

Remit Hydro Limited

TERMS OF REFERENCE

for

Project Director

August, 2017

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1 Background

1.1 Introduction

Remit Hydro Limited (RHL), a subsidiary company of Jalvidhyut Lagani Tatha Bikas Company Limited (JLTBCL) has been established as a Special Purpose Vehicle to implement the concept of Remittance Hydro. The board of directors had given necessary authority to the Chief Executive Officer of HIDCL for the establishment of the Company and now it is running by the Management team appointed by the board. The Company has been setup to develop a sizeable hydropower project by tapping remittance as a chief source of financing. Considering the current situation of large number of Nepalese youth working abroad, mainly in Middle East Asia and the enormous amount of money coming in Nepal as remittance, HIDCL has felt the urgent need of utilizing this resource and giving such remitting people an opportunity to get involved in the nation development. The Company has been set up as a part of its plan to execute a project under HIDCL's own leadership.

RHL has got survey licences for Ghunsa Khola 76 MW at Taplejung District, Lelep VDC and Simbuwa Khola 53.7 MW at Taplejung District, Tapethok VDC. The Company is expected to make the people working abroad aware on the need of saving and contributing a part of their savings in infrastructure development. There has been keen interest on the Company from large number of migrant workers.

Ghunsa Khola Hydroelectric Project is proposed to be developed in Lelep VDC of Taplejung District of Nepal, utilizing the flow of Ghunsa Khola, a tributary of Arun River. The scheme is 71.5 MW Run-of-Rive type hydropower project with a gross head of 358 m and design discharge of 25.25 cumec at 40 % flow exceedance level. Based on the earlier study, the proposed major structures of the project are a 9 m high and 49.5 m long weir and two intakes (4 m x 3.68 m). A two chambered underground desanding basin of 76 m length. The headrace tunnel is 3.7 km long, which will lead to a 30 m high surge shaft. The design flow will be directed towards the underground powerhouse through a 345 m high vertical shaft followed by a 215 m long horizontal penstock tunnel. The estimated annual energy generation from the project will be 389.82 GWh and the electricity generated will be evacuated through the Koshi Corridor.

Simbuwa Khola Hydroelectric Project is proposed to be developed in Tapethok VDC of Taplejung district of Nepal, utilizing the flow of Simbuwa Khola, a tributary of Arun River. The scheme is 53.7 MW Run-of-Rive type hydropower project with a gross head of 770 m and design discharge of 8.5 cumec at 40% flow exceedance level. Based on the earlier study, the major structures of the project are the spillway weir, undersluice and appurtenant structures, approach canal, desanding basin, a headrace tunnel of 4.03 km length, which will lead to a 35 m high surge shaft. The design flow will be directed towards the powerhouse through a 700 m drop shaft followed by a 800 m inclined shaft. The annual energy generation from the project will be 226.44 GWh and the electricity generated will be evacuated through the Koshi Corridor.

1.2 Capital Structure

The Company's authorized capital is currently Rs. 50 million and issued capital is Rs. 10 million. Out of the total issued capital, HIDCL has subscribed the share of 5 Million. Capital amount would be re-defined as requirement of project development with approval of concerned authorities. But the capital structure would be in proportion of 51 % for promoter, and 49 % public share (Foreign employment/Remittance holding public 24 %, General public 15 %, Project affected area public 10 %).

1.3 Objectives of Company Establishment

With the broad objective of mobilizing remittance in hydropower sector to help in generation of hydropower in Nepal, the Company's Memorandum of Articles stipulates following objectives:

-)] Identification of potential projects to get the license for survey, construction, Operation and maintains to develop the hydropower projects and sell hydropower produced from Hydropower projects.
-)] Construction of Substation and transmission line as required, for selling the hydropower and Manage necessary function for selling hydropower with tapping in national grid.

1.4 Functions of the Company

The Company, established specifically to promote Hydropower Projects, will perform the following functions:

-)] Borrow loan from any bank and financial institutions with/ without collateral.
-)] Buy or lease of land, buildings, mills and machineries, vehicles in the name of the company to use.
-)] Any other related activities associated with project development and defined by MOA of the company.

