

## Annex [A] to the Invitation Letter

### Licence Conditions for Electronic Invitation Package (EIP)

<b>EIP Reference<sup>1</sup></b>	
<b>Issue Date<sup>2</sup></b>	
<b>Addendum No.<sup>3</sup></b>	

1. This set of conditions may be cited as “Licence Conditions for Electronic Invitation Packages”.
2. In these conditions, unless the context otherwise requires:
  - (a) “AACSB Handbook” means the Handbook on Selection, Appointment and administration of Architectural and Associated Consultants published by the architectural and Associated Consultant Selection Board;
  - (b) “EACSB Handbook” means the Handbook on Selection, Appointment and Administration of Engineering and Associated Consultants published by the Engineering and Associated Consultant Selection Board;
  - (c) “Editable File” means a file listed under the column “Editable File” in Schedule 2 hereto containing the editable version of the Invitation Document listed on the same row under the column “Invitation Document”. “Editable” in the previous sentence means editable using mainstream computer applications for office automation and computer-aided drafting;
  - (d) “Electronic Invitation Package” (or “EIP”) means the electronic files in Schedule 2 hereto;
  - (e) “*Employer*” means the Government of the Hong Kong Special Administrative Region;
  - (f) “Image File” means a file listed under the column “Image File” in Schedule 2 hereto containing the printed image of the Invitation Document listed on the same row under the column “Invitation Document”;

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<sup>1</sup> Each EIP should be identified by a unique reference number consisting of the following fields-

- (a) Standard prefix – which consists of the letters “EIP”;
- (b) Agreement number – which is the agreement number assigned by the selection boards for the consultancy
- (c) Stage of consultant selection – which is one of the following abbreviations-
  - (i) “EOI” for Expression of Interest; and
  - (ii) “T&F” for Technical and Fee Proposals;
- (d) Serial number – which is to be assigned as follows-
  - (i) EIP for an Invitation - 0; and
  - (ii) EIP for an addendum – sequence number of the addendum.

<sup>2</sup> Insert date of covering letter.

<sup>3</sup> This row should be deleted if inappropriate.

- (g) “Invitation” means the invitation in Schedule 1 hereto;
  - (h) “Invitation Document” means a document listed under the column “Invitation Document” in Schedule 2 hereto;
  - (i) “Licensee” means the person who uses the EIP and includes, if the person acts on behalf of another person, that other person;
  - (j) “Relevant File” means an electronic file that:
    - (i) is derived from duplication of any files in the EIP; or
    - (ii) contains any contents extracted from any files in the EIP;
  - (k) “Submission” means a submission that may be made by the Licensee in response to the Invitation;
  - (l) “Submission Closing Date” means the closing date for the Submission stipulated in Schedule 1 hereto;
  - (m) “Triggering Event” means one of the following events:
    - (i) The Licensee does not make a Submission by the Submission Closing Date;
    - (ii) The Licensee withdraws its Submission;
    - (iii) The Licensee receives a written notice from the *Employer* advising that-
      - (1) he is not included in the list of consultants to be invited to submit Technical and Fee Proposals in accordance with the AACSB / EACSB Handbook; or
      - (2) he is not selected as consultant for the consultancy agreement in Schedule 1 hereto.
3. Words importing the singular only also include the plural and vice versa where the context requires. Words importing one gender (whether masculine, feminine or neuter) shall be taken to include any other gender where the context requires.
4. Subject to the provisions hereof, the *Employer* grants the Licensee, free of charge, a non-exclusive and revocable licence for using the EIP solely for the purpose of preparing the Submission. The Licensee shall not use the EIP for

any other purpose. Save as aforesaid, all other rights in the EIP are reserved by the *Employer*.

5. Insofar as it is necessary for the purpose of preparing the Submission by the Licensee, the Licensee may license its agents, consultants or other persons appointed by him as sub-licensees to use the EIP, subject to the following conditions:
  - (a) The Licensee shall obtain from each sub-licensee an undertaking in writing that the sub-licensee shall not use the EIP for any purpose other than for the purpose of preparing the Submission;
  - (b) The Licensee shall be liable to the *Employer* for the breach of the undertaking referred to in sub-clause (a) of this Clause by the sub-licensees as if the breach were committed by the Licensee; and
  - (c) The Licensee shall not grant any sub-licensee the right to license other parties to use the EIP.
6. The licence for using the EIP shall expire within seven working days of the occurrence of a Triggering Event. On or before the expiration date of the licence, the Licensee shall:
  - (a) either destroy the Relevant Files in its possession or retain them as archives; and
  - (b) ensure that all sub-licensees have either destroyed the Relevant Files in their possession or retained these files for archive purpose.
7. Any files kept as archives pursuant to Clause 6 shall not be used for any other purposes.
8. The contents of the Editable File and Image File of an Invitation Document are intended to be identical. If there are discrepancies, the Image File shall prevail.
9. The Licensee hereby indemnifies the *Employer* against all losses, liabilities, damages, costs, legal costs, professional and other expenses of any nature whatsoever incurred or suffered by the *Employer* whether direct or consequential arising from a breach or breaches of any of the conditions herein contained.

**Schedule 1 – Invitation**<sup>4</sup>

Agreement No.	
Agreement Title	
Department	
Type of submission <sup>5</sup>	
Submission Closing Date	

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<sup>4</sup> To be completed by department.

<sup>5</sup> Expression of Interest or Technical and Fee Proposal

**Schedule 2 – Electronic Invitation Package<sup>6</sup>**

<b>Invitation Document</b>	<b>Version No.<sup>7</sup></b>	<b>Image File<sup>8</sup></b>	<b>Editable File<sup>8</sup></b>

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<sup>6</sup> To be completed by the Managing Department.

<sup>7</sup> Number for identifying the version of an Invitation Document.

<sup>8</sup> Insert file name.