

Arriva Bus Purchasing – Qualification System

As per Directive 2014/25/EU of the European Parliament and of the Council of 26 February 2014 on procurement by entities operating in the water, energy, transport and postal services sectors.

Qualification System for Bus Suppliers

The Qualification System Process

1. Purpose

This **Qualification System** Process document should be read in conjunction with the qualification system notice published in the Official Journal of the European Union on 13th August 2019 reference 2019/S/383812 (the OJEU Notice).

Arriva is seeking to establish a **Qualification System**, in accordance with art. 77 of Directive 2014/25/EU, for suppliers that manufacture or market new buses (CPV code 34120000), for the supply of buses to Arriva Plc (an affiliated company of *Deutsche Bahn AG*) and its subsidiary companies (together, the **Subscribing Entities**).

The **Subscribing Entities** include the companies listed below, as well as all their respective subsidiaries:

- Arriva UK Bus Investments Limited
- Arriva Hrvatska d.o.o.
- Arriva Transport Ceska Republika a.s.
- Arriva Danmark A/S
- Arriva Hungary Zrt.
- Arriva Italia S.r.l.
- Arriva Personenvervoer Nederland BV
- Arriva Bus Transport Polska Sp z.o.o
- Arriva Polska Sp z.o.o.
- Arriva Investimentos SGPS, S.A.
- Arriva Slovakia a.s.
- Arriva Doljenska in Primorska, druzba za prevoz potnikov, d.o.o.

- Arriva Stajerska, družba za prevoz potnikov, d.d.
- Arriva Spain Holding S.L.U.
- Arriva Sverige AB

The names of the subsidiaries of the above-mentioned **Subscribing Entities** operative at the publication date of the OJEU Notice are listed in Appendix 3 - List of Arriva Current Subscribing Entities (hereinafter, “the **Subsidiaries**”).

Arriva plc currently operates bus passenger services in the United Kingdom, Croatia, Czech Republic, Denmark, Hungary, Italy, Netherlands, Poland, Portugal, Slovakia, Slovenia, Spain and Sweden. This Qualification System is intended to cover the Arriva subsidiaries in all those countries (both those existing companies as listed above and their respective subsidiaries, listed in Appendix 3, as well as any further subsidiaries to be created), as well as further countries where Arriva plc and/or the **Subscribing Entities** are seeking, or may in the future seek, opportunities.

Companies where Arriva plc or any of its subsidiaries have a shareholding participation may also, voluntarily, adhere to the **Qualification System** described in this document on a case-by-case basis with reference to a specific contract notice. These Companies are the following:

- Trieste Trasporti S.p.A.
- ASF Autolinee s.r.l.

This **Qualification System** is being managed on behalf of all the **Subscribing Entities** by Arriva plc. The **Subscribing Entities** include a mix of entities within the Arriva group which are currently covered by the Utilities Directive 2014/25/EU, Public Directive 2014/24/EU or Concession Contracts Directive 2014/23/EU (hereinafter, the “**EU Procurement Rules**”), but also entities which are not currently covered. Participation in and procurement under the Qualification System to be set up, do not change the status of those subscribing entities which are not entities or bodies falling within the scope of any or all of the Utilities Directive 2014/25/EU, Public Directive 2014/24/EU or Concession Contracts Directive 2014/23/EU. The subscribing entities who are subject to the EU Procurement Rules may use the Qualification System to meet requirements that are subject to those rules and, when required at their absolute discretion, for requirements which are not subject to the rules.

The **Subscribing Entities** reserve the right at all times to place individual contract notices for specific requirements even though they relate to the supply of buses covered by this qualification system where in their absolute discretion they deem it necessary (whether this is required under the EU Procurement Rules and/or the national procurement rules applying to the relevant Subscribing Entity).

2. Applying for registration

This **Qualification System** aims to define a list of suppliers with the suitability, resources, experience and capacity to participate in individual tendering procedures for the supply of buses to Arriva Plc and the Subscribing Entities (hereinafter, the **Qualified Suppliers**).

Applicants can submit their **Qualification System** application for any or all Subscribing Entities listed. For that purpose, all questionnaires and documentation for this Qualification System on the ArrivaBuy Procurement Portal must be completed, and all requirements identified in the **online Qualification Questionnaire** must be met with all relevant documentation submitted as part of the Qualification process.

