

Direzione Strategie e Sostenibilità

MDI-ITF 001/24

PUBLIC NOTICE FOR IDENTIFICATION OF POTENTIAL SUBJECTS INTERESTED IN PARTICIPATING IN A POSSIBLE COMPETITIVE PROCEDURE FOR THE SELECTION OF A PRIVATE PARTNER FOR THE ESTABLISHMENT OF A JOINT-STOCK COMPANY DEDICATED TO THE STRUCTURAL MONITORING OF INFRASTRUCTURES.

Whereas:

-Italferr S.p.A., a single shareholder company to the management and coordination of Rete Ferroviaria Italiana S.p.A. pursuant to art. 2497-septies of the Italian Civil Code, Gruppo Ferrovie dello Stato Italiane with registered office in Rome, Via V.G. Galati, 71, tax code no. 06770620588, VAT no. 01612901007, is the company of the Ferrovie dello Stato Italiane Group specialized in the provision of engineering services relating to railways - and to transport in general - and provides, in various capacities, to Rete Ferroviaria Italiana S.p.A. and other companies within the FS Group (including Ferrovie del Sud Est and ANAS), engineering services for the construction and modernization of new sections of railway networks and for the upgrading of urban railway hubs;

-Rete Ferroviaria Italiana S.p.A., which manages the national railway infrastructure by virtue of the Concession Deed issued by the Ministry of Infrastructure and Transport by Ministerial Decree no. 138\T of 31/10/2000, needs to implement a structural monitoring system on approximately 900 existing structures (bridges and viaducts) to collect and process data from sensors installed on such structures and centralise them using connected and interoperable platforms with specially developed digital twins, in order to have the information needed to carry out predictive maintenance on such structures;

-Italferr S.p.A. has the necessary know-how and skills for the post-processing of survey data of the structures, the structural analysis, the design of monitoring systems in digital mode, and the realisation of the Digital Twin of the structures, while it does not have the know-how necessary to implement and develop Algorithms even with Machine Learning techniques, AI (Artificial Intelligence) and related integrated platforms to support them;

Via V. G. Galati, 71 – 00155 Roma

Italferr S.p.A. Società con socio unico soggetta alla direzione e coordinamento di Rete Ferroviaria Italiana S.p.A. - Società per Azioni ex art. 2497 septies c.c. Gruppo Ferrovie dello Stato Italiane S.p.A.

Sede legale: Via V. G. Galati, 71 – 00155 Roma Capitale Sociale Euro 14.186.000,00 Iscritta al Registro delle Imprese di Roma Cod. Fisc. 06770620588 – P. Iva 01612901007 – R.E.A. 541241





- in order to satisfy the requirements of Rete Ferroviaria Italiana S.p.A., Italferr S.p.A., in agreement with Rete Ferroviaria Italiana S.p.A., intends to initiate a preliminary consultation procedure aimed at consulting potential subjects - endowed with the aforementioned skills - who are interested in participating in a possible future competitive procedure for the selection of a private partner with which to set up a new joint-stock company controlled by Italferr S.p.A. and dedicated to structural monitoring activities of the infrastructure (hereinafter referred to as the "OPERATION"); this NOTICE aims to inform the public about:

A) information about the OPERATION, as well as on the object and potential business of the to-be-established;

B) the technical requirements and skills that will be required for participation in the possible future competitive tender procedure for the selection of the private partner with whom to implement the OPERATION (or eventually evaluated for the selection of the partner);

C) the methods for participating in this preliminary consultation procedure.

A) INFORMATION ABOUT THE OPERATION, THE OBJECT AND POTENTIAL BUSINESS OF THE COMPANY TO BE ESTABLISHED.

A.1) The OPERATION upon the outcome of the competitive procedure for the selection of the private partner, by means of the transfer (i) by the latter of all the patents, inventions, industrial property rights, algorithms, platforms and software, systems, and related rights and properties deemed of interest by Italferr - without prejudice to the possibility for the private partner to reserve the licence to use the same for the performance of activities not included in the object of the company to be incorporated - as well as of all the resources instrumental to the performance, by the company to be incorporated, of the activities referred to in the foregoing; the valuation of the assets to be contributed by the private partner shall be carried out by an expert chosen by said partner from a shortlist of three names proposed by Italferr S.p.A; (ii) by Italferr S.p.A, of the sum of money that, taking into account the outcome of the aforesaid appraisal, ensures it a stake in the share capital equal to at least 60%. The possibility for the private shareholder to contribute a sum of money into the share capital, in addition to the assets under point (i), is not ruled out, nor is the possibility excluded for Italferr S.p.A. to also contribute assets useful for the operation and start-up of the company to be established.

In any case, the definition of the shares and the shareholders' agreements shall provide for Italferr S.p.A.'s management and operating control of the company.



- A.2) The object of the company to be established will be the provision of structural monitoring of the infrastructure mainly, but not exclusively, belonging to (or managed by) companies of the Italian State Railways Group.
- A.3) The company to be established will adopt an operating model aimed at guaranteeing end-to-end service, covering all the necessary activities and services, and in particular: surveying and digitization of the structures, design of the monitoring system, set-up of the structures and post-installation services, data processing and diagnostics, management of the enabling IT systems and infrastructure monitoring service

The above-mentioned scope of action of approximately 900 structures is equivalent to approximately 7,000 spans of different types: reinforced concrete/ prestressed concrete decks, steel or mixed decks, masonry or concrete/concrete arches.

The company to be established is also expected to be able to provide the same services outside the assignments of Rete Ferroviaria Italiana, both in Italy and abroad.

- B) TECHNICAL REQUIREMENTS AND SKILLS THAT WILL BE REQUIRED FOR PARTICIPATION IN THE POSSIBILE COMPETITIVE PROCEDURE FOR THE SELECTION OF THE PRIVATE PARTNER WITH WHOM TO IMPLEMENT THE OPERATION (OR POSSIBLY ASSESSED FOR THE PURPOSE OF THE SELECTION OF THE PARTNER)
 - B.1) Proven experience in railway and road infrastructure works (including, necessarily, bridges and viaducts):
 - in the design, implementation and management of SHMS (Structural Health Monitoring Systems), preferably through the use of methods and tools for construction-related digital information management;
 - in the field of implementation and development of structural analysis algorithms for monitoring structures;
 - -in the execution of structural analyses, FE modelling, load tests, model updating, data analysis with a view to Predictive Maintenance, definition of threshold values (e.g. alerts, warnings and alarms) for monitoring the structures;
 - in the field of data processing and continuous structural diagnostics also using AI techniques and Machine Learning applications, including communication management & alerting for monitoring the structures;



- in the implementation, configuration, and management of platforms for structural monitoring of the structures, including dashboards for analyzing the results of the data processing algorithms.
- in the field, for the support of the technological equipping of the structures, commissioning and testing of the structural monitoring systems of the structures;
- in the adoption of innovative technologies and measurement subsystems (sensors, apparatus, equipment layouts, etc.) for the structural monitoring of the structures;
- in the inspections, surveys and field investigations (e.g., material surveys, cracking pattern surveys and graphic rendering) relating to the state of conservation of the structures;
- in the adoption of sector-specific standards, including, by way of example, the UNI/TR 11634 standard;
- in the market analysis of sensors and equipment for structural monitoring of structures.
- B.2) Availability of a software platform for the management of structural monitoring systems of infrastructure (including, necessarily, bridges and viaducts), equipped with an API system (Application Program Interface) that allows interface with external tools and platforms;
- B.3) Availability of a team of specialists dedicated to the structural monitoring of infrastructure (including, necessarily, bridges and viaducts);
- **B.4)** Availability of algorithms (structural analysis for the monitoring of bridges and viaducts).

C) DEADLINE FOR SUBMISSION OF EXPRESSIONS OF INTEREST

The deadline for submitting expressions of interest is set for May 20, 2024 at 1:00 PM. Expressions of interest received after the aforementioned deadline will not be considered for consultation.

D) PARTICIPATION MODES

D.1 Telematic Platform



This consultation is entirely carried out through the telematic platform accessible at the address <u>www.acquistionlineitalferr.it</u> (hereinafter "Procurement Portal" or "Portal").

The use of the Portal implies the tacit and unconditional acceptance of all terms, conditions of use, and warnings, as well as of what is made known to users through communications on the Portal. The use of the Portal is carried out in accordance with the principles of self-responsibility and professional diligence, foreseen by Article 1176, paragraph 2, of the Italian Civil Code. Italferr does not assume any responsibility for loss of documents and data, damage to files and documents, delays in entering data, documents and/or in submitting the application, malfunction, damages, prejudices resulting from the economic operator, from:

- malfunctions of the equipment and systems of connection and programs used by the individual economic operator for the connection to the Portal;

- use of the Portal by the economic operator not in compliance with this Notice and with what is provided in the document "*Regulation for access to the Procurement Portal* (*Regolamento per l'accesso al Portale Acquisti*) and in the additional documents published on the Portal.

The activities and operations carried out within the Portal are recorded and attributed to the economic operator and are considered carried out at the time and day resulting from the system recordings.

The operating system of the Portal is synchronized to the Italian time referred to the UTC time scale (IEN). The use and operation of the Portal take place in accordance with what is stated in the above-mentioned documents which are an integral part of this Notice.

The purchase, installation, and configuration of hardware, software, digital signature certificates, PEC box or any electronic certified delivery service address, as well as connections for access to the Internet, remain the sole responsibility of the economic operator.

D.2 Computer equipment required to participate in the procedure.

Participation in the current consultation carried out in telematic mode is open, upon identification, to all interested operators who possess the computer equipment indicated in the document on the Portal, named "*Minimum HW and SW requirements*" (*Requisiti minimi HW e SW*), as well as a Certified Email (PEC) address or similar tool for operators based outside Italy.



The Applicant has the responsibility to promptly update any changes to their Certified Email address in their personal folder on the website <u>www.acquistionlineitalferr.it.</u> Any changes to the PEC address or temporary issues in using such forms of communication must be promptly reported to Italferr. Otherwise, the company declines any responsibility for the late or non-delivery of communications.

The legal representative is required to possess a valid digital signature certificate, generated through a secure signature device, as per Article 38, paragraph 2 of DPR n. 445/2000 and Article 65 of Italian Legislative Decree n. 82/2005.

Digital signature certificates issued by the following entities are accepted:

a) an entity included in the public list of certifiers maintained by the Agency for Digital Italy as provided in Article 29 of Italian Legislative Decree 82/2005;

b) a certifier operating under a license or authorization issued by a European Union Member State in accordance with Regulation (EU) No 910/2014¹.

Furthermore, in accordance with Article 24 paragraph 4-ter of Italian Legislative Decree 82/2005, digital signature certificates issued by a certifier established in a non-EU country are accepted, when one of the following conditions apply:

- a. the certifier meets the requirements stipulated in Regulation (EU) No 910/2014 and is qualified in a Member State;
- b. the qualified certificate is guaranteed by a certifier established in the European Union, meeting the requirements of the same Regulation;
- c. the qualified certificate, or the certifier, is recognized under a bilateral or multilateral agreement between the European Union and third countries or international organizations.

The Competitor will be responsible to indicate which of the above scenarios applies to the authority that issued the signature, attaching supporting documentation, and also indicating the tool through which verification can be carried out (software, link, etc.).

¹ The verification of the digital signature validity can be done directly on the website of the Agency for Digital Italy (<u>http://www.agid.gov.it</u>) by downloading one of the software listed in the Electronic Signature Verification Software section (in particular the DSS – Digital Signature Service also available in WebApp mode) <u>http://www.agid.gov.it/agenda-digitale/infrastrutture-architetture/firme-elettroniche/software-verifica</u>



CADES and PADES, are the only formats accepted for digital signatures, compliant with the eIDAS Regulation standard. For each digitally signed document, the digital signature certificate must be valid as of the date the document is uploaded to the Italferr Procurement Portal.

An expired or revoked digitally signed document is valid only if the document is associated with a timestamp that is enforceable by third parties (timestamp issued by a certifier listed in the public list of certifiers) applied during the validity period of the signature certificate.

It is noted that the Portal automatically verifies the digital signature for files up to 10 MB in size; for files larger than that, the system generates an "ALERT" of failed verification.

The regularity and validity of the digital signature affixed to the documents produced by the competitors will be directly verified by Italferr.

It is specified that individual files up to a maximum size of 50 MB can be uploaded to the Portal. Any files larger in size, for the purpose of uploading to the Portal, may still be contained within compressed folders (.zip) up to a maximum size of 300 MB.

It is not allowed to digitally sign a compressed folder (.zip) containing one or more documents without a digital signature (if required), but it is possible to attach a compressed folder containing digitally signed documents.

It is not allowed to digitally sign a compressed folder (.zip) containing one or more unsigned documents (where requested), but it is possible to attach a compressed folder containing digitally signed documents.

D.3 Registration and access modes to the Portal

To participate in this consultation, the Participant must first be registered and enabled on the "*Italferr Procurement Portal*." If the Participant is not yet registered and enabled, they must proceed as follows:

- 1. Go to the website <u>http://www.acquistionline.italferr.it;</u>
- 2. Download the file **"Adhesion Form to the Italferr Procurement Portal"** (Modulo di adesione al Portale Acquisti Italferr) fill out the form, and digitally sign it;



3. Complete the registration by clicking on "New Supplier Registration" (*Nuova Registrazione Fornitore*) and attach the form digitally signed by the Legal Representative, along with a scan of a valid identification document of the Legal Representative.

On the "Italferr Procurement Portal," you can download all the information necessary for registration and enabling by clicking on "Instructions".

Registration and enabling on the "Italferr Procurement Portal" are free of charge. To register, you must have a Certified Email Address (PEC). For Economic Operators with headquarters in another country than Italy, the email address may not be certified.

After a positive evaluation of the digitally signed **"Adhesion Form to the Italferr Procurement Portal"** (Modulo di adesione al Portale Acquisti Italferr), the system will send a confirmation email of the successful enabling on the "Italferr Procurement Portal".

Participants are encouraged to register on the Portal well in advance of the deadline for expression of interest, in order to avoid any issues with the transmission of the response after the deadline.

D.4 Transmission of documentation

Upon completion of the registration process, economic operators who wish to participate in the consultation must:

1) Access the Portal (after activating a specific user ID and password), in the "Requests for Quotation" (*Fasi di offerta*) section, and then click on "Open to all Suppliers" (*Eventi ad Evidenza Pubblica*);

2) Access the online consultation;

3) Select the "Intention to Respond" (Intenzione di rispondere) button;

4) Download the documentation related to the consultation (in the "Attachments" section - Allegati);

5) [Only on the first access] click on "My Response" (*Mia Risposta*) on the left side of the webpage;

6) [Only on the first access] click on the "Respond" (*Rispondi*) link (located in the center of the screen) to start the response process and follow the instructions below.

To submit their documentation, the Participant must, within the "Response" (*Risposta*) area, attach the **Expression of Interest Form**, signed with a digital signature and, after completing the operations, click on "Save and Exit" (*Salva ed Esci*) to save the inputted information and return to their summary page.



Once these activities have been completed, the Participant must, in order to transmit their documentation:

- Click on "Submit Response" (Trasmetti risposta);
- Click on "OK" to confirm the submission transmission.

The Participant will be able to see in their personal folder, under the column "Response Status" (*Stato della risposta*), the successful transmission of their response to the event (Response Status: "Transmitted" - *Trasmessa*). Furthermore, an email will be sent to the Participant at the address provided during the portal registration, confirming the successful transmission of their response to the event.

The Participant can modify the data previously transmitted up to the deadline for participation. In this case, the Participant must go through the transmission process again, following the methods outlined above.

The operations of inserting the required documentation on the Portal, as well as transmission and confirmation, remain at the sole risk of the Participant.

Therefore, competitors are invited to start such activities well in advance of the deadline in order to avoid the incomplete and thus missed transmission of the response after such deadline has passed.

By transmitting electronically response, the competitor accepts all documentation, attachments, and clarifications included. It is also reminded that all documentation must be drafted in Italian or in the language of the Member State where the participating entity is based, in which case with an attached translation in Italian certified as "conforming to the foreign text" by the competent diplomatic or consular representation or by an official translator. The contributions presented must be digitally signed by the legal representative of the company. In case of signature by a representative with powers, different from the legal representative, the power of attorney or documentation attesting under the law the conferment of representation powers must be produced.

D.5 Clarity, corrections and additions



Any information and clarifications may be requested to Italferr within and no later than 10 days before the deadline of this preliminary market consultation exclusively through the "Messaging online" (*Messaggistica on line*) tool available within the dedicated section of the Portal, after registering on the Portal itself. Requests for clarifications received verbally, by phone or submitted in ways other than those indicated above or after the deadline will not be considered. Requests for clarifications and their responses are provided exclusively in Italian. Responses to timely requests for clarifications are provided electronically at least 5 days before the deadline for submitting contributions, by publishing the requests anonymously and their related responses in the dedicated section of the Portal visible to registered economic operators. We invite Competitors to constantly review this section of the Portal.

E. WARNING

This notice is an invitation to express interest and does not constitute a public offer or solicitation of public savings.

Italferr S.p.A. does not provide any guarantee on the accuracy and completeness of the data and information contained in this notice and declines any responsibility in this regard.

The person in charge of this preliminary consultation procedure is Ing. Fabio Pigliacampo.

The processing of data of the subjects participating in this procedure of advance consultation will be carried out by Italferr S.p.A. in compliance with the General Data Protection Regulation EU 2016/679 and according to what is indicated in the "*Information Management Procurement Portal - Qualification Systems - Contractual Procedures*" published in the "*Protection of personal data*" section of the institutional website https://www.italferr.it/.

Attachments: Expression of Interest Form

Ing. Fabio Pigliacampo