

**TERMS OF REFERENCE TO CONTRACT THE STUDIES OF ALTERNATIVES,
FEASIBILITY AND DETAILED ENGINEERING DESIGNS OF THE SEWER MASTER
PLAN FOR RURAL AND URBAN POPULATION CENTERS OF THE MUNICIPALITY
OF VALLEDUPAR, INCLUDING THE TECHNICAL, LEGAL AND FINANCIAL
COMPONENTS AND THE PROGRAM OF GENDER EQUALITY AND SOCIAL
INCLUSION**

**LEGAL AND FINANCIAL ANNEX FINDETER -DESCRIPTION OF THE FINANCIAL
AND LEGAL SCOPE FOR THE DEVELOPMENT OF THE CONTRACT**

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1. Glossary

Contractor: This is the natural or legal person who for his technical, legal and financial competence will be contracted to carry out the purpose of this call, in accordance with its respective Terms of Reference.

Capex: This corresponds to the investment of resources in the construction and/or development of a project and/or infrastructure.

Evaluation Committee: This is the group of people working for FINDETER, who will be responsible for evaluating the proposals received, in accordance with the Terms of Reference of the present call. This committee will have the participation of contractors specializing in the legal, financial and technical fields.

Contract: This is the document signed by FINDETER and the successful tenderer of the call by which the latter will take on the role of contractor and carry out the objective of these Terms of Reference.

Financial and Legal structuring: This will be understood as the set of activities and studies carried out to determine the best conditions under which a project should be carried out at the financial and legal level. The objective is that the defined conditions can be transformed into obligations, duties and rights of the parties within the framework of existing regulations, so that the execution of the project may be achieved. Likewise, it is understood that the financial and legal structuring carries out the promotion activities necessary to achieve a greater degree of involvement of participants in the selection process. In a specific way, all studies and analyses at the feasibility level focusing on the variables of the financial and legal components of a project will be considered as financial and legal structuring activities, and these analyses result in a selection process for the execution of this project. Not considered as Financial and Legal Structuring Contracts are: i) Audits, ii) Analysis or studies of the financial or economic viability of projects, III) Pre-feasibility or preliminary level studies, IV) Structuring or restructuring conditions of work capital or terms of debt and financing, V) Carrying out the Master Plan for any sector, VI) Restructuring, enhancement or expansion of concession or public work contracts.

Opex: It is the recurrent cost in the operation of a project and/or infrastructure. It can be translated as operations expenses, or operational expenditures.

Project: To contract the STUDIES OF ALTERNATIVES, FEASIBILITY AND DETAILED ENGINEERING DESIGNS OF THE SEWER MASTER PLAN FOR RURAL AND URBAN POPULATION CENTERS OF THE MUNICIPALITY OF VALLEDUPAR, INCLUDING THE TECHNICAL, LEGAL AND FINANCIAL COMPONENTS AND THE PROGRAM OF GENDER EQUALITY AND SOCIAL INCLUSION

Infrastructure Project: This will be those works which contract the studies of alternatives, feasibility and detailed engineering designs of the Master Plan Sewage System of the rural and urban populated centers of the municipality of VALLEDUPAR including the technical, legal and financial components and the Gender Equity and Social Inclusion Program.

2. GENERAL DESCRIPTION

In order to support and encourage the development of Colombia, the Foreign and Commonwealth Office (FCO) and FINDETER, signed the MoU for the execution of the Prosperity Fund, on November 23, 2017, for an amount of twelve million eight hundred thousand pounds (£ 12,800,000). The agreement seeks, among others, the following objectives: a) improve the infrastructure of cities in Colombia to help meet the UN's Sustainable Development Goals, especially objective 11 "Sustainable, resilient and safe cities and communities" b) support inclusive economic growth, poverty reduction, gender equity, taking into account the following problems: (i) urban planning, (ii) gender equality, (iii) mobility and transportation (iv) access to services public and (v) adaptation to climate change and risk mitigation.

The resources of the component to achieve the UN Sustainable Development objectives were defined on the destination to ten (10) cities, selected through a study hired by the British Embassy in Colombia and developed by Ernst & Young, within which is the municipality of Valledupar.

The municipality of Valledupar in its rural zone has 25 corregimientos of which are 11 urban population centers and 14 rural population centers in which the conditions of basic sanitation have not been met by the municipal administration due to the lack of resources for the application of a master plan that allows the inhabitants of these towns to have public services that meet their needs.

Following the Component 1 of "Urban Development" of the Memorandum of Understanding (MoU) requires the hiring of the consultancy that aims to **CONTRACT THE STUDIES OF THE ALTERNATIVES, FEASIBILITY AND DETAILED ENGINEERING DESIGNS FOR THE ELABORATION OF THE MASTER PLAN OF SEWER THE RURAL AND URBAN POPULATION CENTERS OF THE MUNICIPALITY OF VALLEDUPAR, INCLUDING THE TECHNICAL, LEGAL AND FINANCIAL COMPONENTS AND THE PROGRAM OF EQUITY GENDER AND SOCIAL INCLUSION.**

3. PURPOSE OF THE LEGAL AND FINANCIAL ADVISORY

The purpose of the contract is to carry out the financial and legal activities and analyzes required to structure and execute the project to **CONTRACT THE STUDIES OF ALTERNATIVES, FEASIBILITY AND DETAILED ENGINEERING DESIGNS OF THE SEWER MASTER PLAN FOR RURAL AND URBAN POPULATION CENTERS OF THE MUNICIPALITY OF VALLEDUPAR, INCLUDING THE TECHNICAL, LEGAL AND FINANCIAL COMPONENTS AND THE PROGRAM OF GENDER EQUALITY AND SOCIAL INCLUSION**

It is important to consider that the technical and financial structuring includes the inputs received from the technical structuring of the project to **CONTRACT THE STUDIES OF ALTERNATIVES, FEASIBILITY AND DETAILED ENGINEERING DESIGNS OF THE SEWER MASTER PLAN FOR RURAL AND URBAN POPULATION CENTERS OF THE MUNICIPALITY OF VALLEDUPAR, INCLUDING THE TECHNICAL, LEGAL AND FINANCIAL COMPONENTS AND THE PROGRAM OF GENDER EQUALITY AND SOCIAL INCLUSION**, to incorporate them into the necessary financial and legal studies and analyzes for the design of an integral transaction and subsequent structuring and bidding of the project.

In this measure, the object and scope of the financial and legal structuring are integral, by which alternatives of execution model must be presented, both individually and as a whole, so that there is a variety of possibilities and scenarios for decision making. In any case, the financial and legal analysis required by each of the products to be developed in the project must be reflected.

The Technical and Financial Structuring of the project to **CONTRACT THE STUDIES OF ALTERNATIVES, FEASIBILITY AND DETAILED ENGINEERING DESIGNS OF THE SEWER MASTER PLAN FOR RURAL AND URBAN POPULATION CENTERS OF THE MUNICIPALITY OF VALLEDUPAR, INCLUDING THE TECHNICAL, LEGAL AND FINANCIAL COMPONENTS AND THE PROGRAM OF GENDER EQUALITY AND SOCIAL INCLUSION**, seeks the preparation of the comprehensive analyzes necessary for the execution of the project, encompassing all the financial and legal aspects that are applicable for the materialization and execution thereof, including the necessary support in the pre-contractual phase, the preparation of all documents legal requirements for the selection of construction contractors and, including the supervision, conclusion, follow-up and improvement of the respective contracts.

Regarding the distribution of risks, the financial and legal component will have the responsibility to study and propose, together with the technical component, the necessary measures for an adequate assignment of the same in all contracts to be entered into, including the mitigation provisions are necessary to the interior of these. For this purpose, the risk matrix will be consolidated in the pre-contractual phase and the contracting entity will be accompanied completely in the process of assigning them and in the adoption of the mitigation measures for the risks that correspond to assume during the development of the consultancy.

Without prejudice to the minimum equipment required in accordance with these Terms of Reference, the Contractor must have a group of experts in each of the legal and financial knowledge areas that are necessary to support FINDETER, in the correct structuring and execution of the project to **CONTRACT THE STUDIES OF ALTERNATIVES, FEASIBILITY AND DETAILED ENGINEERING DESIGNS OF THE SEWER MASTER PLAN FOR RURAL AND URBAN POPULATION CENTERS OF THE MUNICIPALITY OF VALLEDUPAR, INCLUDING THE TECHNICAL, LEGAL AND FINANCIAL COMPONENTS AND THE PROGRAM OF GENDER**

EQUALITY AND SOCIAL INCLUSION.

In developing the role of the Contractor, it shall initially review and understand the existing information (Due Diligence), update and support the design of the transaction, participating in the definition of the type and quantity of contracts required to execute the Project, including those of supervision.

4. Scope

4.1. Start: Work Plan and Schedule

The contractor shall draw up and present, within five (5) business days following the signing of the act to initiate the contract, a work plan (methodology) and a schedule where they must describe how they intend to organize themselves within the scope of the contract, in order to comply with the activities and tasks envisaged, and the dates when they will carry them out.

The work plan and schedule mentioned must explicitly identify the activities to be developed, their distribution over time, the delivery of the reports, the partial deadlines, and the start and end dates of each activity.

The contractor must present their work plan and schedule, which must include, as a minimum the activities described in this annex. Among other aspects these should include:

- Methodology for carrying out the activities envisaged in this annex.
- Methodology for the collection, inventory and analysis of the existing information.
- Achievements and objectives to attain.
- Contact list (name, telephone, email) of the professionals who will participate in the contract and communications protocol.
- Organizational structure, with the assignment of roles and responsibilities.
- Identification of presentation dates for each of the products (partial deliveries, scope of partial deliveries and final deliveries) and the identification of milestones relevant to the development of the contract.
- Detailed timeline of the different activities, in Microsoft Project and Microsoft Excel format, which defines the critical route of the work, the delivery dates of the products, and the control milestones.
- Identification of the elements which are inputs for the **CONTRACT THE STUDIES OF ALTERNATIVES, FEASIBILITY AND DETAILED ENGINEERING DESIGNS OF THE SEWER MASTER PLAN FOR RURAL AND URBAN POPULATION CENTERS OF THE MUNICIPALITY OF VALLEDUPAR, INCLUDING THE TECHNICAL, LEGAL AND FINANCIAL COMPONENTS AND THE PROGRAM OF GENDER EQUALITY AND SOCIAL INCLUSION**, as well as the deadlines by which the information is required for the development of the activities envisaged in this annex.

4.2. Stage 1: Financial and legal due diligence

The Contractor will develop a report of financial and legal due diligence which must contain at least the following information:

A. Financial Analysis:

- a) Identification of national experiences to identify transaction structures where applicable.
- b) Identify the main financial challenges facing the project (financing the construction, minimizing public input, ensuring sustainability, achieving the largest service coverage possible etc.).
- c) Identify funding sources that have been implemented in projects of this kind, and which have served to promote the development and execution of these projects, and establish the necessary procedures for accessing such funding resources.
- d) Identification of sources of income for the project (for example: sale of services), which will be validated with the service offer proposed in the technical component.
- e) Review of exercises and estimates regarding the integral project, and its components carried out by the municipal entities, in the event that these exercises have been developed.

B. Legal and regulatory analysis:

In this stage, all existing and available documentation, information and analyses of the project will be reviewed, in order to understand the guidelines and approaches proposed by those who created the need for this component. The above is with the objective of understanding and identifying the existing regulations applicable to the project. The following activities will be carried out:

- a) Revision of the legal, regulatory and contractual framework applicable to the project and each one of its components, especially the environmental and social component.
- b) Analysis of the urban regulations applicable to the project including the following elements: analysis of soil use, urbanistic treatment, environmental impacts, impacts from public service infrastructure and roads, and restrictions due to threats and risks.
- c) Analysis of the necessary instruments, according to the results of the review of the urban regulations applicable to project. This analysis must include a action plan identifying the critical route to be executed within the timescale of the contract, in order to enable the soil (property and regulation), in the event that difficulties are identified in the diagnosis.

- d) Identification of the regulations applicable to the obligations of the contractors, as well as the risk factors and limitations for the fulfillment of the contractual objectives, and their mitigation mechanisms under the current regulations and the good market practices.
- e) Support in the identification of procedures, licenses, permits, endorsements and / or authorizations of the competent entities.
- f) Identification of the approvals, licenses, permits and / or authorizations required for the development of the project, including, among others, those issues related to environmental and social issues.
- g) Accompaniment in the elaboration of the Action Plan, identifying a critical route, to be executed during the consultancy period to achieve the issuance of licenses, permits, and / or authorizations necessary for the legal viability of the project.
- h) Projection of documents, administrative acts, concepts and requests that are required for the procedures that allow the legal viability of the project.

In the same way, with the analyzes carried out in this stage, the aim will be to understand and align the scope and the work plan to be developed for each of the components that make up the project.

4.3. Stage 2: Evaluating alternatives for the implementation of the project

The Contractor will generate a report where the evaluation of different project implementation alternatives is presented, which should contain at least the following information:

- a) Analysis of the legal and institutional framework, and the allocation of roles of the institutions of the municipality in the different phases of the project (construction, operation and maintenance), as well as the regulations relevant for the development of the same. It will be important to review the institutional and financial conditions and capacity of the entity to sign the contract (s) for the construction, operation and maintenance of the project.
- b) Identification of alternatives for the implementation of the project in the stages of construction, operation and maintenance.
- c) Identification of all stakeholders involved in the transaction, their interrelationships, the role they will perform, and the responsibilities they will have during the development of the Project.
- d) Perform a characterization of the different implementation alternatives of the project, this means a detailed description of the financial and legal conditions for each of the alternatives analyzed.

- e) Analysis of the regulatory framework of the alternatives proposed.
- f) Preliminary quantitative analysis with the existing secondary information, to obtain orders of magnitude with respect to the public contribution (if required) in each of the alternatives.
- g) Determine the possible risks of the implementation alternatives in each one of the components (technical, financial and legal).
- h) Preliminary analysis of the links to public resources.
- i) Carry out a preliminary approximation of the public private comparator proposed by the current regulations, in order to analyze the applicability of executing a possible public private partnership for the integral project and/or for some of the components. First approximation of the project's value-for-money analysis (eligibility analysis).
- j) Analysis and evaluation of the interest and capacity of the market to finance the project, for each of the alternatives.
- k) In accordance with the previous analysis the contractor will generate a report with the viable alternatives from the financial and legal point of view for the implementation of the different phases of the project (construction operation and maintenance) and suggest the best alternative.

4.4. Stage 3: Financial and legal structuring

The contractor will generate a report where the design of the transaction is presented, in the case where this applies, according to the alternative suggested, and selected by FINDETER, which must contain at least the following information:

A. Development of the transaction scheme:

- a) Create the conceptual scheme of the transaction according to the alternative selected, describing the operational contractual relations, and the flow of resources between those involved, and the obligations to be assumed by each of the agents.
- b) Analysis of the institutional structure for the project. The most suitable legal figure should be determined, who will be in charge of signing the contract (s) for the execution of the project. Within the analysis, the legal competencies and financial capacity of the entities involved in the integral project must be identified and reviewed.
- c) Verification of the capacity of the entity (according to the legal figure) to contract, according to the modality suggested in the analysis of alternatives. Important to take into account the definition of the contracting entity, as well as their capacity to sign long term contracts with private partners if that is the

case.

- d) Support and production of joint analyses with the technical component of the project to **CONTRACT THE STUDIES OF ALTERNATIVES, FEASIBILITY AND DETAILED ENGINEERING DESIGNS OF THE SEWER MASTER PLAN FOR RURAL AND URBAN POPULATION CENTERS OF THE MUNICIPALITY OF VALLEDUPAR, INCLUDING THE TECHNICAL, LEGAL AND FINANCIAL COMPONENTS AND THE PROGRAM OF GENDER EQUALITY AND SOCIAL INCLUSION**, for the identification and definition of the services that the project will provide to the users. This identification should include the assignment (public or private actor) of who will provide the service. It should also be taken into account that the study of load capacity, as well as the study of the market will be input for the definition of the service offer the project will provide to the users.
- e) Analysis of the offer of services and rates proposed by the technical component of the project to **CONTRACT THE STUDIES OF ALTERNATIVES, FEASIBILITY AND DETAILED ENGINEERING DESIGNS OF THE SEWER MASTER PLAN FOR RURAL AND URBAN POPULATION CENTERS OF THE MUNICIPALITY OF VALLEDUPAR, INCLUDING THE TECHNICAL, LEGAL AND FINANCIAL COMPONENTS AND THE PROGRAM OF GENDER EQUALITY AND SOCIAL INCLUSION**.
- f) Analysis of the rate proposed by the municipality. This should be analyzed in the light of the regulations and standards in the sector, and what is usually charged for this type of services in the country, and specifically what is charged in the municipality of Valledupar, which may be comparable with what the project requires.
- g) Identification and analysis of income sources permitted the project.
- h) Analysis of the link to public resources through territorial and/or national entities, showing the real possibility of counting on these resources during the validity of the project.
- i) Identify and quantify funding sources and identify the most efficient, concrete and available structures and financing instruments, including the assessment of debt capacity and the potential for co-financing in partnership for the recommended transaction scheme.
- j) Identification and quantification, if required, public contributions for the development of the project.
- k) Analysis of district or municipality fiscal space to comply with the applicable law in terms of tax indicators, if public contributions are required for the financing of the project or any of its stages.

- l) Determine the risks associated with the execution of the project according to the selected alternative, as well as the actions that could mitigate them.
- m) Analyze the conditions of the insurance market for this type of project, and recommendations on the best strategy or approach for acquiring guarantees and policies.
- n) Depending on the structure selected, a tax analysis will be carried out containing at least the following aspects:
 - Identification of taxes applicable both at national and territorial level.
 - Determination of the taxable base and fees.
 - Determination of the applicability of the tax incentives or benefits established in the regulations on the matter.
- o) Recommend possible synergies of the project with the other projects of the municipality, which are related to this sector.
- p) Present the process which according to the selected alternative should be implement to execute the project.
- q) Cost-benefit evaluation of the project in the different modalities: according to the social evaluation methodology established by the National Planning Department, and based on the guidelines of the Policies and Performance Regulations on Social and Environmental Sustainability. The cost assessment should be made, the benefit of the project upon analyzing its social, economic and environmental impact on the directly affected population, estimating the expected socioeconomic benefits. The socioeconomic evaluation developed in the technical component will be input to carry out the cost-benefit evaluation of the project.

B. Financial model

The Contractor will develop a financial model under the applicable accounting and financial standards, in open Excel file, formulated, without programming or hidden sheets that impede the comprehension and tracing of it. The model must contain at least the following information:

- a) Monthly and annualized financial projections that include financial statements (balance sheet, income statement, cash flow), financial indicators applicable to this type of project, debt structuring, insurance, investments, costs and expenses, analysis of sources and uses, sensitivity analysis and all other financial tools that are considered applicable, convenient and timely for this type of projects.
- b) Detailed revenue module according to the sources identified and defined as the most suitable for this type of project. The analysis should not only be limited to traditional possibilities, but should also incorporate other alternatives in the market for such projects. It must also evaluate, propose and quantify alternatives found to be viable and identify them during this process.
- c) Capital Investment Module (Capex and Opex) Based on technical information (budget and investment plan). Consistency should be assured as requested in the project's technical component.
- d) Debt module that includes project financing needs, term, rate, credit type and debt-to-capital structure.
- e) Sensitivity analysis and scenario building from (i) demand, (ii) fees (iii) revenues from commercial development if this applies, (iv) Construction costs, (v) Construction expenses, among others.
- f) Consider scenarios close to reality in order to evaluate the behavior of the model in situations where one or more variables are affected. For these purposes Monte Carlo simulations should be used, or another methodology that allows analysis. Likewise, these scenarios should allow the measurement of the impact in case of materialization of the risks of the project, and the cost of mitigating them for both the private sector and the public sector.
- g) Project evaluation module which must contain project profit/cost analysis, investment profitability indicators (net present value and internal return rate), to develop the project.
- h) Quantification of the need for public resources for the financial closing of the project, taking into account: debt-capital structure, debt conditions, macroeconomic variables, investment schedules, and other variables that could affect profitability and/or bankability of the project.
- i) Tax analysis applicable to the project according to the regulations in force and the scenarios proposed.
- j) If there is a possibility that municipal government subsidies may be required, the possible availability and possible sources of public resources such as future validity and/or credits of multilateral agencies should be considered in

order to incorporate the variables and analysis from the legal point of view for each of these alternatives in the structuring process, as well as the viability of obtaining them.

- k) Scenario analysis. Work must be identified and discriminated in the different phases of the project, such as pre-construction, construction and operation. The financing costs of the different alternatives at the local and international levels must be presented and analyzed. For this purpose, the analysis of different traditional and non-traditional financing options will be included.
- l) Reflect the financial impact of sensitivity analysis on (i) demand, (ii) fees, (iii) construction costs, (iv) Construction expenses, (v) capital cost changes, (vi) macroeconomic variables, (vii) investment schedule, (viii) conditions of the project's influence debt, and (ix) all other variables that could affect the profitability and/or the possibility of having a financeable project. The financial component is expected to coordinate the provision of information by the other components in the event that it does not have the information necessary to carry out this exercise.
- m) Execute critical scenarios in order to evaluate the behavior of the model in situations where one or more variables are affected.

Note: For the creation of the financial model, the standard parameters required according to the practice for this type of projects will be taken into account, as the file in Excel format (".xls" o ".xlsx") and the guidelines for the financial model that will be delivered. These elements must be duly formulated, free of protection, integrated in the sense that all entry information must be included in the file, as well as manipulated by the officials designated for that purpose. The model must be formulated, without blocking, with the access codes, and should not present circular references, or have data cells and pages hidden. Likewise, a user guide for proper use and analysis and measurement must be provided.

C. Risk analysis

The Contractor will develop a risk analysis which should contain at least the following information:

- a) Risk model for stakeholders in the project in accordance with the defined business model, applying the methodology established by the National Planning Department.
- b) Identification, allocation, qualification, rating, valuation, quantification and design of risk mitigation mechanisms for the business model that links strategic capital to the execution of the project, in accordance with the regulations and applicable methodology.
- c) Quantification of contingencies based on a probabilistic model of the variables that may have an impact on the development of the project under the corresponding regulatory framework, the model must be delivered with the same conditions set forth for the financial model.

D. Documents for legal feasibility of the project

At this stage the Contractor will develop all the necessary documents for the legal viability of the project, to support the technical component, As well as the necessary documents for the project bidding (s) according to the design of the transaction. Among the documents required are:

- a) Projection of documents, agreements, administrative acts, concepts and applications required for the procedures to ensure the legal viability of the project.
- b) Development of the preliminary studies, the prelist document (if considered timely) sheets, annexes and formats required for the selection process (s) needed in accordance with the design of the project transaction, including the audit of the same.
- c) Preparation of minutes for the procurement process (s) required in accordance with the design of the project transaction, including the audit of the same.
- d) Identify the applicable legal requirements for developing projects with drafts of conditions for the contracts, in accordance with the structure of the project, including the audit.

- e) Coordinate with other instances of the project, as with the institutional structure in charge of the project, the components that are necessary to be included in the drafts of conditions for the contracts that are defined, and the respective audit.
- f) Elaborate the drafts of conditions for the contract (s) in keeping with the structure of the project and audit, in accordance with the rules applicable to contracting, and the requirements outlined by the authorities involved.
- g) Estimate and propose the amount of guarantees to be requested from the proponents in all the selection processes, determining the amounts and characteristics of the guarantees, with the respective sustenance and their responsibilities.
- h) Project and create the answers to the concerns and requirements in relation to the scope and comprehension of the documents resulting from the structuring.
- i) Accompany the institutional bodies involved during the hearings of draft clarifications, and of definitive allocation of risks and, in general, in all kinds of meetings that are carried out in relation to the selection processes required for the execution of the project.
- j) Advise and carry out the modifications that are deemed necessary to the drafts of conditions.
- k) Present to FINDETER and the municipality of Valledupar, the pre-contractual (prelists and definitive specifications of conditions, addenda, evaluations, responses to observations, etc.) and contractual documents necessary to advance the required selection processes.
- l) Advise and accompany the contracting entity in all that it requires for the correct understanding of the documents resulting from the legal structuring, so that they can be correctly employed in the selection processes required by the project.
- m) Participate in the question rounds, projecting and elaborating responses to concerns and requirements regarding the scope and understanding of financial and legal documents, and in cases when required coordinate with the technical structuring of the project.
- n) Advise and accompany promoting entities in the process of permits, authorizations and administrative acts required for the availability of the project resources.

