



10 March 2021

EOI: 01/2021: REQUEST FOR EXPRESSION OF INTEREST

**RESIDENT ADVISOR/CONSULTANT TO PROVIDE TECHNICAL ASSISTANCE TO THE
PPP DIRECTORATE, MINISTRY OF FINANCE (NAMIBIA).**

Grant No: 550015500915

Project ID No: P-NA-KA0-001

Project Name: Institutional Strengthening for the Public-Private Partnerships (ISPPP)

The African Development Bank (AFDB) has supported the Ministry of Finance with Grant funding for the purpose of providing capacity building, technical assistance and advisory services to assist the GRN in operationalization of the Public Private Partnerships (PPP) framework – under the Institutional Strengthening of Public Private Partnership (ISPPP) project. The project initially had the following three main components: (i) PPP project preparation; (ii) PPP capacity building; and (iii) Public Investment Management capacity enhancement.

The Ministry of Finance now intends to further apply the grant funding towards procuring the services of a resident advisor/consultant who is proposed to be based at the PPP Directorate of the Ministry of Finance for an initial period of two years, renewable for a further one year period. Immersing an expert in the PPP Unit will allow the PPP Unit officials to benefit from a learning by doing approach and will improve the implementation of Namibia's PPP program. Detailed Terms of Reference (ToR) for the intended assignment can be obtained by requesting through email from the below contacts.

The Government of Namibia, through the Ministry of Finance now invites **individual consultants** to indicate their interest in providing these services. Interested consultants must provide information indicating that they are qualified to perform the services.

The eligibility requirements include: at least a Master's degree in finance, investments, economics or related field; must have a minimum of 15 years international experience advising on PPP projects (PPP Feasibility Studies, PPP contract, PPP project management, structuring PPP transactions and transaction advisory), at least 3 years in developing countries. The consultant must demonstrate strong experience in: Preparing, structuring and negotiating project finance transactions; Preparing or bidding on international competitive procurements for capital intensive projects; Appraising investment projects, such as conducting due diligence reviews for investors and lenders; Designing and reviewing financial feasibility studies and tariff setting for long term infrastructure investments; Conducting and reviewing Public Sector Comparator (PSC) and VFM analysis for large investment projects.

Eligibility criteria, establishment of the short-list and the selection procedure shall be in accordance with the African Development Bank's "Procurement Policy for Bank Group Funded Operations", dated October 2015, which is available on the Bank's website at <http://www.afdb.org>.

Interested consultants may obtain further information at the address below. Expressions of interest must be delivered to the address below or submitted by email by **9 April 2021 at 10:00 hours (Namibia local time)**. **Submissions to be titled: "Expression of Interest for Resident Advisor/Consultant to provide Technical Assistance to the PPP Directorate, Ministry of Finance (Namibia)"** [Please note: EOIs must be under 20 pages in length; in case of email submissions transmit a single PDF file of under 4 MBs]

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**RESIDENT ADVISOR/CONSULTANT
TERMS OF REFERENCE**

**AFRICAN DEVELOPMENT BANK
INSTITUTIONAL STRENGTHENING OF PUBLIC PRIVATE PARTNERSHIP (ISPPP)**

AND

**MINISTRY OF FINANCE OF THE REPUBLIC OF NAMIBIA
PUBLIC-PRIVATE PARTNERSHIP OFFICE**

1. Introduction and Background

African Development Bank (AFDB) has supported the Ministry of Finance with Grant funding for the purpose of providing capacity building, technical assistance and advisory services to assist the GRN in operationalization of the Public Private Partnerships (PPP) framework – under the Institutional Strengthening of Public Private Partnership (ISPPP) project. The project initially had the following three main components: (i) PPP project preparation; (ii) PPP capacity building; and (iii) Public Investment Management capacity enhancement.