1.5 Management of the Company

The Company plans to operate its business with fully professional management practices run by a team of highly competent and professional human resources with high performance management systems in place. For this to achieve, professional qualifications and competencies of the Chief Executive Officer (CEO) has been clearly spelled out in the Company's Memorandum of Association and Articles of Association.

Since its registration as a Company until the recruitment of the staff of its own, the management committee formed by the Board of HIDCL has been carrying out the responsibilities of overall management of RHL. Chief Executive Officer (CEO), DGM(Finance) and DGM (Hydro) HIDCL are the present members of such Management Committee.

2 Duties, Responsibilities and Authorities of Project Director

Project director will be responsible for delivery of the overall results of the stated project and to ensure the attainment of its objectives.

The basic duties and responsibilities and authorities of the Project Director are as follows:-

-)] Procurement management, Scheduling of job within the project and identification of resources to attain targets provided by the company,
-)] Resource planning for the project which includes human resource management, material, technologies, equipment etc,
-)] Preparation of budget of the project and timely submission to the head office,
-)] Implement, or get implemented, the decisions made by the Management, BoD and the General Meeting,
-)] Supervision of construction activities including proper environment, health and safety issues at the construction sites,

-) Quality assurance of construction/implementation of work (Monitoring and Evaluation),
-) Make timely submission of details, documents, decisions etc. as required to be submitted by the projects to any Institution/authority subject to the Act, Rules, Memorandum of Association and Articles of Association,
-) Documentation and reporting,
-) Coordination and/or with local public, mobilization of personnel in the projects,
-) Risk identification in different stages of project development and techniques to mitigate them.

3 Reporting and Deliverables

Project Director must submit its report to CEO/Management Committee about the details of the activities, hydropower project development, achievements and financial activities carried out. Project Director shall prepare and submit the following reports:

-) Monthly Progress Reports – The monthly progress report shall be submitted within 10 days of the next month to the head office of the Company in the standard format.
-) Trimester Progress Reports – The trimester progress reports shall be submitted within 10 days from the end of each trimester to the CEO of the company.
-) Annual Progress Reports – The annual progress report shall be submitted within one month from the end of each year to the CEO of the company.

These reports shall cover, but not limited to, the following:

-) Actual status summary of the Project held by the company,
-) Project analysis with lesson learnt from each new activities in the project,
-) Planned targets and achievements in each activities,

4 Working Relationships

Effective functioning of Project Director requires full cooperation with and of all external and internal stakeholders. To gain and sustain such cooperation, Project Director must maintain good working relationships with the CEO and other staffs, as well as with all external stakeholders. At the minimum, Project Director should maintain good cooperation and relationship with the promoters and local people of the project area. The Project Director shall maintain good relation with;

- Department of Electricity Development (DoED), Nepal Electricity Authority (NEA), Water and Energy Commission Secretariat (WECS), lenders, other relevant government offices and agencies, insurance companies, shareholders, local public and other stakeholders
- Consultants, other operating units, management centers, and/or affiliates
- CEO and the Board of Directors of the Company
- The staffs of the company.

5 Duration of Assignment

Project Director will be appointed generally for 4 years period which can be extended subject to satisfactory performance stated in performance contract and extension decision of Management. CEO of the Company will monitor performance of Project Director will monitor in every six month will give feedback to improve performance. Evaluation of performance will be done annually based on the progresses and the targets achieved.

In the event of CEO/Management being convinced that the performance of Project Director during a period of time is not satisfactory and he/she has failed to achieve the agreed performance targets, he/she will be relieved from the duty at any time as per the terms of performance contract. This decision will be based on the objective evaluation of Project Director's performance and he/she will be given an opportunity to defend him/her.

6 Remuneration and Facilities

The remuneration package, including facilities, to Project Director shall be as mentioned in the contract made after negotiation in the financial proposal of the selected candidate. Candidates need to submit a financial proposal clearly outlining expected remunerations and other facilities in a separate and sealed envelope. Upon selecting the top candidate on merit basis through the stated procedures, his/her financial proposal will be opened for negotiation. If negotiation with the candidate thus selected fails or if he/she declines job offer, the financial proposal of the alternative candidate will be opened for negotiation.

Project Director, once employed by the Company under such contract, will not be allowed to work outside for his personal benefit.

Other terms and conditions of Project Director shall be as per the company's different bylaws.

7 Eligibility Requirements

I. Academic Attainments

He/she should have at least Master's Degree in Engineering related to Civil/Hydropower /Hydraulic/Geo Tech/Water Resource /Construction Management with basic bachelor's degree in civil Engineering.

II. Executive Experience

He/she should have at least five years of experience in design, construction, and project management in Hydropower projects in a position at least officer level or above.

III. Age Limit

Minimum 35 years of age and not over 50 years on the closing date of the submission of proposals.

IV. Other Requirements

-)] Comprehensive knowledge about hydropower and power sector financial knowledge would be an advantage.
-)] Recognition for high professional value and integrity
-)] Not having been convicted by the court on any criminal charge
-)] A good track record of past performance in leadership role
-)] No conflict of interests with the Company
-)] No affiliation with political parties.

8 Selection Procedure

The selection procedures will be as given in Annex -1.

9 Curriculum Vitae and Proposal

Prospective candidates for the position of Project Director of the Company who meet the minimum eligibility criteria are required to submit a copy of his/her latest CV and a copy each of technical and financial proposals as given in Annexes -2, 3 and 4 respectively.

10 Other Information

Other information about the Company may be obtained from its office in the following address

Remit Hydro Limited

Babarmahal Kathmandu

Phone – 01-4257024, 4257025

Annex 1: Selection Procedure

The Project Director Selection Committee's composition is as follows:

Board Chairperson or nominated director	–	Coordinator
Boar of Director	–	Member
Coordinator of the Management Committee	-	Members
Specialist in Related subject (Nominated by committee)		
(If feel necessary by the selection committee)	–	Member

- The Selection Committee at its discretion may form a Technical Evaluation Committee that will be formed under the Selection Committee to develop detailed evaluation criteria, evaluate technical and financial proposals of the candidates, and to carry out other technical works as required to assess the merit of candidature of applicants.
- Prospective candidates may obtain a copy of the Terms of Reference (ToR) from the Company or may download it from the JLTBCL's website www.hidcl.org.np.
- Eligible and interested candidates will need to submit technical and financial proposals in the prescribed formats along with all required documents and information. **Technical and financial proposals should be enclosed in separate and sealed envelopes clearly identifying in writing on the envelopes which proposal each envelop contains.** Then **both** envelopes **should be placed in a single envelop.**
- Candidates will be evaluated on the basis of the Quality Based System. The technical proposal is evaluated first. Financial proposal of the top candidate on merit basis as evaluated on the basis of technical proposal will be opened for negotiation. If negotiation with the candidate thus selected fails or if he/she declines job offer, the financial proposal of the alternative candidate will be opened for negotiation.
- The weightage for evaluation of the technical proposal of the candidates shall be as below:

a. Educational Qualification/ Experience	40 Marks
Educational Qualifications	20 Marks
Experience in Hydro power projects	20 Marks
b. Proposal	25 Marks
c. Presentation	15Marks
d. Interview	20Marks
Total	100 Marks
- The three candidates (depending on the number of applicants) as recommended by the Technical Evaluation Committee on merit basis will be short-listed and invited for presentation and interview of their proposals in presence of a panel of experts and/or selection committee. Presentation will include question-answer session as well. Candidates invited for presentation are required to prepare their presentation on power point slides.

7. Based on the proposal, presentation and interview, one top rated candidate will be recommended to Management Team. An alternative candidate will also be recommended.
8. Negotiation on financial proposal will be carried out with the first candidate. If the financial negotiation fails with the selected candidate, the negotiation with alternate candidate will be conducted.
9. Management team will appoint the selected candidate for the position of Project Director of the Company after negotiation and agreement on a performance contract with the candidate. The performance contract will be signed by the candidate and the coordinator of management team.

