
**REVISED GUIDELINES AND PROCEDURES
FOR ENTERING INTO JOINT VENTURE (JV) AGREEMENTS BETWEEN
GOVERNMENT AND PRIVATE ENTITIES (Series of 2019)**

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6 1.0. **Legal Basis.** These Revised Guidelines are being issued pursuant to Section 8 (Joint Venture
7 Agreements) of Executive Order (EO) No. 423 dated 30 April 2005, which mandates the National
8 Economic and Development Authority (NEDA), in consultation with the Government Procurement
9 Policy Board (GPPB), to issue the necessary guidelines on Joint Ventures (JVs). **AS PROVIDED
10 FOR UNDER SECTION 9 OF THE 2013 REVISED JV GUIDELINES**, The Office of the
11 Government Corporate Counsel (OGCC) and the Governance Commission for Government-
12 Owned and/or -Controlled Corporations (GCG) **SHALL BE** consulted in the revision of the
13 Guidelines.
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15 2.0. **Principles.** The Government shall enter into a JV arrangement consistent with the following
16 principles:
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18 2.1. **TRANSPARENCY SHALL BE OBSERVED IN THE CONDUCT OF THE COMPETITIVE
19 SELECTION/CHALLENGE PROCESS AND IN THE IMPLEMENTATION OF THE JV
20 AGREEMENT, EITHER IN THE FORM OF CONTRACTUAL JV OR ESTABLISHMENT OF
21 A JV COMPANY, THROUGH WIDE DISSEMINATION OF JV OPPORTUNITIES;**
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23 2.2. **OPEN AND FAIR COMPETITION SHALL BE OBSERVED FOR ALL PROSPECTIVE
24 PARTICIPANTS DURING THE JV SELECTION AND AWARD;**
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26 2.3. The creation of the **JV BETWEEN GOVERNMENT AND PRIVATE ENTITIES** should not
27 prevent **THE JV PARTIES** from **ENTERING INTO OTHER JV AGREEMENTS AND/OR**
28 from profitably entering into **OTHER** business ventureS/marketS;
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30 2.4. The cost of producing the particular product, activity, or service should be efficient or
31 potentially efficient towards earning potential profits for **Government** and the market
32 player/Private Sector Partner;
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34 2.5. The role of **Government** as regulator of the business of the JV should be clearly and explicitly
35 delineated from its role as implementer of the business to avoid conflicts of interest;
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37 2.6. As differentiated from projects procured under Official Development Assistance (ODA),
38 Government Procurement Reform Act (GPRA), and Build-Operate-and-Transfer (BOT) Law,
39 except for the Build-Operate-and-Own (BOO) scheme and similar schemes under the BOT
40 Law, where generally ownership of the asset/business will stay with the **Government**, JV
41 Agreements allow **SHARING OF PROFITS AND LOSSES BETWEEN THE GOVERNMENT
42 ENTITY AND THE PRIVATE SECTOR PARTNER AND TAKING OVER BY** the Private
43 Sector **PARTNER** of the projects after the **Government** divests itself of any interest in the
44 JV;
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46 2.7. **SPLITTING OF GOVERNMENT CONTRACTS IS NOT ALLOWED. SPLITTING OF
47 GOVERNMENT CONTRACTS MEANS THE DIVISION OR BREAKING UP OF THE SAME
48 INTO SMALLER QUANTITIES AND AMOUNTS, OR DIVIDING CONTRACT
49 IMPLEMENTATION INTO ARTIFICIAL PHASES OR SUB-CONTRACTS;**

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2.8. Accountability for the JV ultimately devolves on the Head of the Government Entity involved in the JV Agreements and the implementation of the JV. The private parties dealing with the Government are similarly held accountable for all their actions relative thereto; **AND**,

2.9 A JV AGREEMENT SHALL NOT BE ENTERED INTO UNDER THESE GUIDELINES FOR THE PURPOSE OF CIRCUMVENTING PROCUREMENT METHODS UNDER REPUBLIC ACT (RA) NO. 9814 AND ITS IMPLEMENTING RULES AND REGULATIONS (IRR).

3.0. **Purpose.** These Guidelines are being formulated to meet the following objectives:

3.1. To prescribe the rules, guidelines and procedures forging JV Agreements between **Government ENTITIES** as defined under Section 5.6 below, and Private Entities;

3.2. To encourage pooling of resources and expertise between **Government and Private Entities** through JVs as a viable, efficient and practical alternative in pursuing development goals of the **Government**; and,

3.3. To ensure that all JV Agreements are entered into under the policy that all government contracts shall be awarded through a transparent **AND COMPETITIVE** process.

4.0. **Coverage.**

4.1. These Guidelines shall apply to all government-owned and/or -controlled corporations (GOCCs), **WATER DISTRICTS (WDs)**, government corporate entities (GCEs), government instrumentalities with corporate powers (GICPs), government financial institutions (GFIs), state universities and colleges (SUCs), as defined under Section 5.6.

4.2. These Guidelines shall not apply to the following:

- a. Transactions of GFIs in the ordinary course of business as part of their normal and ordinary banking, financial or portfolio management operations;
- b. JVs of **GCEs** in the exercise of their primary mandate to dispose government assets or properties; and,
- c. JVs of Local Government Units (LGUs).

5.0. **Definition of Terms.**

5.1. **Competitive Challenge.** An alternative selection process **PROVIDED UNDER ANNEX "B" HEREOF**, wherein third parties shall be invited to submit comparative proposals to a negotiated JV either initiated by a Private Sector **ENTITY** or, by the **Government** in case it has failed to identify an eligible Private Sector Partner for a desired activity after subjecting the same to a competitive selection as provided under Section VIII.9 of Annex "A" hereof.

5.2. **Competitive Selection.** Refers to a process of selection by a Government Entity of a JV Partner(s), based on transparent criteria, which should not constrain or limit competition, and is open to participation by any interested and qualified Private **SECTOR** Entity.

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- 101 5.3. **Contractual JV.** A legal and binding Agreement under which the JV Partner(s) shall perform
- 102 the functions and obligations under the JV Agreement without forming a JV Company.
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- 104 5.4. **CONTRIBUTION TO JV.** REFERS TO THE SUM OF MONEY/CAPITAL, SERVICES,
- 105 **ASSETS (INCLUDING EQUIPMENT, LAND, INTELLECTUAL PROPERTY OR**
- 106 **ANYTHING OF VALUE), OR A COMBINATION OF ANY OR ALL OF THE FOREGOING**
- 107 **UTILIZED TO UNDERTAKE AN INVESTMENT ACTIVITY FOR THE DURATION OF THE**
- 108 **JV. SUCH SHOULD BE IN PRESENT VALUE, WITH DISCOUNT RATE AS PRESCRIBED**
- 109 **BY THE APPROPRIATE APPROVING AUTHORITY. IN NO WAY SHOULD THE ENTIRE**
- 110 **ASSET BASE OF THE GOVERNMENT ENTITY BE CONTRIBUTED IN A JV.**
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- 112 5.5. **Cost of JV.** Refers to the total amount of the contributions of the Parties to the JV **AS**
- 113 **DEFINED UNDER SECTION 5.4 OF THESE GUIDELINES,** in present value, with discount
- 114 rate as prescribed by the appropriate Approving Authority.
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- 116 5.6. **Government Entity.** Refers to GOCCs, GCEs, GICPs, SUCs, and GFIs, created by law
- 117 **AND** executive issuances. **GOCCs, GCEs, GICPs AND GFIs SHALL BE AS** defined under
- 118 Republic Act (RA) No. 10149, otherwise known as the GOCC Governance Act of 2011, **AND**
- 119 **WDs AS DEFINED UNDER PRESIDENTIAL DECREE (PD) NO. 198.**
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- 121 5.7. **Head of Government Entity.** Refers to the governing board or its duly authorized official for
- 122 GOCCs, **WDs,** GCEs, GICPs, SUCs, and GFIs.
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- 124 5.8. **Joint Venture (JV).** An arrangement whereby a **Private Sector Entity** or a group of **Private**
- 125 **Sector Entities** on one hand, and a **Government Entity** or a group of **Government Entities** on
- 126 the other hand, **PROVIDE CONTRIBUTION TO THE JV** to undertake an investment activity.
- 127 The investment activity shall be for the purpose of accomplishing a specific, **LIMITED, OR**
- 128 **SPECIAL** goal with the end view of facilitating private sector initiative in a particular industry
- 129 or sector, and eventually transfer the activity to either the **Private Sector ENTITY** under
- 130 competitive market conditions or to the **Government.** The JV involves a community or pooling
- 131 of interests in the performance/**IMPLEMENTATION** of the investment activity, and each
- 132 Party shall have the right to direct and govern the policies in connection therewith with the
- 133 intention to share both profits and, risks and losses subject to agreement by the parties. A
- 134 JV may be a Contractual JV or a JV Company.
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- 136 5.9. **JV Company.** A stock corporation incorporated and registered in accordance with the
- 137 provisions of Batas Pambansa Bilang 68, **AS REPEALED BY RA NO. 11232,** otherwise
- 138 known as the **REVISED** Corporation Code of the Philippines and based on the prevailing
- 139 **AND APPLICABLE** rules and regulations of the Securities and Exchange Commission
- 140 (SEC) **AS WELL AS LEGAL MANDATE OF THE GOVERNMENT ENTITY,** of which fifty
- 141 percent (50%) or less of the outstanding capital stock is owned by the **Government.** The JV
- 142 Company shall be registered by the JV Partners that shall perform the functions and
- 143 obligations of the JV as stipulated under the JV Agreement. The JV Company shall possess
- 144 the characteristics stipulated under these Guidelines.
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- 146 5.10. **Infrastructure or Development Projects.** Include, but not limited to, power plants,
- 147 highways, ports, airports, canals, dams, hydropower projects, water supply, irrigation,
- 148 telecommunications, railroad and railways, transport systems, land reclamation projects,
- 149 industrial estates or townships, commercial/real estates, housing, government buildings,

150 tourism projects, public markets, slaughterhouses, warehouses, solid waste management,
151 information technology networks and database infrastructure, education and health facilities,
152 sewerage, drainage, dredging and other infrastructure and development projects as may be
153 authorized by the Government Entity pursuant to these Guidelines.
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155 5.11. **Negotiated JV.** Refers to a proposal initiated by a Private Sector **ENTITY WHICH IS NOT**
156 **PART OF THE LIST OF PRIORITY PROJECTS CONSISTENT WITH SECTION 7.1 (B) OF**
157 **THESE GUIDELINES**, or, by the Government in case it has failed to identify an eligible
158 Private Sector Partner for a desired activity after subjecting the same to a Competitive
159 Selection as provided under Section VIII.9 of Annex "A" hereof. The procedure for negotiated
160 proposals is provided under Annex "B" of these Guidelines.
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162 5.12. **Public Utility Projects.** Refers to projects or facilities that provide public services as defined
163 under the Commonwealth Act No. 146 (Public Service Law), as amended, and for which a
164 franchise is required.
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166 5.13. **REGULATORY BODY. REFERS TO ANY GOVERNMENT AGENCY OR AUTHORITY,**
167 **BODY, COMMISSION, OR OTHER INSTRUMENTALITY MANDATED UNDER**
168 **APPLICABLE RULES AND REGULATIONS TO MONITOR, REGULATE, OR**
169 **OTHERWISE EXERCISE AUTHORITY OVER THE INVESTMENT ACTIVITY, PURSUANT**
170 **TO THESE GUIDELINES, OF CONCERNED GOVERNMENT ENTITY OR ITS ATTACHED**
171 **AGENCIES UNDER ITS JURISDICTION.**
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173 **IN THE ABSENCE OF A REGULATORY BODY MANDATED BY LAW, THE**
174 **APPROPRIATE REGULATORY BODY SHALL REFER TO ITS MOTHER**
175 **AGENCY/SECTOR OVERSIGHT AGENCY.**
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177 5.14 **SIMILAR OR RELATED CONTRACTS. FOR THE PURPOSE OF THESE GUIDELINES,**
178 **SIMILAR OR RELATED CONTRACTS REFER TO ALL ONGOING OR COMPLETED**
179 **GOVERNMENT AND PRIVATE CONTRACTS, JV OR OTHERWISE, INVOLVING SCOPE**
180 **OF WORKS OR SERVICES WHICH ARE RELATED TO OR SIMILAR TO THE PROJECT**
181 **BEING SUBJECTED TO COMPETITIVE SELECTION/CHALLENGE. THE GOVERNMENT**
182 **ENTITY MAY ADOPT OR OTHERWISE PROVIDE MORE DETAILS OF THIS DEFINITION**
183 **FOR THE PURPOSE OF SELECTION/TENDER DOCUMENTS.**
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185 6.0. **General Guidelines.**
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187 6.1. **PRIOR TO ITS SIGNING, THE JV AGREEMENT SHALL EXPLICITLY PROVIDE FOR A**
188 **WELL-DEFINED SET OF MINIMUM DESIGN AND SPECIFICATIONS, PERFORMANCE**
189 **STANDARDS, AND OTHER SERVICE-LEVEL REQUIREMENTS OF THE JV. THESE**
190 **REQUIREMENTS SHALL TAKE INTO CONSIDERATION THE TECHNICAL, SOCIAL,**
191 **ENVIRONMENTAL, AND OTHER ASPECTS OF THE JV.**
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193 6.2. JV Agreements entered into by the Government Entity concerned with the Private Sector
194 Partner, whether through contractual agreement (**CONTRACTUAL JV**) or through the
195 formation of a JV Company as provided in these Guidelines, should be clear in its intent to
196 undertake a specific activity that is responsive to national development goals and objectives.
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198 6.3. **THE GOVERNMENT AND PRIVATE ENTITIES SHALL ENTER INTO A JV AGREEMENT**
199 **UNDER THE FOLLOWING PARAMETERS, AS APPLICABLE:**
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201 A. Ownership and nationality requirements under the Constitution and other pertinent
202 laws should be complied with; provided, that the Government Entity's contribution in
203 the JV shall be fifty percent (50%) or less of the **TOTAL COST OF THE JV. IN THE**
204 **CASE OF JV COMPANY, THE GOVERNMENT ENTITY'S CONTRIBUTION SHALL**
205 **BE 50% OR LESS OF THE OUTSTANDING CAPITAL STOCK OF THE JV**
206 **COMPANY.**

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208 Government's contribution may be through **ANY OF THE FORMS MENTIONED**
209 **UNDER SECTION 5.4 ABOVE, INCLUDING EQUITY, PROPERTY UNDER LEASE**
210 **OR USUFRUCT, ADDITIONAL CAPITAL INFUSION TO THE JV AFTER**
211 **APPROVAL OF THE JV PROPOSAL (IF ANY), AMONG OTHERS,** which shall be
212 subject to an independent valuation **BY A GOVERNMENT - ACCREDITED THIRD**
213 **PARTY VALUATOR OR VALUATION BY THE APPROPRIATE REGULATORY**
214 **BODY THROUGH ISSUANCE OF A CERTIFICATION. THIRD PARTY VALUATION**
215 **CONDUCTED BY A NON-GOVERNMENT ENTITY SHALL UNDERGO**
216 **CONFIRMATION BY THE APPROPRIATE REGULATORY BODY.** For as long as
217 the Government Entity is involved in the JV, the Private Sector **PARTNER** shall not
218 sell/transfer its interest in the JV without the express written consent of the
219 Government Entity;

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221 B. The **JV PARTNERS** shall be permitted to derive income from the activities authorized
222 under the JV Agreement during the term thereof. **THE GOVERNMENT ENTITY**
223 **CONCERNED SHALL SHARE IN THE REVENUE FROM THE JV WHICH MAY BE**
224 **A CERTAIN PERCENTAGE OF THE GROSS REVENUE, PROVIDED THAT THE**
225 **SAME IS INDICATED IN THE SELECTION/TENDER DOCUMENTS AND**
226 **INCLUDED IN THE JV AGREEMENT;**

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228 C. **THE JV SHALL BE UNDERTAKEN FOR A FIXED PERIOD, THAT IS, WITH A**
229 **SPECIFIED START AND END PERIOD/DATE AS EXPLICITLY DEFINED IN THE**
230 **JV AGREEMENT;**

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232 D. A JV shall be subject to audit examination under existing laws, rules and regulations,
233 and other legal issuances;

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235 E. A JV may be entitled to investment incentives as may be approved by the Board of
236 Investments (BOI) as provided for under EO 226, otherwise known as "The Omnibus
237 Investment Code of 1987". As may be applicable, a JV may also be entitled to
238 investment incentives under other existing laws.

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240 F. In drafting the **JV AGREEMENT AND OTHER** documents governing the relationship
241 between the Government Entity and the Private Sector Participant, the Parties should
242 consider the following guidelines, among others:

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244 (1) clearly defined business objectives;
245 (2) specified degree of participation and the management roles of each Party in the
246 JV;
247 (3) defined contribution of capital and ownership rights to property;
248 (4) specified division of the profits, risks and losses;
249 (5) identified dispute mechanism to avoid management impasses that may produce
250 deadlock or litigation;
251 (6) specified termination/liquidation of the JV and indicate buy-out provisions;

- 252 (7) specified confidentiality terms; and,
253 (8) stipulated indemnification mechanisms.
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- 255 6.4. The JV **AGREEMENT** should stipulate a fixed period for the participation of the Government
256 Entity as determined by the attainment of the Government Entity's objective in pursuing the
257 investment, upon which the Government Entity may divest its interest in the JV based on
258 existing laws, rules and regulations. Further, the withdrawal of the Government Entity's
259 capital contribution before the expiration of said period is encouraged; provided, that the
260 divestment is made through **Competitive Selection**, initial public offering (IPO), **AS**
261 **APPLICABLE**, or any other means that promote competition, fairness and transparency.
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- 263 6.5. The procurement activities **OF THE JV PARTIALLY OR FULLY** financed by the Government
264 Entity or Government of the Philippines (GOP) regardless of source of funds, whether local
265 or foreign, shall comply with **APPLICABLE PROVISIONS OF RA 9184**, otherwise known as
266 the GPRA and its Revised Implementing Rules and Regulations (IRR), **AND ALL** other
267 guidelines, and issuances on procurement.
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- 269 6.6. For JVs involving government assets or properties, the **PERFORMANCE SECURITY**
270 **SHALL BE FORFEITED IN FAVOR OF THE GOVERNMENT ENTITY IN THE EVENT IT IS**
271 **ESTABLISHED THAT THE WINNING PRIVATE SECTOR PARTICIPANT IS IN DEFAULT**
272 **IN ANY OF ITS OBLIGATIONS UNDER THE JV Agreement**. In such cases, the
273 Government Entity concerned may likewise **TERMINATE/RESCIND** the **JV AGREEMENT**.
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- 275 6.7. A JV Company shall be formed by the Government and Private Sector Entities under the
276 following parameters:
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- 278 A. The Government Entity shall be represented in the Board of the JV Company in
279 proportion to its investment; and,
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- 281 B. The Government Entity and the Private Sector Partner shall be entitled to receive
282 dividends each year from the net profits that would constitute portion of the unrestricted
283 retained earnings of the **JV** Company in each year in accordance with the JV
284 Agreement.
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- 286 6.8. If the formation of a JV Company is not the best mode to implement a JV as determined by
287 the Government Entity, it may opt to implement the JV through a contractual agreement. **A**
288 **CONTRACTUAL JV MAY BE MORE APPROPRIATE FOR GOVERNMENT ENTITY**
289 **UNDERTAKINGS OF LIMITED SCOPE AND DURATION**.
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- 291 6.9. The ownership of the JV Facility may be transferred to either the Government Entity or the
292 Private Sector Partner after the expiration of the JV Agreement depending on the terms
293 stated therein; provided that, pursuant to Section 7.2.a. of these Guidelines, JVs which
294 involve full divestment or transfer of ownership of government assets or properties to a
295 Private Sector Partner shall be approved/cleared by the Privatization Council (PC), and JVs
296 which involve divestment of government equity that is not in the form of asset or property
297 shall be approved/cleared by the GCG.
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- 299 6.10. JVs under the mining sector shall be undertaken through Competitive Public Bidding.
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301 6.11. **JVs SHALL REMAIN SUBJECT TO REGULATION BY THE APPROPRIATE**
302 **REGULATORY BODY, AS PROVIDED BY LAW, UNTIL FULL DIVESTMENT OF**
303 **OWNERSHIP/INTEREST IN THE JV HAS BEEN MADE.**
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305 6.12. **DURING THE EXISTENCE OF THE JV, THE CONCERNED GOVERNMENT ENTITY**
306 **SHALL CONTINUE TO CARRY OUT ITS POWERS AND FUNCTIONS AND RETAIN ITS**
307 **ORGANIZATIONAL STRUCTURE AND PLANTILLA POSITION NECESSARY TO**
308 **IMPLEMENT ITS MANDATE. THIS SHALL BE SUBJECT TO THE CONTINUING POWER**
309 **OF THE PRESIDENT TO REORGANIZE HIS OFFICE UNDER THE REVISED**
310 **ADMINISTRATIVE CODE OF 1987 AND OTHER APPLICABLE LAWS AND**
311 **REGULATIONS.**
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313 **THE JV SHALL, IN NO WAY, AFFECT TENURE OF INCUMBENT POSITIONS INVOLVED**
314 **NOR CONSTITUTE A DEMOTION OR REDUCTION IN RANK AND SALARY.**
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316 **7.0. Process for Entering into JV Agreements**
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318 7.1. **Requirements/Conditions for JV Proposals.** JV Proposals shall comply with the following
319 requirements/conditions:
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- 321 a. The JV is within the mandate and charter of the Government Entity concerned;
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- 323 b. The JV is responsive in meeting specific development goals and objectives. **ALL**
324 **PRIORITY PROJECTS SHOULD BE SUBMITTED FOR INCLUSION IN THE**
325 **PUBLIC INVESTMENT PROGRAM (PIP), PROVINCIAL DEVELOPMENT**
326 **INVESTMENT PROGRAM (PDIP) OR LOCAL DEVELOPMENT INVESTMENT**
327 **PROGRAM (LDIP), FOR NATIONAL, PROVINCIAL OR LOCAL PROJECTS,**
328 **RESPECTIVELY, AS MAY BE APPROPRIATE;**
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- 330 c. The JV Proposal clearly describes the proposed investment, including its total cost,
331 activities, objectives, sources of funding, extent and nature of the proposed
332 participation of the Government Entity concerned, and the relevant terms and
333 conditions;
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- 335 d. The JV Proposal establishes all the components in determining the over-all feasibility
336 of the JV Proposal which include, among others, the technical, financial, economic,
337 and legal aspects;
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- 339 e. **THE JV PROPOSAL EXPLICITLY SPECIFIES THE OBLIGATIONS OF THE**
340 **PARTIES ON THE PAYMENT OF VALUE-ADDED TAX (VAT), FRANCHISE TAX**
341 **AND OTHER TAX REQUIREMENTS, AS MAY BE APPLICABLE, WHICH SHOULD**
342 **BE DULY REFLECTED IN THE JV AGREEMENT, and,**
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- 344 f. The terms and conditions of the approval of the PC, if applicable.
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346 7.2. **Approval of JV Proposals.** The approval of JV Proposals shall be in accordance with the
347 following:
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- 349 a. Prior to submission of a JV Proposal to the Approving Authority as indicated in this
350 Section, **THE FOLLOWING** shall be secured:

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- (1) **JV PROPOSALS** which involve divestment or transfer of government assets or properties to the Private Sector Entity shall be required to secure approval/clearance from the PC pursuant to EO 12 dated 14 August 1998, as amended by EO 323, dated 06 December 2000;
 - (2) **JV PROPOSALS** which involve the formation of a JV Company shall be required to secure approval from GCG pursuant to RA 10149, otherwise known as the GOCC Governance Act of 2011, **AS APPLICABLE**;
 - (3) **JV PROPOSALS** which involve divestment of government equity that is not in the form of asset or property shall be required to secure approval from GCG pursuant to RA 10149, **AS APPLICABLE**;
 - (4) **THE GOVERNMENT ENTITY CONCERNED SHALL ESTABLISH AND CERTIFY THAT THE JV PROPOSAL TAKES THE FORM / NATURE OF A JOINT VENTURE IN ACCORDANCE WITH SECTIONS 5.8 AND 6.12 OF THESE GUIDELINES. CERTIFICATION SHALL BE SUBMITTED TO THE APPROPRIATE APPROVING AUTHORITY ALONG WITH THE OTHER DOCUMENTS PRIOR TO ITS APPROVAL OF THE JV PROPOSAL; AND,**
 - (5) **ALL JVs SHALL BE REQUIRED TO SECURE CERTIFICATION FROM THE APPROPRIATE REGULATORY BODY ON THE VALUATION OF GOVERNMENT CONTRIBUTION AS PROVIDED UNDER SECTION 6.3 (A) ABOVE.**
- b. For the following JVs, the Approving Authority shall be the NEDA Board ICC:
- (1) Infrastructure **OR DEVELOPMENT** projects as defined under Section **5.10** of these Guidelines with government contribution amounting to One Hundred Fifty Million Pesos (PhP150 Million) and above;
 - (2) **JVs** that are public utilities as defined under Section **5.12** of these Guidelines with government contribution amounting One Hundred Fifty Million Pesos (PhP150 Million) and above;
 - (3) Negotiated JVs that are initiated by a Private Sector **ENTITY** with government contribution amounting **TO** One Hundred Fifty Million Pesos (PhP150 Million) and above;
 - (4) **JVs** that are not related to primary mandate with government contribution amounting One Hundred Fifty Million Pesos (PhP150 Million) and above; and,
 - (5) **JVs WITH GOVERNMENT CONTRIBUTION LESS THAN ONE HUNDRED FIFTY MILLION PESOS (PHP150 MILLION) BUT WITH COST OF JV REACHING THE COST THRESHOLD PRESCRIBED BY THE NEDA BOARD ICC PURSUANT TO ITS GUIDELINES AND PROCEDURES.**
- c. For the following projects, the Approving Authority shall be the Head of the Government Entity concerned:

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- (1) Projects that are related to primary mandate and not involving infrastructure projects as defined under Section 5.10 of these Guidelines; and,
 - (2) Projects not covered under Section 7.2.b of these Guidelines.
- d. Project Proposals that shall be submitted to NEDA ICC for approval as indicated in this Section should include the following:
- (1) endorsement of the JV Proposal by the Head of the Government Entity concerned;
 - (2) project details;
 - (3) draft JV Agreement; and,
 - (4) other documents and requirements as may be determined by the NEDA ICC pursuant to its guidelines.

420 The Government Entity concerned shall furnish the Department of Finance (DOF) all
421 the documents submitted to the NEDA ICC for the approval of a JV proposal.
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- e. The Approving Authority shall act on the JV Proposal within a period of thirty (30) calendar days upon submission of complete documents **AS REQUIRED BY THE APPROVING AUTHORITY. THE APPROVING AUTHORITY SHALL PRESCRIBE THE DETAILED GUIDELINES ON THE PROCESS AND PROCEDURES FOR THE APPROVAL OF JV PROPOSALS, AS WELL AS THE REQUIREMENTS TO BE SUBMITTED IN SUPPORT THEREOF, PROVIDED THAT THE SAME ARE CONSISTENT WITH THESE GUIDELINES.**

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7.3. **Clearance/Approval of DOF and Department of Budget and Management (DBM).** For JV that will require National Government undertakings, subsidies or guarantees, clearance/approval of the DOF and/or the DBM, as the case may be, shall be secured.

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7.4. **Approval for Registration of JV Company.** All JV proposals which involve the pursuit of the project through a JV Company shall be submitted to the GCG for review and recommendation to the President of the Philippines for approval before registering the same with the SEC pursuant to Section 27 of RA 10149, **AS APPLICABLE.**

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7.5. **Modes of Selecting a JV Partner:**

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- a. Competitive Selection – The process for the conduct of Competitive Selection, contract award and approval shall be stipulated under Annex “A” of these Guidelines. In the conduct of the Competitive Selection process, the Government Entity shall ensure the following:
 - (1) All activities during the Competitive Selection, award, and approval are conducted in a transparent and competitive process that promotes accountability and efficiency; and,

451 (2) The Competitive Selection parameters are clearly defined and shall include the
452 parameters as approved by the Approving Authority.

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454 b. Negotiated JVs – Negotiated JVs may be entered under the circumstances stated
455 under Annex “B” of these Guidelines.

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457 7.6. **Approval of the JV Agreement.** Upon approval of the JV proposal by the Approving
458 Authority, the Head of the Government Entity concerned shall approve the draft JV
459 Agreement. The Head of the Government Entity concerned shall be responsible for ensuring
460 the consistency of the tender/bid parameters and the draft JV Agreement with the
461 parameters, terms and conditions set forth by the Approving Authority.

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463 7.7. **Deviations and Amendments to the JV Agreement.** The concerned Government Entity
464 shall not proceed with the award and signing of the Contract if there are material deviations
465 from the parameters and terms and conditions set forth in the proposal/tender documents
466 that tend to increase the financial exposure, liabilities and risks of Government or any other
467 factors that would cause disadvantage to Government and any deviation that will cause
468 prejudice to losing Private Sector Participants. Said material deviations and amendments
469 shall be subjected to the approval requirements under Sections 7.2, 7.3, and 7.4 hereof. The
470 Head of the Government Entity concerned shall be responsible for compliance with this
471 policy. Violation of this provision shall render the award and/or the signed JV Agreement
472 invalid.

473
474 Any amendment to a JV Agreement after award and signing of Contract shall undergo
475 approval by the appropriate Approving Authority as provided in Sections 7.2, 7.3, and 7.4 of
476 these Guidelines. Noncompliance with the corresponding approval process stated shall
477 render the amendment null and void.

478
479 8.0. **EVERY JV UNDERTAKEN UNDER THE PROVISIONS OF THESE GUIDELINES SHALL BE IN**
480 **ACCORDANCE WITH THE PLANS, SPECIFICATIONS, STANDARDS AND COST APPROVED**
481 **BY THE APPROPRIATE APPROVING AUTHORITY AND SHALL BE UNDER THE**
482 **SUPERVISION AND/OR REGULATION OF THE CONCERNED GOVERNMENT REGULATORY**
483 **ENTITY/ENTITIES PURSUANT TO EXISTING LAWS.**

484
485 9.0. **IN CASE OF INCREASE IN CONTRIBUTION DUE TO ANY ADDITIONAL CAPITAL INFUSION**
486 **TO THE JV AT ANY TIME AFTER APPROVAL OF THE JV PROPOSAL, THE TOTAL AMOUNT**
487 **OF GOVERNMENT CONTRIBUTION SHALL BE SUBJECT ANEW TO APPROVAL BY THE**
488 **APPROPRIATE APPROVING AUTHORITY IN ACCORDANCE TO SECTION 7.2 B OR C, AS**
489 **APPLICABLE.**

490
491 10.0. **TOLLS, FEES, RENTALS, TARIFFS AND CHARGES.**

492
493 **THE TOLLS, FEES, RENTALS, TARIFFS AND CHARGES THAT A PROJECT PROPONENT**
494 **MAY CHARGE FOR THE USE/AVAILMENT OF THE FACILITY/SERVICE SHALL BE THOSE**
495 **AS APPROVED BY THE APPROPRIATE REGULATORY BODY OR AS PROVIDED BY LAW,**
496 **RESULTING FROM THE COMPETITIVE SELECTION/CHALLENGE PROCESS, AND**
497 **INCORPORATED IN THE JV AGREEMENT, WHICH SHALL BE UPHELD, ADOPTED,**
498 **ACCORDED UTMOST WEIGHT, OR RECOGNIZED BY THE REGULATOR.**

499
500 **DURING THE LIFE OF THE JV AGREEMENT, TARIFFS/TOLLS/FEES/RENTALS/CHARGES**
501 **MAY BE SUBJECT TO ADJUSTMENT BASED ON A PRE-DETERMINED FORMULA WHICH**

502 **SHALL BE PRESCRIBED IN THE “INSTRUCTIONS TO PRIVATE SECTOR PARTICIPANTS”.**
503 **ANY ADJUSTMENTS SHALL REQUIRE THE CONDUCT OF STAKEHOLDER**
504 **CONSULTATIONS PRIOR TO IMPLEMENTATION OF ADJUSTMENT CONSISTENT WITH**
505 **EXISTING RULES/GUIDELINES/REQUIREMENTS OF THE APPROPRIATE REGULATORY**
506 **BODY.**

507
508 **11.0. CHANGE IN CONTROL OR COMPOSITION OF THE JV PARTNER**
509

510 **ANY CHANGE IN CONTROL OF THE PRIVATE SECTOR PARTNER/COMPOSITION OF THE**
511 **CONSORTIUM AT ANY TIME SHALL BE SUBJECT TO THE APPROVAL OF THE**
512 **GOVERNMENT ENTITY. THE NEW CONTROLLING PRIVATE SECTOR PARTNER SHALL BE**
513 **EVALUATED USING THE SAME QUALIFICATION CRITERIA TO DETERMINE IF IT HAS**
514 **EQUAL OR BETTER QUALIFICATIONS AS WITH THE PREVIOUS PRIVATE SECTOR**
515 **PARTNER.**

516
517 **ANY CHANGE IN THE OWNERSHIP OF THE PRIVATE SECTOR ENTITY/IES THAT WILL**
518 **INVOLVE CHANGES IN THE JV SHALL BE SUBJECT TO APPROVAL BY THE APPROPRIATE**
519 **APPROVING AUTHORITY PROVIDED IN SECTION 7.2 OF THE GUIDELINES.**
520

- 521 **12.0. Reporting Requirement.** The heads of government entities as defined in Section 5 of these
522 Guidelines, shall submit to NEDA, DOF, GCG **AND/OR DBM (AS APPLICABLE), PPP CENTER**
523 **AND THE APPROPRIATE REGULATORY BODY** the salient features and a copy of JV
524 Agreements together with all documents required thereto **WITHIN FIFTEEN (15) DAYS FROM**
525 **THE EXECUTION OF THE JV AGREEMENT**, for monitoring of compliance with relevant policies,
526 procedures and conditions for approval of the **JV**.
527

528 During the course of implementation of the JV Agreement, the concerned Government Entity shall
529 submit an annual report on the **PROJECT** status of its implementation during a current year to **THE**
530 **APPROPRIATE REGULATORY BODY, PUBLIC-PRIVATE PARTNERSHIP (PPP) CENTER,**
531 **DOF, and GCG AND/OR DBM (AS APPLICABLE),** for monitoring purposes. The annual report
532 shall be submitted within the first quarter of the succeeding year and may be in any format,
533 electronic/digital copy or hard copy, as may be required by **THE APPROPRIATE REGULATORY**
534 **BODY, DOF, and GCG AND/OR DBM (AS APPLICABLE).** The report shall use current standards
535 in the production of annual reports and shall include the audited financial statements of the JV. In
536 addition, the report shall also contain the JV's work program for a period as specified and required
537 by DOF starting from the year the annual report is issued.
538

- 539 **13.0. COMPLIANCE WITH THE SPECIFIC PROVISIONS OF THESE GUIDELINES. ALL**
540 **PROSPECTIVE JV PARTIES ARE ENJOINED TO STRICTLY ADHERE TO THE PROVISIONS**
541 **OF THESE GUIDELINES. JV AGREEMENTS ENTERED INTO BY AND BETWEEN THE**
542 **PARTIES AND/OR IMPLEMENTED IN VIOLATION OF ANY OF THE PROVISIONS OF THESE**
543 **GUIDELINES AND OTHER LAWS, RULES AND REGULATIONS RELATIVE THERETO SHALL**
544 **BE DEEMED VOID, WITHOUT PREJUDICE TO THE FILING OF THE APPROPRIATE**
545 **ADMINISTRATIVE, CIVIL, AND/OR CRIMINAL CASE AGAINST THE PUBLIC OFFICER/S,**
546 **EMPLOYEE/S AND/OR PRIVATE INDIVIDUALS LIABLE THEREFOR.**
547

- 548 **14.0. Amendments.** These Guidelines may be amended and/or modified from time to time by NEDA
549 through its **SECRETARY**, in consultation with the GPPB, the OGCC, and the GCG.
550

- 551 15.0. **Separability.** If any provision of these Guidelines is held or declared void or unenforceable by final
552 judgment of a court of competent jurisdiction, the other provisions unaffected thereby shall remain
553 in full force and effect.
554
- 555 16.0. **Effectivity.** These Revised Guidelines and any subsequent amendment or modification shall take
556 effect fifteen (15) calendar days from the date of its publication in a newspaper of general circulation
557 or the Official Gazette.
558
- 559 17.0. **Transitory Provision.** The **PROVISIONS OF THESE GUIDELINES SHALL APPLY TO ALL JVS,**
560 **EXCEPT FOR** JVs wherein a JV Agreement between the winning Private Sector Participant and
561 the Government Entity concerned has been executed prior to effectivity of the Revised JV
562 Guidelines.
563

DRAFT

ANNEX A

**DETAILED GUIDELINES AND PROCEDURES FOR COMPETITIVE SELECTION FOR
PUBLIC-PRIVATE JOINT VENTURES**

I. **The Joint Venture Selection Committee (JV-SC)**

1. **Composition.** The Head of the Government Entity shall create a JV-SC for purposes of selecting a Private Sector Partner for a proposed JV. The JV-SC shall be composed of the following:

Regular Members (voting):

- a. Chairman – At least a third ranking officer of the Government Entity;
- b. Secretary – Any legal officer of the concerned Government Entity;
- c. One (1) officer knowledgeable in finance;
- d. One (1) officer knowledgeable in management/operation of the JV; and
- e. One (1) officer knowledgeable with the technical aspects or requirements of the project, duly designated by the Head of the Government Entity concerned on a project-to-project basis.

Provisional Members (non-voting):

- f. One (1) technical officer from a concerned regulatory body, when applicable, knowledgeable with the project at hand, to be invited by the Government Entity concerned on a project-to-project basis; and
- g. Observers:
 - i. One (1) representative from the Government Entity's statutory counsel (OGCC or the Office of the Solicitor-General [OSG] or as designated by the Department of Justice [DOJ]);
 - ii. Two (2) representatives from the private sector – one (1) representative from a duly recognized association related to the project at hand, and one (1) representative from either the facility users, if applicable, or duly recognized accounting associations; and
 - iii. One (1) representative from the Commission on Audit (COA).

Observers will be notified at least two (2) calendar days before the following stages: pre-selection conference, opening of technical and financial proposals, evaluation of technical and financial proposals, contract award, and special meetings of the JV-SC. The absence of observers will not nullify the JV-SC proceedings, provided that they have been duly invited in writing.

2. **Responsibilities.** The JV-SC shall be responsible for all aspects of the pre-selection and selection process, including, among others, the **APPROVAL** of the selection/tender documents, publication of the invitation to apply for eligibility and to submit a proposal, pre-qualification of prospective private sector participants, conduct of pre-selection conferences and issuance of supplemental notices, interpretation of the rules regarding the selection process, the conduct of the selection process, evaluation of the financial and technical proposals, resolution of disputes between private sector

614 participants, and recommendation for the acceptance of the proposal and/or for the award of the
615 contract.

616

617 3. **Quorum.** A quorum of the JV-SC shall be composed of a simple majority of all voting members. The
618 Chairman shall vote only in case of a tie.

619

620

621 **II. Selection/Tender Documents**

622

623 1. **Selection/Tender Documents.** The Government Entity concerned shall prepare the
624 selection/tender documents which shall include the following:

625

626

627 a. Instructions to Private Sector Participants;
628 b. Minimum Design, Performance Standards/Specifications, **KEY PERFORMANCE**
629 **INDICATORS (KPIs), BUSINESS EFFICIENCY MEASURES** and other Financial and
630 Economic Parameters, where applicable, among others;

631 c. Feasibility Study or a Business Case/Pre-feasibility Study of the Project;

632 d. Draft **JV AGREEMENT** (in accordance with Section **S 6.4 AND 7.6** of these Guidelines, **AND**
633 **SECTION II.5 OF THIS ANNEX**) reflecting the terms and conditions in undertaking the JV
634 including, among others, the contractual obligations of the contracting parties and the
635 ownership of the JV, or property after the termination of the JV Agreement;

636 e. Selection Form reflecting the required information to properly evaluate the technical and
637 financial proposal;

638 f. Forms of technical and financial proposals and performance securities; and

639 g. Other documents as may be required by the Government Entity concerned and other
640 requirements of concerned regulatory agencies as may be pertinent or applicable to the JV.

641 The documents enumerated above are **MINIMUM DOCUMENTARY REQUIREMENTS THAT**
642 **NEED TO BE PREPARED BY THE GOVERNMENT ENTITY. HOWEVER,** the Government
643 Entity concerned is given discretion to **ADD** appropriate provisions as they may deem suitable
644 for a particular project.

644

645 **TO PROVIDE THE PROSPECTIVE PRIVATE SECTOR PARTICIPANTS AMPLE TIME TO**
646 **EXAMINE THE SELECTION/TENDER DOCUMENTS AND TO PREPARE THEIR JV**
647 **PROPOSALS, THE CONCERNED JOINT VENTURE – SELECTION COMMITTEE (JV-SC)**
648 **SHALL MAKE THE SELECTION/TENDER DOCUMENTS AVAILABLE FROM THE TIME THE**
649 **INVITATION TO APPLY FOR ELIGIBILITY AND TO SUBMIT A PROPOSAL (IAESP) IS FIRST**
650 **ADVERTISED/POSTED UNTIL THE DEADLINE FOR THE SUBMISSION AND RECEIPT OF**
651 **PROPOSALS.**

652

653 **THE PROSPECTIVE PRIVATE SECTOR PARTICIPANTS MAY BE ASKED TO PAY A FEE TO**
654 **RECOVER THE COST FOR THE PREPARATION AND DEVELOPMENT OF**
655 **SELECTION/TENDER DOCUMENTS PURSUANT TO THE GUIDELINES ON THE SALE OF**
656 **SELECTION/TENDER DOCUMENTS PRESCRIBED IN THESE GUIDELINES.**

657

658 2. **Instructions to Private Sector Participants.** The instructions to private sector participants, which
659 establish the rules of the selection process, shall be clear, comprehensive and fair to all private
660 sector participants and shall, as far as necessary and practicable, include the following information:

661

- 662 a. General description of the JV **WHICH SHALL INCLUDE THE GOALS AND OBJECTIVES OF**
663 **THE JV, THE PROBLEMS THAT NEED TO BE ADDRESSED AND POTENTIAL**
664 **CHALLENGES FORESEEN, AMONG OTHERS;**
665
- 666 b. Proposal submission procedures and requirements, which shall include information on the
667 manner of proposal submission, the number of copies of the technical and financial proposal to
668 be submitted, where the proposals are to be submitted, the deadline for the submission of
669 proposals, permissible mode of transmission of technical and financial proposals, etc.;
- 670
- 671 c. **COST OF SELECTION/TENDER DOCUMENTS WHICH SHALL NOT BE HIGHER THAN**
672 **THE COST PRESCRIBED UNDER THESE GUIDELINES;**
673
- 674 d. Amount and form of proposal security, proposal security validity period **AS WELL AS**
675 **GROUND FOR THE FORFEITURE OF PROPOSAL SECURITY;**
676
- 677 e. Milestones;
- 678
- 679 f. Method, parameters and criteria for the evaluation of the proposals;
- 680
- 681 g. Minimum amount of equity of the prospective JV Partner;
- 682
- 683 h. Requirements of concerned regulatory bodies/agencies as may be pertinent or applicable to
684 the JV;
- 685
- 686 i. Revenue sharing arrangement, if any;
- 687
- 688 j. Nationality and ownership requirements as required by law; **AND**
689
- 690 k. **GROUND FOR REVOCATION OF AWARD.**
691
- 692 3. **Minimum Designs, Performance Standards/Specifications and Economic Parameters.**
693 Minimum design and performance standards/specifications, including **KEY PERFORMANCE**
694 **INDICATORS AND BUSINESS EFFICIENCY MEASURES**, appropriate environmental standards
695 by the Department of Environment and Natural Resources (DENR), and standards by concerned
696 regulatory agencies as may be pertinent or applicable to the JV, shall be clearly defined and shall
697 refer more to the desired quantity and quality of the outputs of the JV and should state that non-
698 conformity with any of these minimum requirements shall render the proposals as non-responsive.
699 **FOR THIS PURPOSE, THE APPROPRIATE REGULATORY BODY SHALL PRESCRIBE A**
700 **STANDARD MINIMUM DESIGNS, PERFORMANCE STANDARDS/SPECIFICATIONS**
701 **PERTINENT TO THE SECTOR IN ORDER TO GUIDE THE GOVERNMENT ENTITIES IN**
702 **DRAFTING THE MINIMUM DESIGNS, PERFORMANCE STANDARDS/SPECIFICATIONS OF**
703 **THEIR JVs.** Likewise, for the purpose of evaluating proposals, the following economic parameters,
704 among others and where applicable, shall be prescribed:
705
- 706 a. Discount rate, foreign exchange rate and inflation factor;
- 707 b. Maximum period of project construction;
- 708 c. Fixed term and price indices to be used in the adjustments of tolls/fees/rentals/charges, if
709 applicable; and
- 710 d. Minimum period of repayment, if applicable.
711

712 THE JV PARTIES SHALL ADHERE TO THE KEY PERFORMANCE INDICATORS AND
713 BUSINESS EFFICIENCY MEASURES AND OTHER EQUIVALENT STANDARDS PRESCRIBED
714 BY THE APPROPRIATE REGULATORY BODY.

715
716 4. FEASIBILITY STUDY. THE FEASIBILITY STUDY SHALL CLEARLY ESTABLISH WHETHER
717 THE PROPOSED JV IS TECHNICALLY, FINANCIALLY AND ECONOMICALLY FEASIBLE AND
718 DETERMINE THE OPERATIONAL IMPACT OF THE PROPOSED JV INCLUDING THE
719 ADVANTAGES AND DISADVANTAGES OF ITS IMPLEMENTATION. SPECIFICALLY, THE
720 FEASIBILITY SHALL INCLUDE THE FOLLOWING INFORMATION:

- 721
722 A. OBJECTIVE AND SCOPE OF THE STUDY;
723 B. ANALYSIS OF THE PRESENT CONDITION;
724 C. APPROACH AND METHODOLOGY;
725 D. DEMAND AND SUPPLY / MARKET ANALYSIS;
726 E. TECHNICAL ANALYSIS;
727 F. FINANCIAL ANALYSIS (INCLUDING INFORMATION ON FINANCING SCHEME, TOTAL
728 PROJECT COST, COST SHARING SCHEME, ESTIMATION OF THE NET PRESENT VALUE
729 AND RATE OF RETURN, AND PROJECTED SCHEDULE OF DISBURSEMENTS,
730 INCREMENTAL RETURNS TO GOVERNMENT, DETERMINATION / ANALYSIS OF JV
731 ARRANGEMENT, AMONG OTHERS);
732 G. ECONOMIC ANALYSIS;
733 H. SOCIAL AND ENVIRONMENTAL ANALYSIS;
734 I. LEGAL AND INSTITUTIONAL ANALYSIS;
735 J. IMPLEMENTATION PLAN OF THE RECOMMENDED SCHEME BASED ON THE
736 ALTERNATIVES/CONFIGURATIONS/TECHNOLOGIES CONSIDERED;
737 K. MANPOWER AND ADMINISTRATIVE SUPPORT REQUIREMENTS; AND
738 L. OTHER RELEVANT INFORMATION AS MAY BE REQUIRED BY THE APPROVING
739 AUTHORITY.

740
741 5. **Draft JV AGREEMENT.** The draft **JV AGREEMENT** should clearly define the basic and legal
742 relationship between the parties and their rights and responsibilities including specific Government
743 Undertakings to be provided by the Government Entity relative to the JV, if any. Specifically, the
744 draft **JV AGREEMENT** shall also contain provisions on the following matters, as far as practicable:

- 745
746 a. The date on which the agreement is established, executed, and considered effective;
747 b. The names, addresses and identification of the parties, including the type of business of each
748 member of the JV;
749 c. The name under which the JV will do business;
750 d. The principal place of business of the JV;
751 e. Clearly defined purpose and objective/s, contractual / agreement mode (whether JV Company
752 or contractual JV), term and scope of the JV. The term should be a fixed period not to exceed
753 a maximum of fifty (50) years for the participation of the Government Entity as determined by
754 the attainment of the Government Entity's objective in pursuing the investment;
755 f. Total cost of the JV, project specifications and features;
756 **G. MINIMUM DESIGN, PERFORMANCE STANDARDS/SPECIFICATIONS, KEY**
757 **PERFORMANCE INDICATORS (KPIs), BUSINESS EFFICIENCY MEASURES AND OTHER**
758 **FINANCIAL AND ECONOMIC PARAMETERS, WHERE APPLICABLE, AMONG OTHERS;**
759 **H.** The relationship between the parties, management roles of each party in the JV, and a statement
760 that the parties are actually co-venturers for the project, whether or not the contract is in the
761 name of all members;

- 762 **I. A WRITTEN AND SIGNED AGREEMENT BY THE JV PARTNERS TO BE JOINTLY AND**
763 **SEVERALLY LIABLE FOR THE OBLIGATIONS SPECIFIED UNDER THE JV AGREEMENT;**
764 **J.** The establishment of a fund by the parties to finance the work, together with the amount, type
765 (cash, assets, etc.), and valuation of committed contributions of each party and when such
766 contributions will be made, with the fund being deposited in a special bank account under dual
767 control and all progress payments and other revenues being deposited in such account. If the
768 equity/contribution of the private sector is to be borrowed, a statement that there shall be no
769 government guarantee for said loan;
770 **K.** Procedure for additional capital infusions, if required, and a statement that there shall be no
771 government guarantee for loans to be incurred by the private sector in case the additional
772 contribution of the private sector is to be borrowed;
773 **L.** A declaration of the participation of the parties and percentage in which profits and losses are
774 shared, in proportion to the contributions of the party to the working fund. The amount of
775 contribution of funds by the parties can be increased or decreased, depending on the
776 contributions of equipment or expertise;
777 **M.** Specified termination/liquidation of the JV Company, buy-out provisions, and details on the
778 transfer of ownership of the JV facility pursuant to Section 6.4 of these Guidelines including
779 provisions on what happens to the JV's assets after the expiration of the JV agreement or end
780 of the JV period. If equity other than cash is to be contributed, a statement as to how the
781 property will be valued and the ownership of the property during and after the effectivity of
782 the JV Agreement;
783 **N.** Designation of one of the parties as general manager of the project, with authority to bind the
784 JV Company/ Partnership/ Parties; or, in the alternative, the constitution of a management
785 committee, with a provision for remuneration. Management duties, other duties of the co-
786 venturers and procedures to be followed in dealing with unusual situations or problems that
787 may develop should be specified;
788 **O.** Implementation milestones, regular meeting schedules, financial and periodic JV and progress
789 reporting procedure;
790 **P.** Establishment of a JV bank account, and the appointment of a chartered accountant and
791 lawyer;
792 **Q.** Provide for the acquisition of licenses in the name of the JV or each co-venturer, as required;
793 **R.** Type of insurance carried by the JV and clearly defined liabilities to be insured against by each
794 participant;
795 **S.** Definition of items which are to be considered as costs to the JV for the purpose of determining
796 profit or loss and a description of items which are not reimbursable to members of the JV and
797 specified division of the profits and, risks and losses;
798 **T.** Confidentiality of trade information passed between the co-venturers;
799 **U.** Ownership or retention of patents, technology, and consultant reports;
800 **V.** Performance security requirements of the project and the bonding obligations of the co-
801 venturers;
802 **W.** Undivided pro-rata interests held by the co-venturers on all assets of the JV;
803 **X.** Restriction regarding assignment of private sector participant's undivided pro-rata interests in
804 assets of the JV;
805 **Y.** Cost recovery scheme, including payment to the government of royalties/rights, the
806 form/description and amount of earnings (cash, asset, etc.), whether it is in absolute amounts
807 or variable, and the period and timing such earnings or payment shall be received. In case of
808 non-cash payment or payment in form of asset, a statement/provision on how it will be valued,
809 the minimum value of the asset, and the determination/selection of asset such as how and who
810 will determine/select the asset;
811 **Z.** Indemnification and liquidated damages;
812 **AA.** Performance and warranty bonds;

- 813 **BB.** Minimum insurance coverage;
- 814 **CC.** Acceptance tests and procedures;
- 815 **DD.** Validity of the performance security, warranty period and procedures;
- 816 **EE.** Grounds for and effects of contract termination/default including modes for settling disputes,
- 817 procedure for handling guarantees, defects and insurance after termination, and threshold (in
- 818 terms of amount, time/period, or both) for which non-payment or delay in payment and delay in
- 819 starting the project/s shall be grounds for termination/rescission of the JV contract/agreement;
- 820 **FF.** The manner and procedures for the resolution of warranty against corruption;
- 821 **GG.** Compliance with all other laws, rules and regulations;
- 822 **HH.** Procedure and/or period for withdrawal by the government entity of its contribution to the JV,
- 823 or exit divestment by the Government Entity of its interest in the JV, and Substitution or addition
- 824 of parties;
- 825 **II.** Payout of funds;
- 826 **JJ. SOCIAL AN ENVIRONMENTAL SAFEGUARDS;**
- 827 **KK.** Alternative Dispute Resolution (ADR) mechanisms pursuant to EO No. 78 dated 04 July 2012
- 828 to avoid management impasses that may produce deadlock or litigation; and,
- 829 **LL.** Dispute Arbitration Clause
- 830

831 **III. Publication of Invitation to Apply for Eligibility and to Submit a Proposal (IAESP)**

- 832
- 833 1. Prior to issuance/publication of the IAESP, the Government Entity concerned shall submit a copy of
 - 834 the draft JV agreement, instructions to private sector participants, and minimum designs,
 - 835 performance standards/specifications and economic parameters to NEDA, DOF, GCG **AND DBM,**
 - 836 **AS APPLICABLE, PPP CENTER AND OTHER APPROPRIATE REGULATORY BODY AND/OR**
 - 837 **STATUTORY COUNSEL, for REVIEW AND MONITORING, AND REPORTING OF COMPLIANCE**
 - 838 **WITH PROCEDURES AND REQUIREMENTS IN THE JV GUIDELINES AND APPROVED TERMS**
 - 839 **AND CONDITIONS BY THE APPROPRIATE APPROVING AND REGULATORY BODIES, AND**
 - 840 **AS PROVIDED BY RELEVANT LAWS, REGULATIONS AND POLICIES. SAID DOCUMENTS**
 - 841 **SHALL BE SUBMITTED IN BOTH HARD AND ELECTRONIC/DIGITAL COPY FOR**
 - 842 **APPROPRIATE ACTION OF THE AFOREMENTIONED AGENCIES. SAID AGENCIES SHALL**
 - 843 **RESPOND TO THE SUBMISSION WITHIN TWENTY (20) WORKING DAYS FROM RECEIPT**
 - 844 **THEREOF.**
 - 845
 - 846 2. The IAESPs shall be advertised once in a newspaper of general nationwide circulation, and posted
 - 847 continuously for a period of seven (7) calendar days, starting on date of advertisement, at the
 - 848 following:
 - 849
 - 850 a. Website of the Government Entity concerned, if available;
 - 851
 - 852 b. Website of the Government Entity's service provider, if any; and
 - 853
 - 854 c. Any conspicuous place within the premises of the procuring entity.
 - 855

- 856 3. Private sector participants shall be given at least thirty (30) calendar days (**OR AT LEAST 60 CD IN**
 857 **CASE OF SINGLE STAGE QUALIFICATION/SELECTION PROCESS**) from the last date of
 858 publication of the IAESP to apply for eligibility and to submit **ELIGIBILITY REQUIREMENTS**.
 859 Notwithstanding, the Government Entity concerned may **EXTEND** said period as may be appropriate
 860 for the nature, scope, size and complexity of the proposed JV. Provided, that the principles of
 861 transparency, competition and accountability are observed. **IN ANY EVENT, THE DEADLINE FOR**
 862 **SUBMISSION OF ELIGIBILITY REQUIREMENTS AND PROPOSAL SHALL BE INDICATED IN**
 863 **THE PUBLISHED IAESP.**

864
 865 **THE SELECTION/TENDER DOCUMENTS SHALL BE POSTED IN THE WEBSITE OF THE**
 866 **GOVERNMENT ENTITY CONCERNED AND MADE AVAILABLE FOR PURCHASE FROM THE**
 867 **DATE OF PUBLICATION OF THE IAESP UP TO THE DEADLINE FOR:**

- 868
 869 **A) SUBMISSION OF PROPOSALS FOR ELIGIBLE PRIVATE SECTOR PARTICIPANTS; OR,**
 870 **B) SIMULTANEOUS SUBMISSION OF ELIGIBILITY DOCUMENTS AND PROPOSALS, IN**
 871 **CASE OF SINGLE STAGE QUALIFICATION / SELECTION PROCESS.**

- 872
 873 4. **THE PRICE OF THE SELECTION/TENDER DOCUMENTS MUST BE INCLUDED IN THE IAESP**
 874 **IN ORDER TO INFORM ALL PROSPECTIVE PARTICIPANTS OF THE COST OF ITS**
 875 **ACQUISITION.**

876
 877 **THE JV-SC SHALL ISSUE THE SELECTION/TENDER DOCUMENTS TO THE PROSPECTIVE**
 878 **PRIVATE SECTOR PARTICIPANTS UPON PAYMENT OF THE CORRESPONDING COST**
 879 **THEREOF TO THE COLLECTING/DISBURSING OFFICER OF THE GOVERNMENT ENTITY**
 880 **CONCERNED.**

881
 882 **THE COST OF A COMPLETE SET OF SELECTION/TENDER DOCUMENTS WHICH INCLUDE**
 883 **THE ELIGIBILITY DOCUMENTS AS WELL AS THE TECHNICAL AND FINANCIAL**
 884 **DOCUMENTS, SHALL CORRESPOND TO THE ESTIMATED TOTAL PROJECT COST RANGE**
 885 **AS INDICATED IN THE TABLE BELOW. THIS SHALL BE THE MAXIMUM AMOUNT OF FEE**
 886 **THAT GOVERNMENT ENTITIES CAN SET FOR THE ACQUISITION OF SELECTION/TENDER**
 887 **DOCUMENTS.**

ESTIMATED TOTAL PROJECT COST	MAXIMUM COST OF SELECTION / TENDER DOCUMENTS(IN PHILIPPINE PESO)
1 BILLION AND BELOW	50,000.00
MORE THAN 1 BILLION UP TO 2 BILLION PESOS	75,000.00
MORE THAN 2 BILLION UP TO 5 BILLION PESOS	150,000.00
MORE THAN 5 BILLION UP TO 10 BILLION	200,000.00
MORE THAN 10 BILLION	250,000.00

889
 890 **ONLY THOSE WHO HAVE PURCHASED THE COMPLETE SET OF SELECTION/TENDER**
 891 **DOCUMENTS SHALL BE ALLOWED TO PARTICIPATE IN THE SUBMISSION OF**
 892 **PROPOSALS.**

898 **IV. Qualification of Private Sector Participants**

899

900 1. **Who may Participate.** Any individual, partnership, corporation or firm, or consortium, whether
901 local or foreign, subject to the limits set herein.

902

903 2. **Eligibility Requirements**

904

905 a. **Legal Requirements.** If the JV requires a public utility franchise, the private sector participant
906 must be duly registered with the SEC and be at least sixty percent (60%) Filipino-owned. For
907 projects other than these, prospective private sector participant shall comply with nationality
908 and ownership requirements under the Constitution and other applicable laws and issuances.

909

910 For JV to be operated by the prospective JV Partner or a facility operator where operation of
911 the facility does not require a public utility franchise, the JV partner or facility operator may be
912 Filipino or foreign-owned, as maybe allowed under applicable laws, rules, and regulations.

913

914 **PROSPECTIVE PRIVATE PARTICIPANTS SHALL BE REQUIRED TO SUBMIT TO THE**
915 **GOVERNMENT ENTITY A CERTIFICATION UNDER OATH INDICATING THAT THE**
916 **PROSPECTIVE PRIVATE SECTOR PARTICIPANT HAS NO PENDING CASE/S AGAINST**
917 **THE GOVERNMENT.**

918

919 b. **Technical Requirements.** The prospective JV Partner must have completed a **T LEAST ONE**
920 **(1)** project similar or related to the JV whose value, adjusted to current prices using the
921 National Statistics Office (NSO) Consumer Price Index (CPI), must be at least fifty percent
922 (50%) of the cost of the JV subject of the selection process within the relevant period as
923 determined by the Government Entity. The prospective JV Partner shall submit a statement
924 of all its ongoing and completed government and private contracts similar or related to the JV
925 subject of the selection process, including contracts awarded but not yet started, if any.

926

927 c. **Financial Capability.** The Government Entity shall determine before evaluation of eligibility,
928 the minimum amount of equity needed for the JV.

929

930 The following documents shall be submitted by the prospective JV Partner:

931 i. Audited financial statements for the past three (3) calendar years. If the prospective JV
932 Partner is Filipino, the audited financial statements to be submitted must be stamped
933 "received" by the Bureau of Internal Revenue (BIR) or its duly accredited and authorized
934 institutions; and

935 ii. Latest tax returns, if the JV Partner is Filipino.

