Ver: 1.2

Date: 19/02/2021

# Contract Change Notice template

A practical guide showing how to fill in a CCN form.

## Introduction

A CCN is a contractual change to an existing ESA contract. The fact that it modifies the contract means that it must be structured, clear and define clearly the changes using language and style that is appropriate for a contract. The changes are typically concerning the following aspects: the scope of deliverables or work packages (within an existing cycle), a new product development cycle (with all new WPs and deliverables), the contractual clauses, consortium composition or a termination of the contract. It is easy to write pages of explanation about the project and the story of why the change is needed but fail to clearly define the new, measurable outcomes.

## How to use this document

Firstly please check that the form on the next pages is the same as the one which has been included in your contract. The CCN form in your contract takes precedence.

Please copy the form on the next pages into a new word document and fill it in. The text included in the form is applicable for CCNs which add extra work elements for a co-funded activity. Please use common sense and add or delete text if your case is different.

**Blue text is help text and should be deleted once you have read and understood.**

**Red text should be replaced with the correct values.**

Remember to be brief. The CCN should be like an executive summary which provides all the elements in a concise format. Lengthy text should be provided as annexes and referenced in the CCN.

After the form comes an example CCN (without Annex A). This gives you an idea of the style and brevity required.

|  |  |  |
| --- | --- | --- |
|  ESA_logo_address_French_word | **DIRECTORATE: EOP** | Contractor: **Full name of prime contractor** |
| Contract No.: **4000XXXXXX/YY/XX/XX****Get this from the existing contact.** |
|
| **CONTRACT CHANGE NOTICE**  | No.: **X** **This should be 1 if this is the first CCN to the contract and so on.**  | DATE:  |
| TITLE OF AREA AFFECTED (WORK PACKAGE/ETC):**Choose one of the following or add your own:****The following new work packages are added****The following work packages are modified****All future work packages are modified:** **Articles XX.Y and XY.Z are modified as follows:** | WP REF: **WP X, WP Y, WP Z.****Replace with X,Y,Z with the work packages which will be affected by this CCN** |
| INITIATOR OF CHANGE: **Contractor** |
| **DESCRIPTION OF CHANGE**The contractor undertakes to add the following additional features: 1. **Text which describes in a measurable manner the feature.**
2. **More text**

Annex **A** (Document reference: **AAAA**) explains in more detail the CCN and includes: **[Option A]** the work package descriptions (PSS A 20), the financial PSS forms for prime **and sub-contractor**, letter of support from the customer and a letter of authorization from the **Country(ies)** delegate(s). **[End Option A] [Option B]** the proposal part 2 [Full] for the product development cycle including financial PSS forms for prime **and sub-contractor**, letter of support from the customer and a letter of authorization from the **Country(ies)** delegate(s). **[End Option B]**The CCN#**X** project milestones are: **Kick-Off meeting (T0), Qualifications Test (T0+6) meeting and a Final Review(T0+9)**. **(Edit as appropriate).** The payment milestone(s) is/are: **Final Review. (Edit as appropriate).** **CCN#X Deliverables:**Hardware deliverables (if applicable)**8.1 Item to be delivered (list all Hardware items to be delivered). (the numbering should be linked to the work package number e.g. new WP 8, all items with value higher than 10kEur are considered to be deliverable for the Agency)****8.2…..**Software Deliverables (if applicable)**Do the same as for hardware**Documentation:**List the documentation to be delivered additionally to this CCN.** |
| **REASON FOR CHANGE****Please summaries in two or three sentences the reasoning which justifies the need for the CCN.** **If you have lots of pages of background information or letters of support from your customers you should include them as annexes.** |
| **PRICE BREAKDOWN (Currency)/PRICE-LEVEL**

|  |  |
| --- | --- |
| **Total Cost of CCN X**  | **€ XXXX.XXX (no decimals!)** |
|  |  |
| **ESA CCN X Price**  | **€ YYY.YYY (no decimals!)** |