Applicants shall submit their application pursuant to the provisions set out in this Qualification System Process document and, in English. Pursuant to Point 5 of this Qualification System process document, Arriva Plc reserves the right to accept additional documentation submitted by the Applicant if needed in order to evaluate its application.

The qualification may concern any economic operators established in EU member countries. Arriva Plc expressly reserves the right to allow other economic operators (established outside the EU) to apply to join the Qualification System.

The application process is as follows:

- Applicants must register their interest in the **Qualification System** via the ArrivaBuy Procurement Portal, which can be found at the following online address: <https://www.arrivabuy.com/group/>
- Upon successful registration, Applicants will have access to the relevant **Qualification System** documentation and questionnaires.

- Applicants must complete the questionnaires in the ArrivaBuy Procurement Portal and upload the documentation detailed below, in order to demonstrate compliance with the Suitability requirements and the Financial and Technical Requirements.
 - **Copy of this Qualification Process document** printed and signed on each page by the legal representative of the economic operator concerned (or by the attorney/proxy with the necessary powers of representation provided that a copy conforming to the original of the power of attorney is attached) and presented together with a photocopy of the valid identity document of the Applicant;
 - **Appendix 1** – Code of Conduct for Business Partners of the Arriva Plc Group, printed and signed for acceptance on each page;
 - **Appendix 2** – Arriva Responsible Procurement Policy of the Arriva Plc Group printed and signed for acceptance on each page.

3. Evaluation

All sections of the online portal questionnaires will be evaluated on a pass / fail basis. Arriva reserves the right to reject an application if the Applicant fails to provide any information required in this document or if any of the conditions or circumstances specified in **Qualification Questionnaires: Part IV - Exclusion Grounds** apply to the Applicant and/or any entity on whose capacity the Applicant is relying in order to meet the selection criterion. The basis for the evaluation for each question is clearly set out in the body of the question.

4. Qualification Decision

Arriva will inform each Applicant about their qualification outcome, within 30 days of their full documentation submission, as listed in **Point 2.** above. Rejected Applicants will be informed about the reasons for their exclusion within this same period. When more than 30 days are necessary to reach a decision on qualification, Arriva will inform the Applicant about the postponement decision and set a new date by which a qualification decision will be made.

Applicants whose application for registration on the Qualification system is refused by Arriva will be informed in writing of that decision and the reasons for the decision no more than 15 days later than the date that the refusal decision is made by Arriva.

Note that as defined in **Point 2.** above, all relevant documentation must be submitted via the ArrivaBuy procurement portal: <https://www.arrivabuy.com/group/>

5. Qualification Process

Applicants which successfully pass the Qualification stage (**Qualified Suppliers**) may be invited by a **Subscribing Entity** or **Entities** to submit tenders for, or to participate in negotiations in respect of, any contracts that the relevant **Subscribing Entity** or **Entities** are proposing to award at any time during which the **Qualification System** remains in force.

The **Qualification System** will be the first stage of qualification and will either be used as the basis for selecting those **Qualified Suppliers** to be invited to tender or may be supplemented by additional qualification criteria and/or stages established by the relevant subscribing entity if more information is considered necessary to select **Qualified Suppliers** to be invited to tender for specific requirements.

Full objective evaluation by reference to specified criteria will be carried out in relation to each project or contract for which relevant **Qualified Suppliers** may be invited to tender or negotiate under this **Qualification System**.

Applicants can demonstrate compliance with Arriva's Generic and Professional Suitability; as well as compliance with Financial and Technical requirements through completion of the **online Qualification Questionnaires** for each country in scope for their Qualification submission.

A completed **Qualification Questionnaire** shall provide the following main sections:

- **Part I, II and III – Application Form, Information about the Qualification Procedure and General information about the economic operator (Applicant)** – Applicants must provide the information requested.
- **Part IV - Exclusion Grounds** - Applicants which meet one or more of the reasons for exclusion detailed in art. 57 paragraph 1 of Directive 2014/24/EC will not be enrolled in the Qualification System and will be therefore excluded from participating further in this tender process. Applicants which meet one or more of the reasons for exclusion detailed in art. 57

paragraph 2 of Directive 2014/24/EC may not be enrolled in the Qualification System and will be therefore excluded from participating further in this tender process.

➤ **Part V – Selection Criteria**

A. Suitability Requirements

Applicants which do not meet the Suitability requirements set out in the Qualification Questionnaire will not be enrolled in this Qualification System.

