GreySky

Standards and Procedures

Operating Manual

Version 1.8

7th November 2021

Contents

Document History

Version	Author	Date	Notes
Version 2	AMION Consulting	May 2011	Proposed draft Operating Manual
Version 1.0	James Saunby	02/06/2017	Initial review to meet GreySky requirements.
Version 1.1	James Saunby	09/06/2017	Review to meet ISO 9001: 2015 requirements.
Version 1.2	James Saunby	27/10/2017	Change of address.
Version 1.3	James Saunby	07/08/2019	Improved data management
Version 1.4	James Saunby	24/01/2020	Review and update
Version 1.5	James Saunby	09/11/2020	Amend for standard Sub-Contract agreements
Version 1.6	James Saunby	16/12/2020	Update following initial accreditation meeting
Version 1.7	James Saunby	30/01/2021	Update following annual review
Version 1.8	James Saunby	07/11/2021	Update following annual review

1. Overview

The Operating Manual forms the central document of GreySky's Quality Management System. It is based around the requirements of ISO9001: 2015.

1.1 Scope

The aim of this Operating Manual is to provide a clear documented operating structure for GreySky consulting assignments as a basis for consistent operation with our associates, and a base for continuous review and improvement of our operating methodologies and standards.

The Operating Manual covers all of the procedures necessary to comply with GreySky policies and standards for delivering professional and high quality client service. All team members are obliged to comply with this manual.

GreySky has an engagement system which responds to various requirements, including:

- The need to manage risk and ensure that professional standards are maintained.
- Setting out GreySky's policies and standards for managing and delivering consulting services.
- The requirements of international quality management standard ISO 9001: 2015, at which level GreySky wishes to operate.

1.2 References and Terms

The Operating Manual is based on the requirements, terms and definitions detailed in ISO 9000:2015, Quality Management System — Fundamentals and vocabulary.

2. Context of Organisation

GreySkyConsulting Ltd (GreySky) is an independent consultancy specialising in the development and application of advanced digital networks throughout the UK. Working independently, or with other associate individuals and companies, we provide a flexible and developing range of services to support our overall objectives, including:

- Consultancy to support organisations and communities to develop and deploy advanced digital networks.
- Consultancy and related services to support organisations and individuals in the adoption and application of advanced digital networks.
- Research and consultancy to support organisations in the development of policies to promote the development, deployment and application of advanced digital networks.
- Consultancy to support organisations in the development of advanced digital applications and services.

2.1 Meeting Stakeholder Requirements

GreySky's key stakeholders include our clients (previous, current and future) and our associates (individuals and organisations). The Operating Manual provides a clear reference document outlining how we will work (independently or with associates) to identify and meet our clients' requirements.

GreySky's Quality Management System requires that team members understand the client's needs fully, that work is properly budgeted and planned, and then delivered to the required quality level and to schedule. Proper files are needed to support this and to provide an adequate audit trail. The procedures set out in this Operating Manual are developed to ensure the quality and reliability of the delivery of our services.

2.2 National and International Context

GreySky operates within a technical and legislative context that is determined at local, national and international level. GreySky aims to support our clients in developing and delivering projects within the most current policies and legislations that apply.

2.2.1 Legislative

In the UK, the legislative environment in which we operate is determined primarily by Ofcom and DCMS. Through involvement with INCA (Independent Networks Cooperative Association) we will maintain close contact with this legislative environment.

2.2.2 Technical

Digital infrastructure projects are necessarily technical in nature. Through our network with clients and other sector stakeholders we will maintain an awareness and understanding of the appropriate standards that apply, and ensure our advice is consistent with appropriate technical standards.

2.2.3 Competition and Market

The digital infrastructure sector is increasingly competitive, with new market entrants a regular feature. Through our involvement with INCA, we will maintain an effective understanding of the market and its key operators.

2.2.4 Cultural, Social and Economic

The digital infrastructure sector exists within the wider cultural, social and economic context that shapes the sector development. Key industry documents, including the Ofcom Connected Nations documents provide an essential summary of developments and we will ensure we maintain an effective understanding of this market context.

2.2.5 Risks

Key high-level economic risks present a potential impact to the market. Through our involvement with INCA, we will maintain an awareness of key market risks as they develop.

3. Leadership

GreySky is led by Consulting Director, James Saunby. All core business developments are led by the Consulting Director, and the Consulting Director retains full responsibility for GreySky's policies, operation and development (including this Quality Management System).

3.1 Strategic Direction

GreySky maintains the strategic direction of the business in line with developing external requirements and opportunities and its internal capacity and capabilities. This is reviewed annually to ensure the ongoing relevance and sustainability of the business.

The strategic direction and annual review are developed to ensure effective Vision, Mission, Objectives, Strategy and Tactics for the business operation. The strategic direction is documented and communicated internally within the GreySky team.

3.2 Operational Leadership

GreySky is led by Consulting Director, James Saunby. Operational leadership is provided by two key roles:

- Consulting Director provides GreySky's overall corporate leadership.
- Lead Consultant provides direct operational leadership at project level.

The Consulting Director retains full responsibility for GreySky's operation and development.

3.2.1 Delegation of authority to Lead Consultant

Authority may be delegated by the Consulting Director to the Lead Consultant in circumstances specified at the time of delegating the authority. The authority will normally be delegated for a specific proposal/engagement situation. Delegation may also be justified where a senior consultant leads an area of work. All delegations must be recorded by email, with restrictions on the scope of the delegation specified.

Even where authority has been delegated, the Lead Consultant still has the obligation to make known to the Consulting Director any areas of particular risk or specific difficulty which could adversely affect good relations with the client or the reputation of the firm, or could otherwise put the firm at risk.

3.3 Working with Associates

To provide the capacity and expertise necessary to meet our client requirements, GreySky will work with other associates – including other companies and individuals. GreySky may take the lead, and employ associates as sub-contractors, or may be employed as a sub-contractor to an associate company who will lead the engagement with the client.

3.3.1 GreySky Leadership

Where GreySky takes overall leadership for a project development and delivery, operation will be as detailed in this Operating Manual.

For individual assignments, operational leadership may be delegated by the Consulting Director to a specified Lead Consultant. In these cases, the Lead Consultant will develop and deliver the project according to this Operating Manual.

3.3.2 Associate Leadership

Where GreySky operates as a sub-contractor to an associate organisation we will operate either according to this Operating Manual, or in accordance with the lead organisation's operating systems and procedures, as agreed.

4. Planning

The Operating Manual, and the Quality Management System it specifies, are based on the operating approaches, processes and systems developed through GreySky's operation to meet the requirements of clients and assignments.

4.1 Key Existing Operations

GreySky has an established existing operation, and has developed a number of successful processes and systems that provide the basis for this Operating Manual:

- Effective systems for developing proposals, including:
    - Systems and processes for identifying suitable opportunities.
    - Standard approach to proposal writing.
    - Standard typical proposal format.
    - Documented reference projects.
- Project Management systems, including.
    - Task management procedures.
    - Standard project reporting format.
- Standard Terms and Conditions of engagement.
- Existing business and operating policies.
- Established GreySky brand, including sector awareness, and effective online presence.

4.2 Monitoring the application of standards

Monitoring of the quality system is carried out through a programme of yearly Internal Reviews by the Consulting Director. This involves a review of completed (and if appropriate, live) projects to facilitate continuous improvement of GreySky's services. The Internal Review process is detailed in the Quality Management System.

4.2.1 Responsibility for the Operating Manual and its application

Responsibilities for the manual rest with the Consulting Director.

4.2.2 Technical reference material

Technical reference materials which need to be kept up to date will be annexed to the Operating Manual and this list will be updated yearly by the Consulting Director.

5. Support

GreySky's support systems have been developed to provide a robust infrastructure for the secure storage and communication of documentation and information between all key stakeholders – including associates and clients.

5.1 Supporting Systems

The Operating Manual and its underlying Quality Management System are based on key systems that support GreySky's core operation. GreySky is a digital company. Our principal files and systems are online. Hard-copy paperwork is normally only of a supporting nature (providing a back-up of some key documents, for example finance records). The exception is where individual projects have specific documentation retention policies (for example due to European Funding requirements).

Key systems are:

- GreySky website domains www.greysky.co.uk and www.greysky.biz
- GreySky SharePoint system at https://greysky-my.sharepoint.com
- GreySky email systems on https://outlook.office365.com

5.2 Maintenance of the Operating Manual

The current versions of the GreySky Policies, Quality Management System and Operating Manual are to be held on the website to ensure access by all team members and stakeholders.

The core documents are:

- GreySky Standards and Procedures – Policies
  www.greysky.biz/documents/Policies.pdf
- GreySky Standards and Procedures – Quality Management System
  www.greysky.biz/documents/QMS.pdf
- GreySky Standards and Procedures – Operating Manual
  www.greysky.biz /documents/Operating-Manual.pdf

6. Operation

GreySky's operation is based on the effective and focused management of key elements to ensure the overall high quality and robust delivery of client requirements and expectations.

GreySky's operations are separated into two sections – Core Operation, and Supporting Systems. The Supporting Systems are described in the Quality Management System; this Operating Manual describes the Core Operation.

Key elements of the Core Operation considered in the following sections of the Operating Manual are:

- Risk and Quality Management of the key stages of Core Operation:
    - Opportunity Evaluation
    - Proposal development
    - Project delivery
    - Project completion
- Supporting Core Operating Methodologies:
    - Project Management
    - Project Reporting
    - Working with associates
    - Confidentiality
    - Business Conduct & Ethics

7. Risk and Quality Management

A Risk and Quality Management approach forms the basis of GreySky's operation to ensure the robustness of eventual delivery. All team members must identify and manage risk. Where potential areas of risk are identified they must immediately be brought to the attention of the Lead Consultant and the Consulting Director as appropriate.

Risk management is incorporated within various sections of the operating standards. However, GreySky manages risk through the application of key checks and systems throughout the stages of project development: project engagement, proposal development, project delivery, project completion:

Opportunity Evaluation

- Do we understand the project requirements and are they aligned with our core strategic direction?
- Do we have the skills and capacity to deliver?
- Does the client represents an additional risk?
- Are there any conflicts of interest?
- Should GreySky lead the project, or is an associate organisation more appropriate?

