**Appendix II**

**TENDER FILE / TERMS OF REFERENCE**

**(Competitive bidding procedure / One-off contract)**

**Purchase of call center license (16 months)**

***Contract N°* BH9185-2024-006**

The Council of Europe is currently implementing and until 31 May 2026 will implement a Project on ***Strengthening Human Rights Safeguards for the Displaced Population in Armenia*** funded by the Council of Europe Action Plan for Armenia 2023-2026. In that context, it is looking for Provider(s) for the provision of 16 months call center software license for the Migration and Citizenship Service of the Republic of Armenia (the deliverables are described in greater detail in the Business and Technical Requirements).

1. TENDER RULES

This tender procedure is a competitive bidding procedure. **In accordance with Rule 1395 of the Secretary General of the Council of Europe on the procurement procedures of the Council of Europe[[1]](#footnote-1), the Organisation shall invite to tender at least three potential providers for any purchase between €2,000 (or €6,000 for intellectual services) and €55,000 tax exclusive.**

This specific tender procedure aims at concluding a **one-off contract** for the provision of deliverables described in the Business and Technical Requirements. A tender is considered valid for 180 calendar days as from the closing date for submission. The selection of tenderers will be made in the light of the criteria indicated below. All tenderers will be informed in writing of the outcome of the procedure.

The tenderer must be a legal person or consortia of legal and/or natural persons.

Tenders shall be submitted **by email only** (with attachments) **to the email address indicated in the table below, with the following reference in subject:** **BH9185-2024-006– Call center software license.** Tenders addressed to another email address **will be rejected.**

The general information and contact details for this procedure are indicated on this page. You are invited to use the CoE Contact details indicated below for any question you may have. **All questions shall be submitted at least 5 (five) working days before the deadline for submission of the tenders and shall be exclusively addressed to the email address indicated below with the following reference in subject: Questions - BH9185-2024-006– Call center software license.**

|  |  |
| --- | --- |
| **Type of contract ►** | One-off contract |
| **Duration ►** | Until complete execution of the obligations of the parties (See Article 2 of the Contract) |
| **Deadline for submission of tenders/offers ►** | 09 August 2024 23:59 Yerevan time |
| **Email for submission of tenders/offers ►** | [tender.armenia-BH9185@coe.int](file:///C:\Users\bykova\AppData\Local\Microsoft\Windows\INetCache\Content.Outlook\IUCJVWS8\tender.armenia-BH9185@coe.int) |
| **Email for questions ►** | [tender.armenia-BH9185@coe.int](file:///C:\Users\bykova\AppData\Local\Microsoft\Windows\INetCache\Content.Outlook\IUCJVWS8\tender.armenia-BH9185@coe.int) |
| **Expected starting date of execution ►** | 01 September 2024 |

1. EXPECTED DELIVERABLES

The expected deliverables are described in **the Business and Technical Requirements** (See document attached).

1. FEES

All tenderers are invited to submit a **quote** (**proforma invoice**), on their letterhead, indicating their fees.

Tenderers **subject to VAT** shall also indicate:

* the Service Provider’s name and address;
* its VAT number;
* the full list of services;
* the fee per type of deliverables (in **Euros**, tax exclusive);
* the total amount per type of deliverables (in **Euros**, tax exclusive);
* the total amount (in **Euros**), tax exclusive, the applicable VAT rate, the amount of VAT and the amount VAT inclusive.

Should the Provider be willing to further break down its financial offer, it is invited to do so on a separate sheet, attached to the other supporting documents.

The bidder understands and agrees that the fees proposed shall include the license, any activation or installation if required, updates or new versions of the software, the related technical documentation in Armenian and training on the use of the Call Center software.

1. CONTRACTUAL REQUIREMENTS

Bidders will find attached a copy of the **contract** to be concluded between the Council, the selected Provider and the Migration and Citizenship Service of the Republic of Armenia.

Bidders are invited to read these conditions, and to specify in their offer any of these clauses which they are unable to accept, together with a justification for this, and a proposal of alternative clause(s). Bidders may also, if relevant, provide a copy of their own software license agreement to be considered for inclusion in the contract.

The Bidders’ attention is drawn to the fact that the capacity to meet the contractual requirements is one of the award criteria to be taken into account when the Council assesses tenderers’ offers. The Council reserves the right to hold negotiations with the bidders on any possible changes of, or addition to, the legal conditions in accordance with Article 20 of Rule 1395.

Bidders must also note that any contract signed following this consultation will have to contain the following clauses: Article 6 (Disclosure of the terms of the contract), Article 7 (Use of the Council of Europe’s name) and Article 19 (Disputes). Moreover, the Council reserves the right to ask for the contract proposed by the selected Provider to be amended in order to protect the Council’s interests, to meet the requirements of its status as an international organisation, and to keep a fair balance between the parties.

