



NAMIBIA SPECIAL RISKS INSURANCE ASSOCIATION LIMITED

REQUEST FOR PROPOSALS

APPOINTMENT TO PANEL OF COMPANY SECRETARIAL SERVICE PROVIDERS

Procurement Reference No: SC/RP/NASRIA – 01/2024

DATE ISSUED:	20/05/2024
CLOSING DATE & TIME:	Wednesday ,03/07/2024 Time 12:00 PM
BIDDER NAME:	

- The proposals from the Consultants shall be submitted in a sealed envelope consisting of two separate parts, namely: Technical proposal (Part A) and financial proposal (Part B), and should be in accordance with the form given in Annexure C - "Supplementary Information for Consultants".
- The proposals must be deposited into the bid box at the Reception of the Namibia Special Risks Insurance Association Limited (NASRIA) at 5th Floor, Namlex Chambers, 333 Independence Avenue, Windhoek.

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BIDDING INVITATION

Dear Bidder

1. You are hereby invited to submit technical and financial proposals for consultancy services required for the provision of company secretarial services to the Namibia Special Risks Insurance Association ("NASRIA"). The proposals submitted may form the basis for future negotiations and ultimately, a contract between you and NASRIA.
2. The purpose of this assignment is to provide company secretarial services to NASRIA on a wide range of areas, including but not limited to:
 - 2.1 Drafting and lodging of relevant documents and statutory forms with the Business Intellectual Property Authority ("BIPA").
 - 2.2 Preparing and ensuring that annual returns are filed, and annual duties are paid timeously.
 - 2.3 Minute-taking and minute transcription services.
 - 2.4 Assisting and attending to any queries with BIPA.
 - 2.5 Attending to the lodgement of related company forms (CM Forms) as and when requested or amendments are necessitated.
 - 2.6 Assist/attend to any other related ad-hoc secretarial services request as NASRIA might deem fit.
3. Do take note that as a public entity, NASRIA's procurement practices are subject to the Public Procurement Act (Act of 2015) ("Procurement Act").¹ Amongst the requirements in terms of the Procurement Act and the regulations thereto is that potential bidders/suppliers/contractors must submit their proposals in accordance with a prescribed format. **The following documents are therefore enclosed to enable you to submit your proposal:**
 - 3.1 the Terms of Reference (TOR) [Annexure B];
 - 3.2 supplementary information for consultants, including a suggested format of curriculum vitae [Annexure C]; and
4. Any communications including requests for clarification should be sent **in writing via e-mail** to the Head of our Procurement Management Unit, Mrs. Deolinda Fernandes at

¹ For further information, consultants are advised to consult the website of the Procurement Policy Office at www.mof.gov.na/procurement-policy-unit in order to acquaint themselves with the legislation pertaining to public procurement in Namibia.

procurement@nasria.com.na Requests for clarifications should be received **no later than fourteen (14) days** prior to the deadline set for submission of proposals.

Enclosed hereto:

- **Annexure A:** Submission Requirements
- **Annexure B:** Terms of Reference
- **Annexure C:** Supplementary Information for Consultant

ANNEXURE A:

SUBMISSION REQUIREMENTS

1. Eligibility

- 1.1. A consultant that is under a declaration of ineligibility by the Government of Namibia in accordance with applicable laws at the date of the deadline for bid submission and thereafter shall be disqualified.
- 1.2. Proposals from consultants appearing on the ineligibility lists of African Development Bank, Asian Development Bank, European Bank for Reconstruction and Development, Inter-American Development Bank Group and World Bank Group shall be rejected.
- 1.3. Consultants should submit a statement on past and present declarations of ineligibility, if any, by any local/international agency or any termination of contract for unsuccessful completion of assignment, giving adequate details to enable a fair assessment.
- 1.4. Consultants will be disqualified from bidding if such consultant-
 - 1.4.1 Is not in good standing with Namibia Revenue Agency;
 - 1.4.2 Is not in possession of a valid certificate of good standing with Social Security Commission or, in the case where a company has no employees, confirmation letter from Social Security Commission;
 - 1.4.3 Is not, as required by the Affirmative Action (Employment) Act, 1998 (Act No. 29 of 1998), in possession of –
 - i) a valid affirmative action compliance certificate issued under section 41 of that Act;
 - ii) an exemption issued under section 42 of that Act; or
 - iii) a proof from the Employment Equity Commissioner that the bidder or supplier is not a relevant employer as defined in that Act; or
 - 1.4.4 Has not submitted a written undertaking as contemplated in section 138(2) of the Labour Act, 2007.

