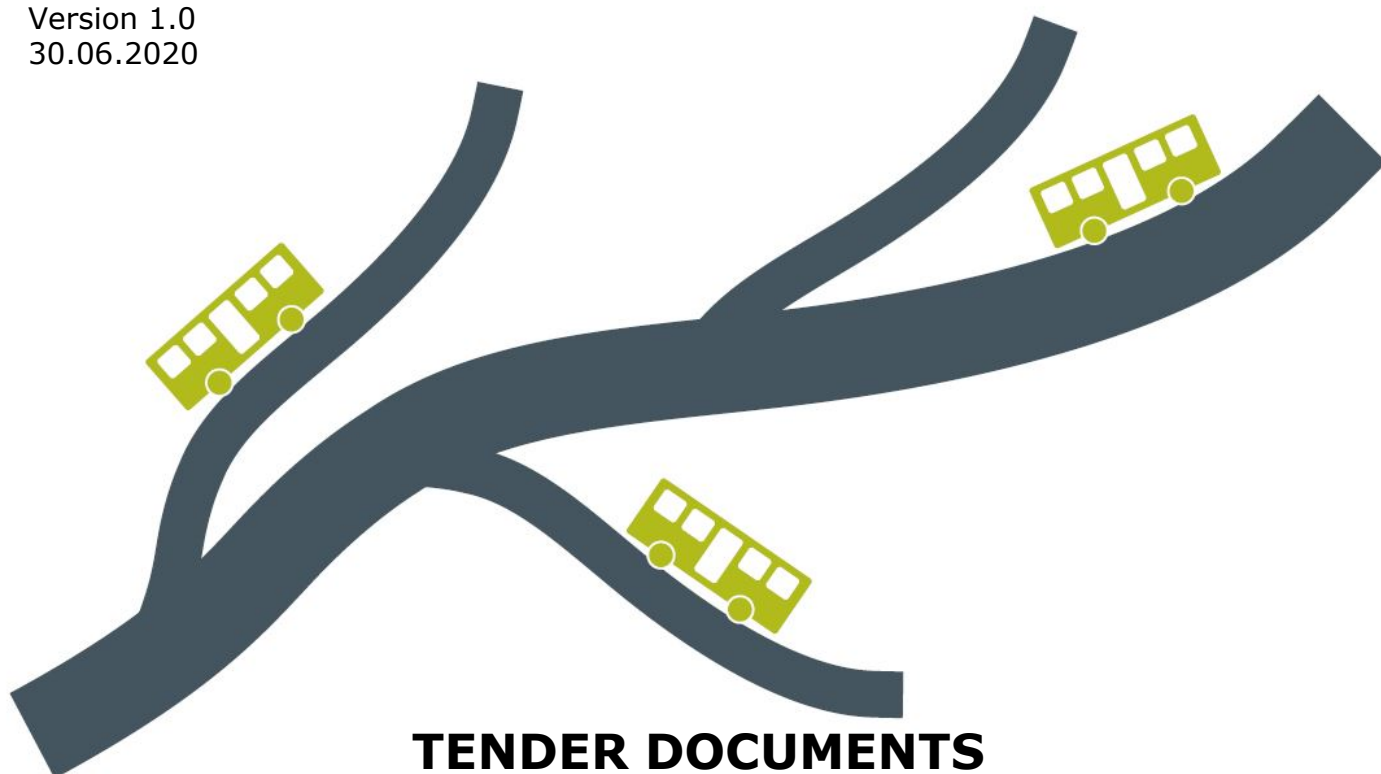


Version 1.0
30.06.2020



TENDER DOCUMENTS

Invitation to tender

Open procedure in accordance with the Purchase regulations for the

Utilities Sector no. 975 of 12th of August 2016 Sections I and II

for the procurement of

Framework Agreement for Analyses of Flexible transport

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1. Introduction

1.1 Definitions

In this document and in all the document's attachments and accompanying appendices, the following definitions apply:

Customer

AtB AS, abbreviated to AtB. The Customer will be the contracting party for the Consultant assigned to the Contract.

Consultant

The Supplier that is awarded the contract.

