



To: Offerors

Date: Monday, November 2, 2020

From: Procurement and Partnerships Team, INVEST Project; Implemented by DAI Global LLC

Subject: Request for Proposals (RFP) INVEST-068: USAID Bureau for Resilience and Food Security: Legal Establishment of Water Access Acceleration Fund Technical Assistance Sidecar

Due: **1:00PM EDT on Friday, November 20, 2020**

Dear Offerors:

Enclosed is a Request for Proposals (RFP) to support the implementation of DAI's INVEST project funded by the United States Agency for International Development (USAID). DAI invites firms to submit a proposal for work as part of the USAID Resilience and Food Security and Africa Bureau buy-ins.

- I. RFP Process and deadlines:** This solicitation will result in the award of one Firm Fixed Price subcontract. We anticipate issuing a single subcontract award in the amount of no more than USD \$50,000 resulting from the implementation of this agreement.
 - a. Submission of Questions – Questions must be submitted no later than **1:00 pm EDT on November 9, 2020** via email to INVEST_Procurement@dai.com.
 - b. Submission of Proposals – Proposals must be submitted no later than **1:00 pm EDT on November 20, 2020** via email to INVEST_Procurement@dai.com, copying Katherine_Tilahun@dai.com and Matthew_Mitchell@dai.com. The subject line of the email should be your organization name, followed by “Submission under RFP INVEST-068: RFS W2AF Legal Services” Please certify in your submission email a validity period of 60 days for the price(s) provided and include your organization’s DUNS number. Please limit file submissions to 10 megabytes or less.
- II. Composition of Proposal:** Your organization’s proposal should comprise the following submission documents. The Technical Proposal and Cost Proposal should be prepared as separate files for independent evaluation, as follows below. Technical proposals should be submitted as a slide deck presentation of no more than ten (10) slides with a minimum font size of 12, and graphics with a minimum font size of 10. Submissions in PowerPoint or in PDF are acceptable, although PDF is preferred along with an accompanying PowerPoint document. Please provide a copy of your cost proposal in Excel format.

Part 1 – Technical Proposal

Please limit your technical proposal to no more than ten (10) slides. The technical proposal is composed of the following three (3) sections:

1. **Technical Approach** – Offerors will detail their approach to fulfill the accompanying Statement of Objectives (SOO). The approach will clearly indicate how the proposed activities will result in the successful completion of all deliverables and milestones, specifically the legal setup of the Technical Assistance Facility (TAF) via preparation, review, and negotiation of the agreements and addendums as listed in the SOO.
2. **Institutional Capacity** - Offerors should provide details about the experience, expertise, or capacity of their firm (or firms if a partnering arrangement is proposed) to recommend the proposed approach and complete the work as described. This should also include past performance information for similar contexts. Offerors should demonstrate their experience in establishing similar legal entities. Offerors should demonstrate their ability to work with various stakeholders in setting up fiduciary agreements, contribution addendums, donation addendums, TAF policies and guidelines, and legal agreement templates.
3. **Management Plan/Staffing Structure** – Offerors should include details of personnel who would be assigned to the activities described in each of the technical approaches, as well as a clear management plan in narrative form for the development, review, and submission of all associated deliverables, including a milestone schedule. Offerors are permitted to engage in partnering arrangements if it will aid in providing best value to USAID, regardless of whether organizations belong to the USAID INVEST network. If a partnering arrangement is being proposed, please describe the nature of the arrangement, the specific technical value being contributed by each member of the team, and the appropriate management controls to ensure successful delivery. Firms may consider partnering with other firms that bring in complementary skill sets and experience.

In addition to the above, please include the following. These inputs will not be counted as part of the 10-slide limit and the format may be PDF or Word:

- One (1) to two (2) examples of past performance relevant to this activity (limited to two (2) pages per example)
- CV(s) of any individuals proposed in the staffing plan to conduct this activity (limited to two (2) pages per individual)

A cover slide will be considered a non-counting slide, should offerors choose to include one. No additional annexes or documentation are requested now.

Part 2 – Price Proposal

The contract type for the presumptive contract will be Fixed Price, awarded by DAI Global, LLC. Please include your total proposed fixed price along with details for specific deliverable pricing. Offerors should also include a cost breakdown of the hourly rates for proposed personnel, if applicable, with a build-up to their total proposed price or include substantiating price reasonableness documentation/justification. Offerors can use the attached cost/budget template; please limit file submissions to 10 megabytes or less.

- **Evaluation of Proposal:** DAI will use best value determination for the award of this Request for Proposals. A best value determination means that, in DAI’s estimation, the selected offer(s) will provide the greatest overall benefit to USAID in response to the requirements stated in this RFP. DAI may also exclude an offer from consideration if it

determines that an Offeror is "not responsible", i.e., that it does not have the management and financial capabilities required to perform the work required. Proposals will be evaluated against a stated number of factors, including the overall proposed approach, past performance, specific qualifications in the identified sectors and other evidence substantiating the bidder's ability to deliver, including budget and timeframe considerations. Specific preference will be shown for firms with a demonstrated track record experience working with funds on a TAF.

1. **Technical Proposal:** The Technical Proposal will be scored and evaluated separately from the price proposal. Technical panel reviewers will evaluate offerors on the following factors, consistent with the offerors' technical proposal.
 - a. **Technical Approach (40 points)** - Points for this section will be awarded based on the information presented in the technical approach. Points will be awarded to firms describing their thoughtful approach to addressing the statement of objectives. The offeror will be scored based on its presentation of a clear approach that reflects the requirements of this specific activity and incorporates the offeror's competencies. The technical approach should clearly demonstrate the offeror's strategy to work in consultation with the fund manager to provide legal services in setting up a TAF to the fund. The technical approach should describe how the offeror will work on developing templates for the Fiduciary Agreement, Contribution Addendum, and Donation Addendum for the TAF; policies and guidelines for the TAF; and legal agreement templates for the provision of technical assistance services to the fund's portfolio companies. The technical approach should outline strategies used to ensure that all stakeholders' needs are met, including Danone, Incofin IM, USAID, and INVEST.
 - b. **Institutional Capacity (40 points)** – Points for this section will be based on information presented in the corresponding section and any submitted case studies. Points will be awarded to firms that demonstrate their experience in legally setting up a TAF to a fund; developing various TAF templates, as well as policies and guidelines for a TAF; providing legal advice and input on the TAF's setup; and effectively working with various stakeholders. Emphasis will be placed on firms with experience working with European fund and investment laws.
 - c. **Management Plan/Staffing Structure (20 points)** - Points for this section will be based on the qualifications of proposed staff, clear delineation of the roles and responsibilities of each proposed staff and each proposed firm (if firms are partnering), and the demonstrated efficacy and clarity of the management and staffing plan to ensure quality deliverables on time and effective coordination and communication with INVEST and USAID. Proposals should provide a clear management plan in narrative form for the development, review, and submission of all associated deliverables, including a proposed milestone schedule, which outlines a basic framework of expected deliverables and a timeline for submission of each, including time for regular meetings, review and feedback on drafts as appropriate should be included. If the offeror is submitting a proposal along with partners, the proposal should describe the nature of the arrangement (i.e. added technical value), the division of labor among the partners, and the appropriate management controls to ensure successful delivery. The offeror

should demonstrate their proposed staff's knowledge and experience working on the legal setup of TAFs for funds.

2. **Price Proposal:** Price will be evaluated separately from the technical approach, with due consideration for realism, price reasonableness, and allowability consistent with US government cost principles. Evaluation for this section will be dependent upon all information presented by the Offeror in their deliverable table, budget with cost breakdowns, and any relevant supporting cost information, as well as its alignment with the proposed technical approach. Budgets will be analyzed for cost reasonableness of the deliverable prices as well as the cost build-up.

III. Offeror's Agreement with Terms and Conditions: Please visit the [INVEST Procurement Forecast](#) website for RFP Terms and Conditions.

The completion of all RFP requirements in accordance with the instructions in this RFP and submission to DAI of the technical and price proposals will constitute an offer and indicate the Offeror's agreement to the terms and conditions in this RFP and any attachments hereto. DAI is not required to accept and/or evaluate proposals that do not conform to the instructions of the RFP, and additionally, DAI may reject all proposals and not award a subcontract for this RFP. DAI reserves the right to award a subcontract without discussion and/or negotiation; however, DAI also reserves the right to conduct discussions and/or negotiations, which among other things may require an Offeror(s) to revise its proposal (technical and/or price). By submitting an offer, Offerors agree to comply with the general terms and conditions for an award, including Representations and Certifications compliance. Offerors must provide full, accurate, and complete information in response to this solicitation. By submitting an offer, Offerors certify that they have not/will not attempt to bribe or make any payment to DAI employees in return for preference. Issuance of this RFP in no way obligates DAI to award a subcontract, nor does it commit DAI to pay any costs incurred by the Offeror in preparing and submitting the proposal. DAI reserves the right to award a subcontract to one organization or to issue multiple awards to different organizations based on the results of our evaluation.

Thank you,

DAI INVEST Procurement and Partnerships Team
INVEST_Procurement@dai.com

INVEST: Mobilizing Private Investment for Development
Statement of Objectives for Request for Proposal (RFP) INVEST-068:
USAID Bureau for Resilience and Food Security: Legal Establishment of Water Access Acceleration
Fund Technical Assistance Sidecar

INTRODUCTION:

The United States Agency for International Development (USAID) recognizes that as the world's development challenges become more complex, many can only be solved through market-based solutions. USAID's Private Sector Engagement team is working to expand collaboration with private sector and pioneering approaches that catalyze investments into emerging markets.

Increasingly, private investors and businesses are looking at emerging markets for new opportunities. However, investing in these markets is complex, and USAID has an important role to play in mobilizing investment into high-impact areas.

Encouraging these investments requires new forms of collaboration. In September of 2017 through a contract awarded to DAI, USAID set up the INVEST mechanism to build and engage a network of partner organizations with valuable investment and finance expertise, including those that have not worked extensively with USAID in the past.

INVEST enables USAID Missions, Bureaus, and Independent Offices to quickly access niche expertise from this diverse network of partner organizations. These partners work alongside USAID to deliver customized financing solutions that address investment constraints, mobilize additional private capital, and produce development results for a variety of sectors and geographies.

INVEST pairs innovative technical approaches with streamlined and user-friendly procurement and subcontracting processes. These simplified processes level the playing field, ensuring that USAID can work with the best firm for the job, regardless of that firm's size, locality, or previous experience with government contracting.

BACKGROUND:

USAID Africa Bureau and USAID RFS jointly have identified an opportunity to pilot support for corporate investment partnerships through a new investment vehicle from Danone, a leading global food and beverage company, that aligns with USAID's water access objectives in sub-Saharan Africa and Asia. The Water Access Acceleration Fund ("W2AF" or the "Fund"), an impact-first fund managed by Incofin Investment Management (Incofin IM) in partnership with Danone, invests in innovative businesses, technologies, and infrastructure that are scaling access to safe and affordable water in underserved areas in Africa, Asia and Latin America. The investment fund will provide equity and equity-like instruments, with an average investment size of 2-5 million euros. The investment focus is split between safe water enterprises, water technologies, and decentralized piping infrastructure.

The fund structure also incorporates a separate technical assistance facility (the "TAF"), which will provide technical support to investees and help mitigate the risk for the Fund. USAID seeks to use its funding to support the rapid startup of the TAF, which plays a role in mitigating the risk for the fund's investors by providing the support necessary to potential investees and reducing the transaction costs to the Fund. More specifically, the TAF will provide capacity building support to the Fund's future portfolio companies in their development and growth aimed at improving access to safe and affordable water for underserved populations in Africa, Asia and Latin America.

OBJECTIVES:

USAID intends to support the establishment of the TAF as a distinct vehicle, separate from the Fund, and seeks the necessary legal services. A fiduciary agreement will be entered between the following parties: i) the W2AF Fund, ii) the donors to the Fund, iii) Incofin IM acting as the TAF manager on behalf of Danone, and iv) the fiduciary bank. The donors will become party to the fiduciary agreement by signing a donation addendum. The fiduciary bank will own the grants and operate them upon the instructions of Incofin IM. Incofin IM will act as the TAF manager and will be responsible for the operational management of the TAF, including the setup, fundraising, administration, project management, and monitoring, etc. Incofin IM will source and present TA project for approval the Technical Assistance Facility Committee, which will be composed of the representatives of the largest donors and the Fund.

The set-up of the Facility requires specialized legal services from a law firm to prepare, review, and negotiate as needed the following:

- Fiduciary Agreement for the W2AF TAF
- Contribution Addendum template for the Fund
- Donation Addendum template for the donors
- W2AF TAF Policy and Guidelines, with annexes and templates
- Legal agreement templates for the provision of TA services to the Fund’s portfolio companies
- Advice and input on related matters, as needed

DELIVERABLES AND TIMELINE:

The engagement is expected to commence in November 2020 and is anticipated to be completed by February 2021. Given the jurisdictions of the Fund and Danone, it is expected that the TAF documentation will be governed and construed in accordance with the laws of France. However, there will be significant interaction with USAID staff based in Washington, D.C. and Incofin IM headquartered in Antwerp, Belgium with offices oversees, including Bogota, Colombia as well as Danone based in Paris during the engagement, but this is expected to be done remotely.

Deliverable	Illustrative Timeframe
Onboarding, work-planning, and submission of final work plan	1 week
Fiduciary Agreement for the W2AF TAF	Approx. 2 weeks
Contribution Addendum template for the Fund	Approx. 2 weeks
Donation Addendum template for the donors	Approx. 2 weeks
W2AF TAF Policy and Guidelines, with annexes and templates	Approx. 2 weeks
Legal agreement templates for the provision of TA services to the Fund’s portfolio documents	Approx. 2 weeks
Debrief and Close-Out Calls (up to 3 calls)	Approx. 2 Weeks

ROLE OF INVEST PROJECT:

INVEST will work closely with USAID, Incofin IM, Danone and the selected partner(s) during all stages of this work. DAI will subcontract the selected partner(s) directly and provide review and oversight throughout the life of the activity in accordance with INVEST’s lean management approach. DAI will

administer weekly check-ins (as needed), reporting, deliverable review prior to client presentation and approval, and manage an ongoing ME&L framework.

- **Partner Onboarding:** DAI will work closely with USAID, Incofin IM, and Danone to provide the successful offeror(s) with all necessary content, avoid duplication of efforts, and work with the successful offeror(s) to develop a workplan.
- **Project Implementation:** The selected offeror(s) will implement the work as prescribed by the workplan. DAI will provide management support and ensure regular check-ins/reporting.
- **Ongoing Monitoring, Evaluation, and Learning:** DAI will define indicators in the subcontract, collect and review M&E data from subcontractors for requisite reporting to USAID. DAI will conduct data quality assessments as necessary.