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पब्लिक प्राइवेट पार्टनरशिप (पी0पी0पी0), ट्रान्जेक्शन एडवाइजर

विषय सूची

| क्र० सं० | विषय | शासनादेश सं० तथा दिनांक | पृष्ठ संख्या |
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| 1 | लोक निजी सहभागिता (पीपीपी) योजनाओं को चिन्हित किया जाना | सं० 04 / XXVII(7) / 2007, देहरादून, दिनांक-29 सितम्बर, 2007 | 41-42 |
| 2 | पीपीपी विषयक परियोजनाओं पर अनुमोदन प्राप्त किया जाना, उत्तराखण्ड अधिप्राप्ति नियमावली 2008 का अध्याय 6 | सं० 177 / XXVII(7) / 2008, देहरादून, दिनांक-01 मई, 2008 | 43-50 |
| 3 | पीपीपी सैल का सृजन | D.O. No. 93/PPP Cell/2008, Dehradun, Dated--13 June, 2008 | 51-54 |
| 4 | विभिन्न कन्सलटैन्सी कार्य (Consultancy Assignments) तथा प्रोजेक्ट डवलपमेंट कार्य (Project Development Work) को नामांकन आधार (Nomination Basis) पर नहीं कराया जाना। ट्रान्जेक्शन एडवाइजर का पैनल | सं० 208 / XXVII(7) / 2008, देहरादून, दिनांक-04 जुलाई, 2008 | 55-76 |
| 5 | लोक निजी सहभागिता (पी0पी0पी0) मोड के अन्तर्गत परियोजनाएं विकसित व संचालित किया जाना | सं० 12 / XXVII(7) / 2009, देहरादून, दिनांक-09 जनवरी, 2009 | 77-78 |

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S.K.225

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मुख्य सचिव
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1-10-2007

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प्रिय महोदय,

वित्त सचिव आर्थिक कार्य विभाग वित्त मंत्रालय भारत सरकार ने सभी राज्यों से अनुरोध किया है कि देश की आर्थिक वृद्धि 8-9 प्रतिशत बनाये रखने के लिए निवेश की जो आवश्यकता पड़ेगी वह इतनी अधिक है कि वह लोकधन से पूरा नहीं किया जा सकता। ऐसी स्थिति में महत्वपूर्ण क्षेत्रों के लिए निजी पूंजी आकृष्ट करने हेतु प्रभावी कार्यवाही किया जाना आवश्यक है ताकि संसाधनों की कमी पूरी की जा सकें। भारत सरकार ने अपने वर्ष 2007-08 की वित्तीय निति में यह भी स्पष्ट किया है कि लोक निजी सहभागिता (Public Private Partnerships) को अवस्थापना विषयक परियोजनाओं में बरियता के आधार पर उत्साहित किया जाय। ऐसा करने से अवस्थापना क्षेत्र में जहाँ प्रत्याप्त निवेश होगा वही अविशिष्ट विशेषज्ञों के समावेश से मूल्य कम करने वाली प्रौद्योगिकी के प्रयोग से ऐसे कार्यों एवं उनके रख-रखाव में क्षमता वृद्धि होगी।

लोक निजी सहभागिता (PPP) विषयक समस्त विवरण www.pppinindia.com साईट पर उपलब्ध है। भारत सरकार ने ऐसी परियोजनाओं के लिए वर्ष 2007-08 में कम से कम तीन परियोजनाओं हेतु ₹ 750.00 करोड़, वर्ष 2008-09 हेतु कम से कम पाँच परियोजनाओं हेतु ₹ 1250.00 करोड़ तथा वर्ष 2009-10 हेतु कम से कम पाँच परियोजनाओं हेतु ₹ 1500.00 करोड़ को भी संस्थागत करने की अपेक्षा की है।

अतः जिस विभाग में भी लोक निजी सहभागिता की सम्भावना हो यथा बिजली, सड़क, पेयजल, सिंचाई, परिवहन, पर्यटन, नगरीयावस्थापना, शहरी विकास, चिकित्सा, शिक्षा, उद्योग विषयक अवस्थापना विकास आदि वर्तमान में सीमित बजट तथा उसे व्यय पर आधारित योजना बनाने के बजाय PPP मोड के अन्तर्गत परियोजनाए विकसित व संचालित की जाए। यह भी आवश्यक है कि PPP परियोजनाओं के लिए भारत सरकार की Viability Gap Funding (VGF) योजना का भी अधिक से अधिक लाभ प्राप्त किया जाए।

कृपया उपरोक्त के क्रम में सम्बन्धित इन्टर नेट साईट से पूर्ण जानकारी प्राप्त कर अपने विभाग की योजनाए चिन्हित कर अग्रोत्तर कार्यवाही सुनिश्चित करें। विभागों द्वारा PPP परियोजनाओं हेतु लिए गये initiatives की मेरे द्वारा निकट भविष्य में समीक्षा भी की जाएगी।

संभावनाओं सहित

(एस।के.दास)

अपर मुख्य सचिव,
समस्त प्रमुख सचिव/सचिव,
उत्तराखण्ड शासन।

पी0पी0पी0 विषयक परियोजनाओं पर अनुमोदन प्राप्त किया जाना

उत्तराखण्ड अधिप्राप्ति नियमावली 2008 का अध्याय- 6

अध्याय-6

लोक-निजी सहभागिता

(पब्लिक प्राइवेट पार्टनरशिप)

66. लोक-निजी सहभागिता-

(1) कतिपय सेवाओं को, जो सरकार द्वारा उपलब्ध कराई जाती हैं, मितव्ययता तथा क्षमता वृद्धि के हित में विभाग, लोक-निजी सहभागिता व्यवस्था के अधीन बाह्य स्रोत से कराने का निर्णय ले सकता है।

(2) निजी सहभागी के चयन हेतु ऐसी प्रक्रिया होगी, जैसी अध्याय-4 (सेवाओं की अधिप्राप्ति) तथा अध्याय-5 (बाह्य स्रोत से सेवायें प्राप्त करना) में दी गई है।

67. अवस्थापना परियोजनाओं में लोक-निजी सहभागिता-

(1) लोक-निजी सहभागिता की अवस्थापन परियोजनाओं में विशेष रूप से लोक आस्तियों का हस्तान्तरण, उपभोग प्रभार की वसूली हेतु शासकीय प्राधिकारों का प्रतिनिधायन, एकाधिकार वाली सेवा पर निजी नियंत्रण तथा शासन के जोखिम (रिस्क) एवं आकस्मिक देयताओं की हिस्सेदारी सम्मिलित होती है। उपयोगकर्ता के हित का संरक्षण तथा लोकधन के लिए मूल्य सुरक्षित करने की आवश्यकता को दृष्टि में रखते हुए ऐसी योजनाओं हेतु कठोर उपाय की अपेक्षा की जाती है।

(2) भविष्य की घटनाओं को समझना तथा जोखिम न्यूनीकरण लोक-निजी सहभागिता की सफलता की कुंजी है। इसके लिये ऐसे ढांचे की जरूरत होगी, जो निजी निवेशकर्ता को आश्वस्त कर सकें कि युक्तिपूर्ण जोखिम के स्तर पर बाजार पर आधारित लाभ संभावित है तथा उपभोगकर्ता को गुणवत्तायुक्त पर्याप्त सेवा उपयुक्त मूल्य पर उपलब्ध हो सके। जोखिम की प्रकृति तथा अनेक भागीदार, जिसमें परियोजना के प्रायोजक, ऋण देने वाले, शासकीय अभिकरण एवं नियामक प्राधिकारी सम्मिलित होने के कारण परियोजना, अनुबन्ध की शर्तें एवं निविदा व्यवस्था सामान्यतया जटिल होने के कारण इसमें विस्तृत विधिक एवं संविदा विषयक अनुबन्धों की आवश्यकता के दृष्टिगत इनमें विभिन्न भागीदारों के जोखिम, प्रतिफल एवं दायित्वों को स्पष्ट किया जाए।

(3)(क) यह दिशा निर्देश उन सभी लोक-निजी सहभागिता परियोजनाओं पर लागू होंगे, जो शासकीय विभागों, राज्य सरकार के प्रतिष्ठानों, सांविधिक प्राधिकारियों या अन्य इकाइयों, प्रशासनिक नियंत्रण में हों।

(ख) इसमें विनिर्दिष्ट प्रक्रिया उन सभी लोक-निजी सहभागिता की परियोजनाओं पर लागू होगी, जिनकी पूंजीगत लागत रुपये 5,00,00,000 (रु० पांच करोड़) से अधिक हो अथवा जहां निहित आस्तियों का मूल्य रुपये 5,00,00,000 (रु० पांच करोड़) से ज्यादा हो।

(ग) ऐसी लोक-निजी सहभागिता की परियोजनाओं के लिए, जिनकी निहित आस्तियों का मूल्य/पूंजी लागत रुपये 5,00,00,000 (रु० पांच करोड़) से कम हो, विद्यमान प्रक्रिया से कार्यवाही की जायेगी। प्रशासनिक विभाग, निविदा आमंत्रित करने के पूर्व शासन के वित्त विभाग एवं सक्षम प्राधिकारी की सहमति प्राप्त करेगा।

