



MINISTRY OF AGRICULTURE, LIVESTOCK, FISHERIES AND COOPERATIVES
STATE DEPARTMENT FOR FISHERIES, AQUACULTURE AND THE BLUE ECONOMY
AQUACULTURE BUSINESS DEVELOPMENT PROGRAMME

Request for expression of Interest (REOI)

for

**Transaction Advisory and Technical Assistance for Programme Grants
Management Consultancy**

Ref No: *MOALF/S DFA&BE/ABDP/EOI/2021-2022/12-01*

Issue Date: 1st July 2022



Foreword

This document has been prepared by *Aquaculture Business Development Programme* and is based on the 1st edition of the IFAD-issued standard procurement document for expression of interest available at www.ifad.org/project-procurement. This bidding document is to be used for the procurement of services using Quality and Cost Based Selection (QCBS) in projects financed by IFAD.

IFAD does not guarantee the completeness, accuracy or translation, if applicable, or any other aspect in connection with the content of this document.

Instructions to Consultants¹ Transaction Advisory and Technical Assistance for Programme Grants Management Consultancy

Reference Number: **MOALF/SDFA&BE/ABDP/EOI/2021-2022/12-01**

1. The National Treasury has received financing from the International Fund for Agricultural Development (“the Fund” or “IFAD”) towards the cost of Aquaculture Business Development Programme (“the client” or “procuring entity”) and intends to apply part of the proceeds for the recruitment of consulting services, for which this REOI is issued.

The use of any IFAD financing shall be subject to IFAD’s approval, pursuant to the terms and conditions of the financing agreement, as well as IFAD’s rules, policies and procedures. IFAD and its officials, agents and employees shall be held harmless from and against all suits, proceedings, claims, demands, losses and liability of any kind or nature brought by any party in connection with *Aquaculture Business Development Programme*

2. The client now invites expressions of interest (EOIs) from legally constituted consulting firms (not individual consultants) (“consultants”) to for Transaction Advisory and Technical Assistance for Programme Grants Management Consultancy. More details on these consulting services are provided in the preliminary terms of reference (PTOR) attached as **Annex 1**. The consultant may sub-contract selected activities provided that said services do will not exceed 20% of the total consultancy work.
3. Before preparing its EOIs, the consultant is advised to review the preliminary terms of reference attached as **Annex 1**, which describe the assignment and **Annex 2** that details the evaluation of the technical qualifications.
4. The consultant shall not have any actual, potential or reasonably perceived conflict of interest. A consultant with an actual, potential or reasonably perceived conflict of interest shall be disqualified unless otherwise explicitly approved by the Fund. A consultant including their respective personnel and affiliates are considered to have a conflict of interest if they a) have a relationship that provides them with undue or undisclosed information about or influence over the selection process and the execution of the contract, b) participate in more than one EOI under this procurement action, c) have a business or family relationship with a member of the client’s board of directors or its personnel, the Fund or its personnel, or any other individual that was, has been or might reasonably be directly or indirectly involved in any part of (i) the preparation of this expression of interest, (ii) the selection process for this procurement, or (iii) execution of the contract. The consultant has an ongoing obligation to disclose any situation of actual, potential or reasonably perceived conflict of interest during preparation of the EOI, the selection process or the contract execution. Failure to properly disclose any of said situations may lead to appropriate actions, including the disqualification of the consultant,

¹ This document refers to legally constituted consulting firms as “consultant”.

the termination of the contract and any other as appropriate under the IFAD Policy on Preventing Fraud and Corruption in its Projects and Operations².

