



Invitation to tender

Negotiated procedure above the EU Procurement
Thresholds

(FOA Part I and III)

for the procurement of

Operational support and maintenance – Ferde Toll
Collection systems

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1 GENERAL DESCRIPTION

1.1 Introduction

Ferde AS is currently in the final stage of developing a Toll Collection System (TCS). This system will support our core business processes. As such, it will be considered as a mission critical system.

Ferde has been running Appian on a very few selected business processes for a few years. However, we have so far not been able to draw the full advantages of the potential offered by Appian's low-code platform. We have recently also deployed Blue Prism to support automation on selected processes, to some extent integrated with Appian. The TCS and Ferde's platform is described in further detail in Appendix 3.

1.2 The Customer

Ferde AS is one of five regional Toll Collection companies in Norway. The company is mandated to finance public infrastructure projects by collecting road tolls within the local counties Hordaland, Rogaland, Sogn og Fjordane, Aust-Agder and Vest-Agder (as some of these are currently merging, in 2020 we will cover Vestland, Rogaland and Agder). The company is also owned by local government in the same counties. Within this region, Ferde currently finances 25 different projects, and operates approximately 150 toll stations. During 2019 we expect to register approximately 250.000.000 passages through these toll stations, and to collect approximately 3500 MNOK in tolls. The company employs approximately 65 people, including 11 people in the IT/Technology department.

More information about Customer may be found at the following addresses:

- Norwegian version: <https://ferde.no/om-oss>
- English version: <https://ferde.no/om-oss/?lang=en>

The TCS will also be used by Vegamot AS and Bompengeselskap Nord AS. Ferde, Vegamot, and Bompengeselskapet Nord will be parties to the contract.

1.2.1 Organization structure

Ferde AS is in the process of determining the final organization of its activities. If some activities are moved to separate companies, or some other form of reorganization, the contract, or parts of it, must be able to be transferred to new contractors by entering into existing contractor's rights and obligations under the contract. This applies when the reorganization does not entail material changes to the contract.

1.3 Procurement Objective and Scope

The purpose of this procurement is to connect with a potential long-term partner to support the operation and further development of the TCS. We are looking for a supplier that can

provide excellent operational support, as well as strategic advice and support in developing the roadmap for the system.

2 Rules for conducting the procurement process

2.1 Procurement Process

The procurement process is conducted in accordance with the Act on Public Procurement dated 17th June 2016 (Procurement Act) and the Regulations on Public Procurement (Procurement Regulations) FOR 2016-08-12-974 part I and III.

The procurement process is conducted as a competition with negotiation after prior notice, cf. the Procurement Regulations section 13-1 (2), cf. section 13-2 parts a and c.

The process is conducted in two stages: The first stage is a qualification stage, which is open to all interested Bidders. The second stage is the competition itself. Only those Bidders who meet the qualification requirements and are selected by the Customer among the qualified Bidders, will be given an opportunity to submit a bid in the second stage.

The Customer plans to invite a minimum of three and a maximum of eight Bidders to bid. The selection from among the qualified Bidders will be based on the selection criteria in section 5.

The negotiations may take place in several phases. Customer reserves the right to reduce the number of bids and solutions during the negotiations based on the award criteria in the competition. A first reduction may take place prior to the negotiations. See also the Procurement Regulations sections 23-7 and 23-11.

2.2 Timetable for procurement

Customer has the following preliminary timetable for the procurement process:

Activity	Tentative date/time
Stage 1	
Announcement of tender, stage 1 qualification	07.07.2021
Deadline for submitting questions and requests for clarifications regarding the qualification process	09.08.2021
Deadline for submitting a request to qualify. This deadline is mandatory	18.08.2021 12:00
Notice of the result for qualification	27.08.2021
Deadline for temporary suspension	15 days after notice of qualification

Stage 2	
Invitation to tender	30.08.2021
Bidder conference/separate meetings	TBA
Deadline for submitting questions and requests for clarifications regarding the tender stage	22.09.2021
Deadline for submission of bid	01.10.2021 12:00
Evaluation and negotiations	04.10-12.11.2021
Contract award and notification of Bidder selection	12.11.2021
Standstill period	10 days
Contract signing	End of November
Bids valid until	31.01.2022
Contract commencement	Immediately after signing

All dates after the qualification deadline are subject to change.

2.3 Additional information, questions and answers

If a Bidder finds that the tender documents do not provide sufficient guidance, the Bidder may request additional information from the Customer via KGV in writing.

If errors are found in the tender documents, it is advised that these are communicated in writing to the Customer via KGV.

Any corrections, additions or changes to the tender documents, as well as questions and answers in anonymous form, will be communicated to all Bidders via KGV.

The timetable in section 2.2 gives the deadline for submitting questions and request for clarifications regarding the qualification stage and the tender stage.

2.4 Bidder conferences

The Customer will invite the Bidders to separate Bidder conference(s). Dates and form will be communicated to the Bidders in stage 2. Invitations will be sent out via KGV.

Bidders are asked to submit questions regarding the competition/tender documents prior to the conference. The Bidder may also ask questions and request clarifications during the Bidder conference. All received questions and answers will be made available to all Bidders via KGV.

Customer considers Bidder conference and information sessions to be suitable arenas for providing and exchanging information. Customer may organize further Bidder conferences and presentations for this purpose. Minutes of meetings will be prepared and sent to the Bidders. Customer accepts no responsibility for Bidders who do not participate in Bidder conferences, and as a result, claims to have received insufficient or incorrect information.

2.5 Electronic Tendering System

Customer will use an electronic tendering system from Mercell (<https://www.mercell.com>) for this procurement process. The system, referred to as KGV, is internet-based and supports the procedures used in public procurement.

2.6 Updating the Invitation to Tender in stage 2

Customer will provide information about any updates to the Invitation to Tender for Stage 2.

Any subsequent corrections, additions or changes to the tender documents, as well as questions and answers in anonymous form, will be communicated to all pre-qualified and selected Bidders via KGV.

Bidders are strongly advised to communicate with Customer **before** considering making any reservations to the tender documents or propose changes to the contract documents. The Bidders are advised to use the period from qualification until the tender is submitted to clarify the possible implications any reservations and change proposals may have for participation in the negotiation process. See also section 10.4 below.

2.7 Costs for participating in the competition

Bidders must cover all costs related to the competition and bids themselves.

2.8 Partial bids

Bids based only on parts of the assignment will not be accepted.

2.9 Alternative bids

Alternative bids will not be accepted.

2.10 Non-disclosure agreement

Bidders are subject to confidentiality regarding the circumstances of Customer which may be expressed throughout this competition.

The Customer and its employees are obliged to prevent others from gaining access to or knowledge of information about technical facilities and procedures or operating and business conditions which will be of competitive advantage, cf. the Procurement Regulations section 7-4, cf. the Public Administration Act section 13.

Corresponding confidentiality also applies to personnel hired by Customer.

2.11 Public Access

For public access to bids and the procurement protocol, the Public Procurement Act (Act 2016-06-17 No. 73) applies.

2.12 Redacted bids

The Bidder shall provide redacted Bids at the Customers request within 2 working days.

2.13 Language

The Bidder shall provide a request for participation and the bid response in English or Norwegian. Documentation may be delivered in English or Norwegian.

Dialogue with Bidders will be conducted in English or Norwegian as appropriate.

2.14 Notice of chosen Bidder

All affected Bidders receive a reasoned decision on who will be awarded a contract with a specified standstill period, cf. the Procurement Regulations sections 25-1 and 25-2.

2.15 Complaints

Any complaints may be sent to the Customer's representative in the electronic tendering system (KGV). In order to conduct a proper complaints procedure, the complaint should be sent to the Customer at least 2 days prior to the expiry of the standstill period.

2.16 Competition close

Received requests/bids will not be returned.

3 European Single Procurement Document (ESPD)

3.1 General information about ESPD

As documentation of compliance with qualification requirements and to ensure that there are no grounds for rejection, Bidders must complete the ESPD form in KGV. The form must be submitted together with the request for participation.

3.2 National grounds for rejection

According to ESPD, Part III: Rejections, Section D: "Other grounds for rejection as stipulated in the national legislation of the contracting authority." The Norwegian procurement rules go beyond the grounds for rejection set out in the EU Public Procurement Directive and in the ESPD standard form. It is therefore emphasized that in this competition all the grounds for rejection apply in section 24-2 of the Procurement Regulations, including the purely national grounds for rejection.

The following grounds for rejection in the Procurement Regulations section 24-2 are purely national grounds for rejection:

- § 24-2 (2). In this provision, it is stated that Customer shall reject a Bidder when he/she is aware that the Bidder has been duly sentenced or has received an order for the specified criminal offenses. The requirement that Customer rejects Bidders who have adopted the prescribed criminal offenses is a special Norwegian requirement.
- § 24-2 (3) point i. The grounds for rejection in the ESPD form apply only to serious errors in professional practice, while the Norwegian grounds for rejection also include other serious errors that may cause doubts regarding the professional integrity of the Bidder.

3.3 Overall statement for all qualification requirements in the ESPD form

In this competition, Bidders in the ESPD form can provide a comprehensive statement that they meet all the qualification requirements. This is done in the ESPD form part IV section a.

4 Qualification Requirements

4.1 Introduction

The qualification requirements are such that the Bidder shall have the necessary expertise, experience and financial capacity to complete the project deliveries.

Bidders who do not meet the qualification requirements will be rejected, cf. Section 24-2 (1) (a) of the Procurement Regulations. Inadequate or insufficient documentation for one or more claims may lead to the rejection of the Bidder. The same applies if the Bidder provides incorrect or misleading information.

Documentation of the qualification requirements listed below must be submitted in addition to the ESPD form.

4.2 Bidders registration, authorization, etc.

Requirement	Documentation requirement
The Bidder shall be registered in a company register, professional register or trade register in the state/country in which the Bidder is established.	<ul style="list-style-type: none"> • Norwegian companies: Company certificate • Foreign companies: Evidence that the company is registered in a company register, professional register or trade register in the state/country the Bidder is established.

4.3 Bidders economic and financial capacity

Requirements	Documentation requirement
The Bidder shall have sufficient economic and financial capacity to fulfil the contract	<ul style="list-style-type: none"> Annual accounts for 2020, 2019 and 2018 including the Board's annual report, income statement, balance sheet, notes and audit report. Companies incorporated in 2019 or later documentation must include annual accounts, income statement, balance sheet, notes and audit report for all years since incorporation, and preliminary accounts for 2021. Credit rating based on the latest known accounting figures. The rating shall be carried out by credit information agencies that have a license to conduct such business. The Customer reserves the right to obtain its own credit rating for the Bidder.

4.4 Bidders technical and professional qualifications

Requirement	Document requirement
The Bidder shall have experience from comparable deliveries.	<ul style="list-style-type: none"> A description of 3-5 of the Bidder's most relevant operations support and/or maintenance deliveries during the last 3 years and contact details to the associated customers' representative (reference). The description of each delivery shall not exceed one A4 page of text per reference. The Bidder must ensure that the documentation fulfils the requirements. The project manager (reference) shall fill in a standardized questionnaire (technical, progress/delivery, performance, communication and service performance), and shall be available for Customer's verification of their response. See Attachment 4 References
The Bidder shall have good capacity for the performance of the contract.	Based on the Bidder's experience; A description of the suggested organization and resources relevant for this contract (no CVs). The description shall also include a description as to what degree sub-contractors will be used (no need to be named).

4.5 Tax and VAT certificate

The selected Bidder shall provide a tax and VAT certificate. This applies only if the Bidder is Norwegian.

The tax and VAT certificate shall not be older than 6 months from the deadline for submitting a request to participate in the competition.

4.6 Collaborative bids

Several Bidders can participate in the competition in collaboration. A statement of business form and composition of the Bidder collaborative group must accompany the request to participate in the competition.

Each entity of the Bidder collaborative group must be a legally established company, cf. section 4.2. The Bidder collaborative group will be considered collectively for the other qualification requirements. All Bidders participating in the collaborative group should therefore provide the requested documentation for the qualification requirements in sections 4.2 to 4.4.

All Bidders participating in a collaborative group must provide separate personal statements (ESPD form), cf. the Procurement Regulations section 17-1 (6).

The individual participants in the Bidder's collaborative group are jointly and severally liable to Customer during the fulfilment of the contract.

4.7 Support from other businesses

If the Bidder must rely on other businesses to meet the qualification requirements for technical and professional qualifications or economic and financial capacity (incl. affiliated companies / "sister" companies), the Bidder must document that it will have access to the necessary resources, cf. the Procurement Regulations section 16-10 (2). This also applies for subsidiaries.

The following documentation must be supplied:

- Declaration of commitment or similar from the companies on whom the Bidder relies
- Documentation for fulfilment of the relevant qualification requirement
- Certificate from the Company Register or equivalent certificate from statutory registration register in the state/country in which the businesses are established
- Separate ESPD-forms (in addition to that of the Bidder)

5 Selection Criteria FOR PARTICIPATION IN THE COMPETITION (Stage 1)

Among the qualified Bidders, the contracting authority will select a number of qualified Bidders as specified above in section 2.1. Only pre-qualified Bidders will receive the invitation to participate in stage 2 of the procurement.

The selection among qualified Bidders will be based on an assessment of which Bidders best satisfy qualification requirements related to technical and professional qualifications, cf. section 4.4 above.

Bidders not selected will be notified in writing of the selection with a brief explanation, cf. the Procurement Regulations section 16-12 (4).

6 Award of contract (Stage 2)

6.1 Award Criteria

The award of contract is based on the offer which has the best relationship between price or cost and quality, based on the following criteria:

Award Criteria	Weighting	Documentation requirement
Quality: <ul style="list-style-type: none"> • Quality of offered services <ul style="list-style-type: none"> ○ Description of service ○ Processes and methodology ○ Personnel – competence and experience • Establishment project • SLA 	60%	Completed Appendix 2 Completed Appendix 4 Completed Appendix 5
Total cost <i>For evaluation purposes USD and EUR will be converted to NOK based on the exchange rate on the day of the tender deadline. (https://www.norges-bank.no/en/topics/Statistics/exchange_rates/)</i>	40%	Completed Appendix 7A

6.2 Evaluation model

A score of 0 to 10 points will be used, where 10 is the best score within each criterion.

Customer will use a linear evaluation model.

$$\text{Score} = 10 - 10 \left(\frac{\text{Price being evaluated} - \text{Lowest price}}{\text{Lowest price}} \right)$$

If the difference in price between the cheapest and the highest price is more than 1.8, Customer will use a hybrid model between the linear and proportional evaluation model (for evaluation of prices with more than 1.8 in difference to the cheapest).

7 Negotiation Process

The negotiations will be conducted in accordance with the Procurement Regulations. The competition allows negotiations with all the invited Bidders on all aspects of the submitted bids.

In the negotiations, the Bidder will be given an opportunity to present/review all parts of the bid. Customer will prepare a detailed progress plan for the negotiations, which will be sent out in good time before the response deadline. Bidders must make the necessary preparations to participate in advance of the negotiations.

The negotiation may take place in several phases during which Customer may reduce the number of bids to be negotiated. The Customer may at their own discretion reduce the number or bids and solutions, prior to any negotiations, ref §23-11. Reduction will take place based on the stated award criteria. When the Customer has decided that the current negotiation phase is to be the last before award, at the end of the negotiation phase, Customer will inform remaining Bidders that their subsequent offer will be their last and final offer in the competition.

A negotiation protocol will be prepared by Customer after each negotiation meeting.

8 Contract

8.1 Contract templates

The procurement contracts will be based on the Norwegian Governmental Standard Terms and Conditions for IT procurement:

- SSA-V

The SSA templates are published and maintained by the Agency for Public Management and eGovernment (Difi). The templates are the most commonly used IT contracting templates in Norway and are used by public and private entities.

8.2 Contract document structure

The SSA-V have the document structures specified below.

The column «Response required» indicates whether the Bidders are expected to provide some of the contents in the respective documents according to the instructions contained therein.

Document	Contents	Response required
SSA-V	Maintenance contract	
Appendix 1	Customer requirements specification (requirements for the maintenance services)	
Appendix 2	Contractor solution specification (description of the maintenance services)	x
Appendix 3	Software and/or equipment to be maintained	
Appendix 4	Project and progress plan for the establishment phase	x
Appendix 5	Service level with standardised price reductions	x
Appendix 6	Administrative provisions	x
Appendix 7	Total price and pricing provisions	
Appendix 7A	Price form	x
Appendix 8	Changes to the general contractual wording	x
Appendix 9	Changes subsequent to the conclusion of the Agreement	
Appendix 10	Third party's terms and conditions for the maintenance of third party's software	

8.3 Requirements for salary and working conditions

The contract will contain requirements for pay and working conditions, documentation, and sanctions in accordance with the regulations on salary and working conditions of 8 February 2008 No. 112.