B. Economic and Financial Standing

Applicants which do not meet the Economic and financial standing requirements set out in the Qualification Questionnaire will be not enrolled in this Qualification System.

C. Technical and Professional ability

Applicants which do not meet the Technical and Professional Ability requirements set out in the Qualification Questionnaire will be not enrolled in this Qualification System.

D. Quality Assurance Schemes and Environmental Management Standards

Applicants which do not meet the Quality Assurance Schemes and Environmental Management Standards requirements set out in the Qualification Questionnaire will be not enrolled in this Qualification System.

Without prejudice of the details contained in **the Qualification Questionnaire**, for the purposes set out in this document, it is stated that:

- For economic operators constituted according to art.19 of Directive 2014/24/EU; art.37 of Directive 2014/25/EU and art.26 of Directive 2014/23/EU (temporary groupings, ordinary consortium and/or aggregations of companies) each party/member shall complete a separate **Qualification Questionnaire** with the relevant information from Parts I to VI of the relevant templates (insofar as they are applicable);
- Applicants who are seeking to rely on the capacity of another entity in order to meet any of the Selection Criteria in Part V of the Qualification Questionnaire are obliged to indicate the name of that other entity. Any such entity must also complete a separate **Qualification Questionnaire** with the information required in Part I to VI of the same template (insofar as they are applicable), to be submitted by the Applicant as part of its application;
- Economic operators cannot apply to this Qualification System as part of more than one Group, Consortium, or Aggregation of companies; neither can they participate individually if taking part in one of the company arrangements detailed above;

- Economic operators cannot apply to this Qualification System if any other participant in this procedure is in a control situation in which the tenders are attributable to a single decision-making center.

Arriva plc reserves the right to request specific documentation regarding the declarations issued.

In case of false declarations by an economic operator, Arriva plc shall revoke its enrolment in the Qualification System and it reserves the right to bring a claim against such operator for compensation / damages. Arriva plc reserves the right to request Applicants to provide the necessary documents and the cooperation of the competent authorities as to ascertain the possession of the requirements detailed in **Qualification Questionnaire**.

If any required documents or certificates are not issued by other Member State entities, Applicants may provide as evidence: (i) a self-certification, signed by the legal representative or proxy of the economic operator concerned, provided in compliance with the national legislation of each Member State and, where applicable, signed before a legal or competent administrative authority, a notary or a qualified professional body from its country of origin; alternatively, (ii) an equivalent document or certificate as listed in E-certis system (available at the following link: <https://ec.europa.eu/tools/ecertis/search>). Such documentation can be presented in the language of any of the countries that the Economic operators are applying for in this Qualification System.

6. Qualification System Duration

This Qualification System expires on the **31/12/2021**. Qualification System applications may be submitted at any given time until 30 days before this expiry date.

Arriva plc reserves the right to revoke the Qualification System also before the expiry date set out in the previous paragraph. Arriva plc and the Subscribing Entities shall not be liable to any Applicant or Qualified Supplier for any costs or for compensation in the event of any such revocation of this Qualification System.

7. Suspension and cancellation of registration on the Qualification System

Arriva shall provide for the periodic assessment of the qualification requirements detailed in **Qualification Questionnaire**. Arriva can cancel or suspend a Qualified Supplier when its qualification requirements are not being met at any given time in accordance with the dispositions below.

The registration of Qualified Suppliers on the Qualification System may be cancelled in the following cases:

- a) When a Qualified Supplier ceases trading;
- b) When a request for cancellation is submitted by the Qualified Supplier;
- c) If it is established that any documentation provided by the Qualified Supplier as part of its application to get on to the Qualification System or as part of any subsequent tender held under this Qualification System is false;
- d) When at any time a Qualified Supplier does not meeting the full requirements required to enroll in the Qualification System; and
- e) When a suspended Qualified Supplier does not provide complementary information to support the termination of their suspension.

When any of the above cases apply, Arriva will suspend the Qualified Supplier and notify in writing its intention to cancel their qualification, at any time after 30 days from the date of suspension. Arriva will also inform a suspended Qualified Supplier about the reasons for suspension and potential cancellation from the Qualification System.

