InnoBuyer

FAST TRACK TO INNOVATION PROCUREMENT

DELIVERABLE 5.2
TORS SPECIFICATIONS

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Table of Contents

1 INTRODUCTION 4

2 MOVING TOWARDS INCREASED ADOPTION OF INNOVATION IN EUROPE THROUGH CRAFTING RELEVANT TERMS OF REFERENCES 5

1.1 A PRINCIPLE FIRST APPROACH TO TERMS OF REFERENCE EVALUATION 5
1.2 BRIDGING THE GAP BETWEEN PILOT AND FULL-SCALE DEPLOYMENT 6

2 3. TOR COMPONENTS OF THE INNOBUYER FRAMEWORK 7

1 ANNEX 10

2.1 PROJECT DETAILS 10
2.1 Project Title 10
2.2 Challenger and Solver Information 10
2.3 Summary of pilot results 10
3 GOAL AND FORM OF CONTINUATION 10
3.1 Long-term vision and desired outcomes 10
3.2 Form of continuation 10
3.3 Selected procedure for the form of continuation 11
4 ROADMAP TO ADOPTION 11
4.1 Milestones 11
4.2 Action plan 11
5 HOW COMMON ISSUES ARE TAKEN INTO ACCOUNT IN THE TOR SPECIFICATIONS AND METHODOLOGY 11
5.1 SME friendliness 11
5.1.1 Writing and documentation 11
5.1.2 Administrative burden 11
5.1.3 Timeframes 12
5.1.4 Communication 12
5.2 conflict resolution 12
5.3 IPR 12
5.4 Financial availability 12

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ABBREVIATIONS

TOR	Terms of reference
WP	Workpackage
EIC	European Innovation Council
SME	Small and Medium Entreprise
IP	Intellectual Property
IPR	Intellectual Property Rights

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1 INTRODUCTION

The InnoBuyer project, funded under Grant Agreement No. 101071212 within the Horizon Europe framework, aims to become a testing ground and benchmark towards the implementation of a demand-driven methodology that brings together procurers and innovation suppliers (notably EIC SMEs) to jointly co-create solutions to a common challenge proposed by the procurer, while also facilitating the procurer adoption and the innovation supplier commercialization of the solution.

As part of InnoBuyer, public buyers receive financial support to design and deliver individual Terms of Reference (ToR) for the adoption of an innovative solution, based on the pilot results and consultations with relevant legal experts.

This deliverable explains the logic and methodology behind the ToR framework within WP5 of the InnoBuyer project. The document provides insight into the decision-making processes that underpin the ToR framework, highlighting key elements such as procurement best practices, administrative considerations, and long-term viability. By outlining these foundational aspects, this deliverable serves as a reference for both public procurers and solution providers looking to engage in innovation-driven procurement processes.

By detailing the framework and rationale behind the ToR in WP5, this deliverable supports the InnoBuyer project's mission to facilitate the adoption of innovative solutions by European procurers.

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2 MOVING TOWARDS INCREASED ADOPTION OF INNOVATION IN EUROPE THROUGH CRAFTING RELEVANT TERMS OF REFERENCES

Innovation is critical for Europe's long-term competitiveness and sustainability. By directing public funds towards novel solutions, governments can reduce market barriers for innovators, stimulate private sector investments, and increase public service quality and/or efficiency level. Furthermore, procurement-driven innovation enhances the competitiveness of European businesses by providing them with early-stage funding and validation, reducing their dependence on venture capital or government grants. However, its adoption within public procurement remains challenging due to the fragmented regulatory landscape, differences in national legislation, and the varying capacities of public buyers to engage with new solutions. The InnoBuyer project is tackling these challenges by proposing a demand-driven approach that brings together procurers and innovation suppliers (notably EIC SMEs) to jointly co-create solutions to a common challenge proposed by the procurer, while also implementing measures to increase the chances of the procurer's adoption and the commercialisation of the solution by the supplier. This decreases the perceived risk of the procurer and paves the way for the adoption of an innovative solution that solves their initial problem; capacitates the procurer and ultimately leads to an innovation-friendly culture

1.1 A PRINCIPLE FIRST APPROACH TO TERMS OF REFERENCE EVALUATION

One of the fundamental challenges of public procurement in Europe is the diversity of national legal frameworks and languages. Given that each country has its own procurement laws and administrative processes, it is neither feasible nor effective for InnoBuyer to impose a standardised ToR model across all participants. Instead, InnoBuyer adopts a principle-first approach, recognising that the key to fostering innovation adoption lies in guiding rather than dictating.