Invitation to tender

This document

Supplier

An undertaking competing to be awarded the agreement.

1.2 Document description

The tender document consists of the following documents:

- Invitation to tender
 - Tender document - Attachment 1 Form for presentation of the Tender
 - Tender document - Attachment 2 Form for deviations
 - Tender document - Attachment 3 Declaration of commitment
 - Tender document - Attachment 4 Self-declaration of waiver of confidentiality
 - Tender document - Attachment 5 Tender Letter
- Appendix 0 – Contract SSA-R
- Appendix 1 – General description of the deliverables to which the framework applies, and an overview of the principles who may issue awarding contracts under the Framework Agreement
 - Attachment 1.1 Short introduction to AtB's plans for a flexible transport concept in the Trøndelag region
- Appendix 2 – Procedures for issuing awarding contracts under the Framework Agreement
- Appendix 3 – Agreement terms and conditions for the awarding contracts that may be issued under the Framework Agreement with completed Appendices
- Appendix 4 – Administrative provisions
- Appendix 5 – Prices and price provisions
 - Attachment 5.1 Price form
- Appendix 6 – Contractor's response to Appendix 1
- Appendix 7 – Changes subsequent to the conclusion of the Agreement
- Appendix 8 – The Customer's ethical guidelines for Suppliers
- Appendix 9 – Confidentiality agreement
- Appendix 10 – Questions and Answers
- Appendix 11 – Data Processing agreement

The Invitation to tender provides the requirements to the Supplier in accordance with the current public procurement regulations. The Invitation to tender also sets the framework for the competition and is an instruction to the Supplier. The Invitation to tender is not included in the contract signed between the Customer and the Consultant.

The tender shall be in accordance with the guidelines given in the Invitation to tender.

1.3 The Customer

AtB AS is a mobility company responsible for planning, coordinating, marketing and purchasing scheduled public transport in Trøndelag.

AtB does not operate any public transport services but buys transport services from operators who perform the daily operations. In addition, AtB is responsible for school transportation in Trøndelag and order transport.

AtB is organized as stock company and the shares are wholly owned by the County Council of Trøndelag. Ticket prices are determined by the County Council and the main sources of funding of AtB are subsidies from the County Council in addition to ticket revenues.

For more information, please view www.atb.no

1.4 Communication

All communication in the process shall be made through the communication channel in Mercell. This is to ensure that all communication is logged.

When looking at the tender in Mercell, choose the "Communication" tab. Then click "New message" and write your question/information to the Customer and click send. The Customer receives your message.

If the question is relevant to all Supplier, the Customer will answer the question through Appendix 10 – Questions and Answers. The Q and A is anonymous.

There shall be no contact or communication with persons at the Customer other than through Mercell.

Inquiries from the press shall be addressed to the Director of Communications and Operations at AtB, Grethe Opsal, by phone: +47 924 71 195, or email: grethe.opsal@atb.no

1.5 Purpose and scope of the procurement

The purpose of the procurement is to acquire a partner who can assist AtB in identifying and implementing systematic measures to ensure that resources are used in a good and efficient way when we plan and operate our flexible transport concepts.

In summary, the purpose of the agreement is to conduct feasibility studies and analyses of mobility concepts in the geographical area where AtB operates.

Description of the delivery follows from Appendix 1 to the Contract.

The contract is to be concluded for a period of 2 years with an unilateral option for the contracting authority of up to 1 + 1 years.

1.6 Partial tenders

This contract is not divided into lots, and it is therefore no opportunity to submit partial tenders.

1.7 Alternate tenders

The Customer does not accept alternate tenders.

1.8 Timetable

The following time frames apply to the process:

Activity	Date/time
Deadline for submitting questions concerning the tender documents	15.07.2020
Deadline for submission of tenders	06.08.2020 at 10:00 a.m.
Opening of tenders	06.08.2020 at 10:15 a.m.
Evaluation of tenders	Week 32 - 33
Awarding of contract and notification to suppliers	Week 34
Closing date for standstill period	10 days after award of the contract
Signing of contract	Week 36
Validity of tender	1 month after deadline for submission of tender
Supplier receives the first call-off on the contract	Week 36

Please note that times given after opening of tenders are tentative.

Any extension of the period for validity of tenders requires consent from the Supplier.

All times specified in the timetable is GMT+2.

2 RULES FOR IMPLEMENTING THE COMPETITION AND REQUIREMENTS FOR TENDERS

2.1 Electronic tender system

2.1.1 General information

The competition is carried out in the electronic tendering system Merccell. Registration is free and shall be made here: www.merccell.com. It is recommended that the supplier use Chrome or Firefox as browser.

If you have any questions related to using Mercell, contact Mercell Support by phone: + 47 21 01 88 60 or email: support@mercell.com

It is the supplier's responsibility to get acquainted with the opening hours of Mercell Support.

The supplier shall contact Mercell Support if any problems related to submitting the tender occur.

We encourage all suppliers to submit their tender well in advance of the deadlines set out in 8. Tenders can be sent several times and be revised until the deadline. The last registered tender will be regarded as final.

The supplier is responsible for submitting the tender within the deadline. Tenders received after the deadline will be rejected.

In Mercell, it is possible for suppliers to confirm their interest in the competition, without binding the supplier to submit a tender. The contracting authority kindly asks suppliers to confirm their interest to provide us with an insight into how many suppliers want to participate in the competition.

2.1.2 Electronic signing of contract

After the contract is awarded, the contract will be signed electronically. This entails that the supplier must have an electronic signature to be able to sign the contract. Electronic signature can be obtained at www.commfides.com, www.buypass.no or www.bankid.no.

Please note that it may take a few days to have an electronic signature delivered so that this process should be started as soon as possible. If the Supplier have any difficulties obtaining an electronic signature or have questions regarding compatibility to Mercell, we ask that the Supplier contact Mercell at + 47 21 01 88 60 or support@mercell.com.

2.2 Procurement procedure

This competition is conducted in accordance with the Public Sector Procurement Act no. 73 17th of June 2016, and the Purchase Regulations for the Utilities Sector no. 975 of 12th of August 2016 (hereinafter referred to as the Utilities Regulation). For this procurement, sections I and II of the Utilities Regulation apply.

The contract will be awarded after an open procedure, cf. § 9-1 of the Utilities Regulation. In this competition there is no opportunity to negotiate. Consequently, it is not possible to change the tender after the deadline for submission of tenders.

The Supplier is strongly encouraged to follow the instructions given in this document with attachments and appendices and, if necessary, ask questions about unclarities via Mercell.

2.3 If the Supplier relies any subcontractors or contractual partners to fulfil the contract

If it is known to the Supplier that a subcontractor will be used to fulfil the contract, this needs to be indicated in the tender. The Supplier must provide a description of how much of the contract, and possibly which parts, the Supplier intends to entrust to the subcontractor(s). If applicable, the tenderer must also specify which subcontractor the supplier intends to use for the fulfilment of the contract.

2.4 Duty of confidentiality

The Customer and its employees have a duty to ensure that others are not given access to or knowledge of information about technical solutions, methods, or other business-related aspects which are to be considered trade secrets, cf. § 13 of the Norwegian Public Administration Act and § 7-3 the Utilities Regulation.

2.5 Validity of tender

Suppliers are bound by their tender until the given date for Validity of tender, see 1.8 Time table.

2.6 Update of the tender documents and additional information

The Customer has the right to make corrections, additions or changes to the tender documents that are not substantial, within the expiry of the Deadline for submission of tenders. Any corrections, additions or changes to the tender documents, including questions and answers in anonymous form, will be given to all Suppliers who have registered their interest for this procurement on Mercell.

If the Supplier finds that the tender documents does not give enough guidance, the Supplier may ask for additional information from the Customer in writing through Mercell.

If the Supplier discovers errors in the tender documents, we ask that the Supplier communicates this in writing via Mercell as soon as possible.

All requests shall be written and must be sent to the Customer via Mercell.

2.7 Deadline for request for interim injunction

Request for interim injunction against the Customer's decision to either reject an application to participate in the competition, cf. §§ 20-1 and 20-2 of the Utilities Regulation, must be submitted to the district court within 15 days from the Customer's notice, cf. § 16-5 of the Utilities Regulation.

2.8 Compensation

The Supplier does not have the right to any form of compensation for preparing, delivering or following-up of the tender.

3 THE EUROPEAN SINGLE PROCUREMENT DOCUMENT (ESPD)

3.1 About ESPD

As a preliminary documentation for fulfilment of the qualification requirements and that there are no grounds for rejection, the Supplier must complete the ESPD form.

The ESPD form is an integrated part of the submission of the application for participation in Merzell. This means that by going through the submission process, the Supplier must fill out the integrated ESPD form.

The Supplier who are intended to be awarded the contract must, before the contract is awarded, document the fulfilment of the qualification requirements in accordance with the stated documentation requirements in paragraph 4.

The Customer may at any time in the competition ask the Suppliers to supply all or part of the documentation requirements, if necessary, to ensure that the competition is carried out correctly. This also applies if the provider relies on another business to fulfil the qualification requirements.

3.1.1 ESPD for subcontractors and suppliers who participate in the competition jointly

If the Supplier relies on the capacity of subcontractor(s), the subcontractor(s) shall provide separate ESPD forms. If Suppliers participate in the competition jointly, separate ESPD forms must be also provided. The supporting undertaking(s) must provide separate ESPD-forms. Please see clause 3.1.2 for further details.

Further guidance on how to submit an ESPD-form for supporting undertakings/subcontractors can be found at:

<https://merzell.atlassian.net/servicedesk/customer/article/88704635>

The guideline is in Norwegian. Merzell does not have an English guideline available yet. We therefore ask that the Supplier contacts Merzell Support well in advance of submission of the tender for assistance, see 6.1.1.

According to Merzell, the Supplier will not be able to submit the tender before the supporting undertakings/subcontractors has completed their integrated ESPD form in Merzell.

The subcontractors/ suppliers who participate in the competition jointly can provide a comprehensive declaration in the ESPD form that they meet all of the qualification requirements that arise from the Invitation to tender. This is done in the ESPD form part IV section a.

In addition to submitting a ESPD form for the subcontractors/suppliers who participate in the competition jointly, the Supplier must also submit the following:

1. A short description of the subcontractor/supplier and which of the qualification requirements the Supplier need the support of a subcontractor to fulfil.
2. Completed and signed declaration of commitment between the parties, cf. Invitation to tender – Attachment 3 Declaration of commitment.

3.2 National exclusion grounds

According to ESPD part III: Exclusion grounds, section D: «Other exclusion grounds that may be foreseen in the national legislation of the contracting authority's or contracting entity's member state». The Norwegian public procurement legislation goes further than the exclusion grounds in EU directive on public procurement and the standard form for ESPD. It is therefore noted that all exclusion grounds mentioned in § 20-2 of the Utilities Regulation apply, including the national exclusion grounds.

The following exclusion grounds in § 20-2 of the Utilities Regulation are national:

- § 20-2 (2). This provision states that the Customer shall exclude a Supplier when the Customer is aware that the Supplier has been duly sentenced or has agreed to a penalty notice for the specified criminal offences. The requirement that the Customer shall exclude suppliers that has agreed to a penalty notice for the specified criminal offences is a special Norwegian requirement.
- § 20-2 (3) letter i. The ground for exclusion in the ESPD form only applies to serious errors in the profession, while the Norwegian exclusion ground also includes other serious errors that may cause doubts regarding the professional integrity of the Supplier.

4 QUALIFICATION REQUIREMENTS

In order to have their tender evaluated, suppliers must complete the European Single Procurement Document (ESPD) as a preliminary documentation that they meet the qualification requirements listed below. Please view section 3 for more information on completing the ESPD form.

