

## Tender offer request

### Case LF/01/2017

LifeFlow Sp. z o.o. invites to tender for the provisioning of professional services matching the following specification.

### Contracting authority

The Contracting authority for this tender is: LifeFlow Sp. z o.o. (KRS: 0000589648, REGON: 363139231) incorporated in Warsaw, Poland.

Company address: ul. Wołoska 9, 02-583 Warszawa

### Tender publication

This tender has been published on the website of the contracting authority: [www.lifeflow.eu](http://www.lifeflow.eu) on 4 April 2017.

The subject of this tender is the provisioning of professional services in order to prepare and carry out patent application procedure for the U.S. Patent Office (USPO), the European Patent Office (EPO) and international patent procedures - according to the Patent Cooperation Treaty (PCT). The patent procedure regards ICT technology acquiring in non-invasive way the multi-dimensional clinical data and providing the information that can be used in medical diagnosis.

In accordance with the community Order Dictionary object of the contract is defined as:

- CPV code: 79120000-1: consulting services in the field of patents and copyright

### Conditions

The contract may be awarded to tenderers who:

1. Have the rights to perform a specific activity (or activities), if the law imposes the obligation to have appropriate qualifications. Evaluation of the fulfilment of the conditions detailed will be done on the basis of documents and statements supplied by the contractor.
2. Have the necessary knowledge and experience and have the potential and persons able to perform the contract, is required to have experience in the execution of contracts similar to the subject of this contract. Evaluation of the fulfilment of the conditions detailed will be done on the basis of documents and statements supplied by the contractor.
3. Whose financial situation is sound to ensure completion of this contract. Evaluation of the fulfilment of the conditions detailed will be done on the basis of documents and statements supplied by the contractor.
4. Are not subject to exclusion from the proceedings, in accordance with the provisions of applicable law. Evaluation of the fulfilment of the conditions detailed will be done on the basis of documents and statements supplied by the contractor.
5. Both Polish national and international entities are entitled to proceed with the tendering process.
6. Contractors are required to read thoroughly the information contained in the conditions of the tender as well as details of its specification. Contractors are required to prepare an offer in accordance with the requirements set out in those documents.

In order to demonstrate the fulfilment of the conditions stipulated in this tender, every tenderer should submit the following declarations and documents:

#### Basic requirements

- Offer must be submitted and presented clearly and transparently, in writing, using the provided "offer form"
- Offer must pertain the subject of the "specification", as well as every individual requirement described by the contracting authority as the "specification"

- Offer must be accompanied by all the documents required by the terms of this tender:
  - valid up to date copy of the register of entrepreneurs, or a copy of the register applicable in place of where the tenderer's entity has been established,
  - written consent of the tenderer to be represented by the person making the offer to tender on behalf of the tenderer. In the case of tenders submitted by a consortium, to the offer should be provided with "power of attorney" consent issued for the person entitled to represent all members of the consortium,
  - the tenderer's written declaration stating any personal or capital ties with the contracting authority– using the form provided below
  - the tenderer's written declaration stating its technical and potential to implement the contract according to the agreement – using the agreement template provided below
  - the tenderer's written declaration of its financial soundness - using forms provided by the contracting authority below
  - Filled in price form on a template provided by the contracting authority
- Tenderers shall determine the net price for the value of the contract, taking into account all the costs associated with the implementation of the contract, and after any discounts or rebates, etc.
- Tenderers are required to determine and calculate all, risks and factors that may have an impact on the total final value of their offers.
- the total value of an offer must expressed in Polish zloty (PLN) or in American Dollars (USD). Values in USD will be converted into PLN at the average exchange rate published by National Bank of Poland on the day of opening all offers submitted to contracting authority.
- There can be just one final total value of the offer as the contracting authority does not accept offers that include different options or variations of the offers.
- The final value of each offer must include total price including all taxes and customs - that will be paid to the winning tenderer upon successful implementation of the agreement.
- Offers must be signed by a person authorised to represent the tenderer's entity.
- Offers must be provided in enclosed envelopes and include all pages provided with page numbers.
- Offers must cover creating complete value as described in specification with one total cost.
- Offers must be valid for at least 30 days from the date of their issue by the tenderer.
- Offer should be expressed in currency and provide prices expressed as net and gross.
- Tenderers bear all costs associated with creating and submitting their offers, regardless of the outcome of the proceedings
- Tenderer can request clarification in writing using email address of the contracting authority provided as part of this tender

## Process

The procurement procedure is carried out in a form of a contest of offers submitted to the contracting authority. The contracting authority evaluates the best offer with respect to the principle of competitiveness and equal treatment of all tenderers. Contest of offers carried out in accordance with the principle of competitiveness as expressed in annex 3 to the guidelines of "eligibility of costs" for the operational programme "Smart Growth" (pol: "*Inteligentny Rozwój*") for 2014-2020", published by Polish Ministry of Growth.

- The contracting authority accepts all valid offers pertaining the specification of the tender
- The contracting authority does not accept offers for partial implementation, or which are incomplete
- The contracting authority does not accept offers for implementation carried out by multiple entities
- Each tenderer may submit one offer (with one final price). Offers presenting more than one price or specification, or offers that include alternative implementation or pricing models – will be rejected. Offers must be sealed and signed by the tenderer's representative or by a person entitled to act on behalf of tenderer, so that signature matches either:
  - a. Member of board of management or a director, as stipulated in appropriate registry, where statutory laws alone entitle the person represent the tenderer's entity;
  - b. Person acting with power or attorney, being delegated by the tenderer's management in writing to make an offer on behalf of the entity,
  - c. Person acting with power or attorney, being delegated by multiple entities in writing in order to make one offer on behalf of multiple entities acting jointly (for instance in a form of a consortium).

- In the case of acting on behalf of an entity, offers must include appropriate documents indicating that a specific person acts with full authority to make the offer. The documents must be provided in as originals, or as a copy certified to match the original.
- The tender announcement has been published on Internet([www.lifeflow.eu](http://www.lifeflow.eu)), and on the premises of the contracting authority: Wołoska 9, 02-583 Warsaw.
- Accepted offers will be compared upon notification of each tenderer.
- Contents of each offer must clearly indicate that the offer fulfils all the requirements individually. The contracting authority will assess fulfilment of each participation conditions on the basis of the provided documents and declarations.
- Contents the documents provided with each offer must allow unambiguous judgement if the offer meets each condition separately. Each offer will be assessed using the formula "meets/does not meet" in regards to every requirement.
- Documents missing from the "List of documents proving the fulfilment of the necessary conditions" might be requested by the contracting authority providing extra time to provide them along with a valid offer, otherwise offer will be disregarded.
- The contracting authority will be communicating with all tenderers exclusively in a written form, using either Polish or English language.
- Correspondence shall be deemed to be delivered within decline, if correspondence has arrived in writing or electronically to the contracting authority before the deadline date.
- Correspondence received by either tenderer or the contracting authority will be confirmed by the other party which will confirm its receipt immediately.
- In particularly justified cases the contracting authority may modify the content of the procurement procedure, given the time before the expiry of the deadline for the submission of offers to.
- Modification of the procurement procedure cannot affect the criteria for evaluating the offers, conditions for participation in the procedure and the offer rating algorithm,
- Each modification will be immediately forwarded to all tenderers by the contracting authority, along with the specification. Contracting authority will re-published the updated version on the website,
- The contracting authority will notify tenderers, who were excluded from the procurement procedure, along with written justification for each exclusion.
- During the evaluation of tenders, the contracting authority may require tenderers to provide further explanations concerning the content of the offers presented.
- The contracting authority may correct obvious transcription errors, or obvious calculation errors in the text of the offer.
- The contracting authority may determine whether the offer contains an abnormally low price in relation to the specification. In any such cases it may ask the tenderer explain the elements of the offer, in particular individual items of price form impacting the price.
- In the case of invalidating the whole procurement process, the contracting authority shall inform the individual tenderers of the cancellation, and will make appropriate announcement on its website.
- Employees of the contracting authority designated for direct contact with the tenderers:
  - Wojciech Tarnawski
  - Email: [wojciech.tarnawski@lifeflow.eu](mailto:wojciech.tarnawski@lifeflow.eu)

#### Submission of offers

1. The offer must be sent to headquarters of the contracting authority in a sealed envelope with a note: "offer".
2. Offers delivered after the deadline for submission will be returned to tenderer without opening them, after the expiry of the deadline for the tenderer to submit a protest.
3. The deadline for submission of tenders expires on: 13 April 2017, 11:00 am CET. Offers submitted after this date will not be considered (regardless of the reason for the delay) and will be returned to tenderers.
4. Offers submitted within the given deadline are understood as the offers received by the contracting authority within deadline.

#### Evaluation of offers

Opening of envelope with tenderer's offers will take place at the headquarters of the contracting authority on 13 April 2017 at 11:30am CET by a team composed of at least two representatives of the contracting authority. The team will ensure correctness of the offer evaluation procedure, and select the tenderer designated to enter the contract with the contracting authority.

Offers will be opened in a transparent procedure. Immediately before opening of the offers, the contracting authority will announce the maximum amount of funds intended to be involved in implementation of the contract. The contracting authority will assess the validity of the offers in terms of formal criteria. After the opening of offers, the contracting authority will provide the names and addresses of the economic operators and the total value of offers presented by each tenderer.

The contracting authority will evaluate each offer individually, as well as compare the offers against each other in a closed procedure.

• **Selection criteria and their value:** selection of the best offer will be guided by the following criteria and their importance:

**Criterion I: experience**

Tenderer offering knowledge and experience necessary to the implementation of the contract is a qualifying condition (WK1), where:

- in the case of meeting the condition - 1 point,
- in the event of failure to condition – 0 points.

The tenderer applying for the contract is obliged to demonstrate that during the last 5 years (or less) implemented a computer system that processes medical images.

The contracting authority will consider the condition as satisfied using statements provided by the tenderer: "Statement of Tenderer's technical capacity"

**Criterion II: financial situation and condition of the company**

Tenderer's sound financial situation and financial health of the entity – a qualifying condition (WK2), where:

- in the case of meeting the condition - 1 point,
- in the event of failure to condition – 0 points.

The tenderer applying for the contract is obliged to declare that it is in a good situation and therefore capable to implement the contract.

The contracting authority will consider the condition as satisfied using statements provided by the tenderer: "Statement of Tenderer's financial soundness"

**Criterion III: the lack of grounds for exclusion from the proceedings**

The entity declaring lack of grounds for exclusion from the procurement procedure - a qualifying condition (WK3), where:

- in the case of meeting the condition - 1 point,
- in the event of failure to condition – 0 points.

The tenderer applying for the order is obliged to declare that it does not know any grounds qualifying for exclusion from the procurement procedure.

The contracting authority will consider the condition as satisfied using statements provided by the tenderer: "Statement of the tenderer in terms of the lack of grounds for exclusion from the procedure"

**Criterion IV: the lack of capital or personal entanglement**

Entity having no personal or capital relations to with the contracting authority – a qualifying condition (WK4), where:

- in the case of meeting the condition - 1 point,
- in the event of failure to condition – 0 points.

The tenderer applying for the contract is obliged to declare that is not entangled with the contracting authority neither by capital, nor by relations of personal nature.

The contracting authority will consider the condition as satisfied using statements provided by the tenderer: "Statement of the tenderer's lack of entanglement"

**Criterion (V): price of the offer**

$C = (C_{min}/C_x) * 50$ , where:

- C - is the number of points awarded to the gross price of the offer
- $C_{min}$  - minimum gross price offered in the evaluation process,
- $C_x$  - gross price of the given offer

Price presented by the tendering including all costs related to the implementation of the subject of the contract. Assessment will be done using the supplied document: "Price Form".

### **Criterion VI: Experience and technical competencies:**

$K = (K_x / K_{max}) * 25$ , where:

- K – number of points awarded to the offer for tenderer's demonstrated experience
- $K_{max}$  - maximum number of points of experience awarded to any offer in the evaluation process,
- the  $K_x$  - number of points awarded for experience to the given offer

Assessment will be done using the supplied document: "Statement of Tenderer's technical capacity".

### **Criterion (VII): knowledge and potential of the tenderer:**

$W = (W_x / W_{max}) * 25$ , where:

- W - the number of points awarded to the offer for tenderer's demonstrated knowledge
- $W_{max}$  - maximum number of points for knowledge awarded to any offer in the evaluation process,
- $W_x$  - number of points awarded for knowledge to the given offer

Assessment will be done using the supplied document: "Statement of Tenderer's knowledge and competency".

### **Algorithm for assessing the offer**

1. Total points awarded for each offer will be calculated using the following formula:  $(WK_1 * WK_2 * WK_3 * WK_4) * (C + K + W)$ .
2. The tendering authority will select the best offer, which will yield the highest number of points calculated using the above formula. Points will be calculated down to 1/100<sup>th</sup> of a point.
3. The tendering authority may negotiate with tenderers, if it would be impossible to select the best offer using the formula provided in case two offers will yield the exact same number of total points.
4. The tendering authority may negotiate with tenderers if the best offer would exceed the budget of the tendering authority, and cancel the procurement procedure if negotiations would not yield any modification of the prices offered.

## **Entering the contract**

The agreement will be signed with the entity selected as tendering the best offer. The agreement will be signed in the premises of the contracting authority, or by exchanging copies of the contracts via post. The contracting authority shall inform the tenderer whose tender has been selected. The final form and content of the agreement will be provided to the tenderer who has been selected as the winner of the offer selection process - at least three days before signing the contract for final verification.

The tenderer whose tender has been selected signs the contract in person. Person representing the authority should provide appropriate documentation as evidence of being authorised to sign the contract on behalf of the entity.

## **Timetable of the contract**

The selected contractor will carry out the order not later than 12 months from filling the patent application to EPO and present results of their work in the following stages:

- by providing effects of the work completed in a form of document drafts – seeking individual acceptance of each document by the contracting authority.
- by submitting the relevant patent application in a form of confirmations and patent awards – seeking individual acceptance of each document by the contracting authority.

## **The term binding offer**

The winning contractor must enter the contract within 30 days after selection. The date will be determined by the deadline of submitting the tendering offers.

## **Terms of payment**

The contracting authority will pay to the contractor directly upon presenting acceptance protocols and upon presenting invoices matching the acceptance protocols.

- Payment term – up to thirty days since the invoicing
- Payment method: bank transfer

## Attachments

Offer form

### OFFER FORM

Name and address of the tenderer:

\_\_\_\_\_

**Contracting Authority:**

LifeFlow Sp. z o.o.  
 ul. Wołoska 9  
 02-583 Warsaw, Poland  
 VAT number: 5213714387

„\_\_\_\_\_” price:

net: \_\_\_\_\_, textual: \_\_\_\_\_

VAT rate: \_\_\_\_%.equalling \_\_\_\_\_, textual: \_\_\_\_\_

gross: \_\_\_\_\_, textual: \_\_\_\_\_

in accordance with the price form - Appendix 2

1. We declare that we have read the specifications of the tender and raise no concerns upon completing all information necessary for the preparation of this offer. We declare this offer remains valid for until date: \_\_\_\_\_.

2. We declare that we have read a description of the tender and we're committed to enter the contract in case of the offer being selected as the best one matching request of the tendering authority given the terms and condition laid out in the procurement procedure.

3. The annexes to this offer are:

a/ \_\_\_\_\_,

b/ \_\_\_\_\_,

\_\_\_\_\_.

Date time, city:	
Name or seal of the company:	
Name of person's authorised to sign the offer on behalf of the company	
First and last name:	Signature:
1.	

Price Form

**PRICE FORM**

**Name and address of the tenderer:**

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**Contracting Authority:**  
LifeFlow Sp. z o.o.  
ul. Wołoska 9  
02-583 Warsaw, Poland  
VAT number: 5213714387

#	Name of the service	Quantity	Unit price	Gross price
1.				
2.				
3.				
4.				
5.				

Date time, city:		
Name or seal of the company:		
Name of person's authorised to sign the offer on behalf of the company		
First and last name:		Signature:
1.		

Statement of Tenderer's knowledge and competency

**TENDERER'S STATEMENT**

**Name and address of the tenderer:**

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**Contracting Authority:**  
LifeFlow SP. z o.o.  
ul. Wołoska 9  
02-583 Warsaw, Poland  
VAT number: 5213714387

We declare that:

Employees participating in the implementation of the \_\_\_\_\_ represent following competencies:

Mr./Ms. \_\_\_\_\_ - project manager, powers and qualifications:

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Mr./Ms. \_\_\_\_\_ - \_\_\_\_\_, competencies and qualifications:

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Date time, city:		
Name or seal of the company:		
Name of person's authorised to sign the offer on behalf of the company		
First and last name:		Signature:
1.		

Statement of Tenderer's technical capacity

**TENDERER'S STATEMENT**

**Name and address of the tenderer:**

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**Contracting Authority:**  
 LifeFlow Sp. z o.o.  
 ul. Wołoska 9  
 02-583 Warsaw, Poland  
 VAT number: 5213714387

We declare that:

We represent the experience in analogous projects, specifically expressed by:

- experience by acting providing patent services in foreign markets leading to the application at least 3 inventions in the PCT procedure, or in the European patent procedure within 3 years before the date of submission of this offer;
- has performed services as patent attorney in at least 5 of the following countries: Austria, Bulgaria, Czech Republic, France, Spain, Netherlands, Germany, Romania, Slovakia, Switzerland, Italy, Belgium, Denmark, Estonia, Greece, Canada, Lithuania, Luxembourg, Latvia, Portugal, the United States, Turkey, Ukraine, United Kingdom, U.A.E. during the 3 years before the date of submission of this offer.

#	Name and/or description of completed services, including the expected impact of the technical capacity on implementation of the contract.	Date of completion
1.		

Date time, city:	
Name or seal of the company:	
Name of person's authorised to sign the offer on behalf of the company	
First and last name:	Signature:
1.	

Statement of Tenderer's financial soundness

**TENDERER'S STATEMENT**

**Name and address of the tenderer:**

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**Contracting Authority:**  
LifeFlow Sp. z o.o.  
ul. Wołoska 9  
02-583 Warsaw, Poland  
VAT number: 5213714387

We declare that:

1. We/I have financial liquidity and we're in good and stable financial situation enabling execution of contract: "\_\_\_\_\_".
2. We're not overdue with payment of taxes and social security contributions.

Date time, city:	
Name or seal of the company:	
Name of person's authorised to sign the offer on behalf of the company	
First and last name:	Signature:
1.	

Statement of Tenderer's compliance with the procurement requirements

**TENDERER'S STATEMENT**

**Name and address of the tenderer:**

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**Contracting Authority:**

LifeFlow Sp. z o.o.  
ul. Wołoska 9  
02-583 Warsaw, Poland  
VAT number: 5213714387

We declare that:

1. We're not excluded from the procurement procedure on the basis of the article. 24 paragraph. 1.12-23 and article. 24 paragraph. 5 of the Polish public procurement law.
2. All the information in the above statements are current and accurate.

Date time, city:	
Name or seal of the company:	
Name of person's authorised to sign the offer on behalf of the company	
First and last name:	Signature:
1.	

Statement of Tenderer's lack of entanglement

### **TENDERER'S STATEMENT**

**Name and address of the tenderer:**

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**Contracting Authority:**  
LifeFlow Sp. z o.o.  
ul. Wołoska 9  
02-583 Warsaw, Poland  
VAT number: 5213714387

We declare that:

We're not associated with the contracting authority neither by personal or capital ties, including persons being authorized to enter into commitments on behalf of the tenderer or persons acting on behalf of the contracting authority, or persons involved in selection process of the winning tenderer in this procurement process, in particular persons: participating in any of the companies as a partner of a partnership or a partnership, (b). persons possessing at least 5% of the shares of either contractor or contracting authority, exercising powers of supervisory authority or management, proxy, agent of either contractor or contracting authority, d. persons remaining in such a legal or actual relationship with the contracting authority could raise a reasonable doubt in regards to the impartiality in the selection of contractors – being married, members of family in direct line, or affinity in the side line to the second degree or in relationship of adoption, custody or guardianship.

## **Final provisions**

Tenderers shall bear all their own costs associated with preparing and submitting an offer, regardless of the outcome of the proceedings. The tendering authority shall in no case be responsible for the costs incurred by the tenderer or contractor in preparing and submitting a tender. Tenderers shall undertake not to raise any claim in this respect against the contracting authority.

Information constituting trade secrets should be passed between tenderers and the contracting authority in a way that would easily allow either side to identify information as such. The lack of the relevant reservation will be treated as identical with the inclusion of all submitted documents and data to the documentation of the procurement process and open for potential disclosure.

Each tenderer may make changes or withdraw their offer before the expiry of the deadline for submission of tenders. Application of a changed offer must be marked as: "change" or "withdrawal" and all documents must undergo the full application process as described by the procurement procedure.

## **Specification**

### **Introduction**

The objective of the contracting authority is to obtain patent protection on selected foreign markets for invention owned by the contracting authority.

The Contractor is obliged to enter the non-disclosure agreement with the contracting authority – using the confidentiality agreement provided by the contracting authority.

The Contractor is obliged to enter a contract in order to carry out work described in this procurement procedure – using the agreement template provided by the contracting authority.

The Contractor will use the analysis of the international patent search report and the written opinion research, as well as the search report regarding the "evacuation tunnel" prepared by the contracting authority – in order to apply for the patents drafted out by this specification.

### **Documentation**

The Contractor is obliged to prepare complete patent application for one invention, in order to be submitted to the international institutions, U.S. Patent Office (US Patent Office, USPO), the European Patent Office (European Patent Office, the EPO) and international patent procedures according to the Patent Cooperation Treaty (PCT).

The Contractor is obliged to prepare a patent application for the invention on behalf of contracting authority for the information system and accompanying technologies of a patent pending medical system, development of comments and written opinions regarding patenting potential to be submitted to relevant institutions.

### **Representation**

The Contractor is obliged to represent the contracting authority in front of the EPO, USPO, and in PCT authorities in all relevant patent proceedings.

- Applying with the invention for a patent to the USPO – to the U.S. Patent Office
- Applying with the invention for a patent to the EPO – to the European Patent Office
- Applying with the invention for a patent within the framework of the international procedure PCT to the International Bureau of the world intellectual property organisation WIPO (IB of WIPO)

### **Other duties**

The Contractor is obliged to implement all the steps in national and international patent offices, including making payments of the required charges.

### **Timetable**

The deadline for the implementation of the contract is 12 months from filling the patent application to EPO – this covers all the individual stages and steps that make up the whole subject of the contract:

1. Development and filing of a complete patent notification for the European Patent Office (EPO) regarding the invention and development of a complete patent documentation for the invention to 30.06.2017.
2. Filing and reporting of patent application in the US Patent Office (USPO).
3. Filing and reporting of PCT application.
4. Other duties of patent attorney-within the time limits required by individual above proceedings.