

Request for Proposal RFP

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|-----------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------|
| Commodity/Service Required: | Transaction advisory to improve investment readiness and close deals for companies in high-value agricultural export sector |
| Type of Procurement: | Purchase Order |
| Type of Contract: | Firm Fixed Price |
| Term of Contract: | TBD |
| Contract Funding: | USAID |
| This Procurement supports: | Feed the Future Rwanda Kungahara Wagura Amasoko |
| Submit Proposal to: | info@ftfkwa.org |
| Date of Issue of RFP: | 24 August 2022 |
| Date Questions from Supplier Due: | 31 August 2022 |
| Date Proposal Due: | 9 September 2022 |
| Approximate Date Purchase Order Issued to Successful Bidder(s): | 30 September 2022 |

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| Method of Submittal: | |
| All offers will be received through this email: info@ftfkwa.org | |
| Respond via e-mail with attached document in MS Word / pdf format. The Bidder/Seller agrees to hold the prices in its offer firm for 90 days from the date specified for the receipt of offers, unless another time is specified in the addendum of the RFP. | |
| Solicitation Number: | FTF KWA 2022-08-09-01 |

Attachments to RFP:

1. Attachment "A" – Commodity Specifications
2. Attachment "B" – Instructions to Bidders/Sellers
3. All PO Terms and Conditions are listed on our website at:
<https://www.rti.org/sites/default/files/rti-purchase-order-terms-and-conditions-v1.16.pdf>,
http://www.rti.org/files/PO_FAR_Clauses.pdf or for commercial items:
http://www.rti.org/files/PO_FAR_Clauses_Commercial_Items.pdf (hereinafter the "Terms").
 Supplier's delivery of products, performance of services, or issuance of invoices in connection with this purchase order establishes Supplier's agreement to the Terms. The Terms may only be modified in writing signed by both parties.

All bidders/sellers are responsible to carefully review each attachment and follow any instructions that may be relevant to this procurement.

Attachment A

Commodity Specifications or Statement of Work

TITLE: Transaction advisory to improve investment readiness and close deals for companies in high-value agricultural export Sector.

LOCATION: Kigali, Rwanda

Project Overview

Feed the Future Rwanda Kungahara Wagura Amasoko is a five-year program working with and through the Government of Rwanda (GOR) to boost economic growth by increasing export of the country's high-value agricultural products such as coffee, tea, fresh beans, peppers, and chili. Kungahara Wagura Amasoko will work across high-value agriculture export value chains to co-create solutions to help facilitate Rwanda's movement from subsistence agriculture to high-value exports, driving \$300 million in new investments into the sector.

Kungahara Wagura Amasoko seeks to grow the value of Rwanda's high-value agriculture exports; create jobs along the targeted value chains by generating additional productive employment in processing, packing, and cold chain logistics; and impact household income across our target districts. The program is implemented by RTI International.

Background

Rwandan small and medium sized enterprises (SMEs) in high-value agricultural export lack access to sound systems, procedures, human capital, and best practices that would allow them to improve the business practices (e.g., operations, financial management, and governance) necessary to build investor confidence and attract capital. This demand-side weakness is cited by capital providers (e.g., banks, private investors) as a hindrance when trying to source viable SMEs that are ready to absorb capital and utilize the capital in a profitable and sustainable manner.

Kungahara Wagura Amasoko seeks to bridge this gap by:

1. Developing a pipeline of established Rwanda-based SMEs exporting high-value agricultural products through a call for expressions of interest, referrals, and targeted sourcing, and
2. Providing customized assistance to selected pipeline SMEs to help them overcome constraints related to access to finance.

To complement the project's efforts, RTI International is seeking to pre-qualify experienced Transaction Advisors to identify and close investment deals to increase the value of investment in Rwandan SMEs.

Description of Services

The overall objective of this SOW is to source Transaction Advisors (TA), with proven experience and qualified staff to structure and close investment deals. This includes complementing and enhancing the project's existing efforts to build a pipeline of SMEs in high-value agri-export sector; establishing the SME's commercial attractiveness and bankability of their business opportunity; advising the SMEs and potential investors on optimum risk allocation; and, structuring and closing deals to

increase the level of investment in the high-value agricultural export sector. TAs must be able to provide the following services, which would be further customized based on the specific needs of the SME and the investment opportunity:

1. Pre-Investment Diagnostics

TAs will carry out thorough diagnostics of selected SMEs to generate an investment score for each SME. The diagnostic report should cover all areas that a serious investor is concerned about (e.g., company's profit margins, cash flow, business worth, growth plan, governance, investment rationale) and highlights the specific areas that need further work to achieve a successful investment deal outcome at the highest valuation.