4.1 Tax certificate

Requirement	Documentation
The supplier shall comply with requirements related to payment of tax, employer's tax and value added tax	<ul style="list-style-type: none"> • Norwegian undertakings: Tax certificate. The certificate shall not be older than 6 months, calculated from the deadline for submission of tenders. Any arrears or other irregularities must be justified. • <u>Foreign undertakings</u>: The Supplier must provide certificates issued by competent authority confirming that the Supplier has fulfilled obligations regarding payment of taxes and fees under the law of the country in which the provider is established. Certificates shall not be older than 6 months from the expiration of the deadline for submission of tenders.

4.2 Supplier's registration, authorization, etc.

Requirement	Documentation
The supplier shall be registered in a business register, a professional register or a trade register in the state which the supplier is established	<ul style="list-style-type: none"> <u>Norwegian undertakings</u>: Certificate of company registration <u>Foreign undertakings</u>: Documentation that the company is registered in a business register, a professional register or a trade register on the state the supplier is established

4.3 The economic and financial capacity of the supplier

Requirement	Documentation
The supplier shall have sufficient financial capacity to carry out the contract. Creditworthiness without a collateral requirement will be sufficient to fulfil this requirement	<ul style="list-style-type: none"> Credit rating which is based on the latest known accounting figures. The rating shall be carried out by a publicly approved agency with licence to conduct credit rating. Credit ratings shall not be older than 3 months from the expiration of the deadline for submission of tenders.

If Suppliers have duly reasons not to submit the documentation required by the contracting authority, the supplier may document the economic and financial capacity by submitting any other document that the contracting authority deems suitable, cf. the Utilities Regulation 12-1 (2), cf. Public Procurement Regulation 16-4 (2).

5 SUBMISSION OF APPLICATIONS/TENDERS AND MEANS OF PRESENTING THE APPLICATION/TENDER

5.1 Submission of application to participate in the competition and of tenders

All tenders must be submitted electronically via www.mercell.com within the deadline. Tenders submitted after the deadline will be rejected.

It is recommended that the tenders are submitted well in advance.

If the Customer gives additional information that makes you want to change your tender before the deadline expires, you can open your tender, make changes and re-submit before the deadline expires. The last submitted tender will be your final and valid tender.

5.1.1 Mercell Support

If you are not a Mercell-user, or if you have questions related to the functionality of the tool, contact Mercell Support on tel.: +47 21 01 88 60 or e-mail: support@mercell.com.

The Supplier is responsible to get acquainted with the opening hours of Merzell Support.

The Supplier shall contact Merzell Support if challenges related to delivering the tender through Merzell occur.

5.1.2 Confirmation

The Customer asks that you confirm whether you want to make a bid. This has to be done electronically in Merzell, by choosing the "Make bid" tab, and then clicking the button "I want to bid" or "I do not want to bid." This gives the Customer an indication of whether we can expect a tender from the Supplier. Note that Suppliers do not commit themselves by making this confirmation. We ask that the Supplier verifies whether they wish to make a bid as soon as possible.

5.2 Presentation of the application to participate in the competition

The application to participate in the competition shall:

- Contain a confirmation that is dated and signed by a person legally representing the Supplier (this means that the application shall be signed by the person who is authorized to sign on behalf of the undertaking in accordance with the registration certificate. If the application is signed by a person without signature right under the undertaking certificate, proxy for signature must be attached to the application).
- Contain a completed ESPD form
- Contain the documentation needed to fulfil the qualification requirements mentioned in chapter 4.

5.3 Presentation of the tender

We ask that the tender is presented according to the disposition that follows from the Tender document – Attachment 1 Form for presentation of the Tender.

The Supplier is responsible for presenting and responding to all questions, requirements and clarifications given in the tender documents. Lacking or insufficient documentation can result in rejection of the tender.

The tender shall not contain brochures or other commercial material unless this is related and are relevant to the response in the tender.

5.4 Language

Tenders shall be delivered in English or in Scandinavian language.

5.5 Publicity

The Customer is subject to the Norwegian Public Act, including the right of access to tenders received by the Customer. If the tender contains business secrets, the Supplier must also provide a censored version of the tender.

According to the Norwegian Public law, the Customer will nevertheless undertake an independent decision as to whether the information is regarded as business secrets.

5.6 Opening of the tenders

Tenders will be opened after the deadline for submission of tenders. Suppliers may not be present during the opening of tenders.

