

Bid Document for Selection of Transaction Advisor

**Request for Proposal (RFP) from the Empanelled
Transaction Advisors for Assisting the State Government
for Planning of Scientific Solid Waste Management through
Cluster Approach and Bid Process Management for
selection of Developers & Operators**

**State Urban Development Agency,
Urban Development & Municipal Affairs Department
Government of West Bengal
February 2019**

Ref: SUDA-227/2018(Pt.-I)/ 2020

Dated: 28.02.2019

To: Mr. Suvajit Dey
CRISIL Risk & Infrastructure Solutions Limited (CRISIL)
CRISIL House, Central Avenue Road,
Opposite D'Mart,
Hiranandani Business Park
Powai
Mumbai – 400 076

Mr. Ankur Kathuria, Ernst & Young, LLP
3rd& 4th Floor Worldmark – 1
IGI Airport Hospitality District,
Aerocity
New Delhi – 110 037

Mr. Sumouleendra Ghosh, KPMG Advisory Services Private Limited
Godrej Waterside
Unit #603 & 604, 6th Floor, Tower 1,
Sector V, Salt Lake City, Kolkata – 700 091

Mr. Yogesh Daruka, PricewaterhouseCoopers (PwC) Private Limited
Plot No. DN 56 – 57, Sector V
Salt Lake
Kolkata – 700 091

Sub: Request for Proposal (RFP) from the Empanelled Transaction Advisors for Assisting the State Government for Planning of Scientific Solid Waste Management through Cluster Approach and Bid Process Management for selection of Developers & Operators

Sir,

As your firm is an Empanelled Transaction Advisor, enlisted by the Finance Department (PPP Cell), Government of West Bengal, vide no. 3738-F(Y) dated 11-06-2018 you are requested to submit your Bid for each cluster separately as per the RFP document enclosed, as Transaction Advisor for Assisting the State Government for Planning of Scientific Solid Waste Management through Cluster Approach and Bid Process Management for selection of Developers & Operators. **The Bid is due for submission on 18.03.2019 at 15:00 hours.**

This communication is being issued to you at the address provided by you and is also

sent to you through email at the address received from you for this purpose.

Kindly acknowledge the receipt of this information over return mail / email.

Yours faithfully,

Director, SUDA

Ref: SUDA-227/2018 (Pt.-I)/2020

Dated: 28.02.2019

REQUEST FOR PROPOSAL (RFP) FOR APPOINTMENT OF TRANSACTION ADVISOR

Proposals in sealed covers are invited from empanelled Transaction Advisors for appointment for Assisting the State Government for Planning of Scientific Solid Waste Management through Cluster Approach and Bid Process Management for selection of Developers & Operators.

All the correspondences in this context and the Bid shall be submitted to SUDA office at the below mentioned address and shall be clearly marked “**APPOINTMENT OF TRANSACTION ADVISOR for Assisting the State Government for Planning of Scientific Solid Waste Management through Cluster Approach and Bid Process Management for selection of Developers & Operators.**”

Director
State Urban Development Agency.
ILGUS Bhawan, HC Block,
Sector-III, Bidhannagar
Kolkata-700106

SUDA reserves the right to terminate the process or any part thereof, to accept or reject any/all offer(s) at any stage of the process and/or modify the process or any part thereof or to vary any terms without assigning any reasons whatsoever. No financial obligations will accrue to SUDA in such an event.

Yours faithfully,

Director, SUDA

DISCLAIMER

This RFP is not an agreement and is neither an offer nor invitation by the Authority to the prospective Applicants or any other person. The purpose of this RFP is to provide interested parties with information that may be useful to them in the formulation of their Proposals pursuant to this RFP.

Assumptions, assessments and statements do not purport to contain all the information that each Applicant may require and also may not be complete, accurate, adequate or correct. Each Applicant should, therefore, conduct its own investigations and analysis and should check the accuracy, adequacy, correctness, reliability and completeness of the assumptions, assessments and information contained in this RFP and obtain independent advice from appropriate sources. The Authority accepts no responsibility for the accuracy or otherwise for any information, interpretation or opinion of law expressed herein. The Authority and its employees make no representation or warranty and shall have no liability to any person including any Applicant under any law, statute, rules or regulations or tort, principles of restitution or unjust enrichment or otherwise for any loss, damages, cost or expenses which may arise from or be incurred or suffered on account of anything contained in this RFP or otherwise.

The Authority may in its absolute discretion, but without being under any obligation to do so, update, amend or supplement the information, assessment or assumption contained in this RFP.

Director, SUDA

1. INTRODUCTION

1.1. THE PROJECT

Government of West Bengal has taken several initiatives for Solid Waste Management in the Statutory Towns of West Bengal. The present state of solid waste disposal may be attributed to the model being followed so far. This model of solid waste collection and disposal involves awareness generation among the population, expectation of segregation at source, door to door collection by the municipal bodies, intermediate storage of such collected waste, segregation at intermediate storage points, ultimate transportation to the disposal ground and segregation, recycling, processing (Bio Gas, RDF, Compost) and finally landfill with the residue. While the municipalities in many cases are able to carry out the first three functions reasonably effectively, it would not be rational to expect that the final steps, *viz.* those of collection of solid waste from intermediate transit points to their final processing and landfill can be effectively carried out by the municipal bodies at their current level of resources and competence. In this connection, Transaction Advisors would be appointed for Planning Scientific Solid Waste Management in the Urban Local Bodies of West Bengal in Cluster Approach and for assisting State Government in the bid process management for selection of Developers & Operators for solid waste management.

