

SPECIAL CONDITIONS OF TENDER FOR THE
EUROPEAN EARTH WATCH PROGRAMME
InCubed Element
ANNOUNCEMENT OF PARTNERSHIP OPPORTUNITY
(AOP)

INTRODUCTION

For the purposes of this Announcement of Partnership Opportunity (“the APO”), the Agency’s “General Conditions of Tender for ESA Contracts (Annex IV to the ESA Procurement Regulations ESA/REG/001, rev 4)”, available on <http://emits.sso.esa.int/> under "Reference Documentation" "Administrative Documents" and referred to as the General Conditions of Tender (“the GCT”), shall apply as specified, amended or supplemented by these Special Conditions of Tender (“the SCT”). In the event of conflict between the GCT and the SCT, the SCT shall prevail.

This document contains references to the “General Clauses and Conditions for ESA Contracts” available on <http://emits.sso.esa.int/> under "Reference Documentation" --> "Administrative Documents" and referred to as the General Conditions of Contracts (“the GCC”).

The GCT are composed of the following parts:

- Part 1: General Conditions for participating in a tender
- Part 2: General Conditions for the presentation and submission of tenders
- Part 3: General Conditions for the contents of a tender

This SCT applies to the compilation of the full proposal unless otherwise mentioned herein.

Part 1: GENERAL CONDITIONS FOR PARTICIPATING IN A TENDER

Part 1 of the GCT shall apply in full and be strictly complied with.

Part 1 of the GCT stems directly from the Agency’s Procurement Regulations regarding the eligibility of economic operators to participate in a tendering procedure and the obligation to satisfy information and registration requirements.

The latest information on the registration process is now found in the ESA Industry Portal at the following address:

http://www.esa.int/About_Us/Business_with_ESA/How_to_do/esa-star_Registration_Process

Part 2: GENERAL CONDITIONS FOR THE PRESENTATION AND SUBMISSION OF TENDERS

Your tender shall be submitted exclusively in electronic format via the “esa-star” system (see <https://esastar.sso.esa.int/>).

Part 2 of the GCT applies subject to the amendments/additions contained in the sections below (numbering and referencing as per Part 2 of the GCT).

A. General standards of presentation

Part 2 A of the GCT is applicable with the following amendments:

A.1 Length of the Tender’s Proposal

The length of the Tender’s Proposal is scalable, highly depending on the complexity and size of the proposed project/product as defined in the APO cover letter. The suggested Proposal length is 30-50 pages for Product description, rationale, development and sustainability, Technical, Management, Financial and Contractual Parts (excluding standard company information or brochures which the tenderer wishes to append to demonstrate its background and experience, barcharts and PSS forms).

A2. Language of Tender

The Tender and all correspondence relating to it shall be in the English language.

B. Formal conditions, commitments, undertakings

Part 2 B of the GCT is applicable with the following amendments:

- Part 2 B 6 does not apply. The APO is permanently open and there is no closing date for submission of Outline Proposals or Full Proposals, until exhaustion of available budgets and currently up to end 2021, whichever comes first.
- Part 2 B 8, second paragraph does not apply.
- Part 2 B 11 second paragraph, first sentence is modified as follows: “The APO does not bind the Agency in any way to place a contract, and the Agency reserves the right to negotiate and place a contract for only part of the activity or a limited amount of phases (if applicable) covered by the Tenderer’s proposal.”
- Part 2 B 11 last paragraph does not apply.
- Part 2 B 12 is replaced by the requirements on Key Acceptance Factors specified herein and in the esa-star.

C. Conditions relating to intellectual property rights (IPR)

Part 2 C of the GCT is not applicable. The provisions of the Draft Contract shall be taken into account in the tender.

D. Conditions relating to Export/Import licences/authorisations and related documentation

Replaced by section 3 of Part 7 “Guidelines/Templates for the Content of the Contractual Proposal”.

E. Conditions relating to subcontracts

Part 2 E of the GCT is applicable with the following amendments:

If a Tenderer intends to include subcontractors to the offer, the following should be taken into consideration:

- It is not required to place subcontracts on a competitive basis.
- The Agency does not intend to participate in Subcontractor selection.

F. Amendments to documents and communications

Part 2 F of the GCT is applicable with the following amendments:

Requests for clarification shall be submitted by the Tenderer exclusively via the dedicated functionality in the “esa-star” system.

Sections 1, 3, and 4 are not applicable.

G. Dispatch and receipt conditions

Part 2 G of the GCT is replaced by the following requirements:

Tenders shall be submitted exclusively in electronic format via the “esa-star” system as per the instructions contained in the APO Cover Letter, and in the SCT (see also <https://esastar.sso.esa.int/>).

Tenderers are invited to refer to the tutorial “Offer Preparation and Submission” that is available under:

[http://www.esa.int/spaceinvideos/Videos/2016/03/Offer Preparation and Submission](http://www.esa.int/spaceinvideos/Videos/2016/03/Offer_Preparation_and_Submission).

Furthermore, Part 3 B 1. below of the SCT contains important considerations related to “esa-star” that Tenderers are invited to take into consideration when preparing and submitting their tender: It contains, in particular, the requirements to be strictly followed in case of problem being encountered with “esa-star”.

H. Non benefits requirements

Part 2 H of the GCT is applicable.

I. Conditions relating to security screening of Tenderers personnel

Part 2 I of the GCT is not applicable to this APO.

Part 3: GENERAL CONDITIONS FOR THE CONTENTS OF A TENDER

The tendering process is described in the Invitation Letter of this Announcement of Partnership Opportunity (APO).

Part 3 of the GCT is replaced by the following document describing structure and required content of each Part of the Tenderer's proposal.

A. Content and structure of the Full Proposal

The structure of the Full Proposal consists of 9 Parts which together form seven (7) volumes of the Proposal.

The Table 1 below indicates the structure of the Full Proposal.

Volume 1 Cover Letter	Part 1 Cover Letter
Volume 2 Product Rationale and Sustainability	Part 2 Product Rationale and Sustainability
Volume 3 Technical Proposal	Part 3 Technical Proposal
Volume 4 Project Team and Resources	Part 4A Project Team
	Part 4B Project Resources
Volume 5 Management Proposal	Part 5A Management Plans, Policies and Procedures
	Part 5B Implementation Proposal
Volume 6 Financial Proposal	Part 6 Financial Proposal
Volume 7 Contractual Proposal	Part 7 Contractual Proposal

Table 1: Structure of the Full Proposal.

For each Part of the Full Proposal the Agency has established Guidelines for its Content and the relevant pre-compiled Templates. Both Guidelines and Templates are available in the zip file under the following URL:

<http://emits.sso.esa.int/emits-doc/ESTEC/AO9090/AO9090RequirementsAndTemplates.zip>

A complete Full Proposal that addresses all of the requirements expressed in the documents referenced above will greatly increase the likelihood of a timely and favourable evaluation of the proposal by the Agency.

Although not mandatory, it is highly recommended to use the Full Proposal templates pre-filled with suggested text as they are aligned with the information indicated in the Guidelines.

The pre-filled templates are significantly detailed. Tenders should take into consideration that they are scalable to the nature and complexity of the proposed project and can be customised accordingly.

The Full Proposal shall be a fully self-contained set of documents, and will be the sole basis of the Agency's evaluation. Any information in the Outline Proposal and any correspondence prior to the submission of the Full Proposal will not be considered in the evaluation.

B. Specific requirements for submission of the Full Proposal in “esa-star”

1. Considerations related to “esa-star”

The following requirements apply with regards to files to be uploaded to “esa-star”:

- the tender documents, duly signed when required, shall be submitted in pdf format containing no dynamic content (i.e. no animations);
- if so required by the Agency, specific tender components (i.e. PSS forms, planning charts, etc.) may have to be also uploaded, in addition, in their native format;
- only unencrypted files, which are not password protected, can be uploaded (the Agency ensures that files are encrypted after upload to esa-star);
- maximum file size is 250 MB per file.