936

937 Financial capability shall be measured in terms of:

938

939 i) proof of ability of the prospective JV Partner to provide a minimum amount of equity to the
940 JV, measured in terms of the net worth of the company, or a deposit equivalent to the
941 minimum equity required set aside or ear-marked for the proposed JV; and

942 ii) a letter from a domestic universal/commercial bank, or an international bank with a
943 subsidiary/branch in the Philippines, or any international bank recognized by the Bangko
944 Sentral ng Pilipinas (BSP), attesting that the prospective JV Partner is one of its current
945 clients, and is in good financial standing **AND/OR IS QUALIFIED TO OBTAIN CREDIT**
946 **ACCOMMODATIONS FROM SUCH BANKS TO FINANCE THE JV.**

947
948 d. In case of consortia, all the above legal, technical and financial eligibility requirements
949 **INCLUDING A COPY OF THE CONSORTIUM AGREEMENT WHICH SHALL INCLUDE**
950 **THE FOLLOWING INFORMATION, SHALL BE SUBMITTED BY THE CONSORTIUM** to
951 determine the overall capability of the consortia for the JV undertaking:

- 952
953 i. **BRIEF DESCRIPTION OF THE CONSORTIUM, THE INDIVIDUAL MEMBERS OF**
954 **THE CONSORTIUM, AND THE NATURE AND EXTENT OF THE PARTICIPATION**
955 **(CAPITAL OF EACH MEMBER IN RELATION TO THE WHOLE CAPITAL);**
956 ii. **THE LEAD MEMBER OF THE CONSORTIUM WHO IS AUTHORIZED BY ALL THE**
957 **MEMBERS TO REPRESENT AND SIGN ANY AND ALL DOCUMENTS RELATED**
958 **TO THIS SELECTION INCLUDING THE JOINT VENTURE AGREEMENT WITH**
959 **THE GOVERNMENT ENTITY CONCERNED; AND,**
960 iii. **WRITTEN AND SIGNED AGREEMENT OF ALL MEMBERS OF THE**
961 **CONSORTIUM TO BE JOINTLY AND SEVERALLY LIABLE FOR THE**
962 **OBLIGATIONS OF THE CONSORTIUM PRIOR TO AWARD OF CONTRACT.**

963
964 e. Acceptance of Criteria and Waiver of Rights to Enjoin JV. In addition to the above, all
965 prospective private sector participants shall be required to submit, as part of their
966 qualification documents, a statement stipulating that the private sector participant: (i) has
967 accepted the qualification criteria established by the JV-SC of the Government Entity
968 concerned; and (ii) waives any right it may have to seek and obtain a writ of injunction or
969 prohibition or restraining order against the concerned Government Entity or its JV-SC to
970 prevent or restrain the qualification proceedings related thereto, the award of the contract
971 to a successful private sector participant, and the carrying out of the awarded contract.
972 Such waiver shall, however be, without prejudice to the right of a disqualified or losing
973 private sector participant to question the lawfulness of its disqualification or the rejection
974 of its proposal by appropriate administrative or judicial processes not involving the
975 issuance of a writ of injunction or prohibition or restraining order.

- 976
977 3. **Eligible and Ineligible.** The Government Entity, through its JV-SC, shall within a period of fifteen
978 (15) calendar days after the deadline set for the submission of the eligibility documents, complete
979 the evaluation of the eligibility documents of the prospective JV Partners, and determine which
980 among them are “eligible” and “ineligible”. Accordingly, the JV-SC shall duly inform the eligible JV
981 Partners within seven (7) calendar days after approval thereof. Ineligible private sector participants
982 shall be similarly given notice of such ineligibility, stating therein the grounds for ineligibility within
983 the same period.

984
985 Those ineligible may appeal their ineligibility to the Head of the Government Entity or his authorized
986 representative, within seven (7) calendar days from receipt of the notice of ineligibility. The selection
987 process will be suspended for a maximum period of thirty (30) calendar days while the appeal is
988 being evaluated. The Head of the Government Entity or his authorized representative shall act on
989 the appeal within the thirty (30)-calendar day period of suspension of the selection process. The
990 decision of the Head of the Government Entity, or his authorized representative, on the appeal shall
991 be final and immediately executory. If the appeal is not resolved within said period, the appeal is
992 deemed denied, and the selection process will proceed.

- 993
994 4. **Issuance of Tender Documents.** The Government Entity concerned shall make available the
995 related competitive selection documents to all eligible private sector participants as soon as
996 practicable **UP TO THE DEADLINE FOR SUBMISSION OF PROPOSALS** to provide respective
997 private sector participants ample time to examine the same and to prepare their respective proposals

998 prior to the date of opening of the proposals. The time period **FOR SUBMISSION OF PROPOSALS**
 999 **BE AT LEAST** thirty (30) **TO A MAXIMUM OF** sixty (60) calendar days for JV facility/project,
 1000 **DEPENDING ON THE NATURE, SCOPE, SIZE AND COMPLEXITY OF THE PROPOSED JV**
 1001 **FROM THE FIRST DAY OF THE ISSUANCE OF TENDER DOCUMENTS.**
 1002

1003 The proposal parameters for the proposed JV should be transparent and fair. It should not, in any
 1004 way, be tailor-made for or meant to favor or give advantage to a particular private sector participant.
 1005

1006 **THE HEAD OF THE GOVERNMENT ENTITY SHALL ENSURE THAT PARAMETERS ARE**
 1007 **CONSISTENT WITH THE PARAMETERS AS APPROVED BY THE APPROVING AUTHORITY**
 1008 **AND NEDA, DOF AND APPROPRIATE REGULATORY BODY IN ACCORDANCE WITH**
 1009 **SECTION 8 OF THESE GUIDELINES.**
 1010

1011

1012 **V. Supplemental Competitive Selection Bulletins and Pre-Selection Conferences**

1013

1014 **1. Responsibility of the Private Sector Participant.** The prospective private sector participant shall
 1015 be solely responsible for having taken all the necessary steps to carefully examine and acquaint
 1016 himself with the requirements and terms and conditions of the selection documents with respect to
 1017 the cost, duration and execution/ operation of the project as it affects the preparation and submission
 1018 of its proposal. The Government Entity concerned shall not assume any responsibility regarding
 1019 erroneous interpretations or conclusions by the prospective private sector participant out of data
 1020 furnished or indicated in the competitive selection documents.
 1021

1022 **2. Supplemental Notices.** A prospective private sector participant may submit a written request to the
 1023 Government Entity concerned on or before the pre-selection conference as to the meaning of any
 1024 data or requirements or any part of the selection documents. Any substantive interpretation given
 1025 by the concerned Government Entity shall be issued in the form of a Supplemental Notice, and
 1026 furnished to all prospective private sector participants. The Government Entity concerned may also
 1027 issue Supplemental Notices to all prospective private sector participants at **LEAST SEVEN (7)**
 1028 **CALENDAR DAYS BEFORE THE DEADLINE FOR THE SUBMISSION AND RECEIPT OF**
 1029 **ELIGIBILITY DOCUMENTS OR SIMULTANEOUS SUBMISSION OF ELIGIBILITY DOCUMENTS**
 1030 **AND PROPOSALS, AS APPLICABLE,** for purposes of clarifying any provisions of the selection
 1031 documents. Receipt of all Supplemental Notices shall be duly acknowledged by each private sector
 1032 participants prior to the submission of his proposal and shall be so indicated in the proposal.
 1033

1034 **3. Pre-Selection Conference.** For JVs with facility/project cost amounting to less than Five Hundred
 1035 Million Pesos (PhP 500 Million), pre-selection conference shall be conducted by the Government
 1036 Entity at least fifteen (15) calendar days before the deadline for the submission of proposals (**OR**
 1037 **SIMULTANEOUS SUBMISSION OF ELIGIBILITY DOCUMENTS AND PROPOSALS IN THE**
 1038 **CASE OF SINGLE STAGE QUALIFICATION / SELECTION PROCESS)** . For JVs with
 1039 facility/project cost amounting to Five Hundred Million Pesos (PhP 500 Million) and above, the pre-
 1040 selection conference shall be conducted at least thirty (30) calendar days before the deadline for the
 1041 submission of proposals (**OR SIMULTANEOUS SUBMISSION OF ELIGIBILITY DOCUMENTS**
 1042 **AND PROPOSALS IN THE CASE OF SINGLE STAGE QUALIFICATION / SELECTION**
 1043 **PROCESS)**. Notwithstanding, the Government Entity concerned may adjust said period as may be
 1044 appropriate for the nature, scope, size, and complexity of the proposed JV. Provided, that the
 1045 principles of transparency, competition and accountability are observed.
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1048 **VI. Submission and Receipt of Proposals**

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1. **Requirements for Submission of Proposals.** Private sector participants shall be required to submit their proposals on or before the deadline stipulated in the “Instructions to **PRIVATE SECTOR Participants**”. For eligible participants, proposals shall be submitted in two (2) separate sealed envelopes, the first being the technical proposal and the second the financial proposal.

a. The technical proposal shall contain the following, as applicable:

- i) Compliance statements with regard to the technical parameters as stated in the tender documents;
- ii) Operational feasibility;
- iii) Technical soundness, including proposed project timeline;
- iv) Preliminary environmental assessment;
- v) Cost and financing plan of the JV;
- vi) Proposal security which may be in cash, certified check, manager’s check, letter of credit, or bank draft/guarantee issued by a reputable local/foreign bank, or a surety bond callable on demand issued by the Government Service Insurance System (GSIS) or an entity duly registered and recognized by the Office of the Insurance Commissioner, or any combination thereof payable to the Government Entity concerned in accordance with the following schedule:

Total Contribution of the Private Sector Participant As Estimated by the Government Entity	Required Proposal Security
Less than PhP 5.0 Billion	2.0% of the private sector participant's contribution as estimated by the Government Entity
PhP 5.0 Billion to less than PhP 10.0 Billion	1.5% of the private sector participant's contribution as estimated by the Government Entity
PhP 10.0 Billion and more	1.0% of the private sector participant's contribution as estimated by the Government Entity

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- vii) Other documents to support the private sector participant’s technical proposal, as may be required by the concerned Government Entity.

b. The financial proposal shall contain the following, as the case may be:

- i) Compliance statements with regard to the financial parameters stated in the tender documents;
- ii) Proposed cost of the JV, operation and maintenance cost, the amount of equity to be infused and debt to be obtained for the project, sources of financing, and all other related costs; and
- iii) Financial proposal corresponding to the parameters set by the concerned Government Entity.

Fifty percent (50%) of the equity to be provided by the private sector entity should as much as possible come from its own resources and not borrowed.

1086 The Government Entity concerned is not precluded from specifying other requirements for the
 1087 technical and financial proposals that are best suited for the specific JV.
 1088

1089 c. Submission of late proposals. Proposals submitted after the deadline for submission prescribed in
 1090 the "Instructions to Private Sector Participants" shall be considered late and shall be returned
 1091 unopened.
 1092

1093

1094 VII. Opening and Evaluation of Proposals

1095

1096 1. **Opening of the envelope for the technical proposal.** At the date and time of the proposal opening
 1097 stipulated in the "Instructions to Private Sector Participants", the JV-SC shall open only the first
 1098 envelope containing technical proposal and ascertain: (a) whether the same is complete in terms of
 1099 the data/information required under Section VI.1 (a) above; and (b) whether the same is
 1100 accompanied by the required proposal security in the prescribed form, amount, and period of validity.
 1101 All private sector participants, or their representatives, present at the opening of the envelopes
 1102 containing the technical proposal shall sign a register of the proposal opening.
 1103

1104 2. **Evaluation of the technical proposal.** The evaluation of the first envelope containing the technical
 1105 proposal shall involve the assessment of the technical, operational, environmental, and financing
 1106 viability of the proposal, vis-à-vis the prescribed requirements and criteria/minimum standards, and
 1107 basic parameters prescribed in the competitive selection documents.
 1108

1109 **FOR PRIVATE SECTOR ENTITIES FORMING A CONSORTIUM, THE OVERALL / COLLECTIVE** 1110 **CAPABILITY / QUALIFICATION OF THE CONSORTIUM WILL BE CONSIDERED IN THE** 1111 **TECHNICAL EVALUATION.**

1112

1113 The JV-SC of the Government Entity concerned shall complete the evaluation of the technical
 1114 proposal within thirty (30) calendar days from the date the proposals are opened. Only those
 1115 proposals that have been determined to have positively passed the evaluation of the technical
 1116 proposal shall be qualified and considered for the evaluation of the financial proposal.
 1117

1118 3. **Opening of the envelope for the financial proposal.** Only the financial proposals of private sector
 1119 participants who passed the evaluation described under Section VII.2 hereof, shall be opened for
 1120 further evaluation. The financial proposals tendered by private sector participants who failed the
 1121 technical proposal evaluation under Section VII.2 hereof, shall not be considered further, and shall
 1122 be returned unopened, together with a notice stating the reasons for disqualification from further
 1123 consideration.
 1124

1125 4. The JV-SC shall notify the private sector participants qualifying for the second stage of evaluation of
 1126 the date, time and place of the opening of the envelopes for the financial proposal. The opening
 1127 thereof shall follow the same procedure prescribed for the opening of the envelopes containing
 1128 technical proposals.
 1129

1130 5. **Evaluation of the financial proposal.** The evaluation of the financial proposal shall involve the
 1131 assessment and comparison of the financial proposals against the financial parameters stated in the
 1132 tender documents and proposal parameters set by the Government Entity concerned. The proposed
 1133 financing plan must show that the same adequately meets the costs relative to the JV. The
 1134 evaluation of financial proposals shall be completed by the JV-SC of the concerned Government
 1135 Entity within fifteen (15) calendar days.
 1136

1137 FOR PRIVATE SECTOR ENTITIES FORMING A CONSORTIUM, THE OVERALL / COLLECTIVE
 1138 CAPABILITY / QUALIFICATION OF THE CONSORTIUM WILL BE CONSIDERED IN THE
 1139 FINANCIAL EVALUATION.
 1140

1141 6. **SIMULTANEOUS OR SINGLE-STAGE QUALIFICATION AND SELECTION.** AS MAY BE
 1142 AUTHORIZED BY THE APPROPRIATE APPROVING AUTHORITY, THE HEAD OF THE
 1143 GOVERNMENT ENTITY MAY OPT TO DO A SIMULTANEOUS QUALIFICATION AND
 1144 SELECTION WHEREIN PROSPECTIVE PRIVATE SECTOR PARTICIPANTS SHALL BE ASKED
 1145 TO SIMULTANEOUSLY SUBMIT ITS ELIGIBILITY DOCUMENTS CORRESPONDING TO THE
 1146 REQUIREMENTS SO STATED IN SECTION IV.2 HEREIN; THE TECHNICAL PROPOSAL; AND
 1147 THE FINANCIAL PROPOSAL. THE REQUIREMENTS FOR SUBMISSION OF PROPOSALS ARE
 1148 COVERED UNDER SECTION VI OF ANNEX "A" OF THESE GUIDELINES. THE PERIOD FOR
 1149 THE PREPARATION OF ELIGIBILITY DOCUMENTS SHALL BE SUBSUMED UNDER THE TIME
 1150 ALLOTTED FOR THE PREPARATION OF PROPOSALS.
 1151

1152 THE GOVERNMENT ENTITY, THROUGH ITS JV-SC, SHALL COMPLETE THE EVALUATION
 1153 OF THE ELIGIBILITY DOCUMENTS AND PROPOSALS SUBMITTED BY THE PRIVATE
 1154 SECTOR PARTICIPANTS, WITHIN FORTY-FIVE (45) CALENDAR DAYS FROM THE DEADLINE
 1155 SET FOR THE SUBMISSION OF THE ELIGIBILITY DOCUMENTS AND PROPOSALS.
 1156

1157 7. **Simultaneous evaluation of the technical and financial proposals.** Subject to the determination
 1158 of the Head of the Government Entity wherein the nature of the JV shall warrant the appreciation of
 1159 both the technical and financial proposals as a whole in order to determine the best proposal,
 1160 simultaneous evaluation of the technical and financial proposals may be resorted to. Provided, that,
 1161 said evaluation procedure shall be explicitly stated in the proposal documents. Simultaneous
 1162 evaluation of the technical and financial proposals shall be completed within thirty (30) calendar days
 1163 from the date the proposals are opened.
 1164

1165 8. **Prescriptive periods.** The periods stated for the evaluation of the technical and financial proposals
 1166 are prescriptive. The Government Entity concerned may adjust said periods as may be appropriate
 1167 for the nature, scope, size, and complexity of the proposed JV. Provided, that the principles of
 1168 transparency, competition and accountability are observed.
 1169

1170 9. **Rejection of proposals.** Non-compliance to the information required on either the first or second
 1171 envelope shall be grounds for rejection of proposals
 1172

1173 10. **Withdrawal and/or modification of proposals.** Withdrawal and/or modification of proposals may be allowed
 1174 upon written notice by the private sector participant concerned, to the Government Entity prior to the time and
 1175 date set for the opening of the envelope containing the technical proposal as specified in the "Instructions to
 1176 Private Sector Participants". No proposals shall thereafter be modified or withdrawn. Proposal modifications
 1177 received after said period shall be considered late and will be returned unopened. Withdrawal of proposals
 1178 after the proposal opening date shall cause the forfeiture of the private sector participant's proposal security.
 1179

1180 11. **Right to Reject All Proposals.** The Government Entity concerned reserves the right to reject any or all
 1181 proposals, waive any minor defects therein and accept the offer it deems most advantageous to the
 1182 government.
 1183

1184 12. **11. Breaking Tie Bids.** In case tie bids occur under competitive selection or competitive challenge, the
 1185 procedure for breaking tie bids shall be done through drawing of lots or similar methods that are non-
 1186 discretionary and non-discriminatory such that it is based on sheer luck or chance.
 1187
 1188

1189 **VIII. Award and Approval of Contract**

1190

1191 1. **Recommendation to Award.** Within seven (7) calendar days from the date the evaluation
1192 procedure adopted is completed, the JV-SC shall submit the recommendation of award to the Head
1193 of the Government Entity concerned. The JV-SC shall include as part of its recommendation, a
1194 detailed evaluation/assessment report on its decision regarding the evaluation of the proposals, and
1195 explain in clear terms the basis of its recommendations.

