



Ministry of Defence



**DIFESA
SERVIZI**

This document has been drafted and signed in Italian.

The official language of the call for tender is the Italian.

PUBLIC NOTICE FOR THE COLLECTION OF EXPRESSIONS OF INTEREST REGARDING THE COMPLETION OF OPEN TENDRING PROCEDURES FOR THE ENHANCEMENT, IN ACCORDANCE WITH ART.307, COMMA 11 BIS, LEGISLATIVE DECREE N.66, 15 MARCH 2010, OF THE COMPOUND KNOWN AS "CASERMA MIRAGLIA", LOCATED IN VENICE, ISOLA DELLE VIGNOLE

TO WHOM IT MAY CONCERN

Difesa Servizi S.p.A., in-house company of the Ministry of Defence, intends to collect, with the assistance of CDP Immobiliare S.r.l. as a technical advisor for said procedure, Expressions of Interest (Phase I) to take part in the subsequent phase of the tendering procedure (Phase II) for the enhancement of the compound known as "Caserma Miraglia", located in Venice- Isola delle Vignole, by award of concessions to economic operators, with detailed design and execution design as well as preliminary execution of work aimed at the relocation in Mira (Venice), at Malcontenta site, of the Army Division that currently occupies part of said "Miraglia" compound. Concession of the "Caserma Miraglia" compound shall take place gradually, in subsequent steps that will be illustrated during the site inspection as per Paragraph 5.

INTRODUCTION

- Difesa Servizi S.p.A. is an in-house company of the Ministry of Defence which, in compliance with Art.535- Legislative Decree 66/2010, was established for dealing with the economic management of property, including intangible property, and services originating from Defence institutional activities not directly connected with the operational activities of the Armed Forces, including the Carabinieri Corps. In this regard, Difesa Servizi S.p.A, on 17 September 2015, has signed a specific agreement with Direzione dei Lavori e del Demanio (Public Works and Property Management Directorate) and Stato Maggiore dell'Esercito (Army Staff) for the economic management of a compound known as "Caserma Miraglia- Venice. Isola delle Vignole" and, in compliance with the implementation of said agreement, and with Authorization to Conclude Contracts n. 74, 2 August 2017, with the present Notice intends to launch an opening tendering procedure, divided into 2 phases, for awarding enhancement concessions, for a period not exceeding 50 years, for said compound. Principles expressed in the Contract Code, Legislative Decree 50/2016, as well as provisions concerning enhancement concessions, shall apply to the present open tendering procedure.

The above-mentioned open tendering procedure for selecting an economic operator to be awarded, by active contract, the enhancement concession for said compound, shall be awarded according to the criterion of the most advantageous tender.

Difesa Servizi S.p.A. reserves the right to terminate at any moment, for reasons of its exclusive competence, the procedure initiated, and the requesting party shall have no claim against such termination.

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1. DEFINITIONS

Awarding Entity means Difesa Servizi S.p.A.; mailing address: Via Flaminia, 335- 00196 Roma (RM) Italy; tel.: +39 06469168203/4; Fax: +39 06469168240; email: progettovenezia@difesaservizi.it; certified email: difesaservizispaegalmail.it; internet address: general address of the awarding entity: <http://www.difesaservizi.it>; address of the project owner profile: <http://difeservizi.it/gare>.

Phase I means the open tendering procedure phase through which this public notice for collecting expressions of interest for is implemented, to short-list the economic operators that fulfil the requisite conditions and invite them to submit a tender during Phase II.

Phase II means the competitive phase of the open tendering procedure, when the economic operators that have applied to take part in Phase I and have been found to fulfil the requisite conditions shall be invited to tender.

Concessionaire means the successful tenderer identified at the end of Phase II, when the contract will be signed.