Proposal Development

- Clear identification of proposal development to ensure completeness and conformity of submitted proposal.
- Check associates support the completed proposal, including terms of engagement, rates and resource commitment.
- For projects with specific proposal requirements, check completed proposal conforms to requirements.
- For projects without specific proposal requirements:
    - Do we understand client requirements clearly?
    - Does proposal demonstrate ability to meet requirements?
    - Is the engagement process clear?

Project Delivery

- Use Project Management procedures to ensure effective delivery.
- Use Project Reporting procedures to manage and communicate progress.

Completion

- Has delivery fully met client requirements?

7.1 Opportunity Evaluation

Consideration at potential project engagement will consider several aspects to determine whether GreySky should bid for a project. This is particularly important at busy times, where available resource is limited.

7.1.1 Project Requirements

Is there a project brief, including a specification of requirements? Is it possible to discuss with the potential client to gain a greater understanding of their requirements? Does the project align with one of GreySky's key strategic areas:

- Consultancy to support organisations and communities to develop and deploy advanced digital networks.
- Consultancy and related services to support organisations and individuals in the adoption and application of advanced digital networks.
- Research and consultancy to support organisations in the development of policies to promote the development, deployment and application of advanced digital networks.
- Consultancy to support organisations in the development of advanced digital applications and services.

7.1.2 Skills and Capacity to Deliver

It is important to determine the high-level and detailed delivery requirements to determine if GreySky will be viewed as a credible service provider, and if we have the resource capacity to deliver (including with appropriate associates).

Project Budget

Is the project budget known, or can it be estimated?

Resource Capacity

Can the resource capacity requirements of the project be met in the timescales required? Have the resource requirements been discussed with appropriate associates, and do they support he project? Are there any risks to the resource availability (for example multiple project bids)?

7.1.3 Client Risks

GreySky projects are typically undertaken for local authorities, other public sector bodies and large corporate clients. However, projects are undertaken for community groups and small digital service providers. The potential risks associated with different clients must be considered.

Engagements are not normally accepted or continued when the client:

- Requires the firm to assume a management function or make management decisions.
- Restricts the scope of the project or engagement to such an extent that the results cannot have significant value to the client.
- Prevents access to data or people necessary to the success of the engagement or does not permit the firm’s consultants to conduct necessary fieldwork.
- Requires the firm to support the client’s point of view, policies, etc., before the firm is able to draw conclusions based on independent analysis or conclusions contrary to the firm’s conclusions based on that independent analysis.
- Insists that the firm guarantee specific results.

Where any such restrictions are considered to exist, the Lead Consultant should refer to the Consulting Director to discuss with the client and determine an appropriate resolution.

7.1.4 Conflicts of Interest

Does the project represent a current or potential conflict of interest?

A current conflict of interest is where the requirements of the project overlap with any existing active project such that it would not be possible to complete both projects satisfactorily, or where either client would not wish to continue in the light of the conflicting project.

A potential conflict of interest is where undertaking the project could restrict GreySky’s ability or perceived ability to undertake our core project activities for our core client base.

Any current or potential conflicts of interest must be referred to the Consulting Director for consideration of the preferred course of action. Projects representing a current conflict of interest will not normally be undertaken, though they may be referred to one or more associates, if appropriate. Potential conflicts of interest will be considered against GreySky’s overall current and developing strategic direction.

7.2 Proposal Development

Proposals (including tenders, quotations, etc) provide a formal written statement of actions that GreySky proposes to undertake to meet an identified client requirement. The Proposal may be produced in response to formal Invitations to Tender, Requests for Quotations, etc, or less formally in response to discussions with clients or potential clients. The Proposal will also link the proposed activity to the fees that will be charged, and to the terms and conditions that will apply.

The development of the proposal will vary depending on the requirement. Formal Invitations to Tender (etc) usually have specific response requirements and the Proposal must be developed to meet these requirements. More speculative proposals may be produced in response to client conversations or direct written requests – these have more flexible response requirements.

7.2.1 Formal Response Proposals

Proposals written in response to formal Invitations to Tender (etc) must be developed to fully meet the response format requirements of the Invitation to Tender, and the meet GreySky's operating requirements (including the requirements of working with our associates, as appropriate).

The preparation of formal response proposals should consider the following:

- Are the project requirements clear?
- Are the response requirements clear, including any specific format requirements?
- Are any clarification questions necessary?
- What are the timescales for response, including any clarification questions?

7.2.2 Speculative Proposals

Proposals may also be requested and produced in response to speculative conversations with existing or prospective clients. Where a conversation (or email exchange, etc) leads to a request for a Proposal, an attempt should be made to determine an appropriate scope of engagement – including, if possible, outline budget and timescales.

7.2.3 Proposal Content

The exact format and content of Proposals will depend on the detailed requirements of the project, and on any specific requirements of the Invitation to Tender (etc). The following content provides a normal structure for GreySky Proposals:

- Summary – usually a 1 page summary of the key points of the Proposal, including the background, requirements, proposed delivery, and specific advantages of the GreySky team experience and expertise.