The Qualified Supplier may then present any justification, within 30 days of the date of issue of the notice. If no justification is submitted by the Qualified Supplier or if in Arriva's discretion the justification provided is inadequate and/or unacceptable then the Qualified Supplier will be removed from the Qualification System.

A Qualified Supplier who is removed from the Qualification System for any of reasons detailed above may not participate in any invitations to tender issued as part of this Qualification System. A new application for registration on the Qualification System, by a Qualified Supplier who has previously been removed, may only be requested 12 months after its removal from the system.

Neither Arriva plc nor the Subscribing Entities shall be liable to any Applicant or Qualified Supplier for any claim for costs or compensation in respect of the suspension or removal of a Qualified Supplier from the Qualification System.

In the event of suspension, the qualification shall be reinstated when the Qualified Supplier concerned presents complementary information that addresses the cause for suspension. A suspended Qualified Supplier may not participate in the invitations to tender with the use of this system.

8. Changes to information submitted

If there is any change to the information submitted by an Applicant in response to this **Qualification System** (including throughout its duration) which results in the information submitted by the Applicant being no longer correct, then the Applicant/**Qualified Supplier** is required to immediately inform Arriva of the changes via the ArrivaBuy Procurement portal. Arriva reserves the right to reconsider the matters considered at this qualification stage and to revisit the **Qualified Supplier's** status at any time throughout the duration of the **Qualification System**.

If, following the submission of its response to this Qualification System, there is any change in the proposed composition of the Applicant or Qualified Supplier (whether in the composition of any equity participants in a Consortium or otherwise), the Applicant/Qualified Supplier shall immediately inform Arriva and seek approval in advance for such change. Arriva reserves the right to consider the updated information and to revisit the Applicant's/Qualified Supplier's qualified status.

9. Invitation to Tender and Requests for Proposal/Quotation

Any **Subscribing Entity** may decide to issue an Invitation to Tender or Request for Proposal/Quotation to the **Qualified Suppliers** registered on the **Qualification System**. The Invitation to Tender or Request for Proposal/Quotation will contain all the relevant terms and conditions for the **Qualified Suppliers** to prepare an offer.

The invitation will be forwarded to all **Qualified Suppliers** via the ArrivaBuy procurement portal. Arriva, however, reserves the right to forward the invitation also by other means and to accept their offer by the same means providing they are always in accordance with the terms and conditions of the Invitation to Tender or Request for Proposal

Any **Subscribing Entity** using this system may reserve the right at its sole discretion to cancel a tender process issued under this **Qualification System** and/or not to award a contract following a tender issued under this **Qualification System** for any reason.

10. Award of Individual Contracts

Full details on the award of individual contracts to be let using the Qualification System, including as to acceptance of a successful tender, will be published in the Invitation to Tender or Request for Proposal/Quotation issued by a Subscribing Entity at the relevant time.

Arriva or any Subscribing Entity using the Qualification System shall require each successful tenderer, within the time limits defined in the Invitation to Tender terms and conditions, to promptly provide all necessary documentation and information for the formalization of the contract.

If the successful tenderer does not formalize the contract in the prescribed period or does not provide all necessary documentation and information in the defined timings for the signature of the contract, the contract award decision may be withdrawn. In this case any provisional bonds, guarantees and/or securities will be enforced by the Subscribing Entity, subject to compensation for further damages such as the greater charges to be sustained for a new award.

11. Liability

Arriva and any other of the Subscribing Entities will not be liable for any bid costs, expenditure, work or effort incurred by a **Qualified Supplier** in applying for qualification on the **Qualification System** or in tendering for any contract to be awarded using the **Qualification System**, including if the procurement is cancelled or amended by the Subscribing Entity.

12. Governing Law and Jurisdiction

This **Qualification System** shall be governed by and construed in accordance with English law and the Parties hereby submit for all purposes in connection with this **Qualification System** to the exclusive jurisdiction of the courts of England and Wales.

Individual contract awards and related tender exercises shall be governed by and construed in accordance with the Law and regulations from the member state or country of the Subscribing Entity issuing the associated Invitation to Tender and/or Request to Proposal/Quotation.

Attachments:

- Appendix 1: Code of Conduct for Business Partners of the Arriva Group
- Appendix 2: Arriva Responsible Procurement Policy
- Appendix 3: List of the Current Subscribing Entities
- Appendix 4: ArrivaBuy Privacy Policy
- Appendix 5: Arriva Cookie Policy