

PUBLIC CALL
FOR THE ESTABLISHMENT OF THE REGISTER OF INDUSTRIAL PARTNERS WITH ADEQUATE
TECHNOLOGICAL AND RESEARCH EXPERTISE PURSUANT TO ART. 8.5(e) OF LEGISLATIVE
DECREE 288/2003 and subsequent amendments

Article 1 - SUBJECT AND PURPOSE

Fondazione IRCCS Ca' Granda Ospedale Maggiore Policlinico (hereinafter referred to as "Fondazione IRCCS") intends to establish the new Register of Industrial Partners with Adequate Technological and Research Expertise to transfer its results having industrial application.

By issuing this Public Call, Fondazione IRCCS intends to establish a Register, without ranking order of those admitted, of industrial partners with adequate technological and research expertise who have expressed their interest in being included in the Register and, consequently, in entering into possible agreements with Fondazione IRCCS, as well as founding spin-offs and start-ups, for the transfer of research results into the industrial field, under the terms and conditions set out in this Call.

It should be noted, therefore, that no competitive procedures are in place and that there are no rankings, scoring or other merit-based classifications.

As such, the application by the industrial partner for inclusion in the Register of Industrial Partners with Adequate Technological and Research Expertise has the sole purpose to express the willingness to enter into subsequent agreements to transfer research results into the industrial field or to establish Spin-offs and start-ups.

The inclusion in the Register doesn't entails the assumption of any obligation by Fondazione IRCCS, or the attribution of any rights to the registered industrial partners regarding the conclusion of any agreements.

Article 2 - ADMISSION REQUIREMENTS

The inclusion in the Register is subject to application by the interested industrial partner, including the required documentation.

Under penalty of disqualification, the application must be complete with all requested information and an indication of the applicant's possession of the requirements (both general and specific) listed below:

General Requirements - the applicant must ensure:

1. To be legally constituted and active;
2. To have not been subject to any judicial measures relating to contractual breaches for positions assumed with the Public Administration;
3. that there are no impediments that would limit or exclude, by law, their ability to enter into a contract with the Public Administration;
4. not to be in a position of conflict of interest, even potentially, with Fondazione IRCCS;

5. the commitment to comply with the provisions reported in the Code of Ethics, the Code of Conduct, and the Three-Year Plan for the Prevention of Corruption drawn up by the Fondazione IRCCS, available on Fondazione IRCCS institutional website: <https://www.policlinico.mi.it/>;
6. to have not committed any serious violations of the regulations on health and safety in the workplace, nor of the environmental, social and labour obligations established by both Italian and European legislation, collective bargaining agreements, or the international provisions listed in Annex X to Directive 2014/24/EU of the European Parliament and of the Council of 26 February 2014;
7. to have not committed any serious professional offences that would cast aspersions on its own integrity or reliability, as demonstrated by the contracting authority with appropriate means (as defined by art. 98 of the Procurement Code);
8. to have no impediments to contracting with the Public Administration, nor any other situation considered by law to be detrimental or limiting to their ability to contract;
9. to have not been subject to judicial liquidation, are not in a state of compulsory liquidation or subject to a preventive arrangement, and that proceedings are not underway against them to trigger one of these procedures, without prejudice to the provisions of article 95 of the Code of Business Crisis and Insolvency, as referred to in Legislative Decree of 12 January 2019, no. 14, those of article 186(a), paragraph 5, of the Royal Decree of 16 March 1942, no. 267, and those of article 94 of the Code of Public Contracts;
10. to have not been registered in the computer database kept by the ANAC [National Anti-Corruption Authority] for submitting false statements or false documentation in tender procedures and in subcontracting contracts;
11. to have not been registered in the computer database kept by the ANAC [National Anti-Corruption Authority] for submitting false statements or false documentation for the purposes of having a qualification certificate issued;
12. to have read and accept them without reservation the Regulation for the identification of industrial partners with adequate technological and research expertise, the Public Call and all the clauses and conditions provided therein ;
13. to recognise, acknowledge and accept that the inclusion in the Register does not entail any right to enter into subsequent agreements with Fondazione IRCCS, or any right of compensation;
14. to authorize to the processing of the personal data.

