

SPECIAL CONDITIONS OF TENDER

INTRODUCTION

For the purposes of this **Invitation to Tender**, the Agency's "General Conditions of Tender for ESA Contracts", available on <http://emits.esa.int/emits/owa/emits.main> under "Reference Documents" -> "Administrative Documents" and referred to as the General Conditions of Tender, shall apply as specified, amended or supplemented by these Special Tender Conditions. In the event of conflict between the General and the Special Conditions, the Special Conditions shall prevail.

In order to assist the bidder in compiling its offer and checking its compliance with the requirements, and to enable the Agency to evaluate it, a check-list is appended hereto (Annex 1).

CONTENTS OF THE PROPOSAL

1. COVER LETTER

In addition to the information required in section B.10.b) of the General Conditions of Tender, the cover letter shall contain the following:

- 1.1 The names, telefax and telephone numbers of the persons who will be responsible for the technical and contractual management of any resulting contract and who would be nominated as such in the contract.
- 1.2 The name, address, telefax and telephone number of the bidder's contact person to whom all communications relating to the ITT should be addressed.
- 1.3 The name, address, telefax and telephone numbers of each sub-contractor proposed.
- 1.4 The name of the author(s) of the proposal.
- 1.5 The name and position of the legal representative that would sign a contract with the Agency on behalf of the Contractor.

2. CONTENTS OF THE TECHNICAL PROPOSAL

A maximum of 25 pages shall be dedicated to the technical description. The proposal shall be concisely written and the following points shall be addressed.

- 2.1 The bidder shall provide an introduction showing his understanding of the technical requirements and shall outline the main problems and his proposed solutions to solve them. Comments on the work activities as specified are invited. Any comments, which could assist the objectives of this study, would be appreciated.

- 2.2 The bidder shall submit a first iteration, as far as practicable, of the activities described in the Work Statement, including if possible the selection of a preferred concept, together with the technical evidence of its validity in terms of feasibility and development risk.
- 2.3 The bidder shall submit a study plan showing the study logic of the envisaged work to be undertaken (please make use of flow-chart). The bidder shall specify the proposed investigations to be performed, giving justification for his choice.
- 2.4 The bidder shall submit a critical review of the ESA technical requirements, indicating conformance or eventual deviations with the relevant justification (preferably in the form of a matrix).
- 2.5 **The bidder shall submit a statement of compliance to the ESA Work Statement, clearly defining any proposed deviation with the relevant justification (preferably in the form of a matrix).**
- 2.6 **Bidders should include in their proposals a draft agenda for the Round table in order to show their proposed approach.**
3. CONTENTS OF THE FINANCIAL, MANAGEMENT AND ADMINISTRATIVE PROPOSAL (including costing, planning, WBS, etc. and contractual response)
 - 3.1 BACKGROUND EXPERIENCE OF THE COMPANY(IES)

The bidder shall describe the relevant experience that he, and his subcontractors, if any, have for the performance of the work which is subject of the present ITT.
 - 3.2 ORGANISATION AND MANAGEMENT
 - 3.2.1 The bidder shall present the structure of his organisation, and where it is proposed to subcontract part of the work, the structure of the industrial group. The structure of the group and of the individual companies shall be shown by means of organigrammes, which clearly show the tasks, position, authority, and name of the persons proposed for the work, and in particular the study/project manager and the contracts officer. Lines of communication and reporting, and means for settling disagreements shall be described.
 - 3.2.2 The bidder shall present his management plans, policies and procedures for this activity including a discussion of the management control organisation, the procedures that will be used to exercise control over the project and the proposed subcontracting control (if any).

3.3 FACILITIES

The bidder shall submit a brief description of all facilities which are proposed to be used for the work offered, including those facilities which are still to be developed/ built and/or purchased, (with a statement whether the costs of developing/building/ purchasing the facility are to be directly or indirectly charged to the contract). Modifications to existing facilities are also to be described. For the purposes of this provision facilities include hardware/computer software/manufacturing and test equipment/ computers/word processors, etc.

The bidder shall also describe what means of access to information resources, such as libraries, data banks etc. he has, if these are required for the work proposed.

3.4 KEY PERSONNEL

Key personnel are defined as persons who, because of their individual qualifications and positions are proposed for the work, and indicated as such in the bidder's organigramme. Key personnel should be proposed to one level below the study/project manager, both for the main contractor and any sub-contractors. The provisions of Article 5 of the Contract shall apply to all key personnel.

For each key person identified, the bidder shall:

- **provide a curriculum vitae, giving in particular the work experience of the person concerned, and a brief description of the person's present job and responsibilities;**
- **indicate his position in the bidder's organisation;**
- **define the proportion of the person's working time that is devoted to the work offered.**

3.5 LIST OF DELIVERABLE ITEMS

The bid shall contain a complete list of all items that are to be delivered, per planning phase if applicable, under a resulting contract.

3.6 WORK BREAKDOWN STRUCTURE

The bidder shall submit a Work Breakdown Structure in accordance with paragraphs 1, 2, 3(c), and 4 of Annex 5(1) to the General Conditions of Tender.

- (a) With respect to the work definition given in the Statement of work, bidders shall propose the relevant Work Breakdown Structure and Work Package Descriptions down to a reasonable level of detail, providing full visibility on the organisation of the different (groups of) tasks and on the companies and staff responsible for their execution. Work Package Descriptions shall comply with the layout of the standard PSS-A20 form and shall contain all the

required information with particular attention to the input, task description and output fields.

- (b) With respect to the standard requirements for management, reporting, meetings and deliverables (Appendix 2 to the Contract), the bidder shall include a Work Package for Management and Reporting in his proposal. All management tasks, such as meetings, progress reports and final documentation shall be carried out under this Work Package.
- (c) **The following is an outline of the work programme with the expected share of effort for the three Work Packages. Bidders may propose different shares for the individual Work Packages.**

Work Package 1 **50%**

Start event: Kick-off
End event: WP1 report

Work Package 2 **20%**

Start event: End of WP1
End event: WP2 Report + Round Table

Work Package 3 **30%**

Start event: End of WP2
End event: WP3 Report + Final presentation

3.7 PLANNING

The expected total duration of the contract is 12 months.

The bidder shall submit his planning proposal in accordance with paragraphs 1, 5.2, 6 and 7 of Annex 5(2) to the General Conditions of Tender.

In establishing his planning, the bidder shall take account of the need of the Agency to review and/or approve intermediate deliverables and shall include sufficient time for the Agency to do this.

3.8 COST PRICE DATA

The following PSS-A documents, included in the General Conditions of Tender as Annex 5(3) shall be completed for the Prime Contractor and for each Sub-Contractor proposed, if applicable:

PSS-A1, issue no. 2
Company Cost Element Data Sheet (unless already supplied - see Annex 5/3 of
General Conditions)

PSS-A2, issue no. 3
Company Price Breakdown Form incl. Exhibit A to PSS-A2, issue no. 3

PSS-A8, issue no. 3
Manpower and Price Summary at Work Package Level

NOTES:

- (a) The Agency has earmarked for this activity a maximum budget of 150.000 EURO. Your attention is drawn to the relevant paragraph of the cover letter of this activity.
- (b) Above forms shall be made for the total study programme. The bidder shall submit a summary table showing the prices in national currencies and in EURO's per phase, per company and for the total.

3.9 PROFIT

The fee (profit) shall not exceed eight (8) per cent of the base cost, defined in item ten (10) of the Company Price Breakdown Form PSS A2, issue no. 3.

3.10 TYPE OF PRICE

The type of price is defined in the Draft Contract (Appendix 2 to this ITT).

3.11 MILESTONE PAYMENTS PLAN

The payment plan to be proposed in accordance with Paragraph C.7 of the General Conditions of Tender shall take into account Clauses 20, 21 and 22 of the Draft Contract.

All claims for payment shall be linked to the achievement of defined schedule milestones.

These milestones are to be in the form of significant events in the programme to be selected on the basis of providing a check point for progress in the work performed.

3.12 TRAVEL AND SUBSISTENCE PLAN

The bidder shall submit a brief description of the travels he envisages for the execution of the contract together with the related cost details. This shall preferably be given in the form of the following matrix:

			Participants		
Meeting	Place	Time (To+.....)	Company A	Company B	Company C, etc.

3.13 CONTRACT ACCEPTANCE

The bidder shall state his acceptance of the draft contract.

ANNEX 1
CHECKLIST FOR COMPILATION OF PROPOSALS

In order to enable the bidder to prepare his offer and the Agency to better evaluate the proposal, the bidder is invited to make use of the following checklist:

Table of Contents	Reference to paragraphs of the General Conditions of Tender	Reference paragraphs of the Special Conditions of Tender
COVER LETTER: Subject/reference number of RFQ/AO References (number of proposal and date) General information on bidder's status Validity of offer Compliance statement technical / managerial Compliance statement contract conditions Compliance with any special industrial policy or geographical distribution requirements Name of responsible persons Name of contact person Name of author(s) of the proposal	B10.b A4+Annex 4 B3 B10.c B10.d B10.g	1 1.1 1.2 1.3
TECHNICAL PROPOSAL: Introduction Proposed approach(es) (incl study plan/logic) Compliance matrix (technical) Reservations (if any) Options (if any)	B10 B10.c B10.e B10.f	2 2.1 2.2 + 2.3 2.4 + 2.5
FINANCIAL, MANAGEMENT AND ADMINISTRATIVE PROPOSAL: Relevant experience Management Project / Study Manager / Contracts Officer Project Control Sub-contractor's control Organigramme(s) Organisational structure for the proposal/contract Capacity/resources Compliance matrix (management)	B10.c B10.c	3.1 3.2

FACILITIES: Technical facilities Information resources		3.3
KEY PERSONNEL: Names / Curricula Vitae / Job Description Interfaces with organigramme Time allocation Statement of commitment to the project		3.4
LIST OF DELIVERABLE ITEMS (or compliance statement)		3.5
PROPOSED WORK; Work Breakdown Structure Work Package Description Options (if any)	C1+Annex 5(1) C1 +Annex 5(1) C1 + Annex 5(1) B10.f	3.6
PLANNING	C2 +Annex 5(2)	3.7
COST PRICE DATA: Summary table Fees (profit) Conversion rates Type of price Reservations Options	C3, C4, C5, C6 C3 +Annex 5(3) C5 B10.e B10.f	3.8 3.8 3.9 3.10
MILESTONE PAYMENT PLAN	C7	3.11
TRAVEL AND SUBSISTENCE PLAN		3.12
CONTRACT CONDITIONS (including sales conditions)	B10.d	
OTHER TENDER CONDITIONS (in particular conditions relating to intellectual property rights)	All other paragraphs not covered by above	All other paragraphs not covered by above

ANNEX 2 - EVALUATION CRITERIA

In evaluating the proposal(s) ESA will use the following criteria:

1. Background and experience (general and related to the particular field concerned) of the company(ies) and staff (including adequacy of proposed facilities)
2. Understanding of the requirements and objectives and discussion of problem areas. Quality and suitability of proposed programme of work; adequacy of engineering approach
3. Adequacy of management, costing and planning for the execution of the work
Compliance with administrative tender conditions and acceptance of contract conditions

ANNEX 3 - ACKNOWLEDGEMENT OF RECEIPT

REF: AO/1-4404/03/NL/AG - Verification of Quantum Mechanics and New Applications for Quantum Technologies and Methods in Space

**TO: Mr. A. Galtieri (IMT-CTE) (fax +31 71 565 5773)
ESTEC, PO Box 299, 2200 AG Noordwijk, The Netherlands**

We confirm that we have received the above-mentioned ITT with all attachments and we state the following (*):

- 0 We intend to submit an offer
- 0 We have not yet decided whether to submit an offer but will advise you within 14 days of date of despatch of ITT
- 0 We do not intend to submit an offer:
 - time / resources not available YES / NO
 - subject matter outside our scope of activities YES / NO
 - In future please send us ITTs on similar subjects YES / NO

COMPANY NAME:.....

ADDRESS:

.....

FAX AND TELEPHONE NUMBER:.....

E-MAIL ADDRESS:

NAME AND FUNCTION OF PERSON TO CONTACT:

DATE:.....

SIGNATURE:.....

(*) Please delete or complete, as appropriate

N.B. Please note that failure to return this form or to return it with incomplete information may result in necessary subsequent information not being received by invitees to tender. **It should be returned within 5 (five) calendar days after receipt of this ITT.**