If the Supplier is located outside Norway, documentation pertaining to employees working in Norway must be submitted to the Norwegian Tax Administration.

9 Submission of request for participation in the competition (STAGE 1)

9.1 Submission of request for participation

The request shall be submitted via KGV.

9.2 Request Format

The request must be submitted according to the layout KGV indicates with the elements below:

- Request signed by a person with the power to commit the Bidder - use the attached form (Attachment 1).
- Documentation of fulfilment of qualification requirements
- Declaration of commitment from another business - must be delivered only if the Bidder relies on the capacity of another business. These businesses must also provide separate personal declarations (see section 17-1 (6) of the Regulations)
- Completed ESPD form

9.3 Checklist before submitting the request for participation

Number	Document name	Check
	Company certificate or evidence that the company is registered in a company register, professional register or trade register in the state/country the Bidder is established	
	Annual accounts for the years 2020, 2019 and 2018	
	Credit rating	
	A description of the comparable deliveries	
	A description of capacity	
	ESPD form	
	In case of collaborative bids, attach documentation as requested in section 4.6	
	If Bidder is supported by other businesses, attach documentation as requested in section 4.7.	

Further information is found in section 4.

10 Delivery of bids and bid format (STAGE 2)

10.1 Introduction

This is only applicable to Bidders who have been qualified and selected to submit bids after the qualifying round (Competition Stage two).

10.2 Delivery of bids

Bids shall be delivered via KGV.

10.3 Bid format

The bid shall contain the following:

- Form for bid delivery (see Attachment 2) signed by the responsible representative for the Bidder.

- Form for information to be kept from public access (see Attachment 3) signed by the responsible representative for the Bidder.
- The Bidder's solution specification (Bidder's response to the Customer's requirement specification with requested documentation)
- Completed price appendix
- Additional contract appendices completed in full or in part by the Bidder, see section 8.2

10.4 Reservations and change proposals

Attachment 5 shall account for any reservation made to the tender documents, including the contract documents. Customer will consider any reservations without any contact with the Bidder.

Significant reservations from the tender documents could lead to rejection of the bid before the negotiation process starts.

Bidders are therefore advised to use the period from qualification until the bid is submitted to clarify the possible implications any reservations and change proposals may have for the participation in the negotiation process. Bidders are advised to clarify any reservation or change proposal either by submitting a question through KGV or during the Bidder presentations, see section 2.4.

Change proposals to contractual obligations shall include the original text of the Contract, a reference to its number, the proposed amendment, reasons for the suggested change and potential consequences, see 2nd table in Attachment 5. Customer reserves the right to make its own assessments of the potential consequences.

Change proposals will not be considered as reservations, but as discussion points for the negotiation process, unless the Bidder states otherwise in the table. If such a reservation is considered a significant reservation to the tender documents, the bid may as a result of this be rejected from the procurement process before the negotiations starts.

11 Personal Data

The Contractor will process personal data on behalf of the Customer during execution of the maintenance service.

The supplier and any subcontractors shall sign and follow the customer's data processing agreements/information security agreement. The vendor's employees will sign individual confidentiality statements.

Supplier and any subcontractors and all supplier and subcontractor employees who process data on behalf of customer must either:

- a) be located in an EEA country or in a country pre-approved by the European Commission for the transfer of Personal data. For suppliers or subcontractors located in the United States, supplier and any subcontractors must have joined the Privacy Shield to fulfill the claim.
- b) sign standard contractual clauses (SSC) for the transfer of personal data to third countries pursuant to Regulation (EU) 2016/679 of the European Parliament and of the Council. The person signing the SSC must be authorized to sign on behalf of the supplier / subcontractor.

The Customer will perform a risk assessment of the Supplier before the contract is signed. The selected Supplier shall provide the Customer with all documentation necessary to complete a risk assessment of the Supplier and any subcontractors.

12 Attachments

The following attachments are part of the tender documents:

1. Form for delivery of participation request
2. Form for bid delivery
3. Information to be kept from public access
4. References (chapter 4.4)
5. Reservations and change proposal
6. SSA-V with appendices