5.7 Treatment of the tender

The Suppliers may, within the limits deriving from the public procurement regulation, be asked for additional information if this is deemed necessary.

The Customer's potential need for clarifications of the tender will be notified in writing or directly during the negotiations.

5.8 Deviations

If the offer is intended to deviate from the competitive basis and the accompanying appendix, including whether any deviations have been made, this must be stated in Attachment 2 Form for deviations. All conditions must be accurately and unambiguously described and priced. The Customer is obliged to assess and determine the price consequence of all deviations.

Deviations that are not specified in the offer will not be invoked during the execution of the contract. Offers containing significant deviations will be rejected.

5.9 Rejection of tenders

Rejection of tenders is regulated in chapter 20 the Utilities Regulation. Suppliers who had their tender rejected, will receive a written notice stating the justification for the rejection.

5.10 Information and justification of the award of the contract

The contracting authority will inform all suppliers simultaneously and in writing of which supplier the contracting authority intends to award the contract as soon as the choice of tender is decided, see timetable in clause 1.4. The notice will contain a justification for the decision and inform of the deadline for appeal.

5.11 Cancelling of the competition

The Customer may cancel the competition if this is duly justified.

6 AWARD CRITERIA

The award of the contract will be based on which tender has the most economically advantageous tender, based on price and quality, based on the following criteria:

Award criteria, weight	Sub criteria, weight	Documentation requirements
Price, 30 %		Completed price form, cf. Appendix 5 Attachment 5.1
Quality, 70 %	Reference assignments, 30 %	<p>The Supplier's three most relevant assignments. The relevance of previous assignments for flexible transport will be emphasized, as well as the professional level of the analyses in the assignments</p> <p>The Client reserves the right to contact references to verify the contents of delivery.</p> <p><u>Documentation requirements:</u> Written reports (analyses) from previous assignments (and companies).</p>
	Competence, 30 %	<p>CVs for key personnel (up to 3) at the Supplier who will be used to perform analyses during the contract period for the Framework agreement. cf. SSA-R Appendix 1 and 2.</p> <p><u>Documentation requirements:</u> Written CV. The CV shall contain supplementary information on education and relevant experience. The CVs are an opportunity for the Customer to get to know the candidates and to assess their qualifications. It is therefore important that the CVs are detailed, and they must therefore contain all relevant information and should be structured as follows:</p> <ul style="list-style-type: none"> • Name and position • Key qualifications • Education: Year, institution, line, degree • Additional education: Year, institution, description of subjects, credits • Previously completed assignments (client, size, value)

Award criteria, weight	Sub criteria, weight	Documentation requirements
		and type / nature and the employee's role in the project).
	Understanding of the assignment, 40 %	<p>Description of how the Supplier intends to set up the first assignment in September 2020, the procedure he will use, cf. Appendix 1 clause 1.1.2.</p> <p><u>Documentation requirements:</u> Written statement, up to 2 pages long. The format must be readable. It will be possible to add figures and tables as attachments to the statement, if applicable.</p>

6.1 Method for evaluation

6.1.1 Price

The evaluation of the price criterion is based on the completed price form. See Attachment 5.1 - Price form for further instructions.

It is the hourly rate that represents the evaluation price. The lowest hourly rate achieves maximum score, 10 points.

If the offered price is twice as high, or more, than the lowest offered price, it results in a score of zero (0) points on the price criterion.

6.1.2 Quality

The evaluation of the award criterion quality is based on the Supplier's response and description to the sub criteria "reference assignments", "competence" and "understanding of the assignment". Please view the internal weight of the sub criteria in the table above.

The award criterion quality, including sub criteria, will be given scores from 0-10, where 10 is the highest score. The evaluation is based on a discretionary assessment of the various sub criteria and will be conducted by professional personnel at the Customer.

For the specified weighting of the award criterion to be correct, the best tender within the award criterion quality must get 10 points. Therefore, the individual Supplier's score for the award criterion must be scaled up by the factor 10 / best score within the criterion quality. This is often referred to as score normalization.