



MANUAL / USER GUIDE / HANDBOOK

Manual For Smart Contract Input File for InCubed

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1 INTRODUCTION

This workbook is a companion tool to the Full Proposal preparation and will be used to generate the Draft Contract to be discussed and finalized during the negotiation meeting. The information contained in the Smart Contract Input File are either manually entered or directly copied from the Full Proposal. Please be sure that all the information is correct, especially regarding the list of Points of Contact, Milestones Payment Plan and documents deliverable list, since these will be difficult to be changed after the contract has been sent to signature to ESA management.

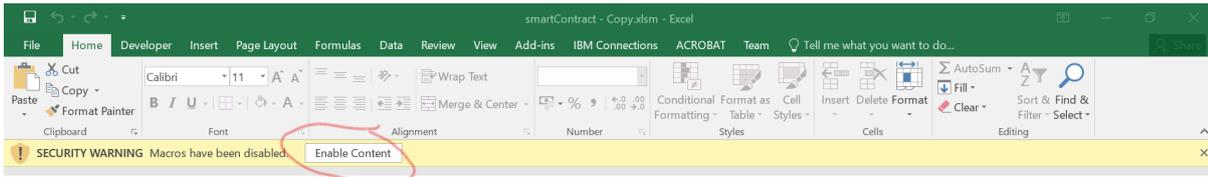
In case of doubts and/or questions, please refer to Daniele Romagnoli (daniele.romagnoli@esa.int) or Michele Castorina (michele.castorina@esa.int).

Note for Mac users: *The Smart Contract Input Tool has been tested on Mac computers running macOS Sonoma. In case of issues, please get in touch with Daniele Romagnoli (daniele.romagnoli@esa.int) or Michele Castorina (michele.castorina@esa.int).*

2 DISCOVER THE WORKBOOK

Open the workbook.

When prompted, please make sure you enable the macros otherwise the workbook will not work properly.



The smart contract input file will be prefilled with an example so you can look at the example to understand how it works.

The structure of the workbook is the following :

- The green sheets are the ones where you are supposed to fill with the relevant information



- The purple sheets are just a preview of some of the tables that will go into the contract. You don't have to do anything in those, they are just there for visualisation purposes and help you double check the data you filled in the green sheets.



Every cell that you must manually fill will be coloured in light blue, i.e. this are some of the cells in the Overview sheet.

	A	B	C
1	GENERAL		FILL IN THE CELLS WITH THE LIGHT BLUE BACKGROUND
2	Activity Name	Our Awesome Project	
3	Activity Main Domain	Space Segment	Select the main segment of your activity
4	Total Price in Euro	525,000	Sum of Consortium Price - fill Consortium sheet
5	Total Cost in Euro	1,050,000	Sum of Consortium Cost - fill Consortium sheet
6	Prime Name	Our company	From Consortium sheet
7	Prime Country	IT	From Consortium sheet
8	InCubed Development Cycle	De-risking	Select the chosen InCubed Development Cycle
9	Number of Phases	1	If contract is not phased enter 1. Maximum 2 phases with this tool
10	Number of Subcos	1	Maximum 11 subcos with this tool
11			
12	Number of Milestones	3	From Reviews sheet
13			From Reviews sheet
14	Number of Reviews	3	Maximum 8 reviews with this tool, including milestones.
15			Maximum 8 reviews with this tool, including milestones.
16	Advance Foreseen	Yes	From Consortium sheet
17			From Consortium sheet
18	Expected Contract Signature	31/07/2024	Use format dd/mm/yyyy. It should be later than today
19	Final Delivery Date	03/01/2025	4 weeks before final milestone - fill MPP sheet
20	End of Contract	31/01/2025	Latest milestone in the MPP - fill MPP sheet
21			
22	Agree to use digital signatures only	yes	Select YES if you are OK to use only e-signing digital tools, or NO
23			
24	PHASE(S)		
25			
26			
27			
28			
29	Is Software Development Foreseen?	no	
30	Is Hardware Development Foreseen?	no	
31			
32	BACKGROUND INTELLECTUAL PROPERTY RIGHTS		
33	how many BIPR items do you have?	1	Maximum 4 items. Please fill in BIPRs tab of the file.
34			
35	ADDITIONAL INFO		
36	Source of co-funding:	Internal Funds	
37			
38			
39	Is your company based in EU?	yes	
40			NEXT >
41	Type of ESA Price	Firm Fixed Price	
42			

The blue cells will change dynamically depending on your inputs. Please note that the workbook is protected, hence you will not be able to click and edit cells that you should not fill.

Once the overview sheet is properly filled in, you will also find light red cells in the other green sheets. These are the cells where you need to copy/paste data from the Full Proposal. See Section 3 for further details.

Phase 1 ⓘ ← Click to Show/Hide instructions					
Entity	Country (ISO Code)	Role	Cost in Euro	Price in Euro	Advance Requested
Our Company	IT	Prime	1,000,000	500,000	Yes
Subco 1	AT	Subco	50,000	25,000	Yes

Light red cells: copy/paste from Full Proposal

Light blue cells: fill manually in the Smart Contract Tool

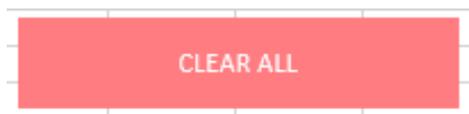
You can navigate between the different tabs of the workbook by clicking on the tab's name at the bottom or by using the NEXT and PREVIOUS buttons available on every sheet.



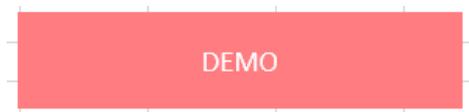
3 FILL THE WORKBOOK

3.1 Overview Sheet

Once you have familiarised yourself with the notebook you can click on the red button "CLEAR ALL" on the Overview tab. Always do that before starting to compile the Smart Contract Tool.



This will completely clear the workbook removing all inserted data and be aware that this cannot be undone. If for any reason you want to recreate the example, you can do so by click on the "DEMO" button. Be aware that doing so **you will delete all the data in the workbook and this operation cannot be undone.**

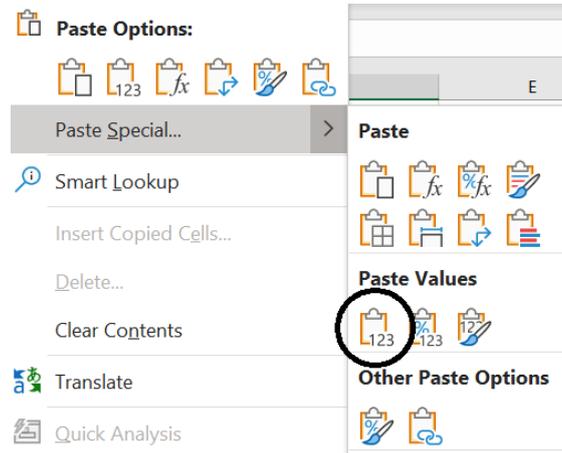


Once you cleared the example, you can then proceed to fill all the blue cells on the Overview tab following the instructions in light grey on the right side of each light blue cell.

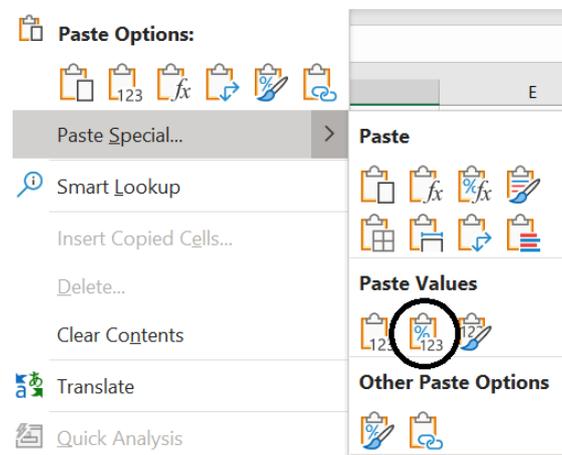
The tool currently supports only 2 phases which can correspond to the two InCubed development cycles or to two phases within a single InCubed development cycle. In case you have more then two phases within your project, please get in touch with your ESA Technical Officer of the ESA InCubed Officer.

Please pay attention to the Number of Reviews specified in the Overview Tab: you must include all the reviews, not only the milestones with an associated payment.

Once you completed the Overview sheet, move to the other sheets and fill in the required information. Based on the value that you inserted in the Overview sheet, the Tool will highlight in light red the cells where you need to copy/paste the data from the Full Proposal. When pasting, **always use the Paste Special -> Values** option.



The only exception is in the **ADV sheet**, where you must use the **Paste Special -> Values & Number Formatting** option.



In case of doubt, each sheet has info buttons for each table that you can click to get specific instructions.



Note that in the Consortium Sheet you are requested to specify if an advance payment is requested by each partner of the consortium. **You must list the subcontractors by indicating first those who require an advance payment**, if any, then those who do not.

Entity	Country (ISO Code)	Role	Cost in Euro	Price in Euro	Advance Requested
Our Company	IT	Prime	1,000,000	600,000	Yes
Subco 1	AT	Subco	200,000	100,000	Yes
Subco 2	DE	Subco	180,000	90,000	No

3.2 Consortium Sheet

This sheet contains all the information related to the structure of the proposing Consortium for each contract phase, including to total cost and ESA price for phase and the request of an advance payment.

Please fill in the light-orange lines, pre-formatted based on what you inserted in the Overview Sheet.

Note that in case of request of advance payment by just some of the sub-contractors, you must insert first those which are requesting the advance payment, then those which are not.

3.3 Reviews Sheet

This sheet contains the information on the planned reviews for all phases of the activity. Please fill in the required data in the light-orange lines (pre-formatted based on what you inserted in the Overview sheet) for both phases.

You can manually insert a custom list of reviews. However, you can easily use the “USE INCUBED DEFAULT REVIEWS” button to add the InCubed default reviews based on the domain (space, ground, data) and the InCubed cycle you selected in the Overview sheet.

In can specify for each review if it is a milestone or not by adding YES or NO in the last column, respectively.

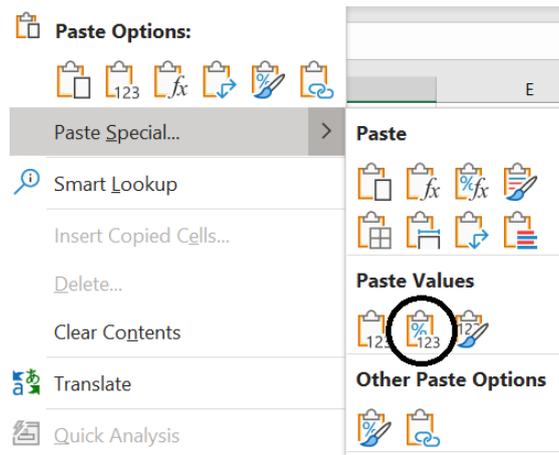
3.4 MPP Sheet

The MPP sheet takes the reviews in the Reviews sheet that you have marked as milestones and automatically fill the tables for each phase. You are requested to fill in the missing information in the light-orange cells in both the MPP and Breakdown of Payments tables for each phase.

3.5 ADV Sheet

This sheet contains the information on the advance payment and the relative offset for all companies that are requesting an advance payment, as reported in the Consortium sheet.

As stated below, when copying data in the ADV tables, **you must use the Paste Special -> Values & Number Formatting** option.



3.6 Contact Sheet

This sheet contains the contact details to be inserted in the contract. Fill in the information in the light-blue cells and be sure that the proper details are provided, since amending the contract once it goes into the signature loop it would take a large amount of time to make any changes.

Please note that in the “addresses” fields you must insert the address of the company, not the private ones.

3.7 Flight Item Sheet

This sheet contains all the information related to any flight item that will be produced/developed within the activity. Fill in the light-blue cells.

3.8 Deliverables Sheet

This sheet contains the list of deliverables document to be produced within the activity. The list of reviews in row 2 of the sheet is taken from the Review tab, the Review tab must be properly completed before addressing the list of deliverables.

In order to add the reviews to this sheet, you can use the “ADD REVIEWS TO TABLE” button.



Once done, you can add all the deliverables to the table by copy/pasting what you already have on the Full Proposal. Under each review, you can specify what kind of delivery is expected at each event:

- N: new issue to be delivered at the indicated review
- U: Updated issue to be delivered at the indicated review
- C: Document already delivered and under configuration control

The InCubed program has a default set of documents to be delivered based on the activity’s domain and the InCubed cycle. Such reference can be found on the InCubed website at this address: <https://incubed.esa.int/wp-content/uploads/sites/2/2021/09/InCubed-deliverables.xlsx>

Please note that in case of changes to the list of deliverable documents, you must provide a detailed mapping between the proposed list of documents and the InCubed required ones. This mapping must be in addition to the list of deliverables in the Deliverable sheet.

3.9 BIPRs Sheet

This sheet contains the information relative to the BIPRs that will be included in the contract. Fill in the information in the light-orange cells, preformatted based on what has been inserted in the Overview sheet.

3.10 Conclusions

When you have filled everything, make sure that you're happy with all the information inserted. You can also check the automatically generated tables in the purple sheets to have a preview of the tables that will be inserted in the contract.

4 ADDITIONAL INFORMATION

This tool is still under development, hence it is possible that it has bugs. If you ever get an error message on your screen or an unexpected result, please take a screenshot and save it. In case of error, please also click on Debug and take a screenshot of your screen with the part highlighted in yellow and save it.

Send an email with the bugged workbook and the screenshots attached, together with any useful information, to daniele.romagnoli@esa.int with incubed@esa.int in copy.

Also, the Smart Contract Input File has some technical limitations listed below:

- The maximum number of phases for the contract is TWO (2)
- The maximum number of subcos for EACH PHASE is ELEVEN (11)
- The maximum number of reviews for EACH PHASE is EIGHT (8)
- The maximum number of BIPR items is FOUR (4)
- The maximum number of documents for each group is
 - o Additional Management Documents: ELEVEN (11)
 - o Engineering Documents: FOURTY (40)
 - o Testing Documents: TWENTYFIVE (25)
 - o Product Assurance Documents: TWENTY (20)
 - o Software Documents: TWENTY (20)

Should any of these limits impact your activity, please get in touch with the InCubed Team by sending an e-mail to daniele.romagnoli@esa.int with incubed@esa.int in copy.