



REPUBLIC OF ALBANIA



REPUBLIKA E SHQIPËRIË
MINISTRIA E INFRASTRUKTURËS
DHE ENERGJISË

MINISTRY OF INFRASTRUCTURE AND ENERGY

**INVITATION FOR QUALIFICATION
FOR THE SELECTION OF ONSHORE WIND PROJECTS
THAT WILL RECEIVE SUPPORT MEASURES,
AT LOCATIONS IDENTIFIED BY DEVELOPERS**

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INVITATION FOR QUALIFICATION

The Ministry of Infrastructure and Energy ("**MIE**") is providing these request for qualification procedure documents (the "**RFQ Documents**") and it is inviting all Prospective Bidders (as defined below) to prepare and submit a Qualification Application (as defined below) as part of the Qualification Procedure (as defined below) in connection with the Projects (as defined below). This Invitation for Qualification is the first stage of a two-stage process, which will be followed up by a subsequent stage for Request for Proposals (RFP) documentation.

DISCLAIMER

Neither MIE nor any of its consultants or advisors:

- (a) makes any representation or warranty (express or implied) as to the accuracy or completeness of the information contained herein or in any other document made available to a Prospective Bidder (at any time) in connection with the Qualification Procedure;
- (b) shall have any liability for these RFQ Documents, for the Projects or for any other written or oral communication transmitted to a Bidder in connection with the Qualification Procedure or a Prospective Bidder's qualification; or
- (c) will be liable to reimburse or compensate a Bidder for any costs or expenses incurred by a Prospective Bidder in evaluating or acting upon these RFQ Documents or otherwise in connection with the Qualification Procedure, the Bidding Procedure or Projects or otherwise.

These RFQ Documents constitute an invitation to submit a Qualification Application. It does not constitute a solicitation to invest or otherwise participate in the Projects.

DEFINITIONS

Authorized Representative	means the representative of the Prospective Bidder (or in the case of a Consortium, the authorized representative of the Consortium) authorized to sign the Qualification Application pursuant to the power of attorney in the form of Appendix 11 (<i>Power of Attorney</i>).
Applicable Laws	means, with respect to any party, any internationally binding obligation, constitutional provision, Law, statute, rule, regulation, ordinance, treaty, order, decree, judgment, decision, certificate, holding, injunction, registration, license, franchise, permit, authorisation, guideline, Governmental Approval, consent or requirement of any Competent Authority having jurisdiction over such Party or its property, enforceable at law or in equity, including the interpretation and administration thereof by such Competent Authority.
Business Day	means any day other than Saturday, Sunday or public holidays as determined by the Applicable Laws in the Republic of Albania.
Ceiling Price	shall have the meaning specified in paragraph 10.1. of these RFQ Documents.
Competent Authority	means any international, national, local or other authority, ministry, inspectorate, department, court, arbitral tribunal, administrative agency or commission or any other governmental, municipal, administrative or regulatory body (in each case to the extent each of the foregoing has jurisdiction over these RFQ Documents or the Bidding Procedure.
Consortium	shall have the meaning specified in paragraph 3.14 of these RFQ Documents.
Contact Person	means the person identified in paragraph 1.1 of these RFQ Documents.

Contract Differences (CfD)	for	means the financially settled contract for differences to be entered into between a Developer and the Renewable Energy Operator (REO) acting as CfD counterparty (as defined in the Project Development Agreement), for the payment of a symmetric sliding premium against the reference market price in relation to the energy produced by the eligible Facility.
Contracting Authority or MIE		means the Ministry of Infrastructure and Energy of the Republic of Albania.
Control		means the possibility of exercising decisive influence on an undertaking, natural or legal person, on the basis of shareholding or voting rights, contracts or any other means, either separately or in combination, and having regard to the considerations of fact and law involved.
Conversion		means the conversion of the PPA from a physically settled power purchase agreement to a financially settled power purchase agreement in accordance with the conversion terms set forth in the PPA.
Conversion Event		<p>means:</p> <ul style="list-style-type: none"> - the designation by a Competent Authority that the electricity generated by the Facility shall be made available for purchase at the organised electricity market in accordance with the electricity market model established under Applicable Laws; - the establishment of an electricity exchange and provision of clearing prices by the operator of the electricity exchange which are sufficiently frequent and liquid to serve as floating reference prices against the Electricity Price (as a fixed (strike) price) to enable the financial settlement by reference to the difference between the floating price and the fixed price; and - the sufficient liquidity of the organised electricity market is determined by a Competent Authority based on an in-depth assessment of the wholesale electricity market, which assessment is conducted not earlier than [twelve (12)] months after the establishment of the organised electricity market and is based on a number of key indicators, which will be determined and published at a later stage.

Developer		means each Selected Bidder at the RFP stage, which will each enter into a Project Development Agreement with the Contracting Authority.
Facility		means the electricity generating equipment and related infrastructure, including the wind turbines to be located at a site chosen by a Selected Bidder within the Republic of Albania and a transmission line to be developed by a Selected Bidder.
Financial Bid		means the price in EUR per MWh, for the energy produced, to be submitted by a Pre-Qualified Bidder, as part of its binding financial offer at the RFP stage.
Good Practice	Industry	means that degree of skill and care which would reasonably and ordinarily be expected of a contractor experienced in the same type of undertaking (designing, engineering, installing, constructing, completing, commissioning, testing, operating and maintenance) in relation to projects of a similar size, scope, scale, nature and complexity as the Facility.
Governmental Approval		means any approval, consent, franchise, permit, certificate, resolution, concession, license, or authorisation issued by or on behalf of any applicable Competent Authority.
Lead Member		shall have the meaning specified in paragraph 3.14.2 of these RFQ Documents.
Market Readiness Assessment		<p>means:</p> <ul style="list-style-type: none"> - the establishment of an electricity exchange and provision of clearing prices by the operator of the electricity exchange which are sufficiently frequent and sound to serve as floating reference prices against the Electricity Price (as a fixed (strike) price) to enable the financial settlement by reference to the difference between the floating price and the fixed price; - the readiness of the day-ahead market to deliver a sound reference price is determined by a Competent Authority based on an in-depth assessment of the day-ahead market, which assessment is conducted not earlier than [twelve (12)] months after the establishment of the organised electricity market and is based on a number of key indicators, - the establishment of the Renewable Energy Operator (REO) to act as CfD counterparty in accordance with the

	Applicable Laws, as well as the requirement that corporate and financing arrangements for the REO, in particular a functional mechanism for setting and collecting the renewable energy obligation in accordance with the Applicable Laws be effective for a period of at least 3-months prior to the RFP publication date.
Non-Qualified Bidder	means a Prospective Bidder, who has not met the Qualification Criteria, as described in paragraph 8.3.5 of these RFQ Documents.
Notice Form	means a notice in the form of Appendix 9 (<i>Pre-Qualified Bidder Notice Form</i>).
Person	means a natural person or a Company.
Power Purchase Agreement or PPA	means the power purchase agreement to be entered into between a Developer and the Offtaker if a Market Readiness Assessment is not completed before the RFP publication date (as defined in the Project Development Agreement), for the sale of the energy produced by the eligible Facility, a draft of which will be published in a Consultation Process and as part of the RFP package.
Pre-Qualified Bidder/s	means the Prospective Bidders meeting the Qualification Criteria and invited to participate at the RFP stage.
Project	means the design, financing, construction, operation and maintenance of each onshore wind Facility with an installed capacity between 10 MW and 75 MW (inclusive), all of which will get support measures, to be located at a site chosen by a Selected Bidder within the Republic of Albania.
Project Development Agreement or PDA	means the Project Development Agreement to be entered into between the Contracting Authority and a Selected Bidder, a draft of which will be published in a Consultation Process and as part of the RFP package.
Project Documents	means the Project Development Agreement, and the Power Purchase Agreement or the Contract for Differences as applicable depending on the Market Readiness Assessment.

Proposed Site	means the site identified and selected by the Prospective Bidder for the development of a Project as part of its RFP Proposal by the second stage of this Bidding Procedure, i.e. RFP stage.
Prospective Bidder	means the person / entity, or the consortium of entities that will submit a Qualification Application in accordance with these RFQ Documents.
Qualification Application	means an application submitted in accordance with these RFQ Documents.
Qualification Application Submission Deadline	means the time and date stated in paragraph 1.12 of these RFQ Documents.
Qualification Criteria	means the criteria set out in Appendix 4.
Qualification Documents	means the documents and information required to be submitted by a Prospective Bidder in accordance with paragraph 8.2 of these RFQ Documents in order to be qualified to proceed to the RFP stage.
Qualification Procedure	means the Qualification Procedure set out in the Qualification Procedure Documents.
Rectification Deadline	15 (fifteen) Business Days from the Qualification Applications Opening Date or any other deadline as may be otherwise notified by the Special Commission.
Request for Proposal or RFP	means the request for proposal documents that will be published by MIE to all Pre-Qualified Bidders, at the RFP stage.
Request for Qualification or RFQ	means the request set out in these RFQ Documents.
RFQ Documents	means the documents that will be published by the Contracting Authority as part of the Request for Proposals at the second stage, i.e. RFP stage.
RFQ Documents	means this Qualification Procedure document together with its appendices, as may be amended by the Contracting Authority.

Selected Bidder	means a Bidder, or a Consortium, selected to enter into a Project Development Agreement as a result of the evaluation of Bids at the RFP stage.
Site	means a site where a Facility shall be erected.
Special Commission	means the committee set up by Contracting Authority to manage the Qualification Procedure on behalf of the Contracting Authority by Decree of the Minister no. [] dated [].
SPV	means an entity established under Albanian law in which a Selected Bidder or the members of a Selected Consortium only, are the only direct or indirect controlling shareholder[s], (in the event of a Consortium, in compliance with the Consortium Agreement).
Technical Specifications	means the minimum technical requirements to be met by a Bidder in relation to the Project, as set out in Appendix 7 (<i>Technical Specifications</i>).
TSO	means the Transmission System Operator (in Albanian, <i>Operatori i Sistemit te Transmetimit</i>).

1 REQUEST FOR QUALIFICATION NOTICE

The Ministry of Infrastructure and Energy (MIE) of the Republic of Albania hereby initiates a tender process for utility-scale, onshore wind power plants¹.

The MIE invites Prospective Bidders to identify and propose sites viable for the design, financing, construction and operation of new onshore wind power plants.

To assist Prospective Bidders, the MIE has commissioned a high-level analysis of Albanian territory to indicate areas potentially suitable for developing new wind projects and areas unsuitable / non-eligible for developing new wind projects defined as “constraints” or “no go areas²”. The study can be accessed at: <https://www.infrastruktura.gov.al/shprehje-interesi/>.

Participation in this tender process is restricted to Projects with a minimum capacity of 10 MW and a maximum capacity of 75 MW. Through this tender process, the MIE will select Projects totalling 100 MW that will receive support measures as described below. The Contracting Authority may decide at a later stage to increase the total tendered capacity to 150MW.³

Each Selected Bidder will sign a Project Development Agreement and a 15-year Power Purchase Agreement (PPA) to sell 100% of the energy output from its Project with support measures at a fixed price, equal to its Financial Bid in the Bidding Procedure. The PPA will be converted into a Contract for Difference (CfD) upon occurrence of a Conversion Event (when a functional day-ahead market is operational in Albania, which will be determined based on pre-defined conditions).

The support will be granted directly in the form of a Contract for Difference if a Market Readiness Assessment is completed by the RFP publication date (i.e. a functional day-ahead market and REO are established).

The Bidding Procedure will be implemented as a two-stage process:

- i. This Request for Qualification (RFQ) to prequalify Prospective Bidders with the required technical experience, financial resources and legal standing to deliver a Project.
- ii. Request for Proposal (RFP) for each Pre-Qualified Bidder to demonstrate the viability of its proposed site and to submit a Financial Bid.

This document outlines the RFQ process.

¹ The Swiss State Secretariat for Economic Affairs (SECO) has provided grant funding to support the wind auction.

² Please note that the siting study has been updated with respect to the treatment of Candidate Emerald Sites as no-go areas.

³ The Contracting Authority may decide to increase the total tendered capacity to 150 MW in the upcoming months upon the adoption of a formal decision on the 2030 renewable energy targets.

1.1 Name and Address of Contracting Authority

Contracting Authority: Ministry of Infrastructure and Energy of the
Republic of Albania
Address: Rruga “Abdi Toptani”, no. 8, Tirana, Albania
Tel/Fax: +355 4 2222245
Contact Person: Mr. Antonio Bushati
E-Mail: antonio.bushati@infrastruktura.gov.al
Internet Address: www.infrastruktura.gov.al

Any communication, question or information required by the Prospective Bidders concerning the RFQ Procedure shall be addressed only to the Contact Person.

1.2 Type of Contracting Authority and the scope of its action or main activity

Central Institution

1.3 Object of each Project Development Agreement

Means the design, financing, construction, operation, and maintenance of each onshore wind Facility with an installed capacity between 10 MW and 75 MW (inclusive), all of which will get support measures, to be located at a site chosen by a Selected Bidder within the Republic of Albania.

For the avoidance of doubt, each Selected Project will have a separate Project Development Agreement, to be entered into by the Contracting Authority and the Selected Bidder that proposed the Project.

Term of the Project Documents

1.4 Term of each Project Development Agreement

The Successful Bidder is granted a Project Development Agreement, starting on the Effective Date and ending 15 years after the Commercial Operation, for the total Capacity. Detailed terms of the Contract for Project Development Agreement will be published at a later stage by the RFP publication date. .

1.5 Terms of each Power Purchase Agreement convertible to a Contract for Difference

The Selected Bidder will be offered a physically settled Power Purchase Agreement which guarantees the purchase by the Offtaker of the Supported Output for the total Capacity at the Electricity Price for a term starting on the Effective Date and ending 15 years after the Commercial Operation Date.

Upon the occurrence of a Conversion Event (i.e. when a functional day-ahead market is operational in Albania, determined based on a pre-defined process and conditions), the physically settled Power Purchase Agreement must be converted to a financially settled Contract for Difference. The

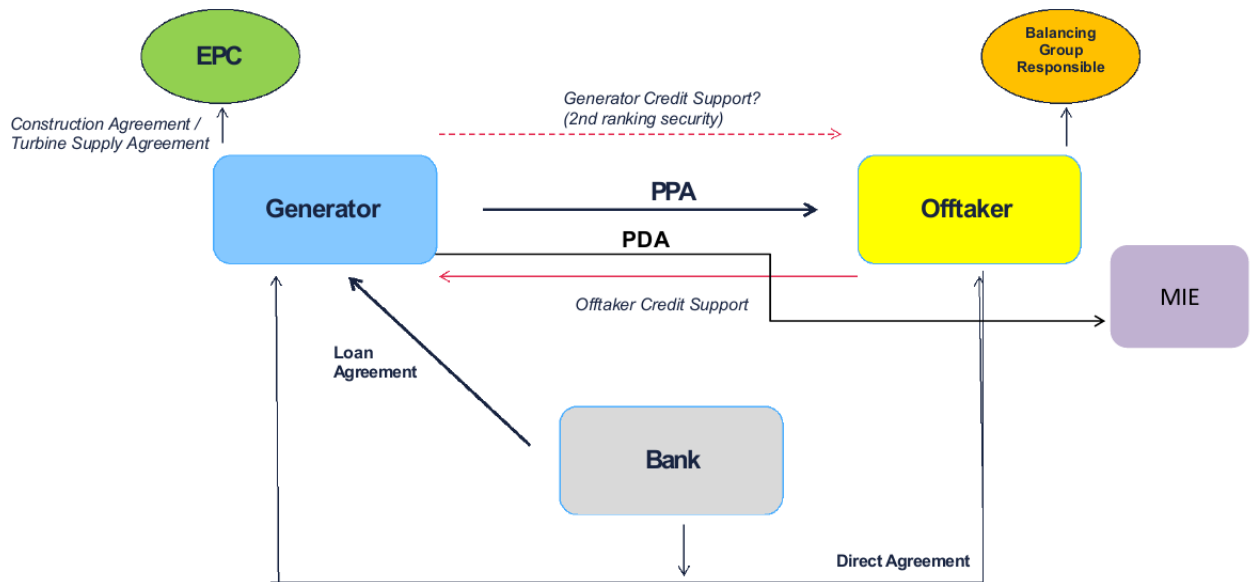
Contract for Difference must guarantee payment of a symmetric sliding premium above the market reference price for the Supported Output in accordance with the pre-set terms and conditions.

The relevant contractual structures and key terms are presented for the period before occurrence of a Conversion Event under Section 1.5.1. and for the period after occurrence of a Conversion Event under Section 1.5.2.

Detailed terms of the PPA and of the conversion into a CfD will be published later by the RFP stage.

If a Market Readiness Assessment (i.e. process determining that a functional day-ahead market and the Renewable Energy Operator are duly established) is completed by the RFP publication date, the Selected Bidder will be offered directly a Contract for Differences, without a need for a Conversion. In such case, detailed terms of the Contract for Differences would be published directly as part of the RFP documents. The Contracting Authority will make publicly available the necessary information in relation to the Market Readiness Assessment. Prospective Bidders will be allowed to submit comments and questions in relation to such an assessment of a Market Readiness Assessment.

1.5.1 Contractual structure before occurrence of a Conversion Event

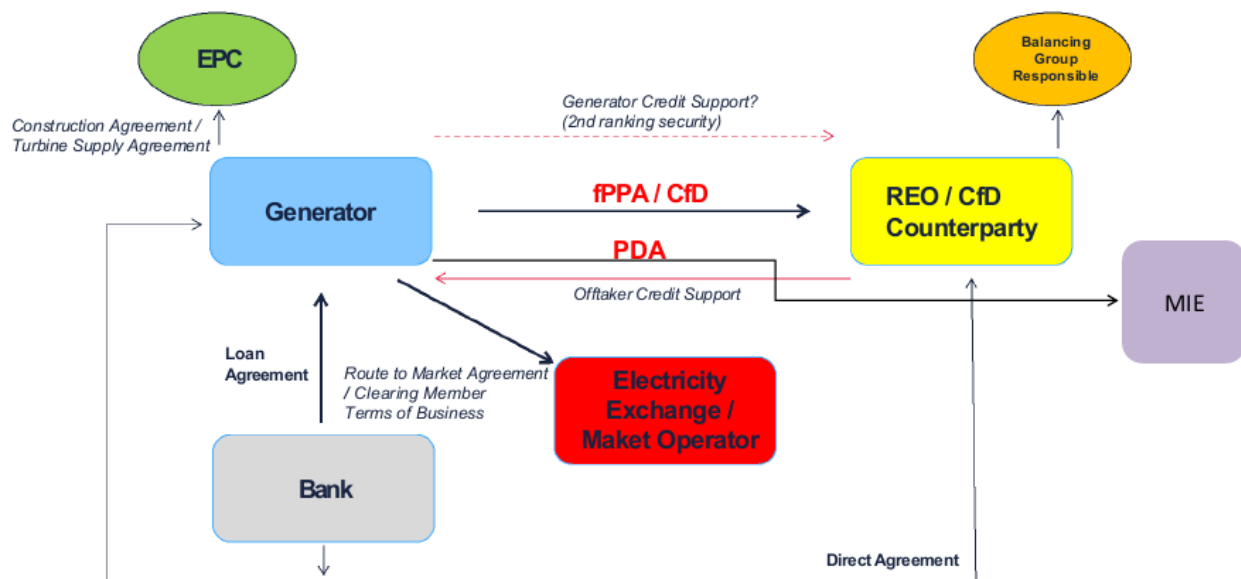


Item	Main Principle
PPA Parties	<ul style="list-style-type: none"> - Developer (Seller) which has been selected as Selected Bidder after an RFP stage. - Supplier on the Free Market (FTL) or any assignee as designated by a Competent Authority.

Item	Main Principle
PDA Parties	<ul style="list-style-type: none"> - Developer which has been selected as Selected Bidder at the RFP stage. - Contracting Authority (MIE).
PPA / PDA Term	<ul style="list-style-type: none"> - PPA (convertible into CfD) comes into force on the signing date and expires on the 15th anniversary of Commercial Operation Date. - PDA comes into force on the signing date and expires on the 15th anniversary of Commercial Operation Date. - PPA and PDA will enter into force simultaneously.
Price	<ul style="list-style-type: none"> - Bid price of the Successful Bidder.
Curtailement	<ul style="list-style-type: none"> - Seller will be provided compensation for curtailment in accordance with the Applicable Laws.
Balancing responsibility	<ul style="list-style-type: none"> - Seller will bear balancing responsibility in accordance with the Applicable Laws. Seller may be offered the possibility to accede the Offtaker's Balancing Group or the Balancing Group of another party.
Transition to Contract for Differences (CfD)	<ul style="list-style-type: none"> - MIE to procure that any Conversion into CfD preserves same economic equilibrium as the subject of the PPA. - Both PDA and PPA determine standards to ensure economic equilibrium and process for the Conversion, in particular: <ul style="list-style-type: none"> - Electricity Price to serve as strike price, - Day-ahead electricity markets' clearing prices to serve as floating reference prices against Electricity Price.
PPA / PDA Termination for Default	<ul style="list-style-type: none"> - Offtaker or Seller may terminate PPA if the other Party commits a material breach of any obligations, which is incapable of remedy or is otherwise in material breach of any obligation, capable of remedy, which remained unremedied within a certain period

Item	Main Principle
	<p>from request to remedy. In such case the relevant Party will be entitled to a compensation of the loss incurred as result of such early termination.</p> <ul style="list-style-type: none"> - Offtaker/MIE can terminate only after that the Seller`s lenders are provided the right to step in and propose a substitute entity in the CfD / PDA based on a direct agreement.
Governing Law	- Governing Law is the Albanian Law.
Dispute resolution	- PPA / PDA provide for recourse to Mediation and Expert Determination (through Energy Community Dispute Settlement Center), and international arbitration under ICC rules.

1.5.2. Contractual structure after occurrence of a Conversion Event



Upon the occurrence of a Conversion Event, the physically settled Power Purchase Agreement must be converted to a financially settled Contract for Difference in accordance with the pre-set terms and conditions. Amendments to reflect the CfD Conversion must achieve (in so far as possible) the same balance of benefits, liabilities, risks and rewards between the parties in respect

of the subject matter of the PPA as applied at the Effective Date to reflect the Conversion.⁴ This is represented in the graphic under Section 1.5.2. (a) and (b). Key terms for such PPA and potential CfD Conversion will be published at later by the RFP stage.

In particular, in event of a CfD conversion, PPA provisions on delivery and payment shall amended to provide for the market price for electricity generated and splitting of the variable premium element from the market price. This would in particular reflect the following:

- Obligation of the Seller to sell all electricity produced by the Facility at organised electricity market.
- The Electricity Price under the PPA shall be defined as the fixed/strike price under the CfD Contract.
- An electricity reference price (EUR per MWh) be included in the CfD Contract, as the hourly day ahead price for the relevant settlement period as determined by the reference price source.
- Depending where the strike price sits in comparison to the reference price, the payment of the premium/price differential from the CfD counterparty to the Seller or *vice versa*.
 - CfD counterparty shall pay to the Seller the amount equal to the difference (if positive), between the Electricity Contract Price / Strike Price and Electricity Reference Price multiplied by the relevant Output, or
 - Seller shall pay to the CfD counterparty an amount equal to the difference (if negative) between the Strike Price and Electricity Reference Price multiplied by the relevant Output.

1.6 Location of each Site

Sites to be identified and proposed by Prospective Bidders in accordance with the requirements described in section 10.1.

1.7 Connection at Transmission Network

Based on the Law 43/2015, "On the Electric power Sector", as amended, the network connection infrastructure (which includes the construction of the lifting substation, high voltage line and line at the point of connection to the network) must be realized by the Developer.

The transformer tract in the Wind Farm lift substation and the respective overhead power line tracts must

⁴ To implement a Conversion, upon the occurrence of a Conversion Event, either party may serve a notice on the other party requesting that the Parties shall meet to discuss the Conversion and shall, in good faith, seek to agree the amendments which should be made to the PPAs which are necessary to achieve (in so far as possible) the same balance of benefits, liabilities, risks and rewards between the parties in respect of the subject matter of the PPA as applied at the Effective Date to reflect the Conversion.

If the Parties are unable to agree amendments for the Conversion, then either party shall refer the issue for determination by an the Energy Community Secretariat's Dispute Resolution and Negotiation Centre to determine the amendments which should be made for the CfD Conversion as are necessary to achieve (in so far as possible) the Conversion whilst preserving the same balance of benefits, liabilities, risks and rewards between the Parties in respect of the subject matter of the PPA as applied at the Effective Date. Where a matter has not been settled within [sixty (60)] Business Days (or such other time as the Parties may agree) of its referral to mediation by the Energy Community Secretariat's Dispute Resolution and Negotiation Centre, either party may initiate international arbitration in accordance with dispute resolution clause.

be equipped with all the necessary primary and secondary elements, in accordance with the standards used by the TSO.

The complete implementation Project that includes the Wind Farm Lifting Station, the overhead power line and the line tract at the point of connection to the network must be approved by TSO before the start of its implementation. The Developer must implement all the technical conditions of design and implementation of equipment and electrical installations in this investment. TSO will be supervising in all phases of the Project implementation of the connecting infrastructure of this investment for the part that belongs to the line outputs and the high voltage plant, until its final testing.

The TSO will have full access to make in the future the expansion of the Lifting Station near the Selected Site with a new exit in the high voltage busbars, for needs transmission system development.

The technical data of the high voltage equipment to be used, as well as the control and protection system of the rising transformer/s and the line outputs, must be in full compliance with the latest publications of the IEC and EN standards. The technical specifications of the equipment and those of the protection control of the side elements 110 kV must meet the main technical parameters according to the Transmission Network Code and approved by the TSO.

The measuring points of the electric power that the PV will inject in the Transmission Network, will be at the high-voltage output of the 110 / TM boost transformer (s) to be installed and must meet the standard required by the Transmission Grid Code / Metering Code.

The Developer will bear costs for the construction of the Transmission Line and grid connection at the connection point selected by the Selected Bidder. The TSO bears costs of grid reinforcement if applicable.

1.8 Timeline for Execution of Works:

The Time for Execution of Works will be defined in the draft Project Development Agreement to be published by the RFP stage.

1.9 Legal, Economic, Financial and Technical Information (Qualification Documents)

As per Section 8 and Appendix 4 and 4/1 of the Bidding Procedure Documents.

Only Pre-Qualified Bidders shall be allowed to progress to the RFP stage.

1.10 Bidding Procedure

Open

1.11 Deadline for the Submission of Qualification Applications

[Date: 13 June 2022

Time: 18.00 Central European Time]

If the Qualification Application is delivered via mail, it will be deemed to have been duly submitted by the Deadline for the Submission of Bids if it cumulatively meets the following

requirements:

- postmarked date on the Envelopes, confirmed by note of the postal service, is no later than the Deadline for the Submission of Qualification Applications (*i.e. 13 June 2022, Time: 18:00 Central European Time*);
- the MIE receives the Qualification Application no later than the Date for Opening of the Qualification Application, (*i.e. [20 June 2022, Time: 12:00 Central European Time].*)

MIE will issue the confirmation of receipt of the Qualification Application, with the date and time of acceptance. Qualification Applications submitted in person after the Submission Deadline or Qualification Applications submitted by mail that do not cumulatively meet the above conditions will not be considered. They will be returned to the Prospective Bidders without being opened.

1.12 Opening of the Qualification Applications

Date: **[20 June 2022** Time: **12.00 Central European Time]**

The information communicated during the public opening of the Qualification Applications submitted by postal means shall be communicated, upon request, to all the Prospective Bidders who have submitted a Qualification Application.

1.13 Language

Unless otherwise provided in these RFQ Documents and subject to Authentication, Legalization and Translation requirements in Appendix 4, the language of the Qualification Applications shall be in Albanian or English language. If the documentation is submitted in English, the Bidder is obliged to submit also a certified and notarized translation into Albanian language. In case of discrepancy the Albanian translation will be used to interpret information and any ambiguities. The RFQ Documents shall be made available to interested Prospective Bidders in Albanian and English. In case of discrepancy the Albanian language shall prevail.

1.14 Date of Announcement of Qualification Procedure Notice

Date: 15 June 2021

1.15 Date of Conference for Prospective Bidders

As per Estimated Timetable (Appendix 13).

1.16 Notices and Correspondences

Any and all correspondence and notifications between the Contracting Authority and the Prospective Bidders shall be done electronically at the e-mail address of the Contact Person, as specified in paragraph 1.1.1 and the e-mail address of the Prospective Bidder's Contact, as specified in paragraph 1.1.16. Notices sent by one party to the other are deemed to have been received in the moment they are electronically sent (via e-mail) from the sending party.

Contracting Authority may choose at its discretion that certain information, or documents, are sent to the Contracting Authority's address in hard copy.

RFQ DOCUMENTS – INSTRUCTIONS FOR PROSPECTIVE BIDDERS

2 INTRODUCTION

In accordance with decision of the Council of Ministers no. 349, dated 12.06.2018 "*On the approval of support measures for the promotion of the use of electricity from renewable sources of sun and wind, as well as procedures for selecting projects for their benefit*", and the Decree of the Minister no. 336/1, dated 20.12.2019, the Ministry of Infrastructure and Energy has decided to implement a scheme for the "Design, financing, construction, operation, maintenance and transfer of multiple onshore wind Facilities, each with an installed capacity between 10 MW and 75 MW (inclusive), all of which will get support measures, to be located at sites selected by the Bidders within the Republic of Albania". This installed capacity will benefit from the measures promoted by Council of Ministers Decision no. 349, dated 12.06.2018 and a 15 year PPA or Contract for Differences as applicable.

The qualification of the Pre-Qualified Bidders shall be made on the basis of the Qualification Procedure in accordance with qualification and evaluation criteria specified in this document.

Prospective Bidders are hereby invited to submit a Qualification Application which complies with the requirements of these RFQ Documents. Prospective Bidders shall complete the relevant Appendices annexed to these RFQ Documents.

2.1 Legal Basis

The Qualification Procedure, has been organized in accordance with the Council of Ministers no. 349, dated 12.06.2018 "*On the approval of support measures for the promotion of the use of electricity from renewable sources of sun and wind, as well as procedures for selecting projects for their benefit*", as amended.

3. QUALIFICATION PROCEDURE

3.1 Questions Clarifications and Amendments

- 3.1.1 Any Prospective Bidder requiring clarification on these RFQ Documents may send a request for clarification no later than [12 May 2022], electronically by e-mail to the Contracting Authority's Contact Person.
- 3.1.2 The response to such requests for clarification, including an explanation of the query but no identification of its source, shall be posted for all registered Prospective Bidders at regular intervals (e.g. at least once per month, depending on the volume of requests) starting from the Announcement Date. Where it deems appropriate or necessary, the Special Commission may decide, but is not obliged to, post answers to requests for clarification before the respective round. The Contracting Authority may choose to provide a single response to a group of similar queries.
- 3.1.3 A Prospective Bidder may propose amendments and/or corrections to be made to these RFQ Documents, together with a separate note explaining the rationale behind any proposed amendment and/or corrections.
- 3.1.4 Amendments/corrections proposed by Prospective Bidders to these RFQ Documents shall be sent electronically by e-mail to the Contact Person, no later than [17 January 2022]. The Contracting Authority reserves the right not to accept such proposed amendments to these RFQ Documents.
- 3.1.5 The right of the Prospective Bidders to request amendments to the RFQ Documents in accordance with 3.1.3 and 3.1.4 shall not be interpreted as the right of the Prospective Bidder to object these RFQ Documents. For the avoidance of doubt, the right of Prospective Bidders to amend the RFQ Documents in accordance with paragraph 3.3 below shall not be interpreted as the right of Prospective Bidders to submit a Qualification Application that is conditional to such amendments being accepted.
- 3.1.6 If applicable, the amended versions of these RFQ Documents will be made available to all Prospective Bidders before Qualification Application Submission Deadline in which case they shall be binding on the Prospective Bidders. No other communications of any kind whatsoever, including, without limitation, the responses to questions or requests for clarifications, shall be construed as modifying these RFQ Documents.
- 3.1.7 The Contracting Authority may at any time and for any reason, amend *ex officio*, these RFQ Documents (including their Appendices and Schedules). The amended versions shall be made available to all Prospective Bidders and shall be considered as the final RFQ Documents for this Qualification Procedure. In this case, the Contracting Authority may, *ex officio*, postpone at its discretion, the Submission Deadline and notify the new Submission Deadline, if applicable.

3.2 Estimated Timetable

- 3.2.1 The Estimated Timetable of the Qualification Procedure and the Bidding Procedure is specified in Appendix 13 (*Estimated Timetable*).

3.2.2 MIE may, in its sole discretion, amend the Estimated Timetable. In this case, MIE shall promptly notify Prospective Bidders of changes made to the Estimated Timetable.

3.3 Conference for Prospective Bidders

MIE will organize a Conference for Prospective Bidders on [2021] to promote engagement and participation in the Bidding Procedure. This would include without limitation a detailed explanation of the requirements of the RFQ Documents and subsequent RFP stage and replies to selected questions of relevance submitted by Prospective Bidders.

A schedule of the Conference and option to submit questions will be notified to the Prospective Bidders. Further Conferences may be arranged at the discretion of the MIE. Prospective Bidders' participation in any of the Conferences shall be at their sole cost, risk and responsibility.

3.4 Prospective Bidders Due Diligence

Each Prospective Bidder shall be solely responsible for conducting its own independent research, due diligence and any other work or investigation and for seeking any other independent advice necessary or desirable for the preparation of its Qualification Application.

3.5 Confidentiality of Qualification Application

3.5.1 Any material, document, act or written statement containing any information shall be regarded as confidential in accordance with applicable laws, only if it:

- is by its nature confidential;
- is determined to remain confidential.

3.5.2 Prospective Bidders must clearly identify any document or information that they wish to remain confidential by filling in the form as provided in Appendix 1 (*List of Confidential Information*).

3.5.3 If not provided by law, any court decision or these RFQ Documents, no party may disclose technical information, pricing information or any other information relating to the Qualification Procedure without prior approval.

3.5.4 The Contracting Authority shall be considered to not have violated the obligations to maintain confidentiality regarding a Prospective Bidder in the case when data:

- is provided by the Contracting Authority to its employees, consultants or subcontractors only in relation to the Qualification Procedure or in order to prepare for or manage any contract;
- is provided to personnel of the Contracting Authority to enable the effective management and control of the Qualification Procedure;
- is issued by the Special Commission to enable the evaluation of

Qualification Application;

- is issued by the Contracting Authority in response to a request by a committee of the Parliament of Albania;
- is issued by the Contracting Authority within the Government of Albania or to a different Government Department or Agency in accordance with the legitimate interests of the Government of Albania and the Contracting Authority;
- is required to be issued in accordance to the law.

3.6 Confidentiality of Contracting Authority information

The Contracting Authority may require that all written information (whether confidential or not) and regardless of the way such information has been provided to Prospective Bidders:

- be returned to the Contracting Authority – in which case all such information shall be returned immediately by the Prospective Bidder to the address identified by the Contracting Authority; or
- be destroyed by the Bidder – in which case Bidders will be required to immediately destroy all such information and provide the Contracting Authority with written evidence of such destruction.

3.7 Use of Qualification Application documents

- 3.7.1 All Qualification Applications become the property of the Contracting Authority.
- 3.7.2 Notwithstanding the above and without prejudice to any subsequent agreement signed between the Contracting Authority and any Prospective Bidder, the ownership of intellectual property rights in respect of information contained in the Qualification Application remains unchanged.
- 3.7.3 The Contracting Authority may use data contained in any proposal or data provided by a Prospective Bidder for the purposes of the Qualification Procedure (including the preparation or management of any contract or agreement).
- 3.7.4 The Contracting Authority shall treat the Prospective Bidders equally during the Qualification Procedure respecting confidentiality and information provided by them.

3.8 Diffusion of information

The Prospective Bidder shall not make any statement or issue any document or material or provide information for publication in any media in connection with the Qualification Procedure, the assessment of Qualification Applications, the acceptance of any Qualification Application, the conduct of negotiations or any notice of appointment of a Pre-Qualified Bidder without the prior written consent of the Contracting Authority.