To achieve this, InnoBuyer provides participants with a budget for local innovation procurement experts who understand their country's specific regulatory and linguistic context. This ensures that each ToR is legally compliant and appropriately tailored to the local environment. However, to maintain coherence and adherence to best practices, InnoBuyer requires an English version of the ToR and, more importantly, asks participants to answer structured questions about their ToR. These questions serve as a self-assessment tool, ensuring that participants incorporate InnoBuyer's best practices

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while maintaining local flexibility (see Annex). This model strikes a balance between autonomy and alignment, allowing for innovation-friendly procurement processes while respecting national legal constraints.

1.2 BRIDGING THE GAP BETWEEN PILOT AND FULL-SCALE DEPLOYMENT

A key insight from InnoBuyer's experience is that the traditional binary view of adoption—either a pilot is implemented at scale or not—fails to capture the complexities of the innovation lifecycle. The gap between a pilot and full-scale deployment is often too broad, necessitating intermediate phases more closely aligned with procurer and provider needs that allow for further testing, refinement, and organisational buy-in.

A key aspect of InnoBuyer's methodology is its explicit aim to assist Challengers in "Conceptualise Terms of Reference specifications for a simplified form of innovation procurement". This emphasis on simplification is not merely about reducing administrative burden; it also creates a more agile and adaptable approach to defining the final procurement requirements, particularly in the context of early-stage innovations. This flexibility is crucial for accommodating the iterative nature of innovation and the potential need for adjustments based on the learnings from the pilot phase. The insights gained during this pilot phase, including data on performance, user feedback, and potential areas for improvement, can then directly inform and shape the final Terms of Reference, ensuring that they are more relevant, achievable, and aligned with the actual capabilities and potential of the developed innovation.
This flexibility within InnoBuyer's approach naturally allows for the accommodation of pilot extensions when necessary. If the initial pilot phase yields promising results but indicates a need for further testing, refinement, or validation before full-scale adoption, the simplified ToR can be readily adjusted to define the specific scope and objectives of an extended pilot. Furthermore, the collaborative environment enabled by InnoBuyer encourages ongoing dialogue between Challengers and Solvers. This continuous communication makes it easier to identify the need for a pilot extension and to collaboratively define the parameters of such an extension within the evolving framework of the ToR. This adaptable framework recognises that the journey of innovation adoption is not always a straightforward, linear process and proactively builds mechanisms to adjust the procurement requirements in response to the realities of technological development and the evolving needs of the adopting organisation.

By formally recognising extended pilots as a legitimate step towards full deployment, public organisations can provide innovators with the additional time and resources necessary to

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refine their solutions and gather further evidence of effectiveness. This approach reduces the risk associated with scaling innovation while ensuring that promising solutions do not stagnate due to premature expectations of readiness. Here, the procurers are financially supported to onboard country-specific procurement experts to choose the right instrument.

2 TOR COMPONENTS OF THE INNOBUYER FRAMEWORK

The ToRs serve as a foundational document in any procurement endeavour, providing a clear and comprehensive description of the work to be performed, the specific deliverables expected, the project timelines, and any other pertinent requirements. In essence, the ToR acts as a crucial communication tool, clearly conveying the procurer's needs and expectations to potential suppliers, thereby setting the stage for effective collaboration and the delivery of a satisfactory outcome.

It is now essential to outline the logic and approach behind the ToR deliverable within the framework of WP5 of the InnoBuyer consortium. This deliverable serves as a structured validation tool, ensuring that each innovation project aligns with InnoBuyer principles while setting a clear path for continued collaboration and adoption.

The ToR deliverable is designed to assess whether procurement strategies are effectively aligned with innovation-friendly practices and if the ToR formation process adheres to InnoBuyer's best practices. It also ensures that the transition from pilot to adoption is well-planned, addressing key considerations such as administrative efficiency, financial viability, and stakeholder engagement.

The sections of the ToR deliverable include detailed insights on project details, pilot results, long-term goals, and the roadmap to adoption. Additionally, it captures how common procurement issues—such as administrative burden, SME participation, and intellectual property rights—are addressed to ensure a smooth and scalable transition.

Challengers and Solvers are asked to include their ToR documents in their native language and in English as an Annex. For the reasons mentioned earlier, the ToRs themselves will not be subject to evaluation due to the fragmented legal frameworks of different countries.

The following table will explore the specific components of this ToR deliverable, providing a structured framework to facilitate innovation adoption within public procurement. For the full deliverable template, please refer to the Annex.