Specific Requirements:

1. to have adequate technological and research expertise, namely:
 - to have proven competence in its own sector(s) in general and/or healthcare-specific applications;
 - to count in its own company purpose the development of innovative products and services for the treatment, diagnosis and improvement of the lifestyle of healthy people or of those suffering from chronic or acute diseases;
2. to have expertise in the development and/or commercialisation of products in life science industry or in other related or preparatory industries.

The aforementioned requirements must be met at the date of submission of the application for the registration and must continue to be fulfilled, for the purposes of any appointment, for the entire duration of the applicant's inclusion in the Register.

The Register will be periodically updated after an assessment of the fulfilment of the requirements.

Article 3 - TERMS AND CONDITIONS FOR SUBMITTING APPLICATIONS

The applications for the registration in the Register must be drawn up on plain paper according to the template attached to this Call and signed, under penalty of disqualification, by the legal representative of the industrial partner submitting the application (Annex 1). A further condition for inclusion in the Register is the signing of the commitment to confidentiality (Annex 2).

The application must be integrated with:

1. Chamber of commerce company registration or similar documentation proving the status of the company and its corporate structure;
2. double-sided copy of a valid identity document of the legal representative of the company applying for inclusion in the Register;
3. a short presentation of the company specifying its focus area.

The applications for the inclusion in the Register, integrated with the aforementioned annexes, must be submitted exclusively to the Fondazione IRCCS Direzione Scientifica – Ufficio Technology Transfer, using one of the following methods:

- a) delivery by hand or by courier to Fondazione IRCCS Ca' Granda Ospedale Maggiore Policlinico – Ufficio Technology Transfer via Francesco Sforza 28, 20122 – Milano ITALY;
- b) delivery to the following certified email (PEC) address: protocollo@pec.policlinico.mi.it

The application, along with all annexes, must be sent in the form a single, non-editable PDF file. The PEC may be signed with a digital signature; the application may also be signed with the applicant's handwritten signature and a scan of the documents being submitted.

Regardless of the method of delivery used, the application must report, in addition to the sender's name, the wording "Application for inclusion in the Register of Industrial Partners with Adequate Technological and Research Expertise of Fondazione IRCCS Ca' Granda Ospedale Maggiore Policlinico".

By submitting an application, the applicant declares the full knowledge and acceptance of all the conditions set out in this Call.

Fondazione IRCCS accepts no liability for any losses of communication or misunderstandings that are not attributable to the Fondazione IRCCS itself.

Article 4 - FORMATION OF THE REGISTER

Legal entities meeting the requirements set out in this Call will be included in the Register of Industrial Partners with Adequate Technological and Research Expertise. The Register will be updated periodically, except as required by urgent situations.

The industrial partners will be listed in alphabetical order.

The establishment of the Register does not entail any competitive procedures, nor does it involve any ranking of professional profiles or scoring, but rather simply identifies the partners with whom the Fondazione IRCCS may enter into agreements or set up spin-offs or start-ups after evaluation on the basis of non-discriminatory, reasonable and proportional criteria, as identified in Article 5 below, for the transfer of results into the industrial field.

Inclusion on the list does not, however, entitle members to be assigned and enter into contracts with Fondazione IRCCS.

The Ufficio Technology Transfer will maintain and update the Register.

The Register will be organised according to a computerised archive, containing:

- the identifying data of members;
- the essential requirements for registration.

Article 5 - CRITERIA FOR THE IDENTIFICATION OF INDUSTRIAL PARTNERS WITH WHOM TO ESTABLISH AGREEMENTS

Inclusion in the Register does not entail any obligation on the part of the Fondazione IRCCS, nor any rights on the part of the industrial partner, with regard to the possible conclusion of subsequent agreements.

Fondazione IRCCS will draw from the Register to identify industrial partners with whom to enter into agreements to transfer research results into the industrial field, as well as with whom to establish spin-offs, as partners, taking into account the following general criteria:

- the technological and research expertise possessed by the industrial partner;
- expertise in the development and commercialisation of innovative products and services, including through the establishment of dedicated companies, in the life science industry or in another related or preparatory industries;
- record of previous successful cooperation in connection with the same or similar fields of operation;
- complementarity of the research activities with other activities already regulated through the conclusion of previous agreements in the same or similar fields of operation; rotation between industrial partners, where possible.

