

# Terms of Reference

## Establishment of 50-Seat Medical College and up gradation and modernization of Existing Railway Hospital into 250 beds at Saidpur in Nilphamari

### Background

Bangladesh Railway (BR), a government owned transportation agency of the country is the sole agency responsible for all railway operations of the country. It covers a length of 2,855 kilometers railway track linking the entire length and breadth of the country. BR's mission statement includes the management of their significant land asset and ensuring the optimum utilization of their Development and Revenue Budget. BR also operates a number of hospitals across different parts of the country. Many of these facilities need to be upgraded with the latest equipment and expanded to cater for the growing demand and need for health services. In order to utilize the additional land available and deliver increased health services, BR is looking to work in partnership with a private sector partner on a PPP basis.

Bangladesh Railway has decided to balance, modernize, rehabilitate and expand the existing Saidpur Railway Hospital at Saidpur, Nilphamari to a upscale 250-bed hospital and to establish a 50-seat medical college in the unused land at and adjacent to the hospital complex on the Public Private Partnership (PPP) model.


The PPP modality would enable Bangladesh Railway to enter into a partnership with private sector partner/s who would be involved in upgrading and enhancing the health service facilities, while delivering better quality health services at affordable rates to BR employees, while earning commercial return from offering services to the general people.

The proposed Project has been provided in-principle approval by the Cabinet Committee for Economic Affairs (CCEA) on 14 August 2013. BR has requested support from the PPP Authority for project development and transaction advisory services. The PPP Authority is now in the process of engaging a transaction advisor for the provision of technical, commercial, financial, transaction, environmental/social and project management advisory services to support the process for appointment of a PPP developer for this project.

### Project Description

BR has a total of around 34,000 regular employees. For the medical care of its employees and general population in the vicinity, BR operates hospitals at different regions of the country. Saidpur Railway Hospital is among of them. The hospital was established in 1870 and used to have 82 beds. At present the hospital could serve only about 60 to 70 indoor and 80 outdoor patients daily due to paucity of funds. Bangladesh Railway decided to establish a modern medical college, and up gradation of existing hospital under a PPP model, offering enhanced and expanded health facilities and education services.

Saidpur is the one of the most vibrant city of the north Bengal and serve as connecting point to all major towns and cities of the north Bengal. The proposed hospital has been planned to cater for the health service requirements for both the BR's employees as well as general people. Moreover, a modern medical college will also be established for the increasing need of quality medical education in the western region of the country. BR has capacity and resource constraints to develop these facilities on its own and hence has opted to attract private investors to invest in the proposed project at Saidpur on a PPP model.



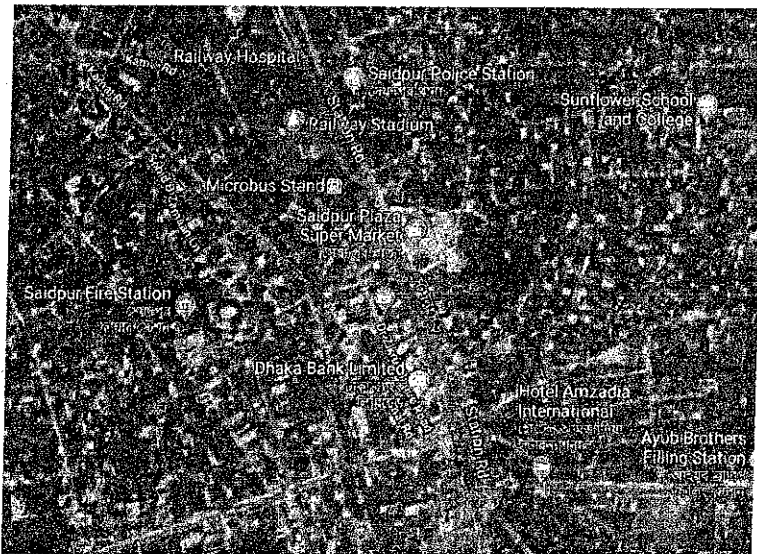
## Project Objectives

The objectives of the proposed project are

1. to quality provide medical services to general public as well as Bangladesh Railway's employees
2. to increase revenue earning scope of the Bangladesh Railway and
3. to introduce private public partnership in the Bangladesh Railway

## Map and Project Location Information

The site is centered around 25°47'05.7"N 88°53'29.1"E. The present hospital is a colonial style building and the proposed project site includes adjacent vacant land; about nine acre land, unused and covered by trees, is available for the project. The site is about 1.1 kilometer away from the railway station, 3.3 km from the Saidpur Airport, 1 km away from the National Highway and 1.5 km away from the town center. The site connected well connected by roads from all sides and can be reached easily by all vehicles.



