

Request for Proposal (RFP)

Subject RFP #:	RFP-CATALYZE-217772-IRAQ-2023-0370
RFP Issue Date:	13 February 2023
Terms of Reference / Specifications:	CATALYZE Iraq Access to Finance Activity Subcontractor
Project	CATALYZE Iraq Access to Finance
The Company	Palladium International, LLC
Country of Performance	Iraq
Closing Date and Time	10 March 2023
Questions Deadline	<input checked="" type="checkbox"/> Accepted at catalyze.procurements@thepalladiumgroup.com by February 17, 2023, 5:00 PM EST
Bidders' Conference	<input checked="" type="checkbox"/> February 22, 2023, 9:00 AM EST (virtual session) Microsoft Virtual Events Powered by Teams
Details for Submission	Submissions will be accepted: <input checked="" type="checkbox"/> Electronically: email to catalyze.procurements@thepalladiumgroup.com not later than 10 March 2023 by 11:59 pm EDT
Offer Validity Period	90 days

Thank you for your interest in the above procurement. As implementer for the CATALYZE Iraq Access to Finance funded by United States Agency for International Development (USAID), Palladium invites you to submit a proposal for the scope of work attached in Annex A. Your proposal must be valid for the Validity Period.

Please email your notice of intention to submit a proposal by the Questions Deadline. Answers to questions shall be distributed to all offerors that have indicated an intention to submit a proposal by the deadline.

Please submit your proposal in accordance with the Details for Submission above by the Closing Date and Time. This RFP in no way obligates Palladium to award a contract nor does it commit Palladium to pay any cost incurred in the preparation and submission of a proposal. Palladium bears no responsibility for data errors resulting from transmission or conversion processes.

Yours sincerely,

CATALYZE Procurement Team

Terms and conditions

1. Proposal Conditions

By submitting a proposal, potential suppliers are bound by these terms and conditions. Potential suppliers must submit offers with all details provided in English and with prices quoted in a single currency.

2. Proposal Lodgement

The Company may grant extensions to the Closing Time at its discretion. The Company will not consider any quotes received after the Closing Time specified in the RFP unless the Company determines to do so otherwise at its sole discretion.

3. Evaluation

The Company may review all proposal to confirm compliance with this RFP and to determine the best proposal in the circumstances.

4. Alterations

The Company may decline to consider a proposal in which there are alterations, erasures, illegibility, ambiguity or incomplete details.

5. The Company's Rights

The Company may, at its discretion, discontinue the RFP; decline to accept any proposal; terminate, extend or vary its selection process; decline to issue any contract; seek information or negotiate with any potential supplier that has not been invited to submit a proposal; satisfy its requirement separately from the RFP process; terminate negotiations at any time and commence negotiations with any other potential supplier; evaluate proposals as the Company sees appropriate (including with reference to information provided by the prospective supplier or from a third party); and negotiate with any one or more potential suppliers.

6. Amendments and Queries

The Company may amend, or clarify any aspect of the RFP prior to the RFP Closing Time by issuing an amendment to the RFP in the same manner as the original RFP was distributed. Such amendments or clarifications will, as far as is practicable be issued simultaneously to all parties.

Any queries regarding this RFP should be directed to the Contact Person identified on the cover page of this RFP.

7. Clarification

The Company may, at any time prior to execution of a contract, seek clarification or additional information from, and enter into discussions and negotiations with, any or all potential suppliers in relation to their proposals. In doing so, the Company will not allow any potential supplier to substantially tailor or amend their proposal.

8. Confidentiality

In their proposal, potential suppliers must identify any aspects of their proposal that they consider should be kept confidential, with reasons. Potential suppliers should note that the Company will only agree to treat information as confidential in cases that it considers appropriate. In the absence of such an agreement, potential suppliers acknowledge that the Company has the right to disclose the information contained in their proposal.

The potential supplier acknowledges that in the course of this RFP, it may become acquainted with or have access to the Company's Confidential Information (including the existence and terms of this RFP and the TOR). It agrees to maintain the confidence of the Confidential Information and to prevent its unauthorised disclosure to any other person. If the potential supplier is required to disclose Confidential Information due to a relevant law or legal proceedings, it will provide reasonable notice of such disclosure to the Company. The parties agree that this obligation applies during the RFP and after the completion of the process.

9. Alternatives

Potential suppliers may submit proposals for alternative methods of addressing the Company's requirement described in the RFP where the option to do so was stated in the RFP or agreed in writing with the Company prior to the RFP Closing Time. Potential suppliers are responsible for providing a sufficient level of detail about the alternative solution to enable its evaluation.

10. Reference Material

If the RFP references any other materials including, but not limited to, reports, plans, drawings, samples or other reference material, the potential supplier is responsible for obtaining the referenced

material and considering it in framing their proposal. And provide it to the Company upon request.

11. Price/Cost Basis

Prices or costs quoted must show the tax exclusive price, the tax component and the tax inclusive price.

The contract price, which must include any and all taxes, supplier charges and costs, will be the maximum price payable by the Company for the Goods and/or Services.

12. Financial information

If requested by the Company, potential suppliers must be able to demonstrate their financial stability and ability to remain viable as a provider of the Goods and/or Services over the term of any agreement.

If requested by the Company, the potential supplier must promptly provide the Company with such information or documentation as the Company reasonably requires in order to evaluate the potential supplier's financial stability.

13. Referees

The Company reserves the right to contact the potential supplier's referees, or any other person, directly and without notifying the potential supplier.

14. Conflict of interest

Potential suppliers must notify the Company immediately if any actual, potential or perceived conflict of interest arises (a perceived conflict of interest is one in which a reasonable person would think that the person's judgement and/or actions are likely to be compromised, whether due to a financial or personal interest (including those of family members) in the procurement or the Company).

15. Inconsistencies

If there is inconsistency between any of the parts of the RFP the following order of precedence shall apply:

- (a) these Terms and Conditions;
- (b) the first page of this RFP; and
- (c) the Schedule

so that the provision in the higher ranked document will prevail to the extent of the inconsistency.

16. Collusion and Unlawful Inducements

Potential suppliers and their officers, employees, agents and advisors must not engage in any collusive, anti-competitive conduct or any other similar conduct with any other potential supplier or person or quote any unlawful inducements in relation to their proposal or the RFP process.

Potential suppliers must disclose where proposals have been compiled with the assistance of current or former the Company employees (within the previous 9 months and who was substantially involved in the design, preparation, appraisal, review, and or daily management of this activity) and should note that this may exclude their proposal from consideration.

Potential suppliers warrant that they have not provided or offered any payment, gift, item, hospitality or any other benefit to the Company, its employees, consultants, agents, subcontractors (or any other person involved in the decision-making process relating to this RFP) which could give rise to a perception of bribery or corruption in relation to the RFP or any other dealings between the parties.

17. Jurisdiction

This RFP shall be subject to the laws of the District of Columbia, United States of America. The language of the arbitration will be English.

The Potential Supplier and the Company will use their best efforts to settle amicably any dispute, controversy, or claim arising out of, or relating to this RFP or the breach, termination, or invalidity thereof.

If no agreeable settlement can be found, any dispute, controversy, or claim arising out of or relating to this RFP or the breach, termination, or invalidity thereof, shall be settled by mediation through the American Arbitration Association by filing a request for mediation with the AAA and the other party. The Parties will be bound by any arbitration award rendered as a result of such arbitration as the final adjudication of any such dispute.

Company Information

Palladium is a global leader in the design, development, and delivery of Positive Impact — the intentional creation of enduring social and economic value. We work with corporations, governments, foundations, investors, communities, and civil society to formulate strategies and implement solutions that generate lasting social, environmental, and financial benefits.

Project Background

CATALYZE is an 8-year, USAID global contract, currently overseeing 10 sub-projects with support from 26 USAID Missions, Bureaus, and Offices. Implemented by Palladium, an international development firm with impact investing and asset management expertise and capability, CATALYZE has two overarching objectives:

- Facilitate \$2 billion in private capital into underserved sectors and frontier countries globally.
- Assist USAID in improving its ability to mobilize private capital for development objectives.

CATALYZE achieves these objectives through designing programming with the following characteristics:

- Developing a pipeline of financeable transactions in a multitude geographies and sectors.
- Supporting financial intermediaries in developing countries to build or strengthen local financial ecosystems to fill market gaps.
- Linking financeable opportunities to sources of capital, structuring funds, and closing complex transactions
- Identifying and implementing blended finance approaches, supporting USAID-wide learning and development.

Specifically, CATALYZE uses the following tools and methodologies to achieve its objectives:

- Use of performance incentives such as results-based contracts, performance grants, development impact bonds, and other products
- Developing risk mitigation tools, such as country- or sector-specific blended finance platforms or funds, pre-investment feasibility studies, and other tools that incorporate risk mitigation features
- Provides catalytic capital, via the sub-grants mechanism, for seed funding, co-funding, and performance grants.
- Co-creates programming with USAID and local actors based on market dynamics.

The CATALYZE Iraq Access to Finance (“the A2F”) activity is designed to support a shift among private financial system providers towards increasing deployment of financing in ways that support Iraqi small and medium enterprises¹ (SMEs) growth and expanded youth³ employment. The A2F activity will engage a variety of market actors and other stakeholders to identify key financing and engagement opportunities and implement activities to facilitate appropriate, growth-enabling, and inclusive SME access to finance. The CATALYZE Iraq A2F activity will maintain a national focus and implement in a variety of geographies and sub-sectors, with a focus on youth employment, to achieve its objectives.

Goal and Objectives

The CATALYZE Iraq A2F activity will be focused on three primary objectives in Iraq:

Objective 1: Establish and oversee a network of Transaction Advisors who will be paid primarily on a success fee basis for identifying and supporting the close of SME loans which otherwise would not have been granted.

Objective 2: In conjunction with the SME lending activity, support youth employment both through encouraging loans which will result in youth employment as well as other youth employment measures to be determined.

Objective 3: Establish and oversee a network of Iraqi financial institutions (banks and MFIs) that are interested in increasing lending to SMEs and want to participate in the incentive program and administer the incentive fund addressed previously.

Purpose

Palladium is seeking to engage a local partner in Iraq (“Subcontractor”) to lead activities to increase access to finance to Iraqi SMEs and increase youth employment. The approach USAID intends to take to address this ARBP PC01 GL01 TL02 Request for Proposal

challenge has two elements. **First**, it will provide small incentive payments to participating Iraqi financial institutions to provide loans to Iraqi SMEs (loans which they otherwise would not have made). The expectation is that these incentive payments will make these loans more attractive to those financial institutions. **Second**, it will support Iraqi Transaction Advisors to identify SME financing opportunities and support the SMEs in obtaining financing. The expectation is that 'crowding in' a pipeline of well-presented financing opportunities will result in more loan requests receiving financing. Particular attention will be paid to supporting loans which will result in employment of youth.

The drivers of this activity are:

- An incentive fund which will provide payments to participating financial institutions, based upon evidence of loan disbursement and or loan commitment.
- A network of Iraqi financial institutions who are interested in participating in this program and increasing lending to SMEs.
- A network of Transaction Advisors who will operate independently to find and help close loans (again, loans which otherwise would not occur), with their compensation primarily based upon success in closing loans.

The Subcontractor, in conjunction with a Palladium Team Lead based in Iraq (to be selected independently by Palladium), will be primarily responsible for the launch and oversight of these three integrated activities.

This approach to increasing access is built upon the concept of 'blended finance'. Blended finance is the use of donor funds (provided by USAID) to attract private, commercial funds (provided by Iraqi financial institutions). Our theory of change is that through small incentive payments, we can: i) 'nudge' Iraqi financial institutions to increase lending to SMEs; and ii) build a network of Iraqi transaction advisors who are willing to work on a success fee basis to identify and help close SME loans.

This is a new approach for Iraq and presents a unique opportunity for those Iraqi bidders seeking new challenges and interested in testing new approaches to development (such as blended finance). The successful bidder must be creative, flexible and adaptable and willing to accept risk. While the initial contract term will be 18 months, we are hopeful that successful execution of this activity will result in additional funding and a possible extension and expansion of the award.

The Subcontractor will assist in identifying financial institutions, transaction advisors, and strategic partners, providing technical assistance to these stakeholders so they can excel in their respective roles. The Subcontractor will serve as Palladium's implementing partner in Iraq to assist Palladium in the implementation of the incentives fund. Through these activities, Palladium seeks to motivate financial institutions to expand their lending to SMEs, while also incentivizing transaction advisors to link financial institutions and other sources of finance with SMEs in multiple regions and sectors.

Reporting to the Palladium CATALYZE Iraq A2F Activity Lead and working closely with the A2F Activity Management Unit team, the Subcontractor will help drive the A2F adaptive management by providing insights and guidance that will shape future iterations of pay-for-results (PfR) incentives for FIs and Transaction Advisors in Iraq. Specifically, the Subcontractor will:

- Develop and carry out project implementation strategies that promote and expand access to finance for SMEs and in particular, youth.
- Develop a network of FIs and transaction advisors and build their capacity to expand access to finance for SMEs
- Enhance and promote the supply of private financing to financial institution partners, including design of new products and services when requested/merited.
- Provide technical assistance to support transaction advisors in pipeline development and deal closure.
- Support activities that foster youth employment
- Report and share learnings from activities

A complete scope of work is attached as Annex A.

¹Small and Medium Enterprises (SMEs) Catalyze Iraq A2F defines SMEs according to employee, with small enterprises employ 1 to 49 employees, and medium enterprises employing 50 to 300 employees and seeking financing amounts valued between \$10,000 to \$2M.

²The Pay for Result (PfR) is initiatives that pay upon accomplishment of results. In PfR, the principal or funder sets financial or other incentives for an entity to deliver predefined outcomes and rewards achievement of the results upon verification.

³Youth is defined as persons between the ages of 18-35.

⁴Incentive Fund is a financial incentive that is distributed based on the FIs, Transaction Advisors performance achieving performance targets over a given period and the fee will be issued in comparison to a benchmark.

Type of Contract

- Palladium intends to issue a Cost-Plus Fixed Fee Contract – Completion Form
 - This type of contract requires the Subcontractor to complete and deliver the specified end product(s) described in this RFP within the estimated cost as a condition for payment of the entire fixed fee.

Anticipated Contract Period of Performance

On or about March 23, 2023, to September 30, 2024, 18 months base period with 1 year option period from October 1, 2024, to September 30, 2025

Anticipated Contract Ceiling

The estimated ceiling of the CPFF subcontract is \$600,000. However, we expect bidders to provide a competitive budget based on actual, reasonable, and allowable costs. Value for money will be an important selection criterion.

Place of Performance

The activities to be performed under this contract will take place in Iraq. See the Instructions for Submission of Cost Proposal for travel assumptions.

Deliverables Schedule and Acceptance Criteria

The Subcontractor shall submit the deliverables described in Sections **IV and V** in accordance with the deliverables schedule in **Annex A**. Deliverables will be reviewed by the CATALYZE Iraq A2F Activity Lead (or his designee) for completeness before being accepted and approved for payment.

Fixed Fee Payment

Palladium will pay the Subcontractor the associated fee for the successful delivery of the products and/or services per the CPFF deliverable fee table and Section **V**. These products and/or services will be considered as successfully delivered should the specified documentation and criteria required in the resulting agreement be accepted by the CATALYZE A2F Activity Lead or his designee.

***Note:** Upon the execution of the agreement, the Palladium and the Subcontractor may review the fixed fee deliverables and amend them based on implementation and lessons learned*

Instructions for Submission of Technical Proposal

For the technical proposal, the offeror may submit either a MS Word document or a MS PowerPoint presentation with the following page/slide limits.

Content	MS Word Max # of Pages	MS PowerPoint Max # of Slides
1. Cover page with firm contact info and signed by an authorized representative of the company <ul style="list-style-type: none">• Offeror should include Unique Entity Identification (UEI) Number. If Offeror does not currently possess UEI, Offeror should include statement that they will apply for a UEI (free on SAM.gov as a condition of award)	1 page	Do not include in PPT file. Submit as a word doc.
2. Background and Organizational Capacity on the firm and relevant expertise in Iraq and managing cost reimbursable awards	2 pages	2 slides

<p>3. Past Experience and Capability Statement (with a completed Summary Project Table (see Annex D for template). Please also complete one Relevant Project Table for each project previously performed by the firm (not older than five years), demonstrating expertise in:</p> <ul style="list-style-type: none"> a. Mobilizing private capital (provide amounts and duration) for SMEs and management of incentive funds or performance-based contracts. b. Supporting banks and microfinance institutions (MFIs) with technical assistance to expand new financing (additional consideration for increased access to finance for SMEs, youth and educational finance) c. Identifying and providing technical assistance to transaction advisors d. Building strategic partnerships with private sector actors e. Managing donor resources as a subcontractor on assignments of similar-size and scope. 	6-8 pages	6-8 slides
<p>4. Proposed Methodology for Technical Implementation</p> <p>A workplan showing how the firm would execute this project including a timeline for task and deliverable completion (see Annex C-GANTT chart below as an illustrative example)</p>	4 pages	4 slides
<p>5. Management Approach with proposed team composition with roles and responsibilities and reporting structure including updating the team structure in the Org Chart below and attaching CVs of proposed personnel for each position.</p>	2 pages per CV	1 slide per CV
<p>6. All supporting documentation specified below in the pass/fail evaluation criteria.</p>	No page limit	Do not include in PPT file. Submit as a word doc.

Instructions for Submission for Cost Proposal

Offers must submit a cost proposal. The estimated ceiling of the CPFF subcontract is \$600,000. However, we expect bidders to provide a competitive budget based on actual, reasonable, and allowable costs. Value for money will be an important selection criterion.

CATALYZE Iraq Access to Finance will provide a budget template. The cost proposal consists of:

- (a) Budget in Microsoft Excel with all formulas visible (unlocked)
- (b) Accompanying Word Document with all cost assumptions and explanations. This budget narrative must explain and justify the estimated costs by line item or category in the budget. Proper budget narratives should explain how the costs associated with each line item or category relate to the technical implementation of the project as outlined in the proposal being submitted.

Key assumptions

- Budget in both Iraqi Dinar and United States Dollar, using \$1 USD= 1,460 IQD exchange rate
- All prices are to be inclusive of relevant taxes (please disaggregate)
- Separate unit cost and number of units
- Break down activity costs into as much detail as possible. A sample budget template is attached.
- Offeror should budget for: labor costs to complete tasks and deliverables listed in Annex A: Scope of Work, Travel to/from interviews, and information sessions.

- Defense Base Act (DBA) insurance in accordance with FAR 52.228-3, as applicable.

Fixed Fee: If offerors choose fixed fee as part of the cost, they must provide budget notes and include rationale for the proposed fee per deliverable in line with the deliverable table in **section V**.

The selected offeror will be required to complete the Due Diligence Questionnaire (attachment 1) and provide proof of application for a Unique Entity Identifier (UEI) number within 5 days of being notified of selection.

Accounting System and Internal Controls

In order to implement a cost reimbursement-type contract under U.S. Government funding, the implementer must have an adequate accounting system and internal controls.

Evidence of an adequate accounting system should include a written opinion or other statement from either (1) a U.S. Government-contracted auditor, (2) a cognizant U.S. Government agency official, or (3) a U.S. Government Prime Recipient or Prime Contractor that has issued the implementer a cost-type agreement and has conducted an audit to determine that the system is adequate (please provide such a report or audit for Palladium’s review).

If you do not have an accounting system that has been determined to be adequate by any of the above three reviewers, but you believe your accounting system is adequate, you must state this in your cost volume and basis for the cost methodology submission to Palladium and will be required to complete a risk assessment questionnaire. As part of the proposal or application process Palladium will review your submission and may require an independent audit or review of your accounting system before the award. If Palladium determines that your accounting system or system of internal controls is not adequate due to correctable issues/deficiencies, Palladium may include additional terms and conditions in any resulting agreement and require that a corrective action plan be put in place to correct any deficiencies.

Palladium shall not award cost type contracts or awards if the implementer’s accounting system is deemed inadequate unless Palladium determines that the action plan for correcting the accounting system is timely and acceptable and issues may be mitigated through additional terms and conditions in the interim. In the case where an implementer’s systems are deemed totally inadequate for cost type agreements, Palladium may at its sole discretion consider other than a cost reimbursement-type mechanism to contract with.

Submission of Offers

Electronic proposals must be submitted by sending two separate emails, one for technical proposal and one for cost proposal with the RFP number in the subject lines. Ensure all required documents are attached.

Offers received past the deadline stated on the cover page will be deemed non-responsive and will not be considered for award.

Note: *Offers will be evaluated on a rolling basis and Offerors are encouraged to submit before the due date.*

Evaluation and Award Process

Proposals will be evaluated using a best value trade off methodology. This is a three-stage process.

- (1) The first set of criteria is graded on a pass/fail basis. Offerors must meet the following minimum eligibility qualification criteria and provide supporting documentation:

	Requirement	Supporting Documentation
(a)	Must be a registered legal entity in Iraq and operational within Iraq for a minimum of one year	Copy of certificate or articles and memorandum of associate
(b)	Must have an adequate accounting system and internal controls	1. A written opinion or other statement from either (1) a U.S. Government-contracted auditor, (2) a cognizant U.S. Government agency official, or (3) a U.S. Government Prime Recipient or Prime Contractor that

		<p>has issued the implementer a cost-type agreement and has conducted an audit to determine that the system is adequate (please provide such a report or audit for Palladium's review).</p> <p>2. A statement in your cost volume and basis for the cost methodology in the submission to Palladium</p>
(c)	Agree to Palladium's policies, protocols, and compliance requirements	<p>1. Due diligence form (Template provided as Attachment 1 Completed form must be submitted with proposal)</p> <p>2. Code of Conduct form</p> <p>3. Business Ethics</p> <p>4. Environmental policy acknowledgment</p>
(d)	UEI number	Provide the UEI number or proof of applying for the UEI number
(e)	Must not have any active exclusions from the working with the US government (www.sam.gov), the UN (Sanctions List), or the US Department of the Treasury Office of Foreign Asset Control	N/A
(f)	Company must not be a foreign government-controlled organization	Due diligence form (Attachment 1)
(g)	Company must not have controlling interest held by a government, government agency, or agent thereof	Due diligence form (Attachment 1)

(2) If these minimum criteria are met, the offer's technical proposal will be evaluated as follows:

Evaluation Criteria	Documents Evaluated	Points
Organizational capacity – experience implementing USAID-funded projects, other donor funded projects in Iraq, cost-reimbursable award type preferred	Background and organizational capacity section	20%
Past Performance (experience in Iraq)	<p>Past experience and capability narrative (4 pages max), completed</p> <p>Annex D tables by project, and client or partner reference letters:</p> <ul style="list-style-type: none"> a. Mobilizing private capital (provide amounts and duration) for SMEs and management of incentive funds or performance-based contracts b. Supporting banks and microfinance institutions (MFIs) with technical assistance to expand new financing 	40%

	<p>(additional consideration for increased access to finance for SMEs, youth, and educational finance)</p> <p>c. Identifying and providing technical assistance to transaction advisors</p> <p>d. Building strategic partnerships with private sector actors</p> <p>e. Managing donor resources as subcontractor on assignments of similar-size and scope</p>	
(a) Experience mobilizing private capital and incentive fund management	<ul style="list-style-type: none"> • Examples of previous work and designs for: mobilizing capital from public and/or private sectors to and incentive fund, grants fund implementation • Previous experience training transaction advisors, FIs and experience with education finance, youth led programming • Facilitating an enabling environment conducive to investment 	(15)
(b) Experience supporting banks and FIs to increase access to finance	Previous work increasing access to finance with additional consideration for increased access for Youth and/or youth vocational ed and SMEs.	(10)
(c) Demonstrated understanding and application of adaptive management	<p>Examples of holding pause-and- reflect activities, adaptive management based on technical M&E evidence that demonstrates learning and improvement.</p> <p>Building strategic partnerships and client management</p>	(15)
Proposed Workplan for technical implementation (See Annex C)	Workplan	20
Personnel – four technical personnel who meet minimum qualifications; demonstrated	CVs and personnel section (CV-2pgs)	20

ability to mobilize and lead technical teams		
<p>Cost-Sharing Contributions The bidder may include cost-sharing contributions (including cash or in-kind) that must be:</p> <ul style="list-style-type: none"> • Verifiable from the bidder's records • Not included as contributions for any other USD assisted project • Necessary and reasonable for proper and efficient accomplishment of the project's objectives • Not paid by the USG under another award/contract • Allowable and provided for in the approved budget 		

A total combined score of 70% is considered the minimal acceptable score to be considered for award. Meeting the minimally acceptable score does not guarantee award.

(3) The offeror's cost proposal will be evaluated for:

- Proposed total price, relative to other offers received
- Realism and reasonableness of the work to be performed
- Price reflects a clear understanding of the requirements
- Price is consistent with various elements of the technical proposal
- Compliance with USAID cost principles (select one: Non-profit entities – Cost Principles in 2 CFR 200 Subpart E or For-profit entities – Cost Principles in FAR Part 31)

Palladium reserves the right to award under this solicitation without further negotiations. The offerors are encouraged to offer their best terms and prices with the original submission.

PROCUREMENT INTEGRITY AND ETHICS

It is Palladium's Policy that no gifts of any kind and of any value be exchanged between vendors/contractors and Palladium personnel. Discovery of the same will be grounds for disqualification of the vendor/contractor from participation in any Palladium's procurements and may result in disciplinary actions against Palladium personnel involved in such discovered transactions.

Resulting Award

This RFP in no way obligates Palladium to award a contract. Palladium may opt to select multiple offers in response to this RFP.

Any contract/purchase order resulting from this solicitation must be signed by both parties in order to be considered valid and in force. All costs associated with, but not limited to, production, preparation and/or delivery of goods or services, including deliveries, accepted by Palladium staff, without a fully executed (signed by both parties) contract/purchase order, are at the vendor's risk only. Palladium shall not pay for any costs, without limitation, associated with production, preparation or delivery of goods and/or services under this or any other contract/purchase order, which has not been signed by both parties.

If your proposal is successful, you will be required to enter into the Company's standard contract for the types of goods or services being provided. In the provision of the Goods and Services, you will be required to

comply with the Company's policies, including (without limitation) its Business Partner Code of Conduct and any relevant client terms and conditions. Potential suppliers must also comply with the Company's Business Partner Code of Conduct in the submission of any proposals pursuant to this RFP.

If you are bidding as part of a joint venture, partnership or similar, please make this clear in your submission. Likewise, if you propose to subcontract any part of the goods or services provision, then disclose this fact within your submission. The Company may require additional information from you and approval for subcontracting will not be automatic as subcontractors will be subject to Palladium's Due Diligence process.

Attachments

Please review the additional documentation and proposed terms and conditions which should be given consideration when preparing your proposal. By submitting your bid, you will certify that you are in agreement with the contract terms and conditions as included in this solicitation and that all prices include all aspects of the required compliance with the terms and conditions of the proposed contract.

Attachment 1- Due Diligence Questionnaire

Attachment 2- FFATA Form (will be required only for successful offeror, where applicable – included for awareness only)

Attachment 3- Budget in Microsoft Excel with all formulas visible

Palladium Business Partner Code of Conduct and Child Protection Guidelines can be downloaded in full at: <http://www.thepalladiumgroup.com/policies> or request through email from Catalyze.procurments@thepalladiumgroup.com

Annex A: Scope of Work

CATALYZE: Iraq Access to Finance Subcontractor

Place of Performance: Iraq

Period of Performance: The estimated period of performance is from March 23, 2023, to September 30, 2024, 18 months base period with 1 year option period from October 1, 2024, to September 30, 2025

Executive Summary

Palladium is seeking to engage a local partner to support an Access to Finance activity in Iraq which is designed to increase access to finance to Iraqi small and medium enterprises (SMEs) and increase youth employment. The approach which USAID intends to take to this challenge has two elements. **First**, it will provide small incentive payments to participating Iraqi financial institutions to provide loans to Iraqi SMEs (loans which they otherwise would not have made). The expectation is that these incentive payments will make these loans more attractive to those financial institutions. **Second**, it will support Iraqi Transaction Advisors to identify SME financing opportunities and support the SMEs in obtaining financing. The expectation is that 'crowding in' a pipeline of well-presented financing opportunities will result in more loan requests receiving financing. Particular attention will be paid to supporting loans which will result in employment of youth.

The drivers of this activity are:

- An incentive fund⁴ which will provide payments to participating financial institutions, based upon evidence of loan disbursement and or loan commitment.
- A network of Iraqi financial institutions who are interested in participating in this program and increase lending to SMEs.
- A network of Transaction Advisors who will operate independently to find and help close loans (again, loans which otherwise would not occur), with their compensation primarily based upon success in closing loans.

The Subcontractor, in conjunction with a Team Leader (to be selected independently), will be primarily responsible for the launch and oversight of these three, integrated systems.

This approach to increasing access is built upon the concept of 'blended finance'. Blended finance is the use of donor funds (herein provided by USAID) to attract private, commercial funds (provided by Iraqi financial institutions). Our theory of change is that through small incentive payments, we can: i) 'nudge' Iraqi financial institutions to increase lending to SMEs; and ii) build a network of Iraqi transaction advisors who are willing to work on a success fee basis to identify and help close SME loans.

This is a new approach for Iraq and presents a unique opportunity for those Iraqi bidders seeking new challenges and interested in testing new approaches to development (such as blended finance). The successful bidder must be creative, flexible and adaptable and willing to accept risk. While the initial contact term will be 18 months, we are hopeful that successful execution of this activity will result in additional funding and a possible extension and expansion of the award.

I. Background

CATALYZE is an 8-year, USAID global contract, currently overseeing 10 sub-projects with support from 26 USAID Missions, Bureaus, and Offices. Implemented by Palladium, an international development firm with impact investing and asset management expertise and capability, CATALYZE has two overarching objectives:

- Facilitate \$2 billion in private capital into underserved sectors and frontier countries globally
- Assist USAID in improving its ability to mobilize private capital for development objectives.

CATALYZE achieves these objectives through designing programming with the following characteristics:

- Developing a pipeline of financeable transactions in a variety of geographies and sectors.
- Supporting financial intermediaries in developing countries to build or strengthen local financial ecosystems to fill market gaps.
- Linking financeable opportunities to sources of capital, structuring funds, and closing complex transactions

- Identifying and implementing blended finance approaches, supporting USAID-wide learning and development.

Specifically, CATALYZE uses the following tools and methodologies to achieve its objectives:

- Use of performance incentives such as results-based contracts, performance grants, development impact bonds, and other products
- Developing risk mitigation tools, such as country- or sector-specific blended finance platforms or funds, pre-investment feasibility studies, and other tools that incorporate risk mitigation features.
- Provides catalytic capital, via the sub-grants' mechanism, for seed funding, co-funding, and performance grants.
- Co-creates programming with USAID and local actors based on market dynamics.

II. Workstreams, Impacts and Learning Objectives for CATALYZE Iraq A2F

The Catalyze Iraq A2F activity has three principal workstreams:

Objective 1: Establish and oversee a network of Transaction Advisors who will be paid primarily on a success fee basis for identifying and supporting the close of SME¹ loans which otherwise would not have been granted.

Objective 2: In conjunction with the SME¹ lending activity, support youth³ employment both through encouraging loans which will result in youth employment as well as other youth employment measures to be determined.

Objective 3: Establish and oversee a network of Iraqi financial institutions (banks and MFIs) who are interested in increasing lending to SMEs and want to participate in the incentive program and administer the incentive fund addressed previously.

Overall Expected Roles, Responsibilities and Functions of the Sub-Contractor

The Subcontractor will be expected to serve as Palladium's principal implementer in Iraq to ensure the effective implementation of the above, three workstreams, working closely with Palladium's Washington DC office, which will maintain financial control of all sub-awards on this activity (to the implementer and other sub-awardees), and will provide the implementer appropriate technical assistance to support its management of the overall program. The role of the Subcontractor, therefore, will be to: i) build a Transaction Advisor network, and to manage payments to Transaction Advisors based on loans originated; and ii) build a network of participating financial institutions and manage payments to them based on loans disbursed or committed. Palladium, technically, will make all sub-award disbursements, at the recommendation of the local Subcontractor.

CATALYZE Iraq A2F is meant to implement these methodologies to achieve the following programmatic impacts:

- Minimum of \$9M of new financing (financing which otherwise have not been mobilized) to Iraqi SMEs over 2.5 years.
- At least three financial institutions involved in expanding SME financing to Iraqi SMEs
- At least five Transaction Advisors actively growing their SME support businesses. Hundreds of Iraqi youth employed or benefitting from financing on this program

Support for Activity Learning

The local subcontractor will serve as Palladium's key representative on the ground on learning for this activity. Reporting to the Palladium CATALYZE: Iraq A2F Activity Lead and working closely with the A2F home office team, the Subcontractor will help drive the A2F adaptive management by providing insights and guidance that will shape future iterations PFR initiatives for FIs and Transaction Advisors in Iraq.

To support learning on this program, the Subcontractor will assist CATALYZE to:

- Collect data and conduct analysis to prove achievement of results through the different workstreams
- Learn and apply proven verification methods to prevent fraud and misuse of government resources.
- Learn what is working and what is not in terms of adapting these innovative methodologies on the ground in Iraq by having frequent interactions with all program stakeholders (e.g., Transaction Advisors, FIs).

- Develop insights to modify methodologies as needed to achieve programmatic impacts
- Refine models on how to best build partnerships with Iraqi private sector actors to expand youth employment.

III. Subcontractor Personnel

At minimum, the Subcontractor must furnish the key personnel specified below in accordance with the minimum qualifications, experience, and roles and responsibilities noted. These staff can play full-time, or part-time roles, as determined necessary by the subcontractor.

- Program Manager
- Accountant
- Grants and Procurement Manager
- Data Collection and Reporting Analyst

Prior to replacing any of the specified individuals, the Subcontractor must notify the Palladium Catalyze Iraq A2F Activity Lead reasonably in advance and must submit written justification (including proposed substitution) in sufficient detail to permit evaluation of the impact on the program. No replacement of key personnel must be made by the Subcontractor without the written consent of the Activity Lead.

Program Manager	Helps Team Leader provide support to stakeholder FIs to mobilize lending to SMEs. Supports implementation of Transaction Advisors on-boarding and orientation. Ensures Transaction Advisors have access to tools and information required to develop a pipeline of clients, mobilize capital, and invoice for payments. Supports implementation of MOUs with private sector partners. Supports the development of M&E and client Activity Report/deliverables. Reports to Team Leader who will be a Palladium employee (see below for details on the Team Leader position)
Accountant	General responsibilities will include accounts payable, cost allocation, quarterly reporting, payroll, and budget preparation. Review field office expense reports and corresponding receipt packages monthly ensuring that reporting methods and supporting documentation are followed. Monitor field office compliance with Palladium’s internal policies and procedures for hiring and compensating consultants and oversee procurement of goods and services. Reports to Team Leader
Grants & Procurement Manager	Manages all grants and procurements including the procurement of goods and services for A2F implementation. Leads procurements from beginning (initial scope development) to end (contract/award) with an emphasis on compliant, efficient, and effective A2F implementation. Supports finalization of grants processes and tailoring of CATALYZE project management manual for the A2F activity. Oversees grant process and PfR subcontract management. Works closely with Data Collection & Reporting Analyst, and Program Manager to administer, track, and manage all PfR subcontracts. Responsible for finalizing and disseminating RFPs, drafting contracts for final review, verifying milestone completion, and managing PfR payments against milestones and M&E reports. Reports to Team Leader
Data Collection & Reporting Analyst	Manages data collection across Catalyze Iraq Access to Finance Activity. Inputs data into monitoring system. Supports data visualization and analysis. Conducts quality assurance reviews and spot checks. Analyzes data, liaising with Team Lead, to develop and explore learning questions and to provide insights for adaptive management. Reviews Activity progress reports and oversees accurate reporting of results. Reports to Team Leader, coordinates with CATALYZE M&E Senior Manager.

Palladium CATALYZE Iraq A2F Team Structure

Palladium intends to embed a full-time Team Leader into the local Subcontractor team. The Team Leader will be hired separately and will have a dual reporting line then – they will report to local leadership of the Subcontractor, and technically they will report directly to the Palladium Catalyze Iraq A2F Activity Lead in Washington, DC. The rationale for this decision is to establish technical and operational leadership that intersects between the project office in Iraq and the home office Catalyze A2F team to streamline implementation. The Team Leader will play the following role support and provide technical and operational leadership to the Catalyze A2F Iraq team and liaise between the project office Iraq team and A2F Activity Lead, USAID Iraq Mission and USAID Headquarters to streamline implementation.

As per the Palladium project management model, the local Subcontractor will work closely with the Palladium home office-based Activity Management Unit (AMU). The AMU is comprised of an Activity Lead, a Project Delivery Manager, and a Project Associate.

More details on the responsibilities and reporting lines can be found in the Staffing Table below and the Organizational Chart in **Annex B**.

<u>Team Leader (Iraq based)</u>	Responsible for all local technical implementation and effective management of the project, working in close coordination with, and reporting to, the home office Activity Lead and local Subcontractor leadership in Iraq. Serves as the primary client-facing representative on the project, with overall responsibility for supervising project staff, managing day-to-day relations with USAID and counterparts in government, private sector, and civil society. Reports to CATALYZE Iraq A2F Activity Lead at Palladium US headquarters.
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Home Office AMU Team (Palladium Employees) -- This is for reference only

Activity Lead (Washington, D.C., US)	The equivalent of the Home Office Project Director for this CATALYZE activity. Serves as the ultimate responsible party for all technical and operational implementation of the Catalyze Iraq A2F activity, reporting to the CATALYZE Chief of Party. Oversees Works closely with Manager/PD on all matters that involve budgets, invoicing, forecasts, compliance, USAID approvals/notifications. Leads work planning, field staffing plan, recruitment of country Team Lead(s). Reports to the Executive Director/COP.
Project Delivery Manager (NY, US)	The Manager ensures that the operational engine supporting all field work functions efficiently. Works closely with Activity Lead on all matters that involve budgets, invoicing, forecasts, compliance, USAID approvals/notifications. Leads budgeting of work plan, recruiting of country staff. Writes/reviews/ posts JDs participates in interviews of prospective in country staff. Reports to Activity Lead.
Project Delivery Associate (Washington, D.C., US)	Supports Activity Lead and others in all operational and technical work. Supports all budgeting, invoicing, forecasts, compliance, USAID approvals/notifications, recruiting, work planning, editing, “field” voucher checks, etc. Reports to Activity Lead.

IV. Subcontractor Responsibilities

The Subcontractor in Iraq will lead technical implementation for the A2F activity across all three workstreams in close collaboration with the Palladium home office-based AMU. The Subcontractor will be responsible for providing local technical leadership and oversight of all the Catalyze Iraq A2F activities. This will include managing the A2F network by growing and maintaining a pipeline of financial institutions, Transaction Advisors and a portfolio of target SMEs. The Subcontractor will also collect data and report on the A2F progress in

mobilizing private capital that will serve as the basis for learning and review sessions that contribute to program design enhancement. Overall, the Subcontractor will provide consulting, advisory, adaptive management, and administrative support services with an appropriate mix of full- and part-time personnel.

- Develop and carry out project implementation strategies that promotes and expands access to finance for SMEs
- Develop a network FIs and Transaction Advisors and build their capacity to expand access to finance for SMEs
- Enhance and promote the supply of private financing to FI partners
- Provide technical assistance to support Transaction Advisors in pipeline development and deal closure
- Report and share learnings from activities

Reporting, Learning and Review

The Subcontractor will provide timely inputs for periodic reports to Palladium and USAID as required by internal procedures as well as the overall contract, including monthly financial projections and quarterly and annual financial and technical reports. Further, the Subcontractor will support the design and implementation of the Iraq learning agenda. Based on the data collected, the Subcontractor firm will conduct monthly learn and review sessions to draw out learnings and insights that will help enhance program design and enhance factors contributing to program success.

V. CATALYZE Iraq A2F Year 1 Tasks

During the base period (March 23, 2023 – September 30, 2024), the Subcontractor shall undertake the tasks listed below. A full Gantt chart for Year 1 Activities can be found in **Annex C**.

Task 1: Manage the RFA process for FI PfR partners

The Subcontractor will manage the Request for Applications (RFA) process in line with Palladium grants manual for CATALYZE and best practices by helping home office AMU team organize a remote and potentially in-person bidders' event and help in the selection process. The Subcontractor will participate in the technical evaluation committee (the Team Lead and the Program Manager), led by the home office AMU team. Applications from FIs with the resources, reach, and commitment to serve our target groups will be selected from among those submitting applications. Each FI will receive a grant with an award ceiling appropriate for its financial capacity and agreed targets. The Subcontractor will support the due diligence of awardees in line with Palladium grants manual and help draft the grant selection memo to USAID.

Furthermore, the Subcontractor will provide close monitoring, due diligence, and technical assistance support to sub awardee FIs and will review invoices from sub-awardees to ensure accuracy, additionality and proper targeting in financing. They will then recommend to Palladium to approve deliverables and authorize all payments from the home office to all sub awardees of the incentive fund.

Task 1.2: Conduct RFA Information Session

The subcontractor together with home office technical direction and support will convene an information session to drive awareness of RFA process and PfR mechanism. For the purposes of budgeting, please assume at least one information session for 3 hours with approximately 10 participants. If multiple sessions are required, please propose the number of sessions and locations to ensure access for potential FIs who can serve various geographics across the country. Please include assumptions for cost per session and how many participants in each session.

Task 1.3: FI partners on-boarding and orientation

The Subcontractor will organize and deliver, together with home office technical direction and support, a workshop to launch the FI incentive program and provide selected FIs the orientation, templates, and tools required to submit completed transactions for incentive payments.

Task 2: Manage and monitor implementation of PfR Sub-awards with FIs

The Subcontractor will hold monthly meetings with sub-awardees to ensure that they are implementing the program in line with the overall A2F program strategy and vision, in a quality fashion, and identifying problems and finding solutions to these. The Subcontractor will serve as an honest broker with FIs to assist these as required to expand their SME and youth enterprise pipeline and facilitate the closing of financing in a timely

manner. Additionally, the subcontractor will conduct assessments of FI performance at the beginning, mid-point, and end of the project.

With support and guidance from the Subcontractor, the CATALYZE A2F activity will collaborate with a wide variety of stakeholders, monitor project results and changing circumstances on the ground, and adjust implementation accordingly. The broader CATALYZE team from Iraq and the U.S. will develop a learning agenda focused on the effectiveness of mobilizing capital to the target geographies and sectors.

Task 3: Manage the RFP process for Transaction Advisor PfR partners

The Subcontractor will manage the RFP process in line with Palladium procurement manual for CATALYZE and best practices by helping home office AMU team organize a remote and potentially in-person bidders' event and help in the selection process. The Team Leader and the Program Manager based in Iraq will participate in the technical evaluation committee, led by the home office AMU team. Proposals from Transaction Advisors with the resources, reach, and commitment to serve our target groups will be selected from among those submitting applications. Each Transaction Advisor will receive a subcontract with an award ceiling appropriate for its capacity and agreed targets. The Subcontractor will conduct all the due diligence of awardees in line with Palladium procurement manual and help draft the subcontract selection memo to USAID.

Furthermore, the Subcontractor will provide close due diligence, monitoring and technical assistance support to subcontractor Transaction Advisors in their work, and will review invoices from the subcontractor Transaction Advisors to ensure accuracy, additionality and proper targeting in financing. The Subcontractor will then recommend to Palladium to approve deliverables and authorize all payments from the home office to all sub awardees of the incentive fund.

Task 3.1: Conduct RFP Information Session for Transaction Advisors

The subcontractor together with home office technical direction and support will convene an information session to drive awareness of RFP process and PfR mechanism. For the purposes of budgeting, please assume at least one information session for 3 hours with approximately 10 participants. If multiple sessions are required, please propose the number of sessions and locations to ensure access for potential Transaction Advisors who can serve various geographics across the country. Please include assumptions for cost per session and how many participants in each session.

Task 3.2: Onboard and Orient Transaction Advisor partners

In order to build the network of Transaction Advisors, all contracted Transaction Advisors will be invited to an orientation session by the Subcontractor (with Palladium support) to review the criteria for eligible transactions, monthly reporting requirements, and the processes for invoicing for PfR subcontracts. The orientation will include presentations from FI partners so that Transaction Advisors are familiar with FI requirements, thereby supporting the development of networks required to facilitate transaction closing.

Task 4: Manage and monitor implementation of PfR subcontracts with Transaction Advisors

The Subcontractor will stay in close contact with subcontractor Transaction Advisors to ensure that they are implementing without barriers or problems. They will hold regular monthly meetings with subcontractor Transaction Advisors to ensure they are not facing insurmountable issues that will keep them from implementing. The Subcontractor will serve as a problem-solver with Transaction Advisors to help them expand the SME pipeline and facilitate the closing of financing in a timely manner. Additionally, the subcontractor will conduct assessments of Transaction Advisor performance at the beginning, mid-point, and end of the project.

The Subcontractor, together and home office technical direction and support, will orient Transaction Advisors in the selection criteria for financing SMEs that the Subcontractor will assist Palladium in negotiating with the USAID mission. The Subcontractor will provide Transaction Advisors and FIs with potential ideas on new pipeline (deals) through its own work with strategic partners, networks and understanding of the SME market and contact with other IPs, who may refer clients to Catalyze Access to Finance Activity. In addition, the Subcontractor will meet with other implementing partners of USAID to coordinate pipeline development and programming.

