



Highways England
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WinterTech Systems Ltd
Tenure Industrial Complex,
Monasterboice
Louth
960
IRELAND

<http://highwaysengland.co.uk/>
Direct Line: [REDACTED]
Fax: [REDACTED]

Via Bravo

12 November 2018

For the Attention of [REDACTED]

Dear [REDACTED]

OFFICIAL – SENSITIVE
NATIONAL SALT SATURATOR AND ASSOCIATED EQUIPMENT ASSETS
CONTRACT NORTH & SOUTH

Contract Lot 2: South
OJEU Ref: 2018/S 106-241334

On behalf of Highways England Company Limited, I accept your tender dated 24 July 2018 for the above Contract.

This letter and the documents listed below (in no order of precedence) form a binding contract between Highways England Company Limited and yourselves:

- (i) Conditions of Contract: NEC3 Supply Short Contract (April 2013)
 - Contract Data Part 1
 - Contract Data Part 2
- (ii) Goods Information
- (iii) Form of Tender
- (iv) Key People Schedule
- (v) A copy of your technical submission (includes Part A & Part B)
- (vi) Price Schedule (Lot 2 South)
- (vii) Resource Schedule (Lot 2 South)
- (viii) Contract Preference (Annex K)
- (ix) Highways England Data-handling Policy v3
- (x) Highways England Company Records Policy v1
- (xi) Highways England Charters
 - Anti-Bribery Code of Conduct

- Anti-Fraud Code of Conduct
 - Fair Payment Charter
- (xii) Batch Order Template (Annex L)
- (xiii) Vesting Certificate (Annex M)
- (xiv) National Salt Saturator & Associated Equipment Assets Contract North & South CPF Metrics

The operative period of the contract will be for 3 years and may be extended for a further 4 years (in two 24-month periods); so, contract period may be up to a total of 7 years. Contract extensions will be confirmed in writing, and extensions will be based on satisfactory delivery of the contract, current supplier performance and compliance to the Public Contract Regulations 2015. The contract commencement date shall be 12 November 2018.

This Contract will have a limit of £4 million pounds over the 7-year duration and will operate like a framework arrangement. Highways England does not bind itself to order any work/amounts or to receive and pay for any work/amounts other than those actually ordered directly by Highways England by way of a task order.

A date for a subsequent inaugural meeting will be confirmed in due course, so I will contact again to agree a date to discuss the arrangements for this contract, prior to the award of a subsequent task order.

Please note you must not make any public announcements and all media enquiries should be directed to the Highways England Press Office.

Could you please acknowledge receipt of this letter, using the annex below as soon as possible.

Yours sincerely

[Redacted Signature]

[Redacted Name]

Head of Procurement Delivery

Email: [Redacted Email Address]

Annex A – Acceptance
Annex B – Summary of Clarifications
Annex C – Summary of Tender Amendments

Annex A - ACCEPTANCE LETTER – CONTRACT

NATIONAL SALT SATURATOR AND ASSOCIATED EQUIPMENT ASSETS
CONTRACT NORTH & SOUTH

Contract Lot 2: South

Accepted for and on behalf of WinterTech Systems Ltd:-

Signature:

Name:

Capacity:

Date:

Annex B - Clarifications

PT Query Ref	Tender Document Ref	Query (Commercial)	Date Issued	Date Response Required By	Date Response Received	Response
PTQ 001	Price Schedule Lot 2 - overheads & profit table	We have noted that the overheads & profit table included within the Volume 2 Lot 2 Price Schedule file, has been incorrectly headed by the HE as "Lot 1". This should state "Lot 2". Please acknowledge this.	06/08/2018	08/08/2018	07/08/2018	07/08/2018 This is acknowledged
PTQ 002	Resource cost schedule various items - Lots 1 & 2	Within the cost category people costs you have included an item for subsistence, priced at £40.00/day. Please clarify what this item of cost is for, as you also have items for accommodation & travel within the cost category for expenses.	06/08/2018	08/08/2018	07/08/2018	07/08/2018 This is a payment direct to the service engineer for subsistence while working on site
PTQ 003	Resource cost schedule various items - Lot 1- Item 10	You have included a cost of £10 for accommodation associated with the set of manuals production. Where accommodation for other items has been priced, it has been priced at £110. This however may be a £10 in error in your favour. As you are not allowed to alter the tender price after it has been submitted, please confirm that the rate of £239.78 for item 10 is sustainable, and that you do not wish to withdraw your tender.	06/08/2018	08/08/2018	07/08/2018	07/08/2018 The £10 is an error and we are happy that you remove it if required. Should the £10 need to remain, we are happy that the price of £239.78 is sustainable.

PTQ 004	Resource cost schedule various items - Lot 2- Item 10	You have not included a cost for accommodation for associated with the set of manuals production, see PTQ 003. As you are not allowed to alter the tender price after it has been submitted, please confirm that the rate of £218.14 for item 10 is sustainable, and you do wish to withdraw your tender.	06/08/2018	08/08/2018	07/08/2018	07/08/2018 The £10 is an error and we are happy that your remove it if required. Should the €10 need to remain, we are happy that the price of £239.78 is sustainable.
PTQ 005	Resource Cost Schedule (Lot 1 & 2) - Item 3	You have described some cost category cost as: "Est Warranty Support over 3 Years, Est Allowance for Warranty Parts Over 3 Years & Est Allowance for Warranty Site Visits over 3 years". Please confirm that this cost is not "estimated", and the price will not change for this item should your tender be successful.	06/08/2018	08/08/2018	07/08/2018	07/08/2018 The EST in this case stands for established and is based on averaging what we have experienced providing warranty servicing over the past 4 seasons. We can confirm that this price WILL NOT change should our tender be successful
PTQ 006	Overheads & Profit Table	In the overheads and profit build-up table, you have entered a 0% percentage for overheads & profit for subcontractor's work. Please confirm that this is correct. Price Schedules (Lots 1 & 2) returned for consideration	20/08/2018	21/08/2018	21/08/2018	21/08/2018 Currently and it remains our plan for this tender not to use subcontractors to perform any of the works including installation / commissioning, decommissioning, recommissioning and servicing. From the start of the company this has been a core part of business model to ensure quality of delivery through full staff accountability. Therefore, we cannot see a reason to provide a figure here unless there is something that we do not understand? Please advise

PT Query Ref	Tender Document Ref	Query (Selection Questionnaire)	Date Issued	Date Response Required By	Date Response Received	Response
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PTQ 001	Selection Questionnaire	<p>1.2 Tender Model You have advised that you are not the lead contact for a group of economic operators, and that you do not sub-contract. Q1 – In view of the services required of this contract (i.e. manufacture, delivery, installation, commissioning/decommissioning, training, technical advice (when required by Highways England) – do you intend to deliver all of these services yourself (or will a 3rd party deliver some, or all of these services?)</p> <p>Q2 - If some of these services are delivered by a 3rd party, please specify what these are and give some indication as to the percentage of the contract to be delivered by Wintertech and/or 3rd Parties.</p> <p>Section 5: Group of Economic Operators (5.1 - 5.3) You have advised that you are unable to provide another form of guarantee (i.e. bank performance bond) should Highways England require one. Q3 – Why are you unable to provide a 'bond' if one is requested?</p> <p>8.1 (Insurances) You have self-certified that you have the following insurances (as per IfT) However, a Solicitor letter</p>	03/08/2018	06/08/2018	07/08/2018	<p>Q1 - Our business model, and we feel one the major reasons for the continued success of WTS has been driven and sustained from staying as tightly in control of all processes where possible. This means that where possible we deliver all services through direct employment of staff in our company. Where this is not possible, for example, in manufacturing and transportation we use suppliers. For example, manufacturing the GRP tanks involves large scale industrial manufacturing. For this function, to date we have used Platicon UK, Polem Netherlands, Platicon Poland and Platicon France to ensure supplier diversity and to minimise cost and maximise lead times. For delivery and offloading of the tanks at the depot we also use and select a range of transportation companies such as Collets, DSV, Conlon Lowloader Transport, Curtis & Lees Ltd and Leitch Trans Lift Limited. This once again ensures supplier diversity, competitiveness, supply resilience. It also allows us to minimise cost, maximise response times and ensure that the flexibility needed is there to deal with the often dynamic requirements of transportation and offloading. We assure quality in all other</p> <p>Q2 - Manufacture of GRP tanks - 100% with supplier (the tank manufacturing process take up about 40% of the overall time to manufacture a complete saturator. Manufacture of a complete saturator includes manufacturing of the associated electronics and pumping systems, piping, testing and quality assurance which accounts of the other 60% Delivery & Offloading - 90% of the work done is by the transportation supplier. On-loading is typically overseen by</p> <p>Q 5.1 - 5.3 Questions 5.1 , 5.2 and 5.3 only apply if we have indicated in question 1.2 if we are part of a wider group which we are not</p> <p>Q4 - We can confirm that insurance policies will be amended to reflect the liability values where required by Highways England and evidence will be provided</p> <p>Q5 - Our files are stored locally on our network in Ireland (EU) and are also replicated onto Dropbox. All files stored online by use are managed by Dropbox and are encrypted and kept in secure storage servers.</p>
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		<p>(of insurances) provided suggests the following;</p> <ul style="list-style-type: none"> • Professional Indemnity Insurance: £0 (£5,000,000.00 required) • Products Liability Insurance: £5,000,000 (£10,000,000.00 required) <p>Q4 – Can you confirm that insurance policies will be modified to reflect the liability values where required by Highways England (and evidence can be provided)?</p> <p>Information Assurance You have specified that data will be stored within an EU country</p> <p>Q5 – Which EU country will store this data?</p>				<p>area using highly trained WTS staff who deliver manufacturing sign off, delivery supervision, installation, commissioning/decommissioning and end-user training. Technical advice & expertise is also provided by WTS staff. This model has been very successful for us to date. Working with contractors and 3rd parties can lead to increase in costs, reduction in adaptability and responsiveness and ultimately a reduction in product knowledge and the quality of the service that can be provided.</p>	<p>WTS staff at the manufacturing plant. WTS are present at that stage for final acceptance testing. Offloading is always supervised by WTS staff at the target depot to quality assure this most important part of the installation process</p>	<p>Storage servers are located in data centers across the United States. Dropbox is designed with multiple layers of protection, distributed across a scalable, secure infrastructure. These layers of protection include:</p> <ul style="list-style-type: none"> • Dropbox files at rest are encrypted using 256-bit Advanced Encryption Standard (AES) • Dropbox uses Secure Sockets Layer (SSL)/Transport Layer Security (TLS) to protect data in transit between Dropbox apps and our servers • SSL/TSL creates a secure tunnel protected by 128-bit or higher
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							<p>Advanced Encryption Standard (AES) encryption</p> <ul style="list-style-type: none"> • Dropbox applications and infrastructure are regularly tested for security vulnerabilities and hardened to enhance security and protect against attacks • Two-step verification is available for an extra layer of security at login • If you use two-step verification, you can choose to receive security codes by text message or from an authenticator app • Public files are only viewable by people who have a link to the file(s) <p>Dropbox for</p>
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							business conforms to ISO27001 and ISO28108 which is GDPR compliant.
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PT Query Ref	Tender Document Ref	Query (Health & Safety)	Date Issued	Date Response Required By	Date Response Received	Response