## **Objective of the Consulting Assignment**

The objective of this assignment is to procure transaction related services:

- To assess technical, commercial, financial, environmental and social viability for –
  - a. Upgrade and modernize the existing hospital to a 250-bed hospital and
  - b. Establishment of a 50-seat Medical College on the unused railway land adjacent to the Saidpur Railway Station

Subject to a positive confirmation of the viability of the Project based on the outputs above and ministerial confirmation for launching procurement:

- a. To assist the Government in delivering, designing and implementing the project on the basis of a PPP structure;
- b. To structure the Project, develop a commercial model, assist in the bidding process and award of the Project in a manner which ensures:
  - Maximising private sector participation in the bidding process;
  - Financing of the capital cost by the concessionaire; and
  - Optimizing the revenue potential of the project.

## **Project Delivery Role**

The PPP Authority is procuring the Transaction Advisor to support the Implementing Agency, BR and Line Ministry to deliver the Project.

- In delivering the Project the Transaction Advisor will work directly with the Project Director, appointed by BR;
- The PPP Authority will maintain an oversight role through participation in the Project Steering Committee (where established) or/and through periodic updates throughout the various phases of the Project;
- The PPP Authority will make payment on successful delivery of objectives and deliverables set out in the Scope of the Services in the consultation with BR.

## **Scope of the Services**

### **Phase 1: Detailed Feasibility Study and Project Development**

The Transaction Advisor of this Project will carry out a detailed feasibility study for the Project on the basis of a PPP structure taking in to account issues relating to the technical, financial, commercial, social, economic, environmental and other relevant factors. Phase 1 shall be carried out taking into account local and national issues, applicable laws, regulations, standards, specifications and other relevant considerations.

Prior to completion and final submission of the deliverables under Phase 1, the Transaction Advisor shall present the draft findings and recommendations to key stakeholders in a presentation format and take into account any feedback provided and incorporate the feedback in the final Detailed Feasibility Study.

The Detailed Feasibility Study will specifically include (but not be limited to) the following:

#### **1. Introduction**

- Executive summary setting out the overall findings and key issues of the Project;
- Introduction to the Project and objectives;
- Background of the Project;
- Approach and Methodology to the Detailed Feasibility Study including data collection; and
- Summary of the Key Assumptions applied throughout the Detailed Feasibility Study.



## **2. Needs Analysis**

Discuss with Implementing Agency, BR and identify -

- The strategic objectives of the Ministry and the BR; and
- Assessment of the need for provision of service.

## **3. Linked Project Assessment**

- Identify key Linked Projects (if any) and the relevant government agencies that will have responsibilities for implementing the Linked Projects.

## **4. Preliminary Technical Assessment**

- Identifying requirements for the Project including the amount of land, critical inputs, utility services and access arrangements that will need to be provided/secured;
- Preliminary topographical survey and soil condition analysis;
- Prepare an indicative layout along with area allocation for the different components of the Project;
- Prepare estimates of capital and operating costs for the Project;
- Develop required technical design, animation, graphical presentation etc. to display site planning and indicative layout and illustrative outline of the complex.

*Annex 1 sets out the detailed tasks that are expected to be carried out as part of the Preliminary Technical Assessment.*

## **5. Project Scoping**

- Option Assessment of the scope of service to be provided;
- Identify minimum project requirements/services for the private developer along with phasing;
- Prepare broad output specification and define Key Performance Indicators (KPI's) (as applicable) for the private developer;
- Identify responsibilities/services to be provided by BR;
- Identify responsibilities/services to be provided by Private Partner to BR;
- Assess how the provision of services to the BR employees can be optimized with enhancing service provision and element of pro-poor.

## **6. Environment and Social Impact Assessment**

- Primary Assessment of environment and social impact in relation to the Project (Initial Environment Examination, Initial Social Examination and Environmental Impact Assessment and Social Impact Assessment);
- Recommendations report for safeguarding environment and social impacts.

In carrying out the assessment and setting out the recommendations, compliance with relevant Bangladesh environmental and social laws, regulations, policies, procedures and guidelines and Equator Principles should be addressed.

