

Tender Procedure No.: 2/ZP/U/02/19

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REQUEST FOR PROPOSAL

for
supply and implementation of 1 Licence for the hull shape design and hydrostatic calculation
software
for NELTON Sp. z o. o.
for the purposes of the project
"Research and preparation of the prototype design of the container type cargo ship equipped with
an innovative triple power supply system with zero-emission operating mode option, with
optional autonomous vessel function",
implemented within the framework of ROP VP (Regional Operational Programme of the
Voivodeship of Pomerania) 2014-2020, sub-measure 1.1.1

The procedure is held in the request-for-proposal mode, pursuant to the principle of competitiveness arising from the *"Guidelines on the eligibility of expenditures under the European Regional Development Fund, the European Social Fund and the Cohesion Fund for the years 2014-2020"*.

Artur Gruhke
PREZES Zarządu
.....
APPROVED

Pruszcz Gdański, 20.02.2019

I. NAME AND ADDRESS OF THE CONTRACTING ENTITY

NELTON Sp. z o. o.

ul. Czołgistów 12

83-000 Pruszcz Gdański

tel: +48 58 350 98 00

website address: <https://www.nelton.pl/>

e-mail address: nelton@nelton.pl

NIP (Tax Identification Number): 6040131958

REGON (National Official Business Register):

221029656

KRS (National Court Register): 0000357576

The procedure is conducted by:

Contact person: Magdalena Piotrowska

E-mail address: m.piotrowska@nelton.pl

II. CONTRACT AWARD MODE

1. The procedure is held within the framework of the project "Research and preparation of the prototype design of the container type cargo ship equipped with an innovative triple power supply system with zero-emission operating mode option, with optional autonomous vessel function" implemented under Priority Axis 1. Knowledge commercialisation, Measure 1.1 Expansion through innovations, Sub-measure 1.1.1 Expansion through innovations - grant support, under the Operational Programme of the Voivodeship of Pomerania for the years 2014-2020. The project will be co-financed from the funds of the European Union as part of the European Regional Development Fund.
2. This procedure is conducted in compliance with the principle of competitiveness, according to the project co-financing agreement No. RPPM.01.01.01-22-0058/17.
3. The provisions of the Public Procurement Law of 29 January 2004 apply to this request for proposal.
4. The procedure, subject to exceptions specified in the request for proposal, is conducted in writing.

III. METHOD OF PUBLICATION OF THE REQUEST FOR PROPOSAL

This request for proposal has been made public through publication in Baza Konkurencyjności [Competitiveness Base]: <https://bazakonkurencyjnosci.funduszeuropejskie.gov.pl/> and on the company's website: <https://www.nelton.pl/>

IV. GENERAL PROVISIONS

1. The Contracting Entity initiates the procedure in the request-for-proposal mode.

2. The procedure shall be held in the following languages: Polish, English.
3. The Contracting Entity shall not accept variant proposals.
4. The Contracting Entity shall not accept partial proposals.
5. The Contracting Entity does not project an electronic auction.
6. The Contracting Entity does not project reimbursement of costs of participation in the procedure.
7. The Contracting Entity reserves the right to change the request for proposal without statement of reason prior to lapse of the proposal submittal deadline.
8. The Contracting Entity reserves the right to cancel the procedure if at least one of the following premises is realised:
 - a) no proposal is submitted in the procedure,
 - b) only one proposal is submitted in the procedure and it is submitted by a Contractor excluded from the procedure,
 - c) the most favourable proposal or proposal with the lowest price exceeds the amount the Contracting Entity intends to allocate to contract financing,
 - d) there is a change in circumstances resulting in the procedure or performance of the contract not being in the public interest, unforeseeable for the Contracting Entity,
 - e) the procedure is defective, where the defect cannot be removed and precludes conclusion of a valid procurement contract.
9. In case of procedure cancellation, the Contractor shall not be entitled to any claims against the Contracting Entity.
10. The Contracting Entity informs that the term "Contract" shall be understood as a natural person, legal person or organisational unit without legal personality who/which conducts a business activity and offers specific products or services on the market or has concluded a procurement contract resulting from actions taken by the Contracting Entity.
11. The subject of this procedure is conclusion of a framework contract.

V. DESCRIPTION OF THE CONTRACT SUBJECT

1. The contract subject is supply and implementation of 1 Licence for the hull shape design and hydrostatic calculation software.
2. The supply and implementation of 1 system Licence shall be also understood as the updated status and operability warranty for the software and all its component within the term of the project (24 months).
3. The hull shape design and hydrostatic calculation software supplied under the contract must meet all functions specified in the table "Essential functions" as well as should meet the functions specified in the table "Additional functions".

| NO. | ESSENTIAL FUNCTIONS |
|-----|---|
| 1. | 3D modelling (planes, internal shapes and fairing). |
| 2. | Model trimming option. |
| 3. | Compatibility with the IGES format. |
| 4. | Option to create multiple loading conditions. |
| 5. | Tank definition module. |

| | |
|-----|---|
| 6. | Hydrostatic properties and stability in the intact condition. |
| 7. | Damage stability (deterministic & probabilistic). |
| 8. | Floodability length. |
| 9. | IACS design approval. |
| 10. | Implementation of the hull shape design and hydrostatic calculation system. |
| 11. | Option to use the licence or to transfer it on 4 work stations. |

| NO. | ADDITIONAL FUNCTIONS |
|-----|------------------------------------|
| 1. | Longitudinal strength. |
| 2. | Calm water resistance estimations. |
| 3. | Seakeeping characteristics. |
| 4. | Vessel RAOs at given points. |
| 5. | Automatic reporting. |

4. Meeting of the above functions will be verified at the proposal review stage. In case of doubts as regards meeting the functions by the software, a request for additional explanations may be sent to the Contractor.

VI. CPV CODE AND NAME

48000000-8 Software package and information systems

48321100-5 Computer-aided design (CAD) system

VII. CONTRACT PERFORMANCE DEADLINE

- The contract performance deadline is: 21 calendar days from contract conclusion date.
- The commencement date shall be the date of contract conclusion, whereas the completion date shall be date of service performance, however no later than on 04.04.2019. A protocol shall be drafted from the service performance.

VIII. CONDITIONS FOR PARTICIPATION IN THE PROCEDURE

- Only Contractors who meet the following conditions can participate in the procedure:
 - possession of licences to conduct the business activity or activities in the scope corresponding to the contract subject.
 - The Contracting Entity shall consider this criterion met on the basis of the PKD [Polish Classification of Activities] code or a code equivalent to the Polish PKD outside the territory of the Republic of Poland, based on the entry made in the registration document of the Contractor.
 - possession of the knowledge and experience as well as technical potential necessary to perform the contract.
 - no personal or capital ties with the Contracting Entity.

The capital or personal ties shall be understood as mutual ties between the Contracting Entity and Contractor, consisting in:

- participation as a partner of a civil partnership or other partnership,
 - holding at least 10% of shares or stocks, unless a lower limit arises from the law or is determined by the Managing Authority for the Operational Programme (MA OP),
 - acting in the capacity of a member of the supervisory or management body, proxy, attorney,
 - being married, related by lineal consanguinity or affinity, related by secondary consanguinity or affinity collaterally, or being in an adoption, custodianship or guardianship relationship.
2. Assessment of fulfilment of the procedure participation conditions shall be carried out pursuant to the following formula: fulfils or does not fulfil, based on the information presented in the documents and declarations enclosed to the proposal (according to the Contracting Entity's requirements specified herein).
 3. If a Contractor with personal or capital ties with the Contracting Entity submits a proposal, it shall be excluded from participation in the procedure.
 4. In order to confirm the fulfilment of the procedure participation conditions, the Contractor shall supply, together with the proposal, a current transcript from the relevant register or a current certificate of entry in the commercial register, if separate regulations require an entry in the register or commercial register.

IX. LIST OF DECLARATIONS AND DOCUMENTS CONFIRMING FULFILMENT OF THE PROCEDURE PARTICIPATION CONDITIONS AND LACK OF GROUNDS FOR EXCLUSION

1. Completed Proposal Form with the technical specifications, forming **Appendix No. 1** to the request for proposal.
2. Completed Declaration of no personal and capital ties, pursuant to **Appendix No. 2** to the request for proposal.
3. **Current registration document of the Contractor** and, if the proposal is signed by a person other than arises from the registration document - document authorising to submit the proposal.
4. All documents specified above must be signed by a person authorised to represent the Contractor or another person authorised under a relevant document - otherwise, the proposal shall be rejected.
5. The Contracting Entity can request the Contractor to supply explanations/supplementations if:
 - a) the proposal does not contain documents specified in points 2-3,
 - b) the submitted documents give rise to doubts as regards their authenticity.
6. The Contracting Entity informs that the non-negotiable time limit for supply of full explanations or supplementations is 3 business days from the date on which the request is sent via electronic mail to the e-mail address specified in the proposal form, under pain of proposal rejection.
7. Failure to enclose a proposal form compliant with the template forming Appendix No. 1 hereto or failure to enclose it in a proper form or in accordance with the requirements specified in the request for proposal shall result in proposal rejection.

8. The Contractor whose proposal is rejected shall not be entitled to any claims against the Contracting Entity.

X. INFORMATION REGARDING THE METHOD OF COMMUNICATION OF THE CONTRACTING ENTITY WITH THE CONTRACTORS AND SUPPLY OF DECLARATIONS AND DOCUMENTS AS WELL AS INDICATION OF PERSONS AUTHORISED TO COMMUNICATE WITH THE CONTRACTORS

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1. In this procedure, the methods of communication between the Contracting Entity and Contractors include, at the Contracting Entity's disposal, use of services of a postal operator in the meaning of the Act of 23 November 2012 - Postal Law (Journal of Laws of 2012, item 1529 and of 2015, item 1830), personal delivery, delivery through a courier or via means of electronic communication in the meaning of the Act of 18 July 2002 on providing services by electronic means (Journal of Laws of 2013, item 1422, of 2015, item 1844 and of 2016, items 147 and 615). All declarations, requests, notices, information and questions:
 - a) supplied in writing must be sent to the address:
Nelton Sp. z o.o., ul. Czołgistów 12, 83-000 Pruszcz Gdański
 - b) supplied by means of electronic communication must be sent to the following e-mail address: nelton@nelton.pl
2. If the Contracting Entity or Contractor supply declarations, requests, notices and information by fax or using means of electronic communication, each party shall immediately confirm the fact of receipt upon request of the other party.
3. The person authorised to communicate with the Contractors is: **Magdalena Piotrowska**
e-mail: m.piotrowska@nelton.pl
4. The Contractor can request the Contracting Entity to explain the content of this request for proposal. The Contracting Entity shall supply explanations in the shortest time possible, however no later than 2 days prior to lapse of the proposal submittal deadline, provided that the request for explanation of the content of the request for proposal is received by the Contracting Entity no later than by the end of the day on which half of the specified time limit for proposal submittal lapses.
5. If the request for explanation for the content of the request for proposal is received upon lapse of the request submittal deadline referred to in point 4 of this section or if it regards previously supplied explanations, the Contracting Entity can supply explanations or resign from reviewing the request.
6. Extension of the proposal submittal deadline shall not affect the request submittal deadline.
7. The content of the questions and replies thereto shall be supplied to the Contractors, without disclosure of the question source, through publication on the website on which the request for proposal is made available:
<https://www.nelton.pl/>, <https://bazakonkurencyjnosci.funduszeuropejskie.gov.pl/>).
8. In justified cases, the Contracting Entity can change the content of the request for proposal prior to lapse of the proposal submittal deadline. The Contracting Entity shall make the change of the request for proposal available on the website:
<https://www.nelton.pl/>, <https://bazakonkurencyjnosci.funduszeuropejskie.gov.pl/>).

9. All changes of the request for proposal as well as explanations supplied in response to the Contractors' questions shall become an integral part hereof and shall be binding for the Contractors.
10. If the change of content of the request for proposal necessitates award of additional time for introduction of changes in the proposals, the Contracting Entity shall extend the proposal submittal deadline and inform the Contractors thereof publishing such an information on the website:
(<https://www.nelton.pl/>, <https://bazakonkurencyjnosci.funduszeuropejskie.gov.pl/>).

XI. PROPOSAL VALIDITY TERM

1. The proposal remains valid for 30 days. The validity period runs from lapse of the proposal submittal deadline.
2. The Contractor can, independently or upon request of the Contracting Entity, extend the proposal validity term, provided that the Contracting Entity can request the Contractors to extend the said term by a specific period, however not exceeding 30 days, only once, at least 3 days prior to lapse of the proposal validity term.

XII. DESCRIPTION OF THE PROPOSAL PREPARATION METHOD

1. The proposal shall be submitted in writing under pain of nullity. The Contracting Entity admits submittal of proposals via means of electronic communication in the form of scanned signed documents.
2. The procedure within the framework of the request for proposal shall be conducted in the following languages: Polish, English.
3. The Contracting Entity admits submittal of documents in the Polish and English language versions.
4. Each Contractor can submit one proposal. If one than more proposal is submitted by the given entity, only the proposal with a lower price will be reviewed.
5. The content of the proposal must correspond to the content of the request for proposal.
6. The template of the "Proposal" form is presented in Appendix No. 1 to the request for proposal.
7. The Proposal must be prepared according to the requirements of the request for proposal. The proposal and other documents for which the Contracting Entity determined templates in the form of Appendices hereto must be drafted in compliance with the said templates as regards content as well as description of columns and rows.
8. The proposal must be drafted in a precise, legible and permanent manner.
9. The proposal must be signed by the Contractor, i.e. the person (persons) representing the Contractor, according to the principles of representation specified in the relevant register or central registration and information on business, or person (persons) authorised to represent the Contractor. If the document determining the legal status of the Contractor or the power attorney states that several persons are authorised to joint representation of the Contractor, the documents composing the proposal must be signed by all such persons. The signature must be affixed in a manner allowing to identify the signatory (e.g. with an accompanying name stamp or legibly, specifying name and surname).
10. If the person (persons) signing the proposal (representing the Contractor or Contractors acting

jointly) acts under a power of attorney, the power of attorney or its copy certified by a notary public must be enclosed to the proposal.

11. It is recommended to apply consecutive numbering of the proposal pages and sign or initial all proposal pages containing any content.
12. The proposal can be also submitted in person or by postal mail. In such a case, the "Proposal" must be inserted in an envelope addressed to:

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NELTON Sp. z o. o.
ul. Czołgistów 12
83-000 Pruszcz Gdański

bearing the following inscription: "Oferta w ramach zapytania ofertowego - 2/ZP/U/02/19 na usługę dostarczenia i wdrożenia 1 Licencji systemu do projektowania kształtu kadłuba i obliczeń hydrostatycznych jednostek pływających" [Proposal under the request for proposal - 2/ZP/U/02/19 - for supply and implementation of 1 Licence for the hull shape design and hydrostatic calculation software].

13. The Contracting Entity does not bear liability for any events arising from improper designation of the envelope, e.g. failure to open the envelope due to improper designation as well as failure of the postal operator to deliver the envelope on time.
14. The Contractor can change or withdraw the proposal prior to lapse of the proposal submittal deadline. If the proposal is withdrawn, the Contractor shall submit a written declaration of proposal withdrawal. The declaration of proposal withdrawal must be immediately submitted in writing to the Contracting Entity (scanned signed document admissible).