4.5. Stage 4: Advice and accompaniment in the processes of selection and contracting of the processes defined (including the respective audits)

The contractor will advise and support the contracting processes required for the execution of the project according to the established business model. Among the activities to be carried out are:

- a) Support the actions necessary for the call of the process, disseminate the specifications, required public hearings and resolve subsequent doubts that may be presented to the proponents about what is established in them. To carry out these activities answers must be prepared to the questions, making clarifications regarding the studies and previous documents, annexes, draft specifications, specifications of definitive conditions, minutes of the contracts, prepare the minutes and other administrative acts and, in general, accompany all activities until the awarding of the contract, in accordance with the guidelines of the granting entity defined.
- b) Support the promoter in the process of contracting the project, as well as the revision of the documentation submitted by the project providers in case it is required.
- c) Accompany the evaluation of the proposals, the awarding, signature and legalization of the contracts that result from the selection processes that are carried out to materialize the project for the **CONTRACT THE STUDIES OF ALTERNATIVES, FEASIBILITY AND DETAILED ENGINEERING DESIGNS OF THE SEWER MASTER PLAN FOR RURAL AND URBAN POPULATION CENTERS OF THE MUNICIPALITY OF VALLEDUPAR, INCLUDING THE TECHNICAL, LEGAL AND FINANCIAL COMPONENTS AND THE PROGRAM OF GENDER EQUALITY AND SOCIAL INCLUSION.** This task includes advising on the response to all kinds of requests, resources and actions that stand against the decisions of the public administration, including the awarding of the contract, or its declaration as void.

5. Deliverables

In accordance with the previously presented scope of the financial and legal structuring, the deliverables are the following:

Phase	Stage	Deliverables
1	Start	Work Plan and schedule
	1	Due Diligence report
	2	Alternative Analysis report for project implementation

2	3	Financial Structuring Report which must contain at least the following:
		- Developing the transaction scheme in accordance with the selected alternative
		- Financial Model
		- Risk Analysis
		- Documents for the legal viability of the project
	4	Report with the activities carried out in the accompaniment of the selection and contracting process.

6. Deadlines

The following table shows the delivery times for the different products without exceeding the **Twelve (12) months** of the contract. These activities should take place in parallel with the implementation of the technical component.

Phase	Stage	Deliverables	Maximum term from the signature of the Initiation Act
1	Start	Work Plan and schedule	5 Business days
	1	Due Diligence report	At 2 nd month
	2	Alternative Analysis report for project implementation	Up to 3.5 months
2	3	Financial Structuring Report which must contain at least the following:	At 10 th month
		-Developing the transaction scheme in accordance with the selected alternative	
		- Financial Model	
		- Risk Analysis	
		- Documents for the legal viability of the project	
	4	Report with the activities carried out in the accompaniment of the selection and contracting process.	From the 10 th to 12 th month

	End	Act of Settlement	
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7. Minimum staff Phase 1

The following is the minimum staff required for the structuring of the legal and financial component:

Structuring Team	Amount	Dedication
Specialist lawyer	1	50%
Financial Advisor	1	50%
Financial leader	1	50%
Financial Models Specialist	1	50%
Risk Specialist	1	50%
Financial Specialist	1	80%

8. Minimum staff Phase 2

The following is the minimum staff required for the structuring of the legal and financial component:

Structuring Team	Amount	Dedication
Specialist lawyer	1	50%
Legal Advisor	1	25%
Financial leader	1	50%
Financial Models Specialist	1	25%
Risk Specialist	1	25%
Financial Advisor	1	25%