1196

1197 2. **Decision to Award.** Within seven (7) calendar days from the submission by JV-SC of the
1198 recommendation to award, the Head of the Government Entity shall approve or reject the same. The
1199 approval shall be manifested by signing and issuing the "Notice of Award" to the winning private
1200 sector participant within seven (7) calendar days from approval thereof.

1201

1202 All participating private sector participants shall be informed of the award in writing. Such decision
1203 shall be made available to the public upon request.

1204

1205 3. **Notice of Award.** The "Notice of Award" to be issued by the Head of Government Entity concerned,
1206 shall contain among others, an instruction to the winning private sector participant to comply with
1207 conditions precedent for the execution of the JV Agreement and to submit compliance statements
1208 with regard thereto, within thirty (30) calendar days from receipt of the "Notice of Award" unless
1209 otherwise specified or extended by the appropriate Approving Authority.

1210

1211 Conditions precedent for the execution of the contract shall include among others the posting of a
1212 performance security in favor of the Government Entity concerned. The Government Entity
1213 concerned shall determine which form of performance security it will require which may be in the
1214 form of cash, bank draft or guarantee confirmed by a local bank (in the case of foreign **PRIVATE**
1215 **SECTOR PARTICIPANTS** bonded by a foreign bank), letter of credit issued by a reputable bank,
1216 surety bond callable on demand issued by Government Service Insurance System (GSIS) or by a
1217 surety or insurance companies duly accredited by the Office of the Insurance Commissioner, or a
1218 combination thereof, in accordance with the following schedules:

1219

1220 a. Cash, manager's check, irrevocable letter of credit, bank draft – a minimum of two percent (2%)
1221 of the private sector participant's contribution to the JV.

1222

1223 b. Bank Guarantee – a minimum of five percent (5%) of the private sector participant's contribution
1224 to the JV.

1225

1226 c. Surety Bond – a minimum of ten percent (10%) of the private sector participant's contribution to
1227 the JV.

1228

1229 Failure to comply with the conditions precedent for the execution of the contract within the prescribed
1230 thirty (30)-calendar day period or as specified or extended by the appropriate Approving Authority
1231 will result in **FORFEITURE** of the proposal security **AND REVOCATION OF NOTICE OF AWARD**.
1232 Within seven (7) calendar days from receipt of the compliance statements from the winning private
1233 sector participant, the Head of the Government Entity shall determine the sufficiency of the same,
1234 and notify the winning private sector participant accordingly.

1235

1236 4. **Validity and Return of Proposal and Performance Securities.** The execution of the JV Agreement
1237 shall be made within the period of the validity of the proposal security. The required proposal security
1238 shall be valid for a reasonable period, but in no case beyond one hundred eighty (180) calendar days
1239 following the opening of the proposals. Proposal securities shall be returned to the winning **PRIVATE**

1240 **SECTOR PARTICIPANT** and unsuccessful private sector participants upon signing of the JV
1241 Agreement by the winning private sector participant.

1242

1243 The performance security shall be valid within the period of one (1) year after the expiration of the JV
1244 agreement or end of the JV period, or as may be stipulated in the JV agreement. Upon certification
1245 by the Head of Government Entity concerned that there are no claims filed against the private sector
1246 partner after the expiration of the JV agreement or end of the JV period, the performance security
1247 shall be released by the former. As may be agreed upon in the JV agreement, a portion of the
1248 performance security shall be released upon compliance with corresponding milestones.

1249

1250 5. **Extension of Validity of Proposals.** When an extension of validity of proposals is considered
1251 necessary, those who submitted proposals shall be requested in writing, to extend the validity of their
1252 proposals before the expiration date of the same. However, private sector participants shall not be
1253 allowed to modify or revise the price or other substantial aspect of their proposals.

1254

1255 As a condition of the extension of the validity of their proposals, participating private sector participants
1256 must correspondingly extend the validity of their proposal security. **PRIVATE SECTOR**
1257 **PARTICIPANTS SHALL NOT REFUSE SUCH REQUEST FOR EXTENSION EXCEPT ON THE**
1258 **FOLLOWING GROUNDS: (1) LOSS OF INTEREST IN THE PROJECT, AND (2) UNFORESEEN**
1259 **FINANCIAL MELTDOWN/CRISIS. PRIVATE SECTOR PARTICIPANTS WHO REFUSE THE**
1260 **REQUEST BASED ON THESE GROUNDS SHALL NOT FORFEIT THEIR PROPOSAL SECURITY;**
1261 **PROVIDED THAT, IN CASE OF REFUSAL BASED ON UNFORESEEN FINANCIAL**
1262 **MELTDOWN/CRISIS, PRIVATE SECTOR PARTICIPANT MUST SUBMIT AN AFFIDAVIT**
1263 **ATTESTING TO THE FACTS ALLEGED, AND OTHER SPECIFIC DOCUMENTS PROVING THE**
1264 **SAME.**

1265 6. **Single Responsive PROPOSAL.** A single and responsive **PROPOSAL** shall be considered for award
1266 if it falls under any of the following circumstances:

1267

1268 a. If after advertisement, only a single party submits eligibility documents within the deadline
1269 stipulated in the IAESP, and it meets the eligibility requirements, after which it submits a
1270 **PROPOSAL** which is responsive to the technical and financial requirements;

1271 b. If after advertisement, more than one private sector participant submits eligibility documents in
1272 accordance with the provisions of these Guidelines, but only one **PRIVATE SECTOR**
1273 **PARTICIPANT** meets the eligibility requirements, after which it submits a **PROPOSAL** which is
1274 responsive to the technical and financial requirements;

1275 c. If after the eligibility check, more than one **PRIVATE SECTOR PARTICIPANT** meets the eligibility
1276 requirements but only one **PRIVATE SECTOR PARTICIPANT** submits a **PROPOSAL**, and its
1277 **PROPOSAL** is found to be responsive to the technical and financial requirements; or

1278 d. If after qualification/evaluation of proposals, only one **PRIVATE SECTOR PARTICIPANT** meets
1279 the technical requirements but is not able to comply with financial requirements, after which a
1280 negotiation on the financial terms/proposal in accordance with Section 8 hereof is conducted and
1281 is successful.

1282

1283 7. **Prospective PRIVATE SECTOR PARTICIPANT/S Compliant with the Technical Requirements.**
1284 In case of a single technically qualified prospective **PRIVATE SECTOR PARTICIPANT** but is not able
1285 to comply with financial requirements or, in case of technically qualified prospective **PRIVATE**
1286 **SECTOR PARTICIPANTS** but are not able to comply with financial requirements, the concerned
1287 Government Entity may conduct negotiation on the financial terms/proposal in accordance with
1288 Section 8 hereof.

1289

1290 8. **Negotiation on the Financial Terms/Proposal under the Competitive Selection Process.** In case
 1291 **ALL** private sector participants, whose technical proposals are rated “passed”, are not able to comply
 1292 with the financial requirements, the concerned Government Entity shall request said **PRIVATE**
 1293 **SECTOR PARTICIPANTS** to submit their new financial proposals **WITHIN SEVEN (7) DAYS FROM**
 1294 **THE DATE OF INVITATION**. Thereafter, concerned Government Entity shall notify and negotiate with
 1295 the proponent on the financial proposal/terms with the most advantageous financial proposal. The
 1296 technical proposal shall remain valid and binding. In the event the concerned Government Entity fails
 1297 to successfully negotiate with said proponent within thirty (30) calendar days reckoned from the date
 1298 of notification, the Government Entity shall negotiate with the next ranked most advantageous financial
 1299 proposal, and so on and so forth, until a successful negotiation has been concluded.

1300

1301 In case of a single technically qualified **PRIVATE SECTOR PARTICIPANT**, concerned Government
 1302 Entity may conduct negotiation on the financial terms or on the financial proposal and shall conclude
 1303 said negotiation within thirty (30) calendar days. The technical proposal shall remain valid and binding.
 1304 In the event that there is no successful negotiation, the concerned Government Entity shall conduct
 1305 another competitive selection. In case of second failure of competitive selection, the concerned
 1306 Government Entity may resort to negotiated JV pursuant to Annex “B” of these Guidelines.

1307

1308 9. **Failure of Competitive Selection.** There shall be a failure of competitive selection in any of the
 1309 following instances:

1310

1311 a. No prospective **PRIVATE SECTOR PARTICIPANT/s** is/are eligible;

1312

1313 b. No proposals **OR OFFERS** are received;

1314

1315 c. No prospective **PRIVATE SECTOR PARTICIPANT/s** is/are able to comply with technical
 1316 requirements; or

1317

1318 d. No successful negotiation on the financial terms/proposal as provided under Section 8 hereof.

1319

1320 In the event of a failed competitive selection brought about by instances stipulated above, the concerned
 1321 Government Entity shall review the Terms of Reference (TOR)/ **SELECTION/TENDER** documents and
 1322 conduct another competitive selection. In case of second failure of competitive selection, the concerned
 1323 Government Entity may resort to negotiated JV pursuant to Annex “B” of these Guidelines.

1324

1325 10. **Execution/Approval of the JV Agreement.** The authorized signatory(ies) of the winning private sector
 1326 participant and the Government Entity concerned, shall execute and sign the JV Agreement, within
 1327 seven (7) calendar days after the Head of the Government Entity notifies the winning private sector
 1328 participant of its compliance to the conditions or requirements precedent to the execution of the contract
 1329 as referred to in Section VIII.3 above. Consistent with Article 1159 of the New Civil Code, said JV
 1330 Agreement is considered the law between the parties, and the parties shall perform their respective
 1331 prestations, obligations, and undertakings thereunder with utmost good faith, with a view to attaining
 1332 the objective thereof. **WITHIN FIFTEEN (15) CALENDAR DAYS FROM EXECUTION OF THE JV**
 1333 **AGREEMENT**, An original signed **AND NOTARIZED** copy of the contract **AND ELECTRONIC COPY**
 1334 **OF THE SAME** shall be submitted **BY THE GOVERNMENT ENTITY** to:

1335

1336 a. The Office of the President (OP);

1337

1338 b. NEDA;

- 1339
 1340 c. **PPP CENTER**;
 1341
 1342 d. **GCG (AS APPLICABLE)**;
 1343
 1344 e. Statutory Counsel;
 1345
 1346 f. **APPROPRIATE REGULATORY BODY**; and
 1347
 1348 g. DOF in case of GOCCs and GFIs, and DBM in case of other entities.
 1349

1350 In the event of refusal, inability or failure of the winning private sector participant to enter into contract
 1351 with the Government Entity concerned, within the time provided therefore, said Government Entity
 1352 shall forfeit its proposal security. In such event, the Government Entity concerned shall consider the
 1353 private sector participant with the next ranked complying proposal as the winning private sector
 1354 participant, and notify said private sector participant accordingly. If the next ranked complying private
 1355 sector participant shall likewise refuse or fail to enter into contract with the Government, its proposal
 1356 security shall likewise be forfeited and the Government Entity concerned shall consider the next
 1357 ranked complying proposal, and so on, until a contract shall have been entered into. In the event that
 1358 the concerned Government Entity is unable to execute the contract with any of the complying private
 1359 sector participants, a failure of competitive selection will be declared and the JV may be subjected to
 1360 a competitive selection again.
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1362 **11. Other Approvals for Contract.** The entity tasked under the JV Agreement shall, as may be required
 1363 under existing laws, rules and regulations, secure any and all other approvals for the contract, or the
 1364 implementation thereof, from government agencies or bodies including the regulator, in the case of
 1365 public utility projects. This includes securing the necessary and appropriate environmental clearances
 1366 from the DENR prior to actual project implementation. The DENR shall act on the environmental
 1367 clearance of the JV within the time frame prescribed and following the guidelines of the DENR
 1368 Administrative Order No. 96-37 and subsequent guidelines as may be issued from time to time. The
 1369 Government Entity may provide the necessary assistance to its JV Partner in securing all the required
 1370 clearances. The contract shall provide milestones in securing such other approvals required for the
 1371 implementation of the contract.
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1373 Prior to the execution of the JV Agreement, the OGCC, DOJ, or other entity prescribed by
 1374 law/issuances as the statutory counsel of GOCCs, GCEs and GICPs, shall issue the corresponding
 1375 Counsel's Opinion.
 1376

1377 **12. Presidential Approval, When Required.** Subject to the charter of the Government Entity concerned,
 1378 no further higher approval is necessary, unless the same is required by law to be acted upon by the
 1379 President of the Philippines. In which case, as deemed applicable, the provisions of existing laws,
 1380 guidelines, rules and regulations shall be followed and adhered to by the Government Entity
 1381 concerned.
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1383 **13. Contract Effectivity.** The contract shall be effective upon signing thereof by the Head of Government
 1384 Entity unless another date is stipulated therein. **UPON THE EFFECTIVITY OF THE CONTRACT,**
 1385 **THE CONCERNED GOVERNMENT ENTITY SHALL ISSUE THE NOTICE TO PROCEED TO THE**
 1386 **WINNING PRIVATE SECTOR PARTICIPANT FOR THE COMMENCEMENT OF THE JV**
 1387 **PURSUANT TO THE CONTRACT.**
 1388

1389 **IX. Appeals Mechanism**

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1391 Decisions of the JV-SC with respect to conduct of the competitive selection process may be appealed in
1392 writing to the Head of the Government Entity concerned: Provided, however, that a prior motion for
1393 reconsideration should have been filed by the party concerned **WITHIN THREE (3) CALENDAR DAYS**
1394 **UPON RECEIPT OF WRITTEN NOTICE OR UPON VERBAL NOTIFICATION**, and the same has been
1395 resolved by the JV-SC. The appeal must be filed within seven (7) calendar days from receipt by the party
1396 concerned of the resolution of the JV-SC denying its motion for reconsideration. An appeal may be made
1397 by filing a verified position paper with the Head of the Government Entity concerned, accompanied by
1398 the payment of a non-refundable appeal fee. The non-refundable appeal fee shall be in an amount
1399 equivalent to no less than one-half (1/2) of one percent (1%) of the project cost.

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**TIMELINES FOR THE CONDUCT OF COMPETITIVE SELECTION
FOR PUBLIC-PRIVATE JOINT VENTURES**

SECTION		ACTIVITY	TIMELINE	CONDITIONS/REMARKS
7.2.e	General Guidelines	Approval of JV Proposal	30 cd	The Approving Authority shall act on the JV proposal within a period of thirty (30) calendar days upon submission of complete documents.
III.1	ANNEX A	REVIEW OF SELECTION/TENDER DOCUMENTS TO NEDA, DOF, GCG AND/OR DBM (AS APPLICABLE), PPP CENTER, AND THE APPROPRIATE REGULATORY BODY AND/OR STATUTORY COUNSEL	20 WD	THE GOVERNMENT ENTITY SHALL RESPOND TO THE SUBMISSION OF SELECTION/TENDER DOCUMENTS WITHIN TWENTY (20) WORKING DAYS (WD) FROM RECEIPT THEREOF
III.2	Annex A	Advertisement/Publication of IAESP	7 cd	The IAESPs shall be advertised once in a newspaper of general nationwide circulation, and posted continuously for a period of seven (7) calendar days, starting on date of advertisement.
III.3	Annex A	Preparation/Submission of Eligibility Requirements	30 cd	Private sector participants shall be given at least thirty (30) calendar days from the last date of publication of the IAESP to apply for eligibility and to submit ELIGIBILITY REQUIREMENTS . Notwithstanding, the Government Entity concerned may adjust said period as may be appropriate for the nature, scope, size and complexity of the proposed JV. Provided, that the principles of transparency, competition and accountability are observed.
IV.3	Annex A	Evaluation of Eligibility Documents	15 cd	The Government Entity, through its JV-SC, shall within a period of fifteen (15) calendar days after the deadline set for the submission of the eligibility documents, complete the evaluation of the eligibility documents of the prospective JV Partners, and determine which among them are “eligible” and “ineligible”. Accordingly, the JV-SC shall duly inform the eligible JV Partners within seven (7) calendar days after approval thereof. Ineligible private sector participants shall be similarly given notice of such ineligibility, stating therein the grounds for ineligibility within the same period.

III.3	ANNEX A	POSTING OF THE SELECTION/TENDER DOCUMENTS		THE SELECTION/TENDER DOCUMENTS SHALL BE MADE AVAILABLE FOR PURCHASE FROM THE DATE OF PUBLICATION OF THE IAESP UP TO THE DEADLINE FOR SUBMISSION OF PROPOSALS FOR ELIGIBLE PRIVATE SECTOR PARTICIPANTS
IV.4	Annex A	Issuance of Selection/Tender Documents		The Government Entity concerned shall make available the related competitive selection documents to all eligible private sector participants as soon as practicable to provide respective private sector participants ample time to examine the same and to prepare their respective proposals prior to the date of opening of the proposals.
V.3	Annex A	Pre-Selection Conference	1 cd	For JVs with facility/project cost amounting to less than Five Hundred Million Pesos (PhP 500 Million), pre-selection conference shall be conducted by the Government Entity at least fifteen (15) calendar days before the deadline for the submission of proposals.
			1 cd	For JVs with facility/project cost amounting to Five Hundred Million Pesos (PhP 500 Million) and above, the pre-selection conference shall be conducted at least thirty (30) calendar days before the deadline for the submission of proposals.
IV.4	Annex A	Submission of Proposals	30 TO 60 cd	From the FIRST day of issuance of tender documents
VII.2	Annex A	Technical Evaluation	30 cd	The JV-SC of the Government Entity concerned shall complete the evaluation of the technical proposal within thirty (30) calendar days from the date the proposals are opened.
VII.4	Annex A	Financial Proposal	15 cd	The evaluation of financial proposals shall be completed by the JV-SC of the concerned Government Entity within fifteen (15) calendar days.
VII.5	Annex A	Simultaneous Evaluation of Technical and Financial Proposals	30 cd	Simultaneous evaluation of the technical and financial proposals shall be completed within thirty (30) calendar days from the date the proposals are opened
VIII.1	Annex A	Recommendation to Award	7 cd	Within seven (7) calendar days from the date the evaluation procedure adopted is completed, the JV-SC shall submit the recommendation of award to the Head of the Government Entity concerned

VIII.2	Annex A	Approval of Recommendation to Award	7 cd	Within seven (7) calendar days from the submission by JV-SC of the recommendation to award, the Head of the Government Entity shall approve or reject the same. The
VIII.2	Annex A	Issuance of Notice of Award (NOA)	7 cd	The approval shall be manifested by signing and issuing the "Notice of Award" to the winning private sector participant within seven (7) calendar days from approval thereof
VIII.3	Annex A	Submission of NOA Requirements	30 cd	The "Notice of Award" to be issued by the Head of Government Entity concerned, shall contain among others, an instruction to the winning private sector participant to comply with conditions precedent for the execution of the JV Agreement and to submit compliance statements with regard thereto, within thirty (30) calendar days from receipt of the "Notice of Award" unless otherwise specified or extended by the appropriate Approving Authority.
VIII.3	Annex A	Notification of Compliance to NOA Requirements	7 cd	Within seven (7) calendar days from receipt of the compliance statements from the winning private sector participant, the Head of the Government Entity shall determine the sufficiency of the same, and notify the winning private sector participant accordingly.
VIII.10	Annex A	Execution/Approval of JV Agreement	7 cd	within seven (7) calendar days after the Head of the Government Entity notifies the winning private sector participant of its compliance to the conditions or requirements precedent to the execution of the contract
VIII.10	ANNEX A	SUBMISSION OF ORIGINAL SIGNED AND NOTARIZED COPY OF JV AGREEMENT TO OP, NEDA, PPP CENTER, GCG (AS APPLICABLE), STATUTORY COUNSEL, THE APPROPRIATE REGULATORY BODY, AND DOF (FOR GOCCS AND GFIS), AND DBM (FOR OTHER ENTITIES)	15 CD	WITHIN FIFTEEN (15) CALENDAR DAYS FROM THE EXECUTION OF THE CONTRACT

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1412**TIMELINES FOR THE CONDUCT OF SINGLE STAGE QUALIFICATION / SELECTION PROCESS**

SECTION		ACTIVITY	TIMELINE	CONDITIONS/REMARKS
7.2.e	General Guidelines	Approval of JV Proposal	30 cd	The Approving Authority shall act on the JV proposal within a period of thirty (30) calendar days upon submission of complete documents.
III.1	ANNEX A	REVIEW OF SELECTION/TENDER DOCUMENTS TO NEDA, DOF, GCG AND/OR DBM (AS APPLICABLE), PPP CENTER, AND THE APPROPRIATE REGULATORY BODY AND/OR STATUTORY COUNSEL	20 WD	THE GOVERNMENT ENTITY SHALL RESPOND TO THE SUBMISSION OF SELECTION/TENDER DOCUMENTS WITHIN TWENTY (20) WORKING DAYS (WD) FROM RECEIPT THEREOF
III.2	Annex A	Advertisement/Publication of IAESP	7 cd	The IAESPs shall be advertised once in a newspaper of general nationwide circulation, and posted continuously for a period of seven (7) calendar days, starting on date of advertisement.
III.3	ANNEX A	POSTING OF THE SELECTION/TENDER DOCUMENTS	60+ cd	THE SELECTION/TENDER DOCUMENTS SHALL BE MADE AVAILABLE FOR PURCHASE FROM THE DATE OF PUBLICATION OF THE IAESP UP TO THE DEADLINE FOR SIMULTANEOUS SUBMISSION OF ELIGIBILITY DOCUMENTS AND PROPOSALS
V.3	Annex A	Pre-Selection Conference	1 cd	For JVs with facility/project cost amounting to less than Five Hundred Million Pesos (PhP 500 Million), pre-selection conference shall be conducted by the Government Entity at least fifteen (15) calendar days before the deadline for the submission of ELIGIBILITY REQUIREMENTS AND proposals.
			1 cd	For JVs with facility/project cost amounting to Five Hundred Million Pesos (PhP 500 Million) and above, the pre-selection conference shall be conducted at least thirty (30) calendar days before the deadline for the submission of ELIGIBILITY REQUIREMENTS AND proposals.
III.3	Annex A	Preparation/Submission of Eligibility Requirements AND PROPOSALS	60 cd	Private sector participants shall be given at least SIXTY (60) calendar days from the last date of publication of the IAESP to apply for eligibility and to submit ELIGIBILITY REQUIREMENTS AND PROPOSALS . Notwithstanding, the Government Entity

				concerned may EXTEND said period as may be appropriate for the nature, scope, size and complexity of the proposed JV.
IV.3	ANNEX A	EVALUATION OF ELIGIBILITY DOCUMENTS AND PROPOSALS	45 CD	THE GOVERNMENT ENTITY, THROUGH ITS JV-SC, SHALL COMPLETE THE EVALUATION OF THE ELIGIBILITY DOCUMENTS AND PROPOSALS SUBMITTED BY THE PRIVATE SECTOR PARTICIPANTS WITHIN FORTY-FIVE (45) CALENDAR DAYS FROM THE DEADLINE SET FOR THE SUBMISSION OF THE ELIGIBILITY DOCUMENTS AND PROPOSALS.
VIII.1	Annex A	Recommendation to Award	7 cd	Within seven (7) calendar days from the date the evaluation procedure adopted is completed, the JV-SC shall submit the recommendation of award to the Head of the Government Entity concerned
VIII.2	Annex A	Approval of Recommendation to Award	7 cd	Within seven (7) calendar days from the submission by JV-SC of the recommendation to award, the Head of the Government Entity shall approve or reject the same.
VIII.2	Annex A	Issuance of Notice of Award (NOA)	7 cd	The approval shall be manifested by signing and issuing the "Notice of Award" to the winning private sector participant within seven (7) calendar days from approval thereof
VIII.3	Annex A	Submission of NOA Requirements	30 cd	The "Notice of Award" to be issued by the Head of Government Entity concerned, shall contain among others, an instruction to the winning private sector participant to comply with conditions precedent for the execution of the JV Agreement and to submit compliance statements with regard thereto, within thirty (30) calendar days from receipt of the "Notice of Award" unless otherwise specified or extended by the appropriate Approving Authority.
VIII.3	Annex A	Notification of Compliance to NOA Requirements	7 cd	Within seven (7) calendar days from receipt of the compliance statements from the winning private sector participant, the Head of the Government Entity shall determine the sufficiency of the same, and notify the winning private sector participant accordingly.
VIII.10	Annex A	Execution/Approval of JV Agreement	7 cd	within seven (7) calendar days after the Head of the Government Entity notifies the winning

				private sector participant of its compliance to the conditions or requirements precedent to the execution of the contract
VIII.10	ANNEX A	SUBMISSION OF ORIGINAL SIGNED AND NOTARIZED COPY OF JV AGREEMENT TO OP, NEDA, PPP CENTER, GCG (AS APPLICABLE), STATUTORY COUNSEL, THE APPROPRIATE REGULATORY BODY, AND DOF (FOR GOCCS AND GFIS), AND DBM (FOR OTHER ENTITIES)	15 CD	WITHIN FIFTEEN (15) CALENDAR DAYS FROM THE EXECUTION OF THE CONTRACT

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ANNEX B

DETAILED GUIDELINES FOR NEGOTIATED JV AND COMPETITIVE CHALLENGE FOR PUBLIC-PRIVATE JOINT VENTURES

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I. Negotiated JVs – Any Government Entity may directly negotiate a JV with a private sector entity under any of the following circumstances:

- a. When a Government Entity receives a proposal from the private sector for a project; or
- b. When after a failed competitive selection as provided under Section VIII.9 of Annex “A” hereof, the concerned Government Entity conducts another competitive selection which again fails. In this case, the concerned Government Entity may seek out a JV Partner and request the latter to submit a proposal for the JV manifestly advantageous to government, provided that negotiations must be concluded within one (1) year from date of submission of for which there was a second failure of competitive selection, and that negotiation shall only be on the financial terms or aspect.

II. Competitive Challenge Procedure – In all cases where the Government Entity directly negotiates with a private sector participant for a proposed JV, the negotiated terms shall be subjected to a competitive challenge wherein other private sector entities shall be invited to submit comparative proposals, to ensure that JV Agreements are entered into under a transparent and competitive process that promotes accountability in government transactions.

III. Three-Stage Framework – Negotiated JV shall be subjected to a three-stage process summarized as follows:

Stage One –Initial Evaluation of Proposals by Concerned Government Entity

The initial evaluation shall be completed by the concerned Government Entity within sixty (60) calendar days upon submission of complete documents by the private sector entity/ies including the eligibility requirements as provided under Section IV of Annex “A” of these Guidelines. Upon completion of the initial evaluation **OF THE ELIGIBILITY AND MERITS OF THE PROJECT AND THE QUALIFICATION OF THE PRIVATE PROPONENT**, the Head of the Government Entity **MAY ACCEPT, OR REJECT THE JV PROPOSAL.**

An acceptance shall not bind the Government Entity to enter into the JV, but, shall mean that authorization is given to proceed with detailed negotiations on the terms and conditions of the JV. In case of non-acceptance, the private sector entity shall be informed of the reasons/grounds for non-acceptance.

Stage Two – Conduct of Negotiation between Concerned Government Entity and Private Sector Entity/ies, Conferment of Original Proponent Status, and Evaluation by the Approving Authority

The parties shall negotiate on the terms and conditions of the JV. The following rules shall be adhered to in the conduct of detailed negotiations, and evaluation by the Approving Authority in case of successful negotiations:

1. Both parties shall negotiate on the terms and conditions, scope, as well as all legal, technical, and financial aspects of the JV activity.

- 1465 2. The negotiation shall be completed within thirty (30) calendar days upon acceptance by the
1466 Government Entity concerned of the proposal as provided in Stage One above.
1467
- 1468 3. Negotiations shall comply with the process, requirements and conditions as stipulated under Sections 6
1469 (General Guidelines) and 7 (Process for Entering into JV Agreements) of these Guidelines.
1470
- 1471 4. In case similar proposals are received prior to acceptance of the proposal as the original proponent, the
1472 Government Entity may reject all such proposals or instead, subject it to competitive selection pursuant
1473 to Annex "A" of these Guidelines. Otherwise, the Government Entity shall evaluate the proposals using a
1474 first in time approach. Under this approach, the first complete proposal is evaluated and decided upon.
1475 The second complete proposal will only be entertained if the first one is rejected. Otherwise, the second
1476 proposal will be considered only if there is a failure in the negotiation of the first proposal, or when the
1477 proponent of the second proposal applies for eligibility and submits its comparative proposal based on
1478 the selection/tender documents during the invitation to apply for eligibility and to submit a comparative
1479 proposal as provided in Stage Three below.

1480
1481 Under the first in time approach, the Head of Government Entity concerned shall acknowledge
1482 the submission of other Private Sector Proponent for the same or similar project concept, and
1483 advise the proponent on existence of similar project concept and its rank/position based on date
1484 of submission of the proposals. If a contract is awarded to a Private Sector Proponent, the
1485 unopened envelope/s shall be returned to the respective proponents.

1486
1487 The Government Entity shall conduct an initial evaluation of the proposal as provided in Stage
1488 One above and negotiate with the respective proponent.
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- 1490 5. Within seven (7) days after the successful negotiation, the Head of the Government Entity and
1491 the authorized representative of the private sector entity shall issue a signed certification that an
1492 agreement has been reached by both parties and both agree to submit the proposal to
1493 competitive challenge. Said certification shall also state that the Government Entity has found
1494 the private sector participant eligible to enter into the proposed JV and shall confer to the
1495 proponent the Original Proponent Status (OPS). However, should negotiations not result to an
1496 agreement acceptable to both parties, the Government Entity shall have the option to reject the
1497 proposal by informing the private sector participant in writing stating the grounds for rejection and
1498 thereafter may accept a new proposal from private sector participants, or decide to pursue the
1499 proposed activity through alternative routes other than JV.

