

Request for Proposals for Project Management Services for the AgResults Foot and Mouth Disease Advance Market Commitment Project

Date: February 22, 2019

From: AgResults Secretariat

To: Vendor

Subject: Request for Proposals (RFP) to provide Project Management for AgResults Foot and Mouth Disease Advance Market Commitment Project

RFP Link: <https://agresults.org/news-and-blog/10-blog/125-rfp-foot-and-mouth-disease-pm>

The Secretariat of AgResults (“Secretariat”) invites your organization to submit a proposal (“Proposal”) to provide project management services in accordance with this Request for Proposals (“RFP”) for the AgResults Foot and Mouth Disease (FMD) Advance Market Commitment Project (“Project”).

The Project is an advance market commitment project that is part of the AgResults initiative financed by the governments of Australia, Canada, the United Kingdom and the United States, and the Bill & Melinda Gates Foundation. For more information about AgResults, please visit www.AgResults.org.

The Project is a six to eight-year, results driven, pay-for-results (PfR) mechanism project in East Africa (Burundi, Ethiopia, Kenya, Rwanda, Tanzania, and Uganda) designed to encourage the development and uptake of an improved vaccine tailored for the needs and requirements of East Africa. The project will promote the development of an improved FMD vaccine, suitable for use in East Africa. This involves increasing vaccine production and regional purchases to create market stability while also encouraging the development of a private sector model for buying and distributing to complement public sector efforts. This is expected to produce potential increases in net income for smallholder farmers resulting from improved animal health.

The Secretariat expects to award a Fixed Price Contract to the organization(s) hired for the services detailed in this Request for Proposals (RFP) for a Base Period of three years with one Option Extension Period of five and a half years:

- **Base Period:** July 1, 2019, to June 30, 2022
- **Option Period:** July 1, 2022 to December 31, 2027

Proposal procedures and instructions follow this letter in Appendix 1 and are incorporated herein and are made a part hereof. By submitting a Proposal and the required completed and signed “Anticorruption Compliance Certification” (Appendix 5), you will have consented to the terms of this RFP, including the proposal procedures and instructions.

Please note the deadline for receipt of proposal, with all required signatures, including a completed and signed Anticorruption Compliance Certification, is due no later than 1700 Hrs. US Eastern Time (US ET) on **April 8, 2019**. Proposal documents should be submitted in one email to info@agresults.org. Please indicate “**FMD Project Manager RFP**” in the subject line of the email. Other important timelines for this RFP are shown in Appendix 1.

The AgResults Secretariat will review and evaluate proposal submissions using the evaluation criteria specified in Appendix 4 of this RFP and the Secretariat will select the organization(s) at its sole discretion. The selected organization(s) will be notified in writing. Notwithstanding the notification by the AgResults of the contemplated award, no work shall commence prior to the issuance and signature by the AgResults Secretariat of a Project Management Agreement. AgResults reserves the right to select any number of applying organizations or not to select any organization. The AgResults Secretariat reserves the right to award a contract for all or a portion of the work required, issue more than one contract, or to not award a contract.

We look forward to working with you on this opportunity. Should you have any questions or comments please direct them to info@agresults.org. We appreciate your responsiveness and look forward to a mutually beneficial business relationship.

Sincerely,
/s/
Rodrigo Ortiz
Secretariat Lead Consultant

Appendices:

1. Proposal Procedures and Instructions
2. AgResults Background
3. Terms of Reference
4. Proposal Requirements
5. Anti-Corruption Compliance Certificate
6. Labor Pricing Template

Appendix 1 Proposal Procedures and Instructions

1. Proposal Procedures and Instructions

This section of the RFP provides the general procedures and instructions the Offeror is expected to follow in completing its response and submitting the Proposal.

1.1. Proposal Format and Content

Offerors shall submit the following clearly identified two components with numbered and ordered subsections in the Proposal that match those subsections detailed in Appendix 4 “Proposal Requirements”:

1. Technical Proposal and
2. Price Proposal

Clarity and completeness are of the utmost importance in your Proposal, as your organization’s capabilities can only be considered when properly documented within the Proposal.

1.2. RFP Schedule of Events

- a) **Deadline for Proposals**, with all required signatures, including a completed and signed Anticorruption Compliance Certification, is no later than 1700 Hrs. US Eastern Time (US ET) on **April 8, 2019**. Proposal documents should be submitted in one email to info@agresults.org. Please indicate “FMD Project Manager RFP” in the subject line of the email.
- b) **Questions** concerning the Project or this RFP may be submitted by Offerors at any time, but no later than 1700 Hrs. US Eastern Time (US ET) on **March 8, 2019** to info@agresults.org. Please indicate “FMD Project Manager RFP” in the subject line of the email.
- c) **Answers** to timely-received questions will be posted on the AgResults website no later than 1700 Hrs. US Eastern Time (US ET) on **March 13, 2019**. Answers to questions will be posted on <https://agresults.org/news-and-blog/10-blog/125-rfp-foot-and-mouth-disease-pm>
- d) The Secretariat expects to award the FMD Project Management contract on or about **June 3, 2019** with an expected contract start date of **July 1, 2019**.

Please be advised that late Proposal submissions may be considered non-responsive and may be excluded from evaluation and award consideration.

1.3. Anticipated Contract Type and Period of Performance

The Secretariat expects to award to the selected Project Manager a Fixed Price Contract for the Project management services detailed in this RFP for a Base Period and Option Period:

- **Base Period:** July 1, 2019, to June 30, 2022
- **Option Period:** July 1, 2022 to December 31, 2027

If the Secretariat, at its sole discretion, decides to exercise any of the Option Periods, the Secretariat will inform the Project Manager no later than 30 days before the start of the Option Period if it will be exercised.

Payment for the Project Management organization's services under the contract will be made by the AgResults' Financial Trustee. The Trustee reserves the right to withhold from payments any taxes or similar fees as may be required by applicable law.

1.4. Terms of Reference

See Appendix 3.

1.5. Proposal Validity Period

The Offeror's Proposal must remain valid for one hundred and twenty (120) days after submission and the validity period of 120 days must be noted in the Offeror's Proposal cover letter.

1.6. Responsibility for Compliance with Legal Requirements

The Offeror's products, services, and facilities must be in full compliance with all applicable laws, regulation, codes, standards, and ordinances, regardless of whether or not they are referred to by the Secretariat.

1.7. Proposal-Related Incurred Costs

The Offeror will be responsible for all costs incurred in preparing or responding to this RFP. All materials and documents submitted in response to this RFP become the property of the Secretariat and will not be returned. This RFP will in no way obligate the Secretariat to compensate any Offeror for costs associated with the preparation of its Proposal.

1.8. Reservation of Rights

This RFP does not commit the Secretariat to award a contract, to pay any costs incurred in the preparation of a Proposal in response to this request, or to procure or subcontract for services or supplies. The Secretariat reserves the right to cancel this procurement at any time without prior notice. The Secretariat may require the Offeror to participate in discussions, solely at the Secretariat's discretion, and to submit such monetary, technical or other revisions of their Proposals that may result from such discussions. Offerors do not have the right to protest or seek a claim based on the Secretariat's exercise of its discretion or judgment in evaluating or awarding a contract arising from or relating to the Proposal. The Offeror expressly waives any and all rights and remedies under any civil action arising from or related to the submittal of a Proposal.

1.9. Rejection of Solicitation Response

The Secretariat reserves the right to reject any or all responses received or any part thereof, on any basis or for any reason to accept any response or any part thereof, or to waive any informalities when deemed to be in the Secretariat's best interest.

1.10. Taxes

Any applicable taxes that may be levied in connection with the Services in any jurisdiction will be the responsibility of the selected Project Manager and are deemed to be included in the Offeror's proposed fixed price or fixed unit prices. The Secretariat

cannot confer any special tax- or duty-free status to the Project Manager and the work is not exempt from any taxes or duties.

1.11. Evaluation Criteria

Proposals will be evaluated and ranked by the Secretariat in the order in which they represent, in the Secretariat's sole discretion, the best value for AgResults. Greater weight will be given to the technical services than to price, but price (value for money) remains an important determinant for selection. Evaluation of the Proposals may include the following criteria (not in any particular order):

- a) The Offeror's demonstrated ability to perform the requested services and to scale up the provision of services in the event that additional Competitors or Buyers are invited to participate in the Project.
- b) The management team proposed to carry out the scope of work.
- c) Past performance of similar or relevant services in the region.
- d) The price and value for money of the requested services.
- e) Compliance with the terms set forth in this RFP.

1.12. Compliance with Anticorruption Laws

By submission of the Proposal, the Offeror represents and warrants that, in connection with this solicitation, the Offeror and any person or entity acting on its behalf has complied, and will continue to comply, with the U.S. Foreign Corrupt Practices Act (15 U.S.C. Section 78dd-1, et. seq.) as amended ("FCPA"), and all other applicable anticorruption laws, rules and regulations. As a general description, the FCPA prohibits corruptly offering or providing money, gifts or anything of value, to foreign (i.e., non-U.S.) officials for the purpose of obtaining or retaining business, or to secure an improper advantage. Other applicable anticorruption laws may also prohibit bribery of foreign officials or commercial counterparties. The Offeror, if awarded the Project Management contract, must notify the Secretariat immediately of any suspected or known violation of this warranty.

1.13. Anticorruption Compliance Certification

The Offeror is required to submit a completed and signed Anticorruption Compliance Certification (see Appendix 5).

1.14. Confidential Information

Notwithstanding any agreements, including any separate nondisclosure agreements, already in place between the parties, the Secretariat assumes no obligation regarding confidentiality of all or any portion of a Proposal or any other material **except** that the Secretariat may not disclose any portion, which the Offeror clearly designates as containing proprietary information by affixing the following paragraph **on the title page**:

"This proposal, where explicitly marked, includes data that shall not be disclosed outside of the AgResults Initiative and its respective advisors, consultants and contractors, and shall not be used or disclosed—in whole or in part—for any purpose other than to evaluate this proposal. If, however, a contract is awarded to this Offeror as a result of—or in connection with—the submission of this proposal, the Secretariat shall have the right to duplicate, use, or disclose the data to the extent provided in the resulting contract. This restriction does not limit the Secretariat's right to use information contained in this data if it is obtained from another source without restriction."

The Offeror will mark **each sheet** of data it wishes to restrict with the following: *“Use or disclosure of data contained on this sheet is subject to the restriction on the title page of this proposal.”*

Notwithstanding the foregoing, the Offeror agrees that its Proposal, including any portion containing confidential information, may be shared by the Secretariat with AgResults’ Financial Trustee, the AgResults’ Steering Committee and any or all Contributors to the AgResults Trust Fund. The Offeror’s Proposal may also be disclosed to third parties if required by order of a court, administrative agency or governmental body, or by any law, rule or regulation, or by subpoena, or any other administrative or legal process, or by applicable regulatory or professional standards; provided, however, that, to the extent permitted by applicable law, the Secretariat would use reasonable efforts prior to such disclosure to notify the Offeror and allow the Offeror to seek a protective order to restrict or narrow the disclosure in accordance with applicable law.

Appendix 2

AgResults Background and Project Scope of Work

1. AgResults Background

The AgResults initiative (“AgResults”) is a US\$147 million multilateral initiative financed jointly by the governments of Australia, Canada, the United Kingdom, the United States, and the Bill & Melinda Gates Foundation (each, a “Contributor”). AgResults seeks to increase private sector investment in food security and agriculture globally. AgResults establishes “pay-for-results” - economic incentives, or grants, that are provided to implementing organizations after achieving specific outcomes, where private sector investment is absent or hindered due to market uncertainties. In doing so, AgResults goes beyond traditional aid “push mechanisms” that provide funding, technical assistance, or other inputs to create development impacts. Instead, AgResults finances pay-for-results projects that define a development problem and pay only for development outcomes achieved. AgResults is currently implementing projects in East Africa, Nigeria, Vietnam, as well as a global Brucellosis project.

Several different bodies are involved in implementing the AgResults Initiative:

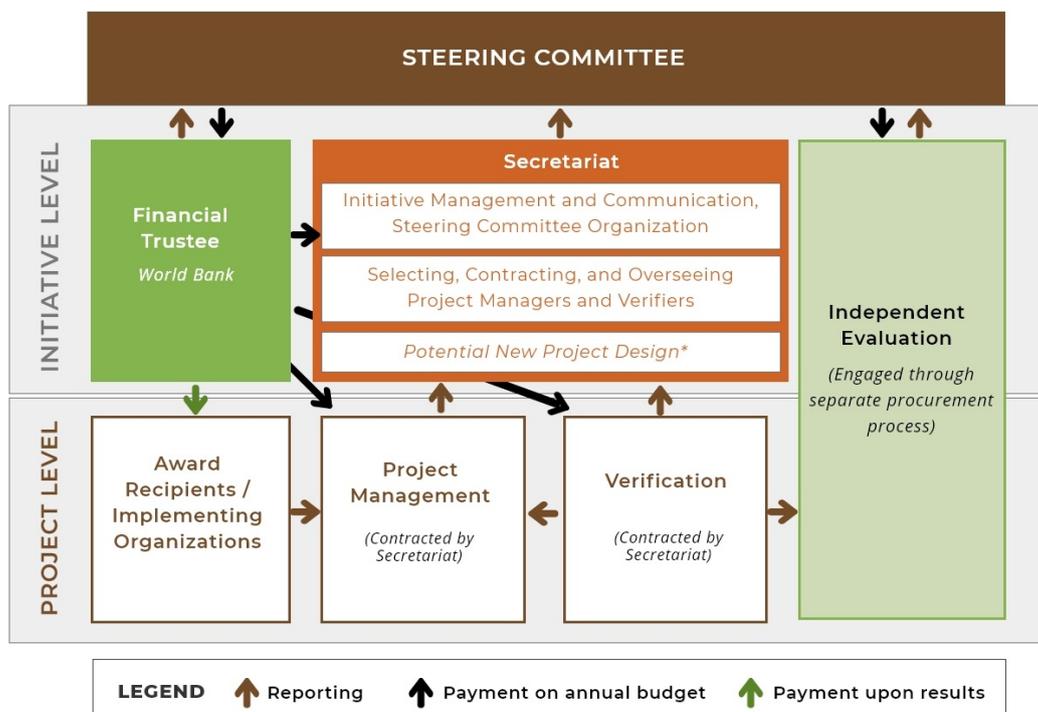
- A **Steering Committee**, comprised of donor organization representatives and the Trustee, makes strategic decisions.
- The International Bank for Reconstruction and Development serves as the **Financial Trustee** of the AgResults initiative and, among other things, manages donor contributions in a trust fund, makes payments of the grants or prizes to the Competitors, and contracts with the AgResults Secretariat and Independent Evaluator.
- Deloitte Consulting LLP is the current AgResults Secretariat and is responsible for designing new projects as well as oversight and monitoring of the approved AgResults projects’ implementation. The Secretariat contracts the services of the Project Manager.
- **Competitors** are organizations that participate in the Project and receive performance-based grants or prizes if the results are achieved and verified. In case of the Foot and Mouth Disease Vaccine Project, the Competitors are pharmaceutical companies that are able to research, develop, register and commercialize vaccines for FMD in East Africa and that will participate in the Project.
- A Challenge **Project Manager** manages implementation of the specific project as well as all verification work.
- A Sales **Verifier** verifies, determines and certifies whether Competitors have achieved the sales results they report and that are required for the payment of the Advance Market Commitment (AMC) subsidies.
- In the case of the Foot and Mouth Vaccine Project, a panel of 5 scientific, commercial and animal health registration technical experts will be proposed by the Challenge Project Manager and approved by the AgResults Steering Committee. For the purposes of this Agreement, the Verifier will be also referenced as “**The Judging Panel**”. They will serve as a technical verification panel at the end of the vaccine development stage of the Project: a) verifying registration compliance with the Project competition Rules, b) verifying results of periodic (2 times per year) vaccine quality studies conducted by specialized organizations (Pirbright or the African Union

Panafrican Veterinary Vaccine Centre (AU-PANVAC), and interpreting the contest rules in the case of disputes.

