

# TERMS OF REFERENCE

Investment Partnership for Electric Bus Charging Infrastructure

*Land Provision · Co-Investment · Depot Development · Long-Term Operation*

<b>Reference Number</b>	ECF-EVCH-INV-TND-2026-003
<b>Issuing Organisation</b>	Ecofleet Solutions Ltd
<b>Document Type</b>	Terms of Reference (ToR) — Investment partnership
<b>Project Locations</b>	Kabuga, Nyanza–Kicukiro, Nyabugogo In City of Kigali
<b>Contract Duration</b>	<b>Fifteen (15) Years</b>
<b>Issue Date</b>	April 2026
<b>Status</b>	Open for Expressions of Interest
<b>Submission Email</b>	<a href="mailto:procurement@ecofleet.rw">procurement@ecofleet.rw</a> <b>CC:</b> <a href="mailto:info@ecofleet.rw">info@ecofleet.rw</a>



## **I. ABOUT ECOFLEET SOLUTIONS LTD**

Ecofleet Solutions Ltd is a government-owned company mandated to transform and modernize public transport service delivery in the City of Kigali. Its mission is to enhance efficiency, reliability, and accessibility of the transport system through data-driven planning, route optimization, fleet management, and close coordination with stakeholders. By setting and enforcing service standards, Ecofleet ensures that Kigali's growing population has access to safe, reliable, and commuter-friendly transport services.

Ecofleet plays a strategic role in managing the city's bus fleet, including planning fleet renewals to maintain a modern and efficient system, while embracing green mobility solutions — most notably electric buses — to align with Rwanda's climate and sustainability objectives.

As part of Kigali's public transport modernization agenda, Ecofleet is implementing a phased electrification programme. This transition requires the deployment of reliable, large-scale charging infrastructure and purpose-built electric bus depots capable of supporting high-capacity electric bus fleets across the city.

Ecofleet therefore invites qualified investors and land-owning entities to partner in the development of electric bus charging depots and infrastructure to support electric bus operations in Kigali under a long-term structured partnership arrangement.

## **2. BACKGROUND AND PURPOSE OF THIS TOR**

This Terms of Reference (ToR) is issued to identify and engage a strategic investor-partner who owns land or holds a valid leasing arrangement over land suitable for the construction and operation of electric bus charging depots. The investor-partner will co-invest in the development of the charging infrastructure and enter into a long-term commercial arrangement with Ecofleet.

Ecofleet retains the right to make upfront payments for specific capital cost components — most notably land acquisition — subject to satisfactory completion of due diligence and price negotiation based on a certified land valuation report.

### **Why a Land & Investment Partner?**

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Ecofleet's electrification programme requires three strategically located depot sites in Kigali.

Rather than procuring land independently, Ecofleet seeks partners who already own or lease suitable land, thereby accelerating deployment, reducing transaction risk, and aligning investor incentives with long-term operations.

### 3. ELECTRIFICATION DEPLOYMENT ROADMAP

Ecofleet is implementing a phased electric bus rollout for Kigali's public transport network. For planning purposes, the initial deployment phase consists of 300 electric buses, distributed equally across three depot locations.

Each electric bus requires approximately 289.95 kW of charging power per overnight charging cycle. Charging operations are planned primarily between 00:00 and 05:00 hours, when buses are off-route. Subsequent deployment phases will expand the fleet beyond the initial 300 buses, and the infrastructure must be designed with scalability to accommodate this future growth.

Depot Location	Initial Fleet (Phase I)	Design Capacity (Scalable)
Kabuga Area	<b>100 Electric Buses</b>	Up to 150 Electric Buses
Nyanza–Kicukiro Bus Terminal Area	<b>100 Electric Buses</b>	Up to 100 Electric Buses
Nyabugogo Bus Terminal Area	<b>100 Electric Buses</b>	Up to 200 Electric Buses
<b>TOTAL — Phase I</b>	<b>300 Electric Buses</b>	<b>Up to 450 Electric Buses</b>

The deployment schedule aligns with Ecofleet's Integrated Roadmap for Electric Bus Acquisition and Charging Infrastructure Development (Ref: ECF-2026). Prospective partners should size their land and infrastructure proposals to accommodate at minimum the Phase I fleet, with clear scalability provisions for subsequent phases.