1500
1501 After conferment of the original proponent status, the concerned Government Entity shall
1502 endorse the JV proposal and submit pertinent documentation to the appropriate Entity and
1503 Approving Authority pursuant to Section 7.2 of these Guidelines for approval. The appropriate
1504 Approving Authority, as provided in Sections 7.2.b and 7.2.c of these Guidelines, shall approve
1505 the proposal within thirty (30) calendar days. The concerned Government Entity shall not
1506 entertain any other proposal after such endorsement and submission to the Approving Authority.
1507

- 1508 6. For projects wherein the Approving Authority is the Head of the Government Entity concerned
1509 pursuant to Section 7.2.c of these Guidelines, conferment of the original proponent status shall
1510 be deemed an approval of the project proposal subject to compliance of the proposal with the
1511 conditions stated in Section 7 of these Guidelines.
1512

- 1513 7. For projects wherein the Approving Authority is the NEDA Board ICC pursuant to Section 7.2.b
1514 of these Guidelines, in case the JV proposal is disapproved by the NEDA Board ICC, the
1515 concerned Government Entity shall inform the original proponent of such disapproval and that

1516 the original proponent status shall be withdrawn. The concerned Government Entity may accept
1517 other proposals.

1518 **Stage Three – Competitive Challenge**

1519 Once the JV proposal is approved by the Approving Authority, the JV shall be subjected to a competitive
1520 challenge as follows:

- 1521
- 1522 1. The Government Entity shall prepare the tender documents **AND UPDATE THE DRAFT JV**
1523 **AGREEMENT** consistent with the terms and conditions approved by the Approving Authority and
1524 pursuant to Section II (Selection/Tender Documents) of Annex “A” of these Guidelines.
- 1525 2. The Head of Government Entity, through the JV-SC, shall approve all tender documents
1526 including the draft **JV AGREEMENT** before the publication of the invitation to apply for eligibility
1527 and to submit a comparative proposal.
- 1528 3. Within seven (7) calendar days upon approval by the Approving Authority of the JV proposal as
1529 referred to in Stage Two above, the JV-SC shall publish the invitation to apply for eligibility and
1530 to submit a comparative proposal in accordance with the procedures under Section III of Annex
1531 “A” of these Guidelines.
- 1532 4. Interested private proponents shall be qualified in accordance with Section IV.2 (Eligibility
1533 Requirements) under Annex “A” of these Guidelines. The tender documents which shall be
1534 prepared by the Government Entity shall only be issued to eligible private proponents.
- 1535 5. Proprietary information shall, however, be respected and protected, and treated with
1536 confidentiality. As such, it shall not form part of the tender and related documents.
- 1537 6. The original proponent shall post the proposal security at the date of the first day of the
1538 publication of the invitation to apply for eligibility and to submit a comparative proposal in the
1539 amount and form stated in the tender documents.
- 1540 7. Prospective comparative private sector participants or challengers shall be given at least one
1541 hundred **EIGHTY (180)** calendar days **UP TO A MAXIMUM PERIOD AS MAY BE**
1542 **DETERMINED AND APPROVED BY THE APPROPRIATE APPROVING AUTHORITY**. If no
1543 comparative proposal is received by the Government Entity, the JV shall be immediately awarded
1544 to the original proponent.
- 1545 8. The procedure for the determination of eligibility of comparative proponents/private sector
1546 participants, issuance of supplemental competitive selection bulletins and pre-selection
1547 conferences, submission and receipt of proposals, opening and evaluation of proposals shall
1548 follow the procedure stipulated under Annex “A” of these Guidelines. In the evaluation of the
1549 financial proposals, the modified competitive challenge procedure as defined hereunder shall be
1550 applied.

1551

1552 **THE EVALUATION OF FINANCIAL PROPOSALS SHALL BE COMPLETED BY THE JV-SC**
1553 **OF THE CONCERNED GOVERNMENT ENTITY WITHIN FIFTEEN (15) CALENDAR DAYS. IN**
1554 **THE EVENT THE FINANCIAL PROPOSAL OF THE CHALLENGER(S) IS/ARE MORE**
1555 **ADVANTAGEOUS COMPARED TO THE ORIGINAL PROPONENT, THE JV-SC SHALL**
1556 **INVITE ALL PRIVATE SECTOR PARTICIPANTS INCLUDING THE ORIGINAL PROPONENT**
1557 **TO SUBMIT THEIR BEST AND FINAL OFFER OR THE SECOND FINANCIAL PROPOSAL**
1558 **USING THE SAME PARAMETERS AS IN THE TENDER DOCUMENTS ISSUED BY THE**
1559 **GOVERNMENT ENTITY CONCERNED. ALL SECOND FINANCIAL PROPOSALS SHALL BE**
1560 **SUBMITTED WITHIN SEVEN (7) DAYS FROM THE DATE OF THE INVITATION. IF THE**
1561 **CHALLENGER(S) AND/OR THE ORIGINAL PROPONENT DECIDE NOT TO SUBMIT A**
1562 **SECOND FINANCIAL PROPOSAL, THE JV-SC SHALL CONSIDER THEIR FIRST**
1563 **FINANCIAL PROPOSAL IN THE EVALUATION OF THE SECOND FINANCIAL PROPOSALS.**

1564 **THE SECOND FINANCIAL EVALUATION SHALL BE COMPLETED BY THE JV-SC OF THE**
1565 **CONCERNED GOVERNMENT ENTITY WITHIN FIFTEEN (15) CALENDAR DAYS.**

1566
1567 **IF, AGAIN, THE GOVERNMENT ENTITY, UPON RECOMMENDATION OF THE JV-SC,**
1568 **DETERMINES THAT A FINAL OFFER MADE BY THE CHALLENGER IS SUPERIOR OR**
1569 **MORE ADVANTAGEOUS TO THE GOVERNMENT THAN THE FINANCIAL PROPOSAL OF**
1570 **THE ORIGINAL PROPONENT, THE JV CONTRACT SHALL BE AWARDED TO THE**
1571 **CHALLENGER OFFERING THE MOST ADVANTAGEOUS PROPOSAL.**

1572
1573 **IN CASE THE GOVERNMENT ENTITY DETERMINES THE FINANCIAL PROPOSAL OF THE**
1574 **ORIGINAL PROPONENT TO BE SUPERIOR OR MORE ADVANTAGEOUS OR IN CASE**
1575 **THERE IS NO CHALLENGER, THE JV CONTRACT SHALL BE AWARDED TO THE**
1576 **ORIGINAL PROPONENT.**

1577 9. In case tie bids occur between the original proponent and challenger(s), the JV contract shall be
1578 awarded to the original proponent.

1579 10. In case tie bids occur between the challengers offering better financial proposals than the second
1580 financial proposal of the original proponent, the procedure for breaking tie bids shall be done
1581 through drawing of lots or similar methods that are non-discretionary and non-discriminatory such
1582 that it is based on sheer luck or chance.
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**TIMELINES FOR THE CONDUCT OF NEGOTIATED JV AND COMPETITIVE CHALLENGE
FOR PUBLIC-PRIVATE JOINT VENTURES**

SECTION		ACTIVITY	TIMELINE	CONDITIONS/REMARKS
Stage One - Conduct of Initial Evaluation of JV Proposals by the Government Entity				
III	Annex B	Initial Evaluation of Proposal	60 cd	The initial evaluation shall be completed by the concerned Government Entity within sixty (60) calendar days upon submission of complete documents by the private sector entity/ies including the eligibility requirements as provided under Section IV of Annex "A" of these Guidelines.
Stage Two – Conduct of Negotiation, Conferment of Original Proponent Status (OPS) and Evaluation by the Approving Authority				
2	Annex B	Conduct of Negotiation on Terms and Conditions of the JV	30 cd	The negotiation shall be completed within thirty (30) calendar days upon acceptance by the Government Entity concerned of the proposal as provided in Stage One above
5	Annex B	Issuance of Certification of Successful Negotiation/Conferment of Original Proponent Status (OPS)	7 cd	<p>Within seven (7) days after the successful negotiation, the Head of the Government Entity and the authorized representative of the private sector entity shall issue a signed certification that an agreement has been reached by both parties and both agree to submit the proposal to competitive challenge.</p> <p>For projects wherein the Approving Authority is the Head of the Government Entity concerned pursuant to Section 7.2.c of these Guidelines, conferment of the original proponent status shall be deemed an approval of the project</p>

				proposal subject to compliance of the proposal with the conditions stated in Section 7 of these Guidelines.
7.2.e	General Guidelines	Approval of JV Proposal	30 cd	The appropriate Approving Authority, as provided in Sections 7.2.b and 7.2.c of these Guidelines, shall approve the proposal within thirty (30) calendar days.
III.1	ANNEX A	REVIEW OF SELECTION/TENDER DOCUMENTS TO NEDA, DOF, GCG AND/OR DBM (AS APPLICABLE), PPP CENTER, AND THE APPROPRIATE REGULATORY BODY AND/OR STATUTORY COUNSEL	20 CD	THE GOVERNMENT ENTITY SHALL RESPOND TO THE SUBMISSION OF SELECTION/TENDER DOCUMENTS AT LEAST TWENTY (20) CALENDAR DAYS (CD) FROM RECEIPT THEREOF
Stage Three - Competitive Challenge				
6	Annex B	Posting of Proposal Security	1 cd	Posting on the first day of the publication of the invitation to apply for eligibility and to submit a comparative proposal
3	Annex B	Advertisement/Publication of the IAESP	7 cd	Within seven (7) calendar days upon approval by the Approving Authority of the JV proposal as referred to in Stage Two above, the JV-SC shall publish the invitation to apply for eligibility and to submit a comparative proposal in accordance with the procedures under Section III of Annex "A" of these Guidelines.
III.3	Annex A	Preparation/Submission of Eligibility Requirements	30 cd	Private sector participants shall be given at least thirty (30) calendar days from the last date of publication of the IAESP to apply for eligibility and to submit ELIGIBILITY REQUIREMENTS . Notwithstanding, the Government Entity

				concerned may adjust said period as may be appropriate for the nature, scope, size and complexity of the proposed JV. Provided, that the principles of transparency, competition and accountability are observed.
IV.3	Annex A	Evaluation of Eligibility Documents	15 cd	The Government Entity, through its JV-SC, shall within a period of fifteen (15) calendar days after the deadline set for the submission of the eligibility documents, complete the evaluation of the eligibility documents of the prospective JV Partners, and determine which among them are “eligible” and “ineligible”. Accordingly, the JV-SC shall duly inform the eligible JV Partners within seven (7) calendar days after approval thereof. Ineligible private sector participants shall be similarly given notice of such ineligibility, stating therein the grounds for ineligibility within the same period.
III.3	ANNEX A	POSTING OF THE SELECTION/TENDER DOCUMENTS		THE SELECTION/TENDER DOCUMENTS SHALL BE MADE AVAILABLE FOR PURCHASE FROM THE DATE OF PUBLICATION OF THE IAESP UP TO THE DEADLINE FOR SUBMISSION OF PROPOSALS FOR ELIGIBLE PRIVATE SECTOR PARTICIPANTS
IV.4	Annex A	Issuance of Selection/Tender Documents		The Government Entity concerned shall make available the related competitive selection documents to all eligible private sector participants as

				soon as practicable to provide respective private sector participants ample time to examine the same and to prepare their respective proposals prior to the date of opening of the proposals.
V.3	Annex A	Pre-Selection Conference	15 cd	For JVs with facility/project cost amounting to less than Five Hundred Million Pesos (PhP 500 Million), pre-selection conference shall be conducted by the Government Entity at least fifteen (15) calendar days before the deadline for the submission of proposals.
			30 cd	For JVs with facility/project cost amounting to Five Hundred Million Pesos (PhP 500 Million) and above, the pre-selection conference shall be conducted at least thirty (30) calendar days before the deadline for the submission of proposals.
IV.4	Annex A	Submission of Proposals	180 cd	Prospective comparative private sector participants or challengers shall be given at least one hundred EIGHTY (180) calendar days or as may be approved by the appropriate Approving Authority from the issuance of SELECTION /tender documents to develop and submit comparative proposals.
VII.2	Annex A	Technical Evaluation	30 cd	The JV-SC of the Government Entity concerned shall complete the evaluation of the technical proposal within thirty (30) calendar days from the date the proposals are opened.

9	ANNEX B	Financial Evaluation	15 CD	IN THE EVENT THE CHALLENGER/S FINANCIAL PROPOSAL ARE FOUND TO BE MORE ADVANTAGEOUS THAN THE FINANCIAL PROPOSAL OF THE ORIGINAL PROPONENT, A MODIFIED COMPETITIVE CHALLENGE SHALL BE APPLIED IN WHICH THE CHALLENGERS AND ORIGINAL PROPONENT ARE ALLOWED TO SUBMIT THEIR BEST AND FINAL OFFER ON OR BEFORE THE DATE OF OPENING OF THE SECOND FINANCIAL PROPOSAL.
9	ANNEX B	NOTIFICATION TO PRIVATE SECTOR PARTICIPANTS TO SUBMIT BEST AND FINAL OFFER (IF APPLICABLE)	1 CD	FROM THE DATE THE EVALUATION FOUND THAT THE CHALLENGER'S PROPOSAL IS MORE ADVANTAGEOUS THAN THE ORIGINAL PROPONENT, THE JV-SC SHALL REQUEST THE PRIVATE SECTOR PARTICIPANTS TO SUBMIT THEIR BEST AND FINAL OFFER
9	ANNEX B	SUBMISSION OF BEST AND FINAL OFFER	7 CD	THE ORIGINAL PROPONENT AND CHALLENGERS SHALL SUBMIT THEIR BEST AND FINAL OFFER WITHIN SEVEN (7) DAYS FROM THE DATE OF NOTIFICATION
9	ANNEX B	FINANCIAL EVALUATION	15 CD	THE EVALUATION OF FINANCIAL PROPOSALS SHALL BE COMPLETED BY THE JV-SC OF THE CONCERNED GOVERNMENT ENTITY

				WITHIN FIFTEEN (15) CALENDAR DAYS
VIII.1	Annex A	Recommendation to Award	7 cd	Within seven (7) calendar days from the date the evaluation procedure adopted is completed, the JV-SC shall submit the recommendation of award to the Head of the Government Entity concerned
VIII.2	Annex A	Approval of Recommendation to Award	7 cd	Within seven (7) calendar days from the submission by JV-SC of the recommendation to award, the Head of the Government Entity shall approve or reject the same. The
VIII.2	Annex A	Issuance of Notice of Award (NOA)	7 cd	The approval shall be manifested by signing and issuing the "Notice of Award" to the winning private sector participant within seven (7) calendar days from approval thereof
VIII.3	Annex A	Submission of NOA Requirements	30 cd	The "Notice of Award" to be issued by the Head of Government Entity concerned, shall contain among others, an instruction to the winning private sector participant to comply with conditions precedent for the execution of the JV Agreement and to submit compliance statements with regard thereto, within thirty (30) calendar days from receipt of the "Notice of Award" unless otherwise specified or extended by the appropriate Approving Authority.
VIII.3	Annex A	Notification of Compliance to NOA Requirements	7 cd	Within seven (7) calendar days from receipt of the compliance statements from the winning private sector participant, the Head of the

				Government Entity shall determine the sufficiency of the same, and notify the winning private sector participant accordingly.
VIII.10	Annex A	Execution/Approval of JV Agreement	7 cd	within seven (7) calendar days after the Head of the Government Entity notifies the winning private sector participant of its compliance to the conditions or requirements precedent to the execution of the contract
VIII.10	ANNEX A	SUBMISSION OF ORIGINAL SIGNED AND NOTARIZED COPY OF JV AGREEMENT TO OP, NEDA, PPP CENTER, GCG, STATUTORY COUNSEL, THE APPROPRIATE REGULATORY BODY, AND DOF (FOR GOCCS AND GFIS), AND DBM (FOR OTHER ENTITIES)	15 CD	WITHIN FIFTEEN (15) CALENDAR DAYS FROM THE EXECUTION OF THE CONTRACT

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