**Price Type:** Firm Fixed Price Price breakdown:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| Economic operator name | Entity code | Country code(ISO 2 letter Code) | Prime=PSubco Indirect=SISubco Direct=SD | Price in Euro |
| **Full legal entity name of Contractor**  | 10000XXXXX | **NN** | P | **XX,XXX** |
| **Full legal entity of subcontractor**  | 10000XXXXX | **NN** | SI | **YY,YYY** |

Milestone Payment Plan (MPP)The following MPP is in addition to the existing MPP**./ (OR).** The payment plan of the contract is modified as follows: **(delete as necessary).**

|  |  |  |  |
| --- | --- | --- | --- |
| Milestone Description | Schedule Date | Payment from ESA to Contractor in Euro | Company name |
| MS 1 CCN X Final-Upon successful completion of CCN X and acceptance of all related deliverables. | **Month YYYY** | **XX,XXX** | **Prime’s name** |

**Note : For larger CCNs there may be intermediate payments, for example at an intermediate milestone. This example shows an advance payment (where justified by the costs incurred at the start of the project) and a payment at completion of Final Review milestone.**Advance payment:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| Company name | Entity Code | Advance Payment in Euro | Offset against  | Offset by (amount in Euro) | Condition for release of Advance Payment |
| **Prime’s name** | **10000XXXXX** | **ZZ.ZZZ** | **MS1 CCN1** | **XX,XXX** | **Signature of CCN1 by both parties** |

 |
| **EFFECT ON OTHER CONTRACT PROVISIONS****If no effect on other contract provisions: N/A****Should not normally be used. Please place all changes in the “Description of change” section.** | START OF WORK **DD/MM/YYYY** |
| END OF WORK **DD/MM/YYYY** |
| **CONTRACTOR’S Project manager:****PLEASE SIGN HERE!****DATE:**  | **CONTRACTOR’S CONTRACTS OFFICER:****PLEASE SIGN HERE!****DATE:**  |
| [DISPOSITION RECORD OR OTHER AGREED CONDITION RECORDED WITH THE CCN APPROVAL] |
| **AGENCY’S TECHNICAL OFFICER:****DATE:**  | **AGENCY’S CONTRACTS OFFICER:****DATE:**  |

**Annex A (Industry reference number AAAA)**

Contains :

* Justification
* WP description(s)
* Signed PSS forms (PSS-A2 plus Exhibit A and B, where relevant, and PSS-A8) from all companies involved in the CCN
* Schedule with meeting milestones
* Letter of authorization from the National Delegate(s) for the requested amount
* Letters of support from your customers

**You must write Annex A. It’s not included here.**

**Please use the PSS tool linked** [**here**](https://incubed.phi.esa.int/list-documents/) **or see EMITS> Reference Documentation /Administrative documents/PSS Forms, for the blank templates of the PSS forms**

**For CCNs moving from de-risking to product development cycle, Annex A shall contain a complete Proposal Part 2 [Full] for the new cycle, follow the instruction on the ITT Invitation Letter** [**AO10452**](http://emits.sso.esa.int/emits/owa/emits_online.showao?typ1=8655&user=Anonymous)

## An example CCN form

It is difficult to give an example of completed CCN form since they are used for a range of contract changes. One of the most common is to add extra work packages in the case of successful projects which extend the activity. The template below presents an example for illustrative purposes.

Note: Where the additional scope of work is very large or you are proposing an additional product development cycle then it may be more appropriate to use a Proposal Part 2 [Template] and add it in Annex A (also if you are not adding a new cycle)

|  |  |  |
| --- | --- | --- |
|  ESA_logo_address_French_word | **DIRECTORATE: EOP** | Contractor: Earth Watch Ltd |
| Contract No.: **4000123456/16/IT/NS** |
|
| **CONTRACT CHANGE NOTICE**  | No.: **1** | DATE: **13 March 2019** |
| TITLE OF AREA AFFECTED (WORK PACKAGE/ETC):The following new work packages are addedWP7, WP8, WP9  | WP REF: **7,8 & 9** |
| INITIATOR OF CHANGE: **Contractor** |
| **DESCRIPTION OF CHANGE**The contractor undertakes to add the following additional features:1. Interface the existing cubesat with an additional Hyperspectral imager.
2. An additional qualification testing activity will be performed.
3. An additional on-board software will be developed to pre-process the higher resolution images on-board.