### 4. SCOPE OF THE PARTNERSHIP

#### 4.1 Investor-Partner Contribution

The investor-partner shall be expected to contribute one or more of the following:

- Land — owned outright or held under a valid leasing arrangement — of adequate size, accessibility, and location suitability for the construction and operation of an electric bus charging depot;
- Where land is held under a leasing arrangement, the investor shall provide details of the lease agreement, including tenure and terms; the partnership contract duration shall be fifteen (15) years;
- A defined portion of capital investment towards equipment procurement, civil and structural works, electrical infrastructure, or other agreed project components;
- Operational or co-management support capacity, where applicable and agreed.

#### 4.2 Ecofleet's Contribution

Ecofleet shall be responsible for the following:

- Technical design standards, project oversight, and quality assurance for the charging depot infrastructure;
- Procurement and specification of EV charging equipment compatible with the electric bus fleet (GB/T standards or any other Internationally accepted standards);
- Management of compatibility testing with bus manufacturers, covering communication protocols, connectors, and charging performance;
- Coordination of grid connection and electrical utility interface arrangements;
- Operations management, scheduling, maintenance oversight, and customer interface during the contract period;
- Revenue collection and commercial management of charging services;
- At its sole discretion, Ecofleet may elect to make upfront payments for specific capital cost components — most notably land purchase — subject to satisfactory due diligence and agreement on price based on a certified land valuation report.

#### 4.3 Charging Infrastructure Requirements

The charging infrastructure developed under this partnership must meet the following minimum technical requirements:

- High-power DC chargers compatible with electric buses procured by Ecofleet;
- Compliance with Chinese EV charging standards (GB/T) or equivalent internationally accepted standards compatible with the bus fleet;

- Charging systems capable of charging 100 buses per depot within the overnight window of 00:00–05:00 hours;
- Each bus requiring approximately 289.95 kW per charging cycle;
- Load management and energy management systems to optimise grid consumption and avoid peak demand penalties;
- Scalability provisions to accommodate fleet expansion beyond the initial Phase I deployment.

#### 4.4 Depot Infrastructure Requirements

Each depot developed under the partnership shall include the following facilities as a minimum:

Core Operational Facilities	Support & Safety Facilities
Electric bus charging areas	Security systems and gatehouse
Bus parking areas (overnight and daytime)	Fire protection and suppression systems
Internal circulation roads	CCTV and access control systems
Maintenance and repair workshops	Sanitary facilities and ablution blocks
Bus washing area	Nursing room
Depot administrative offices	Staff recreation area
Staff and driver parking	Electrical substation and switchgear room

Bidders may propose additional facilities required to ensure efficient depot operations. Depot designs shall be submitted as preliminary layout plans and must demonstrate adequate space for the Phase I fleet capacity with scalability provisions for future phases.

#### 4.5 Daytime Commercial Use — Private EV Charging

Investor-partners are encouraged to propose a daytime commercial use model for the charging infrastructure. During the hours when Ecofleet's buses are on-route (approximately 05:00–22:00 hours), the charging depots may be opened to private electric vehicles and commercial EVs. This represents a significant additional revenue stream for the investor-partner.

**Key Condition — Operational Priority**

Daytime commercial EV charging must not in any way interfere with Ecofleet's operational charging requirements.

Ecofleet's overnight bus charging schedule shall always take precedence.

Partners must propose a clear operational protocol separating bus charging from commercial EV services.

Revenue from daytime commercial EV charging shall be declared transparently and factored into the financial model.

## 5. LAND REQUIREMENTS AND VALUATION

### 5.1 Land Suitability Criteria

Prospective partners offering land must demonstrate that proposed sites meet all of the following minimum criteria:

- Located within the City of Kigali, with proximity to key transit corridors or bus terminal areas; investors shall indicate their proposed site location as part of the submission;
- Adequate size to accommodate the depot infrastructure specified in Section 4.4, including all operational, support, and safety facilities, as well as bus parking for the Phase I fleet with room for expansion;
- Availability of or proximity to three-phase electricity supply capable of supporting the estimated total depot load;
- Accessibility for heavy vehicles including articulated electric buses;
- Freedom from encumbrances, boundary disputes, or legal impediments that would prevent development or long-term use;
- Compliance with City of Kigali zoning and land-use regulations permitting depot and charging infrastructure development.

### 5.2 Land Valuation Report — Mandatory Requirement

All prospective partners submitting land as a contribution — whether for outright purchase consideration or as part of a leasing arrangement — are required to provide a certified Land Valuation Report. The following conditions apply:

Requirement	Specification
<b>Valuation Authority</b>	Must be conducted by a professionally certified and licensed valuer, registered with the Rwanda Valuers Association (RVA) or equivalent recognised national body.
<b>Recency</b>	The valuation must have been conducted within twelve (12) months preceding the Eol submission date.
<b>Scope</b>	Must include current market value, replacement cost where applicable, and any value adjustments for access, utilities, and location factors.
<b>Methodology</b>	The valuation methodology (comparative market, income, or cost approach) must be clearly stated and justified within the report.
<b>Encumbrances</b>	Must disclose all encumbrances, easements, covenants, restrictions, or pending legal claims affecting the land.
<b>Upfront Purchase</b>	Where Ecofleet elects to purchase land upfront, the certified valuation serves as the basis for price negotiation. Ecofleet reserves the right to commission an independent verification valuation prior to finalising any purchase agreement.

## 6. FINANCIAL FRAMEWORK AND TARIFF TRANSPARENCY

Ecofleet places the highest priority on financial transparency. No proposed charging tariff or revenue-sharing arrangement will be accepted unless it is fully justified through a verifiable financial model and complete cost disclosure. The following requirements are mandatory for all prospective partners.

### 6.1 Capital Expenditure (CAPEX) — Detailed Breakdown

The investor-partner shall provide a complete itemised breakdown of all capital investment costs. The CAPEX disclosure must cover all components, including but not limited to:

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#	CAPEX Component	Required Disclosure Details
1	<b>Land Acquisition / Lease Premium</b>	Declared market value supported by certified valuation report; lease premium with tenure, renewal options, and escalation clauses if applicable.
2	<b>Charging Equipment</b>	Make, model, and unit cost of EV chargers (AC/DC); quantity; supplier quotes or proforma invoices; warranty period and after-sales support.
3	<b>Civil and Structural Works</b>	Site preparation, foundations, canopy/shelter structures, paving, drainage, perimeter fencing, signage, and landscaping — supported by a Bill of Quantities (BOQ).
4	<b>Electrical Infrastructure</b>	Transformer capacity and cost, cabling, switchgear, metering, protection systems, energy management systems, and utility connection fees.
5	<b>Depot Buildings and Facilities</b>	Construction costs for all depot buildings as listed in Section 4.4, including offices, workshops, washrooms, and staff facilities.
6	<b>IT, Software and Network Systems</b>	Charging management platform, payment integration systems, monitoring, telematics, and data management.
7	<b>Safety, Security and Environmental Works</b>	Fire suppression systems, CCTV, access control, lighting, and environmental compliance works.
8	<b>Professional and Consultancy Fees</b>	Engineering, architecture, environmental assessment, and legal fees associated with the project.
9	<b>Contingency Provision</b>	Percentage (%) of total CAPEX reserved for unforeseen costs, with explicit justification.

