

DEFINITIONS AND INTERPRETATIONS

Additional Funding	means either funding for Apprentices in need of Functional Skills or Learning Support;
Agreed Services	means the Training Services and any other services to be provided by the Training Provider including services which are incidental or ancillary unless the context otherwise requires to the Training Services and 'the Agreed Services' shall mean all Agreed Services agreed pursuant to every Request for Services as varied by any applicable Change Control Note or Mandatory Change Notice;
Apprentice	means an individual employed by the Employer under an Apprenticeship Agreement who is an Apprentice under the ESFA Rules and in relation to whom the Training Provider is to provide any of the Agreed Services;
Apprenticeship	means the training and employment of an Apprentice in accordance with the ESFA Rules;
Apprenticeship Agreement	means a written contract of employment between the Apprentice and the Employer including a statement on the skill, trade or occupation in which the Apprentice is being trained;
Apprenticeship Framework	[means a framework approved by the Education & Skills Funding Agency and published by the Secretary of State and assessed through this agreement];
Apprenticeship Standard	means a standard approved by the Education & Skills Funding Agency and published by the Secretary of State, and assessed through a standardised exam, more particularly described in the SFA Rules;
Awarding Body	means the approved qualification-awarding body for the applicable Apprenticeship Standard;
Business Day	means a day other than a Saturday, Sunday or public holiday in England when banks in London are open for business;
Business Hours	means the period from 9.00am to 5.00pm on any Business Day;
Change Control Note	means a Change Control Note as outlined above
Charges	means the charges specified in a Request for Services for the Agreed Services together with any Mandatory Additional Cost Payment;
Commencement Date	means the date of the Agreement;
Commitment Statement	means the statement agreed between all the Parties
Control	shall be as defined in section 1124 of the Corporation Tax Act 2010, and the expression change of control shall be construed accordingly;

Completion Payment	means the payment for the 20% of the Charges for each Apprenticeship that under the ESFA Rules is only paid once an Apprentice sits his final exam;
Digital Account	means the Employer's digital account held under the ESFA Rules;
Data Controller	means the person or organisation who determines the purposes for which and the manner in which any Personal Data is processed;
Employer's Equipment	means any equipment, including tools, systems, cabling or facilities, provided by the Employer, its agents, subcontractors or consultants which is used directly or indirectly in the supply of the Agreed Services including any such items specified in a Request for Services;
Employer Materials	means all documents, information, items and materials in any form, whether owned by the Employer or a third party, which are provided by the Employer to the Training Provider in connection with the Agreed Services
End Point Assessment Organisation	means the approved qualification-awarding body for the applicable Apprenticeship Framework;
Functional Skills	means Functional Skills for the purposes of the ESFA Rules;
Good Industry Practice	means standards, practice methods and procedures conforming to applicable legal requirements and that degree of care and skill diligence and prudence which would be reasonably expected of an experienced person engaged in providing services similar in nature to the Training Services in a similar type and size of undertaking and under the same or similar circumstances as anticipated by this Agreement;
ILR	means the individualised learner record which the Training Provider submits to the ESFA;
Individual Learning Plan	means in relation to each Apprentice a plan agreed between the Employer, the Training Provider and the Apprentice setting out how the Apprentice will develop the skills required under the Apprenticeship Standard or Apprenticeship Framework;
Intellectual Property Rights (IPRs)	means patents, rights to inventions, copyright and moral rights, trade marks and service marks, business names and domain names, rights in get-up and trade dress, goodwill and the right to sue for passing off, rights in designs, rights in computer software, database rights, rights to use, and protect the confidentiality of, confidential information (including know-how and trade secrets) and all other intellectual property rights, in each case whether registered or unregistered and including all applications and rights to apply for and be granted, renewals or extensions of, and rights to claim priority from, such rights and all similar or equivalent rights or forms of protection which subsist or will subsist now or in the future in any part of the world;
Learning Support	means support available for Apprentices with learning difficulties or disabilities;
Levy Funded	means intended by the Employer to be funded in whole or in part with Levy Funding;

Levy Funding	means funding provided by the ESFA through either the Employer's Digital Account with Digital Apprenticeship Service, the ESFA or through Government-Employer co-investment;
Mandatory Change Notice	shall have the meaning given as above
Mandatory Policies	means the Employer's business policies as amended by notice to the Training Provider from time to time;
Personal Data	means data relating to a living individual who can be identified from that data (or from that data and other information in the Data Controller's possession or likely to come into the Data Controller's possession).
Request for Services	means a request for services as outlined above
RFS Agreement Date	means the date which is the RFS Agreement Date
ESFA	means the Education & Skills Funding Agency;
ESFA Rules	means the ESFA's funding rules as contained in: <i>Apprenticeship funding: - draft rules for training providers May 2017 to March 2018</i> dated March 2017 as amended from time to time;
Training Provider's Equipment	means any equipment, including tools, systems, cabling or facilities, provided by the Training Provider to the Employer and used directly or indirectly in the supply of the Agreed Services, including any such items specified in a Request for Services but excluding any such items which are the subject of a separate agreement between the parties under which title passes to the Employer;
Training Provider's Materials	means all documents, information, items and materials in any form, whether owned by the Training Provider or a third party, which are used by the Training Provider in connection with the Agreed Services;
Training Services	means the services set out in Service Level Agreement
VAT	means value added tax chargeable under the Value Added Tax Act 1994.