



## **Tendering Guidelines**

for the tender of the Agreement for the Maasvlakte 2 Wind Farm with case number 31142901

Date 19 March 2019

**VERSION A: VALID DURING THE SELECTION PHASE**

## Colophon

Issued by Ministry of Infrastructure and Water Management  
RWS Major Projects and Maintenance  
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## **1 Definitions**

Capitalised terms in these Tendering Guidelines are defined in Schedule 1 of these Tendering Guidelines or in Schedule 1 of the (draft) Agreement.

### **Contracting Authority**

Ministry of Infrastructure and Water Management, RWS.

### **Tender Documents**

The Tendering Guidelines, the Agreement, the General and Confidential Information, the invitations to a (subsequent) phase in the tendering procedure and all other documents the Contracting Authority will provide to the Candidates within the framework of the tendering procedure and will mark as such.

### **Tendering Guidelines**

This document describing the tendering procedure.

### **Supplementary Compliance Statement**

The Supplementary Compliance Statement in schedule 1.3 B of the Tendering Guidelines.

### **Additional Payment**

The additional payment, in euros, per MWh/year produced, by the Operator to the Purchaser. The number in MW/h as stated in the Tender Submission to be used to determine the Production Deduction, in accordance with Schedule 2 Payment Mechanism, paragraph 1.11.

### **General Information**

Information provided by the Contracting Authority to all Candidates in accordance with paragraphs 10.7 and 10.8 of the Tendering Guidelines.

### **Basic Project Planning**

Document that Tenderers must submit when Tendering, in compliance with Schedule 2.5 and which will be the basis for the Project Plan.

### **Significant Subcontractor**

A person or legal entity whose technical capability is called upon by a Candidate in order to satisfy requirements with respect to technical capability.

### **Zoning Plan**

The Maasvlakte 2 Zoning Plan (2018) adopted by the Municipality of Rotterdam:  
<http://www.ruimtelijkeplannen.nl/web-roo/roo/bestemmingsplannen?planidn=NL.IMRO.0599.BP11111Maasvlakte2-va02>

### **Data Room**

The digital archive comprising documents and data relating to the tendering procedure for the Project.

### **Dialogue**

The phase of the tendering procedure described in chapter 5 of the Tendering Guidelines.

### **Dialogue Products**

The (draft) proposals requested by the Contracting Authority during the Dialogue and to be submitted by the Candidates.

### **Compliance Statement**

The European Single Procurement Document together with the Supplementary Compliance Statement as referred to in paragraph 4.5.3 of the Tendering Guidelines.

### **BPQR**

The economically most advantageous tender with the best price-quality ratio.

**Contract Close Bond**

The bank guarantee to be included with the Tender, laid out entirely in accordance with the format in schedule 2.7.

**Candidate**

A person or legal entity or a consortium of persons and legal entities which is registered for participation in the present tendering procedure.

**Preferred Tenderer**

The Tenderer with whom the Contracting Authority intends to conclude the Agreement.

**Tenderer**

A person or legal entity or a consortium of persons and legal entities which was invited to submit a Tender, and that submits or has submitted a Tender.

**Tender Submission**

The Tender that is submitted pursuant to chapter 7 of the Tendering Guidelines by the invited Candidates. If the Tender is submitted in stages, the "date of Tender" is the date on which the final parts of the Tender (must) have been submitted.

**Agreement**

The Agreement, including all Schedules, concluded between RWS and the Operator for the realisation of the Project.

**Production Class**

A production class as described in paragraph 8.2 of the Tendering Guidelines.

**Project**

All works, deliveries and services that must be carried out on the basis of the Agreement.

**Fee**

The fee to be determined by the Central Government Real Estate Agency, which the Operator must pay the Purchaser for the Right of Superficies in accordance with the Deed Establishing a Right of Superficies.

**Selection phase**

The phase of the tendering procedure described in chapter 4 of the Tendering Guidelines.

**Invitation to participate in the Dialogue**

The document with which the Contracting Authority invites the selected Candidate to participate in the Dialogue.

**European Single Procurement Document**

The Compliance Statement established by Implementing Regulation (EU) 2016/7 by the European Commission.

**Confidential Information**

Confidential information provided by the Contracting Authority to the Candidates in accordance with paragraph 10.7 of the Tendering Guidelines.

**Expected Production**

Expected Production: The production (in MWh) in a Calendar Year calculated according to the Verification Requirement Expected Production specified in Schedule 4.

**Value**

The value described in paragraph 8.2 of the Tendering Guidelines.

## 2 Introduction

### 2.1 Tender

The project is tendered because, in addition to the granting of the right of usage of land, a contract will be concluded for the purchase by RWS of the energy to be generated at the Wind Farm. The tender takes place in accordance with the competitive dialogue procedure as referred to in the Public Procurement Act.

These Tendering Guidelines describe the tendering procedure for the Wind Farm Maasvlakte 2 Project.

**This Version A of the Tender Guidelines provides a full description of the procedure for the Selection Phase, as well as guidance for the Dialogue Phase and the Tender Phase as elaborated by the Contracting Authority. Prior to the commencement of the Dialogue Phase, the Contracting Authority will provide a new, fully elaborated Version B of the Tender Guidelines.**

An English translation of the Tendering Guidelines is also available. The Dutch version of the Tender Guidelines shall prevail over the English version.

### 2.2 Contracting Authority and the method of tendering

The Contracting Authority is:

The State of the Netherlands  
Ministry of Infrastructure and Water Management  
RWS Major Projects and Maintenance, address: Griffioenlaan 2 te  
3526 LA Utrecht, attn. Ronald de Brabander

Project organisation:  
Wind Farm Maasvlakte 2 Project  
contact person: J. van der Haagen  
e-mail address: [windparkmv2@rws.nl](mailto:windparkmv2@rws.nl)

### 2.3 Project and objectives

#### *Location*

The objective of the Wind Farm Maasvlakte 2 Project is to realise a Wind Farm on the outer contour of Maasvlakte 2, see Schedule 3 (with picture) and the reference to the Zoning Plan in paragraph 2.6.

Approximately 7.5 km of the seawall of Maasvlakte 2 is now designated to be used for the installation of wind turbines. This route runs approximately from the point where the Maasvlakteweg touches the seawall, and begins to follow it, along the most western part of Maasvlakte 2 and bending north-eastwards, finally bending eastwards.

This seawall consists of two parts: the hard seawall (NE part) and the soft seawall (SW part). The hard seawall (approx. 2.5 km long) consists of a dyke body with a pavement on top and with large stones in the surf. The soft seawall (approx. 5 km long) consists of beach and dunes. For the hard seawall, the designated space for wind turbines is located inside the dykes and in the case of soft seawall, it is located outside the dykes.

The site designated for wind turbines is State property. The section adjacent to the shore is subleased to the Port of Rotterdam Authority NV.

#### *Objectives*

The project objectives are as follows:

- a. The realisation by 2023 of a wind farm on the seawall of Maasvlakte 2 that will produce as much MWh of sustainable energy as possible at the best possible (social) cost.
- b. Making RWS's (and if possible other parts of the State's) electricity consumption more sustainable by purchasing this sustainably generated energy.

#### *Environment*

The interests involved in the development of a wind farm on the aforementioned flood protection affect the development possibilities of a wind farm. This includes in any event the following interests:

- a. The economic interests of the Port of Rotterdam Authority;
- b. The interests of RWS as a permit granting authority of the Water Act permit (for instance, by imposing safety requirements on additional sand on the soft seawall);
- c. The ecological interests that are monitored by the Environmental Protection Agency within the framework of the Nature Conservation Act.
- d. Safety and security interests that will be monitored by the Rotterdam Municipality through permits.

Where possible, these interests are embedded or included in the adopted zoning plan.

The permits for the construction and operation of the Wind Farm have not been applied for; this is part of the work of the Successful Tenderer (hereinafter referred to as: the Operator). The Contracting Authority has already started some preparatory work (including investigations) for permits.

## **2.4 Agreement**

RWS will award the project based on the criteria in these Tendering Guidelines. After awarding the project, an Agreement will be concluded with the Operator. The draft Agreement (versie A ) is attached as Schedule 5.

In addition, after the Agreement has been concluded and after Financial Close has been achieved, a right of superficies will be established in favour of the Operator (for the wind turbines).

## **2.5 Payment Mechanism and Project Financing**

During the term of the Agreement, the Operator must pay RWS a Retribution and rent. In addition, the Operator shall pay RWS an Additional Payment from the Date of Agreement up to and including the Expiry Date. The Operator must also provide a Contract Close Bond, a Performance Bond and a Transfer Guarantee.

The Operator will receive compensation for the energy and Guarantees of Origin to be supplied in accordance with the Agreement.

The project will most probably be subject to the SDE+ subsidy scheme (Wind on Primary Flood Defence category). It is the responsibility of the Operator to apply for the necessary SDE+ subsidy. The Operator is also the beneficiary of the SDE+ subsidy granted.

The Operator will also be responsible for arranging the financing of the Project. If and to the extent that the Operator makes use of external financing, the Purchaser will enter into a Direct Agreement with the Operator and the Security Agent/Security Trustee concerned.

## **2.6 Zoning Plan**

The Maasvlakte 2 Zoning Plan (2018) adopted by the Municipality of Rotterdam. The Zoning Plan can be found at: <http://www.ruimtelijkeplannen.nl/web-roo/roo/bestemmingsplannen?planidn=NL.IMRO.0599.BP11111Maasvlakte2-va02>

## **2.7 Administrative Agreements**

The Contracting Authority intends to conclude a Cooperation Agreement with the Port of Rotterdam Authority.

## **2.8 Information**

In order to inform interested parties more extensively about this project than these guidelines do, the project team will provide a general explanation in the selection phase (see paragraph 4.1). In addition, an overview has been made available in schedule 6 describing the information that is available digitally.

### 3 Phasing Tendering Procedure

The tendering procedure will be carried out in a number of phases. These phases are shown in the following diagram. The dates given are indicative and may be amended during the tendering procedure.

The planning specified in TenderNed will prevail.

ACTIVITY	START	END
<b>Selection phase</b>		
Pre-announcement Publication on TenderNed	28 December 2018	28 December 2018
Contract Notice Publication on TenderNed	19 March 2019	19 March
Information Meeting	2 April 2019	2 April 2019
Possibility for consultation	9 April 2019	11 April 2019
Submission of requests for information	19 March 2019	12 April 2019
Publication (final) Information Brief	16 April 2019	16 April 2019
Submission requests for participation	22 April 2019	22 April 2019
Assessment requests for participation	23 April 2019	26 April 2019
Inform candidates of decision	26 April 2019	26 April 2019
Objection period (judicial protection)	27 April 2019	3 May 2019
<b>Dialogue Phase</b>		
Invitation to participate in the Dialogue	26 April 2019	26 April 2019
Dialogue kick-off meeting	7 May 2019	7 May 2019
First round of dialogue discussions	Mid-May 2019	Mid-May 2019
Second round of dialogue discussions	Early June 2019	Early June 2019
3 <sup>rd</sup> round of dialogue discussions	End of June 2019	End of June 2019
4 <sup>th</sup> round of dialogue discussions	Early July 2019	Early July 2019
Submission of Dialogue Product Draft Risk Management Plan	19 July 2019	19 July 2019
Preliminary assessment of the draft Dialogue Products	22 July 2019	26 July 2019
Summer recess information <sup>1</sup>	29 July 2019	16 August 2019
Provision of the preliminary assessment of the draft Dialogue Products	12 August 2019	12 August 2019
5 <sup>th</sup> round of dialogue discussions	Early September 2019	Early September 2019
Submission of requests for information	6 May 2019	18 September 2019
Publication (final) Information Brief	20 September 2019	20 September 2019
Dialogue conclusion	27 September 2019	27 September 2019
<b>Tendering Phase</b>		
Invitation to Tender	30 September 2019	30 September 2019
Tender Submission	4 October 2019	4 October 2019
Assessment of Tenders	7 October 2019	18 October 2019
Appointment of Preferred Tenderer (intention)	18 October 2019	18 October 2019
Objection period (judicial protection) [20 Calendar Days]	19 October 2019	8 November 2019
<b>Contract Phase</b>		
Date of Agreement	29 November 2019	29 November 2019

#### **Selection phase**

The Selection Phase starts with the Publication on TenderNed. The requests for participation are assessed based on the grounds for exclusion and suitability requirements laid down. Candidates - to whom no grounds for exclusion apply and who meet the suitability requirements - will then be assessed based on the selection criteria.

The Contracting Authority will invite the four Candidates with the best scores on the selection criteria to participate in the Dialogue.

The Selection Phase is described in more detail in chapter 4.

#### **Dialogue**

During the Dialogue, the Contracting Authority will, among other things, work out the contents of the draft Agreement in more detail with the Candidates, and adjust such where necessary. Based

<sup>1</sup> During the summer recess, the Contracting Authority will not provide any information via TenderNed.

on the results of the Dialogue, the Contracting Authority may revise the Tender Documents, identically for all Candidates. The Dialogue is described in chapter 5.

***Tender Submission Phase***

After the Dialogue has been concluded by the Contracting Authority, the Tender Submission Phase will follow. This phase is described in chapter 7.

The award of the Project will take place based on the criterion of the economically most advantageous tender with the best price-quality ratio (hereinafter referred to as "BPQR").

## **4 Selection Phase**

### **4.1 General**

During this phase, Candidates can qualify for participation in the Dialogue. For this purpose, the Contracting Authority will assess the Candidates based on:

- a. the grounds for exclusion described in paragraph 4.5;
- b. the suitability requirements described in paragraph 4.6.

All Candidates to whom no grounds for exclusion apply and who meet the suitability requirements will then be assessed based on:

- c. the additional selection criteria described in paragraph 4.9.

The four candidates with the highest score for the additional selection criteria will be invited to the Dialogue.

In order to inform interested parties more extensively about this project than these guidelines do, a general explanation will be provided in the selection phase. This is scheduled for **2 April 2019** from 13.00 to 17.30 in/ around Utrecht. Further information will follow via TenderNed.

### **4.2 Registration**

Interested parties may register with the Contracting Authority until **15 April 2019** at 17.00 at the latest by linking themselves to the tendering procedure via TenderNed (see paragraph 9.2). If an interested party wishes to participate in the tendering procedure, it must also submit a request for participation in accordance with paragraph 4.4.

### **4.3 Information**

Information concerning the tendering procedure and the documents that are relevant for the registration may be requested until **12 April 2019** at 17.00 at the latest via TenderNed, "Vragen en antwoorden" (Questions and answers).

The provisions of paragraph 10.7 apply to this information.

Requests that have not been submitted on time will in principle not be handled by the Contracting Authority.

The Contracting Authority allows individually consultation with the Contracting Authority from **9 to 11 April 2019**. Further details will be given during the Information Meeting (2 April 2019).

The Information Brief to be drawn up by the Contracting Authority is published on TenderNed no later than **16 April 2019**.

### **4.4 Requests for Participation**

Interested parties can submit their request for participation via TenderNed until **22 April 2019** at 17.00 at the latest (see paragraph 9.2), the TenderNed clock being definitive. The TenderNed digital safe closes at the aforementioned time. Requests for participation that are submitted in a different manner are not considered. If the request for participation includes documents to be submitted digitally that require a signature, they must be signed in accordance with the requirements set out in paragraph 9.2.

The request for participation must be structured entirely in accordance with the template prescribed in Schedule 1.1. The request for participation must be signed by an authorised representative.

Requests for participation can no longer be submitted after the digital safe in TenderNed has closed at the time referred to in this paragraph.

## **4.5 Grounds for Exclusion**

### **4.5.1 Mandatory Grounds for Exclusion**

The Contracting Authority will exclude each Candidate or Significant Subcontractor from participation or involvement in the tendering procedure to whom one or more of the circumstances referred to in Article 2.86 of the Public Procurement Act applies, this without prejudice to the provisions of Article 2.86a and Article 2.88 of the Public Procurement Act.

### **4.5.2 Optional Grounds for Exclusion**

The Contracting Authority may exclude each Candidate or Significant Subcontractor from participation or involvement in the tendering procedure to whom one of the circumstances referred to in Article 2.87 of the Public Procurement Act applies, without prejudice to the provisions of Article 2.88 of the Public Procurement Act.

### **4.5.3 Statements to be Submitted**

The Candidate must enclose the following statements, completed fully and truthfully, with its request for participation: As regards the Candidate or each natural person or legal entity participating in the Consortium:

1. A European Single Procurement Document (Schedule 1.3 A, being the standard statement in accordance with the Public Procurement Act) and a Supplementary Compliance Statement (Schedule 1.3 B).
2. As regards each Significant Subcontractor: A European Single Procurement Document (Schedule 1.3 A, being the standard statement in accordance with the Public Procurement Act) of which sections A and B of part II have been completed and part III has been fully completed, as well as a Supplementary Compliance Statement (Schedule 1.3 B).

The abovementioned parties are obliged to continue to comply with the statements during the tendering procedure.

A completed European Single Procurement Document or a Supplementary Compliance Statement is considered to be a statement made by the party that has submitted the statement. The items of evidence as referred to in Article 2.89 of the Public Procurement Act must be submitted at the request of the Contracting Authority. The Candidate is required to submit the items of evidence to the Contracting Authority within two business days<sup>1</sup> of such request. The documents referred to in Schedule 1 must be submitted together with the request for participation.

A European Single Procurement Document or a Supplementary Compliance Statement which has not been completed fully or truthfully may lead to Candidate's exclusion from participation in the (remainder of the) tendering procedure.

Contractor's certificate of good conduct: The Contracting Authority may request the Candidate or each natural person or legal entity participating in the Consortium to submit a Contractor's certificate of good conduct, as referred to in Article 2.89 subsection 2 of the Public Procurement Act, which is not older than two years at the time of submission, by way of proof of the fact that there are no Grounds for Exclusion. A Contractor's certificate of good conduct must concern the current situation of the Candidate or each natural person or legal entity participating in the Consortium.

If a statement comparable to the Contractor's certificate of good conduct is not issued in the country of origin, it will be sufficient to submit a statement made under oath or a solemn affirmation that is made before a competent judicial or administrative organisation, a civil-law notary or a competent professional organisation in the country of origin.

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<sup>1</sup> NOTE: Obtaining a contractor's certificate of good conduct may take several weeks.

#### **4.5.4 Advice Public Administration Probity Screening Agency**

If the Contracting Authority has indications that a Candidate or a Significant Subcontractor is in one of the circumstances referred to in Article 2.86 of the Public Procurement Act or Article 2.87 of the Public Procurement Act, but there is insufficient information available to substantiate exclusion from participation or further involvement, the Contracting Authority may obtain the advice of the Public Administration Probity Screening Agency (see Section 8 of the Public Administration (Probity Screening) Act). A Candidate or a Significant Subcontractor in respect of whom advice has been requested is notified thereof by the Contracting Authority of the content of that advice via TenderNed, "Messages".

#### **4.5.5 Exclusion**

At selection and contract award, a Candidate must be able to demonstrate to the Contracting Authority upon request that the Grounds for Exclusion, as referred to in paragraphs 4.5.1 and 4.5.2 do not apply to it or its Significant Subcontractors, failing which the Candidate may be excluded from (further) participation in the tendering procedure. If one of the exclusion/disqualification criteria, as referred to in paragraphs 4.5.1 and 4.5.2, becomes applicable to a Candidate or one of its Significant Subcontractors during the tendering procedure, that Candidate must notify this fact immediately to the Contracting Authority via TenderNed, "Messages".

Candidates who, in the opinion of the Contracting Authority, act in violation of the rules or requirements as set in the Tender Documents, may be excluded from (further) participation in the tendering procedure.

If at any point in time it becomes apparent that a Candidate has provided incorrect information, that Candidate can be excluded from (further) participation in the tendering procedure.

If the Contracting Authority decides to exclude a Candidate based on an exclusion/disqualification criterion that concerns a natural person or legal entity participating in the Consortium or a Significant Subcontractor, the relevant Candidate will be given the opportunity to submit a change proposal as referred to in paragraph 9.6 to the Contracting Authority, within 15 Calendar Days, for the replacement of the relevant participant or Significant Subcontractor.

### **4.6 Suitability Requirements**

#### **4.6.1 Demonstrating Suitability**

The Contracting Authority will assess the Candidates based on the following suitability requirements:

1. Economic and financial standing (see paragraph 4.7);
2. Technical and organisational expertise (see paragraph 4.8)
  - 2.1 project management experience in the preparation and realisation of a Wind Farm
  - 2.2 project management experience in the operation and maintenance of a Wind Farm

It is the responsibility of the Candidates to demonstrate their own compliance with the suitability requirement set out in paragraph 4.7.

The Candidates must demonstrate that they satisfy the suitability requirements provided for in paragraph 4.8 themselves or by (partly) relying on the technical expertise of one or more third parties.

A list of the documents to be submitted has been included in the overview per requirement in Schedule 1 and the prescribed manner of signing is included in paragraph 9.2.

The Candidate must satisfy the requirements provided for in paragraphs 4.1 to 4.11 and fully complete the forms included in Schedule 1. Failure to complete a form completely may result in exclusion from (further) participation in the tendering procedure.

#### **4.6.2 Relying on Third Parties: Significant Subcontractors**

A person or legal entity upon whose technical expertise a Candidate relies in order to satisfy one or more suitability criteria are designated as Significant Subcontractors.

If a Candidate relies on one or more third parties - Significant Subcontractors - it must demonstrate when it submits its request for participation that it will actually be able to dispose of the experience of those third parties and in which manner, for which purpose the relevant Significant Subcontractor shall complete the model statement included in Schedule 1.2 and sign it in accordance with the requirements of paragraph 9.2.

Significant Subcontractors must actually be deployed by the Contractor when performing the activities that concern the requirements for which the Candidate has relied on the technical expertise of the Significant Subcontractor.

#### **4.6.3 Experience**

As regards the suitability requirements as provided for in paragraph 4.8, a Candidate or Significant Subcontractor can only invoke certain experience if and to the extent that this Candidate or Significant Subcontractor itself performed the activities relevant for that experience.

### **4.7 Economic and Financial Standing**

#### **4.7.1 Economic and Financial Standing Requirement**

The Candidate must demonstrate that it is willing and able to make at least an amount of € 10 (ten) million euros of its own funds available for the purposes of the Project.

In case of registration as SPV under incorporation, the participants in the SPV under incorporation must declare individually what amount they will make available to the Candidate for the purposes of the Project. The requirement will have been satisfied if the amounts of the statements that have been issued add up to at least the required € 10 (ten) million euros.

#### **4.7.2 Demonstrating Economic and Financial Standing**

The Candidate is required to submit a statement structured entirely in accordance with Schedule 1.4 to prove that it complies with the requirement concerning the economic and financial standing, which statement has been signed by an authorised representative of a financial institution that has a Long-Term Issue Credit Rating issued by Standard & Poor's of at least A- or by Moody's of at least A3 or by Fitch of at least A- or an equivalent credit rating issued by an equivalent internationally recognised independent rating agency.

This statement is only required in respect of the Candidate itself and not with respect to the other parties the Candidate wishes to rely on for the selection.

In case of registration of a Consortium, several statements may be submitted provided that the amounts of the statements added together satisfy the requirement. In the event several statements are submitted, in the second paragraph of Schedule 1.4 [name legal entity / entities] must be read instead of [name Candidate] and otherwise only the amount may be adjusted.

### **4.8 Technical and Organisational Expertise**

#### **4.8.1 Requirement for Project Management Experience in the Preparation and Realisation of a Wind Farm**

The Candidate must be able to demonstrate that it actually possesses the following experience for the performance of the Project:

The Candidate must have performed the project management of a project during the past five years, to be calculated from the final date for submission of a request for participation (see paragraph 4.4). This project must meet the following requirements:

1. The project concerns the preparation and realisation of a Wind Farm (onshore or offshore) with a size of at least 5 wind turbines or a minimum of 25 MW of installed capacity, including connection and commissioning thereof with a regional or national grid operator.

Project management within the meaning of the present suitability requirement is defined as having been demonstrated to be responsible for or having had a managerial role in all of the following duties:

- a. applying for and obtaining permits;
- b. the daily management of the work;
- c. the risk management;
- d. the quality management;
- e. the financial management;
- f. the time schedule.

#### **4.8.2 Requirement for Project Management Experience in the Operation and Maintenance of a Wind Farm**

The Candidate must be able to demonstrate that it actually possesses the following experience for the performance of the Project:

The Candidate must have performed the project management of a project during the past five years, to be calculated from the final date for submission of a request for participation (see paragraph 4.4). This project must meet the following requirements:

1. The project concerns the operation and maintenance of a Wind Farm (onshore or offshore) with a size of at least 5 wind turbines or a minimum of 25 MW of installed capacity, for at least 5 years.

Project management within the meaning of the present suitability requirement is defined as having been demonstrated to be responsible for or having had a managerial role in all of the following duties:

- a. the daily management of the work;
- b. the risk management;
- c. the quality management;
- d. the financial management;
- e. the time schedule;

#### **4.8.3 Requirement for Experience with Financing a Wind Farm**

The Candidate must be able to demonstrate that it actually possesses the following experience for the performance of the Project:

The Candidate must have attracted funding for a project during the past five years, to be calculated from the final date for submission of a request for participation (see paragraph 3.4). This project must meet the following requirements:

The project concerns a Wind Farm with a financing requirement of at least 30 (thirty) million euros.

#### **4.8.4 Information to be Submitted**

The Candidate is required to declare that it complies with the requirements listed in paragraph 4.8 concerning experience in the area of project management and financing by submitting the template attached as Schedule 1.5.

### **4.9 Further Selection**

#### **4.9.1 Additional Selection Criteria**

A maximum of 4 (four) Candidates who are eligible for an invitation to participate in the Dialogue in accordance with paragraphs 4.7 and 4.8 will be invited to participate in the Dialogue. If the number of Candidates eligible for an invitation to participate in the Dialogue exceeds 4, the selection will be made based on the following additional selection procedure.

For each Candidate eligible to be invited, a total score will be established based on the reference projects submitted (in accordance with Schedule 1.6) according to the table below 'Additional Selection Criteria'. The 4 (four) Candidates with the highest total score will be invited to participate in the Dialogue. If the total score for two or more Candidates is equal, and this affects the determination of the four Candidates with the highest total score, the Contracting Authority will firstly select the Candidates that scored 2 points at the additional selection criterium under 3. In the event that still more than four Candidates would qualify for participation in the Dialogue the lot drawing procedure set out in paragraph 4.9.3 will be followed for the Candidates with an equal score.

The Contracting Authority will assess a maximum of two reference projects per Candidate per selection criterion in the additional selection procedure under 1, 2 and 3 in the table 'Additional Selection Criteria'. One point can be scored per reference project.

For the additional selection criteria under 4, 5, and 6 in the table 'Additional Selection Criteria', the Contracting Authority will assess a maximum of one reference project per selection criterion.

The Candidate must use the template included in Schedule 1.6 to demonstrate that an additional selection criterion is met.

<b>Additional Selection Criteria</b>	max <sup>1</sup>	score <sup>2</sup>
1. Experience in the construction of a Wind Farm onshore with a minimum of 50 MW of installed capacity, including connection and commissioning thereof with a regional or national grid operator. The Wind Farm must have been taken into use after 2010.	2	
2. Experience in applying for and obtaining all necessary permits for an onshore Wind Farm with a minimum installed capacity of 50 MW and/or an offshore Wind Farm with a minimum installed capacity of 150 MW. The permits must have been obtained within the last five years, to be calculated from the final date for submission of a request for participation (as referred to in paragraph 4.4).	2	
3. Experience in applying for and obtaining all necessary permits for an onshore Wind Farm with a minimum installed capacity of 25 MW <u>in the Netherlands</u> . The permits must have been obtained within the last five years, to be calculated from the final date for submission of a request for participation (as referred to in paragraph 4.4).	2	
4. Experience in applying for and obtaining all permits required for the construction of a primary or secondary flood defence or seawall - or for the construction of a permanent structure <u>inside</u> such a flood defence or seawall - in which the safety of the hinterland is standardised (currently in the Netherlands: Water permit). The permit must have been obtained within the last five years, to be calculated from the final date for submission of a request for participation (as referred to in paragraph 4.4).	1	
5. Experience in operating a Wind Farm with a minimum installed capacity of 50 MW for a period of at least 3 years. The Wind Farm must have been taken into use after 2010.	1	
6. Experience in financing (project financing or corporate financing with equity) a Wind Farm with at least 50 MW of installed capacity in the past 5 years, to be calculated from the final date for submission of a request for participation (as referred to in paragraph	1	

<sup>1</sup> Maximum number of points to be scored.

<sup>2</sup> Score achieved.

4.4).		
<b>Final score (total of points obtained from Re 1 to 6</b> (total maximum is 9 points)		

**4.9.2 Information to be Submitted**

The Candidate is required to declare that it complies with the additional section criteria listed in paragraph 4.9 by submitting the template attached as Schedule 1.6.

**4.9.3 Lot Drawing Procedure**

Within the group of candidates with the same number of points, the order is drawn by lot. If lots are drawn, the Candidates concerned will be invited via TenderNed "Messages" to be present in person or by appointing a representative. Each lot will contain the name of a Candidate who is to participate in the draw.

The drawing of lots will take place by the blind drawing of all lots, in which regard the order in which they are drawn will be recorded, and the Candidates whose lots are drawn first will be selected first.

**4.10 Verification by the Contracting Authority**

The Contracting Authority reserves the right to verify the soundness of the references that have been provided. The Candidate is obliged to cooperate therein.

**4.11 Assessment of the Request for Participation - Invitation to the Dialogue**

The Contracting Authority will invite the four Candidates, in respect of whom no Grounds for Exclusion as referred to in paragraph 4.5 exist and who satisfy the suitability requirements as referred to in paragraphs 4.7 and 4.8, who score best on the additional selection criteria referred to in paragraph 4.9 to participate in the Dialogue. Decisions on the part of the Contracting Authority not to invite Candidates to the Dialogue are subject to paragraph 9.4. If a Candidate objects to this decision, it is required to notify the Contracting Authority of its objections in writing within seven Calendar Days after dispatch of the decision.

## **5 Dialogue**

### **5.1 Objective of the Dialogue**

The objective of the Dialogue is:

- To discuss the principles of the Agreement equally for all Candidates, as well as the definitive description of the invitation to tender;
- To offer the Candidates the opportunity to submit Dialogue Products, and to discuss such with the Contracting Authority;
- To offer the Candidates the opportunity to consult the Contracting Authority about (parts of) the Tender Submission.
- To complete the Agreement and all of the associated Schedules, with the exception of those elements that must be completed during or after the submission of the Tender.

At the end of the Dialogue, the draft Agreement will be worked out in more detail based on the results of the Dialogue.

In the Agreement and the Schedules, the symbol [●] indicates that the Contracting Authority will complete further details in a manner that is identical for every Candidate.

The symbol [●●] indicates where candidate-specific sections will be included in the draft Agreement.

### **5.12 Dialogue Kick-Off Meeting**

The Dialogue will start with a general information meeting, which all the selected Candidates will be invited to attend. During this joint meeting, the Contracting Authority will give an explanation about the process and the organisation of the Dialogue.

The Candidates will also be given the opportunity to ask questions at this meeting.

### **5.2 Meetings with the Contracting Authority and Information**

The Candidates will be given the opportunity to hold meetings with the Contracting Authority during the Dialogue<sup>1</sup>.

The Candidates who participate in the Dialogue can discuss the admissibility of certain solution proposals within the framework of the Agreement with the Contracting Authority, as well as any amendments to the Agreement.

Each Candidate must submit the items it wants to put on the agenda of a dialogue meeting, via TenderNed, "Messages", no later than five business days before the dialogue meeting, with the following details given for each item it wants to put on the agenda:

- The expected time it will take to discuss the item;
- An explanation about the agenda item;
- Specific issues or questions.

Requests for information may be discussed during the meetings with the Contracting Authority. Only requests for information that were received by the Contracting Authority no later than on 12.00 on the Wednesday prior to the meetings of the next week will be discussed during those meetings. The procedure for requests for information, including requests for amendment, is described in paragraph 10.7.

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<sup>1</sup> The planning timetable for the dates and times of the consultation meetings will be specified in the invitation to participate in the Dialogue. Provisional dates and times are specified in chapter 3.

## **6 Adoption of the Agreement and Invitation to Tender**

Upon completion of the Dialogue, the Contracting Authority will make the adopted Agreement available to the Candidates.

After adoption of the Agreement, the Contracting Authority will invite the Candidates to submit their Tenders. The Candidates shall base their Tenders on the Agreement and the General and Confidential Information (Information Briefs).

## **7 Tender Submission**

### **7.1 Objective**

The objective of this phase is to appoint the Preferred Tenderer.

The Tender must be submitted via TenderNed "Inschrijving" (Tender). The Preferred Tenderer will be appointed following submission of the Tender.

### **7.2 Tender Submission Requirements**

#### **7.2.1 Requirements of the Tender**

The Tender must meet the following requirements:

- a. The Tender must be based on the Agreement, with the Schedules completed at such time, and the Information Briefs.
- b. The Tender, with exclusion of the Risk Management Plan must be laid out in accordance with the Zoning Plan.
- c. The Tender must be laid out in accordance with Schedule 2.
- d. The Tender must comply with the provisions of these Tendering Guidelines.

#### **7.2.2 Requirements for Subcontractors - other than a Significant Subcontractor - upon Submission of the Tender**

If the Tenderer has already entered into a final subcontract with a subcontractor - other than a Significant Subcontractor - prior to the submission of the Tender in case the contract is awarded to the Tenderer, the Tenderer must submit with the Tender a European Single Procurement Document (Schedule 1.3 A) completed by such subcontractor, whereby sections A and B of part II have been completed, and part III has been completed entirely, as well as a Supplementary Compliance Statement (Schedule 1.3 B) completed by the subcontractor. That stipulated above concerning subcontractors is only applicable if the value of the part of the commission that has been subcontracted through this contract is greater than € 1,000,000.00 (one million euros).

Any exclusion of a subcontractor does not affect the Tenderer itself since this does not concern a Significant Subcontractor.

Paragraphs 4.5.1 through 4.5.4 shall apply mutatis mutandis to the above subcontractors, other than the Significant Subcontractors.

### **7.3 Submission of the Tender**

The Tenderers must submit parts specified in Schedule 2 no later than on **4 October 2019** at 17.00 via TenderNed "Inschrijving" (Tender). The TenderNed digital safe closes at the aforementioned time. After the digital safe is closed it is no longer possible to make a submission. TenderNed's clock is decisive as regards timely submission.

All parts of the Tender may only be submitted digitally via TenderNed. If documents to be submitted require a signature, they must be signed in accordance with the requirements set out in paragraph 9.2.

A Tender subject to a condition or conditions will be declared invalid. A Tender which is not received in good time will be declared invalid. The provisions of paragraph 9.4 will apply in relation to a decision to this effect made by the Contracting Authority.

The Contracting Authority may provide an opportunity to rectify any shortcomings in the submission of the Model K statement (Schedule 2.8) and other statements requested. If this is the case, the Contracting Authority will determine the term within which the shortcoming must be rectified.

The Contracting Authority reserves the right to perform a verification of the Tenders.

## **7.4 Assessment of Tenders**

### **7.4.1 Validity**

The Contracting Authority will first consider whether the Tenders are valid. If a Tender is declared invalid because it does not comply with all the requirements, paragraph 9.4 will apply to this decision by the Contracting Authority.

### **7.5 Clarification by the Tenderer**

At the request of the Contracting Authority, a Tenderer may be asked to clarify aspects of the Tender or confirm commitments contained in the Tender, provided this clarification/amendment does not substantially alter the substance of the Tender or the Contract Notice and does not cause or threaten to lead to a distortion of competition or discrimination.

### **7.6 Appointment of the Preferred Tenderer**

The Tenderer who has submitted the Tender with the best price-quality ratio pursuant to paragraph 7.2 will be appointed as the Preferred Tenderer.

The Contracting Authority will inform every Tenderer that submitted a Tender simultaneously and with reasons concerning the proposed award. The Contracting Authority will thereby state the name of the Tenderer that has been appointed as the Preferred Tenderer and to whom the Contracting Authority therefore intends to award the Tender. No rights may be derived from this intention to award. The message of the Contracting Authority regarding the intention to award does not imply acceptance as referred to in Article 6:217, first paragraph, of the Dutch Civil Code, of an offer of a Tenderer.

Paragraph 9.4 applies to a decision by the Contracting Authority not to appoint a Tenderer as a Preferred Tenderer.

The Contracting Authority reserves the right not to award the contract. In such a case, the provisions of paragraph 9.5 will apply.

The Contracting Authority will return the Contract Close Bond to Tenderers who were not appointed as Preferred Tenderer on the first of the following dates:

1. When the decision of the Contracting Authority to declare the Tender of the Tenderer invalid has become final;
2. Upon the date of Contract Close;

The Contracting Authority will return the Financial Close Bond to the Preferred Tenderer/Operator on the first of the following dates:

1. When Contract Close has been achieved with the Preferred Tenderer;
2. 52 weeks after the date of the Tender Submission. See also in paragraph 4.4 of the Contract.

### **7.7 Tender Costs Compensation Payment**

The Contracting Authority shall pay each Tenderer who submits a valid Tender and who was not appointed Preferred Tenderer costs compensation payment of € 200,000 (in words: two hundred thousand euros) exclusive of VAT for the tender costs incurred. This compensation payment will be paid after the decision to appoint the Preferred Tenderer as referred in paragraph 7.6 has become final and the Tenderer has subsequently submitted an invoice for the tender costs compensation payment. The payment period for the invoice will be thirty days.

**8 Contract Award**

**8.1 Purpose**

The purpose of this phase is to conclude the Agreement. During this phase, the Agreement can no longer be amended.

This phase will be elaborated in more detail in the invitation to submit a Tender.

**8.2 Award Criterion**

The award criterion is that of economically most advantageous tender with the best price-quality ratio. In doing so, the Contracting Authority shall value the height of the Production Class of the Wind Farm and the Value within the same Production Class.

To this end, the Contracting Authority shall determine the Production Class of each valid Best and Final Offer by classifying the Expected Production in the Production Classes in accordance with the table below.

<b>Production Class</b>	<b>Production</b>
3	>= 300,000 MWh/year
2	>= 270,000 MWh and <300,000 MWh/year
1	<270,000 MWh/year

For Tenders within the same Production Class, the Contracting Authority shall determine the ranking of the Tenders based on the Value. The Tenderer with the highest Value within the Production Class will be ranked highest in this Production Class.

The Value (V) is defined as the the Risk Management Score (RMS) multiplied by the weighting factor RMS ( $\alpha$ ) plus the Retribution (R) and Additional Payment (AP) and and then multiplied by the weighting factor Expected Production ( $\beta$ ) and then multiplied by Expected Production (EP):

$$V = \alpha * RMS + \beta * EP * (R + AP)$$

In which:

- The Retribution is defined as [ $\bullet$ ] €/MWh/year.
- The Additional Payment is defined in chapter 1 of these guidelines
- The Risk Management Plan Score is according to Schedule 2.4
- The Expected Production is defined according to Schedule 4
- The weighting factor RMS lies between 0-100%
- The weighting factor EP between 0-100%
- $\alpha + \beta = 100\%$

The Tender with the highest Production Class and with the highest Value within the highest Production Class is the Tender with the best price-quality ratio.

If two or more Tenders have the highest Production Class and an equal Value, a decision will be made by drawing lots as to which Tenderer will be selected as the Preferred Tenderer. This drawing of lots will take place after the objection period of three Calendar Days referred to in the following paragraph has expired, in accordance with the following procedure:

- 1) The Tenderers who have submitted a Tender with the highest Production Class and an equal Value will be invited to attend the drawing of lots;
- 2) Each lot will contain the name of a Tenderer who is to participate in the draw;
- 3) The drawing of lots will take place by the blind drawing of a lot, the result of which is recorded, and the Tenderer whose lot is drawn first will be appointed as the Preferred Tenderer.

The provisions of paragraph 9.4 of the Tendering Guidelines will apply in relation to decisions made by the Contracting Authority about the Contract Award. If the drawing of lots will take place, and a Tenderer has an objection concerning the decision that establishes which Tenderers will participate in that drawing of lots, the Tenderer must submit this objection to the Contracting Authority via TenderNed, "Messages", within three Calendar Days after the announcement of this decision.

### **8.3 Validity Period**

The Tender should be honoured within 9 months from the date on which the final parts of the Tender must be submitted in accordance with paragraph 2.

### **8.4 Commitment to the Tender - Penalty**

The Preferred Tenderer will pay an immediately due and payable penalty of € 5 (five) million euros if it fails to unconditionally commit to its Tender within the period specified in paragraph 8.3, or a period agreed in departure therefrom.

The above is applicable mutatis mutandis to successive Preferred Tenderers.

## 9 General Information

### 9.1 Tendering Guidelines

The Candidate is responsible for checking the proper receipt of the Tender Documents. If the Tender Documents are not received in good order, the Candidate must report this immediately via TenderNed, "Berichten" ("Messages") (see paragraph 9.2).

The Tender Documents have been carefully compiled. Should the Candidate nevertheless have objections, for example because of alleged contradictions, flaws or possible violations of the statutory provisions (or other) irregularities, then the Candidate must notify the Contracting Authority as soon as possible in writing or seek clarification by means of submitting a request for information (in accordance with paragraph 10.7). By submitting documents and the Tender, the Candidate agrees in full with the provisions of the Tendering Guidelines. If the Candidate fails to give the Contracting Authority timely notification about inconsistencies, deficiencies, or any contraventions of statutory regulations, the Candidate will not be able to invoke such at a later date.

### 9.2 TenderNed

The tendering procedure will be carried out exclusively digitally by way of TenderNed: [www.tenderned.nl](http://www.tenderned.nl). This means that requests for participation and Tenders can only be submitted via TenderNed. The Candidate must be registered in TenderNed as a user in order to participate in the tendering procedure. The "TenderNed Conditions of Use" apply. The Candidate is expected to have all the necessary knowledge to be able to take part in the tendering procedure in the correct way. The use of TenderNed is for the account and risk of the Candidate. In the event a Candidate cannot access TenderNed at the deadline for receiving requests for participation or the Tender, as a result of a breakdown in eHerkenning, in TenderNed or in the high-voltage electricity grid, the submission can take place in accordance with Article 2.109a of the Public Procurement Act. In such case, the Contracting Authority may postpone the deadline for receiving requests for participation or the Tender, depending on the situation and the consequences. The amended deadline for receiving tenders will be announced to candidates via TenderNed "Rectificatie" ("Rectification").

All documents have to be submitted digitally via TenderNed, in accordance with the TenderNed user's guide, which can be found at the website of TenderNed in the "eGids".

**All documents that must be signed and submitted must be submitted in PDF format and be signed with a recognised electronic signature with security level IV (PKI government certificate or EU-Qualified certificate).**

If a particular digital PDF form (for example the European Single Procurement Document) cannot be signed with a recognised level IV electronic signature directly, a digital PDF printout of the form completely filled in must be made, which digital printout must be signed with a recognised level IV electronic signature. This digitally signed digital printout must then be submitted to the Contracting Authority.

There are two exceptions to the rule that signature must always be by recognised electronic signature:

1. In the case of the request to participate the Candidate has the choice of two options for all documents that have to be signed with the request to participate:
  - a. Submitting the documents electronically in PDF format in TenderNed with a recognised electronic signature with security level IV, or
  - b. Submitting a Compliance Statement from the Candidate in TenderNed, in accordance with the format in schedule 1.6. A scan in PDF format of the entire document (signed by hand) must be submitted with this statement as an enclosed schedule, after which the statement with schedule must be signed by the Candidate himself with a recognised electronic signature with security level IV. The original document to be submitted must at the same time be sent to the address of the Contracting Authority shown above (by post, courier or other rapid means).
2. All documents that have to be signed by third parties upon submitting the Tender, may be submitted without a recognised electronic signature with security level IV (PKI government

certificate). For these documents there is a choice from two possibilities:

- a. Submitting the documents electronically in PDF format in TenderNed with a recognised electronic signature with security level IV,

**or**

- b. Submitting a Compliance Statement from the Candidate/Tenderer in TenderNed, in accordance with the format in schedule 9.1 C. A scan in PDF format of the entire document (signed by hand) must be submitted with this statement as an enclosed schedule, after which the statement with schedule must be signed by the Candidate himself with a recognised electronic signature with security level IV. The original document to be submitted must at the same time be sent to the address of the Contracting Authority shown above (by post, courier or other rapid means).

Questions and information in relation to this tendering procedure can only be submitted through TenderNed.

### **9.3 Applicable Legislation**

The tendering procedure will be conducted as a competitive dialogue (sections 2.28 and 2.29 of the Public Procurement Act).

To the extent the Tendering Guidelines do not deviate from such, inter alia the following legislation and regulations will apply to this tendering procedure:

- Directive 2014/24/EC of the European Parliament and the Council of 26 February 2014, on the coordination of procedures for the award of public works, public supply contracts and public service contracts;
- Directive 89/665/EEC of 21 December 1989 on the coordination of the laws, regulations and administrative provisions relating to the application of review procedures to the award of public supply and public works contracts;
- The Public Procurement Act 2012 as last amended by the Law of 22 June 2016 (Public Procurement Act);
- The Tender Decision of 24 June 2016;
- The Proportionality Guide of 16 June 2016;
- The Public Administration (Probity Screening) Act (BIBOB Act).

### **9.4 Judicial Protection - Choice of Forum**

The Contracting Authority will inform the relevant Candidate or Candidates about decisions that have legal consequences in the sense of article 1, paragraph 1, of Directive 89/665/EEC, in connection with the tendering procedure via TenderNed "Messages".

All time limits detailed in the Tender Documents will commence the day after the sending of the decision at midnight 0.00 hours, and all time limits are fixed and final deadlines. This means that if a Candidate does not lodge an objection against a decision within the set time limit after the sending of that decision, the relevant Candidate will no longer be able to lodge an objection in relation to that decision. In such case, the Contracting Authority is free to proceed with the (further) implementation of the decision. To the extent that no specific objection deadline is mentioned for a decision intended to have legal effect, an objection period of 20 calendar days is applicable to that decision.

With respect to all decisions, a Candidate who has made an objection against a decision must also institute preliminary relief proceedings against that decision within 20 Calendar Days after the date of sending of that decision by the Contracting Authority. The action will be deemed to have been instituted as of the date of the summons (article 125 of the Dutch Code of Civil Procedure).

A decision to appoint the Preferred Tenderer as referred to in paragraph 7.9 will be notified to the Candidates by way of TenderNed "Messages". This notification will contain all the relevant reasons for that decision, as well as a precise description of the date and time on which the time limit of 20 Calendar Days referred to above will end.

All disputes that arise between the parties involved in the tendering procedure in connection with the tendering procedure must be put before the civil courts in The Hague.

### **9.5 Terminating the Procedure – Withdrawal of Candidates**

The Contracting Authority may prematurely terminate the tendering procedure.

Candidates may withdraw from the tendering procedure up until the submission of the Tender without being liable for damages with respect to the Contracting Authority.

### **9.6 Changes in Composition of Candidates, Appointment of Significant Subcontractors**

In the event of unforeseen circumstances, such as the withdrawal of a participant in the Consortium or a Significant Subcontractor due to events beyond the control of the Candidate, or for organisational reasons on the condition the group of parties involved is not unnecessarily expanded, Candidates can propose changes in their composition or in the designation of Significant Subcontractors. Candidates that propose such a change must explain the reasons for this change in its proposal.

The express written permission by the Contracting Authority is required for such changes. Conditions may be attached to this permission. The Contracting Authority will assess whether or not the change in the composition will have consequences, for example, in relation to:

- the applicability of Grounds for Exclusion;
- the fulfilment of the suitability requirements or the selection criteria;
- inside information or conflicts of interest;
- other aspects in the field of competition law.

The Contracting Authority, however, will not refuse its permission on unreasonable grounds.

In all cases, in order for this permission to be given, the Candidate must demonstrate that after the change it will continue to satisfy all the requirements that apply until that time in this tendering procedure to Candidates and Significant Subcontractors. If a selection has already taken place, in order for permission to be given the Candidate will also need to show that, in the new composition, it will still achieve at least the same or a higher total score under the applicable criteria for selection.

### **9.7 Inside Information and Conflicts of Interest**

The guidelines of RWS for the prevention of inside information and conflicts of interest, as included in the 'Separation of interests, Policy to prevent conflicts of interest in the awarding of contracts' report 14 September 2007 (see <https://www.rijkswaterstaat.nl/zakelijk/zakendoen-met-rijkswaterstaat/inkoopbeleid/scheiden-van-belang.aspx>) will apply to this Tendering Procedure by analogy.

All Candidates and Significant Subcontractors must state in the Supplementary Compliance Statement (schedule 1.3 B) whether there is (or has been) any involvement in the preparation of the Project and whether there are conflicts of interest that could have a negative impact on the execution of the Project. If there is or has been any involvement in the preparation of the Project, this will be grounds to suspect there is inside information and/or a conflict of interest.

The Contracting Authority will give the Candidate the opportunity to refute the suspicion referred to in the previous paragraph to the satisfaction of the Contracting Authority, and to show that this (previous) involvement will not be detrimental to fair competition.

A Candidate can be excluded from participation in the tendering procedure if the suspicion referred to in the second paragraph has not been refuted or if there are conflicts of interest that could have a negative impact on the execution of the Project.

### **9.8 Complaints in Relation to the Tendering Procedure**

The Contracting Authority has set up a complaints desk in accordance with the advice 'Complaints procedure for contract tendering'<sup>1</sup>. Complaints in relation to the tendering procedure can be submitted to the RWS Central Contract Tendering Complaints Desk at the following email address: klachtenmeldpunt@rws.nl.

Complaints can be made in relation to non-compliance with statutory regulations or violations of the general principles of contract tendering. A complaint must be submitted in writing, and must give a clear description of the aspect of the tendering procedure which the complaint relates to and the reasons for the complaint.

A complaint will be dealt with by officials who are expert in the relevant field, and who are not involved, nor will be involved, in this tendering procedure. A complaint will be dealt with as quickly as possible; the complainant will be notified of this. The submission of a complaint will not have any suspensory effect, and will not change the circumstance that a Candidate must make a formal objection on time, or start legal proceedings on time if and insofar this is necessary or relevant (see paragraph 9.4).

### **9.9 Reasons Within the Context of the Public Procurement Act**

The State of the Netherlands, and therefore RWS, is bound by the climate objectives arising from the Paris Agreement<sup>2</sup>. One of the objectives of RWS is to become energy-neutral and it wants to achieve this by using its own area (including Maasvlakte 2) for having wind energy generated and by directly purchasing the green energy generated within its own area.

The Tender for the Wind Farm to be developed includes the preparation and development, construction, operation and dismantling of a Wind Farm. By their very nature, these activities cannot be tendered separately. The operation of the wind farm must necessarily be carried out by a private sector party, with the result that the entire project must be carried out by that private sector party. The dimensions of the sand quay depend on the configuration of the wind farm. As a result, these activities are inextricably linked to each other.

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<sup>1</sup> For more information about the complaints desk and the advice 'Complaints procedure for contract tendering', see the website of RWS. Go to: [www.rijkswaterstaat.nl/zakelijk](http://www.rijkswaterstaat.nl/zakelijk), and then select: Zaken doen met Rijkswaterstaat > Inkoopbeleid > Aanbesteden > Klachtenmeldpunt aanbesteden.

<sup>2</sup> UN Nations, Paris Agreement, 12 December 2015

## **10 Communication between the Contracting Authority and the Candidate**

### **10.1 Contract Notice**

The contract notice was announced on the website [www.tenderned.nl](http://www.tenderned.nl) on **19 March 2019**.

A pre-announcement was published on **28 December 2018**.

### **10.2 Market Consultation**

A market consultation was held on 13 July 2017. The final report with the results of this market consultation was published on [www.tenderned.nl](http://www.tenderned.nl) and will be made available through schedule 6.

### **10.3 Information Meetings**

See for more information paragraphs 4.1 -4.3.

### **10.4 Language**

This tendering procedure will be conducted in the Dutch language.

The Contracting Authority does supply an English translation. A full lists of English translated documents can be found in schedule 6. The Dutch version of the Tender Guidelines shall at all times prevail over the English version.

To the extent the Contracting Authority has not stated otherwise, all documents shall be drawn up in the Dutch language. If declarations that were originally in a foreign language have to be submitted in Dutch, the Candidate has to submit both the declaration in the original (foreign) language and a translation of such into Dutch.

The Contracting Authority will allow the following documents to be submitted in English, German, Spanish or French without an attached translation:

- certificate of Conduct for Procurement (GVA) or an equivalent certificate;
- extract from the trade register;
- declaration of economic and financial standing;
- proxy.

If the Candidate is asked to submit a contractor's certificate of good conduct or an extract from the trade register, and the Candidate wishes to submit the document - without an attached translation - in a language other than Dutch, English, German, Spanish or French, it must obtain the advance permission of the Contracting Authority.

The Contracting Authority will allow the following document to be submitted in English without an attached translation:

- Financial Model

In addition, the Contracting Authority permits data related to reference projects to be provided in the English language.

### **10.5 Provision of Information**

#### **10.5.1 Data Room - Provision of Information**

For purposes of this tender procedure, the Contracting Authority will set up a virtual Data Room. During the Selection phase of the tender the Data Room will not be used, the Contracting Authority will provide information on Tendered, see also schedule 6. For purposes of this tendering procedure, the Contracting Authority will - wherever possible - provide the data to be furnished, digitally in PDF file format together with Word or Excel format. In the event of any differences between the formats, the PDF version will be leading.

The Contracting Authority does not bear any responsibility for the accuracy or completeness of the information that is not designated as Disseminated Information.

### **10.5.2 Electronic Communication**

In this tendering procedure, use will be made of the option of conducting the communication between the Candidate and the Contracting Authority by electronic means.

## **10.6 Confidentiality and Intellectual Property Rights**

### **10.6.1 Confidentiality to be Observed by the Candidates**

By participating in the tendering procedure the Candidates oblige themselves to keep confidential all information that they receive from the Contracting Authority - to the extent not available in the public domain - and not to disclose such to third parties. Candidates must protect the information they receive from the Contracting Authority against unauthorised use. They may disclose such information to the contractors of the Candidates who are involved in the tendering procedure, on the condition of imposition of this confidentiality clause. This obligation does not apply if provisions to the contrary are explicitly stated in the Tendering Guidelines, or in any other announcements of the Contracting Authority. The confidential information provided may only be used for the purpose for which it is intended.

### **10.6.2 Confidentiality to be Observed by the Contracting Authority and Intellectual Property Rights**

The following will be designated as confidential:

- a) Reference Details, Dialogue Products, and Tenders;
- b) Confidential Information as referred to in paragraph 10.9;
- c) All other information which – by its nature – is confidential.

Confidential Information will be handled as such by the Contracting Authority. The Contracting Authority will therefore not disclose confidential information to third parties – including other Candidates – except if and to the extent the Contracting Authority is reasonably obliged to disclose such on the grounds of any legal obligation or in connection with legal proceedings. Before the Contracting Authority discloses confidential information to third parties in such situations, it will hold consultations with the relevant Candidate about the method of disclosure that is the least inconvenient for the latter, without prejudice to the fulfilment of aforementioned obligations by the Contracting Authority.

Any intellectual property rights held by the Candidates will not be transferred to the Contracting Authority on account of the participation in the tendering procedure, unless otherwise is agreed.

## **10.7 General and Confidential Information**

During the tendering procedure, the Candidates can ask the Contracting Authority for additional information about the Project and the Tender Documents. Requests for information can lead to the issuing of General and Confidential Information by the Contracting Authority.

The Contracting Authority can also issue information to the Candidates at its own initiative.

For each phase of the tendering procedure, the Contracting Authority will specify the date before which requests for information have to be submitted.

## **10.8 General Information**

In principle, the Contracting Authority will respond to requests for information by way of General Information. General Information constitutes adjustments, elaborations and explanations as well as other types of information concerning the Project or the Tender Documents that are identical and apply equally to all Candidates.

If the Contracting Authority responds to a request for information from a Candidate by way of General Information, the Contracting Authority will display and respond to this request for information via TenderNed, "Vragen en antwoorden" (Questions and answers)<sup>1</sup>.

### **10.9 Confidential Information**

If the handling of a request for information from a Candidate by way of General Information would lead to the disclosure of confidential information about the solutions planned or proposed by the Candidate or of other commercially confidential information, the Candidate can make a motivated request to the Contracting Authority for this information to be treated as Confidential Information. The Contracting Authority will make a decision on such a request. If the Contracting Authority agrees to the request, it will exclusively release this information to the relevant Candidate by way of Confidential Information. If the Contracting Authority denies this request, the Contracting Authority will notify the Candidate of this decision, and no (Confidential or General) Information will be issued in connection with this request, unless the request for (Confidential) Information concerns an error in the Tender Documents of which the Contracting Authority must inform the other Candidates.

If the planned or proposed solutions dealt with in the Confidential Information will only be possible through a modification of the Project or the Tender Documents, and the Contracting Authority is of the opinion that such a modification is in its interests, the Contracting Authority can issue General Information comprising a modification of the Project or the Tender Documents. The Contracting Authority will hold consultations about the drafting of the General Information with the Candidate that has made the request for information. The Candidate will be able to make a proposal to the Contracting Authority about the drafting of the General Information. If these consultations do not lead to an agreement about the drafting of the General Information to be released, the relevant Candidate will be allowed to withdraw its request for (Confidential) Information, and the Contracting Authority will not issue any (Confidential or General) Information in connection with this request, unless the request for (Confidential) Information concerns an error in the Tender Documents of which the Contracting Authority must inform the other Candidates.

### **10.10 Other Communication**

The Candidates are not permitted to communicate with employees of the Contracting Authority, advisors of the Contracting Authority, or other persons and legal entities on the side of the Contracting Authority who are involved in the tendering procedure and the preparation of the Project, or with other parties involved in the Project, about the tendering procedure and/or the Project, in any way other than as described in these Tendering Guidelines, unless prior written permission has been given for such by the Contracting Authority.

Candidates that act in violation of the provisions of this paragraph can be excluded from (further) participation in the tendering procedure.

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<sup>1</sup> See the TenderNed manual, which can be found on the website of TenderNed in the "eGids".

## **Schedule 1: Documents to be submitted for a request for participation**

The Candidates are required to submit the following information with their request for participation with respect to the Candidate itself (the legal entities of the Consortium) and the Significant Subcontractors:

a) **Request for participation (paragraph 4.4)**

A request for participation fully completed and duly signed by the Candidate in accordance with the template included in **Schedule 1.1**, including:

- Any (special) power of attorney in order to be able to sign the request for participation in legally valid manner. This power of attorney is only required if the power of representation of those signatories is not already clear from the trade register.
- Any power of attorney of the other persons and legal entities granted to the representative in case of a request for participation from several companies in a Consortium.

b) **Statement concerning the availability of the Significant Subcontractors (paragraph 4.6.2)**

A statement concerning the availability of Significant Subcontractors in accordance with the model included in **Schedule 1.2** fully completed and duly signed by each Significant Subcontractor, including, where necessary a power of attorney in order to be able to sign the Statement concerning the availability of Significant Subcontractors in a legally valid manner. This power of attorney is only required if the power of representation of those signatories is not clear from the trade register.

c) **Compliance Statement (paragraph 4.5.3)** A Compliance Statement fully completed and duly signed by the Candidate and by every Significant Subcontractor, comprising two components:

- the European Single Procurement Document (**Schedule 1.3 A**), in which it applies to the Significant Subcontractor that of **Schedule 1.3 A** in Part II only sections A and B must be completed and Part III must be fully completed (see paragraph 4.5.3 of the Tendering Guidelines), as well as
- the Supplementary Compliance Statement (**Schedule 1.3 B**).

The Compliance Statement must be submitted together with where necessary a power of attorney in order to be able to sign the Compliance Statement in a legally valid manner. This power of attorney is only required if the power of representation of those signatories is not clear from the trade register.

d) **Statement of Economic and Financial Standing (paragraph 4.7)** A statement concerning economic and financial standing in accordance with the template included in **Schedule 1.4** fully completed and duly signed by the financial institution, as referred to in paragraph 4.7 of the Tendering Guidelines, including:

- An extract from the trade register concerning the financial institution.
- Any power of attorney in order to be able to sign the statement concerning the economic and financial standing in a legally valid manner. This power of attorney is only required if the power of representation of those signatories is not clear from the trade register.

e) **Statement of Technical and Organisational Expertise (paragraph 4.8)** A reference for each reference project fully completed and duly signed by the Candidate in accordance with the template included in **Schedule 1.5** with for each reference project where necessary a power of attorney in order to be able to sign the reference in a legally valid manner. This power of attorney is only required if the power of representation of those signatories is not clear from the trade register.

f) **Selection Criteria Statement (paragraph 4.9.1)** A reference for each reference project fully completed and duly signed by the Candidate in accordance with the model included in **Schedule 1.5**, with for each reference project where necessary a power of attorney in order to be able to sign the reference in a legally valid manner. This power of attorney is only required if the power of representation of those signatories is not clear from the trade register.

**Schedule 1.1: Template form request for participation**

**1) Details of the Candidate:**

Name (according to trade register)	
Legal form	
Registered office	
Contact person	
Office address	
Postal address	
Telephone number	
E-mail address	
Registered in the Trade Register of the Chamber of Commerce in	
CoC number	(8 digits)
Branch number	(12 digits)

**2) Details of the Candidate in the case of a Tender by a joint venture (consortium):**

(to be completed in the case of a Tender Submission by a joint venture)

Name Consortium	
Legal form (if applicable)	
Name company 1 (Representative)	
Registered office company 1	
Name company 2	
Registered office company 2	
Name company 3	
Registered office company 3	

If necessary, complete the table.

**Details of each of the partners in the joint venture (Candidate):**

**Company 1 / REPRESENTATIVE**

Name (according to trade register)	
Legal form	
Contact person	
Office address	
Postal address	
Telephone number	
E-mail address	
Registered in the Trade Register of the Chamber of Commerce in	
CoC number	(8 digits)
Branch number	(12 digits)

**Company 2**

Name (according to trade register)	
Legal form	
Contact person	
Office address	
Postal address	
Telephone number	
E-mail address	
Registered in the Trade Register of the Chamber of Commerce in:	
CoC number	(8 digits)
Branch number	(12 digits)

**Company 3**

Name (according to trade register)	
Legal form	
Contact person	
Office address	
Postal address	
Telephone number	
E-mail address	
Registered in the Trade Register of the Chamber of Commerce in:	
CoC number	(8 digits)
Branch number	(12 digits)

**3) Details concerning Significant Subcontractor(s) (to be provided per Significant Subcontractor)**

Name	
Legal form	
Registered office (according to the articles of association)	
Country of establishment	
Trade register number	
Office address	
Email	
Telephone	

**4) Details of the natural person authorised as representative who signs this request for participation on behalf of the Candidate.**

Name of person authorised as representative	
Date and place of birth	
Position	
Name legal entity that is represented	

**5) Statement by the Candidate concerning the procedure and the accuracy of information**

[name of the representative of the Candidate] declares that:

- a. The undersigned has taken note of the Tendering Guidelines and agrees unconditionally with the procedure laid down therein;
- b. All the information the undersigned has provided and will provide to the Contracting Authority in connection with this tendering procedure is accurate.

Signed in [place], [date]

**Name of [Candidate]**

on whose behalf,  
[name of the natural person or persons referred to under 4)]

[signature of the natural person or persons referred to under 4)]

**Schedule 1.2: Model Statement concerning the availability of the Significant Subcontractors**

**Details Significant Subcontractor**

Name

Legal form

Address details

Email

Telephone

[Name Significant Subcontractor] declares:

1. It has taken note of the Tendering Guidelines for this tendering procedure and agrees unconditionally with the procedure laid down therein;
2. All the information it has provided and will provide to the Contracting Authority directly or indirectly in connection with this tendering procedure is accurate and that it is aware that any inaccuracies identified therein by the Contracting Authority could lead to the Candidate being excluded from further participation in this tendering procedure;
3. That [name Candidate], if the Project is awarded to [name Candidate], will be able to dispose of the knowledge, experience and resources available to the undersigned for the performance of the Project, and that the Work that relates to the requirements for which the undersigned is engaged will be performed by the undersigned. It agrees in this connection that the experience of the undersigned is considered to be personal experience of the Candidate.

Signed in [place], [date]

[Significant Subcontractor],

[name of person with power of representation]

[position]

[signature]

## Schedule 1.3 A: European Single Procurement Document

The Uniform European Single Procurement Document is provided as a separate document in PDF format.

The Candidate must state his CoC number and branch number on the European Single Procurement Document under Part II A, Identification.”

The Compliance Statement must be signed digitally in accordance with paragraph 9.2 of these Tendering Guidelines.

In case of a Consortium, all persons and legal entities (members of the consortium) must complete the European Single Procurement Document.

### **The Contracting Authority is required to enter the following details in the interactive pdf form of the European Single Procurement Document:**

Verwijzing naar de **relevante aankondiging**<sup>1</sup> die bekend is gemaakt in het Publicatieblad van de Europese Unie:

Nummer aankondiging in PB EU S (alleen indien u beschikt over dit nummer):

1234567890 /S 123 - 1234567890

Vermeld, wanneer bekendmaking van een aankondiging in het Publicatieblad van de Europese Unie niet is vereist, andere gegevens op basis waarvan ondubbelzinnig kan worden vastgesteld om welke aanbestedingsprocedure het gaat (bijvoorbeeld verwijzing naar een bekendmaking op nationaal niveau):

TenderNed-kenmerk: 1234567890

Deze aanbesteding betreft:

Een procedure boven de van toepassing zijnde Europese aanbestedingsdrempel

Een procedure onder de van toepassing zijnde Europese aanbestedingsdrempel

Een procedure van een speciale-sectorbedrijf

### Deel I

Gegevens over de aanbestedingsprocedure en de aanbestedende dienst of aanbestedende entiteit (inclusief speciale-sectorbedrijven)

De aanbestedende dienst of entiteit kruiст aan wat van toepassing is op deze pagina én in deel III. Alle overige gegevens in alle delen van het UEA moeten door de ondernemer worden ingevuld.

**Identiteit van de aanbesteder\*** Naam:

Rijkswaterstaat [ GPO / PPO / CIV / CD / WV ]

**Om welke aanbesteding gaat het?** Titel of beknopte beschrijving van de aanbesteding?:

Beschrijving

Referentienummer van het dossier bij de aanbestedende dienst of aanbestedende entiteit (indien van toepassing):

Zaaknummer: 1234567890

**BEVEILIGING**

Met het activeren van deze button beveeligt de Aanbestedende dienst of aanbestedende entiteit de ingevulde gegevens.

- 1 Voor aanbestedende diensten: ofwel een vooraankondiging die als oproep tot mededinging wordt gebruikt of een aankondiging van een opdracht. Voor aanbestedende entiteiten: een periodieke indicatieve aankondiging die als oproep tot mededinging wordt gebruikt, een aankondiging van een opdracht of een aankondiging inzake het bestaan van een erkenningsregeling.
- 2 Uit deel I, punt I.1, van de betreffende aankondiging over te nemen gegevens. Vermeld in geval van gezamenlijke aanbesteding de namen van alle betrokken aanbesteders.
- 3 Zie de punten II.1.1 en II.1.3 van de betreffende aankondiging.
- 4 Zie punten II.1.1 van de betreffende aankondiging.