The CATALYZE A2F activity will collaborate with a wide variety of stakeholders, monitor project results and changing circumstances on the ground, and adjust implementation accordingly. The team will develop a learning agenda focused on the effectiveness of mobilizing capital to the target geographies and sectors.

Task 5: Support expanding youth employment through SME financing

One of the primary objectives of the A2F activity is to support youth employment through encouraging loans which will result in jobs creation for youth. The subcontractor, together with home office technical direction and support, will identify additional youth employment measures to expand youth employment in Iraq. The specific tasks include but are not limited to:

- Build relationships with other implementing partners, education institutes, employers, and FIs to develop a pipeline of youth who can work in FIs supporting SME lending to youth,
- Ensure that lending criteria prioritize youth so that SMEs are supported that intend to expand youth employment,
- Ensure that lending criteria prioritize youth-led SMEs as recipients of finance,
- Identify and partner with youth as Transaction Advisors.

Reports and Outputs

The Subcontractor shall submit the reports or outputs described in Sections IV and V in accordance with the following schedule:

No.	Reports and Outputs	Evidence of Completion	Due Date
Year 1 (FY 2023)			
1	<ul style="list-style-type: none"> • Develop and finalize the CATALYE A2F Annual Work Plan for Fiscal Year 2023 • Develop and finalize inputs into the CATALZYE A2F Strategic Communications Plan • Develop and finalize inputs into the CATALZYE A2F Gender Action Plan 	<p>FY 2023 Annual Work Plan report (Word) and accompanying FY 2023 activity Gantt chart (Excel).</p> <p>Strategic Communications Plan report (Word/Excel) with accompanying communications activity Gantt chart.</p> <p>Gender Action Plan report (Word/Excel) and accompanying gender activity Gantt chart.</p>	April 30, 2023
2	Monthly Reports with detailed summaries and photos in line with USAID branding and marking guidelines.	<p>Report on the monthly progress of major activities, problems encountered, and solutions and lessons learned.</p> <p>Facilitation of Technical Assistance deliveries for FIs and Transaction Advisors.</p> <p>Summary of objectives, findings, and next actions for each instance of TA support provided in monthly report with photos. Copies of TA handouts, guides, and other materials shared with FIs and Transaction Advisors</p>	First week of the next Month
3	Quarterly Learn & Review sessions with FI and Transaction Advisor partners	Review blended finance topics designed and held, provide an executive summary of the topics and recording to CATALYZE A2F for learning purposes.	May 31, 2023 August 31, 2023,

4	Quarterly reports with detailed summaries and photos in line with USAID branding and marking guidelines.	Report on the opportunities, challenges, next steps for the private capital fund mobilization target	June 16, 2023 September 15, 2023
5	Assistance/information verification visits to FI partners.	Summary of objectives, findings, and next actions for each FI verification trip in monthly report with photos.	To be scheduled in collaboration with partners
6	Assistance/information verification visits to Transaction Advisor partners.	Summary of objectives, findings, and next actions for each Transaction Advisor verification trip in monthly report with photos.	To be scheduled in collaboration with partners

Year 2 (FY 2024)			
1	Develop and finalize the CATALYZE A2F Annual Work Plan for Fiscal Year 2024	FY 2024 Annual Work Plan report (Word) and accompanying FY 2024 activity Gantt chart (Excel).	September 30, 2023
2	Monthly Reports with detailed summaries and photos in line with USAID branding and marking guidelines.	Report on the monthly progress of major activities, problems encountered, and solutions and lessons learned. Facilitation of Technical Assistance deliveries for FIs and Transaction Advisors. Summary of objectives, findings, and next actions for each instance of TA support provided in monthly report with photos. Copies of TA handouts, guides, and other materials shared with FIs and Transaction Advisors	First week of the next Month
3	Quarterly Learn & Review sessions with FI and Transaction Advisor partners	Review blended finance topics designed and held, provide an executive summary of the topics and recording to CATALYZE A2F for learning purposes.	December 5, 2023 March 8, 2024 June 7, 2024 September 6, 2024
4	Quarterly reports with detailed summaries and photos in line with USAID branding and marking guidelines.	Report on the opportunities, challenges, next steps for the private capital fund mobilization target	December 22, 2024 March 22, 2024 June 21, 2024 September 20, 2024
5	Assistance/information verification visits to FI partners.	Summary of objectives, findings, and next actions for each FI verification trip in monthly report with photos.	To be scheduled in collaboration with partners
6	Assistance/information verification visits to Transaction Advisor partners.	Summary of objectives, findings, and next actions for each Transaction Advisor verification trip in monthly report with photos.	To be scheduled in collaboration with partners

CPFF Deliverables Fee Schedule

As consideration for the delivery of all the products and/or services stipulated in the CPFF deliverables fee schedule, Palladium will pay the Subcontractor fixed fee amounts for single or groups of deliverables upon successful completion of these pre-defined deliverables upon review and acceptance of the specified documentation and criteria by the CATALYZE A2F Activity Lead or his designee of the CATALYZE A2F Activity.

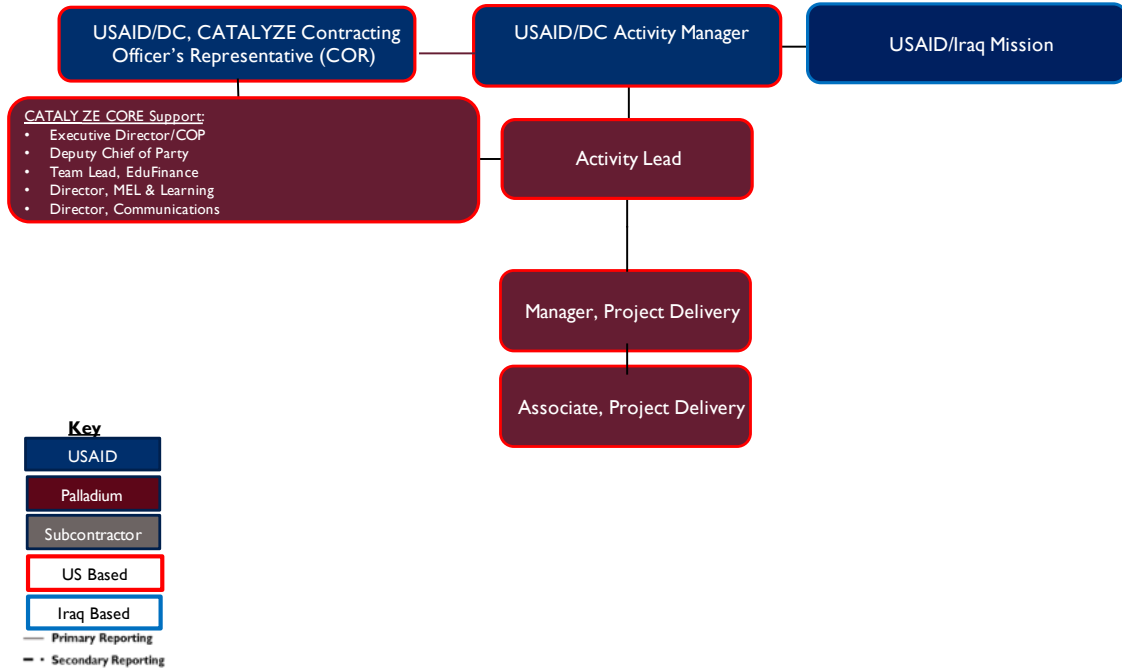
No.	Deliverable	Evidence of Completion	Due Date	% Of CPFF Fee Total
Year 1 (FY 2023)				
1	Establish an office for CATALYZE A2F in Baghdad and ensure full functionality to accomplish the overarching Activity through September 2024.	Summary of operational tasks completed, Staffing Plan Signed Employment Contracts	2 weeks from Contract Start Date	15%
2	Develop a network of FIs and Transaction Advisors and provide technical assistance to expand access to finance for SMEs	Completion of FIs and Transaction Advisors procurements. Fully executed PfR subcontracts/subawards with 5 Transaction Advisors and 3 FIs.	April 28, 2023	15%
3	Enhance and promote the supply of private financing to CATALYZE A2F focus SMEs and regions	\$1.4M financing mobilized as a result of Private Capital Mobilization	September 30, 2023	30%
4	Enhance and promote youth employment	TBD Iraqi youth employed or sustained employment	September 30, 2023	20%
5	Performance evaluation framework developed and six-month evaluation of partner FI and Transaction Advisor partners	Completed evaluation Excel sheets on FI and Transaction Advisor performance. Written recommendations to CATALYZE A2F AMU team for modifying FI/Transaction Advisor subcontracts/subawards.	August 31, 2023	20%
Year 2 (FY 2024)				

1	Enhance and promote the supply of private financing to CATALYZE A2F focus SMEs and regions	\$4M financing mobilized as a result of Private Capital Mobilization	September 30, 2024	35%
2	Enhance and promote youth employment	TBD Iraqi youth employed or sustained employment	September 30, 2024	25%
3	Conduct six-month evaluation of FI and Transaction Advisor partners	Completed evaluation Excel sheets on FI and Transaction Advisor performance. Written recommendations to CATALYZE A2F AMU team for modifying FI/Transaction Advisor subcontracts/subawards.	April 5, 2024	20%
4	Learning Event/Webinar to End Subcontract Base Period	Summary of objectives, topics, learnings, and recording, made available to CATALYZE A2F for learning purposes.	August 31, 2024	20%

ANNEX B: Iraq Access to Finance Organizational Chart

The subcontractor will provide an organizational chart for who they need to implement the scope of work, whether they are full time, part-time, and where they are located.

CATALYZE: Iraq A2F Organizational Chart



USAID Activity Team	
Contracting Officer/Contracting Officer's Representative	Ensuring compliance with the terms of the contract and for safeguarding the interests of the United States in its contractual relationship with Palladium via the CATALYZE contract. Holds authorities as dictated by the contract to approve certain actions before Palladium can action them.
USAID Activity Manager	Assists in Project implementation from USAID, ensures CATALYZE compliance, and monitors Palladium performance.
USAID Iraq Mission	Assists in Project implementation from USAID, ensures CATALYZE compliance, and monitors Palladium performance from Iraq
Home Office Activity Management Unit	
CATALYZE CORE Support	Overall leadership, strategic guidance, engagement with key partners and USAID when needed. Engagement will taper off as the program is launched.
CATALYZE Iraq Access to Finance, Activity Leader (Washington DC)	Home office project director, lead engagement on day to day with the team, partners, USAID; responsible for the project deliverables, comms products.
CATALYZE Iraq Access to Finance, Project Delivery Manager (Washington DC)	Works closely with Activity Lead on all matters that involve budgets, invoicing, forecasts, compliance, USAID approvals/notifications. Leads budgeting of work plan, recruiting of country staff. Writes/reviews/ posts JDs, participates in interviews of prospective in-country staff. Reports to CATALYZE Activity Lead
CATALYZE Iraq Access to Finance, Project Delivery Associate (Washington DC)	Supports Activity Lead and others. Supports all budgeting, invoicing, forecasts, compliance, USAID approvals/notifications, recruiting, work planning, editing, "field" voucher checks, etc. Reports to Project Delivery Manager.

ANNEX C: CATALYZE A2F Year 1 Illustrative Task Schedule

The subcontractor will provide a similar Gantt chart outlining the activities schedule and appropriate timelines for implementation of the deliverables mentioned above. Please see below an illustrative Gantt chart for your reference.

No.	ACTIVITY	RESPONSIBLE PARTIES	FY 2023								
			Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	
Component 1: Pay for Results (PfR) - Financial Institutions (FIs)											
1.1	Identify FIs PfR partners	Local Subcontractor, HO AMU									
1.2	Investigate potential FIs partners and develop long list	Local Subcontractor									
1.3	Finalize the RFA for FIs	HO AMU									
1.4	Select FIs PfR Partners and negotiate contracts	HO AMU									
1.4.1	Release Call for FIs and finalize draft grant templates (Provide Answers to Questions)	Local Subcontractor, HO AMU									
1.4.2	Evaluate applications	Local Subcontractor, HO AMU									
1.4.3	Negotiate and execute Grants with FIs	Local Subcontractor, HO AMU									
1.5	FIs PfR partner on-boarding and orientation	Local Subcontractor, HO AMU									
1.6	Manage and monitor implementation	Local Subcontractor									
Component 2: Pay for Results (PfR) – Transaction Advisors											
2.1	Potential Transaction Advisors partner information session	Local Subcontractor, HO AMU									
2.2	Select Transaction Advisors partners and negotiate contracts	HO AMU									
2.2.1	Finalize RFP for Transaction Advisors	HO AMU									
2.2.2	Release RFP for Transaction Advisors (Provide Answers to Questions)	Local Subcontractor, HO AMU									

2.2.3	Evaluate Transaction Advisors Proposals	Local Subcontractor, HO AMU								
2.3	Execute Subcontracts with Transaction Advisors	HO AMU								
2.4	Transaction Advisors partners on-boarding and orientation	Local Subcontractor, HO AMU								
2.5	Manage and monitor implementation	Local Subcontractor								
Component 3: Support Expanding Youth Employment for Youth										
3.1	Build relationships with other implementing partners, education institutes, employers, and FIs to develop a pipeline of youth who can work in FIs supporting SME lending to youth,	Local Subcontractor, HO AMU								
3.2	Support activities that foster youth employment	Local Subcontractor, HO AMU								

ANNEX D: Past Experience – Summary Project Table & Relevant Project Table

In the Past Experience section of the technical proposal, Offerors should be sure to include one completed Summary Project Table that lists all relevant projects in the appropriate cell; this acts as a cover page summary of the detailed project descriptions that will be included in the completed Relevant Project Table. After the Summary Project Table, please complete one Relevant Project Table for each project (1 page)

A. Summary Project Table

Please list each relevant project title under corresponding column and row to indicate a specific project's client and areas of expertise.

		Who was the client?	
		Donor Client (e.g., USAID, DFID, etc.)	Private/other Client
Area of Expertise	Market research studies	ProjectName/Title; ProjectName/Title;	ProjectName/Title; ProjectName/Title;
	Mobilizing private capital, Incentive fund management	ProjectName/Title ProjectName/Title;	ProjectName/Title ProjectName/Title;
	Access to Finance Services for bank(s)/MFIs, Transaction Advisors	ProjectName/Title; ProjectName/Title;	ProjectName/Title; ProjectName/Title;

B. Relevant Project Table

Please use/complete the table below for each relevant project. **Note:** Project Tables must include the names and contact details of Clients/Donor points of contact to be considered.

[Project Name / Title]
1. Contract Dollar Value: [insert total contract value] Status (checkone): Active _____ Completed _____
2. Dollar Value of private capital mobilized: [insert total value]
3. Date of Contract Start: [insert Date Month Year] Contract Completion Date (including extensions): <u>Insert Date Month Year</u>
4. Client and/or Donor: Insert Client/Donor Name
5. Name, Position title, Address, Telephone Number, and E-mail Address of the Client and/or Donor point of contact: [Please provide a name and contact details of the project's client point of contact. Projects with missing Client Donor names and contact details will not be considered]
6. Primary Location of Work: [City, Country] Description: [Please provide a brief description of the objectives, approaches and key outcomes of the project]