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PTQ 001	SQ 8.6 Pt 1	<p>After reviewing your submission for Health & Safety (IfT section 8.6 & 8.7), I note that you have claimed exemption because you advised that you hold a UKAS or equivalent, accredited independent third party certificate of compliance with BS OHSAS 18001.</p> <p>However I need to clarify whether your certificate which you have provided (which has been sourced through a company called CDL Group as part of a service they offer called COMS (Certificated Online Management System)) is an equivalent and is therefore recognised by UKAS.</p> <p>Whilst I conduct further enquiries, I would be obliged if you would complete the attached (Health & Safety questionnaire 8.6) and return to me for assessment.</p> <p>Could you complete and return by 14:00hrs tomorrow?</p> <p>SQ 8.6 Pt 1 issued</p>	09/08/2018	10/08/2018	09/08/2018	Response received - tenderer states that they are exempt due to OHSAS18001 Cert
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PTQ 002	SQ 8.6 Pt 1	<p>I have previously requested completion of the questions contained within Selection Questionnaire 8.6 'Health & Safety' (part 1) as I am yet to establish whether the certificate you have provided for OHSAS 18001 is recognised as a UKAS equivalent accreditation (I am currently awaiting a reply from UKAS for an opinion)</p> <p>I appreciate that in normal circumstances you would be generally be exempt from completing this section, however In light that I have yet to establish the equivalence of the certificate presented I do have to query this question as part of the standard evaluation of tenders.</p> <p>Therefore I would like to give you every opportunity to provide the information Highways England requires in order to assess your tender fairly, equally and without bias – therefore could you please complete the attached document and return to me by today please. If you do not wish to complete the form, then Highways England will assess your tender based on the information you have currently provided.</p> <p>If you are able to provide evidence that your certificate is an UKAS equivalent then please provide this information.</p>	14/08/2018	14/08/2018	14/08/2018	<p>Sorry for any confusion on this matter but I thought that I had already answered this question in detail last week and provided you with all the contact information that you need to verify our certification. We are confident that the certification is equivalent which is why we did not complete the questionnaire last week.</p> <p>Can you let me know what you need from CDL to convince you to accept that the certification is equivalent as this would be the quickest option for you and us as I am away working today, tomorrow and Thursday and we have key staff on holidays and are not in a position to complete the questionnaire any further information until at least Friday of this week.</p> <p>If you are adamant that the form need to be filled in, we will endeavour to get it to you by COB Thursday</p> <p>Is it OK if I call you to discuss (NOTE: An email was also received from CDL whom produced the certificate) as below;</p> <p>Sean Martin (WinterTech Systems) has asked me to get in touch with you to clarify the situation with Qualitas Veritas (QV) in terms of their status as accredited body for CDL/COMS ISO certificates. CDL has been working with QV for more than 4 years now and has successfully certified over 250 companies to date.</p> <p>Neither CDL Group nor COMS is accredited by UKAS, only by QV. We can assure you that all of the systems and procedures that WinterTech Systems have implemented comply fully with the relevant ISO standards,</p>
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						<p>evidence of which has been assessed independently (via QV).</p> <p>; A response was issued to both CDL & cc'd with the Tenderer - see PTQ 002 cont. for details</p>
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PTQ 002 cont	SQ 8.6 Pt 1	<p>Thank-you for your email – however in light that I am conducting a live tender then all communication should be between the supplier (Wintertech) and myself as Procurement Officer only.</p> <p>The issue here is that Highways England cannot verify any detail of the company 'Qualitas Veritas (QV)' - Can you provide information on the company Qualitas Veritas (QV) who has undertaken this certification as I cannot find any information on them.</p> <p>Also may I draw to your attention that the tender document 8.6 pt.1 states,</p> <p>'You hold a UKAS or equivalent, accredited independent third party certificate of compliance with BS OHSAS 18001.'</p> <p>Currently I am unable to verify that the certificate I have been presented for 18001, for 14001 and 9001, is an equivalent to a UKAS accredited certificate. The certificates I have been presented within the tender document are valid for 1 year which is unusual as generally all ISO/OHSAS certificates are valid for 3 years.</p> <p>Can this information be provided as requested and the very same detail issued to me via the e-sourcing portal (and I will communicate directly with Wintertech)</p>	14/08/2018	14/08/2018	14/08/2018	<p>Tenderer responded (via BRAVO)</p> <p>Please find attached completed form 8.6 as requested and associated evidence document.</p> <p>Sorry for the misunderstanding regarding this section.</p> <p>Let me know if you need any further information</p> <p>SQ 8.6 Pt 1 received for assessment</p>
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PTQ 003	SQ 8.6 Pt 1	<p>Thank-you for the information provided. As you have only supplied me with a file/folder tree could you please provide me with a sample procedure, a risk assessment and a copy of your H&S Policy.</p> <p>Additionally, you have stated that you are using the services of a H&S Advisor [REDACTED], could you please provide details on their training/competency (i.e. CV); or if they work for a consultancy the name of the consultancy.</p> <p>Could this information be provided later today or at the very latest by tomorrow morning?</p>	15/08/2018	16/08/2018	16/08/2018	<p>Please find attached the following evidence documents as requested</p> <ol style="list-style-type: none"> 1. Sample Procedure OP09 Internal Audit Procedure 2. Sample Risk Assessment __BS SERIES- INSTALLATION RISK ASSESSMENT v1.1 This risk assessment is provided our customer before installation works take place 3. H&S Policy Document __Health & Safety Management System Manual' 4. CV of [REDACTED] [REDACTED] has been working with us for a number of years in a consultancy capacity and advises is on H&S issues as well as providing LANTRA Winter Services Training on our behalf to our customer. His CV is attached. ' [REDACTED]
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Annex C – The following tender amendments were raised during the course of this tender

Query No	Document Reference	Nature of Query	Date Query Received	Response	Formal Amendment Required to Document	Date Document Amendment	Tender Amendment Number

01	IFT (Instruction for Tenderers)	Can HE grant an extension to the tender timeline, due to holidays?	06/06/2018	This request has been agreed, however this will push the award date back one month. Please see revised version of the IFT document updated with a revised timetable in Annex C	Yes	11/06/2018	IFT TA01
17	IFT – Page 60	‘Risk Register’ Can HE advise if the Risk Register is to be part of the 60 pages in the Quality Submission. This document could get quite large when all the risks are listed.	11/06/2018	The Risk Register will not form part of the page limits, however should be limited to the Top 10 risks, we will issue a tender amendment to this question. When identifying the Top 10, as described in Table 2 (Page 60) Tenderers should identify the risks for the proposed contract and describe the action proposed to deal with the risk. You will also note that the evaluation criteria calls for you to mitigate technical risk within your approach.	Yes	14/06/2018	IFT TA02
28	Pricing Schedule	In Lots 1&2 HE ask for Saturators of various sizes – from 20,000L to 24,999l, from 25,000L to 29,999L and from 30,000L to 34,999. Is the requirement here to be ‘produced brine storage capacity’ or total capacity of the tank -saturated & produced brine combined?	15/06/2018	On the Price Schedule, for items 3, 4, 5 & 6 - this is the total capacity of the salt saturator tank. For quoting purposes the tanks quoted should be for tanks of the appropriate size in capacity made up of one unit only. Please refer to tender query 32 as the response for this query has since been amended	Yes	25/06/2018	Goods Information TA03 Price Schedule (Lot 1) TA03 Price Schedule (Lot 2) TA03

32	Pricing Schedule	<p>I was wondering if there is anyone that we can talk to about the tank sizes.</p> <p>The answers provided to the tender queries in 21 and 22 just do not make sense and do not reflect anything that is currently installed or is available in the current market place, For example we could price for a tank that is 8m high that would meet the spec but that could NEVER be loaded by a telehandler</p> <p>I don't see the point in putting the same question back as a tender query again</p> <p>The answer as it sits does not allow us to price as the variance in price related to the answer is just enormous based</p>	15/06/2018	<p>Unfortunately, due to Procurement Regulations it is not possible for you to speak directly to someone; tender queries are the format for asking questions as you've done here.</p> <p>It is Highways England's intention to 'standardise' Salt Saturators at all depots that will have a capacity of a minimum of 20,000ltrs, that is sufficient to fill 6 vehicles to their maximum volume of 3000ltr (per vehicle) - as defined within the Goods Information, para 2.2. These will need to be loaded with salt using equipment that is currently available at Highways England's depots. At the majority of Highways England sites, we use equipment such as telehandlers, that has a standard reach.</p> <p>Any additional capacity required by Highways England at individual depot site(s), will be provided by the installation of additional supporting storage tanks. Should there be any bespoke requirements then these will be discussed directly with the supplier during the 'technical advice' phase so that the desired solution that fulfils both the capacity and operational requirements can be identified and provided.</p> <p>In view of this response please find an amended version of both the Goods Information and Price Schedule to reflect the changes.</p> <p>A 'worked example' is provided for clarification purposes</p>	Yes	25/06/2018	<p>Goods Information TA03</p> <p>Price Schedule (Lot 1) TA03</p> <p>Price Schedule (Lot 2) TA03</p>
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		<p>on tank sizes and diameters needed.</p> <p>Something more is needed in the specification to allow us to price correctly</p> <p>Can we please talk to someone?</p>					
35	Goods Information 2.2.16	<p>Please reword to remove "and tank filling". Should a Leak be detected, the process of spreader 'tank filling' is advantageous given that it will allow the user to safely empty the tank.</p>	29/06/2018	<p>Text within the Goods Information document has been amended as follows;</p> <p>The Salt Saturator automatically stops brine production and saturator/storage tank filling if a leak is detected.</p> <p>Please use tender amendment version 'Goods Information TA04'</p>	Yes	09/07/2018	Goods Information TA04
42	Form of Tender	<p>In the list of documents to be returned as part of the tender, reference is made to a "Methodology Statement". Please could you clarify what this refers to as no reference is made to this in the list of documents to be returned which is contained in the</p>	02/07/2018	<p>This is an error - your methodology statement will actually be contained within the 'quality statement Part A'</p> <p>This entry will be removed (and a tender amended version) of the 'Form of Tender' will be provided</p> <p>Please now use tender amendment TA04 'Form of Tender'</p>	Yes	09/07/2018	Form of Tender TA04

		IFT document.					
50	Contract Data & Form of Tender	Both these documents have been amended; Contract Data (inclusion of Clause Z7 - Extension of the end date) Form of Tender (inclusion of Clause Z7 - Extension of the end date & Z13 - Z13 Parent Company Guarantee and Change of Control)	09/07/2018	Please use Contract Data TA04 Please use Form of Tender TA04	Yes	09/07/2018	Contract Data TA04 Form of Tender TA04