

BIDDING DOCUMENT FOR THE PROCUREMENT OF A SENIOR CONSULTANT IN INVESTMENT AND ENERGY FINANCING TO PROVIDE INVESTMENT ADVISORY SERVICES FOR THE ON-GOING HYDROPOWER PROJECTS DEVELOPMENT UNDER NGALI ENERGY'S PORTFOLIO

Title of the Tender:

SENIOR CONSULTANT IN INVESTMENT AND ENERGY FINANCING TO PROVIDE INVESTMENT ADVISORY SERVICES FOR THE ON-GOING HYDROPOWER PROJECTS DEVELOPMENT UNDER NGALI ENERGY'S PORTFOLIO

Tender Reference Number:

N^o: NCBS 005/11/NE/24

Procurement Method:

National competitive Bidding

Date of Issue of the tender document:

05/11/2024

Prepared by:



Munezero Chantal

Procurement Officer

Approved by:



Eng. Arthemon Nsengiyumva

Managing Director



National Open Tender Notice

Tender for the Procurement of a Senior Consultant in Investment and Energy Financing to provide investment advisory services for the on-going Hydropower projects development under Ngali Energy's Portfolio

Invitation N°: NCBS/005/10/NE/24

Background

1. Ngali Energy Ltd is developing two small hydro power projects: Rwondo (2.6 MW) and Ngororero (2.4 MW) in Rwanda and Yambio Thermal power plant in South Sudan.
2. The Client (Ngali Energy) now solicits technical and financial proposals to support Ngali Energy's on-going Hydropower projects development.
3. This Request for Proposal (RFP) is open to all interested Firms with financial/investment background fulfilling the requirements here below.
 - a. Develop Financial Models to assess viability of the three power plants given the change in tariff.
 - b. Identify and analyze various funding sources and advise on the optimal funding structure, including debt-to-equity ratio, tenure, and repayment terms
 - c. Recommend the best capital structure to balance leverage and cash flow sustainability, as well as minimize cost of capital
 - d. Establish the ideal financing terms such as duration and repayment schedule, given the nature of the project – optimal design of debt given the characteristics of the project
 - e. Analyze revenue paid in RWF (below USD selling rate) and recommend measure to mitigate foreign currency (FX) risks
 - f. Stress test key financial metrics (IRR, NPV, DSCR, FCF) against changes in tariffs, FX rates, costs, and production to evaluate project sensitivity and resilience
 - g. All the above shall be put in one report to be presented to Management and thereafter the Board of directors for approval

3. Required Qualifications:

- Bachelor of degree in project management or related field
- A Master's degree or Post Graduate Diploma (PGD) or a certificate in finance or investment related fields.
- Additional certifications (CFA, CPA, ACCA)

4. Required experience:

The Firm should have at least 5 years and senior consultant must have an overall experience of 15 years in financial sector related functions with specific years in;

- 10 years of overall experience in financial and investment modelling.

- Having occupied leadership positions will be an added advantage.

The consultant must be able to speak fluently English, a working knowledge of Kinyarwanda and French will be an added advantage.

5. Duration of the assignment

The consultancy services shall be for a period of one month and the consultant shall provide schedule of deliverables

6. Financial Proposal

The bidder shall quote, his/her rate in Rwandan Francs (Rwf).

The rates must be realistic and reasonable in accordance with scope of work.

7. All interested firms submit the applications in hard copies one (1) original and one (1) copy at Ngali Energy offices located at **Bodifa Mercy House 5th Floor, KG 624ST Kimihurura (Opp. Parliament), Gasabo – Kigali, on or before 18th November, 2024 at 10:00Am.**

A public opening session shall be held in Ngali Energy boardroom at 10:15 Am on the same date, for those who choose to attend.

A full application must have

- Letter expressing interest to participate in this tender
- The candidate's Curriculum Vitae (CV) accompanied by academic certificates
- Three references
- Financial Proposals

8. Consultants meeting the required qualifications and experience shall be evaluated financially, in accordance with the procurement procedures of the client.

10. For more information, queries and clarifications, bidders may write to the undersigned via email at chantal.munezero@ngali.com.

9. For more details, please visit www.ngalienergy.com

Done at Kigali, on 5/11/2024

Sincerely,



Arthemon Nsengiyumva

Managing Director



TERMS OF REFERENCES

TERMS OF REFERENCES

1. Rwondo , Ngororero Hydropower Projects and Yambio Thermal power plant

Executive Summary

Ngali Energy Ltd is developing two small hydro power projects: Rwondo (2.6 MW) and Ngororero (2.4 MW) in Rwanda and Yambio Thermal power plant in South Sudan. Therefore, the Client (Ngali Energy Ltd) is seeking a finance consultant to assist in:

- a. Develop Financial Models to assess viability of the three power plants given the change in tariff.
- b. Identify and analyze various funding sources and advise on the optimal funding structure, including debt-to-equity ratio, tenure, and repayment terms
- c. Recommend the best capital structure to balance leverage and cash flow sustainability, as well as minimize cost of capital
- d. Establish the ideal financing terms such as duration and repayment schedule, given the nature of the project – optimal design of debt given the characteristics of the project
- e. Analyze revenue paid in RWF (below USD selling rate) and recommend measure to mitigate foreign currency (FX) risks
- f. Stress test key financial metrics (IRR, NPV, DSCR, FCF) against changes in tariffs, FX rates, costs, and production to evaluate project sensitivity and resilience
- g. All the above shall be put in one report to be presented to Management and thereafter the Board of directors for approval

Deliverable	Description
Financial Models	<p>Detailed automated financial models with scenarios, analysis and sensitivity testing.</p> <p>Models</p> <ul style="list-style-type: none"> • Assumptions: Include key assumptions such as energy prices, inflation rates, and capital costs. • Revenue Projections: Expected revenue streams (e.g., power sales, capacity payments). • Expense Forecast: Detailed breakdown of operating expenses, maintenance costs, and other financial outflows. • Cash Flow Analysis: Projected cash flow statements over the project lifecycle. <p>Sensitivity analysis</p> <ul style="list-style-type: none"> • Assessment of how changes in key assumptions (e.g., energy prices, construction costs) affect financial outcomes.

	<ul style="list-style-type: none"> Scenario analysis (best case, worst case, most likely case).
Comprehensive Report	<p>Analysis of project viability, funding recommendations, FX risk mitigation, and capital structure advice.</p> <p>Funding structure</p> <ul style="list-style-type: none"> Overview of possible financing sources and best way to structure the deal (debt, equity, grants etc). Discussion and recommendation on possible financial instruments (e.g., green bonds, loans, etc.). <p>Risk Analysis</p> <ul style="list-style-type: none"> Identification of key risks (market, operational, regulatory). Mitigation strategies for each identified risk.
Comprehensive Final Report	Executive summary and strategic recommendations presented to management incorporating final feedback and delivery of refined models and report.

This comprehensive deliverable will help management and the Board to understand the financial viability and risks associated with these projects and make informative decisions on the best way to deliver the projects.

2. Yambio Thermal Power plant

Ngali Energy has a subsidiary called Ngali Power Ltd, which operates a 2.8 MW thermal power plant in Yambio, South Sudan. Ngali Power Ltd has a concession of 25 years to operate as a mini utility in Yambio i.e generation, transmission and distribution of power to the Yambio community.

Deliverables

Deliverable	Description
Financial Models	<p>Profitability analysis of the thermal power plant. Detailed financial models with scenario analysis and sensitivity testing.</p> <p>Models</p> <ul style="list-style-type: none"> Assumptions: Include key assumptions such as energy prices, inflation rates, and capital costs. Revenue Projections: Expected revenue streams (e.g., power sales, capacity payments).

	<ul style="list-style-type: none"> Expense Forecast: Detailed breakdown of operating expenses, maintenance costs, and other financial outflows. Cash Flow Analysis: Projected cash flow statements over the project lifecycle. <p>Sensitivity analysis</p> <ul style="list-style-type: none"> Assessment of how changes in key assumptions (e.g., energy prices, construction costs) affect financial outcomes. Scenario analysis (best case, worst case, most likely case).
Comprehensive Report	<p>Evaluation of the investment made in the project so far Detailed evaluation of the investments made so far focusing solely on financial returns on investment. Detail analysis on profitability of the project and time table to recoup the investment on each of the above load factor.</p> <p>Risk Analysis</p> <ul style="list-style-type: none"> Identification of key risks (market, operational, currency risks, political risks, regulatory). Mitigation strategies for each identified risk. <p>After conducting a risk analysis, advise on whether it is better for Ngali Power Ltd to operate as a standalone company or as a branch of Ngali Energy in Yambio. Please include the risks associated with each option.</p>
Comprehensive Final Report	Executive summary and strategic recommendations presented to management incorporating final feedback and delivery of refined models and report

4. Required Qualifications:

- Bachelor of degree in project management or related field
- A Master's degree or Post Graduate Diploma (PGD) or a certificate in finance or investment related fields.
- Additional certifications (CFA, CPA, ACCA)

5. Required experience

The Firm should have at least 5years and senior consultant must have an overall experience of 15 years in financial sector related functions with specific years in;

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The consultant must be able to speak fluently English, a working knowledge of Kinyarwanda and French will be an added advantage

6. Duration of the assignment

The consultancy services shall be for a period of one month and the consultant shall provide schedule of deliverables

Prepared by



James RUTAGENGWA
Director of Administration and Finance

Section 2: Instruction to consultants

1. ELIGIBLE BIDDERS

Bidders black listed/debarred or suspended by the Rwandan Public Procurement Authority (RPPA), or any other relevant authority, shall not be considered for evaluation.

2. COST OF BIDDING

The bidder shall bear all costs associated with the preparation, submission of his bid, appeal fee or any other expenses that s/he may incur during procurement proceedings, and Ngali Energy shall in no case be responsible or liable for those costs. Ngali Energy shall not be liable for any consequences related to the rejection of all bids or the cancellation of the procurement proceedings due to the reasons provided for by the company's procurement manual, unless it is proved that it was a consequence of its irresponsible conduct.

3. EVALUATION CRITERIA

1. **Technical Expertise:** Consultants must meet the required qualifications and demonstrate relevant experience to proceed to the financial evaluation stage.
2. **Financial Offer:** Consultants who satisfy the technical qualifications and experience requirements will then be evaluated based on their financial proposals.

4. CONTRACT AWARD

The Bidder with the most conforming bid will be invited for contract negotiations and signature upon mutual agreement.

INSTRUCTIONS TO BIDDERS, BID DATA SHEET (BDS)

The following specific data for the services to be procured shall complement, supplement, or amend the provisions in the Instructions to Bidders (ITB). Whenever there is a conflict, the provisions herein shall prevail over those in ITB.

ITB Clause Reference	A. General
ITB 1.1	<p>The Procuring Entity is NGALI ENERGY LTD</p> <p>Method of Selection: QCBS</p>
ITB 1.2	<p>The name and identification number of the tender are: INVITATION TO BID N° NCBS /005/11/NE/24 Tender for the Procurement of a Senior Consultant in Investment and Energy Financing to provide Investment advisory Services for the on-going Hydropower projects development under Ngali Energy's Portfolio</p>
ITB 1.3	<p>The Source of funds: NGALI ENERGY LTD</p>
B. Contents of Bidding Documents	
ITB 2.1	<p>Financial Proposal to be submitted together with Technical Proposal: YES ___/NO ___ N/A</p>
ITB 2.2	<p>A pre-proposal conference will be held: YES ___/NO ✓</p> <p>Is there any pre-bid conference: No</p>
ITB 2.3	<p>Proposals must remain valid 90 days after the submission date,</p>
ITB 2.4	<p>Clarifications may be requested not later than 3 days before the submission date.</p> <p>For Clarification of bid purposes only, the Procuring Entity's address is: NGALI ENENERGY ltd Bodifa Mercy House, 5th Floor, Kimihurua, Gasabo, Kigali - Rwanda Email : <u>chantal.munezero@ngali.com</u></p>
C. Preparation of Bids	

ITB 3.1	The language of the bid is "English"
ITB 3.2	The Bidder shall submit the following documents in its bid: <ul style="list-style-type: none"> - RDB CERTIFICATE - RRA CERTIFICATE - RSSB CERTIFICATE
ITB 3.3	Alternative Bids shall not be considered and shall lead to the automatic rejection of the offer
ITB 4.1	Training is a specific component of this assignment: YES ___/NO ___✓___
ITB 5.1	Amounts payable by the Client to the Consultant under the contract to be subject to local taxation: YES ___✓___/NO ___
ITB 5.2	Consultant to state local cost in the national currency: YES_✓_/NO ___/ Optional ___
ITB 5.3	Consultant must submit the original and ___2___ copies of Financial Proposal.
ITB 5.4	Prices quoted for each article shall correspond at least to 100 % of the items specified for the Bidding Document.
ITB 6.1	Period of time of completion of service: one month
ITB 7.1	After sale services are required: N/A
ITB 8.1	Bid shall NOT include a Bid Security
ITB 8.2	The amount of the Bid Security: N/A
	D. Submission and Opening of Bids
ITB 9.1	The envelopes shall bear the following additional identification marks: <ol style="list-style-type: none"> 1. Sealed in an envelop bearing "FINANCIAL BID" 2. Sealed in an envelop bearing "Administrative and Technical Bid" <p>Together in one envelop bearing"</p> <p>To: Managing Director INVITATION TO BID N° NCBS /005/11/NE/24 Tender for the Procurement of a Senior Consultant in Investment and Energy Financing to provide investment advisory</p>

	<p>Services for the on-going Hydropower projects development under Ngali Energy's Portfolio</p> <p>TO BE OPENED IN PUBLIC ONLY</p>
ITB 9.2	<p>Bids shall be received at Ngali Energy procurement office not later than Date: 18/11/2024 Hour : 10Hours 00 Local Time</p>
ITB 9.3	<p>The bid opening shall take place at the following address: NGALI ENERGY LTD Board Room Date 18/11/2024 Hour: 10Hours 15' Local time</p>
	E. Evaluation and Comparison of Bids
ITB 10.1	<p>Bid prices expressed in different currencies shall be converted in Rwanda Francs (RWF) The source of exchange rate shall be the National Bank of Rwanda The date for the exchange rate shall be the bids opening date</p>
ITB 11.1	<p>Domestic preference shall not be a bid evaluation factor.</p>
	F. Award of Contract
ITB 12.1	<p>The maximum percentage by which quantities or prices may be increased or decreased is 15%</p>

Bidder Information Form

[The Bidder shall fill in this Form in accordance with the instructions indicated below. No alterations to its format shall be permitted and no substitutions shall be accepted.]

Date: *[insert date (as day, month and year) of Bid Submission]*
Tender No.: *[insert number of tender notice]*

Page _____ of _____ pages

1. Bidder's Legal Name <i>[insert Bidder's legal name]</i>
2. In case of Joint Venture (JV), legal name of each party: <i>[insert legal name of each party in JV]</i>
3. Bidder's actual or intended Country of Registration: <i>[insert actual or intended Country of Registration]</i>
4. Bidder's Year of Registration: <i>[insert Bidder's year of registration]</i>
5. Bidder's Legal Address in Country of Registration: <i>[insert Bidder's legal address in country of registration]</i>
6. Bidder's Authorized Representative Information Name: <i>[insert Authorized Representative's name]</i> Address: <i>[insert Authorized Representative's Address]</i> Telephone/Fax numbers: <i>[insert Authorized Representative's telephone/fax numbers]</i> Email Address: <i>[insert Authorized Representative's email address]</i>
7. Attached are copies of original documents of: <i>[check the box(es) of the attached original documents]</i> <input type="checkbox"/> Articles of Incorporation or Registration of firm named in 1, above, in accordance Part I <input type="checkbox"/> In case of JV, letter of intent to form JV or JV certified agreement, in accordance with ITB Sub-Clause 4.1. <input type="checkbox"/> In case of government owned companies from Rwanda, documents establishing legal and financial autonomy and compliance with commercial law, in accordance with ITB Sub-Clause 4.5.

Bid Submission Form

[The Bidder shall fill in this Form in accordance with the instructions indicated No alterations to its format shall be permitted and no substitutions shall be accepted.]

Date: *[insert date (as day, month and year) of Bid Submission]*

Tender No.: *[insert number of tender notice]*

Or Invitation for Bid No.: *[insert No of IFB]*

Alternative No.: *[insert identification No if this is a Bid for an alternative]*

To: *[insert complete name of Purchaser]*

We, the undersigned, declare that:

- (a) We have examined and have no reservations to the Bidding Documents, including Addenda No.: _____ *[insert the number and issuing date of each Addenda];*
- (b) We offer to supply in conformity with the Bidding Documents and in accordance with the Delivery Schedules specified in the Schedule of Requirements the following Services and Related Services _____ *[insert a brief description of the Services and Related Services];*
- (c) The total price of our Bid, excluding any discounts offered in item (d) below, is: _____ *[insert the total bid price in words and figures, indicating the various amounts and the respective currencies];*
- (d) The discounts offered and the methodology for their application are:

Discounts: If our bid is accepted, the following discounts shall apply. _____ *[Specify in detail each discount offered and the specific item of the Schedule of Requirements to which it applies.]*

Methodology of Application of the Discounts: The discounts shall be applied using the following method: _____ *[Specify in detail the method that shall be used to apply the discounts];*
- (e) Our bid shall be valid for the period of time specified in ITB Sub-Clause 18.1, from the date fixed for the bid submission deadline in accordance with ITB Sub-Clause 22.1, and it shall remain binding upon us and may be accepted at any time before the expiration of that period;
- (f) If our bid is accepted, we commit to obtain a performance security in accordance with ITB Clause 42 and GCC Clause 18 for the due performance of the Contract;

- (g) We have no conflict of interest in accordance with ITB Sub-Clause 4.2;
- (h) Our firm, its affiliates or subsidiaries—including any subcontractors or suppliers for any part of the contract—has not been declared ineligible by the NGALI ENERGY LTD AND ITS, under Rwanda laws or official regulations, in accordance with ITB Sub-Clause 4.3;
- (i) We understand that this bid, together with your written acceptance thereof included in your notification of award, shall constitute a binding contract between us, until a formal contract is prepared and executed.
- (j) We understand that you are not bound to accept the lowest evaluated bid or any other bid that you may receive.

Signed: _____ *[insert signature and stamp of person whose name and capacity are shown]*

In the capacity of _____ *[insert legal capacity of person signing the Bid Submission Form]*

Name: _____ *[insert complete name of person signing the Bid Submission Form]*

Duly authorized to sign the bid for and on behalf of: _____ *[insert complete name of Bidder]*

Dated on _____ day of _____, _____ *[insert date of signing]*

Section 4. Financial Proposal - Standard Forms

Financial Proposal Standard Forms shall be used for the preparation of the Financial Proposal according to the instructions set forth in this bidding document. Such Forms are to be used whichever is the selection method indicated in para. 4 of the Letter of Invitation.

[The Appendix "Financial Negotiations - Breakdown of Remuneration Rates" is to be only used for financial negotiations when Quality-Based Selection, Selection Based on Qualifications, or Single-Source Selection method is adopted, according to the indications provided under para. 6.3 of Section 2.]

- FIN-1 Financial Proposal Submission Form
- FIN-2 Summary of Costs
- FIN-3 Breakdown of Costs by Activity
- FIN-4 Breakdown of Remuneration
- FIN-5 Reimbursable expenses

(ii) FORM FIN-1 FINANCIAL PROPOSAL SUBMISSION FORM

[Location, Date]

To: [Name and address of Client]

Dear Sirs:

We, the undersigned, offer to provide the consulting services for [Insert title of assignment] in accordance with your Request for Proposal dated [Insert Date] and our Technical Proposal. Our attached Financial Proposal is for the sum of [Insert amount(s) in words and figures¹]. This amount is exclusive of the local taxes, which shall be identified during negotiations and shall be added to the above amount.

Our Financial Proposal shall be binding upon us subject to the modifications resulting from Contract negotiations, up to expiration of the validity period of the Proposal, i.e. before the date indicated in Paragraph Reference 2.3 of the Data Sheet.

Commissions and gratuities paid or to be paid by us to agents relating to this Proposal and Contract execution, if we are awarded the Contract, are listed below²:

We understand you are not bound to accept any Proposal you receive.

We remain,

Yours sincerely,

Authorized Signature [In full and initials]: _____

Name and Title of Signatory: _____

Name of Consultant: _____

Address: _____

-
- 1 Amounts must coincide with the ones indicated under Total Cost of Financial proposal in Form FIN-2.
 2 If applicable, replace this paragraph with: "No commissions or gratuities have been or are to paid by us to agents relating to this Proposal and Contract execution."

FORM FIN-2 SUMMARY OF COSTS

Item	Costs			[Indicate Local Currency]
	[Indicate Foreign Currency # 1] ¹	[Indicate Foreign Currency # 2] ¹	[Indicate Foreign Currency # 3] ¹	
Total Costs of Financial Proposal ²				

- 1 Indicate between brackets the name of the foreign currency. Maximum of three currencies; use as many columns as needed, and delete the others.
- 2 Indicate the total costs, net of local taxes, to be paid by the Client in each currency. Such total costs must coincide with the sum of the relevant Subtotals indicated in all Forms FIN-3 provided with the Proposal.

(iii) FORMFIN-3 BREAKDOWN OF COSTS BY ACTIVITY¹

Group of Activities (Phase): ²	Description: ³			
	[Indicate Foreign Currency # 1] ⁴	[Indicate Foreign Currency # 2] ⁴	[Indicate Foreign Currency # 3] ⁴	[Indicate Local Currency]
Cost component	Costs			
Remuneration ⁵				
Reimbursable Expenses ⁵				
Subtotals				

1 Form FIN-3 shall be filled at least for the whole assignment. In case some of the activities require different modes of billing and payment (e.g.: the assignment is phased, and each phase has a different payment schedule), the Consultant shall fill a separate Form FIN-3 for each group of activities. For each currency, the sum of the relevant Subtotals of all Forms FIN-3 provided must coincide with the Total Costs of Financial Proposal indicated in Form FIN-2.

2 Names of activities (phase) should be the same as, or correspond to the ones indicated in the second column of Form TECH-8.

3 Short description of the activities whose cost breakdown is provided in this Form.

4 Indicate between brackets the name of the foreign currency. Use the same columns and currencies of Form FIN-2.

5 For each currency, Remuneration and Reimbursable Expenses must respectively coincide with relevant Total Costs indicated in Forms FIN-4, and

