



REQUEST FOR PROPOSAL

**HIRING SERVICES OF A LAW FIRM
FOR ASSISTING TDAP TO DEVELOP
TENDER DOCUMENTS AND
DRAFTING LEGAL CONTRACT FOR

VAPOR HEAT TREATMENT PLANT

(Under Public Private Partnership / Lease
Mode**

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HIRING SERVICES OF A LAW FIRM

Trade Development Authority of Pakistan (TDAP) intends to hire the services of a reputable law firm (registered with tax departments of federal and provincial governments in accordance with the applicable laws) having experience in legal, financial and technical issues to develop Tender Documents and drafting Legal Contract and developing of financial model for installation and operation of Vapor Heat Treatment (VHT) plant under lease / Public Private partnership mode in consultation with TDAP.

2. The hired law firm shall be responsible to help TDAP in the entire process i.e. from initiating the tendering process to execution of the contract (for installation & operation of Vapor Heat Treatment-VHT Plant) which shall include:

- i.* Preparation of tendering documents and assisting TDAP in selection of firm on the basis of bids.
- ii.* Drafting and execution of contract (for installation & operation of VHT Plant) with the successful bidder / firm.
- iii.* To assist TDAP in proper execution of provisions of the contract referred at Sr. No. (ii) above and suggest legal remedial measures in case of violation (s).
- iv.* Defending TDAP in the court(s) of law in case of any litigation arising from the violation(s) of any provision(s) of the contract referred to at Sr. No. (ii) above, till the operationalization of plant.

3. Detailed terms of reference, evaluation criteria and other related information for the purpose can be obtained from the address given below or it can be downloaded from TDAP website (www.tdap.gov.pk).

4. Single Stage Two Envelope Procedure will be used for Open Competitive Bidding. The interested firms / consultants will submit their sealed “Financial and Technical Proposals” in separate envelopes and will clearly mention (Technical or Financial) in bold and legible letters on respective envelope to avoid any confusion.

5. Financial proposals should accompany a bid security equivalent to two per cent (2%) of the bid amount in the form of Pay Order / Demand Draft in favor of “**Accounts Officer TDAP**”.

6. Sealed tender documents shall be submitted latest by 11:00A.M.on **28th November 2014** at the address given below. At the first stage, only technical proposals shall be opened on the same day at 12:00 Noon in the presence of representatives of the participating firms.

7. Trade Development Authority of Pakistan reserves the right to reject any or all bids and to annul the bidding process at any time, however, reasons for rejection or annulling bid process will be communicated to the concerned bidder (s) in accordance with the Procurement Rules.

Dr. Muhammad Yousuf Khan

(Director General)

Trade Development Authority of Pakistan

5th Floor, Block – A, Finance & Trade Centre, Shahrah-e-Faisal, Karachi

Tel: 021-99206805

BACKGROUND

Trade Development Authority of Pakistan (TDAP) under a project imported for installation of Vapor Heat Treatment (VHT plant in **Karachi** with the objective of establishing a facility for exporters and growers where Mangoes and possibly other fruits and vegetables could be treated under this technique for export of Pakistani fruits and vegetables to countries which require such treatment. TDAP has imported VHT Plant and Sorting Machine from Japan; and also procured a Generator for this project.

OBJECTIVE

TDAP now wishes to enter into an arrangement with private sector who have the capability to establish such a facility and enter into an arrangement taking the responsibility of providing the required land and develop the requisite ancillary infrastructure and install and operate the plant. The facility must be operated to an agreed standard terms and conditions and the responsibility for its successful installation and commissioning and for operating the facility for an agreed period of time.

The private party should pay a rental charge (to be determined by the financial experts' team) to the TDAP for the equipment provided by the TDAP and the private party is required to maintain and operate the facility to the standard required by TDAP and mutually agreed. All costs relating to installation and operating the facility and shall be the responsibility of the private party, along with cost of independent monitoring firm selected for evaluating and reporting the performance of the private party against agreed operating parameters.

In order to achieve the above objectives, TDAP requires the services of the Law firm in assisting TDAP to develop Tender Documents and drafting of Legal Contract and developing of financial model for installation and operation of Vapor Heat Treatment (VHT) plant under Lease / Public Private Partnership (PPP) mode.

SCOPE OF SERVICES

A. LEGAL:

The selected Law Firm is required to provide the following services:

1. Act as legal advisor to the TDAP in respect of above stated project. The treatment facility will be given to the exporters or growers without any discrimination on first come - first serve basis on mutually agreed rates.
2. Develop Financial Model, and the RFP package, which shall include the Public – Private Partnership (PPP) agreement that needs to be drafted.

3. Assisting TDAP during the process of procuring of private partner for this project, including drafting and developments of bids, bid evaluation process (including land title documents presented by the bidder) and assisting in finalizing the negotiations and concluding the agreement with the selected party.
4. Assist TDAP in Insurance matters.

B. FINANCIAL:

To develop a complete Financial Model, through a professional, for the project which inter alia, covering Intern Rate of Return (IRR), estimation of VHT processing cost per kg, rental determination to be paid to TDAP etc. It is important to note that to evaluate the bids under PPP mode, TDAP should have some numbers to compare the bids which quote the minimum possible VHT processing cost per kg for export to Japan and other importing countries.

C. TECHNICAL:

To provide technical support, via an Engineering Consultant, to cover the civil and mechanical areas of the draft contract and to assist TDAP in ascertaining the right bidder which has the requisite experience.

Payment Schedule / Milestones

The TDAP will make payments to the successful bidder as per the following schedule:

No.	Deliverable	Percentage of the total Contracted Payment
1.	Initial Payment after the signing of the Contract with the Law Firm	10%
2.	Submission of the first Draft of Tender Documents, Advertisement / RFP Package / Including Financial Model and Legal Contract	10%
3.	After the Finalization of the RFP Package and issuance of advertisement / tender in the newspapers for PPP / Lease Mode mode	10%
4.	Assistance to TDAP in evaluating the bidders	10%
5.	Signing of the Contract with the winning bidders	20%
6.	After the successful completion of installation and operation of the Plant by the successful bidder and Financial close of the transaction for the project	40%

TDAP has tried to make this submission as brief as possible while still collecting sufficient information to ascertain the experience and capabilities of your firm. A. TDAP will not be liable for any costs incurred by any firm in responding this RFP.

- A. Provide background information on your firm to include the following:
 1. Office location(s)
 2. Explain how your firm is qualified to handle the legal, financial and technical services for the TDAP.
 3. Identify the key contact person for the firm for this proposal.
- B. Provide information on your firm’s specific experience that demonstrates your firm’s ability to handle this assignment.
- C. Provide a list of at least three recent and/or current clients, including a contact person with address and telephone number.
- D. Provide a brief resume of qualifications for each person to be assigned to provide services to TDAP under this proposal.
- E. Provide any further information you consider to be of value in evaluating your firm’s qualifications.
- F. Cost Proposal
 1. Please quote a fixed fee, inclusive of all taxes for providing the services requested.
 2. Please also quote additional fee in case of extension in time / scope of work of the project in future.

EVALUATION PROCESS

It is our intention to select the firm that presents the best combination of experience, capacity and competence to cater the needs of TDAP. TDAP will examine review the documents submitted, call references and others who have worked with your firm. A site visit to the office to meet the firm’s staff and principals working on this matter may also be done.

EVALUATION CRITERIA

S.no	Parameters against which technical evaluation shall be done	Scoring brackets	Total points allocated
1	<u>Profile</u>		<u>35</u>
1.1	<u>Years of Experience:</u>		<u>15</u>
	≤ 2 year		
	≥ 3 ≤ 6 years		
	≥ 7 ≤ 10 years		
	≥ 11 years		
1.2	<u>Profile of total projects executed by the firm or</u>		<u>20</u>

	<u>sister concerns/ joint bidders (excluding sub - contractors/ special contract firms)</u>		
	$\geq 1 \leq 3$ projects of legal / financial / technical nature, each costing between Rs. 1 to 5 Million.		
	≥ 4 projects of legal / financial / technical nature, each costing between Rs. 1 to 5 Million.		
	$\geq 1 \leq 3$ projects of legal / financial / technical nature, each costing beyond 5 Million.		
	$\geq 4 \leq 8$ projects of legal / financial / technical nature, each costing between Rs. 1 to 5 Million.		
	≥ 9 projects, projects of legal / financial / technical nature, each costing between Rs. 1 to 5 Million.		
2	<u>Relevant Experience of Management and Team</u>		<u>30</u>
2.1	<u>Relevant experience and Qualifications of team/ employees proposed for the assignment</u>		15
	Qualifications of proposed managerial staff not related to Law but $\geq 2 \leq 4$ year experience in management fields.		
	Qualifications of proposed staff related to law filed with $\geq 2 \leq 4$ year experience in		
	Qualifications of proposed staff related to law field with ≥ 5 year experience in the field of designing, development and execution of legal contracts.		
2.2	<u>Development & Execution of Legal Contracts under “Private - Public Partnership” done so far</u>		15
	≤ 3		
	$\geq 4 \leq 6$		
	$\geq 7 \leq 9$		
	≥ 10		
3	<u>Financial Strength of the Firm</u>		<u>15</u>
	Audited/certified accounts or statements showing cash balances greater than 1 Million and less than Rs. 5 million in the relevant year.		
	Audited/certified accounts or statements showing cash balances of more than Rs. 5 million in the relevant year		
4	<u>Registration with any international legal Body / Forum / Society</u>		<u>10</u>
	$1 \geq 2$		
	≥ 3		

5	Proposed Work Plan		<u>10</u>
	Do not conform as per the Schedule of Requirements / TORs		
	Partially conform to the Schedule of Requirements / TORs		
	Fully conform to the Schedule of Requirements / TORs.		
Total			100

INSTRUCTIONS ABOUT SUBMISSIONS AND KEY DATES

Five (5) copies of your proposal and all attachments and exhibits must be received by 1100 hrs PST on 28th November 2014 to of TDAP. Send all proposals to the address listed below:

Dr. Muhammad Yousuf Khan
(Director General)
Trade Development Authority of Pakistan
5th Floor, Block – A, Finance & Trade Centre, Shahrah-e-Faisal, Karachi
Tel: 021-99206805