- Background – typically 2 pages providing an evaluation of the background and context to the project requirements.
- Requirement – typically 2-3 pages detailing the specific requirements of the project to meet any stated or understood objectives.
- Delivery – typically 2-5 pages detailing how the project will be delivered, including:
    - Key activities
    - Schedule
    - Costs (including detail of resource allocation)
- Experience – including 'pen-pictures' with photographs of key members of the team, brief details of similar and related previous projects.

7.2.4 Proposal Agreement

All proposals must be agreed by the Consulting Director – including where GreySky is acting as a sub-contractor to an associate company.

The agreement should confirm that the written Proposal conforms to any specific requirements of the Invitation to Tender (etc) or meets the requirements to communicate the basis of a speculative proposal effectively.

Where GreySky is working with associates as sub-contractors, all sub-contractors must be provided with a copy of the final Proposal in advance of submission and their agreement sought. In normal circumstances, associates should approve the Proposal before submission to indicate their acceptance of day-rates and resource/schedule commitments. Where submission timescales do not allow, the Consulting Director may make the decision to submit the Proposal to meet timescale requirements, and seek agreement as soon as possible after submission – and in all cases before formal acceptance of any contract to deliver.

7.2.5 Client Acceptance of Proposals

Formal acceptance by the client of a proposal is required and should typically be achieved by the client signing and returning a copy of the proposal or by issuing an acceptance letter, which refers specifically to the proposal. The client's acceptance needs to be approved by someone with the appropriate level of authority.

In the event that the client does not communicate their acceptance of a proposal in writing, a letter (or email) will be sent to the client reiterating the circumstances of their acceptance (in a meeting; by telephone; etc.) and referring to the terms of business and their application to the agreed project.

7.2.6 Terms and Conditions

The use of terms of business when proposing to a client serves the purpose of clarifying planned contractual arrangements which, when the client has agreed the proposed engagement, will become a fundamental part of the contract.

Included in the terms of business is the limitation of GreySky's liability in the event of a dispute with the client. GreySky's liability should be limited to a level at or below levels covered by appropriate insurances in place.

Where specific levels of liability are required by a project or client, and these are above the insured levels, the insured levels should be increased to cover the required limits in advance of signing contracts to undertake the project.

During Proposal Development, terms will also be agreed with sub-contractors.

7.2.7 'Last Minute' Arrangements

If a full Proposal contract cannot for some reason be developed and agreed prior to the commencement of the work (for example for urgent requirements) then the client must be notified of the principal terms of the engagement in writing and (ideally) their agreement obtained. In particular it must be clear before work is started (a) on what terms we are working, (b) how much we will charge for the work we do and (c) that our liability is limited. It should also be clear from the engagement contract when it is signed that the whole period from commencement of the work is covered by its terms.

The shortened Proposal email will make clear that the terms and conditions proposed will be assumed to be in place in the absence of any formal agreement or any changes proposed by the client and agreed by the Consulting Director.

7.2.8 Data and Information Management

At the start of the Proposal Development stage folders should be created in GreySky's email system within main folder *GS1 Tenders & Opportunities*, and in GreySky's SharePoint document folders in *OneDrive – GreySky Consulting / Documents / Tenders / Live Tenders*.

All email communications and documents pertinent to the Proposal Development should be stored in these folders. Additional sub-folders should be created as required depending on the complexity of the Proposal development.

7.2.9 Proposal Review

Proposals should be reviewed against feedback from the project clients, and following the completion of projects for successful proposals (as a part of the project review). The proposal review should collect feedback on completion of the assessment of the proposal (when it is known if it is accepted or rejected) and review the data as appropriate, (at least as a part of the Annual Review.

The Proposal Review should include an evaluation by all members of the team involved in the proposal covering:

- Was the proposed project an area of core GreySky work / possible new area / unclear direction?
- Were the project requirements clear?
- Would our proposal deliver the requirements?
- Did feedback suggest areas where we could/should improve?
- Did feedback identify areas where we would continue to be weak?
- Is it a type of project we should bid for again?
- Anything we should do differently another time?
- Anything we should do the same?

7.3 Project Delivery

The principal objective of the Project Delivery is to complete the work outlined in the Proposal so that we meet the client's stated requirements to schedule and to the agreed budget. However, it is accepted that much of GreySky's work is challenging and variations from initial proposals and expectations can be expected.

Project Delivery should be managed in line with established methodologies and policies to ensure that we provide the best possible client satisfaction and value for money.

In addition to the core methodologies and policies, the following guidelines are identified to help maintain clear and effective client engagements.

The Lead Consultant is responsible for all actions associated with Project Delivery. If in any doubt as to the correct action, the Lead Consultant should refer directly to the Consulting Director.

7.3.1 Project Acceptance

Proposal documents are produced to ensure our understanding of the project and requirements are closely aligned with client understanding, requirements and expectations. Formal written client acceptance of our proposal should be obtained in advance of commencement of Project Delivery. Where this is not possible, an email should be sent to the client, including a copy of the proposal, summarising the key points of the proposed Project Delivery. It should be made clear that Project Delivery will commence in line with the Project Proposal, and referencing the agreement to proceed with Project Delivery.

7.3.2 Data and Information Management

Following Project Acceptance a folder should be created in GreySky's email system within main folder *GS1 Projects*, and in GreySky's SharePoint document folders in

OneDrive – GreySky Consulting / Documents / Projects / Current Projects. Any emails and documents from the Proposal Development stage should be stored in appropriate sub-folders.