2. Investment Readiness and Valuation

TAs will support SMEs to develop specific fundraising plans, understand appropriate investment instruments, and assess capital requirements for each enterprise. TAs will then work with the enterprises to prepare to raise capital by reviewing available company documents (e.g., business plan with detailed financial statements, investment memorandum, investment teasers, pitch decks), establishing a data room for potential investors, and preparing investor marketing materials.

3. Investor Linkages and Deal Closing

TAs will support SMEs to implement corrective actions that correspond to gaps identified during the investment readiness and valuation process (point 2). Selected enterprises that have completed the process above will be fully investment ready and will be linked with potential investors and supported to close deals. Specific support includes:

- Investor linkages
- Deal structuring (e.g., business case and financing models, investment plan)
- Financing option selection (e.g., debt, equity, quasi-equity)
- Development of investor presentation materials (e.g., pitch decks, teasers)
- Contractual negotiation/agreement

4. General Support Services

In close collaboration with Kungahara Wagura Amasoko, the TA firm will specifically:

- Source potential deals in high-value agri-export sector
- Support execution of its technical assistance transactions including:
 - o Conducting technical assistance needs assessments using standardized tools.
 - o Providing transaction advisory services and monitoring business development assignments in line with SOW that will be defined for each assignment or TA project.
 - o Periodically report progress towards achievement of agreed deliverable(s) on a specific TA project or/and deal closure.
- Support capacity development of the project's investment team in investment readiness and transaction advisory processes.

RTI International would like to enter into a master service agreement with pre-qualified TA firm(s). Pre-qualified TA firm(s) would then bid for scopes of work aligned to specific SME needs. If selected, RTI International shall engage the selected TA firm to deliver specific services at agreed fixed rates, and additional budget negotiations will occur at that stage (see Annex 1).

Minimum Eligibility Criteria:

To be eligible to apply for this opportunity, firms must meet the following minimum criteria:

- A duly registered firm able to operate in Rwanda.
- Firm must have a minimum of **3 years of experience** providing transaction advisory services to SMEs in East Africa to prepare them to raise capital, including conducting successful investment readiness screenings.

Pricing

Please complete the yellow boxes in Table 1 below to submit the pricing menu for this application. Note that the next round of review will include a more detailed budget, requiring daily rates of supporting personnel and other relevant costs.

If a percentage is *not* used to calculate fee under USD 1,000,000, please complete Table 2 below, in addition to Table 1.

Table 1: Fee

| Value of Deal | Percent-based Fee | |
|----------------------------------------------------------------------------------|-------------------|--------|
| | Debt | Equity |
| Below USD 100,000 <i>*see breakdown below if not calculated through a %</i> | % | % |
| USD 101,000-499,000 <i>*see breakdown below if not calculated through a %</i> | % | % |
| USD 500,000-999,000 <i>*see breakdown below if not calculated through a %</i> | % | % |
| USD 1 million and above | % | % |

Table 2: Under USD 1,000,000 Fee Breakdown

| | | Stage of Deal | | |
|----------------------|------------------------|---------------------------------------------------|----------------------------------|----------------------------------|
| | | Pre-investment diagnostics (sourcing & selection) | Investment readiness & valuation | Investor linkages & deal closing |
| Value of Deal | Below USD 100,000 | USD | USD | USD |
| | USD 101,000-499,000 | USD | USD | USD |
| | USD 500,000-999,000 | USD | USD | USD |
| | USD 1000,000 and above | USD | USD | USD |

By signing this attachment, the bidder confirms he has a complete understanding of the specifications and fully intends to deliver items that comply with the above-listed specifications.

Signature:

Title:

Date:

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Attachment “B” Instructions to Bidders/Sellers

- Procurement Narrative Description:** The Buyer (RTI) intends to purchase commodities and/or services identified in Attachment A. The Buyer intends to purchase the quantities (for commodities) and/or services (based on deliverables identified in a Statement of Work). The term of the Ordering Agreement shall be from Award Date to the Delivery date of the Offeror unless extended by mutual agreement of the parties. The Buyer intends to award a single “approved” supplier based on conformance to the listed specifications, the ability to service this contract, and selling price. We reserve the right to award more than one bidder. If an Ordering Agreement is established as a result of this RFQ/RFP, supplier understands that quantities indicated in the specifications (Attachment A) are an estimate only and RTI does not guarantee the purchase quantity of any item listed.
- Procuring Activity:** This procurement will be made by **Research Triangle Institute (RTI International)**, located at

RTI International SANLAM Towers, Second floor, KN67ST, NO.10. Kigali, Rwanda

(insert full address of the office)

who has a purchase requirement in support of a project funded by

USAID

(insert client’s name)

RTI shall award the initial quantities and/or services and any option quantities (if exercised by RTI) to Seller by a properly executed Purchase Order as set forth within the terms of this properly executed agreement.

- Proposal Requirements.** All Sellers will submit a quote/proposal which contains offers for all items and options included in this RFQ/RFP. All information presented in the Sellers quote/proposal will be considered during RTI’s evaluation. Failure to submit the information required in this RFQ/RFP may result in Seller’s offer being deemed non-responsive. Sellers are responsible for submitting offers, and any modifications, revisions, or withdrawals, so as to reach RTI’s office designated in the RFQ/RFP by the time and date specified in the RFQ/RFP. Any offer, modification, revision, or withdrawal of an offer received at the RTI office designated in the RFQ/RFP after the exact time specified for receipt of offers is “late” and may not be considered at the discretion of the RTI Procurement Officer. The Seller’s proposal shall include the following:

- (a) The solicitation number:

- (b) The date and time submitted:
 - (c) The name, address, and telephone number of the seller (bidder) and authorized signature of same:
 - (d) Validity period:
 - (e) A technical description of the items being offered in sufficient detail to evaluate compliance with the requirements in the solicitation, including.
 - A maximum two (2)-page document summarizing relevant deals in agriculture sector successfully completed in Rwanda and/or across the East Africa region.
 - CVs of all proposed key personnel detailed relevant technical expertise, education, and experience.
 - Completed pricing menu (see **Attachment A** for pricing format format).
 - Description of applied methodology for scoring/analyzing investment readiness.
 - References from three past SMEs who were successfully supported to close investment deals in Rwanda and/or East Africa.
 - (f) If RTI informs Seller that the Commodity is intended for export and the Commodity is not classified for export under Export Classification Control Number (ECCN) “EAR99” of the U.S. Department of Commerce Export Administration Regulations (EAR), then Seller must provide RTI the correct ECCN and the name of Seller’s representative responsible for Trade Compliance who can confirm the export classification.
 - (g) Lead Time Availability of the Commodity/Service.
 - (h) Terms of warranty describing what and how the warranties will be serviced.
 - (i) Special pricing instructions: Price and any discount terms or special requirements or terms (special note: pricing must include guaranteed firm fixed prices for items requested.)
 - (j) Payment address or instructions (if different from mailing address)
 - (k) Acknowledgment of solicitation amendments (if any)
 - (l) **Special Note:** *The Seller, by his response to this RFQ/RFP and accompanying signatures, confirms that the terms and conditions associated with this RFQ/RFP document have been agreed to and all of its attachments have been carefully read and understood and all related questions answered.*
4. **Forms:** Sellers (potential bidders or suppliers) must record their pricing utilizing the format found on Attachment “A”. Sellers must sign the single hardcopy submitted and send to address listed on the cover page of this RFQ/RFP.
5. **Questions Concerning the Procurement.** All questions in regards to this RFQ/RFP to be directed to
- info@ftfkwa.org
- (insert name of procurement officer)

at this email address:

info@ftfkwa.org

(insert email address of the procurement officer).

The cut-off date for questions is (insert date).

26 August 2022

6. **Notifications and Deliveries:** Time is of the essence for this procurement. Seller shall deliver the items or services no later than the dates set forth in the contract that will be agreed by both parties as a result of this RFQ/RFP. The Seller shall immediately contact the Buyer's Procurement Officer if the specifications, availability, or the delivery schedule(s) changes. Exceptional delays will result in financial penalties being imposed of Seller.
7. **Documentation:** The following documents will be required for payment for each item:
 - (a) A detailed invoice listing Purchase Order Number, Bank information with wiring instructions (when applicable)
 - (b) Packing List
 - (c) All relevant product/service documentation (manuals, warranty doc, certificate of analysis, etc.)
8. **Payment Terms:** Refer to RTI purchase order terms and conditions found in <https://www.rti.org/sites/default/files/rti-purchase-order-terms-and-conditions-v1.16.pdf> , <http://www.rti.org/files/PO FAR Clauses.pdf>, or <http://www.rti.org/files/PO FAR Clauses Commercial Items.pdf>. Payment can be made via wire transfer or other acceptable form. Sellers may propose alternative payment terms and they will be considered in the evaluation process.
9. **Alternative Proposals:** Sellers are permitted to offer "alternatives" should they not be able to meet the listed requirements. Any alternative proposals shall still satisfy the minimum requirements set forth in Attachment A Specifications.
10. **Inspection Process:** Each item shall be inspected prior to final acceptance of the item. All significant discrepancies, shortages, and/or faults must be satisfactorily corrected and satisfactorily documented prior to delivery and release of payment.
11. **Evaluation and Award Process:** The RTI Procurement Officer will award an agreement contract resulting from this solicitation to the responsible Seller (bidder) whose offer conforms to the RFQ/RFP will be most advantageous to RTI, price and other factors considered. The award will be made to the Seller representing the **best value** to the project and to RTI. RTI intends to evaluate offers and award an Agreement without discussions with Sellers. Therefore, the Seller's initial offer should contain the Seller's best terms from a price and technical standpoint. However, RTI reserves the right to conduct discussions if later determined by the RTI Procurement Officer to be necessary, and reserves to right to issue multiple awards.

The evaluation factors will be comprised of the following criteria:

- **Technical expertise and approach:** Demonstrated relevant experience of all proposed key personnel, including their education and experience and feasibility of proposed methodology for scoring/analyzing investment readiness (30%).
- **Past performance:** Proven track record successfully carrying out similar assignments to source and close deals. Experience should preferably be in the context of donor

- projects, focused on agriculture, and in EAC particularly in Rwanda (40%).
 - **Value for money:** Pricing and payment schedule in Annex 1 relative to technical expertise and approach (30%).
12. **Award Notice.** A written notice of award or acceptance of an offer, mailed or otherwise furnished to the successful supplier within the time acceptance specified in the offer, shall result in a binding contract without further action by either party.
 13. **Validity of Offer.** This RFP in no way obligates RTI to make an award, nor does it commit RTI to pay any costs incurred by the Seller in the preparation and submission of a proposal or amendments to a proposal. Your proposal shall be considered valid for 90 days after submission.
 14. **Representations and Certifications.** Winning suppliers under a US Federal Contract are required to complete and sign as part of your offer RTI Representations and Certifications for values over \$10,000.
 15. **Anti- Kick Back Act of 1986.** Anti-Kickback Act of 1986 as referenced in FAR 52.203-7 is hereby incorporated into this Request for Proposal as a condition of acceptance. If you have reasonable grounds to believe that a violation, as described in Paragraph (b) of FAR 52.203-7 may have occurred, you should report this suspected violation to the RTI’s Ethics Hotline at 1-877-212-7220 or by sending an e-mail to ethics@rti.org. You may report a suspected violation anonymously.
 16. **The John S. McCain National Defense Authorization Act for fiscal year 2019 - section 889.** RTI cannot use any equipment or services from specific companies, or their subsidiaries and affiliates, including Huawei Technologies Company, ZTE Corporation, Hytera Communications Corporation, Hangzhou Hikvision Digital Technology Company, and Dahua Technology Company (“Covered Technology”). In response to this request for proposal, please do not provide a quote which includes any Covered Technology. Any quote which includes Covered Technology will be deemed non-responsive. Additionally, if the United States Government is the source of funds for this RFP, the resulting Supplier shall not provide any equipment, system, or service that uses Covered Technology as a substantial or essential component

Acceptance:

Seller agrees, as evidenced by signature below, that the seller’s completed and signed solicitation, seller’s proposal including all required submissions and the negotiated terms contained herein, constitute the entire agreement for the services described herein.

By: *(Seller Company Name)*

Signature: _____

Title:

Date: