



# **Regulation for the Award of Works, Supplies & Services Contracts**

**SEPTEMBER 2024**

(Version 1.0)

## **1. Purpose**

---

This Regulation is drafted in order for IPA S.A. to be able to operate effectively, while respecting all principles and rules of transparency, proportionality, non-discrimination and equal treatment.

The main objectives of the Regulation are as follows:

- ensure that the works, works, services and materials/goods procured by the Company meet corporate needs and requirements in terms of quality, safety and performance
- achieve optimal use of IPA resources optimise added value for the company in terms of cost, quality and delivery times
- ensure transparency and efficiency of the process

## **2. Framework**

---

This Regulation covers all categories of assignment of works, services and goods by the Company for all organizational units of the Company.

More specifically, this Regulation applies to:

- Execution of construction and other works (including maintenance, repair and rehabilitation works), preparation of mechanical/technical studies and provision of other services related to port infrastructure, buildings and facilities.
- Supply of equipment, machinery and related spare parts for the production facilities of the port
- Execution of maintenance and repairs, studies and services related to infrastructure, superstructures, installations, buildings and structures.
- Generally, supply of all kinds of equipment, machinery, spare parts, materials and consumables for the operation of all company facilities
- Installation, maintenance and repair services, as well as operational support services for equipment, machinery and installations.
- Supply of IT equipment, machinery, services, spare parts and, in general, software, hardware and equipment of IT Department, as well as telecommunications infrastructure (software, hardware, equipment and related services)
- Consultancy, auditing and general professional services
- Staff related services
- Maintenance, cleaning and safety & security of facilities
- General materials and consumables

It is noted that this Regulation does not cover the following cases:

- Works, services and goods of emergency caused by extraordinary events with direct influence on the proper operation and proper provision of port services to port users or the security of the Company,
- categories that have been classified as expenses (i.e. purchases of very low value - less than € 3,000),
- Payments to the Greek State, tax or other public authorities.
- Financial services in connection with the issue, sale, purchase or transfer of securities or other financial instruments.
- Financial arrangements (e.g. loan payments, issuance of guarantees, etc.).
- Provision of legal services and services falling under categories of experts.
- Purchases of goods or services related to corresponding purchases of goods or services to the Parent Company of IPA SA or other Group companies (e.g. services of Chartered Auditors or specialized consultants).
- Obtaining insurance services (Property, Company Liability, Civil Liability of Management Executives, etc.) taking into account the specialized insurance facilities of the Port. The selection of the contractor may be made through an evaluation process proposed by an insurance broker.
- Any transaction on Real Estate e.g. purchase, sale, lease, etc.
- Participation in exhibitions, seminars and conferences, subscriptions to professional organizations, purchase of newspapers, magazines and books, other subscriptions and registrations.
- Participation in print or electronic media, promotion, advertising and hospitality costs.
- Travel expenses, as provided for in the travel policy of IPA.
- Donations and sponsorships.

The above cases may be directly approved by the competent approval body (depending on the approval thresholds in the Annex).

Also, this Regulation does not cover any other cases for which the Restricted Committee of IPA SA decides directly.

The above exceptions do not deprive the company of the right to apply freely in these cases the provisions of this Regulation, if possible and conditions allow it.

### **3. General principles**

The general principles governing this Regulation are:

- The company treats all prospective suppliers equally, without discrimination, and operates transparently, respecting the principles of proportionality, mutual recognition, protection of individual rights, free competition, environmental

protection and sustainable development.

- Procurement procedures shall be designed to enhance competition by promoting the application of the principles and provisions of this Regulation and the general principles of law.
- The company takes all necessary measures to ensure the efficiency of procurement procedures and the proper management of all resources available for this purpose.
- The company shall ensure that this Regulation sets out reasonable and market-based terms and criteria to distinguish between different auction and selection processes.
- The company ensures that all contractors comply with existing obligations in the field of environment, safety, social and labour law falling under EU law, national legislation, collective agreements or international provisions of environmental, social, labour and tax legislation (as applicable). This requirement shall be specified in the tender documents and shall constitute a specific condition for the implementation of the contract. Any breach of the above by the contractor may constitute grave professional misconduct on the part of the prospective supplier, which may exclude him from a subsequent procurement procedure.
- This Regulation is governed by the Concession Agreement between the Greek State and IPA S.A. and its ratification law (Law 5048/2023).
- The company ensures that all bidders receive the same information at the same time. The conditions, clauses, technical specifications, contract selection and award criteria and contract award documents contained in the tender documents must be appropriate and for the intended purpose.
- The company shall not disclose information communicated to it by prospective suppliers if it is classified as confidential, including, *inter alia*, limited information of a commercial or technical nature and any confidential characteristics of their tenders, in particular if such confidentiality is guaranteed by law or regulation.
- The company shall take all appropriate measures to be able to effectively prevent, identify and remedy any conflicts of interest arising in the conduct of procurement procedures, including designing and drawing up the procedure and drafting the procurement documents, so as not to affect competition and to treat all prospective suppliers equally.
- The company may exceptionally deviate from the above rules provided that this is done in the interest of the company and the principle of transparency is not violated. In such case, the company must substantiate its decision to deviate from the above rules.

#### **4. Roles and responsibilities**

The CEO of IPA S.A. is responsible for ensuring compliance with the provisions of this Regulation at corporate level.

The Procurement Department of IPA S.A. is responsible for the overall implementation of this Regulation and for the continuous monitoring of its performance and effectiveness.

The Evaluation Committee is responsible for the application of the technical evaluation criteria and for carrying out the evaluation as a whole.

The employees of IPA S.A. involved in the works, services and materials of the supplies are responsible for compliance with the provisions of this Regulation.

The Evaluation Committee is determined for each competition (cases of open and restricted procedure) and consists of at least three members, including, but not limited to:

- Employee of the Procurement Department of IPA S.A.
- Employee of the department requesting the supply of works, services and materials.
- any executive of IPA S.A., at the discretion of the competent approval body.

Depending on the requirements of the competition, the Evaluation Committee may include additional members, such as:

- the Lawyers of the Legal Department of IPA S.A., in case of complex legal or regulatory requirements,
- the Managing Director of IPA S.A., in cases of works, services and materials of great value or strategic importance for the operation of the port

The company may employ external consultants in case it does not have the necessary know-how and/or needs the objective opinion of a third party. Such external consultants should have experience in the specific issues on which they are consulting.

## **5. Purchase procedures**

---

During the purchase / supply process, the following procedures are followed:

### **5.1 Open procedure**

In an open procedure, any interested candidate supplier may submit a tender.

A Call for Tenders/Proposals is issued and is appropriately communicated to reach all interested parties.

The minimum requirements for participation, technical specifications, evaluation criteria and related weighting factors shall be laid down.

The minimum time limit for the submission of tenders is set at ten (10) calendar days from the date of issue and due notification of the relevant notice. In exceptional cases, the company's Management has the right to proceed with a rapid Call for Tenders/Proposals, such as if public safety and public health issues are at stake, or if the current situation causes significant losses for the company (e.g. port equipment is out of service).

## **5.2 Restricted procedure**

In the restricted procedure, tenders may only be submitted by prospective suppliers who are qualified in accordance with the qualitative selection criteria and have received an invitation from the company for this purpose.

The company may limit in advance the number of suitable candidates to be invited on the basis of objective criteria, but will have to substantiate the reason (e.g. only a few companies meet the specific requirements based on their qualifications).

The number of competent candidates must always take into account the need to safeguard competition. In any case, the company must submit an invitation to tender to at least three (3) prospective suppliers.

The minimum time limit for the submission of tenders is seven (7) calendar days from the date of dispatch of the invitation. In exceptional cases, the company's Management has the right to proceed with a rapid Call for Tenders/Proposals, such as if public safety and public health issues are at stake, or if the current situation causes significant losses for the company (e.g. important equipment items are out of service).

## **5.3 Direct award**

The company may use the direct award procedure and select, after market research, the economic operator to which it will send an invitation in order to negotiate with the company on the award of a specific contract.

This procedure is chosen only under special circumstances (e.g. due to specialized know-how and professional experience, for reasons of urgency arising from events that the company could not have foreseen, etc.)

Direct award is also chosen in cases of oligopoly or monopoly that inevitably result in a unique supplier.

In any case, the amount of each direct award may not exceed the limit of € 50,000.

## **6. Issuance of Call for Tenders / Proposals**

The Procurement Department prepares the necessary documents for the Call for Tenders/Proposals after consultation with the head of the Department for which the procurement is intended. The terms of the Invitation to Tender/Proposals must be clear and complete in order to allow the submission of possible and comparable tenders.

The responsible employees of the Procurement Department and the Department for which the goods/services are intended are responsible for preparing the Call for Tenders/Proposals and must co-sign it. The Call for Tenders/Proposals is drafted in Greek and/or English. In case of discrepancy between the Greek and English versions, the Greek version prevails.

The Call for Tenders/Proposals must include at least the following:

- detailed description / technical specifications of works, services and materials
- desired submission / start date
- Estimated duration of use
- Ancillary services required (e.g. guarantees, technical support, training)
- Deadline for submission of tenders
- Desired conditions regarding payment and collection (optional)
- Other terms and conditions relevant to the Company
- any other element necessary for the supplier to be able to offer the required services.

The Call for Tenders/Proposals must have received the approval of the Director of the requested Division and the Director of the Financial, Administrative & Procurement Division before being submitted to the Managing Director for final approval.

After receiving the above approvals, the Procurement Department sends the Invitation for Tenders/Proposals to the selected suppliers, while it must also offer any clarifications that might be requested.

The company has the right to request from those who submit an offer, as the case may be, a participation guarantee, the amount of which will be indicated in the Invitation to Tender/Proposals.

In the case of limited procedures, the same Invitation to Tender/Proposals is available to the selected candidates, at the same time and by electronic means. In the case of open procedures, the company publishes the Call for Tenders/Proposals on its website, and in any other way, as appropriate.

In case a supplier needs clarifications, and if it is decided that such clarifications will be given to him, they should be sent in written to all participating suppliers. The final date for all clarifications is set at 3-5 working days before the closing date of the tender.

The company's Procurement Department will contact suppliers / candidates in case further clarifications are required.

## **7. Evaluation of tenders**

The Evaluation Committee, in cooperation with the Department requesting the procurement, whenever necessary, must evaluate:

- the relative weight between technical and financial offers
- the criteria for evaluating technical tenders and the potential weight of each criterion;
- the minimum acceptable thresholds for technical tenders;
- possible participation rates for the award of the supply to individual suppliers;
- possible preferred features of financial offers (e.g. discounts, deferred payments, etc.)

The Procurement Department collects all tenders sent in writing or digitally (in Greek or English language). Tenders are confidential and the Procurement Department must respect the confidentiality of their content.

The tender documents shall specify the evaluation criteria. The supplier can be selected on the basis of a combination of individual criteria, usually including, but not limited to:

- ability to meet the requirements of the competition
- Innovation offered
- Delivery times offered
- Quality offered
- Previous performance of the candidate
- Candidate's experience and staff provided
- Competence of the candidate; this includes technical training, administration, human resources, organizational and financial capabilities
- Acquisition and retention of skills, knowledge management
- Broader criteria, such as environmental management issues, health and safety issues, etc. as part of overall corporate social responsibility
- Particularities of the port of Igoumenitsa.

The technical assessment shall be carried out in accordance with predefined criteria, specific weighting factors and the particularities of the port. In any case, the technical evaluation shall take precedence over the economic evaluation.

Once the overall evaluation (technical and financial) is completed, the company may proceed to negotiations with the supplier that has obtained the highest score, before or after the award.

A shortlist of candidates may also be drawn up, which should be specified in the tender documents. In this case, the company continues with another round of negotiations with the 2 or 3 suppliers that have gathered the highest score.

Once the evaluation and the relevant negotiations are completed, the Procurement Department should prepare the relevant supplier selection recommendation.

The selection of supplier(s) shall be approved by the Competent Body on the basis of the Table of Approvals in the Annex. The Competent Body responsible for approving an agreement is also responsible for any adjustments and for terminating the contract.

## **8. Right of the company to modify, supplement or annulment of the tender procedures**

The company may take the following actions, without any responsibility, cost or sanction:

- At any time before the completion of the procedure, may change the date and/or time of the closing date for the submission of tenders.

- At any time before or after the closing time for the submission of tenders, may change any other dates of the invitation.
- Within four (4) to eight (8) days before the closing time for the submission of tenders, may change or complete the invitation.
- At any time before or after the closing date for the submission of tenders, cancel the invitation:
  - if the company reasonably considers the outcome of the procedure unsatisfactory;
  - if competition is insufficient or if there is a serious indication that the bidders have acted in concert in order to avoid any effective competition;
  - if the needs of the company have changed significantly

Any changes or additions to the procedure must be communicated to participants in the same way as the Call for Proposals has been issued. Any changes and additions made otherwise are not considered binding.

## **9. Extension of current contracts**

The extension of a contract shall be approved by the competent bodies on the basis of the Table of Approvals in the Annex, subject to the following conditions:

- The original contract to be extended was concluded as a result of an open or restricted tender procedure.
- The new contract may not be awarded before or within one month of the expiry of the duration of the initial contract.
- The terms and conditions applicable to the contract that receives an extension are the same or more favorable, without incurring any additional costs compared to the current signed contract.
- The extension includes a termination clause at the discretion of IPA S.A., upon notice with a notice period not exceeding 3 months.
- A contract may be extended up to two (2) times, except for special exceptions.
- A contract receives an extension provided that the service provider has not breached any provisions of the original contract.

In any case, the competent approval body must clarify and confirm that the extension in question is only an emergency measure to maintain the current state of operation of the company, to avoid any interruption of services, or to facilitate the smooth operation of port services.

## **10. Amendment of the Regulation**

This Procurement Regulation may be amended by decision of the Restricted Committee upon the relevant recommendation of the Company's CEO.

## **ANNEX – Approvals & approval limits**

The company has set approval levels and limits for procurement decisions in the context of this Regulation. During individual steps of the process, approvals in accordance with those approval levels and limits, shall be provided.

Table of approvals based on value (€):

<b>Value</b>	<b>Competent Body of IPA SA</b>
Up to 50.000,00 €	The CEO of IPA S.A.
50.000,01€ - 100.000,00€	The CEO of IPA S.A. by informing the Restricted Committee of IPA SA
Over 100.000€	The CEO of IPA S.A. with the approval of the tender notice / tender declaration by the Restricted Committee of IPA SA and the approval of the final result of the tender procedure by the Board of Directors of IPA SA.

The above values do not include VAT, as well as any other tax, on goods or services.