5. All consultants are required to comply with the Revised IFAD Policy on Preventing Fraud and Corruption in its Activities and Operations (hereinafter, “IFAD’s Anticorruption Policy”) in competing for, or in executing, the contract.
 - a. If determined that a consultant or any of its personnel or agents, or its sub-consultants, sub-contractors, service providers, suppliers, sub-suppliers and/or any of their personnel or agents, has, directly or indirectly, engaged in any of the prohibited practices defined in IFAD’s Anticorruption Policy or integrity violations such as sexual harassment, exploitation and abuse as established in IFAD’s Policy to Preventing and Responding to Sexual Harassment, Sexual Exploitation and Abuse³ in competing for, or in executing, the contract, the EOI may be rejected or the contract may be terminated by the client.
 - b. In accordance with IFAD’s Anticorruption Policy, the Fund has the right to sanction firms and individuals, including by declaring them ineligible, either indefinitely or for a stated period of time, to participate in any IFAD-financed and/or IFAD-managed activity or operation. The Fund also has the right to recognize debarments issued by other international financial institutions in accordance with its Anticorruption Policy.
 - c. Consultants and any of their personnel and agents, and their sub-consultants, sub-contractors, service providers, suppliers, sub-suppliers and any of their personnel and agents are required to fully cooperate with any investigation conducted by the Fund, including by making personnel available for interviews and by providing full access to any and all accounts, premises, documents and records (including electronic records) relating to this selection process or the execution of the contract and to have such accounts, premises, records and documents audited and/or inspected by auditors and/or investigators appointed by the Fund.
 - d. Consultants have the ongoing obligation to disclose in their EOI and later in writing as may become relevant: (i) any administrative sanctions, criminal convictions or temporary suspensions of themselves or any of their key personnel or agents for fraud and corruption, and (ii) any commissions or fees paid or to be paid to agents or other parties in connection with this selection process or the execution of the contract. As a minimum, consultants must disclose the name and contact details of the agent or other party and the reason, amount and currency of the commission or fee paid or to be paid. Failure to comply with these disclosure obligations may lead to rejection of the EOI or termination of the contract.
 - e. Consultants are required to keep all records and documents, including electronic records, relating to this selection process available for a minimum of three (3) years

² The policy is accessible at www.ifad.org/anticorruption_policy.

³ The policy is accessible at <https://www.ifad.org/en/document-detail/asset/40738506>.

after notification of completion of the process or, in case the consultant is awarded the contract, execution of the contract.

6. The Fund requires that all beneficiaries of IFAD funding or funds administered by IFAD, including the client, any consultants, implementing partners, service providers and suppliers, observe the highest standards of integrity during the procurement and execution of such contracts, and commit to combat money laundering and terrorism financing consistent with IFAD's Anti-Money Laundering and Countering the Financing of Terrorism Policy.⁴
7. **Procedure:** the selection process will be conducted using *Quality Cost Based Selection (QCBS)* as laid out in the IFAD Procurement Handbook that can be accessed via the IFAD website at www.ifad.org/project-procurement. The client will evaluate the EOIs using the criteria provided in **Annex 2**. The shortlisted consultant(s) will be provided with the detailed TORs and asked to submit a detailed technical and financial offer. The evaluation will include a review and verification of qualifications and past performance, including a reference check, prior to the contract award.
8. Consultants may associate with other firms to enhance their qualifications but should indicate clearly whether the association is in the form of a joint venture and/or a sub-consultancy. In the case of a joint venture, all the partners in the joint venture shall be jointly and severally liable for the entire contract, if selected.
9. Any request for clarification on this EOI including the PTOR should be sent via e-mail to the address below no later than **11.00am July 18th, 2022, EAT**. The client will provide responses to all clarification requests by **11.00am July 22nd, 2022, EAT**
10. **Submission Procedure:** please submit your expression of interest using the forms provided for this purpose. Your EOI should comprise one (1) original copy of each EOI form annexed to this document. EOIs shall be submitted to the address below no later than **11.00am July 29nd, 2022 EAT**

Submission address:

*Grants management Consultancy
MOALF / SDFA&BE / ABDP/EOI / 2021-2022 / 12-01
Aquaculture Business Development Programme;
Kamakwa Road opposite Golf Club Nyeri
P.O.Box 904-10100 Nyeri, Kenya
Tel: +254(0)721490056/750484817/754929293
E-mail: Procurement@abdpcu.org*

Yours sincerely,

Sammy Macaria

⁴ The policy is accessible at <https://www.ifad.org/en/document-detail/asset/41942012>.

Form EOI-1

EOI Submission Form

Nairobi, November 2021

[Authorized official]

Re: Transaction Advisory and Technical Assistance for Programme Grants Management Consultancy

Ref: *MOALF/SDFA&BE/ABDP/EOI/2021-2022/12-01*

We, the undersigned, declare that:

1. We are expressing our interest in providing the consulting services for the above-mentioned assignment and have no reservations to the REOI, the instructions to the consultants and any addenda thereto.
2. Our expression of interest is open for acceptance for a period of ninety (90) days.
3. Our firm, its associates, including any subcontractors or suppliers for any part of the contract, have not been declared ineligible by the Fund and have not been subject to sanctions or debarments under the laws or official regulations of the client's country or not been subject to a debarment recognized under the Agreement for Mutual Enforcement of Debarment Decisions (the "Cross-Debarment Agreement")⁵, beyond those declared in paragraph 9 of this EOI submission form.
4. We acknowledge and accept the IFAD Revised Policy on Preventing Fraud and Corruption in its Activities and Operations. We certify that neither our firm nor any person acting for us or on our behalf has engaged in any prohibited practices as provided in ITC Clause 6. Further, we acknowledge and understand our obligation to report to anticorruption@ifad.org any allegation of prohibited practice that comes to our attention during the selection process or the contract execution.

