

Limited Quotation Inviting Tender (Q.I.T)

FOR

**Appointment of Legal Consulting
Firm to Amend MPT Act**



Indian Ports Association

1st Floor, South Tower, NBCC Place
B. P Marg, Lodi Road
New Delhi - 110 003
Ph No : 011-24369061/63; Fax No : 011-24365866

INR 500/-

(July, 2015)

LETTER FOR ISSUE OF Limited Q.I.T FOR THE
“Appointment of Legal Consulting Firm to Amend MPT
Act”

The set of Tender document is issued to:

Name : _____

Address : _____

The cost of the Tender document is INR 500/- (Indian Rupees five hundred only)

IPA

Signature of the Officer
Issuing the Tender Document :

Indian Ports Association

IPA/MSD/ICTD/Legal consultant/2015

07/07/2015

Notice

Limited Quotation Inviting Tender (Q.I.T) for Appointment of Legal Consulting Firm to Amend MPT Act.

Indian Ports Association, an apex organization of Major Ports in India, has been assigned by Ministry of Shipping, Government of India with the task for Appointment of Legal Consulting Firm to Amend MPT Act.

Accordingly, Indian Ports Association invites offers from interested Legal Consulting Firm.

The Tender document providing the Terms of Reference (ToR), pre-qualification criteria, terms and conditions including evaluation criteria and application fee are available in the web site <http://ipa.nic.in>.

The schedule for receipt of the application is as follows:-

1. Submission of document fee of Rs.500/- for Tender Document on or before 1430 Hrs on 13/07/2015.
2. Receipt of offers on or before 3.00 pm(1500 Hrs) on 13/07/2015
3. Opening of Technical offers at 1530 Hrs on 13/07/2015

Reputed and interested Legal Consulting Firm may download the Tender document from the above website and send in their response to the Managing Director, Indian Ports Association, 1st. floor, South Tower, NBCC Place, Bhisham Pitamah Marg, Lodi Road, New Delhi – 110 003.

In case, if Tender document is downloaded from website, the requisite document fee of Rs. 500/- in form of Demand Draft, In favor of Indian Ports Association shall be submitted along with bid.

Indian Ports Association

Appointment of Legal Consulting Firm to Amend MPT Act.

1. CONTEXT

1.1 Indian Parliament passed the Major Port Trust Act, 1963 (Act No. 38 of 1963) on 16th October, 1963 to make provision for the constitution of Port Authorities for certain major Ports in India and to vest the administration, control and management of such Ports in such authorities and for matters connected therewith.

1.2 The 11 Major Ports of Major Ports in India excluding Kamarajar Port Limited at Ennore are autonomous statutory bodies functioning under the Major Port Trusts Act, 1963 (MPT Act). A number of measures are being taken by the Government to augment capacity and improve the operational efficiency of Major Ports. However, under the restrictive ambit of the MPT Act, the Major Ports are finding it difficult to operate in a highly competitive environment and respond to market challenges. The Board of Trustees is very large and comprises of representatives of disparate interests including port users, labour, trade associations which makes decision making cumbersome. Even after delegating more powers and making some amendments to MPT Act, from time to time, the basic objective of offering efficient services to port users has not achieved fully.

1.3 Modernizing the institutional structure of Major Ports is called for:

- i) To provide the necessary autonomy and professional inputs for decision making;
- ii) To raise financial resources and attract investment

iii) To improve project execution capability; and

iv) To increase accountability and professionalize the management

1.4 Scope of Work: With the above objectives in view, it is proposed to amend the MPT Act to change the Management structure of Port Trust so that they function more efficiently and take decision more independently.

2. TERMS OF REFERENCE:

The legal consultant has to provide the legal consultancy in amending the MPT Act. The suggested amendments in the MPT Act are required in terms of the following:

1. Important Provisions of Company Act to be incorporated
2. Board of Trustees on the lines of company management structures namely functional trustees, independent trustee, nominee trusted
3. Mobilization of funds for the public i.e. loans, bonds, debentures, etc
4. Accounting and disclosure norms as per company law and company act.

3. SELECTION OF LEGAL CONSULTING FIRM

Key aspect of methodology to be used for selection of Legal consulting firm, with the supporting rational are as follows:

- (i) Invite following Legal Agencies on a limited tender basis:
 - a) M/s Devesh K Shah & Co
 - b) M/s Amarchand & Mangaldas and Suresh A Shroff & Co
 - c) M/s Hemant Sahai Associates
 - d) M/s Singhania & Partners
 - e) M/s Suri & Company Law Firm
 - f) M/s A. Y Chitale & Associates
 - g) M/s Junnarkar & Associates
- (ii) The TOR is to be posted on Indian Ports Association (IPA) website i.e. www.ipa.nic.in to enable interested Legal Consulting Firms with execution capabilities to apply for the assignment.

- (iii) Selection criteria will be across track record of the firm, experience in similar consulting assignments above a threshold value commensurate with the scope of the study, experience of their consultants and partners in similar consulting assignments and lastly, presentation on their views on, project appreciation – approach and methodology .

4. ELIGIBILITY CRITERIA

The eligibility criteria is as follows:

- (a) The firm should be in existence for last 5 years and have experience in the area of Legal / Regulatory Consulting.
- (b) The firm should have given Legal consultancy services to Public sector/ Government organizations like Telecom, Power, and Aviation, etc. on Legal / regulatory matters.
- (c) The firm should have done/completed at least three Legal Transaction Advisory services in public infrastructure projects.
- (d) Minimum average revenue from Consultancy should not be less than Rs 2 Crore per annum during each of the last three years(i.e 2011-12, 2012-13, 2013-14)

Note : ‘Legal Transaction Advisory Services’ means advisory services on legal aspects of transactions including transaction advisory services for PPP projects

5. DOCUMENTS TO BE SUBMITTED

Following Self Certified Documentary Evidence to be submitted in support of Eligibility with Technical Proposal:

- i. A certificate by Partner of the consulting confirming the empanelment of the firm by Govt/Banks/PSU, giving names of organisations, period of empanelment and specific area of expertise for which empaneled along with documentary proof like letter of empanelment(LOE)/ engagement letter from client. In case of non disclosure agreement, declaration by the MD of the Firm with regard to experience particulars will be accepted. However, in the event of selection of the firm, the documentary evidence from the client i.e. copy of Work order /contract /LoE/ Engagement letter for each of the assignments mentioned by the firm in the technical proposal shall be provided

- ii. Copy of Contract/work orders indicating the details of previous assignment completed, client, value of assignment, date and year of award.
- iii. Applicable Registration Certificate, if any.
- iv. Detailed resume of the team leader and team members indicating the details of qualifications and professional experience.
- v. Gross Annual Revenue (audited annual account) from consultancy during last three years. Auditor Certificate confirming the annual revenue for the last 3 years will also be accepted.
- vi. An undertaking stating that firm/organization is not blacklisted by Government or its agencies including Central/State Level Public Enterprises.
- vii. A Certificate regarding non-disclosure/sharing of confidential information with third parties.
- viii. Duly filled check list as given in Appendix-III of the Tender Document.

6. PROPOSAL SUBMISSION

Interested consultant should submit both technical and financial proposals in two parts as per the Schedule mentioned in the para 20 i.e. Timeline and Schedule.

The technical and financial proposal must be submitted in two separate sealed envelopes indicating clearly on envelopes as **“TECHNICAL PROPOSAL”** and **“FINANCIAL PROPOSAL”**. Financial Proposal should indicate a warning **“DO NOT OPEN WITH THE TECHNICAL PROPOSAL”**. Both the envelopes containing the Technical and Financial proposals shall be placed into an outer envelope and sealed along with EMD. This outer envelope shall bear the title of the assignment **“Appointment of Consulting firm for Amend the MPT Act- Open date 13-07-2015”**.

I. Technical Proposal Content

Technical proposal should be prepared considering the Terms of Reference, Detailed Approach & Methodology, Activity Schedule & Deliverables, Time period and any other information to highlight the capability of the consultant.

Technical Proposal must be submitted in the form of all the duly signed forms as per Appendices of Tender Document i.e. **Technical Proposal-Standard Forms & Other Undertakings**.

