



DMI · ECOSYSTEEM

Reference number: RTP-2024-001

Date: May 23, 2024

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**CALL FOR A REQUEST TO PARTICIPATE FOR A RESEARCH AND  
DEVELOPMENT ASSIGNMENT BY THE DUTCH MINISTRY OF INFRASTRUCTURE  
AND WATER MANAGEMENT FOR THE ACQUISITION, DEVELOPMENT AND FULL  
SERVICE DELIVERY OF DIGITAL SERVICING FOR “INTEGRATED PUBLIC  
PASSENGER TRANSPORTATION” IN THE PROVINCE OF ZEELAND, THE  
NETHERLANDS**



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## 1. Prologue

In the Netherlands, the accessibility of facilities in rural areas is increasingly under pressure in many places. Over fifty percent (50%) of the Dutch population cannot reach a hospital within thirty (30) minutes using public transport, and forty-two percent (42%) of the students lack access to a university or college campus within sixty (60) minutes. Industrial areas, healthcare, and educational centers suffer from poor accessibility (hardly any difference between rural and urban areas).

This lack of accessibility affects the availability of internships, job vacancies, and the overall attractiveness of the Netherlands in achieving sustainable economic growth.

Furthermore, the livability of cities and neighborhoods is also under strain due to the ever increasing urban density, which leads to a scarcity of space. To address this, cities need more green spaces and significantly more housing within urban areas to create healthier, more livable, eco-friendly, and resilient environments.

The financial impact of regional public passenger transport is increasingly challenging. Due to rising costs of regional public passenger transportation combined with declining revenues as a consequence of the (COVID) pandemic, public passenger transport services have been reduced by about fifteen percent (15%) over the past years (more reductions are anticipated).

In addition to the financial constraints, it has become clear that there is a combination of (1) system failure, (2) government failure and (3) market failure. The current system operates inefficiently, with separate governance, contracts, and financing for each service, leading to inefficiency and increasing costs.

The national and regional government(s) spend together approximately six (6) billion euros annually on public transportation services nationwide, which include various forms of transport like school buses, regional buses, flexible buses, taxis, and specialized services for the elderly and disabled.

A promising solution to address the system, government and market failure is the concept of “*Publiek Vervoer*” (*hereinafter: integrated public transportation*). This concept aims to improve the accessibility of facilities for all citizens at manageable costs. This concept utilizes various forms of transportation, including fixed schedules and fixed routes (Public Transport), on-demand (shuttle) services and shared mobility. All of these supported by one (1) basic digital solution. The mission is to provide a seamless mobility experience for all users, both in rural and urban areas.



The Ministry of Infrastructure and Water Management is taking the procurement lead in the development and implementation of the digital infrastructure for integrated public passenger transportation. It does so in close collaboration with the Province of Zeeland where the procured solution will be tested (as a pilot). If the testing process proves to be successful, a contract will also be rewarded for full service delivery in the province of Zeeland of the developed solution for the coming years.

The following description is used as the conceptual definition of integrated public passenger transport:

*An integrated passenger transport system that is accessible and available to everyone, consisting of various forms of passenger transport, including all supporting services, functions, and the combined utilization of all necessary (digital) infrastructure.*

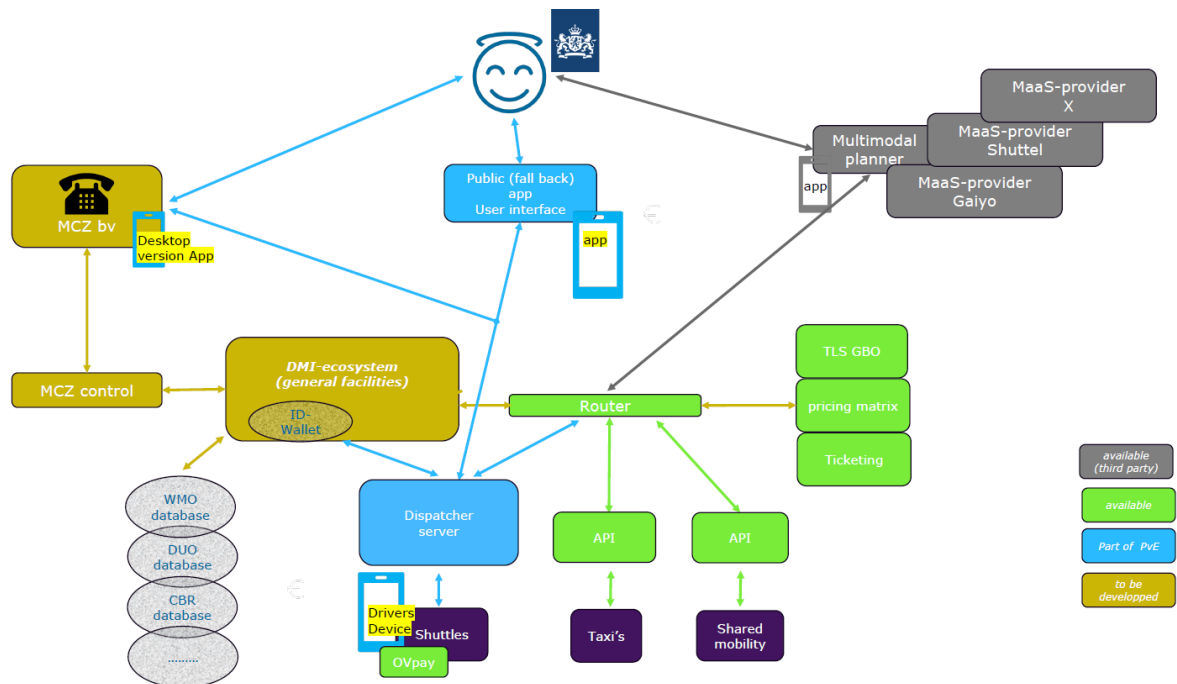
## **2. Anticipated scope of the research and development assignment**

The anticipated scope of the research and development assignment is to develop, realize, implement and to service a continuous improving digital solution for the on-demand shuttle service(s) as part of the integrated public passenger transport system for the province of Zeeland. To be clear; this request for proposal aims to contract a digital planning and dispatching solution of passengers and does not include any mobility services ('wheels') to support the integrated passenger transport system.

If and when the pilot is successful a contract will be awarded for the full service delivery of the developed solution for the coming years. In addition thereto, other provinces and municipalities in the Netherlands might, at their own merit, decide to also procure the developed solution at future points in time.

The required digital solution will, during the first years, focus on the operation of on-demand shuttles within the integrated passenger transportation system in the province of Zeeland. In case of a successful pilot, we foresee further implementation in other areas of the Netherlands thereafter. For the avoidance of doubt; candidates need to be aware that national roll out of the digital solution that is tested and initially deployed in Zeeland may require separate future procurement processes.

The blue colored elements in the figure below are foreseen as the core functionalities to be developed as part of the research and development activities.



The anticipated scope of the solution for shuttle services can be broken down in five (5) main activities:

1. developing, implementing and testing the solution;
2. hosting and servicing the it solution;
3. continually adapting the offered solution to increases or decreases in data and/or participants like transport service providers;
4. continuous adoption of new technology and algorithms to optimize the results of the developed shuttle service solution;
5. providing relevant data to the MCZ and DMI data space.

More details on the exact scope of the activities and SLA will be provided for in stage 2 of this acquisition process.

### 3. Procuring entity and its partners

The Ministry of Infrastructure and Water Management, a body governed by public law, invites innovative candidates to submit a request to participate for this research and development assignment by providing the information for the qualitative selection criteria described in this document and the Annexes thereto.



The assignment is, based on article 2.24 sub g in the Dutch procurement law (Aanbestedingswet 2012), exempt from the obligation to start a European tender (Dutch implementation of article 14 of the European procurement directive 2014/24/EU).

This document describe the acquisition process and what the Ministry of Infrastructure and Water Management expects from candidates that submit a valid request to participate.

Although the Ministry of Infrastructure and Water Management is taking the lead in this acquisition process and subsequent contracting, it is important for candidates to realize that it does so as one of many members within the DMI-community.

The Ministry of Infrastructure and Water Management places significant importance on its obligations to buy responsibly and carefully consider the relevant social issues across the different markets from which it buys goods and services. The Ministry of Infrastructure and Water Management's acquisition strategy seeks to build on our existing good practice in ethical purchasing via the three 'Ps':

1. **The Planet** – delivering the Ministry of Infrastructure and Water Management's sustainability targets of achieving carbon reduction and Net Zero emissions, a circular economy approach to the supply of goods and services (reducing, reusing and recycling), and the removal of single use plastics from all supplies (including supplier supply chains). Candidates are encouraged to join the Ministry of Infrastructure and Water Management in delivering its targets by presenting innovative solutions to reduce the environmental impact of the activities of the Ministry of Infrastructure and Water Management's and creating their own targets and roadmaps and activities to achieve Net Zero;
2. **People** – reflecting the diversity of the Netherlands population, with candidates achieving diversity in the workforce, supporting inclusion for all and attracting a diverse supply base in order to create an equal marketplace where opportunities are open to all. This encompasses supporting those with accessibility needs, monitoring for infringements on people's human rights (including ethical trading, modern slavery, and promoting fair and equal pay). For those candidates holding our data, we expect the highest standards of information security, with full assurance against potential breaches;
3. **Payment** - delivering progressive targets across all areas of our social value and sustainability goals at the optimum cost, and maintaining best value for money. The Ministry of Infrastructure and Water Management wants to identify innovative cost effective ways to achieve our goals, working at the right pace across our supply markets.

During this acquisition process (stage 2) the Ministry of Infrastructure and Water Management may apply awarding criteria based on social value and sustainability that mirror the Ministry of Infrastructure and Water Management's aspirations. And will



evaluate suppliers' proposals as part of these award criteria, giving greater weight to ethical purchasing where appropriate and include contractual commitments and performance measures to support delivery thereof.

Candidates need to inform themselves on the provisions of the DMI General Agreement before entering stage 1. Before a contract is awarded membership is required. [Read more here.](#)

#### **4. Estimated maximum contract duration and contract value**

The estimated total contract duration is five (5) years. The initial term will be three (3) years. The Ministry of Infrastructure and Water Management has the right to extend the contract several times (extension period to be decided by the Ministry of Infrastructure and Water Management) up to the maximum of the five (5) years duration.

The anticipated timelines within the research and development assignment are:

1. the pilot phase including all testing and reporting is expected to take a period of 6 months;
2. the deployment phase thereafter is expected to last -at the most - 4,5 years.

The Ministry of Infrastructure and Water Management shall be entitled to early termination (partially or altogether) at any moment if and when:

1. the selected candidate does not adequately – in the opinion of the Ministry of Infrastructure and Water Management – fulfills its contractual obligations;
2. the selected candidate evidently overlooks technology that could have had a positive impact (for instance better quality or more efficient) on public passenger transport;
3. the public funding of the Ministry of Infrastructure and Water Management allocated to this endeavor is (partially or altogether) reduced.

If and when the Ministry of Infrastructure and Water Management uses its right to early termination, it shall be able to do so without any right by candidate for financial compensation other than services already rendered.

The contract value, including development, implementation, testing and operating the solution for the total five (5) years is currently estimated at € 3.750.000,00 excluding VAT. Please be aware of the fact that one of the results of stage 2 should be to gain more insight in the actual TCO of the development and servicing, the outcome thereof might be that a maximum price might be set below said estimate of € 3.750.000,00 excluding VAT.



## 5. Planning acquisition process

The two (2) figures below present the (anticipated) planning for this acquisition process. Please note that during this acquisition process, candidate shall rely solely on the dates and times provided for by the Ministry of Infrastructure and Water Management in its communication with potential candidates (stage 1) and selected candidates (during stage 2).

The first stage depicts the selection of candidates that can meet the qualitative selection criteria in this document and the Annexes thereto. Stage 1 is described in more detail in paragraph 6.

TENTATIVE PLANNING ACQUISITION PROCESS R&D ASSIGNMENT TO REALIZE A ROUTING SOLUTION FOR PUBLIC PASSENGER TRANSPORT IN THE NETHERLANDS	
PUBLICATION REQUEST TO PARTICIPATE	MAY 23, 2024
DEADLINE TO SUBMIT QUESTIONS	JUNE 4, 2024
PUBLICATION OF Q & A	JUNE 6 2024
DEADLINE TO SUBMIT A REQUEST TO PARTICIPATE	JUNE 17, 2024
OUTCOME OF EVALUATION OF REQUESTS RECEIVED	JUNE 19, 2024
POTENTIAL STANDSTILL DENIED CANDIDATES	UNTIL JUNE 26, 2024

The second stage depicts the acquisition process with applicants that were able to meet the qualitative selection criteria in this document and the Annexes thereto. In the event no candidates were rejected in stage 1, the standstill period lapses and the anticipated time schedule below thereof shall apply.

Stage 2 is only described on a high-level in paragraph 9 due to the fact that the outcome of stage 1 might have an impact on the topics to be discussed as well as the planning.





TENTATIVE PLANNING ACQUISITION PROCESS R&D ASSIGNMENT TO REALIZE A  
ROUTING SOLUTION FOR PUBLIC PASSENGER TRANSPORT IN THE NETHERLANDS

FIRST ROUND OF BILATERAL MEETINGS	JUNE 20, 2024
SECOND ROUND TO DISCUSS TOR 0.9	JUNE 24-28, 2024
PUBLICATION OF TOR 1.0	JULY 2 2024
DEADLINE TO SUBMIT THE INITIAL PROPOSAL	JULY 12, 2024
OUTCOME OF EVALUATION OF THE INITIAL PROPOSALS	JULY 14, 2024
NEGOTIATIONS WITH CANDIDATES	END OF JULY 2024
REQUEST TO SUBMIT A FINAL PROPOSAL	AUGUST 1, 2024
OUTCOME OF EVALUATION OF FINAL PROPOSALS	AUGUST 7, 2024
POTENTIAL STANDSTILL DENIED PROPOSALS UNTIL	AUGUST 14, 2024
CONTRACT AWARD	AFTER AUGUST 14, 2024

## 6. Stage 1 in more detail (100% online)

Every candidate has online access to [this webpage](#).

The three (3) Annexes are available upon request via the following e-mail address:  
[dirk.grevink@minienw.nl](mailto:dirk.grevink@minienw.nl).

Questions can only be submitted via the following e-mail address:  
[dirk.grevink@minienw.nl](mailto:dirk.grevink@minienw.nl). The answers thereto shall also be published on [this webpage](#).

The request to participate shall be submitted to following e-mail address:  
[dirk.grevink@minienw.nl](mailto:dirk.grevink@minienw.nl).

Every candidate is welcome but...

The Ministry of Infrastructure and Water Management would be most appreciative if candidates would study this document and the Annexes thereto carefully and not submit unnecessary or vaguely worded questions. The Ministry of Infrastructure and Water Management also urges candidates that cannot meet the qualitative selection criteria in this document or the Annexes thereto, to not raise questions and/or submit a request to participate.



### No remuneration for Stage 1

Contrary to stage 2 where selected candidates will receive a remuneration for participation (conditions do apply) there will be no financial compensation for participation in stage 1.

### The acquisition planning

The acquisition planning for stage 1 is provisional. The potential standstill period of seven (7) days does not apply if there are no candidates that are rejected or might be briefer in the event said candidates have conceded in such decision by the Ministry of Infrastructure and Water Management.

The Ministry of Infrastructure and Water Management might streamline the planning during the acquisition process (in stage 2) in order to retain attention, focus and minimize the efforts needed for success by all candidates involved. During stage 2 further selection of candidates based on their proposal will take place. Financial compensation will be calculated accordingly.

## **7. Applicable selection criteria**

Candidates shall demonstrate that it meets all the selection criteria listed in this paragraph 7.

### **A. Requirements**

Candidate has to demonstrate that it can fulfill the following seven (7) requirements:

- 1) an existing organizational structure that can manage roughly 20 transport authorities, like the MCZ in the province of Zeeland, that have a significant impact on the success of the solution for shuttle services within the integrated passenger transportation system (in Zeeland and if successful in other regions in the Netherlands);
- 2) a (Dutch speaking) project-team;
- 3) proven experience in the field of integrated digital monitoring and dispatching on-demand services in (public transport of passengers, taxi and/or logistical) transport;
- 4) an innovative, motivated and collaboration-driven spirit;
- 5) R&D capacity with respect to (software) services and continuous improvement thereof;
- 6) knowledge of government policies and legislation in the Netherlands (can be a subcontractor);
- 7) A stable and resilient financial foundation.



## B. ESPD

Although this acquisition is exempt from the obligation to issue a European tender, the Ministry of Infrastructure and Water Management has to ensure that it does not award a contract to a candidate that cannot meet the standard exclusion grounds (both mandatory and discretionary) vested in the applicable laws.

Candidate shall therefore complete and sign the ESPD document made available on [this webpage](#). And confirm that all applicable mandatory and discretionary exclusion grounds marked in said ESPD are either marked NO, or, if not able to do so provide the details therefore in lieu with articles 2.86a, 2.87a and 2.88 of the Dutch Procurement Law (Aanbestedingswet 2012).

## C. Economic and financial standing

Article 2:90 of the of the Dutch Procurement Law (Aanbestedingswet 2012) requires a contracting authority to state the reasons for setting suitability requirements in relation to the financial and economic capacity of candidates.

The mandatory justification is as follows: the requested assignment has a huge public impact.

Candidate must confirm that the **minimum turnover** of the candidate's company in **2021, 2022 and 2023** was **at least 1,5 million Euro in each of these years**. The Ministry of Infrastructure and Water Management reserves the right to exclude any candidate that fails to meet this minimum annual turnover requirement.

Candidate needs to demonstrate that its company had a **solvency ratio by the end of 2023 of at least 30%**. The Ministry of Infrastructure and Water Management reserves the right to exclude any candidate that fails to meet this solvency ratio requirement.

Candidate needs to demonstrate that its company had a **liquidity ratio by the end of 2023 of at least 1**. The Ministry of Infrastructure and Water Management reserves the right to exclude any candidate that fails to meet this liquidity ratio requirement.

Candidate shall include a copy of the audited accounts for the years 2021, 2022 and 2023 to be used by the Ministry of Infrastructure and Water Management to audit if the minimum annual turnover over 2021, 2022 and 2023 as well as the required solvency ratio and liquidity ratio are met.

The Ministry of Infrastructure and Water Management shall calculate the ratio's by applying: (a) Solvency ratio: equity divided by debt \* 100%, (b) Liquidity ratio: current assets divided by short-term debt.



If candidate cannot submit the requested audited accounts then it shall present one of the following documents:

1. A statement of the turnover, Profit and Loss Account/Income Statement, Balance Sheet/Statement of Financial Position and Statement of Cash Flow for the most recent year of trading, or;
2. A statement of the cash flow forecast for the current year and a bank letter outlining the current cash and credit position, or;
3. Alternative means of demonstrating financial status if any of the above are not available (e.g. forecast of turnover for the current year and a statement of funding provided by the owners and/or the bank, charity accruals accounts or an alternative means of demonstrating financial status)

#### D. Technical and Professional Ability

Candidate shall demonstrate that it has at least three (3) years' experience in delivering (a) research and development of a digital planning and dispatching solution in public or private transport of passengers and (b) delivery of management and maintenance of the developed digital solution to a satisfied client. Satisfied means that the outcome of the table below is at least a seven (7).

Candidate shall submit a document signed by said client that includes the organization name, the name of the referent, the statement that the referent is entitled to provide a reference on behalf of the organization concerned, as well as a telephone number and an e-mail address to of the referent for verification purposes.

Topic	Description	Weight	Score on a scale from 6 to 10
Research and Development	The development, testing and commissioning of the solution were within time, budget and expectations of the client.	42.50%	
Maintenance and support	The maintenance and support delivered was compliant to the contracted service levels.	25.00%	
Innovative	Contractor suggested innovative measures to achieve better quality and/or more efficiency and/or less costs during the contractual term.	17.50%	
Resources	The resources made available for requested services were competent.	15.00%	
<b>Average score</b>			



In assigning the valuation, the following assessment shall be made **by the referent**:

Score      Quality of service

- 10: Excellent quality: the service offered exceeded the requested service;
- 8: Good quality: the service offered fully met the requested service;
- 6: Poor quality: the services offered were sometimes inadequate or untimely in key areas;
- 0: There has been an imputable failure to fulfill obligations.

To be allocated scores are 10, 8, 6 or 0. Deviations like 6- or 7,5 are not allowed. The reference shall have a minimum weighted average final score of 7. Please note that if a referent has not filled in a sufficient number in one of the four (4) assessment criteria, this reference is no longer suitable for submission. All four (4) assessment criteria must have scored at least a 6 each and the average score should be at least 7.

The Ministry of Infrastructure and Water Management is entitled to contact the referent and check whether the referent was actually satisfied with the services provided.

#### **E. Robust organization, facilities and skills of the development team**

Candidate has to provide in a document of maximum five pages (letter type Calibri 11 and spacing 1,15) a description evidencing that its organizational structure and workforce is able to implement seamlessly a project of the scale of. Sub-contractors are allowed. The following topics need to be covered at a minimum:

1. the organizational structure of the candidate (duties, authorities and responsibilities);
2. the existing research and development facilities (staff and quality management systems);
3. the ability to communicate in the Dutch language in stage 2 and when a contract is awarded;
4. team members and their roles/responsibilities that are most likely participate in stage 2 of this call. Their resumes shall be added (the restriction of 5 pages does not apply to these resumes).

This document and the resumes attached thereto shall be evaluated according to the criteria listed in the tables below. In the event a zero (0) score is bestowed by the procurement team, the request to participate shall be rejected.



Topic	Description	Score
The organizational structure of the candidate	On the basis of the description submitted, it is undisputed that the organizational structure provides sufficient certainty for an adequate fulfillment of the task.	10
The organizational structure of the candidate	On the basis of the description submitted, it is more than likely that the organizational structure provides sufficient certainty for an adequate fulfillment of the task.	8
The organizational structure of the candidate	On the basis of the description submitted, it is likely but not fully convincing that the organizational structure provides sufficient certainty for an adequate fulfillment of the task.	6
The organizational structure of the candidate	On the basis of the description submitted, it is unlikely that the organizational structure provides sufficient certainty for an adequate fulfillment of the task.	0

Topic	Description	Score
The existing research and development facilities	On the basis of the description submitted, it is more than likely that the existing research and development facilities provides sufficient certainty for an adequate fulfillment of the task.	8
The existing research and development facilities	On the basis of the description submitted, it is likely but not fully convincing that the existing research and development facilities provides sufficient certainty for an adequate fulfillment of the task.	6
The existing research and development facilities	On the basis of the description submitted, it is unlikely that the existing research and development facilities provides sufficient certainty for an adequate fulfillment of the task.	0

Topic	Description	Score
The ability to communicate in the Dutch language	On the basis of the description submitted, it is undisputed that this requirement shall be met in stage 2 and when a contract is awarded.	10
The ability to communicate in the Dutch language	On the basis of the description submitted, it is more than likely that this requirement shall be met in stage 2 and when a contract is awarded.	8



The ability to communicate in the Dutch language	On the basis of the description submitted, it is likely but not fully convincing that this requirement shall be met in stage 2 and when a contract is awarded.	6
The ability to communicate in the Dutch language	On the basis of the description submitted, it is unlikely that that this requirement shall be met in stage 2 and when a contract is awarded.	0

Topic	Description	Score
Team members and their roles/responsibilities that are most likely participate in stage 2 of this call	On the basis of the description submitted, it is undisputed that all of the following topics can be efficiently and effectively discussed: technology, finance, riskmanagement and legal.	10
Team members and their roles/responsibilities that are most likely participate in stage 2 of this call	On the basis of the description submitted, it is more than likely that all of the following topics can be efficiently and effectively discussed: technology, finance, riskmanagement and legal.	8
Team members and their roles/responsibilities that are most likely participate in stage 2 of this call	On the basis of the description submitted, it is likely but not fully convincing that all of the following topics can be efficiently and effectively discussed: technology, finance, riskmanagement and legal.	6
Team members and their roles/responsibilities that are most likely participate in stage 2 of this call	On the basis of the description submitted, it is unlikely that all of the following topics can be efficiently and effectively discussed: technology, finance, riskmanagement and legal.	0

## 8. Rules of Conduct

The following rules apply:

### A. Applicable Annexes/templates

**Annex 1** is a template in Excel that needs to be used by candidates when submitting a request to participate. **Annex 2** is the ESPD (in Dutch: UEA) that has to be signed by an authorized representative of candidate. **Annex 3** contains a checklist to be used by candidates to review if all required documents have been included in the request to participate.



Candidates are obliged to use Annex 1 and 2 for their request to participate. The request to participate itself is a standard letter addressed to the Ministry of Infrastructure and Water Management.

### B. Specific rules for candidates

There are only two (2) options for submitting a request to participate:

#### Option 1:

As a main contractor/sub-contractor construction, whereby the main contractor shall act as the contract party and is severally liable for performing all obligations, including the sub-contracted obligations.

#### Option 2:

As a combination, whereby each participant in the combination declares to be severally liable for full and proper performance of all obligations towards the Ministry of Infrastructure and Water Management. The request to participate must state who oversees the combination and who is authorized to act as responsible representative towards the Ministry of Infrastructure and Water Management. If a request to participate is submitted as a combination, each individual legal entity within such a combination shall sign the request to participate (legally binding). The Ministry of Infrastructure and Water Management is entitled to terminate the participation of a combination at any time during the acquisition process if the configuration of the combination changes.

#### Please note:

1. **Apply once:** a candidate can apply only once: either as main contractor or as participant in a combination;
2. **Main contractor:** a candidate that applies as main contractor may not also participate in a combination and/or act as sub-contractor to a combination;
3. **One legal entity:** only one (1) legal entity within a combination is allowed to submit the request to participate;
4. **Valid signature:** the request to participate (and the final proposal) has to be signed by the person(s) who is lawfully qualified to represent the candidate's organization;
5. **Term of validity:** with a view to the option of summary proceedings being instituted against the announcement of a decision not allowing an entity from participating in this acquisition process, candidate must stand by its





request to participate for a minimum of six (6) months calendar days following the closing date thereof;

6. **Communication and language(s):** the request to participate and all further correspondence and communication regarding this acquisition process **in stage 1** shall be formulated in the English language only. During **stage 2** (bilateral meetings and exchanging documents) might take place in the Dutch and English language;
7. **Meetings will be recorded:** All meetings will be electronically recorded and these recordings will be provided to the relevant candidate;
8. **Termination of the acquisition process:** the Ministry of Infrastructure and Water Management reserves the right to terminate the acquisition process in its entirety or in part, temporarily or permanently, and refrain from making an award. In such a situation, candidates are not entitled to any indemnification or compensation (other than the 10.000 Euro (including VAT) which only applies if the conditions thereto are met) for any expenses incurred in the context of this acquisition process;
9. **No claim for compensation of expense:** the drawing up and submitting of a request to participate, including any further information to be provided, does not entail any expense for the Ministry of Infrastructure and Water Management. Any costs and/or damages that (may) arise by not allowing candidate to participate in stage 2 of the acquisition process are at the expense and risk of such candidate;
10. **Additional information:** the Ministry of Infrastructure and Water Management may request candidate to provide an explanation and/or additional information provided in their request to participate. Candidate must comply with such a request within three (3) work days. If the information requested is not provided within said period, the Ministry of Infrastructure and Water Management may decide to refrain from taking the request to participate into consideration. The Ministry of Infrastructure and Water Management may reject requests to participate submitted if, in its opinion, they are incomplete, incorrect or not submitted in time;
11. **Completeness and correctness of the request to participate:** it is emphasized that candidate itself is responsible for ensuring that its request to participate is complete and correct. If, at a later moment in time, candidate appears to have provided incorrect information, it may be excluded from further participation in this acquisition process;



- 12. Confidentiality:** candidate will observe strict confidentiality with regard to all information from the Ministry of Infrastructure and Water Management that is or will be known to him or that has been gathered during this acquisition process procedure. It will only disclose confidential information to its staff insofar as the submission of the request to participate so requires.

The Ministry of Infrastructure and Water Management shall also observe strict confidentiality during this acquisition process. Only if advantageous towards the outcome of this acquisition process, the Ministry of Infrastructure and Water Management and candidate might enter into a non-disclosure agreement during the negotiation process (to facilitate sharing commercial or strategic information);

- 13. Contradictions, inadequacies and/or objections:** This document has been carefully compiled. Should candidate nevertheless encounter contradictions or inadequacies, it must report so to the Ministry of Infrastructure and Water Management without any delay and in writing, stating the proposed corrections and any substantiation.

The Ministry of Infrastructure and Water Management cannot be blamed or held liable for any inadequacies, contradictions and/or flaws in acquisition documents that are discovered at hindsight and were not reported by candidate during the acquisition process. Candidates are expected to adopt a proactive attitude.

This means that a candidate cannot make any lawful appeal to inadequacies or contradictions that it has not reported within the time schedule of this acquisition process, whereas such would in reasonableness have been possible. In this situation, candidate shall have forfeited its rights with regard to challenging these inadequacies or contradictions.

In the event that a candidate has timely reported inadequacies, contradictions and/or flaws to the Ministry of Infrastructure and Water Management, but the Ministry of Infrastructure and Water Management makes it clear that, in its opinion, the acquisition document(s) do(es) not contain any inadequacies, contradictions and/or flaws, and the Ministry of Infrastructure and Water Management refrains from making adjustments or changes in this respect, candidate must take further action (for example, summary proceedings) in order to avoid forfeiting its rights (again) to lodge a legal complaint regarding these inadequacies, contradictions and/or flaws (if any).



- 14. Reservations are not allowed:** conditional request to participate and/or request to participate with reservations are void. The same applies to the proposals (initial and final);
- 15. Copyright:** the copyright of information provided by the Ministry of Infrastructure and Water Management rests with the Ministry of Infrastructure and Water Management. Save exceptions as stipulated in the Copyright Act, no part of the acquisition document(s) and/or information provided by the Ministry of Infrastructure and Water Management may be reproduced (other than for the purpose of submitting a request to participate or a proposal) by means of print, photocopying, microfilm or otherwise, without written permission from the Ministry of Infrastructure and Water Management. Nor may the acquisition document(s) and/or information provided by the Ministry of Infrastructure and Water Management and/or parts and/or components thereof be used for commercial purposes of whatever nature, without written permission from the Ministry of Infrastructure and Water Management;
- 16. Changes in candidate's situation:** the final contract resulting from this acquisition process will be the result of all information and documentation provided by candidate to the Ministry of Infrastructure and Water Management. Candidate shall guarantee that for the term of the contract including any extensions thereof its organisation possesses the capacities, skills and resources required to meet the requirements and preferences offered in their final proposal. The Ministry of Infrastructure and Water Management must be informed immediately of any – foreseen or anticipated - substantial change in candidate's situation affecting its ability to meet the contractual obligations. The Ministry of Infrastructure and Water Management reserves the right to terminate the contract if such information is not forwarded promptly.

### **C. Submission and evaluation of the requests to participate**

The Ministry of Infrastructure and Water Management shall evaluate the requests to participate based on the tables listed in paragraph 7 E. Initially, each member of the evaluation team assesses the various sub-award criteria. Subsequently, the (differences in) individual evaluations of the evaluation team are discussed, after which all members of the evaluation team are given the opportunity to adjust their assessment with justification. Then, a unanimous position is taken for each sub-award criterion (consensus). In the event there are candidates equally ranked based on the evaluation criteria in paragraph 7 E, the highest score submitted by the referent (paragraph 7 D) determines the winner(s). Only three



(3) candidates are selected to participate in stage 2. As a result, the eligible as well as the non-eligible candidates will be informed of the outcome by e-mail.

#### **D. Ranking process**

Candidates who do not meet the listed applicable selection criteria are rejected. Based on the evaluation of the referent and the evaluation made by the procurement team of the Ministry of Infrastructure and Water Management (which includes representatives from the province of Zeeland) a shortlist will be created. The three (3) candidates with the highest scores will proceed to phase 2.

#### **E. Potential standstill period**

Non-eligible candidates might disagree with the decision of the Ministry of Infrastructure and Water Management. As a consequence thereof the standstill period of seven (7) days might be extended to solve the dispute prior to, or in court. The applicable court is in the Hague: [see this link](#) for more information.

### **9. Anticipated acquisition process stage 2**

After the selection of candidates that met the qualitative selection criteria, stage 2 commences. Planning and process is subject to modification if and when the Ministry of Infrastructure and Water Management so decides.

#### **A. Bilateral meetings**

Shortly after making the selection of candidates, the Ministry of Infrastructure and Water Management shall issue a schedule for the bilateral meetings. Candidates shall reserve two (2) working days per week for online or physical meetings.

This detailed schedule will include the topics for each meeting, as well as the required expertise and experience from candidates. For instance: a topic like “adequate contractual model” requires legal and commercial representatives from the candidate.

The sequence of the topics listed below (although not absolute at this time) suggest a logical order. Candidates are entitled to comment on these topics (or add new ones) in their request to participate.

The investment of candidates in stage 2 (time to prepare, the bilateral meetings with adequate representatives, the follow-up thereafter) is substantial. Each selected candidate will (afterwards) receive a lumpsum compensation of 10.000 Euro (including VAT) for participating in stage 2 unless it becomes evident during the bilateral meetings that:

1. there was an evident lack of the requested expertise and experience during the bilateral meeting(s);



2. the representatives were ill prepared;
3. there was no adequate follow-up after one or more meetings;
4. too much information (in the opinion of the Ministry of Infrastructure and Water Management) was classified as confidential and therefore useless;
5. candidate was not able to provide a live demo of their proposed solution based on the datasets made available to them by Ministry of Infrastructure and Water Management;
6. candidate is excluded or withdraws before the date of conclusion of stage 2.

Candidate also forfeits is right to the lumpsum compensation if no initial proposal is submitted or the initial or final proposal is invalid (for instance: it does not meet the minimum requirements in the TOR).

Please be aware that the Ministry of Infrastructure and Water Management seeks an innovative contractor focused on adopting new technology and on regularly optimizing all processes (like performance) related to the requested services (innovation). As a consequence thereof, the Ministry of Infrastructure and Water Management expects selected candidates to provide information (new ideas, roadmap and so forth) that may very well be “confidential information”. It is up to candidates themselves to specifically indicate information provided during the bilateral meetings as “confidential information”. Using general remarks (for instance all the information in this PowerPoint presentation is confidential) is not allowed.

Selected candidates need to realize that classifying too much “insight” in attainable optimization of the requirements and preferences in the TOR as “confidential” will frustrate this acquisition process. If this occurs, the Ministry of Infrastructure and Water Management shall inform said candidate that its participation in the acquisition process is terminated. If and when the Ministry of Infrastructure and Water Management uses its right to terminate the participation of a candidate, it shall be able to do so without any right by candidate for financial compensation.

## **B. First round of meetings**

The first round of meetings are focused on getting to know one another and the exchange of ideas based on a presentation of the failures (market, system, and so forth) that need to be resolved. These meetings will not be online but organized at a location that can be reached by public transport. After this first round of meetings the selected candidates are given five (5) workdays to provide a paper describing the solutions (technical, otherwise) they deem appropriate to resolve the failures presented to them to the Ministry of Infrastructure and Water Management.



### C. Terms Of Reference version 0.9

The Ministry of Infrastructure and Water Management will submit version 0.8 of the Terms Of Reference (hereinafter: TOR) to all selected candidates. The purpose of the TOR is to share the views of the Ministry of Infrastructure and Water Management on the topics that will be discussed during the remaining bilateral meetings with selected candidates. Topics like, for instance:

1. refinement of the scope of the services including a first draft of this scope in terms of requirements and preferences;
2. adequate service levels (Service Level Agreements SLA);
3. acceptable quality assurance requirements;
4. applicable social and environmental requirements;
5. fair financial model (Capex, Opex, termination for convenience);
6. adequate governance model;
7. adequate risk management model;
8. adequate migration(s) process (at the start and end of the contract);
9. adequate contractual model (including for instance GDPR or, if relevant, intellectual property of the developed solution);
10. fair best price-quality criteria and ratio's;
11. applicable evaluation methodology;
12. specific topics like step-in rights.

### D. Terms Of Reference version 1.0

The Ministry of Infrastructure and Water Management will issue version 1.0 of the Terms Of Reference to all selected candidates. The purpose of version 1.0 is to allow the selected candidates to provide written comments to the Ministry of Infrastructure and Water Management. For instance: inconsistencies, accumulation of requirements that have a negative impact on the services, contractual clauses that are inadequate and so forth.

Based on past experience, the Ministry of Infrastructure and Water Management does not anticipate many comments. Only in the event comments received (in the opinion of the Ministry of Infrastructure and Water Management) call for modification, the Ministry of Infrastructure and Water Management shall issue TOR version 1.01.



### E. Initial Proposal

Selected candidates are invited to submit a so-called “initial proposal”. The Ministry of Infrastructure and Water Management shall evaluate the initial proposals received based on the best price-quality ratio’s listed in TOR version 1.0.

Again, based on past experience, the outcome of this evaluation is somewhat enigmatic. It can be – for instance:

1. there is one (1) proposal evidently superior to all other proposals in which case the most economical way is to only start the negotiation procedure with the candidate that submitted that proposal, or;
2. It might also be that part of proposal A is superior and another part of proposal B is superior. In which case it makes sense to only commence the negotiation process with the candidates that submitted those proposals, or;
3. all proposals received are very close to one another (based on the best price-quality ratio’s) and the Ministry of Infrastructure and Water Management starts the negotiation process with all candidates that submitted a proposal, or;
4. the TOR needs to be adjusted substantially in which case a new TOR will be issued and selected candidates are requested to submit a new “initial proposal”.

### F. Negotiation process

The inspiring process of – bilateral - negotiations serves to address topics/issues/errors and so forth. Thereby providing each candidate the opportunity to enhance the content of its proposal. Please note: the minimum requirements in the TOR as well as the awarding criteria listed in TOR 1.0 are not negotiable.

### G. Final proposal

Candidates have to submit their final proposal. The Ministry of Infrastructure and Water Management shall evaluate these final proposals based on the best price-quality ratio’s listed in the – at that time - relevant TOR.

### H. Outcome and standstill period

The outcome of the evaluation will be in writing (by email) to all candidates that submitted a proposal. Candidates that have been rejected as a consequence of the evaluation might disagree with the decision of the Ministry of Infrastructure and Water Management. As a consequence thereof the standstill period of seven (7) days might be extended to solve the dispute prior to, or in court. The applicable court is listed at the end of this document.