*Annex 2 sets out the detailed tasks that are expected to be carried out as part of the Environment and Social Impact Assessment.*

## **7. Demand assessment and market study**

- Conduct a market analysis to understand sector structure, demand drivers and dynamics, expected growth and level of competition, assess the extent to which there is a supply gap, - the output will feed into the Project Scope above;
- Identify critical market risks, and possible mitigation strategies;
- Assessment of local and international market capability (including developer, contractors, sub-contractors and financiers) to deliver this Project;
- Consultation with potential bidders to assess market interest in Project;

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- Taking into account market feedback in relation to the Project scope and preliminary design of the concession contract with the private sector;
- Recommendations on enhancing potential market interest and engaging with the market to maximise competition.

#### **8. Financial Analysis and PPP Transaction Structure**

- Detailing the capital and operational costs of delivering the Project, including direct and indirect costs, that will be incurred over the whole life of the Project;
- Conduct socio-economic analysis and determine economic rate of returns from the Project;
- Detail the revenue stream and possible alternatives for revenue maximization and preparation of revenue model for the Project;
- Development of a Financial Model (including all assumptions made) with functionality to carryout sensitivity analysis on variables such as user charges, provision of viability gap funding (if necessary) and as such;
- Listing of all assumptions made in relation to assessing the cost and revenue of the Project, including inflation rate, discount rate, depreciation, forecast demand, etc.;
- Assessing the commercial viability of the Project if structured with or without any direct additional government support (i.e. VGF);
- Advising on any Fiscal or Special Incentives (permissible within Bangladesh PPP policy) that can be considered for the Project and assessing the financial implications of these incentives on the Project;
- Assessing what additional options exist to make the commercial viability of the Project more attractive while taking into account the additional financial impact and burden that may fall to the public sector;
- Recommendation on the optimum structuring approach for delivering this Project as PPP;
- Generate options for bidding parameter and recommend optimal bidding parameter;
- Advising on tax related issues arising out of structuring the Project;
- Prepare Value for Money (VfM) analysis test for decision makers with methodological details.

#### **9. Regulatory Review and Stakeholder Consultations**

- Conduct a regulatory review to confirm that the private sector can provide the proposed outputs, and use the associated assets, identify potential regulatory restrictions, identify permits, licensing and approval requirements, determine the status of land ownership and any potential encumbrances that may restrict usage by the private sector, identify costs and time required to resolve these issues, and prepare an implementation plan;
- Consult with key stakeholders to confirm the findings of the market and technical analyses and identify critical risks;
- Preparation of a consolidated list of approvals/consents/clearances required.

#### **10. Project Risk Assessment**

- Development of risk matrix to identify and assess scale of potential Projects development and implementation risk and allocation of risk against stakeholders;
- Propose mitigation measures to address risk.

#### **11. Heads of Terms for Concession Agreement**

- Set out the key commercial terms and conditions that will need to be reflected in the Concession Agreement;
- Set out proposed Key Performance Indicators and service credentials.

#### **12. Bankability of the Project**

- Key factors for financial closure of these two PPP projects;
- Highlights on the financial closure for projects with similar commercial structure;

- Aspects of bankability of the Project if structured with or without any direct additional government support (i.e. VGF, payment guarantee, annuity etc);
- Feedback from the lender community including BIFFL, IDCOL and major nationalized and private financial institutions;

### **13. Procurement Plan**

- Developing a detailed plan for developing and executing the procurement process of the Project;
- Setting out a detailed timeline for delivery of the Project;
- Propose the structure in the Implementing Agency for a PMU required delivering the project and proposing a governance arrangement for ensuring Project oversight and delivery;
- Develop proposals of how transfer of knowledge can be embedded through tour and training under Phase 2.

## **List of Reports, Schedule of Deliveries, Period of Performance**

### **Phase 1 Deliverables:**

- Inception Report on Saidpur Railway PPP hospital and medical college;
- Preliminary Findings Report on Saidpur Railway PPP hospital and medical college;
- Draft Feasibility Report on Saidpur Railway PPP hospital and medical college;
- Detailed Feasibility Study Report on Saidpur Railway PPP hospital and medical college.

Ten (10) hard copies and 3 copies of soft files of all reports mentioned herein below shall be submitted to the contracting authority (Bangladesh Railway).

### **Timing for Delivery of Reports**

#### ***Inception Report:***

On commencement of the consultancy, the consultant shall prepare and submit an Inception Report within 2 (two) weeks of signing the contract. The Inception Report shall be a further elaboration of the consultant's submission towards understanding of the RFP, the methodology to be followed, the proposed work plan, the key interim and final delivery milestones, the schedule of delivery of the various components of the Detailed Feasibility Study etc.