- The Steering Committee has also contracted with **Abt Associates** to serve as an **Independent Evaluator** of certain AgResults Projects to measure impacts and to compare AgResults Projects to traditional, “push mechanism” development approaches.
- In addition, the Project Manager selects, subject to the prior approval by the Steering Committee, and then engages and works with a **Technical Committee** of 3-5 industry experts to provide technical and advisory expertise and guidance to the Challenge Project Manager, the Secretariat and the Steering Committee. The Technical Committee is not a decision-making body, but provides important advice for Project launch and implementation.

The relationship among the key parties is illustrated below:

Figure 1: AgResults Key Parties



Appendix 3 Terms of Reference

1. Project Manager Period of Performance

The Secretariat expects to award to the selected Project Manager a Fixed Price Contract for the Project Management services detailed in this RFP for a Base Period and Option Periods:

- **Base Period:** July 1, 2019, to June 30, 2022
- **Option Period:** July 1, 2022 to December 31, 2027

If the Secretariat, at its sole discretion, decides to exercise any of the Option Periods, the Secretariat will inform the Project Manager no later than 30 days before the start of the Option Period if it will be exercised.

Payment of the Project Manager's services under the contract will be made by the AgResults' Financial Trustee. The Trustee reserves the right to withhold from payment any taxes or similar fees as may be required by applicable law.

2. Project Manage Scope of Work

2.1 Project Overview

Through an Advance Market Commitment (AMC), the Foot and Mouth Disease (FMD) vaccine Project (the "**Project**"), aims to encourage the development and uptake of an improved vaccine tailored for the needs and requirements of East Africa. For the effects of this RFP and this Project, the Advance Market Commitment represents the subsidy provided to FMD vaccine buyers to encourage the increased purchase of the vaccine.

There are two stages of this AMC: a) product development and b) project implementation.

The product development stage will focus on the production of an East African FMD vaccine and rests heavily on the interest and participation of pharmaceutical companies able to research, develop, register and commercialize animal health vaccines for FMD. During the vaccine development stage, the Project will focus on encouraging vaccine development and registration in East Africa. Success will be measured when (a) manufacturer(s) has successfully registered their product through the East African Mutual Recognition Registration Procedures (MRP), or individual country registration procedures if the MRP is not fully in place, and has had the product tested for quality and compliance with the Project's Target Product Profile (TPP) with the appropriate verification entities (Pirbright or AU-PANVAC). The conclusion of the vaccine development phase will happen no sooner than two years after the project has been launched, but no later than four years after project launch. Additional manufactures may join the project at any time after the conclusion of the vaccine development stage, up to one year prior to the project conclusion. All manufacturers and their products are required to adhere to the eligibility requirements throughout the life of the project.

During the product development phase, the Project Manager will meet with the vaccine manufactures to increase their participation and answer any questions as they prepare to join the project. The Project Manager will also liaise with public and private sector buyers (private

veterinary businesses, agro-vet distributors, dairy/meat cooperatives and commercial and medium scale farmers) in each of the participating East African countries to increase awareness and encourage participation in the upcoming AMC.

During the project implementation phase, the Project Manager will work with public and private sector vaccine buyers in East Africa to coordinate their purchases of the vaccines that have been deemed eligible to participate by the Judging Panel. Sales of the eligible vaccines will be audited by the verification entity. Once sales have been audited, the Secretariat based upon the verifier’s reports will issue payment requests to the Trustee for payments directly to the competitors based on the terms established in the competition rules.

The Project will be a cost-share AMC and the selected Competitor companies (expected to be large and mid-sized animal health pharmaceutical companies with experience in development and marketing of Foot and Mouth Vaccines will be eligible to receive monetary prizes in accordance with the competition Rules for selling the project-approved vaccine in participating East African countries. The prize competition will begin after the completion of the product development stage.

The first Competitor that successfully registers an FMD vaccine in East Africa, within two to four years of the product development start date, and is determined by the Judging Panel to have met the TPP, will trigger the project implementation phase. During this phase, companies with an authorized registration will be eligible to receive the cost-share AMC prize during each year of the competition. The cost share AMC prize will be on a sliding scale during the 4.5 years of the implementation phase.

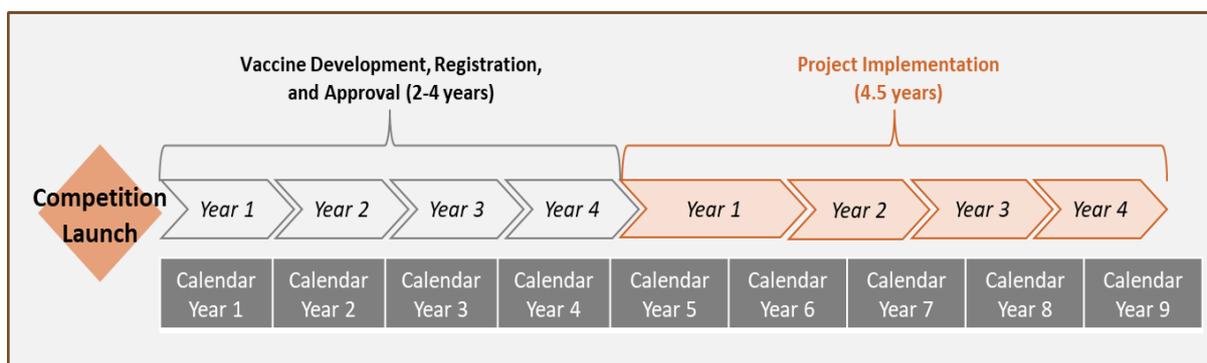
Figure 2: Overview of Foot and Mouth Disease Vaccine Project

Stage	Stage 1: Product Development	Stage 2: Project Implementation
Description	<ul style="list-style-type: none"> Eligible Competitors will begin the development of an improved FMD vaccine, suitable for use in East Africa Successful registration of a vaccine and applications that meet the criteria established in the Competition Rules will be reviewed and approved by the Judging Panel to participate in the competition, subject to the Steering Committee’s approval. The approved selected Competitors will enter into stage two. 	<ul style="list-style-type: none"> Competitors increase production and sales of the vaccine to participating East African governments and private sector buyers. The proposed participating countries are: Ethiopia, Uganda, Rwanda, Kenya, Tanzania and Burundi. The AMC PM will support government and private sector buyers through a cost-share at decreasing levels of support over the course of the four years to motivate the buyer to increase purchases of the vaccine. The AMC PM develops a private sector model for buying and distributing FMD vaccines to complement public sector efforts Establish the country vaccine allocations and determine if countries need additional vaccines from the regional pool.

Stage	Stage 1: Product Development	Stage 2: Project Implementation
Duration	~ 2 to 4 years	4.5 years
Prize Value	Entry into the stage 2	Cost-share funding a portion of the sale cost of the vaccine on a decreasing scale

The project will occur in two phases over the course of 6 to 8.5 years, with Project Implementation and cost-share funding support occurring in the latter half of the project.¹

Figure 3: Project Timeline



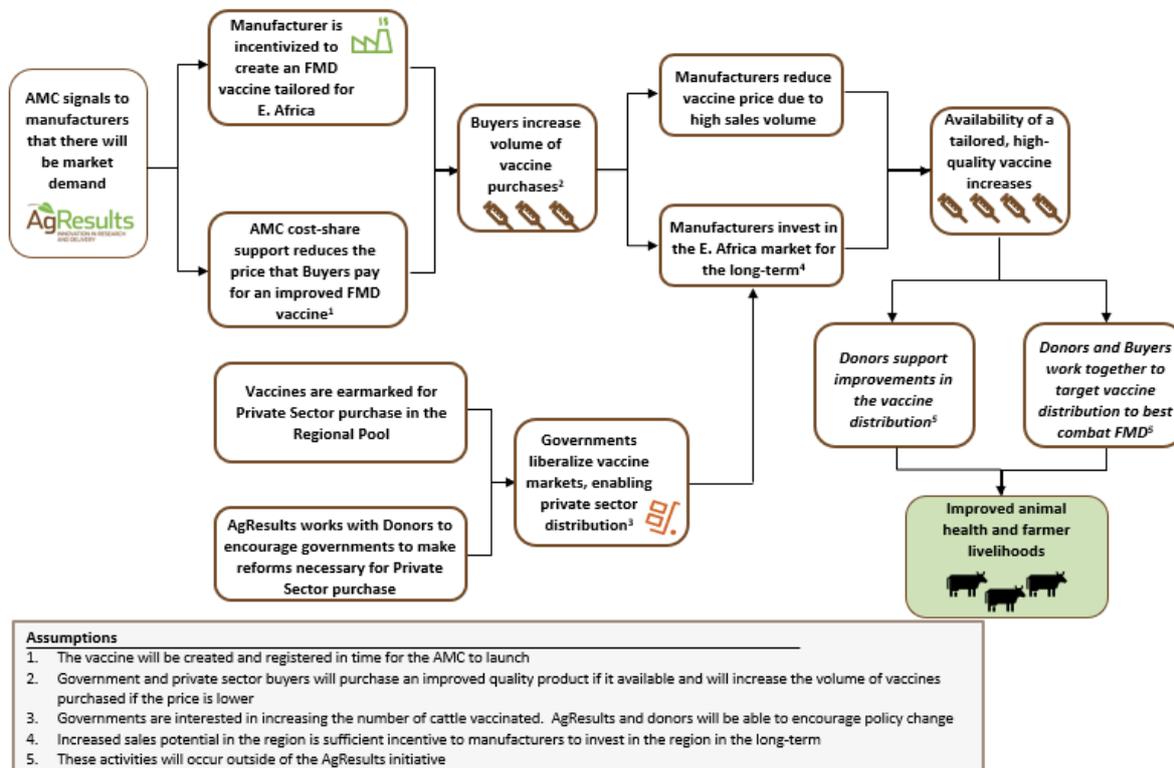
The project has allocated a maximum of 4 years for manufacturers to complete product registration. The project implementation phase will begin once a manufacturer has successfully registered a vaccine in a participating country and it has been approved by the Judging Panel. However, it will begin no sooner than two years after the competition is launched to allow new market entrants' sufficient time for product development. If no manufacturer has communicated that they have begun the registration process by the end of year 3, AgResults has the right to cancel the project.

After project implementation has begun, new manufacturers may continue to apply to be included in the AMC throughout the life of the project. Manufacturers may apply to participate in the AMC until month six of year 3 after project launch to enable time for application review as well as 1 full year of participation in the AMC prior to the close of the project.

The Project's Theory of Change is outlined in the below figure:

¹ Year 1 of Project Implementation will span a duration of 1.5 years to allow for slow initial uptake or delays in initial vaccine registration

Figure 4: Project Theory of Change



2.1.1 Stage 1 – Product Development

During the Product Development stage, the Project Manager in collaboration with the Technical Committee will finalize and launch the Target Product Profile (TPP), which establishes the conditions for vaccine eligibility. This will be coordinated by the Secretariat but subject to final approval by the AgResults Steering Committee.

2.1.1.1 Target Product Profile

FMD vaccines seeking inclusion in the AgResults Cost-Share AMC must meet the following TPP as a critical first step for the launch and implementation of the AgResults Cost-Share AMC.

2.1.1.2 Vaccine Registration

FMD vaccines seeking inclusion in the AgResults Cost-Share AMC must achieve registration through the Mutual Recognition Procedure (MRP) and pass Pan African Veterinary Vaccine Center of African Union (PANVAC) or the World Reference Lab for FMD (WRL) test for FMD vaccine quality. To ensure that the product will be authorized for sale and distribution in the majority of participating countries, manufacturers must register products through the MRP process or individual country registration procedures if the MRP is not fully in place. As of February 15, 2019, Ethiopia is not a signatory to the MRP. Therefore, any manufacturer that would like to access the AgResults Cost-Share AMC in Ethiopia must also pursue a single country product registration in Ethiopia in addition to the MRP. Manufacturers, as part of the

registration process, must submit their product to PANVAC or the World Reference Lab for FMD (WRL) for testing at their expense.

2.1.1.3 Buyer Engagement

During the Product Development stage, the Project Manager will monitor changes in disease, political, and enabling environments that could influence country participation by working closely with the vaccine buyers and helping them understand the AMC requirements and encourage participation. Buyers will consist of public (government) and private (private veterinary businesses, agro-vet distributors, dairy/meat cooperatives and commercial and medium scale farmers) sector entities. The Project Manager will hold frequent meetings with the buyers during this period and support potential buyers in fostering demand by providing information on the forthcoming vaccine. The Project Manager will hold meetings for vaccine manufactures to meet with potential buyers to establish linkages and to discuss coordination on future purchases with manufacturers and buyers to facilitate the process during project implementation. During these meetings, the Project Manager will provide instruction to manufactures and buyers how to track purchases/sales required for the verification process.

2.1.1.4 Government Engagement

The Project Manager will landscape the current policies and develop an innovative mechanism to support FMD policy development by engaging in policy enabling activities with the six potential East African governments. The Project Manager will develop a plan tailored to each country with the key stakeholders to increase the volume of FMD vaccines purchases, and allow the private sector to purchase and support private sector purchases of the vaccine. Government engagements will target the policy makers to influence policies and increase the funding allocated to purchasing FMD vaccines. The Project Manager will hold regular meetings in the six potential East African countries (Burundi, Ethiopia, Kenya, Rwanda, Tanzania, and Uganda), to engage in policy enabling activities with the governments and explain the benefits for increased purchases and opening up to private sector purchases. The Project Manager will submit meeting summaries in their quarterly reports as well as provide trip report summaries to the Secretariat to help track their progress.

