

ANNEXURE D

1. Definitions and Interpretation

1.1. In this RFB, the following terms shall have the following meanings:

- | | |
|---|--|
| 2.1.1."Advisors"- | any advisors to the Bidders or any other participants in any Bid Response; |
| 2.1.2."Baseline System"- | a solar water heater system with a capacity ranging from 80 (eighty) litres to 150 (one hundred and fifty) litres, together with any and all associated components and equipment, and that complies with the minimum technical standards, specifications and requirements set out in the Supply Programme; |
| 2.1.3."B-BBEE"- | Broad-Based Black Economic Empowerment as defined in section 1 of the B-BBEE Act; |
| 2.1.4."B-BBEE Codes"- | the Department of Trade, Industry and Competition (the DTIC) Broad-Based Black Economic Empowerment Codes of Good Practice of 2013 issued in terms of section 9 of the B- BBEE Act; |
| 2.1.5."B-BBEE Scorecard"- | the B-BBEE generic scorecard as per the B-BBEE Codes; |
| 2.1.6."B-BBEE Verification Certificate"- | a B-BBEE certificate issued by a Verification Agency as measured against the B-BBEE Scorecard or Sector Specific Scorecard, as the case may be; |
| 2.1.7."Bidder"- | is a Company and the entity that submits a Bid Response and that will enter into the Installation Service Level Agreement, if awarded Preferred Bidder status; |
| 2.1.8."Bid Submission Date"- | the date identified as the bid submission date or closing date; |
| 2.1.9."Briefing Note"- | any document issued in writing by the Department and CEF that amends or supplements this RFB in any way. These briefing notes shall be consecutively numbered in the order in which they are issued; |

2.1. "Business Day"-	a day other than a Saturday, Sunday or official public holiday in the Republic of South Africa;
2.1. "Central Energy Fund"	CEF (SOC) LTD established in terms of the Central Energy Fund Act 38, 1977 (Act No 38 of 1977) and as amended and reports to the Department of Mineral Resources and Energy representing the State
2.1. "Company"-	a private or public (<i>whether or not listed</i>) company, incorporated in the Republic of South Africa in terms of the Companies Act;
2.1. "Compliant Bid"-	a Bid Response that satisfies the Compliance and Functionality Criteria, and "Compliant Bidder" shall have a corresponding meaning;
2.1. "Consumables "in this RFB"	any additional material(s) that may have to be procured by the preferred Bidder as would have approved or authorised by the Department or CEF prior to the procurement of such to enable the complete installation of the SWH Baseline System or Solar Geyser;
2.1. "Contributor Status Level"-	has the meaning ascribed to the definition of "B-BBEE Status Level of Contributor" in the PPPFA Regulations;
2.1. "Delivery"-	has the meaning given to it in the Installation Agreement;
2.1. "Department or DMRE "-	the Department of Mineral Resource and Energy of the Government of the Republic of South Africa or any successor department designated by the Government of the Republic of South Africa from time to time;
2.1. "Designated Installation Area" -	a residential area that is identified by the municipality and approved by the Department for purposes of undertaking or procuring the undertaking of the supply, installation and maintenance of Baseline

	Systems, in respect of the approved Participating Residential Dwellings;
2.1. “DEL”	the National Department of Employment and Labour;
2.1.2 “Effective Date”	the date of the last party signing this Agreement;
2.1.2 “EWSETA”	Energy and Water Sector Education Training Authority, as established in terms of the Skills Development Act, 1998 (Act No. 97 of 1998), as amended and reports to the Department of Labour representing the State;
2.1.2 “Eskom”-	Eskom SOC Limited, a state owned company, duly established in accordance with the laws of the Republic of South Africa;
2.1.2 “Evaluation Criteria”-	the evaluation criteria set out in Part III (Comparative and Competitive Evaluation Criteria) of this RFB;
2.1.2 “Financial Year”-	a period of 12 (twelve) months commencing on 1 April of a given calendar year and ending on 31 March of the following year;
2.1.2 “Framework Agreement”	Agreement entered into between the Department and participating municipalities for the purposes of the National Solar Water Heater Programme roll out in the Designated Installation Areas;
2.1.2 “Government”-	the Government of the Republic of South Africa, and any of its departments, agencies or other entities that it manages or controls;
2.1.2 “Information Session”-	is the compulsory briefing information session set for all the interested bidders to attend in order to qualify to submit a bid response to this RFB;
2.1.2 “Installation Service Level Agreement”-	the Installation Agreement to be entered into between a Company selected as a Preferred Bidder, as the Installation Contractor, and the Department pursuant to the Social Programme of the National Solar Water Heater Programme to carry out the Installation of Baseline Systems and or Solar Geysers in terms of a