The new upgrade cubesat will be ready to be a launched at the end of the CCN. This CCN has a duration of 12 months (in order to meet the IMO deadline for ECDIS updates). The milestones are a Kick-Off meeting (To, Tzero), Critical Design Review - CDR (To+4), Qualification Test Review - QTR (To+7) and a Final Review (To+12).Annex A contains detailed work package descriptions.**CCN 1 Deliverables:**Hardware deliverables8.1. Hyperspectral Imager Software Deliverables8.2 On board processing software Documentation:At To+1 an update to the business plan with update on the sustainability At To+3 (one month before CDR) update of the Design Document (DD) and update to the Qualification Test Document (QTD) (Test list and procedure)At To+6 (one month before QTR) the final Qualification Test Document (QTD) (including the test reports) At FR an update list of the deliverables listed in the table provided in the original Proposal Part 2 [Full] ref: abc21IN3v.1 |
| **REASON FOR CHANGE**The original Hyperspectral imager developed, had not enough bandwidth resolution between the 2000–2200 nm. This bands are used for soil salinity assessment; Earth Watch has identified and additional customer segment (the big agricultural companies is South America) that will allow the business plan to grow consistently (look at Annex A for more details). In order to modify the Hyperspectral Imager a new sensor has to be developed by SpaceSensors Gmbh and integrated in the foresee 3U cubesat.  |
| **PRICE BREAKDOWN (Currency)/PRICE-LEVEL**

|  |  |
| --- | --- |
| **Total Cost of CCN 1 (€)** | **€400,000** |
|  |  |
| **ESA CCN 1 Price (€)** | **€200,000** |

**Price Type:** Firm Fixed Price Price breakdown:

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| Economic operator name | Entity code | Country code | Prime=PSubco Indirect=SI | Price in Euro |
| Earth Watch Ltd.  | 1000012345 | UK | P | 150,000 |
| SpaceSensors Gmbh | 1000012346 | DE | SI | 50,000 |

Milestone Payment planThe following MPP is in addition to the existing MPP.

|  |  |  |  |
| --- | --- | --- | --- |
| Milestone Description | Schedule Date | Payment from ESA to contractor (Euro) | Company name |
| MS 1 CCN 1 Final-Upon successful completion of CCN 1 and acceptance of all related deliverables. | October 2020 | 200,000 | Speedy satellite services Ltd |

Advance payment:

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| Company name | Entity Code | Advance Payment Euro | Offset against  | Offset by (amount in EUR) | Condition for release of Advance Payment |
| Earth Watch Ltd. | 1000012345 | 60,000 | MS1 CCN1 | 200,000 | Signature of CCN1 by both parties |

 |
| **EFFECT ON OTHER CONTRACT PROVISIONS**None | START OF WORK **10.10.2019** |
| END OF WORK **10.10.2020** |
| **CONTRACTOR’S Project manager:****DATE: 1/3/2019** | **CONTRACTOR’S CONTRACTS OFFICER****DATE: 1/3/2019** |
| [DISPOSITION RECORD OR OTHER AGREED CONDITION RECORDED WITH THE CCN APPROVAL] |
| **AGENCYS TECHNICAL OFFICER:****DATE:**  | **AGENCY’S CONTRACTS OFFICER:****DATE:**  |

**Annex A (Document reference: ABC12In3CCN) contains:**

* Justification
* WP description(s) for WP7, WP8 and WP9
* Signed PSS-A2 with Exhibits A and B and PSS-A8 (with a breakdown for WP7, WP8 and WP9) forms for prime and sub
* Schedule with meeting milestones
* Letter of authorization from the UK and DE National Delegate for the requested amount
* Letters of support from the customers

**………**