XIII. PLACE AND DATE OF PROPOSAL SUBMITTAL AND OPENING

1. Place and date of proposal submittal:
 - a) proposal submittal place: Nelton Sp. z o. o., ul. Czołgistów 12, 83 -000 Pruszcz Gdański
 - b) proposal submittal deadline: 07.03.2019, by 15:00
2. Place and date of proposal opening:
 - b) proposal opening place: Nelton Sp. z o. o., ul. Czołgistów 12, 83 -000 Pruszcz Gdański
 - c) proposal opening time: 07.03.2019, 16:00
3. Any proposal submitted before lapse of the proposal submittal deadline shall be registered by the Contracting Entity, i.e. a number shall be assigned to the proposal according to the order of proposal submittal. The Contractor who submits the proposal in person or through a courier shall receive a confirmation of bid submittal, with indication of the time of its receipt.
4. Proposals submitted personally (in a paper form) must be submitted from Monday to Friday, from 8:00-15:00.
5. The e-mail proposals can be submitted at any time, however no later than by 15.00 of the last day of the proposal submittal process.
6. The proposal assessment process is open.
7. The Contracting Entity shall notify the Contractor immediately if its proposal is submitted upon lapse of the deadline.

XIV. DESCRIPTION OF THE PRICE CALCULATION METHOD

1. The proposal price must be specified in digits, net, in PLN or in the tenderer's foreign currency with translation into PLN according to the NBP [National Bank of Poland] exchange rate as at the day preceding the day of proposal submittal.
2. The proposal must include information regarding output value added tax effective in the given country, rounded up or down to two decimals.
3. The proposal price shall be the net price specified in the "Proposal" form - Appendix No. 1 to the request for proposal.
4. The proposal price must include all costs arising from the scope and method of performance of the contract subject specified in the request for proposal.
5. The Contracting Entity shall not additionally settle any costs incurred by the Contractor during contract performance.
6. The proposal price shall be valid for the entire proposal validity term and shall be binding for the parties to the contract.
7. The Contracting Entity shall correct any obvious typographic errors, obvious arithmetical errors, taking into consideration arithmetic consequences of the said corrections, other errors consisting in non-compliance of the proposal with the request for proposal and not resulting in any significant changes in the content of the proposal - immediately notifying the Contractor whose proposal has been corrected.
8. The Contracting Entity understands the obvious arithmetical error as any defective result of a mathematical (arithmetical) calculation, assuming that the components used in the calculation are correct.

XV. DESCRIPTION OF CRITERIA THE CONTRACTING ENTITY WILL FOLLOW IN SELECTION OF THE PROPOSAL, WITH SPECIFICATION OF CRITERIA WEIGHTS AND PROPOSAL ASSESSMENT METHOD

1. The proposals shall be assessed by the board members appointed by the Contractor.
2. Only proposals not subject to rejection shall be assessed.
3. The most favourable proposal shall be the proposal presenting the most favourable balance of price and other criteria related to the contract subject.
4. Proposal assessment criteria, criteria weights and description of the proposal assessment method:

1) "Price" (P_p) criterion:

- a) criterion weight – 50 points;
- b) description of the proposal assessment method according to the "Price" criterion:
 - the proposal with the lowest net price, meeting the requirements of the request for proposal, shall be awarded the maximum number of points in the "Price" criterion (50 points),
 - the score of the remaining proposals shall be established according to the following formula: $P_p = C_n / C_o * 50$

where:

C_n – the lowest net price out of all submitted proposals subject to assessment

C_o – net price of the assessed proposal

50 – "Price" criterion weight

2) "Time of implementation of the hull shape design and hydrostatic calculation software" (P_c) criterion:

- a) criterion weight – 20 points;
- b) description of the proposal assessment method according to the "Time of implementation of the hull shape design and hydrostatic calculation software" criterion:
 - the tenderer declares possibility of service performance completion within a period from 8 to 21 calendar days from the contract conclusion date - 0 points
 - the tenderer declares possibility of service performance completion within a time limit not exceeding 7 calendar days from the contract conclusion date - 20 points

3) "Additional functions" (P_f) criterion:

- a) criterion weight – 30 points;
- b) description of the proposal assessment method according to the "Additional functions" criterion:
 - the tenderer declares possibility of fulfilment of additional functions specified in point V. DESCRIPTION OF THE CONTRACT SUBJECT, section 3 of this request for proposal - 6 points for each additional function.

5. The most favourable proposal shall be the proposal with the highest score:

$(P_p + P_c + P_f)$.

6. The score shall be rounded up or down to two decimals.

7. If the Contractor fails to indicate fulfilment of additional requirements in the "Proposal" form, the Contracting Entity shall assume that the proposal does not meet the additional requirements.

8. Should it be impossible to select the most favourable proposal due to the fact that two or more proposals present the same balance of price and other proposal assessment criteria, the Contracting Entity shall select the proposal with the highest score in the "Price" criterion. Whereas, in case of submittal of proposals showing the same price and obtaining the same score, the Contracting Entity shall request the Contractors who submitted the said proposals to submit additional proposals within the time limit set by the Contracting Entity.

XVI. INFORMATION REGARDING FORMALITIES TO BE COMPLETED ONCE THE PROPOSAL HAS BEEN SELECTED IN ORDER TO CONCLUDE THE CONTRACT

1. The Contracting Entity shall immediately notify all Contractors about the following:
 - 1) selection of the most favourable proposal, specifying the name, registered office or place of residence and address, if it is the place of business, of the Contractor whose proposal has been selected, with presentation of the points obtained in all proposal assessment criteria and the overall score.
 - 2) excluded Contractors,
 - 3) Contractors whose proposals have been rejected, reasons for proposal rejection, lack of equivalence or failure to meet the functionality requirements,
 - 4) procedure cancellation - with statement of factual and legal justification.
2. The Contracting Entity shall make the information referred to in point 1, item 1 of this section available on the website
(<http://nelton.pl/>, <https://bazakonkurencyjnosci.funduszeuropejskie.gov.pl/>)
3. The Contracting Entity is entitled not to disclose the information referred to in point 1 of this section if its disclosure would be in conflict with the public interest.
4. The Contracting Entity shall award the contract to the Contractor whose proposal is selected as the most favourable as a result of proposal assessment, according to the principles specified in the request for proposal.
5. The persons representing the Contractor in conclusion of the contract must possess documents confirming their authorisation to represent the Contractor, unless the said authorisation arises from the documents enclosed to the proposal.
6. Double unexcused failure of the Contractor to appear on the set date to sign the contract shall be deemed a withdrawal from contract conclusion.
7. If the Contractor whose proposal is selected as the most favourable one refrains from conclusion of the procurement contract, the Contracting Entity can select the most favourable proposal from the remaining proposals, without their re-examination and assessment.

XVII. CONDITIONS OF SIGNIFICANT CHANGES OF THE CONTRACT CONCLUDED AS A RESULT OF THE CONDUCTED CONTRACT AWARD PROCEDURE

1. The Contracting Entity provides for the option of introduction of significant changes of the provisions of the contract concluded with the selected Contractor in relation to the content of the proposal based on which the Contractor was selected.
2. The admissible scope of changes includes the following:
 - need for change caused by circumstances the Contracting Entity could not have foreseen despite acting with due diligence,
 - value of the change not exceeding 50% of the procurement value originally stipulated in the contract.
3. All amendments and supplementations to the contract concluded with the Contractor must be made in writing or else shall be null and void.

XVIII. OTHER IMPORTANT INFORMATION

1. All appendices for an integral part of the request for proposal.
2. The Contractor bears all costs related to preparation and submittal of the proposal as well as participation in the procedure.
3. Appendix No. 1 to the request for proposal shall also form Appendix No. 1 to the contract.

XIX. APPENDICES TO THE REQUEST FOR PROPOSAL

- Appendix No. 1 - "Proposal" Form
- Appendix No. 2 - Declaration of no ties