

SECTION 3

TERMS OF REFERENCE

1 BACKGROUND

1.1 Background/Rationale for the Services

The Government of Uganda has been reforming the road sector since 1996 in order to bring economic change and ensure its poverty reduction efforts. Institutional strengthening has been identified as a critical component of the reform process. One of the objectives of the institutional strengthening and reform process was establishing a robust administration for effective and efficient management of the national roads network.

To achieve this objective, Government committed itself to reform the management of national roads through the establishment of an autonomous performance-based Road Authority to handle road administration and execution function to manage the development of the national road network.

The Uganda National Roads Authority (UNRA) was subsequently established replacing RAFU to effectively manage Uganda's national classified road network by an Act of Parliament; the Uganda National Roads Authority Act, No. 15 of 2006. Thereafter, UNRA started its business and became fully operational on 1st July 2008. UNRA now manages a total road network of 21,000Kms. UNRA gets about 20% share of the national budget financed by both Government of Uganda and Development partners.

UNRA's performance hinges very much on the procurement function for Works and Services. Currently the procurement function is weak and unable to deliver timely and transparent procurements. This is manifested in the poor planning, management and delayed bid evaluations have been identified as major bottlenecks in the procurement process.

Government is committed to reform UNRA by restructuring its Procurement function and equipping it with highly qualified human resources of International standards. It is required that the Service provider will build the capacity of the restructured Procurement function.

In the interim, UNRA seeks to outsource the procurement of Works and Supervision services to a competent service provider. Procurements handled by UNRA often involve International bidders thus require international procurement skills.

1.2 Legal and Institutional Framework of Procurement

Procurement and Disposal of Public Assets in Uganda is governed by the basic principles of public procurement, i.e. value for money, accountability, fairness and transparency. The following provides the legal framework and guidance of Public Procurement and Disposal of Public Assets in Uganda:-

- The Public Procurement and Disposal of Public Assets Act (issued by Parliament);
- The Public Procurement and Disposal of Public Assets Regulations (Issued by the Minister of Finance, Planning and Economic Development);
- The Procurement Guidelines (issued by the Public Procurement and Disposal of Public Assets Authority (PPDA));and
- Standard Bidding Documents (issued by the Public Procurement and Disposal of Public Assets Authority (PPDA)).

The Public Procurement and Disposal of Public Assets Authority is the regulatory authority of the Government of Uganda which regulates and oversees the Procurement and Disposal function in the country.

The PPDA Act (2003) accommodates the procurement policies and procedures of the multilateral and bilateral DPs by stipulating as follows:-

“Where this act conflicts with an obligation of the Republic of Uganda arising out of an agreement with one or more states, or with an international organization, the provisions of the agreement shall prevail over the act” (section 4(1) of the Act)

The PDU function includes up to 320 procurements of works, services and goods in a year which also includes contract amendments. The available work load and complexity of functions calls for the engagement of skilled personnel of International standards to perform the procurement function for Works and Supervision services

The PPDA Procurement procedures require that the procurement functions shall be carried out in a timely and expeditious manner in order to ensure value for money and fairness in the procurement process. The PPDA procedures particularly set timelines for each procurement stage.

2 OBJECTIVE OF THE SERVICES

The objectives of the services are;

1. To carry out efficient and effective Procurement of Works and Supervision services of UNRA
2. Build the capacity of the procurement function including bid evaluation, adjudication by the Contracts Committee and development of procurement requirements by user departments.

3 SCOPE OF SERVICES

The activities of the service provider shall include but not be limited to the following:

- Receive and review Statement of Requirements, prepare bidding documents and Addenda from User Departments consistent with UNRA's approved Budget.
- Approve procurement methods
- Manage, Invitation, clarifications, open and communicate tender evaluation outcomes to contracts committee and notice boards
- Organise pretender and site meetings
- Review and issue approved bid documents
- Conduct Tender Evaluations and submit to the tender Adjudication organ.
- Coordinate pre-contract discussion
- Perform Tender Adjudications and Awards
- Submit Evaluation and Negotiation teams to contracts committee for approval
- Prepare contract documents, draft contract Agreements and submit them for approval by the adjudication organ, including Addenda if required
- Coordinate contract signing
- Safe custody and record of all documentation received during the consultancy period
- Develop and maintain up-to-date procurement files and documentation.
- Coordinate all procurement matters
- Prepare monthly and other procurement and disposal reports for Public Procurement and Disposal of Assets Authority (PPDA)
- Prepare other regular and adhoc reports as required by Management and oversight bodies.
- Prepare submissions to development partners.
- Coordinate responses to the Administrative Review Applications and procurement Audit queries

4 METHODOLOGY

The service provider will propose the most appropriate methodology for undertaking the services. However, it should be clear that the respective units are separate to ensure functional independence.

a) For the first 6 months, the service provider will operate from their overseas head offices and carry out all UNRA's procurement functions as detailed in section 9.

b) For the following 3 months the service provider will provide at least two experts to support the new Procurement Department in country, followed by an Independent Parallel Bid Evaluation (as currently carried out on all bids above £10 million, 30% of £1-10million and 10% of bids under £1 million) for the last three months of the consultancy. The IPBE would benchmark UNRA's internal evaluation capacity and results

A capacity building and training component will be run during the second half of the consultancy and will include at least three in-house training sessions with an international expert. A training and capacity building plan will be developed by the service provider and agreed with UNRA as part of the inception report

5. DATA AND LOCAL SERVICES TO BE PROVIDED BY UNRA

The financial proposal of the service provider should indicate all the costs including the following;

5.1 Taxes, Duties, Immunity and Privileges

The Consultants shall comply with the Labour, Immigration, Civil and Taxation laws and other regulations of the Government of Uganda.

5.2 Accommodation and Transport

The service provider shall be responsible for providing accommodation and transport for personnel. UNRA shall only provide transport for official duties while in Uganda.

5.3 fees, international and local travel, per diem and other reimbursable costs to be included in the service provider's financial proposal to DFID

6 DURATION OF THE SERVICES

The services are expected to be delivered over 12 months' period with 6 months full time and the rest staggered input..

It is estimated that the input required will be 54 weeks. Payment for the services will be at a fixed rate as agreed with DFID, subject to the satisfactory delivery of the services in undertaking the procurement function and the satisfactory delivery of all reports required during that period.

In order to ensure that the service provider is totally independent, it is required for the duration of the services, that all procurement functions are carried out at the Service Provider's overseas international office by a team with the necessary expertise as outlined in Section 9 and in line with the Scope of Services for Works Contracts and Supervision Services Contracts as defined in Section 3.

In order for the service provider's team to effectively carry out the services, it will be necessary for them to have adequate knowledge of Ugandan procurement law and Regulations.

No extension periods to the originally envisaged 12 month period will be permissible.

7 REPORTS AND DELIVERABLES

The service provider shall prepare and submit the following reports:

7.1 Inception Report

The Service Provider shall submit an Inception Report one month after commencement of the services, which shall include the Service Provider's initial findings, and in light of these findings confirm or update the proposed methodology, work plan and produce a suitable payment plan linked to the workplan. It is expected that the inception report presentation will be held in Uganda.

7.2 Payments and Quarterly Progress Reports

The Service Provider's, at the end of each quarter following commencement of the services, shall submit to UNRA a progress report that records the procurement activities. The report shall also document any problems encountered and actions taken or proposed to be taken.

These quarterly reports shall also be submitted to DFID.

The Service Provider will submit quarterly invoices based on actual services provided.

7.3 Services Completion Report

The Service Provider shall submit a Services Completion Report one month before the end of the services which shall be a comprehensive report documenting all activities undertaken during the period of service and shall include milestones achieved, reasons for any activities in the TORs not being

accomplished and any recommendations with respect to any outstanding issues that may need to be addressed following the completion of the services.

The Service Provider shall also submit weekly briefs to the UNRA Top Management during one month inception period and statutory reports to oversight agencies.

After the first month, the consultant shall provide brief monthly progress reports detailing the status of ongoing procurements and any training activities carried out.

All draft reports shall first be submitted in electronic form and one hard copy and following comments, 3 hard copies of final reports shall be submitted to the client with a soft copy being provided on a CD.

The cost of delivering reports is to be built in to the fixed rate.

8 EXPERTISE REQUIRED

UNRA intends to engage a service provider that will establish a have available a team with the necessary expertise to ensure that the services are performed to the highest standards.

In order to carry out the scope of service in these ToR, the Service Provider (SP) shall provide team of twelve (12) experts comprising of;

- Two (2) to perform the Secretariat function,
- Five (5) to perform the adjudication and award function, and
- Five (5) to perform the Bid Evaluation function.

Or an appropriate structure as proposed by the Service provider

It is envisaged that at the very least the following key personnel will be required for the execution of the services together with ancillary staff necessary to deliver the full requirements of these ToRs.

Procurement Specialist (3 or suitable number proposed by Service Provider)

The Procurement Specialists will ideally hold, as a minimum bachelor's degree in the relevant field and Certification qualification in a Public Procurement field. He/she should have at least 10 years experience in procurement planning, preparation of bidding and contract documents for road works and service funded by governments, multilateral and bilateral development agencies.

The Procurement Specialist must have extensive experience in the evaluation of bids for road and bridge works and services. Experience of working in Uganda or East Africa would be an advantage. Each of the functions

(Adjudication, Evaluation and Secretariat) will have one Procurement specialist.

High way Engineers (6 or suitable number proposed by Service Provider)

The High Way Engineers will ideally hold, as a minimum, a B.Sc degree in Civil Engineering and Advanced Degree in Highway Engineering. He/she should have experience statement of requirements for road works and services, evaluation of bids and adjudication. Knowledge of Uganda Procurement Laws and Regulations and FIDIC contract principles and condition of contract is essential. Experience in Design and Build, and Public Private Partnership (PPP) & Contractor Financing arrangements will be advantageous.

Financial Specialist (1)

The Financial Specialist shall hold degree in finance/ accounting and be registered with a recognised financial association. He/she should have more than 10 years experience in reviewing financial matters related to major engineering works contracts such as vetting the financial health of the bidders, adequacy of surety and performance bonds, company registration and other contractual compliance issues as required by governments and by multilateral and bilateral development partners. In addition he/she ideally will have experience of reviewing professional indemnity insurance cover for design consultants to ensure adequacy of cover. Experience of working in Uganda or East Africa would be an advantage. The specialist will participate in evaluations.

Legal Expert (2 or suitable number proposed by the Service Provider)

The Legal Expert shall hold an appropriate law degree and be registered for practice. 10 to 15 years experience will be required. He/she must have experience with legal issues in road construction contracts.

Note: It is important that the Service Provider includes well tried and tested team members who have demonstrated high level of integrity, honesty, probity and cultural sensitivity on previous assignments. If any of the proposed team has not been previously directly engaged by the SP on similar assignments, the SP must demonstrate why they believe the nominee to have the appropriate level of professional integrity, etc, required.

The Service Provider will also have the flexibility to propose a the number of experts in each field, that they deem necessary to provide the required services

9. SUPERVISION & REPORTING

In carrying out its functions, the Service Provider shall report to the UNRA Accounting officer. The Accounting Officer will designate the focal point person for the Consultancy.

July 2015