#### ***Preliminary Findings Report:***


Within a period of 8 (eight) weeks signing the contract, the consultant shall submit a Preliminary Findings Report where it should provide an overview of the initial findings of the Project highlighting any key issues that may need to be addressed in order to enhance the viability and speed of delivery of the Project. The Preliminary Findings Report shall specifically cover items 1 through 6 and 9 above.

#### ***Draft Detailed Feasibility Study:***

Within 18 (eighteen) weeks of signing the contract, the consultant shall submit the draft Detailed Feasibility Study. The draft Detailed Feasibility Study shall cover all the items listed above.

#### ***Final Detailed Feasibility Study:***

Within 22 (twenty-two) weeks of signing the contract, (subject to receipt of comments from the relevant authority), the consultant shall submit the final Detailed Feasibility Study.



## **Phase 2: PPP Procurement Process Development and Implementation**

The launch of Phase 2 will be subject to:

- a. Successful completion of Phase 1
- b. Confirmation in the Detailed Feasibility Study that a commercially viable PPP structure that meets the strategic objectives of the Line Ministry and
- c. Notification by the Line Ministry in writing of its decision to proceed with Phase 2 of the Project.

It is the public sector contracting authority's discretion as to whether or not it intends to proceed to Phase 2 of the Project. Where the public sector contracting authority determines that it will not proceed with Phase 2 of the project it will notify the Transaction Advisor accordingly. The government also has the discretion to proceed with phase 2 but not with the same advisor who has conducted phase 1 activities. In this case, contracting authority will also notify the Transaction Advisor accordingly.

In any of such circumstances, the contract for the appointment of the Transaction Advisor will be terminated and no compensation payment in relation to Phase 2 of the Project will be applicable.

Phase 2 will be complete once:

- a. The Project has reached financial close and the Early Operations Support as detailed below has been delivered; or
- b. The Line Ministry has decided to cancel the procurement process and has provided notification in writing to this effect.

Once Phase 2 has been launched, the Transaction Advisor is required to work together with the BR to develop, manage and support the procurement process for securing contracts with a competent private developer under a PPP arrangement in accordance with the standards set out for PPPs in relevant laws, regulations, rules and policy.

The Transaction Advisor must support the Implementing Agency in marketing the Project to potential bidders. They must prepare a complete set of procurement documents complying with public sector procurement law, policies and guidelines. The documentation must be consistent with the results of the Detailed Feasibility Study. The Transaction Advisor must provide full support to the BR by drafting bidder communications, provide project management and administrative support necessary for the procurement process to be conducted in accordance with law and policy and to the highest standards of efficiency, quality and integrity.

**The deliverables under Phase 2 include (but is not limited to the following):**

### ***1. Phase 2 Inception Report***

The Transaction Advisor shall prepare and submit an Inception Report for agreement by the Implementing Agency. The Inception Report shall be a further elaboration of the consultant's submission towards carrying out all the activities and deliverables under Phase 2. It will set out the methodology to be followed, the proposed work plan, the key interim and final delivery milestones, the schedule of timing for the deliverables and the frequency of the reports that are to be produced.

#### Phase 2, Item 1 Deliverables:

- Phase 2 Inception Report.

#### Timing for Phase 2, Item 1 Deliverables:

- To be delivered within 2(two) weeks of the Notification by the Line Ministry in writing of its decision to process with the Phase 2 of the Project.



## **2. Preparation of Procurement Documents:**

- Prepare a Project Information Memorandum and project pamphlet for potential bidders to give them detailed information about the Project. Prepare the environmental and social elements of the Information Memorandum. Information about the potential investors and lenders (interacted by the Consulting firm through stakeholder consultations and discussion meetings) must be incorporated in the PIM document;
- Prepare the advertisements and notices required for the launch of a procurement process;
- Prepare Request for Qualification (RFQ) document to communicate the scope of the Project to potential bidders and pre-qualify a competitive number of competent bidders to participate in the bid, if needed;
- Prepare Request for Proposals (RFP) document covering the details of the scope of services that are required from bidders, details regarding information required, formats and timelines for submission of proposal and details regarding the bidding process. Outcome of the stakeholder consultation including the information regarding the selection criteria of potential investors should be incorporated in the document. Justification of project structuring must be aligned with the feedback from the potential lenders in terms of project bankability and financial closure.
- Prepare a Heads of Terms of the key commercial terms and conditions;
- Provide commercial, financial and technical input in drafting the Concession Agreement and schedules, drawing upon the deliverables of Phase 1 of the Project and including all specific requirements of the Project. All inputs into the draft Concession Agreement should be in accordance with applicable Bangladeshi laws, taking in to account the PPP policies, guidelines and the draft PPP model concession agreements;
- Prepare a tender evaluation strategy paper that sets out the bid evaluation system and criteria, designs a suitable bid process that maximizes competition, addresses how variant bids (if any) will be addressed, also consider whether two projects should be tendered individually or be part of a package;
- Liaise and co-ordinate with other advisors, such as the legal advisor, appointed by the Implementing Agency/PPP Authority to support the implementation of the Project.

