

Addenda – 1
(RFQ for Empanelment of Transaction Advisors)

1. **Schedule for receipt of the application shall be read as follows :**

1. Submission of document fee of Rs.10,000/- for each RFQ on or before 1430 Hrs on 15/09/2014.
2. Pre-bid meeting 15/09/2014 at 3.00 pm (1500 Hrs) at IPA, New Delhi.
3. Reply to the queries on **15/10/2014**
4. Receipt of offers on or before 3.00 PM (1500 Hrs) on **29/10/2014**
5. Opening of offers at 3.30 PM (1530 Hrs) on **29/10/2014**

2. **Clause 6** : Under this clause, the line 'The scope of work of the PPP Cell will be as follows' shall be deleted.

3. **Clause 7** : Under this clause 'Similar Works' shall be read as follows:

Similar Works: The Tenderer should have experience of providing Transaction Advisory Services i.e. Providing qualified Legal, Financial & Technical Experts with a minimum Three years experience for carrying out PPP Transactions in any infrastructure Projects.

4. **Clause 9.4** : This clause shall be read as

'The empanelment of Transaction Advisors will be valid for three years or extended period as may be arrived at through mutual consent from the date of original empanelment or any date stated in the empanelment letter.

5. **Clause 9.9** : This clause shall be read as

The applicant should have regular set up of a team of Persons having sufficient experience in Technical, Financial & Legal as per requirement of PPP Projects.

6. Clause 9.13 : This clause(9.13) shall be read as

For the purpose of empanelment, applications received will be evaluated based on the details furnished and minimum criteria stipulated at Clause 7 above. Further, the Transaction Advisors who had applied already and were/are in the services of the Major Ports will be reviewed by the Major Ports based on their performance, if required.

7. Clause 9.15 (Earnest Money Deposit) at page 12 shall be read as follows :

No tender will be considered which is not accompanied by a sum of Rs.250000.00 (Rs. Two lakhs and fifty thousand only) as Earnest Money Deposit. In the event of the Tenderer withdrawing his tender before the expiry of 180 (one hundred and eighty) days from the date of opening of the tender, the tender would be cancelled and the earnest money deposit therewith forfeited by the IPA.

The Earnest Money shall be paid in the form of Demand Draft (DD) issue by a Nationalized Bank / Scheduled Bank drawn on New Delhi Branch of the Bank in favor of the Indian Ports Association, New Delhi. The EMD must be forwarded in separate cover (cover I) along with Tender. In case, it is not forwarded as stated above, the tender will be liable to be rejected. No cash remittance along with the tender will be accepted. The amount of earnest money will be refunded to disqualified Tenderers/non Short listed tenderers as soon as possible by IPA. No interest will be allowed on the earnest money from the date of receipt until it is refunded. EMD of successful bidders/Empanelled bidders will be retained for entire period of empanelment i.e 3 years by IPA or such extended period by IPA.

8. Clause 9.19 : Under this clause, first para shall be read as

Given and except as provided in RFQ, the IPA shall not entertain any correspondence with any applicant in relation to the acceptance or rejection of any application.

9. Clause 8.0 at page 9 shall be read as follows:

8.0 Evaluation criteria for Class A :

8.1 Experience (Total : 40 Points)			
8.1.1	For Class-A	<p>The applicant should provide details of completed assignments in the last 07 years to demonstrate experience in providing the consultancy service.</p> <p>For each assignment, the applicant should provide details of the nature of consultancy provided, the clients response, the further action taken by the client in implementation and its status as also the duration of the assignment including date of start and completion of the assignment and cost of project and total fees etc.</p>	<p>Demonstration of appropriate experience upto 40 points as per criteria given at Appendix-1.</p>
<p>Response : The applicant should submit clients completion certificate for each assignment to support their claim along with firm’s experience and team experience separately not more than 2 pages for specific assignments by the authorized person of the firm.</p>			
8.2 Human Resources (Total : 30 Points)			
8.2.1	Full Time Equivalent (FTE) professional	<p>The applicant should indicate the team with the team leader and the role and responsibility of each key member.</p>	<p>Upto 10 points as per criteria given at Appendix-1.</p>
		<p>Response : The applicant should indicate the details of FTE professionals along with supporting documents for their engagement and provide an organization structure of the applicant indicating the FTE professional in that category.</p>	
8.2.2	Key Personnel	<p>The applicant should indicate the team key personnel with experience in finance and legal</p>	<p>Upto 20 points as per criteria given at Appendix-1.</p>

