



EUROPEAN COMMISSION  
DIRECTORATE-GENERAL FOR ENERGY  
Directorate B – Internal Energy Market  
Unit B 1 – Networks & Regional Initiatives

## **CALL FOR TENDERS**

N° ENER/B1/2016-477

Financial screening of projects in the framework of the Central and South-Eastern European Gas Connectivity (CESEC) initiative

# **TENDER SPECIFICATIONS**

# TABLE OF CONTENTS

TABLE OF CONTENTS .....	2
1. INFORMATION ON TENDERING.....	3
1.1. Participation .....	3
1.2. Contractual conditions.....	3
1.3. Compliance with applicable law .....	3
1.4. Joint tenders .....	3
1.5. Subcontracting.....	4
1.6. Structure and content of the tender.....	4
1.7. Identification of the tenderer .....	4
2. TECHNICAL SPECIFICATIONS .....	5
3. CONTENT, STRUCTURE AND GRAPHIC REQUIREMENTS OF THE DELIVERABLES .....	10
3.1. Content .....	10
3.2. Requirements for publication on Internet.....	11
3.3. Structure .....	12
3.4. Graphic requirements .....	12
4. EVALUATION AND AWARD .....	12
4.1. Verification of non-exclusion.....	12
4.2. Selection criteria.....	13
4.3. Economic and financial capacity criteria .....	14
4.4. Award criteria.....	16
4.5. Ranking of tenders .....	17
5. ANNEXES .....	17

## **1. INFORMATION ON TENDERING**

### **1.1. Participation**

Participation in this procurement procedure is open on equal terms to all natural and legal persons coming within the scope of the Treaties, as well as to international organisations. It is also open to all natural and legal persons established in a third country which has a special agreement with the Union in the field of public procurement on the conditions laid down in that agreement. Where the multilateral Agreement on Government Procurement<sup>1</sup> concluded within the World Trade Organisation applies, the participation to this procedure is also open to all natural and legal persons established in the countries that have ratified this Agreement, on the conditions it lays down.

### **1.2. Contractual conditions**

The tenderer should bear in mind the provisions of the draft contract which specifies the rights and obligations of the contractor, particularly those on payments, performance of the contract, confidentiality, and checks and audits.

### **1.3. Compliance with applicable law**

The tender must comply with applicable environmental, social and labour law obligations established by Union law, national legislation, collective agreements or the international environmental, social and labour conventions listed in Annex X to Directive 2014/24/EU<sup>2</sup>.

### **1.4. Joint tenders**

A joint tender is a situation where a tender is submitted by a group of economic operators (natural or legal persons). Joint tenders may include subcontractors in addition to the members of the group.

In case of joint tender, all members of the group assume joint and several liability towards the Contracting Authority for the performance of the contract as a whole, i.e. both financial and operational liability. Nevertheless, tenderers must designate one of the economic operators as a single point of contact (the leader) for the Contracting Authority for administrative and financial aspects as well as operational management of the contract.

After the award, the Contracting Authority will sign the contract either with all members of the group, or with the leader on behalf of all members of the group, authorised by the other members via powers of attorney.

---

<sup>1</sup> See [http://www.wto.org/english/tratop\\_e/gproc\\_e/gp\\_gpa\\_e.htm](http://www.wto.org/english/tratop_e/gproc_e/gp_gpa_e.htm)

<sup>2</sup> Directive 2014/24/EU of the European Parliament and of the Council of 26 February 2014 on public procurement and repealing Directive 2004/18/EC (OJ L 94, 28.3.2014, p. 65).

## **1.5. Subcontracting**

Subcontracting is permitted but the contractor will retain full liability towards the Contracting Authority for performance of the contract as a whole.

Tenderers are required to identify subcontractors whose share of the contract is above 20 % and those whose capacity is necessary to fulfil the selection criteria.

During contract performance, the change of any subcontractor identified in the tender or additional subcontracting will be subject to prior written approval of the Contracting Authority.

## **1.6. Structure and content of the tender**

The tenders must be presented as follows:

Part A: Identification of the tenderer (see section 1.7)

Part B: Non-exclusion (see section 4.1)

Part C: Selection (see section 4.2)

Part D: Technical offer

The technical offer must cover all aspects and tasks required in the technical specifications and provide all the information needed to apply the award criteria. Offers deviating from the requirements or not covering all requirements may be rejected on the basis of non-compliance with the tender specifications and will not be evaluated.

Part E: Financial offer

The price for the tender must be quoted in euro. Tenderers from countries outside the euro zone have to quote their prices in euro. The price quoted may not be revised in line with exchange rate movements. It is for the tenderer to bear the risks or the benefits deriving from any variation.

Prices must be quoted free of all duties, taxes and other charges, including VAT, as the European Union is exempt from such charges under Articles 3 and 4 of the Protocol on the privileges and immunities of the European Union. The amount of VAT may be shown separately.

The quoted price must be a fixed amount which includes all charges (including travel and subsistence). Travel and subsistence expenses are not refundable separately.

Part F: Power of attorney (for consortia only)

## **1.7. Identification of the tenderer**

The tender must include a **cover letter** signed by an authorised representative presenting the name of the tenderer (including all entities in case of joint tender) and identified subcontractors if applicable, and the name of the single contact point (leader) in relation to this procedure.

In case of joint tender, the cover letter must be signed either by an authorised representative for each member, or by the leader authorised by the other members with powers of attorney. The signed powers of attorney must be included in the tender as well. Subcontractors that are

identified in the tender must provide a letter of intent signed by an authorised representative stating their willingness to provide the services presented in the tender and in line with the present tender specifications.

All tenderers (including all members of the group in case of joint tender) must provide a signed Legal Entity Form with its supporting evidence. The form is available on:

[http://ec.europa.eu/budget/contracts\\_grants/info\\_contracts/legal\\_entities/legal\\_entities\\_en.cfm](http://ec.europa.eu/budget/contracts_grants/info_contracts/legal_entities/legal_entities_en.cfm)

The tenderer (including each member of the group in case of joint tender) must provide the following information in its tender if it has not been provided with the Legal Entity Form:

- For legal persons, a legible copy of the notice of appointment of the persons authorised to represent the tenderer in dealings with third parties and in legal proceedings, or a copy of the publication of such appointment if the legislation applicable to the legal person requires such publication. Any delegation of this authorisation to another representative not indicated in the official appointment must be evidenced.
- For natural persons, if required under applicable law, proof of registration in a professional or trade register or any other official document showing the registration number.

Tenderers that are already registered in the Contracting Authority's accounting system (i.e. they have already been direct contractors) must provide the form but are not obliged to provide the supporting evidence.

The tenderer (or the leader in case of joint tender) must provide a Financial Identification Form with its supporting documents. Only one form per tender should be submitted. No form is needed for subcontractors and other members of the group in case of joint tender. The form is available on: [http://ec.europa.eu/budget/contracts\\_grants/info\\_contracts/index\\_en.cfm](http://ec.europa.eu/budget/contracts_grants/info_contracts/index_en.cfm)

The tenderer (and each member of the group in case of joint tender) must declare whether it is a Small or Medium Size Enterprise in accordance with [Commission Recommendation 2003/361/EC](#). This information is used for statistical purposes only.

## **2. TECHNICAL SPECIFICATIONS**

### **Background**

The Central and South-Eastern European Gas Connectivity (CESEC) High Level Group was set up in February 2015 with the aim to facilitate EU cross-border and trans-European gas interconnector projects in the Central and South-Eastern European region. Subsequently, in July 2015, fifteen EU and Energy Community countries in the region agreed to work together to accelerate the building of missing gas infrastructure links and to tackle the remaining technical and regulatory issues which hamper security of supply and the development of a fully integrated and competitive energy market in the region. The agreement, contained in a [Memorandum of Understanding<sup>3</sup>](#) (MoU), is to boost security of energy supply and lead to the creation of a connected and competitive energy market in the region. Its ultimate aim is for each country in the region to have access to at least three different sources of gas.

---

<sup>3</sup> [https://ec.europa.eu/energy/sites/ener/files/documents/CESEC%20MoU\\_signatured.pdf](https://ec.europa.eu/energy/sites/ener/files/documents/CESEC%20MoU_signatured.pdf)

The MoU (p. 4-5) states that a limited number of projects in the CESEC region need to be identified as first priority in the [Action Plan](#)<sup>4</sup> (annexed to the MoU) and implemented rapidly and cost-efficiently by various means including providing assistance on how to access financing.

The Action Plan (p. 3) in turn states that International Financial Institutions (IFIs) such as the European Investment Bank (EIB) and the European Bank for Reconstruction and Development (EBRD) are interested and should be seen as playing a crucial role in project implementation challenges by considering offering tailored financial instruments to the respective projects. The Action Plan concludes that the High Level Group should help all CESEC projects to obtain IFI financing, availability of which could be enhanced if project financing candidates would be pre-screened by financial experts prior to seeking financing. To this end the CESEC Action Plan states that a financial screening by external experts is mandatory and shall be conducted for the priority and conditional priority CESEC projects and recommended for all the other CESEC projects in the Action Plan.

In view of the above, the Commission is looking to procure external financial expertise to conduct project-specific financial screenings and to prepare related reports for nine (9) gas infrastructure projects contained in the CESEC Action Plan and its [appendix](#)<sup>5</sup> thereto.

### **Objectives**

The contractor shall conduct financial screenings and prepare related reports for nine (9) gas transmission projects contained in the CESEC Action Plan and appendix thereto. The deliverables, the project-specific financial screening reports, containing the contractor's financial risk analysis of the projects and the financial models used, can be offered, as appropriate, to IFIs, commercial banks, and other potential lenders or investors looking to assess bankability of a project.

The nine projects are at various stages of development; the majority being at an initial level, including their technical, regulatory and financial aspects. The early stage may restrict the scope of the financial screening, but the Commission considers nevertheless timely to assess financial status of all the projects. On this view, and while observing the limited project information available, the contractor shall carefully perform the tasks – including development of business cases and complementary modelling tasks relating to the less advanced projects – as outlined in this call for tender. The contractor shall ensure that the quality of all deliverables is such that it can be used in particular by the EIB and the EBRD.

The main objectives of the contract are to identify the commercially, financially and regulatory viable business case for each project. In order to do so the consultant will need:

- to **establish** contacts, gather financial and commercial data and on this basis **screen** the selected projects;
- to **analyse** financial risks related to the projects and to prepare a financial screening report for each project providing an independent expert opinion on the basis of the screening;

---

<sup>4</sup> [https://ec.europa.eu/energy/sites/ener/files/documents/CESEC%20MoU%20Annex\\_II%20Action%20Plan.pdf](https://ec.europa.eu/energy/sites/ener/files/documents/CESEC%20MoU%20Annex_II%20Action%20Plan.pdf)

<sup>5</sup> [https://ec.europa.eu/energy/sites/ener/files/documents/Appendix%20to%20the%20CESEC%20Action%20Plan\\_pre-HLG\\_rev.pdf](https://ec.europa.eu/energy/sites/ener/files/documents/Appendix%20to%20the%20CESEC%20Action%20Plan_pre-HLG_rev.pdf)

- to **analyse** the regulatory framework and its potential impacts on the project – preparation of business plans and financial models allowing flexibility to analyse the impact of different tariff assumptions and improvements in the regulatory framework (elimination of key barriers) and
- to **report** to the Commission on the conclusions of the screenings.

## Tasks

(i) Given the objectives of the **financial screening** the contractor is asked to:

- **Task 1:** Based on the information received, including from project promoters and public sources, determine the scope of financial screening for the selected projects taking into account the characteristics of each project and the data available. Each screening should in particular cover but not necessarily limit to the following:
  - an outline of up to three (3) realistic potential business plan proposals for each project;
  - an analysis of a project's revenue, cost, tax and financial risks (the key operational parameters must be validated);
  - an analysis of a project's investment needs (investment costs, working capital, start-up costs) with annual breakdowns;
  - a description of a project's financing needs and possible structures including a detailed breakdown of financing sources: equity, mezzanine and senior debt;
  - a financial model, including cash-flow forecasts for the life of a project and selected financial ratios to test the adequacy and sustainability of the proposed financial structure. The financial model should be flexible to allow the performance of a sensitivity analysis on key parameters. Where appropriate, the model should include scenarios of competing projects that may affect the cash-flow generation capacity of a particular CESEC project.

The financial model should further present an analysis of the cash-flow impact of the procurement (booking) of capacities (conducted or planned) and cross-border cost allocations. As for the less advanced projects, the contractor should assume a need to run a project-specific financial modelling to complete the available data and successfully execute the financial model. Carrying out such complementary modelling will be the responsibility of the contractor;

- the NPV, IRR and EIRR and a financial risk assessment of a project directed against financing. Based on the national tariff regulations and/or affordability analysis (if performed), the contractor should estimate the project's impact on the gas transmission tariffs for residential and industrial users in the project's affected countries<sup>6</sup>;

---

<sup>6</sup> Should such an assessment have been already carried out earlier (e.g. as part of feasibility studies or energy regulator's activity) the contractor should merely confirm the validity of the outcomes of that assessment.

- a brief overview of the institutional and regulatory aspects related to gas transmission that may have an impact on the project; in particular the contractor shall highlight potential regulatory barriers to the project development, e.g. availability of bundled capacities, TPA, etc., and model the financial impacts of removing them on the assessed project.

In accordance with the terms of the Action Plan, the contractor shall carry out the financial screenings on the CESEC priority projects 1–6 and CESEC conditional priority projects 7–9:

1. Interconnector Greece-Bulgaria
  2. Interconnector Bulgaria-Serbia
  3. Phased Bulgarian system reinforcement
  4. Phased Romanian system reinforcement
  5. LNG terminal in Croatia (with phasing potential)
  6. LNG evacuation system towards Hungary
  7. Connection of off-shore Romanian gas to the Romanian grid and further enhancement of the Romanian system
  8. Interconnection Croatia-Serbia
  9. New Greek LNG terminal
- **Task 2:** Conduct financial screenings on the selected projects in accordance with the project-specific scope referred to above under Task 1.

(ii) During the contract term, the contractor is asked to deliver to the Commission the following documents (**deliverables**):

- **Preliminary report** presenting the scope of project-specific financial screenings for each project. The Commission shall approve the preliminary report prior to the start of the contractor's financial screening work.
- **Project-specific financial screening reports** prepared in accordance with the project-specific scope and minimum requirements referred to in Section (i) Task 1. The report and the financial model used should be of such quality that they can serve either as the sole basis of the assessment of the financial situation of a project or as a supplement to an information package containing project owner's, the Commission's and other experts' analysis of a project. In particular, the reports should identify the viable business options (2-3 pages each) for each project, derive the financing needs for each of the identified options, and determine the key regulatory aspects that can facilitate the project's commercial success in line with applicable EU legislation.
- **Final report** of maximum 20 pages providing an overview of the project-specific financial screening reports.
- **Power Point or similar presentation** providing an overview of the project-specific financial screening reports.



## **Timetable**

**The duration of the tasks shall not exceed 7 months.** This period is calculated in calendar days.

Execution of the tasks begins after the date on which the contract enters into force.

In principle, the deadlines set out below cannot be extended. The Contractor is deemed solely responsible for delays occasioned by subcontractors or other third parties (except for rare cases of *force majeure*). Adequate resources and appropriate organisation of the work including management of potential delays should be put in place in order to observe the timetable below.

A kick-off meeting will take place in Brussels, at the latest 14 days following the entry into force of the contract in order to settle all the details of the work to be undertaken.

Following the submission of the preliminary report, a meeting will be organised in Brussels to discuss the Commission's and IFIs' observations on the scope of project-specific financial screenings.

The contractor will submit the draft project-specific financial screening reports and the draft final report and presentation to the Commission at the latest 5 months after the entry into force of the contract. A meeting in Brussels will be organised to discuss the Commission's and IFIs' observations.

The Commission will have 30 days from the date of submission to make observations to the draft reports. The contractor will have 15 days to incorporate the modifications proposed by the Commission.

The following timetable is contemplated:

<b>Milestone</b>	<b>Months</b>	<b>Achievement</b>
Entry into force	0	
Kick-Off Meeting	0,5	Timetable confirmed
Preliminary report and meeting	2	Scope of project-specific financial screenings determined
Draft Project-specific financial screening reports	5	Draft Project-specific financial screening reports completed
Draft Final report and presentation	5	Draft Final report and presentation completed
Meeting	5,5-6	Observations on the draft reports
Final versions of the Project-specific financial screening reports, the Final report and presentation	6-6,5	Project-specific financial screening reports, the Final report and presentation completed

## Miscellaneous

### **Relationship between the contractor and project promoters**

The contractor cannot be subject to conflicting interest and shall be independent from all the projects to be screened<sup>7</sup>.

In the course of carrying out the tasks and preparing the deliverables under the contract, the contractor may contact the authorised representatives of the projects. It may request information and hold meetings with the project representatives and people employed by the project company.

The contractor will request project promoters to provide, where available, the following information free of charge:

- Feasibility studies including revenue, costs, investment and financing estimates and projections;
- Tariff, taxation and regulatory aspects specific to the project;
- Cross-border cost allocation;
- Affordability analysis;
- MoUs, agreements and undertakings between governments, regulators, transmission system operators of the countries where the project will be implemented;
- Any other information relevant for the work of the contractor.

The contractor will be required to guarantee to the promoters not to use the information received for any other purpose than the execution of this assignment.

The Commission may publish the **final report** or parts thereof. For this purpose, the contractor must ensure that there are no restrictions based on confidentiality and/or intellectual property rights expected from a third party.

### **3. CONTENT, STRUCTURE AND GRAPHIC REQUIREMENTS OF THE DELIVERABLES**

The contractor must deliver reports and other deliverables as indicated below.

#### **3.1. Content**

##### **3.1.1. Project-specific financial screening reports and the final report**

All deliverables (including all reports) have to be prepared in English and written in a clear and concise manner.

- The **project-specific financial screening reports** shall conform to the scope and structure, which has been determined in the contractor's preliminary report and approved

---

<sup>7</sup> Article 148 (6) of Rules of Application of Regulation (Commission Delegated Regulation (EU) No 1268/2012 of 29 October 2012, as amended by Delegated Regulation (EU) No 2015/2462

by the Commission. The contractor may deploy its own templates and layout for the reports.

- The **final report, the presentation and other possible deliverables** shall conform to the corporate visual identity of the European Commission by applying the graphic rules set out in the European Commission's Visual Identity Manual, including its logo.

The **final report** shall include:

- an abstract of no more than 200 words and an executive summary of maximum 2 pages in English;
- a financial model in Microsoft Excel or similar software;
- the following standard disclaimer:

*“The information and views set out in this [report/study/article/publication...] are those of the author(s) and do not necessarily reflect the official opinion of the Commission. The Commission does not guarantee the accuracy of the data included in this study. Neither the Commission nor any person acting on the Commission’s behalf may be held responsible for the use which may be made of the information contained therein.”*

- specific identifiers which shall be incorporated on the cover page provided by the Contracting Authority.

### **3.1.2. Publishable executive summary**

The publishable executive summary shall be provided in both in English and French and shall include:

- the following standard disclaimer:

*“The information and views set out in this [report/study/article/publication...] are those of the author(s) and do not necessarily reflect the official opinion of the Commission. The Commission does not guarantee the accuracy of the data included in this study. Neither the Commission nor any person acting on the Commission’s behalf may be held responsible for the use which may be made of the information contained therein.”*

- specific identifiers which shall be incorporated on the cover page provided by the Contracting Authority.

### **3.2. Requirements for publication on Internet**

The Commission is committed to making online information as accessible as possible to the largest possible number of users including those with visual, auditory, cognitive or physical disabilities, and those not having the latest technologies. The Commission supports the Web Content Accessibility Guidelines 2.0 of the W3C.

For full details on the Commission policy on accessibility for information providers, see: [http://ec.europa.eu/ipg/standards/accessibility/index\\_en.htm](http://ec.europa.eu/ipg/standards/accessibility/index_en.htm).

For the publishable versions of the report, abstract and executive summary, the contractor must respect the W3C guidelines for accessible pdf documents as provided at: <http://www.w3.org/WAI/>.

### **3.3. Structure**

Please see 3.1 above

### **3.4. Graphic requirements**

The contractor must deliver reports and all publishable deliverables in full compliance with the corporate visual identity of the European Commission, by applying the graphic rules set out in the European Commission's Visual Identity Manual, including its logo. The graphic rules, the Manual and further information are available at:

[http://ec.europa.eu/dgs/communication/services/visual\\_identity/index\\_en.htm](http://ec.europa.eu/dgs/communication/services/visual_identity/index_en.htm)

A simple Word template will be provided to the contractor after contract signature. The contractor must fill in the cover page in accordance with the instructions provided in the template. The use of templates for studies is exclusive to European Commission's contractors. No template will be provided to tenderers while preparing their tenders.

## **4. EVALUATION AND AWARD**

The evaluation is based solely on the information provided in the submitted tender. It involves the following:

- Verification of non-exclusion of tenderers on the basis of the exclusion criteria
- Selection of tenderers on the basis of selection criteria
- Verification of compliance with the minimum requirements set out in these tender specifications
- Evaluation of tenders on the basis of the award criteria

The contracting authority may reject abnormally low tenders, in particular if it established that the tenderer or a subcontractor does not comply with applicable obligations in the fields of environmental, social and labour law.

The tenders will be assessed in the order indicated above. Only tenders meeting the requirements of one step will pass on to the next step.

### **4.1. Verification of non-exclusion**

All tenderers must provide a declaration on honour (see Annex 2), signed and dated by an authorised representative, stating that they are not in one of the situations of exclusion listed in that declaration on honour.

In case of joint tender, each member of the group must provide a declaration on honour signed by an authorised representative.

In case of subcontracting, subcontractors whose share of the contract is above 20% and those whose capacity is necessary to fulfil the selection criteria must provide a declaration on honour signed by an authorised representative.

The successful tenderer must provide the documents mentioned as supporting evidence in the declaration on honour before signature of the contract and within a deadline given by the contracting authority. This requirement applies to each member of the group in case of joint tender, to subcontractors whose share of the contract is above 20% and to subcontractors whose capacity is necessary to fulfil the selection criteria.

The obligation to submit supporting evidence does not apply to international organisations.

A tenderer (or a member of the group in case of joint tender, or a subcontractor) is not required to submit the documentary evidence if it has already been submitted for another procurement procedure and provided the documents were issued not more than one year before the date of their request by the contracting authority and are still valid at that date. In such cases, the tenderer must declare on its honour that the documentary evidence has already been provided in a previous procurement procedure, indicate the reference of the procedure and confirm that there has been no change in its situation.

A tenderer (or a member of the group in case of joint tender, or a subcontractor) is not required to submit a specific document if the contracting authority can access the document in question on a national database free of charge.

## **4.2. Selection criteria**

Tenderers must prove their legal, regulatory, economic, financial, technical and professional capacity to carry out the work subject to this procurement procedure.

The tenderer may rely on the capacities of other entities, regardless of the legal nature of the links which it has with them. It must in that case prove to the Contracting Authority that it will have at its disposal the resources necessary for performance of the contract, for example by producing an undertaking on the part of those entities to place those resources at its disposal.

The tender must include the proportion of the contract that the tenderer intends to subcontract.

### **4.2.1. Declaration and evidence**

The tenderers (and each member of the group in case of joint tender) and subcontractors whose capacity is necessary to fulfil the selection criteria must provide the declaration on honour (see Annex 2), signed and dated by an authorised representative, stating that they fulfil the selection criteria applicable to them. In case of joint tender or subcontracting, the criteria applicable to the tenderer as a whole will be verified by combining the various declarations for a consolidated assessment.

This declaration is part of the declaration used for exclusion criteria (see section 4.1) so only one declaration covering both aspects should be provided by each concerned entity.

The Contracting Authority will evaluate selection criteria on the basis of the evidence to be submitted with the tenders.

A tenderer (or a member of the group in case of joint tender, or a subcontractor) is not required to submit the documentary evidence if it has already been submitted for another procurement procedure and provided the documents were issued not more than one year before the date of their request by the contracting authority and are still valid at that date. In such cases, the tenderer must declare on its honour that the documentary evidence has already been provided in a previous procurement procedure, indicate the reference of the procedure and confirm that there has been no change in its situation.

A tenderer (or a member of the group in case of joint tender, or a subcontractor) is not required to submit a specific document if the contracting authority can access the document in question on a national database free of charge.

#### **4.2.2. Regulatory capacity**

Not applicable

#### **4.3. Economic and financial capacity criteria**

The tenderer must have the necessary economic and financial capacity to perform this contract until its end. In order to prove their capacity, the tenderer must comply with the following selection criteria.

- **Criterion F1:** Turnover of the last two financial years above EUR 500 000.

##### **Evidence:**

- Copy of the profit and loss accounts for the last two years for which accounts have been closed from each concerned legal entity;

- Failing that, appropriate statements from banks;

- Evidence of professional risk indemnity insurance.

If, for some exceptional reason which the Contracting Authority considers justified, a tenderer is unable to provide one or other of the above documents, it may prove its economic and financial capacity by any other document which the Contracting Authority considers appropriate. In any case, the Contracting Authority must at least be notified of the exceptional reason and its justification. The Commission reserves the right to request any other document enabling it to verify the tenderer's economic and financial capacity.

#### **4.3.1. Technical and professional capacity criteria and evidence**

##### **a. Criteria relating to tenderers**

Tenderers (in case of a joint tender the combined capacity of all members of the group and identified subcontractors) must comply with the criteria listed below. The project references indicated below consist in a list of relevant services provided in the past three years, with the sums, dates and clients, public or private, accompanied by statements issued by the clients.

- **Criterion A1:** The tenderer must prove experience in financial advisory services, both in terms of project finance and corporate financing, in particular demonstrated experience in conducting financial due diligence audits, financial advisory or similar financial screening services relating to gas transmission projects or gas transmission companies of which a significant number is located within the EU.

- **Criterion A2:** The tenderer must prove experience in financial due diligence methods including analytical procedures; financial modelling, analysis of financial statements, market and industry data, internal documents and communications; understanding accounting standards; and conducting interviews.

- **Criterion A3:** The tenderer must prove understanding of specific characteristics of the EU gas transmission industry and knowledge of the EU energy policies, to the extent that they will impact the demand for gas in the medium to long term.

- **Criterion A4:** The tenderer must show that it has previously been retained to conduct financial due diligence audits, financial advisory or similar financial screening services to more than one gas transmission project or gas transmission operating company.

## **Evidence**

List of relevant services provided in the past three years, with sums, dates and recipients, public or private. The most important services shall be accompanied by certificates of satisfactory execution, specifying that they have been carried out in a professional manner and have been fully completed.

### **b. Criteria relating to the team delivering the service:**

The team delivering the service should include, as a minimum, the following profiles.

**B1 – Project Manager:** At least 10 years' experience in project management, including overseeing project delivery, quality control of delivered service, client orientation and conflict resolution experience in project of a similar size and, with experience in management of team of at least 5 people.

**B2 – Experts in financial analysis:** At least 5 years of professional experience in the field of financial analysis, financial structuring, accounting or banking.

**B3 – Language quality check:** all members of the team reporting back to the European Commission should have at least C1 level in the Common European Framework for Reference for Languages<sup>8</sup> in English

## **Evidence:**

---

<sup>8</sup> See [http://www.coe.int/t/dg4/linguistic/Cadre1\\_en.asp](http://www.coe.int/t/dg4/linguistic/Cadre1_en.asp)

The educational and professional qualifications of the persons who will provide the service for this tender (CVs) including the management staff. Each CV provided should indicate the intended function in the delivery of the service.

#### **4.4. Award criteria**

The contract will be awarded based on the most economically advantageous tender, according to the 'best price-quality ratio' award method. The quality of the tender will be evaluated based on the following criteria. The maximum total quality score is 100 points.

- **Quality of the proposed methodology and fulfilment of the objectives and scope of the tender specifications** (70 points – minimum threshold 60%)
  - **Sub-criterion 1.1** (40 points – minimum threshold 60%): This criterion will assess how the tenderer plans to address the specifications and the requested services and whether the proposed methodology is sound and reliable in terms of delivering the expected results. The evaluation will take into account (i) the proposal's clarity and completeness and full coverage of the tasks described in the tender specifications; (ii) the proposed methodology for accessing, collection and processing of data in line with the task requirements; (iii) the proposed methodology for data validation and analysis in line with the task requirements; (iv) the overall quality and appropriateness of the methodology for delivering the expected results.
  - **Sub-criterion 1.2** (30 points – minimum threshold 60%): This criterion will assess the proposed methodology for the presentation of results and completeness of reporting in line with the task requirements. The evaluation will take into account the proposed approach for producing (i) a preliminary report presenting the scope of project-specific financial screenings; (ii) nine project-specific financial screening reports, which should in particular identify the viable business options for each project, derive the financing needs for each of the identified options, and determine the key regulatory aspects that can facilitate the project's commercial success in line with applicable EU legislation; (iii) a final report and a presentation providing an overview of the project-specific financial screening reports.
- **Efficiency and effectiveness of the organisation of the work** (20 points – minimum threshold 60%)
  - This criterion will assess how the roles and responsibilities of the proposed team and of the economic operators (in case of joint tenders, including subcontractors if applicable) are distributed for each task. It also assesses the global allocation of time and resources to the project and to each task or deliverable, and whether this allocation is adequate for the work.
  - The tender should provide details on the allocation of time and resources and the rationale behind the choice of this allocation. The tenderer should provide information on its capacity to analyse and provide technical advice on financial structuring in regards to languages, physical offices and expertise.
- **Quality control measures** (10 points – minimum threshold 60%)
  - This criterion will assess the quality control system applied to the service foreseen in this tender specification concerning the quality of the deliverables, the editorial quality check of documents submitted, and continuity of the service in case of



absence of the member of the team. The quality system should be detailed in the tender and specific to the tasks at hand; a generic quality system will result in a low score.

Tenders must score minimum 60% for each criterion and sub-criterion, and minimum 70 % in total. Tenders that do not reach the minimum quality levels will be rejected and will not be ranked.

#### 4.5. Ranking of tenders

The contract will be awarded to the most economically advantageous tender, i.e. the tender offering the best price-quality ratio determined in accordance with the formula below. A weight of 70/30 is given to quality and price.

$$\text{Score for tender x} = \frac{\text{Total quality score for award criteria for tender x}}{100} \text{ Multiplied by } 0.7 + \frac{\text{Price of the lowest tender}}{\text{Price of tender x}} \text{ Multiplied by } 0.3$$

The tender ranked first after applying the formula will be awarded the contract.

### 5. ANNEXES

1. Tenderer 's Identification Form
2. Declaration of honour on exclusion criteria and selection criteria
3. Power of attorney (mandate in case of joint tender)
4. Draft Contract or purchase order

# ANNEX 1

## IDENTIFICATION OF THE TENDERER

(Each service provider, including any member of a consortium or grouping and subcontractor(s) whose share of the work is more than 20% of the contract must complete and sign this identification form)

### Call for tenders ENER/B1/2016-477

Identity	
Name of the tenderer	
Legal status of the tenderer	
Date of registration	
Country of registration	
Registration number	
VAT number	
Description of statutory social security cover (at the level of the Member State of origin) and non-statutory cover (supplementary professional indemnity insurance) <sup>9</sup>	
Address	
Address of registered office of tenderer	
Where appropriate, administrative address of tenderer for the purposes of this invitation to tender	
Contact Person	
Surname:	
First name:	
Title (e.g. Dr, Mr, Ms) :	
Position (e.g. manager):	
Telephone number:	
Fax number:	

---

<sup>9</sup> For natural persons.

E-mail address:	
<b>Legal Representatives</b>	
<b>Names and function of legal representatives</b> and of other representatives of the tenderer who are authorised to sign contracts with third parties	
<b>Declaration by an authorised representative of the organisation<sup>10</sup></b>  I, the undersigned, certify that the information given in this tender is correct and that the tender is valid.	
Surname: First name:	Signature:

---

<sup>10</sup> This person must be included in the list of legal representatives; otherwise the signature on the tender will be invalidated.

## ANNEX 2

### Declaration of honour on exclusion criteria and selection criteria

The undersigned [*insert name of the signatory of this form*], representing:

( <i>only for natural persons</i> ) himself or herself	( <i>only for legal persons</i> ) the following legal person:
ID or passport number:	Full official name: Official legal form: Statutory registration number: Full official address: VAT registration number:

➤ declares whether the above-mentioned person is in one of the following situations or not:		
SITUATION OF EXCLUSION CONCERNING THE PERSON	YES	NO
a) it is bankrupt, subject to insolvency or winding up procedures, its assets are being administered by a liquidator or by a court, it is in an arrangement with creditors, its business activities are suspended or it is in any analogous situation arising from a similar procedure provided for under national legislation or regulations;	<input type="checkbox"/>	<input type="checkbox"/>
b) it has been established by a final judgement or a final administrative decision that the person is in breach of its obligations relating to the payment of taxes or social security contributions in accordance with the law of the country in which it is established, with those of the country in which the contracting authority is located or those of the country of the performance of the contract;	<input type="checkbox"/>	<input type="checkbox"/>
c) it has been established by a final judgement or a final administrative decision that the person is guilty of grave professional misconduct by having violated applicable laws or regulations or ethical standards of the profession to which the person belongs, or by having engaged in any wrongful conduct which has an impact on its professional credibility where such conduct denotes wrongful intent or gross negligence, including, in particular, any of the following:		
(i) fraudulently or negligently misrepresenting information required for the verification of the absence of grounds for exclusion or the fulfilment of selection criteria or in the performance of a contract;	<input type="checkbox"/>	<input type="checkbox"/>
(ii) entering into agreement with other persons with the aim of distorting competition;	<input type="checkbox"/>	<input type="checkbox"/>
(iii) violating intellectual property rights;	<input type="checkbox"/>	<input type="checkbox"/>
(iv) attempting to influence the decision-making process of the contracting authority during the award procedure;	<input type="checkbox"/>	<input type="checkbox"/>
(v) attempting to obtain confidential information that may confer upon it undue advantages in the award procedure;	<input type="checkbox"/>	<input type="checkbox"/>

d) it has been established by a final judgement that the person is guilty of any of the following:		
(i) fraud, within the meaning of Article 1 of the Convention on the protection of the European Communities' financial interests, drawn up by the Council Act of 26 July 1995;	<input type="checkbox"/>	<input type="checkbox"/>
(ii) corruption, as defined in Article 3 of the Convention on the fight against corruption involving officials of the European Communities or officials of EU Member States, drawn up by the Council Act of 26 May 1997, and in Article 2(1) of Council Framework Decision 2003/568/JHA, as well as corruption as defined in the legal provisions of the country where the contracting authority is located, the country in which the person is established or the country of the performance of the contract;	<input type="checkbox"/>	<input type="checkbox"/>
(iii) participation in a criminal organisation, as defined in Article 2 of Council Framework Decision 2008/841/JHA;	<input type="checkbox"/>	<input type="checkbox"/>
iv) money laundering or terrorist financing, as defined in Article 1 of Directive 2005/60/EC of the European Parliament and of the Council;	<input type="checkbox"/>	<input type="checkbox"/>
(v) terrorist-related offences or offences linked to terrorist activities, as defined in Articles 1 and 3 of Council Framework Decision 2002/475/JHA, respectively, or inciting, aiding, abetting or attempting to commit such offences, as referred to in Article 4 of that Decision;	<input type="checkbox"/>	<input type="checkbox"/>
(vi) child labour or other forms of trafficking in human beings as defined in Article 2 of Directive 2011/36/EU of the European Parliament and of the Council;	<input type="checkbox"/>	<input type="checkbox"/>
e) the person has shown significant deficiencies in complying with the main obligations in the performance of a contract financed by the Union's budget, which has led to its early termination or to the application of liquidated damages or other contractual penalties, or which has been discovered following checks, audits or investigations by an Authorising Officer, OLAF or the Court of Auditors;	<input type="checkbox"/>	<input type="checkbox"/>
f) it has been established by a final judgment or final administrative decision that the person has committed an irregularity within the meaning of Article 1(2) of Council Regulation (EC, Euratom) No 2988/95;	<input type="checkbox"/>	<input type="checkbox"/>
g) for the situations of grave professional misconduct, fraud, corruption, other criminal offences, significant deficiencies in the performance of the contract or irregularity, the applicant is subject to:	<input type="checkbox"/>	<input type="checkbox"/>
i. facts established in the context of audits or investigations carried out by the Court of Auditors, OLAF or internal audit, or any other check, audit or control performed under the responsibility of an authorising officer of an EU institution, of a European office or of an EU agency or body;		
ii. non-final administrative decisions which may include disciplinary measures taken by the competent supervisory body responsible for the verification of the application of standards of professional ethics;		
iii. decisions of the ECB, the EIB, the European Investment Fund or international organisations;		
iv. decisions of the Commission relating to the infringement of the Union's competition rules or of a national competent authority relating to the infringement of Union or national competition law; or		

v. decisions of exclusion by an authorising officer of an EU institution, of a European office or of an EU agency or body.		
--	--	--

<b><i>[Only for legal persons other than Member States and local authorities, otherwise delete this table]</i></b>		
➤ declares whether a natural person who is a member of the administrative, management or supervisory body of the above-mentioned legal person, or who has powers of representation, decision or control with regard to the above-mentioned legal person (this covers the company directors, members of the management or supervisory bodies, and cases where one natural person holds a majority of shares) is in one of the following situations or not:		
<b>SITUATIONS OF EXCLUSION CONCERNING NATURAL PERSONS WITH POWER OF REPRESENTATION, DECISION-MAKING OR CONTROL OVER THE LEGAL PERSON</b>	YES	NO
Situation (c) above (grave professional misconduct)	<input type="checkbox"/>	<input type="checkbox"/>
Situation (d) above (fraud, corruption or other criminal offence)	<input type="checkbox"/>	<input type="checkbox"/>
Situation (e) above (significant deficiencies in performance of a contract )	<input type="checkbox"/>	<input type="checkbox"/>
Situation (f) above (irregularity)	<input type="checkbox"/>	<input type="checkbox"/>

➤ declares whether a natural or legal person that assumes unlimited liability for the debts of the above-mentioned legal person is in one of the following situations or not:			
<b>SITUATIONS OF EXCLUSION CONCERNING NATURAL OR LEGAL PERSONS ASSUMING UNLIMITED LIABILITY FOR THE DEBTS OF THE LEGAL PERSON</b>	YES	NO	N/A
Situation (a) above (bankruptcy)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Situation (b) above (breach in payment of taxes or social security contributions)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

➤ declares whether the above-mentioned person is in one of the following situations or not:		
<b>GROUND FOR REJECTION FROM THIS PROCEDURE</b>	YES	NO
h) has not distorted competition by being previously involved in the preparation of procurement documents for this procurement procedure;	<input type="checkbox"/>	<input type="checkbox"/>
i) has provided accurate, sincere and complete information to the contracting authority within the context of this procurement procedure;	<input type="checkbox"/>	<input type="checkbox"/>
➤ acknowledges that the above-mentioned person may be subject to rejection from this procedure and to administrative sanctions (exclusion or financial penalty) if any of the declarations or information provided as a condition for participating in this procedure prove to be false.		

**REMEDIAL MEASURES**

If the person declares one of the situations of exclusion listed above, it should indicate the measures it has taken to remedy the exclusion situation, thus demonstrating its reliability. They may include e.g. technical, organisational and personnel measures to prevent further occurrence, compensation of damage or payment of fines. The relevant documentary evidence which appropriately illustrates the remedial measures taken should be provided in annex to this declaration. This does not apply for the situations referred in point (d) of this declaration.

#### **EVIDENCE UPON REQUEST**

Upon request and within the time limit set by the contracting authority the person shall provide information on the persons that are members of the administrative, management or supervisory body, as well as the following evidence concerning the person or the natural or legal persons which assume unlimited liability for the debt of the person:

For situations described in (a), (c), (d) or (f), production of a recent extract from the judicial record is required or, failing that, an equivalent document recently issued by a judicial or administrative authority in the country of establishment of the person showing that those requirements are satisfied.

For the situation described in point (a) or (b), production of recent certificates issued by the competent authorities of the State concerned are required. These documents must provide evidence covering all taxes and social security contributions for which the person is liable, including for example, VAT, income tax (natural persons only), company tax (legal persons only) and social security contributions. Where any document described above is not issued in the country concerned, it may be replaced by a sworn statement made before a judicial authority or notary or, failing that, a solemn statement made before an administrative authority or a qualified professional body in its country of establishment.

If the person already submitted such evidence for the purpose of another procedure, its issuing date does not exceed one year and it is still valid, the person shall declare on its honour that the documentary evidence has already been provided and confirm that no changes have occurred in its situation.

➤ declares whether the above-mentioned person complies with the selection criteria as provided in the tender specifications:		
<b>SELECTION CRITERIA</b>	<b>YES</b>	<b>NO</b>
(a) It has the legal and regulatory capacity to pursue the professional activity needed for performing the contract as required in section [ <i>insert</i> ] of the tender specifications;	<input type="checkbox"/>	<input type="checkbox"/>
(b) It fulfills the applicable economic and financial criteria indicated in section [ <i>insert</i> ] of the tender specifications;	<input type="checkbox"/>	<input type="checkbox"/>
(c) It fulfills the applicable technical and professional criteria indicated in section [ <i>insert</i> ] of the tender specifications.	<input type="checkbox"/>	<input type="checkbox"/>
➤ declares that the above-mentioned person will be able to provide the necessary supporting documents listed in the relevant sections of the tender specifications and which are not available electronically upon request and without delay.		

Full name

Date

Signature



## ANNEX 3 POWER OF ATTORNEY

**mandating one of the partners in a joint tender as lead partner and lead contractor<sup>11</sup>**

The undersigned:

– Signatory (Name, Function, Company, Registered address, VAT Number)

having the legal capacity required to act on behalf of his/her company,

HEREBY AGREES TO THE FOLLOWING:

- 1) To submit a tender as a partner in the group of partners constituted by Company 1, Company 2, Company N, and led by Company X, in accordance with the conditions specified in the tender specifications and the terms specified in the tender to which this power of attorney is attached.
- 2) If the European Commission awards the Contract to the group of partners constituted by Company 1, Company 2, Company N, and led by Company X on the basis of the joint tender to which this power of attorney is attached, all the partners shall be co-signatories of the Contract in accordance with the following conditions:
  - (a) All partners shall be jointly and severally liable towards the European Commission for the performance of the Contract.
  - (b) All partners shall comply with the terms and conditions of the Contract and ensure the proper delivery of their respective share of the services and/or supplies subject to the Contract.
- 1) Payments by the European Commission related to the services and/or supplies subject to the Contract shall be made through the lead partner's bank account: [Provide details on bank, address, account number].
- 2) The partners grant to the lead partner all the necessary powers to act on their behalf in the submission of the tender and conclusion of the Contract, including:
  - (a) The lead partner shall submit the tender on behalf of the group of partners.
  - (b) The lead partner shall sign any contractual documents — including the Contract, and Amendments thereto — and issue any invoices related to the Services on behalf of the group of partners.
  - (c) The lead partner shall act as a single contact point with the European Commission in the delivery of the services and/or supplies subject to the Contract. It shall co-ordinate the delivery of the services and/or supplies by the group of partners to the European Commission, and shall see to a proper administration of the Contract.

Any modification to the present power of attorney shall be subject to the European Commission's express approval. This power of attorney shall expire when all the contractual obligations of the group of partners towards the European Commission for the delivery of the services and/or supplies subject to the Contract have ceased to exist. The parties cannot terminate it before that date without the Commission's consent.

Signed in ..... on [dd/mm/yyyy]

Place and date:

Name (in capital letters), function, company and signature:

---

<sup>11</sup> To be filled in and signed by each partner in a joint tender except the lead partner.

ANNEX 4  
**DRAFT CONTRACT**

*Please see separate document*