

South Island Biomass Supply Chain

Investment – Registration of Interest

21 March 2023

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Key dates

ROI released: 21 March 2023

Supplier briefing: 29 March 2023

Deadline for Questions: 13 April 2023

Deadline for Registrations: 28 April 2023

Respondents notified of decisions: late May / early June 2023

Section 1 Key Information

1.1 Context

This Registration of Interest (ROI) seeks information on projects that could be considered for co-investment by Energy Efficiency and Conservation Authority (EECA) (on behalf of government) through the award of grant funding from the Government Investment in Decarbonising Industry, or “GIDI” Fund.

Through this ROI, EECA seeks information about potential biomass supply chain projects in the South Island for the processing and collecting of biomass raw materials e.g. technologies that increase forestry residue collection and projects that process raw material to boiler-ready fuel. If implemented, these potential projects would enable increased large-scale use of biomass for heating by businesses in the South Island. The New Zealand Government, through EECA, is interested in co-investing in such projects because this would assist in decarbonising New Zealand energy use.

This ROI will create a shortlist of Respondent/s, who will be invited to participate in a Request for Proposal (RFP) for the procurement of projects to increase the harvest and or production of biomass residue and boiler-ready fuel in the South Island (proposals received during the RFP process would be assessed against specific EECA funding criteria, outlined in the RFP, to support implementation).

We are interested in hearing what stage these projects are at, who the players involved are, and indicative budgets. These projects would include technologies or processes that increase forestry residue collection, and / or projects that process raw material to boiler-ready fuel.

The ROI is a critical next step in decarbonising process heat in the South Island and follows EECA’s Regional Energy Transition Accelerator (RETA) work in the South Island. Specifically, the aim is to address two key barriers existing in the biomass supply chain in the South Island which are:

- the need for increased biomass collection, preparation, and processing of raw biomass; and
- the lack of production of additional boiler-ready fuel (e.g. hog fuel, dry chips, briquettes, and white pellets). This is needed to increase the use of biomass in process heat in the region.

All Respondents will be invited to a supplier briefing (webinar) held by EECA prior to the closing of the ROI. This session will give Respondents a chance to find out more about the objectives of the ROI and subsequent RFP and to provide input.

It is expected that the RFP will open in June 2023. The specific details of the RFP will be released after the conclusion of the ROI, but an outline of the focus and outcomes sought is provided in Section 2. If your Registration of Interest does not meet the requirement of the ROI, you will not be shortlisted for the RFP process, unless you provide evidence that you plan to take appropriate actions to address the shortcomings.

1.2 Our timeline

The table below shows our timeline for this ROI.

Steps in the ROI process	Date
ROI opens	21 March 2023
Supplier briefing	29 March 2023
Deadline for questions from Respondents	13 April 2023
Deadline for EECA to answer Respondents questions	20 April 2023
Deadline for Registrations	28 April 2023
Respondents notified of outcome (indicative)	Late May / June 2023

1.3 How to contact us

All enquiries (such as questions on the scope of the procurement or assistance with the completion of the Registration Form) must be directed to our Point of Contact by the “deadline for questions” above. EECA will manage all external communications through the Point of Contact.

EECA's Point of Contact: Email address: applications@eeeca.co.nz (and/or grace.vandyk@eeeca.govt.nz)

1.4 Developing and submitting your Registration

This is an open competitive tender process. The ROI sets out the step-by-step process and conditions that apply. Take time to read and understand the ROI. In particular:

1. Develop a strong understanding of what EECA is looking for as detailed in Sections 2 and 3.
2. In structuring your Registration consider how it will be assessed. Section 3 describes EECA's assessment approach.
3. If anything is unclear or you have a question, email EECA's Point of Contact (see 1.3 above) for an explanation. Please do so before the Deadline for Questions.
4. In submitting your Registration, you must use the Response Form available on the Government Electronic Tender Service (GETS) and the EECA website.
5. Complete and sign the declaration at the end of the Response Form.

1.5 Address for submitting your Registration

Registrations of Interest must be submitted through GETS (or by email in cases where GETS is not available) to EECA using the form provided.

If you experience issues, please contact EECA's Point of Contact (see 1.3 above)

Registrations sent by post or fax, or hard copy delivered to our office will not be accepted.

1.6 Our ROI Process, Terms and Conditions

The ROI is subject to the ROI Process, Terms and Conditions described in section 5.

1.7 Later changes to the ROI or ROI process

If, after publishing the ROI, EECA needs to change anything about the ROI, or ROI process, or want to provide Respondents with additional information EECA will let all Respondents know by placing a notice on GETS and the EECA website.

It is your responsibility to check for any updates prior to submitting your Registration.

Section 2 What we are looking for

2.1 About the ROI

Through this ROI, EECA is seeking information from the South Island market covering:

- projects that would increase biomass fuel material for a region. The key projects that EECA is looking for in this category include:
 - The development of large-scale collection hubs for forestry residues or processed residues that facilitate large scale demand requests (single-party or multi-party).
 - Technologies that would increase forestry residue collection.
 - Projects that would process raw material into boiler-ready fuel such as hog fuel, dried wood chip, pellet, or briquettes.

Through this ROI, EECA also wishes to understand what unique barriers Māori businesses and Iwi face when looking to undertake relevant projects in this industry. This will help EECA promote equitable involvement at the RFP stage. Specifically, EECA is seeking information on:

- the capacity of all businesses to ensure our subsequent RFP approach can accommodate smaller businesses if required.
- the needs of Māori businesses in the biomass industry e.g. any barriers specific to your Māori business within the Biomass Sector, and any specific format required for the ROI / RFP.

2.2 Strategic context - Biomass infrastructure investment

New Zealand's Emissions Reduction Plan (May 2022) sets out the pathway for how New Zealand will meet its first emissions budget (2022-2025) and achieve long-term climate targets. With 60 per cent of process heat currently supplied by fossil fuels, decarbonising process heat will make a critical contribution.

EECA is supporting work to increase the use of biomass for decarbonising process heat in New Zealand. Specifically, this procurement activity represents a critical next step in decarbonising process heat in the South Island. It builds on EECA's Regional Energy Transition Accelerator (RETA). The RETA work brings together information about bioenergy use with the aim to reduce fossil fuel use emissions from process heat.

Among the key insights from the RETA is the considerable potential of biomass as part of the local South Island energy mix. RETA concluded that further work was needed to meet biomass demand requirements and accelerate harvesting of full potential residues in South Island's forests.

Through this ROI, EECA seeks to build on current knowledge of potential projects in the sector which aim to remove the barriers to biomass use in the South Island. This information would inform the requirements and scope of an RFP which will seek specific proposals to enhance the biomass supply chain. Proposals received during the RFP process would be assessed against specific EECA funding criteria outlined in the RFP.

EECA is using this ROI and subsequent RFP to ensure the following outcomes in the South Island:

- Biomass supply for enabling process heat decarbonisation grows further and more quickly than would have occurred without EECA co-funding.
- Business and public sector heat users (i.e. those currently using fossil fuels for process heat) are more confident in their fuel switching decisions.
- Business and public sector heat users will not be turned away by biomass suppliers citing long term raw material availability and pricing uncertainties.
- EECA is supporting investment in biomass supply by private and public sector investors and financiers.
- EECA can influence biomass use in commercial and industrial end use, where appropriate, with a focus on medium and high temperature end use for businesses (i.e. >100C).
- Acceleration of the implementation date of biomass fuel switching projects.
- Potential disruptions to the wider energy market are minimised, or improved
- The promotion of successful projects as role models to the wider market.
- Demonstration of the value of public good funding.

2.3 What we need

EECA is looking for Registrations from parties who, if successful, will be invited to apply for a second-stage RFP for projects that facilitate decarbonisation of process heat in the South Island. Proposals received during the RFP process would be assessed against specific EECA funding criteria outlined in the RFP. Successful projects will be offered government co-investment in the form of grant funding, with resulting funding contracts being based on EECA's standard grant funding contract template. At this stage, it is expected that the RFP will open in June 2023.

The procurement process is expected to run as follows:

- Registration of Interest (ROI) to identify interested and qualified parties (March / April 2023): The ROI will identify organisations that have the potential to increase biomass supply for process heat decarbonisation in the South Island.
- Request for Proposals (RFP) to assess and select projects for government co-investment (June 2023): Following the ROI, an RFP will be released for the procurement of projects to increase the harvest of biomass residue and boiler-ready fuel in the South Island. This RFP will only be open to those suppliers that participate in the ROI and are shortlisted through that process.

EECA is also seeking information on the following to support the scoping of the RFP:

- Indicative budget of the project(s).
- Evidence that the project(s) meets an established need for additional biomass in the region by providing evidence that either a future market is secured, strong commitments are established, or a potential market is clearly identified.
- Any barriers specific to your Māori business within the Biomass Sector.
- Ways that EECA can help to overcome those barriers.
- Preferred format required for presenting a proposal to EECA related to this ROI and future RFP.
- Any specific areas or information that the Respondent wishes to highlight to EECA to aid in the success of addressing barriers within the biomass supply chain in the South Island.

2.4 What we do not want

This ROI has a limited scope, and EECA will not accept Registrations for any other type of project (e.g. planting coppiced fuel crops, planting perennial energy crops (e.g. Miscanthus), and processing residues to supply electricity generation).

2.5 Why should you register your interest?

This is an opportunity to potentially secure co-investment grant funding from the government's GIDI Fund, and actively contribute to the long-term decarbonisation of process heat in the South Island.

Respondents will signal their interest and readiness to engage through this ROI, to secure an invitation to apply in the subsequent RFP.

2.6 What is important to us?

Key outcomes / investment principles

This ROI supports EECA's intent to reduce fossil fuel use in New Zealand and specifically the South Island. Key outcomes important to EECA provide general investment principles for the subsequent RFP, and include:

- Accelerating process heat decarbonisation to support the Government's emissions reduction goals.
- Optimising energy use by New Zealand's South Island businesses and public sector, easing the transition to decarbonising and improving productivity.
- Encouraging innovation.
- Ensuring energy transition costs, and Government support for decarbonisation is equitable and efficient.

It is expected that Respondents will help meet the Government's Broader Outcomes relating to: improving

conditions for New Zealand workers; reducing emissions and waste through supporting the transition to a net zero economy; and utilising their effective networks and strong relationships with suppliers and the community they operate in. Further information can be found here: [Broader outcomes | New Zealand Government Procurement and Property](#).

2.7 Who can apply?

This ROI is open to all New Zealand-based and New Zealand-registered legal entities who meet the eligibility criteria outlined in section 3.3.

For clarity, the following types of organisations are eligible to submit Registrations:

- NZBN registered private sector business.
- Registered legal entities such as Trusts, recognized iwi organisations, and entities that represent hapu or rohe.
- State-owned Enterprises (subject to ministerial approval).
- Council controlled organisations.

2.8 Advice for potential Respondents

Respondents looking for feedback as to whether their qualifications and experience would potentially fit with the scope of the ROI, or who have questions or ideas to discuss, are encouraged to email the EECA Point of Contact (see 1.3, above). You are also strongly advised to attend the supplier briefing session on 29 March 2023 where EECA will give an overview of the project and provide an opportunity to ask any questions you have.

2.9 Funding Agreement

No contract will result from this ROI. Shortlisted Respondents will be invited to apply for co-funding through the subsequent RFP.

2.10 Other tender documents

Along with this ROI document, the Response Form has been uploaded to both GETS and the EECA website. The RFP will not be released until June 2023.

Section 3 Our Assessment and Decision-Making Approach

3.1 Assessment process and criteria

The approach for Shortlisted Respondents is a one-stage contestable process. All eligible and complete Registrations will go through the same assessment process and will be assessed by an Evaluation Team. Eligibility conditions is presented in section 3.3. Prior to assessment, a Technical Advisory Group (TAG), comprising technical and subject matter experts across government (including EECA) and/or the private sector, will ascertain confidence in the Respondents ability to deliver from a technical perspective and the representations included in the Respondents' ROI. The TAG makes recommendations to the Evaluation Team.

As part of the assessment, EECA wishes to understand:

- What is the project?
- An estimated cost of the project.
- Which South Island region(s) the project relates to.
- Do the parties involved have the ability to complete the project to a high standard?
- Are there any considerations that EECA needs to make regarding impact on Māori business?
- Does it meet EECA's decarbonisation outcomes?
- Does it ensure long term outcomes for the regional energy system?
- Can the project be completed by 31 December 2025?
- What is the barrier for your company implementing this project? If the barrier is financial, what amount of support would you require?

The indicative assessment process and timing is shown below:

Date	Action
21 March 2023	ROI released
29 March 2023	Supplier briefing
13 April 2023	Deadline for Questions
28 April 2023	Deadline for Registrations
late May / early June 2023	Respondents notified of decisions.

3.2 Evaluation Team members

The Evaluation Team comprises the non-voting chair, up to four additional staff members of EECA, and at EECA's discretion may include external members as required. A quorum of at least three voting members will be required.

The Evaluation Team will sign a Conflict of Interest declaration upon appointment and will thereafter confirm that declaration and their agreement to the process for managing 'commercial in confidence' information, immediately before receiving the eligible applications in each round.

The proposed makeup of the Evaluation Team is as follows:

Role	Voting	Member
Chair of Evaluation Team	x	1 EECA internal appointment
Business & Public Sector group	□	2 EECA business subject matter expert

Technical experts	<input type="checkbox"/>	2 EECA or external technical subject matter experts
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3.3 Eligibility Conditions

The Respondent must meet all the following eligibility conditions in order to be shortlisted and invited to participate in the RFP.

#	Eligibility conditions	Meets condition
1.	The Respondent must be New Zealand-based and one of the following: <ul style="list-style-type: none"> NZBN registered private sector business Registered legal entities such as Trusts, recognized iwi organisations, and entities that represent hapu or rohe State-owned Enterprises (subject to ministerial approval) Council controlled organisation. 	Yes/No
2.	The Project <u>must</u> be delivered in the South Island. ^[2] Respondents must state which region(s)/sub-region(s) this would service.	Yes/No
3.	The Project relies on commercially available and proven technologies. ^[3]	Yes/No
4.	The Respondents provides supporting information at least a preliminary business case and/or feasibility study demonstrating that the project is sufficiently advanced for assessment and setting out the reasons why the solution proposed is the best approach.	Yes/No
5.	The Respondent has completed the ROI Response Form in full.	Yes/No
6.	The Respondent and the ROI passes preliminary financial and technical due diligence (a more detailed financial and technical due diligence will be performed at the RFP stage).	Yes/No
7.	The project <u>must</u> either be delivered by December 2025 or compelling reasons provided why providing an exception should be granted to accelerate a specific known decarbonization opportunity.	Yes/No
	Decarbonisation outcomes	
8.	The Project increases the supply of biomass for the decarbonisation of process heat in New Zealand and preferably has an immediate end use that can underpin this outcome and the business viability.	Yes/No
9.	The Project generates carbon emissions savings by increasing the supply of biomass to areas where business and public sector heat users (currently using fossil fuels) are located.	Yes/No
10.	The Project's carbon emissions savings are additional to what would have happened if the Project did not occur or occurred in a different manner or time.	Yes/No
	Financial	
11.	An approximate price must be provided for this project including a rudimentary budget.	Yes/No

	Applicant sources of co-funding	
12.	The Respondent identifies all co-investment sources, including individual amounts if multiple sources.	Yes/No
	Ensuring long-term outcomes for the regional energy system	
13.	The project(s) increases the long-term supply of raw or processed biomass in the region the project is located.	Yes/No
14.	Biomass produced will be predominately supplied to local commercial and industrial businesses, with a focus on business heat end uses (i.e. >100C). Projects that enable decarbonisation in the South Island are the focus.	Yes/No
15.	The project(s) relies on sustainable supplies of biomass and does not have undue negative effects on the region's environment, society, or the economy (e.g., local processing).	Yes/No
16.	The Respondent provides evidence of the confidence in the ongoing and long-term supply of raw material required.	Yes/No
17.	The biomass infrastructure project matches supply and demand on a local or regional basis. The Respondent demonstrates the project(s) meets an established need for additional biomass in the region by providing evidence that either a future market is secured, strong commitments are established, or a potential market is clearly identified. <i>Project(s) with strong links to emission reductions will be prioritised over other projects.</i>	Yes/No
18.	The biomass infrastructure project is not negatively competing with other existing biomass suppliers in the region.	Yes/No
	Innovative solutions	
19.	For innovative projects, the technological solution is commercially available demonstrating a level of 9 or more on the Technology Readiness Level (TRL) scale. The recent International Energy Agency list should be used as a reference point ETP Clean Energy Technology Guide – Analysis - IEA. Should your technology solution demonstrate level 8 on the TRL, discuss the opportunity with EECA.	Yes/No
20.	For innovative projects, application of the technological solution presents a potential for replication that will realistically result in carbon emissions reduction by 2030 (end of Emissions Budget 2).	Yes/No

3.4 Assessment Model

The assessment model is to evaluate whether the projects,

- Meet requirements
- Do not meet requirements
- Need more information.

Using the eligibility criteria in section 3.4, proposals would be assessed as follows:

1. Ability to Deliver
2. Does the project meet EECA's decarbonisation outcomes (refer to section 3.3 points 8-10)?
3. Does the project ensure long-term outcomes for the regional energy system
4. Does this project offer an Innovative Solution?

If the project meets all the requirements (including in circumstances where additional information is requested by EECA and is supplied by the Respondent to the satisfaction of EECA) they will be invited to participate in the subsequent RFP.

3.5 Further analysis of Registrations

In addition to the above assessment, EECA and/or the Evaluation Team may undertake the following processes and due diligence in relation to any Registration:

1. Reference checks the Respondent organisation(s) and named personnel.
2. Request clarification of aspects of the ROI.
3. Request supporting evidence to back up statements made in their response to the various questions on the ROI Response Form.
4. Confirmation of delivery timelines and co-funding commitments.
5. Request an interview with an Applicant or a site visit.
6. Conduct internal and/or external due diligence checks.

EECA requests for the above should be timely and the findings will be considered in the assessment process.

3.6 Process and decision-making

How decisions will be made

- Respondents submit an application form in response to this ROI.
- The Evaluation Team evaluates eligible Registrations of Interest against the defined criteria and makes recommendations for short-listing to the Evaluation Team.
- Based on recommendations from the Evaluation Panel, EECA may clarify aspects of the Registration with the Respondents before confirming the short-listing.
- If the Evaluation Team declines short-listing, the Respondents will be informed, and all Respondents will be able to request and be provided with a debrief. This completes the process.
- If the Evaluation Team decides to approve short-listing, it will make a contingent decision which will be communicated to the Successful Respondents. Results are embargoed until EECA announces the results.

Section 4 General Information

4.1 Commercial-in-Confidence

All information collected and held during the ROI process will be held in the strictest confidence. This information will include:

- The identity of entities engaging with EECA and related parties.
- Information provided to or by EECA and the Evaluation Team prior to Registrations being submitted.
- Registrations.
- Materials used to comment on and assess Registrations.

4.2 Official Information Act

EECA is bound by the Official Information Act 1982 (OIA) and subject to other public law obligations. Accordingly, while the information provided by Respondents is intended to be held in the strictest confidence, the information that EECA holds can be requested by third parties and EECA must provide information as required to do so by law.

The OIA does enable EECA to withhold information under certain conditions. Where possible, EECA will consult with the relevant Respondents and Recipients if it receives an OIA request.

4.3 Conflicts of interest

Conflict of Interest with respect to the Evaluation Team

EECA operates a robust Conflict of Interest policy under which conflicts (real or perceived) are declared and managed. If Respondents consider there are any Conflicts of Interest relating to their interests and/or their Registrations and any persons at EECA, they are requested to contact EECA in writing via email.

Respondent Conflict of Interest

Respondents must ensure that, where relevant, fair, and appropriate procurement processes are used to ensure value for money and to manage Conflicts of Interest.

Respondents must disclose any Conflict of Interest (real or perceived) to EECA, as and when it arises, for the duration of the procurement process. If in doubt, Respondents must disclose the situation to EECA in writing via email.

4.4 Due diligence and financial matters

Due diligence

At any stage during the assessment process, EECA may undertake due diligence checks on Respondents as needed to meet Government requirements. Signing and submitting the Response Form is considered consent to these checks taking place.

GST

All amounts included in Registrations should be GST exclusive. The funding figures cited in any documents are GST exclusive.

Financial Year

The Crown's financial year runs from 1 July to 30 June. Registrations should use this timeframe when providing financial information.

Tax advice

EECA does not provide tax advice. If needed, Respondents should seek advice from tax specialists about how any funding granted may affect their tax positions.

4.5 Declaration

Respondents will be required to sign and submit declarations (part of the Response Form) to confirm that the information they provide is accurate and to acknowledge that they have read and understood this ROI, including its terms, conditions and criteria and the information relating to obligations under the Official Information Act.

Section 5 ROI Process, Terms and Conditions

If you have any questions about the ROI terms, please email EECA's Point of Contact (see 1.3 above).

Preparing and submitting a Registration

5.1 Preparing a Registration

a. Respondent obligations

The Respondent must:

- i. read the complete ROI and any additional information provided and referred to by EECA
- ii. respond using the ROI Response Form provided and include all information EECA requests
- iii. consider the risks and contingencies relating to the delivery of the ROI requirements and outline how it will manage those risks and contingencies
- iv. include any assumptions, dependencies and/or qualifications in the Registration.
- v. obtain independent advice before submitting a Registration (if necessary).

b. Process acceptance

By submitting a Registration, the Respondent accepts the ROI terms.

c. No obligation, no penalty

Suppliers are not expected or required to submit a Registration to remain on any prequalified or registered supplier list.

5.2 Respondent questions

a. The Respondent must make sure they understand the ROI.

b. If the Respondent has any questions or needs clarification, they:

- i. must submit questions before the Deadline for Questions (Section 1 of the ROI)
- ii. must clearly indicate any commercially sensitive information in their questions
- iii. may withdraw their questions at any time.

c. When EECA receives questions before the Deadline for Questions:

- i. EECA will respond on or before the Deadline for Answers.
- ii. EECA may provide details of both the questions and the answers to other Respondents. In these circumstances EECA will summarise the questions and will not disclose the Respondent's identity.
- iii. EECA will not publish the Respondent's commercially sensitive information. However, if EECA considers the information to be significant for all Respondents, EECA may modify the question and publish both this and the answer. In that case EECA will first give the Respondent the opportunity to withdraw the question or remove any of their own commercially sensitive information.

5.3 Submitting a Registration

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- a. The Respondent must ensure EECA receives the Registration at the correct address on or before the Deadline for Registrations.
 - b. After the Deadline for Registrations, EECA will acknowledge receipt of the Registration.
 - c. The Respondent must ensure that all information they provide to EECA:
 - i. is true, accurate and complete
 - ii. is not misleading in any material respect
 - iii. does not contain material that infringes a third party's Intellectual Property rights.
 - d. EECA may rely on the Registration and all information provided by the Respondent during the ROI process (e.g., correspondence and negotiations).
 - e. EECA may invite Respondents to rectify any minor errors or omissions in their Registrations during EECA's administrative review and eligibility check process. Otherwise, any Registration not meeting all the eligibility conditions specified in Section 3 will be disqualified from the remainder of the process.

Evaluating Registrations

5.4 Evaluation Team

EECA's Evaluation Team will consider the Registration. EECA may have different evaluation members for considering different aspects of the Registration. EECA may include independent advisors to consider some or all aspects of the Registration.

5.5 Third party information

- a. EECA may request information from a third party where EECA considers the information may be relevant to the ROI process, excluding commercially sensitive information.
- b. If this occurs, the Respondent:
 - i. authorises EECA to collect that information from the relevant third party (e.g., a referee or client), and authorises the third party to release it to EECA
 - ii. agrees EECA may use that information in its assessment of the Registration
 - iii. must ensure that all referees listed in the Registration agree to provide a reference.

5.6 Clarification of Registration

- a. EECA may ask the Respondent for more information or clarification on the Registration at any time during the ROI process.
- b. EECA need not ask all Respondents for the same clarification.
- c. The Respondent agrees to provide the information or clarification as soon as possible, in the format requested by EECA.
- d. If the Respondent does not provide adequate information or clarification within a reasonable time (as determined by EECA), EECA may remove the Registration from its assessment process.

5.7 Assessment and shortlisting of Registration

- a. EECA will initially evaluate the Registration based on the Respondent's submitted ROI Response Form.

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- b. EECA may adjust its assessment after considering additional information or clarification, as described in Sections 5.5 and 5.6 above.
 - c. After the shortlisting of Respondents based on their Registrations, any further participation by a shortlisted Respondent in any subsequent stage of the procurement process that flows out of the ROI will be subject to the shortlisted Respondent accepting.
 - d. If a Respondent is not shortlisted based on its Registration, EECA may exclude it from any further participation in any subsequent stage of the procurement process that flows out of the ROI.

5.8 Respondents debrief

- a. At the end of the ROI process, EECA will offer to debrief the Respondent. This debrief may be by letter, email, phone, or a meeting.
- b. The Respondent has 10 Business Days from the date of EECA's offer to accept a debrief.
- c. EECA will provide the debrief within 30 Business Days from the date of the Respondent's acceptance of a debrief.
- d. The debrief will:
 - i. explain why the Registration was or was not shortlisted
 - ii. explain how the Registration performed against the pre-conditions (if applicable) and the assessment criteria
 - iii. indicate the Registration's relative strengths and weaknesses
 - iv. explain, in general terms, the relative advantages of the shortlisted Registration(s), without necessarily identifying the relevant Respondents
 - v. seek to address any concerns or questions from the Respondent
 - vi. seek feedback from the Respondent on the ROI and ROI process.

5.9 Notification of outcome

In late May / early June 2023, EECA:

- a. will let all unsuccessful Respondents know the name of the Successful Respondents if any
- b. may make public the name of the Successful Respondents (if any) and any unsuccessful Respondents
- c. may publish a list of Successful Respondents on the EECA website, where applicable.

5.10 Issues and complaints

- a. The Respondent may, in good faith, raise with EECA any issue or complaint about the ROI or ROI process at any time.
- b. When this occurs:
 - i. EECA will consider and respond promptly and impartially to the Respondent's issue or complaint
 - ii. both the Respondent and EECA must do their best to resolve the issue or complaint
 - iii. EECA must not allow the issue or complaint to prejudice the Respondent's participation in the ROI process, or limit or affect the Respondent's future procurement opportunities.

Standard ROI conditions

5.11 EECA's Point of Contact

- a. The Respondent must direct all ROI enquiries to EECA's Point of Contact in Section 1 of the ROI.
- b. The Respondent must not approach any other employee or other representative of EECA, directly or indirectly, for information on any aspect of the ROI.
- c. Only the Point of Contact, or a person authorised by EECA, may communicate with the Respondent on any aspect of the ROI. EECA will not be bound by any statement made by any other person.
- d. EECA may change its Point of Contact at any time. EECA will notify the Respondent of any change by email or posting a notification on the EECA website.
- e. If the Respondent has an existing contract with EECA, the Respondent must not use its business-as-usual communications to contact EECA regarding the ROI.

5.12 Conflict of Interest

- a. The Respondent must complete the Conflict of Interest declaration in the ROI Response Form. If a joint Registration is being submitted, each party must complete the Conflict of Interest declaration separately.
- b. If a Conflict of Interest arises during the ROI process, the Respondent must inform EECA immediately.
- c. EECA may exclude a Respondent from the ROI process if a material Conflict of Interest arises.

5.13 Ethics

- a. The Respondent must not attempt to influence, reward, or benefit any representative of EECA, nor offer any form of personal inducement, in relation to the ROI or the ROI process.
- b. The Respondent must comply with the Supplier Code of Conduct issued by the Procurement Functional Leader, and any other relevant codes of conduct listed in the ROI.
- c. EECA may exclude the Respondent from the ROI process for a breach of paragraphs 5.11b, 5.11e, 5.13a or 5.13b.
- d. To maintain a fair and ethical ROI process, EECA may require additional declarations or other evidence from the Respondent, or any other person, at any time.

5.14 Anti-collusion and bid rigging

- a. By submitting the Registration the Respondent warrants that:
 - i. the Registration has not been prepared in collusion with a competitor
 - ii. it will not engage in deceptive or improper conduct during the ROI process.
- b. EECA may exclude the Respondent from the ROI process if a breach of these warranties occurs.
- c. EECA reserves the right to report suspected collusion or anti-competitive behaviour to the appropriate authority, and to give that authority all relevant information, including the Registration.

5.15 Confidential Information

- a. Without limiting any other confidentiality agreement between them, EECA and the Respondent will both take reasonable steps to protect the other party's Confidential Information.

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- b. Except as permitted by the other provisions of this Section 5.15, neither party will disclose the other party's Confidential Information to a third party without that other party's prior written consent.
 - c. Each party may each disclose the other party's Confidential Information to anyone who is directly involved in the ROI process on that party's behalf, but only for the purpose of participating in the ROI. This could include (but is not limited to) officers, employees, consultants, contractors, professional advisors, Evaluation Team members, partners, principals, or directors. Where this occurs, the disclosing party must take reasonable steps to ensure the third party does not disclose the information to anyone else and does not use the information for any purpose other than participating in the ROI process.
 - d. The Respondent acknowledges that EECA's confidentiality obligations are subject to requirements imposed by the Official Information Act 1982 (OIA), the Privacy Act 2020, parliamentary and constitutional convention, and any other obligations imposed by law. Where EECA receives an OIA request that relates to a Respondent's Confidential Information, EECA will endeavour to consult with the Respondent and may ask the Respondent to explain why the information is considered by the Respondent to be confidential or commercially sensitive.
 - e. The Respondent may disclose EECA's Confidential Information to the extent strictly necessary to comply with law or the rules of any stock exchange on which the securities of the Respondent or any related entity are currently listed. Unless prohibited by law, the Respondent must consult with EECA before making such a disclosure.
 - f. EECA will not be in breach of its obligations if it discloses Confidential Information to the appropriate authority because of suspected collusive or anti-competitive tendering behaviour.

5.16 Costs of participating in the ROI process

Except as otherwise stated in the ROI, the Respondent must meet their own costs associated with the preparation, presentation, and negotiation of the Registration.

5.17 Ownership of documents

- a. The ROI and its contents remain the property of EECA. All Intellectual Property rights in the ROI remain the property of EECA or its licensors.
- b. EECA may request the immediate return or destruction of any ROI documents and any copies, in which case the Respondent must comply in a timely manner.
- c. All documents forming part of the Registration will, once they are delivered to EECA, become the property of EECA. The Registration will not be returned to the Respondent.
- d. Intellectual Property rights in the Registration remain the property of the Respondent or its licensors.
- e. The Respondent grants to EECA a licence to retain, use, copy and disclose information contained in the Registration for any purpose related to the ROI process, including keeping appropriate records.

5.18 Limited rights and obligations

- a. Except as stated otherwise in this Section 5.18, these ROI Terms or the ROI process does not create a contract or any other legal relationship between EECA and Respondent.
- b. The following are binding on the Respondent:
 - i. The Respondent's signed declaration (contained in the ROI Response Form).

- ii. The Respondent's obligations under paragraphs 5.3c and 5.3d. Nothing in this Section 5.18 takes away from any rights or remedies EECA may have in relation to the Respondent's statements, representations or warranties in the Registration or in correspondence or negotiations with EECA.
- iii. The standard ROI conditions in Sections 5.11 to 5.23.
- c. Section 5.15 and 5.17 are binding on EECA.
- d. All terms and other obligations that are binding on EECA are subject to EECA's additional rights in Section 5.20.

5.19 Exclusion from the ROI process

- a. EECA may exclude the Respondent from the ROI process if the Respondent:
 - i. has not provided requested information in the correct format
 - ii. has breached the ROI-Terms and EECA considers the impact of the breach is more than trivial (this applies whether the provision in question is itself legally binding on the Recipient)
 - iii. included a material error, omission, or inaccuracy in the Registration
 - iv. is in bankruptcy, receivership, or liquidation
 - v. has made a false declaration
 - vi. has a conviction for a serious crime or offence
 - vii. has failed to pay taxes, duties, or other levies
 - viii. represents a threat to national security or to confidentiality of government information, and/or
 - ix. is a person or organisation designated as a terrorist by New Zealand Police.
- b. EECA may exclude the Respondent from the ROI process if:
 - i. there was a serious performance issue in a previous, or current, contract delivered by the Respondent
 - ii. EECA considers the integrity of the Respondent is in doubt due to the Respondent's professional misconduct or an act or omission contrary to the Supplier Code of Conduct, and/or
 - iii. EECA becomes aware of any other matter that materially diminishes EECA's trust in the Respondent.

5.20 EECA's additional rights

- a. Changes to the ROI
 - i. EECA may amend, suspend, cancel or re-issue the ROI, or any part of it, so long as it notifies the Respondent.
 - ii. EECA may change material aspects of the ROI, such as the timeline, Requirements or Assessment Approach, provided it gives the Respondent time to respond to update its Registration in relation to the changes.
- b. Timeline
 - i. EECA may accept a late Registration if it is EECA's fault it is late, or if EECA considers there is no material prejudice to other Respondents in accepting a late Registration.

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- ii. EECA may answer a question submitted after the Deadline for Questions and notify all Respondents about the submission of the question and the answer.
 - c. The Registration
 - i. EECA may accept or reject any Registration, or part of a Registration. This includes any non-compliant, non-conforming or alternative Registration.
 - d. ROI Process
 - i. EECA may liaise with any Respondent without informing, or doing the same, with any other Respondent.
 - ii. EECA may provide Respondents with information arising from questions about the ROI.
 - iii. EECA may withhold information arising from questions about the ROI. This may be the case if the information is unnecessary, is commercially sensitive, is inappropriate to supply at the time of the request or cannot be released for legal reasons.
 - iv. EECA may waive requirements or irregularities around the ROI process if EECA considers it appropriate or reasonable to do so.
 - v. EECA may decide not to shortlist any Respondent.
 - e. Consortia and unbundling

EECA may make its selection conditional on the Respondent agreeing to:

- i. EECA selecting the Respondent to deliver the Requirements as a joint venture or consortium with another Respondent selected by EECA, and/or
- ii. EECA selecting individual elements of the Registration that can be delivered separately, unless the Registration specifically states that the Registration, or the relevant elements, must be taken collectively.

5.21 New Zealand law

The laws of New Zealand govern the ROI. Each Respondent agrees New Zealand courts have non-exclusive jurisdiction to rule in any dispute concerning the ROI or the ROI process. The Respondent agrees that it cannot bring any claim in relation to the ROI except in a New Zealand court.

5.22 Disclaimer

- a. Nothing contained or implied in the ROI, or ROI process, or any other communication by EECA to the Respondent is to be construed as legal, financial, or other advice.
- b. EECA will endeavour to provide accurate information in any communication, but the Respondent accepts this information is not independently verified and may not be up to date.
- c. EECA will not be liable in contract, tort, equity, or in any other way for any direct or indirect damage, loss or cost incurred by the Respondent or any other person in respect of the ROI process, whether as a result of EECA exercising its rights under Section 5.20, EECA's negligence or breach of these ROI Terms, EECA failing to select the Respondent as the Successful Respondent, or any other cause.
- d. To the extent that liability cannot be excluded, the maximum aggregate liability of EECA, its agents and advisors in connection with the ROI process, to all Respondents combined, is NZ\$1.
- e. The limitations and exclusions in paragraphs c and d above do not apply to any liability EECA may have for breach of confidentiality or infringement of the Respondent's Intellectual Property rights.

5.23 Precedence

- a. Any conflict or inconsistency in the ROI shall be resolved by giving precedence in the following descending order:
 - i. Section 1 of the ROI
 - ii. these ROI-Terms
 - iii. all other Sections of the ROI document
 - iv. any additional information or document provided by EECA to Respondents through EECA's Point of Contact.
- b. If there is any conflict or inconsistency between information or documents having the same level of precedence the more recent information or document will prevail.

Section 6 Glossary of Terms

Term	Description
Respondent	The eligible legal entity (or group of entities), which has submitted or is in the process of submitting a Registration to EECA for one or more projects.
Evaluation Team	An advisory panel, comprising persons with relevant experience. The Evaluation Team assesses Registrations for investment and makes recommendations to EECA Management on which Registrations should be shortlisted.
Business Day	Any weekday in New Zealand, excluding Saturdays, Sundays, New Zealand (national) public holidays and all days from Boxing Day up to and including the day after New Year's Day.
Confidential Information	<p>Information that:</p> <ul style="list-style-type: none"> (a) is by its nature confidential; (b) is marked by either EECA or a Respondent as 'confidential,' 'commercially sensitive,' 'sensitive,' 'in confidence,' 'top secret,' 'secret,' 'classified' and/or 'restricted'; (c) is provided by EECA, a Respondent, or a third party in confidence; (d) EECA or a Respondent knows, or ought to know, is confidential. <p>Confidential Information does not cover information that is in the public domain through no fault of either EECA or a Respondent.</p>
Conflict of Interest	<p>A Conflict of Interest arises if a Respondent's personal or business interests or obligations do, could, or be perceived to, conflict with its obligations to EECA under the ROI. It means that the Respondents independence, objectivity, or impartiality can be called into question. A Conflict of Interest may be:</p> <ul style="list-style-type: none"> (a) actual: where the conflict currently exists; (b) potential: where the conflict is about to happen or could happen, or; (c) perceived: where other people may reasonably think that a person is compromised.
Deadline for Registrations	The deadline that Registrations are to be submitted by the Respondent.
GST	The goods and services tax payable in accordance with the New Zealand Goods and Services Tax Act 1985.

Term	Description
Intellectual Property	All Intellectual Property rights and interests, including copyright, trademarks, designs, patents, and other proprietary rights, recognised, or protected by law.
Point of Contact	EECA and each Respondent are required to appoint a Point of Contact. This is the channel to be used for all communications during the ROI process. EECA's Point of Contact is identified in Section 1.3. The Respondent's Point of Contact is identified in its Registration.
Registration	The response a Respondent submits in reply to the ROI. It comprises the Response Form and all other information submitted by a Respondent.
ROI	Means the Registration of Interest; The ROI comprises this ROI document, the Response Form and any other information provided through EECA's Point of Contact or the EECA website.
RFP	Means the Request for Registrations.
ROI Response Form	The form and declaration prescribed by EECA and used by the Respondent to respond to the ROI.
Successful / Shortlisted Respondent(s)	A Respondent whose Registration is determined by the EECA Delegated Authority to be shortlisted for application to the subsequent RFP.