2.1.2 Stage 2 – Project Implementation

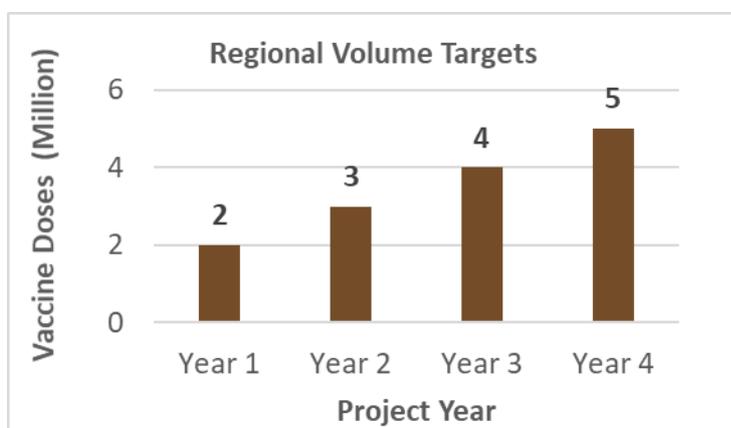
Throughout the length of Project Implementation, AgResults will fund a portion of the sale cost of vaccines purchased by participating East African government and private sector buyers, for a target volume of vaccines sold at no more than the maximum price [TBD].² AgResults, through the Trustee will provide all payments directly to manufacturers.

² Participating government and private sector buyers must commit each year to funding the remaining portion of the sale cost for a set volume of vaccines (that increases each year). The maximum price will be set by the technical committee prior to the launch of the project.

The maximum price per dose will remain constant throughout Project Implementation. In the event that vaccines from multiple manufacturers are approved for inclusion in the AMC, manufacturers may compete on price, but may not charge above the maximum price articulated by the competition rules.

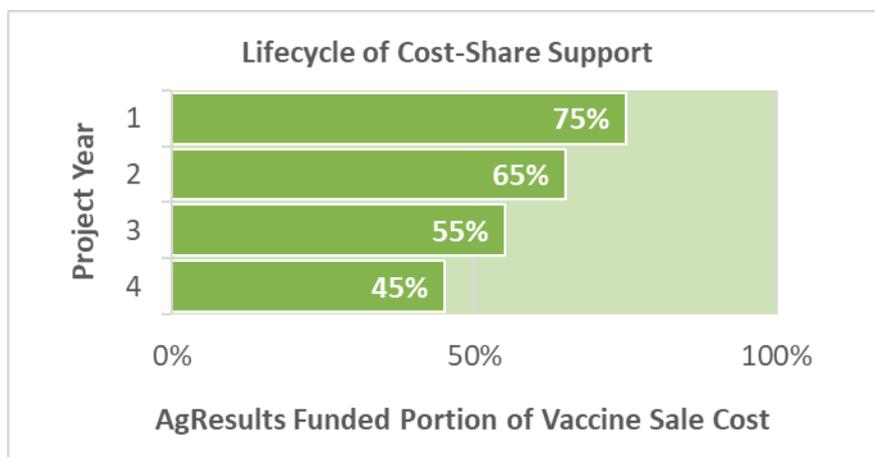
The Regional Target Volume for each year of project implementation are detailed in Figure 5. The region refers to six countries in East Africa: Burundi, Ethiopia, Kenya, Rwanda, Tanzania, and Uganda, the number of countries may decrease if countries decide not to participate. Other countries in the region that are outside of this targeted set of countries will be able to purchase the vaccine directly from manufacturers but will not receive cost-share support from AgResults.

Figure 5: Regional Volume Targets



During Project Implementation, the AMC will support government and private sector buyers through the cost-share at decreasing levels of support over the course of the four years, as detailed in Figure 6. AgResults will fund a large share of the sale cost in initial years to encourage buyer participation and will reduce the portion of the vaccine price that it funds to help buyers prepare for price adjustments that will occur after the project has closed. To allow sufficient time to foster participation in the AMC, Year 1 of Project Implementation will last 18 months (spanning into the first half of calendar Year 6).

Figure 6: Lifecycle of Cost-Share Support



During Product Development, the Project Manager will determine and allocate the individual country reserve volumes of vaccines each year and make available additional doses for purchase through a regional pool. In the event that a country in the region wants to purchase more than the amount allocated in its country specific reserve, it may request additional vaccines from the Regional Pool, as detailed in Figure 7. The Regional Pool is designed to maintain the regional target volume requested by the manufacturer each year; supporting the long-term attractiveness of the market by signaling to manufacturers that there is stability in demand. The Regional Pool will be open to public and private sector buyers and they are able to request additional cost-share support for vaccines from the Regional Pool at any time throughout the year; example of the Regional Pool is detailed in Figure 8. The Regional Pool volume for each year will be set after each country is allocated their individual vaccine allotment, the Regional Pool volumes will be based on the remaining amount of vaccine that were not allocated to the countries. For example: In year 1 the Manufacturers have requested a minimum of 2 million doses of sale, of the 2 million doses 1.3 million will be distributed to the six participating countries based on their demand, their purchasing history, and their cattle population. The remaining 700,000 doses will be placed in the Regional Pool and made available to the buyers if they need additional doses. The majority of the regional pool is available for use by any buyer; however, to encourage governments to create a regulatory environment that supports private sector involvement in vaccine distribution, 35% of the pool will be set aside for private sector only which in year one would equate to 245,000 doses.

Figure 7: Regional Volume Targets

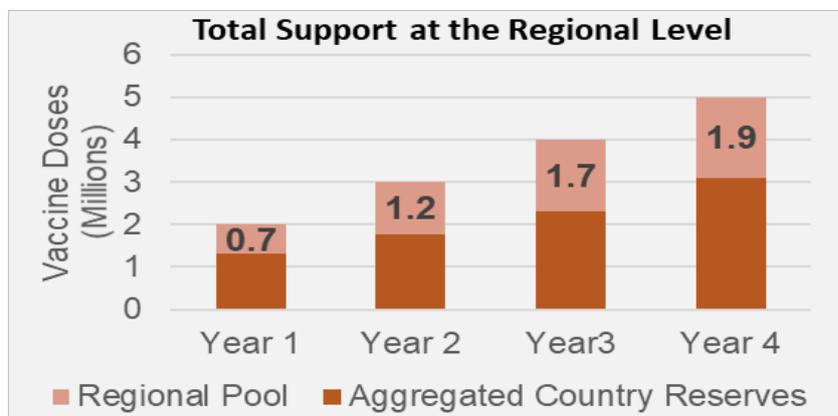
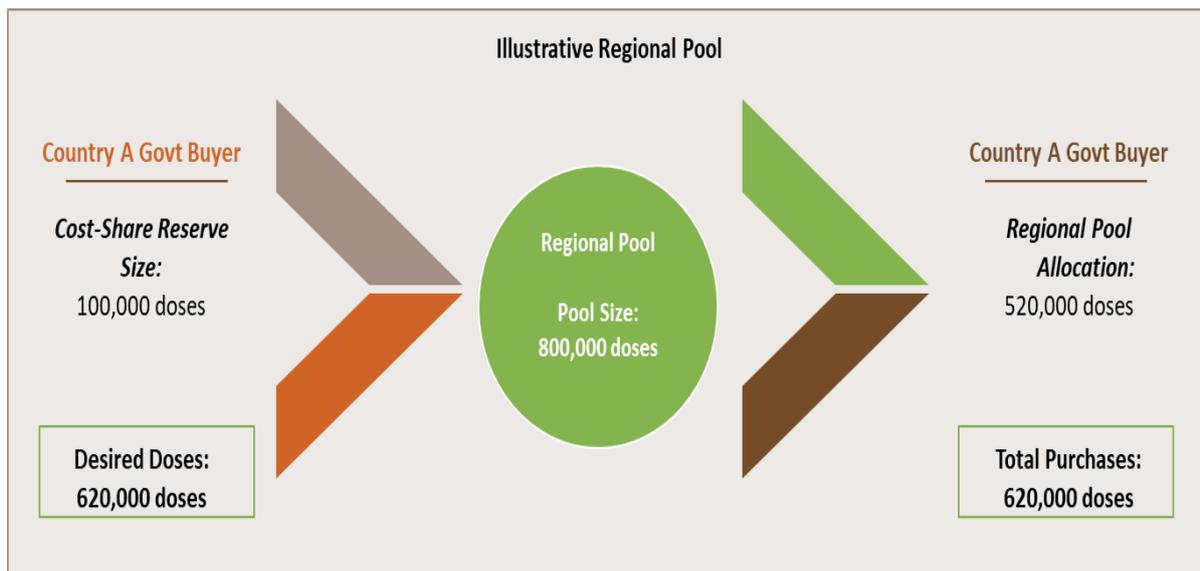


Figure 8: Illustrative Regional Pool



2.2 Project Manager Structure and Organization

2.2.1 General Role Description

The Project Manager will manage the Project's implementation, in close coordination with the Secretariat, and will collaborate with the Steering Committee as required or appropriate. The Project Manager will be responsible to perform the services in accordance with this Agreement and will be accountable to the Secretariat. The Project Manager will be based in East Africa (or have the ability to immediately register and work in one of the target countries Kenya, Uganda, and Ethiopia) and the Team Leader and the Buyer Relations Lead must be based in East Africa full-time.

2.2.2 AgResults Project Manager Team—Key Personnel Roles and Responsibilities

The following are the roles and responsibilities of the key personnel positions for the Project Manager Team. The key personnel are essential to the successful performance of the Project. All staff filling these key personnel positions are subject to approval by the AgResults Secretariat and may be replaced only with equivalent or greater personnel with the Secretariat's prior written approval, in accordance with Section 3 of the Agreement. The key personnel are:

- a) The Team Leader, c) The Buyer Relations Lead, b) The FMD Expert, d) members of the Technical Committee, and e) members of the Judging Panel

2.2.3 Team Leader

The Team Leader will be responsible for management of day-to-day Project activities and the quality delivery of all the Project Manager team's work. The Team Leader will ensure that all tasks and activities are performed in a timely, professional manner, subject to appropriate review and approvals by the Secretariat, and that deliverables and other work products related to the Project will be clear, well thought out, complete and thoroughly checked for quality

control. The Team Leader will be assisted in his tasks by a Project Technical Officer and Project Administrator.

Specifically, The Team Leader's responsibilities will include the following:

- a. Assess and validate the Project design, to ensure alignment to the stated goals and objectives of the AgResults program.
- b. Develop Annual Work Plans to be submitted to the Secretariat for review and approval consideration as specified in Section 1(d) of the Agreement.
- c. Monitor and ensure that the Project Annual Work Plan is implemented.
- d. Prepare and submit Quarterly Performance Reports to track, identify and inform the Secretariat of all completed, in-flight and forecasted Project activities, and to propose Work Plan adjustments if needed. Quarterly Performance Report is due on the last business day of every three months of performance.
- e. Identify and proactively report to the Secretariat on potential opportunities or problems that could impact Project implementation or the reputation risk of the Project, AgResults, the Secretariat or any other AgResults entity. The Team Leader should employ critical thinking to troubleshoot solutions, and recommend appropriate solutions, responses and next steps to the Secretariat before taking action.
- f. Monitor and supervise the Project implementation, including, without limitation, for misuse of funds and fraud, implement misuse and fraud avoidance management processes.
- g. Manage annual lessons-learned exercises and submit the summary of these exercises to the Secretariat on a yearly basis.
- h. Ensure quality verbal and written reporting on Project operations as required.
- i. Maintain neutrality in all aspects of the facilitation of the Project, including impartiality toward the Competitors, and eschew influence by any pre-existing personal or professional relationships that would create an actual or perceived bias or unfair advantage for a Competitor or other stakeholder.
- j. Coordinate and provide support as needed to the Independent Evaluator (Abt Associates) to harmonize work plans and facilitate the Independent Evaluator's work, in order to meet the objectives of its work along with those of the Project.
- k. Ensure that Project deliverables are met on a timely basis and keep the Secretariat informed of all delays or changes to the timeline.
- l. **Judging Panel:** Coordinate the formation, terms of reference of and subsequent meetings of the Judging Panel (the Team Lead will not be a member of the Judging Panel). In the event that a Judging Panelist resigns, the Team Leader will find an appropriate replacement for steering committee approval. Ensure that the Judging Panel members comply with all insurance and liability requirements. Ensure that the members of the Judging Panel are eligible to serve on and contribute to the respective Panel and do not face conflicts of interest, and otherwise comply with the requirements of this Agreement.
- m. **Technical Committee:** Coordinate the formation, terms of reference of and coordinate with the Technical Committee on technical questions throughout the course of the Project. In the event that a Technical Committee Member or Judging Panelist resigns, the Team Leader will find an appropriate replacement for steering committee approval. Ensure that the members of the Technical Committee are eligible to serve on and contribute to the Committee, do not face conflicts of interest, and otherwise comply with the requirements of this Agreement.

- n. Oversee selection of legal support services for the development of the finalization of the AMC rules (the “Rules”) and manage inputs from the legal service provider.
- o. **Competitors:** Manage and oversee the Competitor sourcing, sign-up process and contracting with the Competitors. Meet with buyers to coordinate purchase and help develop a timeline with manufacturers and buyers. Support potential buyers in fostering demand by providing information on the forthcoming vaccine. Develop a transparent dispute resolution mechanism for the Competitors and other Project participants and coordinate dispute resolution.
- p. Assisted by the Buyer Relations Lead or the FMD Industry Expert (as appropriate), travel to each country to coordinate activities and attend government meetings on a regular basis. Convene meetings with potential government participants to encourage and confirm participation. Engage in policy enabling activities for improved government policies that support the private sector purchases of FMD vaccines through policy landscaping, stakeholder meetings, and evidence review for facilitating policy improvement. Engage government and private sector buyers to build interest in participation.
- q. **Communications:** Ensure effective stakeholder engagement, public outreach and communications. Communicate as needed with the Competitor companies, the Technical Committee and the Judging Panel on matters of Project operations, including vaccine registration and report regularly to the Secretariat.
- r. Maintain neutrality in all aspects of the facilitation of the Project.
- s. **Verification Oversight**
 - a. Collaborate with the Secretariat in the development and/or finalization of the verification process, as well as help with drafting the terms of reference for the Verifier organization(s).
 - b. Assist the Secretariat with identifying Verifier candidates.
 - c. Once contracted by the Secretariat, a significant component of the Team Leader’s work will be to oversee and check all work done by the Verifier(s) hired for quality and sales verification services.
 - i. Prepare a verification oversight plan, oversee, and perform spot checks of the sales audit tasks that the verifier organization will perform.
 - ii. Validate and quality audit the sterility and potency tests that the Verifier will conduct on samples to ensure that they match the initial product submitted by the Competitor.
 - d. The Team Leader will develop, in collaboration with the Verifier organization(s), any necessary template(s) for data to be collected from the Competitors.
 - e. Liaise closely with the Project Verifier(s) to ensure consistency in work plan development, reporting, and to advise on verification processes with necessary.
 - f. Manage the verification of purchases by Buyers and requests for allocations from the Regional Pool.
 - g. Collect and submit order confirmation to the Secretariat, indicating the companies that should receive a payment and the payment amount based on the sales verification report.
 - h. Manage the day-to-day activities of the sales and quality verifiers and monitor their progress.
- t. Provide operational support including: administrative tasks, communications and reporting, outreach and research as may be required through the Project Administrative Assistant.
- u. Lead the coordination of AMC and Project close out.

- v. Perform other duties as assigned and needed by the Secretariat or the Steering Committee.

2.2.4 Technical Officers

2.2.4.1 Buyer Relations Lead (main counterparty to governments, private sector, EUFMD)

- a. **Experience Requirements:** The Buyer Relations Lead is required to be a Livestock Policy and Commercial Development expert ~~and can be an individual or a subcontractor~~. Experience working with government(s) in East Africa on FMD control efforts especially related to government budgets and public-sector procurement of animal health vaccines in East Africa. Experience in regulation of veterinary products is highly desired. Ensuring that necessary budgets are available at key purchase milestones. An understanding of policy development and change processes in general and animal health, in particular in the target countries and the region. An ability to analyze and advocate within the political economies of animal health service delivery and more widely. Experience of policy development using evidenced based approaches and policy research (preferably in the animal health or production area).
- b. **Skill requirements:** Strong facilitation, communication and inter-personal skills, which ensure solutions among stakeholders which are backed with a commitment to implement them. Ability to effectively advocate for policy change when supported by evidence with engagement with and facilitation of multi-stakeholder dialogues. Familiarity with the development and use of policy tools such as advocacy papers and policy briefs which support policy makers in reviewing and revising policy frameworks. Capacity to understand animal health/ FMD vaccination including the technical, logistical and administrative elements of organizing a vaccination campaign. Past engagement with these topics as they relate to the target policy work. An ability to undertake and clearly present numeric and economic analysis. Ability to play the role of a fair broker between public and private sectors.
- a. **Policy and Enabling Environment Improvement:** Policy landscaping and development of innovative mechanisms to support FMD policy development. The Buyer Relations Lead is required to come up with plans for the related policy work that are tailored to the needs of each country and what other stakeholders such as EU-FMD, FAO, national and regional regulatory authorities and AU-IBAR are already doing. Engage in policy enabling activities for improved government policies that support the private sector purchases of FMD vaccines. Monitor changes in government policies around regulation of veterinary vaccines and FMD control.
- b. **Buyer relations:** Manage the individual country allotments of the regional purchase target, reserving a set quantity for use by specific countries for the private and public sector. Manage the requests for the additional vaccines and allocate additional purchases through the regional pool. Submit meeting summaries in the Project Manager quarterly reports as well as provide trip report summaries to the Secretariat to help track progress. Assume responsibility for day-to-day interactions with Government Officials, private sector buyers, competitors. Convene meetings with potential government participants and private sector participants to encourage and confirm participation. Support potential buyers in fostering demand by providing information on the forthcoming vaccine.
- c. **Stakeholder Engagement:** This position will facilitate meetings with the public and private sector buyers, Competitors, and oversight of the vaccine purchases and

- distribution. Responsibility for day-to-day interactions with Government Officials, policy makers, regulators, and donors. Raise awareness of the upcoming AMC among East African buyers. Ensure effective stakeholder engagement and relations, public outreach and communications. Provide administrative support to AMC buyers as they adjust to purchasing vaccines through the AMC mechanism and use the regional pool.
- d. Serve as Acting Team Leader when the Team Leader is absent.
 - e. Support the Team Leader and the Secretariat to define and adjust strategic and operational plans in order to achieve AgResults and project objectives.
 - f. Provide inputs to the Team Leader who will draft, write and submit all program reports and deliverables. Assist in checking that all deliverables are complete and to quality standards.
 - g. Support operations, particularly weekly, monthly and quarterly reporting.
 - h. Travel to each country to coordinate activities and government meetings on a quarterly basis.
 - i. Coordinate and provide support as needed to the Independent Evaluator (Abt Associates) to harmonize work plans and facilitate the Independent Evaluator's work, in order to meet the objectives of their work along with those of the Project.
 - j. In support of the Team Leader, liaise with project stakeholders including Technical Committee, Judging Panel, Competitors, Verifier, public and private sector buyers, and government officials.
 - k. Support the Team Leader as needed with verification oversight, annual work plan development and implementation, and in the preparation of all deliverables for the Secretariat.
 - l. Ensure quality verbal and written reporting on Project operations as required.
 - m. Ensure that Project deliverables are met on a timely basis with quality standards.
 - n. Perform other duties as assigned.

2.2.4.2 FMD Industry Expert (main counterparty to animal health companies, PANVAC)

- a. The FMD Industry Expert is required to be a FMD expert and can be an individual or a subcontractor with strong technical experience and understanding of FMD vaccines
- b. Recognized network and connections within the FMD research or commercial community
- c. Experience working with or for R&D units of animal health companies focused at least in part on Africa
- d. Expat expert available part time (year 1: 100 days, year 2: 100 days, year 3: 60 days)
- e. The FMD Industry Expert will monitor progress with vaccine development by the competitor companies and monitor the vaccine registration process
- f. Responsible for helping to develop and implement the Project work plan, meeting quality work standards and ensuring that project deliverables are met on a timely basis.
- g. Assist the Team Leader to develop an Annual Work Plan to be submitted to the Secretariat for consideration within 30 days of each new project year.
- h. Commission and develop communications materials for use with potential Buyers and vaccine users on the potential benefits of participation in the AMC.
- i. Manage the day-to-day interactions with the Competitors, coordinating closely with the Team Leader and Secretariat, and regularly reporting to the Team Leader and Secretariat for the successful delivery of activities during the first stage. During stage 1, the Technical Lead will be responsible for administrative and coordination related tasks, including outreach to manufacturers and buyers to encourage participation, negotiation of a maximum price with manufacturers, coordination of application reviews, and support of awareness building efforts among manufacturers.

- j. Meet with buyers to validate and coordinate purchases and help develop a timeline with manufacturers and buyers for orders; to be done 2x per year, with orders required by set dates.
- k. Work with AU-PANVAC or the OIE World Reference Laboratory for FMD to provide support in collecting two batch samples per company per year to conduct sterility and potency tests on the samples to ensure that they match the initial product submitted.
- l. Provide research and academic and industry information to the Project regarding the present state of FMD vaccine development each semester.
- m. Perform other duties as assigned.

2.2.5 Technical Committee

The Technical Committee will be a 3 to 5-person body that will be convened and formed by the Project Manager Team Leader and must receive the approval of the Steering Committee through the Secretariat. The Committee will be responsible for management of technical Project activities and the delivery of technical input and advisory to all phases and activities during the Project lifecycle. The Technical Committee will provide the Project Manager with feedback and technical consultation on topics related to Foot and Mouth Disease, vaccine development and other Project related topics. Due to the significant change in the project scope of work, the Project Manager can update and remove Technical Committee member as need in each phase. The Project Manager will propose Technical Committee members for review and approval by the Steering Committee through the Secretariat. Members of the Technical Committee are not full-time resources, but may be required to allocate considerable time and effort around times requiring technical input (e.g., finalization of the Target Product Profile and technical support). The Technical Committee should meet as required and should also be available for phone or email consultation with the Project Manager.

Specifically, the Technical Committee's responsibilities will include the following:

- a. Act as the main liaison between the Team Leader and the Judging Panel of experts, specifically in helping coordinate Judging Panel verification activities.
- b. Provide technical inputs or reviews to the Project Manager and/or the Secretariat regarding the Project Manager's deliverables, including the Annual Work Plan, Annual Reports, Quarterly Reports, Lessons Learned, public outreach and marketing materials and stakeholder engagement, and other ad-hoc requests as they arise.
- c. Coordinate and work with the Project Manager's legal support to provide technical advisory and inputs for the competition's Rules and any non-disclosure or other contractual arrangements between the Project Manager and any of the Competitors, Judging Panel, or the Technical Committee connection with the Project.
- d. Coordinate and work with the Team Leader to define and/or validate the technical requirements of the vaccine's TPP, as well as specific evaluation criteria to be used in the verification of Competitors vaccine.
- e. Provide technical advisory inputs into the identification and mitigation of risks in the course of project operations, including, without limitation the dispute resolution and funds misuse and fraud avoidance management processes.
- f. Identify potential fraud or malfeasance in the course of the pay-for-result mechanism.
- g. Liaise with the Independent Evaluator (Abt) as needed.

2.2.6 Judging Panel

The Judging Panel will be a 5-person body that will be primarily responsible for verification activities. Members of the Judging Panel are not likely to be full-time resources, but may be required to allocate time and effort around Competitor application review and registration and quality verification (e.g., reading and evaluating Competitor applications).

The members of the Judging Panel should be experts in the field of vaccine R&D, Foot and Mouth disease, able to understand, interpret, and evaluate the technical and commercial merits of Competitors' vaccine in the course of Project operations. They should have experience across technical R&D, vaccine registration, and vaccine marketing, regulatory approval, and commercialization. Panel members must agree to abide by strict confidentiality requirements in connection with the Project, including, without limitation, any Competitors' confidential information and any information related to the Competitors' vaccine.

Project Manager will propose Judging Panel members for review and approval by the Secretariat and Steering Committee. Project Manager must ensure that any Judging Panel members who are not full time employees of the Project Manager and are either employed by another organization or self-employed first clear their participation as a member of the Judging Panel with their employer (if employed), including with respect to any confidentiality Project requirements, and that their additional employment or contractual obligations create no conflict of interest with respect to their Project participation and responsibilities.

Specifically, the Judging Panel's responsibilities will include the following:

- a. Stage 1: Verify the Competitors' vaccine to determine if it meets the TPP and if it is registered through the Mutual Recognition Procedure and judge the completed Request for Applications against a set of previously-defined evaluation criteria, and if the Competitor is eligible for Stage 2
- b. Stage 2: On an as-needed basis, convene to assess new Stage 1 applicants.

2.2.7 Legal Support Services

The Project Manager shall identify and contract a reputable law firm to provide legal support services through the life of the Project ("Project Legal Counsel"). The Project Legal Counsel's services are not expected to be on a full-time basis but effort will be needed to navigate the AMC across multiple countries in East Africa. Project Manager's engagement of the Project Legal Counsel requires the Secretariat's approval.

The Project Legal Counsel must have expertise in legal issues concerning the implementation of a regional AMC.

The responsibilities of the Project Legal Counsel will include the following:

- a. Provide Project Manager / Team Leader with legal advice as needed to support general Project activities.
- b. Provide legal inputs as requested by Project Manager to expected deliverables, including, development of competitor agreements and legal guidance on launching and managing a regional AMC.

- c. Provide legal inputs as requested by Project Manager for the identification and mitigation of risks in the course of Project operations, including, without limitation, dispute resolution and funds misuse and fraud management processes.

2.2.8 Insurance to be taken out by Project Manager

Project Manager shall take out and, during the period of effectiveness of the Project, maintain, and shall require any sub-vendor to take out and maintain, each at their own cost, appropriate insurance coverage, which coverage shall include such insurance as may be required by the law of the country of incorporation of Project Manager or sub-vendor, and, in addition, the following minimum coverage:

- a. Employer's liability insurance in the amount of \$500,000 per occurrence;
- b. Commercial General Liability insurance in the amount of \$5,000,000 per occurrence; and
- c. Professional Liability and/or Errors and Omissions Liability Insurance with a limit of \$9,000,000 (if the policy is written on a claim(s) made basis, then Project Manager shall ensure that coverage will be maintained for two (2) years from the expiration or termination of this Agreement)

2.3 Project Operations Activities

The following section outlines the expected sequence and timing of Project Manager Activities and intends to highlight the "critical path" activities of the Project, from pre-launch to implementation of stage 2. The Project Manager will be responsible for the pre-launch and launch activities for the Project, as well as the oversight of Competitors during the vaccine development and registration phases. The following is a description of the activities that will make up the role of the Project Manager in each of these phases.

2.3.1 Pre-Launch Activities

Before the official launch of the cost-share AMC, the Project Manager will perform a number of activities to lay the groundwork and prepare for the launch of official Project operations, including raising awareness of the upcoming cost-share AMC among potential Competitors and public and private sector vaccine buyers.

2.3.1.1 Technical Committee Selection

First, the Project Manager will identify the qualified individuals and will propose to the Secretariat and, upon the approval by the Steering Committee, will engage and convene a Technical Committee of 3 to 5 animal health vaccine experts to advise and support the Project Manager, the Secretariat and the Steering Committee on the overall scientific and commercial direction of the Project. The Technical Committee should include members with particular global expertise on the topics of vaccine R&D program management, animal health innovation management, technical vaccine development and registration, and Foot and Mouth Disease. Membership on the Technical Committee is a remunerated position. Its members should not be public officials. If any proposed member would be or would become a public official, Project Manager must ensure that the compensation payable to such member is made only if and to

the extent compliant with any applicable anticorruption laws, including, without limitation, the U.S. Foreign Corrupt Practices Act (FCPA) and the UK Anti-Bribery Act.

The Technical Committee will be in place the Project over the life of the Project and the Project Manager will be required to add and remove technical experts based on the Projects needs during the two stages. Given the lengthy term of the Project, members will sign up for annual commitments, new members will be added to fill vacancies and to add new technical experts as needed throughout the Project's life cycle. New members will need to be approved in advance by the Steering Committee before they are offered a seat on the Technical Committee. The Technical Committee will not hold decision-making power in the Project management, but will serve to provide critical technical inputs and validation to the Project Manager, the Secretariat, and the Steering Committee. The Technical Committee's role will include, but is not limited to, providing technical inputs to the competition's terms and rules, validating the verification processes of the Judging Panel, and providing insight and clarity around scientific concepts at the request of the Project Manager, the Secretariat, the Steering Committee, or other stakeholder.

Once the Technical Committee has been selected and approved by the Secretariat, the Project Manager will convene an initial introductory meeting for the Secretariat, Project Manager, and Technical Committee on key Project goals and characteristics, and to define a cadence for continuous alignment of all bodies.