	<p>Response : The applicant should submit curriculum vitae of the key personnel, details of assignments carried out and claimed for duly indicating their qualification and experience. The involvement of key personnel in carrying out such similar nature of studies during the past 5 years should be in a brief write up by the key personnel of not more than 2 pages for each assignment indicating their role, responsibility and amount of involvement and duly certified by the firm should be submitted.</p> <p>The firm should also submit an "undertaking" that the key personnel 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 key personnel will be inducted to carry out the assignment in case of award.</p> <p>Note : The ports will obtain such undertaking while calling financial bids from the empanelled consultants.</p>	
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Note: 1) The applications, only of those bidders who qualified as per qualification criteria laid down under stage-I, will be evaluated further against the qualification criteria laid down under stage –II

2) The applicant has to score minimum 50% points in each of above sub criteria viz 8.1.1, 8.2.1 & 8.2..2 for getting qualified.

10. Appendix – I at page 21 shall be read as follows:

1	Experience Criteria as per Para 7.2	POINTS : 40
1.1	<p><u>For Class-A</u></p> <p>a) Three completed similar works for the PPP Projects each costing not less than 100 Crores.</p> <p style="text-align: center;">OR</p> <p>b) Two completed similar works for the PPP Projects each costing not less than Rs. 125 crores.</p>	<p>Initial three completed similar works for the project– 20 points.</p> <p>Initial two completed similar works for the project – 20 points.</p>

	OR	
	<p>c) One similar completed work for PPP projects costing not less than Rs.200 crores.</p> <p>Note: For <u>each</u> additional- project additional 2 points will be given if the similar project cost is not less than Rs.100cr and 3 points if the similar project cost is not less than Rs.125cr and 5 points if the similar project cost is not less than Rs.200cr</p>	Initial one completed similar works for the project – 20 points.
2	Human Resources as per para 8.2	POINTS : 30
2.1	<p>Details of Full Time Equivalent (FTE) professional as per para 8.2.1</p> <p>For Class A (Project value more than Rs 250 Crs) – Min 20 FTE</p>	<p>For 20 FTE – 6 points</p> <p>More than 20 FTE – 10 points</p>
2.2	<p>Key Personnel as per para 8.2.2</p> <p>The applicant should indicate the team key personnel with experience in finance and legal</p>	<p>Key Personnel with experience in finance and legal – 20 points</p> <p>Distribution of 20 marks will be as follows:</p> <p>I. Finance key Personnel – 15 points (for one – 5; for two – 10 for three and above – 15)</p> <p>II. Legal key Personnel – 5 (for one – 3 and for two and above – 5)</p>

Minimum Qualification for

- **Finance Key Personnel** : Either CA, or ICWA or CFA or MBA(Finance)
- **Legal Key Personnel** : Bachelor of Law or any equivalent Degree in Law and above

11. Clause 10.3 : Guidance Note at Schedule is as follows :

SCHEDULE-3
(See Clause 10.3)

Guidance Note on Conflict of Interest

1. This Note further explains and illustrates the provisions of Clause 10.3 of the RFQ and shall be read together therewith in dealing with specific cases.
2. Transaction Advisors should be deemed to be in a conflict of interest situation if it can be reasonably concluded that their position in a business or their personal interest could improperly influence their judgment in the exercise of their duties. The process for selection of Transaction Advisors should avoid both actual and perceived conflict of interest.
3. Conflict of interest may arise between the Major Ports/IPA and a Transaction Advisor or between Transaction Advisors and present or future concessionaries/ contractors. Some of the situations that would involve conflict of interest are identified below:

(a) Major Ports/IPA and Transaction Advisors:

- (i) Potential Transaction Advisor should not be privy to information from the Major Ports/IPA which is not available to others; or
- (ii) Potential Transaction Advisor should not have defined the project when earlier working for the Major Ports/IPA; or
- (iii) Potential Transaction Advisor should not have recently worked for the Major Ports/IPA overseeing the project.

