

Terms of Reference (TOR) for PPP Specialist (Individual)

Background

In September 2015, the Government of Bangladesh issued the *Public Private Partnership Act (PPP Act 2015)* to facilitate the development of core sector public infrastructure and services vital for the people of Bangladesh. The PPP program is a part of the Government's Vision 2021 goal to ensure a more rapid, inclusive growth trajectory, and to better meet the need for enhanced, high quality public services in a fiscally sustainable manner. Under this act, the PPP Authority was established in September 2015 as a separate, autonomous Authority under the Prime Minister's Office to act as a catalyst to proactively identify, realize, screen, develop and provide support for PPP projects.

The PPP Authority's role in relation to the PPP program extends to supporting the Line Ministries and Agencies to identify, develop, procure and finance PPP projects. For interested investors and lenders, the PPP Authority provides a professional, transparent, centralized portal for accessing high quality PPP Projects and is staffed by both private sector professionals and civil service resources, the PPP Authority facilitates project development, and builds capabilities, with the goal to enhancing the quality, attractiveness, and sustainability of PPP projects.

PPP Authority not only has a regulatory oversight role, it offers project development support, and provides expert project facilitation services to the Contracting Authorities and Line Ministries. With its in-house PPP expertise, PPP Authority engages closely with the Contracting Authorities and their advisors for various commercial and legal issues to ensure that the project becomes bankable and also government objectives are met. The PPP Technical Assistance Fund (PPPTAF) is established to provide project development funding support to sanctioned PPP projects. PPP Authority procures consultants and advisors through PPPTAF to support the development, review and validation of project concepts, commercial fundamentals, legal considerations and finalization of transaction documentation.

Objective of the Consulting Assignment

The objective of this consulting agreement is to appoint an individual PPP Specialist provide expert advisory services in carrying out PPP projects implementation and provide PPP project identification, procurement and capacity building support services.

Scope of the Services

The PPP Specialist will be responsible for project appraisal and technical assistance to the line Ministry undertaking the PPP project. S/he will continuously interact and liaise with project sponsor and ensure that the project is developed and presented to Government with required quality and standard.

The tasks that the PPP Specialist will need to undertake include (but are not limited to the following):

- Support the PPP Authority to administer the PPP project identification and qualification, project development and implementation process. This will include (but is not limited to):
 - Carrying out project screening activity on the project being submitted to the PPP Authority and developing reports on the assessment;
 - Monitor, record and implement actions agreed by the PPP Authority project screening committee;
 - Develop and review financial model for the project;
 - Prepare and review PPP transaction documents being developed for the project;
 - Monitor and report on the progress of the PPP projects;
 - Supporting in the appointment of advisors;
 - Reviewing and assessing the completeness and findings of Pre-feasibility and Detailed Feasibility Reports;
 - Engaging with the Line Ministry/Implementing Agency to provide feedback and advice on the development and implementation of the project;
 - Analyzing and advising on PPP risk allocation and develop an appropriate risk profile for the project;
 - Reviewing the terms and conditions of RFQ's and RFPs to be issued for the project to ensure they meet best practice and PPP guidelines;
 - Liaise with PPP Authority consultants and staff to co-ordinate their inputs in supporting the development of the project.
 - Offer necessary support in preparation of PPP transaction document (PIM, IFB, RFQ, RFP, PPP contract.)
 - Offer necessary support in procurement of preferred bidder (Pre bid meeting, evaluation, negotiation)
- Support the PPP Authority in the development, detailing and ensuring the application of PPP policies. This will include (but not limited to) supporting the PPP Authority in:
 - Reviewing PPP project proposal to ensure they meet bid submission requirements;
 - Evaluating and advising on PPP proposal over the procurement phase;
 - Identifying and addressing commercial risk issues raised by the PPP contract;
 - Negotiation of PPP project; and

- Developing and conveying PPP strategy, policy and guidance;
 - Developing a database of relevant legislative and regulatory material, global best practice and development of standardized contractual documents;
 - Developing operational instructions for implementing PPP policies;
 - Performing such other tasks assigned by the CEO (Secretary) as may become necessary
- Support the PPP Authority's remit to undertake awareness creation activities and build capacities in line Ministries and Implementing Agencies on PPP matters. This will include:
 - Provide PPP training sessions to officials in the PPP Authority and the Line Ministry/Implementing Agency;
 - Supporting the PPP Authority in carrying out road shows and investor promotion activities;
 - Develop strategies for engaging with market participants to create awareness and generate feedback.

The total services will need to be delivered over a continuous contract period of 24 months, but may be extended on mutual agreement.

Required Qualification

The consultant is desired to fulfill the following requirements:

1. MBA/Master's Degree on finance/accounting/economics/Engineering or a similar relevant professional degree. Preference will be given for overseas qualification.
2. At least 10 years of experience of working in a consulting/financial/commercial institution. (for e.g. financial institution, accountancy firm, law firm, consultancy firm).
3. At least 6 years of practical experience in dealing with PPP project development and PPP transactions. Prior experience with PPP Authority will be highly valued.
4. Good understanding of commercial lending terms and banking market. Experience of working in infrastructure sector project will be given preference.
5. Sound understanding of policies, procedures & practices as applied in projects and in alignment with the government context.
6. Familiar with strategic plans, financial and narrative reporting/documentation mechanisms, research methodologies, project proposals, contracts, monitoring, and evaluation tools.
7. Experience in addressing commercial risk issues, and a clear understanding on procurement rules that are relevant in a commercial discipline enterprise (for e.g. financial institution, accountancy firm, law firm, or consultancy firm).
8. National and/or international experience in commercial oriented infrastructure sector project management will be a distinct advantage.

9. Good interpersonal skill and ability to communicate effectively with government and private sector officials.
10. Any globally recognized certification on PPP will be distinct advantage.
11. Must have strong and proven communication and presentation skills, both in English and Bengali.
12. Must be skilled and fluent in the use of Microsoft Excel, Word and PowerPoint Project.
13. Good understanding, knowledge and experience in administration and management of downstream contracts like EPC contracts, O&M contract and project management consulting contracts.
14. Good understanding and practical experience in project Finance and Financing Agreement is desired. Ability to interpret and analyze Financial Model.
15. Knowledge and working experience with Initial Environment Examinations (IEE), Environmental and Social Impact study (EIA/ESIA), Environmental and Social Management Plan (ESMP) and other environmental and social compliance related to infrastructure project will be distinct advantage.
16. Working with Unsolicited Proposal (USP) will be added value.