1.2. REQUESTS FOR PROPOSAL (RFP)

SUDA invites proposals from interested firms / companies (the "**Proposals**") for selection of a **Transaction Advisor (cluster wise)** as per the terms and conditions of the Terms of Reference (TOR) given in **Annexure - I** to this RFP for Assisting the State Government for Planning of Scientific Solid Waste Management through Cluster Approach and Bid Process Management for selection of Developers & Operators. The Sealed Bids have to be submitted along with all the details as mentioned in the RFP Document to:

Director
State Urban Development Agency.
ILGUS Bhawan, HC Block,
Sector-III, Bidhannagar
Kolkata – 700 106

For details / queries, please contact:

Dr. Sujay Mitra, Chief Manager – Planning & Monitoring
Contact no.:- +91 94333 69666
e-mail:- sbm.wbsuda@gmail.com , sujay.mitra@gmail.com
and Mr. Bijay Krishna Pal, Executive Engineer
Contact no.- +91 9432378545,
e-mail- sbm.wbsuda@gmail.com, bkpal.suda@gmail.com

1.3. BRIEF DESCRIPTION OF THE SELECTION PROCESS

The bid comprising proposal in the form of financial bids is to be submitted in sealed envelope for each cluster. The financial evaluation of the applicants will be carried out accordingly. The TA may remain present at the time of opening of financial bid document at the stipulated date, time and venue.

1.4. SCHEDULE OF SELECTION PROCESS

The Authority would endeavor to adhere to the following schedule:

Sl. No.	List of Events	Date & Time
1	Date of notification of tender	28/02/2019
2	Pre Bid Meeting	05/03/2019, @ 15.00 hrs
3	Bid proposal submission last date	18/03/2019, @ 15.00 hrs
4	Financial bid opening date	20/03/2019, @15.00 hrs

2. INSTRUCTIONS TO APPLICANTS

2.1. SUBMISSION OF PROPOSAL

The Applicant shall submit its proposal in the form and manner specified in this Section of the RFP. The proposal in the form of Financial Bid for each cluster shall be submitted in the prescribed Form at Appendix - I.

2.2. CONDITIONS OF ELIGIBILITY OF APPLICANTS

Only the **Empanelled Transaction Advisors / Consultants of Panel B (Urban Municipal Infrastructure)** to the Finance Department, Government of West Bengal can bid for the assignment.

2.3. VISIT TO AUTHORITY AND VERIFICATION OF INFORMATION

Applicants are encouraged to submit their respective unconditional Proposals after visiting the office of the Authority, if necessary, and ascertaining for themselves the availability of documents and other data with the Authority, Applicable Laws and regulations or any other matter considered relevant by them.

Applicants requiring any clarification on the RFP may send their queries to the Authority in writing / email before the date mentioned in the Schedule of Selection Process. The envelopes / email shall clearly bear the following identification and subject:

“Queries / Request for Additional information concerning RFP for appointment of Transaction Advisor for Assisting the State Government for Planning of Scientific Solid Waste Management through Cluster Approach and Bid Process Management for selection of Developers & Operators.”

Address:

Director
State Urban Development Agency.
ILGUS Bhawan, HC Block,
Sector-III, Bidhannagar
Kolkata-700106
E-mail ID : wbsudadir@gmail.com

The Authority shall endeavor to respond to the queries within a reasonable time. The responses will be sent by fax or e-mail. The Authority will post the reply to all such queries on the Official Website without identifying the source of queries. The

Authority reserves the right not to respond to any queries or provide any clarifications, in its sole discretion, and nothing in the RFP shall be construed as obliging the Authority to respond to any question or to provide any clarification.

2.4. AMENDMENT OF RFP

At any time prior to the deadline for submission of Proposal, the Authority may, for any reason, whether at its own initiative or in response to clarifications requested by an Applicant, modify the RFP document by issuance of Addendum / Amendment, by conveying the same to the applicants by fax or e-mail and by posting on the website and the amendments will be binding on all applicants.

In order to afford the Applicants a reasonable time for taking an amendment into account, or for any other reason, the Authority may, in its sole discretion, extend the date for submission of bid.

2.5. RIGHT TO REJECT ANY OR ALL PROPOSALS

The Authority reserves the right to accept or reject any Proposal and to annul the Selection Process at any time without any liability or any obligation for such acceptance, rejection or annulment, and without assigning any reasons thereof.

If such disqualification / rejection occurs after the Proposals have been opened and the L1 Applicant gets disqualified / rejected, then the Authority reserves the right to consider the L2 Applicant, or take any other measure as may be deemed fit in the sole discretion of the Authority, including annulment of the Selection Process.

2.6. DUE DILIGENCE BY APPLICANTS

The objective of the due diligence programme is to provide, eligible and interested party's information on Solid Waste Management Projects, West Bengal to enable them to submit their proposal in the form of Financial Bid. Each applicant would be allowed to conduct due diligence upon receipt of a request letter from them. After due diligence, applicants can ask, in writing, questions to SUDA to clear their doubts, if any. SUDA reserves the right to decline answering any question raised by the applicants.

2.6.1. PRE-PROPOSAL CONFERENCE

Pre-Proposal Conference of the Applicants shall be convened at the designated date, time and place. A maximum of four representatives on behalf of each Applicant shall be allowed to participate.

During the course of Pre-Proposal Conference, the Applicants will be free to seek

clarification and make suggestions for consideration by the Authority. The Authority shall endeavor to provide clarifications and such further information as it may, in its sole discretion, consider appropriate for facilitating a fair, transparent and competitive Selection Process.

2.7. PREPARATION AND SUBMISSION OF PROPOSAL

- 2.7.1.** The Proposal and all communications including supporting documents should be in English only.
- 2.7.2.** The Proposal and its copy shall be signed by the authorized signatory of the applicant who shall sign in each page. In case of printed and published Documents, only the cover shall be signed. All the alterations shall be signed by the person(s) signing the Proposal. The Proposal must be properly signed by the authorized representative.
- 2.7.3.** Applicant should note that except as specifically provided in this RFP, no supplementary material will be entertained by the Authority, and the evaluation will be carried out only on the basis of Documents received by the closing time of bid submission.