“esa-star” is optimised and its functionalities are certified for use with MS Internet Explorer 11 (MS IE11). Other web browsers may work but the Agency declines any responsibility in case Tenderers choose to use a different type of web browser. Problems deriving from the use of web browsers other than MS IE11 will under no circumstances be considered as an extenuating reason in the Tenderer's favour during the tender submission process or any other situation or transaction within the system where time is of the essence.

In order to understand and characterise the behaviour of their own network and/or internet connection facilities and software (web browsers, etc.) with regard to “esa-star”, the Tenderers are strongly invited to make use of “esa-star”'s "Upload", "Submit" and "Recall" functionalities, whether using actual (draft) proposals or "dummy" material before submission of the Full Proposal.

The HelpDesk function “ID Help” provided by the Agency is available, Monday to Friday inclusive, from 08:00 to 18:00 CET. ID Help shall be preferably contacted by phone +**39 06 941 80700**, the email idhelp@esa.int being only a back-up contact possibility. When contacting ID Help to open tickets relative to technical problems with “esa-star”, Tenderers are strongly advised to take into due account the following elements:

- there may be waiting queues before phone calls or e-mails are answered,
- there may be additional waiting time for a ticket to be opened and queued for action,
- issues require a certain time of investigation before they can be solved.

Tenderers finding the esa-star system technically not operational at the time of tender submission shall immediately contact ID Help by phone (+39 06 941 80700) for assistance, and shall abstain from directly contacting the responsible Contracts Officer.

“esa-star” is the default means for submitting tenders to the Agency. Unless explicitly instructed to do so by the responsible Contracts Officer, Tenderers shall not submit a tender through means other than “esa-star”.

Tenders declared not admissible by the Tender Opening Board will remain locked in “esa-star” and will not be made available to Tender Evaluation Board.

2. Declaration of Compliance and Key Acceptance Factors

In the “esa-star” process of tender submission, it is compulsory for Tenderers to make declarations related to compliances and to Key Acceptance Factors.

Any declaration made which would contradict the content of the tender may result, as applicable, in the subsequent elimination of the tender or in a significant down marking of the tender.

With regard to the “Declaration of Compliance” to be submitted in “esa-star” (that is mirrored below), the Tenderer will have to provide the corresponding statements of compliance or deviation. Please note that any compliance statement or justification for partial compliance referred to in such Declaration that would be contradicted by the detailed content of the tender may lead to significant down-marking in the evaluation of the tender.

Declaration of Compliance
The information provided to the Agency for registration as potential supplier (individually for all entities involved in the Proposal) has been updated in the last 12 months.
With regard to the Requirements for the Content of the Cover Letter (Part 1), indicated in the Table 1 within Part 3 of the SCT, the Proposal is:
With regard to the Requirements for the Content of the Product Rationale and Sustainability (Part 2), indicated in the Table 1 within Part 3 of the SCT, the Proposal is:
With regard to the Requirements for the Content of the Technical Proposal (Part 3), indicated in the Table 1 within Part 3 of the SCT, the Proposal is:
The technical proposal is free from any plagiarism. When use is made of material being quotations or citations from existing public literature such use is clearly indicated and due reference indications (source and author) are provided.
With regard to the Requirements for the Content of the Project Team and Resources Proposal (Part 4A and Part 4B), indicated in the Table 1 within Part 3 of the SCT, the Proposal is:
With regard to the Requirements for the Content of the Management Proposal (Part 5A and 5B), indicated in the Table 1 within Part 3 of the SCT, the Proposal is:
With regard to the Requirements for the Content of the Financial Proposal (Part 6), indicated in the Table 1 within Part 3 of the SCT, the Proposal is:

With regard to the Requirements for the Content of the Contractual Proposal (Part 7) indicated in the Table 1 within Part 3 of the SCT, the Proposal is:
With regard to the Export/Import requirements of the APO (please refer to the present document - Part 3 – D and Contractual Proposal Guidelines Part 7, section 3) the Tender is:
With regard to the Agency's Right of Audit (GCT Part 2 B7) of the APO, the Proposal is:

With regard to the declarations related to “Key Acceptance Factors”, to be submitted in “esa-star” (and mirrored below), the Tenderer will have to provide, in the dedicated section of “esa-star”, the corresponding statements of compliance. Please note that, if the analysis of the full tender reveals that the tender is not in line with any of the declarations given in the “Key Acceptance Factors” section, the tender will be excluded from further evaluation.

Key Acceptance Factors
The Tenderer and any Subcontractor(s) satisfy/ies the qualification requirements established under Part 1 A “Eligibility Requirements” paragraphs b) to i) of the Agency's General Conditions of Tender (see Part 2B-1 of the GCT).
The Tenderer confirms, on its behalf and on behalf of its Subcontractor(s), to be compliant with the requirements listed in the “Certification of Free Competition” (see Part 2B-3 of the GCT).
The Tenderer confirms, on its behalf and on behalf of its Subcontractor(s), to be compliant with the requirements listed in the “Certification of Non-Benefit” (see Part 2H of the GCT).
The Tenderer confirms, on its behalf and on behalf of its Subcontractor(s), the acceptance of the conditions listed in the “Non Commitment of the Agency” (see Part 2B-11 of the GCT).
The Full Proposal cover letter and the Full Proposal contain a binding price.
The Full Proposal cover letter and the Full Proposal contain a Firm Fixed Price.
The Full Proposal cover letter contains a confirmation that the validity period is four (4) months from the date of Full Proposal submission with implicit extensions as per Article 37 points 3 & 4 of the Agency's Procurement Regulations.
The Full Proposal contains a technical description.
A statement is attached to the cover letter, signed by the Delegate(s) representing the country/ies in which the Contractor (and if applicable its Subcontractor(s)) are established, either authorising the Agency to fund the quoted price from their contribution to the InCubed Element or indicating their agreement to fund the quoted price.
ESA has given its go-ahead for the submission of the Full Proposal based on the Outline Proposal.
The Tenderer has prepared its Full Proposal in line with Proposal Templates as identified in Table 1 within Part 3 of the SCT.

The Full Proposal cover letter is signed by authorised representative(s) of the Tenderer.

As indicated in the Invitation Letter of this APO, the availability of the Support Letter by the Participating State having jurisdiction over the Tenderer is a prerequisite for the Full Proposal evaluation by the Agency.

In evaluating the Full Proposals ESA will use the following evaluation criteria and weighting factors:

N o.	Evaluation Criterion	Weighting Factors %
1	<u>Understanding of the Programme Objectives and relevance of proposal in the InCubed context:</u> Improvement of global competitiveness of Europe in EO commercial markets; sustainability of the proposed activity in the commercial market without further institutional support; tangible results within the timespan of InCubed; substantial degree of innovation (new or improved competencies for Economic Operator(s)).	30%
2	<u>Clarity of the technical objectives and definition of the requirements for the proposed work:</u> Quality of engineering approach and discussion of problem areas; quality and suitability of proposed programme of work; background and experience of the entity/entities related to the particular field concerned, including adequacy of proposed facilities; adequacy of the key personnel for the execution of the work.	30%
3	<u>Adequacy of management approach, costing and planning:</u> Credibility of the cost estimation, credibility of proposed co-funding scheme (in line with type of Economic Operator(s)) and of proposed activity) and of the proposed schedule.	30%
4	<u>Compliance with the administrative tender conditions of the APO for Full Proposals and acceptance of the draft contract</u>	10%