

Request for Quote/Proposal (RFQ/RFP)

Commodity/Service Required:	Technical Assistance to support to cooling technology company
Type of Procurement:	One-time procurement
Type of Contract:	Fixed-cost contract
Term of Contract:	8 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:	Friday October 8, 2021
Date Questions from Supplier Due:	Monday October 18, 2021
Date Proposal Due:	Friday October 22, 2021
Approximate Date Purchase Order Issued to Successful Bidder(s):	Monday November 15, 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-2021-004

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 to raise capital given the capital-intensive nature of their businesses 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

The Company is a pioneering platform cooling technology that can cool continuously for weeks without power. It is innovative and its performance is unrivalled. By harnessing the unique properties of water, it allows continual cooling at a perfect 4°C, anywhere in the world. The technology is saving lives today, and it can help save our planet. Vaccine Refrigerators powered by Company X's technology were first launched into the medical market in 2011, far exceeding the most stringent standards set by the World Health Organization.

Following a successful Series A funding round in 2019, Company X has focused on the development and launch of a fridge aimed at the home and productive use sectors in offgrid Africa. A successful sales pilot concluded in early 2021 and the product is in process of commercial launch in Kenya. In order to scale sales and maximize impact, Company X requires an equity fundraise of approximately \$5m. We aim to complete this by end of Q2 2022.

Deliverables, Timelines, Special Terms and Conditions:

Scope of Work

PAOP will engage with a firm to advise the Company on raising debt/equity. The main objective of the project is to close a successful equity raise of \$5m by end of Q2 2022. The scope of work includes:

- Provide comment, input and review key fundraising marketing documents including but not limited to: Teaser, Pitchdeck, Information Memorandum

- Provide input into the full company Business Plan and supporting model
- Support preparation and maintenance of a data room
- Support the company in agreeing an appropriate valuation methodology
- Identify and approach potential investors appropriate to the size, nature and sector of the investment
- Advice on the optimal terms of any upcoming investment and help negotiate with investors to secure those terms
- Manage the due diligence process and deal with all information requests.
- Support the Company in the investment process, including drafting and negotiation of the term sheet(s) and closing the transaction(s)
- Engage with the fundraise team, advising on the Business Plan, data room setup and other key areas. The role of experienced, critical friend will be a key one to ensuring the management team is equipped to engage properly with potential investors.
- Support the Company in reviewing and giving input to negotiations of Shareholder's Agreement

Our general understanding is that the successful advisor will act as a critical friend and lead the process throughout. Company X's management will of course play a prominent role in the raise and will be fully visible to potential investors at all stages. We expect to have one main point of contact throughout the process becoming a member of the FundRaise project team that Company X has put together.

Project Timeline and Deliverables

Work is already underway on the Business Plan and we aim to have an approved plan ready by 1 November. With the fundraise close targeted at Q2 2022, the project timeline will be tight. Part of this proposal response shall be to set out a more detailed program of work and timeline to meet the end of Q2 disbursement date.

Expected Deliverables

- Confirmation that success fee has been negotiated and agreed to with the Company, within two weeks of contract signing.
- Review and finalization of the Company's key documents incl. business plan, pitch deck, and financial model with a valuation sheet.
- Development of a data room and an updated investment teaser and project information memorandum, which will include company business model description and positioning, competitive advantage, management team, competitor analysis, and financial forecasts/projections.
- Development of an investor outreach list and a summary table comparing and contrasting investor proposals.
- Executed Term Sheets by investors
- Commercial and structuring comments to loan agreements and/or Shareholder's Agreement

Requirement to applicants

Selection of the successful applicant shall be based on background and description of the

Advisor's ability to provide the support requested.

Short (5-6 pages) background and description of:

1. The Advisor's ability to provide the support requested in particular:
 - a. Experience successfully raising funds (preferably equity and debt) for one or more of the following companies:
 - i. solar energy or energy access companies
 - ii. Impact start-ups
 - iii. African based or start-ups with a strong Africa link
 - b. Experience raising funds for Venture Capital and from Impact investors, including HNWIs, Family Offices, Foundations, and Institutions – experience with DFIs is a plus
 - c. Experience with European investors and companies with a link with Africa will also be beneficial
2. The suggested approach for fundraising is the proposed positioning of the Company and the types of investor profile that the Advisor would suggest targeting.
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 budget including the estimated level of effort per staff member (include resource level) for each expected deliverable listed in the RFP.**

*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
- Joseph Eni and Sara Scholl
- at this email address:
- paopsubcontracts@powerafrica-offgrid.org
- The cut-off date for questions is:
- Monday October 18, 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: