

In this Agreement, words and expressions shall have the same meanings as are respectively assigned to them in the Conditions of Contract hereinafter referred to, and they shall be deemed to form and be read and construed as part of this Agreement.

3. In consideration of the payments to be made by the **Employer** to the Consultant as hereinafter mentioned, the Consultant hereby covenants with the **Employer** to execute and complete the Works in all respects with the provisions of the Contract.
4. The **Employer** hereby covenants to pay the Consultant in consideration of the execution and completion of the Works, wherein the Contract Price or such other sum as may become payable under the provisions of the Contract at the times and in the manner prescribed by the Contract.

In Witness whereof the parties here have caused this Contract to be signed in their respective positions in the presence of witnesses.

SECTION 3

TERMS OF REFERENCE

1. BACKGROUND

Defined as "geographically designated areas of a country set aside for targeted economic activities", Special Economic Zones (SEZs) are recognized globally as preferred industrial development instruments used by many economies to promote trade, economic growth, and industrialization. Underpinning the foregoing are special arrangements, which often include laws and support systems that enable export growth, localization, decent employment, increased foreign and domestic direct investment and industrial infrastructure development.

To this end, the Eswatini Civil Aviation Authority has been tasked to establish an SEZ near the strategic King Mswati III (KMIII) International airport. In compliance with the

aforementioned, Eswatini Civil Aviation seeks to engage a service provider to provide technical advice in this regard.

2. PROJECT GOALS

The goal of the project is to support the ESWACCA with technical advice to:

- 2.1. Ensure compliance with its obligation as an identified SEZ in terms of the Special Economic Zones Act of 2018.
- 2.2. Assist with the development promotion, operation, and management of the zone.
- 2.3. of the SEZ and propose its readiness to provide the requisite services.
- 2.4. Increase investment in industry and infrastructure to facilitate an economic activity that will translate to economic growth and support the Eswatini economy.

3. SCOPE OF WORK

The preferred service provider will be required to undertake the following scope of work:

- 3.1. Business case and/ or pre-feasibility study; this delivery must include, but not be limited to the following:
 - 3.1.1 A global, continental, and national overview of the industries selected for location at King Mswati III International Airport.
 - 3.1.2 Mapping and analyzing the selected industries' global, regional, and national trends to appropriately benchmark the industry's competitiveness at King Mswati III International Airport.
 - 3.1.3 A SWOT and comparative analysis of the selected industries to prioritize identified industries and related value chains.
 - 3.1.4 Infrastructure considerations are required to accommodate the proposed SEZ and the costs associated with expanding the existing infrastructure to support the service requirements.
 - 3.1.5 Future growth prospects and potential of the prioritized industries.



- 3.1.6 Potential to create a critical mass or cluster of the prioritized industries at King Mswati III International Airport.
- 3.1.7 The projected extent of the value-added products manufactured at King Mswati III International Airport and exported.
- 3.1.8 Projected extent of import substitution done because of the value-added products manufactured at King Mswati III International Airport.
- 3.1.9 Development of the economic and socio-economic projections, based on the outcome of the comparative Analysis.
- 3.1.10 Skills requirements, including human capacity building solutions that would support projected job and/or small to medium enterprise opportunities in the industry value chain. This must include proposals or models on how SMMEs can benefit from the location of the select industries at the King Mswati III International Airport development.
- 3.1.11 Logistical considerations for movement of the goods for export.
- 3.1.12 The type of risks that could apply in establishing a sector-focused SEZ with the identified industries. In this regard, the risk analysis must include but not be limited to:
 - a. A heat map reflecting the risks identified, how they compare against each other and the contingency plan must be in place to manage the identified risks.
 - b. Confirmation of / or alignment with existing national initiatives supporting the development of the select industries.
 - c. List of which stakeholders must be engaged with on the development of the select industries at King Mswati III International Airport.

3.2. Economic impact and financial modelling; this delivery must include but not be limited to the following:



- 3.2.1 An exploration of value for money development options or methods that can be considered to deliver on the infrastructure development of King Mswati III International Airport.
 - 3.2.2 An exploration of financial models or options, with a view of determining the most suitable option, must include different scenarios for measuring Return on Investment.
 - 3.2.3 Associated risks of the development options.
 - 3.2.4 Financial forecasting, related to the outcome of the prioritization exercise undertaken in the market attractiveness study and the recommended development option. This forecasting must include a projection on the revenue that can be generated by the location of the proposed industries at King Mswati III International Airport. It must further include export and/or import substitution projections, supported by a minimum 20-year financial forecast model.
 - 3.2.5 Impact of the SEZ incentives on investment attraction by the select industries at King Mswati III International Airport.
- 3.3. Development framework; this delivery must include but not be limited to the following:
- 3.3.1 Generation of three development scenarios to illustrate the nature of the SEZ over the long term, taking into account variations in some key assumptions that are required due to the project's long-term nature, as well as changes in inflation and the exchange rate.
- 3.4. Legal Analysis; this delivery must include but not be limited to the following:
- 3.4.1 Consideration of legal or regulatory considerations that support the fastest delivery approach; and
 - 3.4.2 Any industry prescripts, policies, and regulations that ESWACAA must be aware of to develop and operate the identified industries at King Mswati III International Airport.



4. MODIFICATION OF WORKS

If based on a positive outcome of works undertaken in the Scope of Work Section herein, an appropriate development solution is decided on. If ESWACAA requires, then the preferred service provider may be requested to provide the necessary technical, legal and financial advisory assistance for said development option, provided it supports all elements of Government procurement regulations. Such works would be subject to negotiation and agreement on the implementation costs thereof.

5. DELIVERY APPROACH

The preferred service provider will be required to deliver interim and final integrated reports of the Scope of Works indicated herein.

In addition to an Executive Summary (that can be read independently or as part of the broader document), the Final Report will be required to be organized according to the delivery tasks indicated herein, all consolidated into one document. In this regard, it is a specific requirement of ESWACAA that a PowerPoint presentation and Word document of the final report be availed by the preferred service provider.

Interim and final deliverables must be provided in English using Arial Font size 12 for the body content of the report. Interim and final deliverables shall be provided electronically in the following formats:

- 5.1. Adobe Acrobat readable copies of all documents.
- 5.2. Source files for all documents in MS Word, MS PowerPoint or later formats; and
- 5.3. Three hard copies professionally bound.

All financial models must be in Excel format and clearly set out all assumptions made, sensitivity analysis carried out, and model outputs.



In addition to the documents to be developed, the preferred service provider will also be required to make presentations at project review meetings or identified stakeholder forums.

6. TECHNICAL CONSIDERATIONS FOR APPOINTMENT

The preferred service provider must comprise a multi-disciplinary team managed through a project management structure. The team members must have both the skills and experience necessary to undertake the range of tasks set out in the Scope of Works. Each individual on the team must be personally available to do the work as and when required. In terms of the contract, the lead Project Manager will be held accountable for ensuring project deliverables and for the professional conduct and integrity of the team. The desired skills and experience required in this RFP are:

- 6.1. Development Finance, specifically in public private partnership arrangements.
- 6.2. Legal and negotiation experience, specifically in the negotiation and facilitation of public sector contracts
- 6.3. Business Economics and/or Business Research expertise, with reference to the industries proposed for location at King Mswati III International Airport
- 6.4. Programme and/or Integrated Project Management (It is strongly advised that the team leader be an experienced Programme or Project Manager).

7. DURATION OF ASSIGNMENT

This assignment is expected to take 6 months to complete.



8. TECHNICAL EVALUATION CRITERIA

Technical Proposal	Submission Format	Maximum Points
<p>8.1. Understanding of the RFP reflected in a structured submission reflecting:</p> <ul style="list-style-type: none"> • A demonstrated understanding of the Brief, including an overview of the SEZ concept (5 points) • Knowledge and insight of the high-value low mass industry (incl. investment attraction related thereto), with specific reference to the industries identified for potential location at King Mswati III International Airport (5 points) • Economic impact and financial modelling criteria and/or considerations in the Analysis (5 points) • Legal issues proposed for consideration in the Analysis (5 points) • Development framework (three development scenario planning) considerations in the Analysis (5 points) • List of risks that could impede fast to market turnaround and proposed mitigations to the risks (5 points) 	<p>Comprehensive Proposal to be submitted addressing all the requirements of the Technical Specifications in a structured manner</p>	<p>30</p>
<p>8.2. Demonstration of how the project will be undertaken:</p> <ul style="list-style-type: none"> • Proposal on how to undertake the assignment supported by a project/work plan, work break down structure, tasks, deliverables, costing and timelines (10 points) 	<p>Provide a detailed work plan which covers all activities as per scope in the Tender.</p>	<p>15</p>