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Section	Reasoning
Project Details	Establishes the fundamental context by defining the challenge, the actors involved, and the innovation being tested. This section provides a structured introduction to the ToR by offering a reference point for subsequent evaluations and decisions.
Challenger and Solver Information	Ensures transparency by detailing the problem owner (Challenger) and the innovator (Solver), making it easier to understand their roles and motivations. This section creates clarity in responsibilities and expectations.
Summary of Pilot Results	Documents the achievements, challenges, and learnings from the pilot phase, forming the foundation for deciding on the next steps. It highlights whether the pilot has met predefined objectives and what modifications may be required before scaling up.
Goal and Form of Continuation	Clarifies the long-term vision and expected outcomes of the continued collaboration. It defines whether full adoption, partial implementation, or further development is necessary. This section ensures alignment between stakeholders on the future trajectory of the solution.
Selected Procedure for the Form of Continuation	Outlines the procurement strategy and legal framework for scaling the solution. This section ensures compliance with national regulations and establishes a structured path toward widespread implementation.
Roadmap to Adoption	Defines clear milestones and action plans that ensure a structured transition from pilot to adoption. It provides stakeholders with a timeline, responsibilities, and dependencies, ensuring clarity on how progress will be measured.
SME Friendliness	Ensures that the procurement process is accessible to small and medium-sized enterprises by simplifying language, reducing complexity, and minimizing barriers to entry.
Administrative Burden	Addresses efficiency by streamlining administrative processes, reducing excessive paperwork, and ensuring that compliance requirements do not hinder innovation adoption.
Timeframes	Establishes realistic deadlines to maintain momentum while allowing flexibility for necessary adjustments, ensuring that adoption

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	timelines are practical and achievable.
Communication	Strengthens stakeholder engagement by outlining clear communication strategies, ensuring that all parties involved are informed, aligned, and responsive to project needs.
Conflict Resolution	Defines mechanisms for handling disputes and project scope changes, ensuring that potential disagreements are resolved effectively without jeopardising project continuity.
Intellectual Property Rights (IPR)	Establishes a fair framework for IP allocation, balancing incentives for innovation while protecting public interest. This section ensures that ownership rights are transparent and agreed upon.
Financial Availability	Ensures financial sustainability by addressing budgetary considerations, securing necessary funding, and outlining the financial commitments required for successful adoption.

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1 ANNEX

2.1 PROJECT DETAILS

2.1 Project Title

[Fill in the full title related to the challenge concept]

2.2 Challenger and Solver Information

[Please briefly provide a brief overview on who is the Challenger, what challenge they experience, who is the solver, what solution they provide.]

2.3 Summary of pilot results

[Please summarise what has been achieved during the pilot program. Focus on what you have learned and how this has helped you to make the decision to continue the collaboration.]

3 GOAL AND FORM OF CONTINUATION

3.1 Long-term vision and desired outcomes

[Please elaborate on what it is you want to achieve with a continued long-term collaboration with the Solver. Specifically highlight the results and/or improvements that are expected from the continued partnership.]

3.2 Form of continuation

[Please elaborate on what is the structure/form for the continued partnership with the Solver? (e.g., full adoption and widespread implementation of the solution; part adoption in smaller operations; continued co-development of the solution; a renewed pilot programme to test further assumption; etc,)]

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3.3 Selected procedure for the form of continuation

[Please elaborate on the selected procedure chosen to continue the collaboration with the Solver. (e.g., open procurement; minor contract; direct procurement; two-stage tendering, etc.)]

4 Roadmap to adoption

4.1 Milestones

[Please highlight the major milestones to be achieved in the next timeframe for the TOR to be signed and the project continuation to kick-off.]

4.2 Action plan

[Please describe in detail what steps need to be taken for the continuation of the project to progress that are in line with your organisatioń s policies.]

5 How common Issues are taken into account in the TOR specifications and methodology

5.1 SME friendliness

5.1.1 Writing and documentation

[How have you ensured that the TOR is clear, concise, and free of ambiguity to avoid misunderstandings among potential solvers?]

5.1.2 Administrative burden

[What measures have you taken to streamline the administrative process and minimize the administrative burden?]

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5.1.3 Timeframes

[What measures have you put in place to ensure that the timeline is realistic and achievable for potential solvers?]

5.1.4 Communication

[How will you ensure timely and effective communication with all parties involved throughout the tendering process?]

5.2 conflict resolution

[What dispute resolution mechanisms have/will you included in the contract to address potential disagreements? How will you manage changes to the project scope or requirements during the implementation process?]

5.3 IPR

[How will IP be allocated in the continuation of the collaboration?]

5.4 Financial availability

[How have you budgeted for the project and ensured the availability of funds throughout the collaboration lifetime?]

5.5 Alignment with national and international standards/rules/regulations for procurement

[How have you ensured compliance with all regulations that apply to the procurement process?]

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