Annex-2:Curriculum Vitae Format

Follow the suggested format as given below while preparing your Curriculum Vitae (CV). Your completed CV should not be more than five pages in A4 size paper and should be word-processed using Times New Roman, 12 size font.

V. Full Name

VI. Profession

VII. Date of Birth (both BS and AD)

VIII. Membership in Professional Societies*(most relevant to the position you are applying for)*

IX. Core Qualifying Factors*(about half a page outline of your most relevant experiences, competencies, and personal qualities that you think make you a highly qualified and suitable candidate for the position you are applying for)*

X. Academic Attainments *(start from the most recent one and move backward till your first undergraduate degree, and attach attested academic testimonials)*

S.No	Degree Obtained	Specialization Field	University Awarding Degree	Country	Year Started and Completed	Percentage or CGP

XI. Training*(only banking, hydropower and executive management/ leadership related - start with the most recent one and move backward)*

S.No	From-To	Title of Training	Training Institute and Location	Competencies Developed	Competencies Professionally Used

XII. Employment Records *(start with the most recent one and move backward to the employment since graduation)*

Employment # 1

-) From [Month/Year] To [Month/Year]
-) Employer
-) Position held
-) Duty/work station (location)
-) Major works undertaken (list in bullet points major tasks you successfully completed in the position)
-) Competencies/skills required for performing those works (list in bullet points what abilities, skills and knowledge were required to perform those works and which you were able to use)
-) Major achievements in the position (list in bullet points what significant results or outputs you were able to produce in your position largely through your efforts in the position)

Follow the same pattern for all other employments you have held to date.

XIII. Others *(outline any other relevant information which shows your potentiality and suitability to the position you are applying for)*

XIV. Languages *(list languages you can speak, read, understand and write with reasonable proficiency)*

XV. Undertaking *(state the following undertaking)*

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

[Signature]

Day/Month/Year

Full name:

Contact address (with telephone number and email id):

Annex-3: Technical Proposal Guidelines

1. Technical proposal to be submitted should be prepared in English as a word document
2. The proposal should contain as precisely as possible the following components:
 - I. Brief explanation of role conceptualization and understanding of the candidate as Project Director of the Company as perceived by him/her based on the ToR and other relevant documents as well as in the light of the context of establishment of the Company at the present stage of Nepal's hydropower development and resource mobilization needs for it.
 - II. Outlines of the candidate's understanding of the Responsibility of the position.
 - III. For each major Responsibility, an outline of the business as well as technical policy, plan, strategy, model, or system (as relevant) that the candidate proposes to initiate and implement within the first year of operation and also in the four years tenure to produce the desired and effective results.
 - IV. For the business as well as technical policy, plan, strategy, model, or system (as relevant), an outline of the approach, modality and methodology that the candidate will adopt and use to ensure their successful formulation and implementation.
3. The candidate may append necessary tables, charts, graphs and other details to support and substantiate his/her arguments, ideas or plans.
4. The candidate may organize the proposal whichever way he/she thinks is most appropriate for this kind of assignment but it must be written and presented in a highly professional style while ensuring factual, conceptual and grammatical accuracy.
5. The candidate, if shortlisted, should prepare power point slides not exceeding 20 sheets for presentation at a later stage.

Annex-4: Financial Proposal Format

S. NO	Description of Items	Rate (In Figure)	Rate (In words)	Total Annual Amount	Remarks
1	Basic Salary				
2	Performance Allowance (Incentives)*				
3	Special Allowances				
4	Communication				
5	Transportation				
6	Other Allowance If any				
Total Gross Yearly Salary:.....					

* Note: Performance allowance is performance based incentive and it is provided on the basis of desired outcome outlined in the KPIs. It is provided as per the rate on basic salary as determined in negotiation.

Signature

Day/ Month/ Year