

Request for Quote/Proposal (RFQ/RFP)

Commodity/Service Required:	Technical Assistance to support to Investment Vehicle in the capital raising process
Type of Procurement:	One-time procurement
Type of Contract:	Fixed-cost subcontract
Term of Contract:	6 months
Contract Funding:	USAID
This Procurement supports:	Power Africa Off-grid Project (PAOP)
Submit Proposal to:	paopsubcontracts@powerafrica-offgrid.org
Date of Issue of RFP:	June 14, 2021
Date Questions from Supplier Due:	June 25, 2021
Date Proposal Due:	July 2, 2021
Approximate Date Purchase Order Issued to Successful Bidder(s):	August 2, 2021

Method of Submittal:	
Email Submission to paopsubcontracts@powerafrica-offgrid.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/RFQ.	
Solicitation Number:	PAOP-RFQ/P-2021-001.2

Attachments to RFP:

1. Attachment "A" – Statement of Work
2. Attachment "B" – Instructions to Bidders/Sellers
3. All PO Terms and Conditions are listed on our website at forth 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

Statement of Work

Indicate a description of the activity/service that is expected from the supplier. Provide product specifications or service expectations (both if applicable). Include deliverables, timelines, and any special terms and conditions.

Description of Activity/Service:

About the Power Africa Off-grid Project

The Power Africa Off-grid Project provides technical assistance to support the development of sub-Saharan Africa's off-grid solar home system and mini-grid sectors. Under its Access to Finance work stream, the project team provides support to investors to develop bankable pipelines and perform due diligence. In parallel, the team works with off-grid energy companies and investment vehicles to raise capital given the capital-intensive nature of the sector and the need for third party capital to support the growth of the sector. Please refer to the Project fact sheet available at: www.usaid.gov/sites/default/files/PAOP_Fact_Sheet.pdf

Background

X is an innovative investment vehicle focused on energy access in Africa that has completed its pilot phase and looking to expand its funding as it positions itself for growth. X is looking for an advisor to approach investors and funders, specifically those who are not currently active in the energy access space, including high-net worth individuals and family offices, and to support in negotiations leading to closing.

The Power Africa Off-grid Project is looking to bring in a third-party advisor to support X in the capital raising process for X to raise \$ 10 M in investment funds, in minimum ticket sizes of \$500,000, which would lead to approximately ~100,000 households connected with off-grid electricity in multiple African countries.

Objective

The requested support would be to advise X on the fund raising and the scope of work includes:

1. Identification of and marketing to investors and funders outside of those generally known to the company and currently investing in energy access. This would include HNWs, family offices, philanthropies, and impact first investors focused on climate, and equity, job generation, and MSMEs in Africa.
2. Review of Investor Marketing material, presentations, Investment Memorandum and other documents. These documents are complete, but input is welcome.
3. Evaluation of each proposal as well as advisory on strategy and tactics to optimize Capital Raising conditions for the existing shareholders in the Company.

4. Provide input to the Company in their negotiations of the terms and conditions of the transaction(s) with the investor(s) in the context of the Capital Raising in cooperation with the Company's management team.
5. Coordination of work with other advisors, including the legal advisor(s).

Timeline

It is expected that this work would kick off as soon as possible and be completed during Q3-Q4 2021

Deliverables, Timelines, Special Terms and Conditions:**Expected Deliverables**

1. Confirmation that an engagement letter, including a success fee, has been negotiated and agreed with Company x within two weeks of contract signing.
2. Review of current investor materials including Teaser, Information Memorandum and financial models. Document reflecting the review, feedback and any updates/changes to current investment materials.
3. Development of an investor outreach list and handling the process of diligence and receiving term sheets.
4. Development of a summary table comparing and contrasting investor proposals.
5. Input to negotiation and support to Company x to sign investor term sheets.
6. Supporting legal close in collaboration with Company x's legal advisors, including review and input to negotiations of Sale and Purchase Agreement and Shareholder's Agreement.

Application Submission: Required Documents

1. Short (5-10 pages) background and description of the applicant's ability to provide the support requested.
2. Proposal for ways to mitigate potential COVID-19 related delays in fundraising
3. Three examples of past performance (no more than six pages total).
4. Short biographies of key staff who will support this subcontract.
5. Detailed excel based budget including estimated level of effort per staff member for each deliverable.

*Note that the Company maintains first right of refusal for all companies providing support

Attachment "B"

Instructions to Bidders/Sellers

1. **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 to 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 to 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.
2. **Procuring Activity:** This procurement will be made by **Research Triangle Institute (RTI International)**, located at

3040 East Cornwallis Road, Research Triangle Park, NC 27709-2194

(insert full address of the office)

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

Power Africa Off-grid Project

(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.

3. **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 date and time submitted:
 - (b) The name, address, and telephone number of the seller (bidder) and authorized signature of same:
 - (c) Validity period of Quote:

- (d) A technical description of the items being offered in sufficient detail to evaluate compliance with the requirements in the solicitation. This may include product literature, or other documents, if necessary.
 - (e) 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.
 - (f) Lead Time Availability of the Commodity/Service.
 - (g) Terms of warranty describing what and how the warranties will be serviced.
 - (h) 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.)
 - (i) Payment address or instructions (if different from mailing address)
 - (j) Acknowledgment of solicitation amendments (if any)
 - (k) Past performance information, when included as an evaluation factor, to include recent and relevant contracts for the same or similar items and other references (including points of contact with telephone numbers, and other relevant information)
 - (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. **Questions Concerning the Procurement.** All questions in regards to this RFQ/RFP to be directed to

Emily Allen and Sara Scholl

(insert name of procurement officer)

at this email address:

paopsubcontracts@powerafrica-offgrid.org

(insert email address of the procurement officer).

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

June 25, 2021

5. **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.

6. **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. For the purpose of this RFQ/RFP, price, delivery, technical and past performance are of equal importance for the purposes of evaluating, and selecting the “best value” awardee. 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.

The evaluation factors will be comprised of the following criteria:

- (a) **PRICE.** Lowest evaluated ceiling price (inclusive of option quantities).
- (b) **DELIVERY.** Seller provides the most advantageous delivery schedule.
- (c) **TECHNICAL.** Items/Services shall satisfy or exceed the specifications described in RFQ/RFP Attachment A. The quality of the technical proposal in terms of methodology statement, key personnel, quality assurance, mobilization schedule, implementation schedule, proposed project execution organogram and any other activities such as the bidding team's experience and qualifications as specified in the SOW above
- (d) **PAST PERFORMANCE** – Potential vendor can demonstrate his/her capability and resources to provide the items/services requested in this solicitation in a timely and responsive manner.
- (e) **OTHER EVALUATION CRITERIA.**

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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: