

**PALABORA COPPER
REQUEST FOR PROPOSAL
MAINTENANCE AND REPAIR OF AIR-CONDITIONING AND REFRIGERATION
EQUIPMENT FOR PALABORA COPPER MINE WIDE
RFP.PC.2016/128
PART 1 – PROPOSAL INFORMATION AND CONDITIONS**

**THIS TENDER IS FOR BA-PHALABORWA COMPANIES
ONLY THAT ARE 51% BLACK OWNED, HOWEVER THE
JOINT VENTURE ARE ENCOURAGE THEY SHOULD
ALSO BE 51% BLACK OWNED**

THIS CONTRACT IS FOR THREE (3) YEARS

**Maintenance And Repair Of Air-Conditioning And Refrigeration Equipment For Palabora
Copper Mine Wide**

Request For Proposal – Tender No. [RFP.PC.2016/128]

Part 1 – Proposal Information and Conditions

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Capitalised terms that are not otherwise defined have the meaning given to them in Section 23 – Definitions.

1. Description of project

This Request for Proposal has been prepared by Palabora Copper.

2. Request for Proposal

2.1 Supply required

This Request for Proposal is for Maintenance and Repair of Air-Conditioning and Refrigeration Equipment for Palabora Copper Mine Wide more precisely described in the Scope of Work.

2.2 Purpose of Request for Proposal

The purpose of the Request for Proposal is to obtain capability, pricing and general information on the business of potential Contractors for the Company to determine the Contractors most capable of providing the service.

3. Accuracy of information

3.1 No liability of the Company for information provided

Although the Company has attempted to provide reliable information in the Request for Proposal, it gives no warranty as to the accuracy, completeness and sufficiency of any information given to the Contractor whether verbally or in writing by the Company, its employees, agents, consultants, advisers or contractors. The Proposal submitted by the Contractor will be deemed for all purposes to have been based upon the Contractor's own investigations and determinations, and the Company (and its employees, agents, consultants, advisers or contractors) accepts no responsibility for the Contractor relying on the contents of the Request for Proposal or any other statements made, or information provided, on behalf of the Company.

3.2 Contractor to fully inform itself

The Contractor is required to fully inform itself of all conditions relating to the Supply at its own cost and expense, before submitting its Proposal.

3.3 Statement of interpretation

If the Contractor has any doubts as to the meaning of any portion of the Request for Proposal, it must when submitting its Proposal include a statement of the interpretation upon which it relies and upon which its Proposal has been prepared and submitted. In addition, the Contractor may also submit questions to the Company as specified in Section 9.

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4. Acknowledgement of Request for Proposal and correspondence

4.1 Contractor notification

Within 2 working days after the issuing of the RFP document, the Contractor is requested to notify the Company of its intention to submit, or not to submit, a Proposal by returning a signed copy of the "Request For Proposal - Intention to Respond/Not Respond Form" set out in Annexure 1.

4.2 Contractor's Proposal Representative

At the same time that the Contractor notifies the Company of its intention to submit a Proposal in accordance with Section 4.1, the Contractor must provide the Company with the following information:

- (a) a person to be a single point of contact within the Supplier's organisation for correspondence (**Supplier's Proposal Representative**); and
- (b) postal, fax and email addresses for the Supplier's Proposal Representative.

4.3 Company Representative

All correspondence between the Company and the Supplier's Proposal Representative must be in writing to the Company Representative:

Contact Person: Lubabalo Ndotshayisa

Tel: 015 780 2196

Email: lubabalo.ndotshayisa@palabora.co.za

4.4 Correspondence to be in writing

Verbal communications, including modifications to Proposals, will not be recognised unless reproduced in written form.

5. Company information and obligations of confidentiality

5.1 Request for Proposal confidential

- (a) This Request for Proposal and any other information given to the Contractor may not be used for any purpose other than the preparation of the Proposal and may not be disclosed or released to any other party. The Contractor must ensure that any employee, agent, consultant, adviser or contractor to it, or any other person to whom it supplies the Information, will be bound by terms no less onerous than those contained in the Confidentiality Agreement/similarly bound.

5.2 Return of Request for Proposal

Each Contractor which does not submit a Proposal and each unsuccessful Contractor must return to the Company Representative all copies in whatever form (including electronic copies) of the Request for Proposal, or destroy such copies.

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6. Public announcements

Neither the Contractor nor the Company will make any public announcements or disclosures as to the Request for Proposal (except any advertising which the Company undertakes to advise Contractors of the Request for Proposal), any Proposal, the Request for Proposal/Proposal process or otherwise in relation to the subject matter of any potential contract, without the prior written consent of the other party (except as required by any applicable law or regulatory requirement).

7. Lodgement of Proposals

7.1 Proposal Period

The *Proposal Period* begins on **10 November 2016** and Proposals must be submitted prior to **12.00 pm GMT on Friday 25 November 2016**.

7.2 Lodgement of Proposals

Proposals must be submitted via [e-mail to pcprocurement@palabora.co.za on or before the submission date. If your email is too large to submit all documentation at once, please submit individual emails with each attachment.

Any proposal submitted after the submission date or to an alternate address will not be considered due to non-compliance.

8. Modification or withdrawal of Request for Proposal

8.1 Notice to Contractors

If the Company decides to withdraw, modify, correct, clarify or otherwise vary the Request for Proposal prior to the Proposal Closing Date, it may do so by means of a written notice to the Contractors (*Notice to Contractors*).

8.2 Notice to Contractors to form part of Proposal Documents

Any Notice to Contractors issued by the Company will be sent to all Contractors prior to the Proposal Closing Date and will form part of the Request for Proposal.

9. Questions

9.1 Questions to the Company

Contractors may direct any questions relating to the Request for Proposal to the Company until **14pm GMT on Thursday 24 November 2016**. Questions concerning this Request for Proposal must be provided in a "Request for Proposal - Questions Form" as set out in Annexure 2.

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9.2 Acknowledgement and response to questions

The Company will acknowledge the receipt of all questions submitted in accordance with Section 9.1 and will endeavour to provide written answers within a reasonable period of receipt.

9.3 Responses to questions to be advised to all Contractors

All Contractors will be advised of the Company's response to a particular question. However, to the extent possible, the Company will endeavour not to identify the Contractor which asked the question.

10. Withdrawal of Proposals

10.1 Withdrawal prior to end of Proposal Period

A Contractor who has submitted a Proposal may withdraw its Proposal at any time prior to the end of the Proposal Period by giving written notice to that effect to the Company Representative.

10.2 New Proposals

Following withdrawal of a Proposal, a Supplier may submit a new Proposal (provided such new Proposal is submitted prior to the end of the Proposal Period).

Withdrawal after Proposal Closing Date:

After the Proposal Closing Date has passed, a Supplier may only withdraw its Proposal after the expiration of 90 days from the Proposal Closing Date.

11. Proposed contracts

11.1 General Conditions

The Company intends to negotiate the terms and conditions of any contractual arrangements for the service as may be entered into with any Contractor on the basis of the General Conditions attached as Annexure 3.

11.2 Contractors to review General Conditions

Each Contractor must review and, as it considers appropriate, obtain independent advice (including legal advice) in relation to the General Conditions.

11.3 Contractors to identify any unacceptable terms in Proposal

If a Contractor identifies terms in the General Conditions which it considers to be unacceptable, the Contractor must complete the Register of Contractor Concerns attached in Annexure 4 and include the following information in that Register:

- (a) list the terms which it considers to be unacceptable;
- (b) provide a suggested amendment to the terms which it considers to be unacceptable; and

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- (c) provide clearly stated written reasons as to why the Contractor finds the relevant terms unacceptable.

11.4 Agreement to General Conditions unless notified otherwise

Unless a Contractor complies strictly with the requirements of Section 11.3, it will be taken to have agreed to the terms outlined in the General Conditions.

12. Current Contractors

There may be service contracts between the Company and third party Contractors for the service in existence as at the date of the Request for Proposal.

13. Acceptance and rejection of Proposals

13.1 Company to act at its discretion

The Company reserves the unconditional right, at its sole discretion, to:

- (a) reject any or all Proposals or to waive irregularities in Proposals;
- (b) accept all or any part of a particular Proposal (including, for example, accepting different Proposals in relation to different aspects of the Service);
- (c) accept any particular Proposal submitted by any Contractor even though the pricing or some other aspect specified in that Proposal may not be as favourable as some other Proposal;
- (d) review, evaluate and dispose of any Proposal as it sees fit; and
- (e) suspend or discontinue, temporarily or permanently, the Request for Proposal process at any time and for any reason,

without being under any obligation to give reasons for undertaking any of the actions specified in paragraphs (a) – (e).

13.2 Discussion of Proposals

- (a) Contractors or their representatives may be requested to discuss the details of their Proposal during the evaluation process, and if so requested must cooperate promptly with the Company.
- (b) The Company reserves the right to discuss specific terms with Contractors prior to the finalisation of a contract (if any).
- (c) The Company reserves the right to:
 - (i) run parallel negotiations with multiple Contractors following the Proposal Closing Date with a view to finalising a contract with one or more of them; or
 - (ii) deal exclusively with a Contractor following the Proposal Closing Date with a view to finalising a contract with that Contractor.

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13.3 Acceptance of Proposal

A Proposal will not be deemed to have been accepted by the Company, unless and until either:

- (a) a non-conditional Notice of Award has been delivered or sent to the Contractor at the address appearing in the Contractor's Proposal (or such other address as is subsequently notified by the Contractor in writing to the Company); or
- (b) the parties have both executed a written contract,

Whichever is the earlier.

14. Non-complying Proposal

Any Proposal which does not comply with this Part 1 - Proposal Information and Conditions and/or does not provide all of the information requested in Part 2 – Form of Proposal may be rejected at the option of the Company.

15. Additional Contractor information

The Company may request additional information, data, discussions or presentations in support of a Proposal, which the Contractor must provide at its own cost and expense. Additionally, the Company may conduct a survey of any Contractor under consideration to confirm or clarify any information provided (including pricing and costs) or to collect more evidence of managerial, financial and technical abilities, including meetings and visits to current customers served by the Contractor.

16. Joint proposals

Two or more persons, firms or corporations may lodge a joint Proposal in which event they and their respective heirs, executors, administrators, successors and permitted assigns will be jointly and severally bound by the Proposal and, if the Proposal is accepted, jointly and severally bound by any contractual arrangements entered into in respect of the service.

17. Reasonable prices and rates

Prices provided by Contractors and transparency in the underlying costs are considered to be critical to the Company and its assessment of Proposals. Proposals which in the opinion of the Company are manifestly excessive may be rejected without further consideration.

18. Transparency

The Company desires to achieve clarity on the costs of all aspects of the service. The details requested in the Request for Proposal are intended to deliver the required level of transparency. Any gaps in Contractor responses will be interpreted as an unwillingness to

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participate with the Company in the desired relationship and will seriously disadvantage the Contractor.

19. Currency of Proposals

Any Proposal rates and prices included in the Proposal schedules are to be expressed in South African Rands unless otherwise specified.

20. Costs

The Company is not and will not be responsible for any costs (whether direct or indirect) incurred by a Contractor in preparing or submitting a Proposal or otherwise responding to the Request for Proposal or in any subsequent discussions or negotiations.

21. Site Inspection

NON-COMPULSORY SITE MEETING will take place on **Wednesday 16 November 2016** at 11H00 at the Procurement Large Conference Room. Bidders must provide their own transport. Interested bidders to provide the following information by **Monday 14 November 2016**:

- **Full Names of the attendees**
- **ID Numbers**
- **Car Registration Number**
- **Business Physical Address**

BIDDERS TO ARRIVE 1 HOUR EARLIER AT THE GATE TO AVOID ANY DELAYS.

22. Commercial Evaluation

The contractor/s must submit the following documents with the RFP document:

- Original Valid Tax Clearance Certificate [Consortia / Joint Ventures / Sub-contractors must submit a separate Tax Clearance Certificate for each party]
- Certified copy of valid VAT Registration Certificate
- Valid B-BBEE certificate or Letter from auditor, accounting officer or SANAS accredited Verification Agency
- Letter of Good Standing with the Compensation Commissioner
- Company Registration documents

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23. Definitions

In the Request for Proposal, unless a contrary intention appears, the following terms have the following meanings:

Company Representative means the individual identified in Section 4.3.

Contractor means the person, firm or company invited to submit a Proposal.

Contractor's Proposal Representative is defined in section 4.2(a).

Form of Proposal means Part 2 - Form of Proposal.

Goods means the goods, materials and/or equipment (if any) detailed in the Schedule (Scope of Work).

Information is defined in Section 5.1.

Notice of Award means written notification signed by an authorised representative of the Company to the Contractor that its Proposal has been accepted, subject to any modifications, amendments or conditions required by the Company.

Notice to Contractors is defined in Section 8.1.

Proposal means a completed Form of Proposal submitted by a Contractor.

Proposal Closing Date is defined in Section 7.1.

Proposal Opening Date is defined in Section 7.1.

Proposal Period is defined in Section 7.1.

Request for Proposal consists of the following documents:

Part 1 - Proposal Information and Conditions; and

Part 2 – Form of Proposal,

and all Schedules or Annexures included with those documents.

Services means the services (if any) detailed in the Schedule (Scope of Work).

Site is defined in Section 1.

Supply means the Goods, Services and / or Works the subject of the Request for Proposal that the Company wishes to obtain from a Contractor or Contractors.

Works means the construction, engineering, installation and/or other physical works (if any) detailed in the Schedule (Scope of Work).

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Annexure 1 Request for Proposal - Intention to Respond/Not Respond Form

EMAIL COVER PAGE

INTENTION TO RESPOND FORM – Request for Proposal – (*Request for Proposal*)

By 14 November 2016

To: *Lubabalo Ndotshayisa*

Palabora Copper (Pty) Ltd

E-mail: *lubabalo.ndotshayisa@palabora.co.za*

From: Supplier name: _____

Supplier's Proposal Representative: _____

Postal Address: _____

Telephone: _____

Fax: _____

Email: _____

We acknowledge receipt of the Request for Proposal and: (Tick appropriate Box)

(a) intend to respond to the Request for Proposal by 12.00 pm GMT on 25 November 2016 or

(b) we will not be responding to the Request for Proposal, and will return any hard copies of the Request for Proposal by express mail received to the Company Representative and/or will destroy all hard copy and electronic copies obtained electronically from the Company.

Please provide a reason for not responding below:

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Supplier Name

Signature of Supplier's Proposal Representative

Date

[Note: where joint Proposal to be submitted, insert details and signature of each Supplier's representative]

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Annexure 2 Request for Proposal - Questions Form

QUESTIONS FORM – Request for Proposal: Maintenance and Repair of Air-Conditioning and Refrigeration Equipment for Palabora Copper Mine Wide

EMAIL COVER PAGE

Closing Date: 25 November 2016

To: *Lubabalo Ndotshayisa*

Palabora Copper (Pty) Ltd

E-mail: *lubabalo.ndotshayisa@palabora.co.za*

From: Supplier name: _____

Supplier's Proposal Representative: _____

Telephone: _____

Fax: _____

Email: _____

Reference to Section _____ of the Request for Proposal

Question:

Total Number of Pages (including cover): _____

[Note: where joint Proposal to be submitted, insert details and signature of each Supplier's representative]

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Annexure 4 - Register of Contractor Concerns

Name of Contract: Maintenance And Repair Of Air-Conditioning And Refrigeration Equipment For Palabora Copper Mine Wide

Supplier:
Current as at:

Relevant Clause (General Condition/Special Conditions) <i>(Insert clause ref. or whole clause)</i>	Contractor Concerns	Palabora Copper's Response