

Annex 1 Definitions of Terms

"In the Tender Document (including Annexes) and in the Contract, definitions are being used written with a capital letter. These definitions have the meaning assigned to them in the Conditions of Contract or the meaning assigned to them in this Definition of Terms, provided that the meaning given in this Definition of Terms prevails over the meaning given in the Conditions of Contract."

Parties and contract terms

Term	Proposed Definition
Conditions of Contract	LOGIC General Conditions of Contract for Services (On- and Offshore), Edition 3, March 2019; 'Annex 5-II Conditions of Contract'.
Contract	the written agreement between the Contracting Authority and the Contractor in which the conditions of the assignment are recorded. (The "Contract" or "Agreement" as mentioned in the Conditions of Contract under Definitions is the Contract as described in this Annex 1.)
Contracting Authority	the State of the Netherlands, represented by the Minister of Climate Policy and Green Growth, who concludes the Contract with the Contractor on behalf of the Contracting Authority. ("The Client" as mentioned in the Conditions of Contract under Definitions is the Contracting Authority as described in this Annex 1.)
Contractor	the party with whom the Contracting Authority concludes the Contract.
Participating Party / Parties	any party on whose behalf the Contracting Authority conducts the procurement procedure, as expressly identified in the Tender Document.
Tenderer	an interested party or parties who has/have submitted a Tender or intends/intend to submit a Tender. In this document, the word 'you' is taken to mean the Tenderer.
Tendering Authority	the Netherlands Enterprise Agency (RVO), which in turn is part of the Ministry of Economic Affairs and Climate (EZK).

Procurement procedure terms

Term	Proposed Definition
European Single Procurement Document (ESPD)	a declaration in which the Tenderer declares compliance with the requirements set out in this document by completing and signing this document.
Exclusion Ground	a circumstance applicable to the Tenderer (or a person affiliated with the Tenderer) that results in exclusion of the Tenderer from participating in the tendering process.
IUC-EZK/LVVN	the Procurement Office IUC-EZK/LVVN – part of the Netherlands Enterprise Agency (RVO), which in turn is part of the Ministry of Economic Affairs and Climate (EZK) – will serve as process manager during this tendering process.
Memorandum of Information	a document issued by the Tendering Authority containing, in anonymised form, questions submitted by Tenderers and the corresponding answers, including questions and answers submitted through TenderNed, as well as any additional information, if applicable.
Most Economically Advantageous Tender (MEAT)	the Tender that achieves the highest definitive total score based on the best price-quality ratio in accordance with the award methodology set out in the Tender Document.
Public Procurement Act	the Dutch Public Procurement Act 2012 (<i>Aanbestedingswet 2012</i>).
Suitability Requirements	the requirements with which Tenderers must comply in order to be eligible to win the Tender.
Tender	the offer submitted by a Tenderer in response to the Tender Document. A quotation submitted by the Tenderer in response to this Tender Document.
Tender Document	the invitation to Tender in accordance with the European open procedure for the execution of a 'Geophysical Survey of the Wind Farm Search Areas 6/7', including all Annexes forming part thereof.

Commercial Terms

Term	Proposed Definition
Contract Price	the total price offered by the Contractor and accepted by the Client for the performance of the Work in accordance with the Contract, as specified in the Pricing Schedule and subject only to adjustments expressly permitted under the Contract.
Indexation	the contractual mechanism for adjustment of prices and/or rates in accordance with the conditions specified in the CONTRACT
Invoice/ Invoicing	the process by which the Contractor submits invoices to the Client for amounts due under the Contract in accordance with the Contract.
Payment Milestone	a milestone identified in the Contract and/or Pricing Schedule which entitles the Contractor to payment upon completion and acceptance in accordance with the Contract.
Pricing Schedule	Annex 5 Section III of the Contract, containing the agreed Contract Price, rates, unit prices, quantities, milestones, cycle times and other commercial information applicable to Lot 1 and/or Lot 2.
Rates and Prices	the agreed rates, unit prices, lump-sum prices and other commercial values included in the Pricing Schedule.
Taxes	all applicable taxes, duties, levies and similar charges applicable under the CONTRACT, including VAT where applicable.

Project Terms

Term	Proposed Definition
Cycle Times	the agreed execution periods and durations applicable to specific activities forming part of the Work.
Deliverables	all documents, data, reports and other outputs required to be delivered by the Contractor under the Contract.
Key Dates	the contractual dates defined for completion of specified activities, milestones or Deliverables under the Contract and Annex 5 Section III.
Offshore Completion Date	the planned KEY DATE for the completion of the offshore phase of the WORK before adjustment for any extension of time caused by weather delay or any VARIATION where such VARIATION requires an extension or reduction of time or an extension of time permitted by any other provision in CONTRACT.
Scope of Work (SoW)	the description of activities, services, technical requirements, and deliverables and obligations in Annex 5, Section IV (Lot 1 and Lot 2) forming part of the Work for the relevant Lot.
Work	All the work that the CONTRACTOR is required to carry out in accordance with the provisions of the CONTRACT, including the provision of all materials, services and equipment to be rendered in accordance with the CONTRACT.

Project management and documentation terms

Term	Proposed Definition
PD	the Project Documentation required to be prepared, maintained and submitted by the Contractor in accordance with the Contract and the Scope of Work.
PEP	the Project Execution Plan describing how the Contractor intends to organise, manage and execute the Work in accordance with the Contract and the Scope of Work.
HSEMP	the Health, Safety and Environmental Management Plan describing how health, safety and environmental requirements will be managed during the performance of the Work.
QMP	the Quality Management Plan describing how the Contractor will manage, assure and control the quality of the Work and Deliverables in accordance with the Contract and the Scope of Work.
PSD	Project Site Description – Summary of a wind farm zone or site, with summaries of the associated surveys and investigations performed

Survey / project terms

Term	Proposed Definition
ADD	Acoustic Deterrent Device
IA	the Investigation Area in which the survey Work is to be performed.
SS	the Seabed Survey comprising the survey activities specified for Lot 1.

Change management and legal terms

Term	Proposed Definition
Claim	a formal request by a Party for an entitlement, additional payment, extension of time or other relief under the Contract as described in Clause 11.3 and 11.4 of the Conditions of Contract.
Downward Variation	a Variation resulting in a reduction of the Work under the conditions as described in Clause 11.1 (Variations) of the Conditions of Contract.
Force Majeure	an event or circumstance beyond the reasonable control of a Party preventing or materially affecting performance of its obligations under the Contract.
Notice	a formal written communication issued in accordance with the requirements of the Contract.
Review Clause	the contractual mechanism allowing review of specified matters during the Contract period. The mechanism set out in the Tender Document under which predefined circumstances may result in a review and possible adjustment of the Contract. Any resulting change shall be implemented in accordance with the applicable Variation procedure as described in Clause 11 of the Conditions of Contract.
Upward Variation	a Variation resulting in an increase of the Work under the conditions as described in Clause 11.1 of the Conditions of Contract
Variation	a change to the Work instructed or implemented in accordance with Clause 11 (Variations) of the Conditions of Contract

Weather and operational terms

Term	Proposed Definition
Bonus	an incentive payment that may become payable to the Contractor upon achievement of specified contractual targets or milestones.
Liquid Damages (Lds)	pre-agreed amounts payable by the CONTRACTOR to the CLIENT in accordance with the CONTRACT in case of failure to meet specified contractual obligations or dates.
Lot	a separately defined part of the procurement and Contract scope, consisting of Lot 1 or Lot 2 as described in the Tender Document
Waiting on Weather	the period during which offshore Work cannot proceed due to adverse weather conditions.
Weather Downtime Allowance	the agreed amount of weather-related downtime included in the Contract Price and taken into account by the Contractor when submitting its Tender.

Fuel Terms

Term	Proposed Definition
Fuel Cost Adjustment Mechanism	the mechanism set out in the Contract under which eligible fuel-rated costs may be adjusted in accordance with the conditions, calculation method and requirements specified in the Contract.
Fuel Quantity (C)	The eligible fuel quantity used for calculating adjustments under the Fuel Cost Adjustment Mechanism.

Quality Terms

Term	Proposed Definition
QA	Quality Assurance
QC	Quality Control

Survey / Technical Terms

Term	Proposed Definition
3D-UHRS	3D Ultra-High Resolution Seismic survey
CTD	Currently defined as Conductivity – Temperature – Density
HF	High Frequency
LF	Low Frequency
MAG	the Magnetometer, used for the Magnetic Survey where referring to the survey instrument
MBES	Multibeam Echo Sounder
MRU	Motion Reference Unit
SAS	Synthetic Aperture Sonar
SBP	Sub-bottom Profiler used for Sub-bottom Profiling , where referring to the survey instrument
SSS	Side Scan Sonar
SVP	Sound Velocity Profiler
SVS	Sound Velocity Sensor
UHRS	Ultra-High Resolution Seismic
UXO	Unexploded Ordnance

Positioning terms

Term	Proposed Definition
CRP	Central Reference Point
DGNSS	Differential GNSS
GNSS	Global Navigation Satellite System
LAT	Lowest Astronomical Tide
PPP	Precise Point Positioning
USBL	Ultra-Short Baseline

Data Terms

Term	Proposed Definition
BS	Backscatter
GDB	Geodatabase
WC	Water Column Data