3.9 Additional rights of Contracting Authority

3.9.1 Without limitation to its other rights during the Qualification Procedure, the Contracting Authority may, but is not obliged to, at any time without giving any reasons:

- provide any additional information or clarification to all Prospective Bidders;
- seek further information or clarification from any Prospective Bidder about its Qualification Application;
- seek missing information or supplementing documentation from Prospective Bidders in complementation of the Qualification Application;
- seek changes in the organisational structure of the proposed Consortium, if so deems necessary, in accordance with the consortia and group of companies relationship and liability requirements and the substantive content of the Qualification Application;
- require Prospective Bidders clarify supporting documents with additional information or where necessary additional documentation, provided such information does not substantially change the Prospective;
- correct obvious clerical errors in the Qualification after confirmation of the correction by the Prospective Bidder, provided such correction does not substantially change the Qualification;
- answer any questions addressed for clarification to the Contracting Authority by the Prospective Bidders and publish the question and response via email;
- repeat, suspend, re-establish or terminate the Qualification Procedure in accordance with reasons provided in the relevant laws.

3.9.2 Prospective Bidders waive their right to make any claim against the MIE, the Special Commission, the Government of Albania or any of its officials, contractors, employees, agents or advisers in relation to the exercise or failure to exercise any of the rights set out in this paragraph 3.9.

3.10 False information

Any Prospective Bidder who provides false information may be excluded from the Qualification Procedure at any time. If the provision of false information is discovered after prequalification or after selection at the RFP stage, the Contracting Authority has the right to exclude the Bidder from the RFP stage, or after signature of the Project Development Agreement, terminate the Project Development Agreement in accordance with its terms. Prospective Bidders shall use these RFQ Documents without altering their content. Under the Criminal Code of the Republic

of Albania, providing false information, drafting of false or forged documents, as well as providing any false statement or data, is considered a criminal offence.

3.11 Conflict of interest

Cases of conflict of interest shall be dealt in accordance with law 9367/2005 “*On the Prevention of Conflict of Interest in the Course of Exercise of Statutory Functions*”, as amended and its by-laws.

3.12 Unlawful actions

3.12.1 In accordance with the legislation on preventing conflicts of interest and on ethics in public administration, the Contracting Authority shall reject any Qualification Application submitted by a Prospective Bidder that has:

- given or is intending to give to any present or former employee of the Contracting Authority a gift in cash or any other form as an inducement to affect an action or decision during the Bidding Procedure;
- has an unresolved conflict of interest or dispute in relation to the Qualification Procedure; or
- has submitted false documents/information related to the requirements of these RFQ Documents.

3.12.2 No Prospective Bidder (including its agents and representatives) shall contact or attempt to contact any member of the Contracting Authority, any member of the Special Commission, or any member or employee of the Government of Albania or its departments, ministries, agencies or local executive bodies, in relation to the Qualification Procedure, except per the procedures set forth in this RFQ Document.

3.12.3 The Contracting Authority will inform in writing any Prospective Bidder and any entity of the Government of Albania with respect to any unlawful action and will include any notifications in the report on the Qualification Procedure.

3.13 Costs

3.13.1 Each Prospective Bidder shall bear its own costs and expenses in respect of the preparation and submission of its Qualification Application.

3.14 Consortium

3.14.1 A Prospective Bidder may take the form of a consortium (a “**Consortium**”) comprised of two or more companies, corporate bodies or other legal entities.

3.14.2 Each Consortium shall appoint and authorize one lead member (“**Lead Member**”) to

irrevocably represent all members of the Consortium in all matters connected with the Qualification Procedure and the Bidding Procedure.

3.14.3 No Person may participate in two or more Qualification Applications whether individually or as a member of a Consortium.

3.14.4 No Bidder or member of a Consortium may have Control over another Bidder or member of another Consortium.

3.15 Compliance with the RFQ Documents

Any Prospective Bidder shall consider the guidelines, criteria, requirements, specifications, deadlines and all the information included in these Bidding Procedure Documents. In case the Prospective Bidder:

- does not fulfil all the documentation and information included in the RFQ Documents; or
- submits a Qualification Application that does not comply to terms and conditions of the RFQ Documents; or
- submits a Qualification Application that deviates from the structure proposed under this Qualification Procedure and which is not brought into compliance as required during the Rectification Process.

The Contracting Authority shall determine that the Qualification Application is non-compliant with the RFQ Documents and shall disqualify the Qualification Application.

4 PREPARATION OF THE QUALIFICATION APPLICATIONS

4.1 Content of the Qualification Application

The Qualification Application shall comprise the Qualification Documents, in accordance with the requirements of Section 8 and Appendix 4 and 4/1.

4.2 Language of the Qualification Application

Unless otherwise provided herein, Prospective Bidders shall prepare their Qualification Application Documents in Albanian or English language. When the Qualification Application Documents are in English language, they shall be accompanied with a certified and notarized translation in the Albanian language. Brochures that are part of the Qualification Application Documents , may be submitted in English language or a foreign language with certified translation of the pertinent passages in English or Albanian.

4.3 Clear Reference

- 4.3.1 Prospective Bidders should include in any document a clear reference to the relevant page and paragraph of the RFQ Documents.
- 4.3.2 Any financial information in connection with the Qualification Procedure should be expressed in Euro. If any elements of a Qualification Application are submitted in a currency, other than Euro, that amount will be evaluated by reference to Euro. All amounts would be converted by reference to the official rate of the European Central Bank, on the day of issuance of these RFQ Documents.

5 SUBMISSION OF QUALIFICATION APPLICATIONS

5.1 Qualification Application Submission Deadline

5.1.1 The Submission Deadline for the Qualification Applications is:

Date: [13 June 2022]

Time: 18:00, Central European Time

5.1.2 MIE may at its discretion, extend the Qualification Application Submission Deadline by giving notice to all Prospective Bidders.

5.2 Form of Submission

5.2.1 Prospective Bidders shall submit their Qualification Application Documents at the following address: Ministry of Infrastructure and Energy, Abdi Toptani St., no 8, Tirana, Albania, not later than the date and hour as indicated at 5.1.1. in printed and electronic version.

5.2.2 If the Qualification Application is delivered via mail, the application will be deemed to have been duly submitted by the Deadline for the Submission of Qualification Applications if it cumulatively meets the following requirements:

- postmarked date on the Envelopes, confirmed by note of the postal service, is no later than the Deadline for the [Submission of Qualification Applications (*i.e.* 13 June 2022, Time: 18:00 Central European Time)];
- the MIE receives the Qualification Application no later than the Date for Opening of the Bids (*i.e.* [20 June 2022, Time: 12:00 Central European Time]).

Qualification Applications submitted in person after the Submission Deadline or Qualification Applications submitted by mail that do not cumulatively meet the above conditions will be rejected. Each Prospective Bidder shall submit only one Qualification Application.

5.2.3 Requests for clarification in relation to the submission of the RFQ Documents shall be submitted to the Contact Person, not later than [12 May 2022].

5.2.4 The RFQ Documents of the Prospective Bidders shall be submitted in original or in authenticated original copies, as per requirements provided under these Qualification Documents, in particular Authentication, Legalisation and Translation Requirements, as provided under Appendix 4 of the RFQ Documents. Each page of the documents contained in the original Qualification Application must be consecutively numbered and initiated by the Authorized Representative of the Prospective Bidder.

5.2.5 All figures expressed in the Qualification Application should be expressed in numbers and words, in the following format “1,000 (one thousand) (e.g. three million: 3,000,000)” and in the case of inconsistency words shall prevail over numbers.

5.2.6 Each original hard-copy of the Qualification Application Documents, shall be typed or written in indelible ink. An electronic version of the Qualification Application Documents saved on an USB drive shall accompany the hard-copy. The Authorized Representative of the Prospective Bidder shall sign the original hard-copy Qualification Application Documents and initial all of its pages, except for un-amended pre-printed

literature. Qualification Application Documents shall contain no alterations, omissions or additions, unless such corrections are signed by the person or persons signing the Qualification Application Documents.

- 5.2.7 Any and all the documents to be submitted by the Prospective Bidder must be contained in a closed and sealed envelope (Envelope 1), and be saved in electronic version in a dedicated USB drive contained in a closed envelope (Envelope 2) to be sent jointly with Envelope 1. Both Envelope 1 and the USB drive contained in Envelope 2 shall be placed into a third closed and sealed envelope (Envelope 3), which shall be submitted by the Prospective Bidder. For the sake of clarity, Prospective Bidders must submit Envelope 3 only, which should contain inside both Envelope 1 and Envelope 2 with the USB drive containing electronic version of all submitted Qualification Application Documents.
- 5.2.8 Envelope 1 must contain all Qualification Documents, as specified under these RFQ Documents, and especially under Appendix 4. The USB drive must contain the same documents in electronic version.
- 5.2.9 Each Envelope should provide (i) the name and address of the Prospective Bidder / Consortium (and its members); (ii) the name and address of the Contracting Authority; and (iii) the note: “Qualification Application for the design, financing, construction, operation, maintenance of an onshore wind Facility with an installed capacity between 10 MW and 75 MW (inclusive), all of which will get support measures, to be located at a site selected by a Prospective Bidder within the Republic of Albania.” Envelope 3 should indicate the note: “Do not open, except for cases where the Special Commission is present, and not before [20 June 2022, 12:00 CET”].

6 WITHDRAWAL OF QUALIFICATION APPLICATIONS

6.1 Requirements for additional information

A Prospective Bidder shall immediately notify the Contracting Authority in the event that any Prospective Bidder considers that there is any non-compliance, mistake, uncertainty or discrepancy in the Qualification Procedure, the RFQ Documents or any information provided by the Contracting Authority in order that the Contracting Authority can make any readjustment it deems appropriate.

6.2 Withdrawal of Qualification Applications

A Prospective Bidder may withdraw its Qualification Application without penalty after submission, provided that a notice of the withdrawal is received by the Contracting Authority prior to the Qualification Application Submission Deadline.

6.3 Material non-conformities, non-material deviations, unintentional errors, irregularities or missing information in the Qualification Application

The Contracting Authority may require Prospective Bidders to provide amendments, additional information and supplementing documentation in due form by a deadline as indicated by the Evaluation Commission, or rectify or make amendments to the supporting documents by the Rectification Deadline as per paragraph 7.3. (this process referred as **`Rectification`**). Provided that during the Rectification process, the Contracting Authority ensures equal and fair treatment of all Prospective Bidders and give Prospective Bidders that are in a comparable position an equal opportunity to make similar amendments or rectifications, such Rectification process can result in a materially changed Qualification Application.

The Contracting Authority may correct obvious clerical errors in the Bid after confirmation of the correction by the Prospective Bidder by the Rectification Deadline.

Unless otherwise provided under specific provisions of these RFQ Rules, the Contracting Authority will not accept any further modification or addition to a Qualification Application following the Rectification during the Qualification Phase. The Contracting Authority shall not be responsible for any losses or consequences arising out of a Qualification Application containing an error.

7 GENERAL RULES REGARDING ASSESSMENT AND EVALUATION OF QUALIFICATION APPLICATIONS

- 7.1 Upon expiry of the Submission Deadline, the Special Commission shall identify the Prospective Bidders and shall open the Qualification Applications, which have been submitted to the Contracting Authority.
- 7.2 Qualification Applications will be qualified in accordance with the criteria and rules of Section 8. Pre-Qualified Bidders will further progress to the RFP stage and be further evaluated in accordance with the criteria and rules determined in the RFP Documents.
- 7.3 Where the Special Commission deems it convenient or necessary, it may (but shall not be obliged to) request via e-mail or postal mail written clarification or additional information from a Prospective Bidder as per the below. Whenever such request is made, the Prospective Bidder shall provide written clarifications or additional missing information or supplementing documents to the Special Commission by such date and in such form as may be specified by the Special Commission.
- 7.3.1 In an attempt to promote competition and transparency in the Bidding Procedure, the Special Commission may, but is not obliged to, request Prospective Bidders:
- clarify supporting documents, make amendments or rectify certain material deviations that can be reasonably rectified by the Rectification Deadline through submission of additional information or additional documentation by a deadline as indicated by the Evaluation Commission, or
 - rectify formal or non-substantial irregularities by the Rectification Deadline.
- 7.3.2 Contracting Authority may in its discretion invite Prospective Bidders in various rounds of clarification, supplementing of additional information or rectification.
- 7.3.3 During the Rectification process, the Contracting Authority will ensure equal and fair treatment of all Prospective Bidders. Upon request, Contracting Authority shall disclose with all Prospective Bidders in an anonymised form categories of amendments or rectifications that have been permitted for the Prospective Bidders. This information will be disclosed in aggregated and anonymised form, ensuring in particular protection of confidential or business sensitive information. The Contracting Authority must give Prospective Bidders that are in a comparable position an equal opportunity to make similar amendments, supplementations or rectifications.
- 7.3.4 The Special Commission will not contact Prospective Bidder(s) with further clarification or rectification requests during the Pre-qualification phase as per this section, if it determines their Qualification Application as non-responsive based on other substantial non-conformities or irregularities that cannot be reasonably remedied or rectified by the Rectification Deadline.
- 7.3.5 The Special Commission will not contact Prospective Bidder(s) with further

clarification or rectification requests during the evaluation phase as per this section, if it reasonably determines that Prospective Bidders have abusively or by gross negligence submitted incomplete Qualification Applications.

7.3.6 Examples of additional information, clarification or rectification that the Contracting Authority may request during the examination phase as per paragraph 7.4.1. above, could, without limitation, consist of the following:

- In connection to the sufficient evidence demonstrating past experience, the Special Commission may request additional clarifications or further details or missing documents in relation to already submitted references for past experience in the Qualification Application, but cannot accept information on a new project reference that was not originally referred under the Application submitted by the Submission Deadline;
- In connection to the sufficient evidence to demonstrate sufficient technical capabilities, the Special Commission may request additional information from the Prospective Bidder on the scope of activities performed under a specific past experience already referred to in the Application, or by further enquiries on the capabilities of experts that were already listed in the Application. The Special Commission cannot however accept during the evaluation phase new references not originally included in the Qualification Application.
- In connection to the evidence required to demonstrate consortia relationships and liabilities or demonstrate Control over another undertaking, the Special Commission may request commercial certificates, statements, other corporate documents or contracts in respect to an already referred entity or undertaking in the Application, but it cannot accept corporate documents about an entirely new entity that was not originally referred to in the submitted Application.
- In connection to the Prospective Bidders' organisational structure, amendments or changes in the consortia or participation agreements, changes in the liabilities of the relevant members, re-positioning of a sub-contractor or consortia member in a new role within the Consortia or Prospective Bidder's structure arrangement, or determining a related company or referred sub-contractor as new member of the Consortia arrangements. It cannot however accept the inclusion of an entirely new entity that was not originally referred to in the submitted Qualification Application with the exception of cases of insolvency or bankruptcy of that entity.
- Special Commission may require Prospective Bidders to rectify certain authenticity, legalisation or translation requirements of documents comprising the Qualification Documents by the Rectification Deadline or at a later deadline as defined in Appendix 4/1.

7.3.7 None of the above provisions shall be deemed as creating legal rights on the Prospective Bidders to claim from the Special Commission to seek amendments, additional or clarification information. For the avoidance of doubt, the Special Commission may, but is not obliged to exercise its powers under paragraphs 7.3.1 to

- 7.4 The Special Commission may waive any minor non-conformity or irregularity in an Application, which does not constitute a material deviation from the Qualification Requirements, and which does not prejudice or affect the determination of responsiveness or evaluation of the Qualification Application in accordance with the provisions of these RFQ Documents.
- 7.5 The Contracting Authority or the Special Commission may ask for any assistance or advice from other state institutions or experts (including legal, financial or technical) during the Applications evaluation process. The Special Commission will review any suggestions, assessment or advice provided by other state institutions or experts as a relevant part of the Applications evaluation process.
- 7.6 The Contracting Authority may perform any reasonable investigation or similar procedure that it deems necessary to examine the integrity and financing relating to a Qualification Application of the Prospective Bidder, or any other elements that it deems appropriate, or necessary.
- 7.7 A Prospective Bidder shall immediately provide any information or assistance required by the Contracting Authority in order that any necessary investigation can be made.

8 QUALIFICATION OF PROSPECTIVE BIDDERS AND APPLICATIONS

8.1 Qualification of Prospective Bidders

The Special Commission shall conduct a detailed examination of the Qualification Documents that are submitted as part of a Qualification Application in order to determine whether a Prospective Bidder will pre-qualify for the RFP stage.

8.2 Qualification Documents

Qualification Documents shall comprise all the documents set out in Appendix 4 and 4/1.

8.3 Examination of Qualification Documents

8.3.1 The Special Commission will examine each Prospective Bidder's Qualification Documents (including supplementary information or documentation provided following clarification / rectification requests in a Rectification process in accordance with paragraph 7.3.) to determine whether all documents required as per Appendix 4 and 4/1 have been submitted and whether these documents have been properly executed (**"Preliminary Examination"**).

8.3.2 Any Qualification Documents (including supplementary information or documentation provided following clarification / rectification requests in a Rectification process in accordance with paragraph 7.3.) which are found not to contain a full set of properly presented or executed documents as per the requirements of Appendix 4 and 4/1 will be rejected by the Special Commission and not included for further consideration.

8.3.3 The Special Commission will carry out detailed evaluation of the Qualification Documents that have not been rejected after Preliminary Examination in order to determine whether they are responsive to the Qualification Criteria. In order to reach such a determination, the Special Commission will examine the information and documentation supplied by each Prospective Bidder and take into account the following factor:

Qualification Criteria set out in Appendix 4 and 4/1 shall be evaluated on a "pass"/"fail" basis for each such criterion.

8.3.4 A Prospective Bidder whose Qualification Documents are determined by the Special Commission to meet all Qualification Criteria specified in Appendix 4 and 4/1 shall be designated as a **"Pre-Qualified Bidder"**.

8.3.5 A Prospective Bidder whose Qualification Documents are determined by the Special Commission not to meet the Qualification Criteria specified in Appendix 4 and 4/1 shall be designated as a **"Non-Qualified Bidder"**.

8.3.6 Following evaluation of the Qualification Documents the Special Commission will either:

- designate a Prospective Bidder as a Non-Qualified Bidder and reject its Qualification

Application on the grounds that it does not meet all Qualification Criteria and/or other requirements set forth in Appendix 4 and 4/1 in which case the Contracting Authority shall notify the Non-Qualified Bidder according to Appendix 8 (*Non-Qualified Bidder Notification Form*); or

- designate a Prospective Bidder as a Pre-Qualified Bidder. The Contracting Authority shall provide a notice to all the Pre-Qualified Bidders, in connection with their qualification.

8.3.7 The Non-Qualified Bidder may present a claim to the Contracting Authority for its non-qualification, as per the form in Appendix 10 (*Contract Authority Complaint Form*), within 5 (five) calendar days from the day it has received notice, of the Non-Qualified Bidder Notification Form.

8.3.8 The Special Commission shall proceed with the RFP stage according to the timeline, and send the RFP to the Pre-Qualified Bidders.

9 LIMITATIONS

9.1 Right to suspend the Qualification Procedure or discontinue the RFP Procedure

The Contracting Authority reserves the right to suspend the tender process, be that at this RFQ stage or the RFP stage, either temporarily or permanently in accordance with legal provisions following any decision taken by the Contracting Authority in the event of internal reorganization or in any other unforeseen situation.

Prospective Bidders will have no right to receive any compensation for loss of profit, costs or expenses in the event that the Qualification Procedure is suspended or the RFP stage is not launched.

9.2 Right to declare the Qualification Procedure unsuccessful

The Contracting Authority will consider this Qualification Procedure unsuccessful if:

- No Qualification Applications have been submitted; or
- No Qualification Applications comply with the RFQ requirements.

9.3 Right to declare the Qualification Application invalid

A Qualification Application shall be considered invalid in the event that:

- The Qualification Application contains false information; or
- The Qualification Application does not comply with any requirements of the Qualification Procedure Documents.

10 FURTHER INFORMATION ON THE RFP (2nd) STAGE

10.1 Requirements at the RFP stage

At the RFP stage, each Pre-Qualified Bidder will be invited to demonstrate the viability of its Proposed Site, the technical, environmental and social feasibility of its Project, and to submit a Financial Bid. The technical, environmental and social criteria will be evaluated on a pass/fail basis; then the Financial Bids (i.e. price) will be used to select the Projects that will receive support measures. Financial Bids that exceed a ceiling price of EUR 75 (seventy-five euros) per MWh ("**Ceiling Price**") will not be considered for selection.

The RFP Submission Deadline for responding to the RFP Request is expected to be in [February May](#) 2023.

As part of its Response to the RFP, each Pre-Qualified Bidder will be expected to demonstrate the viability of its Proposed Site by submitting the documents below. **MIE therefore encourages Prospective Bidders to start the required activities as soon as possible in order to be able to meet the RFP Submission Deadline**, in particular as per the below:

- (i) Evidence that the Proposed Site is not located in areas defined as “constraints” or “no go areas” in the Wind Siting Study in Appendix 15.
 - This may include without limitation cadastral maps or other equivalent maps with clearly visible coordinates for the Proposed Site⁵.
- (ii) Evidence that the Proposed Site meets other suitability criteria, defined under the *Decision of the Council of Ministers No. 349, dated 12.06.2018 “On the approval of support measures for the promotion of the use of electricity from renewable sources of sun and wind, as well as procedures for selecting projects for their benefit”, as amended*.
 - Each Pre-Qualified Bidder shall submit cadastral maps or other equivalent maps over all parcel(s) of land that constitute the Proposed Site .
- (iii) Development permit issued by the competent authority, in accordance with Law No. 107/2014 *"On Territorial Planning and Development"*, as amended ("**Law 107/2014**"), and the decision of the Council of Ministers No. 408, dated 13 May 2015 *"On the approval of the Regulation of the Territory Development"*, as may be amended ("**DCM 408**").
 - The development permit is defined by Law 107/2014 as a document which sets out the development conditions regarding a certain property. The

⁵ The recommended coordinate system being either geographic WGS84 or projected WGS 84 /UTM Zone 34N. Other most common coordinate systems for Albania are welcome provided that they are clearly declared (so to make it possible to easily convert them into WGS84).

development permit serves as a basis for the issuance of a construction permit and is valid until the obtention of the latter.

- The development permit is required regarding any cadastral parcel and it has to be granted in compliance with the general regional plan or detailed regional plan, as the case may be.
- The application for the development permit is done online through the e-permit portal which may be found on the website e-albania.al. Depending on the location of the Proposed Site, the development permit may be issued by the National Territory Council, or the mayor of the relevant municipality.
- The procedure and documents⁶ required for the obtention of the development permit are laid out under DCM 408. The duration of the procedure for the obtention of the development permit may be between 25 (twenty-five) to 35 (thirty-five) Business Days, from the submission of the application. An additional period of 30 (thirty) Business Days is required if there is a need to perform an archaeological inspection of the area or if the opinion of cultural heritage institutions, or of other relevant public institutions, is required.

(iv) Grid connection offer issued by the TSO , in accordance with the Transmission Code, approved by decision No. 186, dated 11 November 2017 ("**Transmission Code**") of the Albanian Energy Regulatory Entity and the Rules of Procedures for New Connections and Modification of Existing Connections to the Transmission Network, approved by decision No. 87, dated 20 April 2018 of the Albanian Energy Regulatory Entity`, as may be amended ("**Regulation on New Connections**").

- In order to apply for a connection offer, the Pre-Qualified Bidder shall submit to the TSO an application form, as set out under the Regulation on New Connections, accompanied by a set of legal and technical documents⁷.
- Upon receiving the application, the TSO conducts a study on the

⁶ The list of documents to be submitted for the obtention of the development permit includes:

- An application form;
- A PoA / authorization for the submission of the application;
- Documents on the usage rights of the developer over the proposed site and any agreement related thereto;
- The survey plan of the property, on scale 1:500, prepared by a licensed topographer;
- Proof of payment of the application fee (if applicable);
- A copy of the topography licence and planner licence;
- A Preliminary project-idea, accompanied by a plan showing the facility in an updated map, as well as a feasibility report.

⁷ The list of documents to be submitted for the obtention of the grid connection offer includes:

- Application form;
- Legal and administrative information (name of company, name of the legal representative, address, phone, fax, e-mail, web, etc.);
- Data on the grid user, on the system and facility to be connected to the grid, including connection point coordinates on the grid map of the transmission system;
- A written statement on the willingness to implement correctly the provisions of the Transmission Code;
- Connection study of the generation units and data in accordance with the planning code, as set out under chapter III of the Transmission Code;
- Detailed schedule of the project, including the design, construction phases, commissioning and related timeline;
- A list of general and technical documentation attached to the application form;

receivability of the application and afterwards submits to the Pre-Qualified Bidder a "connection offer" which the latter may elect to accept within 60 (sixty) days from its reception, by signing the "acceptance declaration".

- It is worth noting that the connection offer, duly accepted by the Pre-Qualified Bidder does not constitute a grid connection agreement. TSO and the Pre-Qualified Bidder may sign the grid connection agreement within 18 months from the reception of the grid connection offer by the Selected Bidder.
 - The Contracting Authority is liaising with the TSO to ensure the latter issues a cost-estimation for the grid connection at the connection offer stage, without waiting for a final grid connection agreement.
- (v) Environmental and Social Impact Assessment (ESIA) study prepared in accordance with the most stringent substantive criteria of the Albanian applicable law, European Union (EU) environmental *acquis*, and lenders / international financial institutions (IFIs) environmental and social standards and requirements, (including at least 1 (one) year of bird and bat data ("**1-Year Bird and Bat Data**")) and in accordance with *Appendix 14 (Terms of Reference for an ESIA) (RFP Stage)*.
- EU environmental *acquis* and IFIs environmental and social requirements must include, but shall but not be limited to, the relevant requirements of the Environmental Impact Assessment (EIA) Directive 2011/92/EU of 31 December 2011, as amended by Directive 2014/52/EU; the Industrial Emissions Directive 2010/75/EU, the Birds and Habitat Directives 2009/147/EC, 93/43/EEC; the Good international industry practice for the development of wind onshore facilities such as for example the World Bank Group (WBG) Environmental, Health, and Safety (EHS) Guidelines on Wind Energy (2015) or equivalent standards; as well as environmental and social standards and requirements applicable by potential lenders, such as the International Financial Institutions (IFIs), and standards applicable by commercial banks adhering to the Equator Principles available at: <https://equator-principles.com>. For more details please refer to *Appendix 14 (Terms of Reference for an ESIA) (RFP Stage)*.
 - The 1-Year Bird and Bat Data must be collected according to the methodologies and requirements described in the guidelines: "Guidance note – methods for monitoring bird populations at onshore windfarms" by Scottish Natural Heritage and "Guidelines for consideration of bats in wind farm projects" by Eurobats (https://www.eurobats.org/sites/default/files/documents/publications/publication_series/pubseries_no6_english.pdf).
 - For the avoidance of doubt, performance of the above ESIA requires a Pre-Qualified Bidder to arrange for the consultation of the affected public, relevant stakeholders and communities in accordance with the Applicable Laws, provide them access to the relevant environmental information and allow them to submit

comments. This is without prejudice to the right of the affected parties to challenge a decision of the Contracting Authority before the relevant bodies pursuant to the Applicable Laws.

- For the avoidance of doubt, this stage does not require a Pre-Qualified Bidder to complete the formal procedure to obtain formal approval by the potential lenders or the Albanian competent authorities of the ESIA study; it only requires preparation of an ESIA study that complies with the substantive environmental and social standards. Within 6 (six) months after the RFP award decision on the Selected Bidder(s), which period may be extended for the duration of a Force Majeure Event or Governmental Material Adverse Act or as required by the Albanian competent authorities,⁸ and building on the ESIA substantive study submitted as a part of the the RFP Proposals, Selected Bidder(s) must complete the formal procedures for the formal issuance of the environmental permit under the Albanian law and for obtaining formal approval of the ESIA by the potential lenders. For more details please refer to Appendix 14 (*Terms of Reference for an ESIA*) (*RFP Stage*).

(vi) Energy yield report (based on at least a year of onsite wind measurements) as required by good industry practice.

- For the measurement campaign it is required:
 - use of high-quality (preferably Class I anemometer) calibrated anemometer, as close to hub height as possible (preferably $>2/3$ of hub height). Installation of anemometers, preferably at three heights, so that vertical extrapolation may be accurately performed.
 - use of redundant anemometers so that potential for loss of data due to tower shadow or sensor failure is minimal. Use long booms to minimize the impact of flow distortion.
 - deployment of two or more met-masts for a wind-farm site, preferably one met-mast for every 5–8 turbines or 10–20 MW capacity (the lower number is for a complex terrain and the higher number for a simple terrain).
 - rigorous collection and analysis of daily data feeds. Ensure that raw data are archived and an audit trail exists for data corrections, so that the data can be independently verified.
 - The Annual Energy Production (AEP) shall take into consideration the following aspects:
 - AEP shall be based on a linear wind flow model for a simple terrain or a computational fluid dynamics (CFD) model for a complex terrain.
 - Long-term correction of AEP should be computed to account for annual variability of the wind climate.
 - Site-specific losses and uncertainty should be estimated.

⁸ Detailed terms on Force Majeure and Material Adverse Act will be published later by the RFP stage.

Extreme wind speed should be estimated to select a class of turbines suitable for the site.

- (vii) Evidence that the Pre-Qualified Bidder has right of ownership or exclusive real right to occupy, use and enjoy the proposed site, with a view to design, construct, install, operate and maintain the project, submitted in a form satisfactory for the issuance of a construction permit and duly registered with the relevant local directorate(s) of the State Cadastre Agency.
- For the avoidance of doubt, formal issuance of the construction permit is not required at the RFP stage; it must be completed by the Selected Bidder after an award decision.
 - Demonstration of title of ownership or use may, without limitation, include, ownership certificates, contracts for the transfer of ownership right over the site or right to use and enjoy the site; lease, emphyteusis or usufruct contracts, authorisations for use of a public site issued by the competent public bodies or municipalities.
 - Regardless of the process for acquiring the necessary land rights or property, the developer should in any case maintain compliance with the Applicable requirements for ESIA as outlined in Appendix 14, including the preparation of a Resettlement Plan for the proposed site, transmission line and any other associated facilities..
- (viii) Evidence that sufficiently demonstrates availability of land for right of way as required for the construction and operation of the transmission line for connecting the Project to the grid by TSO approval and in accordance with the applicable laws No. 43/2015 as amended “On Power Sector”, and no 7/2017 “On promotion of energy from Renewable sources”.
- Each Pre-Qualified Bidder shall be required to identify the parcels of land (either private or publicly owned) upon which shall be constructed the transmission line. The Pre-Qualified Bidders shall be required to submit contractual arrangements/promises or letters of agreement “in principle” issued by the owners or users of the relevant parcels of land which demonstrate that the Pre-Qualified Bidders shall be granted the right of way over each parcel of land for the construction, operation and maintenance of the transmission line.
 - Regardless of the process for acquiring the necessary land rights or property, the developer should in any case maintain compliance with the Applicable requirements for ESIA as outlined in Appendix 14, including the preparation of a Resettlement Plan for the proposed site, transmission line and any other associated facilities..

(ix) Binding statement issued by a Pre-Qualified Bidder attesting compliance of the equipment and of the design, construction, commissioning, and operation of the Project with the international standards and technical specifications.

- All the relevant and applicable international and local standards shall be applied. The following list of minimum relevant standards shall be considered as a non-exhaustive reference:
 - IEC 61400-01 Design requirement;
 - IEC 61400-04 Design requirements for wind turbine gearboxes;
 - IEC 61400-05 Wind Turbine Blades;
 - IEC 61400-06 Tower and foundation design;
 - IEC 61400-07 Safety of WTG power converters;
 - IEC 61400-11 Acoustic noise measurement techniques;
 - IEC 61400-12-1 Power performance measurements;
 - IEC 61400-12-2 Power performance based on nacelle anemometry;
 - IEC 61400-12-3 Wind Farm Power performance testing;
 - IEC 61400-12-4 Power performance verification of electricity producing wind turbines based on numerical site calibration;
 - IEC 61400-13 Measurement of mechanical loads;
 - IEC 61400-14 Declaration of sound power level and tonality;
 - IEC 61400-15 Assessment of site specific wind conditions for wind power stations;
 - IEC 61400-21 Measurement and assessment of power quality characteristics of grid connected wind turbine;
 - IEC 61400-22 Conformity Testing and Certification of wind turbines;
 - IEC 61400-23 Full-scale structural testing of rotor blades;
 - IEC 61400-24 TR Lightning protection;
 - IEC 61400-25 Communication for monitoring and control of wind power plants;
 - IEC 61400-26-1: Time based availability for wind turbines;
 - IEC 61400-26-2: Production-based availability for wind turbines;
 - IEC 61400-27-1 Electrical simulation models for wind turbine generation;
 - IEC 61400-27-2 Electrical simulation models for wind power plant generation;
 - IEC 61400-30 Safety of the WTGs General principles for Design;
 - IEC 61400-40 Electromagnetic Compatibility (EMC),
 - IEC 61400-415 Terminology.

(x) A Pre-Feasibility Study covering:

(a) Technical aspects

- General description of the Site
- Wind resource assessment (i.e. anemometric stations specifications, raw wind measurements, anemometric study, tentative turbine layout, etc.)

- Technical constraint analysis (i.e. access roads, site slopes analysis, proximity with power substations, etc.)
 - Datasheets for proposed WTG equipment
- (b) Environmental and social aspects
- ESIA (as specified above)
- (c) Financial aspects
- A financial plan demonstrating the financial viability of the proposed Project. The financial analysis is expected to show annual cash flows for each year throughout the project life, including:
 - Energy yield
 - Energy revenue
 - Capital costs
 - Operations and maintenance costs
 - Financing arrangements
 - Rates of return
- (xi) Evidence of trustworthy and verifiable funding to cover the total value of the proposed Project investment in the form of either:
- (a) Letter(s) of "in principle" support issued by financing institution(s) with a minimum credit rating of A3 by Moody's (or equivalent); or
 - (b) Authorisation from the company's Board, or similar highest decision-making authority of the Pre-Qualified Bidder, to provide funding from internal sources; or
 - (c) A combination of (a) and (b) above.

10.2 Future wind tenders

This Bidding Procedure is the first in a planned series of wind competitive procedures. Projects that are unsuccessful in the first Bidding Procedure will be allowed to participate in future competitive procedures for the award of support measures to wind projects. The Contracting Authority plans to publish information on the timing and capacities of future competitive procedures in due course. The restrictions on individual project size and constraints for the proposed sites will also be reviewed for future tender rounds.

APPENDIX 1 LIST OF CONFIDENTIAL INFORMATION

[Appendix to be filled out by the Prospective Bidder]

(Note down the information you wish to remain confidential)

Type, nature of information to be kept confidential	Number of pages and points in the tender documents you wish to remain confidential	Reasons for keeping this information confidential	Time limit for keeping this information confidential

APPENDIX 2

DECLARATION FORM OF APPLICATION

Recipient: Ministry of Infrastructure and Energy of the Republic of Albania (“**MIE**”)

Procedure: Two-stages, with an option for negotiation

Short Description of the Project: Design, financing, construction, operation, maintenance and transfer of a Wind Onshore Facility, with an installed capacity between 10 MW and 75 MW (inclusive), all of which will get support measures, to be located at a site chosen by a Selected Bidder within the Republic of Albania (the “**Procedure**”).

Referring to the above-mentioned Procedure, we, the undersigned [•], in the capacity of [•] declare that:

- A. having examined the RFQ Documents, we accept without reservation the requirements, deadlines and conditions stated in the RFQ Documents;
- B. we fulfil all legal, economic, financial and technical requirements stated in the RFQ Documents;
- C. our Qualification Application is valid for the period stated in the Qualification Procedure Documents, and will remain binding on us if we are designated as Pre-Qualified Bidder and decide to make a valid submission in the RFP stage in accordance with the RFP requirements;
- D. we shall not participate as a Prospective Bidder in more than one Qualification Application for this Project;
- E. we authorize the Contracting Authority to verify the information and documents attached to this Qualification Application ;
- F. we understand that MIE may cancel the Qualification Procedure at any time, that MIE is not bound to accept any Qualification Application that it may receive and that MIE invites the Prospective Bidders to submit their Qualification Applications for the Project without incurring any liability to the Prospective Bidders, in accordance with paragraph 12 of the RFQ Documents. We agree and understand that the Qualification Application is subject to the provisions of the RFQ Documents. In no case shall we have any claim or right of whatsoever nature if the Project is not awarded to us.