### Phase 2, Item 2 Deliverables:

- Project Information Memorandum;
- Procurement launch notices and advertisements;
- Request for Qualification;
- Request for Proposals;
- Commercial Heads of Terms;
- Inputs into the Draft Concession Agreement;
- Tender Evaluation Strategy.

### Timing for Phase 2, Item 2 Deliverables:

- To be delivered within 8(eight) weeks of the Notification by the Line Ministry in writing of its decision to process with the Phase 2 of the Project.

## **3. Engagement with Market**

Support the Implementing Agency to:

- Market the Project among reputed private investors/operators including assistance in shaping advertisements for local, regional and international media, organizing meetings, visits and presentations to reputed international operators to enable a sufficient level of interest in bidding for the Project;
- Support the launch of the tender process by arranging and conducting Bidders' Conferences to discuss the tender requirements and set out the Project context.





Phase 2, Item 3 Deliverables:

- Bidders' Conference(s);
- Presentation Material for bidder meetings;
- Reports on outcome from bidder meetings.

Timing for Phase 2, Item 3 Deliverables:

- To be delivered within 12(twelve) weeks of the Notification by the Line Ministry in writing of its decision to process with the Phase 2 of the Project.

**4. Project Management and Governance Arrangements**

- Support the Implementing Agency in putting together proposals for a governance structure to monitor and implement the Project;
- Provide project management and administrative support to the Implementing Agency for delivering the Project;
- Provide support to Implementing Agency in the preparation of presentations and documents to report on Project progress and issues;
- Working together with other advisors and managing other advisory inputs to support the Implementing Agency in developing a consolidated view in delivering the Project;
- Monitoring and providing advice on performance of bidder against any conditions precedent to financial close;
- Prepare Contract Management Manual for the Contracting Authority.

Phase 2, Item 4 Deliverables:

- Project Governance Strategy;
- Project Management Reports;
- Contract Management Manual.

Timing for Phase 2, Item 4 Deliverables:

- To be delivered within 16(sixteen) weeks of the Notification by the Line Ministry in writing of its decision to process with the Phase 2 of the Project.

**5. Procurement Support**

To assist the Implementing Agency in carrying out the following activities:

- Respond to requests for clarification from bidders on the RFQ, RFP and other documents including addendum, if required;
- Carry out detailed consultations and meetings with potential bidders at the RFQ and the RFP stages to discuss the Project, bidding documents and other relevant issues in addition to regular bidder conferences;
- Submit Evaluation Report including recommendations of Qualified Bidders at RFQ stage;
- Prepare a virtual data room containing key documents and information;
- Prepare a virtual data room to enable members of the Implementing Agency's Project Team and key stakeholders to securely access, share and store Project Documents;
- Respond to requests for clarification from Qualified Bidders on draft Concession Agreement, RFP and other documents and information included in the virtual data room;
- Arrange and conducting one or more Bidders' Conferences to discuss the draft Concession Agreement and RFP with Qualified Bidders;
- Finalize the Concession Agreement and RFP to take into account comments and requests for clarification received from the Qualified Bidders;
- Assist in issuance of the finalized Concession Agreement and RFP to Qualified Bidders;
- Assist in finalizing Evaluation Report setting out the conclusions of the evaluation process and provide recommendations on selection of "Preferred Bidder" with rationale;

- Assistance in award of the concession to the Preferred Bidder;
- Assistance in finalizing and signing the Concession Agreement with the Preferred Bidder.

Phase 2, Item 5 Deliverables:

- Establishment of Virtual Data Rooms
- Response to queries from bidders
- RFQ Evaluation Report
- RFP Evaluation Report

Timing for Phase 2, Item 5 Deliverables:

- To be delivered within 32(thirty-two) weeks of the Notification by the Line Ministry in writing of its decision to process with the Phase 2 of the Project.

