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Tender

## **Framework Agreement for the provision of legal services to the Development Bank of Wales**

Development Bank of Wales

F02: Contract notice

Notice identifier: 2021/S 000-009578

Procurement identifier (OCID): ocids-h6vhtk-02acdb

Published 4 May 2021, 2:44pm

The closing date and time has been changed to:

**7 June 2021, 12:00pm**

See the [change notice](#).

### **Section I: Contracting authority**

#### **I.1) Name and addresses**

Development Bank of Wales

Development Bank of Wales, 1 Capital Quarter, Tyndall Street

Cardiff

CF10 4BZ

#### **Contact**

Sarah Patnett

#### **Email**

[procurement@developmentbank.wales](mailto:procurement@developmentbank.wales)

**Telephone**

+44 2920338100

**Fax**

+44 2920338101

**Country**

United Kingdom

**NUTS code**

UKL - Wales

**Internet address(es)**

Main address

[www.developmentbank.wales](http://www.developmentbank.wales)

Buyer's address

[https://www.sell2wales.gov.wales/search/Search\\_AuthProfile.aspx?ID=AA0555](https://www.sell2wales.gov.wales/search/Search_AuthProfile.aspx?ID=AA0555)

**I.2) Information about joint procurement**

The contract is awarded by a central purchasing body

**I.3) Communication**

The procurement documents are available for unrestricted and full direct access, free of charge, at

<https://etenderwales.bravosolution.co.uk/home.html>

Additional information can be obtained from the above-mentioned address

Tenders or requests to participate must be submitted electronically via

<https://etenderwales.bravosolution.co.uk/home.html>

**I.4) Type of the contracting authority**

Body governed by public law

## **I.5) Main activity**

Economic and financial affairs

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## **Section II: Object**

### **II.1) Scope of the procurement**

#### **II.1.1) Title**

Framework Agreement for the provision of legal services to the Development Bank of Wales

#### **II.1.2) Main CPV code**

- 79100000 - Legal services

#### **II.1.3) Type of contract**

Services

#### **II.1.4) Short description**

To appoint a number of individual firms, each operating under a framework agreement to provide legal services under 4 distinct lots.

This is a notice for social and specific services in accordance with Regulation 10 of the Public Contracts Regulations 2015. The Contracting Authority shall only be bound by the application of the Public Contracts Regulations to the extent that they are applicable to contracts for social and other specific services.

#### **II.1.5) Estimated total value**

Value excluding VAT: £12,500,000

#### **II.1.6) Information about lots**

This contract is divided into lots: Yes

Tenders may be submitted for all lots

## **II.2) Description**

### **II.2.1) Title**

Financial Conduct Authority (FCA) legal advice

Lot No

1

### **II.2.2) Additional CPV code(s)**

- 79100000 - Legal services

### **II.2.3) Place of performance**

NUTS codes

- UK - United Kingdom

### **II.2.4) Description of the procurement**

Within this discipline legal advice and services may be required in relation to, but not restricted to:

- advice on new and existing FCA permissions for DBW, this includes but is not limited to:
  - CASS compliance
  - CCA compliance
- proactive advice, guidance and updates regarding new legislation and case law which may affect DBW's activities and documentation.

### **II.2.5) Award criteria**

Price is not the only award criterion and all criteria are stated only in the procurement documents

### **II.2.7) Duration of the contract, framework agreement or dynamic purchasing system**

Duration in months

36

This contract is subject to renewal

Yes

Description of renewals

The appointed legal panel will operate for a period of 3 years with the option to extend for a further 12 months.

#### **II.2.10) Information about variants**

Variants will be accepted: No

#### **II.2.11) Information about options**

Options: No

#### **II.2.13) Information about European Union Funds**

The procurement is related to a project and/or programme financed by European Union funds: No

### **II.2) Description**

#### **II.2.1) Title**

Fund Management & Corporate Advice

Lot No

2

#### **II.2.2) Additional CPV code(s)**

- 79100000 - Legal services

#### **II.2.3) Place of performance**

NUTS codes

- UK - United Kingdom

#### **II.2.4) Description of the procurement**

Within this discipline legal advice may be required in relation to, but not restricted to:

- advice on Limited Partnership Agreements, Discretionary and Non-Discretionary Fund

Management Agreements;

- advice on fund structures in particular on and off balance sheet;
- advice on issues related to establishing potential new funds;
- advice on specific events during life of the fund;
- fund management procurement advice;
- Subsidy Control advice ;
- company formation;
- shareholder agreements and similar documents;
- advice on corporate restructuring;
- proactive advice, guidance and updates regarding new legislation and case law which may affect DBW's activities and documentation.

#### **II.2.5) Award criteria**

Price is not the only award criterion and all criteria are stated only in the procurement documents

#### **II.2.7) Duration of the contract, framework agreement or dynamic purchasing system**

Duration in months

36

This contract is subject to renewal

Yes

Description of renewals

The appointed legal panel will operate for a period of 3 years with the option to extend for a further 12 months.

#### **II.2.10) Information about variants**

Variants will be accepted: No

## **II.2.11) Information about options**

Options: No

## **II.2.13) Information about European Union Funds**

The procurement is related to a project and/or programme financed by European Union funds: No

# **II.2) Description**

## **II.2.1) Title**

Debt and Equity Investment and Commercial Contracts

Lot No

3

## **II.2.2) Additional CPV code(s)**

- 79100000 - Legal services

## **II.2.3) Place of performance**

NUTS codes

- UK - United Kingdom

## **II.2.4) Description of the procurement**

Within this discipline legal advice and services may be required in relation to, but not restricted to:

- advice on all aspects of debt and equity investment, from early-stage pre-revenue businesses to significant development capital and succession transactions, banking and registration together with pre-investment due diligence and ongoing corporate governance advice;
- investment structures may include debt only, equity only, or a combination of debt and equity;
- drafting, reviewing and advising on commercial contracts of all types, including but not limited to:
- Investment Agreements

- Articles of Association
- Equity Warrants
- Executive and non-executive directors' service contracts
- loan and mezzanine funding agreements and associated documents
- supply of goods and services
- consultancy contracts
- business transfer
- sale and purchase agreements
- joint ventures
- grants and other funding agreements;
- drafting and registration of Legal Charges over land and property;
- drafting, review and (where necessary) registration of security documentation including (but not limited to) debentures, personal and corporate guarantees, chattels mortgages, and assignments of life policies;
- drafting and review of intercreditor agreements, deeds of priority, deeds of postponement; deeds of subordination and letters/deeds of variation;
- release of security;
- litigation related to the exercise of functions by DBW including:
  - commercial/contractual claims or arbitration
  - employment tribunals
  - restructuring related actions and documentation;
- proactive advice, guidance and updates regarding new legislation and case law which may affect DBW's activities and documentation.

#### **II.2.5) Award criteria**

Price is not the only award criterion and all criteria are stated only in the procurement documents

### **II.2.7) Duration of the contract, framework agreement or dynamic purchasing system**

Duration in months

36

This contract is subject to renewal

Yes

Description of renewals

The appointed legal panel will operate for a period of 3 years with the option to extend for a further 12 months.

### **II.2.10) Information about variants**

Variants will be accepted: No

### **II.2.11) Information about options**

Options: No

### **II.2.13) Information about European Union Funds**

The procurement is related to a project and/or programme financed by European Union funds: No

## **II.2) Description**

### **II.2.1) Title**

Property Development - North East England

Lot No

4

### **II.2.2) Additional CPV code(s)**

- 79100000 - Legal services

### **II.2.3) Place of performance**

NUTS codes

- UK - United Kingdom

### **II.2.4) Description of the procurement**

Within this discipline legal advice and services may be required in relation to funding for Property Development schemes in North East England, including but not restricted to:

- drafting and review of documentation and advice on all aspects of property development investments to construction companies undertaking developing small-scale, commercial and residential property developments, including but not limited to:
- Loan agreements and associated documents;
- Build Contracts;
- Planning consents;
- Environmental Reports;
- Valuation reports;
- Surveyors reports;
- Reports on Title;
- Step-in rights;
- Collateral warranties;
- Relevant Insurances;
- Pre-sale and pre-let agreements;
- preparing and Legal Charges over land and property, including registration at the Land Registry;
- Other filing security documentation, including registration at Companies' House where necessary at the Land Registry/Companies' House;
- litigation related to the exercise of functions by DBW including:

- commercial/contractual claims or arbitration;
- employment tribunals;
- restructuring related actions and documentation.
- proactive advice, guidance and updates regarding new legislation and case law which may affect DBW's activities and documentation

#### **II.2.5) Award criteria**

Price is not the only award criterion and all criteria are stated only in the procurement documents

#### **II.2.7) Duration of the contract, framework agreement or dynamic purchasing system**

Duration in months

36

This contract is subject to renewal

Yes

Description of renewals

The appointed legal panel will operate for a period of 3 years with the option to extend for a further 12 months.

#### **II.2.10) Information about variants**

Variants will be accepted: No

#### **II.2.11) Information about options**

Options: No

#### **II.2.13) Information about European Union Funds**

The procurement is related to a project and/or programme financed by European Union funds: No

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## **Section III. Legal, economic, financial and technical information**

### **III.1) Conditions for participation**

#### **III.1.1) Suitability to pursue the professional activity, including requirements relating to enrolment on professional or trade registers**

List and brief description of conditions

Successful firms will be expected to be qualified to advise in laws applicable to the Development Bank of Wales.

#### **III.1.2) Economic and financial standing**

Selection criteria as stated in the procurement documents

#### **III.1.3) Technical and professional ability**

Selection criteria as stated in the procurement documents

### **III.2) Conditions related to the contract**

#### **III.2.1) Information about a particular profession**

Execution of the service is reserved to a particular profession

Reference to the relevant law, regulation or administrative provision

Successful firms will be expected to be qualified to advise on laws applicable to the Development Bank of Wales.

#### **III.2.3) Information about staff responsible for the performance of the contract**

Obligation to indicate the names and professional qualifications of the staff assigned to performing the contract

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## Section IV. Procedure

### IV.1) Description

#### IV.1.1) Type of procedure

Open procedure

#### IV.1.3) Information about a framework agreement or a dynamic purchasing system

The procurement involves the establishment of a framework agreement

Framework agreement with several operators

#### IV.1.8) Information about the Government Procurement Agreement (GPA)

The procurement is covered by the Government Procurement Agreement: Yes

### IV.2) Administrative information

#### IV.2.1) Previous publication concerning this procedure

Notice number: [2016/S 046-075015](#)

#### IV.2.2) Time limit for receipt of tenders or requests to participate

Originally published as:

Date

4 June 2021

Local time

12:00pm

Changed to:

Date

7 June 2021

Local time

12:00pm

See the [change notice](#).

**IV.2.4) Languages in which tenders or requests to participate may be submitted**

English, Welsh

**IV.2.6) Minimum time frame during which the tenderer must maintain the tender**

Duration in months: 3 (from the date stated for receipt of tender)

**IV.2.7) Conditions for opening of tenders**

Date

4 June 2021

Local time

12:00pm

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## **Section VI. Complementary information**

### **VI.1) Information about recurrence**

This is a recurrent procurement: No

### **VI.3) Additional information**

NOTE: The authority is using eTenderwales to carry out this procurement process. To obtain further information record your interest on Sell2Wales at

[https://www.sell2wales.gov.wales/search/search\\_switch.aspx?ID=108896](https://www.sell2wales.gov.wales/search/search_switch.aspx?ID=108896)

(WA Ref:108896)

### **VI.4) Procedures for review**

#### **VI.4.1) Review body**

High Court

Royal Courts of Justice, The Strand

London

WC2A 2LL

Telephone

+44 2079477501

Country

United Kingdom