



**Reinvitation for Expression of Interest  
'The Sajha Southasia Centre'  
Pulchowk, Lalitpur**

Sajha Yatayat Cooperative calls for expression of interest for interested parties to apply for the assignment of designing the implementation package of the Sajha Southasia Centre (SSC) in its property at Pulchowk, Lalitpur. The eligibility of candidate institutions will be based on experience in design and management of international convention centres and civic spaces.

The objective of the multipurpose SSC project is to earn income to support Sajha Yatayat's public service transportation activities, create a venue of economic value for the national economy, and develop a qualitative cultural/civic space in Kathmandu Valley. The SSC concept has received endorsement of the Government of Nepal, and the present call is made to move towards concept finalisation, design, financing and implementation.

Sajha Yatayat is the pioneering public transport cooperative of Nepal. The Pulchowk property was donated to it by the late Jagadamba Kumari Devi Rana to be utilised "with full transparency, for the public good".

Deadline for submission of Expression of Interest: 15<sup>th</sup> Aug 2018. The TOR for interested organisations is available at the Sajha Yatayat website homepage at [www.sajhayatayat.com.np](http://www.sajhayatayat.com.np). 'The Sajha Southasia Centre Vision' is also available at the site.

Parties that have submitted an Expression of Interest for this assignment earlier need not submit again as their previous submission are still valid but are free to submit a new or updated Expression of Interest if they choose to do so.

Published: 1 August 2018

**Second Call for Expression of Interest**  
**‘The Sajha Southasia Centre’ Project Development**

Sajha Yatayat Cooperative  
Pulchowk, Lalitpur, Nepal

Sajha Yatayat calls on interested parties to apply for EOI to get shortlisted for submitting the Request for Proposal (RFP) to carry out the assignment of design and implementation package for development of the Sajha Southasia Centre (‘SSC’) in its property of approximately 22 ropani at Pulchowk, Lalitpur, Nepal. The concept of the SSC has received endorsement and support of the Government of Nepal, and Sajha Yatayat now seeks to move to concept finalisation, architectural design, financing and implementation.

The objective of the SSC project is to earn income to support Sajha Yatayat’s public service transportation activities, create a venue of value for the national economy, as well as develop a qualitative cultural/civic space in Kathmandu Valley. The SSC is envisaged as a multi-purpose Centre including an international standard convention venue (including auditorium, subsidiary halls, banquet halls and breakaway rooms), proscenium theatre, museum space, public plaza, hotel, office building, underground parking, etc.

The eligibility of candidate organisations will be evaluated and shortlisted on the basis of a) experience in design and management of international convention centres and civic spaces, including also the conversion of transportation depots and yards into successful economic and cultural venues (general and specific experiences); b) brief biodata of the key professional to be involved in carrying out the study; c) demonstration of financial capability to carry out the assigned task successfully. Sajha Yatayat seeks organisations with proven record on the design and implementation of this complex project in a way that the economic, cultural and urban planning aspects are optimised.

In brief, Sajha Yatayat would seek the following from the selected party – a detailed feasibility report including demand estimation, oversight of policy and regulatory issues, preparation of financial model, cash flow generation, etc. in conformity with the requirements of Sajha Yatayat. The party would evaluate the various structures of implementation, with pro/con analysis of options such as Engineering, Procurement and Construction (EPC), Build, Operate and Transfer (BOT), Special Purpose Vehicle (SPV), etc. Upon approval of the structuring, the party would oversee the bidding process for design of the SSC complex, design the financial package, select financial partners nationally and internationally, award contracts and carry out management and supervision of construction.

The terms of reference (ToR) of the study will be provided to the selected firms along with Request for Proposal (RFP).

Sajha Yatayat is the pioneering public transport cooperative of Nepal, started in 1961 to provide safe, affordable and on-time transport service. The real estate owned by the cooperative at Pulchowk was donated by the late Jagadamba Kumari Devi Rana, with the condition that it be utilised “with full transparency, for the public good”. Staying true to this directive, Sajha Yatayat

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hopes to create an exemplary international venue and civic space meant to bring income to the bus cooperative while enhancing the cultural, social and economic vitality of Kathmandu Valley as a whole.