1. ASSESSMENT

*Exclusion criteria and absence of conflict of interests*

(by signing the contract and the **Declaration of Agreement**, you declare on your honour not being in any of the below situations).[[2]](#footnote-2)

Tenderers shall be excluded from participating in the tender procedure if they:

* have been sentenced by final judgment on one or more of the following charges: participation in a criminal organisation, corruption, fraud, money laundering, terrorist financing, terrorist offences or offences linked to terrorist activities, child labour or trafficking in human beings;
* are in a situation of bankruptcy, liquidation, termination of activity, insolvency or arrangement with creditors or any like situation arising from a procedure of the same kind, or are subject to a procedure of the same kind;
* have received a judgment with res judicata force, finding an offence that affects their professional integrity or serious professional misconduct;
* do not comply with their obligations as regards payment of social security contributions, taxes and dues, according to the statutory provisions of their country of incorporation, establishment or residence;
* are an entity created to circumvent tax, social or other legal obligations (empty shell company), have ever created or are in the process of creation of such an entity;
* have been involved in mismanagement of the Council of Europe funds or public funds;
* are or appear to be in a situation of conflict of interest;
* are retired Council of Europe staff members or are staff members having benefitted from an early departure scheme;
* are currently employed by the Council of Europe or were employed by the Council of Europe on the date of the launch of the procurement procedure;
* are or if their owner(s) or executive officer(s), in the case of legal persons, are included in the lists of persons or entities subject to restrictive measures applied by the European Union (available at [www.sanctionsmap.eu](http://www.sanctionsmap.eu)).

*Eligibility criteria*

* At least 3 years of operation in Call Center software integration and support services.
* At least one record of integrating and supporting the proposed software for Armenian Governmental Institution within the last 3 years.
* Bidder’s professional staff physical presence in Armenia to ensure uninterrupted on-premises troubleshooting and support services.

*Award criteria*

* **Quality of the offer (60 points),** including
  + team composition (15 points),
  + quality of the services provided by the Tenderer, as evidenced by detailed description of the suggested call center solution in accordance with the technical parameters defined in the Annex I Business and Technical Requirements (20 points);
  + capacity to meet the contractual requirements of the call for tenders and, if relevant, the proposed legal conditions (10 points)
  + International certification in quality management and information security (15 points).
* **Financial offer (40 points).**

Multiple tendering is not authorised.

1. NEGOTIATIONS

The Council reserves the right to hold negotiations with the bidders in accordance with Article 20 of Rule 1395.

1. DOCUMENTS TO BE PROVIDED

Tenderers are invited to submit:

* A **completed** and **signed** copy of the **Declaration of Agreement (see document attached);**
* A quote, describing their financial offer, in line with the requirements of section C of the Tender File (see above);
* Registration documents for legal persons;
* A list of all owners and executive officers, for legal persons only;
* A description of the tenderer’s offer corresponding to award criteria and in line with the requirements of the Annex I. Business and Technical Requirements;
* Description of the call centre solution;
* Detailed CV of the person(s) who will be assigned;
* Minimum two references (only name, position, phone numbers and emails);
* Evidence of the previous record of providing similar services to the Armenian Government institutions. This might include the reference letter from the mentioned institution, copy of the contract, project documentation, act of acceptance, etc.
* if relevant, a copy of software license agreement to be considered for inclusion in the contract in line with Section D.

**All documents shall be submitted in English, failure to do so will result in the exclusion of the tender.**

**If any of the documents listed above are missing,** **the Council of Europe reserves the right to reject the tender.**

**The Council reserves the right to reject a tender if the scanned documents are of such a quality that the documents cannot be read once printed.**

**\* \* \***

1. The activities of the Council of Europe are governed by its [Statute](https://rm.coe.int/CoERMPublicCommonSearchServices/DisplayDCTMContent?documentId=0900001680306052) and its internal Regulations. Procurement is governed by the Financial Regulations of the Organisation and by [Rule 1395 of 20 June 2019 on the procurement procedures of the Council of Europe](https://search.coe.int/intranet/Pages/result_details.aspx?ObjectId=090000168094853e). [↑](#footnote-ref-1)
2. The Council of Europe reserves the right to ask tenderers, at a later stage, to supply the following supporting documents:

   An extract from the record of convictions or failing that an equivalent document issued by the competent judicial or administrative authority of the country of incorporation, indicating that the first three and sixth above listed exclusion criteria are met;

   A certificate issued by the competent authority of the country of incorporation indicating that the fourth criterion is met;

   For legal persons, an extract from the companies register or other official document proving ownership and control of the Tenderer;

   For natural persons (including owners and executive officers of legal persons), a scanned copy of a valid photographic proof of identity (e.g. passport). [↑](#footnote-ref-2)