Technical Proposal should be a complete document and should be bound as a volume. The documents should be page numbered and duly signed by Authorized Representative who has the capacity to sign along with Authorization Letter.

II. Financial Proposal Content

- a) Financial proposal (in Indian Rupees) should be in the form of a lump sum amount inclusive of all taxes for the entire Scope of Services.
- b) The lump sum quote should be inclusive of all expenses which consultant may incur while executing the assignment including Travel, Boarding & Lodging as required. *(IPA will reimburse the travel cost on the actual basis for the travel to any other place other than Delhi/NCR at the instance of IPA)*
- c) Financial proposal must be submitted in the form of all the duly signed forms as per Appendices of Tender Document i.e. **Technical Proposal-Standard Forms**

7. PRESENTATION

The legal consultant is required to make a presentation of their credentials and the proposed methodology for amending the MPT Act, before the Evaluation Committee, if desired by the Committee. The date, time & venue of the presentation will be intimated separately. The Committee will assess the presentation broadly on the following criteria;-

- a) Experience and capabilities of handling similar projects as Consultant.
- b) Understanding of MPT Act.
- c) Team Qualification and Manpower commitment to the Tender Document.

8. EVALUATION OF PROPOSAL

The technical proposal will be evaluated based on the eligibility Criteria.

- a) The team should constitute of minimum 3 members excluding the Team leader.
- b) Out the Team of four members including Team leader, one member should have Post Graduate in Law and one member should have Graduate in Management.
- c) Evaluations will be based on documentary evidence submitted by the applicant with respect to evaluation /selection criteria.
- d) The financial proposals of only the technically qualified consultants will be opened.
- e) The bidder having lowest financial Bid will be considered for award of the Appointment.

Note : Consultant shall submitted the Technical Proposal with proper page numbering for supporting documents.

9. Consultants shall submit 1) Technical proposal as per the forms in Appendix-I and check list as per Appendix-III (Cover-1) and Financial proposal as per forms in Appendix-II (Cover-2) in two separate covers.

10. DELIVERABLES AND TIME LINES

The Management Consultants shall submit the following deliverables

S. No.	Deliverable	Timeframe (Date of award)
1.	Inception Report	1 weeks
2.	Draft Report (Amended Act)	8 weeks
3.	Final Report (Amended Act)	12 weeks

Note: The consultants shall make presentations at different intervals, the first presentation on the subject study on 30-July- 2015.

11. Rights to the Contents of the Proposal

For all the bids received before the last date and time of bid submission, the proposals and accompanying documentation of the qualification proposal will become the property of IPA and will not be returned after opening of the qualification proposal. IPA is not restricted in its rights to use or disclose any or all of the information contained in the proposal and can do so without compensation to the bidders. IPA

shall not be bound by any language in the proposal indicating the confidentiality of the proposal or any other restriction on its use or disclosure.

12. Acknowledgement of Understanding of Terms

By submitting a proposal, each bidder shall be deemed to acknowledge that it has carefully read all sections of this Tender Document, including all forms, schedules and annexure hereto, and has fully informed itself as to all existing conditions and limitations.

13. Proposal Validity

The proposal shall be valid for 180 (one hundred and eighty)days from the date of opening of the proposal.

14. Taxes

The consultant shall fully familiarize themselves about the applicable to Domestic taxes (such as Value added, services, income taxes, fees, levies, etc) on amount payable by the IPA under the contract. All such taxes must be included by the consultant in the financial proposal.

15. Currency

Consultant shall express the price of their Assignment/Job in Indian Rupees.

