 02 and is about measuring suppliers’ safety maturity.	S 1105.18 – Supply Chain Maturity Matrix Action Plan
138	Supervisory Authority	is any regulatory, supervisory, governmental or other competent authority with jurisdiction or oversight over the Data Protection Legislation.	S 269 - Data protection
139	Tender Commitments	Are the measurable commitments contained within the <i>quality submission</i> .	S 600 - Quality Management

140	The Construction Playbook, Policy 5 (December 2020)	The Construction Playbook - GOV.UK (www.gov.uk) .	S 1805
141	The Model Production and Delivery Table	is the table of that name included in the Information Model Requirements that sets out the subject matter of the Information Model; the person who is to produce and deliver the information model at each [PCF stage] and the proposed Level of Definition	S 1800 Information Modelling Requirements (Option X10)
142	The Official Secrets Act 1989	The Official Secrets Act is the Official Secrets Act 1989 and any predecessor statutes.	S 209 – Official Secrets Act
143	Third Party Software	<p>is software which is proprietary to a third party (other than an Affiliate of the Contractor) and</p> <ul style="list-style-type: none"> • which is, or will be, used by the Contractor for the purposes of Providing the Service, • which is, or will be, used by the Client for the purposes of maintaining, operating or improving the service and • including the software specified as such in the Software Schedule (including Open Source Software). 	<p>[Note to compiler – include when using long form IPR drafting (option 2) only]</p> <p>S 2300 Option 2 - Long form IPR</p>
144	UK Government's Construction Strategy 2016-2020	<p>See folder in E-TENDERING SYSTEM</p> <p>[Compiler to extract document from Share link:</p> <p>https://assets.publishing.service.gov.uk/government/uploads/system/uploads/attachment_data/file/61152/Government-Construction-Strategy_0.pdf</p> <p>]</p>	S 1805
145	Value Stream(s)	is all the actions (both value added and non-value added) currently required to deliver a product or service to the customer.	LEAN / CI

146	Visual Performance Management	is one of five key pillars of the <i>Client's</i> Lean deployment. It is where performance, whether at a project, team or individual level, is recorded and displayed visually. The performance is reviewed regularly to drive continuous improvement where targets are not met.	LEAN / CI
147	Waste Walk(s)	is a waste audit using standardised forms.	LEAN / CI
148	Working Day	is a weekday, but not an English public holiday, Saturday or Sunday. A Working Day includes Christmas Eve where it falls on a weekday.	S 266 – Category Management
149	Worklessness (or Workless)	is as defined by the Office of Public Statistics in the document entitled “Definitions, references and indicator sources for Work, Worklessness and Health: Local Infographic tool” (published June 2018) (including any revisions from time to time).	S 261.5 – Employment and Skills Plan (ESP)
150	Work Related Road Risk (WRRR)	also known as occupational road risk, is the term used to describe the dangers associated with driving or riding as part of a job on any journey that is not to or from an individual's usual place of work.	S 1100 – Health and Safety
151	Zero Emission Energy	is electrical energy produced from resources that generate no Greenhouse Gas Emissions.	Carbon
152	Zero Emissions	is where there are no Greenhouse Gas Emissions generated during operation.	Carbon

[Note to Compiler – to add any Project Specific Defined Terms]