Additional sub-folders should be created (and developed through the project life as required). This should at least include a Project Management folder for recording the ongoing management aspects of the project during Project Delivery.

Throughout the project life it may be necessary to 'share' data in GreySky files with clients, team members, etc. Sharing should be restricted to specific folders to prevent general sharing and potential loss of control of data. Once sharing is no longer required, access should be withdrawn.

7.3.3 Inception Meeting

Following the Project Acceptance, an Inception Meeting should be held. Ideally this should be a face-to-face meeting with the key members of the GreySky team and the key client stakeholders. Attendance should be agreed with the client in advance. The Inception Meeting requirements may be addressed by email and telephone if this is the client's preference.

The Inception stage should address:

- Clarification of project requirements – using the Proposal Document as a basis, any detailed changes to requirements, objectives and/or priorities should be identified to ensure a clear shared understanding of the project requirements.
- Client contact and communication – contact channels (email address, telephone numbers, etc) and contact requirements should be clarified, including regular project reporting requirements.
- Stakeholders – the project stakeholders should be identified, including contact details, reporting expectations, etc. Appropriate arrangements to meet stakeholders not present at the Inception Meeting should be considered.
- Data and background information – access to any necessary data and background information should be addressed.
- Milestones & invoicing – key project milestones should be agreed, and appropriate invoicing schedule discussed.

Following the Inception Meeting, the Lead Consultant should produce an Inception Report outlining key issues and agreements covered in the Inception Meeting. The Inception Report should be produced as soon as possible after the Inception Meeting.

The Inception Report follows the same format as the standard Project Report, and forms the start of the ongoing project reporting process detailed in section 8.2.

7.3.4 Changes to Scope

Whenever conditions require a material modification to the project's scope of work, deliverables, work schedules, or fees and expenses, the amendment should be agreed with the client. The detail of the amendment will depend on the nature of the change:

- Minor changes to schedule can be agreed verbally, and detailed in a revision to the project schedule in the next regular Project Report (usually weekly). This will follow the standard procedure for Project Reporting. The accompanying email should highlight the change of schedule, and refer to the related client agreement/discussion.
- Significant changes to schedule, or any changes to budget should be accompanied by a report describing the requirements for the change and proposing a resolution. Changes to schedule within the scope of the formal project agreement can be agreed by informal email. Changes to budget, or any changes outside of the scope of the formal agreement should be accompanied by appropriate contractual change, additional purchase order, etc as required.

7.3.5 Customer complaints

Any customer complaints will be treated seriously. GreySky's Consulting Director is responsible for dealing with all customer complaints. Management of customer complaints will undertake the following steps:

- The complaint will be recorded. If the customer has made a written complaint then this will be recorded; if not then the Consulting Director will write to the customer (by email) recording the understanding of the complaint, and seeking to understand any resolution that the customer may consider appropriate.
- The Consulting Director will seek to understand the cause and nature of the complaint and how it arose. This will include discussion with GreySky team members and other individuals as appropriate.
- The Consulting Director will then consider appropriate resolution(s) of the complaint with the customer and agree a resolution with the customer.
- Following resolution of the immediate complaint with the customer, the Consulting Director will identify any immediate action required to avoid any issues resulting in customer complaints resulting in operational issues with other current or potential projects and take appropriate steps to resolve.
- Customer complaints will be include in the Internal Review process for ongoing continuous improvement.

7.3.6 Claims Notification

If serious operational problems occur (for whatever reason) it is possible that a legal claim may be made against GreySky, or a member of the GreySky team.

All claims made against GreySky or against GreySky team members must be notified to the Consulting Director immediately they arise. Also any circumstances which might (in the view of the team member or Lead Consultant) give rise to a claim (at any time) must be similarly notified. If notification is made verbally or by telephone, then a follow-up notification by email should be made as soon as possible (within 24 hours, unless there is a specific reason for delay).

Following notification, the Consulting Director will assess the issue and the support required, and consider notifying appropriate insurance and/or legal advisers.

7.3.7 Invoicing

Invoices are prepared and submitted by the Consulting Director.

On nearing completion of an Invoice Milestone, the Lead Consultant will discuss the progress of the project with the client, and confirm that the client is satisfied that the Milestone will be achieved and that invoicing is appropriate. This should ordinarily be undertaken in a meeting or telephone conversation related to the progress of the project.

On confirming that the client is satisfied with the progress of the project and that the Milestone will be achieved, the Lead Consultant will notify the Consulting Director by email, outlining the agreement with the client. This will include any specific criteria discussed regarding the final completion of the Milestone.

The Lead Consultant and the Consulting Director will agree the correct invoice amount, and agree any corresponding invoices from sub-contractors associated with the Milestone.

Once the Milestone is achieved, the Consulting Director will invoice the client, and invite the sub-contractors to submit their invoices in accordance with the terms agreed during the Proposal Development.

7.4 Project Completion

A final report stating to the client that the engagement is complete is issued on engagements. The final report or completion letter also confirms that services have been delivered according to the proposal (or amended proposal, if appropriate) or contract.

