Annex QA.1

**LTA WHO/GDF – Procurement Agent**

**Indicative Draft Structure**

1. Cover / Parties
2. Preambular clauses (“WHEREAS”)

# Subject of Agreement and Definitions

# Term of Agreement

# Elements of the Agreement

# Purchase Orders under Agreement

1. Stockpiles

# Quality Control Arrangements

# Arranging Shipment and Insurance

# Order Management and Action Point Tracking Systems

# Tendering for Supplies and Long-term Agreements with Suppliers

# Quality Assurance Standards; Product and Supplier Eligibility

# Monitoring and Reporting

# Standard Operating Procedures

# Registration of products in WHO/GDF supported countries and other delivery-related legal and regulatory matters

# WHO/GDF Technical Support

# Financial Provisions (handling fee, late delivery / liquidated damages, bank account, master invoices, financial reports, audit)

1. Direct Procurement business cooperation
2. Boilerplate clauses (amendments, indemnification, insurance, assignment / sub-contracting, confidentiality, access to information, termination, force majeure, privileges and immunities, dispute settlement, language, conflict of interest, notices)
3. Public relations
4. Signatures
5. Annexes