- 1.4.5 Has not submitted valid registration documents as envisaged in terms of the Procurement Act.

2. Submission of Proposals

The proposals from the Consultants shall be submitted in a sealed envelope consisting of two separate parts, namely Technical proposal (Part A) and Financial proposal (Part B), and should follow the form given in Annexure C - "Supplementary Information for Consultants". The proposals must be deposited into the bid box at the Reception of the Namibia Special Risks Insurance Association Limited (NASRIA) at 5th Floor, Namlex Chambers, 333 Independence Avenue, Windhoek.

3. Deciding Award of Contract

- 3.1 The qualification and experience of the consultants shall be considered as the paramount requirement. The proposals will be evaluated on the basis of a maximum of 70 marks for Technical Proposals and 30 marks for Financial proposals.

CRITERIA	WEIGHT (%)
PART A: TECHNICAL PROPOSAL	
	70
Educational and professional qualifications • A relevant Undergraduate degree in Law or Commerce (3 marks) • Post-Graduate qualification in a Corporate Governance field (3 marks) • A relevant company secretarial or corporate governance certification (4 marks)	10
- Value added elements (at no additional cost) which have not been prescribed in the scope offered by the Consultant and proof of the empowerment, corporate social investment and responsibility pedigree of the Consultant	10
Consultant's ability to carry out the work: (Proof of similar type of projects that the Consultant has undertaken in the past. There must be an indication of the duration of similar projects, dates, contact details of previous or current clients, and project description).	20

Detailed methodology as to how the scope of work will be executed (Methodology that includes the full scope of work, required timeframes and deliverables. Inclusion of a project Workplan which indicates activities and timeframes that adhere to the terms of reference. Project plan also includes a matrix which shows how the activities will result in specific deliverables and team members/ resources).	20
The Consultant should demonstrate experience in providing company secretarial services. • Less than 2 years' experience (0 marks) • 2-3 years' experience (1-2 marks) • 4-6 years' experience (3-5 marks) • 7-9 years' experience (6-8 marks) • 10 or more years' experience (9-10 marks)	10
Financial Proposal	30

3. Rights of NASRIA

- 3.1. NASRIA is not bound to select any of the Consultants submitting proposals.
- 3.2. The cost of preparing a proposal and of negotiating a contract including any related travel expenses, if any is not reimbursable as a direct cost of the assignment.

4. Duration of Assignment

- 4.1 Appointment to NASRIA's panel of company secretarial service providers will be for a period of three (3) years. The rate proposed in your submission will be applied in case the duration of the assignment is to be extended.
- 4.2 Appointment to the company secretarial service panel will in no way be a guarantee to receive work. NASRIA reserves the right to assign work to service providers on the panel based on business imperatives and other relevant considerations.

5. Validity of Proposal

You are requested to hold your proposal valid for **one hundred and eighty (180) days** from the deadline for submission of proposals during which period you will maintain without change, your proposed price. NASRIA will make its best efforts to finalize the agreement within this period.

6. Commencement date of Assignment

6.1 Assuming that the contract can be satisfactorily concluded, you will be expected to take up/commence with the assignment within **two (2) days** thereafter.

7. Tax Liability

7.1 Please note that the remuneration which you receive from this contract will be subject to normal tax liability in Namibia.

8. Insurance

8.1 The Consultant shall meet the cost of any insurance and/or medical examination or treatment required by him/her in the course of performing the services.

ANNEXURE B:

TERMS OF REFERENCE

1. Background

The Namibia Special Risks Insurance Association Limited (NASRIA LTD) is a state-owned enterprise established in terms of the Namibia Special Risks Insurance Act, Act 5 of 2017 to *inter alia* carry on short-term insurance business relating to special risks and to promote the development and participation of Namibian people in the short-term insurance industry.

2. The Services

- 2.1. The Consultant will be required to provide company secretarial services to NASRIA on a wide range of areas, including but not limited to:
- 2.1.1 Drafting and lodging of relevant documents and statutory forms with the Business Intellectual Property Authority ("BIPA").
 - 2.1.2 Preparing and ensuring that annual returns are filed, and annual duties are paid timeously.
 - 2.1.3 Minute-taking and minute transcription services.
 - 2.1.4 Assisting and attending to any queries with BIPA.
 - 2.1.5 Attending to the lodgement of related company forms (CM Forms) as and when requested or amendments are necessitated.
 - 2.1.6 Assist/attend to any other related ad-hoc secretarial services request as NASRIA might deem fit.

3. Facilities to be provided by NASRIA

NASRIA will provide relevant information and will avail itself for consultations in order to enable the Consultant to successfully complete its assignment.

4. Contract duration and fees

- 4.3 Appointment to NASRIA's panel of company secretarial service providers will be for a period of three (3) years. The rate proposed in your submission will be applied in case the duration of the assignment is to be extended.

4.4 Appointment to the company secretarial service providers panel will in no way be a guarantee to receive work. NASRIA reserves the right to assign work to service providers on the panel based on its sole discretion.

4.1 Payment

4.1.1 Payment of the Consultant for the provision of deliverables outlined below shall be monthly based on services rendered.

4.1.2 Payment will be done on invoices clearly setting out the work done, time spent on particular assignments and based on agreed rates.

5. Deliverables

As per paragraph 2.1 above.

ANNEXURE C:

SUPPLEMENTARY INFORMATION FOR CONSULTANTS

Proposals

1. Proposals should include the following information:

(a) **Technical Proposals**

- (i) Curriculum Vitae of Consultant (Form F-2).
- (ii) An outline of recent experience on assignments/projects of similar nature executed during the last five years (Form F-3).
- (iii) Any comments or suggestions of the Consultant on the Terms of Reference (TOR).
- (iv) A description of the manner in which the Consultant would plan to execute the work and the amount of hours to be spent on the activities listed in the TOR. Bidders will be expected to indicate **estimated timeframes for the completion of each task**.
- (v) The Consultant's comments, if any, on the data, services and facilities to be provided by the Public body indicated in the Terms of Reference (TOR).

(b) **Financial Proposals**

- 2. The financial proposals should be given in the form of summary of Contract estimate (Form F-4)
- 3. The proposals shall be submitted in one original and one copy.

Contract Negotiations

- 4. The aim of the negotiations is to reach an agreement on all points with the Consultant and initial a draft contract by the conclusion of negotiations. Negotiations commence with a discussion of Consultant's proposal, the proposed work plan, and any suggestions you may have made to improve the Terms of Reference. Agreement will then be reached on the final Terms of Reference.

BID SUBMISSION FORM

From: _____

To: _____

APPOINTMENT TO PANEL OF COMPANY SECRETARIAL SERVICE PROVIDERS

I/We _____ herewith enclose Technical and Financial
Proposals for selection as Consultant for NASRIA.

I/We undertake that, in competing for (and, if the award is made to me/us, in executing) the
above contract, I/we will observe the highest level of ethical conduct.

Yours faithfully

Signature: _____

Full name: _____

Address: _____

FORMAT OF CURRICULUM VITAE (CV) FOR CONSULTANT

(Kindly submit CV of all key consultants that are going to work on the assignment and also submit Form-2,3 & 4 for each key Consultant)

Name of Consultant:_____

Profession:_____

Date of Birth:_____

Nationality:_____

Membership in Professional bodies:_____

Key Qualifications:

[Give an outline of experience and training most pertinent to tasks on assignment. Describe degree of responsibility held on relevant previous assignments and give dates and locations. Use about half a page.]

Education:

[Summarize college/university and other specialized education, giving names of institutions, dates attended, and degrees obtained. Use about one quarter of a page.]

Experience / Employment Record:

[Starting with present position, list in reverse order every employment held. List all positions held since graduation, giving dates, names of employing organizations, titles of positions held, and locations of assignments. For experience in last ten years, also give types of activities performed and employers references, where appropriate. Use about two pages.]

Languages:

[For each language indicate proficiency: excellent, good, fair, or poor; in speaking, reading, and writing]

Certification:

I, the undersigned, certify that to the best of my knowledge and belief, these data correctly describe me, my qualifications, and experience.

Date: *Day/Month/Year*

[Signature of Consultant]

Full name of Consultant: _____

FORM F-3

ASSIGNMENTS OF SIMILAR NATURE SUCCESSFULLY COMPLETED DURING LAST 5 YEARS (Please attach relevant client reference letters where applicable)

1. Outline of recent experience on assignments of similar nature.

Cost Estimate of Services

Remuneration:

DESCRIPTION OF SERVICES	COST (INCLUDING VAT)