2.8. PROPOSAL

- 2.8.1.** While submitting the financial proposal, the Applicant shall in particular, ensure that:
 - (a) All forms are submitted in the prescribed formats and signed by the prescribed signatories.
 - (b) Power of Attorney, if applicable, is executed as specified in this RFP.
- 2.8.2. Earnest Money Deposit:** A lump sum amount of Rs. 4 lakh as an initial earnest money has to be deposited for each cluster in the form of Demand Draft in favour of State Urban Development Agency-SBM, payable at Kolkata. Unsuccessful bidders will be returned with this Earnest Money Deposit and they have to collect it from the office of SUDA. The Successful bidders will collect the same only after signing of Concessional Agreement.
- 2.8.3. Security Deposit:** 10% of total Bid amount in the form of Bank Guarantee of any recognized bank in India in favour of SUDA to be submitted by the successful bidder within 7 days from signing of the Concessional Agreement. Bank Guarantee should remain valid till the Concessional Agreement will remain in force.

2.9. FINANCIAL PROPOSAL

- 2.9.1.** Applicants shall submit the financial proposal in the formats at Appendix - I (the "Financial Proposal") clearly indicating the total cost of the

Consultancy in both figure and words, in Indian Rupees, and signed by the Applicants Authorized Representative.

2.9.2. In the event of any difference between the arithmetic total and the total shown in the Financial Proposal, the accurate amount will prevail.

2.9.3. While submitting the Financial Proposal, the Applicant shall ensure the following:

(a) The bidder will have to quote the base price excluding GST. All costs associated with the assignment shall be included in the Financial Proposal. These shall normally cover remuneration for all the Personnel, accommodation, boarding & lodging, journey expenses including equipment, preparation and printing of documents, internal transport etc. The total amount indicated in the Financial Proposal shall be without any condition attached or subject to any assumption, and shall be final and binding. In case any assumption or condition is indicated in the Financial Proposal, it shall be considered non-responsive and liable to be rejected. The rate quoted shall be valid throughout the period of performance of the assignment including discharge of all obligations of the Transaction Advisor under the agreement.

(b) It is preferable that the TA should have Office setup at Kolkata for ease of interaction and should be readily available on call.

(c) All payments shall be subject to deduction of taxes at source as per Applicable Laws.

(d) The Proposal shall be valid for 180 days from the date of submission of bid.

2.10. MANNER OF SUBMISSION OF PROPOSAL

2.10.1. The Financial Proposal shall be submitted in a sealed envelope. The envelope should be properly sealed and put in an outer envelope which bears the address of the Authority, RFP Notice number, the name and address of the Applicant.

2.10.2. The envelop marked "Financial Proposal" shall contain the financial proposal in the prescribed format (Forms 1 & 2 of Appendix – I for each cluster)

2.10.3. Statement of Legal Capacity (Form 3 of Appendix-I for each cluster), alongwith Power of Attorney.

2.10.4. Declaration for deployment of Team members as detailed in Terms of Reference should be submitted in Form 4 of Appendix-I separately or

combindly. It is not necessary to mobilize the team at client location if the time frame of completion of works at every stage is strictly adhered to by the TA.

- 2.10.5. For each cluster, TA has to submit Form-2 separately however, they may submit same set of Form-3 and Form-4 for each of the cluster.
- 2.10.6. Demand Draft of Rs.4 lakh for each cluster in favour of State Urban Development Agency - SBM as Earnest Money.
- 2.10.7. The completed Proposal must be submitted on or before the specified time on last date for submission of bid.
- 2.10.8. The agency is allowed to submit bid documents, such as Power of Attorney, Letter of Proposal, Statement of Legal Capacity and other statutory documents (except Form-4) that they have submitted before the Finance Department, Govt. of West Bengal at the time of their empanelment. However, successful bidder/s will be required to submit the above documents afresh at the time of execution of Contract.

2.11. MODIFICATION / SUBSTITUTION / WITHDRAWAL OF PROPOSALS

- 2.11.1. The Applicant may modify, substitute, or withdraw its Proposal after submission, provided that written notice of the modification, substitution, or withdrawal is received by the Authority prior to last date for submission of bid. No Proposal shall be modified, substituted, or withdrawn by the Applicant on or after the last date for submission of bid.
- 2.11.2. The modification, substitution, or withdrawal notice shall be prepared, sealed, marked, and delivered with the envelope being additionally marked "MODIFICATION", "SUBSTITUTION", or "WITHDRAWAL", as appropriate.
- 2.11.3. Any alteration / modification in the Proposal or additional information or material supplied subsequent to the last date of submission of bid, unless the same has been expressly sought for by the Authority, shall be disregarded.

2.12. EVALUATION PROCESS

- 2.12.1. The Authority shall open the Proposal on 31.01.2019 at 15:00 hours and in the presence of the Applicants who choose to attend.
- 2.12.2. Proposal for which notice of withdrawal has been submitted shall not be opened.

2.12.3. The Authority reserves the right to reject any Proposal which is non-responsive and no request for alteration, modification, substitution or withdrawal shall be entertained by the Authority in respect of such Proposals.

2.13. CLARIFICATIONS

To facilitate evaluation of Proposals, the Authority may, at its sole discretion, seek clarification / additional information from any Applicant regarding its Proposal. Such clarification (s) shall be provided in writing within the time specified by the Authority for this purpose, failing which the Proposal shall be liable to be rejected. In case the Proposal is not rejected, the Authority may proceed to evaluate the Proposal by constructing the particulars requiring clarification to the best of its understanding, and the Applicant shall be barred from questioning on such interpretation of the Authority.

2.14. APPOINTMENT OF TRANSACTION ADVISER

2.14.1. The Selected Applicant may, if necessary, be invited for negotiations. The negotiations shall generally not be for reducing the price of the Proposal, but will be for re-confirming the obligations of the consultant under this RFP, technology or methodology and quality of the work. In case the selected applicant fails to re-confirm its commitment as per bid document, the Authority reserves the right to designate the next applicant as the selected applicant and invite it for negotiations. Each Transaction Advisor can apply to bid for all the four clusters. However he will be awarded with for three clusters at the most of his own choice. If one bidder becomes L1 for all four clusters he may opt for dropping one as per his choice. In case of finalizing the award for the remaining fourth one, negotiation will be made with the second lowest bidder.

