

TERMS OF USE

FOR ACCESS TO THE PROCUREMENT PORTAL OF CAP HOLDING S.p.A.

Summary

Premessa.....	4
Parte Generale.....	4
Articolo 1.....	4
Definizioni	4
Articolo 2.....	6
Accesso al Portale	6
Articolo 3.....	7
Tutela dei dati personali.....	7
Articolo 4.....	7
Modifica delle presenti Condizioni d’uso	7
Articolo 5.....	8
Revoca dell’abilitazione.....	8
Articolo 6.....	8
Diritti di proprietà industriale e intellettuale.....	8
Titolo II.....	8
Gare On-Line.....	8
Articolo 7.....	8
Modalità di partecipazione alla gara on-line.....	8
Articolo 8.....	9
Modalità di svolgimento della gara on-line.....	9
Articolo 9.....	9
Termini e modalità di presentazione della domanda di partecipazione e dell’offerta	9
Articolo 10.....	9
Aste on-line – negoziazioni dinamiche telematiche.....	9
Articolo 11.....	9
Contenuto ed efficacia delle registrazioni	9
Articolo 12.....	10
Comunicazioni relative agli eventi ed ai provvedimenti	10
Articolo 13.....	10

Sospensione della gara e successiva ripresa anche in modalità diversa	10
Articolo 14	10
Responsabilità	10
Articolo 15	11
Accesso agli atti	11
Articolo 16	11
Responsabile del procedimento per le gare on-line	11
Titolo III	11
Albo fornitori	11
Articolo 17	11
Costruzione e gestione della Sezione “Albo Fornitori”	11
Articolo 18	12
Database Fornitori	12

Introduction

This document regulates the procedures of access by Economic Operators to the Procurement Portal of CAP Holding S.p.A.

"Registration" on the Portal is a necessary condition for the Economic Operators concerned for participating in online tenders and registering on the supplier register.

By accepting the "*Terms of Use for Access to the Procurement Portal of CAP Holding S.p.A.*" in the Terms of Use and Privacy section S.p.A." (see article 2), the Economic Operator accepts unconditionally everything in these terms of use.

In the event that CAP Holding S.p.A. decides to issue a tender telematically, it shall ensure as follows:

- in the case of open, restricted and negotiated procedure with prior publication of the call for tenders, it shall publish the tender notice on the Procurement Portal;
- in the case of procedure negotiated without prior publication of the call for tenders, it shall invite the selected Economic Operators, via communication sent to the certified email address (PEC) indicated by them during "registration".

"Registration" on the Procurement Portal, participation in online tenders issued by Gruppo CAP, by companies subscribed to the Water Alliance and by companies that have a contract of service and of mandate remitted to CAP Holding S.p.A. as Contracting Authority, as well as registration on the supplier register, are free of charge.

The sections of the portal mentioned in this document but not accessible online are understood to be under maintenance.

This introduction is an integral and substantial part of this document.

General Section

Article 1

Definitions

Within these "*Terms of Use*", each of the terms below is understood to mean as follows:

Account: the set of personal identification codes consisting of *User IDs* and *Passwords* that allow the Economic Operator to access the System;

Product Tree: classification in which Supplies, Works and Services of interest of Gruppo CAP are arranged and broken down into activities, forming Homogeneous Groups (by technological nature, type of activity, ...), according to what is detailed in the Gruppo CAP Regulations available at www.gruppocap.it ;

PEC: Certified email, in accordance with article 1, paragraph 1, letter v-bis of Leg. Decree no. 68 of 7 March 2005, a communication system that certifies the sending and delivery of an email and to provide receipts enforceable against third parties;

Certified electronic mailbox of the Economic Operator: the certified e-mail address indicated by the Economic Operator when registering with the System and to be used for communication concerning the activity carried out in this System; in this so-called certified electronic mailbox, the Economic Operator, at the time of registration, elects domicile for receiving such communications in accordance with article 76 of Leg. Decree 50/16;

Certified electronic mailbox of the CAP Group Procurement Portal: the certified electronic mailbox through which all communications inherent to the activity carried out in the System are managed;

Supplier Register: The register is divided into the product categories indicated in the annexes of the "Supplier Register" regulation and its annexes published on the website www.gruppocap.it.

Supplier Database : database that stores the information acquired by CAP Holding S.p.A. through the compilation of the registration form by the Economic Operators concerned.

Digital Signature: a particular type of qualified electronic signature based on a system of cryptographic keys, one public and one private, as defined pursuant to Leg. Decree no. 82 of 7 March 2005 (Digital Administration Code);

Online tenders: any "*event*" that take place telematically on the Portal (e.g. open, restricted, negotiated tender procedure, market surveys, requests for offers, etc.);

System Manager: the company Bravosolution, as the entity responsible for the technical management of the computer applications required to operate the electronic procedures managed by the System engaged by CAP Holding S.p.A.;

Economic Operator: the entrepreneur, the supplier or the service provider who, following the registration request sent to Gruppo CAP via the Portal, is enabled to operate within the System;

Portal: the Procurement Portal of CAP Holding S.p.A., i.e. the virtual telematic environment, supplied and managed by a third party (BravoSolution S.p.A.), through which both online tenders and registration in the "Registration" section are performed and managed;

Registration: the result of the procedure that enables the Economic Operators concerned to access the System and participate in online tenders;

System Registrations: the records of electronic archives containing the acts, data, documents and information relating to the storage and management of online tenders and the information given in the "Registration" Section;

System: the IT system that allows the storage and management of all data recorded on the portal and the relative database

Customer Profile: the website (acquisti.gruppocap.it) through which the Economic Operator accesses the System;

Cap Holding: CAP Holding S.p.A. - In-house providing company with registered and administrative office in Assago (MI), Via del Mulino, 2 Ed. U10;

Gruppo CAP: name that identifies both the company CAP Holding S.p.A. and Amiacque S.r.l., a single member company managed and coordinated by CAP Holding S.p.A. pursuant to article 2250 of the Civil Code;

Water Alliance: Business network called "Water Alliance - Acque di Lombardia", consisting of Gruppo CAP, BrianzAcque, Uniacque, Padania Acque, Lario Reti Holding, SAL, Pavia Acque and Secam;

Companies that have a service contract: companies which have a contract of service and of mandate with representation pursuant to article 1704 and 1388 ff of the Civil Code and with paragraphs 10 and 11 of article 37 of Leg. Decree 50/2016 and remitted to CAP Holding S.p.A. as the Contracting Authority;

User(s) of the System: any entity that operates within the System, including the System Operator and the Economic Operators, as well as any other entities to whom CAP Holding grants access.

Article 2

Access to the Portal

Economic Operators access the Portal upon successful registration.

The registration procedure must include confirmation of having read and understood the privacy statement, entering the compulsory information required, acceptance of the general terms of use of the system and selecting a preference for marketing and profiling purposes.

Following registration on the Portal, Economic Operators are given a key (*User ID* and *Password*) to access the System.

The *User ID* and *Password* allow each Economic Operator to be identified by Gruppo CAP.

In order to complete registration, the Economic Operator must be able to provide a certified email address (PEC).

Telematic communications will be sent from the Portal to the certified email address (PEC) provided by the Economic Operator at the time of registration.

The Economic Operator is responsible for checking the certified electronic mailbox indicated at the time of registration, as well as updating promptly any changes to this address in the System.

Please note that the only digital signature formats accepted will be CADES and PADES.

Access to the Portal is also subject to the Economic Operator having the IT equipment clearly stated on the homepage of the same Portal, in the document "*Minimum System Requirements*".

Article 3

Personal data protection

With regards to the methods and terms for processing the personal data of the Economic Operator, CAP Holding S.p.A. states that such processing will be undertaken in accordance with Regulation (EU) 2016/679 "General Data Protection Regulation" and refers to the information document under articles 13 and 14 of the GDPR, published on the homepage of the portal.

Article 4

Modification of these Terms of Use

Access to the Portal, participation in online tenders and registration of the Economic Operator require the precise and unconditional acceptance of these Terms of Use and any subsequent amendments and additions.

CAP Holding S.p.A. reserves the right, at its sole discretion, to change the Terms of Use at any time. In this case, the new version of the same Terms of Use will be published on the Portal and, at the same time, a message will be sent to the email address indicated by the Economic Operator at the time of registration on the Portal.

Changes to the Terms of Use shall become fully effective once they have been published on the Portal.

Article 5

Revocation of authorisation

CAP Holding S.p.A. reserves the right to withdraw, at any time, the authorisation of users who have been responsible for the improper and/or fraudulent use of the Portal, without prejudice to the right to claim compensation for any damages suffered.

Article 6

Industrial and intellectual property rights

The contents and information offered to the Economic Operator via the Portal are owned by CAP Holding S.p.A.. This content and information, as well as the platform owned by BravoSolution S.p.A., licensed to CAP Holding S.p.A., are protected by copyright or other intellectual property rights (including database rights).

The Economic Operator undertakes not to download, reproduce, transmit, sell or distribute, in whole or in part, for whatever purpose, the content and information available or received via the Portal, without the express written authorisation of CAP Holding S.p.A. and for purposes other than accessing and using the Portal.

The Economic Operator accepts that the registration data, as well as the data and information subsequently provided, is entered into a database owned exclusively by CAP Holding S.p.A., whose technical management relating to data processing is guaranteed by BravoSolution.

Title II

Online Tenders

Article 7

Participation procedure for online tenders

Without prejudice to the forms of advertising required by the legislation in force, CAP Holding SpA will publicise

its intention to issue an online tender in one of the following ways:

- publication of a tender notice on the Portal, where applicable;
- notification via PEC to the Economic Operators selected in the case of a specific tender procedure;
- notification via PEC to the Economic Operators registered in the Suppliers database for one or more Product Groups.

In the reserved area of the Portal dedicated to each tender folder, the Economic Operator will find the documentation relating to the negotiation procedure bearing the deadline for submitting the application and/or the offer.

The application and/or the offer must be submitted electronically and signed with a digital signature by a legal representative.

Article 8

Online tender procedure

Participation in an online tender requires the Economic Operator's acceptance of the terms of participation.

The offer submission methods will be outlined in detail by the contracting authority in the tender documentation.

Each offer, under penalty of inadmissibility, must be signed by the participant's Legal Representative, or its agent, by digital signature and shall be identifiable by the Username and Password assigned to the participant by the System.

Article 9

Terms and procedure for submitting applications and offers

Applications and offers must be submitted via the System - within the area dedicated to tenders - within the final deadline indicated in the tender documents, under penalty of impossibility of entering them in the portal beyond this deadline and their consequent rejection.

The official, valid time for submitting the application and/or the offer is indicated in the Portal.

Article 10

Online auctions - telematic dynamic negotiation

Gruppo CAP reserves the right, within each type of tender, to use online auctions or telematic dynamic negotiation according to the procedures indicated in the tender documents and in compliance with relevant legislation in force.

Article 11

Content and effectiveness of registrations

The registrations on the technological platform constitute full and exclusive proof, with regards to the content and time of all telematic communication.

Article 12

Communications relating to events and measures

The actions and communications of Gruppo CAP and the System Operator with regard to the Economic Operators at each stage of the event (including but not limited to the preliminary stages of activation, followed by the negotiation process, as well as awarding the contract and any suspensions, interruptions and re-openings/cancellations), are performed according to the following operating method.

The Economic Operator:

- must send the application and/or offer according to the method indicated in the tender documentation;
- must make its own communications using the Portal's "Messages" tool.

For IT security reasons, all documents - including the measures adopted by the Contracting Authority - are "physically" present within the Portal and information on their uploading and exact location is sent to the Economic Operator via an email forwarded to the domicile it elected.

The measures concerning a particular Economic Operator (e.g. exclusions, awarding of contracts, etc.) are found in the Portal, within the specific section with access reserved for the Economic Operator and the Contracting Authority.

Article 13

Suspension of the tender and subsequent resumption even with a different procedure

If the Contracting Authority decides to suspend the online tender, the Economic Operator will be notified via the Portal and also, in the case of a negotiated procedure without prior publication of the call for tenders, via PEC; subsequently, the new offer submission deadline will be communicated via the Portal and, in the case of a negotiated procedure without prior publication of the call for tenders, also via PEC.

The In the event of Portal malfunction or at its sole discretion, the Contracting Authority reserves the right to continue the tender using the traditional procedure (paper), notifying the participants at the elected domicile without them having any right to claim compensation.

Article 14

Liability

CAP Holding S.p.A. shall in no way be held liable for failure to participate in the tender by Economic Operators due to the impossibility of completing the participation process because of any form of Portal malfunction.

Participation in the tender through the use of the *User ID* and *Password* involves the completion of significant legal acts automatically attributed to the owner company, which is, therefore, obliged not to disclose them to third parties and to take all necessary measures to ensure their confidentiality.

CAP Holding S.p.A. is, therefore, relieved of any liability connected to the improper use of the instrument, the *User ID* and the *Password* , even by third parties.

The participant undertakes, as of now, to compensate CAP Holding S.p.A. for any damages resulting from such improper use.

If the *User ID* or *Password* is lost or stolen, the Economic Operator shall be obliged to notify promptly the System Operator and, for information, CAP Holding S.p.A..

Article 15

Access to records

All records and documents other than those already made available through the Portal, in the area dedicated to the individual tender procedure, can be accessed pursuant to art. 52 of Leg. Decree 50/2016, by searching the Portal files containing electronic copies of the records of the same procedure .

Article 16

Manager of online tender procedures

The Administration Manager indicated in the tender documents will ensure the functioning of the online tenders on behalf of the Tender Manager.

Title III

Supplier Register:

Article 17

Construction and management of the "Supplier Register" Section

CAP Holding S.p.A. has established the "Supplier Register" Section within the Portal, which offers the Economic Operators concerned the opportunity to present their company by filling in a questionnaire through which they are asked to identify, within a Product Tree, the activity of interest of Gruppo CAP compatible with their own.

The structure of the aforementioned product tree is described in the regulations published on the website www.gruppocap.it.

CAP Holding S.p.A., on the basis of its own needs, reserves the right to modify, at any time, the composition of the Tree, assuming the responsibility of communicating promptly any changes to the Economic Operators registered in the Product Groups subject to modification.

Article 18

Suppliers Database

All the information conveyed through the "Supplier Register" Section is stored in the portal and in the company software program, which, therefore, contains the list of Economic Operators, service providers and works companies that declare they hold the general requirements and professional expertise, as well as other information provided by them during registration (new registration and/or data update).

The Suppliers Database is managed by the Legal, Tenders and Contracts Department of CAP Holding S.p.A..