**6. Commercial and Financial Support**

While carrying out the assignment, the advisors need to assist the Line Ministry/ Implementing Agency as and when required in the development and implementation of the Project and enforcement of the terms of the Concession Agreement by providing the following support:

- Assess and advise on optimizing financing and funding strategies and identifying flexibility, opportunities and risks;
- Review and scrutinizes financial models submitted by bidders;
- Financial assessment of the -
  - need for any additional support (e.g. Viability Gap Financing) that may require make a Project commercially viable;
  - the commercial implications of the linked Projects;
  - the fiscal incentives and waivers as may be required for the Project.
- Development of a Project Risk Report to identify the risks in relation to the Project, advise on the balance of risk transfer and evaluate the commercial and financial implications of the risks allocation.

Phase 2, Item 6 Deliverables:

- Development of a Project Risk Report;
- Financial Assessment Report.

Timing for Phase 2, Item 6 Deliverables:

- To be delivered within 34 (thirty-four) weeks of the Notification by the Line Ministry in writing of its decision to process with the Phase 2 of the Project.

**7. Early Operations Support**

Support the Line Ministry/ Implementing Agency to:

- Develop an operations governance plan detailing the governance, monitoring and reporting arrangements that will apply from the financial close and launch of operations;
- Prepare a presentation to identify the roles and responsibilities of the public sector project representatives in managing the Concessionaire;
- Prepare a presentation to highlight the key commercial issues and risk that need to be managed during the period of operations of the contract.

Phase 2, Item 7 Deliverables:

- Development of an Operations Governance Plan;
- Presentation Report on Operations Roles and Responsibility;
- Presentation Report on Key Operational Commercial Issues and Risk.

Timing for Phase 2, Item 7 Deliverables:

- To be delivered within 36 (thirty-six) weeks of the Notification by the Line Ministry in writing of its decision to process with the Phase 2 of the Project.

**8. Stakeholder Consultation, Training and Transfer of Knowledge**

- Throughout the period of the assignment the Transaction Advisor shall on request deliver periodic seminars/training sessions (2 or 3 sessions in any one calendar year) on the delivery of PPP Projects to relevant stakeholders from the Implementing Agency, Line Ministry and linked public sector authorities.
- Meeting(s) with the PPP Financing Partner organization is mandatory for the Consulting Firm for obtaining feedback for making the project Bankable and attractive for the potential investors and lenders. Summary of the outcome of the meeting discussion must be incorporated in the Feasibility Study Report.
- Transaction Advisor shall arrange a short offshore Study Tour for up to 1 week for 4 (four) government officials (from line Ministry/Implementing Agency (two officials)/PPP Authority) to showcase similar Projects that have been delivered in other countries or regions; All expenses of study tour will be borne by the Transaction Adviser as per Foreign Tour TA/DA rules of GOB.

Phase 2, Item 8 Deliverables:

- Project Related Off-shore Study Tour for four (4) government officials;
- Periodic seminars/training session on the delivery of PPP Projects.

Timing for Phase 2, Item 8 Deliverables:

- To be delivered within 40 (forty) weeks of the Notification by the Line Ministry in writing of its decision to process with the Phase 2 of the Project.

In carrying out the activities and deliverables set out above the Transaction Advisor shall take particular care in ensuring that the following conditions and criteria are met:

- ✓ The transaction structures proposed are suitable taking into account the particular legal, regulatory and financial conditions that exist in Bangladesh;
- ✓ The bidding process is structured to ensure that it meets the requirements for openness and transparency;
- ✓ The service provision standards and targets are well defined;
- ✓ (Where applicable) There is a structured plan for smooth transition of the labor force;
- ✓ The Project is structured so as to ensure appropriate risk distribution between the private and public sectors, facilitating the future mobilization of financing and ensuring that the relevant contractual provisions are attractive to potential investors while optimizing sustainable long-term benefits to the consumers and economy;
- ✓ Promoting the transaction as broadly as possible to potential investors to foster competition for the investment opportunity;
- ✓ Relevant data available with the PPP Authority and the Implementing Agency will be given to the Transaction Advisor. However, the Transaction Advisor will need to carry out their own due diligence on this data and obtain any additional data that they may need at their own responsibility and cost.



## ANNEX 1

### Preliminary Technical Assessment

The general scope of services for Preliminary Technical Assessment shall cover but is not limited to the following major tasks:

#### I. Studies, data collection and surveys

As part of the feasibility studies, the advisors may need to collect data (both primary and secondary as required), conduct surveys and studies to:

- a. Establish a base-map as part of a graphic information system covering the Project site;
- b. Study the availability and level of service of physical infrastructure in the neighborhood of the site. These would include the water supply, sewerage, power, drainage, telecom, etc.;
- c. Study of market trends: This analysis can be subdivided into the following segments:
  - The Investor's perspective: A perception analysis of major developers to identify preferences on product mix, price, amenities, positioning, etc. from the perspective of potential investors;
  - The Users perspective: A primary survey shall be carried out to assess demand and analyze the positioning of the Project with respect to the different product mix.