	Installation Plan within the Designated Installation Area in the approved participating municipality;
2.1.2.“Installation Completion Certificate” -	the certificate issued by the Installation Project Manager upon completion of the Installation and successful commissioning of a Baseline System on a Participating Residential Dwelling by the Installation Contractor;
2.1.3.“Installation Assistants”-	Trainees identified by Municipalities with the support of the Department of Labour and trained under the SWH Programme through the EWSETA for the purposes of installation on participating Residential Dwellings in approved Municipalities;
2.1.4.“Installation Contractor or Service Provider”-	a Service Provider appointed by the Department pursuant to this procurement process that enters into an Installation Agreement to Install Baseline Systems in terms of a Installation Plan within a Designated Installation Area for purposes of the Social Programme of the National Water Heater Programme;
2.1.5.“Installation Plan”-	the plan that shall be developed by the Department and CEF setting out the Designated Installation Areas and the parameters within which the Installation Contractor or Service Provider should carry out its activities;
2.1.6.“Installation Phase”-	this procurement process of the Social Component to appoint Installation Contractors or Service Providers to undertake the Installation of SWH Baseline Systems and or Solar Geysers in terms of an Installation Plan in the Participating Residential Dwellings throughout one or more Designated Installation Areas by installers that will be appointed and managed by the Department of Mineral Resource and Energy and CEF;

	the consultant appointed [in terms of a separate procurement process conducted under the National Solar Water Heater Programme], by the Department to manage and administer, on behalf of the Department the Installation of Baseline Systems within a Designated Installation Area by Installation Contractors acting in terms of one or more Installation Agreements;
2.1.3."Installation Project Manager"-	the Project Manager appointed by the preferred bidder as part of its approved Project Team to manage and administer the Implementation of National Solar Water Heater Installation of Baseline Systems or Solar Geysers, on behalf of the Department and CEF within a Designated Installation Area of an approved participating Municipality by its Installation project teams and or Contractors or Service Provider acting in terms of one or more Installation Agreements;
2.1.4."Installer"-	an individual who is used by an Installation Contractor or Service Provider to carry out Installation activities and who may be selected by a Municipality such as the trainees and however managed by the Installation Service Provider as part of the Project Installation Team;
2.1.5."Lawfully Authorised Occupant"-	an adult Person who is an owner or lessee duly authorised by the owner of a Participating Residential Dwelling;
2.1.6."Minister"-	the Minister of Mineral Resource and Energy, from time to time;
2.1.7."Memorandum of Agreements"	Any agreement entered into with any Government Department and or Organ of State for collaborative services required for joint implementation on any of the programme phases for the purposes of the

	National Solar Water Heater Programme roll out and or implementation.
2.1.3"National Solar Water Heater Programme"	National Solar Water Heater Programme comprised of Social; Repair and Replace and Load Reduction Components and implemented by or on behalf of the Department of Mineral Resource and Energy and CEF pursuant to the Supply; Training; Technical Feasibility Assessments; Social Facilitation; Installation and maintenance of Solar Water Heater Baseline Systems or Solar Geysers in approved residential homes of the Designated Installation Areas throughout the Republic of South Africa;
2.1.4NSWHP Website"-	the official web page of the National Solar Water Heater Programme being www.energy.gov.za
2.1.4"Person"-	a natural person, partnership, firm, corporation, joint stock company, trust, unincorporated association, joint venture, government body, limited liability company, close corporation, any sphere of government (including national, provincial, regional and local government, or organ of state) or any other legal entity which is considered a legal entity under the laws of South Africa or the country in which such an entity has been formed;
2.1.4"PFMA"	the Public Finance Management Act No. 1 of 1999;
2.1.4"PPPFA Regulations"-	the PPPFA Regulations published under GN R502 in Government Gazette 34350 of 8 Preferential Procurement Policy Framework Act
2.1.4"Preferential Procurement Policy Framework Act"-	the Preferential Procurement Policy Framework Act No. 5 of 2000;
2.1.4"Preferred Bidder"-	any Bidder that is selected pursuant to a Competitive and Comparative Evaluation Criteria) of this RFB by the Department and CEF as such and which, upon

acceptance of such appointment shall, possibly conclude an Installation Service Level Agreement, pursuant to the National Solar Water Heater Programme;

2.1.4“Price”

the price offered by the Bidder in respect of the full cost of Installation of a Baseline Systems and or a Solar Geysers Systems as per the Installation Service Level Agreement which also covers, inter alia, Collection of the Baseline Systems from the Temporary Storage and from the Storage Location to the Designated Installation Area, safe and secure storage at the Designated Installation area pending Installation;

2.1.4“Project Officer”-

the Person appointed by the Department or CEF as the Project Manager in respect of the implementation of the National Solar Water Heater Programme in any of the Phases;

2.1.4“Rand” or “R”-

South African Rand, the lawful currency of the Republic of South Africa;

2.1.4“Relevant Authority”

any ministry, agency, authority or organ of state at any level of government or any other government or any other public authority, body, entity or natural Person which has legal jurisdiction under over a Party and/or the National Water Heater Programme;

2.1.4“RFB”-

this Request for Bid document for the Installation Phase of the Social Component of the National Solar Water Programme and all annexures and other appendices to it and any Briefing Notes issued in respect of it, from time to time;

2.1.4“SABS”-

the South African Bureau of Standards, which was established by section 2 of the Standards Act No, 24 of 1945 and which continues to exist in terms of section 3 of the Standards Act No.8 of 2008;

2.1.1."SANS 10106"-	the technical standard issued and published by the SABS Standards Division entitled "The Installation, Maintenance, Repair and Replacement of Domestic Solar Water Heating Systems";
2.1.2."Standard Installation Kit"-	the items of installation material, which will be at the Installation Service Provider's cost but standard Kit issued for free to the Installation Assistants during the Training Phase from which these tools are required for the Installation of a Baseline Systems or Solar Geyser on a Designated Residential Dwelling in standard conditions;
2.1.3."Sector Specific Scorecard"-	means those codes of good practice that have the same status as the B-BBEE Codes and are fully binding between and among businesses operating in a specific industry, gazetted under section 9(1) of the B- BBEE Act;
2.1.4."Social Component of the National Solar Water Heater Programme"-	the first-time installation of new solar water heaters in accordance with pre-determined annual, medium- and long-term targets and distinguishable from the Repair and Replace Solar Water Heater Programme undertaken by the Central Energy Fund (SOC) Pty Ltd and comprised of the large scale roll-out, supply, training, Installation and maintenance in terms of the National Solar Water Heater Programme of Baseline Systems to Participating Residential Dwellings on a free-issue basis and which are located within municipal residential areas that are selected and identified by participating municipalities and approved by the Department and after having been determined to be technically feasible;
2.1.5."Supplier"-	a company appointed to supply the Department with Baseline Systems under the separate Supply

	Programme which is part of the Social Programme of the National Solar Water Heater Programme;
2.1.5“Termination Date”	the termination date contemplated in sub-clause 8.9.7.1.5.2 of this RFB, unless terminated earlier in terms of this Agreement;
2.1.6“Treasury Regulations”	the Treasury Regulations published under GN R225 in Government Gazette 27388, 15 March 2005, in terms of section 76(1) of the PFMA;
2.1.7“Unemployment Insurance Fund or UIF ”	Established in terms of the Section 4 (1) of the Unemployment Insurance Act, 2001 (Act No. 63 of 2001) as amended or updated;
2.1.8“Unemployment Insurance Fund Beneficiary”	selected SWH trainee complying with the condition set out by the DEL of at least 70% of the participants have a record of having contributed into the UIF and at most 30% never contributed into the UIF and as contemplated by the Unemployment Insurance Act as amended or updated with respect to the contributor and benefits thereof;
2.1.9“VAT”	value-added tax levied in terms of the Value-Added Tax Act No. 89 of 1991