(घ) प्रशासनिक विभाग द्वारा लोक-निजी सहभागिता के माध्यम से ली जाने वाली परियोजनाओं को चिन्हित कर सम्भाव्यता अध्ययन, परियोजना अनुबन्ध आदि की तैयारी विधिक, वित्तीय तथा तकनीकी विशेषज्ञों के सहयोग से, जैसी आवश्यकता हो, की जाय।

(4) अन्तर्विभागीय विचार विमर्श-

यदि प्रशासनिक विभाग आवश्यक समझें तो अन्तर्विभागीय समिति परियोजना के विवरण तथा परियोजना रियायत अनुबन्ध की शर्तों पर विचार-विमर्श कर सकती है और यदि समिति की कोई टिप्पणी हो तो उन्हें सरकार/सक्षम अधिकारी के विचारार्थ प्रस्ताव में सम्मिलित या संलग्न किया जाए।

(5) परियोजना का सैद्धान्तिक रूप से अनुमोदन—

तत्पश्चात् प्रशासनिक विभाग कारोबार के नियमों के अनुसार वित्त विभाग, नियोजन विभाग और शासन में सक्षम प्राधिकारी/समुचित स्तर से अनापत्ति/सहमति प्राप्त करेंगे। नियोजन/वित्त विभाग से अनापत्ति/सहमति के लिए अनुरोध करते समय प्रशासनिक विभाग द्वारा अनुलग्नक-1 और 2 में प्रस्तावित परियोजना सम्बन्धी सूचना प्रदान की जाए।

(6) अभिरुचि की अभिव्यक्ति—

शासन/सक्षम प्राधिकारी की सैद्धान्तिक रूप से अनापत्ति प्राप्त होने के बाद, प्रशासनिक विभाग योग्यता हेतु अनुरोध (रिक्वेस्ट फॉर क्वालिफिकेशन-आर0एफ0क्यू0) के रूप में अभिरुचि की अभिव्यक्ति (एक्सप्रेसन ऑफ इन्टरेस्ट)/योग्यता हेतु अनुरोध (रिक्वेस्ट फॉर क्वालिफिकेशन-आर0एफ0क्यू0) आमंत्रित कर सकेंगे। इसके बाद पूर्व में योग्यता प्राप्त निविदादाताओं की लघुसूची तैयार (शार्ट लिस्टिंग) की जाए।

(7) दो चरण वाली प्रक्रिया—

लोक-निजी सहभागिता परियोजना के लिए बोली लगाने की प्रक्रिया दो चरणों में विभाजित होगी। प्रथम चरण को सामान्यतः योग्यता हेतु अनुरोध (आर0एफ0क्यू0) या अभिरुचि की अभिव्यक्ति (ई0ओ0आई0) के रूप में निर्दिष्ट किया जाए। इसका उद्देश्य प्रक्रिया के दूसरे चरण के लिए पात्र बोली लगाने वालों की लघुसूची तैयार करना है। दूसरे और अंतिम चरण, जिसे सामान्यतः प्रस्ताव हेतु अनुरोध (आर0एफ0पी0) या वित्तीय बोलियों का आमंत्रण के रूप में निर्दिष्ट किया जाए, इस में बोली लगाने वाले वित्तीय प्रस्ताव प्रस्तुत करने से पहले परियोजना की व्यापक समीक्षा (जांच) कर सकेंगे।

(8) अर्हता हेतु अनुरोध (आर0एफ0क्यू0)—

अर्हता या योग्यता हेतु अनुरोध का उद्देश्य, पूर्व अर्हता प्राप्त आवेदकों की लघुसूची तैयार करना होगा, जिनसे प्रस्ताव हेतु अनुरोध के समय वित्तीय बोलियां प्रस्तुत करने का अनुरोध किया जाएगा। इसका उद्देश्य परियोजना सम्पादित करने के लिए आवश्यक तकनीकी तथा वित्तीय क्षमता रखने वाले विश्वसनीय बोली लगाने वालों की पहचान करना होगा, विश्वसनीय स्वदेशी और विदेशी निवेशकर्ताओं की अधिक से अधिक सहभागिता के लिए अर्हता हेतु अनुरोध (आर0एफ0क्यू0) दस्तावेज में प्रत्युत्तर देने वालों के लिए ऐसी आवश्यकता इंगित न की जाय जिससे उन्हें प्रत्युत्तर देने के लिए अधिक व्यय करने की आवश्यकता हो। पूर्व अर्हता के प्रयोजनों के लिए मांगी गई सूचना सामान्यतः ऐसी तकनीकी और वित्तीय क्षमताओं तक सीमित रहे जो परियोजना के लिए सुसंगत हों। ऐसी सूचना सही-सही और मात्राकृत हो, जिससे लघु सूचीकरण प्रक्रिया निष्पक्ष और पारदर्शी हो और शासन को किसी विवाद का सामना न करना पड़े।

(9) पूर्व-योग्यता हेतु बोली लगाने वालों की संख्या—

बोली लगाने के अंतिम चरण अर्थात् प्रस्ताव हेतु अनुरोध (आर0एफ0पी0) के लिए पूर्व अर्हता प्राप्त करने वाले और लघु सूचीकृत निविदादाताओं की संख्या पर सावधानीपूर्वक विचार करने की आवश्यकता होगी। एक ओर वास्तविक प्रतिस्पर्धा सुनिश्चित करने के लिए पर्याप्त संख्या में बोली लगाने वाले होने चाहिए तो दूसरी ओर लघु सूचीकृत निविदादाताओं की संख्या बहुत अधिक होने से गंभीरता से बोली लगाने वालों की सहभागिता और प्रतिस्पर्धा विरल हो सकती है।

(10) उच्च गुणवत्ता वाली बोलियां प्राप्त करने के लिए अन्तर्राष्ट्रीय सर्वोत्तम पद्धति के अनुरूप लगभग पांच पूर्व अर्हता प्राप्त बोली लगाने वालों का समर्थन किया जाए। यदि एक समय में दो या तीन परियोजनाओं के लिए लघुसूचीकरण किया जाना है, तो लघुसूची के बोली लगाने वालों की संख्या कमशः 7 से 10 तक बढ़ाई जा सकेगी। इस प्रयोजन के लिए अर्हता हेतु अनुरोध की अवस्था में मूल्यांकन पद्धति का न्यायोचित एवं पारदर्शी होना आवश्यक होगा।

(11) पूर्व अर्हता के कठोर मानदण्डों का विनिर्दिष्टिकरण—

कठोर पात्रता मानदण्डों से जहां ऐसे बोली लगाने वालों की पूर्व अर्हता सुनिश्चित होगी जो प्रस्ताव हेतु अनुरोध चरण के लिए भली प्रकार उपयुक्त होंगे, वहीं इनसे अर्ह बोली लगाने वालों की संख्या में प्रभावी कमी भी आएगी। अतः पूर्व अर्हता के उद्देश्य की पूर्ति हेतु प्रस्ताव हेतु अनुरोध के चरण में उपयुक्त बोली लगाने वालों की युक्तियुक्त संख्या में संतुलन बनाए रखने की आवश्यकता होगी। पात्रता मानदण्ड यथा तकनीकी और वित्तीय क्षमता अवधारित करते समय इन बिन्दुओं का ध्यान रखते हुए सिद्धान्त बनाए जाएं।

(12) मूल्यांकन के मानदण्ड—

बोली लगाने वालों के लघुसूचीकरण के लिए मानदण्डों को तकनीकी और वित्तीय प्रतिमानों में विभाजित किया जाए जिनका यहां उल्लेख किया गया है—

(क) तकनीकी क्षमता—

आवेदक को अवस्थापना परियोजनाओं के निर्माण कार्य का पर्याप्त अनुभव और क्षमता प्राप्त हो। इसका माप, आवेदन की तिथि के पूर्ववर्ती पांच वर्षों के दौरान उसके द्वारा किए गए/संचालन प्रारम्भ (कमीशन) किए गए निर्माण कार्यों या निर्माण संचालन हस्तांतरण (बीओटीओ)/निर्माण, स्वामित्व, संचालन हस्तांतरण (बीओटीओ) से राजस्व प्राप्ति या दोनों से मालूम किया जा सकेगा। परिचालन और अनुरक्षण (ओएण्डओएम) के अनुभव के परिप्रेक्ष्य में भी पात्रता शर्तें, जैसा आवश्यक हो, भी नियत की जा सकेंगी। निविदादाताओं की तकनीकी क्षमता को निम्नांकित मानदण्डों से अवधारित किया जा सकेगा:—

(एक) परियोजना/निर्माण का अनुभव—

आवेदक की तकनीकी क्षमता के अवधारण हेतु विनिर्दिष्ट क्षेत्रों में योग्य परियोजनाओं या अन्य केन्द्रीय (कोर) क्षेत्रों के अनुभव पर विचार किया जाय।

(दो) परिचालन एवं अनुरक्षण का अनुभव—

आवेदक को विनिर्दिष्ट क्षेत्र की परियोजनाओं के परिचालन और अनुरक्षण में पांच वर्ष या उससे अधिक का अनुभव होना चाहिए। ऐसे अनुभव के अभाव में, आवेदक से किसी ऐसे व्यक्ति/संस्थान/संस्था/संगठन के साथ परिचालन और अनुरक्षण अनुबंध करने की अपेक्षा की जा सकती है, जिसे समकक्ष अनुभव हो अन्यथा रियायत अनुबन्ध (कन्सेशन एग्रीमेन्ट) समाप्त किया जा सकेगा। इस व्यवस्था का सुझाव देते समय पृथक-पृथक क्षेत्रों/परियोजनाओं की आवश्यकताओं के अनुकूलन/संशोधन हेतु पर्याप्त लचीलापन प्रदान किया जाय।