The choice of the Industrial Partner with whom to enter into agreements to transfer results into the industrial environment or with whom to set up spin-offs and start-ups will be established by means of a reasoned resolution, after consultation with the Chief Scientific Officer, according to the criteria listed above. The Ufficio Technology Transfer will implement the procedures and the administrative formalities for the conclusion of the agreements with the Industrial Partner chosen.

The successful conclusion and signature of the agreement is subject to the approval of the General Director of Fondazione IRCCS.

However, Fondazione IRCCS reserves the right to proceed by means of direct, adequately motivated, identification of an industrial partner, even if not on the list, in case of co-ownership

of the results with other Universities/Research Entities/Institutes/Companies, or in case of urgency and/or technical/specialist complexities.

Article 6 - REMOVAL FROM THE REGISTER

Fondazione IRCCS reserves the right to remove any industrial partner from the Register in the event that it:

- no longer meets the requirements specified in Art. 2 of this Call;
- has committed a serious breach of its obligations stated in the agreements;
- has not promptly communicated a change in its compliance with the requirements, or any situation that may affect their eligibility for inclusion in the Register;
- has commenced insolvency, dissolution or liquidation proceedings;
- has filed for reorganisation, restructuring or tax relief under any insolvency laws for debtors, for sale for the benefit of creditors, or for their business to cease trading;
- has been acquired by a third party (other than an affiliate or a subsidiary of the industrial partner themselves).

Article 7 - PROCESSING OF PERSONAL DATA

For the purposes of the application of the General Data Protection Regulation (GDPR - EU Regulation 2016/679) and Legislative Decree no. 196/2003 and subsequent modifications, the Fondazione IRCCS with registered office in Milan, via Francesco Sforza 28 (VAT no. /Italian tax ID no. 04724150968) acts as Data Controller in relation to the processing of personal data carried out for the purposes of this Call.

The data contained in the applications received will therefore be processed pursuant to Legislative Decree no. 196/2003 and subsequent modifications and EU Reg. 2016/679 for the exclusive performance of institutional functions and in compliance with the purposes of substantial public interest, guaranteeing the security and confidentiality of said data.

The Controller has appointed a Data Protection Officer ('DPO') who can be reached at: email addresses DPO@policlinico.mi.it; protocollo@pec.policlinico.mi.it

Pursuant to Art. 13 of the GDPR, interested parties are hereby informed that the personal data they provide when taking part in the procedure in question or, in any case, acquired for this purpose by the Fondazione IRCCS is processed for the purpose of carrying out the activities, tasks and legal obligations connected with the establishment, use of the Register and relative publication on the Fondazione IRCCS's website for the purposes indicated in art. 1 of this Call, and said processing will be carried out, in full compliance with the principles and provisions set out in the GDPR and Legislative Decree of 30 June 2003, no. 196 and subsequent modifications, by the people responsible for the procedure, with the use of both computerised and non-computerised means, in the manner and within the limits necessary to pursue the aforementioned purposes, including in the event of any communication of the data to third parties.

Processing will be carried out by the staff of the relevant offices to the extent necessary to achieve the aforementioned purposes, using methods and instruments that guarantee the security and confidentiality of the applicants' data.

The data subject is entitled to the rights set out in the applicable data protection legislation.

The Partner authorises the Fondazione IRCCS to process their personal data with reference to the activity that is the subject of this Call and undertakes to process any data they become aware of, over the course of their professional activity, in compliance with the regulations on privacy, including the possible appointment of a Data Processor, where necessary (Legislative Decree no. 196/2003 and subsequent modifications and EU Reg. 2016/679).

Article 8 - PUBLICITY

Notwithstanding the above, in order to allow for the widest possible participation of external individuals and/or associates, as well as to allow Fondazione IRCCS to make the most appropriate choice when establishing agreements to transfer research results into the industrial environment, applicants may respond to this Call at any time, without time limitations (so that the aforementioned Register may also be considered 'open').

This Call is posted permanently on the Fondazione IRCCS website: <https://www.policlinico.mi.it/>

Article 9 - FINAL PROVISIONS

For anything not covered by this Call, please refer to the relevant regulations in force.

Article 10 - INFORMATION

For any further information concerning this Call, interested parties may contact the Ufficio Technology Transfer (ufficiobrevetti@policlinico.mi.it).

CHIEF SCIENTIFIC OFFICER

Prof. Fabio Blandini

digitally signed