



**Through
Technology**

Introduction to our

Associate Programme

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Context

Through Technology is building some good relationships with partners and clients and expect to have a lot of demand for our services starting in Q1 2018. At the same time, we are a startup and not yet ready to take on the risk and overhead of maintaining a bench of employees to support this demand. We are therefore starting an associate programme, with the aim of selecting the best people that we have worked with in the past and offering interesting challenging work for good day rates.

Where our future associates will often have their own companies and interests, there needs to be a basic agreement on how the associate programme will function so that the interests of Through Technology, our clients and our associates are protected.

This document sets out three possible working models and some principles for associates to work with Through Technology as the basis for that agreement.

We consider these to be a fair, equitable way of working and would be happy to adopt them (in reverse) where our associates have client engagements on which they'd like Through Technology's assistance.

Types of Engagement

Through Technology will work with associates in one of the following three patterns. The pattern used on any individual engagement would be decided at the time, based on client need, commercial arrangements and the scope of work.

Associate Engagement – Associates work directly for Through Technology and present to the client as Through Technology resources. Typically used for consultancy engagements where associates are engaged on a day-rate basis to work within a Through Technology project/programme.

Partner Engagement – Associates work for their own company, subcontracted to Through Technology and present to the client as their own company. Typically used for discrete activities (e.g. migration or implementation) forming part of a Through Technology project/programme. Billed on an outcome/milestone basis.

Referral – Hand off of work from Through Technology to an associate for a “finders fee”.

Summary

Each type of engagement will work differently to reflect which company the associate represents in front of the client and differences in the nature of the work and how it is billed. The table below summarises these differences.

	Associate	Partner	Referral
Which Brand do you present as	TTL	Associate's Company	Associate's Company
Whose practices/processes	TTL	Associate Company (TTL Aligned)	Associate's Company
Who you bill	TTL (Day Rate)	TTL (Outcome / Milestone)	End Client
Who owns Project IPR*	TTL or Client	Associate's Company or Client	Associate's Company or Client
Who owns sales opportunities**	TTL	TTL	Associate's Company
Who leads client engagement	TTL	TTL	Associate's Company

*Project IPR refers to material produced on the engagement.

** Refers to the party with first refusal on any sales opportunities resulting from the engagement.

The party that wins an engagement controls that engagement

TTL will expend significant effort in sales, brand awareness and customer relationships. Through Technology will also take on commercial risk from late payment from clients and brand/reputational impact of any failed engagements. In exchange for this we take a cut of day rate on Partner or Through Technology engagements or a finders fee for referrals.

For Through Technology and Partner Engagements, TTL therefore expects to retain control of the customer relationship and lead any customer engagement regarding scope changes to the engagement or additional sales opportunities resulting from the engagement. We'd expect associates to refer any selling-up opportunities to TTL and not pursue them independently.

All engagements will be outside IR35

All associate and partner engagements will be structured, contracted and operated so as to fall outside of IR35. Associates will be advised where necessary on appropriate working practices and be required to ensure they work within them.

Contracts

Through Technology will provide a standard call-off contract for zero hours work which is both IR35 friendly and covers some of the principles set out in this document. We'll sign call off contracts initially, with any engagement will be documented in a separate Schedule (1, 2, 3 etc) detailing the terms of the specific engagement.

IPR

TTL would own IPR for anything produced on Associate Engagements. Associates own IPR for anything produced by them on Partner or Referral engagements. Although this is subject to the client's IPR terms which may take precedence.

Only one engagement type per resource

To avoid conflict of interest, individual associates would not be engaged more than one type of engagement for the same client at the same time, i.e. either day rate or outcome based but not both simultaneously.



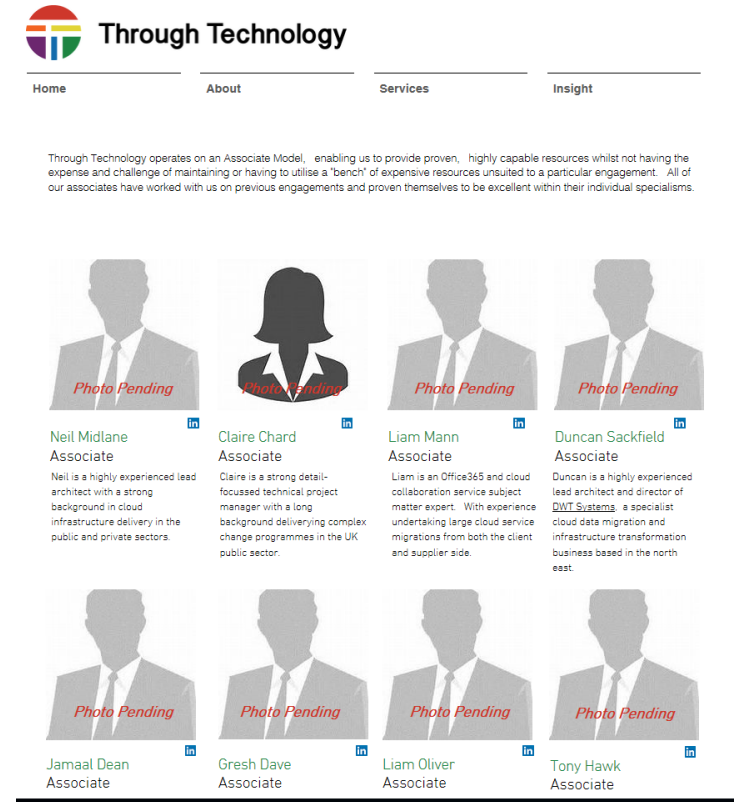
Marketing

Through Technology will publish names, photos, 1-2 paragraph Bios and LinkedIn profile URLs on www.throughtechnology.uk/associates (this page is currently hidden). These entries will appear as Through Technology resources to show the scale and capability that the associate model provides.

In return, Peter and John are happy to be listed similarly on associates' company websites. We feel each business (TTL or associates' company) should market itself through its own website. We're happy to list associates' companies separately as partner organisations on www.throughtechnology.uk/partners (to be created) if requested.

Associates are responsible for delivering fit for purpose work

In alignment with IR35, associates must have responsibility for ensuring the work they produce is fit for purpose such that the client can be billed for it and for rectifying any defects. TTL will not pay associates for work rejected by the client. TTL processes will ensure work packages are clearly defined with acceptance criteria.



The screenshot shows the Through Technology website header with navigation links: Home, About, Services, and Insight. Below the header is a paragraph explaining the Associate Model. The main content area displays a grid of eight associate profiles, each with a placeholder photo labeled 'Photo Pending', a name, title, and a brief bio. Each profile also includes a small LinkedIn icon.

Through Technology operates on an Associate Model, enabling us to provide proven, highly capable resources whilst not having the expense and challenge of maintaining or having to utilise a 'bench' of expensive resources unsuited to a particular engagement. All of our associates have worked with us on previous engagements and proven themselves to be excellent within their individual specialisms.

Name	Title	Bio Summary
Neil Midlane	Associate	Neil is a highly experienced lead architect with a strong background in cloud infrastructure delivery in the public and private sectors.
Claire Chard	Associate	Claire is a strong detail-focussed technical project manager with a long background delivering complex change programmes in the UK public sector.
Liam Mann	Associate	Liam is an Office365 and cloud collaboration service subject matter expert. With experience undertaking large cloud service migrations from both the client and supplier side.
Duncan Sackfield	Associate	Duncan is a highly experienced lead architect and director of <u>DWT Systems</u> , a specialist cloud data migration and infrastructure transformation business based in the north east.
Jamaal Dean	Associate	
Gresh Dave	Associate	
Liam Oliver	Associate	
Tony Hawk	Associate	

Only excellent people

TTL will only select excellent resources to be associates. Working for TTL will mean associates have good colleagues/collaborators. We will consider resources referred to us by other associates where they have worked with the candidate before and can vouch for their abilities.

Pre-requisites for work

Associates are responsible for ensuring they have and maintain the appropriate professional/liability insurances, capability, security clearance and any other pre-requisites necessary to take on an engagement. The pre-reqs will be stated in advance of the engagement and in any associated contract.

Any Questions?

For more information about what we're working on visit our website:

www.throughtechnology.uk/services

Or see our G-Cloud Offering:

<https://www.digitalmarketplace.service.gov.uk/g-cloud/services/308104177435543>



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