16. Payment Terms

The payment instalments will be released as per the following schedule:

Sl. No.	Milestone	Timeframe (Date of award)	Payments (as % of the total service cost)
1.	Submission of Inception Report	1 Weeks	10%
2.	Submission of Draft Reports (Amended Act)	8 Weeks	50 %
3.	Submission of Final Report(Amended Act) after incorporation of suggestion /comments of Committee	12 Weeks	40 %

17. General Terms and Conditions

- (i) Data provided for the study are confidential in nature. The consultant should not share the data without IPA permission. A certificate regarding non-sharing/informing of confidential data to third party is to be given by the consultant along with Technical Proposal.
- (ii) At the time of submission of bid, the bidder has to ensure that each page is duly signed by the bidder or his duly authorized representative. In case the bid is signed by the authorized representative, a letter of authorization should be enclosed with the bid.
- (iii) The bidding institution (s) should provide professional, objective and impartial advice and at all times hold the client's interest paramount, without any consideration for future works, and that in providing advice they avoid conflicts with other assignments and their own corporate interests.
- (iv) Rates quoted shall remain firm till completion of works.
- (v) The jurisdiction in case of disputes shall be the Courts of Delhi/New Delhi.
- (vi) The bidder should be registered under relevant Laws/Acts of the country.
- (vii) In case of any dispute arising, the decision of the IPA will be final.

18. Confidentiality

Information relating to evaluation of Proposal and recommendations concerning awards shall not be disclosed to the consultants who submitted the proposal or to other persons not officially concerned with the process, until the publication of the award of contract. The undue use by any consultant of confidential information related to the process may result in the rejection of its proposal and may be subject to the provisions of the Employer's (i.e IPA /Ministry) antifraud and corruption policy.

19. Timelines and Schedule

The schedule for receipt of the application is as follows:-

1. Submission of document fee of Rs. 500/- for Tender Document on or before 1430 Hrs on 13/07/2015.
2. Receipt of offers on or before 3.00 PM (1500 Hrs) on 13/07/2015.
3. Opening of Technical offers at 1530 Hrs on 13/07/2015

20. Submission of Proposal

Proposal, in its complete form in all respect as specified in the Tender document, must be submitted to

Managing Director,
Indian Ports Association,
1st. floor, South Tower, NBCC Place,
Bhisham Pitamah Marg,
Lodi Road, New Delhi – 110 003

The bids received after due date will be rejected and no action will be taken on these bids.

Appendices

(Technical Proposal-Standard Forms)

Form TP-1: Letter of Proposal Submission
Form TP-2: Agency's Organization & Experience
Form TP-3: Comments & Suggestions on TOR
Form TP-4: Approach & Methodology
Form TP-5: Curriculum Vitae

Technical Proposal-Other Undertakings

1. An undertaking stating that firm/organization is not blacklisted by Government or its agencies including Central/State Level Public Enterprises.
2. Undertaking stating that
"Team Leader/Members would be maintained during the actual assignment to be awarded in case they are selected. In case replacement is inevitable, the equivalent qualification and experienced team/lead/member will be inducted to carry out the assignment in case of award."
3. Undertaking stating that
'I/We certify that in the last three years, we/any of the consortium members have neither failed to perform on any contract, as evidenced by imposition of Penalty by an arbitral or Judicial authority or a Judicial pronouncement or arbitration award, nor been expelled from any project or contract by any public authority nor have had any contract terminated by any public authority for breach on our part.'
4. An undertaking regarding non-disclosure/sharing of confidential information with third parties.

LETTER OF PROPOSAL SUBMISSION

To: [Name and address of IPA]

Dear Sirs,

We, the undersigned, offer to provide the Legal consulting Assignment/job for [Amending the MPT Act) in accordance with your Tender Document dated [insert date] and our Proposal. We are hereby submitting our Proposal, which includes this Technical Proposal and a Financial Proposal sealed under a separate envelope and requisite EMD and Document Fee.

We are submitting our Proposal in association with [Insert a list with full name and address of each associated Consultant]

We hereby declare that all the information and statements made in this Proposal are true and accept that any misinterpretation contained in it may lead to our disqualification.

If negotiations are held during the period of validity of the Proposal, i.e. before the date indicated in the tender document, we undertake to negotiate on the basis of the proposed staff. Our Proposal is binding upon us and subject to the modifications resulting from Contract negotiations.

We understand you are not bound to accept any Proposal you receive.

We remain,

Yours sincerely,

Authorized Signature [in full and initials];

Name and Title of Signature:

Name of Firm:

Address :

LEGAL CONSULTANT'S ORGANIZATION AND EXPERIENCE

A- Legal Consultant's Organization

[Provide here a brief description of the background and organization of your firm/entity and each associate for this Assignment/job. The brief description should include ownership details, date and place of incorporation of the firm, objectives of the firm, etc. Also if the consultant has formed a consortium, details of each of the member of the consortium, name of lead members, etc shall be provided]

B- Consultant's Experience

[Using the format below, provide information on each Assignment/job for which your firm, and each partner in the case of consortium or joint venture, was legally contracted either individually as a corporate entity or as one of the major partners within an association, for carrying out consulting Assignment/job similar to the ones requested under this Assignment/Job. In case of consortium, association of consultant, the consultant must furnish the following information for each of the consortium member separately]

A) Organizational Experience

Sl. No.	Name of Entity with complete communication address.	Order No. and Date	Scope of Consultancy work	Date of award of contract & Contract Period	Value of Contract	Actual Date of Completion	Person/ Project authority who could be contracted for further information.

B) Skill & Competencies & Team Size

SL. No.	Name of the Team Leader/Member	Qualification/ Professional qualification	No of Years Experience	Details of Experience	Remarks

C) Gross Annual Revenue (in `)

Financial year	Gross Annual revenue/Turnover	Revenue/Turnover from consultancy business	Remarks
2011-12			
2012-13			
2013-14			

(Seal & Signature of Bidder)

Note: Please provide documentary evidence from the client i.e. copy of work order/ contract/LoE/Engagement letter for each of above mentioned assignments. The experience shall not be considered for evaluation if such requisite support documents are not provided with the proposal. In case of non disclosure agreement, declaration by the MD of the Firm with regard to experience particulars will be accepted. However, in the event of selection of the firm, the documentary evidence from the client i.e. copy of Work order /contract /LoE/ Engagement letter for each of the assignments mentioned by the firm in the technical proposal shall be provided

**COMMENTS AND SUGGESTIONS ON THE TERMS OF REFERENCE AND
ON FACILITIES TO BE PROVIDED BY THE EMPLOYER**

1. On the Terms of Reference

[Suggest and justify here any modifications or improvement to the Terms of Reference you are proposing to improve performance in carrying out the Assignment/job (such as deleting some activity you consider unnecessary, or adding another, or proposing a different phasing of the activities). Such suggestions should be concise and to the point, and incorporated in your proposal]

2. On Inputs and Facilities to be provided by the IPA

[Comment here on Inputs and facilities to be provided by the IPA including : administrative support, office space, data, etc.]

DESCRIPTION OF APPROACH, METHODOLOGY AND WORK PLAN FOR PERFORMING THE ASSIGNMENT/JOB

[Technical approach, methodology and work plan are key components of the Technical Proposal. You are suggested to present your Technical Proposal divided into the following three chapters:

- a) Technical Approach and Methodology,
 - b) Work Plan, and
 - c) Organization and Staffing
- a) **Technical Approach and Methodology:** In this chapter you should explain your understanding of the objectives of the Assignment/job, approach to the Assignment/job, methodology for carrying out the activities and obtaining the expected output, and the degree of detail of such output. You should highlight the problems being addressed and their importance, and explain the technical approach you would adopt to address them. You should also explain the methodologies you propose to adopt and highlight the compatibility of those methodologies with the proposed approach.
- b) **Work Plan:** The consultant should propose and justify the main activities of the Assignment/job, their content and duration, phasing and interrelations, milestones (including interim approvals by the IPA/Ministry), and delivery dates of the reports. The proposed work plan should be consistent with the technical approach and methodology showing understanding of the TOR and ability to translate them into a feasible working plan. A list of the final documents, including reports, drawings, and tables to be delivered as final output, should be included here.
- c) **Organization and Staffing:** The consultant should propose and justify the structure and composition of your team. You should list the main disciplines of the Assignment/job, the key expert responsible, and proposed technical and support staff.