Contract means the legal transaction that the successful tenderer shall sign with Difesa Servizi S.p.A., which regulates the enhancement concession as per the above Introduction, as well as aspects relating to the detailed design and execution design of construction works to be executed at the state-owned compound located at Mira (Venice), at the Malcontenta site, as well as the execution of said construction works.

Interventions means all the renovation work, provided for and offered by the Concessionaire on the part of state property whose concession he will be awarded.

Construction works means construction and renovation works that the Concessionaire shall execute, at his own care and expenses, within the state-owned property known as “Caserma Bafile”, located at Mira (Venice), Malcontenta site, where the Army Division that currently occupies part of the “Miraglia” compound shall be re-located.

Detailed Design (Caserma Bafile) means the design level, complete in all its parts, for the rehabilitation of existing buildings and the construction of new buildings of the state-owned compound located at Mira (Venice), Malcontenta site, that the Concessionaire shall draw up based on the requirement List attached to this Notice and of the further technical and descriptive documentation provided by Difesa Servizi S.p.A.

Executive Design (Caserma Bafile) means the design level, complete in all its parts, for the rehabilitation of existing buildings and the construction of new buildings of the state-owned compound located at Mira (Venice), Malcontenta site, that the Concessionaire shall draw up based on the Detailed Design approved by Difesa Servizi S.p.A.

Requirement List means the detailed statement of construction works– as per the above definition– to be executed, including the general description of the type of work.

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Tender Offering means the offering, including the concession fee for the period of concession established during Phase II, that the tenderer shall submit during the above-mentioned open tendering phase.

Technical Offering means the offering that the tenderer shall submit during Phase II of the open tendering, that shall be made up of the following: 1) technical design for the Miraglia compound; 2) Descriptive report of the technical design and enhancement proposal for the Miraglia compound; 3) Value of the investment for the interventions that the tenderer commits to execute, identified in the specific economic and financial plan.

Technical Design (Caserma Miraglia) means all the conceptual designs intended for the Miraglia compound, containing the specific and detailed description of the interventions that the tenderer intends to execute, in compliance with the urban planning and building regulations in force. This technical design concerning the Miraglia compound, shall include the intervention design, drawn up at least at the level of technical and economic feasibility study.

Descriptive Report means the document containing the guidelines, timescale and organizational arrangements of the whole enhancement operation.

Categories means the technical and professional sectors of the recipients of this Expression of Interest.

Capacity means the adherence of the recipient of this expression of interest to the parameters illustrated at Par.4.

2. EXPRESSION OF INTEREST- OBJECT

The object of this Expression of Interest is an enhancement concession according to Art. 307, comma 11-bis, Legislative Decree n.66, 15 March 2010 (Military Code), with reference to Art. 3-ter, comma 13 Legislative Decree n. 351, 25 September 2001, converted into Law n.419, 23 November 2001.

Current Conditions of the Real Estate: the real estate which is the object of the concession as per this expression of interest is located over an area of approximately 20 hectares, where 48 buildings are located: 26 of them, built in the northern part of the island, are currently in use; 22 buildings, located in the southern part of the same island, have not been used for a long time and must be renovated. The total volume of the buildings amounts to 97,000 m², located over a covered surface of approximately 15,000 m² (description, see **Annex 1**).

Duration of the Concession: duration of the concession means a period not exceeding 16 September 2065.

3. COSTS BORNE BY THE CONCESSIONAIRE

The Concessionaire commits to:

1. Provide for the conversion of the Miraglia compound according to the content of the Technical Offering in order to obtain tourist accommodation facilities and hotels with high quality standards. In this regard, please note that the Defence Administration has initiated the administrative process to get the necessary authorizations: information on the latter will

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- be published in a specific section of the Difesa Servizi institutional site dedicated to the procedure set out in this Expression of Interest;
2. Provide for the rehabilitation of the wharf for turning it into a tourist harbour equipped with all essential core services necessary for both the tourist accommodation facilities and hotels referred to at Item 1, and tourism in general;
 3. Draw up, at his own care and expenses, the detailed design, complete in all its parts, on the basis of the requirement list provided by Difesa Servizi S.p.A., as well as the subsequent execution design, for the implementation of all the construction works connected with the existing buildings and the construction of new buildings in the state-owned property located at Mira (Venice), Malcontenta site, where the Army Division that currently occupies part of the Miraglia compound will be re-located.
 4. Assume all economic and financial risks as well as legal responsibility the interventions carried out on the sites subject to enhancement, as well as for the detailed design and execution design, and for the execution of construction works to be carried out at the state-owned property located at Mira (Venice), Malcontenta site. Construction works are defined in the requirement list, see **Annex 2**;
 5. Implement all ensuing management and economic exploitation activities concerning the “Miraglia” compound.
 6. Carry out all enhancement and construction works in compliance with principles concerning sustainability and environmental protection matters;
 7. Bear all costs connected with routine and special maintenance of the real estate complex that is the object of the concession, for the whole duration of the latter;
 8. Guarantee the provision of the enhancement of the cultural, historical and military aspects of the site, taking into account the environmental, cultural and landscape context where said site is located.

4. RECIPIENT ENTITIES AND GENERAL REQUIREMENTS

Recipient Entities

Applications to participate in Phase I can be submitted by Economic Operators referred to at Art. 45, Legislative Decree 50/2016 **who belong to, at least, one of the following categories:**

- Real Estate developers/Investors;
- Managers of tourist accommodation facilities and hotels with high quality standards;
- Managers of marinas and/or tourist harbours.

Recipient Entities Capacities Requirements

Each of the above-mentioned Recipient Entities shall possess, **individually** (only if they have all the **Capacities illustrated below**) or through an established or to be established grouping of enterprises, consortium or other type of association allowed by law, appropriate technical, managerial and

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financial capacities, to be proved by a specific business track record attached to the Expression of Interest that shall indicate clearly that the entity:

- I) Has built or is building tourist accommodation facilities and hotels with high quality standards, in Italy or abroad, whose investment to build the individual facility amounts to not less than € 50 million;
- II) Manages or owns tourist accommodation facilities and hotels with high quality standards, in Italy or abroad, as well as managing or owning marinas and/or tourist harbours, in Italy or abroad, whose total annual turnover amounts to not less than € 50 million.

The track record must include the description, besides the one connected with the above-mentioned facilities, of the scope of business, organizational structure, presence on the market, as well as a general indication of the tenderer's current and future investment plans, , in Italy and abroad.

Besides the above-mentioned documents, the tenderer shall also attach to the application to tender the balance sheets of the three preceding corporate years or equivalent economic and financial documents.

It is expressly prohibited, under penalty of exclusion of all applications submitted, to express interest in the present procedure through more than one temporary grouping of enterprises or consortium, or to participate in the procedure individually, in case the tenderer is participating to the present tendering procedure also as part of a grouping or consortium.

Consortia as per Art.45, comma 2, b) and c), Legislative Decree 50/2016 shall indicate, when the bid is made, for which members of the consortium the latter is bidding; said members are expressly prohibited to bid in any other manner. In case of a breach both the consortium and the consortium member shall be excluded from the bid.

In compliance with the provisions at Art. 80, Legislative Decree 50/2016, tenderers who are related by a situation where one has control over the other according to Art. 2359 of the Civil Code, or by any relationship, even a virtual one, are expressly prohibited from participating in the same bid through different Expressions of Interest, in case the control situation or the relationship implies that the bids be attributable to a single decision-making entity. Should the Company find out that the latter condition applies to the winner of the public tendering procedure after said procedure has been awarded, or after the concession contract is assigned, the tendering procedure or contract will be annulled, and the tendering procedure phases will be repeated, or the awarded contract will be terminated for damages.

Please note that lack of compliance with the above-mentioned requirements shall cause the individual economic operator and all temporary groupings or temporary consortiums of tenderers of which the individual is a member to be excluded from the procedure, or permanent consortiums and those referred to at Art. 45 comma 2, b), who take part in the procedure on his behalf. Tenderers whose registered offices are located in other States can participate according to conditions and

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requirements provided for at Art. 49 and 83 of Legislative Decree 50/2016, by submitting equivalent documentation in compliance with regulations in force in the respective Countries.

5. MANDATORY INSPECTION

Interested parties shall **mandatorily conduct an inspection of the premises by 4 January 2018 (except from 23 December, 2017 to 1 January, 2018)** in order to check out the facilities that are the object of the present Expression of Interest (Caserma Miraglia and Caserma Bafile), acquiring, on that occasion, the relevant technical documentation. The inspection application shall be delivered at least 10 days in advance to progettovenezia@difesaservizi.it, providing the applicant's email and telephone number, in order to allow Difesa Servizi S.p.A. to complete the necessary checks (verifications) regarding access to military sites.

If the tenderer is a temporary grouping of enterprises, the inspection must be conducted by the economic operator designated as the representative, to whom the relevant certificate will be issued.

Only the following subjects that will be admitted to the facilities for the inspection:

1. Sole proprietor or legal representative of the company.
2. Technical director of the company.
3. Executive Officer of the company.
4. Tenderer's employee holding a specific Power of Attorney signed by the sole proprietor or legal representative of the company.
5. Free-lance professional holding a specific Power of Attorney signed by the sole proprietor or legal representative of the company.

For the purpose of being authorized to conduct the inspection, the above-named subjects shall submit to the personnel in charge the relevant documentation proving they meet the above requirements. Every subject can conduct the inspection for and on behalf of only one company, under penalty of exclusion of all the companies he/she represents.

At the end of the inspection, a certification confirming that said inspection has taken place will be issued to the interested party.

6. HOW TO SUBMIT THE APPLICATION TO TENDER

The interested party must submit to Difesa Servizi S.p.A. a specific application to tender, as mentioned below. The application must:

- be written in Italian;
- be drawn up on plain paper, under D.P.R. 445/2000, conforming to the template at **Annex 3**;
- be signed by the legal representative of the economic operator interested in participating in this procedure. In this regard, the submission of the application to tender by groupings of

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- economic operators and ordinary consortia referred to at article n. 2602 of the Civil Code , even if not established yet, shall be permitted. In this case, the application to tender must make explicit the form of association in the relevant box of above-mentioned Annex 3, and must be signed by all the legal representatives of the operators that will constitute the temporary grouping or ordinary consortium which, if awarded the contract at the end of Phase 2, must also include in the application a commitment to assign a special collective mandate to represent them to one of said economic operators (authorized representative);
- be accompanied by a photocopy of the underwriter's valid identity document or, for applicants whose residence is not in Italy, by appropriate equivalent documentation according to his/her State of origin;
 - The economic operator will assume full and exclusive liability when submitting the application; Difesa Servizi shall not be liable in any way for inconveniences of any kind if the envelope or the electronic version of the application will not be delivered to the destination address within the time limit set below, alternatively:
 - ✓ by sealed envelop, bearing the following wording on the exterior: "application for the expression of interest regarding the completion of an open tendering procedure for the enhancement, in accordance with art. 3017, comma 11 bis, Legislative Decree n. 66, 15 March 2010, of the compound known as "Caserma Miraglia"; submitted – by mail or by a delivery agency or by cleared courier – to the registered office of the Company in Rome, Via Flaminia 335. In order to ascertain compliance with the submission deadline, under penalty of exclusion, only the stamp with the acceptance date of Difesa Servizi, bearing the day and hour of reception, shall be proof of dispatch. The Company's receiving hours are 9:00 am to 6:00 pm on working days, excluding public holidays and holiday eves;
 - ✓ by institutional certified e-mail bearing the wording: "application for the expression of interest regarding the completion of an open tendering procedure for the enhancement, in accordance with art. 3017, comma 11 bis, Legislative Decree n. 66, 15 March 2010, of the compound known as "Caserma Miraglia" to Difesa Servizi certified e-mail address difesaservizispa@legalmail.it (electronic file). In order to ascertain compliance with the submission deadline, under penalty of exclusion, only the date of notification to Difesa Servizi, bearing the date and hour of reception, shall be proof of dispatch;
 - to be legally valid; the application must contain, besides the heading, address and telephone number, a certified e-mail address for the reception of any communication concerning the admission procedure (communications that may either supplement or replace routing communication delivered by ordinary mail) and any other communication regarding the present procedure;
 - the peremptory time limit for reception is **18 January 2018, 4:00 pm**. In that regard, applications received after the above deadline, even if for reasons beyond the economic operator's control, and even if sent before the specified period, as well as e-envelops received in "not readable" or "not openable" formats, will not be taken into consideration

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6.1 DOCUMENTATION

The *envelope or electronic file* must contain the following documents:

- a) Application to tender, drawn up in unstamped paper in compliance with Presidential Decree n.445/2000, as per **Annex 3**, according to indications at Paragraph 6 above;
- b) **Declaration that for the economic operator as well as subjects referred to at Art. 80, comma 3, Legislative Decree n.50/2016 there is no ground for being excluded from open tendering procedures.** Said declaration, in compliance with Presidential Decree n.445/2000, shall be drawn up on unstamped paper, as per **Annex 4**, signed by the legal representative of the tenderer or by his/her representative/attorney (with annexed power of attorney to be submitted according to the conditions set out below), together with a copy of the valid identification document of the declarant.
- c) **Documentation proving that the recipients have the capacities required as per Paragraph 4 above;**
- d) certification confirming that an inspection has been conducted at the compound that is the object of the concession, as well as at the facilities located in Mira (Venice), Malcontenta site, where works for the re-location of the Army Division will have to be executed, as per Annex 5.
- e) the balance sheets of the three preceding corporate years or equivalent economic and financial documents. If the economic operator was established by merger, demerger or incorporation, or if it has acquired company branches, the description must also make reference to the economic entities that have executed the merger, demerger or incorporation, or those who have transferred a division of their enterprise.
If the economic operator is an RTI (Temporary Grouping of Enterprises)/Consortium, it is required to:
 - submit documents as per b) and e) above for each economic operator that makes up the grouping of enterprises or consortium,
 - submit documents as per c) above, for the economic operator that has the required capacities;

Documents as per c) above, given the object and the type of contract, cannot be subject to pooling.

7. PHASES 1- EVALUATION OF THE APPLICATION TO TENDER

Difesa Servizi S.p.A. will evaluate the applications to tender received, in order to identify the economic operators who, without prejudice to the possession of subjective requirements as per Art.80, Legislative Decree n.50/2016, have the technical, economic and financial capacities deemed to be appropriate to meet the objectives of the present procedure.

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8. PHASE II: LETTER OF INVITATION

Difesa Servizi S.p.A, after the selection of interested economic operators is concluded (Phase I), will deliver to the operators that have qualified a Letter of Invitation bearing the terms and conditions for submitting the offering (tender documentation, technical offering, economic offering).

In this regard, please be informed that the detailed design, the subsequent executive design and the execution of construction works to be implemented at Caserma Bafile located in Mira (Venice), Malcontenta site, shall be executed by entities previously indicated by the Concessionaire -during the offering phase- among those having the appropriate, proven capacity according to the terms that will be illustrated in the Letter of Invitation.

Economic operators who have applied to take part in Phase I as RTIs (Temporary Groupings of Enterprises), be the grouping established or to be established, consortia or other types of associations allowed by law, shall, if invited, submit their offerings during Phase II, confirming that the same structure of the above-named association type has been maintained, save as expressly provided by law (Art. 48 Legislative Decree n. 50/2016).

9. RIGHT TO RESORT TO DIRECT NEGOTIATION

After the expression of interest has taken place, Difesa Servizi S.p.A reserves to:

- Resort, if no expression of interest is submitted, or no expression of interest is deemed to qualify, to the possible selection of the economic operator to be assigned the concession referred to in the present expression of interest by direct negotiation;
- Not resort to assign the subsequent tendering procedure if no offerings are deemed to have qualified.

10. DURANTION AND TERMINATION OF THE CONCESSION RELATIONSHIP

In order to allow a better evaluation of the interest of the economic operators to submit an application to tender, we would like to underscore that:

- The concession contract duration shall not exceed 16 September 2065;
- Within three years from the termination of the concession period the Concessionaire may apply to the Defence Administration to initiate the verification procedure as regards possible requirements to use the real estate complex for institutional purposes, according to Art. 3-bis, Law decree n.351/2001, comma 4-bis, converted into law, with amendments, by Art. 1, Law n. 410, 23 November 2001.
- At the termination of the concession contract the outgoing Concessionaire will be recognized a compensation according to the terms that will be illustrated in the Letter of Invitation.
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11. FURTHER INFORMATION

Power of Attorney If the documentation submitted to participate in the present notice is signed by an attorney of the individual tenderer, a certified copy of the relevant power of attorney must be

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also submitted; the certified copy must be a photocopy of the original document accompanied by a Declaration of Conformity with the original document and the photocopy of a valid identification document of the declarant.

Requests for clarifications

Further information on this expression of interest may be requested to Difesa Servizi S.p.A by email at: progettovenezia@difesaservizi.it not later than 15 days before the deadline (except from 23 December 2017 to 1 January 2018) established for submitting the applications to tender. Therefore, requests received after the specified period will not be answered.

Clarification requests shall be drawn up only in Italian, and comply with the above requirements. Answers will be given at least 6 days before the established deadline for submitting the applications to tender.

Answers to the requests received will be published in a specific section of the institutional site of Difesa Servizi dedicated to the procedure referring to the present expression of interest.

Regular monitoring of the above-named section and reviewing the content of clarifications rests with the competitors, while the Awarding Entity is exempt from any obligation of further communications to the said competitors.

No answer will be given to legal questions or questions on the interpretation of legal provisions; clarifications will be given only regarding procedure issues.

Further information may be had by consulting the www.difesaservizi.it site, where the present notice is also published.

12. PERSON RESPONSIBLE FOR THE PROCEDURE

The interested parties may request all information regarding the procedure to the Person Responsible for the Procedure, i.e. the Chief Executive Officer of Difesa Servizi, exclusively by email at

Information pursuant to Legislative Decree n.196/2003

Please be informed that all collected data are aimed at selecting the contracting party, and their provision is voluntary, without prejudice to the fact that the competitor who intends to participate to the present procedure and to the subsequent bidding phase must provide Difesa Servizi with the documentation required by the law in force.

The right of the interested parties are as per Art. 13, Legislative decree 196/2003, and they can be exercised according to Law 241/90.

Collected data can be provide to Difesa Servizi personnel in charge of the procedure of the present Notice and to those who will be present when the envelopes or electronic files will be opened, as well as any other entity who has an interest in them according to Law 241/90.

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Difesa Servizi S.p.A. is the Data controller.

Verification of Qualifications

Difesa Servizi reserves the faculty to verify all information submitted and certified by the candidates in their applications.

Documentation

The documentation regarding the present Notice published on the institutional site of the Company : www.difesaservizi.it is as follows:

Public notice for the collection of expressions of interest including the following annexes:

Annex 1) Description

Annex 2) Requirement List

Annex 3) Application to tender

Annex 4) Declaration of no ground for being excluded from open tendering procedures

Annex 5) Inspection certificate.

Rome, 29 September 2017