



HELLENIC REPUBLIC ASSET
DEVELOPMENT FUND

**INVITATION FOR EXPRESSIONS OF INTEREST
TO ACT AS TECHNICAL ADVISOR TO THE HELLENIC REPUBLIC ASSET DEVELOPMENT FUND
FOR THE CONCESSIONS OF THE RIGHT TO OPERATE AND MAINTAIN CLUSTERS A AND B OF THE
REGIONAL AIRPORTS OF THE HELLENIC REPUBLIC**

15 October, 2015

Pursuant to:

- I. the provisions of Law 3985/2011 “Medium Term Fiscal Strategy 2012-2015” (Government Gazette A’151/2011), which approved the Medium Term Fiscal Strategy 2012-2015 and the “Privatizations Program 2011-2015” (Chapter B’, Part II “Privatizations”), as updated by virtue of Law 4046/2012 (Government Gazette 28/A/14.02.2012) and Law 4093/2012 (Government Gazette 222 A/12.11.2012),
- II. the provisions of Law 4336/2015, paragraph C, point 4.4 Privatizations (Government Gazette A’94 14.08.2015),
- III. Decision No. 195/27-10-2011 (Government Gazette 2501/B/4.11.2011) of the Inter-ministerial Committee for Asset Restructuring and Privatisations which transferred to the Fund, the right provided under paragraph 8(c) of article 22 of Law 3913/2011 to grant concession of the rights of use, administration, development, expansion, maintenance and exploitation of 37 regional airports in Greece, including the rights of administration, management and exploitation of the movable and fixed assets that are relevant to the operation of the airports, as well as of the land for commercial or other use that lies within the boundaries of or close to the airports, under the terms specified in the above mentioned legislative provision,
- IV. the Invitation to submit an Expression of Interest for the provision of services in relation to the operation and maintenance of the regional airports of the Hellenic Republic for Clusters A and B as of 1 April 2013, which initiated the current tender process,
- V. the HRADF BoD decision of 25 November 2014 which declared the Fraport AG – Slentel Ltd consortium the preferred bidder for the right to operate and maintain Clusters A and B of the regional airports of the Hellenic Republic,

The HRADF is seeking to employ a highly experienced technical advisor (“Advisor”) to assist in the execution and implementation of the Concession Agreements.

1. Scope of Work

The assignment will include the support of the tender process after the award of the tender and up to and including the financial closing of the transaction. This may include, inter alia:

- Monitoring and assistance in the certification procedure of the regional airports, performed by the HCAA. Report progress and any issues relevant to the certification procedure.
- Monitoring of the pending public works performed currently by the State and/or the HCAA at the relevant regional airports, as well as the maintenance works for the terminals and the airfield, performed by the HCAA. Reporting progress.
- Monitoring and assistance in the procedures for the delivery of the 14 regional airports by the HCAA to the Concessionaires and the fulfillment of any conditions thereof.

- Advising HRADF in all negotiation procedures with the Concessionaires up to the Concession Commencement Date (CCD), assessment -from a technical point of view– of any proposed financial terms and conditions of the transaction documentation and assistance to the HRADF's other advisors in drafting the relevant parts of such documentation.
- Assistance in the drafting and review of the Design and Construction Contract, the Independent Engineer Agreement and any other contract that might be applicable in the delivery of the 14 regional airports to the Concessionaires.
- Evaluation from a technical point of view, in cooperation with the HRADF's other advisors, of any proposal/request made by the Concessionaires and submission of recommendations to the HRADF, as may be required.
- Assistance in the submission of documentation to the European Commission and/ or other supervising authorities, as may be required.
- Provision of other ad-hoc support regarding technical issues as may be required.

To achieve the above, the Technical Advisor will allocate to HRADF a team of technical consultants, which will have the qualifications of the present invitation. The technical team will be available for full time work on the assignment, for the whole twelve-month term of the Agreement and it will offer its services either at Technical Consultant's headquarters or at HRADF's or at HCAA's premises according to project needs.

1.1 Duration: The Duration of the engagement shall be twelve (12) calendar months with HRADF reserving the right to extend such engagement for an additional six (6) equal amount of time **or** until the date of the concession commencement (whichever event occurs first).

1.2 Maximum Budget: The maximum available budget (for fees and expenses) for the assignment is €145,000 (plus VAT on the fees, if applicable). Expenses will have to comply with the Fund's Expense Policy.

2. Necessary Qualifications

Interested parties should be able to demonstrate their standing and professional experience in relation to this assignment. Interested parties are kindly requested to submit an offer in writing, which should include the following:

2.1 Track Record & Experience:

- (a) Proof of relevant experience in the provision of expert technical advisory services for concession agreements in large infrastructure projects and public private partnerships,
- (b) Proof of relevant experience in the inspection of technical conditions of large building projects and airport projects in particular (for example, inspection of air terminals, airfields, etc.).
- (c) Experience in the Greek market will be highly appreciated.

The dossier of the Expression of Interest should include obligatorily a catalogue of all relevant projects in which the interested party has participated in the last 10 years (**DOSSIER A'**).

2.2 Project Team: Proposed team composition (and its proposed structure) including relevant experience of the leader and senior members of the team. Expressions of Interest should include CVs of all members of the engagement team. Moreover, a list of all relevant projects proving experience of those individual members should be submitted and included in the Expression of Interest (**DOSSIER B'**).

2.3 Methodological Approach: Interested parties should submit a brief description of the proposed approach to the assignment, identification of critical issues, ways to be tackled (**DOSSIER C'**).

2.4 Budget: The Expression of Interest should also include a detailed fee level and structure as well as an estimate on expenses, with a maximum cap for the duration of the present engagement.

2.5 Interested parties and the members of the proposed teams must declare in writing that they do not have a conflict of interest. Such declaration as to conflict of interest will be in effect throughout the term of the Advisor's engagement with HRADF.

All criteria described under 2.1, 2.2, 2.3, 2.4 and 2.5 should be fulfilled.

2.6 The Advisor will be obliged to abide by the rules provided for in art. 7 of Law 3049/2002 and specially their professional code of conduct and relevant confidentiality rules even after the conclusion of their engagement.

3 Selection Process

3.1 The assignment will be awarded in accordance with the provisions of Law 3986/2011 and HRADF's Procurement Regulation (articles 2, par.2.3 and 2.6) (Government Gazette B 476/2014) as in force. The engagement to be signed can be extended or amended in order to include complementary services that will be needed because of unforeseen circumstances and which, from a technical and financial perspective, cannot be separated from the original engagement without causing a major issue or because they are absolutely necessary for the completion of the project in accordance with art. 2, par. 2.5 (a) and (d) of HRADF's Procurement Regulation. The assessment shall take into consideration the above mentioned in 3.1 and 3.2 qualifications and requirements, the fee proposal, as well as the criteria mentioned in paragraph 5 of article 7 of Law 3049/2002. HRADF may require any clarification, addition or adjustment of the submitted Expressions of Interest as deemed necessary. Following the assessment process, up to three (3) candidates may be invited to present their proposals to HRADF. Should the number of candidates that fulfill the abovementioned minimum selection criteria be less than three (3), HRADF may - at its sole discretion - continue the procedure by calling on the candidate(s) that fulfill such criteria.

3.2 A candidate that does not comply with the criteria set hereof will not be allowed to participate in the process and thus will be disqualified.

3.3 HRADF reserves, at the fullest extent possible and at its exclusive discretion, the right to cancel, suspend, amend or postpone until a later time this procedure, without any prior notice, as well as to terminate any negotiations or discussions at any stage of the process, without incurring any liability whatsoever as against any participant and/or any third party.

3.4 No responsibility or liability is or will be accepted by either the HRADF or its advisors, or any agents, employees, officers in respect of any error or misstatement in or omission from this document. No person acquires any right or claim for compensation or other from this Invitation or from their participation in the procedure described herein, against the HRADF or its advisors for any reason or cause.

3.5 Interested parties should submit their offer consisting of DOSSIERS A', B' and C' and any other documentation that prove the firm's and the team's experience and expertise together with all requested documents as above via e-mail at the e-mail: info@hraf.gr, marked "**REGIONAL AIRPORTS: INVITATION FOR EXPRESSION OF INTEREST FOR TECHNICAL ADVISOR**". Additionally, a hard copy of such offer may also, at the discretion of the interested parties, be submitted, in a sealed envelope, at the offices of **HRADF, Kolokotroni & Stadiou str., 7th floor, Athens 10562, Greece**. If there is any inconsistency between the hard copy and the submission via e-mail, the e-mail submission shall prevail.

3.6 The Expressions of Interest containing the offers must be submitted **no later than October 23, 2015, 17:00, Athens time**, irrespectively of the way of submission.