⁵ The Cross-Debarment Agreement was entered into by the World Bank Group, the Inter-American Development Bank, the African Development Bank, the Asian Development Bank and the European Bank for Reconstruction and Development, additional information may be located at: <http://crossdebarment.org/>.

5. No attempt has been made or will be made by us to induce any other consultant to submit or not to submit an EOI for the purpose of restricting competition.
6. We acknowledge and accept the IFAD Policy on Preventing and Responding to Sexual Harassment, Sexual Exploitation and Abuse. We certify that neither our firm nor any person acting for us or on our behalf has engaged in any sexual harassment, sexual exploitation or abuse. Further, we acknowledge and understand our obligation to report to ethicsoffice@ifad.org any allegation of sexual harassment, sexual exploitation and abuse that comes to our attention during the selection process or the contract execution.
7. The following commissions, gratuities, or fees have been paid or are to be paid with respect to the selection process: *[Insert complete name of each recipient, its full address, the reason for which each commission or gratuity was paid and the amount and currency of each such commission or gratuity.]*

Name of Recipient	Address	Reason	Amount	Currency

(If none has been paid or is to be paid, indicate “none.”)

8. We declare that neither our consulting firm nor any of its directors, partners, proprietors, key personnel, agents, sub-consultants, sub-contractors, consortium and joint venture partners have any actual, potential or perceived conflict of interest as defined in ITC Clause 5 regarding this selection process or the execution of the contract. *[insert if needed: “other than the following:” and provide a detailed account of the actual, potential or perceived conflict].* We understand that we have an ongoing disclosure obligation on such actual, potential or perceived conflicts of interest and shall promptly inform the client and the Fund, should any such actual, potential or perceived conflicts of interest arise at any stage of the procurement process or contract execution.
9. The following criminal convictions, administrative sanctions (including debarments) and/or temporary suspensions have been imposed on our consulting firm and/or any of its directors, partners, proprietors, key personnel, agents, sub-consultants, sub-contractors, consortium and joint venture partners:

Nature of the measure (i.e., criminal conviction, administrative	Imposed by	Name of party convicted, sanctioned or suspended (and	Grounds for the measure (i.e., fraud in procurement or	Date and time

sanction temporary suspension)	or	relationship to the consultant)	corruption contract execution)	in (duration) of measure

If no criminal convictions, administrative sanctions or temporary suspensions have been imposed, indicate “none”.

10. We acknowledge and understand that we shall promptly inform the client about any material change regarding the information provided in this EOI submission form.
11. We further understand that the failure to properly disclose any of information in connection with this EOI submission form may lead to appropriate actions, including our disqualification as consultant, the termination of the contract and any other as appropriate under the IFAD Policy on Preventing Fraud and Corruption in its Projects and Operations.
12. We understand that you are not bound to accept any EOI that you may receive.

[Authorized signatory]

[Name and title of signatory]

[Name and address of firm]

Form
Organization of the Consultant

EOI-2

Re: Consulting Services for *Transaction Advisory and Technical Assistance for Programme Grants Management Consultancy*

Ref: MOALF/SDFA&BE/ABDP/EOI/2021-2022/12-01

[Provide a brief description of the background and organization of your firm/entity and of each associated firm for this assignment. Include the organization chart of your firm/entity. The EOI must demonstrate that the consultant has the organizational capability and to carry out the assignment. The qualifications document shall further demonstrate that the consultant has the capacity to field and provide experienced replacement personnel on short notice. Key staff CVs are not required at the shortlisting stage.]

Name of the firm	
Date of establishment	
Country of registration	
Full address of the firm	
Focal point: name, position, contact information (telephone, email):	Name:
	Tel:
	Email:
Number of branches in the country	
Country(ies) of operations with number of branches in each country	
Number of full-time employees	
Number of part-time employees	
Field(s) of expertise of the firm	

Number of professional staff with experience related directly to the assignment	
Subsidiary and associated companies (<i>wherever applicable</i>): (details in the following format to be provided for all associates) – (i) Name of the company (ii) Nature of business (iii) Address of the company (iv) Website of the company (v) Brief description of company (maximum of 120 words)	
Any other information that the consultant would like to add:	

Maximum 10 pages

Form EOI-3

Experience of the Consultant

Re: Consulting Services for Transaction Advisory and Technical Assistance for Programme Grants Management Consultancy -

Ref: MOALF/SDFA&BE/ABDP/EOI/2021-2022/12-01

[Using the format below, provide information on each relevant assignment for which your firm, and each associate for this assignment, was legally contracted either individually as a corporate entity or as one of the major companies within an association, for carrying out consulting services similar to the ones requested under the preliminary terms of reference included in this EOI. The EOI must demonstrate that the consultant has a proven track record of successful experience in executing projects similar in substance, complexity, value, duration, and volume of services sought in this procurement.

Maximum 20 pages]

Assignment name:	Approx. value of the contract (in current US\$):
Country: Location within country:	Duration of assignment (months):
Name of client:	Total No. of staff-months of the assignment:
Address, and contact details (including email address(es)):	Approx. value of the services provided by your firm under the contract (in current US\$):

Start date (month/year):	No. of professional staff-months provided by associated consultants:
Completion date (month/year):	
Name of associated consultants, if any:	Name of proposed senior professional staff of your firm involved and functions performed (indicate most significant profiles such as project director/coordinator, team leader):
Narrative description of project:	
Description of actual services provided by your staff within the assignment:	

Name of Firm: _____

ANNEX 1

PRELIMINARY TERMS OF REFERENCE

Consulting Services for *Transaction Advisory and Technical Assistance for Programme Grants Management Consultancy*

The overall objective of this assignment is to provide transaction advisory support and technical assistance in the management of the various grants to be awarded by the Programme. Specifically, the consultant will support the Programme in the design of the grants, offer secretariat services in the whole process of grant start to exit and provide capacity building and monitoring evaluation for the Programme grantees

1. Client

The client for this assignment is Ministry Of Agriculture, Livestock, Fisheries And Cooperatives State Department of Fisheries, Aquaculture and the Blue Economy – Aquaculture Business Development Programme (ABDP)

2. Country background

[Provide information on the situation in the country to the degree that it is relevant to the proposed project. This includes economic, social factors as well as recent developments that may affect the overall project or the assignment for which these TOR are issued.]

3. Background on project

The Aquaculture Business Development Programme (ABDP) is implemented under State Department of Fisheries, Aquaculture and the Blue Economy in the Ministry of Agriculture, Livestock, Fisheries and Cooperatives with funding from the Government of Kenya (GOK), the International Fund for Agricultural Development (IFAD) and the Food and Agriculture Organization (FAO). The Programme was launched in April 2019, with a completion date of 30 June 2026. The goal of ABDP is to contribute to the reduction of poverty and increased food security and nutrition in rural communities in Kenya. The Programme's development objective is to increase the incomes, food security and nutritional status of the wider communities of poor rural households involved in aquaculture in the targeted Counties.

ABDP comprises of two mutually supportive investment components focused on strengthening the aquaculture value chain to benefit smallholder fish producers, small-scale supporting service providers and their rural communities. Component 1: Smallholder aquaculture development, aims to strengthen the capacity of smallholder farmers to increase production and improve productivity as well as to create

opportunities for non-fish farming actors interested to develop micro enterprises along the aquaculture value chain. The component also contributes to improved diet of the Kenyan population by increased consumption of fish, fish products and dietary diversity. Component 2: Aquaculture value chain development aims to support the expansion of the subsector by promoting the establishment and scaling up of agribusiness enterprises of all sizes, including rural groups that “graduate” to a more advanced and stable business model. These are supported by Component 3 on Project Management and Coordination. The Programme targets 35,500 households of aquaculture farmers in the value chain, including 5,500 beneficiaries who are youth.

The Programme is targeting rural Counties in Kenya with high aquaculture potential. Fifteen Counties are implementing ABDP, including Migori, Kakamega, Homa Bay, Nyeri, Meru, Kirinyaga, Tharaka Nithi, Kisii, Kisumu, Siaya, Busia, Embu, Kiambu and Machakos and Kajiado. The Programme Coordination Unit is based in Nyeri with a regional coordination office in Kisumu.

4.0 Background of the assignment- Competitive Grants Under the Programme

ABDP will issue a number of competitive grants to various beneficiaries with the objective to broaden and deepen the aquaculture value chain with a series of strategic Public-Private-Producer-Partnerships (PPPPs). The main purpose of the grants is to make the aquaculture value actors’ core activities financially viable and bankable to contribute to the establishment of a commercially viable aquaculture value chain in Kenya. The grant support is targeted to small- and medium-sized aquaculture pond producers organised in Small Aquaculture Groups (SAGs); youths organised in Aquaculture Support Enterprises (ASEs); aquaculture agribusiness referred to as Independent Aquaculture Aggregators (IAAs) and; private parties/strategic investors to operate fish processing plants. To achieve the objective the grants support, ABDP will finance the investment of these groups through business plan competition window as well as use tripartite agreements with the aggregator/private party and smallholder producers under the PPPPs model. The various grants envisaged under the Programme are described below:

4.1 Grants for Small scale Aquaculture Input Industry Development.

Aquaculture small-scale producers may not always be in position to access affordable good quality feed and fingerlings. Given the need to address such gap and the desirability of having multiple suppliers in the marketplace, the Programme will support small-scale producers to establish robust links to existing accessible value chain operators or to produce their own supplies. There are a number of small-scale fish feed and fingerling producers in the Programme Counties, some dating from the ESP and many not functioning to design capacity. On a case-by-case basis, the Programme will contribute part of the cost of appropriate machinery (70%) upgrade and/or equipment needed to establish or restore production for producers, with each proposal being presented as a bankable business plan where the beneficiary makes cash contribution of the remainder. It is expected that fifteen (15) grants at a maximum of – Kes 700, 000 each will be awarded.

4.2 Grants to Aquaculture Support Enterprises (ASEs) for youth entrepreneurs.

To support youth employment and self-employment in rural areas, the Programme promotes the involvement of young men and women in aquaculture-related enterprises, introducing through them a business-oriented approach to the Subsector. The objective is to promote Aquaculture Support Enterprises (ASEs) as a means of income generation and empowerment for non-producers of fish, especially for disadvantaged groups, by improving their access to resources and productive assets. In this regard, ABDP implements a “champion”-led ASE development initiative applying the International Labour Organization (ILO) a Start and Improve Your Business (SIYB) business development methodology.

An initial 500 young potential rural entrepreneurs (30% women) are being identified by the Programme as champions and taken through training program with each champion being responsible for a youth group of 10 individuals. These champions will receive intensive SIYB training on how to develop concrete business idea and prepare bankable business plans, and then become responsible to support another ten youth each to take up income-generating opportunities along the aquaculture value chain. Two hundred (200) youth (both the champions and subsequently trained) will be supported with 80% matching grants of upto Kes 700,000 each to finance small activities such as such as pond construction or transportation of inputs/outputs.

4.3 Grants to Small Aquaculture Groups (SAGs)

Under component 1 of the Programme, SAGs are trained to improve their pond productivity. The SAGs will then be invited to submit stand-alone business plans when it is not feasible to link them to any of the PPPPs models supported by the Programme. It is envisaged that a maximum of 90 groups would be supported under this model. Business plans submitted by SAGs should include mechanisms for the inclusiveness of all members, (including women and youth), and for the provision of inputs. Examples of possible proposals for business plans may include: improving marketing through marketing stands, fish eating places and related enterprises; improving post-harvesting through small-scale facilities for filleting, freezers; small-scale processing facilities for making fish-balls, fish sausage and other value addition products and; improving aquaculture systems management through provision of goods to improve/upgrade the production base or address challenges along with technical assistance for improved pond management.

4.4 Independent aquaculture aggregators PPPP model

The Programme will finance about 22 Independent Aquaculture Aggregators PPPP contracts. Selection of the IAAs that will participate in the Programme is underway. Once the IAAs are selected, it is envisaged that two main contracts are to be signed. The first contract is expected to provide guidelines on the use of a grant based on a well-defined business plan signed between the Programme and the IAA. The second will be a fish purchase agreement between the IAA and fish producers that will ensure a market for the small aquaculture producers at market prices and the provision of technical support and quality inputs. It is expected that these two contracts will enhance the ability of the IAAs to get long-term commercial co-financing for the development of their businesses as well as enhance the ability of small

aquaculture producers to get working capital from commercial sources. It is expected that at the end of the contractual period (5 years) a typical IAA will be working with about 250 aquaculture farmers each owning three ponds on average, achieving a combined production volume of about 262 MT of fish per year, while at the same time achieving lower costs of production.

Grant funding for the IAAs includes investment financing for the IAAs and the small aquaculture pond owners, both of which will be documented in the business plans presented by the aggregator in response to calls for proposals issued by the Programme. It is expected that investments in an aggregator's typical business plan include a warehouse with cold storage and/or fish feed storage, a refrigerated truck, outlet furniture and motorbikes. It will also include the investment cost of pond rehabilitation and/or construction of new ponds for the 250 or so farmers under its out grower territory.

Programme financing will include a maximum 45% grant of the aggregator investment, maximum 60% cost of pond upgrade (if needed) and maximum 55% of new ponds. To receive funding from the Programme, IAAs can be organized either as a limited liability company or as a cooperative, both managed professionally.

4.5 Lease PPP contract

The Programme will finance four lease PPP contracts to operate and maintain the fish processing plants built during ESP. Each of these PPP transactions would be possibly supported by a large IAA contract or multiple IAA schemes for the supply of fish to the fish processing plants. Competitive tender for the lease contracts by the respective County governments are underway. Two main category of contracts are to be signed, one that is expected to rule the use of the fish processing plant signed between the County Government and the Fish Processing Plant contractor, and the other category would be signed between the Fish Processing Plant contractor and the smallholder aquaculture producers (supported by an IAA). The latter will be a fish purchase agreement that will ensure a market for the sales of the small aquaculture producers at market prices. As in the previous case, these two contracts are expected to enhance the ability of the lease contractors and small aquaculture producers to access commercial finance.

Key obligations of the lease contractor (in addition to purchasing fish from the small aquaculture producers) will be to undertake structural adjustments of the fish processing plants, including an overhaul of the production line and necessary equipment to operationalize the plants. It is expected that the lease contractor will increase fish processing plant production capacity from the current 12 MT/week to 20 MT/week, equivalent to 1,040 MT/year. It is also expected that each lease contractor will be supplied by four IAAs who will be coordinating the production of small aquaculture producers as described in the previous section.

Funding under this Component includes investment financing for the IAA and for the small aquaculture (e.g. pond) producers, both of which will be documented in the business plans of the lease contractors. In this case, IAAs are expected to put in place fish productive infrastructure and logistical services for small farmers producing fish for the fish processing plant

5. Overall objectives

The Programme goal of the proposed ABDP is set as Reduced poverty and increased food security and nutrition in rural communities. 52. The corresponding Development objective is to increase the incomes, food security and nutritional status of the wider communities of poor rural households involved in aquaculture in the targeted Counties. This objective is in conformity with the current IFAD COSOP for Kenya: (SO-II) Improved access to productivity enhancing assets, technologies and services for vulnerable rural women, men and young people in target areas

6. Objectives of the assignment

The overall objective of this assignment is to provide transaction advisory support and technical assistance in the management of the various grants to be awarded by the Programme. Specifically, the consultant will support the Programme in the design of the grants, offer secretariat services in the whole process of grant start to exit and provide capacity building and monitoring evaluation for the Programme grantees. Three key activities need to be carried out in this transaction advisory support and technical assistance in the management of the grants as follows: (*Note: The envisaged three activities may overlap*)

- (i) Detailed grant design for each of the grants envisaged under the Programme.
- (ii) Provide back-end secretariat support during the entire grant management cycle from start to exit/close;
- (iii) Provide capacity building to the selected grantees to ensure business plans are operationalized in line with the Programme development objectives and;

The selected transaction advisor (hereafter referred to as the Consultant) will work closely with the National Programme Coordinating Unit (PCU), the County Programme Coordination Teams (CPCTs) and County Programme Implementation Teams (CPITs). The Consultant shall be expected to maintain a high degree of confidentiality throughout this assignment, especially with respect to grant completion documentation, the evaluation of proposals and processes that have not been publicly disclosed.

7. Scope of work

These terms of reference are for a transaction advisor and technical assistance with a team of suitably qualified and experienced financial and technical staff, who will assist the Programme to effectively roll out and manage the grant funding to the various groups as described in section 1, structured around the key phases articulated in section 3 above. The scope of work within each activity is articulated below:

- (i) *Detailed grant design for each of the grants envisaged under the Programme* – the Consultant is expected to perform the following tasks:
 - a. Review the proposed matching grant modality and targets at design, whether they are still relevant to the current situation and realities on the ground, or propose any amendments to achieve the objectives and envisaged results of the Programme;
 - b. Prepare grant design report outlining the key features of the grants to be awarded by the Programme and;

- c. Develop the Programme Grant Procurement and Management Manual detailing all the steps to be followed from grant start to exit/closure as well as the roles and responsibilities of the various parties in the grants management.

(ii) Provide back-end secretariat support during the entire grant management cycle from start to exit/close; - While the Consultant is not expected to select the grantees, it will work very closely with the Programme Coordinating Unit (PCU) to provide back-end secretariat support during the entire grant management cycle. Typically these services will include but not limited to:

- a. Develop the terms of reference for the establishment of the Grant Selection and Award Committee;
- b. Prepare the detailed call for proposals for the various grants outlining application requirements and make follow up with the PCU to ensure timely advertisements;
- c. Develop tools for shortlisting of applications and evaluation of the business plans/proposals to be used by the Grants Selection and Award Committee;
- d. In collaboration with the PCU, convene meetings of the Grant Selection and Award Committee for shortlisting of applications and prepare meeting proceedings/minutes;
- e. Organize pre-award surveys to validate information provided by applicants;
- f. Organize pre-award workshops to provide additional information to shortlisted applicants with the aim of improving proposals and business plans;
- g. In collaboration with the PCU, convene meetings of the Grant Selection and Award Committee for evaluation of business plans/proposals submitted by the shortlisted applicants and prepare meeting proceedings/minutes;
- h. Prepare grant agreements for successful grantees;
- i. Develop reporting requirements for grantees, receive and evaluate grantee reports and submit evaluation report to PCU with clear recommendations to improve grants performance;
- j. Support post-award tracking and monitoring of Programme execution by grantees.
- k. Support PCU in the preparation of final grant implementation reports and facilitate closure at completion
- l. Financial close and post-transaction reporting. The Consultant shall assist PCU with all functions related to signing the grant agreements, PPPs lease contracts through to financial close. The Consultant must also compile a comprehensive report that documents the selection activities and outcomes.

(iii) Provide capacity building to the selected grantees to ensure business plans are operationalized in line with the Programme development objectives – The selected grantees and PPP lease operators/contractor require technical assistance in preparation of proposals and business plans as well as operationalization of the business plans to ensure Programme objectives are met. In this regard, the Consultant will perform the following tasks:

- a. Carry out organization capability assessment for the selected grantees (SAGs and ASEs) as well as the PPP lease operators/contractors to identify business development capacity needs;

- b. Support the SAGs and ASEs as well as the PPPP lease operators/contractors to develop business plans and proposals as well build capacity on the BDS needs identified;
- c. Coordinate with the PCU to ensure that the technical extension to be provided to the SAGs and ASEs are availed on time to address technical capacity needs;
- d. Specifically with regard to the PPPP lease operators, support to assess the technical and financial viability of operating the processing plans and make recommendations as necessary;
- e. Support the PCU in structuring the Independent aquaculture aggregators PPPP and PPPP lease and agreements as well as help the lease contractor develop out grower models by acting either as IAAs themselves or through other IAAs not linked to the processing plant.
- f. Support the PPPP lease operators on a need basis with technical expertise to draw up detailed technical specifications, review designs and engineering plans, as well as assess the completeness and competitiveness of quotations from equipment suppliers and construction companies.
- g. Raise the awareness of targeted ASEs and SAGs as well as other key actors regarding opportunities in the support and value addition chains, and final fish products buyers and other TA providers.
- h. For the Programme IAA PPPP model to work, the banks and other private sector financiers will need to provide working capital to small aquaculture producers and long-term funding for the IAAs and lease operator (if required). The participation of private financiers will be the actual test of commercial viability of the IAA PPPP model. In this regard therefore, the Consultant will support the ASEs, SAGs and lease operators to prepare bankable business plans as well as work closely with the financial products development consultant (to be hired) to ensure specific customer needs are integrated in the financial products. Moreover, the consultant will link the ASEs, SAGs and lease operators to potential financial service providers.

8. Capacity building and transfer of knowledge

The Consultant shall work closely with relevant staff of the Project Coordinating Unit (PCU). The Consultant shall have an obligation to transfer knowledge and skills that are used during the assignment.

9. Reports and schedule of deliverables

The Consultant is expected to work in collaboration with the members of the PCU, county implementation and coordination teams and other consultants of the Programme. The Consultant will directly report to the Programme Component 2 Lead. The following deliverables will be required:

- (i) Inception Report - The consultant shall submit an inception report 2 weeks after commencement of this assignment. The inception report will detail out the methodology and strategy of delivering the assignment as well as a work plan.
For Activity 1, the following are required deliverables:
- (ii) Grants Design Report outlining features of each grant to be awarded by the Programme

- (iii) Grant Procurement and Management Manual detailing all the steps to be followed from grant start to exit/closure as well as the roles and responsibilities of the various parties in the grants management.

For Activities 1 and 2, the following are required deliverables:

- (iv) Monthly and Quarterly progress reports clearly indicating activities completed during the period and the outputs achieved (outputs to be agreed with the PCU at the point of contracting)
- (v) Final report, outlining achievements and results, lessons learnt and recommendations.