7.4.1 Project completion activities

Practical completion of an engagement occurs when the work programme has been completed and the client supplied with the final output, in accordance with the agreed terms of reference. At this point the engagement often cannot be completely closed off because all billing and collection cannot be completed until sometime later.

At practical completion a review of the engagement's major aspects should be carried out to ensure that the objectives of the engagement have been met and GreySky's professional standards maintained.

Apart from the final financial and other details mentioned above, completion activities include:

- Completion of final discussions with the client.
- Submission and distribution of any final agreed and approved reports, presentation materials and other outputs.
- Confirm and issue the final invoices to the client.
- Confirm final invoices with sub-contractors.
- Completion of project reviews by all team members.
- Feedback may be sought from the client and/or other stakeholders involved in the project regarding the project delivery, outputs and outcomes.
- All Project Reviews and feedback to be assessed and filed for annual review.
- Any immediate lessons learned to be addressed as appropriate.

The Project Reviews are to invite feedback including the following questions:

- Was the project clear, and did we deliver the requirements?
- Did the proposal provide a clear basis for the project delivery?
- Is it a type of project we should do again?
- Would we work for this customer again (any conditions)?
- Anything we should do differently another time?
- Anything we should do the same?

7.4.2 Data and Information Management

Email and document files should be archived to simplify filing in the active project folders, and to ensure files and emails remain secure, backed-up and appropriately accessible.

On completion of the project, all sharing of document folders should be withdrawn. No archived data should be shared.

If requested by a client, all project data may be deleted and 'shredded' to further restrict the possibility of loss of control of data.

8. Supporting Operating Methodologies

The effective completion of projects is dependent on the professional skill of the team members involved, and the specific requirements will vary from project to project. The following supporting methodologies have been developed and refined through GreySky's operation to provide a clear foundation to projects that can assist the successful delivery.

Methodologies are provided as a guide and can be adopted and modified by team members, the Lead Consultant or Consulting Director as appropriate to each project.

8.1 Project Management

GreySky supports clients in a wide range of projects - from delivering broadband infrastructures to providing strategy advice. To support this wide range of activities, we have developed a project management approach allowing us to constantly learn and apply our understanding to each project during its development and delivery. The approach is based on best practice developed in the US military. The approach focuses on five elements:

- Strategic review.
- Delivery requirements.
- Task review.
- Delivery.
- Delivery review.

8.1.1 Strategic review

Top level agreement of the overall project aims. This informs all aspects of the project since our objectives are to support our clients in achieving their objectives.

8.1.2 Delivery requirements

The project is broken down into the work-packages required to deliver the overall strategic aims. This is undertaken in conjunction with the client to reinforce our understanding of the overall project objectives.

8.1.3 Task review

Each work-package is assigned to its appropriate manager. The work-package manager will then review the task - including:

- Task - what is required.
- Purpose - the reason behind the task.
- Strategic intent - the overall objective.
- Success - what should be achieved.

8.1.4 Delivery

The task review empowers each work-package manager to use their specific skills and expertise to deliver their task in support of the overall project objectives. It allows work-package managers to manage any variations effectively, while maintaining the overall objectives of the project during their delivery stage.

8.1.5 Delivery review

The completion of each work-package includes a delivery review. This allows the results of each work-package to be assessed against the overall project progress. Other work-packages can then be adjusted to ensure overall progress and project delivery.

8.1.6 Testing and management of non-conformities

The project management approach above has been designed to ensure clear understanding and delivery of client and project requirements. As required through the development of the project, reviews will be undertaken to ensure the task is on track and delivering results as expected and required. Feedback will be provided giving a clear indication of any non-conformity and, where possible, suggested resolution or further description of requirement. Feedback should be provided by modified document, email or recorded video call (as appropriate) and stored accordingly. Simple changes can be communicated as appropriate and do not require recording if they can be resolved immediately.

Specific approaches to testing and management of non-conformities are used for written documents and spreadsheets:

- Written documents should ordinarily be passed to another member of the team for review and editing. Where possible, tracked changes should be used to identify issues and suggested resolutions. Other specific notes should be used where tracked changes are not possible or appropriate. A new file number should be used on the reviewed document to allow effective document control.
- Spreadsheets should ordinarily be passed to another member of the team for review and editing. The spreadsheet creator should provide a description of the expected operation and output of the different sections of the spreadsheet. Where possible the editor should review the operation of the different sections of the spreadsheet to ensure clarity of operation. In addition, the results produced by the different sections of the spreadsheet should be checked to ensure expected results are achieved at appropriate sections of the spreadsheet operation.

8.2 Project Reporting

Regular progress reporting to the client should take place, with the overall objective of ensuring that the client is kept up to date with what is happening on the engagement - the client should have 'no surprises' at the conclusion of the engagement. The frequency will normally be agreed with the client when the engagement is initiated (or in the proposal), but reporting may be formal or informal depending on the client's wishes and the style considered appropriate by the engagement partner/manager. A monthly frequency should normally be considered the minimum – weekly is the norm for GreySky projects.

Progress reporting should be considered when the engagement is being set up and, when appropriate, agreed with the client and included on the engagement work plan. Formal progress reports to the client are subject to the normal rules for review and approval of engagement outputs.