CURRICULUM VITAE (CV) FOR PROPOSED PROFESSIONAL STAFF

1. Proposed Position :
[For each position of key professional separate form TP-5 will be prepared]:
2. Name of Firm :
[Insert name of firm proposing the Staff]:
3. Name of Staff :
[Insert full name]:
4. Date of birth :
5. Nationality :
6. Education :
[Indicate college/university and other specialized education of staff member, giving names of institutions, degrees obtained, and dates of obtainment]:
7. Membership of Professional Associations :
8. Other Training :
9. Countries of work experience :
[List countries where staff has worked in the last ten years]:
10. Languages :
[For each language indicate proficiency: good, fair, or poor in speaking, reading, and writing]:
11. Employment Record :
[Starting with present position, list in reverse order every employment held by staff member since graduation, giving for each employment (see format here below): dates of employment name of employing organization, positions held]:
From [Year]: To Year]
Employer:
Positions held :
12. Detailed Tasks Assigned :
[List all tasks to be performed under this Assignment/Job]:

13. Work undertaken that best illustrates Capability to Handle the Tasks

Assigned:

[Among the Assignment/Jobs in which the staff has been involved, indicate the following information for those Assignment/jobs that best illustrate staff capability to handle the tasks listed under point12]

Name of Assignment/job or project:

Year:

Location:

Employer:

Main project features:

Positions held:

Activities performed:

14. Certification :

I, the undersigned, certify that to the best of my knowledge and belief, this CV correctly describes myself, my qualifications, and my experience. I understand that any wilful misstatement described herein may lead to my disqualification or dismissal, if engaged.

[Signature of staff member or authorized representative of the staff]

[Full name of authorized representative]

Date :

Place :

(Financial Proposal-Standard Forms)

Form FP-1: Financial Proposal Submission Form

Form FP-2: Financial Proposal for Legal Consultancy

FINANCIAL PROPOSAL SUBMISSION FORM

[Location, Date]

To: [Name and address of IPA]

Dear Sirs:

We, the undersigned, offer to provide the consulting Assignment/job for [insert title of Assignment/job] in accordance with your Tender Document dated [insert date] and our Technical Proposal. Our attached financial Proposal is for the sum of [insert amount(s) in words and figures]. This amount is inclusive of the Domestic Taxes. We hereby confirm that the financial proposal is unconditional and we acknowledge that any condition attached to financial proposal shall result in reject of our financial proposal.

Our financial Proposal shall be binding upon us subject to the modifications resulting from Contract negotiations, up to expiration of the validity period of the Proposal, i.e. before the date indicated in the Tender document.

We understand you are not bound to accept any Proposal you receive.

Yours Sincerely,

[Authorized Signature [in full and initials]:

[Name and title of Signatory:]

[Name of Firm:]

Address:

FINANCIAL PROPOSAL FOR LEGAL CONSULTANCY

Sl. No.	Detailed Milestone	Fee	Taxes	Total Fees (inclusive of all Taxes)
	TOTAL			

(Fees in words) Rs.

Note : The financial bid shall be evaluated on the total consolidated amount quoted by the firm.

Authorized Signature [in full and initials]:

Name :

Designation :

Name of Firm:

Address:

Check list of Documents

The bids shall be accompanied with the followings:

1). DD/ Pay order towards Document fee(Rs 1000/-)	<input type="text" value="Yes/No"/>
2). Applicable Firm registration certificate/copy of PAN / copy of Service tax registration	<input type="text" value="Yes/No"/>
3). Copy of Work Orders/ LOE/engagement letter	<input type="text" value="Yes/No"/>
4). Copy of completion certificates along with value/Self-certification	<input type="text" value="Yes/No"/>
5). Resume of Team Leader & Team members with supporting documents and undertaking to maintained the team during assignment	<input type="text" value="Yes/No"/>
6). Undertaking that the firm/Institution is not blacklisted by any Government Institute/CPSE/SLPE/Local Authority	<input type="text" value="Yes/No"/>
7). Authority Letter/ Power of Attorney , if any	<input type="text" value="Yes/No"/>
8). Duly Audited copy of Annual Accounts of Last three years	<input type="text" value="Yes/No"/>
9). Undertaking regarding Non Disclosure	<input type="text" value="Yes/No"/>
10). Undertaking regarding non- failure to perform	<input type="text" value="Yes/No"/>
11). Duly filled format(as given in Technical bid with Self Evaluation sheet & Financial bid)	<input type="text" value="Yes/No"/>