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Contract

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

Development Bank of Wales

F03: Contract award notice

Notice identifier: 2023/S 000-029532

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

Published 6 October 2023, 1:06pm

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

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

Development Bank of Wales

Unit J, Yale Business Village, Ellis Way

Wrexham

LL13 7YL

#### **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

<https://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.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.1.6) Information about lots**

This contract is divided into lots: Yes

#### **II.1.7) Total value of the procurement (excluding VAT)**

Value excluding VAT: £1,250,000

### **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**

Quality criterion - Name: Document & Contract Management / Weighting: 3

Quality criterion - Name: Project Management / Weighting: 4

Quality criterion - Name: Client Care, Quality Control & Consistency / Weighting: 9

Quality criterion - Name: Allocation of Work / Weighting: 8.5

Quality criterion - Name: Working Closely with the Client / Weighting: 14

Quality criterion - Name: Experience / Weighting: 21

Quality criterion - Name: Delivery Team / Weighting: 10.5

Quality criterion - Name: Social / Weighting: 10

Price - Weighting: 20

### **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**

Quality criterion - Name: Document & Contract Management / Weighting: 3

Quality criterion - Name: Project Management / Weighting: 4

Quality criterion - Name: Client Care, Quality Control & Consistency / Weighting: 7.5

Quality criterion - Name: Allocation of Work / Weighting: 10

Quality criterion - Name: Working Closely with the Client / Weighting: 11

Quality criterion - Name: Experience / Weighting: 19.5

Quality criterion - Name: Delivery Team / Weighting: 10

Quality criterion - Name: Social / Weighting: 10

Cost criterion - Name: Time Charge Rates / Weighting: 25

### **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**

Quality criterion - Name: Document & Contract Management / Weighting: 3

Quality criterion - Name: Project Management / Weighting: 4

Quality criterion - Name: Client Care, Quality Control & Consistency / Weighting: 7.5

Quality criterion - Name: Allocation of Work / Weighting: 10



Quality criterion - Name: Working Closely with the Client / Weighting: 11

Quality criterion - Name: Experience / Weighting: 19.5

Quality criterion - Name: Delivery Team / Weighting: 10

Quality criterion - Name: Social / Weighting: 10

Cost criterion - Name: Time Charge Rates / Weighting: 25

### **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**

Quality criterion - Name: Document & Contract Management / Weighting: 3

Quality criterion - Name: Project Management / Weighting: 4

Quality criterion - Name: Client Care, Quality Control & Consistency / Weighting: 7.5

Quality criterion - Name: Allocation of Work / Weighting: 10

Quality criterion - Name: Working Closely with the Client / Weighting: 11

Quality criterion - Name: Experience / Weighting: 19.5

Quality criterion - Name: Delivery Team / Weighting: 10

Quality criterion - Name: Social / Weighting: 10

Cost criterion - Name: Time Charge Rates / Weighting: 25

### **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 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

#### **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: [2021/S 000-009578](#)

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## **Section V. Award of contract**

### **Lot No**

1

### **Title**

Financial Conduct Authority (FCA) legal advice

A contract/lot is awarded: Yes

### **V.2) Award of contract**

#### **V.2.1) Date of conclusion of the contract**

22 April 2023

#### **V.2.2) Information about tenders**

Number of tenders received: 21

Number of tenders received from SMEs: 7

Number of tenders received from tenderers from other EU Member States: 21

Number of tenders received from tenderers from non-EU Member States: 0

Number of tenders received by electronic means: 21

The contract has been awarded to a group of economic operators: No

#### **V.2.3) Name and address of the contractor**

Blake Morgan LLP

One Central Square

Cardiff

CF101FS

Telephone

+44 2380857380

Fax

+44 2920686380

Country

United Kingdom

NUTS code

- UK - United Kingdom

The contractor is an SME

No

#### **V.2.4) Information on value of contract/lot (excluding VAT)**

Initial estimated total value of the contract/lot: £1,250,000

Total value of the contract/lot: £1,250,000

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## **Section V. Award of contract**

### **Lot No**

2

### **Title**

Fund Management & Corporate Advice

A contract/lot is awarded: Yes

### **V.2) Award of contract**

#### **V.2.1) Date of conclusion of the contract**

22 April 2023

### **V.2.2) Information about tenders**

Number of tenders received: 21

Number of tenders received from SMEs: 7

Number of tenders received from tenderers from other EU Member States: 21

Number of tenders received from tenderers from non-EU Member States: 0

Number of tenders received by electronic means: 21

The contract has been awarded to a group of economic operators: No

### **V.2.3) Name and address of the contractor**

Geldards LLP

Dumfries House, Dumfries Place

Cardiff

CF103ZF

Country

United Kingdom

NUTS code

- UK - United Kingdom

The contractor is an SME

No

### **V.2.4) Information on value of contract/lot (excluding VAT)**

Initial estimated total value of the contract/lot: £1,250,000

Total value of the contract/lot: £1,250,000

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## **Section V. Award of contract**

### **Lot No**

3

### **Title**

Debt and Equity Investment and Commercial Contracts

A contract/lot is awarded: Yes

### **V.2) Award of contract**

#### **V.2.1) Date of conclusion of the contract**

22 April 2023

#### **V.2.2) Information about tenders**

Number of tenders received: 21

Number of tenders received from SMEs: 7

Number of tenders received from tenderers from other EU Member States: 21

Number of tenders received from tenderers from non-EU Member States: 0

Number of tenders received by electronic means: 21

The contract has been awarded to a group of economic operators: No

#### **V.2.3) Name and address of the contractor**

Blake Morgan LLP

One Central Square

Cardiff

CF101FS



Country

United Kingdom

NUTS code

- UK - United Kingdom

The contractor is an SME

No

#### **V.2.4) Information on value of contract/lot (excluding VAT)**

Initial estimated total value of the contract/lot: £1,250,000

Total value of the contract/lot: £1,250,000

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## **Section V. Award of contract**

### **Lot No**

3

### **Title**

Debt and Equity Investment and Commercial Contracts

A contract/lot is awarded: Yes

### **V.2) Award of contract**

#### **V.2.1) Date of conclusion of the contract**

22 April 2022

#### **V.2.2) Information about tenders**

Number of tenders received: 21

Number of tenders received from SMEs: 7

Number of tenders received from tenderers from other EU Member States: 21

Number of tenders received from tenderers from non-EU Member States: 0

Number of tenders received by electronic means: 21

The contract has been awarded to a group of economic operators: Yes

#### **V.2.3) Name and address of the contractor**

Capital Law Ltd

Capital Building, Tyndall Street

Cardiff

CF104AZ

Country

United Kingdom

NUTS code

- UK - United Kingdom

The contractor is an SME

Yes

### **V.2.3) Name and address of the contractor**

Geldards LLP

4 Capital Quarter, Tyndall Street

Cardiff

CF104BZ

Country

United Kingdom

NUTS code

- UKL22 - Cardiff and Vale of Glamorgan

The contractor is an SME

No

### **V.2.3) Name and address of the contractor**

Hugh James

2 Central Square

Cardiff

CF101FS

Country

United Kingdom

NUTS code

- UKL22 - Cardiff and Vale of Glamorgan

The contractor is an SME

Yes

### **V.2.3) Name and address of the contractor**

berry smith

dumfries house

cardiff

cf103ga

Country

United Kingdom

NUTS code

- UKL22 - Cardiff and Vale of Glamorgan

The contractor is an SME

Yes

### **V.2.4) Information on value of contract/lot (excluding VAT)**

Initial estimated total value of the contract/lot: £1,250,000

Total value of the contract/lot: £1,250,000

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## **Section V. Award of contract**

### **Lot No**

4

### **Title**

Property Development - North East England

A contract/lot is awarded: Yes

### **V.2) Award of contract**

#### **V.2.1) Date of conclusion of the contract**

22 April 2023

#### **V.2.2) Information about tenders**

Number of tenders received: 21

Number of tenders received from SMEs: 7

Number of tenders received from tenderers from other EU Member States: 21

Number of tenders received from tenderers from non-EU Member States: 0

Number of tenders received by electronic means: 21

The contract has been awarded to a group of economic operators: Yes

#### **V.2.3) Name and address of the contractor**

Blake Morgan LLP

One Central Square

Cardiff

CF101FS

Country

United Kingdom

NUTS code

- UK - United Kingdom

The contractor is an SME

No

### **V.2.3) Name and address of the contractor**

Hugh James

2 Central Square

Cardiff

CF101FS

Country

United Kingdom

NUTS code

- UKL22 - Cardiff and Vale of Glamorgan

The contractor is an SME

Yes

### **V.2.3) Name and address of the contractor**

Geldards LLP

4 Capital Quarter, Tyndall Street

Cardiff

CF104BZ

Country

United Kingdom

NUTS code

- UKL22 - Cardiff and Vale of Glamorgan

The contractor is an SME

No

### **V.2.3) Name and address of the contractor**

Capital Law Ltd

Capital Building, Tyndall Street

Cardiff

CF104AZ

Country

United Kingdom

NUTS code

- UK - United Kingdom

The contractor is an SME

Yes

### **V.2.4) Information on value of contract/lot (excluding VAT)**

Initial estimated total value of the contract/lot: £1,250,000

Total value of the contract/lot: £1,250,000

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## **Section VI. Complementary information**

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

(WA Ref:135381)

### **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