2.3.1.2 Judging Panel Selection

Second, the Project Manager will identify the qualified individuals and will propose to the Secretariat and, upon the approval by the Steering Committee, will engage and convene a Judging Panel of technical and scientific experts to serve as a technical verification committee to perform verification of the Competitors' achievements at the end of Stage 1 – Product Development and to provide determination as to the Competitors' eligibility to join Stage 2 – Project Implementer based on their achievements. Membership of the Judging Panel will be mutually exclusive from the Technical Committee membership. The Judging Panel's verification will occur at the following the first stages of the Project: verifying Competitor applications and verifying registration compliance with Project Rules. The Project Manager should draw upon the Technical Committee as well as its own network to select Judges with the appropriate skillsets and perspectives. All members of the Judging Panel, including replacements, must be first approved by the Secretariat and the Steering Committee before they are engaged by Project Manager. The Judging Panel should contain particular expertise on the topics of technical vaccine R&D and commercialization, animal health pharmaceutical R&D, FMD and its impacts, and registration of new vaccines.

As noted above, the Judging Panel will participate in the research and development through the verification of Competitor's success in meeting each of the Project's Stage 1 requirements. Given the length of the Project, the members of the Judging Panel may need to be added to fill vacancies that arise.

Judging Panel will review all the provided Competitors' data holistically, will discuss it, and may request clarification or additional information from the Competitors as needed. The

determination of eligibility to participate in Stage 2 will be made by the Judging Panel who is responsible for determining whether the TPP has been met by reviewing and verifying dossiers of the products submitted. Project Manager will develop and submit the governing structure and operating rules of the Panel, including, without limitation, rules that will apply for the convention and voting of the Judging Panel to the Secretariat for approval.

2.3.1.3 Project Design Validation

The Project Manager will validate the main design aspects of the Project to ensure the efficacy of the Project as a whole and to best align the Project to the goals of the AgResults program. To achieve this, the Project Manager will coordinate with the Technical Committee to conduct a detailed evaluation of the design of the Project and identify potential technical issues with the proposed Project Manager tasks, Competitor activities, for the two Project stages. This will include but is not limited to verifying the Target Product Profile of the vaccine to be developed by Competitors, verifying and confirming the vaccine registration process, verifying and confirming that a Foot and Mouth vaccine is able to be registered through the Mutual Recognition Procedure (MRP) in all participating East African countries. If there are changes that the Project Manager proposes to the redesign of the Project, the Project Manager will submit a detailed report, proposing those changes and a rationale for the adjustment, to the Secretariat and Steering Committee, for their final approval of any adjustments to the Project Design.

2.3.1.4 Technical Documentation

After verifying the design of the Project, the Project Manager will develop, in consultation with the Technical Committee, detailed, competition-ready technical criteria and documentation for the terms of the competition. The finalized technical criteria and documentation will be submitted through the Secretariat to the Steering Committee for approval. The technical criteria will include developing strict evaluation criteria for each of the Project verification processes (e.g., developing technical requirements for viable Competitors to enter the cost-share AMC and developing strict technical definitions for the vaccine TPP). Once approved by the Steering Committee, the technical criteria will also be included in the competition's Rules.

2.3.1.5 Advance Market Commitment Rules

As specified above, the Project Manager must engage Project Legal Counsel, a reputable law firm with expertise in and AMC competition, to assist with finalizing the Rules and to ensure the Rules are enforceable. The final Rules will be reviewed by the Secretariat and approved by the Steering Committee before they are published. Each Competitor must agree to comply with the Rules when applying to participate in the AMC and upon acceptance to the AMC. The Project Legal Counsel must be selected competitively; Project Manager shall send a request of proposal to at least 3 law firms selected based on consultation with the Secretariat. The request for proposal shall be prepared by the Project Manager, shall include technical terms of reference for the law firm's understanding of the requirements, and final selection of the chosen firm must be provided to the Secretariat for review and approval prior to engagement.

The Rules should address, without limitation, points such as the following:

- **Experimentation:** Competitors will agree that all experiments will be done rigorously and safely and adhere to the World Organization of Animal Health (OIE) or other applicable Biosafety Protocols, and any other relevant human and animal safety protocols.
- **Adherence to rules:** Competitors will agree to follow all the rules and regulations established by AgResults for the FMD Vaccine Project, including prize eligibility.
- **Compliance with applicable laws:** Competitors will agree to comply with all applicable laws related to their participation in the competition, including, without limitation, any laws related to medical or pharmaceutical research and testing, animal testing, safety and security of its personnel, and anticorruption laws.
- **Deadlines and timing:** Competitors will agree that failure to abide by all deadlines set forth in the project rules results in disqualification from the competition
- **Exit clause:** Competitors will agree in advance to “steps” or stages in the vaccine R&D process as illustrated in Figure 3 by previously established dates; if no progress is being made (a state which to be defined in the Rules), the Competitors will acknowledge and agree that they understand that the competition will be terminated and cost-share AMC cancelled with no liability to the AgResults Initiative participants, Project Manager, Secretariat, Trustee or the Steering Committee
- **Dispute resolution process:** Competitors will agree to a dispute resolution process to be used in cases where disputes arise in connection with the Project between or among any of the Competitor(s), or Judging Panel, or the Project Manager, or if allegations of misconduct surface
- **Intellectual property rights:** All discoveries made and intellectual property developed through the course of the AgResults initiative will remain the exclusive property of the Competitor(s).
- **Publicity:** Competitors will agree to AgResults publicizing Competitor success, including high-level details on the results of the vaccine efficacy studies and approval to participate in the Project.
- **Recognition of AgResults:** Competitors will agree to use the AgResults name and affiliation consistent with the Branding Manual and with branding guidelines to be determined during the Project Launch phase.
- **Compliance with Independent Evaluation:** Competitors will agree to a set of interviews with the AgResults Independent Evaluator, who will assure confidentiality of information and provide a non-disclosure agreement, with which the program will measure the impact of the Project.
- **Indemnification of AgResults:** Competitors will agree (by accepting the Contest Rules and/or in an agreement with the Project Manager) to indemnify and hold harmless AgResults entities (including, without limitation, Project Manager, the Secretariat, members of the Steering Committee and donors) in connection with any claims, liabilities, suits and risks associated with the Competitor’s participation in the competition, as well as other risks and liabilities as should be identified by the Project Manager’s legal support and presented for review and approval by AgResults and the Steering Committee.
- **Confidentiality:** Appropriate confidentiality and non-disclosure terms should be included in the Rules. Competitor’s information submitted as part of their application to

participate will need to be disclosable, at a minimum, to the AgResults Steering Committee, the Technical Committee, Judges Panel, and the Secretariat

- **Competition Ethics:** Competitors should be bound by an obligation to provide accurate and true information and comply with all applicable laws and ethics and transparency rules standard for similar competitions (including, without limitation, anticorruption and anti-kickback laws and regulations).
- Other Terms and documents that are practical, common and recommended by the legal counsel to protect the interests of AgResults in the Competition process

The Project Legal Counsel's costs are included in the Project Manager's budget and included in the fixed price specified in Section 5 of this Agreement.

2.3.2 Stage 1 – Product Development Activities

Project Manager will, after the competition Rules are developed, begin marketing and communicating the competition to the broader animal health community. This will entail developing a communications and outreach strategy and providing sufficient technical input to Project publicity collateral – for instance, the publication/dissemination of the Rules and invitation to participate in the competition to the targeted audience. This communication needs to be in place quickly to avoid any possible miscommunication about the Project terms.

Project Manager will oversee and manage all marketing activities leading up to the Project's eventual launch. The Project Manager will be in charge of the management of the marketing, promotion and other public relations activities of the pay-for-results mechanism and prize and will recommend appropriate channels to reach the intended animal health vaccine manufactures and broader interested community audiences. As part of the budget submission, the Project Manager will provide a Public Relations and Advertising Plan and Budget estimate detailing the subcomponents of the marketing and promotion plan. The marketing budget will be included in the Agreement. The Project Manager will oversee and manage all activities associated with the formal Project Launch.

2.3.2.1 Project Launch

Once the Project Manager publishes the Rules, Project Manager will continue the Project marketing efforts around the pay-for-results mechanism competition and more directly engaging potential corporate Competitor communities, (the competition will not be open to academic or research organizations). In the likely event, that potential Competitors are interested in the competition but have questions and concerns, it is expected that the Project Manager will engage with these potential Competitor to answer their questions.

The Project Manager will organize a regional public event to publicize the Project within the first quarter of the Project Manager's contract and assemble key program stakeholders to introduce the AMC, the Project timeline, and explain the overall structure and the potential impact of the Project.

2.3.2.2 Competitor Recruitment

Project Manager will develop an outreach and recruitment strategy for contacting potential Competitors. This will include but not be limited to development of a Competitor profile for

potential participating organizations, a list of potential Competitors, and an outreach plan for engagement.

Per the defined outreach plan, Project Manager will then engage with potential Competitors and document perceived interest in the Project. In this process, Project Manager will identify potential risks for lack of interest in the Project program to the Secretariat and, upon request, to the Steering Committee.

2.3.2.3 Stakeholder Engagement

- Buyer Engagement – The Project Manager will engage public and private sector buyers to introduce and help them understand the upcoming AMC using the most appropriate mechanism. The Project Manager will hold semiannual meetings in Years 2 to 4, and continue holding meetings as needed in Year 5-8, in the six potential East African countries (Burundi, Ethiopia, Kenya, Rwanda, Tanzania, and Uganda), to generate awareness and motivate the buyers to participate in the Project. During these meetings, the Project Manager will explain how the buyers can purchase their vaccines and how their vaccine allotment will be determined as well as the regional pool and its significance. The Project Manager will also support buyers in establishing the systems necessary for vaccine purchases from the AMC manufacturer and help create the tools needed for sales verification. The Project Manager will submit engagement summaries in their quarterly reports as well as provide trip report summaries to the Secretariat to help track their progress.
- PANVAC/FMD World Reference Laboratory – The Project Manager will work closely to monitor the progress of the PANVAC World Reference Lab twinning project to establish an FMD laboratory. PANVAC is expected to provide vaccine testing support for quality verification during project implementation. However, if the PANVAC laboratory does not have the capacity to conduct these tests the Project Manager will notify the Secretariat and will work with the FMD World Reference Lab to use them as the vaccine quality verifier. Before the end of year 2, the Project Manager will determine if PANVAC has the capacity to conduct FMD vaccine quality verification or if the project should work with the FMD World Reference Lab, Competitors cannot apply for the AMC until the end of year 2.
- Government Engagement – The Project Manager will engage in policy enabling activities with the six potential East African governments to join the AMC, increase the volume of FMD vaccines purchases, and allow the private sector to purchase and sell FMD vaccines directly to private sector buyers (private veterinary businesses, agro-vet distributors, dairy/meat cooperatives and commercial and medium scale farmers). The Project Manager will hold regular meetings in the six potential East African countries (Burundi, Ethiopia, Kenya, Rwanda, Tanzania, and Uganda), to engage in policy enabling activities with the governments to improve policies around FMD disease eradication and explain the benefits for increased purchases and opening up to private sector purchases. The Project Manager will do policy landscaping in each, and in collaboration with the regional bodies AU-IBAR and East African Committee and Intergovernmental Authority on Development, develop plans for engaging on policy improvement in each country. The Project Manager will submit their findings and

their policy improvement plan to the Secretariat as well as meeting summaries and trip reports in their quarterly reports to the Secretariat to help track their progress.

- EU-FMD – The Project Manager will work with EU-FMD Rome and country offices to inform them of the Project’s activities and collaborate with them to increase awareness of the Project. In the initial months of the Project, the Project Manager will hold meetings with each EU-FMD country office to determine the best ways to coordinate as well as determine if EU-FMD can help the Project Manager lobby the governments to adopt the new regionally specific FMD vaccine and participate in the AMC. The Project Manager will also work with EU-FMD to lobby government to allow private buyers to purchase FMD vaccines from the manufacturer and sell them directly to cooperatives, agrovets, or farmers.
- Other Key Stakeholder – The Project Manager will work with Donors, other FMD related project, and other key stakeholders to increase project awareness and partner to engage the governments in policy enabling activities. These activities will take place on rolling bases and as often as necessary to move the Project’s objectives forward. The Project Manager will meet will key stakeholders as often as necessary and upon stakeholders request. The Project Manager will submit activity summaries in their quarterly reports as well as provide meeting report summaries to the Secretariat.

2.3.2.4 Competitor Application Assessment

It is anticipated that by year 2 of stage 1, the Project Manager will need to open the application process for Competitors application as specified in the Rules issued during the Project Launch. Companies wishing to compete will have to submit an application to the Project Manager in accordance with the Rules. The application will need to outline, among other things:

- Objectives for wanting to compete in the prize challenge
- Organizational and technical capacity to produce and distribute the FMD vaccine as defined in the TPP
- Organizational qualifications in distributing similar products
- An outline of the approach they will take, reflecting the technical requirements for viable Competitors, including any partnerships they will form to complete the product distribution

The Project Manager will define the specific requirements of the application as part of the Project Launch phase.

With completed Competitor applications in hand, the Project Manager will convene the Judging Panel and coordinate a review of all eligible and complete Competitor applications. The Judging Panel will use the evaluation criteria specified in the Rules to select applications for participation in Stage 2 – Project Implementation.

The Project Manager will maintain primary oversight over the competitor identification, selection, application, review, and acceptance.

Specifically, the Project Manager’s responsibilities will include:

- Work with the Secretariat to develop a Request for Applications (RFA) document to be shared with potential competitors. The RFA will include, at a minimum, the rules of engagement not limited to acceptance eligibility criteria, application review criteria, dispute resolution process and the Deloitte anti-corruption certification.
- Oversee RFA solicitation process including convening the Judging Panel to review of applications and submissions to the Secretariat for final review and approval of formal responses.
- Amend or update the RFA, as needed, subject to approval of the Secretariat.
- Following amendments or updates to the RFA, organize meetings to provide competitors of updates to any changes in the Project should changes occur.
- Manage all communication, in close coordination with the Secretariat, related to competitor application acceptance or rejection.

It is expected that this stage of the Project should take place about two to four years from the Launch of the Project. Once a competitor's application is approved the project will enter Stage 2 – Project Implementation.

2.3.3 Stage 2 – Project Implementation Activities

2.3.3.1 Competitor Oversight and Engagement

The Project Manager will maintain communication with competitors and monitor their progress as well as liaise potential competitors to provide them with support and all information necessary to determine whether they wish to participate in the AMC. The Project Manager will track and monitor Competitor activity through regular touchpoints, identifying and proposing risk mitigation strategies relative to the Competitor community, and troubleshoot Competitor activity as appropriate, transparently, and equitably across all Competitors.

The Project Manager will work with the Competitors and buyers to assist in the vaccine purchasing process. The Project Manager will help guide buyers and helps them determine the number of vaccines they are allotted per year as well as the amount of vaccines they can purchase from the regional vaccine pool.

The Project Manager will convene annual Competitor lessons learned events (in collaboration with the Independent Evaluator) in which participating Competitors may discuss progress and share information on challenges and opportunities, which the Project Manager would capture and share with the Steering Committee for potentially broader dissemination. In these interactions with the Competitor community, the Project Manager must remain mindful of individual Competitor confidentiality and intellectual property rights.

Refer all important communications related to the competitors to the Secretariat, keeping the Secretariat informed and apprised of all important developments so that the Secretariat is able to effectively manage inquiries and reporting from and to the donors Steering Committee.

Note: the Project Manager shall act as a networking resource for Competitors only. Under no circumstance shall the Project Manager provide or coordinate technical assistance for Competitors.

2.3.3.2 Verification

The Secretariat will contract Verifier organization(s); however, the Project Manager will be responsible for assisting the Secretariat in the procurement process and for oversight and monitoring of all work done by the organization(s) hired to conduct Project Verification services.

Specifically, the Project Manager's responsibilities will include:

- Assist the Secretariat in researching and developing the methodology for verification.
- Assist the Secretariat in the procurement of the Verifier(s), which may include communication with relevant organizations, assisting in developing the Scope of Work, and other related tasks.
- In collaboration with the Verifier(s), develop any necessary template for sales and other relevant data to be collected from the Competitors.
- Oversight and monitoring of all verification work including audit and quality verification work. Oversight and monitoring tasks will include but not be limited to monitoring and checking fieldwork and data collection, data cleaning and analysis, and data conclusions and reporting. The Project Manager will organize and conduct spot checks of the audit work to ensure accurate collection of data and to ensure that no collusion occurs between Competitors and Verifier organization(s). The Project Manager will conduct sufficient oversight and monitoring of verification work.
- Maintain an up-to-date communication feedback mechanism with the Verifier and the Secretariat to ensure that problems, challenges, lessons learned and other key information is reported in a timely fashion.

2.3.3.3 Identification and Communication of Problems, Opportunities and Lessons Learned

An important overarching role of the Project Manager is to identify potential problems and opportunities and to recommend appropriate solutions and responses to the Secretariat before taking action.

Once the Project Implementation begins, the Project Manager will conduct an annual Lessons Learned Event with Competitors, Buyers, and other stakeholders, included the evaluators Abt, as identified in advance in collaboration with the Secretariat, reflecting on the previous year's experiences. The events will start one year after the first sales period. These may include using data contributed by the Project Verifier.

Following the Lessons Learned Event, the Project Manager will submit a lessons learned report within two (2) weeks to the Secretariat for review.

The final Lessons-Learned exercise may also serve as the final event for the Competitors following completion of the competition.

2.3.3.4 Stakeholder Engagement

- Buyer Engagement – The Project Manager continue to engage public and private sector buyers to answer questions about the AMC. The Project Manager will also support buyers in managing the systems necessary for vaccine purchases from the AMC manufacturer and help create the tools needed for sales verification. The Project Manager will support buyers by linking them to the manufacturers and help them place their order. The Project Manager will provide updates in their quarterly reports to the Secretariat to help track their progress.
- Government Engagement – The Project Manager will continue to engage in policy enabling activities with the participating governments, referenced in section 3.2.3 Stakeholder Engagement, to increase the volume of FMD vaccines purchases and allow the private sector to purchase and sell FMD vaccines directly to private sector buyers (private veterinary businesses, agro-vet distributors, dairy/meat cooperatives and commercial and medium scale farmers). The Project Manager will submit their findings and their policy improvement plan in their quarterly reports to the Secretariat to help track their progress.

2.3.3.5 Dispute Resolution and Fraud Management

Following finalization of a verification process and working with the Secretariat and Project Verifier organization(s), the Project Manager will design and administer a Dispute Resolution Process to use when disputes arise or Competitors, Verifier or any other misconduct is suspected. The Project Manager will also implement workplace integrity policies and practices, as well as rigorous oversight of the Project to identify and mitigate all fraud, gaming and/or fraudulent behavior.

Specifically, the Project Manager's responsibilities will include:

- In close collaboration and discussion with the Secretariat, develop a Dispute Resolution Process, subject to review and approval by the Secretariat. The process will identify possible areas of dispute, the process for lodging disputes, limits of dispute and resolution mechanism, and any other aspect necessary. This process will include notification of all issues to the Secretariat and escalation of unresolved issues to the Secretariat for guidance or resolution.
- Once approved by the Secretariat, communicate the dispute resolution mechanism to the Competitors.
- The Project Manager will inform the Secretariat of instances of potential suspected fraud, cheating, gaming and/or potential or real disputes.

2.4 Ongoing Project Management Activities

In addition to the activities associated with the phases of the Project noted above, the Project Manager will be responsible for other activities on an ongoing capacity throughout the life of the Project. These activities may include but are not limited to:

- **Ongoing management:** The Project Manager will be responsible for planning and overseeing Project operations, and in particular for developing and gaining approval from the Secretariat on an Annual Work Plan outlining the Project Manager's projected

activities for a given fiscal year. The Project Manager will also be responsible for a range of reporting duties, including producing annual and quarterly reports on the Project progress and updates, as well as providing ad-hoc reporting as required by the Secretariat and the Steering Committee. In addition, the Project Manager will be responsible for risk management in the course of the Project lifecycle (including the identification and appropriate escalation to the Secretariat and Steering Committee of identified fraud in any phase or part of the Project) and for managing press and legal relations as required during the Project. Finally, the Project Manager will be responsible of ongoing analysis to ensure forward progress towards the Project's goal, and for proposing viable options if progress is not happening.

- **Donor engagement:** Periodically meet with international organizations active in related technical areas and in particular with the representatives of AgResults donors, always proposing such meetings and coordinating with the Secretariat in advance of the meetings so that the Secretariat may keep donor representatives on the Steering Committee informed and involved, to the extent the Steering Committee members wish. The purpose of these meetings is to keep the relevant stakeholders informed and updated on the project progress and to maintain a working knowledge of other relevant donor-funded programs. The Project Manager shall report to the Secretariat following all meetings. The Project Manager shall inform of any instances of identified overlap in donor funding to potential competitors. Any instances of such duplicate funding shall be reported immediately to the Secretariat.
- **Technical Committee management:** The Project Manager will be responsible for the effective management and oversight of the Technical Committee. This will entail the initial convening of the Technical Committee, the coordination of the Committee during all Project stages, maintaining quarterly touchpoints and meetings to update on status and progress of the Project, the replacement of members between the two stages of the project, when there is a need for new technical expertise, and due to turn over. In these interactions with the Technical Committee, the Project Manager will provide updates on the Projects and request input on Project implementation and ways to address constraints.
- **Judging Panel coordination:** The Project Manager will be responsible for the effective management and oversight of the Judging Panel. This will entail the initial convening of the Judging Panel, the coordination of the Panel during critical Project stages, maintaining regular touchpoints and meetings to update on status and progress of Competitor, the replacement of members who turn over, and the appropriate remuneration of its experts. In these interactions with the Judging Panel, the Project Manager must remain mindful of Competitor confidentiality and intellectual property rights.
- **Annual Project briefings:** The Project Manager, in coordination with the Secretariat, will be responsible for briefing the Steering Committee, Secretariat, Judging Panel, and Technical Committee to discuss Project progress, proposed work plans, risks and mitigation strategies, and lessons learned.

2.5 Draft Launch and Implementation Plan

The Project Manager will develop an illustrative draft launch and implementation plan for the Project breaking down the key activities and the timeline for implementation. The Parties recognize that actual implementation of the Project may vary significantly depending on the speed with which Competitors progress through the competition's stages.

3. Project Manager Main Tasks and Project Stages

3.1 Project Manager Tasks

Notwithstanding anything in the previous sections of the TOR, the following are the tasks that the Project Manager Team will perform on an ongoing basis throughout the Project.

This contract is to be established between the Secretariat and the Project Manager. Cross-period activities are to be performed in the course of both periods, and are requirements of both the contract with the Secretariat and the contract with the Steering Committee.

3.1.1 Base Period Activities – Stage 1 – Vaccine Development, Registration, and Approval (3 years)

3.1.1.1 Launch Commencement Activities (First 120 Days of Base Period)

Immediately following the start date of the period of performance and before the Project Manager submits and verifies, with the Secretariat, the first work plan, the Project Manager will be required to complete activities associated with the commencement of the Project launch.

These activities include:

- 1) Develop work plan
- 2) Recruit and hire a Project Manager lead resource
- 3) Recruit and hire a Project Administrator resource
- 4) Recruit, hire, and convene for an initial meeting the Technical Committee and Judging Panel
 - i. The Project Manager will be responsible for sourcing, formation, and induction of the Project Judging Panel and Technical Committee. In the first 120 days, the Project Manager's responsibilities include:
 - a. With approval from the Secretariat, identify persons to serve as part of the Judging Panel and coordinate formation of the Judging Panel, ensuring no conflicts of interest of Panel members
 - b. With approval from the Secretariat, identify persons to serve as part of the Technical Committee and coordinate formation of the Technical Committee, ensuring no conflicts of interest of Committee members
 - c. With both bodies hired, convene an initial meeting for the Technical Committee and Judging Panel to brief them on their role and upcoming tasks
- 5) Verify Project Design
 - i. The Project Manager through the Technical Committee will validate with the Secretariat the main design aspects of the Project in order to ensure the efficacy of the Project as a whole and to best align the Project to the goals of the AgResults program. This will include but is not limited to: verifying the Target Product Profile of the vaccine to be developed by Competitors, verifying and confirming the vaccine registration process, verifying and confirming that a Foot and Mouth disease vaccine can be registered through the Mutual Recognition Procedure. In the first 120 days, the Project Manager will submit to the Steering Committee and Secretariat a report on these key design issues

and either confirmation of the design choices, or proposals and recommendations for changes to the Project's design.

- 6) Hire legal counsel
- 7) Manage the technical launch of the Project in an industry forum agreed upon by the Secretariat and the SC:
 - i. The Project Manager will manage logistics to the technical launch
 - ii. The Project Manager will determine AgResults donor participation and attendance at the technical launch event
 - iii. The Project Manager will determine the role of the Secretariat at the technical launch event

3.1.1.2 Develop Prize Framework and Legal Documentation

The Project Manager will engage and coordinate with the Project Legal Counsel to develop a range of legal documents and define the legal framework of the prize competition. This will entail:

- a. Contract Project Legal Counsel to support ongoing Project operations for the life of the Project.
- b. Coordinate Steering Committee and Secretariat approval of all legal documents to be used in the course of the Project.
- c. Develop a Competition Rules (as described in section 3.1.5.) to govern the Project proceedings, to be approved by the Secretariat and Steering Committee. This will include developing strict evaluation criteria for each stage in the course of the pay-for-results mechanism, to the extent possible. These will include but are not limited to:
 - a. For Stage 1: Vaccine development, registration, and approval is expected to take a minimum of 2 years, and may require up to 4 years for manufacturers to complete.
 - b. For Stage 2: The project implementation phase will begin once a manufacturer/competitor has successfully registered a vaccine and it has been approved by the Judging Panel. This phase will begin no sooner than two years after the launch of stage 1, but may begin up to four years after the launch.
- d. Develop a non-disclosure agreement for use with the Competitor, Judging Panel and Technical Committee.
- e. Develop any necessary confidentiality measures to protect Competitor intellectual property.

3.1.1.3 Coordinate Meetings of the Technical Committee and Judging Panel

The Project Manager will be responsible for engaging and coordinating regular meetings of the Project Judging Panel and Technical Committee as needed, and shall oversee the bodies throughout the Project. The Judging Panel and Technical Committee will participate in the Project for the life of the Project. These bodies will not hold decision-making power in Project management. The Judging Panel's principal responsibility is to evaluate and verify if contestants have fulfilled the Project requirements for their application and entry to the competition. The Technical Committee's principal responsibility is to provide critical technical inputs and validation to the Project Manager in the course of Project operations and at the request of the Secretariat and/or Steering Committee. Both bodies' make-up may be subject to change, with prior approval of the Secretariat and the Steering Committee.

Specifically, the Project Manager's responsibilities after the first 120 days include:

- a. Coordinate Technical Committee inputs to key activities in the Project operations, including but not limited to: the development legal documentation, the finalization of the technical evaluation criteria. Coordinate the Judging Panel for the assessment of Competitor applications against pre-established evaluation criteria, the evaluation of the Efficacy Study results against pre-established evaluation criteria, and the judgment of the registration decision to ensure vaccine candidates meet the AgResults TPP.
- b. Establish an appropriate and effective governance structure for the Judging Panel.
- c. Establish an appropriate and effective governance structure for the Technical Committee and update based of the technical needs of the Project.
- d. Convene Technical Committee meetings as needed to seek advice from members or to update them on the Project and endeavor that the Committee provides meaningful input to ongoing Project operations.
- e. Solicit input and advice from the Technical Committee related to potential fraud or system gaming, and report all information to the Secretariat.
- f. Take thorough minutes of each Technical Committee and Judging Panel meeting and submit minutes to the Secretariat within two (2) weeks of each meeting, calling to the Secretariat's attention any important points.
- g. Ensure that Technical Committee and Judging Panel members sign Deloitte's Anticorruption Compliance Certification and receive any required training by the Secretariat.
- h. Maintain Technical Committee and Judging Panel membership over time, and review membership of each body at least annually, in consultation with Secretariat, to replace members who are no longer interested in participating, have a conflict of interest, or may no longer be qualified to serve on the Panel.

3.1.1.4 Manage and Oversee Project Launch

The Project Manager shall coordinate the second, technical launch of the Project. This will entail enlisting the help of a professional marketing firm, the second technical launch of the Project at an international industry forum, and the engagement of potential Competitors.

Specifically, the Project Manager's responsibilities beyond the first 120 days include:

- a. Project Launch
 - 1) Develop communications and outreach strategy
 - 2) Develop communications time table, work plan and budget
 - 3) Publicly launch the FMD AMC
- b. Stakeholder Engagement
 - a. Development and execute a coordination plan with EU-FMD, Food and Agriculture Organization's regional and country offices, African Union Interafrican Bureau for Animal Resources, and PANVAC/WFL.
 - b. Monitor the status of the Mutual Recognition Procedure.
 - c. Meet with the AgResults donors and others such as the EU to learn about current FMD projecting throughout East Africa and determine how the projects can work together.
 - d. Hold a stakeholder meeting to introduce the project and the overall objectives.
- c. Engage potential Competitors and Buyers
 - 1) Development of a Competitor profile for potential participating organizations

- 2) Development of a long list of potential Competitors
- 3) Develop an outreach plan for contacting Competitors including target companies and expected response levels
- 4) Engage potential Competitors – answering questions, providing application materials
- 5) Engage potential Buyers - answering questions, providing linkages with vaccine manufacturers

3.1.2 Option Period 1 - Stage 2 – Project Implementation (5 and a half years)

3.1.2.1 Competitor and Buyer Engagement – Cost-share Advance Market Commitment

Project Manager’s responsibilities will include:

- a. Amend or update the competition Rules, as needed, subject to approval of the Secretariat.
- b. Determine and finalize participation agreements with Competitors and coordinate payments due to Competitors for vaccine sales, based on sales verification, and present this information to the Secretariat for funds disbursement.
- c. Meet with Buyers and coordinate vaccine orders, which are expected to occur 2x per year, with orders required by set dates. Buyers will consist of public (government) and private (private veterinary businesses, agro-vet distributors, dairy/meat cooperatives and commercial and medium scale farmers) sector entities. Hold awareness campaigns to raise awareness among the different buyers and coordinate vaccine orders based on the allocated number of vaccines allotted.
- d. Hold country specific and regional awareness events to connect the Competitors to the public and private sector buyers as well as answer any questions about the advance purchasing process.
- e. Hold individual meetings with the buyers to help place and track orders on a quarterly basis.
- f. Coordinate the verification of purchases by Buyers and requests for allocations from the Regional Pool.
- g. Submit order confirmation to the Secretariat, indicating which companies should receive payment and the amount of payment needed.
- h. Track and monitor Competitor activity through regular touchpoints, identifying and mitigating risks for Competitors as they arise and as appropriate for the Project Manager’s oversight role, and troubleshooting Competitor activity as appropriate, transparently, and equitably across all Competitors. This may include final vaccine registration, vaccine purchase coordination, and public and private sector payments for vaccine purchases.
- i. In collaboration with Abt Associates, facilitate ways in which participant Competitors may discuss progress and share information on challenges and opportunities, which the Project Manager would capture and share with the Steering Committee for potentially broader dissemination.
- j. Submit a final report at the end of the Project after implementation is completed. Submission timing and requirements will be determined in coordination with the Secretariat.

3.1.2.2 Government Engagement

- a. Meet with individual governments to promote the inclusion of private sector purchases and distribution directly to cooperatives, agrovets, and farmers.
- b. Engage in policy enabling activities with to increase the funding allocated for FMD vaccine and increase the purchases of the new regionally specific FMD vaccine.

3.1.2.3 Sales and Quality Verification

Project Manager's responsibilities will include:

- a. Oversee and monitor of all verification activities including audit and quality verification work.
- b. Manage tasks that include but not be limited to monitoring and checking fieldwork and data collection, data cleaning and analysis, and data conclusions and reporting.
- c. Organize and conduct spot checks of the audit work to ensure accurate collection of data and to ensure that no collusion occurs between Competitors and Verifier organization(s).
- d. Conduct sufficient oversight and monitoring of verification work.
- e. Maintain an up-to-date communication feedback mechanism with the Verifier and the Secretariat to ensure that problems, challenges, lessons learnt and other key information is reported in a timely fashion.

3.1.2.4 Stakeholder Engagement

- a. Maintain active engagement with any other necessary stakeholders including, but not limited to, donors, FMD related activities, cooperatives, farmers, agrovets, distributors, Ministry of Agriculture to keep them informed of the project, to identify challenges and opportunities, and to recommend to the Secretariat appropriate solutions and responses.

3.1.3 Cross-Period Activities

The Project Manager's activities will be divided into a contract period as well as an option period with corresponding sets of activities. However, each of those periods will share a common set of activities that the Project Manager should also undertake in addition to the activities described in each period above. Those activities are described as follows.

3.1.3.1 Work Plans Development

Develop Yearly Work Plans as required in the Agreement.

3.1.3.2 Identification of Problems, Opportunities, and Lessons Learned

As needed, Project Manager will research and analyze information to inform decision-making, identify problems and opportunities, document lessons learned, and propose to the Secretariat solutions and ways forward.

Specifically, the Project Manager's responsibilities will include, but are not limited to:

- a. Tracking Competitor activity, monitoring industry trends, estimating total Project payment costs, and other factors that may impact the Project implementation or the viability of the prize competition.
- b. Identify potential problems and opportunities and to recommend appropriate solutions and responses to the Secretariat before taking action.
- c. Conduct one (1) lessons-learned session per year with Competitors and/or other stakeholders plus the evaluator Abt, as identified in advance in collaboration with the Secretariat, reflecting on recent experiences as well as over the lifetime of the Project. These sessions may include using data contributed by the Judging Panel and Technical Committee.
- d. Following the exercise, the Project Manager will submit a lessons learned report within two (2) weeks to the Secretariat for review.

3.1.3.3 Stakeholder Engagement, Public Outreach and Communications

Project Manager will be the front-line organization establishing and maintaining AgResults visibility, stakeholder engagement and public communication; marketing and promoting the Project to potential Competitor companies; and maintaining a critical neutrality in the facilitation of the Project at all times. In accordance with AgResults media standards and policies, the Project Manager will serve as Project liaison to local media, value chain actors, and other local and international actors, always consulting the Secretariat in advance of public communications and following the AgResults branding guidelines.

With respect to any external communication, unless otherwise specifically authorized in writing by Deloitte Consulting, the Project Manager shall not use the name or brand of Deloitte in any communications. The Project Manager shall use AgResults marking and branding in accordance with the guidance that will be provided by the Secretariat upon agreement award and as updated during the term of the Project.

The Project Manager will have the following responsibilities related to Stakeholder Engagement, Public Outreach and Communications:

- a. Competitor Engagement
 - 1) During the product development stage, if needed (in the case of low Competitor interest), and in consultation with the Secretariat, identify and recommend to the Secretariat promotional activities to engage Competitors. Publicity of the Project (goals, requirements and incentives) and the Rules should be done in a transparent and open manner, through appropriate advertising, media outreach, and/or through proactive networking in the livestock health community. Publicity is subject to approval of the Secretariat. The Project Manager will always inform the Secretariat in advance of all publicity activities in order to seek Secretariat feedback and approval.
 - 2) Maintain communication with potential Competitors and provide them with all information necessary to determine whether they wish to participate in the Project.
 - 3) Refer all important communications related to the Competitors to the Secretariat, keeping the Secretariat informed and apprised of important developments so that the Secretariat is able to effectively manage inquiries and reporting from and to the donors on the Steering Committee.
- b. Engagement with Donor Representatives and International Organizations

Meet as needed (at least twice a year) with international organizations active in related technical areas and in particular with the representatives of AgResults donors, always proposing such meetings and coordinating with the Secretariat in advance of the meetings so that the Secretariat may keep donor representatives on the Steering Committee informed and involved, to the extent the Steering Committee members wish. The purpose of these meetings is to keep the relevant stakeholders informed and updated on the Project progress and to maintain a working knowledge of other relevant donor-funded programs. The Project Manager shall report to the Secretariat following all meetings.

c. **Engagement with Other Stakeholders**

Maintain active engagement with any other necessary stakeholders including, but not limited to, relevant donor-funded projects, industry associations and interest groups, livestock health groups, other projects working in the developing country livestock vaccine sector, and any others the Secretariat or Steering Committee members may request in order to identify challenges and opportunities, and to recommend to the Secretariat appropriate solutions and responses.

3.1.3.4 Reporting on Project Operations

The Project Manager will be in regular communication with the Secretariat on all aspects of the Project operations. Specifically, the Project Manager's responsibilities include:

- a. Report immediately to the Secretariat any urgent issue or reputational risk related to the Project.
- b. Report to the Secretariat in a timely fashion problems and opportunities identified in the Project and make recommendations for solutions and responses.
Prepare and submit to the Secretariat for review, within one (1) week, the minutes of All Team Meetings.
- c. Submit photos and brief reports of all events.
- d. Submit a quarterly report to the Secretariat on project activities, using a template provided by the Secretariat, to include: Project implementation and operations; lessons learned; if available, Competitor activities; any updates on Project indicators; any requests, with explanation, for needed work plan amendments; and a quarterly payment request using the one-page template provided by the Secretariat.
- e. Submit an annual Lessons Learned Report to the Secretariat.
- f. As requested by the Secretariat, periodically provide photos or written contributions for the AgResults website, blog, and/or social media.
- g. Submit any additional reports or information as may be required by the Secretariat or the Steering Committee.

3.1.3.5 Support to Project Evaluator and Independent Evaluator Results Framework

The Project Manager will support the AgResults Independent Project Evaluator Abt Associates, as needed, during activities for the impact evaluation of the Project.

The Project Manager will also track data needed for the Independent Evaluator Results Framework as outlined by the Secretariat. Specifically, the Project Manager's responsibilities will include:

- a. Participate in a presentation that the Evaluator will give to the Project Manager team during the initial 60 days of the Project Manager's mobilization to provide further specificity about the impact evaluation and anticipated needs.
- b. Liaise, support and collaborate closely with the Independent Evaluator. This will entail coordinating or facilitating meetings for the Project Evaluator with stakeholders. It will also involve sharing important information and lessons regarding the Project implementation.
- c. Invite representatives of the Independent Evaluator to participate in significant events as relevant.
- d. Coordinate or facilitate meetings for the Independent Evaluator with stakeholders.
- e. Share technical understanding and knowledge of Foot and Mouth disease and vaccine development with Independent Evaluator as requested.
- f. Participate in a conference call every other month with the Project Evaluation team (or with greater or less frequency as needed) to discuss Project findings that may impact Project implementation and the Impact Evaluation. This may include: Competitor applications, data collected from Competitors, the Project timelines, Project characteristics, etc. Information about external factors that may influence impact and attribution is also particularly important. The Independent Evaluator treats every piece of information with the utmost confidentiality and is bound by agreement to maintain confidentiality of every data sources.
- g. Provide important information in a real-time fashion to the Independent Evaluator, copying the Secretariat.
- h. Support in the initial six months of the Project, and later if needed, identification and development of the indicators for the Project Results Framework, in concert with the Secretariat and in collaboration and consultation with the Steering Committee, Independent Evaluator, and Judging Panel.
- i. Track and report to the Secretariat, data collected by the Technical Committee and Judging Panel for the indicators in the Results Framework.

3.2 Project Manager Deliverables

- a. Yearly Work Plan development and submission to the Secretariat in MS Project for review and approval, plus quarterly review and updates as needed. Provide quarterly reports and invoicing.
- b. Regular reporting to the Secretariat including, but not limited to,
 - i. Weekly or biweekly calls between the Team Leader and Project Manager as requested by the Secretariat
 - ii. Judging Panel and/ or Technical Committee meeting notes, within one week following the meetings.
- c. Verifying the design of the Project, ensuring that the design aligns with all other criteria developed for the Project and provide a report to this effect.
- d. Sourcing and engagement of the Technical Committee and the Judging Panel, provide status reports and appropriate information and documents when submitting request to the Secretariat for review and approval of proposed qualified candidates.
- e. Managing the development and finalization of the legal framework documents for the Project's operations, including the Competition Rules, non-disclosure agreements, governing rules for the Technical Committee and the Judging Panel, and any other necessary legal documents necessary for the Project implementation. The Project Manager is responsible for developing a list of these documents and these documents will be developed during the initial phases of the Project.

- f. Managing the Competitor sourcing and other Project launch responsibilities as needed, as described in the TOR.
- g. Organizing a Project Technical Launch event, in coordination with the Secretariat, to be held in an international industry forum, after the Steering Committee and Secretariat conduct a broader global launch event.
- h. Overseeing all Judging Panel activities. This includes convening the Judging Panel; ensuring no conflicts of interest of members of the body; serving as a close liaison to the Judging Panel and overseeing its work plan(s) around critical Judging Panel times of input; and performing quality review of Judging Panel tasks, reports, and activities. Judging Panel meeting notes, within two weeks following the meetings.
- i. Overseeing all Technical Committee activities. This includes convening the Technical Committee; ensuring no conflicts of interests of members of the body; serving as a close liaison to the Technical Committee and overseeing its work plan(s) around critical times of input; and performing quality review of Technical Committee tasks, reports, and activities.
- j. Conducting ongoing analysis to identify problems, opportunities and lessons learned, and making recommendations to the Secretariat for solutions and steps forward.
- k. Overseeing the Technical Committee's assessment of the design choices of the Project, and either confirming these choices or proposing changes, to better aligning the Project's design to the stated goals and objectives of the AgResults program.
- l. Overseeing the Project activities to identify and report to the Secretariat any potential inappropriate, unethical or fraudulent behavior or activities by the Competitors, the Technical Committee, the Judging Panel, and/or any other party in connection with the Project.
- m. Managing Project outreach and communications.
- n. Providing inputs into semiannual Steering Committee meetings, as needed.
- o. Preparing a detailed Work Tracker submitted as part of the Quarterly Report or as needed and agreed upon with the Secretariat.
- p. Submitting quarterly reports for every year of the agreement with Work Plan amendment requests and justification if needed.
- q. Developing and maintaining a data library including but not limited to: maintenance of all project documents and key communication, Competitors application and review documents and process (as allowed by confidentiality measures), Efficacy Study results and reports (as allowed by confidentiality measures), and verification reports.
- r. Preparing and submitting one Lessons Learned report following each annual lessons learned exercise.
- s. Coordinating and providing support as needed to the Independent Evaluator (Abt Associates) to harmonize work plans and facilitate the Independent Evaluator's work, in order to meet the objectives of its work along with those of the Project.
- t. Liaising with relevant government entities, donor representatives, animal health companies, and any other sector-related stakeholders on a systematic and regular basis as needed in connection with Project activities.
- u. Tracking related projects in the Foot and Mouth disease space if relevant, carried out by donors and other actors in the livestock health sector, and noting participation and support received by Competitors in other related projects and activities.
- v. Gathering information from Competitors, the Judging Panel, and other stakeholders, and analyzing, and acting on information related to Project activities.
- w. Preparing periodic contributions to Secretariat biannual reporting in January and July.

- x. Periodically providing photos or written contributions for the AgResults website, blog, and/or social media, as applicable.
- y. Collect information from Competitors regarding the changes that have taken place as a result of the Project and investments made to meet the application requirements and participate in the Project.
- z. Maintaining an unbiased, facilitation role with regard to Competitor companies. In order to ensure the integrity of the Project and the pay-for-results mechanism, it is important that the entire Project Manager team remains neutral and that Competitors and other stakeholders perceive it as such.
- aa. As determined by the Secretariat and/or the Steering Committee, performing any other role which would be useful for the Project Manager to perform, depending on the nature of the Project, provisions for implementing the Project and consistent with the agreed upon Scope of Work.
- bb. Preparing final report at the end of the Project after the Project is completed.
- cc. Performing other tasks and preparing other deliverables as agreed with the Secretariat

Appendix 4 Proposal Requirements

Proposal Requirements

1. Technical Proposal

Offerors are required to address the components below in a response limited to twenty (20) pages, notwithstanding the separate annexes outlined below that will not count towards the page limit. Any specific additional page limits for annexes are noted below.

1.1 Technical Approach and Methodology

- A) The offeror shall present their overall approach to implementing the AgResults FMD Project Manager role. In particular, the offeror shall demonstrate the following:
- a. Understanding of the project
 - b. Technical understanding and insights into the project scope
 - c. A clear, logical approach to implementing the project Terms of Reference, particularly with respect to complex interactions with private and public stakeholders.

1.2 Corporate Capability and Past Experience

- A) The offeror shall provide a statement of Corporate Capabilities included as part of the technical proposal response. Included in this statement, the Offeror shall provide the location of the organization's current functioning office locations and existing presence throughout East Africa, particularly in Uganda or the ability to register and operate in there immediately after contract award.
- B) The offeror shall also provide three to five past performance references in an annex related to the efforts identified in the Statement of Work. Each reference in the annex should be no more than two pages. These should identify the specific role the offeror played in each project, particularly if they were part of a larger team.
- Please provide a description of the services, name(s), e-mail addresses, and phone numbers of the client(s)/customer(s) to whom the services were provided, dates and periods during which the indicated services were provided, and the extent and nature of services provided. (The Offeror consents to the AgResults Secretariat contacting and verifying these references at its discretion.)
- B) The Offeror shall also provide a list of relevant ongoing and past projects or activities, with budget amounts, duration and total level of effort provided for the past ten (10) years or more if relevant. This should be limited to one page in the annex.

1.3 Personnel

As part of the technical proposal, the offeror shall provide a description of the key personnel who will be responsible for the administration of the AgResults Project, along with the offeror's approach to management of the project. The offeror must include in this description the three individual(s) proposed for key Project Management roles, including a summary description of the individual(s)' qualifications as they relate to the scope of work and related tasks. CVs for each proposed team member may be included in an annex, with each CV being no more than 3 pages.

1.2.1 Key Personnel – Position Requirements

A) Team Leader

The Offeror must propose a full time Team Leader responsible for delivery of the work indicated in the Terms of Reference. The Proposal should include a letter of commitment signed by the proposed Team Leader and a detailed CV as an annex, as well as a summary description and/or substantiation documents in the Proposal of the individual's qualifications as they relate to a) the Statement of Work in this RFP and b) the following requirements, capabilities and characteristics:

1. A minimum of five to seven years of experience managing international donor-funded projects, with experience in managing regional projects in East Africa preferred, and experience managing a small team with a high level of cross-cutting responsibilities.
2. A Bachelor's degree in agriculture, economics, business, international development, or a related field. A Master's degree is preferred.
3. Demonstrated experience facilitating programs or projects that include public and private sector involvement.
4. Proven ability to work independently; effectively manage time, competing priorities, and complex tasks; and identify opportunities and challenges and propose appropriate responses or solutions.
5. Proven excellent project management and problem solving abilities.
6. Excellent interpersonal, verbal and written communication skills both in English.
7. Experience with positive stakeholder engagement, including the agribusiness private sector, international donors, and government officials.
8. Experience overseeing monitoring and verification systems.
9. Proficiency in MS Project, MS Outlook, MS Word and other Microsoft Office programs.

B) Buyer Relations Lead

The Offeror must propose a full time Buyer Relations Lead responsible for delivery of the work indicated in the Terms of Reference. The Proposal should include a letter of commitment signed by the proposed Technical officer and a detailed CV as well an annex, as well as a summary description in the Proposal of the individual's qualifications as they relate to a) the Statement of Work in this RFP and b) the following requirements, capabilities and characteristics:

1. Livestock Policy and Commercial Development expert with a minimum of seven years of experience.
2. Bachelor's degree required in a related field. Master's degree preferred.
3. Experience working with government(s) in East Africa on FMD control efforts especially related to government budgets and public sector procurement of animal health vaccines.
4. Experience in regulation of veterinary products is highly desired.
5. Experience of policy development using evidenced based approaches and policy research.
6. Excellent analytical, project management, time management, and problem solving abilities.
7. Excellent interpersonal verbal and written communication skills.
8. Demonstrated excellence in oral, written and reading comprehension abilities.
9. Proficiency in MS Project, MS Outlook, MS Word and other Microsoft Office programs.

C) FMD Industry Expert

The Offeror must propose a part time FMD Industry Expert responsible for delivery of the work indicated in the Terms of Reference. The Proposal should include a letter of commitment signed by the proposed Technical officer and a detailed CV as well an annex, as well as a summary description in the Proposal of the individual's qualifications as they relate to a) the Statement of Work in this RFP and b) the following requirements, capabilities and characteristics:

1. FMD expert with a minimum of seven years of experience preferably in the field of livestock disease management specifically in foot and mouth disease.
2. Bachelor's degree required in a related field. Master's degree preferred.
3. Management and an understanding the complexities of the disease in East Africa.
4. Experience working with or for R&D units of animal health companies focused at least in part on Africa.
5. Excellent analytical, project management, time management, and problem solving abilities.
6. Excellent interpersonal verbal and written communication skills.
7. Demonstrated excellence in oral, written and reading comprehension abilities.
8. Proficiency in MS Project, MS Outlook, MS Word and other Microsoft Office programs.

1.3.2 Support Staff

The Offeror may provide a summary of other staff that will have a substantive role in the work and/or in supporting any of the Key Personnel. Please state the role for which the individual(s) is being proposed, how his or her qualifications correspond to that role, and provide a summary description of the individual and attach a CV as an annex.

1.4 Illustrative Year 1 Work Plan

Building off the proposed Project Timeline in Figure 3 as well as the details provided throughout the RFP, the Offeror must propose an illustrative Work Plan for Year 1, with activities defined on a quarterly basis, for the activities described in the Terms of Reference in Appendix 3. Offerors must include an estimated timing of major activities, deliverables, and interaction with other entities. Upon award, a definitive Year 1 Work Plan will be required within 30 days for discussion and approval by the Secretariat.

2. Cost Proposal

The Offeror shall submit a Cost Proposal on a **fixed-price basis**, using the provided fixed-price cost template. The cost response should include all fees and expenses, including any taxes, for the three-year Base Period and one Option Period of five and a half years as per the Terms of Reference.

The Price Proposal should cover all the activities detailed in the Terms of Reference in Appendix 3, including the project launch-related responsibilities.

The price Proposal should - at a minimum - include a breakdown of anticipated costs as follows:

- a) labor costs with fees based on fixed daily rates for each labor category, calculated using the Labor Pricing Template attached as Appendix 6;

- b) base period travel costs for approximately 18 trips annually to conduct hold meetings with government representatives and buyer. (This presumes that the trips will be able to include government lobbying and meetings with buyers in one trip) These figures assume that all 6 countries identified in East Africa are participating. Should this assumption be incorrect, the Project Manager and Secretariat will discuss and make appropriate revisions to the Scope of Work;
- c) events costs for the following, all of which will be conducted in East Africa (note: this does not include meetings with potential Competitors and other stakeholders that the Project Manager will organize when needed throughout the Project):
 - a. one (1) Technical Committee orientation session and subsequently quarterly Technical Committee meetings throughout
 - i. approximately 5-7 members/attendees plus Project Management team
 - ii. simple refreshments
 - b. one (1) Judging Panel orientation session and subsequently as needed (up to 3) Judging Panel meetings throughout
 - i. approximately 5-7 members/attendees plus PM team
 - ii. simple refreshments
 - iii. travel and accommodation costs
 - c. one (1) public Project Announcement Event
 - i. approximately 100 attendees (all stakeholders + press)
 - ii. microphone sound system
 - iii. simple refreshments
 - iv. printed one-page briefs on the Project;
 - d. one (1) Project Phase 1 Launch Event
 - e. six annual lessons learned events with Competitor and key stakeholders, beginning one year after the end of year 1; and
- d) details of any necessary mobilization costs. An initial mobilization payment is permitted.

Notes:

- Proposed payments will made be quarterly and tied to deliverables proposed by the Project Manager in the submitted illustrative Work Plan.
- All expenses should be listed separately, with sufficient detail to allow for evaluation as to the reasonableness of the items proposed.
- All prices shall be quoted in US dollars.
- Offeror is responsible for any applicable taxes and similar fees (those are deemed included in the proposed fixed price). Deloitte Consulting cannot confer any special tax- or duty-free status.
- Payments to the selected Offeror will be made after receipt of the Quarterly Report by the AgResults Secretariat and will come from the World Bank-administered Trust Fund.

3. RFP Schedule of Events

1. **Deadline for Proposals**, with all required signatures, including a completed and signed Anticorruption Compliance Certification, is no later than 1700 Hrs. US Eastern Time (US ET) on **April 8, 2019**. Proposal documents should be submitted in one email to info@agresults.org. Please indicate “FMD Project Manager RFP” in the subject line of the email.
2. **Questions** concerning the Project or this RFP may be submitted by vendors at any time, but no later than 1700 Hrs. US Eastern Time (US ET) on **March 8, 2019** to info@agresults.org. Please indicate “FMD Project Manager RFP” in the subject line of

the email.

3. **Answers** to timely-received questions will be posted on the AgResults website no later than 1700 Hrs. US Eastern Time (US ET) on **March 13, 2019**. Answers to questions will be posted on <https://agresults.org/news-and-blog/10-blog/125-rfp-foot-and-mouth-disease-pm>
4. The Secretariat expects to award the Project Manager's contract by **June 3, 2019** with an expected contract start date of **July 1, 2019**.

Appendix 5

Anticorruption Compliance Certification

AgResults requires full compliance by the Offeror with the U. S. Foreign Corrupt Practices Act (15 U.S.C. Section 78dd-1, et. seq.) as amended (“FCPA”), and all other applicable anti-corruption laws, rules and regulations.

The anti-bribery provisions of the FCPA make it illegal to offer, promise, authorize, or provide anything of value, either directly or indirectly (e.g., through third parties), to a Foreign Official (as defined below) for the corrupt purpose of (1) influencing an official act or decision; (2) inducing the Foreign Official to do or omit to do anything in violation of his lawful duty; or (3) securing an improper advantage; in each case in order to assist in obtaining, retaining, or directing business to anyone.

Under the FCPA, a Foreign Official includes not only a person who performs traditional governmental or administrative functions, but also any member of a royal family or an employee of an entity in which a governmental body has an ownership interest (even a minority interest). Such employee could still qualify as a Foreign Official even if he or she performs business-related functions as an employee of such entity engaged in commercial, rather than governmental, activities.

To facilitate the Offeror’ s understanding and compliance with obligations set forth in this clause, ‘Foreign Official’ is hereby defined for the purposes of this clause to include:

- Any officer or employee of a non-U.S. government (including any non-U.S. military personnel) or any of its departments or agencies or incorporated entities (including state-owned enterprises);
- Any director, officer, or employee of any legal entity or joint venture that is controlled or significantly owned by a non-U.S. government (including any non-U.S. military personnel) or any of its departments or agencies or incorporated entities (including state-owned enterprises);
- Any officer or employee of any public international organization (e.g., the United Nations or World Bank);
- Any person that represents or acts on behalf of, or in an official capacity for, any non-U.S. government or any of its departments or agencies or incorporated entities (including state-owned enterprises), even if honorary;
- Any non-U.S. political party or party official or candidate for non-U.S. political office;
- Any member of a royal family; and
- Any member of a non-U.S. legislative body.

The Offeror understands that prohibited payments or offerings under the FCPA need not take the form of cash or cash equivalents. For the purposes of this clause, and in line with the FCPA, the reference to ‘anything of value’ is construed broadly and covers any tangible benefit of any kind, including, without limitation, cash or cash equivalents, gifts (including, but not limited to, gifts or courtesies of local custom, wedding and personal gifts, jewellery), political contributions, donations to charities at the behest of a Foreign Official or his/her family, entertainment (including, but not limited to, meals and tickets to events), travel and travel-related expenses, hospitalities (including, but not limited to, accommodation), ownership rights in joint ventures or other entities, inflated or excessive contract prices, loans and employment (whether long-term or temporary). Even if any payments or gifts are a customary part of the culture of a particular country, they may be prohibited under the FCPA. In addition, providing

or offering gifts, payments or other benefits to another person for an improper or corrupt purpose may violate not only the FCPA but also other similar anti-bribery laws and regulations.

Moreover, certain laws and regulations, that may be also applicable in connection to the Project Manager’s activities, prohibit bribes or kickbacks in the private sector and regulate, among other things, whether gifts, entertainment or employment may be provided to U.S. government officials. Offeror shall comply with all such applicable laws and regulations.

Therefore, in connection with the submission of this proposal for participation in the AgResults FMD Advance Market Commitment Project, the Offeror shall not cause the Secretariat or any other entity associated with the AgResults Initiative to be in violation of the FCPA or any other applicable anticorruption laws or regulations. The Offeror must refrain from either directly or through others, making or offering to make bribes, kickbacks or other corrupt payments or provide anything of value to a Foreign Official or anyone else for purposes of influencing them to benefit the Secretariat or any other entities associated with AgResults Initiatives, the Offeror, or any other party.

The Offeror shall notify the Secretariat immediately if it learns of any violations of the FCPA or any other anticorruption laws in connection with the Offeror’s involvement in the *AgResults FMD Advance Market Commitment Project*. Notifications can be made to Secretariat through email: info@agresults.org or by contacting Parasto Hamed, Secretariat Field Coordinator, at +1.571.882.8646. Notifications can be also made anonymously through the website www.integrityhelp.com, or by calling +1 866 850 1485 (within the U.S.) or +1 503 748 0570 (outside the U.S.).

Compliance Certification

By my signature, I certify as an authorized representative of Offeror, that in connection with the preparation and submission of this proposal, the Offeror has complied with and will comply with the U. S. Foreign Corrupt Practices Act (15 U.S.C. Section 78dd-1, et. seq.) as amended (“FCPA”), and all other applicable anticorruption laws, rules and regulations.

For and on Behalf of Offeror:

Name _____

Title _____

Organization _____

Signature _____

Date _____

Appendix 6 Pricing Template



FMD Project
Manager Pricing Tem