



PUBLIC CALL

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

Article 1 - SUBJECT AND PURPOSE

Fondazione IRCCS Istituto Nazionale dei Tumori (hereinafter referred to as "IRCCS") intends to establish the new Register of Industrial Partners with Adequate Technological and Research Skills to which it will transfer its results in the industrial field.

By issuing this Public Call, the IRCCS intends to set up a Register, in no particular ranking order of those admitted, of industrial partners with adequate technological and research skills who have expressed their interest in being included in the Register and, consequently, in entering into possible agreements with the IRCCS, as well as with which to set up 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 sole purpose of applying for inclusion in the Register of Industrial Partners with Adequate Technological and Research Skills is for the industrial partner to express their willingness to enter into any subsequent agreements to transfer research results into the industrial field or to establish spin-offs and start-ups.

Inclusion in the Register entails neither the assumption of any obligation on the part of the IRCCS, nor the attribution of any rights to the registered industrial partners with regard to the conclusion of any agreements.

Article 2 - ADMISSION REQUIREMENTS

Inclusion in the Register is subject to application by the interested industrial partner, who must enclose the required documentation.

Under penalty of exclusion, 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. That they are legally constituted and active;
2. that they 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. that they are not in a position of conflict of interest, even potentially, with the IRCCS;



5. that they undertake to comply with the rules contained in the “Code of Ethics”, the Code of Conduct, and the Three-Year Plan for the Prevention of Corruption drawn up by the IRCCS, all of which are available on the IRCCS’s institutional website: <https://www.istitutotumori.mi.it/>;
6. that they 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. that they have not committed any serious professional offences that would cast aspersions on their integrity or reliability, as demonstrated by the contracting authority with appropriate means (as defined by art. 98 of the Procurement Code);
8. that they 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. that they 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. that they 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. that they 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. that they have read the Regulations, the Public Call and all the clauses and conditions provided therein in full and accept them without reservation.
13. that they recognise, acknowledge and accept that inclusion in the Register does not entail any right to enter into subsequent agreements with the Foundation, nor does it entail any right whatsoever to remuneration;
14. that they consent to the processing of their personal data.

Specific Requirements:

1. to be equipped with adequate technological and research skills, namely:
 - to have proven competence in their specialist sector(s) general and/or healthcare-specific applications;
 - to count amongst their objectives the development of innovative products and services for the treatment, diagnosis and improvement of the lifestyle of healthy people or those suffering from chronic or acute diseases;
2. to have expertise in the development and/or commercialisation of products in the life sciences sector or in another related or preparatory sector;



The aforementioned requirements must be met as of the date of submission of the application for 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

Applications for registration on the Open Register must be drawn up on plain paper according to the template attached to this Call and signed, under penalty of exclusion, by the legal representative of the industrial partner making 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 accompanied by:

1. certificate of incorporation of the company applying for inclusion in the Register or similar documentation proving the status of the company and its corporate structure;
2. double-sided photocopy of a valid identity document of the legal representative of the company applying for inclusion in the Register;
3. a short presentation specifying the areas of application.

Applications for inclusion in the Register, accompanied by the aforementioned annexes, may be submitted exclusively to the IRCCS s.s. Trasferimento Tecnologico (TTO), using one of the following two methods:

- a) delivery by hand or by courier to s.s. Trasferimento Tecnologico (TTO) at IRCCS
- b) delivery to the following certified email (PEC) address:
`trasferimento.tecnologico@pec.istitutotumori.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 bear, in addition to the sender's name, the wording "Application for inclusion in the Register of Industrial Partners with Adequate Technological and Research Skills for Fondazione IRCCS Istituto Nazionale dei Tumori".

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

The IRCCS accepts no liability for any losses of communication or misunderstandings that are not attributable to the 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 Skills. 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 IRCCS may enter into agreements or to 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 the IRCCS.

The Technology Transfer Office 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 IRCCS, nor any rights on the part of the industrial partner, with regard to the possible conclusion of subsequent agreements.

The 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 skills 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 sciences sector or in another related or preparatory sector;
- a 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 sphere or with whom to set up spin-offs and start-ups will be established by means of a reasoned resolution, after consultation with the Scientific Director, according to the criteria listed above. The s.s. Trasferimento Tecnologico (TTO) will carry out the procedures and administrative formalities for the conclusion of any agreements with the Industrial Partner chosen.

The conclusion of the agreement is subject to the issuance of the resolution.

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



of the results with other Universities/Bodies/Institutes/Companies, or in cases of urgency and/or technical/specialist complexities.

Article 6 - REMOVAL FROM THE REGISTER

The IRCCS reserves the right to remove any industrial partner from the Register in the event that they:

- no longer meet the requirements specified in Art. 2 of this Call;
- have committed a serious breach of their obligations under the agreements;
- have not promptly communicated a change in their compliance with the requirements, or any situation that may affect their eligibility for inclusion in the Register;
- have commenced insolvency, dissolution or liquidation proceedings;
- have 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;
- have 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 IRCCS with registered office in Milan via Venezian n. 1 (VAT no. 04376350155/Italian tax ID no. 80018230153 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') (Italian tax ID no.: xxxx) who can be reached at: email address DPO@istitutotumori.mi.it; PEC formazione.privacy@pec.istitutotumori.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 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 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 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 the IRCCS to make the most appropriate choice when establishing agreements to transfer research results into the industrial sphere, 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 IRCCS website: <https://www.istitutotumori.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 s.s.Trasferimento Tecnologico (TTO) Segreteria.TTO@istitutotumori.mi.it

On behalf of GENERAL MANAGER

Antonio Triarico
digitally signed