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On page 1 of 14, in the preamble:

1. Enter: Number of the Contract Notice in EU OJ S (Supplement to the Official Journal of the European Union) or if this number is (still) unknown, information on the basis of which the tendering procedure involved can unambiguously be inferred: “TenderNed reference: [...]”.

2. Tick the tendering procedure concerned.
3. On page 1 of 14, re Section I:
4. Identity of the Contracting Authority: "RWS [MPM/PPM/CIS/CD/WVL]"
5. Title of concise description of the tender (description of the case)
6. Reference number of the file: Enter: "Case number: [...]"
7. On page 2 of 14, re Section II A Details of the entrepreneur
8. VAT Number or CoC number, enter: "CoC number: ..... Branch number: ....." NB while this text is not secured and can thus be amended by an entrepreneur, however, it helps the entrepreneur in filling in the correct information.
9. On page 8 of 14, re Part III C Grounds with respect to insolvency, conflicts of interest or professional errors:
10. Tick all nine optional Grounds for Exclusion.

The blue button "SECURE" on the first page of the document, bottom left, must be clicked after the Contracting Authority has entered all details correctly. After clicking a password must be filled in. The details entered by the Contracting Authority cannot then be changed. By clicking once more on the "SECURE" button after securing, the securing can be reversed by means of the password and the information filled in can be changed again. A secured PDF document must be sent in along with the Tender Documents that can subsequently be filled in by the entrepreneur.

**Schedule 1.3 B: Template Supplementary Compliance Statement**

Note: to be submitted in addition to the European Single Procurement Document.

In case of a Consortium, all persons and legal entities (members of the consortium) must complete the Supplementary Compliance Statement.

Significant Subcontractors as well as other subcontractors to the extent such follows from paragraph 7.3.2 of the Tendering Guidelines are only required to submit a completed and signed *Supplementary Compliance Statement* for part 1 "Questions with respect to prior knowledge and conflicts of interest" and part 3 "Questions with respect to conflicting interests".

The Contracting Authority reserves the right to have the Public Administration Probity Screening Agency perform a further investigation into the Candidates, Significant Subcontractors or other subcontractors, to the extent such is allowed pursuant to Directive 2014/24/EU.

To the extent applicable, *company* is defined as the Candidate, each Significant Subcontractor and each subcontractor if and to the extent such follows from paragraph 7.3.2 of the Tendering Guidelines.

---

**SUPPLEMENTARY COMPLIANCE STATEMENT**

within the context of the tendering procedure for the contract [name Project]

Name and address of the company:

...

Chamber of Commerce registration number (registration number of the Trade Register or a corresponding register of the country where the company is established) and branch number:

...

Contact person of the company (name, email, telephone):

.....

**1. QUESTIONS CONCERNING INSIDE INFORMATION AND CONFLICTS OF INTEREST**

1.1. Did the company perform activities or services in preparation of the Project or was the company otherwise involved directly or indirectly in the preparation of the Project prior to this tendering procedure?

Yes / no (delete as appropriate)

If so, state the nature of the relevant work or services, or that involvement.

.....  
.....  
.....

1.2. Does the company employ persons who performed work or services in preparation of the Project or does the company employ persons who were otherwise involved directly or indirectly in the preparation of the Project prior to this tendering procedure?

Yes / no (delete as appropriate)

If so, state for each person:

- a. The name and position within the company;
- b. The nature of the relevant work or services, or that involvement.

.....  
.....  
.....

1.3. Does or will the company engage subcontractors within the context of this tendering procedure who performed work or services in preparation of the Project or were those subcontractors otherwise involved directly or indirectly in the preparation of the Project prior to this tendering procedure?

Yes / no (delete as appropriate)

If so, state for each subcontractor:

- a. The name and the address, the legal form and the number of registration in the trade register (or a similar register in the country where the company is established) as well as the branch number;
- b. The nature of the relevant work or services, or that involvement.

.....  
.....  
.....

1.4. Does or will the company engage consultants (both persons and legal entities) within the context of this tendering procedure who performed work or services in preparation of the Project or were those consultants otherwise involved directly or indirectly in the preparation of the Project prior to this tendering procedure?

Yes / no (delete as appropriate)

If so, state for each advisor:

- a. The name and the address, the legal form and the number of registration in the trade register (or a similar register in the country where the company is established) as well as the branch number;
- b. The nature of the relevant work or services, or that involvement.

.....  
.....  
.....

1.5. Is the company affiliated with one or more other companies and/or does the company form part of a group, such within the meaning of Articles 2: 24a, 2:24b and 2:24c of the Dutch Civil Code or comparable legal forms according to foreign law?

Yes / no (delete as appropriate)

If so, did one or more of those affiliated companies or group companies perform activities or services in preparation of the Project or were one or more of those companies otherwise involved directly or indirectly in the preparation of the Project prior to this tendering procedure?

Yes / no (delete as appropriate)

If so, state for each company:

- a. The name and the address, the legal form and the number of registration in the trade register (or a similar register in the country where the company is established) as well as the branch number;
- b. The nature of the relevant work or services, or that involvement.

.....  
.....  
.....

**2. QUESTIONS CONCERNING FORMING OF THE CONSORTIUM WHEN SUBMITTING A TENDER OR IN CASE OF REGISTRATION BY A JOINT VENTURE\*)**

*\*) These questions only need to be answered if the Tender is submitted or registration takes place by a joint venture (a Consortium). Significant Subcontractors and other subcontractors do **not** have to answer these questions.*

2.1 Indicate as a result of which factors the company is unable to submit a tender for the Project individually.

.....  
.....  
.....

2.2 Indicate why the nature and size of the partnership (joint venture) that was formed is necessary in relation to the size and nature of the contract to be performed, in view of the importance and capacity of each of the entrepreneurs who are part of the syndicate.

.....  
.....  
.....

2.3 Indicate which part or parts of the contract will be performed by the company itself.

.....  
.....  
.....

**3. QUESTION REGARDING CONFLICTING INTERESTS:<sup>1</sup>**

3.1 Does the company have conflicts of interest that could have a negative impact on the execution of the Project?

Yes / no (delete as appropriate)

If so, state the nature of the relevant conflicting interests.

.....  
.....  
.....

**DECLARATION**

The undersigned declares that:

- The questions included in this questionnaire have been answered fully and truthfully;
- it has signed this completed questionnaire unconditionally and without any reservations; that it is aware that providing incorrect or incomplete information may be considered by the Contracting Authority to constitute a false statement and that this may lead to unconditional exclusion from the remainder of this tendering procedure;
- no changes have been made to the text of this questionnaire;
- this questionnaire was signed by an authorised representative as evident from the trade register or a corresponding register of the country where the company is established.

Name or names of signatory or signatories authorised as representative:

.....

Date : .....

Signature: .....

<sup>1</sup> Article 2.92a subsection 3 Public Procurement Act

#### **Schedule 1.4: Template Statement of economic and financial standing**

This statement must be signed by an authorised representative of a financial institution that:

This financial institution must have a Long-Term Issue Credit Rating issued by Standard & Poor's of at least A- or by Moody's of at least A3 or by Fitch of at least A- or an equivalent credit rating issued by an equivalent internationally recognised independent rating agency.

This statement is only required in respect of the Candidate itself and not with respect to the other parties the Candidate wishes to rely on for the selection.

The following statement must be submitted on the stationery of the financial institution.

---

To Contracting Authority

Ministry of Infrastructure and Water Management  
Directorate-General for Public Works and Water Management (RWS)  
attn. [name]  
[address]  
[postcode] [place]

The undersigned, [name financial institution], with its registered office at [place], declares as follows in connection with the tendering procedure carried out by the State of the Netherlands (Ministry of [name Ministry], [name department] concerning the Project [name Project], hereinafter referred to as "the Project".

The undersigned declares on the basis of the information that is currently known to [name financial institution] that [name of Candidate] must be considered capable of contributing an amount of € [●] in equity, either by making this available as equity/share capital/paid-up share premium or by making this available by way of a subordinated loan.

This statement does not constitute a guarantee from [name financial institution] towards the Contracting Authority. This statement was formed on the basis of a careful examination by [name financial institution] of the information made available by the Candidate to [name financial institution], in particular as regards the Project and with respect to the financial situation of [name of the parties involved in the Candidate].

[Name financial institution] is aware that this statement will be used by the Contracting Authority to determine whether [name Candidate] complies with the financial-economic minimum requirement that has been set.

Signed in [place], [date]

[Name of financial institution]

[name of person with power of representation]

[position]

[signature]

### Schedule 1.5: Template statements of technical and organisational expertise

These statements must be completed and signed by the Candidate or the Significant Subcontractor. A separate statement must be completed, signed and submitted for each reference project.

The Contracting Authority reserves the right to request further information from the client's contact person referred to in this form.

<b>REFERENCE PROJECT regarding Project management (paragraph 4.8.1)</b>		
Name reference project		
Contract value (in euros, exclusive of VAT)		
Place of performance		
Period of performance		
Contracting Authority	Name	
	Address	
	Name contact person	
	Telephone	
	Email	
Operator <sup>1</sup>		
Description reference project (at most 500 words)		
The Candidate uses this reference project to demonstrate that for the purpose of the performance of the Project, it has Project Management experience in the preparation and realisation of a Wind Farm (in accordance with paragraph 4.8.1 of the Tendering Guidelines)		
Preparation and realisation	Does it concern the preparation and realisation of a Wind Farm (onshore/offshore)?	Yes/no
Size	Does the project involve at least 5 wind turbines or a minimum of 25 MW of installed capacity?	Yes/no
Installation	Does the reference project include the connection and commissioning of the Wind Farm with a regional or national grid operator?	Yes/no
Project management	Did the abovementioned contractor perform the project management - within the meaning of paragraph 4.8.1 of the Tendering Guidelines - of this reference project during the past five years, to be calculated from the final date for submission of a request for participation?	Yes/no
Signed in [place], [date]		
[name Candidate/Significant Subcontractor]		
[name of person with power of representation]		
[position]		
[signature]		

<b>REFERENCE PROJECT regarding Project management (paragraph 4.8.2)</b>	
Name reference project	
Contract value (in euros, exclusive of VAT)	

<sup>1</sup> Name of the entrepreneur who performed the reference project

Place of performance		
Period of performance		
Contracting Authority	Name	
	Address	
	Name contact person	
	Telephone	
	Email	
Entrepreneur <sup>1</sup>		
Description reference project (at most 500 words)		
The Candidate uses this reference project to demonstrate that for the purpose of the performance of the Project it has experience in the area of Project management for the operation and maintenance of a Wind Farm (in accordance with paragraph 4.8.2)		
Maintenance and operation	Does it concern the maintenance and operation of a Wind Farm (onshore/offshore)?	Yes/no
Size	Does the project involve at least 5 wind turbines or a minimum of 25 MW of installed capacity?	Yes/no
Term	Has the maintenance and operation been carried out for at least 5 years?	Yes/no
Project management	Did the abovementioned contractor perform the project management - within the meaning of paragraph 4.8.2 of the Tendering Guidelines - of this reference project during the past five years, to be calculated from the final date for submission of a request for participation?	Yes/no
Signed in [place], [date]		
[name Candidate/Significant Subcontractor]		
[name of person with power of representation]		
[position]		
[signature]		

<b>REFERENCE PROJECT regarding Financing (paragraph 4.8.3)</b>		
Name reference project		
Contract value (in euros, exclusive of VAT)		
Place of performance		
Period of performance		
Contracting Authority	Name	

<sup>1</sup> Name of the entrepreneur who performed the reference project

	Address	
	Name contact person	
	Telephone	
	Email	
Entrepreneur <sup>1</sup>		
Description reference project (at most 500 words)		
The Candidate uses this reference project to demonstrate that for the purpose of the performance of the Project, it has experience in the Financing of a Wind Farm (in accordance with paragraph 4.8.3)		
Size	Does the project concern a Wind Farm with a financing requirement of at least 30 (thirty) million euros?	Yes/no
Signed in [place], [date]		
[name Candidate/Significant Subcontractor]		
[name of person with power of representation]		
[position]		
[signature]		

<sup>1</sup> Name of the entrepreneur who performed the reference project

**Schedule 1.6: Template statements Further Selection**

These statements must be completed and signed by the Candidate or the Significant Subcontractor. A separate statement must be completed, signed and submitted for each reference project.

The Contracting Authority reserves the right to request further information from the client’s contact person referred to in this form.

<b>REFERENCE PROJECT regarding additional selection criterion 1 (paragraph 4.9.1)</b>		
Name reference project		
Contract value (in euros, exclusive of VAT)		
Place of performance		
Period of performance		
Contracting Authority	Name	
	Address	
	Name contact person	
	Telephone	
	Email	
Entrepreneur <sup>1</sup>		
Description reference project (at most 500 words)		
The Candidate uses this reference project to demonstrate that for the purpose of the performance of the Project it has experience in the construction of onshore wind farms with a minimum installed capacity of 50 MW (as referred to in the table in paragraph 4.9.1 (1))		
Project	Does it concern the construction of a Wind Farm that was taken into use after 2010?	Yes/no
Size	Does the Wind Farm have an installed capacity of at least 50 MW?	Yes/no
Connection and commissioning	Did the construction of the Wind Farm include the connection and commissioning of the Wind Farm with a regional or national grid operator?	Yes/no
Signed in [place], [date]		
[name Candidate/Significant Subcontractor]		
[name of person with power of representation]		
[position]		
[signature]		

**REFERENCE PROJECT regarding additional selection criterion 1 (paragraph 4.9.1)**

<sup>1</sup> Name of the entrepreneur who performed the reference project.

Name reference project		
Contract value (in euros, exclusive of VAT)		
Place of performance		
Period of performance		
Contracting Authority	Name	
	Address	
	Name contact person	
	Telephone	
	Email	
Entrepreneur <sup>1</sup>		
Description reference project (at most 500 words)		
The Candidate uses this reference project to demonstrate that for the purpose of the performance of the Project it has experience in the construction of onshore wind farms with a minimum installed capacity of 50 MW (as referred to in the table in paragraph 4.9.1 (1))		
Project	Does it concern the construction of a Wind Farm that was taken into use after 2010?	Yes/no
Size	Does the Wind Farm have an installed capacity of at least 50 MW?	Yes/no
Connection and commissioning	Did the construction of the Wind Farm include the connection and commissioning of the Wind Farm with a regional or national grid operator?	Yes/no
Signed in [place], [date]		
[name Candidate/Significant Subcontractor]		
[name of person with power of representation]		
[position]		
[signature]		

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<sup>1</sup> Name of the entrepreneur who performed the reference project.

<b>REFERENCE PROJECT regarding additional selection criterion 2 (paragraph 4.9.1)</b>		
Name reference project		
Contract value (in euros, exclusive of VAT)		
Place of performance		
Period of performance		
Contracting Authority	Name	
	Address	
	Name contact person	
	Telephone	
	Email	
Operator <sup>1</sup>		
Description reference project (at most 500 words)		
The Candidate uses this reference project to demonstrate that for the purpose of the performance of the Project it has experience in obtaining permits (as referred to in the table in paragraph 4.9.1 (2))		
Project	Does the project concern an onshore Wind Farm with a minimum installed capacity of 50 MW?	Yes/no
	Does the project concern an offshore Wind Farm with a minimum installed capacity of 150 MW?	Yes/no
Permits	Have all the necessary permits for the onshore Wind Farm been obtained?	Yes/no
Permits	Which permits were obtained and from which competent authority?	[enter the name of the permit and the name of the competent authority]
Date	Were the permits obtained within the last five years, to be calculated from the final date for submission of a request for participation?	Yes / No
Signed in [place], [date]		
[name Candidate/Significant Subcontractor]		
[name of person with power of representation]		
[position]		
[signature]		

<sup>1</sup> Name of the entrepreneur who performed the reference project.

<b>REFERENCE PROJECT regarding additional selection criterion 2 (paragraph 4.9.1)</b>		
Name reference project		
Contract value (in euros, exclusive of VAT)		
Place of performance		
Period of performance		
Contracting Authority	Name	
	Address	
	Name contact person	
	Telephone	
	Email	
Operator <sup>1</sup>		
Description reference project (at most 500 words)		
The Candidate uses this reference project to demonstrate that for the purpose of the performance of the Project it has experience in obtaining permits (as referred to in the table in paragraph 4.9.1 (2))		
Project	Does the project concern an onshore Wind Farm with a minimum installed capacity of 50 MW?	Yes/no
	Does the project concern an offshore Wind Farm with a minimum installed capacity of 150 MW?	Yes/no
Permits	Have all the necessary permits for the onshore Wind Farm been obtained?	Yes/no
Permits	Which permits were obtained and from which competent authority?	[enter the name of the permit and the name of the competent authority]
Date	Were the permits obtained within the last five years, to be calculated from the final date for submission of a request for participation?	Yes / No
Signed in [place], [date]  [name Candidate/Significant Subcontractor]  [name of person with power of representation]  [position]		

<sup>1</sup> Name of the entrepreneur who performed the reference project.

[signature]		
<b>REFERENCE PROJECT regarding additional selection criterion 2 (paragraph 4.9.1)</b>		
Name reference project		
Contract value (in euros, exclusive of VAT)		
Place of performance		
Period of performance		
Contracting Authority	Name	
	Address	
	Name contact person	
	Telephone	
	Email	
Operator <sup>1</sup>		
Description reference project (at most 500 words)		
The Candidate uses this reference project to demonstrate that for the purpose of the performance of the Project it has experience in obtaining permits (as referred to in the table in paragraph 4.9.1 (2))		
Project	Does the project concern an onshore Wind Farm with a minimum installed capacity of 50 MW?	Yes/no
	Does the project concern an offshore Wind Farm with a minimum installed capacity of 150 MW?	Yes/no
Permits	Have all the necessary permits for the Wind Farm been obtained?	Yes/no
Permits	Which permits were obtained and from which competent authority?	[enter the name of the permit and the name of the competent authority]
Date	Were the permits obtained within the last five years, to be calculated from the final date for submission of a request for participation?	Yes / No
Signed in [place], [date]		
[name Candidate/Significant Subcontractor]		
[name of person with power of representation]		
[position]		
[signature]		

<sup>1</sup> Name of the entrepreneur who performed the reference project.

<b>REFERENCE PROJECT regarding additional selection criterion 3 (paragraph 4.9.1)</b>		
Name reference project		
Contract value (in euros, exclusive of VAT)		
Place of performance		
Period of performance		
Contracting Authority	Name	
	Address	
	Name contact person	
	Telephone	
	Email	
Operator <sup>1</sup>		
Description reference project (at most 500 words)		
The Candidate uses this reference project to demonstrate that for the purpose of the performance of the Project it has experience in obtaining permits in the Netherlands (as referred to in the table in paragraph 4.9.1 (3))		
Project	Does the project concern an onshore Wind Farm with a minimum installed capacity of 25 MW?	Yes/no
Permits	Have all the necessary permits for the onshore Wind Farm been obtained?	Yes/no
Permits	Which permits were obtained and from which competent authority?	[enter the name of the permit and the name of the competent authority]
Date	Were the permits obtained within the last five years, to be calculated from the final date for submission of a request for participation?	Yes / No
Signed in [place], [date]		
[name Candidate/Significant Subcontractor]		
[name of person with power of representation]		
[position]		
[signature]		

<sup>1</sup> Name of the entrepreneur who performed the reference project.

<b>REFERENCE PROJECT regarding additional selection criterion 3 (paragraph 4.9.1)</b>		
Name reference project		
Contract value (in euros, exclusive of VAT)		
Place of performance		
Period of performance		
Contracting Authority	Name	
	Address	
	Name contact person	
	Telephone	
	Email	
Operator <sup>1</sup>		
Description reference project (at most 500 words)		
The Candidate uses this reference project to demonstrate that for the purpose of the performance of the Project it has experience in obtaining permits in the Netherlands (as referred to in the table in paragraph 4.9.1 (3))		
Project	Does the project concern an onshore Wind Farm with a minimum installed capacity of 25 MW?	Yes/no  Yes/no
Permits	Have all the necessary permits for the onshore Wind Farm been obtained?	Yes/no
Permits	Which permits were obtained and from which competent authority?	[enter the name of the permit and the name of the competent authority]
Date	Were the permits obtained within the last five years, to be calculated from the final date for submission of a request for participation?	Yes / No
Signed in [place], [date]		
[name Candidate/Significant Subcontractor]		
[name of person with power of representation]		
[position]		
[signature]		

<sup>1</sup> Name of the entrepreneur who performed the reference project.

<b>REFERENCE PROJECT regarding additional selection criterion 4 (paragraph 4.9.1)</b>		
Name reference project		
Contract value (in euros, exclusive of VAT)		
Place of performance		
Period of performance		
Contracting Authority	Name	
	Address	
	Name contact person	
	Telephone	
	Email	
Entrepreneur <sup>1</sup>		
Description reference project (at most 500 words)		
The Candidate uses this reference project to demonstrate that for the purpose of the performance of the Project it has experience in applying for and obtaining the permit required for the construction of a primary or secondary flood defence or seawall - or for the construction of a permanent structure inside such a flood defence or seawall - in which the safety of the hinterland is standardised (as referred to in paragraph 4.9.1 (4))		
Permit	Does it concern a permit granted for the construction of a primary or secondary flood defence or seawall, or for the construction of a permanent structure inside such a flood defence or seawall, in which the safety of the hinterland is standardised?	Yes/no
Permit	Which permit was obtained and from which competent authority?	[enter the name of the permit and the name of the competent authority]
Date	Were the permits obtained within the last five years, to be calculated from the final date for submission of a request for participation?	Yes/no
Signed in [place], [date]  [name Candidate/Significant Subcontractor]  [name of person with power of representation]  [position]  [signature]		

<b>REFERENCE PROJECT regarding additional selection criterion 5 (paragraph 4.9.1)</b>	
Name reference project	

<sup>1</sup> Name of the entrepreneur who performed the reference project.

Contract value (in euros, exclusive of VAT)		
Place of performance		
Period of performance		
Contracting Authority	Name	
	Address	
	Name contact person	
	Telephone	
	Email	
Entrepreneur <sup>1</sup>		
Description reference project (at most 500 words)		
The Candidate uses this reference project to demonstrate that for the purpose of the performance of the Project it has experience in the operation of wind farms (as referred to in paragraph 4.9.1 (5))		
Project	Does it concern the operation of a Wind Farm that was taken into use after 2010?	Yes/no
Size	Does the Wind Farm have an installed capacity of at least 50 MW?	Yes/no
Term	Does it concern the operation of the Wind Farm over a period longer than three years?	Yes/no
Signed in [place], [date]		
[name Candidate/Significant Subcontractor]		
[name of person with power of representation]		
[position]		
[signature]		

<sup>1</sup> Name of the entrepreneur who performed the reference project

<b>REFERENCE PROJECT regarding additional selection criterion 6 (paragraph 4.9.1)</b>		
Name reference project		
Contract value (in euros, exclusive of VAT)		
Place of performance		
Period of performance		
Contracting Authority	Name	
	Address	
	Name contact person	
	Telephone	
	Email	
Entrepreneur <sup>1</sup>		
Description reference project (at most 500 words)		
The Candidate uses this reference project to demonstrate that for the purpose of the performance of the Project it has experience in the financing of wind farms (project financing or corporate financing with equity) (as referred to in paragraph 4.9.1 (6))		
Project	Does it concern the financing of a Wind Farm (project financing or corporate financing with equity)?	Yes/no
Size	Does the Wind Farm have an installed capacity of at least 50 MW?	Yes/no
Date	Did this concern financing within the last five years, to be calculated from the final date for submission of a request for participation (see paragraph 4.4 of these Tendering Guidelines)?	
Signed in [place], [date]		
[name Candidate/Significant Subcontractor]		
[name of person with power of representation]		
[position]		
[signature]		

<sup>1</sup> Name of the entrepreneur who performed the reference project.

**Schedule 1.7: Template submission form for documents sent in signed by hand along with the request to participate**

To this end, [name Candidate/Tenderer] should provide a scanned PDF version with a handwritten signature for the project [Project], rather than an electronically signed version, of the following documents:

- [name document] (in accordance with the format in schedule [schedule number])
- [name document] (in accordance with the format in schedule [schedule number])

and declares that:

1. The attached scanned document or documents is/are actually signed by the person or legal entity stipulated in the document and is/are in the possession of [name of Candidate/Tenderer];
2. [name of Candidate/Tenderer] will ensure that the original documents of the attached documents will be sent at the same time (by post, courier or in another rapid manner) to the Contracting Authority.

Signed in [place], [date]

[name of Candidate/Tenderer],

[name of person with power of representation]

[position]

**[signature]**

## **schedule 2: Documents to be included in the Tender Submission**

The Tender must consist of the following parts:

1. **Template Tender Submission Form**, fully arranged according to the format provided in Schedule 2.1.A;
2. **Statement of the Expected Production** of the Wind Farm in accordance with 8.2 and Schedule 2.2;
3. **Statement of the Additional Payment**, price level of 1 January 2019, exclusive of VAT in accordance with Schedule 2.3;
4. **Risk Management Plan** according to Schedule 2.4;
5. **Basic Project Plan** in accordance with the requirements of Schedule 2.5;
6. **Action Plan**, in accordance with the requirements of Schedule 2.6;
7. **Contract Close Bond**, fully arranged according to the format set out in Schedule 2.7;
8. **Model K statement(s)** of the director(s) of the Tenderer (fully arranged according to the format set out in Schedule 2.8);
9. **Statement relating to environmental, social and labour legislation** (fully arranged according to the format set out in Schedule 2.9).

## Schedule 2.1 A: Template Tender Submission Form

[name of Tenderer] hereby submits its Tender for project [name of Project] and declares that:

1. He has taken cognisance of the Tendering Guidelines and unconditionally agrees to the procedure set out in them;
2. The Compliance Statement, filled in, with due observance of any changes in the circumstances contained in the Compliance Statement in question previously disclosed to the Contracting Authority in writing, pursuant to paragraph 4.5.3 of the Tendering Guidelines, by the Tenderer and Significant Subcontractors and, if applicable, pursuant to paragraph 7.2.2 of the Tendering Guidelines by Subcontractor, corresponds to the actual situation and is correct and complete at the time of the Tender;
3. His Tender fully corresponds with the Agreement provided with the Invitation to Tender and the other Tender Documents, General Information and the Confidential Information that applies to him;
4. His Tender is fully and unconditionally valid until [fill in date: 9 months after the date of the Tender];
5. He accepts that, if he does not fully commit to this Tender towards the Contracting Authority, he shall immediately incur a fixed compensation for damages of € 5 million [five million euro] payable to the Contracting Authority.;
6. His Tender was not formed under the influence of an Agreement, decree or act that is contrary to Dutch or European competition law.

Signed in [place], [date]

[name of Tenderer],

[name of person with power of representation]

[position]

[signature]

**Schedule 2.1 B: Template submission form for documents from third parties sent in signed by hand**

To this end, [name Candidate/Tenderer] should provide a scanned PDF version with a handwritten signature for the project [Project], rather than an electronically signed version, of the following documents:

- [name document] (in accordance with the format in schedule [schedule number])
- [name document] (in accordance with the format in schedule [schedule number])

and declares that:

1. The attached scanned document or documents is/are actually signed by the person or legal entity stipulated in the document and is/are in the possession of [name of Candidate/Tenderer];
2. [name of Candidate/Tenderer] will ensure that the original documents of the attached documents will be sent at the same time (by post, courier or in another rapid manner) to the Contracting Authority.

Signed in [place], [date]

[name of Candidate/Tenderer],

[name of person with power of representation]

[position]

**[signature]**

## **Schedule 2.2 Statement of the Annual Production of the Wind Farm**

### **Statement**

The Expected Production of the Wind Farm as calculated in accordance with Schedule 4 is: **[enter]** Mwh per Calendar Year.

### **Explanation**

The Contracting Authority will benchmark the Expected Production submitted by the Tenderer in accordance with the Verification Requirement Expected Production set out in Schedule 4 of these Tendering Guidelines.

### **Incorporation into the Agreement**

The Expected Production will be incorporated into Schedule 8 of the Agreement (Operator's Tender). The Expected Production will also be incorporated into Schedule 2 of the Agreement (Payment Mechanism).

## **Schedule 2.3 Statement of the Additional Payment**

### **Statement**

The Additional Payment amounts to:  
**[enter]** euro per Mwh per year.

### **Incorporation into the Agreement**

The Additional Payment will be incorporated into Schedule 8 of the Agreement (Operator's Tender).  
The Additional Payment will also be incorporated into Schedule 2 of the Agreement (Payment Mechanism).

## **Schedule 2.4 Risk management plan**

### **Description**

Pursuant to paragraph 8.2 of these Tendering Guidelines, the Risk Management Plan is part of the Tender to be submitted.

The Tenderer is expected to demonstrate by means of the Risk Management Plan that he is able to reduce the risks in the Project by implementing a strategic approach and adequate risk management measures.

**The Contracting Authority will elaborate this schedule in more detail and incorporate it into a new Version B of the Tendering Guidelines, which will be provided to the Candidates prior to the commencement of the Dialogue Phase.**

## **schedule 2.5: Basic Project Planning**

### **1. Description**

The Basic Project Plan includes the following objectives:

- a. To establish the Scheduled Completion Date, which is part of the Agreement;
- b. To establish the planning for the purpose of determining the Critical Delay.
- c. To establish the planning for external communications by the Purchaser.

**The Contracting Authority will elaborate this schedule in more detail and incorporate it into a new Version B of the Tendering Guidelines, which will be provided to the Candidates prior to the commencement of the Dialogue Phase.**

## **Schedule 2.6 Action Plan**

### **1. Description**

The Action Plan is the plan the Tenderer uses to substantiate his Tender. The Contracting Authority may use the Action Plan to determine the robustness, plausibility and consistency of the assumptions and outcomes.

Tenderers are required to submit a draft Action Plan during the Dialogue and to discuss it with the Contracting Authority, where it will be discussed whether the submitted draft version satisfies the applicable requirements.

### **2. Requirements for the Action Plan**

The Action Plan must comprise at least the following components:

- a) Business Plan
- b) Financial Model

**The Contracting Authority will elaborate this schedule in more detail and incorporate it into a new Version B of the Tendering Guidelines, which will be provided to the Candidates prior to the commencement of the Dialogue Phase.**

## Schedule 2.7: Template Contract Close Bond

[Name and other information of the bank or financial institution]

guarantee number [guarantee number]

THE UNDERSIGNED,

[Name of bank or financial institution], with its registered office at [place] (the "Bank")

WHEREAS:

[Name Tenderer], (with its registered office at<sup>1</sup> [place]) and principal place of business at [address], [postcode] in [place], hereinafter to be referred to as the "Tenderer", is invited to submit a Tender by the State of the Netherlands, the Ministry of Infrastructure and Water Management, hereinafter referred to as the "Contracting Authority" within the context of the tendering procedure of the Agreement [name Project] with [reference], hereinafter referred to as the "Agreement";

pursuant to the Tendering Guidelines [date, reference] (hereinafter to be called: the "Tendering Guidelines") and the Agreement, the Tenderer is obliged to provide a bank guarantee for the benefit of the Contracting Authority by way of security for compliance with its obligation towards the Contracting Authority to pay a penalty in the event it does not commit to its Tender within [validity period] and its obligation to pay compensation if it does not realise Contract Close at the latest on [date: [validity period]] as further described in the Agreement;

the undersigned is prepared to issue such a bank guarantee in favour of the Contracting Authority on the conditions as stated below;

DECLARES AS FOLLOWS:

1. The Bank hereby guarantees unconditionally as an independent commitment towards the Contracting Authority the obligation of the Preferred Tenderer pursuant to the Tendering Guidelines to pay a penalty in the event it does not commit to its Tender within [validity period] and its obligation on the basis of the Agreement to pay compensation if it does not achieve Contract Close at the latest on [date [validity period]], such subject to a maximum amount of € [•] million. This bank guarantee is an abstract first demand guarantee. The Bank can never invoke the underlying legal relationship between the Contracting Authority and the Tenderer arising from the Tendering Guidelines and/or as laid down in the Agreement;
2. With a view to the provisions under 1., the Bank commits towards the Contracting Authority that at the Contracting Authority's first written demand without requiring reasons or further evidence, it will pay as its own obligation everything the Contracting Authority declares towards the Bank it is owed by the Preferred Tenderer pursuant to the aforementioned obligation to achieve Contract Close, such with due observance of the maximum amount referred to under 1. of this bank guarantee.
3. This bank guarantee has a term of [validity period + 1 month/number of weeks] after date [final date for submitting Tenders] and therefore lapses on [enter date].
4. This bank guarantee may lapse before the due date referred to above under 3 in the event the Performance Bond as referred to in article [article number] of the Agreement has been provided or if Contract Close has been achieved with a party other than the Tenderer,

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<sup>1</sup> Delete as appropriate.

which will be evident to the Bank from the receipt of a written release from the Contracting Authority with or without this original bank guarantee.

5. Dutch law applies to this bank guarantee. Any disputes which arise in connection with this bank guarantee will be settled by the competent court in The Hague.

This bank guarantee must be returned to the undersigned after it has ended at the following address: [address].

[Name of bank or financial institution]

[name of person with power of representation]

[position]

[signature]

## **Schedule 2.8: Model K - statement**

### **Explanation**

The Tenderer must enclose a statement when submitting the Tender that the Tender was not formed under the influence of an agreement, decision or act contrary to Dutch or European competition law.

This statement, structured in accordance with Model K included below, must be signed by a director with a recognised electronic signature with security level IV, in accordance with the requirements of paragraph 9.2, who duly represents the Tenderer in this connection (Model K - statement).

In the event the Tenderer is an SPV, the Tenderer shall issue such a statement from a director of the SPV.

In the event the Tenderer is an SPV under incorporation, the Tenderer shall issue such a statement from a director of each person or legal entity (consortium member) who acts on behalf of the SPV under incorporation.

The person who signs the Model K - statement must be registered as director in the registers of the Chamber of Commerce. If a director is not registered with the Chamber of Commerce, but has been designated in the articles of association filed with the Chamber of Commerce, the Tenderer must submit these articles of association together with the Tender.

If the directors only have joint power of representation, they must jointly sign the Model K - statement digitally in accordance with the requirements of paragraph 9.2.

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### **Model K - statement director concerning the legitimacy of the Tender**

[Name Project]

The undersigned declares that this Tender was not formed under the influence of an agreement, decision or act contrary to Dutch or European competition law.

Drawn up truthfully

on [date] in [place]

by [name and initials]

as director of [name company],

who duly represents [name company]

in the matter of this Tender.

[signature]

**Schedule 2.9: Statement relating to the obligations in the areas of environmental, social and labour legislation**

Name and address of the company:

.....

Chamber of Commerce registration number (registration number of the Trade Register or a corresponding register of the country where the company is established):

.....

Contact person of the company (name, email, telephone):

.....

The undersigned declares to have taken account in the preparation of his tender submission of the obligations in the field of environmental, social and labour legislation under the European Union laws, national law or collective labour agreements or pursuant to the provisions regarding international environmental, social and labour legislation set forth in annex X of Directive 2014/24/EU.

Name or names of signatory or signatories authorised as representative:

.....

Date:

Signature(s):

### schedule 3: Map of Locations



#### **Schedule 4: Verification Requirement Expected Production**

The Verification Requirement Expected Production was published on TenderNed at the same time as these Tendering Guidelines Version A (and separately available).

**schedule 5: Draft Agreement**

The Draft Agreement (version A) is published on TenderNed at the same time as these Tendering Guidelines Version A (and is separately available).

## **schedule 6: Other information provided with the Contract Notice**

With the Contract Notice Publication on TenderNed, the Contracting Authority also published the following documents (i.e. Verification Requirement Expected Production, Draft Agreement, project information and English translations of various documents).

<b>No.</b>	<b>Thema</b>	<b>Document</b>	<b>Omschrijving</b>	<b>Vrijgave door</b>	<b>Datum</b>
<b>1.</b>	Bijlage 4 Aanbestedingslei- draad Versie A	Verificatievoorschrift Verwachte Productie Versie A		Contract- manager WPMV2	19-3-2019
<b>2.</b>	Bijlage 5 Aanbestedingslei- draad	Overeenkomst Versie A		Contract- manager WPMV2	19-3-2019
<b>3.</b>		Overeenkomst Versie A, Bijlage 1 Definities Versie A		Contract- manager WPMV2	19-3-2019
<b>4.</b>		Overeenkomst Versie A, Bijlage 2 Betalingsmechanisme Versie A		Contract- manager WPMV2	19-3-2019
<b>5.</b>		Overeenkomst Versie A, Bijlage 3 Gemeten beschikbaarheid en gegarandeerde beschikbaarheid Versie A		Contract- manager WPMV2	19-3-2019
<b>6.</b>		Overeenkomst Versie A, Bijlage 9 Deel 1 Certificatenplan Versie A		Contract- manager WPMV2	19-3-2019
<b>7.</b>	Marktconsultatie	Verslag zoals gepubliceerd op Tenderned	Marktconsultatie	Contract- manager WPMV2	13-7-2017
<b>8.</b>	Factsheet	Factsheet over project Windpark Maasvlakte		Contract- manager WPMV2	19-3-2019
<b>9.</b>	Defensieradar	Resultaat radarhinderonderzoek windpark Harde en Zachte Zeewering 2e Maasvlakte voor RWS v1.0	TNO scan verschillende opstellingsvarianten WPMV2	Omgevings- manager WPMV2	28-2-2019
<b>10.</b>		Verklaring geen bezwaar Defensie 474484 bijlage BPMV2	Bijlage onder het bestemmingsplan Tweede Maasvlakte (2018)	Ministerie van Defensie	13-3-2018
<b>11.</b>	Ecologie	18-0453 Eindrapport Fase I windpark buitencontour 190206	Modelstudie Bureau Waardenburg	Omgevings- manager WPMV2	28-2-2019
<b>12.</b>	Kaartinformatie	NL.IMRO.0599.BP11111Maasvla kte2-va01.dwg	GIS-data van het vigerend Bestemmingsplan Tweede Maasvlakte (2018)	Gemeente Rotterdam	12-11-2018
<b>13.</b>		Tweede Maasvlakte met zones Windturbinepark	Kaartoverzicht van de locatie	Omgevings- manager WPMV2	26-2-2019
<b>14.</b>		Verbeelding BP MVII 2018	Kaart van het bestemmingsplan Tweede Maasvlakte	Omgevings- manager WPMV2	28-2-2019

No.	Thema	Document	Omschrijving	Vrijgave door	Datum
15.	Planologisch traject	Link naar vigerend Bestemmingsplan Maasvlakte 2 - 2018	Ruimtelijkeplannen.nl	n.v.t	n.v.t
16.	Weringveiligheid	Aanpak weringveiligheid WPMV2 vrijgave 190221	Inzicht in de weringveiligheidsproblematiek op de MV2	RWS regio WNZ – Vergunningverlening	21-2-2019
17.	Winddata	WPMV2 - RWS Memo Winddata	RWS toelichting windonderzoek	Omgevingsmanager WPMV2	28-2-2019
18.	<b>English translations</b>	Tendering guidelines Version A	Engelse vertaling van deze leidraad	Contractmanager WPMV2	19-3-2019
19.		Agreement	Engelse vertaling van de Overeenkomst	Contractmanager WPMV2	19-3-2019
20.		Agreement, Schedule 1 Definitions	Engelse vertaling van Bijlage 1 van de Overeenkomst	Contractmanager WPMV2	19-3-2019
21.		Agreement, Schedule 2 Payment Mechanism	Engelse vertaling van Bijlage 2 van de Overeenkomst	Contractmanager WPMV2	19-3-2019
22.		Agreement, Schedule 3 Measured availability and guaranteed availability	Engelse vertaling van Bijlage 3 van de Overeenkomst	Contractmanager WPMV2	19-3-2019
23.		Agreement, Schedule 9 Certificate schedule	Engelse vertaling van Bijlage 9 van de Overeenkomst	Contractmanager WPMV2	19-3-2019
24.	Word-versies	Bijlage 1.1 tot en met 1.7 van deze leidraad	Word versies ten behoeve van gebruik bij aanmelding	Contractmanager WPMV2	19-3-2019