

## WHEREAS:

- A. On [date] the Bank published a call for tenders on the Official Journal of the European Union for the establishment of a framework agreement with multiple operators for the provision of banking and financial skills training services ([Lot 1 General economic, banking and finance courses / Lot 2 Financial markets and products courses / Lot 3 Derivatives, Treasury, portfolio management, collateral, ALM and pricing courses / Lot 4 Legal Documentation] (the “Call for Tenders”, Appendix A);
- B. The Call for Tenders included the terms of reference describing the specific nature of the services to be provided, as well as the terms and conditions for their performance.
- C. In response to the Call for Tenders, the Service Provider submitted a tender dated [●] (the “Tender”, Appendix D).
- D. The Bank has decided to conclude a framework agreement with each of the top 3 (three) ranking firms resulting from the Call for Tenders under Lot [●] (collectively the “Framework Members”) and to subsequently conclude specific contracts with individual Framework Members thereunder to cover particular assignments.
- E. The Service Provider is the [First/Second/Third]-Ranked Framework Member in the cascade.
- F. The mutual rights and obligations of the Parties shall be as set forth in this framework agreement (the “Agreement”).

**NOW THEREFORE** it is hereby agreed as follows:

## Article 1 – Definitions

Those words and terms, which are defined in the documents annexed to this Agreement, are not defined below.

For the purposes of this Agreement:

“**Assignment**” means the provision by the Service Provider of Services to a User in accordance with the respective Assignment Terms of Reference and Proposal.

“**Assignment Completion Report**” means the final report that the Service Provider submits to the User upon completion of an Assignment setting out the actual and baseline deliverables, costs and durations and all changes requested.

“**Assignment Terms of Reference**” means an Assignment request distributed to the Framework Members pursuant to Article 4.1.

“**Bank General Terms and Conditions**” means the Bank’s *General Terms and Conditions for Framework Agreements for the Provision of Services*, attached as Appendix B to this Agreement and applicable to all Contracts. References to the EIB or to the Bank in Appendix B shall be read as references to the European Investment Fund where the latter is the contracting party under a Contract.

“**Closing Date**” means the time limit for the receipt of a Proposal taking into account factors such as the complexity of the subject-matter of the Assignment and the time needed to prepare and submit a Proposal.

“**Contract**” means any contract pursuant to this Agreement entered into between a User and the Service Provider for the performance of an Assignment, and formalised in writing substantially in the form contained in Appendix C or as a purchase order.

“**in writing**” means any expression consisting of words or figures which can be read, reproduced and subsequently communicated, including information transmitted and stored by electronic means.

“**Proposal**” means a proposal submitted by a Framework Member in response to an Assignment Terms of Reference.

“**User**” means a contracting authority authorised to procure Services under the Agreement, namely the Bank or the European Investment Fund.