## 6.2 Financing Costs, Margins, and Operational Costs

In addition to CAPEX, the investor-partner shall clearly disclose all financing, return, and operational cost assumptions:

Cost Category	Required Information
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<b>Financing Costs</b>	Source(s) of finance (equity, debt, or grant); applicable interest rates; loan tenure; repayment schedule
<b>Profit / Return Assumption</b>	Expected return on investment (ROI) expressed as a percentage; profit margin per kWh or per charging session; and the basis and justification for the assumed margin.
<b>Operational Expenditure (OPEX)</b>	Annual electricity procurement cost; maintenance and repair costs; staffing, security, and administration costs; software/platform subscription fees; and insurance premiums.
<b>Revenue Assumptions</b>	Projected utilisation rate; expected charging sessions per day; average session duration and energy consumed per session; and projected daytime commercial EV revenue (if applicable).
<b>Risk Allocation</b>	Clear identification of which party bears financial risk for low utilisation, equipment failure, grid outages, regulatory changes, or force majeure events.

### 6.3 Proposed Charging Tariff to Ecofleet Solution Ltd

The investor-partner shall propose the charging tariff to be charged to Ecofleet for bus charging services. The proposed tariff must be fully transparent and clearly structured. The submission must include:

- The proposed charging fee per kWh, per bus per night(off peak hours), or per Peak charging session clearly stating the basis of calculation;
- A breakdown of all cost components that the tariff is designed to recover, including CAPEX recovery, OPEX, financing costs, and profit margin;
- The expected investment recovery period, expressed in years
- Proposed tariff escalation or indexation mechanism over the 15-year contract duration (e.g., linked to CPI, electricity tariff, or fixed annual increment)
- Any proposed differentiation between the bus charging tariff and the daytime commercial EV charging tariff, where applicable.

#### **IMPORTANT — Tariff Transparency Policy**

Ecofleet will not accept a tariff presented as a single end-user price without full details of the underlying cost structure.

Any proposed tariff must be entirely justifiable through the financial model and CAPEX/OPEX breakdown submitted.

Ecofleet reserves the right to reject any proposal where financial assumptions are not well detailed, inconsistent, or cannot be independently verified.

The financial model must be submitted in Microsoft Excel format to enable independent verification by Ecofleet's technical and financial reviewers.

#### 6.4 Financial Model and Investment Recovery Period

The investor-partner must submit a comprehensive financial model demonstrating the viability and projected performance of the investment. The model shall include:

1. A minimum 15-year cash flow projection covering revenues, OPEX, CAPEX recovery, financing costs, and net returns to both parties;
2. A clearly defined payback / investment recovery period expressed in months or years;
3. Sensitivity analysis showing the impact of changes in key assumptions at minimum  $\pm 20\%$  on utilisation rates and  $\pm 15\%$  on electricity costs;
4. Internal Rate of Return (IRR) and Net Present Value (NPV) calculations using a clearly disclosed discount rate;
5. Break-even analysis showing the minimum fleet utilisation required for the investment to be commercially viable;
6. A clear schedule indicating when Ecofleet and the investor-partner respectively begin to receive positive returns;
7. Projected revenue from daytime commercial EV charging, presented separately from the bus charging revenue stream.

### 7. ELIGIBILITY CRITERIA

To be considered for this partnership, prospective investor-partners must satisfy all of the following criteria:

#	Criterion	Requirement
1	Legal Status	Legally registered entity or individual with full legal capacity to enter into long-term commercial agreements under Rwandan law.

2	<b>Land Rights</b>	Clear legal title to land, or a valid leasing arrangement over the proposed site; the investor shall provide full details of the ownership or lease agreement as part of the submission.
3	<b>Land Valuation</b>	Submission of a certified Land Valuation Report as specified in Section 5.2. This is a mandatory, non-waivable requirement.
4	<b>Financial Capacity</b>	Demonstrated financial capacity to contribute to the investment, supported by audited financial statements for the last two (2) years or equivalent financial evidence.
5	<b>Proposed Location</b>	The investor shall clearly indicate the location of the proposed site within the City of Kigali, including proximity to major roads, bus routes, or transit nodes.
6	<b>No Conflict of Interest</b>	No undisclosed relationships with Ecofleet employees or management; no status as a public official with a conflict of interest in this procurement.
7	<b>Good Legal Standing</b>	Not under investigation for, or convicted of, fraud, corruption, money laundering, or any criminal offence relevant to commercial transactions.

## 8. EXPRESSION OF INTEREST — SUBMISSION REQUIREMENTS

Prospective partners shall submit a complete Expression of Interest (Eoi) package comprising the following mandatory documents:

#	Document / Item	Details
1	<b>Cover Letter</b>	Signed letter on official letterhead stating intent to partner, summarising proposed contribution, and confirming compliance with eligibility criteria.
2	<b>Applicant Profile</b>	Legal registration certificate; ownership/directorship information; company or individual profile.
3	<b>Land Documents</b>	Title deed or lease agreement; GPS coordinates of the proposed site; site photographs; indicative site area in square metres or hectares.

4	<b>Certified Land Valuation Report</b>	Mandatory. As specified in Section 5.2. Must be recent (within 12 months) and signed by a certified valuer.
5	<b>Preliminary Site Layout Concept</b>	A concept sketch or preliminary plan demonstrating how the site can accommodate the depot requirements described in Section 4.4.
6	<b>Proposed Investment Contribution</b>	Detailed outline of the financial contribution proposed — land, cash, equipment, or a combination — with indicative values.
7	<b>Financial Statements</b>	Audited financial accounts for the last two (2) financial years, or equivalent financial evidence acceptable to Ecofleet.
8	<b>CAPEX Breakdown</b>	Itemised capital cost breakdown as required under Section 6.1.
9	<b>Financial Model (Excel)</b>	Multi-year financial model including cash flow, payback period, Internal Rate of Return(IRR), Net Present Value(NPV), and sensitivity analysis as specified in Section 6.4.
10	<b>Proposed Charging Tariff</b>	Proposed tariff structure with full cost justification as required under Section 6.3.
11	<b>Daytime Commercial Use Proposal</b>	Where applicable, a proposal for daytime private/commercial EV charging services, including operational protocol and projected revenue.
12	<b>Statutory Declarations</b>	Signed declarations confirming no conflict of interest and good legal standing.

## 9. EVALUATION AND SELECTION PROCESS

### 9.1 Review Process

All EoI submissions will be evaluated by an Ecofleet Evaluation Panel comprising technical, financial, and legal experts. The review will proceed through the following stages:

8. Administrative review — completeness check and eligibility verification;
9. Technical review — site suitability assessment, land documentation review, and valuation analysis;

10. Financial review — scrutiny of CAPEX disclosure, financial model robustness, and tariff reasonableness;
11. Due diligence — independent verification of material claims, including land valuation if required;
12. Shortlisting — candidates meeting the threshold score will be invited for structured negotiation;
13. Award — formal 15-year partnership agreement executed upon successful conclusion of negotiations.

## 9.2 Evaluation Criteria

Evaluation Criterion	Indicative Weight
Location suitability, accessibility, and size adequacy of the proposed land	20%
Quality and completeness of land documentation and certified valuation report	10%
Transparency, completeness, and accuracy of CAPEX and financial details	5%
Financial viability and reasonableness of the proposed charging tariff and return structure	40%
Credibility of the financial model and investment recovery analysis	10%
Financial capacity and demonstrated track record of the applicant	10%
Quality of daytime commercial EV use proposal and additional value offered	5%
<b>TOTAL</b>	<b>100%</b>

## 10. CONTRACT DURATION AND KEY COMMERCIAL TERMS

### 10.1 Contract Duration

The partnership agreement shall have a duration of fifteen (15) years from the date of project commencement. The 15-year term covers the full lifecycle of the partnership including design, construction, commissioning, and the operational period during which the investor-partner provides charging services to Ecofleet.

### **10.2 Revenue Sharing**

The basis for revenue sharing between Ecofleet and the investor-partner shall be proposed by the applicant in their EoI and negotiated during the shortlisting phase. The revenue-sharing structure must clearly distinguish between:

- Revenue derived from Ecofleet bus charging services (the primary revenue stream);
- Revenue derived from daytime commercial EV charging (secondary revenue stream, where applicable);
- Any other ancillary commercial activities proposed for the depot premises.

### **10.3 Cost Responsibility**

The selected investor-partner shall be responsible for bearing all costs related to the following, unless otherwise agreed in writing with Ecofleet:

- Engineering studies, design, and environmental assessments;
- Civil construction, structural works, and depot building development;
- Charging infrastructure supply, installation, and commissioning;
- Compatibility testing and verification with the bus manufacturer;
- Operation and maintenance of charging systems throughout the contract period.

Ecofleet reserves the right to assume direct financial responsibility for specific cost components — particularly land acquisition — where it determines this to be in the project's commercial interest, subject to agreement and certified valuation.

## **11. CONFIDENTIALITY AND CONFLICT OF INTEREST**

### **11.1 Confidentiality**

All information submitted in response to this ToR will be treated as strictly confidential by Ecofleet and used solely for the purpose of evaluating partnership proposals. Ecofleet shall not disclose



proprietary financial or commercial information to third parties without prior written consent, except where required by applicable law or regulation.

### 11.2 Conflict of Interest

Applicants must proactively disclose any actual, perceived, or potential conflict of interest in their submission. Failure to disclose a material conflict of interest may result in immediate disqualification. Ecofleet employees and their immediate family members are not eligible to apply.

## 12. GENERAL TERMS AND CONDITIONS

- This ToR does not constitute a contract, an offer, or a guarantee of partnership. Ecofleet reserves the right to accept, reject, or negotiate any submission without obligation to provide reasons.
- Ecofleet reserves the right to cancel, modify, or re-issue this ToR at any time without prior notice or liability.
- All costs associated with the preparation and submission of an EoI shall be borne entirely by the applicant.
- Ecofleet reserves the right to commission independent due diligence, including an independent land valuation, at any stage of the evaluation process.
- The final partnership structure — including revenue-sharing ratios, governance, investment responsibilities, and tariff mechanisms — shall be formalised in a legally binding agreement negotiated in good faith between the parties.
- The partnership agreement shall be governed by and construed in accordance with the laws of the Republic of Rwanda.
- Any disputes arising from the partnership shall be subject to the jurisdiction of competent Rwandan courts, or arbitration as agreed between the parties.

## 13. SUBMISSION DETAILS

### How to Submit Your Expression of Interest

**Submission Deadline:** April 30, 2026 at 5:00 PM (Kigali Time)

**Submission Format:** Electronic (PDF)

**Email Address:** [procurement@ecofleet.rw](mailto:procurement@ecofleet.rw) cc: [info@ecofleet.rw](mailto:info@ecofleet.rw)

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**Addressed To:** The Chief Executive Officer, Ecofleet Solutions Ltd

**Reference to Quote:** "Eol — EV Charging Depot Investment Partnership — ECF-EVCH-INV-TND-2026-003"

**Financial Model Format:** Must be submitted in Microsoft Excel (.xlsx) format, separate from the main Eol document

*Late submissions will not be accepted. Ecofleet accepts no responsibility for submissions lost or delayed due to postal or electronic transmission errors.*

For queries contact: [procurement@ecofleet.rw](mailto:procurement@ecofleet.rw)



**Aubin RUKERA**

Chief Executive Officer

Ecofleet Solutions Ltd