When progress reporting is carried out in a meeting format, notes of the meeting must be filed in the management file and include the date, people present and key points discussed and decisions made. It may be appropriate if particular issues are raised during such meetings to send written details to the client subsequently.

A normal progress report will include:

- An updated project schedule showing:
    - Planned activities (blue)
    - Progress of current activities (green – current activity and on schedule), (amber – current activity with possible risk to overall project schedule), (red – current activity causing expected delay to overall project schedule)
    - Completed activities (grey)
    - New activities (purple)
- Narrative of project progress including:
    - Actions completed since previous report
    - Actions anticipated in next reporting period
    - Overall progress against schedule

Note that for specific project reasons, different colour schemes may be required for project reporting purposes. I all cases, a key will be provided to ensure clarity.

Project reports may be completed by any member of the GreySky team, by agreement with the Consulting Director. Project reports should be completed and submitted to the Consulting Director for approval. Once approved, they should be emailed to the client. Unless otherwise agreed, the project reports should be approved by 4:00pm on the day of submission – if they have not been approved by this time, it should be assumed that they are approved and emailed to the client.

8.3 Working with Associates

When a specific engagement or series of engagements requires that the firm acts either as a prime contractor or a subcontractor in conjunction with other firms or individuals, the following guidance applies:

- The skills and capabilities of all associates should be considered in respect of the requirements of the project.
- The principal areas of responsibilities of all associates should be clearly understood.
- There should be a clear understanding of the terms, including financial terms of the engagement.

The exact nature of the terms of the engagement will depend on the associates and the scale and complexity of the project. The Consulting Director is responsible for determining all terms appropriate for joint working with associates.

8.3.1 GreySky as a Sub-contractor

GreySky can act as a sub-contractor to another company. In such circumstances, each party must have the opportunity to review the other's qualifications, approach and ultimately, working papers, to establish that both sides are satisfied with the standard of work.

When GreySky is to be a subcontractor, the arrangement is subject to the Consulting Director being satisfied with the following:

- the joint team will operate in accordance an appropriate quality management system for the work required.
- The client is aware that the project is to be delivered as a joint team of associates, and aware of GreySky's role in the project.
- there is a clear agreement between the main contractor and GreySky covering the respective responsibilities; the agreement, from GreySky's side, being approved by the Consulting Director.
- the arrangements for sharing all time costs and expenses incurred in proposing for the work, as well as the carrying out of the work, have been clearly agreed.
- the arrangements for invoicing and the payment of fees is clearly agreed.

8.3.2 Use of Sub-contractors

The following sections deal with situations where GreySky needs to employ individual sub-contractors (independent consultants), or sub-contract organisations to take part in engagements.

In all cases, the Consulting Director must be satisfied that the sub-contractor can produce work of an acceptable standard. This must be determined before the subcontractor is included in a proposal to a client and before any commitment is made to the subcontractor.

Where a subcontractor is to work directly on an engagement as an integral part of the GreySky team, they must follow appropriate GreySky standards and procedures. The Lead Consultant (or Consulting Director) must ensure that the subcontractor is aware of the relevant procedures.

To confirm arrangements with the sub-contractor, a sub-contract agreement may be issued, approved by the Consulting Director. Legal advisers may need to be consulted prior to terms being agreed for subcontract arrangements. The duration of the project and the involvement of the sub-contractor may vary greatly according to the nature of the engagement. Each agreement should be tailored to the individual engagement and should cover areas such as the work to be done by the sub-contractor and any outputs, confidentiality, fees, expenses, billing arrangements (including whether we reserve the right to withhold payment to the subcontractor until we have been paid by the client) and termination details. Alternatively, key sub-contractors may be invited to enter into a standard agreement that provides the terms and conditions relating to a number of projects – specific details for each project will then simply be confirmed by email.

8.3.3 Engagement outputs for joint projects

Five options are available, comparable to those relating to proposal letters:

- GreySky is responsible for the engagement outputs and the joint participant's findings and recommendations are incorporated as the firm's own;
- GreySky is responsible for the engagement outputs but identifies as the sub-contractor's any significant conclusions that are solely or principally the result of the sub-contractor's judgement and efforts;
- Separate engagement outputs are issued. In this instance, each firm should insist on prior review of the other's outputs to allow for comment in its own;
- The other firm is responsible for the engagement output, incorporating GreySky's findings and conclusions. Prior review by the GreySky Consulting Director is required to ensure proper presentation of our output; and
- A joint engagement deliverable, signed by both firms, is issued subject to GreySky's control.

8.4 Confidentiality

All GreySky staff and project team members are subject to confidentiality requirements. In particular:

- In the case of a new engagement:
  - When we are (1) approached by an organisation to carry out similar work to that already in progress at another client, and (2) that work is in the nature of strategic business planning or similar, we must disclose to the potential client that we have such an existing engagement.
  - Such disclosure must not compromise our existing client in any way, and only if this can be achieved should we enter into discussions with the second client.
  - We are able to carry out such work for the new client but must ensure that there are two separate engagement teams who do not discuss their client details with each other ("Chinese Walls").
- Team members must not take newly acquired inside knowledge to direct competitors of past clients and apply it in a manner potentially damaging to them. Such cases would cover, for example, strategic business planning, marketing and any other areas where we have information of importance to the first client.
- All information, data and materials supplied by the client during an engagement should be considered confidential to the engagement team and relevant support staff, which can include secretarial support, printing, engagement database and the internal review and inter-office review teams.
- Access to engagement files and working papers must not be allowed to anyone outside the team without permission from the Consulting Director. Discretion is required in all such discussions.
- Where the engagement is specified as highly confidential the consultancy team should not discuss the engagement outside the engagement team specified in the proposal and agreed by the client. The team should be considered to include the support staff necessary to complete the administrative sections of the engagement even where these have not been named in the proposal.
- Clients may require GreySky to be subject to a form of confidentiality agreement. This is acceptable in principle but all such agreements should be approved by the Consulting Director and held on the project file. Reference may be made to legal advisers. The engagement team must be informed of the requirements of any agreement made.
- In all cases the client's written authority must be obtained prior to divulging confidential information to a third party.

8.4.1 Data and Information Management

Data and information are a basic requirement of GreySky's operation (both in fulfilling project delivery requirements and in the operation of the company). We will take all reasonable steps to maintain the security of the data and information we hold.

GreySky's Data Controller is the Consulting Director.

GreySky uses an online SharePoint system for the electronic storage of data and information. To ensure the security of this system, all connected computers and devices are password protected, or protected will similar security systems (e.g. finger-print detection).

The data we use falls under three main categories:

- Publicly available data, including information gained online or from other public sources.
- Confidential data obtained from clients or from other sources that has a restricted access.
- Personal data – such as personal contact data.

We may hold and use publicly available data. Where we use publicly available data we will endeavour to reference sources fully, and as required by the originator/owner of the data.

Confidential data will be held and used according to the data originator/owner/source. Confidential data will typically be obtained and used for specific purposes related to specific projects. Unless specifically required otherwise, confidential data will be stored in GreySky's online SharePoint system. Where it is necessary to share confidential data or information with clients, data should be kept within a SharePoint folder and access given to the folder.

Where clients require other systems and processes to be used, these will be agreed with the client and used according to the project specific requirements.

Personal data (such as personal contact data) is only used by individuals within the GreySky team. We do not maintain a central contact database. Each individual in the team is responsible for maintaining the appropriate security and confidentiality of any contact or other personal data they may hold or use.

If we are required to hold and/or process personal data for specific client projects then we will treat it as confidential data. On completion of any project using personal data (or where the data is no-longer required) the data will be deleted and 'shredded' from GreySky's systems. No backup copies of personal data will be held.

Any computers with access to GreySky's systems that are no-longer required and are sold or otherwise disposed on will have a 'factory-reset' applied to remove data and make it inaccessible to an acceptable level.

8.4.2 Breaches of Confidentiality

Where a breach of confidentiality is thought to have occurred, the Consulting Director should be informed as quickly as possible (as the Data Controller), detailing the nature of the breach, the data/information involved, the individuals or organisations affected and the possible/likely impact of the breach. If the Consulting Director is not informed within 24 hours, reason should also be given for the delay.

On being made aware of the possible/actual breach of confidentiality (including any personal data breach) the Data Controller will review the breach to determine the appropriate course of action. The assessment will include identifying the nature of the breach, confirming any existing or previous clients affected, identifying any other individuals or organisations affected and confirming any legal/statutory requirements (for example under GDPR).

Initial priority will be given to regaining security of any systems that may have been involved in any breach. Actions may include:

- Suspension of user accounts and access to GreySky's SharePoint and Office 365 systems.
- 'Lock-down' and suspension of all sharing facilities for SharePoint files and folders.
- Isolation of any computers or devices identified as potential sources/routes of the identified potential breach.
- Change of all passwords and deletion of all retained passwords on all machines.

Once initial priority measures have been undertaken to regain the security of GreySky's systems, assessment will progress to determine appropriate further action. This will be undertaken in full cooperation with the existing or previous clients identified to be actually or potentially affected. This will also include any statutory notification requirements. To initiate this action, the Data Controller will notify all individuals and organisations involved, including the nature of the breach, potential / likely impact and the actions already taken.

The process for addressing breaches of confidentiality will be tested annually. This will ensure that:

- Security of systems can be restored.
- Appropriate actions can be identified to a range of security breaches.

8.5 Business Conduct and Ethics

GreySky expects all members of the team to operate to the highest standards of business conduct and ethics. This affects our working as a team, and how we work with current or prospective clients and suppliers.

8.5.1 Equality and Diversity

Our policy is to support equality and diversity in all aspects of our work - both in relation to our own employment practices, and in relation to our work with clients, partners and suppliers. We believe this is important for the future strength of GreySky as a company, and for the future strength of the economy in which we operate.

All of GreySky’s operation will be undertaken irrespective of gender, race, ethnic origin, disability, age, nationality, national origin, sexuality, religion or belief, marital status and social class. We oppose all forms of unlawful and unfair discrimination.

Further details can be found in our full Equality and Diversity policy.

8.5.2 Bribery and Corruption

Bribery and corruption are not accepted within GreySky’s operation.

We do not give or receive any gifts in relation to our work. If any current or potential supplier or client offers any gift to any member of the GreySky team then the offer must be declined and GreySky’s Consulting Director informed of the offer.

GreySky Consulting

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