



Invitation to Quote

Invitation to Quote (ITQ) on behalf of UK Government Investments

Subject Virtual Data Room for the ICR Student Loans Sale

Sourcing reference number IT16121

UK Shared Business Services Ltd (UK SBS)

www.ukpbs.co.uk

Registered in England and Wales as a limited company. Company Number 6330639.
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UKSBS

Shared Business Services

Table of Contents

Section	Content
1	<u>About UK Shared Business Services Ltd.</u>
2	<u>About our Customer</u>
3	<u>Working with UK Shared Business Services Ltd.</u>
4	<u>Specification</u>
5	<u>Evaluation model</u>
6	<u>Evaluation questionnaire</u>
7	<u>General Information</u>
Appendix	NA

Section 1 – About UK Shared Business Services

Putting the business into shared services

UK Shared Business Services Ltd (UK SBS) brings a commercial attitude to the public sector; helping our customers improve efficiency, generate savings and modernise.

It is our vision to become the leading provider for our customers of shared business services in the UK public sector, continuously reducing cost and improving quality of business services for Government and the public sector.

Our broad range of expert services is shared by our customers. This allows our customers the freedom to focus resources on core activities; innovating and transforming their own organisations.

Core services include Procurement, Finance, Grants Admissions, Human Resources, Payroll, ISS, and Property Asset Management all underpinned by our Service Delivery and Contact Centre teams.

UK SBS is a people rather than task focused business. It's what makes us different to the traditional transactional shared services centre. What is more, being a not-for-profit organisation owned by its customers, UK SBS' goals are aligned with the public sector and delivering best value for the UK taxpayer.

UK Shared Business Services Ltd changed its name from RCUK Shared Services Centre Ltd in March 2013.

Our Customers

Growing from a foundation of supporting the Research Councils, 2012/13 saw Business Innovation and Skills (BIS) transition their procurement to UK SBS and Crown Commercial Services (CCS – previously Government Procurement Service) agree a Memorandum of Understanding with UK SBS to deliver two major procurement categories (construction and research) across Government.

UK SBS currently manages £700m expenditure for its Customers.

Our Procurement ambition

Our vision is to be recognised as a centre of excellence and deliver a broad range of procurement services across the public sector; to maintain and grow a procurement service unrivalled in public sector.

Procurement is a market-shaping function. Industry derived benchmarks indicate that UK SBS is already performing at or above “best in class” in at least three key measures (percentage savings, compliant spend, spend under management) and compare well against most other measures.

Over the next five years, it is the function’s ambition to lead a cultural change in procurement in the public sector. The natural extension of category management is to bring about a fundamental change in the attitude to supplier relationship management.

Our philosophy sees the supplier as an asset to the business and the route to maximising value from supply. This is not a new concept in procurement generally, but it is not a philosophy which is widely employed in the public sector.

We are ideally positioned to “lead the charge” in the government’s initiative to reform procurement in the public sector.

UK SBS Procurement’s unique selling points are:

- Focus on the full procurement cycle
- Leaders in category management in common and specialised areas
- Expertise in the delivery of major commercial projects
- That we are leaders in procurement to support research
- Use of cutting edge technologies which are superior to those used generally used across the public sector.
- Use of market leading analytical tools to provide comprehensive Business Intelligence
- Active customer and supplier management

‘UK SBS’ contribution to the Government Procurement Agenda has been impressive. Through innovation and leadership UK SBS has built an attractive portfolio of procurement services from P2P to Strategy Category Management.’

John Collington

Former Government Chief Procurement Officer

Section 2 – About Our Customer

UK Government Investments (UKGI)

UKGI (formally the Shareholder Executive) is the UK Government's centre of excellence in corporate finance and corporate governance.

The objectives of UKGI are to:

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- Prepare and execute all significant corporate asset sales by the UK Government;
- Advise on all major UK Government financial interventions into corporate structures;
- Act as shareholder for those arm's length bodies of the UK Government that are structured to allow a meaningful shareholder function and for other assets facing complex transformations; and
- Advise on major UK Government negotiations with corporates.

UKGI is also leading the development and promotion of the Government Corporate Finance Profession, which supports government corporate finance professionals from across Whitehall.

Section 3 - Working with UK Shared Business Services Ltd.

In this section you will find details of your Procurement contact point and the timescales relating to this opportunity.

Section 3 – Contact details		
3.1	Customer Name and address	UK Government Investments, 1 Victoria St, London, SW1H 0ET
3.2	Buyer name	UK SBS ICT Procurement
3.3	Buyer contact details	ICTProcurement@uksbs.co.uk 01793 867005
3.4	Estimated value of the Opportunity	Up to £75,000.00 excluding VAT
3.5	Process for the submission of clarifications and Bids	All correspondence shall be submitted within the Emptoris e-sourcing tool. Guidance Notes to support the use of Emptoris is available here. Please note submission of a Bid to any email address including the Buyer <u>will</u> result in the Bid <u>not</u> being considered.

Section 3 - Timescales		
3.6	Date of Issue of Contract Advert and location of original Advert	23/06/2016 Location: Contracts Finder
3.7	Latest date/time ITQ clarification questions should be received through Emptoris messaging system	27/06/2016 14:00
3.8	Latest date/time ITQ clarification answers should be sent to all potential Bidders by the Buyer through Emptoris	28/06/2016 14:00
3.9	Latest date/time ITQ Bid shall be submitted through Emptoris	29/06/2016 14.00
3.10	Date/time Bidders should be available for clarifications (over a conference call or face to face), if required	30/06/2016
3.11	Anticipated rejection of unsuccessful Bids date	04/07/2016
3.12	Anticipated Award date	04/07/2016
3.13	Anticipated Contract Start date	05/07/2016

3.14	Anticipated Contract End date	04/07/2017
3.15	Bid Validity Period	60 Days

Section 4 – Specification

Introduction

The Department for Business Innovation & Skills (BIS) plans to sell part of the income contingent student loan book (ICR Student Loans). As stated in the Chancellor's 2016 Budget, the first sale is expected in the 2016-17 financial year.

UK Government Investments (UKGI) is leading on the loan sale on behalf of HM Government (HMG) and is advised by Barclays (sale advisor) and Rothschild (independent advisor).

UKGI was formed on 1st April 2016 as a government company, wholly owned by HM Treasury, which brings together the functions of the Shareholder Executive (formerly part of BIS) and UK Financial Investments under a single holding company.

UKGI acts as the government's centre of excellence in corporate finance and corporate governance, supporting departments with expert advice on commercial tasks as well as returning government investments back to the private sector. This includes advising on all major HMG financial interventions into corporate structures and executing all significant corporate asset sales.

UKGI needs a virtual data room (VDR) service provider (VDR Provider) in support of the upcoming critical market facing phases of the ICR Student Loans sale.

Aims & Objectives

The primary objective of the VDR services is to establish a platform for secure and easy access to confidential transaction documents. Said access will be granted to a large number of individuals (e.g. investors, Rating Agencies' professionals as well as project team members and advisors).

We envisage entering into a 12-month contract with the preferred provider, for a secure and reliable service provision to all users 24 hours a day / 7 days a week, throughout the year.

Flexibility, alongside accessibility, will be one of the key features required for this service, as detailed further on in this tender document.

Background to the Requirement

HMG has been looking at options to monetise part of its ICR Student Loans book over recent years, with a first sale expected in the 2016-17 financial year, as stated in the Chancellor's 2016 Budget.

In line with best procurement practices, we are retendering for this service that will be critical

in the market facing phases of the project. The contract with the incumbent provider is due to expire in early July. We envision therefore the need for a smooth transition, as relevant.

Given the nature of the transaction targeted at capital markets practitioners (including credit and structured finance investors), we would anticipate end users to be very familiar with this type of specialist service and to the providers with leadership in this market niche.

Scope

VDR services will include:

- Exchange platform. The anticipated storage space is 10GB, however please note that UKGI does not currently commit to this volume. There is also a possibility that UKGI may need to exceed this volume or use less than that.
- Ability to provide data to sophisticated investors as part of a high-profile Government transaction, in line with market standards for investor access, security, and monitoring;
- Compatibility with a variety of file types, including excel, PDF, power point, word, etc.;
- Ability to upload and store large files (e.g. 1 GB);
- Access to the platform and to stored data 24 hours a day, 7 days a week, 365 days a year, with high reliability and quick recovery time;
- Live customer support for both managers / users 24 hours a day, 7 days a week, 365 days a year;
- Complete document security (see below requirements);
- Mobile access to data;
- Project management facilities;
- Monitoring facilities for auditing and reporting purposes;
- Access provision to a very large number (several hundreds) of individual users at any given point in time;
- Ability to provide different level of access to different end users (i.e. allowing access to certain documents to some end users but not all);
- Secure protocols and encryption for transmission and storage;
- Flexibility to add a customised 'click through' disclaimer in addition to disclaimers used in individual files;
- Flexible platform (as further described in requirements below).

Please refer to the requirement sections for more details.

For the avoidance of doubt, stored files shall remain the property of HMG.

Requirement

Key requirements include:

- Different access levels (e.g. managers vs end users, etc.) and within different types of end users (allowing for access to certain documents to some users but not all);
- Security features, including but not limited to:
 - Ability to restrict and control access by password, domain name, and/or IP address;
 - Email verification tools;
 - Encryption of documents;
 - Watermarking capabilities;

- Ability to set download restrictions for certain documents (but not for all);
- User groups that allow permission on a folder and/or workspace level which apply to all users that consist in the group;
- Compliance with UK Data Protection Act 1998 and relevant European Union laws;
- Custom access controls (pre-approval of users; provision of a link to additional users to request access);
- Acceptance by the VDR Provider to undergo a security assessment upon awarding of this contract;
- Protection features against cyberattacks and malware;
- Protection features against data loss;
- Segregation of data from any other data that the VDR Provider may hold on its systems;
- Secure deletion of the data and a clear policy to not retain data after the closure of the VDR;
- Flexibility in terms of (among other things):
 - Ability to set up and subsequently amend a user friendly platform structure, which can be modified both by the VDR Provider and by those specific users identified as ‘managers’ of the platform (but not by all end users themselves);
 - Secured access to a very large number of users;
 - Very large number of files (subject to contractually agreed storage limit – ideally no cap on number of documents);
 - Compatibility with different file formats, incl. excel, PDF, power point, word, etc.;
 - Ability to quickly reposition files across different folders (e.g. through drag and drop action);
 - Ability to control user access to documents and to specify the permissions of users and groups of users;
- Access reports for auditing purposes;
- Bulk uploading capabilities;
- Ability to add a customized ‘click through’ disclaimer;
- Search functions across all documents and folders on multiple parameters;
- 24 / 7 live support and service;
- End of data room DVD(s);
- Scanning features.
- Email alerts to users when new documents are uploaded into the room;
- Email alerts to managers when new users added.

Post – Tender Timetable

- VDR set-up period: 5 – 10 July 2016;
- VDR opens: 11 July 2016.

Additional Information

- In the event of a transaction being put on hold, the need for “Cold Storage” may be required, i.e. the ability to agree on a discounted pricing while the files are stored on the VDR, but not actively used.

Section 5 – Evaluation model

The evaluation model below shall be used for this ITQ, which will be determined to two decimal places.

Where a question is 'for information only' it will not be scored.

The evaluation team may comprise staff from UK SBS, the Customer and any specific external stakeholders UK SBS deem required. After evaluation the scores will be finalised by performing a calculation to identify (at question level) the mean average of all evaluators (Example – a question is scored by three evaluators and judged as scoring 5, 5 and 6. These scores will be added together and divided by the number of evaluators to produce the final score of 5.33 ($5+5+6 = 16 \div 3 = 5.33$))

Pass / fail criteria		
Questionnaire	Q No.	Question subject
Commercial	FOI1.1	Freedom of Information Exemptions
Commercial	AW1.1	Form of Bid
Commercial	AW1.3	Certificate of Bona Fide Bid
Commercial	AW3.1	Validation check
Commercial	AW4.1	Contract Terms
Quality	AW6.1	Compliance to the Specification
-	-	Invitation to Quote – received on time within e-sourcing tool

Scoring criteria

Evaluation Justification Statement

In consideration of this particular requirement UK SBS has decided to evaluate Potential Providers by adopting the weightings/scoring mechanism detailed within this ITQ. UK SBS considers these weightings to be in line with existing best practice for a requirement of this type.

Questionnaire	Q No.	Question subject	Maximum Marks
Price	AW5.2	Price	25%
Quality	Proj1.3	Capabilities	35%
Quality	Proj1.4	Security features	20%
Quality	Proj1.5	Expertise in relation to capital markets and / or other corporate finance transactions	20%

Evaluation of criteria

Non-Price elements

Each question will be judged on a score from 0 to 100, which shall be subjected to a multiplier to reflect the percentage of the evaluation criteria allocated to that question.

Where an evaluation criterion is worth 20% then the 0-100 score achieved will be multiplied by 20.

Example if a Bidder scores 60 from the available 100 points this will equate to 12% by using the following calculation: Score/Total Points available multiplied by 20 ($60/100 \times 20 = 12$)

Where an evaluation criterion is worth 10% then the 0-100 score achieved will be multiplied by 10.

Example if a Bidder scores 60 from the available 100 points this will equate to 6% by using the following calculation: Score/Total Points available multiplied by 10 ($60/100 \times 10 = 6$)

The same logic will be applied to groups of questions which equate to a single evaluation criterion.

The 0-100 score shall be based on (unless otherwise stated within the question):

0	The Question is not answered or the response is completely unacceptable.
10	Extremely poor response – they have completely missed the point of the question.
20	Very poor response and not wholly acceptable. Requires major revision to the response to make it acceptable. Only partially answers the requirement, with

	major deficiencies and little relevant detail proposed.
40	Poor response only partially satisfying the selection question requirements with deficiencies apparent. Some useful evidence provided but response falls well short of expectations. Low probability of being a capable supplier.
60	Response is acceptable but remains basic and could have been expanded upon. Response is sufficient but does not inspire.
80	Good response which describes their capabilities in detail which provides high levels of assurance consistent with a quality provider. The response includes a full description of techniques and measurements currently employed.
100	Response is exceptional and clearly demonstrates they are capable of meeting the requirement. No significant weaknesses noted. The response is compelling in its description of techniques and measurements currently employed, providing full assurance consistent with a quality provider.

All questions will be scored based on the above mechanism. Please be aware that the final score returned may be different as there may be multiple evaluators and their individual scores will be averaged (mean) to determine your final score.

Example

Evaluator 1 scored your bid as 60

Evaluator 2 scored your bid as 60

Evaluator 3 scored your bid as 40

Evaluator 4 scored your bid as 40

Your final score will $(60+60+40+40) \div 4 = 50$

Price elements will be judged on the following criteria.

The lowest price for a response which meets the pass criteria shall score 100. All other bids shall be scored on a pro rata basis in relation to the lowest price. The score is then subject to a multiplier to reflect the percentage value of the price criterion.

For example - Bid 1 £100,000 scores 100.

Bid 2 £120,000 differential of £20,000 or 20% remove 20% from price scores 80

Bid 3 £150,000 differential £50,000 remove 50% from price scores 50.

Bid 4 £175,000 differential £75,000 remove 75% from price scores 25.

Bid 5 £200,000 differential £100,000 remove 100% from price scores 0.

Bid 6 £300,000 differential £200,000 remove 100% from price scores 0.

Where the scoring criterion is worth 50% then the 0-100 score achieved will be multiplied by 50.

In the example if a supplier scores 80 from the available 100 points this will equate to 40% by using the following calculation: $\text{Score/Total Points} \times 50$ ($80/100 \times 50 = 40$)

The lowest score possible is 0 even if the price submitted is more than 100% greater than the lowest price.

Section 6 – Evaluation questionnaire

Bidders should note that the evaluation questionnaire is located within the **e-sourcing questionnaire**.

Guidance on completion of the questionnaire is available at <http://www.uksbs.co.uk/services/procure/Pages/supplier.aspx>

PLEASE NOTE THE QUESTIONS ARE NOT NUMBERED SEQUENTIALLY

Section 7 – General Information

What makes a good bid – some simple do's ☺

DO:

- 7.1 Do comply with Procurement document instructions. Failure to do so may lead to disqualification.
- 7.2 Do provide the Bid on time, and in the required format. Remember that the date/time given for a response is the last date that it can be accepted; we are legally bound to disqualify late submissions.
- 7.3 Do ensure you have read all the training materials to utilise e-sourcing tool prior to responding to this Bid. If you send your Bid by email or post it will be rejected.
- 7.4 Do use Microsoft Word, PowerPoint Excel 97-03 or compatible formats, or PDF unless agreed in writing by the Buyer. If you use another file format without our written permission we may reject your Bid.
- 7.5 Do ensure you utilise the Emptoris messaging system to raise any clarifications to our ITQ. You should note that typically we will release the answer to the question to all bidders and where we suspect the question contains confidential information we may modify the content of the question to protect the anonymity of the Bidder or their proposed solution
- 7.6 Do answer the question, it is not enough simply to cross-reference to a 'policy', web page or another part of your Bid, the evaluation team have limited time to assess bids and if they can't find the answer, they can't score it.
- 7.7 Do consider who your customer is and what they want – a generic answer does not necessarily meet every customer's needs.
- 7.8 Do reference your documents correctly, specifically where supporting documentation is requested e.g. referencing the question/s they apply to.
- 7.9 Do provide clear and concise contact details; telephone numbers, e-mails and fax details.
- 7.10 Do complete all questions in the questionnaire or we may reject your Bid.
- 7.11 Do check and recheck your Bid before dispatch.

What makes a good bid – some simple do not's ☹️

DO NOT

- 7.12 Do not cut and paste from a previous document and forget to change the previous details such as the previous buyer's name.
- 7.13 Do not attach 'glossy' brochures that have not been requested, they will not be read unless we have asked for them. Only send what has been requested and only send supplementary information if we have offered the opportunity so to do.
- 7.14 Do not share the Procurement documents, they are confidential and should not be shared with anyone without the Buyers written permission.
- 7.15 Do not seek to influence the procurement process by requesting meetings or contacting UK SBS or the Customer to discuss your Bid. If your Bid requires clarification the Buyer will contact you.
- 7.16 Do not contact any UK SBS staff or Customer staff without the Buyers written permission or we may reject your Bid.
- 7.17 Do not collude to fix or adjust the price or withdraw your Bid with another Party as we will reject your Bid.
- 7.18 Do not offer UK SBS or Customer staff any inducement or we will reject your Bid.
- 7.19 Do not seek changes to the Bid after responses have been submitted and the deadline for Bids to be submitted has passed.
- 7.20 Do not cross reference answers to external websites or other parts of your Bid, the cross references and website links will not be considered.
- 7.21 Do not exceed word counts, the additional words will not be considered.
- 7.22 Do not make your Bid conditional on acceptance of your own Terms of Contract, as your Bid will be rejected.

Some additional guidance notes

- 7.23 All enquiries with respect to access to the e-sourcing tool and problems with functionality within the tool may be submitted to Crown Commercial Service (previously Government Procurement Service), Telephone 0345 010 3503.
- 7.24 Bidders will be specifically advised where attachments are permissible to support a question response within the e-sourcing tool. Where they are not permissible any attachments submitted will not be considered.
- 7.25 Question numbering is not sequential and all questions which require submission are included in the Section 6 Evaluation Questionnaire.
- 7.26 Any Contract offered may not guarantee any volume of work or any exclusivity of supply.
- 7.27 We do not guarantee to award any Contract as a result of this procurement
- 7.28 All documents issued or received in relation to this procurement shall be the property of UK SBS.
- 7.29 We can amend any part of the procurement documents at any time prior to the latest date / time Bids shall be submitted through Emptoris.
- 7.30 If you are a Consortium you must provide details of the Consortiums structure.
- 7.31 Bidders will be expected to comply with the Freedom of Information Act 2000 or your Bid will be rejected.
- 7.32 Bidders should note the Government's transparency agenda requires your Bid and any Contract entered into to be published on a designated, publicly searchable web site. By submitting a response to this ITQ Bidders are agreeing that their Bid and Contract may be made public.
- 7.33 Your bid will be valid for 60 days or your Bid will be rejected.
- 7.34 Bidders may only amend the Contract terms if you can demonstrate there is a legal or statutory reason why you cannot accept them. If you request changes to the Contract and UK SBS fail to accept your legal or statutory reason is reasonably justified we may reject your Bid.
- 7.35 We will let you know the outcome of your Bid evaluation and where requested will provide a written debrief of the relative strengths and weaknesses of your Bid.
- 7.36 If you fail mandatory pass / fail criteria we will reject your Bid.
- 7.37 Bidders are required to use IE8, IE9, Chrome or Firefox in order to access the functionality of the Emptoris e-sourcing tool.

- 7.38 Bidders should note that if they are successful with their proposal UK SBS reserves the right to ask additional compliancy checks prior to the award of any Contract. In the event of a Bidder failing to meet one of the compliancy checks UK SBS may decline to proceed with the award of the Contract to the successful Bidder.
- 7.39 All timescales are set using a 24 hour clock and are based on British Summer Time or Greenwich Mean Time, depending on which applies at the point when Date and Time Bids shall be submitted through Emptoris.
- 7.40 All Central Government Departments and their Executive Agencies and Non Departmental Public Bodies are subject to control and reporting within Government. In particular, they report to the Cabinet Office and HM Treasury for all expenditure. Further, the Cabinet Office has a cross-Government role delivering overall Government policy on public procurement - including ensuring value for money and related aspects of good procurement practice.

For these purposes, UK SBS may disclose within Government any of the Bidders documentation/information (including any that the Bidder considers to be confidential and/or commercially sensitive such as specific bid information) submitted by the Bidder to UK SBS during this Procurement. The information will not be disclosed outside Government. Bidders taking part in this ITQ consent to these terms as part of the competition process.

- 7.41 From 2nd April 2014 the Government is introducing its new Government Security Classifications (GSC) classification scheme to replace the current Government Protective Marking System (GPMS). A key aspect of this is the reduction in the number of security classifications used. All Bidders are encouraged to make themselves aware of the changes and identify any potential impacts in their Bid, as the protective marking and applicable protection of any material passed to, or generated by, you during the procurement process or pursuant to any Contract awarded to you as a result of this tender process will be subject to the new GSC from 2nd April 2014. The link below to the Gov.uk website provides information on the new GSC:

<https://www.gov.uk/government/publications/government-security-classifications>

UK SBS reserves the right to amend any security related term or condition of the draft contract accompanying this ITQ to reflect any changes introduced by the GSC. In particular where this ITQ is accompanied by any instructions on safeguarding classified information (e.g. a Security Aspects Letter) as a result of any changes stemming from the new GSC, whether in respect of the applicable protective marking scheme, specific protective markings given, the aspects to which any protective marking applies or otherwise. This may relate to the instructions on safeguarding classified information (e.g. a Security Aspects Letter) as they apply to the procurement as they apply to the procurement process and/or any contracts awarded to you as a result of the procurement process.

USEFUL INFORMATION LINKS

- [Emptoris Training Guide](#)
- [Emptoris e-sourcing tool](#)
- [Contracts Finder](#)
- [Tenders Electronic Daily](#)
- [Equalities Act introduction](#)
- [Bribery Act introduction](#)
- [Freedom of information Act](#)