

Pre-Qualification Questionnaire

**Wolverhampton City Council as administering authority for
the West Midlands Metropolitan Authorities Pension Fund**

Contract for the provision of Project Management Services

Astley House & Byrom House, Quay Street, Manchester, UK

1. Public Procurement Process

This pre-qualification questionnaire (the "PQQ") relates to the services contract advertised by Wolverhampton City Council as administering authority for the West Midlands Metropolitan Authorities Pension Fund (the "Fund"), despatched to the Official Journal of the European Union ("OJEU") on 26th July 2011. The procurement is being operated under the accelerated restricted procedure. This PQQ sets out the information, confirmations, evidence and documents required by the Fund to select those entities to be invited to tender for this contract.

Please note that there are certain grounds on which the Fund may exclude tenders and certain minimum standards that have been set which entities must meet - both the grounds and the minimum standards are set out below. To the extent that there are more than 5 applicants which are not excluded and meet the minimum standards the Fund intends to limit the number of participants to a maximum of 5 by reference to criteria of technical and professional ability as set out in this PQQ.

2. Project Particulars

This project involves a high value real estate development and investment project for the benefit of beneficiaries of the West Midlands Metropolitan Authorities Pension Fund, one of the largest public sector pension funds in the UK. The project will be for the delivery of a predominantly office scheme in the densely developed core of Manchester, opposite Spinningfields, replacing in due course two existing 1960's office buildings, Astley House and Byrom House, totalling some 150,000 sq ft net. The project involves the appraisal, design and construction of a highly significant complex expected to have a total usable area of approximately 250,000 sq ft net. Positive consultation with Manchester City Council and English Heritage has taken place to establish the broad parameters of the scheme and this will form the basis of a client brief. This will require development in accordance with the highest standards of contemporary, sustainable urban design, principally for commercial uses, but with a retail offering.

The Fund's requirement is for a project manager with the experience, expertise and resources to assume a high degree of executive responsibility for shaping and directing this ambitious and prestigious project at every stage beyond outline design. This will include: developing and advising on a design and procurement strategy; overseeing the procurement in accordance with the European Public Procurement Rules where relevant of an integrated team of design consultants and managing the same, including running the necessary tender processes under the European Public Procurement Rules; managing and overseeing the development of a design scheme which meets the Fund's institutional requirements, which attracts and secures the interest of the highest quality of tenant; securing detailed planning and conservation area consent and is deliverable for a predictable contract sum. The Consultant will also be responsible for procuring a suitable and reputable Construction Contractor to deliver the scheme on a traditional, design-led basis, with a

significant degree of specialist contractor design, on time, within budget and in accordance with the European Public Procurement Rules.

This project is an investment for the Fund and it is envisaged that the property will be placed into an offshore trust in the near future. Therefore, please note that the project management contract to which this procurement process relates will need to be novated from the Fund to the trust once it is established - full details will be provided in the Invitation to Tender.

3. Expressing Interest - Procedure

If you wish to express interest in receiving an invitation to tender in relation to this project please complete the following questionnaire and return it, together with the documents requested to the address below.

Potential applicants should answer all questions as accurately and concisely as possible in the same order as the questions are presented.

The information supplied will be checked for completeness and compliance before responses are evaluated. Failure to furnish the required information, make a satisfactory response to any question, or supply documentation referred to in responses, within the specified timescale, may mean that a potential applicant is not invited to participate further.

The information in this document is offered in good faith for the guidance of interested parties, but no warranty or representation is given as to the accuracy or completeness of any of it. The Fund and its advisers shall not be under any liability for any error, misstatement or omission.

Applicants participate in the process on the strict understanding that the procedure may be altered or that the Fund may not proceed for any reason. The Fund reserves the right not to follow up this PQQ and the associated OJEU Notice in any way and in particular not to enter into any contractual arrangement with any of the tenderers. The Fund does not bind itself to enter into negotiations or proceed with or accept any tender. Any decision to tender is at the sole discretion of the tenderer and the Fund excludes all liability in respect of any tendering costs incurred. No aspect of this procedure shall constitute a contract or part of a contract.

Deadline

Please ensure that your expression of interest is sent to us by: Thursday, 25th August 2011 (15.00 UK time) to the following address:

FAO: Mike Hardwick
Wolverhampton City Council as administering authority for the West Midlands
Metropolitan Authorities Pension Fund
Investments Division
5th Floor, Mander House
Mander Centre
Wolverhampton
WV1 3NB
United Kingdom

E-mail: mhardwick@bloomberg.net

Format of Submission

Please provide an original hard copy and 1 paper hard copy of the submission - envelopes should be marked with the postal address above and with the following text:

*"PQQ for Astley House & Byrom House, Quay Street, Manchester, UK - Project Management
Returnable not later than 15:00 UK time on 25 August 2011"*

Please **also** send a copy of the submission in Word or PDF format to: Mike Hardwick: mhardwick@bloomberg.net

4. Queries about the procurement

The Fund will not enter into detailed discussion of the requirements at this stage.

Any questions about the procurement should be submitted in writing by e-mail, letter or fax to the Fund's investment managers Michael Daggett (Senior Director) or Mick Roults (Director), not later than 15:00 UK time on 18 August 2011:

Please send enquiries to Catherine West marked *"FAO Michael Daggett & Mick Roults"* and *"Project Manager - Astley House & Byrom House, Quay Street, Manchester, UK"*

ING Real Estate Investment Management
60 London Wall, London, EC2M 5TQ

Tel: +44 (0) 20 7767 5690

Fax: +44 (0)20 7767 5601

E-mail:

If the Fund considers any question or request for clarification to be of material significance, both the question and the response will be communicated, in a suitably anonymous form, to all potential applicants who have responded; have expressed an interest; or those that show an interest before the closing date for the submission of this PQQ.

All responses received and any communication from potential applicants will be treated in confidence but will be subject to the freedom of information provisions as set out below.

5. Freedom of Information / Confidential Information

All information submitted to a public authority may need to be disclosed by the public authority in response to a request under the Freedom of Information Act 2000 (the "Act").

If an applicant considers that any of the information included in their PQQ is commercially sensitive, it should identify such information and explain (in broad terms) what harm may result from disclosure if a request is received, and the time period applicable to that sensitivity.

Applicants should be aware that, even where they have indicated that information is commercially sensitive, the Fund might be required to disclose it under the Act if a request is received.

Applicants should also note that the receipt of any material marked 'confidential' or equivalent by the Fund should not be taken to mean that the Fund accepts any duty of confidence by virtue of that marking.

Pre-qualification Questionnaire

A. Contact Details

Please provide contact details for the entity which is expressing interest in this contract. Please include: contact name, postal address, telephone number, fax number and e-mail.

Please describe the legal structure of the entity (e.g. limited company, partnership).

If any other entity is to participate please provide contact details and describe their legal structure as well.

Note on partners and sub-contractors

Where a consortium or sub-contracting approach is proposed, all information requested should be given in respect of the proposed prime contractor or consortium leader. Relevant information should also be provided in respect of consortium members or sub-contractors who will play a significant role in the delivery of the requirements or if necessary to meet minimum standards.

Where the proposed prime contractor is a special purpose vehicle or holding company, information should be provided of the extent to which it will call upon the resources and expertise of its members.

The Fund recognises that arrangements in relation to consortia and sub-contracting may (within limits) be subject to future change. Potential providers should therefore respond in the light of the arrangements as currently envisaged. Potential providers are reminded that any future change in relation to consortia and sub-contracting must be notified to the Fund so that it can make a further assessment by applying the selection criteria to the new information provided.

B. Criminal Offences and Other Grounds for Exclusion

Please see Annex 1 and provide the confirmations required in relation to 1.1 Mandatory Exclusion Criteria and 1.2 Other Exclusion Criteria.

C. Minimum Standard of Economic and Financial Capacity

Please provide the following with your response:

(1) Evidence of professional risk indemnity insurance.

Minimum level(s) of standards required:

Response must evidence that professional risk indemnity insurance cover of a minimum of £15 million (or alternative currency equivalent) is in place.

(2) A statement of accounts or extracts of statement of accounts.

Minimum level(s) of standards required:

Statements of account must show the turnover of the entity for the last 3 financial years and the proportion of the turnover that relates to the type of services to be provided under this contract. Given the size and scope of this contract the response must show that the applicant has a turnover of a minimum of £3 million (or alternative currency equivalent value) in each of the 3 financial years for which statements of account are submitted which relates to the provision of project management services.

D. Minimum Standards of Technical and Professional Ability

Please provide the following with your response:

- (i) **A statement of the economic operator's technical ability confirming that the entity itself, whether or not in conjunction with a sub-contractor or partner, is capable of carrying out project management services for a contract of this size:**

Minimum level(s) of standards required:

Confirmation that the entity can provide project management services through its own resources or those of a sub-contractor or partner.

- (ii) **A statement of the relevant principal services provided by the applicant in the past 3 years stating an approximate value of the project, the services supplied, the identity of the purchaser and the date of completion.**

Minimum level(s) of standards required:

Evidence of at least five instances in the last three years of the economic operator providing, either by the entity itself or by instructing subcontractors, services of a similar nature to those now required.

Please also provide a description of each instance of service provision above - each description must be no longer than 1 side of A4.

If you provide more than 5 examples please clearly mark which 5 you wish to be used in the assessment to limit the number of applicants as per point E below (i.e. clearly mark what you consider to be the "top 5").

- (iii) **A statement of the educational and professional qualifications of the applicant's staff that will be involved in the project. Please include CVs for the key individuals who will be involved in the project.**

Minimum level(s) of standards required:

The qualifications listed must be sufficient to undertake the types of work listed above at paragraph D(i) above.

E. Limitation Criteria

To the extent that there are more than 5 applicants that are not excluded and meet the minimum criteria the Fund may limit the final number of applicants to be chosen to 5.

The criteria to be used for this assessment will be the technical and professional standards set out above in paragraph D at point (ii). The assessment will be carried out by comparing the relevance of the services provided in the past to those now required - the 5 applicants with the most relevant past experience will be short-listed.

Please note that only 5 examples of your previous work will be used for this assessment and therefore it is vital that you clearly mark the 5 examples of your work that you consider to be more relevant to the current requirement.

Annex 1

1.1 Mandatory Exclusion Criteria

Please confirm that your entity and any other entity for which you have provided details under section A above has not committed any of the following offences:

- i) conspiracy within the meaning of section 1 of the Criminal Law Act 1977 where that conspiracy relates to participation in a criminal organisation as defined in Article 2(1) of Council Joint Action 98/733/JHA;
- ii) corruption within the meaning of section 1 of the Public Bodies Corrupt Practices Act 1889 or section 1 of the Prevention of Corruption Act 1906 or as defined in Article 3 of the Council Act of 26 May 1997 and Article 3(1) of Council Joint Action 98/742/JHA (3) respectively;
- iii) fraud, where the offence relates to fraud affecting the financial interests of the European Communities as defined by Article 1 of the Convention relating to the protection of the financial interests of the European Union, within the meaning of:
 - (a) the offence of cheating the Revenue;
 - (b) the offence of conspiracy to defraud;
 - (c) fraud or theft within the meaning of the Theft Act 1968 and the Theft Act 1978;
 - (d) fraudulent trading within the meaning of section 458 of the Companies Act 1985;
 - (e) defrauding the Customs within the meaning of the Customs and Excise Management Act 1979 and the Value Added Tax Act 1994;
 - (f) an offence in connection with taxation in the European Community within the meaning of section 71 of the Criminal Justice Act 1993; or
 - (g) destroying, defacing or concealing of documents or procuring the extension of a valuable security within the meaning of section 20 of the Theft Act 1968;
- iv) money laundering, as defined in Article 1 of Council Directive 91/308/EEC of 10 June 1991 on prevention of the use of the financial system for the purpose of money laundering or money laundering within the meaning of the Money Laundering Regulations 2003;
- v) the offence of bribery; and
- vi) any other offence within the meaning of Article 45(1) of the Public Sector Directive as defined by the national law of any relevant State.

1.2 Other Exclusion Criteria

Please confirm that your entity and any other entity for which you have provided details under section A above is not in any of the following situations/positions:

- i) being an individual is bankrupt or has had a receiving order or administration order or bankruptcy restrictions order made against him or has made any composition or arrangement with or for the benefit of his creditors or has made any conveyance or assignment for the benefit of his creditors or appears unable to pay, or to have no reasonable prospect of being able to pay, or to have no reasonable prospect of being able to pay, a debt within the meaning of section 268 of the Insolvency Act 1986(h), or article 242 of the Insolvency (Northern Ireland) Order 1989(i), or in Scotland has granted a trust deed for creditors or become otherwise apparently insolvent, or is the subject of a petition presented for sequestration of his estate, or is the subject of any similar procedure under the law of any other state;
- ii) being a partnership constituted under Scots law has granted a trust deed or become otherwise apparently insolvent, or is the subject of a petition presented for sequestration of its estate;
- iii) being a company or any other entity within the meaning of section 255 of the Enterprise Act 2002(a) has passed a resolution or is the subject of an order by the court for the company's winding up otherwise than for the purpose of bona fide reconstruction or amalgamation, or has had a receiver, manager or administrator on behalf of a creditor appointed in respect of the company's business or any part thereof or is the subject of the above procedures or is the subject of similar procedures under the law of any other state;
- iv) has been convicted of a criminal offence relating to the conduct of his business or profession;
- v) has committed an act of grave misconduct in the course of his business or profession;
- vi) has not fulfilled obligations relating to the payment of social security contributions under the law of any part of the United Kingdom or of the relevant State in which the economic operator is established;
- vii) has not fulfilled obligations relating to the payment of taxes under the law of any part of the United Kingdom or of the relevant State in which the economic operator is established;
- viii) is guilty of serious misrepresentation in providing any information required of him under this regulation; and
- ix) in relation to procedures for the award of a public services contract, is not licensed in the relevant State in which he is established or is not a member of an organisation in that relevant State when the law of that relevant State prohibits the provision of the services to be provided under the contract by a person who is not so licensed or who is not such a member.