The Ministry of Finance now intends to further apply the grant funding towards procuring the services of a resident advisor/consultant who is proposed to be based at the PPP Directorate of the Ministry of Finance. Immersing an expert in the PPP Unit will allow the PPP Unit officials to benefit from a learning by doing approach and will improve the implementation of Namibia's PPP program.

2. Technical Assistance to be Delivered

The Resident Advisor is expected to provide technical assistance and advice to the MoF and the PPP Unit. The Resident Advisor will work directly in a peer-to-peer relationship with designated counterparts to assist in enhancing institutional capacity to develop sound infrastructure projects and effectively implement the PPP model.

The Resident Advisor will be required to provide key technical support to the PPP Unit:

- On ongoing PPP projects of the pipeline.
- On planned PPP Project (new projects).
- Assist with preparation of PPP projects
- Assist PPP transaction process
- Training and capacity building
- Advise and disseminate knowledge through the organization of working group or individual sessions within the PPP Unit and/or the production of notes for the PPP Unit, through an active pedagogy process.
- Provide support to the beneficiaries' through a learning by doing approach in order to build skills in professionally realistic situations and share a global perspective on the subject and related issues to enable the PPP Unit officials to perform in autonomy in the future.

The Resident Advisor is also expected to provide support on the matters mentioned below:

- Strengthen the PPP Unit’s capacity to identify PPP opportunities, screening, selection, prioritization and appraising of PPP projects, including implementation of the Value-for-Money and other applicable project evaluation methodologies.
 - Strengthen the advisory capacity of the PPP Unit towards public entities from the preparation up until the financial close of projects.
 - Provide policy advice to the PPP Unit and assist in the development of the infrastructure finance program for the Ministry of Finance.
 - Develop a process for implementation of Value-for-Money (VfM) analysis, including the development of manuals and conducting training for implementation of VfM at the PPP Unit and relevant Line Ministries.
 - Assist the PPP Unit in the analysis and assessing the creditworthiness, viability and bankability of potential infrastructure and PPP projects.

- Develop a framework for project preparation for PPP projects.
 - Assist the Unit to develop PPP project concept notes, including proposed transaction type, government support requirement, and project implementation plans.
 - Assist the Unit in reviewing feasibility studies and PPP tender documents (request for qualification, request for proposals, PPP agreement).
 - Review existing contracts PPP and Power Purchasing Agreements (PPAs) with focus on risk allocation and bankability.
 - Work in close collaboration with relevant stakeholders, provide support in reviewing financial feasibility and bankability of proposed PPP projects as requested by the PPP Unit, other departments of MoF and other line ministries.
 - Support the application and PPP proposals’ evaluations.
 - Assist the Unit to carry out additional studies which will likely be requested by the PPP Committee in order to provide Transaction Approvals to the project.
 - Work in close collaboration with relevant stakeholders to explore and develop various innovative financing mechanism for Namibia, including Infrastructure bonds, Green bonds etc.
 - Work with the PPP Unit and stakeholders in investigating, presenting options for the establishment of a Project Preparation Fund, as well as assisting the PPP Unit in the development of the Project Preparation Fund.
 - Work with the Unit to explore the possibility of setting up a Viability Gap Funding Scheme and develop guidelines accordingly.

- Assist the PPP Unit to develop comprehensive guidelines on dealing with Unsolicited Proposals (USP) and develop a USP framework for Namibia.
- Assist the PPP Unit and Ministry of Finance to investigate and develop guidelines for assessing, quantifying and managing Contingent Liabilities in relation to PPPs.

After consultation, the PPP Unit and AFDB may vary the types of assistance by establishing or amending the project work plan described in number 3 below.

3. Work Plan

The Advisor is expected, within 30 days of beginning work at the PPP Unit to develop a detailed annual work plan for the program. The Advisor is expected to prepare this work plan in coordination with the designated technical and policy-making counterparts of the PPP Unit. The work plan, which should be reviewed and approved by the Director of the PPP Unit should provide a detailed description of the activities and objectives with desired milestones, timelines, and expected results, and should serve as a reference for measuring progress toward achievement of mutual goals.

4. Reporting Requirements

The Resident Advisor will report directly to the PPP Unit. The Resident Advisor and the Director of the PPP Unit should meet Bi-monthly to discuss steps needed to update or develop a new work plan. The consultant, for the first year of the term is anticipated to be stationed at the PPP Unit on a full time basis and in year 2, the consultant will be stationed at the PPP Unit on a 6 month rotation basis.

The work plan, which should be reviewed and approved by the Director of the PPP Unit should provide a detailed description of the activities and objectives with desired milestones, timelines, and expected results, and should serve as a reference for measuring progress toward achievement of mutual goals.

5. Key Deliverables

Some of the key deliverables expected from the resident advisor are (but not limited to):

- a. Updated PPP project pipeline (new candidate PPP projects identified, screened and concept notes developed);
- b. Guidelines for assessing and monitoring contingent liabilities from PPP;
- c. Guidelines for evaluation of unsolicited proposals;
- d. Develop PPP capacity building program/materials;
- e. Assist the MoF to operationalise the PPF fund; and
- f. Bi-monthly implementation progress reports (as per item 2 and 3 above).
- g. Report to set up a Viability Gap Funding Scheme for PPP projects.
- h. Develop guidelines for submitting proposals seeking financial support under the Viability Gap Funding Scheme (pending feasibility of setting up Viability Gap Funding Scheme).

6. Counterpart Relation

The Resident Advisor's counterpart is the Director of the PPP Unit. The Director of the PPP Unit intends to designate working level counterparts for each component of work under the *Terms of Reference*.

7. Outside Communications

In the course of providing technical assistance, the Resident Advisor and any intermittent advisors may communicate directly with other government agencies, the central bank, commercial banks and other intermediaries, regulatory authorities and exchanges, institutional investors, and international organizations. Additionally, the Resident Advisor may communicate and coordinate with other technical assistance advisors and consultants to assure the effectiveness of the engagement and to avoid duplication of support programs. The Resident Advisor and any intermittent advisors may provide information or

make presentations to private and official organizations as approved and requested by Director of the PPP Unit.

8. Confidentiality

All advisors will respect the confidentiality of information received in the course of performing their duties and will not disclose such information, other than as required by law or as necessary for the effective oversight and supervision of the advisors or to ensure the integrity of the technical assistance engagement.

9. Organizational Arrangements

AFDB intends to provide, at its expense and within its budgetary limit, the following logistical support for the Resident Advisor, compensation, office equipment and supplies, and travel expenses to Namibia.

The Ministry of Finance intends to provide, at its expense, the following logistical support for the Resident Advisor office within reasonable proximity to the counterparts, a desk and chairs, office furniture as it deems appropriate, an office telephone, and Internet/e-mail access.

10. Duration

The program is expected to be implemented for two years, and can be further extended subject to satisfactory performance and resource availability.

11. Experience and qualification

- A senior PPP expert with minimum 15 years international experience advising on PPP projects (PPP Feasibility Studies, PPP contract, PPP project management, structuring PPP transactions and transaction advisory) (with at least 3 years in developing countries), with strong experience including:
 - Preparing, structuring and negotiating project finance transactions.
 - Preparing or bidding on international competitive procurements for capital intensive projects.
 - Appraising investment projects, such as conducting due diligence reviews for investors and lenders.
 - Designing and reviewing financial feasibility studies and tariff setting for long term infrastructure investments.
 - Conducting and reviewing Public Sector Comparator (PSC) and VFM analysis for large investment projects.
- Advance degree in finance, investments, economics or related field.
- Strong team player with excellent interpersonal skills and the ability to work in a high profile environment.
- Strong oral and written communication skills with the capacity to communicate effectively to wide variety of audience, including conducting periodic presentations.

Fluency in English is required.