(ख) वित्तीय क्षमता—

आवेदक के पास उस परियोजना की, जिस के लिए बोलियां आमंत्रित की जानी हैं, अनुमानित लागत के कम से कम 25 प्रतिशत के समतुल्य शुद्ध मूल सम्पत्ति (नेट वर्थ) होनी चाहिए। रुपये 500,00,00,000 (रु० पांच सौ करोड़) या उससे अधिक अनुमानित लागत की परियोजनाओं के मामले में, अपेक्षित शुद्ध मूल्य सम्पत्ति की आवश्यकता को समुचित रूप से कम, किंतु 15 प्रतिशत से अन्यून नहीं किया जा सकेगा। इससे यह सुनिश्चित किया जा सकेगा कि पूर्व अर्हता प्राप्त आवेदक के पास परियोजना का उत्तरदायित्व लेने के लिए पर्याप्त वित्तीय सामर्थ्य है।

(ग) पात्रता हेतु अनुभव—

किसी समूह (कन्सोरटियम) के सदस्य के पास, जो अर्हता हेतु अनुरोध के स्तर पर अनुभव या शुद्ध मूल्य रखने का दावा करे, समूह के न्यूनतम 26 प्रतिशत अंश होने चाहिए। ऐसा सुनिश्चित करने के लिए आवश्यक है कि केवल उन सदस्यों का अनुभव सुनिश्चित हो जिनका पर्याप्त हित दांव पर लगा हो, और कम अंशधारक सदस्यों का केवल पूर्व अर्हता में श्रेणीकरण के सुधार के लिए शामिल न किया जाए।

(घ) प्रस्ताव हेतु अनुरोध स्तर पर तकनीकी मूल्यांकन—

(एक) विभिन्न बोली लगाने वालों के तकनीकी प्रस्तावों में अत्यधिक भिन्नता हो सकती है। विविधता पूर्ण प्रस्तावों के मूल्यांकन में कठिनाई के अतिरिक्त ऐसे मूल्यांकन में यह भी अन्तर्निहित हो सकता है कि परिणाम आस्तियों और चयनित निविदादाता द्वारा प्रदान की जाने वाली सेवाओं का अवधारण सरकार द्वारा किए जाने के बजाए केवल तकनीकी बोली से ही मार्गदर्शित हो। तर्कसंगत रूप से सरकार द्वारा तकनीकी प्रतिमान निर्धारित किए जाएं और केवल वित्तीय बोली मांगी जाए, जिससे निविदादाताओं को परियोजना के डिजाइन और अभियन्त्रण में पर्याप्त लचीलापन रहे और साथ ही जो पूर्वनिर्धारित मानकों और विशिष्टियों के अनुरूप हों, जिसमें सेवा के परिणाम भी शामिल है।

(दो) असाधारण रूप से जटिल परियोजनाओं के मामले में, जहाँ परियोजना प्राधिकारी यह अवधारित करे कि बोली लगाने वाले द्वारा तकनीकी प्रस्ताव/योजना प्रस्तुत की जाए तो उसकी अपेक्षाएं विस्तार से विनिर्दिष्ट की जानी चाहिए और ऐसे प्रस्ताव/योजना योग्यता निर्धारण चरण या तो आरम्भिक आवेदन पत्रों के साथ या वित्तीय निविदा देने से पूर्व के मध्यवर्ती चरण में आमन्त्रित की जाएं। बोली लगाने के लिए केवल पूर्व अर्हता प्राप्त बोली लगाने वालों को आमन्त्रित किया जाय, जिसमें केवल वित्तीय प्रस्ताव प्रस्तुत करने के लिए आमन्त्रण होगा।

(13) परियोजना सम्बन्धी दस्तावेज तैयार करना—

(क) जिन दस्तावेजों को तैयार करना आवश्यक हो, उनमें अन्य बातों के साथ-साथ रियायत पाने वालों (कन्सेशनेयर) के साथ किए जाने वाले विभिन्न अनुबन्ध, जिनमें रियायतों की विस्तृत शर्तें तथा विभिन्न पक्षों के अधिकार और दायित्व शामिल हों। परियोजना सम्बन्धी यह दस्तावेज परियोजना के क्षेत्र और प्रकार के आधार पर भिन्न होंगे। लोक निजी सहभागिता में रियायतों से सम्बन्धित अनुबन्ध होगा जिसमें निजी पक्ष को दी गई रियायतों की शर्तें विनिर्दिष्ट की जाएं, और सभी पक्षों के अधिकार और कर्तव्य शामिल हों। विशेष आवश्यकतानुसार सहयुक्त अनुबन्ध भी किए जा सकेंगे।

- * (ख) प्रस्ताव हेतु अनुरोध अर्थात् वित्तीय बोली प्रस्तुत करने के लिए आमन्त्रण में साधारणतः उन सभी अनुबन्धों की एक प्रति होनी चाहिए जिन्हें सफल बोली लगाने वाले के साथ किए जाने का प्रस्ताव है। प्रस्ताव हेतु अनुरोध का प्ररूप तैयार करने के बाद प्रशासनिक विभाग, वित्तीय बोलियाँ आमन्त्रित करने से पहले व्यय वित्त समिति और सक्षम प्राधिकारी की अनापत्ति प्राप्त करेगा।

(14) व्यय वित्त समिति द्वारा अनापत्ति—

- (क) व्यय वित्त समिति की अनापत्ति प्राप्त करने के लिए समस्त परियोजना अनुबन्धों के प्ररूप और परियोजना रिपोर्ट के साथ प्रस्ताव की तीन प्रतियाँ अनुलग्नक-3 और 4 में विनिर्दिष्ट प्ररूप में प्रेषित की जाएं। व्यय वित्त समिति को निर्दिष्ट किए जाने से पूर्व, प्रशासनिक विभाग द्वारा विधि विभाग और अन्य सम्बन्धित विभागों के विचार प्राप्त कर लिए जाएं।

- (ख) व्यय वित्त समिति में निम्नलिखित होंगे :-

- (एक) प्रमुख सचिव/सचिव, वित्तअध्यक्ष
(दो) प्रमुख सचिव/सचिव, नियोजन.....सदस्य
(तीन) प्रमुख सचिव/सचिव, विधि.....सदस्य
(चार) परियोजना प्रायोजक प्रशासनिक
विभाग का प्रमुख सचिव/सचिवसदस्य

- (ग) यदि आवश्यक हो तो समिति विशेषज्ञों को सहयोजित कर सकेगी। व्यय वित्त समिति का कार्य नियोजन विभाग द्वारा किया जाएगा। इस प्रयोजन हेतु नियोजन विभाग में विशेष लोक-निजी सहभागिता प्रकोष्ठ स्थापित किया जाएगा।
- (घ) वित्त विभाग की अनापत्ति प्राप्त करने के पश्चात् प्रशासनिक विभाग कारोबार के नियमों के अनुसार सक्षम प्राधिकारी/शासन में समुचित स्तर से पूर्वानुमोदन प्राप्त करेगा।
- (ङ) सक्षम प्राधिकारी/समुचित स्तर से अन्तिम अनुमोदन प्राप्त कर लेने के पश्चात् वित्तीय बोलियाँ आमन्त्रित की जा सकेंगी।

पी0पी0पी0 विषयक परियोजनाओं पर अनुमोदन प्राप्त किया जाना

उत्तराखण्ड अधिप्राप्ति नियमावली 2008 का अध्याय- 6

CHAPTER-6

Public Private Partnership (P.P.P.)

66. Public-Private Partnership (P.P.P.)--

(1) A Department may in the interest of economy and efficiency, decide to outsource certain services being provided by the Government under a P.P.P. arrangement.

(2) The procedure for selection of the private partner shall be such as given in Chapter-4 (Procurement of Services) and Chapter-5 (Outsourcing of Services).

67. Public-Private Partnership (P.P.P.) in Infrastructure Projects--

(1) Public-Private Partnership (P.P.P.) in infrastructure projects typically involve transfer of public assets, delegation of governmental authority for recovery of user charges, private control of monopolistic services and sharing of risks and contingent liabilities by the Government. Protection of user interests and the need to secure value for public money, as such, demand a more rigorous treatment of these projects.

(2) Predictability and risk mitigation are key to successful Public-Private Partnerships. They shall require a framework that can assure the private investor of a market driven return at reasonable levels of risk, and the user of adequate service quality at an affordable cost. The nature of the risks and the involvement of many participants including project sponsors, lenders, Government agencies, and regulatory authorities, the terms of the project agreements as well as the tendering arrangements being complex, should involve detailed legal and contractual agreements that clearly set forth the risks, rewards and obligations of various participants.

(3) Applicability--

- (a) These guidelines will apply to all P.P.P. projects sponsored by Government Departments or State Public Sector Undertaking (PSUs), statutory authorities or other entities under their administrative control.
- (b) The procedure specified herein will apply to all P.P.P. projects with capital costs exceeding Rs. 5,00,00,000/- (Rs. Five crore) or where the underlying assets are valued at a sum greater than Rs. 5,00,00,000/- (Rs. Five crore)
- (c) P.P.P. projects with capital cost underlying asset value of less than Rs. 5,00,00,000/- (Rs. Five crore) shall be processed as per existing procedures. The Administrative Department shall seek the concurrence of the Finance Department and the Competent Authority before invitation of bids.

(d) Project identification--

The Administrative Department will identify the projects to be taken up through P.P.Ps. and undertake preparation of feasibility studies, project agreements etc. with the assistance of legal, financial and technical experts as necessary.

(4) Inter Departmental Consultations--

The Administrative Departments may, if deemed necessary, discuss the details of the project and the terms of concession agreement in an inter-department committee and comments, if any, may be incorporated or annexed to the proposal for consideration of the Government/Competent Authority

(5) In principle approval of Project--

The Administrative Department shall then seek clearance/concurrence of the Finance Department, Planning Department and from the Competent Authority/appropriate level in the Government as-per Rules of Business. While seeking clearance/concurrence of Planning/Finance Department, the Administrative Department, should provide information about the proposed project in Annexure I & II.

(6) Expression of Interest--

Following the 'in principle' clearance of Government/Competent Authority, the Administrative Departments may invite expressions of interest in the form of Request for Qualification (R.F.Q.) to be followed by short-listing of pre-qualified bidders.

(7) Two Stage Process--

The bidding process for P.P.P. projects is divided into two stages. The First stage is generally referred to as Request for Qualification (R.F.Q.) or Expression of Interest (EOI) The objective is to short-list eligible bidders for stage two of the process. In the second and final stage, generally referred to as the Request for Proposal (R.F.P.) or invitation of financial bids, the bidders engage in a comprehensive scrutiny of the project before submitting their financial offers.

(8) Request for Qualification (RFQ)--

The R.F.Q. process should aim at short-listing and pre-qualifying applicants, who will be asked to submit financial bids in the R.F.P. stage. The objective is to identify credible bidders who have the requisite technical and financial capacity for undertaking the project. In order to encourage greater participation from credible domestic and international investors, the R.F.Q. document should not require respondents to incur significant expense in preparing a response. The information sought for the purposes of pre-qualification should generally be restricted to technical and financial capabilities that are relevant to the project. Such information should be precise and quantified so that the process of short-listing is fair and transparent, and does not expose the Government to disputes or controversy.

(9) Number of bidders to be pre-qualified--

The number of bidders to be pre-qualified and short-listed for the final stage of bidding *i.e.* the R.F.P. stage needs careful consideration. On the one hand, the number should be adequate for ensuring real competition in bidding. On the other hand, a large number of short-listed bidders could dampen participation by serious bidders, thus diluting competition.

(10) About five pre-qualified bidders should be considered as an international best practice for securing high quality bids. In case short-listing is to be done for two or three projects at the same time, the number of short-listed bidders could be increased to 7 and 10 respectively. For this purpose, a fair and transparent system of evaluation at the R.F.Q. stage would be necessary.

(11) Specifying stringent pre-qualification criteria--

While stringent eligibility criteria would ensure pre-qualification of bidders well suited for the R.F.P. stage, it would also effectively reduce the number of qualified bidders. A balance, therefore, needs to be drawn for serving the objective of pre-qualifying a reasonable number of suitable bidders for the R.F.P. stage. The principles for determining the eligibility criteria such as technical and financial capacity should be formulated keeping these considerations in view.

(12) Evaluation Criteria--

The criteria for short-listing of bidders should be divided into technical and financial parameters as stated below :--

(a) Technical Capacity--

The applicant should have acquired sufficient experience and capacity in building infrastructure projects. This can be measured either from the construction work undertaken/commissioned by him, or from revenues of Build Operate Transfer (B.O.T.)/ Build Own Operate Transfer (B.O.O.T.) etc. projects, or from both, during the 5 years preceding the application date. Eligibility conditions, as necessary, may also be stipulated in respect of Operation and Maintenance (O&M) experience. The technical capacity of bidders can be assessed on the following parameters --

- (i) Project/Construction Experience--Experience on eligible projects in the specified sector or other core sectors should be considered for determining the technical capacity of the applicant.
- (ii) Operation and Maintenance (O&M) Experience--The applicant should have experience of five years or more in operation and maintenance (O&M) of projects in the specified sector. In the absence of such experience, the applicant may be required to enter into an operation and maintenance (O&M) agreement with an entity having equivalent experience, failing which the concession agreement would be liable to termination. While suggesting this arrangement, it is proposed to provide sufficient flexibility for modifying these requirements to suit the needs of individual sectors/projects.

(b) Financial Capacity--

Applicants should have a minimum net worth equivalent to 25% of the estimated capital cost of the project for which bids are to be invited. In the case of projects with an estimated cost of Rs. 500,00,00,000 (Rs five hundred crore) or more, the requirement of net worth could be suitably reduced, but should be no less than 15%. This would ensure that pre-qualified applicants have sufficient financial strength to undertake the project.

(c) Eligibility of Experience--

The members of the consortium, who claim experience or net worth in the R.F.Q. must hold at least 26% of the consortium's equity. This condition is necessary for ensuring that only the experience of those members who have a substantial stake is counted for the purposes of pre-qualification, and members with small equity holding are not added with the sole objective of improving the ranking in pre-qualification.

(d) Technical evaluation at the R.F.P. stage--

- (i) Technical proposals of different bidders could vary significantly. Apart from the difficulties in evaluating diverse proposals on a common set of parameters, such evaluation also implies that instead of the government determining the assets and services to be provided by the selected bidder, it is the technical bid that would tend to guide the outcome. Logically, the Government should set the technical parameters and ask for financial bids only, leaving sufficient flexibility for bidders to design and engineer the project in a manner that conforms to pre-determined standards and specifications, including service outputs.
- (ii) In case of exceptionally complex projects where the project authority determines that the bidders must submit their technical proposals/ plans, the requirements thereof should be specified in detail and such proposals/ plans should be invited at the qualification stage, either along with the initial applications or at an intermediate stage preceding the bid stage. Only pre-qualified applicants should be invited to participate in the bid stage, which shall only consist of an invitation to submit financial offers.

(13) Formulation of Project Documents--

- (a) The documents that would need to be prepared would, *inter-alia*, include the various agreements to be entered into with the concessionaire detailing the terms of the concession and the rights and obligations of the various parties. These project documents would vary depending on the sector and type of project. Typically, a P.P.P. will involve the concession agreement that will specify the terms of the concession granted to the private party and will include the rights and obligations of all parties. There could be associated agreements based on specific requirements.

- (b) Request of Proposals (R.F.P.), i.e. invitation to submit financial bids, should normally include a copy of all the agreements that are proposed to be entered into with the successful bidder. After formulating the draft R.F.P., the Administrative Department would seek clearance of the Expenditure Finance Committee (E.F.C.) and the competent authority before inviting the financial bids.

(14) Clearance by Expenditure Finance Committee(E.F.C.)

- (a) The proposal for seeking clearance of the Expenditure Finance Committee (E.F.C.) shall be sent in 3 copies in the format specified at Annexure-III & IV alongwith copies of all draft project agreements and the Project Report. Before reference to the Expenditure Finance Committee (E.F.C.), the views of the Law Department and other related Departments should have been obtained by the Administrative Department.
- (b) The Expenditure Finance Committee (E.F.C.) would comprise of the following :--
- (i) Principal Secretary/Secretary, Finance--Chairperson
 - (ii) Principal Secretary/Secretary, Planning--Member
 - (iii) Principal Secretary/Secretary, Law--Member
 - (iv) Principal Secretary/Secretary Administrative Department sponsoring the project--Member.
- (c) Committee may co-opt experts, if necessary. The E.F.C. would be serviced by the Planning Department. A special P.P.P. cell will be set up for this purpose in Planning Department.
- (d) After clearance of the Finance Department, the Administrative Department will seek the prior approval of the Competent Authority/appropriate level in Government as per Rules of Business.
- (e) Financial bids may be invited after final approval of the Competent Authority/appropriate level has been obtained.

एस.के. दास
S.K. Das



उत्तराखण्ड सचिवालय
Uttarakhand Secretariat
4, सुभाष मार्ग, देहरादून
4, Subhash Marg, Dehradun
Phone : (Off.) 0135-2712100
0135-2712200
(Fax) 0135-2712500

D.O. No. : 93/PPP Cell/2008

Dated : 13, June, 2008

My Dear Principal Secretary/Secretary,

As you are aware, Government of India has been promoting Public Private Partnership (PPP) to attract investment from private sector for meeting the fund deficit in infrastructure development and to capture the efficiencies of the Private sector.

The Government of Uttarakhand has signed an MoU with Department of Economic Affairs (DEA), Government of India for promotion of PPP in the State with following specific mandate among others.

- Set up a PPP cell which will act as advisor to all the departments in project structuring, appraisal, capacity building, project monitoring etc.
- To develop a robust shelf of projects amenable to PPPs.

To adhere to the following set of targets

- Bid out at least five(5) projects with total cost of Rs 1,250 Crores in 2008-09
- Bid out at least five(5) projects with total cost of Rs 1,500 Crores in 2009-10
- To prepare a "plan of PPP projects" in line with annual plan.
- To establish a "single window" approval framework

To put in place a sound legal policy and regulatory & institutional mechanism with transparent processes for licensing, financing and risk sharing.

In Uttarakhand various departments have taken a few initiatives for PPP. With the approval of Hon'ble Chief Minister, a PPP cell has been setup in the Department of Planning to plan, roll out and monitor PPP initiatives in the State.

The draft State PPP policy is also being prepared and will be sent to you soon for your valuable comments before seeking approval from competent authority.

The Government of Uttarakhand is also participating in the Technical Assistance (TA) programme from Asian Development Bank (ADB) through Department of Economic Affairs (DEA), Government of India. Under the TA, one PPP expert and one MIS expert from ADB have already joined the PPP cell for a period of three (3) years. These experts from ADB are integral part of the State PPP cell and would be engaged full time in PPP projects including Project Appraisal and Structuring, Systems Development, Awareness and Capacity Building, Monitoring and Evaluation etc.

Currently the PPP cell is housed in the Directorate of Economics and Statistics, 100/6 Nashville Road, Dehradun (Phone 2655572). The PPP cell would very soon be shifted to the Secretariat.

The PPP and MIS Experts are high valued consultants having immense expertise in their respective fields. The state government has to ensure that the services of these experts are creatively and optimally utilized. These experts will be separately interacting with you and your Head of the Department.

These experts from ADB would also be facilitating training and capacity building in your department. You are requested to identify and nominate officers/staff to carry out PPP assignments and ensure their stability in the department.

I would request you to ensure that all proposals related to PPP are routed through the PPP cell and direct the concerned officers of your department for continuous interaction with the PPP cell for development of potential PPP projects in your field.

I would like to apprise you that there exists funding schemes with Government of India for financing PPP projects viz Project Development Fund (PDF) and Viability Gap Fund (VGF). Additionally Government of Uttarakhand is finalizing a Viability Gap funding scheme to ensure viability of PPP projects.

As has been stated earlier, some sporadic efforts have been made in the State for taking up project in PPP mode by various departments and a number of models have been adopted – some qualifying as PPP and others not so. This is not to say that the State has not made any effort for PPP. What is now required is mainstreaming PPP in a big way. A list of some of the projects some already taken up and some under planning is enclosed (this is not an exhaustive list)

On June 3, 2008 a team from DEA headed by the Joint Secretary Mr Arvind Mayaram visited us to review the progress of PPP initiatives in the State. On June 5, 2008 a review meeting, in New Delhi was jointly conducted by ADB and DEA with PPP cells of fifteen (15) States which are participating in the ADB TA. It was observed in both these meetings that our State, in comparison to other states, is lagging behind in promoting PPP.

Meanwhile I would request you to kindly spare time to interact with PPP experts as & when contacted, direct HODs to do the same and provide data and information on PPP initiative if any, taken by your department, potential of PPP projects, earlier experience/views on PPP, challenges and comments including success stories urgently.

As a part of creating and maintaining a data repository as well, I would request you to provide all the information on ongoing and completed projects in PPP mode.

An early action will be highly appreciated.

Yours sincerely,

(S.K. Das)

Shri/Smt
Principal Secretary/Secretary
Department of
Government of Uttarakhand.

Copy to :

1. Additional Chief Secretary, Government of Uttarakhand
2. Principal Secretary (Finance), Government of Uttarakhand

(S.K. Das)

| Status of Various PPP projects in Uttarakhand as on Jun-08 | | | | | | | |
|------------------------------------------------------------|-----------------|----------------|-------------|-------------------------|----------|------------------------------------|-----------------------------------|
| Sector | Sponsor | Project Name | Proj Dev Co | Location | PPP Type | Project Cost / Output Rs Crores | Status |
| Projects under Development and Bidding stage | | | | | | | |
| Power | Dept of Power | Hydro Electric | UIPC | Nayar Valley | BOOT | 185.68 125 MW power | RFP being floated |
| Power | Dept of Power | Hydro Electric | UIPC | Purkul | BOOT | 13.04 1.20 MW power | RFP being floated |
| Power | Dept of Power | Hydro Electric | UIPC | Eastern Ramganga Valley | BOOT | 141.34 17 MW power | RFP being floated |
| Power | Dept of Power | Hydro Electric | UIPC | Sarju Valley | BOOT | 70.56 9 MW power | RFP being floated |
| | | | | | | 410.62 | |
| Projects under Development and Bidding stage | | | | | | | |
| Tourism | Dept of Tourism | Rope Way | UDeC | Kharsali- Yamnain | BOOT | 27.00 Tourist service | RFP being floated |
| Tourism | Dept of Tourism | Rope Way | UDeC | Dehradun-Mussoorie | BOOT | 786.00 Tourist service | RFP being floated |
| Tourism | Dept of Tourism | Rope Way | UDeC | Janki-Yamunotri | BOOT | 21.10 Tourist service | Project Report Prepared |
| Tourism | Dept of Tourism | Rope Way | UDeC | Munikerth-Kurapun | BOOT | 49.00 Tourist service | DPR Submitted |
| Tourism | Dept of Tourism | Rope Way | UDeC | Ramvira-Kadamath | BOOT | 70.00 Tourist service | Concession sanctioned |
| Tourism | Dept of Tourism | Rope Way | UDeC | Neeharth-Mukikerth | BOOT | 33.00 Tourist service | Concession sanctioned, Bidding On |
| Tourism | Dept of Tourism | Rope Way | UDeC | Snow View-Zoo | BOOT | 22.00 Tourist service | Land Acquisition underway |
| Tourism | Dept of Tourism | Rope Way | UDeC | Kasardevi-Almora | BOOT | 1.70 Tourist service | Land Acquisition underway |
| | | | | | | 1,009.80 | |
| Projects under construction/implemented | | | | | | | |
| Urban Development | DoUD | ISBT | | Dehradun | BOOT | 280.00 | Implemented |
| Tourism | Dept of Tourism | 5 Star Hotel | | Dehradun | | | Under Construction |

संख्या:- 208 /xxvii(7)/2008

प्रेषक,

सचिव

उत्तराखण्ड शासन

देहरादून।

सेवा में,

समस्त प्रमुख सचिव/सचिव

उत्तराखण्ड शासन

देहरादून।

वित्त अनुभाग-7

देहरादून, दिनांक 04 जुलाई 2008

विषय:- विभिन्न कन्सलटैन्सी कार्य (consultancy assignments) तथा प्रोजेक्ट डवलपमेन्ट कार्य (Project Development Work), को एकल स्रोत (Sole Source), अथवा नामांकन आधार (Nomination Basis) पर नहीं कराया जाना।

महोदय,

उपरोक्त विषय पर मुझे यह कहने का निदेश हुआ है कि उत्तराखण्ड शासन के अधिसूचना सं - 195/xxvii(7)/2008 दिनांक- 13/मई/2008 के द्वारा उत्तराखण्ड अधिप्राप्ति/प्रोक्योरमेन्ट रूल्स 2008 प्रख्यापित कर दी गई है। इस नियमावली में कंसलटेन्ट्स (Consultants) का चयन प्रतिस्पर्धा निविदा प्रणाली (Competitive Bidding System) के आधार पर किये जाने की व्यवस्था दी गई है। अतः अब sole source/ nomination basis पर विभिन्न कन्सलटैन्सी कार्य (consultancy assignments) तथा प्रोजेक्ट डवलपमेन्ट कार्य (Project Development Work) के कार्य देना राज्य के उत्तराखण्ड अधिप्राप्ति नियमावली 2008 (Uttarakhand Procurement Rules 2008) का उल्लंघन होगा। भविष्य में Consultants का चयन Uttarakhand Procurement Rules, 2008 के प्राविधानों के अनुसार Competitive Bidding System के आधार पर किया जाय।

उपरोक्त व्यवस्था राज्य सरकार की ज्वाइंट वेंचर (Joint Venture) पद्धति पर स्थापित संस्थाओं पर भी लागू होगी। तदनुसार भविष्य में ज्वाइंट वेंचर (Joint Venture) पर गठित संस्थाओं को sole source/nomination basis पर कार्य नहीं दिया जाय।

इस क्रम में मुझे यह भी अवगत कराने का निदेश हुआ है कि पी पी पी प्रोजेक्ट्स के लिए ड्रान्जैक्शन एडवाइजरस का पैनल तथा दिशा निदेशों से संबंधित आर्थिक कार्य विभाग, वित्त मंत्रालय, भारत सरकार के आदेश सं - 2/4/2007 - आइ एन एफ दिनांक 25/अक्टूबर/2007 (प्रतिलिपि संलग्न) को राज्य सरकार द्वारा अंगीकृत कर लिया गया है। साथ ही इस पैनल में यू0 आइ0 पी0 सी0 तथा यू0 डैक के नाम सम्मिलित किये जाने का निर्णय लिया गया है।

यह भी अनुरोध है कि कृपया उपरोक्त से अपने अधीनस्थ कर्मचारियों/अधिकारियों को अवगत कराते हुये उसका अनुपालन सुनिश्चित कराने का कष्ट करें।

मददीया,
(राधा रतूड़ी)
सचिव

संख्या:- 208 /xxvii(7)/2008, तद दिनांक

प्रतिलिपि निम्नलिखित को सूचनार्थ एवं आवश्यक कार्यवाही हेतु प्रेषित:-

1. स्टाफ आफीसर, मुख्य सचिव को मुख्य सचिव के अवलोकनार्थ।
2. निजी सचिव, अपर मुख्य सचिव को अपर मुख्य सचिव के अवलोकनार्थ।
3. समस्त विभागाध्यक्ष, उत्तराखण्ड।
4. आयुक्त, गढ़वाल/कुमाऊँ मण्डल।
5. समस्त जिलाधिकारी, उत्तराखण्ड।

आज्ञा से
(राधा रतूड़ी)
सचिव

2/4/2007-INF
Government of India
Ministry of Finance
Department of Economic Affairs
(PPP Cell)

New Delhi, the 25th October, 2007

OFFICE MEMORANDUM

Subject : Panel of Transaction Advisers for PPP projects – a guide for use of the Panel.

The undersigned is directed to refer to this Department letter of even number dated 22nd August, 2007 list of panel of Transaction Advisers and their contact details to assist the agencies concerned with identifying and retaining transaction advisers. A copy of "Panel of Transaction Advisers for PPP projects : A guide for use of the Panel" is enclosed herewith for use of the panel of Transaction Advisers.

V.K. Sikka
25/10/07
(V.K. Sikka)
Section Officer (PPP)

To

1. Central Ministries/Organisation
2. Chief Secretary of the State Governments and UT
3. Nodel Officers for PPP Projects
4. Firms/Consortia Empannelled as Transaction Advisers

Copy to :

Sr. PPS to FS
PPS to AS(EA)
PPS to JS(Infra)

170
संख्या...../पी.एस./प.स.वित्त/००
दिनांक.....२२/११/०७



भारत सरकार
GOVERNMENT OF INDIA

**Panel of Transaction Advisers
for PPP projects:
A guide for use of the Panel**

**Department of Economic Affairs
Ministry of Finance
Government of India**

2007

DISCLAIMER

The panel of pre-qualified Transaction advisors is neither exhaustive nor conclusive. Department of Economic Affairs, Ministry of Finance, Government of India reserves the right to review, modify, delete or add to the panel from time to time. The empanelment of Transaction Advisers by the Department of Economic Affairs, Ministry of Finance, Government of India is only an enabling provision. The line ministries and other project authorities can appoint Transaction Advisors by either seeking a financial bid from the pre-qualified Transaction Advisors empanelled by Department of Economic Affairs or after following the process of evaluation of qualifications and financial bid of the applicants. Furthermore, appointment of Transaction Advisors from this panel or otherwise, has no linkage to the Viability Gap Funding or the proposed India Infrastructure Project Development Fund of the Government of India.

Department of Economic Affairs, Ministry of Finance, Government of India expressly disclaims any and all warranties, express or implied, with respect to the service or any materials and products provided by the transaction advisers. In no event shall Department of Economic Affairs, Ministry of Finance, Government of India be liable for any direct, indirect, incidental, punitive, or consequential damages of any kind whatsoever with respect to the service, provided by the transaction advisers.

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1 Introduction

1.1 The Government of India has announced its intention to create an enabling environment for private investment in infrastructure. The Government of India has established the Committee on Infrastructure under the chairmanship of the Prime Minister of India to support this policy. The Government has also established a scheme for financial support to Public Private Partnerships (PPPs) where there is a gap between revenues which can be raised from user charges and the funds required.

1.2 Implementation of this policy will require that the agencies concerned at central, state and municipal government level have access to appropriate advisory support for the implementation of PPP transactions.

1.3 There has been a demand from some of the State Governments and its agencies raised in different fora for assistance in short-listing transaction advisers/consultants to eliminate delays in creation of shelf of projects and to prevent hiring of transaction advisers/consultants on nomination basis.

1.4 In response to this demand, the Government of India has established a panel of pre-qualified Transaction Advisers, hereinafter referred to as Panel. The Panel has the following characteristics:

- The Government has pre-qualified those firms who it has assessed are the most suitable for providing this advice, rather than pre-qualifying all firms who pass a minimum threshold.
- This Panel is available to all central, state and municipal governments who are undertaking or intending to undertake PPP transactions. However, it is advisable to procure financial, legal and technical expertise separately in the case of large projects such as port development or airport development projects where the project cost is very high.
- Panel members have skills and experience to provide both commercial/financial and legal services in support of PPP transactions. The possible scope of such services is described in section 3. Where specialist technical advice related to the sector concerned is required, this should be separately procured.
- Panel applicants have already been assessed as capable of providing transaction management services. (Subsequent appointment by the central, state and municipal government agencies should be on the basis of a financial proposal, against a defined scope of work.)
- Firms/ Consortia on the Panel will contract directly with the Sponsoring Authorities concerned for provision of transaction management services.

DEA should however be kept informed on the use being made of the Panel, and the performance of Panel members.

- The transactions may arise in urban waste-management, water, public transport, highways, education and health. However, use of the Panel is not restricted to these sectors

1.5 This Users' guide describes the processes and the tasks involved in appointing a transaction adviser for a PPP transaction using the Panel. Projects may be implemented Government Departments, project units, or agencies. These are collectively referred to as Sponsoring Authorities in this document.

2 · Role of the Panel

2.1 The Panel is intended to:

- streamline the tendering process for the engagement of transaction advisers for PPPs;
- enable fast access to firms that have been pre-qualified against relevant criteria; and
- ensure transparency and accountability through clear definition of the processes and the role and responsibilities of the agencies and the private sector.

2.2 All Central, State and municipal government agencies may access the Panel for the purpose of procuring transaction advisers for PPP projects.

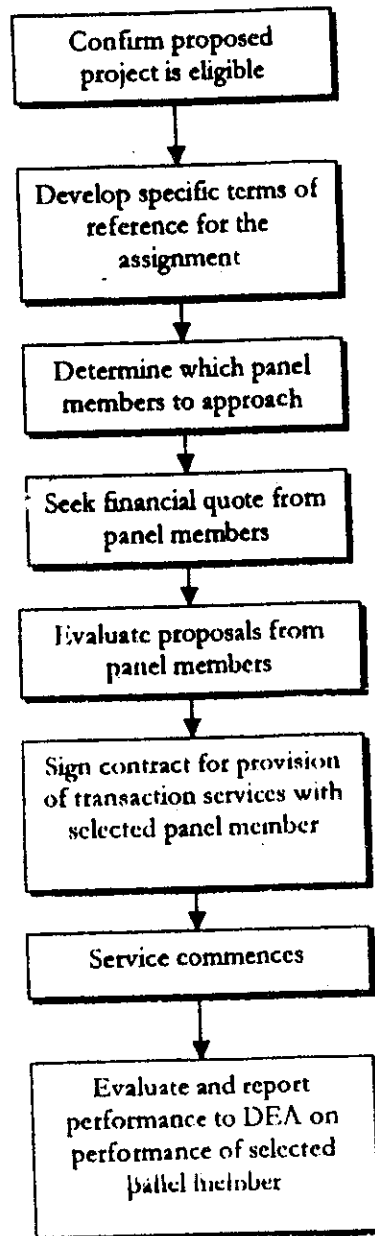
2.3 Where Sponsoring Authorities are seeking a quote from a Panel member, the Sponsoring Authority concerned should directly approach those members. A full listing of Panel members and their contact details is provided in section 4.

2.4 The Panel is valid for a period of two years. During this period Department of Economic Affairs (DEA) may remove firms from the panel if it concludes that they have not demonstrated adequate capability of providing the required services in a professional manner or add new firms, after due diligence. Any information on change to panel membership will be made available through DEA's website- www.pppinindia.com.

3 Step-by-step guide

3.1 Figure 1 provides a summary of the steps that Sponsoring Authorities need to take in determining whether the panel is applicable to their requirements, and (if it is applicable) in appointing panel members to act as transaction adviser.

Figure 1: Summary of steps in using panel consultants:



3.2 These steps are detailed below.

Step 1

3.3 Ensure the project meets the eligibility criteria

3.3.1 The Panel has been developed to provide pre-qualified transaction advisers for small to medium size PPP projects. The first step is to confirm that the project under consideration is a small to medium size PPP project.

3.3.2 The panel should not generally be used for projects with a capital cost exceeding around Rs. 250 crore (Rs. 2.5 billion). If the projected capital costs exceed that level, the panel is unlikely to be appropriate. The panel has sought integrated offers to provide both commercial/financial and legal advice. Larger projects will often use separate commercial/financial and legal advisers.

3.3.3 The Panel should be used for PPP projects. Broadly defined, a Project is based on a contract or concession agreement between a Government or statutory entity and a private sector company for delivering a service on payment of user charges.

3.3.4 Prior to using the Panel, the agency should confirm that the project under consideration meets the following conditions:

- A substantial capital investment (but not exceeding around Rs. 250 crore) in infrastructure will be required, to provide the services required under the project;
- Government facilitation is required, whether in purchasing the output, other direct financial support to the project's viability, or supporting inputs (such as land acquisition); and
- The concessionaire will be required to finance the project, and recover the capital costs over time, through user charges/annuities. Typical concession period is likely to be 15 to 30 years, and in some cases longer. A contract where the contractor receives payment for the capital cost at an earlier stage (such as on successful commissioning) and not based on life-cycle costs that include maintenance for the period, is not eligible.

The reason for limiting the Panel to projects of this kind is that they raise distinctive problems in their execution. The Panel of advisers has been selected on the basis of their capability to advise on projects of this kind, and their experience in doing so.

Step 2

3.4 Develop specific terms of reference for the assignment

3.4.1 The panel is intended as a source of advisers to assist with implementation of a transaction. The panel is not intended for use for preliminary analysis, for instance to determine whether the project is viable, and to determine whether it should be procured through a PPP contract or some other means.

3.4.2 The terms of reference for the assignment should relate to the successful execution of a PPP transaction.

3.4.3 There are many different stages at which the transaction adviser could become involved, and many different ways of allocating the tasks between the Sponsoring Authority and the transaction adviser. The transaction adviser needs to understand clearly what tasks they will undertake and what resources they will require, in order to provide a financial offer for undertaking the transaction. The terms of reference should therefore set out both what needs to be done, and the supporting inputs that will be provided by the Sponsoring Authority (or other advisers) and the role that the transaction adviser needs to play.

3.4.4 An indicative list of tasks that could be considered in developing the terms of reference includes:

- Interaction with the market, or conduct of formal market soundings, to confirm decisions on scope, timing and packaging of the transaction;
- Preparation of bid documents including but not limited to the Request for Proposals and the Contract for Services (Concession Agreement);
- Preparation of supporting information to assist bidders in preparation of their bid, and where relevant creation of a data base and management of access to the data base;
- Support to communication with the market and interaction with the market, including managing and responding to requests for clarification;
- Preparation of an evaluation plan, assistance with evaluation and preparation of evaluation reports;
- Assistance in negotiation with one or more parties prior to contract award;

- Monitoring and advice on bidder performance against any conditions precedent to financial close; and
- Management of other advisory inputs, and overall management of the transaction team, to ensure a successful conclusion.

3.4.5 Panel members have been selected on the basis of their capability and experience in discharging a lead role in transactions and providing commercial, financial and legal advice. They are unlikely to have detailed technical or engineering expertise. Where further technical advice is required, the technical advisers should be procured separately. The terms of reference should not include any tasks (such as detailed design of the technical specifications) which need to be undertaken by technical specialists. Generally this task is left to the contracted private party.

Step 3

3.5 Determine which panel member to approach

3.5.1 The firms/consortia on the Panel have been selected on the basis of their ability to provide transaction services. This is a skill which is applicable across all sectors. Where specialist technical expertise is required, this should be separately procured.

3.5.2 There may however be advantageous to use transaction advisers who have previously worked in the sector concerned. These advisers may bring a close familiarity with typical contract arrangements, the potential bidders and other knowledge which assists with undertaking the transaction.

3.5.3 The Panel has therefore sought an indication from panel members of the sectors in which they have previous experience in undertaking transactions. Each panel member has indicated whether they have experience in, - i.e., Urban waste management, Water, Public transport, Ports, Airports, Highways, Education and Health.

3.5.4 These sectors have been selected as ones in which PPP projects are likely to proceed. However, it is also intended that the panel can be used for other sectors as PPP projects develop in those sectors.

3.5.5 Before approaching Panel members, the Sponsoring Authority should carefully consider whether it wishes to seek advisers with previous expertise in the sector applicable to the project. This will reduce the number of eligible panel members, and therefore, reduce the number of competitors.

Step 4

3.6 Seek a proposal and financial quote from the selected panel members

3.6.1 Having identified the project for PPP structuring, the Sponsoring Authority should request a proposal (RFP) from all or at least five members of the Panel. The RFP should clearly define the tasks to be undertaken by the transaction adviser, the key deliverables, the timelines and the evaluation criteria. The RFP should also provide background on the project, how it is currently being managed, and (where relevant) the role of other advisers.

3.6.2 It is possible to structure the fee in two parts. The first part would be the lumpsum fee to be quoted by the Transaction Adviser as the financial bid (the bidding parameter), and would be released against pre-determined milestones. The second part, as an incentive, could be a predetermined success fee, payable on the project reaching technical close, i.e. on signing of the Concession Agreement by the prospective concessionaire for the PPP project. The quantum of the success fee, to be recovered from the Concessionaire, could be 50-100 percent higher than the cost of transaction actually incurred by the Transaction Adviser, excluding outsourced work, expenses incurred by the Sponsoring Authority and similar such costs. The percentage of return on the actual cost of transaction (say 50-100 per cent) should be specified in the RFP to enable the Transaction Adviser to determine his most competitive financial bid.

3.6.3 The proposal from the selected panel member should provide a detailed description of the resources that will be applied to the assignment, especially adequately experienced personnel, capable of and devoted to the successful accomplishment of work to be performed under the contract. The panel member must agree to assign specific individuals to the key positions and that, once assigned to work under this contract, key personnel shall not be removed or replaced without written notice to the Authority. If key personnel are not available for work under this contract for a continuous period exceeding thirty (30) calendar days, or are expected to devote substantially less effort to the work than initially anticipated, the panel member shall immediately notify the Sponsoring Authority, and shall, subject to the concurrence of the Sponsoring Authority, replace such personnel with personnel of substantially equal ability and qualifications.

3.6.4 The panel member should confirm that there is no conflict of interest in taking up this Transaction Advisory assignment. Sponsoring Authority

should take an undertaking from the tendering Panel member or consortia, that they/ their affiliates will not bid for/ rate the same projects.

3.6.5 In case the Panel member is a Consortium, change in composition of the Consortium shall not be permitted by the Sponsoring Authority.

3.6.6 In short the RFP should contain the following:

- (i) A letter of invitation
- (ii) Information to Consultants regarding the procedure for submission of proposal
- (iii) Terms of Reference (TOR)
- (iv) List of key position whose CV and experience would be evaluated
- (v) Standard formats for financial proposal.
- (vi) Proposed contract terms
- (vii) Procedure proposed to be followed for midterm review of the progress of the work and review of the final draft report.

Step 5

3.7 Evaluate proposals from panel members

3.7.1 The panel members have already been pre-qualified as capable of providing transaction services. A further technical offer and evaluation is not required. It is expected that appointment will be on the basis of a financial evaluation. However, the Sponsoring Authority, while evaluating should ensure that :

3.7.2 The panel member has confirmed its acceptance of the deliverables, has confirmed its capability and resources to meet the deliverables within the timeline set out in the RFP;

3.7.3 The panel member has confirmed that they face no conflict of interest in undertaking the assignment. A conflict of interest will arise if the panel member, or its parent company, is advising potential bidders for the PPP project, or if the panel member or its parent company is considering a debt or equity involvement in the project or is required to rate the proposed PPP project. It is, therefore, recommended that the Sponsoring Authority appointing the transaction advisers should ensure that such a conflict of interest does not exist or arise.

Step 6

3.8 Sign a contract with the successful panel member

3.8.1 Sponsoring Authorities using the Panel should note that they will be the party contracting with the Panel member. DEA has established the Panel, but will not be involved in any contracts between Sponsoring Authorities and Panel members.

3.8.2 After the completion of evaluation process and the selection of the preferred - panel member the Sponsoring Authorities must send a letter of appointment together with a contract of engagement.

3.8.3 The Sponsoring Authority will rely on the transaction adviser for managing the transaction up to the award of the PPP contract. It is of great importance that the contract clearly sets out:

- The role and functions of the transaction adviser and of other parties, key deliverables, timelines, and accountabilities;
- The basis on which the transaction adviser will be paid.;
- The reporting requirements to ensure the Sponsoring Authority is well informed on progress on the PPP transaction, and on any issues arising; and
- Probity requirements, including the need to actively monitor any possible conflicts of interest, and the need to maintain project confidentiality, supported by a Deed of Confidentiality.

3.8.4 DEA is separately providing advice on standard terms and conditions in a contract with a transaction adviser.

Step 7

3.9 Commencement of service

3.9.1 After signature of the contract, the transaction adviser can start work.

3.9.2 The Sponsoring Authority should ensure that a full and comprehensive briefing is provided to the transaction adviser, to assist an early and effective start on the assignment.

3.9.3 The Sponsoring Authority should also ensure that all relevant parties, including project staff within the Sponsoring Authority itself, other institutions involved in the project, and other advisers working on the project are informed of the appointment of the transaction adviser.

Step 8

3.10 Report performance to the DEA contract manager

3.10.1 The Panel has been established by DEA to assist agencies in identifying and retaining transaction advisers. It is of importance that DEA receives feedback on the performance of Panel members to ensure the ongoing quality, and the effectiveness of the Panel arrangement.

3.10.2 Agencies should inform DEA when a Panel member is appointed to provide transaction services and provide a report on performance after completion of the transaction adviser's assignment.

Transaction advisers for PPP projects: A guide for use of the panel

4 List of Panel of Transaction Advisers (Panel members)

| S. No. | Name of the Transaction Adviser | Address | Contact No.s/ e-mail | Contact person |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|
| 1. | Abacus Legal Group, India <u>Consortium partner:</u> Clayton Utz., Australia | B-226, 1 st Floor, Greater Kailash-1, New Delhi-110 048 | (011) 2923 4030/ 2923 4092/ 2923 6522 abacus@del2.vsnl.net.in | Shri Akshoy Rekhi 98110 43477 |
| 2. | CRISIL Infrastructure Advisory, India; <u>Consortium partners:</u> Verulam Consultants Private Limited, India; Amarchand & Mangaldas and Suresh A. Shroff & Co., India and Devesh K Shah & Co., India | CRISIL Limited, 121-122, CRISIL House, Andheri-Kurla Road, Andheri (East), Mumbai-400093 | (011) 52405194 | Mr. Sameer Gupta, Head- CRISIL Infrastructure Advisory 91 9350491051 |
| 3. | Deloitte Touche Tohmatsu India Private Limited, India; <u>Consortium partners:</u> Deloitte & Touche LLP, UK and Hemant Sahai Associates, India | Hansalya, Barakhamba Road, New Delhi-110 001 | 011 2331 5256 2331 3543 2331 5437 kamleshmittal@deloitte.co.in | Mr. Kamlesh Mittal 09811156820 |

Transaction advisers for PPP projects: A guide for use of the panel

| S. No. | Name of the Transaction Adviser | Address | Contact No.s/ e-mail | Contact person |
|--------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 4. | Ernst & Young Private Limited, India <u>Consortium partners:</u> Amarchand & Mangaldas and Suresh A. Shroff & Co | U&I, Plot No.47, Sector 32 Institutional Area, Gurgaon 122001 Regd. Office: 22, Camac Street, Block C, 3 rd Floor, Kolkatta-700016 | 0124 4644175 0124 4644050 Kuljit.Singh@in.ey.com | Mr. Kuljit Singh, Partner, Lead Advisory Services, Ernst & Young Private Limited, 98104 01207 |
| 5. | Feedback Ventures Private Limited, India; <u>Consortium partners:</u> Delhi Metro Rail Corporation (DMRC), India and Bankworld Inc., USA and Hemant Sahai Associates, India | Feedback House, 7, Local Shopping Centre, Panchsheel Park, New Delhi-110 017 | (011) 42007508 akhileshwar@feedbackventures.com | Mr. Akhileshwar Sahay, President, Government & Multilateral Advisory Services (GMAS) |
| 6. | Grant Thornton UK LLP, London, <u>Consortium partners:</u> U.K. Grant Thornton India Private Limited, India and Amarchand Mangaldas & Suresh A Shroff & Co., India. | Grant Thornton House, Melton Street, Euston Square, London, NW1 2EP, United Kingdom | 0044(0)870 324 2282 (Telefax) Glenn.stone@gtuk.com | Mr. Glenn Stone 0870 324 2282 Mr. Amit Jain, Senior Vice President, Government and Infrastructure Advisory, Grant Thornton, India 98717 44 226 |

Transaction advisers for PPP projects: A guide for use of the panel

| S. No. | Name of the Transaction Adviser | Address | Contact No.s/ e-mail | Contact person |
|--------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------|---------------------------------------------------------------------------|
| 7. | Infrastructure Development Finance Company (IDFC) Limited, India; <u>Consortium partners:</u> Infrastructure Development Corporation (Karnataka) Limited (iDeCK), India and Singhania & Partners, India | TC Centre, 3 rd Floor, 760, Anna Salai, Chennai-600 002 | 044 2855 9440 044 2854 7597(F) info@idfc.com cherian@idfc.com | Mr. Cherian Thomas, Senior Director - Advisory Services (011) 46006111 |
| 8. | Infrastructure Leasing and Financial Services (IL&FS), India; <u>Consortium partners:</u> IL&FS Infrastructure Development Corporation, India; IL&FS Education and Technology Services, India; Amarchand and Mangaldas & Suresh A. Shroff & Co. and Junnarkar & Associates, India | Infrastructure Leasing and Financial Services Limited, Regd Office: IL&FS Financial Centre, C-22, G Block, Bandra Kurla Complex, Bandra East, Mumbai-400051 | 011 4130 6726/27 prasanna.srinivasan@ilfsindia.com | Mr. Prasanna Srinivasan, Sr. Vice President, 98110 66728 |
| 9. | International Corporation | 50M, Niti Marg (Gate No.3) Chankyapuri, New Delhi-110 021 | (011) 4111 1018/ 1000 011) 4111 1001/02 (Fax) vbhagat@ifc.org | Mr. Vipul Bhagat, Manager, Infrastructure Advisory, South Asia |

Transaction advisers for PPP projects: A guide for use of the panel

| S. No. | Name of the Transaction Adviser | Address | Contact No.s/ e-mail | Contact person |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------|
| 10. | Pricewaterhouse Private Limited, India; <u>Consortium partners:</u> A.Y.Chitale & Associates, India and Singhania & Partners, India | Coopers & Lybrand Private Limited, Building 8, 7 th & 8 th Floor, Tower B, DLF Cybercity, Gurgaon-122 002. Regd office: Plot No.Y-14, Block EP, Sector V, Salt Lake Electronics Complex, Bidhannagar, Kolkata-700 091 | 0124 4620557 01244620000 (Board) 0124 4620620 (fax) vishwas.udgirkar@in.pwc.com | Mr. Vishwas Udgirkar, Associate Director |
| 11. | RITES Limited, India <u>Consortium partner:</u> Suri Company Law Firm, India | Regd Office: New Delhi House, & 27, Barakhama Road, New Delhi Corporate Office: Plot No.1, Sector 29, Gurgaon 122001 | 0124 2571666/ 0124 2818170 0124 2571630 / 0124 2571660 (F) skseth@rites.co.in info@rites.co.in | Mr. S.K. Seth, Group General Manager (Privatisation and Concession) |

NOTE:

1. There may be potential conflict of interest in case of panel members such as IL&FS and IDFC Limited are selected as the Transaction Adviser for a project for which they could be potential bidders. It is, therefore, recommended that the state governments/ local governments appointing the transaction advisors should take an undertaking from the selected consortia that they/ their affiliates will not bid for the same projects.
2. There may be potential conflict of interest in case the agencies with CRISIL consortia are selected as the Transaction Adviser for a project, where CRISIL is also required to rate the proposed PPP project.

प्रेषक,

श्री आलोक कुमार जैन,
प्रमुख सचिव,
उत्तराखण्ड शासन।

सेवा में,

समस्त प्रमुख सचिव/सचिव,
उत्तराखण्ड शासन।

वित्त (वे0आ0-सा0नि0) 07

देहरादून: दिनांक-०९ जनवरी, 2009

विषय:- लोक निजी सहभागिता (पी0पी0पी0) मोड के अन्तर्गत परियोजनाएं विकसित व संचालित किया जाना।

महोदय,

उपरोक्त विषयक मुख्य सचिव के अर्द्धशासकीय पत्र संख्या-04/xxvii(7)/2007 दिनांक 29 सितम्बर, 2007 तथा अर्द्धशासकीय पत्र संख्या-93/पी0पी0पी0 सेल/2008 दिनांक 13 जून, 2008 की ओर आपका ध्यान आकर्षित कराना है (प्रतिलिपियाँ संलग्न)। वित्त विभाग के पास उपलब्ध सूचना के अनुसार अभी तक राज्य के किसी भी विभाग द्वारा भारत सरकार की Viability Gap Funding (VGF) योजना (2005) अथवा Project Development Fund (PDF) का लाभ प्राप्त नहीं किया गया है।

इसी क्रम में अवगत कराना है कि उत्तराखण्ड शासन द्वारा कार्यालय ज्ञाप सं0 474/XXVII(7)/2008 दि0 17 दिसम्बर 2008, के द्वारा उत्तराखण्ड अवस्थापना व्यवहार्यता अनुदान योजना 2008 लागू कर दी गयी है। उक्त योजना के अन्तर्गत भारत सरकार की VGF योजना के साथ dovetailing करते हुये अतिरिक्त रूप से परियोजना लागत का 20 प्रतिशत तक की धनराशि दिये जाने की व्यवस्था की गयी है। यह धनराशि उन्हीं योजनाओं के अन्तर्गत दी जायेगी जिन पर भारत सरकार द्वारा स्वीकृति प्रदान की गयी होगी।

साथ ही उक्त योजना के अन्तर्गत उत्तराखण्ड शासन द्वारा पहली बार सामाजिक सेक्टरों के लिये भी वायेबिलिटी गैप फंडिंग की सुविधा दी गई है, जिसमें निजी सहभागी को निम्नानुसार वायेबिलिटी गैप फंडिंग की जायेगी:-

1. कुल परियोजना लागत का 33 प्रतिशत लेकिन अधिकतम रू0 10 करोड़।

2. पर्वतीय क्षेत्र अथवा अनुसूचित जाति/अनुसूचित जनजाति बाहुल्य क्षेत्रों में कुल परियोजना लागत का 50 प्रतिशत लेकिन अधिकतम रू0 15 करोड़।

समस्त विभागों से अनुरोध है कि वे उपरोक्त उत्तराखण्ड अवस्थापना व्यवहार्यता अनुदान योजना 2008 के अनुसार योजना का अधिक से अधिक लाभ उठायें। उक्त योजना का पूर्ण विवरण उत्तराखण्ड NIC की website <http://ua.nic.in/finance/> पर उपलब्ध है।

भवदीय,

(आलोक कुमार जैन)
प्रमुख सचिव, वित्त।

संख्या- 12 /xxvii(7)/2008, तददिनांकित

प्रतिलिपि निम्नलिखित को सूचनार्थ एव आवश्यक कार्यवाही हेतु प्रेषित:-

1. समस्त विभागाध्यक्ष, उत्तराखण्ड।
2. आयुक्त कुमाऊँ तथा गढ़वाल मण्डल।
3. समस्त जिलाधिकारी उत्तराखण्ड।

आज्ञा से,

(राधा रतूड़ी)
सचिव, वित्त।