Date of Declaration:

Prospective Bidder or Lead Member

of Consortium: Signature:

Seal:

APPENDIX 3
STATEMENT ON CONFLICT OF INTEREST
*[Appendix to be filled out by the Prospective Bidder, or every
member of the Consortium]*

To: [Name of the Contracting Authority]

We, [Name of the Prospective Bidder] are participating in the competitive process which will take place on [•] as announced by the Ministry of Infrastructure and Energy of the Republic of Albania.

Conflict of interest is the state of conflict between the public duty and private interests of an official, where he has private interests, directly or indirectly that affect, which may affect or appear to affect the unfair carrying out of statutory duties and responsibilities.

In implementation of Article 21, point 1, of Law no. 9367, dated on 07.04.2005, the categories of Officials stipulated in Chapter III, Section II, that are absolutely forbidden to directly or indirectly benefit from the conclusion of contracts with a public party is:

- President of the Republic, Prime Minister, Deputy Prime Minister, Ministers, or Deputy Ministers, Members of Parliament, Judges of Constitutional Court, Judges of High Court, the Head of High State Audit, General Prosecutor, the Ombudsman, Members of the Central Election Commission, Members of High Council of Justice or General Inspector of the High Inspectorate of Disclosure and Audit of Assets, Members of regulatory Entities (Supervision Council of Bank of Albania, including the Governor and the Deputy Governor, of competition, Telecommunication, Electricity, Water Supply, insurance, bonds, media), General Secretaries of Central Institutions as well as every public official in each public institution whose position is equivalent to that of the General Directors.

If the official holds the position of the Mayor or Deputy Mayor, Chair or Deputy Chair of the Commune or City Council, member of the respective council or is an official of a high ranking position of a local government unit, the prohibition due to the private interests of the official, stipulated in herein, is only applied to the formation of contracts, according to case, with the Municipality, Commune or the county council where the official exercises these functions. This prohibition is also applied when party in the contract one is a public institution, subordinate to this unit (Article 21 point 2 of law No. 9367, dated on 07.4.2005).

The prohibitions stipulated in Article 21, points 1, 2 of Law no. 9367, dated on 04/07/2005, with the relevant exceptions, are applied to the same extent to the persons related to the official which to this law means: **the spouse, co-habitant, adult children or the parents of the official and the spouse or co- habitant.**

I, the undersigned _____, in the Capacity of the representative of the legal person, declare under my personal responsibility that:

I am aware of the requirements and prohibitions provided in Law No. 9367, dated on 07.04.2005 "*On the Prevention of Conflict of Interest in the Course of Exercise of Statutory Functions*" amended, as well as in the by-laws issued for its implementation by the High Inspectorate of Disclosure and Audit of Assets.

In accordance with them, I declare that none of the officials set out in **Chapter III, Section II** of law no. 9367, dated on 07.04.2005, and in this statement, does not possess private interests, directly or

indirectly with the legal person I represent herein.

Date of statement submission [•]

Name, Surname, Signature

Seal

APPENDIX 4

QUALIFICATION CRITERIA

Qualification Documents shall comprise the following documents:

- (a) Part I – Documents required by Section 1.1.1 hereunder;
- (b) Part II – Information required by Section 1.1.2 hereunder;
- (c) Part III – where the Prospective Bidder is a Consortium, documents required by Section 1.1.3 hereunder;
- (d) Part IV – power of attorney required by Section 1.1.4; and
- (e) Part V – optional, separately bound pre-printed literature as specified by Section 1.1.5.
- (f) Part VI – Declaration of compatibility of the proposed technology and adherence to international standards

Authentication, Legalisation and Translation Requirements

- All documents comprising the Qualification Documents must be submitted in original or copies certified by a notary public.
- All documents comprising the Qualification Documents which were issued by non-Albanian public and state authorities must be legalised or apostilled in accordance with the Legalisation and Apostille requirements set forth by the Applicable Laws and the Albanian Ministry of Foreign Affairs.
- Documents notarised or certified copies by a public notary, outside the territory of Albania must also be legalised or apostilled in accordance with the Legalisation and Apostille requirements set forth by the Applicable Laws and the Albanian Ministry of Foreign Affairs.
- Prospective Bidders, upon written and duly signed notice to be included in the Qualification Application , may request to submit original, certified, legalised copies of the Qualification Documents after the Submission Deadline but no later than the Rectification Deadline as per paragraph 7.3. of the RFQ Documents.
- Documents in foreign (non-Albanian) language must be accompanied by the Albanian language translated version, which translation must be certified before a notary public and legalised or apostilled in accordance with the Legalisation and Apostille requirements set forth by the Applicable Laws and the Albanian Ministry of Foreign Affairs.
- For documents submitted in English, the Prospective Bidder may submit an Albanian language translated certified and legalised version after the Submission Deadline but no later than the Rectification Deadline as per paragraph 7.3. of the RFQ Documents.
- For documents submitted in English language version in certified and legalised form, the Contracting Authority may waive the requirements of submitting an Albanian language translated version prior to the award decision, provided that the Prospective Bidder(s) issue a binding commitment in a form satisfactory to the Contracting Authority to provide an Albanian language translated version by a given deadline as instructed by the Contracting Authority.
- The Contracting Authority reserves the right (but is not obliged) to request Prospective Bidders to rectify authentication, legalisation and/or translation requirements of all documents comprising the Qualification Documents during the evaluation phase, in accordance with the procedure under

Section 7.3 of the RFQ Rules.

1.1.1 Part I – Pre-Qualification Criteria

In Part I of the pre-qualification criteria each Prospective Bidder, or member of a union of bidding companies shall provide the following:

- (a) The following legal documents and background information:
 - i. An excerpt issued by the Trade register, the Court vested with Commercial matter of competence, or any other competent public authority in the jurisdiction of the Prospective Bidder, evidencing the registration of the bidder as a legal entity
 - ii. A certificate issued by a competent public authority in the jurisdiction of the Prospective, confirming that the bidder is not in bankruptcy or liquidation proceedings
 - iii. An attestation issued by a competent authority in the jurisdiction of the bidder certifying that the Prospective Bidder has not been convicted of a criminal offense
 - iv. An attestation issued by a competent authority at the jurisdiction of the bidder certifying that the Prospective Bidder has not been convicted in connection with its professional activity
 - v. An attestation issued by a competent authority in the jurisdiction of the bidder certifying that the Prospective Bidder's capitals and assets are not subject of a bailiff enforcement order
 - vi. An attestation issued by a competent authority in the jurisdiction of the bidder certifying that the Prospective Bidder is not under criminal prosecution
 - vii. An attestation issued by a competent public authority in the jurisdiction of the Prospective Bidder (i.e. tax authority), certifying that the bidder does not have unsettled tax liabilities and/or social security obligations
 - viii. A document evidencing the shareholding structure of the Prospective Bidder and management rights.

If the attestations / certificates listed ii-vii may not be issued in the jurisdiction where the Prospective Bidder has its place of registration or the main place of business, it will be sufficient for the bidder to execute an Affidavit in the form of an Appendix 6 under the RFQ instructions. Prospective Bidders with their place of registration in Albania may execute a Statement of Clear Criminal Record in the form of an Appendix 5 attached to these RFQ Documents to satisfy requirements provided in sub-paragraph iii) and vi) above.

- ix. The Prospective Bidder should not be listed as an entity which cannot carry out commercial activity in Albania or EU states and should not be blacklisted in International Financial Institutions' (IFIs') lists.
- x. The Prospective Bidder must not appear on any UN list of persons suspected of involvement in terrorist activities or any other relevant national or international blacklists.
- xi. The Prospective Bidder and any shareholder in its ownership chain, including its ultimate beneficial owner, or any of its subsidiaries or principals, must not reside, have activities in, trade with or have links to the countries embargoed by OFAC or subject to EU or UN sanctions or is in a country that is [blacklisted](#) by the EU.
- xii. a written statement from the Prospective Bidder (or a written statement from each member of the Consortium) as detailed in Appendix 3 (*Statement on Conflict of Interest Form*) on the conflict of interest; in case the Prospective Bidder is a Consortium, Appendix 3 (*Statement on Conflict of Interest Form*) must be signed also by the Authorized Representative of the Consortium;

- xiii. basic information on the Prospective Bidder (or each member of a Consortium) as detailed in Appendix 12 (*Corporate Information on the Bidders*), including an up to date list of shareholders and information on ultimate beneficiaries of the Bidder, i.e. natural person(s) who ultimately own or control a company (SPV) and/or the natural persons on whose behalf a transaction or project is being conducted, and/or those persons who exercise ultimate effective control over a legal person or arrangement, have substantial economic interest in or receives substantial economic benefit from a company.
These should encompass in particular individuals who meet one or more of the following five conditions:

- directly or indirectly holds more than 10% of shares in the Prospective Bidder;
- directly or indirectly holds more than 10% of voting rights in the Prospective Bidder;
- directly or indirectly holds the right to appoint or remove a majority of the directors of the Prospective Bidder;
- has the right to exercise, or actually exercises, significant influence or control over the Prospective Bidder; and/or
- where a trust or firm would satisfy one of the first four conditions if it were an individual, any individual holding the right to exercise, or actually exercising, significant influence or control over the activities of that trust or firm.

Information for each beneficial owner must include:

- the present full name and any former name;
- nationality and national identity number;
- country of residence;
- the date and place of birth;
- level of beneficial ownership; and
- details of how ownership, control or economic interest is exerted. If all such details have been filed on a centralized beneficial ownership register in the country of registration, the application may fulfill this requirement by cross-referencing and attaching such filing. Each member of a Consortium should disclose beneficial ownership information. A Prospective Bidder shall give written notice to the Special Commission, as soon as reasonably practicable, of any material change, including changes in beneficial ownership from that originally reported.

- (b) A Qualification Declaration Form in the form of Appendix 2 (*Qualification Declaration Form*), which includes, among other things, a statement confirming that they accept the terms of the RFQ Documents (as amended in accordance with the RFQ Documents, if applicable) as drafted. If the Prospective Bidder is a Consortium, Appendix 2 (*Qualification Declaration Form*) must be signed by the authorized representative of each Consortium member.

Certificates and extracts required under this section, should be updated and not be older than 90 calendar days prior to the Qualification Application Submission Deadline.

The Contracting Authority reserves the right to request Prospective Bidders to provide updated versions of the extracts, certificates or corporate documents under this section during the evaluation phase, in accordance with the procedure under Section 7.3. of the RFQ Documents and subsequently in the RFP

stage in accordance with requirements of the RFQ package.

1.1.2 Part II – Qualification Criteria

In Part II of the Qualification Documents, the Prospective Bidder shall submit proof that it meets the Qualification Criteria set out in Appendix 4/1 (*Specific Qualification Criteria*).

1.1.2.1 Recognition of experience in respect of a group companies

A Prospective Bidder, in respect of the Qualification Criteria QC1 and QC2 in Appendix 4/1, may submit relevant information and documents of the Prospective Bidder's Group Companies proving however that the Prospective Bidder's Group Companies meet the Qualification Criteria QC1 and QC2 in Appendix 4/1. "Prospective Bidder's Group Companies", herein, is considered every entity which is directly or indirectly under Control of the Prospective Bidder. As a reminder **Control** shall refer to the possibility of exercising decisive influence on an undertaking, natural or legal person, on the basis of shareholding or voting rights, contracts or any other means, either separately or in combination, and having regard to the considerations of fact and law involved.

If a Prospective Bidder shall use the credentials of Prospective Bidder's Group Companies, as per paragraph above, then the Prospective Bidder shall be obliged to present for the Prospective Bidder's Group Companies all the documents listed in 1.1.1. Part 1 – Prequalification Criteria (a) in this Appendix.

In addition, the Prospective Bidder shall provide certified legal evidence of its relation with the Prospective Bidder's Group Companies, evidencing ownership and Control.

1.1.3 Part III – Consortium Documents and Requirements

A Prospective Bidder wishing to qualify as a Consortium shall submit as Part III of the Qualification Documents, the following:

- (a) A Power of Attorney, duly notarized evidencing the appointment of the person who is duly authorized by all the Consortium members to act on their behalf;
- (b) A Consortium Agreement, in notarized form, to be entered into between and executed by the legal representatives of its members which, inter alia, confirms each member's commitment to, and interest held, in the Consortium, which should comply with the following requirements:
 - For a consortium member to contribute towards satisfaction of the Technical and Financial Criteria, it must have a minimum shareholding of 20% in the consortium.
 - Minimum Lock-in-period in the SPV for the consortium member that contributes towards satisfaction of the Technical and Financial Criteria- of 3 years from the commencement operation date (COD), during which these members may not exit their role in the Consortium. This would in particular provide adequate timing for the Technical Member to transfer its know-how to other members (e.g. locals). After expiry of the lock-in-period with the SPV, these members would be entitled to exit the SPA, in accordance with the terms and conditions of the PDA. If they exit before, the Albanian authorities would be entitled to disqualify or terminate PDA seeking compensation thereunder.

- Consortia members joint liability - under the Consortium Agreement, all members would be jointly liable from signing of the Project Development Agreement until registration of the SPV. Upon registration of SPV, even though the liability is transferred to SPV, all members would remain jointly liable alongside with the SPV, at least until COD.
- The Consortia members should clearly identify the percentages of each member's participation in the Consortium, and subsequently the participation in the SPV.
- The Consortia members must identify and elect the Lead Member of the Consortium, which shall be irrevocably authorized to represent all the members of the Consortia in the Bidding Procedure.
- Consortium Agreement must clearly indicate the detailed contributions, scope of work and duties and responsibilities of each of the members in the Consortium in the Project

1.1.4 Part IV – Power of Attorney

Each Prospective Bidder (or if the Prospective Bidder is a Consortium, each member) shall provide as Part IV of the Qualification Documents a written power of attorney in the form of Appendix 11, duly notarized, indicating that the person(s) signing the Qualification Application has the authority to sign.

1.1.5 Part V – Pre-Printed Literature

If the Prospective Bidder wishes to provide pre-printed literature (e.g. brochures) about the Prospective Bidder or the Consortium members, that pre-printed literature shall be contained in Part V of the Qualification Documents and shall be separately bound. Pre-Printed Literature may be submitted in Albanian or English version. The Contracting Authority reserves the right to request the Prospective Bidder to submit Albanian language translated version in a form satisfactory to the Contracting Authority, by a given deadline as instructed by it in accordance with paragraph 7.3.

APPENDIX 4/1 SPECIFIC QUALIFICATION CRITERIA

Qualification Criteria - Technical	Required Documents / Forms
<p>These criteria are assessed on a Pass / Fail basis.</p>	<p>Supporting documents to justify the Prospective Bidder's capacity. For a consortium member to contribute towards satisfaction of the Technical and Financial Criteria, it must have a minimum shareholding of 20% in the consortium.</p>
<p>QC1: Technical Criteria 1 – Past Experience 1</p> <p>Experience in the development and operation of power generation plants from renewable sources (wind, sun, hydro, biomass, etc.) comprising a minimum of two plants with a cumulative capacity of 30 MW or more, which is evidenced by the submission of commissioning certificates or any other similar document, in the last 10 years. <u>Each plant must have reached its commercial operation date no more than 10 years before the Qualification Application Submission Deadline after 12 June 2012.</u></p> <p><u>The Prospective Bidder may choose to demonstrate development experience and operation experience separately through different plants. In this case, the Prospective Bidder must demonstrate: i) experience in developing a minimum of two plants with a cumulative capacity of 30 MW or more; and ii) experience in operating a minimum of two plants with a cumulative capacity of 30 MW or more.</u></p>	<p>DQC1:</p> <p>Valid certificates of commissioning or any other similar document.</p> <ul style="list-style-type: none"> • In case of a Consortium, this experience criterion must be fully met by one Consortium member (subject to meeting the minimum shareholding). <p><u>For each plant presented as past experience for QC1, the Prospective Bidder must provide:</u></p> <ul style="list-style-type: none"> • Form A2, as per this Appendix • <u>A valid certificate of commissioning or other equivalent document</u> • <u>Evidence of development and/or operation (see guidance below this table)</u>
<p>QC2: Technical Criteria 2 – Past Experience 2</p> <p>Experience in the development and operation of onshore wind power generation plants, with at least one plant with a capacity of 20 MW or more. <u>Each plant must have reached its commercial operation date no more than 5 years before the Qualification Application Submission Deadline after 12 June 2015.</u></p> <p><u>The Prospective Bidder may choose to demonstrate development experience and operation experience separately through different plants. In this case, which is evidenced by the submission of certificates</u> Prospective Bidder must demonstrate: i) experience in developing at least one plant with a capacity of 20 MW or more; and ii) experience in operating at least one plant with a capacity of <u>commissioning 20 MW or any other similar document, in the last 5 years</u> more.</p>	<p>DQC2:</p> <p>Valid certificates of commissioning or any other similar document</p> <ul style="list-style-type: none"> • In case of a Consortium, this experience criterion must be fully met by one Consortium member (subject to meeting the minimum shareholding). <p><u>For each plant presented as past experience for QC2, the Prospective Bidder must provide:</u></p> <ul style="list-style-type: none"> • Form A2, as per this Appendix • <u>A valid certificate of commissioning or other equivalent document</u> • <u>Evidence of development and/or</u>

	<u>operation (see guidance below this table)</u>
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For each plant presented to demonstrate experience of **development** for the purposes of QC1 or QC2, the Prospective Bidder must provide at least one of the following documents showing the Prospective Bidder in the role of developer:

- Development contract for the plant
- Preliminary or final land agreement for the sale and/or surface rights acquisition of land parcels related to the construction of the plant
- Permit issued by a relevant public body for the construction of the plant
- Grid connection agreement related to the electric grid connection of the plant
- Proof of winning bids related to the development and construction of the plant

For each plant presented to demonstrate experience of **operation** for the purposes of QC1 or QC2, the Prospective Bidder must provide:

- O&M contract, asset management contract or other types of operation contracts for the plant, showing the Prospective Bidder either as the service provider or as the buyer of the service.
 - In the case where the Prospective Bidder was the main O&M contractor to a project company but outsourced the O&M services to a third party, the Prospective Bidder should provide the main O&M contract between itself and the project company.

Please note that the above documents must be submitted complete of all their sections, including any attachments.

Qualification Criteria – Economic	Required Documents / Forms
<p>These criteria are assessed on a Pass / Fail basis.</p>	<p>Supporting documents to justify the Prospective Bidder's capacity. For a consortium member to contribute towards satisfaction of the Technical and Financial Criteria, it must have a minimum shareholding of 20% in the consortium.</p>
<p>QC3: Economic Criteria</p> <p>At the end of the most recent fully audited financial year:</p> <p>(i) Audited Balance Sheets and/or Financial Audit Reports of the last 3 financial years, which certify the net worth of the company, calculated as the difference between total assets and total liabilities, to be at least of EUR 20 million⁸ in each of the last 3 years; and</p> <p>(ii) Audited Balance Sheets and/or Financial Audit Report of the last 3 financial years, proving an annual turnover of at least 20 million Euro/year in each of the last 3 years</p>	<p>DQC3: For (i) and (ii):</p> <ul style="list-style-type: none"> • Fully audited financial statements for the last 3 years⁹ <p>The financial statements shall:</p> <ul style="list-style-type: none"> - be audited by an independent auditor; - be complete, including all notes to the accounting/financial statements; and - correspond to accounting periods already completed and audited (no statements for partial periods shall be requested or accepted). <ul style="list-style-type: none"> • the Prospective Bidder shall provide an auditor's certificate specifying the Net Worth of the Prospective Bidder. • Form A1 attached hereto. • Consortium's net worth can be calculated as the sum of all members (subject to meeting the minimum shareholding). • Consortium's turnover can be calculated as the sum of all members (subject to meeting the minimum shareholding).

⁸ If the financial statements are expressed in another currency, they shall be converted into EUR using the exchange rate published by the European Central Bank on the date of publication of this Bidding Procedure. The amounts in LEK can be converted in EUR using the exchange rate of the Bank of Albania on the date of the publication of the RFQ Documents.

⁹ Prospective Bidders who are not subject to auditing by law, should submit statements which are presented to the relevant authorities.

FORM A1

PROSPECTIVE BIDDER: [•]

GENERAL INFORMATION

1.	Name:		
2.	Registration no / VAT or fiscal ID:		
3.	Address of headquarters:		
4.	Phone:		
	Fax:		
	Telex:		
	E-mail:		
5.	Registration/matriculation certificate	<div style="text-align: right;"> <i>(number, date and place of registration/ matriculation)</i> </div>	
6.	Scope of activities:	<div style="text-align: right;"> <i>(in accordance with the articles of association, acts of incorporation or similar)</i> </div>	
7.	Net Worth for the last 3 years of the Prospective Bidder		
	Year	Net worth as of [December 31 st] <i>([in original currency])</i>	Net worth as of [December 31 st] (in Euros)
	1.		
	2.		
	3.		
8.	Turnover for the last 3 years of the Prospective Bidder		
	Year	Annual turnover <i>([in original currency])</i>	Annual turnover (in Euros)
	1.		
	2.		

	3.			
9.	Name of the person who can be contacted by the Contracting Authority in view of obtaining clarifications, with the indication of the address and telephone number, email address, where this person can be contacted, if different from the above.			

Prospective Bidder,
.....
(authorized signature)

FORM A2

PROSPECTIVE BIDDER: [•]

SIMILAR EXPERIENCE¹⁰

1.	Name and object of contract:			
2.	Number and date of contract:			
3.	Name of beneficiary/client:			
4.	Address of beneficiary/client:			
5.	<u>Type of contract⁹:</u>			
6.	Country:			
7.	Value of contract (at the date of signature)	(expressed in currency in which the contract was concluded)	expressed in EUR ¹¹	
	1.			
	2.			
	3.			
8.	Were there any litigations regarding the execution of contract, in which the Prospective Bidder was the defendant, their nature and manner of settlement			
9.	Renewable energy source (solar, wind, biomass, hydro...)			
10.	Overall power (MW)			
11. 0.1	Date of commissioning			
12. 4.1	Activities performed by the Prospective Bidder		<input type="checkbox"/> Development <input type="checkbox"/> EPC/construction <input type="checkbox"/> Operation	

Prospective Bidder,

 (authorized signature)

⁹ See Appendix 4/1

¹⁰Separate sheets shall be filled in for each particular contract, which shall be confirmed at the request of the Special Commission.

¹¹ Convert in EUR using the exchange rate published by the Central European Bank on the date of publication of this RFQ Documents. The amounts in LEK can be converted in EUR using the exchange rate of the Bank of Albania on the date of the publication of the Bidding Procedure Documents.

APPENDIX 5

STATEMENT OF CLEAR CRIMINAL RECORD

(to be completed from the Prospective Bidder)

Statement of the Prospective Bidder participating in the competitive process which will take place on [•] as announced by the Ministry of Infrastructure and Energy of the Republic of Albania subject to the Project.

I, the undersigned [•] in the capacity of [•] of the Prospective Bidder [•] hereby state that:

- The Prospective Bidder [•] has not been convicted of a criminal offense,
- The Prospective Bidder [•] has not been convicted by a final court decision, relating to its professional activity.

Date of statement: [•]

Representative of the Prospective

Bidder Signature

Stamp

APPENDIX 6

AFFIDAVIT FOR FOREIGN PROSPECTIVE BIDDERS

(To be completed from the foreign bidders, or each foreign Consortium members)

For the participation in the competition procedure [please insert the name of the procedure

here] of the Ministry of Infrastructure and Energy of the Republic of Albania.

To: Ministry of Infrastructure and Energy of the Republic of Albania

Date: [•]

[*Name of Prospective Bidder / Lead Member of Consortium*] hereby represents and warrants that, as of the date of this letter [*Name of Prospective Bidder / Lead Member of Consortium*] [and each member of our Consortium (if applicable)]:

1. is duly registered, active, and it is not in bankruptcy or liquidation proceedings;
2. has not been convicted of fraud, corruption, collusion or money laundering or for a criminal act committed in the course of professional activity performance;
3. is not undergoing criminal investigation related to fraud, corruption, collusion or money laundering at the date of submission of the Bid and for the last three (3) years before submission of the Bid;
4. is not disqualified from bids or public procurement process in the Republic of Albania;
5. has not been debarred pursuant to the public sanctions list of any multilateral development bank that is party to the Agreement on Mutual Enforcement of Debarment Decision of 9 April 2010 (www.crossdebarment.org) or be not included in any sanctions lists promulgated by the UN Security Council or its Committees, or any other recognized international sanctions list; or in any other way be not involved in activities (directly or through any subsidiary) that are not in compliance with the sanctions promulgated by the UN Security Council or its Committees or national sanctions in the Republic of Albania).
6. has not had any unsettled tax liabilities, social security liabilities or liabilities in respect of judgments awarded in criminal or misdemeanor proceedings in the period of no less than three years prior to the date of the RFQ Documents publication.
7. acknowledges that a similar statement will be required to be issued at the RFP stage.

Respectfully,

Authorised Signature
Name and Title
Signatory Name of
Prospective Bidder
Address

APPENDIX 7⁹¹⁰

MINIMUM TECHNICAL SPECIFICATIONS

A. Wind Farm Technical specifications

1. Project magnitude

~~1. Project magnitude~~

The Project shall be identified as an onshore wind farm with a rated power ranging between 10 to 75 MW, which shall benefit from the support measures for the promotion of power generation from renewable sources, particularly from wind energy, established by the Government of Albania with the provisions of the National Action Plan for Renewable Energies 2019-2020 (approved by Council of Ministers Decision no. 580 dated 28.08.2019).

1.2. Qualified wind consultant

To validate the Project and its technical parameters in terms of wind measurement campaign, micro-siting and energy yield estimation, for each Bidder is required to submit the approval of a qualified wind consultant. In particular, "qualified" means a wind consultant who has one of the following characteristics:

- Be a member of one of the following wind energy associations **or any equivalent association that adheres to equivalent environmental requirements and professional standards:**
 - [Global Wind Energy Council](#)
 - [World Wind Energy Association](#)
 - [WindEurope](#)
 - [Canadian Wind Energy Association](#)
 - [American Wind Energy Association](#)
 - [Associação Brasileira de Energia Eólica](#)
 - [Asociación Chilena de Energías Renovables Alternativas](#)
 - [Asociación Empresarial Eólica](#)
 - [Unión Española Fotovoltaica](#)
 - [Asociación Mexicana de Energía Eólica](#)
 - [Asociatia Eoliana Romana](#)
 - [Romanian Wind Energy Association](#)
 - [Romanian Photovoltaic Industry Association](#)
 - [Measnet: International Network for Harmonised and Recognised Measurements in Wind Energy](#)
 - [International Agencies](#)
 - [IEA: International Energy Agency](#)
 - [International Renewable Energy Agency](#)
 - [World Meteorological Organization](#)

• Meets the following minimum track record requirement: actual implementation and financing of at least 1 GW of wind farms (installed capacity) whose project was based on the work of the wind consultant, in terms of wind measurement campaign, micro-siting and yield estimation.
In this appendix, when referring to the work of a "qualified" or "recognised" "wind consultant" or "wind measurement institute" we mean a company that respects the above specified features.

2.3. Site-specific requirements

⁹¹⁰ This appendix may be subject to review or updates before the RFP publication.

Choice of the site to be used for realization of the Wind Farm Project is left to the developer provided the site is chosen in accordance with recognized guidelines for development of onshore wind farms commonly used in Europe, such as presence of a suitable wind resource, presence of ~~HV~~[High Voltage](#) power lines, compliance with environmental and social constraints applicable to the area (ESIA study).

a. Wind measurement campaign

Albania is a country with an orography varying from mountain ranges to hilly coastlines characterized by significant elevation variations, the basic milestone for the Wind Farm Project is a correct assessment of the wind energy potential (in terms of energy yield) of any particular site through performance of a wind measurement campaign at the site with the use of professional measurement met masts.

Therefore, selection of a proper Wind Farm Project site requires first of all availability of quality wind data already collected or to be collected at site with suitable measurement masts. By comparison with windfarm development practises used in neighbouring countries with hilly and mountainous terrains, such as Italy and Greece, the availability of quality wind measurement data has a direct impact on the timing of milestones necessary for realization of wind farms composed by more than four WTG's or having rated power above 10 MW.

Therefore, performance or availability of a quality wind measurement campaign is the basic milestone for realization of the Wind Farm Project having a size between 10 to 75 MW.

A quality wind measurement campaign suitable for the correct assessment of wind energy generation potential for wind farm financing purposes of a particular site shall include the following features:

- minimum duration of one year, including an entire winter season (November to April);
- deployment of two or more met-masts for a wind-farm site, preferably one met-mast for every 5–8 turbines or 10–20 MW capacity (the lower number is for a ~~complex~~[simple](#) terrain and the higher number for a ~~simple~~[complex](#) terrain).
- measurement mast height to be as near as possible to the proposed wind turbine generator (WTG) hub height (preferably >2/3 of hub height). 40 meter mast height is a minimum requirement but mast heights above 60 meters are preferred because of better accuracy in estimation of energy yield, especially with current onshore WTG hub heights (80 to 100 metres);
- measurement mast having a minimum of three measurement points installed on booms with a minimum span of 1 metre installed at the top of the mast and at an intermediate height with a minimum of two wind vanes and two cup anemometers installed at two different heights;
- recommended: use of redundant anemometers so that potential for loss of data due to tower shadow or sensor failure is minimal. Use long booms to minimize the impact of flow distortion;
- measurement mast to include one barometric pressure and air temperature sensor;
- measurement mast using IEC-61400-12-1 calibrated instrumentation;
- wind speed and direction data recorded at 10 minute intervals by datalogger: ensure that raw data ~~are archived~~[is stored](#) and an audit trail exists for data corrections, so that the data can be independently verified;
- data recording of barometric pressure and air temperature.

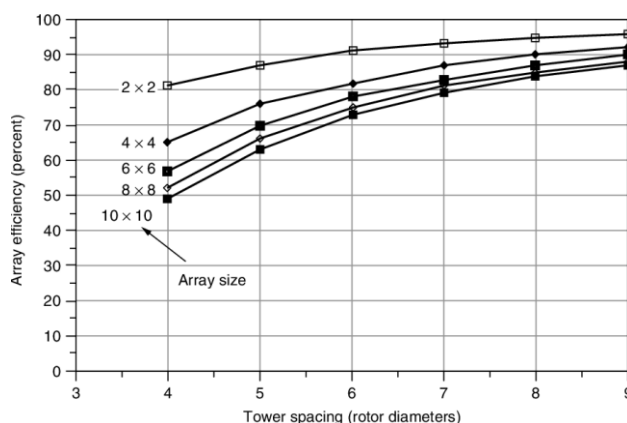
In general, for this Auction it is mandatory for all sites to have all the specification for the met mast (anemometer type, calibration, boom length, data logger, etc ...) issued by a recognized wind measurement institute (qualified wind consultants are introduced in Appendix 7 – 2nd paragraph) and certificate of installation of the met mast released by the same qualified wind measurement institute.

b. WTG layout and micrositing

Based upon the results of the wind measurement campaign and on the site orography, a first WTG layout and micrositing shall be established by use of professional micrositing software- ~~(for example, WASP or Windfarmer)~~. Such software must operate by coupling site specific wind characteristics (speed, direction, turbulence) with terrain orography and must allow estimation of electricity production for different WTG positioning manual inputs by the developer, such as different WTG types (size, power 55 curve, manufacturer).

The software also shall consider minimum distance requirements for arrays of wind turbines imposed by the WTG size (hub height, rotor diameter) and wind turbulence constraints in accordance with wind farm design good practices such as the ones shown in the following diagram.

The software shall also consider distancing good practices for wind farm towers located in flat terrain for minimization of wind farm energy losses specifying distancing of arrays of WTG towers to be in the range of 6 to 9 rotor diameters or spacing between WTG towers in the same array to be in the range of 3 to 5 rotor diameters.



Micrositing software evaluation is another basic milestone of wind farm development as it can quickly supply updated electricity production estimates in case changes to the original layout due to the requirements of the ESIA study or imposed by environmental authorities, or the developer changes the type of WTG pursuant to other considerations (price, delivery timing, etc.).

For all these reasons, for each bidder and for each wind energy project, it is mandatory to hire a third-party qualified wind consultant (as defined in Appendix 7 – 2nd paragraph) to (either):

- Perform and certify all the micrositing study via software.
- Certify the micrositing study performed via software by the bidder himself.

The micrositing report (performed by the qualified wind consultant)-report- must be provided as an annex for the Wind Auction (as shown in Table 3 in Paragraph 10).

c. Old Wind data and related old windfarm design

It is likely that some sites in Albania will have already been prospected in the past by windfarm developers with ~~hopefully~~ professional wind measurement met masts. Such already performed prospecting may already qualify a site for wind resource assessment purposes. It is anyhow unlikely that the layout proposed at the time can also be qualified due to the rapid increase of WTG sizes (in terms of hub height and rotor diameter) occurred in the past 15 years which has significantly ~~impacted~~ influenced also ~~on~~ met masts specifications in terms of height and instrumentation.

In order to establish a guideline for determining if past met mast wind measurements are still valid for windfarm design, the following minimum acceptance criteria are established for qualification purposes of wind data collected during past wind measurement campaigns:

1. Wind measurement performed after 2005¹: ~~because after 2005 the development of technologies in the wind sector has made it possible to use higher WTGs, and therefore also the anemometers commonly used for anemometric campaigns have been adjusted in size since 2005 (measuring point at higher altitude) according, in general, to point 2 of this list.~~
2. 40 meter minimum mast height with minimum two calibrated anemometers (one on the top and one at 10 to 20 meter height from the ground) and three wind vanes

¹ This choice is based on the fact that after 2005 the development of technologies in the wind sector has made it possible to use higher WTGs, and therefore also the anemometers commonly used for anemometric campaigns have been adjusted in size since 2005 (measuring point at higher altitude) according, in general, to point 2 of this list.

3. Data registration every 10 minutes
4. 98% data availability (i.e. limited wrong or 0 readings due to broken instrumentation)
5. Minimum one year of data collection including an entire winter season (November to April)
6. Specification for the met mast (anemometer type, calibration, boom length, data logger, etc ...) issued by a recognized wind measurement institute (for example members of the MEASNET network) and certificate of installation of the met mast released by the same qualified wind measurement institute.
7. Presence of a preliminary WTG layout based on the collected wind data with the turbine sizing chosen at the time designed using:
 - A) A recognized micrositing software (for example WASP or Windfarmer)
 - B) Certified by an internationally recognized windfarm consultant
 - C) Having a production estimate for the windfarm with estimated production for each WTG

As a general rule for qualification of sites from the wind resource assessment point of view the higher is the professional met mast measurement (i.e. certified equipment and installation) carried out in the past versus the present day proposed WTG hub height the more the assessment will be considered valid for qualification purposes of the proposed site. In any case it is a binding requirement for qualification purposes of old wind measurement data that the met mast, wind data and preliminary WTG layout are certified and/or approved by an internationally recognized wind measurement and windfarm design consultant (i.e. consultant with proven record of WTG layout and production acceptance by banks and financing institutions for leasing or project financing purposes, as defined in Appendix 7 – 2nd paragraph). Certifications will be considered valid if issued by the wind consultant at the time of performance of the wind measurement campaign or if the wind consultant certifies that the wind data collected at the time is of quality sufficient to ensure suitable windfarm design using present or expected onshore WTG sizes (i.e. 3 MW to 6 MW) or smaller size WTG (minimum 1 MW) for particularly difficult access mountain sites with proximity to High Voltage lines.

3.4. Wind Turbine Generators (WTG) Quality specifications

Wind Turbine Generators (WTG) for utility scale onshore windfarms are an established technology and qualified manufacturers worldwide are nowadays a limited number of well-known, IEC 61400 class 2 certified firms having references of thousands of installed WTG's of different sizes. The established WTG technology is three bladed WTG's with Double Feed Induction Generator, which optimize power generation by controlling rotor speed. WTG's using rotor speed control devices such as mechanical gearboxes or multi-pole synchronous permanent magnet generators are both proven and referenced technologies with cumulative records of millions of hours of operation.

WTG's must be designed in accordance with the latest versions of the IEC 61400 Standards applicable to Class 2 Wind Turbines, and meet the requirements for safety, health and environmental protection according to CE requirements. The applicable codes are reported in the following table:

Design Parameter	Applicable Code
Design requirements	IEC 61400-1:2005 + AMD1:2010
Design requirements for wind turbine gearboxes	IEC 61400-4:2012
Tower and foundation design requirements	IEC 61400-6:2020
Power performance measurement of electricity producing wind turbines based on nacelle anemometry	IEC 61400-12-2:2013/COR1:2016
Measurement and assessment of power quality characteristics of grid connected wind turbines	IEC 61400-21:2008
Conformity testing and certification	IEC 61400-22:2010
Full-scale structural testing of rotor blades	IEC 61400-23:2014
Lightning protection	IEC 61400-24:2010
Acoustic noise measurement techniques	IEC 61400-11:2012

Design Parameter	Applicable Code
Communications for monitoring and control of wind power plants	IEC 61400-25-1; IEC 61400-25-2; IEC 61400-25-3; IEC 61400-25-4; IEC 61400-25-5; IEC 61400-25-6
Time based availability for wind turbine generating systems	IEC TS 61400-26-1:2011
Production based availability for wind turbines	IEC TS 61400-26-2:2014

4.5. WTG Warranty

The required warranty for WTG's shall be the ones generally provided by purchase contracts for IEC 61400 class 2 WTG equipment. The warranty standard is generally composed by two sections:

- i. Power Curve Warranty (guarantees WTG power output as a function of wind characteristics)
- ii. Availability Warranty (provides protection from power generation outages ascribable to the WTG equipment)

Typical WTG supply contract warranties are 90 to 95% Power Curve Warranty and 95% Availability Warranty. The typical warranty period duration is two years from wind farm operational date.

Guarantees of the supply contract warranties (i.e. Power Curve and Availability) after expiry of the supply contract warranty period shall be provided by an O&M or service contract proposed by WTG's manufacturer service arm or by a qualified O&M WTG service provider.

5.6. Wind farm Balance of Plant (BOP)

Underground cabling from each WTG to the [MVMedium Voltage](#) power substation (if present) or [HVHigh Voltage](#) substation shall comply with good windfarm practises and local Transmission System Operator ([OSTTSO](#)) standards applicable to the same.

6.7. Transformers and Switchgear

The [HVHigh Voltage](#) power transformers and [HVHigh Voltage](#) switchgear shall comply with IEC/EN codes and the relevant grid code of the local Transmission System Operator. [MVMedium Voltage](#) switchgear shall comply with EN standards.

7.8. BOP Warranty

[BOPBalance of Plant](#) civil and electrical works (underground cables, MV and HV transformers and switchgear) shall be warranted for a minimum operational period of ten years. Design of the [HVHigh Voltage](#) substation shall be carried out in accordance with the following IEC codes

Design Parameter	Applicable Code
Environmental analysis	IEC 60068-2 / IEC 62093
Electromagnetic compliance (EMC)	IEC 61000-6-2, IEC 61000-6-4 and other binding parts IEC 61000
Electric safety	IEC 62103/ 62109-1&2
Network isolation	IEEE1547/IEC 62116/ UL1741 or the equivalent of the BIS Standards
Compliance with LVRT	According to the instructions/ manuals/ regulations of CERC
Grid Connection	Respective CERC manuals (including compliance with LVRT) and the Network Code, amended and reviewed periodically
Assessed HV High Voltage substation capacity	The rated power output of each WTG expressed in kW multiplied by the number of WTG's installed shall be considered as the rated capacity of the wind farm for HV High Voltage design needs.

8.9. Terms of reference of the Pre-feasibility Study

The pre-feasibility study, shall address the following items in accordance with established and recognized guidelines for financing of onshore wind farms to ensure a smooth path for realization of the wind farm:

- presence of adequate wind resource; (i.e., inclusion of the results of the wind measurement campaign);
- presence of suitable/upgradable ~~HV~~High Voltage power lines;
- suitable site access for WTG equipment transportation;
- compliance with existing site landscape and environmental constraints;
- quality of WTG equipment;
- adequacy of the wind farm design (micrositing, WTG tower distances, etc.); performed or certified by a wind consultant;
- evaluation of impact on local inhabited areas and employment;

- Energy Yield Analysis (EYA): performed or certified by a wind consultant.

The EYA, as the micrositing, must be performed with a specialized software (WASP, Windfarmer, etc.). For this reason, for each bidder and for each wind energy project, it is mandatory to hire a third-party qualified wind consultant (as defined in Appendix 7 – 2nd paragraph) to (either):

- Perform and certify the EYA via software.
- Certify the EYA performed via specialized software by the bidder himself.

The wind consultant report must be provided as an annex for the Wind Auction.

10. Technical annexes

In this paragraph, all the mandatory technical annexes ~~will~~are be listed.

In order to evaluate the energy yield analyses conducted by the Bidder, according to the provisions of the qualified Wind Consultant employed (as defined in Appendix 7 – 2nd paragraph), it is required for each site analyzed to present some key information in a closed and comparable form as for the EYA. The information refers to:

- Wind measurement campaign

- Energy yield assessment

In the following table features of all the met masts must be provided (to provide a text document with one table as [Table 1](#) for each met mast).

Table 1. Met mast #X - Features

<u>Met mast #X</u>	<u>Figure</u>
<u>Installation date</u>	<u>DD/MM/YYYY</u>
<u>GPS coordinates</u>	<u>40.000 N-, 20.000 E</u>
<u>Height of the measuring tower</u>	
<u>Brand and model of installed equipment</u>	<u>Anemometers</u>
	<u>Weather vane</u>
	<u>Barometer</u>
	<u>Thermometer</u>
<u>Height of anemometers</u>	
<u>Duration of the data collected</u>	
<u>Mean wind speed at met mast height measured</u>	

Moreover, main results of the wind resource and energy yield assessment must be provided by the Bidder. The template to be filled is shown as [Table 2](#).

Table 2. Wind resource assessment and energy yield assessment results.

<u>ITEM</u>	<u>Figure</u>
<u>Wind advisor of choice (name)</u>	
<u>Total number of met masts installed</u>	
<u>Mean windspeed at hub height [m/s]</u>	
<u>Mean Weibull shape (k) coefficient</u>	
<u>Prevailing wind direction</u>	
<u>Type of software(s) used for energy production estimation (WAsP, WindPRO, OpenWind...)</u>	
<u>Annual Energy Production estimation of the wind farm (P50) [MWh]</u>	
<u>Specific energy production estimation of the wind farm [kWh/m²]</u>	
<u>Specific energy production estimation of the wind farm (i.e. equivalent hours) [kWh/kW]</u>	

Finally, the list of all the mandatory annexes is provided in the [Table 3. List of mandatory annexes.](#)

Table 3. List of mandatory annexes.

<u>Doc. N.</u>	<u>TECHNICAL DATA</u>
Section A – <u>Pre-feasibility study with Wind Resource Energy Assessment and Windfarm design</u>	
A.1	<u>Wind resource met mast datasheet and installation layout (both PDF and KMZ file)</u>
A.2	<u>Wind resource characteristics (quality and assessment) – Performed or certified by a <u>qualified third-party wind consultant</u>. – <u>Certified by wind measurement institute (for example those members of the MEASNET network).</u></u>
A.3	<u><u>Energy Yield Assessment</u>: Wind farm micrositing study and electricity generation estimate (the</u>

Doc. N.	TECHNICAL DATA
	<i>output report of the specialized software used</i>) – <i>Performed or certified by a qualified third-party wind consultant.</i>
A.4	Wind farm micrositing review inclusive of eventual environmental constraints
A.5	Table 1 form - Met mast #X – Features. Provide one table for each met mast.
A.6	Table 2 form - Wind resource assessment and energy yield assessment results.
Section B – Proposed WTG Equipment description	
B.1.	WTG – Technical design characteristics
B.2	WTG – Manufacturer references for installed windfarms (Europe)
B.3	WTG – Manufacturer references for installations in mountain rugged terrain (if needed)
B.4	WTG – Compliance with IEC 61400 codes, warranties (power curve and duration)
B.5	WTG – Tower structural design and foundation design
B.6	WTG – Mechanical equipment description, design, applicable certification
B.6.1	WTG - Nacelle
B.6.2	WTG – Rotor and blades
B.6.3	WTG – Gearbox and Generator
B.6.4	WTG – Yaw system
B.6.5	WTG – Tower elevator and ladder
B.7	WTG – Electrical equipment description and applicable certification
B.7.1	WTG - Transformer
B.7.2	WTG - Switchgear
B.7.3	WTG – Nacelle and Tower ground cabling
B.8	WTG – Control system description and interface specifications (SCADA)
B.9	WTG - Nacelle access and safety features
Section C – Proposed Balance of Plant (BOP) design	
C.1	Electrical equipment BOP design (one line diagram) and layout
C.2	MV cabin design and layout (if present)
C.2.1	Electrical equipment – MV XXXkV/YYYYkV Circuit Breaker - Datasheet
C.2.2	Electrical equipment –MV XXXkV/YYYYkV Cable –Specification
C.3	HV substation design and layout
C.3.1	Electrical equipment –HV XXXkV/YYYYkV Circuit Breaker – Datasheet and Test report
C.3.2	Electrical equipment –HV XXXkV/YYYYkV Cable –Specification
C.3.3	Electrical equipment – MV/HV XXXkV/YYYYkV Transformer – Datasheet and Test report
C.3.4	Electrical equipment – HV XXXkV/YYYYkV Switchgear – Datasheet and Test report
C.3.5	Electrical equipment – Auxiliaries - Description and datasheets
C.3.6	I&C Systems –Wind Farm Remote Monitoring and Control – Datasheet
C.3.7	I&C Systems – Wind Farm Data Logger – Datasheet
C.3.8	I&C Systems – HV Substation Control Platform – Datasheet
C.3.9	I&C Systems – WTG SCADA and HV Substation Data Transfer – Datasheet
C.3.10	I&C Systems – Comparison met mast wind measurement – Datalogger storage and data transfer
Section D - Qualification of Proposed Contractors, Suppliers and Subcontractors	

Doc. N.	TECHNICAL DATA
D.1	Wind measurement – Qualification of equipment supplier and met mast installation
D.2	Wind farm design – Wind consultant references and type of energy yield and micrositing software used
D.3	EPC Supplier – General information and list of wind farm references
D.4	WTG Supplier – General information and list of installed wind farm references
D.5	Civil Works Supplier – List of references for WTG foundations, access road and underground cable works
D.6	Electrical Equipment Supplier – List of references for HV transformers and switches works
D.7	O&M Supplier – General information and list of references
D.8	Other Sub-contractors – General information
Section E – Environmental and Social Impact Assessment (ESIA)	
E.1	Topography (general description and siting on maps) and visual impact
E.2	Presence of historical, cultural, landscape and environmental constraints (distance from inhabited areas)
E.3	Presence of Protected areas, Natural Habitat, Priority Biodiversity Features and Critical Habitat
E.4	Geological and Hydrogeological study (general description and siting on maps)
E.5	Wildlife study (impact on birds, bats, ground fauna and site flora)
E.6	Impact of access roads to WTG erection platforms
E.7	Earthworks and drainage requirements
E.8	ElectroMagnetic (EMC) and landscape impact of electrical substation and HV High Voltage aerial power lines
E.9	Acoustic impact of WTG siting on inhabited areas
E.10	Estimate of wind farm lifetime and possible upgrades
E.11	Estimate of employment creation in the area (temporary and fixed)
E.12	Description of works required for wind farm dismantling at the end of useful life
Section F – Wind farm Technical Information	
F.1	Wind Farm general description
	a. Description of the wind farm siting (number of WTGs) and grid connection substation
	b. WTG size and technical characteristics (rated power, hub height, blade length, etc.)
	c. High Voltage (HV) Electrical Substation components: MV Medium Voltage cables, MV/HV Transformers, MV and HV switchgear, MV cables, HV cables (if present)
	d. One Single line diagrams of electrical cabling and switchgear with equipment specification tables
	e. WTG control and instrumentation system (SCADA) (general description of control system, layout of control system, fiber optic cabling and data transmission protocol, wind measuring system, description of fire detection and access protection system)
	f. Civil Works (WTG foundation as built drawings, WTG foundation concrete composition and tests, WTG erection platform areas, access roads, service roads, underground cabling layout, HV substation foundation and layout as built drawings, drainage system and protection against concrete and steel structure corrosion for concrete works)

Doc. N.	TECHNICAL DATA
	g. List of Codes, Standards and Regulations used for the wind farm design
F.2	General overview of wind farm
F.3	Micrositing software used
F.4	General layout of wind farm with access roads, erection platforms and underground cable paths
F.5	Underground MV cable paths
F.6	MV/HV substation one line diagram and layout
F.7	Detail of earthing system of WTG's and HV substation
F.8	SCADA characteristics of WTG's and wind farm
F.9	Wind farm Construction report
	a. General description of construction and hand-over phases (including description of Health Safety and Environment (HSE) measures, description of required equipment, etc.)
	b. Planning of human resources for construction and hand-over phases (including the number and qualification of workers, the on-site minimum period expected, the total number of local workers required, the manhours estimation, the qualification and experience of local and foreign workers, the name and CVs of the Project Manager, Site Manager and Works Director)
F.10	Wind farm O&M report
	c. General description of planned O&M activities (planned maintenance, equipment needed, manpower qualifications and HSE, organizational structure, spare parts inventory and supply)
	d. Unplanned maintenance activities and major maintenance (Required equipment, manpower qualifications and HSE, major spare parts availability)
	e. Field Service Personnel (number of field service personnel, CV's and qualifications, location of O&M field personnel premises and name of manager, schedule of planned maintenance activities, language skills, technical and administrative staff contact details)
	f. Reporting WTG logbook with list of outages and repair actions performed. Loss of energy production, timing and duration of outages. Suggestion of improvement actions. List of outages ascribable to BOP and external causes (grid instability, extreme weather, etc.)
F.11	Draft of HSE management plan (during Construction and O&M phase)
F.12	Administrative procedures related to construction and O&M phases

APPENDIX 8

NON-QUALIFIED BIDDER NOTIFICATION FORM

[Location and date]

[Name and address of contracting authority]

[Prospective Bidder's address]

Honorable Mr./Mrs. <name of contact person>

We thank you for the participation in the above-mentioned procedure, which is executed in compliance with Law no. [7/2017] and Decision of Council of Ministers no. [349/2018], dated [●], as amended.

Your Qualification Application was accurately evaluated according to the criteria and requirements stipulated in the RFQ Documents and the Qualification Application's dossier.

We regretfully inform you that you have been [disqualified], due to the following reason (s)

If you believe that the Contracting Authority has infringed Council of Ministers Decision no. 349/2018 during the competing procedure, you have the right to make a formal complaint to the Contracting Authority within 5 days from receiving this notice.

Although we could not use your services in this case, we hope that you will continue to be interested in our bidding initiatives.

(CONTRACTING AUTHORITY)

APPENDIX 9

PRE-QUALIFIED BIDDER NOTICE FORM (form to be completed from the Contracting Authority)

Date: [•]

To: (Name and the address of the Pre-qualified Bidder)

Short Description of the Qualification Procedure:

We hereby inform, that the following Prospective Bidders participated in the tender:

1. _____
2. _____
3. _____ 4.....

The following Prospective Bidders are disqualified:

1. _____
2. _____

Reasons of Disqualification: _____

Referring to the abovementioned procedure, the Ministry of Infrastructure and Energy of the Republic of Albania notifies [*name and address of Pre-Qualified Bidder(s)*] that the Bid submitted on [*date*] in respect of the Project has been accepted.

Where the Contracting Authority decides to progress to a RFP stage, it will invite Pre-qualified Bidders to submit RFP Proposals as per the timetable, which can be amended by the Contracting Authority.

The Contracting Authority will treat all Pre-qualified Bidders in an equal and equivalent manner.

In the event that the Pre-qualified Bidder does not wish to participate in the RFP stage, you shall notify the Ministry of Infrastructure and Energy of the Republic of Albania in writing.

Notification of Pre-qualification is made on _____ Complaints: Yes/No ____
If yes, answer received on _____

Contracting Authority
[*name, signature and stamp*]

APPENDIX 10

CONTRACT AUTHORITY COMPLAINT FORM

Complaint to: Contracting Authority

Section I. Complainant Identification

The complainant can be a Prospective Bidder or a Bidder (e.g. individual, partnership, corporation, joint venture, and consortium).

Complainant's full name (please type)

Address

City

State

Postal code/ Zip
Code

Telephone No. (including area code)

Fax No. (including area code)

E-mail

Name and title of authorized official filing the complaint (please type)

Signature of authorized official

Date (year/month/day)

Telephone No. (including area code)

Fax No. (including area code)

Section II. Information about the Procedure

✓ 1. Identification Number

Fill the contract number provided in the contract notification or RFQ Documents including the type of procedure used for the disputed competitive procedure.

✓ **2. Contracting Authority**

Name of the contracting authority administering the process

2. Value of Project

Estimate of the contract value (amount in number and letters)

3. Object of the Contract

Short description of the Project

4. Deadline for Submission of the Qualification Application

Deadline for submission of Qualification Application

Date (year/month/day)

5. Date of receipt of Notification

Date (year/month/day)

Section III. Description of the complaint

1. Complaint's Legal Ground

(Describe the violations with regard to decisions, acts, documents etc.)

2. Detailed statement of facts and arguments

Give a detailed statement of the facts and arguments that support your complaint. For each reason of your complaint specify the date when you were informed on the facts related with the reasons of your complaint. Also mention the relevant sections of the Qualification Application documents, if applicable. Use additional sheets if necessary.

3. List of Annexes

*In order for a complaint to be considered as duly filed, it shall be complete. Attach a legible copy of all documents that are relevant to your complaint and a list of all documents attached thereto. The documents must include **any published notification, RFQ Documents, with all amendments and attachments as well as your proposal**. Indicate which information, if any, is confidential. Explain why the information is confidential or provide either a version of the relevant documents with confidential parts removed or a summary of the contents.*

Note: Send the completed complaint form, all the necessary appendices and additional copies, to the
Contracting Authority.

4. Preliminary Objections to the Contracting Authority

Objections is considered a complaint which is directly addressed to the Contracting Authority. Please attach copy of any written complain including the answers, if any

1. Have you done any objection? If yes, please specify how this is being made (in written form, or fax etc.);

Q Yes

Q No

2. Name of the Contracting Authority where the Objection has been filed

(Name and the position of the Official/Person against whom the objections has been made)_

3. The Remedy Sought

(State in writing the Remedy Sought)_____

4. List

In order for a complaint to be considered as duly filed, it shall be complete. Attach a legible copy of all documents that are relevant to your complaint and a list of all documents attached thereto. The documents must include **any published notification, RFQ Documents, with all amendments and attachments as well as your proposal; All the Correspondence and the necessary written information relevant to the objection.** Indicate which information, if any, is confidential. Explain why the information is confidential or provide either a version of the relevant documents with confidential parts removed or a summary of the contents.

Send the completed complaint form, all the necessary appendices and some additional copies, to the
Contracting Authority.

Tel / Fax No:

E-mail

Signature and seal of the complainant

APPENDIX 11

FORM OF POWER OF ATTORNEY

(form to be completed from the Prospective Bidder)

Today, on [date], before me the Public Notary [public notary data], the undersigned Mr / Mrs [name, surname], born on [date], in [place, country], with his/her passport no [passport no], in the capacity of [position] with the [Prospective Bidder / Consortium], hereby grants this power of attorney, to Mr / Mrs [name, surname], born on [date], in [place, country], with his/her passport no [passport no] (the **Representative**), to represent the [Prospective Bidder / Consortium member] in the bidding procedure “For the design, financing, construction, operation, maintenance and transfer of a Wind Onshore Facility, with an installed capacity between 10 MW and 75 MW (inclusive) as part of support measures, to be located at a site chosen by the Selected Bidder.” (**Qualification Procedure**) organized by the Ministry of Infrastructure and Energy of the Republic of Albania (**Contracting Authority**). The appointed Representative shall:

- (a) represent the Prospective Bidder / Consortium in the Bidding Procedure before the Contracting Authority;
- (b) execute and deliver any and all RFQ Documents, including but not limited to appendixes and financial bid forms, as prepared by the Prospective Bidder / Consortium and deliver them to the Contracting Authority, as per the requirements of the RFQ Documents;
- (c) sign on behalf of the Prospective Bidder / Consortium any and all RFQ Documents to be submitted;
- (d) represent the Prospective Bidder / Consortium in the correspondence, any questions and answers procedure with the Contracting Authority;
- (e) in general represent without limitation, the Prospective Bidder / Consortium under all matters, as per the RFQ Documents and the procedure.

The Prospective Bidder / Consortium shall remain liable before the Contracting Authority and any institutions in the Republic of Albania for any and all actions of the Representative.

I, the Public Notary [name, surname], hereby certify the execution of this Power of Attorney before me, in the free will of the party who has granted this Power of Attorney, and I do certify this document in accordance with the Law.

The Prospective Bidder / Consortium member

Public Notary

APPENDIX 12

CORPORATE INFORMATION ON THE PROSPECTIVE BIDDERS

Prospective Bidder Information	
Name:	
Type: (Corporation, Partnership etc.)	
Commercial registration no.:	
Legal seat:	
Address of principal office:	
Telephone number:	
Fax number:	
Email address:	
Primary area of business:	
Shareholder certificate (attach separately)	

Consortium Member Information (if applicable, fill in details for all members identifying the Lead Member)	
Name:	
Type: (Corporation, Partnership etc.)	
Commercial registration no.:	
Legal seat:	
Address of principal office:	
Telephone number:	
Fax number:	
Email address:	

Consortium Member Information (if applicable, fill in details for all members identifying the Lead Member)	
Primary area of business:	
Shareholder certificate (attach separately)	

APPENDIX 13 ESTIMATED TIMETABLE

The Estimated Timetable is presented for indicative purposes only. This Estimated Timetable may be amended by Contracting Authority if necessary.

Step	Milestone	Date
I	RFQ publication	15 June 2021.
II	Conference for Prospective Bidders	TBD
III	Deadline for proposed amendments to RFQ Documents	17 January 2022.
IV	Last date for accepting Prospective Bidders' clarification requests on the RFQ Documents	12 May 2022.
V	Deadline for Submission of Qualification Applications	13 June 2022.
VI	Opening of Qualification Applications	20 June 2022.
VII	Deadline for Rectification during the evaluation phase of the RFQ stage	July 2022
VIII	Announcement of Pre-Qualified Bidders	August 2022
IX	RFP publication	September 2022
X	RFP Submission Deadline	February May 2023
XI	Announcement of Selected Bidders	March June 2023

APPENDIX 14 (RFP Stage)

Terms of Reference for the Environmental and Social Impact Assessment Study

At the RFP stage, the Pre-Qualified Bidder must submit an Environmental and Social Impact Assessment Study (ESIA) of the Project⁺⁰¹¹ compliant to Albanian legislation and in accordance to Good Industry Practices. The Developer must complete the development and operation of the Project in accordance with an ESIA conducted in accordance with requirements set forth under this Appendix 14.

1. APPLICABLE REQUIREMENTS

The ESIA will be conducted in line with the following requirements:

- National legislation as well as relevant EU substantive environmental standards, including (but not limited to) the pertinent requirements of the Environmental Impact Assessment (EIA Directive 2011/92/EU of 31 December 2011, as amended by Directive 2014/52/EU) (as updated in 2014), Industrial Emissions Directive 2010/75/EU, and Birds and Habitat Directives 2009/147/EC, 92/43/EEC. To the extent Albanian regulations differ from EU Substantive environmental standards, the Project shall meet whichever is the more stringent.
- Good international industry practice for the development of wind farms for example World Bank Group General Environmental, Health, and Safety (EHS) Guidelines (2007), Environmental Health and Safety Guidelines for Wind Energy (2015), the EU Commission notice “Guidance document on wind energy developments and EU nature legislation” (C(2020) 7730) and the IUCN (2021) Guideline “Mitigating biodiversity impacts associated with solar and wind energy” .
- Environmental and social standards and requirements of potential lenders, such as International Financial Institutions (IFIs) like IFC and EBRD and commercial banks adhering to the Equator Principles⁺¹² (if applicable);
- For sites potentially having an effect on Natura 2000 or Candidate Emerald Sites the Pre-Qualified Bidder will prepare an Appropriate Assessment according to the provisions of Article 6(3) and (4) of the Habitats Directive 92/43/EEC, and the related methodological guideline; and
- The Project shall include all reasonable measures to avoid, minimise, mitigate or compensate any adverse change in environmental and social conditions and impacts on public health and safety.

2. OBJECTIVES OF THE ESIA

The ESIA will identify and assess any potentially significant future adverse environmental and social impacts associated with the proposed Project, determine the measures needed to prevent, minimise, mitigate and compensate adverse impacts, and identify potential environmental and social opportunities, including those that would improve the environmental and social sustainability of the Project. The ESIA will include any complimentary studies (e.g. climate change, human rights and gender) that may be required given the Project’s context and environmental and social risks. The assessment process will be commensurate with, and proportional to, the potential risks, aspects and impacts of the Project, and will cover, in an integrated manner, all relevant direct, indirect & cumulative environmental and social

⁺⁰¹¹ For the purposes of the ESIA, the term “Project” includes the wind farm and all associated facilities including the transmission line, substations, etc.

⁺¹² Available at: <https://equator-principles.com/>

aspects and impacts of the Project, and the relevant stages of the Project cycle (e.g. pre-construction, construction, operation, and decommissioning or closure and reinstatement).

3. SCOPE OF THE ESIA

The ESIA will include the following components in accordance with the Applicable Requirements.

3.1 Executive Summary

A concise summary description of the Project, its rationale, the existing operations and overall setting, significant environmental and social impacts. The Executive Summary will also include all mitigation and enhancement measures, monitoring proposals, and document the Company's commitment to implementing these.

3.2 Project Description

Precise description of the Project within its geographical, environmental and socio-economic context. This should include information on whether and how the Project is part of a wider development plan/programme. A systematic comparison of feasible alternatives to the Project in terms of location, Project technology or design in terms of potential environmental and social impacts. This should include the 'without-Project' option. The Project description should include but is not limited to information on:

- The Project footprint and land acquisition needs;
- Layout of the different facilities, with a particular focus on waste and fuel storage, and any components that may generate emissions, noise, vibrations or spill risks;
- Process flow chart;
- Detailed description of technologies involved in the successive steps of the process;
- Vehicular traffic associated with the plant during construction and operations, with particular attention to the transportation of the turbine blades to the construction site;
- Workforce requirements during construction and operations phase; and
- Identification of all process liquid and gaseous effluents and emissions, with flows and biochemical characteristics in normal operating conditions.

3.3. Analysis of Reasonable Alternatives

The ESIA will include an analysis of technically and financially feasible alternatives, including non-Project alternatives. The ESIA will also provide a justification for the option chosen taking into account this option's environmental and social effects.

3.4. Legal Requirements

Outline of the policy, legal and administrative context of the ESIA, summarizing relevant national legislation as well as the environmental and social requirements of the lenders and applicable

regional/global conventions or agreements. The timeframe for public consultation, Project appraisal and implementation should be outlined.

3.5 Baseline Conditions

The ESIA will include a comprehensive description of the current state and likely evolution (in the absence of the Project) of the physical, biological and socio-economic environments present in the Project impact area. The environmental and social baseline for the ESIA will be based on recent data and will consist of a combination of already gathered and available studies through local governmental and possibly non-governmental organisations as well as additional field studies as required.

Consistent with requirements of the EU Habitats Directive and Birds Directive, the assessment will also identify any nature protection areas that could be affected by the Project. This will include protected areas in the Natura 2000 network as well Emerald sites and other sites such as Key Biodiversity Areas and Important Bird Areas.

The baseline assessment will include consideration of the inter-relationship between the relevant factors, as well as the exposure, vulnerability and resilience of these factors to natural disaster risks and climate change.

The description of relevant aspects of the physical and natural environment and socio-economic conditions in areas affected by the existing operations and the Project will include, inter alia:

- Air quality and noise;
- Biological and ecological resources (fauna, flora, biodiversity, protected and threatened species, critical habitats, ecosystems);
- Biological environmental trends including loss of habitat; invasive alien species; overexploitation; nutrient loading and pollution; and topics relevant to climate change adaptation.
- Climatic factors and climate change (e.g. greenhouse gas emissions, including from land use, land use change & forestry, sectors of population more affected by climate change);
- Cultural heritage, including tangible and intangible cultural heritage as well as archaeological heritage;
- Geomorphology and geology;
- Health & safety (public and worker) & healthcare infrastructure;
- Land (past and current use, legacy land acquisition issues);
- Landscape and visual aspects;
- Material assets;
- Socio-economic status and livelihoods of the population, and ecosystem services;
- Soil and subsoil;
- Stakeholder engagement practices;
- Vulnerable groups;
- Water (infrastructure & accessibility, quantity and quality, surface and groundwater);

- Traffic and transportation infrastructure (public and site); and
- Workers and public health and safety.

In depth field studies, representative of seasonal conditions, are expected to be conducted on biodiversity, particularly on birds and bats resident and migrating populations, in line with the following methodological guidelines:

- Scottish Natural Heritage: “Guidance note – methods for monitoring bird populations at onshore windfarms”.
- Scottish Natural Heritage: Bats and onshore wind turbines – survey, assessment and mitigation”.
- Eurobats: “Guidelines for consideration of bats in wind farm projects”.

3.6 Stakeholder Consultation

Details of the stakeholder engagement program as part of the ESIA and results of engagement including:

- Analysis of key stakeholder groups potentially affected by the Project and other interested parties;
- Detail on the specific stakeholder engagement activities carried out with these stakeholder groups throughout the study including figures on participation in these activities;
- Details and analysis of the specific concerns, questions and opportunities for improvement of the Project raised by stakeholders throughout the process of engagement; and
- Details on retroaction to consulted stakeholders in relation to Project impacts and mitigation measures.

3.7 Assessment of Impacts

The Pre-Qualified Bidder will assess the potential environmental and social impacts and risks of the Project across its lifecycle (preconstruction, construction, operations, decommissioning/closure, reinstatement), as well as opportunities that the Project may provide, including but not limited to: infrastructure development as well as direct, indirect and induced economic benefits. Included in the impact assessment scope will be any associated facilities.

The E&S Assessment will include an analysis of the likely impacts of the proposed Project and associated facilities on the physical, biological and socio-economic environment to provide an identification and detailed characterisation of potential adverse and beneficial E&S impacts. This will include an identification of impacts that could be experienced disproportionately by vulnerable groups. The assessment will include potential E&S impacts (prior to the application of mitigation measures) and residual impacts. Maps shall be prepared wherever needed to properly characterise impacts, especially those with a significant spatial dimension.

Impacts on the different components of the physical, biological and socioeconomic environments will be assessed using good practice ESIA techniques (e.g. modelling, risk assessment, professional judgement, etc.) and through consistent and transparent application of a Consultant-defined impact assessment methodology which would consider, amongst others if applicable:

- Nature of impact (positive or negative);
- Type of impact (direct or indirect);

- Magnitude of impact;
- Impact likelihood;
- Duration and extent of the impact;
- Reversibility of the impact;
- Sensitivity, importance and vulnerability of the resource or receptor; and
- Defined quantitative limits (e.g. emission limits and air quality standards), etc.

The Consultant should present in the ESIA report a significance rating for each residual impact (without and with application of mitigation measures).

The impact study will also identify potential improvement opportunities and define technically and financially feasible measures to avoid, or where avoidance is not possible, minimise, mitigate or compensate adverse impacts (as per the Mitigation Hierarchy). Measures to enhance Project benefits will also be identified.

Where affected individuals or groups are identified as disadvantaged or vulnerable during the appraisal process, the study will include differentiated measures so that adverse impacts do not fall disproportionately on them and they are able to take advantage of opportunities to benefit from the Project.

Finally, the impact assessment will present the residual impacts subsequent to the application of mitigation and enhancement measures.

Specific impact analysis techniques are expected to be used in the following cases:

- A shadow flickering study will need to be prepared if the study will reveal a potential effect on the local residents in the area of influence of the Project. Criteria to be used are those included in the WB Group Environmental Health and Safety Guidelines for Wind Energy (2015).
- A bird collision risk assessment will need to be prepared in case the baseline studies will reveal the presence of significant numbers or threatened species of raptors or soaring birds in the area of influence of the Project. The recommended methodology is “Windfarms and birds: Calculating a theoretical collision risk assuming no avoiding action”. (SNH 2000)
- An appropriate assessment will need to be prepared for projects potentially having an effect on Natura 2000 or Candidate Emerald Sites. The assessment will be prepared according to the provisions of Article 6(3) and (4) of the Habitats Directive 92/43/EEC, and the related methodological guideline. The recommended methodology is “Methodological guidance on the provisions of Article 6(3) and (4) of the Habitats Directive 92/43/EEC”. The assessment methodology will need to be aligned with the overall ESIA methodology described in this document.

3.8 Management of Impacts and Issues

An outline of the feasible cost-effective measures to avoid, minimize, mitigate or compensate for environmental and social impacts to acceptable levels and address other environmental and social issues. Additionally, an outline of any measures that would enhance environmental and social aspects within the area affected by the Project and the existing operations and characterization of the nature of any residual environmental and social impacts or issues that have not been addressed. A description of the financial provisions for potential risks (for example escrow accounts and insurance cover to provide for

inter alia abandonment and decommissioning, site remediation and oil spills and other emergencies). The following Project stages must be considered where appropriate:

- Pre-construction and construction phase
- Operation and maintenance
- Closure and decommissioning
- Residual environmental and social impacts.

3.9 Monitoring and Supervision

A description of how environmental and social impacts and issues will be monitored and managed in practice; including an indication of how the Project will be supervised by lenders and governmental agencies. Estimates should be provided for capital expenditure and operation and maintenance costs where possible. The following stages must be considered where appropriate:

- Pre-construction and construction phase
- Operation and maintenance
- Closure and decommissioning
- Residual environmental and social impacts.

3.10 Environmental and Social Management Plan

A description of the avoidance, minimization, mitigation, compensation and monitoring measures aimed at improving the Project and avoiding and reducing its E&S impacts in the Environmental and Social Management Plan (ESMP). The ESMP will ensure that all relevant stages of the Project are structured to meet applicable laws and regulatory requirements and the relevant International standards and requirements and should include:

- A high-level description of the Environmental and Social Management System including operational policies, management plans, management systems, programmes, procedures, practices and capital investments to be developed and deployed as part of the overall impact mitigation strategy.
- The resources necessary to ensure its effective implementation and define the roles and responsibilities for the actions/mitigation measures contained therein as well as for regular update of the ESMP.
- Management of supply chains and responsibilities of third parties including Contractor Environmental and Social Management Plans (or site-specific plans) to be developed by the Contractor and approved by the Company.
- Training or capacity-building required to ensure that personnel tasked with implementing the ESMP have the necessary awareness and skills to execute these functions effectively.
- Performance indicators linked to significant environmental and social impacts as well as relevant elements of the Lenders.
- A monitoring plan aimed at tracking actions specified in the ESMP as well as any regulatory monitoring and reporting requirements.

- Emergency procedures and management plans to address fire and explosion safety as well as pollution control and containment for potential incidents (e.g. emergency response plans, fire extinguishing measures, and alarm and communication systems).
- A procedure for the management of change. The level of detail and complexity of the ESMP will be commensurate with the Project's impacts and issues addressing risks, impacts and opportunities specific to the Project. The ESMP will define desired outcomes as measurable events to the extent possible with elements such as targets and performance indicators that can be tracked over defined time periods.

It is expected that the ESMP will include at least the following management plans:

- Land Acquisition and Resettlement Plan;
- Contractor Management Plan;
- Community Health and Safety Plan;
- Occupational Health and Safety Plan;
- Traffic Management Plan;
- Biodiversity Management Plan.

3.11 Appendices

- Names of those responsible for preparing the E&S Assessment;
- References and sources of information;
- Records of public meetings and consultations held;
- Supporting technical data;
- Shadow Flicker Study;
- Bird Collision Report;
- Appropriate Assessment Report.

APPENDIX 15

WIND SITING STUDY

A preliminary high-level screening of no-go areas and suitability criteria for the selection of sites has been performed on behalf of the Contracting Authority by the Consultancy Team.

This document is only meant to provide guidance and support to the Prospective and Pre-Qualified Bidders for the selection of sites by the RFP stage. It shall not be interpreted as limiting the liabilities or responsibility of Bidder(s) for the selection of their Proposed Sites.