#### II. Determine Costs and Recommend Cost-based and Market-based Rates

A survey of upcoming competitive activities in the surrounding areas needs to be assessed for understanding the future supply of competing developments. It would provide information on the following aspects:

- Nature of new developments coming up around the study site and in its neighborhood;
- The prices at which the similar facilities are charged currently;
- Unique feature that such developments are offering;
- The quantum of additional supply under various categories;
- The absorption period of these developments.

#### III. Conduct Competitive Benchmarking and Pricing

Competitive benchmarking (local and international) should be conducted to study and benchmark competing developments in the site area as well as in the country. The benchmarking will focus on profile of relevant investors, type of product, absorption rate, prevailing prices and amenities/facilities provided by the developer.

#### IV. Broad Technical Assessment

As part of the scope of services the advisors need to conduct broad technical assessment of the Project. The scope will include but may not limit to the following assessment:

- Site location and connectivity infrastructure;
- Site land profile and access to the land;
- Water Source – quality & quantity;
- Constraints from construction point of view like temporary drains, canals, lakes, etc.;
- General cutting & filling area;
- Boundary demarcation;
- Infrastructure availability road connection, drain, power distribution network, Substation, etc.;

- Identification of facilities and amenities in the Project facility (e.g. utility management including power, water, gas, etc.);
- Requirement and use of open space;
- Requirement and details of other facilities (e.g. shops, parking etc.);
- Topography and preliminary estimates of land development issues, if any;
- Soil type Assessment;
- Cyclone, earthquake, flooding considerations;
- Prepare a Site layout Plan;
- Prepare Project implementation schedules.

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## ANNEX 2

### Details of Preliminary Environment and Social Impact related work

The detailed list of tasks to be completed includes but is not limited to:

1. *Environment/Baseline Studies Data Collection and Interpretation:*  
Description of study area/geographical boundaries, baseline development and survey for other data required during the length of the study to describe the:
  - physical and biological environments; and
  - socio-economic environment including constraints.
2. *Review of the Environmental and Social Characteristics of the Project:*  
Conduct a review of the environmental and social characteristics and the surrounding environment to identify and evaluate Environmental and Social effects of the Project.
3. *Environmental Screening:*  
To carry out assessment of the:
  - Physical Environment (geology, topography, and soils);
  - Natural Drainage (surface drainage and flood risk).
4. *Social Screening:*
  - To gather information on land use, presence of legal and/or illegal (e.g. "squatters"/informal settlers) housing, proximity to nearby residences, proposed developments, traffic patterns, public health issues, demographics, employment, quality of life, transportation, power and energy, infrastructure (utilities and services), cultural resources, hazardous materials, contaminated soils and aesthetics;
  - Conduct a census and a socio-economic survey;
  - Assess property rights and local tenure of the land for the Project.
5. *Project Impact*
  - Assess the likely impacts (nature and scale) of the Project development on the described environment, including direct, indirect and cumulative, long term and immediate/short term impacts, and their relative importance to the design of the Project, including baseline and impact data on number of additional people served, number of women headed households served/impacted, impacts on vulnerable groups; impacts on affected community access to resources; impact on habitats; impact on cultural property; impact on air quality, noise, drainage and physical environment; extent of subsidies avoided by Government, private investment mobilized as a result of the transaction.
6. *Mitigation Measures*
  - Detail a set of mitigation and management measures to be taken during implementation of the Project to avoid, reduce, mitigate, or compensate for adverse social and environmental impacts, in the order of priority, and their timelines;
  - Recommend mitigation measures to address predicted adverse impacts including through design/conceptualization for both during construction works;
  - Quantify and assign financial and economic values to mitigating methods; Quantify associated costs;
  - Prepare a monitoring plan which should ensure that the mitigation plans are respected;

## ANNEX 3

### Details of Consultant's Team Composition and Requirements

#### Team Composition, Level of Effort, Task Assignment and Experience Requirement

SL	POSITION	NO. OF EXPERT	TOTAL MAN MONTH
1	Team Leader	1	8
2	Deputy Team Leader	1	4
3	Project Coordinator	1	6
4	Financial Expert	1	4
5	PPP Expert	1	6
6	Hospital and Medical College Infrastructure Expert	1	6
7	Environmental Expert	1	2
8	Civil Engineer	1	3
9	Geo Technical Engineer	1	2
10	Social Expert	1	2
Total		10	43

The man month provided above is indicative only. The consultant may propose man-month as suitable to their approach and methodology. The consultant may also propose additional staff if necessary. However, such additional staff and change of man-month needs to be justified.

