



CALL TO SUBMIT BID INCL. TENDER DOCUMENTATION

Article 1. Identification of Public Contract and Contracting Authority

Name of public contract:	S&M Develop – Žipotín Wind Power Plant – Deliveries
Type of tender proceedings:	public contract outside the regime of Act No. 134/2016 Coll., on public procurement (hereinafter the “AoPP”)
Type of public contract:	deliveries
Address of contracting authority's profile:	https://ezak.tendera.cz/profile_display_1129.html

Contracting authority's name:	S&M Develop s. r. o.
Contracting authority's registered office:	Makovského náměstí 3147/2, Žabovřesky, 616 00 Brno
Represented by:	Martin Valter, Executive Officer Jiří Svoboda, Executive Officer
Business ID number:	27534511
Tax ID number:	CZ27534511

Person representing contracting authority ¹ :	TENDERA partners, s.r.o.
Registered office:	424, 664 67 Syrovice
Contact place:	Jánská 448/10, 602 00 Brno (until 12 May 2021) Česká 161/1, 602 00 Brno (from 13 May 2021)
Business ID number:	08668477
Tax ID number:	CZ08668477
Contact person:	Ing. Radek Hlaváček
Telephone:	+420 731 131 684
E-mail address:	hlavacek@tendera.cz
Data box identifier:	he9gwrw

¹ In accordance with Section 43(1) of the AoPP based on a mandate. The person representing the contracting authority does not have a conflict of interests, on which a sworn statement is issued.

Article 2. Introductory Provisions

- 1) This tender documentation is a set of documents, information, requirements and technical conditions of the contracting authority defining the subject of the public contract (hereinafter the “**Tender Documentation**”) in the details necessary for the preparation and submission of bids by participants in the tender proceedings (hereinafter the “**Participant**”).
- 2) In accordance with Section 31 of the AoPP, the public contract is placed outside the regime of the AoPP (hereinafter the “**Tender Proceedings**”) and also in accordance with the Rules for Selection of Contractors, ref. no. MPO 700007/20/61010/61000, valid from 3 December 2020, effective from 10 December 2020 (hereinafter the “**Rules**”). For the sake of the transparency and certainty of the tender conditions, the contracting authority uses in the Tender Documentation references to the relevant provisions of the AoPP, even though it is not a procedure in accordance with the AoPP, but only an analogical procedure.
- 3) The contracting authority is attempting to obtain a subsidy for the realisation of the public contract as a part of the project entitled “S&M Develop – Žipotín Wind Power Plant” co-financed from the Operational Programme Enterprise and Innovation for Competitiveness, Renewable Energy Sources programme, Call V, project registration number: CZ.01.3.09/0.0/0.0/19_302/0019938 (hereinafter the “**Project**”).
- 4) **Bid Cover Sheet**
 - a) As **Annex No. 1** to the Tender Documentation, the contracting authority submits to the contractors a sample Bid Cover Sheet (hereinafter the “**Bid Cover Sheet**”) containing pre-completed **binding** requirements of the contracting authority on which the participation of contractors in the Tender Proceedings is conditional.
 - b) Compliance with all the contracting authority’s requirements, i.e. requirements for the subject of the public contract, for qualification and for the submission of information decisive for assessment, will be proved by the contractors through the submission of the Bid Cover Sheet including the relevant annexes or other equivalent documents, as well as other documents, if required by the Tender Documentation.

Article 3. Subject of Public Contract

- 1) The subject of this public contract is the complete delivery and installation of a wind power plant (WPP) with a power output of 4.2 MW in the cadastral area of Žipotín, including the performance of all related work and services that are necessary for the completion of the public contract (hereinafter the “**Subject of the Public Contract**”). The Subject of the Public Contract is also, in particular:
 - a. Complete technology for the WPP – incl. 22 kV substation, warning beacons and lights;
 - b. Preparation of the foundations for the WPP;
 - c. Transport of components for the WPP to the place of performance;
 - d. Installation and assembly of the WPP, incl. crane work;
 - e. Successful performance of trial operation lasting at least 10 days;

- f. SCADA remote operation system.
- 2) The minimum requirements for the Subject of the Public Contract are defined by the technical, business and other contractual conditions that are part of the annexes to this Tender Documentation:
- a) **Annex No. 2** to this Tender Documentation, which comprises the Technical Specifications of the Subject of the Public Contract (hereinafter the “**Technical Specifications**”);
 - b) **Annex No. 3** to this Tender Documentation, which comprises project documentation for a building permit (hereinafter “**Project Documentation**”) entitled “Exchange of Current D4 WPP for New WPP”, which was drafted by Jaromír Lenoč, Blanická 443/9, Svitavy, business ID number: 06737889, responsible designer Ing. Miroslav Stránský;
 - c) **Annex No. 4** to this Tender Documentation, which comprises an Engineering and Geological Survey, drafted by GEOSTAR, spol. s r.o., registered office: Tuřanka 240/111, 627 00 Brno, business ID number: 13690337, March 2021;
 - d) **Annex No. 5** to this Tender Documentation, which comprises a decision on approval of building plan issued by the Municipal Office of Moravská Třebová, Building Control and Town Planning Department, ref. no. MUMT/37633/2019 of 11 December 2019 and also a statement of the Building Control and Town Planning Department of the Municipal Office in Moravská Třebova, ref. no. MUMT 08913/2021 of 24 March 2021.
- 3) The capacity, qualitative and technical parameters and requirements for the Subject of the Public Contract defined by the contracting authority, as well as the values stated for such parameters, are set as the minimum permissible ones. The Participants can therefore offer a Subject of the Public Contract that has better parameters and properties for the functionalities required by the contracting authority.
- 4) If the Tender Documentation contains requirements or references to business companies or names, specific designations of equipment and services that apply to a certain entity/person or its organisational component as characteristic, patents for inventions, utility models, industrial designs, trademarks or designations of origin, for the performance of the public contract the Participant is entitled to propose other, technically and qualitatively equal solutions that have to meet the technical and functional requirements of the contracting authority stated in this Tender Documentation and its annexes.
- 5) **Partial performance of public contract:**
- The contracting authority does not enable the partial performance of the Subject of the Public Contract.
- 6) **Expected value of public contract:**
- The total expected value of the public contract is **CZK 97,000,000 excl. VAT**.
- 7) **Classification of the Subject of the Public Contract in accordance with the CPV classifier:**

CPV type	CPV code
Wind-energy generators	31121300-3
Wind-power installation works	45251160-0

8) Term of performance of public contract

The term of performance of the public contract is defined in Art. 7(2)(c) of this Tender Documentation.

9) Place of performance of public contract

The place of performance of the public contract is **lot no. 400/11 in the cadastral area of Žipotín.**

10) With regard to the fact that the contracting authority enables the submission of a bid in English (Art. 9(1) of the Tender Documentation), it provides part of the Tender Documentation (the text of this Tender Documentation and Annexes Nos. 1 and 2) also in English. Annexes of a technical character (Annexes Nos. 3 to 5 of the Tender Documentation) are not translated. In the event of a discrepancy between the Czech and English versions of the documentation, the Czech language version will have priority.

Article 4. Requirements for Compliance with Qualification Requisites

Contractors are obligated to prove the qualification requested by the contracting authority.

- 1) **The requirements for basic capability** are set by the contracting authority in a sample sworn statement in the Bid Cover Sheet.
- 2) **The requirements for professional capability** are set out by the contracting authority in the Bid Cover Sheet.
- 3) **The requirements for technical qualification** are set by the contracting authority in a sample sworn statement in the Bid Cover Sheet.
- 4) The contracting authority reserves the right to request from a selected contractor the submission of originals or notarised copies of qualification documents. The contracting authority is entitled to exclude a contractor that does not submit such documents or whose documents submitted do not meet the contracting authority's requirements declared in the Bid Cover Sheet.
- 5) **Common provisions on qualification:**
 - a) In the case of ***proving qualification obtained abroad*** the procedure within the meaning of Section 81 of the AoPP is applied.
 - b) In the case of ***qualification in the case of a joint bid*** the procedure within the meaning of Section 82 of the AoPP is applied.
 - c) In the case of ***proving qualification through other entities/persons*** the procedure within the meaning of Section 83 of the AoPP is applied.
 - d) In the case of a ***change to the qualification of a Participant in the Tender Proceedings*** the procedure within the meaning of Section 88 of the AoPP is applied.

Article 5. Assessment Criteria and Bid Assessment Method

1) Assessment Criterion

The bids submitted will be assessed based on their economic advantageousness in accordance with the **lowest bid price**.

2) Bid Assessment Method

What will be decisive for assessment is the **total bid price in CZK excl. VAT**. The contracting authority will rank the bids in accordance with the amount of the bid price in CZK excl. VAT, from the cheapest bid to the most expensive. The best-ranked bid will be the one with the **lowest bid price**.

- 3) In the event that two or more bids contain the same total bid prices excluding VAT, the most advantageous bid will be determined based on the higher value of the “annual production (AEP) at a wind speed of 6m/s” stated by the technical specifications in a Participant’s bid.

Article 6. Requirements for Method of Drafting Bid Price

- 1) The Participant will set the bid price **for full and timely performance of the Subject of the Public Contract**. The Participant will set the bid price **in CZK or EUR**.
- 2) The bid price is a **fixed price and the highest permissible price that cannot be exceeded**. The bid price includes all the Participant’s costs necessary for the full and timely performance of the Subject of the Public Contract in accordance with the tender conditions.
- 3) The amount of the bid price is **independent of trends in prices and exchange rate changes**. The bid price must cover expected trends in prices in the relevant field, including expected trends in the exchange rate of the CZK and foreign currencies. **For the purposes of assessment, bids submitted in a currency other than CZK (i.e. EUR) will be translated at the Czech National Bank’s exchange rate valid as of the last day of the period for the submission of bids.**
- 4) The Participant is not entitled to make the amount of the bid price conditional on anything else. Making the bid price conditional, stating bid price variants and setting the amount of the bid price in a currency other than that determined by this Tender Documentation will be a **reason for the elimination of the Participant’s bid** and subsequent exclusion from participation in the Tender Proceedings.
- 5) For the purposes of the Tender Proceedings, the bid price will be stated in **CZK or EUR** on the Bid Cover Sheet in the appropriate breakdown.
- 6) The contracting authority also draws the Participant’s attention to the fact that the assessment commission can assess the amount of bid prices in relation to the Subject of the Public Contract, i.e. it can assess whether a bid submitted contains a low bid price in relation to the Subject of the Public Contract.

Article 7. Terms and Conditions of Business

- 1) In its bid the Participant will submit a **draft contract on performance of the Subject of the Public Contract** (hereinafter the “**Contract**”), which will be **signed by a person authorised to represent the Participant**. By submitting a bid the Participant undertakes to respect the following business terms and conditions of the contracting authority. It will make a sworn statement on this obligation

(Annex No. 1 to this Tender Documentation). **These terms and conditions of business cannot be altered in the Contract to the detriment of the contracting authority.**

- 2) The Contract **must contain** the following terms and conditions of business:
- a) Identification of the contracting parties, including their business ID number and tax ID number, if allocated.
 - b) The subject of performance (specified in quantitative and qualitative terms), where the subject of the Contract has to be the same as the subject of the bid by the relevant Participant and the conditions of the Tender Documentation. The Contract and its annexes have to make it undoubtedly clear that the subject of performance that the contractor offers includes, in particular, the activities defined in Art. 3(1) of this Tender Documentation. **The Contract will contain an annex or annexes where the aforementioned activities will be described in detail.**
 - c) Term of performance of public contract:
 - **End of performance of Contract (handover and acceptance of completed work, including successful performance of trial operation): by 28 February 2023.**
 - d) Place of performance of public contract:
 - **The place of performance of the subject of the Contract is lot no. 400/11 in the cadastral area of Žipotín.**
 - e) The price for performance of the Subject of the Public Contract is final, cannot be exceeded and includes all costs related to production, transport and/or installation of the Subject of the Public Contract. The price will be specified in CZK or EUR excluding VAT.
 - f) Payment terms and conditions:
 - The contracting authority enables **advance payments**. Their distribution is left by the contracting authority to the contractor, where the amount of one advance will be **no more than 30% of the price of the work**. Every advance has to be linked to **specific material performance**.
 - The payment term for invoices **cannot be shorter than 10 days** from the date an invoice is issued.
 - An invoice also has to contain the Project's name and registration number (i.e. "S&M Develop – Žipotín Wind Power Plant", Project registration number: CZ.01.3.09/0.0/0.0/19_302/0019938).
 - g) Warrantee conditions:
 - **The warrantee term for the whole work will be at least 24 months** from the day of handover and acceptance.
 - h) Other provisions:
 - The Contractor is obligated to provide cooperation during the performance of a financial check to the provider of a subsidy and supervisory authorities from the EU or other authorised supervisory authorities, as the order is co-financed from public funds.

- 3) The contracting authority notifies the Participants that the performance of technical supervision is not the subject of this public contract and will be handled by an entity it designates.

Article 8. Conditions for Conclusion of Contract

Not applicable.

Article 9. Requirements for Content and Method of Drafting Bids

- 1) A bid has to be drafted to the full extent in **Czech, Slovak or English**, in **documentary form** in one original and one copy and also in an electronic version (copy on CD or USB drive).
- 2) The contracting authority is not obligated to have regard in any way to documents and information that the Participant submits in a bid over the framework of the duties stipulated in the tender conditions.
- 3) Every contractor can submit only one bid for the public contract. A Participant cannot also be an entity/person through which another Participant proves its qualification in the same Tender Proceedings.
- 4) The contracting authority does not allow bids with variants.

Article 10. Method of Submission of Bids

- 1) A Participant is obligated to deliver a bid in a **properly-sealed envelope (package)** bearing its stamp and clearly marked with the words:

NEOTVÍRAT PŘED TERMÍNEM – ZAKÁZKA

„S&M Develop – větrná elektrárna Žitotín – dodávky“ (in English: DO NOT OPEN BEFORE DEADLINE - CONTRACT “S&M Develop – Žitotín Wind Power Plant – Deliveries”).

- 2) The envelope must contain the Participant's address to which information can be sent indicating that the bid was delivered after the deadline for submitting bids, if it is delivered after such deadline. Bids delivered after the expiry of the deadline for submitting bids will not be opened and will not be assessed. Bids delivered will be recorded and a serial number will be allocated to them.
- 3) A bid will be delivered to the address of the contact point of the entity representing the contracting authority, i.e. to the address **TENDERA partners, s.r.o., Jánská 448/10, 602 00 Brno (until 12 May 2021) / Česká 161/1, 602 00 Brno (from 13 May 2021), no later than by 10:00 on 4 June 2021**. A Participant can send an offer to the aforementioned address by post or submit it in person on business days from 08:00 to 15:30 or from 08:00 to 10:00 on the last day of the period for submitting bids.
- 4) The contracting authority is not responsible for late delivery or damage to bid envelopes caused by the post office or a courier service in any way.

Article 11. Opening of Bids

- 1) The commission appointed by the contracting authority will open the bid envelopes immediately after the deadline for submitting bids and will check them at a **public meeting** held at the address of the contact point of the entity representing the contracting authority at 10:00 on 4 June 2021.
- 2) In the case of a public meeting of the commission, the Participants whose bids were delivered to the contracting authority by the deadline for submitting bids are entitled to attend the opening of bid envelopes. One person can be present at the opening of envelopes for each Participant that submitted a bid by the deadline for submitting bids. A person authorised to represent a Participant, which is its statutory body or another person authorised by the Participant in writing, can be such person. In such case, the authorised person present at the opening of the envelopes will produce a power of attorney.
- 3) The contracting authority can ask the Participants' representatives present to prove their authorisation during the opening of the bid envelopes (for example by producing a power of attorney or current extract from the Commercial Register) and to confirm their attendance by signing the list of persons present. If a Participant's representative is not able to prove his/her authorisation to attend during the bid envelope opening, he/she will not be enabled to attend the event.
- 4) During the opening of the envelopes the commission will notify the Participants present of the identification data of all Participants and familiarise them with the numerical parameters of the assessment criteria from the individual bids.

Article 12. Explanation of Tender Conditions

- 1) The Participants are entitled to request from the contracting authority a written explanation of the Tender Documentation (hereinafter an "**Explanation**"), delivered no later than **four business days** before the expiry of the period for the submission of bids. Delivery by e-mail is regarded as written form. The Participants will deliver any written requests for an Explanation to the contact address or contact e-mail address of the person representing the contracting authority. An Explanation can be provided by the contracting authority even without a prior request.
- 2) The contracting authority will send an Explanation no later than within **two business days** of the delivery of a request in accordance with the previous paragraph. If the contracting authority provides an Explanation following a request for Explanation that is not delivered in time, it does not have to comply with the period stated in the previous sentence. If a request for an Explanation of the tender conditions is delivered in time and the contracting authority does not publish an Explanation by the deadline, the period for submitting bids will be extended by at least the number of business days by which the period from the delivery of the request for an Explanation of the tender conditions until the publication of the Explanation exceeds two business days.
- 3) The contracting authority will always publish an Explanation including the precise text of a request at the contracting authority's profile and also promptly notify it in writing to all currently-known Participants.

Article 13. Examination of Place of Performance

The contracting authority states that an examination of the place of performance will not be organised, the place is freely accessible.

Article 14. Reservation of Right to Publish Contracting Authority's Decision at Contracting Authority's Profile

The contracting authority reserves the right to publish **at the contracting authority's profile a notification or decision on selection of the most advantageous bid or the cancellation of the Tender Proceedings**. In such case a notification or decision is regarded as having been delivered to all the relevant interested parties and all relevant Participants at the moment of publication at the contracting authority's profile.

Article 15. Performance through Subcontractors

Not applicable.

Article 16. Tender Period and Deposit

- 1) The contracting authority stipulates a tender period (i.e. the period for which the Participants are bound by their bids) lasting **3 months**. The tender period starts to run at the moment the deadline for submitting bids passes.
- 2) The contracting authority does not require the provision of a deposit.

Article 17. Personal Data Processing

- 1) The contracting authority, in the position of a personal data controller, hereby informs the Participants in the Tender Proceedings, within the meaning of Art. 13 of Regulation (EU) 2016/679 of the European Parliament and of the Council on the protection of natural persons with regard to the processing of personal data and on the free movement of such data (hereinafter the "**GDPR**"), of the processing of personal data for the purpose of realising the Tender Proceedings.
- 2) As a part of the realisation of the Tender Proceedings, the contracting authority can process the personal data of contractors and their subcontractors (who are natural persons doing business), members of statutory bodies and contact persons of contractors and their subcontractors, persons through which a contractor proves qualifications, members of the contractor's realisation team and the contractor's beneficial owners.
- 3) The contracting authority will process personal data only to the extent necessary for the realisation of the Tender Proceedings and only for the period stipulated by legal regulations. Data subjects are

entitled to claim their rights in accordance with Articles 13 to 22 of the GDPR in writing at the address of the contracting authority's registered office.

- 4) The contracting authority will hand over the personal data for processing to a person representing the contracting authority as a personal data processor, for the purpose of administering the Tender Proceedings in accordance with Section 43 of the AoPP.

Article 18. Other Conditions of Contracting Authority for Performance of Public Contract

- 1) The contracting authority reserves the **right to retain bids received**.
- 2) The contracting authority **will not reimburse the Participants for any costs** related to participation in the Tender Proceedings, including preparations and the submission of a bid and other requests, proposals, etc. This is without prejudice to Section 40(4) of the AoPP.
- 3) The contracting authority draws attention to the fact that the submission of a bid, in itself, does not establish a legal entitlement of a Participant to the conclusion of a Contract. In the event that a Contract is not concluded with the selected contractor, it will not be entitled to claim from the contracting authority any payment or compensation for damage or non-asset detriment for any reason.
- 4) The contracting authority reserves the **right to withdraw from the Contract**, if, after the conclusion thereof, it ascertains that the Participant stated in its bid information or documents that do not correspond to reality and that had or could have had an influence on the result of the Tender Proceedings.
- 5) The relevant Tender Proceedings **are not a public commercial tender or a public promise and are not a public contract within the meaning of the AoPP**.
- 6) The contractor selected based on these Tender Proceedings is, in accordance with Section 2e) of Act No. 320/2001 Coll., on financial inspections in public administration, as amended, an entity/person obligated to cooperate during the performance of a financial inspection and undertakes to provide information and documents related to the Subject of the Public Contract to the supervisory authorities of the provider of a subsidy, for the period set out by legal regulations of the Czech Republic and their archiving (Act No. 563/1991 Coll., on accounts, and Act No. 235/2004 Coll., on value added tax).
- 7) The content, breakdown and main ideas stated in the Tender Documentation are regarded by the author of this Tender Documentation, which is the person representing the contracting authority, as its intellectual property and cannot be copied or otherwise handed over to third parties or used for a purpose other than the placement of the relevant public contract without its consent.

Article 19. Annexes

- **Annex No. 1 to TD – Bid Cover Sheet**
- **Annex No. 2 to TD – Technical Specifications**

- Annex No. 3 to TD – Project Documentation
- Annex No. 4 to TD – Engineering and Geological Survey
- Annex No. 5 to TD – Statement of Building Control Authority

Brno, on 4 May 2021

For the contracting authority – S&M Develop s. r. o.:

Ing. Radek Hlaváček

TENDERA partners, s.r.o.

Advisor for Tender Proceedings

Under a power of attorney