(b) Transaction Advisors and concessionaires/contractors:

- (i) No Transaction Advisor should have an ownership interest or a continuing business interest or an on-going relationship with a potential concessionaire/ contractor save and except relationships restricted to project-specific and short-term assignments; or
- (ii) No Transaction Advisor should be involved in owning or operating entities resulting from the project; or
- (iii) No Transaction Advisor should bid for works arising from the project.

RFQ FOR SELECTION OF TRANSACTION ADVISORS

The participation of companies that may be involved as investors or consumers and officials of the Major Ports/IPA who have current or recent connections to the companies involved, therefore, needs to be avoided.

4. The normal way to identify conflicts of interest is through self-declaration by Transaction Advisors. Where a conflict exists, which has not been declared, competing companies are likely to bring this to the notice of the Major Ports/IPA. All conflicts must be declared as and when the Transaction Advisors become aware of them.
5. Another approach towards avoiding a conflict of interest is through the use of “Chinese walls” to avoid the flow of commercially sensitive information from one part of the Transaction Advisor’s company to another. This could help overcome the problem of availability of limited numbers of experts for the project. However, in reality effective operation of “Chinese walls” may be a difficult proposition. As a general rule, larger companies will be more capable of adopting Chinese walls approach than smaller companies. Although, “Chinese walls” have been relatively common for many years, they are an increasingly discredited means of avoiding conflicts of interest and should be considered with caution. As a rule, “Chinese walls” should be considered as unacceptable and may be accepted only in exceptional cases upon full disclosure by a Transaction Advisor coupled with provision of safeguards to the satisfaction of the Major Ports/IPA.
6. Another way to avoid conflicts of interest is through the appropriate grouping of tasks. For example, conflicts may arise if Transaction Advisors drawing up the terms of reference or the proposed documentation are also eligible for the consequent assignment or project.
7. Another form of conflict of interest called “scope–creep” arises when Transaction Advisors advocate either an unnecessary broadening of the terms of reference or make recommendations which are not in the best interests of the Major Ports/IPA but which will generate further work for the Transaction Advisors. Some forms of contractual arrangements are more likely to lead to scope-creep. For example, lump-sum contracts provide fewer incentives for this, while time and material contracts provide built in incentives for Transaction Advisors to extend the length of their assignment.
8. Every project contains potential conflicts of interest. Transaction Advisors should not only avoid any conflict of interest, they should report any present/ potential conflict of interest to the Major Ports/IPA at the earliest. Officials of the Major Ports/IPA involved in development of a project shall be responsible for identifying and resolving any

conflicts of interest. It should be ensured that safeguards are in place to preserve fair and open competition and measures should be taken to eliminate any conflict of interest arising at any stage in the process.

12. **Annexure – 1 : Revised Annexure – I in respect of shelf of Projects at Major Port is given below :**

SHELF OF PPP PROJECTS AT MAJOR PORTS (2014 - 2020)

S.No.	Name of the Project	Est. Cost (Rs. In Cr.)	Capacity (MTPA)
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KOLKATA DOCK SYSTEM AND HALDIA DOCK COMPLEX UNDER KOLKATA PORT TRUST

1	Development of full-fledged Cargo handling Facilities at Saugor	7820.00	54.00 (In 2019-20)
2	Floating Storage Regasification Unit (FSRU)	500.00	6.00
3	Strategical alliances with neighbouring ports with dedicated Berth		6.00
4	Development of Haldia Dock II (South)	886.10	11.70
5	Construction of Outer Terminal 1 upstream of 3rd Oil Jetty with ancillary facilities <i>(Port reported Est. Cost as Rs. 278.90 and Capacity as 5.11)</i>	290.00	4.50
6	Development of Dry Dock & Ship repair facility at Kolkata Port		
TOTAL		9496.10	82.20

PARADIP

7	Mechanization of South Quay and Multi Purpose Berth (MPB)	600.00	10.00
8	Construction of Western Dock on BOT basis at Paradip Port(Phase-I)* (Two Berths)	927.94	25.00
9	Construction of Western Dock on BOT basis at Paradip Port(Phase-II)* (Two Berths)	927.94	25.00
10	Construction of Western Dock on BOT basis at Paradip Port(Phase-III)* (Two Berths)	966.12	25.00
TOTAL		3422.00	85.00

VISAKHAPATNAM

11	Development of satellite port at Bheemunipatnam including new Fishery Harbour	1000.00	7.50
12	Expansion of Outer Harbour (Phase-I)	1500.00	10.00
13	Expansion of Outer Harbour (Phase-II)	1000.00	5.00
14	Development Barge Jetty at YARADA	500.00	3.00
15	Strengthening of berth (Non PPP)	100.00	5.00
16	Up-gradation of ORS dry dock at VPT	100.00	0.00
17	Construction of open storage sheds/warehouses at VPT <i>(Not reported by port)</i>	50.00	0.00
TOTAL		4250.00	30.50

CHENNAI

18	Development of North Quay (PPP mode)	100.00	2.00
19	Development of Barge Jetty near Tiruvottiyur Parking Yard (PPP mode)	500.00	3.00

20	Development of Satellite Port for handling dusty cargo	1000.00	20.00
21	Development of SQ I with JD I Shed for Bulk Handling Terminal	100.00	2.00
22	Development of Container Terminal at WQ (850 mtrs.)	1000.00	15.00
23	Development of Off-Dock CFS at Tondiarpet (PPP mode)	250.00	2.00
24	Development of Deep Draft Liquid Bulk Terminal in the Eastern Arm of the Mega Container Terminal Project (PPP mode)	400.00	10.00
25	Development of Dry Dock facilities at Timber Pond/Boat basin at Chennai Port <i>(Not reported by port under Revised List)</i>	250.00	0.00
26	Development of Marine Highway along East Coast connecting Chennai, Ennore and other ports in TN <i>(Port reported Estd. Cost as Rs. 225.00, Capacity as 3.00 and Target as Q1 of 2014-15)</i>	107.00	0.00
TOTAL(A)		3707.00	54.00

Other PPP Projects at Chennai(Non capacity yielding)

27	Development of Air Cargo Freight Station at Trisoolam (PPP mode)	20.00	
28	Development of Wind Mill on the Breakwaters	100.00	
29	Development of 2 nd Off-Dock CFS and Multi Modal Transport Hub adjacent to NH-5 Bypass	650.00	
30	Development of Off-Dock CFS at Tondiarpet (PPP mode)	250.00	

31	Power Generation from Ocean Based Renewal Energy Resources	100.00	
32	Development of Marina in the Groyne Field of North Chennai (PPP mode)	25.00	
33	Elevated Corridor from Chennai Port to CPCL Junction via Buckingham Canal (PPP mode)	2000.00	
TOTAL (B)		3145.00	0.00
TOTAL (A+B)		6852.00	54.00

ENNORE

34	Development of Second Marine Liquid Terminal on BOT basis	250.00	3.00
TOTAL		250.00	3.00

V.O. CHIDAMBARANAR

35	Construction of Barge Jetty (2 Nos.)	80.00	1.00
36	Conversion of Berth no. 9 as Container Terminal	500.00	7.20
37	Development of Marina	304.00	
38	Development of Outer Harbour	7500.00	42.00
TOTAL		8384.00	50.20

COCHIN

39	Development of General Cargo Terminal at Q8, Q9 berths	250.00	General Cargo/10.00
40	International Container Transshipment Terminal		
(a)	Phase IB for Extension of berth by 300m and providing related facilities	250.00	Container/6.25

(b)	Phase II for Extension of berth by further 900m and providing related facilities	750.00	Container/ 19.00
41	Outer harbour project for construction of a Deep Water Port		Container - 62.5, POL - 20, Bulk - 20
TOTAL		4300.00	

NEW MANGALORE PORT TRUST

42	Coal Handling Berth No 16	147.00	6.00
43	Multi Purpose General Cargo Berth No. 17	150.00	5.00
TOTAL		297.00	11.00

MORMUGAO PORT TRUST

44	Development of 7.2 MMTPA Terminal for Dry Bulk Cargo	720.00	7.20
45	Development of Vasco Bay (Phase - I) for Clean Cargo	250.00	2.00
46	Development of Vasco Bay (Phase - II) for Clean Cargo	250.00	2.00
TOTAL		1220.00	11.20

MUMBAI PORT TRUST

47	Container freight station (CFS) at Wadala of Mumbai Port <i>(Port reported Capacity as 3.00 and target as Q4)</i>	80.00	0.60
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JAWAHARLAL NEHRU PORT TRUST

48	Development of Bulk Berths in Nhava creek area in JN Port.		
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49	Development of 5th Container Terminal at JNPT		
TOTAL		0.00	75.00
Kandla			
50	Development of marine liquid terminal facilities consisting of two berths, 300m. Each on North side of existing jetty and a SPM in KPT waters at OOT Vadinar for handling crude & petroleum products. (on captive use basis)	448.00	Two berths- 10, SPM - 14.5
51	Construction of T shape jetty at Tekra (phase- II)	1500.00	14.00
52	Setting up of multipurpose cargo berth on existing berth no 11 & 12	400.00	3.00
53	Mechanization of berth no 1 to 6	50.00	0.70
54	Development of Barge Handling facilities at Tuna, for handling multipurpose dry cargo (excluding container and liquid cargo)	271.90	6.29
55	Setting up of multipurpose cargo berth on existing berth No. 11 & 12 at Kandla Port. <i>(This scheme is appearing in 2014-20 under PPP Projects with Status as SCHEME DEFERRED as reported by Port)</i>	400.00	3.00
TOTAL		3069.90	51.49

SHELF OF CAPACITY YIELDING NON-PPP PROJECTS AT MAJOR PORTS (2014 - 2020)

S.No.	Name of the Project	Est. Cost (Rs. In Cr.)	Capacity (MTPA)
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KOLKATA DOCK SYSTEM AND HALDIA DOCK COMPLEX UNDER KOLKATA PORT TRUST

1	Setting up of IWT Terminals, development of Mechanised loading/unloading facilities at the IWT Terminal (A/C KDS).	100.00	0.50
2	Construction of Outer Terminal 2	35.22	2.50
3	Mechanisation of Berth No. 4,5 & 8 NSD.	490.00	13.50
TOTAL		625.22	16.50

PARADIP

1	Mechanisation of EQ 1 to EQ 3 berths at Paradip Port on Captiv user basis	1000.00	14.00
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VISAKHAPATNAM

1	Additional Oil Handling Facilities for POL	200.00	2.00
2	Development of barge handling/ deep draft facilities at Yarada water front	50.00	2.00
3	Augmentation of OSTT to cater to 2 lakh DWT tankers	100.00	2.00
4	Relocation of Oil mooring facility in OH between LPG and OSTT	200.00	2.00
5	Small Jetties 130-170 m Length (<i>not reported by Port</i>)	22.00	1.00

TOTAL	572.00	9.00
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CHENNAI

1	Deepening of Channel, Basin and Berths (Spill Over)	143.00	General Cargo 7.00
TOTAL		143.00	7.00

COCHIN

1	Capital Dredging for Creation of Berth Basin for ICTT-		
a.	Phase-III for extending the length of basin for 300 m	90.00	14.50 mtrs
b.	Phase-IV for extending the length of 900 m	120.00	14.50 mtrs
2	Deepening of EKM channel – Q5 to Q7 frontage	5.00	12.50
3	Strengthening of Q5 to Q7 berths of E/Wharf	10.00	1.00
TOTAL		225.00	

MORMUGAO PORT TRUST

1	Modernization of MOHP through Project Management System	410.00	120.00
TOTAL		410.00	120.00

MUMBAI PORT TRUST

1	Construction of 2nd liquid chemical/ specialised grades of POL berth off New Pir Pau Pier	116.00	2.00
TOTAL		116.00	2.00

Kandla			
1	Modification & upgradation of 7th cargo berth. (Scheme changed as 7th to 10th cargo berth)	300.00	3.20
TOTAL		300.00	43.89

Shelf of Projects at Major Ports for 2014-15

S.No.	Name of the Project	PPP/Non-PPP/ Captive	Est. Cost (Rs. In Cr.)	Capacity (MTPA)
New Identified Projects of 2014-15				

(I) PPP Projects

1	Paradip : Development of Iron Ore Berth on BOT Basis at Paradip Port	PPP	681.94	10.00
2	Chennai : Dry port at Chennai Port	PPP	20.00	0.20
3	JNPT : Development of Additional Liquid Terminal	PPP	2496.00	26.00
4	Mumbai : Facilities for handling & storage of Bulk Cement	PPP	95.00	1.25
5	Kandla : Development of marine liquid terminal facilities consisting of two berths, 300m each on North side of existing jetty and a SPM in KPT waters at OOT Vadinar for handling crude & petroleum products. (on Captive use basis)	PPP	448.00	24.50
6	Kandla : Operation and Maintenance of Container Terminal on PPP mode "as is where is basis"	PPP	446.70	24.50

(II) Rail Road Connectivity

1	Kamarajar : Rail cinnectivity for Container and Multi cargo terminal	RRC	50.00	0.00
2	Kamarajar : Rail cinnectivity for Container and Multi cargo terminal	RRC	20.00	0.00
3	VOC : Development of road facilities for cargo evacuation from Hare Island (Phase-I)	RRC	8.20	0.00
4	JNPT : Laning of Uran-Sheva Road	RRC	45.00	0.00
5	JNPT : Development of Road behind CFS connecting SH-54	RRC	20.00	0.00

(III) Non-PPP Projects

1	Kolkata : Integrated Container Handling at Berth No. 10 & 11 of HDC	Non-PPP	10.00	0.02
2	Kamarajar : Development of additional automobile parking area	Non-PPP	25.00	0.00
3	Chennai : Supply, Operation and Maintenance of Harbour Mobile Crane and other Cargo handling equipments	Non-PPP	62.57	5.00
4	VOC : Mechanization of cargo transfer from VOC Wharf to the backup yard and mechanization of wagon loading system at existing coal yard	Non-PPP	10.00	13.60
5	NMPT : Construction of Export Promotion Zone Building	Non-PPP	20.00	0.00
6	NMPT : Updation of Fire Fighting System at Berth No. 12 or 13 for handling of VLCC Vessels	Non-PPP	35.00	0.00
7	JNPT : Development of additional reefer yard	Non-PPP	17.00	7.50

Shelf of Projects at Major Ports for 2014-15

S.No.	Name of the Project	PPP/Non- PPP/ Captive	Est. Cost (Rs. In Cr.)	Capacity (MTPA)
Standby Projects of 2014-15				

(I) PPP Projects

1	Kolkata : Diamond Harbour Container Terminal Project	PPP	1758.50	25.00
2	Kamarajar : Development of Marine Highway along East Coast connecting Chennai	PPP	10.00	0.00
3	Chennai : Development of Jawahar Dok (East) berths as Container Terminal	PPP	475.00	5.00
4	Mormugao : Development of Multipurpose Cargo Terminal	PPP	1366.00	6.40
5	Mumbai : Development of Mechanised 5B coal handling facility at Haji Bunder	PPP	350.00	6.00
6	Mumbai : Infrastructure development in handling ships of greater capacity along Harbour Wall 5B Berths No. 18-22 ID	PPP	613.00	7.00
7	Kandla : Setting up of a Container Terminal at Tuna-Terka, on BOT basis	PPP		42.00

(II) Mechanized Projects

1	Paradip : Mechanization of CQ-1 to CQ-2 berths		1357.02	20.00
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2	Paradip : Mechanization of EQ-1 to EQ-2 berths on BOT basis		1567.30	30.00
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(III) Non-PPP Projects

1	Kolkata : Supply, operation & Maintenance of different cargoe handling equipment at berth Nos. 2 & 8 of HDC	Non-PPP	150.00	8.00
2	Chennai : Cruise Terminal Construction of Annex building and improvement works in the existing passenger terminal for cruise passenger faciliation centre	Non-PPP	24.01	
3	Mumbai : Improvement to port connectivity Rail:- dedicated goods line between Wadala and Kurla for freight movement	Non-PPP		