The educational requirement and role for the team members is provided below:

SL	KEY PERSONNEL	EDUCATION	LENGTH OF PROFESSIONAL EXPERIENCE (MINIMUM)	ROLE IN THE ASSIGNMENT
1	Team Leader	Masters or equivalent in any discipline	15 years	Lead the team, review the quality of deliverables, and lead the commercial and PPP transaction structuring.
2	Deputy Team Leader	Masters or equivalent in any discipline	10 years	To support the team leader. prepare and manage Project implementation, various other experts change management etc.
3	Project Coordinator	Graduate or equivalent in any discipline	10 years	To act as Project Coordinator, prepare and manage Project implementation, coordination of preparation of PPP support documents etc.
4	Financial Expert	Graduate or equivalent in any discipline	8 years	Financial structuring of the Project including development of a robust financial model, Risk analysis, discuss with lenders, prepare term sheet, lead financial analysis of the Project, demand assessment etc.
5	PPP Expert	Graduate or equivalent in any discipline	8 years	Project structuring, tender documentation including IM, RFQ, RFP, PPP agreements, Agreement Management Manual, etc. Oversee Market analysis, demand assessment and benchmarking studies.
6	Hospital and Medical College Infrastructure Expert	Graduate or equivalent in any relevant discipline	8 years	Hospital and Medical College resource mapping, output specification, Market analysis, demand assessment, conduct benchmarking etc. identify demand and supply gap if any.
7	Environmental Expert	Graduate or equivalent in environmental engineering, environmental science	10 years	Assess environmental issues related to the Project and suggest mitigation measures, Prepare EIA etc.
8	Civil Engineer	Graduate or equivalent in Civil Engineering	10 years	Prepare broad lay out design and master planning

9	Geo Technical Engineer	Graduate or equivalent in Civil Engineering	10 years	Experience in analysis and design of different types of foundations & sub-structure. Well conversant with the field & laboratory tests of soils.
10	Social Expert	Masters in Social science/social welfare	10 years	Assess social issues related to the Project and suggest mitigation measures, Prepare impact assessment

The experience requirement for the team members is following:

SL	KEY PERSONNEL	POSITION REQUIREMENT IN SIMILAR CATEGORY	MINIMUM REQUIREMENT WEIGHTAGE (80%)	PREFERENCE 1 REQUIREMENT WEIGHTAGE (90%)	PREFERENCE 2 REQUIREMENT WEIGHTAGE (100%)
1	Team Leader	Experience in leading a team for PPP projects	Successfully delivered 2 Projects	Successfully delivered 3-5 Projects	Successfully delivered more than 5 projects and experience in Hospital Sector
2	Deputy Team Leader	Experience as team leader/deputy team leader for PPP projects	Successfully delivered 2 Projects	Successfully delivered 3-4 Projects	Successfully delivered more than 4 projects and experience in Hospital Sector
3	Project Coordinator	Experience in coordinating infrastructure Projects	Successfully delivered 2 Projects	Successfully delivered 3-4 Projects	Successfully delivered more than 4 projects and experience in Hospital Sector
4	Financial expert	Experience shows delivery of Financial Expertise for PPP projects.	Successfully delivered 2 Projects	Successfully delivered 3-4 Projects	Successfully delivered more than 4 projects and experience in Hospital Sector
5	PPP Expert	Experience shows delivery of Commercial Expertise for PPP projects.	Successfully delivered 2 Projects	Successfully delivered 3-4 Projects	Successfully delivered more than 4 projects and experience in Hospital Sector
6	Hospital & Medical College infrastructure Expert	Experience in Hospital /Medical College development is required	Successfully delivered 2 Projects	Successfully delivered 3-5 Projects	Successfully delivered more than 5 projects + experience in PPP Hospital /Medical College Development
7	Environmental Expert	Experience in addressing environmental issues for Infrastructure projects	> 5 years	> 7 years	> 10 years
8	Civil Engineer	Experience of working in infrastructure projects	> 5 years	> 7 years	> 10 years
9	Geo Technical Engineer	Experience of working in infrastructure projects	> 5 years	> 7 years	> 10 years
10	Social Expert	Experience in addressing social aspects for Infrastructure projects	> 5 years	> 7 years	> 10 years

\*Note: Project Experience must be demonstrated in relation to Completed Consultancy mandates.

*Handwritten signature/initials*