The last date for submission of expression of interest is 15 August 2018. Applications should be submitted electronically at [ssc\\_submission@sajhayatayat.com.np](mailto:ssc_submission@sajhayatayat.com.np) as well as registered at the Sajha Yatayat offices at Pulchowk, Lalitpur, on or before that date.

Parties that have submitted an Expression of Interest for this assignment earlier need not submit again as their previous submission are still valid but are free to submit a new or updated Expression of Interest if they choose to do so.

(Further background on the Sajha Southasia Centre concept can be found under ‘*The Sajha Southasia Centre Vision*’ in the organisational website [www.sajhayatayat.com.np](http://www.sajhayatayat.com.np).)

## **Terms of Reference**

This section sets out the detailed terms of reference for parties (‘Consultants’) interested in providing advisory services to Sajha Yatayat Cooperative to develop the Sajha Southasia Centre (the ‘SSC Project’) in Lalitpur, Nepal. The advisory services (the ‘Assignment’) would include preparation of a detailed feasibility study for setting up of the SSC, bid process management to identify an implementation partner(s), and project management services. The outcome of the consultancy would result in development of the SSC Project, including an international convention centre (including auditorium, subsidiary halls, banquet halls and breakaway rooms), a proscenium theatre, museum space, a public plaza, hotel, office building, underground parking, and so on.

## **SCOPE OF WORK**

The scope of services to be performed by the Consultant as part of the Assignment is set out in this section.

### **1. Implementation Framework Options**

Keeping in mind the fund constraints of the Sajha Yatayat Cooperative, the Consultant shall carry out the following activities to assess and recommend the most suitable implementation framework.

*Study* – the financial strength/sustainability issues in relation to Sajha Yatayat and recommend suitable mechanism to structure the Project.

*Assess* – the structure of implementation including listing the pros and cons of various options such as EPC, BOT, SPV, etc.

*Recommend* – the optimal implementation framework to Sajha Cooperative.

***Deliverable: Preliminary Project Structure Report***

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## **2. Detailed Feasibility Report**

Preparation of the detailed feasibility report would include estimate of demand, design of the SSC facility, financial feasibility study and project structure options.

*Demand Estimation* – Estimate the demand for the SSC Project, to be conducted on the basis of the existing business environment in Kathmandu Valley, public demand, and projection of mid-to-long term prospects. The Consultant is expected to develop expert understanding of the expected tourism growth – national, international, as well as MICE – in order carry out demand estimation. The Consultant would conduct in-depth consultations with experts, corporate entities, academia, the general public, trade/industry associations, civil society, etc.

*Legal and Regulatory Review* – The feasibility study would include a legal review of all the existing policies, acts, guidelines and framework documents pertaining to setting up of such a facility in Kathmandu Valley. The architectural design, urban planning aspects and implementation framework proposed as part of the feasibility report shall be in compliance with all existing legal and regulatory requirements of the country.

*Designing Project Facilities* – The Consultant shall oversee the architectural design of the Project based on the current and future demand and keeping in view the needs and specificities of Nepal's economy, culture and built heritage, as well as urban planning requirements. Further, the Consultant would be required to design the SSC in conformity with the requirements of Sajha Yatayat's vision document. The Consultant's output would be based on in-depth study of the existing and future bus operations of Sajha Yatayat and the extent to which the Pulchowk facility is to be used for the purpose, as well as the need for alternate depot locations. The output would have to make recommendations for the existing structures at Sajha Yatayat's approximately 22 ropani property at Pulchowk. The output would also have to make recommendations on the cost of relocation of the Sajha Yatayat depot, offices and facilities. All design work shall be in compliance with the applicable laws and permits, with extra effort to make the SSC facility environment-friendly, earthquake-resistant and energy-efficient.

*Financial Feasibility* – An elaborate financial model would have to be presented on the basis of the estimated demand, the proposed architectural design and cost estimate for construction of the facility. The financial model would take into account the following:

- Assumptions with respect to the costs, revenue streams, financing costs, etc. based on inputs from a technical feasibility study (design, demand estimation, etc.)
- Assessment of the financial viability of setting up the facility taking into account key financial indicators such as NPV, IRR, etc.

*Project Structure Options* – Assessment of the structure of project implementation which would include listing out the pros and cons of various implementation options such as lease, fixed annuity, revenue share, options of period of concession, etc.

*Recommend* - The optimal project structure for SSC to Sajha Yatayat Cooperative.

***Deliverable: Detailed Feasibility Report***

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### 3. Bid Process Management

Upon completion of the detailed feasibility study, the next stage would involve carrying forward the bidding process to identify a suitable and competitive implementation partner(s) to undertake the Project. The bid process management for selection of implementation of partner(s) would involve a wide range of activities, starting with drafting a 'Notice Inviting Tender' and ending with execution of the agreement with the identified partner(s). The following form part of the bid process:

*Bid documentation* – On the basis of the need of the Project, the bid documents comprising (Notice Inviting Tender, Request for Qualification, Request for Proposal, Project Information Docket, Draft Agreement, etc. as the case may be) shall be drafted and eventually issued to the public/interested bidders.

*Marketing and Organising Pre-bid meeting(s)* – So as to ascertain maximum participation in the bid process with an objective of concluding with a competitive bid, the Consultant shall ensure that the Project is well marketed among the target bidders/potential bidders. The Consultant shall also help in organising the pre-bid meeting with the potential bidders and the Cooperative to discuss and resolve queries pertaining to the Project.

*Drafting Responses to Queries* – The Consultant shall, in consultation with the Cooperative, draft responses to the queries raised during the pre-bid meeting by bidders. This could also involve drafting of corrigendum, addendum, as may be required.

*Evaluation of Bids* – Upon submission of bids, the Consultant shall provide the required assistance in evaluation of the bids so as to recommend the best bid to the Cooperative. The evaluation may be carried out in stages as set out in the bid documents.

*Support until execution of the agreement with the identified implementation partner* – The Consultant shall provide advisory services until execution of the agreement between the implementation partner(s) and the Cooperative to undertake the Project.

*Timeline* – The timeline for the project till point of implementation should be part of the Consultant's submission. The proposed timeline would include the following steps:

1. Appointment of Consultant; 2. Submission of preliminary project structure report; 3. Creation of entity; 4. Commencement of DPR; 5. Submission of DPR; 6. Identify sector-specific investor(s); and, 7. Commencement of construction. It is expected that the period from '1' to '7' shall be no more than 400 days.

*Payment of Consultant Fees* – The Consultant is expected to ensure that consultant fees will be charged in a manner which will minimise up-front payment liability of Sajha Yatayat Cooperative. The detailed financial proposal will be sought through separate request for proposal from all the short-listed candidates.

***Deliverables:*** Bid Documents, Response to Queries, Bid Evaluation Report, Timeline

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#### **4. Project management & supervision during implementation**

Upon execution of the agreement between the Cooperative and the identified partner(s); the Consultant shall provide continuous project management and supervision services. This would include ensuring that the implementation partner(s) perform obligations as per the terms and conditions set out in the agreement. Periodic updates and reports would need to be submitted by the Consultant to the Cooperative in this regard.

***Deliverable:** Periodic Review Reports*

#### **ELIGIBILITY**

*Consultants who satisfy the following conditions are eligible to bid for the Assignment –*

The Consultant shall be a Company incorporated in Nepal or under equivalent law in another country;

The Company should have been in existence for at least 10 years;

The Company should have the following experience:

- Design, feasibility assessment, project management or a combination of such services for at least 10 infrastructure development projects, including in tourism/hospitality and transport terminals, with at least one project at the level of an international convention centre;
- Transaction advisory experience in public-private partnership (PPP) for at least 10 projects (where the selection process has been successfully completed with issue of the letter of award to selected bidder).

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