	<ul style="list-style-type: none"> Proposed institutional arrangements of project team linked to the assignment of roles, tasks, and deliverables (5 points) 	Provide institutional project arrangements and skills transfer approach & plan											
8.3.	<p>Company experience:</p> <ul style="list-style-type: none"> Relevant experience and track record in similar projects undertaken in alignment to this tender <ul style="list-style-type: none"> Please provide detailed description/information and provide references for all the ongoing or completed projects similar to the Terms of Reference including client name, project size, completed date, client contact references and work descriptions). A maximum of 15 points will be allocated to this Criteria, broken down as follows: <ul style="list-style-type: none"> 7.5 points for examples of projects provided with detailed description and information provided: <table border="1" data-bbox="375 1594 932 1921"> <thead> <tr> <th>No. of Projects</th> <th>Score</th> </tr> </thead> <tbody> <tr> <td>1-2</td> <td>1</td> </tr> <tr> <td>3-4</td> <td>2</td> </tr> <tr> <td>5</td> <td>3</td> </tr> <tr> <td>More than 5</td> <td>7.5</td> </tr> </tbody> </table>	No. of Projects	Score	1-2	1	3-4	2	5	3	More than 5	7.5	Proposal supported by company profile, applicable Project Reference Information and Reference Letters with client contactable details, project size, the status of the project and/or completion date	15
No. of Projects	Score												
1-2	1												
3-4	2												
5	3												
More than 5	7.5												



	<ul style="list-style-type: none"> ▪ 7.5 points provided for a number of reference letters (signed by the respective client for work similar to this RFP) provided: <ul style="list-style-type: none"> ▪ 1-2 Letters = 1 point ▪ 3-4 Letters = 2 points ▪ 5 Letters = 3 points ▪ More than 5 Letters = 7.5 points 			
Technical Proposal		Qualification & Experience Requirements	Submission Format	Maximum Points
8.4.	Team Experience Brief Resume included in Proposal and supported by detailed CVs		Detailed CVs	40
Programme Management				10
	Qualification(s) related to Strategy / or Development Finance / or/ or Commerce	MBA, MBL, MCOM, MDeV, MSc, Honors and above (5 points) Bachelors / below Honors (3 points) National Certificate or equivalent (1 point)		
	Relevant Skills and Experience	6 or more related projects supported by 6 or more years of experience (5 points)		



		<p>3 to 5 related projects supported by not less than 5 years of experience (3 points)</p> <p>Less than 3 related projects supported by not less than 3 years of experience (1 point)</p>		
Project Finance				10
Qualification(s)		<p>B. Com (Hon), Econometrics (Hon), Masters in Finance (5 points)</p> <p>B. Economics, B. Com/ Nat Dipl. Accounting or equivalent (3 points)</p> <p>National Certificate or equivalent (1 point)</p>		
Relevant Skills and Experience		<p>6 or more related projects modelled supported by 6 or more years of experience (5 points)</p> <p>3 to 5 related projects modelled supported by not less than 5 years of experience (3 points)</p> <p>Less than 5 related projects modelled</p>		



		supported by not less than 3 years of experience (1 point)		
Business Economics and/or Commerce and/or Business Administration				10
Qualification(s) related to Economics / or Commerce / or Business Administration	MBA, MBL, MPhil, Honors and above (5 points) Bachelors / below Honors (3 points) National Certificate or equivalent (1 point)			
Relevant Skills and Experience	6 or more related projects supported by 6 or more years of experience (5 points) 3 to 5 related projects supported by not less than 5 years of experience (3 points) Less than 3 related projects supported by not less than 3 years of experience (1 point)			
Legal				10
Qualification(s)	LLB/B.Proc specializing in laws related to the project (5 points)			



		BA Law other specialization (3 points) National Certificate or equivalent (1 point)	
	Relevant Skills and Experience	6 or more related legal and regulatory work similar to Terms of Reference supported by 6 or more years of experience (5 points) 3 to 5 related legal and regulatory work similar to Terms of Reference supported by not less than 5 years of experience (3 points) Less than 3 related legal and regulatory work similar to Terms of Reference supported by not less than 3 years of experience (1 point)	
Total Technical Points			100
Minimum threshold for technical			70

NB: The combined scores will be as follows:



Technical Proposal = 70%

Financial Proposal = 30%

For the Financial Proposal to be opened by the Employer, a consultant must score 70% and above. If a consultant is below the 70% threshold, the Financials for that consultancy firm will not be opened.

9. DATASHEET

Special Conditions of service provider

9.1. General	
GCC 1.1 (o)	The Employer is: The Eswatini Civil Aviation Authority
GCC 1.1 (r)	The duration of the works shall be: 6 months.
GCC 1.1 (u)	The Contact Person is: Mr. Bongani Lukhele, Eswatini Civil Aviation Authority email address: bongani@eswacaa.co.sz
GCC 1.1 (z)	The Start Date shall be: Within 1 week after receipt of letter of appointment.
GCC13	Not applicable.
GCC 14.1	Site Investigation Reports are: <i>Not applicable.</i>
GCC 21.1	The Site Possession Date(s) shall be advised.
9.2. Time Control	
GCC 27.1	The Consultant shall submit for approval a project implementation plan 2 weeks from the date of the Letter of Appointment.