2.14.2. AWARD OF CONSULTANCY: After selection, a Letter of Award (the "LOA") shall be issued in duplicate, by the Authority to the Selected Applicant and the Selected Applicant shall, within 7 (seven) days of the receipt of LOA, sign and return the duplicate copy of the LOA in acknowledgement thereof. In the event the duplicate copy of the LOA duly signed by the Selected Applicant is not received by the stipulated date, the Authority may, unless it agrees to extension of time for submission thereof, cancel the LOA and next Applicant may be considered.

2.14.3. After signing of the LOA, the Transaction Advisor will be required to enter into an agreement with SUDA. As the Agreement will be made after selection of bidder, hence the Concessional Agreement will be prepared in consultation with the selected bidder.

2.14.4. COMMENCEMENT OF ASSIGNMENT: The Transaction Adviser shall commence the work as per the Terms of Reference within 7 (seven) days of the date of signing of concessional agreement. If the Consultant fails to

either acknowledge the LOA or commence the assignment as specified herein, the LOA shall stand automatically terminated, the earnest money of the bidder shall stand forfeited and in such a situation the authority shall be entitled to proceed with the matter as it deemed fit.

2.15. TIME SCHEDULE FOR DELIVERY

Stage	Activity	Time Allocated
Stage 1	Submission of the Inception Report	10 days from the date of signing of contract.
Stage 2	Submission of Draft Feasibility Report	45 days from the Stage 1
Stage 3	Submission of Final Feasibility Report along with action plan	10 days from approval of Stage 2
Stage 4	Submission of the Draft RFP for selection of Agency	20 days from approval of Stage 3
Stage 5	Submission of the Final RFP for selection of Agency	10 days from approval of Stage 4
Stage 6	Evaluation of the Tender Documents and recommendation for the Selected Agency	10 days from tender closing date
Stage 7	Getting the Concession Agreement signed by the selected Agency	10 days from Stage 6

It is the responsibility of the Transaction Advisor to complete the assignment upto the signing of the agreement with the Agency within the desired period.

2.16. PAYMENT SCHEDULE

The payment schedule for the assignment is as given below. In each stage payment will be made on the acceptance of the relevant document by Director, SUDA.

Stage	Details of stages	Percent age
Stage 1A	Submission of the Inception Report	5%
Stage 1B	Acceptance of Inception Report by the Authority within 7 working days from the date of submission	5%
Stage 2A	Submission of Draft Feasibility Report by the TA	5%
Stage 2B	Acceptance of Draft Feasibility Report, by the Authority within 7 working days from the date of submission	5%
Stage 3	Submission of Final Feasibility Report along with action plan by the TA within 7 working days from	5%

	the date of submission of corrected draft from the Authority	
Stage 4A	Submission of Draft RFP by the Agency	5%
Stage 4B	Acceptance of Draft RFP by the Authority within 30 working days of submission	10%
Stage 5A	Submission of the Final RFP for selection of Agency	10%
Stage 5B	Acceptance of the Final RFP by the Authority within 30 working days of submission	10%
Stage 6	Evaluation of the Tender Documents and recommendation for the Selected Agency	20%
Stage 7	Getting the Concession Agreement signed by the selected Agency	20%
	TOTAL	100%

If the project gets shortened, the Transaction Advisor will be paid for the stage of work completed and accepted.

The bidders have to quote lump sum fees in Indian rupees inclusive of all expenses excluding GST and complete in all aspect.

2.17. MISCELLANEOUS

2.17.1. In the event of any dispute related to the interpretation or rights or liabilities arising out of this agreement, the same shall, at first instance, be amicably settled between the parties. In case a dispute is not settled amicably, the same shall be referred to a sole independent/third party arbitrator to be appointed by mutual consent of both parties. The decision of the arbitrator will be final and binding on both parties. The Arbitration shall be governed by the Arbitration and Conciliation Act, 1996.

2.17.2. The Authority, in its sole discretion and without incurring any obligation or liability, reserves the right, at any time to:

(a) Suspend and / or cancel the Selection Process and / or amend and / or supplement the Selection Process or modify the dates or other terms of conditions relating thereto with intimation to the bidders.

(b) Confer with any Applicant in order to receive clarification or further information.

- (c) Retain any information and / or evidence submitted to the Authority by, on behalf of and / or in relation to any Applicant; and / or
- (d) Independently verify, disqualify, reject and / or accept any and all submissions or other information and/or evidence submitted by or on behalf of any Applicant.

2.17.3. It shall be deemed that by submitting the Proposal, the Applicant agrees and releases the Authority, its employees, agents and advisers, irrevocably, unconditionally, fully and finally from any and all liability for claims, losses, damages, costs, expenses or liabilities in any way related to or arising from the exercise of any rights and / or performance of any obligations hereunder, pursuant hereto, and / or in connection herewith and waives any and all rights and / or claims it may have in this respect, whether actual or contingent, whether present or in future.

2.17.4. All documents and other information supplied by the Authority or submitted by an Applicant shall remain or become, as the case may be, the property of the Authority. The Authority will not return any submissions made hereunder. Applicants are required to treat all such documents and information as strictly confidential.

2.18. TERMINATION OF THE ENGAGEMENT

If the performance of the Transaction Advisor is not up to the satisfaction of SUDA or the Transaction Advisor fails to perform as per the agreed Terms of Reference (TOR), SUDA reserves the right to terminate the engagement with right to claim damages, loss *etc.* as deemed fit.

In that case a written notice will be served to the agency before terminating the contract.

3. DOCUMENTS

3.1. APPENDIX - I

Documents for Financial Proposal

The Financial Proposal includes the following documents:

Form 1: Covering Letter;

Form 2: Financial Proposal;

Form-3: Statement of Legal Capacity alongwith the Power of Attorney;

Form 4: Declaration on Manpower Support,

DD of Earnest Money deposit and the bid document duly signed in all the pages as acceptance of the Bid Clauses and Terms of References.

FINANCIAL PROPOSAL

Form - 1

Letter of Proposal

(On Applicant's letter head)

(Date and Reference)

To: The Director
State Urban Development Authority
ILGUS Bhawan
HC Block, Sector-III
Bidhannagar
Kolkata – 700 106

“APPOINTMENT OF TRANSACTION ADVISOR for Assisting the State Government for Planning of Scientific Solid Waste Management through Cluster Approach and Bid Process Management for selection of Developers & Operators”

Ref : Your tender ID no. dated

Dear Sir,

With reference to your RFP Document No. dated, I / We -----, having examined all relevant documents and understood their content, hereby submit our Financial Proposal for selection as Transaction Advisor for Assisting the State Government for Planning of Scientific Solid Waste Management through Cluster Approach and Bid Process Management for selection of Developers & Operators.

The proposal is unconditional and unqualified.

- (1) I / We acknowledge that the Authority will be relying on the information provided in the Proposal and the documents accompanying the Proposal for selection of the Transaction advisor and we certify that all information provided

in the Proposal and in the Appendix is true and correct and documents accompanying such Proposal are true copies of their respective originals.

- (2) I / We acknowledge the right of the Authority to reject our application without assigning any reason or otherwise waive our right to challenge the same on any account whatsoever.
- (3) I / We certify that in the last three years, we or any of our Associates have neither failed to perform any contract as evidenced by imposition of penalty by an arbitral or judicial authority or a judicial pronouncement or arbitration award against the Applicant or by any PSU nor have been expelled from any project or contract by any public authority or have had any contract terminated by any public authority for breach on our part.
- (4) I / We declare that:
 - (a) I / We have not directly or indirectly or through an agent engaged in or indulged in any corrupt practice, fraudulent practice, coercive practice, undesirable practice or restrictive practice, in respect of any tender or request for proposal issued by or any agreement entered into with the Authority or any public sector enterprise or any government, Central or State; and
 - (b) I / We hereby certify that we have taken steps to ensure that in conformity with the provision of the RFP, no person acting for us or on our behalf will engage in any corrupt practice, fraudulent practice, coercive practice, undesirable practice or restrictive practice.
- (5) I / We understand that the Authority may cancel the Selection Process at any time and that the Authority is neither bound to accept any Proposal nor to select the Consultant, [without incurring any liability to the Applicants.
- (6) I / We certify that in regard to matters other than security and integrity of the country, we or any of our Associates have not been convicted by a Court of Law or indicted or adverse order passed by a regulatory authority which would cast a doubt on our ability to undertake the Consultancy for the Project or which relates to a grave offence that outrages the moral sense of the community.
- (7) I / We further certify that in regard to matters relating to security and integrity of the country, we have not been charge-sheeted by any agency of the Government or convicted by a Court of Law for any offence committed by us or by any our Associates.
- (8) I / We further certify that no investigation by a regulatory authority is pending either against us against our CEO or any Directors / Managers / employees.
- (9) I / We agree and understand that the proposal is subject to the provision of the

RFP document. In no case, shall I / We have any claim or right of whatsoever nature, if the appointment of Transaction Adviser is not awarded to me / us or our proposal is not opened or rejected.

- (10) A Power of Attorney in favour of the authorized signatory to sign and submit this Proposal and documents is attached herewith in Form 3.
- (11) In the event of my / our firm being selected as the Transaction advisor, I / we agree and undertake to provide the services of the Experts in accordance with the provisions of the RFP in the Terms of Reference and that the Experts shall be responsible for providing the agreed services himself and not through any other person or Associate.
- (12) I / We have studied RFP and all other documents carefully. We understand that we shall have no claim, right or title arising out of any documents or information provided to us by the Authority or in respect of any matter arising out of or concerning or relating to Selection Process including the award of the job of Transaction Advisor.
- (13) I / We agree that this offer shall remain valid for a period of 180 days from the date of submission of bid.
- (14) I / We agree and undertake to abide by all the terms and conditions of the RFP Document.
- (15) In witness thereof, I / we submit this Proposal under and in accordance with the terms of the RFP Document.

Yours faithfully,

For and on behalf of

(Signature, name and designation of the authorised signatory)
(Name and seal of the Applicant / Lead Member)

Form - 2

Financial Proposal

(Cluster No. & description: _____)

Name of the Bidder:

Name of Authorized Signatory:

Address:

Email:

Telephone No.:

Mobile No.:

Fax No.:

Total amount offered towards fees inclusive of all taxes and expenses *etc.* for appointment as Transaction Advisor for Assisting the State Government for Planning of Scientific Solid Waste Management through Cluster Approach and Bid Process Management for selection of Developers & Operators.

Amount in figures (excluding GST) Rs.	Amount in words (excluding GST)

There will be no other fees or charges other than the above amount and the above costs cover all expenditure including travel, lodging & boarding, transport, setting up office *etc.*

Signature of the Authorized person on behalf of (Name of the Bidder)

Notes:

1. The financial proposal is unconditional.
2. The total amount offered towards fees, would be inclusive of any type of expenditure, but excluding GST only. However, GST as per actual rate shall be payable extra, at the time of invoicing.
3. All payments shall be made in Indian Rupees after TDS and subject to deduction of other applicable taxes, if any.

Form-3

Statement of Legal Capacity

(To be forwarded on the letter head of the Applicant)

Ref:

Date:

To: The Director
State Urban Development Authority
ILGUS Bhawan
HC Block, Sector-III,
Bidhannagar
Kolkata – 700106

Sub: Appointment of Transaction Advisor for Assisting the State Government for Planning of Scientific Solid Waste Management through Cluster Approach and Bid Process Management for selection of Developers & Operators

Ref : Your tender ID no. SUDA/...../TA dated

Dear Sir,

I / We hereby confirm that I / we, the Applicant satisfy the terms and conditions laid down in the RfP document.

I / We have agreed that (insert individual's name) will act as Authorized Representative on our behalf and has been duly authorized to submit our Proposal. Further, the authorized representative is vested with requisite powers to furnish such proposal and all other documents, information or communication and authenticate the same.

Yours faithfully,

For and on behalf of
(Signature, name and designation of the authorized signatory)

Form-4

Declaration on Manpower Support*(To be forwarded on the letter head of the Applicant)**Ref:**Date:*

To: The Director
 State Urban Development Authority
 ILGUS Bhawan
 HC Block, Sector-III,
 Bidhannagar
 Kolkata – 700106

Sub: Engagement of key Manpower viz., Team Leader, Solid Waste Management Specialist, PPP Specialist, Financial Analyst and Legal Consultancy firm.

Ref: Your tender ID no. SUDA/...../TA dated

Dear Sir,

I / We hereby confirm that I / we, the Applicant have the following strength of key Personnel, who will be engaged in support of the project and will prepare the Total Bid Document/Request for Proposal/Expression of Interest (EOI) for the clustered Projects as identified, in conformity with the Terms of Reference of the RFP document, as laid down.

Sl. No.	Name of the Key Personnel/Manpower/firm	Designation	Qualification	Experience in the relevant Field	e-mail ID and Contact No.

Yours faithfully,

For and on behalf of

(Signature, name and designation of the authorized signatory)

Power of Attorney

Know all men by these presents, We, _____ (name of Firm and address of the registered office) do hereby constitute, nominate, appoint and authorize Mr. / Ms. _____ Son / daughter / wife and presently residing at _____ who is presently employed with / retained by us and holding the position of _____ as our true and lawful attorney (hereinafter referred to as the "Authorized Representative") to do in our name and on our behalf, all such acts, deeds and things as are necessary or required in connection with or incidental to submission of our Proposal for and selection as the Transaction Adviser for assisting the State Government for Planning of Scientific Solid Waste Management through Cluster Approach and Bid Process Management for selection of Developers & Operators for Solid Waste Management Projects, including but not limited to signing and submission of all applications, proposals and other documents and writings, participating in pre-bid and other conference and providing information / responses to the Authority, representing us in all matters before the Authority, signing and execution of all contracts and undertakings consequent to acceptance of our proposal and generally dealing with the Authority in all matters in connection with or relating to or arising out of our Proposal for the said consultancy job and/or upon award thereof to us till the entering into of the Agreement with the Authority.

AND, we do hereby agree to ratify and confirm all acts, deeds and things lawfully done or caused to be done by our said Authorized Representative pursuant to and in exercise of the powers conferred by this Power of Attorney and that all acts, deeds and things done by our said Authorized Representative in exercise of the powers hereby conferred shall and shall always be deemed to have been done by us.

IN WITNESS WHEREOF WE, _____ THE ABOVE NAMED PRINCIPAL HAVE EXECUTED THIS POWER OF ATTORNEY ON THIS DAY OF _____, 2019.

For (Signature, Name, Designation and Address)

Witnesses:

1) _____

2) _____

Notarised

Accepted (Signature, name designation and address of the Attorney)

Notes:

The mode of execution of the Power of Attorney should be in accordance with the procedure, if any, laid down by the applicable law and the charter documents of the

executants (s) and when it is so required the same should be under common seal affixed in accordance with the required procedure. Wherever required, the Applicant should submit for verification the extract of the charter documents and other documents such as a resolution / power of attorney in favour of the person executing this Power of Attorney for the delegation of power hereunder on behalf of the Applicant.

Terms of Reference (TOR) for Transaction Adviser

(1) Introduction

Government of West Bengal has taken several steps/initiatives for making all the cities Clean, Green and Beautiful with special emphasis on management of Solid Wastes in Municipal Towns of the State. One of the obligatory functions of the Municipal Bodies is to remove solid waste from the cities under Sections 63, 95B, 260, 273 of the West Bengal Municipal Act 1993 and corresponding Sections in the Municipal Corporations' Acts. A number of initiatives have been taken by the UD&MA Department to ensure that solid waste are collected by the Municipal Bodies and disposed of scientifically by them. Under Mission Nirmal Bangla, a lot of equipment *e.g.* garbage bins, compactors, hydraulic tippers and other vehicles, community bins to Municipal Bodies to assist them in systematic collection of garbage from individual holdings, their transportation and stacking before disposal. Land has also been provided through inter departmental transfer to municipal bodies to set up dumping ground cum solid waste processing plants. In some cases these bodies have been permitted to purchase private land for setting up these facilities. The municipal bodies are required to collect waste from individual holdings systematically and transport them regularly to the solid waste disposal facility and get them recycled/processed scientifically. There are some sporadic efforts by some municipalities to collect waste and process them to the best of their abilities. It is, however, a fact that most municipal bodies don't have the technical capability, financial muscle and managerial competence to handle solid waste in a scientific manner. In the light of importance given to scientific collection and disposal of solid waste, a large number of legislations and guidelines have been issued by different authorities from time to time. Some of these are:

- 1) Solid Waste Management Rules 2016 of Government of India
- 2) Policy and Strategy on Solid Waste Management for Urban Areas of West Bengal 2017
- 3) Plastics Waste Management Rules 2016 of Government of India
- 4) Policy and Strategy on Plastics Waste Management for Urban Areas of West Bengal 2017
- 5) Amendment of the West Bengal Municipal Act for banning using plastic bags below 50 microns.
- 6) State Government Order to all the ULBs to regularly remove Solid Wastes from all the Hospitals in their jurisdiction and accordingly make special arrangement for Hospital Solid Waste removal.
- 7) State Government declaration of Green Zone from Airport to NABANNA area.
- 8) Guideline of Ministry of Housing & Urban Affairs, Gol on Implementation of SWM by Bulk Solid Waste Generators.

The present state of solid waste disposal in urban areas may be attributed to the model we have been following so far. This model of solid waste collection and disposal involves awareness generation among the population, expectation of segregation of source, door to door collection by the municipal bodies, intermediate storage of such collected waste, segregation at intermediate storage points, ultimate

transportation to the disposal ground and segregation, recycling, processing (Bio-gas, RDF, compost) and finally landfill with the residue. While the municipalities in many cases are able to carry out the first three functions reasonably effectively given appropriate support, it would not be rational to expect that the final steps, *viz.* those of collection of solid waste from intermediate transit points to their final processing and landfill can be effectively carried out by the municipal bodies at their current level of resources and competence.

The Urban Development & Municipal Affairs (UD&MA) Department through Kolkata Metropolitan Development Authority (KMDA) and Municipal Engineering Directorate (MED) are developing landfill sites and solid waste processing facilities in different municipalities based on this model investing significant amount of money in setting up compost plants and Biogas energy plants in municipalities. The critical gap in these efforts to manage solid waste are in the areas of technical and managerial competence.

Segregation of solid waste, their processing to either to produce compost or Refuse Derived Fuel (RDF) or Bio-gas, their marketing, recycling of waste processing of construction and demolition waste, a remediation of legacy waste, management of landfill site, all of these are technically and managerially complex functions. The experience across cities in India and abroad shows that these functions are best carried out by technically and financially competent agencies. Such agencies are seen to be running successful plants in many Indian cities e.g. Hyderabad, Bangalore, Panaji, Indore, Bhopal, Surat etc.

In this light, State Government has decided to appoint Transaction Advisor for Assisting the State Government for Planning of Scientific Solid Waste Management through Cluster Approach and Bid Process Management for selection of Developers & Operators

(2) Objectives

The objective of engaging a Transaction Advisor is for Assisting the State Government for Planning of Scientific Solid Waste Management through Cluster Approach and Bid Process Management for selection of Developers & Operators.

(3) Scope of Work/Description of Task

The broad responsibilities of the Transaction Adviser are summarized as follows:

- Carry out **feasibility study of the project** in all respect including techno economic viability of existing cluster /proposed cluster of municipal bodies.
- Preparation of **Technical Feasibility Report** for Integrated Solid Waste Management for the municipal bodies involved in this project.
- Drafting of **Request for Proposal (RFP)** for selection of competent agency for carriage (as required) and processing of waste for the cluster.
- Assisting Solid Waste Management (SWM) Cell in managing the bid process including **evaluation of bids** and for selection of successful agency for the cluster.
- **Drafting of Tripartite Agreement** between Municipal Bodies in the Cluster, the SWM Cell of the Department and the Selected Agency.

The Transaction Advisor shall keep the following in view in the discharge of the above responsibilities:

- a) Consultation with UD & MA Department, SUDA, ULBs, Development Authorities and other stakeholders to identify and conceptualize/develop projects for Solid Waste Management through cluster/standalone approach.
- b) Detailed Project Report should be developed from the primary collection stage up to the final processing and disposal of all types of solid waste. A comprehensive DPR indicating each stages of waste management i.e. primary Door to Door collection of segregated waste, mode of transportation, setting up of transfer station wherever feasible and disposal of Solid Waste as per protocol of SWM Rules, 2016 are to be followed.
- c) The Detailed Project Report for all ongoing projects should incorporate all capital investment already made and existing infrastructure should be considered optimally.
- d) The Detailed Project Report should be flexible with regard to technology for processing of waste and sanitary landfill. TAs should provide the broad contours of the project indicating performance parameters considering land constraints and other limitations, if any, within which concessionaires are free and flexible to choose technology of choice.
- e) Transaction Advisor should set up office for this purpose in a suitable location for ease of interaction. It is preferable that the TA should have office setup at Kolkata for ease of interaction.

- f) Projects should be structured under appropriate PPP mode to enable optimum utilization of the investments already made in SWM projects. Innovative business and commercial practices such as commercial sale of products, levy of user charges/ fee etc., as appropriate under the applicable laws should be incorporated in the Detailed Project Report.
- g) Transaction Advisor is advised to undertake visits to acclaim projects in other states and study best practices. In the financial proposal TA may incorporate the travel expenses and related incidental charges for visit to other States to see the best practices considering visit at least in two such cities with two experts from the team.

Note: The Transaction Advisor shall prepare bid documents (RFP, Concession Agreement *etc.*) and manage bid process upto signing of Concession Agreement; while doing so the following objectives shall have to be addressed.

- Optimum utilization of existing infrastructure of Solid Wastes in the ULBs and in conformity with policy of Government of West Bengal.
- Optimum utilization of land for processing plant and sanitary landfill site clubbing ULBs in clusters to make the project financially and technically feasible.
- While undertaking the feasibility study, the proposed cluster sites should re-visited for suitable modification, if necessary. For finalization of cluster, SUDA should be consulted. The cluster-wise DPR, RFP (concession RFP for implementation) may be prepared accordingly.
- Collection, segregation and transportation of wastes shall be the primary responsibility of ULBs. However the TA will give a comprehensive and holistic mechanism in consultation with the ULBs regarding collection at door step to final disposal.
- Incentive on performance for all stakeholders.
- A flow chart for disposal of all types of wastes from source up to the processing plant/Landfill to be developed. A clear pictorial representation of the plan should be developed by the TA itself in their report.
- Necessary clearances to be obtained from the Department of Environment, West Bengal Pollution Control Board and other regulatory bodies, on behalf of operating agency.

Necessary clearances need to be secured by the Concessionaire with assistance from SUDA/ other relevant Government Agencies

TAs are only required to list and specify the clearances required for executing the proposed projects in the given clusters

- New technology (i.e. the technology to be adopted in adherence to SWM Rules, 2016) should be backed by necessary certificate/s (Necessary Certification means Pollution Clearance Certificate etc.) from the proper authority (Proper authority means Pollution Control Board and other regulatory authorities.).
- Effective Operation & Management System is to be for at least 20 years.
- Processing and disposal of Legacy waste and reclamation of land is to be incorporated.
- Land for processing plant and sanitary landfill site is to be identified by ULB.
- Reclamation of existing Dumping Grounds, scientific development, beautification etc. of the Dumping Grounds.
- Segregation and processing of recyclable waste as per SWM Rules, 2016 is to be ensured effectively.
- Scope of work should be customized on available field data and technology for each cluster/project.
- Implementation of effective and viable model based on national and international best practices.
- Proposal should be inclusive of institutional structures required for implementation of projects and operation & maintenance thereof with private sector financing.
- Key performance indicators to be identified. These are to be linked with schedule of payment to operating agencies.
- Principal objective: Achievement of cent percent disposal and processing of incoming waste and waste as available in existing dumping site, and to maintain its sustainability.

(4) Assignment for following Proposed Clusters:

Cluster No	Proposed Cluster
1	Coochbehar, Alipurduar, Tufanganj, Dinhata
2	Panihati, Titagarh, Khardah, Barrackpore, North Barrackpore
3	Chandernagore MC, Bansberia, Hooghly Chinsura
4	Maheshtala, Budge Budge, Pujali

As per feasibility of the project, clusters may be redefined.

Each Transaction Advisor can apply to bid for all the four clusters. However he will be awarded for maximum up to three clusters. If one bidder becomes L1 for all four clusters he may opt for dropping one as per his choice. In case of finalizing the award for the remaining fourth one, negotiation will be made with the second lowest bidder.

For each cluster, TA has to submit Form-2 separately however, they may submit same set of Form-3 and Form-4 for each of the cluster.

(5) Deliverables

Stage	Activity	Time Allocated *
Stage 1	Submission of the Inception Report	10 days from the date of signing of contract.
Stage 2	Submission of Draft Feasibility Report	45 days from the Stage 1
Stage 3	Submission of Final Feasibility Report along with action plan	10 days from approval of Stage 2
Stage 4	Submission of the Draft RFP for selection of Agency	20 days from approval of Stage 3
Stage 5	Submission of the Final RFP for selection of Agency	10 days from approval of Stage 4
Stage 6	Evaluation of the Tender Documents and recommendation for the Selected Agency	10 days from tender closing date
Stage 7	Getting the Concession Agreement signed by the selected Agency	10 days from Stage 6

A Fortnightly meeting will be held where the progress of the assignment will be reviewed against the progress submitted by the TA.

(6) Expertise and Inputs:

It is envisaged that the assignment will be undertaken by a team who has adequate experience in the field of Solid Waste Management. The constituents of the team would be provided.

(7) Profile of Key Manpower:

(a) Team leader

- 10 years experience, Bachelor in Engineering with Post Graduate Degree in Management/ M.Plan/ C.A.
- Experience in leading at least 3 projects in the Solid Waste Management/ Urban Infrastructure sector on PPP basis.
- TA should specify whether the person is associated with his Company or Out sourced. If out sourced, submit the certificate of incumbent

expressing their interest.

(b) Solid Waste Management Specialist

- - 5 years' experience, Bachelor in Engineering/M.Sc/MBA
- - Experience in handling at least 2 Solid Waste Management projects involving feasibility assessment, operations, technical aspects etc.
- Please specify whether the person is associated with this company or outsourced. if outsourced, submit the certificate of the incumbent showing their interest.

(c) PPP specialist

- 5 years' experience, Post Graduate Degree in Management/Finance/Economics
- - Experience in handling at least 2 transaction projects executed in PPP mode
- Please specify whether the person is associated with this company or outsourced. if outsourced, submit the certificate of the incumbent showing their interest

(d) Financial Analyst

- 5 years' experience, Post Graduate in Management/ Finance/ Economics/Chartered Accountant
- Experience in at least 2 such projects executed in PPP mode.
- Please specify whether the person is associated with this company or outsourced. If outsourced, submit the certificate of the incumbent showing their interest.

(e) Legal Consultant

TA can hire Legal firm for drafting and legal vetting of bid proposal.

The above are the minimum key manpower requirement from the Transaction Advisors and to be submitted at the time of submission of Bid. A declaration is also to be made in this regard in Form 4 of Appendix-I.

(8) Working arrangement:

The assignment will be contracted by Director, State Urban Development Agency, West Bengal. ULB/s will nominate an officer to liaison with the TA Team.

(9) Items to be provided by the SUDA:

All the data will be provided by SUDA and ULB to the TA and for that TA should inform the requirement of requisite data to the office of SUDA. However certain data's are to be collected by the TA during their Field Study if it is not readily available with SUDA/ ULB.

It is to say that with regards to topographical survey, geotechnical investigation, leachate quality analysis, ground & surface water quality analysis, waste characterization survey etc shall be under the scope of TA consultant where SUDA/KMDA will extend full support.

(10) Items to be provided by the TA:

The TA shall organize and provide for:

- Arrange for all transportation and travelling required for the TA
- Accommodation should also be included in the budget of the TA. Total fee quoted shall be inclusive of all OPEs.
- Any other as required for completion of assignment.

(11) Payment Schedule/arrangement:

Stage	Details of stages	Percentage
Stage 1A	Submission of the Inception Report	5%
Stage 1B	Acceptance of Inception Report by the Authority within 7 working days from the date of submission	5%
Stage 2A	Submission of Draft Feasibility Report by the TA	5%
Stage 2B	Acceptance of Draft Feasibility Report, by the Authority within 7 working days from the date of submission	5%
Stage 3	Submission of Final Feasibility Report along with action plan by the TA within 7 working days from the date of submission of corrected draft from the Authority	5%
Stage 4A	Submission of Draft RFP by the Agency	5%
Stage 4B	Acceptance of Draft RFP by the Authority within 30 working days of submission	10%
Stage 5A	Submission of the Final RFP for selection of Agency	10%
Stage 5B	Acceptance of the Final RFP by the Authority within 30 working days of submission	10%
Stage 6	Evaluation of the Tender Documents and recommendation for the Selected Agency	20%
Stage 7	Getting the Concession Agreement signed by the selected Agency	20%
	TOTAL	100%

SUDA shall review and monitor the progress of the assignment. On acceptance of the report against each milestone by the Director, SUDA, payment will be released subject to deduction of taxes, as applicable.

The Contract document to be drafted in consultation with successful bidder and the clauses will be mutually decided.

Director, SUDA