10. Consultant's qualifications and experience

The Consultant will be a firm or consortium of firms with a demonstrated track record of managing and structuring similar output-based assignments in similar markets. The firm should have successfully delivered at least two similar assignments within the last 10 years. Similarity in size, complexity, technology, operational context and economic and social settings of the client country is preferred. The firm may preferably be licenced to offer transaction and advisory services.

The Consultant shall be a firm, with a dedicated team of experienced experts required to complete the range of tasks set out in these terms of reference. The team should be managed by a single lead advisor who shall be responsible for ensuring timely completion of deliverables and for the performance and professional conduct of the team. This Team Lead will also act as the primary liaison between the Consultant and the Programme. The Consultant's team must include, at a minimum, the following key experts (with the required qualifications as described). Other supportive experts/staff can be included on a need basis depending on the activity being implemented:

- (i) *Team Leader*: Post-graduate degree in finance, economics, business or similar relevant professional qualification; Certified Financial Analyst (CFA or equivalent); at least 10 years' work experience in financial, accounting or commercial discipline in a relevant enterprise, such as a financial institution, accounting firm, or law firm; at least 5 years of international work experience in a senior capacity reviewing, structuring or advising on public-private partnership (PPP) transactions in preferably in the agriculture sector; demonstrated experience in structuring projects and negotiating agreements to financial close; project finance experience preferred along with experience in project planning and management.
- (ii) *Financial Analyst*: A minimum of a Bachelor's degree in business, finance, accounting or similar relevant professional degree, but a postgraduate degree (e.g., MBA) or professional certification (e.g. CPA or CFA) from a reputable institution strongly preferred; at least 5 years' work experience in a relevant financial, accounting or commercial discipline in a relevant enterprise, such as a financial institution or accounting firm; experience advising on PPP projects; good understanding of commercial lending terms and financial markets; experience in credit risk assessment on project finance or equity and debt transactions preferred; experience developing and auditing financial models required.
- (iii) *Business Development Services Specialist*: Post-graduate degree in finance, economics, business, agriculture/agribusiness or similar relevant qualification; Certified BDS trainer; at least 5 years' work experience in providing BDS to SMEs especially agri-SMEs; good understanding of the agriculture and rural finance sectors in Kenya.

- (iv) Technical Specialist: A Bachelor's degree or higher in Aquaculture; a minimum of 10 years of experience in aquaculture; good understanding of the agriculture and specifically aquaculture sub-sector in Kenya.

11. Location and period of execution

The envisaged activities described in section 7 above may overlap. The expected duration of the anticipated phases of the assignment would be about 36 months.

12. Project coordination

The Consultant is expected to work in collaboration with the members of the PCU, county implementation and coordination teams and other consultants of the Programme. The Consultant will directly report to the Programme Component 2 Lead

13. Services and facilities to be provided by client

The Programme will provide the Consultant with the relevant documents and information (as may be applicable) to enable the consultant to perform the assignment. The consultant will also be provided with office space to work from, when working from the PCU offices. The Client will also provide transport to the consultant when travelling to the field.

14. Services and facilities to be provided by the consultant

The consultant will be responsible for their own office space when working away from any of the PCU offices, laptops, airtime, and stationery and related services

15. Selection Method

The Consultant is to be selected in accordance with the Quality and Cost Based Selection (QCBS) Method, which will be set out in the detailed tender document.

16. Copyright and Ownership

All raw and finished materials shall be owned by the Programme. The Consultant shall maintain confidentiality of all information received from the Programme and other sources concerning all data and insights obtained during the course of the assignment.

ANNEX 2

Qualification and Evaluation Criteria

i) Preliminary Examination

For a firm to be evaluated, it must submit all the following documents:

1. Registration certificate from registrar of companies
2. Valid Tax Clearance certificate

ii) Evaluation Criteria

Item	Criteria	Points
For specific experience, evidence shall include successful experience in the execution of at least 2 projects of a similar nature and scope of works during the last 10 years .		
A.	General experience	25
i	General experience: Firm has been in existence for 10 years	25
B.	Specific experience	75
i	Demonstrated track record of managing and structuring similar output-based assignments in similar markets: Attach Contracts and TOR	60
	<ul style="list-style-type: none"> Grant design 	20
	<ul style="list-style-type: none"> Grant Management - Back-end secretariat support during the entire grant management cycle from start to exit/close. 	20
	<ul style="list-style-type: none"> Capacity building to grantees 	20
ii	Experience with donor funded projects; attach evidence	15
	Total Points	100
	Minimum points required to pass	70 points