

**JOINT VENTURE SELECTION COMMITTEE
ELECTRIC POWER DISTRIBUTION SYSTEM
NEW CLARK CITY**

**COMPETITIVE SELECTION FOR THE
JOINT VENTURE DEVELOPMENT OF THE
ELECTRIC POWER DISTRIBUTION SYSTEM
NEW CLARK CITY**

BID BULLETIN NO. 1

TO ALL PROSPECTIVE PRIVATE SECTOR PARTICIPANTS:

This Bid Bulletin No. 1 is being issued to amend, revise, modify, supplement and clarify the Invitation Documents for the Competitive Selection for the Joint Venture Development of the Electric Power Distribution System in the New Clark City (the "**Project**").

Capitalised terms used and not otherwise defined in this Bid Bulletin No. 1 shall have the meaning given to them in the Instructions to Private Sector Participants ("**IPSP**"): Volume 1 - Eligibility Documents relating to the Project issued by the Joint Venture Selection Committee of the Bases Conversion and Development Authority for the Project on 16 May 2018, as amended.

This Bid Bulletin No. 1 (except the Forms and Annexures described in Items 9 and 10 of this Bid Bulletin No. 1) is issued and made available to all interested PSPs and is automatically incorporated into and made an integral part of the particular document to which it relates.

In accordance with Section 2.3 of IPSP: Volume 1 — Eligibility Documents, the Forms and Annexures described in Items 9 and 10 of this Bid Bulletin No. 1 is issued and made available to all parties who purchased the IPSP: Volume 1 – Forms and Annexures and are automatically incorporated into and made an integral part of the particular document to which it relates.

1. Queries and Supplemental Notices: Amendment of Section 2.7

The first sentence, last paragraph of Section 2.7 of IPSP: Volume 1 — Eligibility Documents is amended as follows (amended portion identified in **bold underlined font** for convenience):

The JVSC will accept all reasonable queries, comments, and clarifications only in relation to the Invitation Documents not later than 12:00 p.m. on 8 June 2018.

2. Operation and Maintenance Experience: Amendment of Section 3.2.2 (b)

Section 3.2.2 (b) of IPSP: Volume 1 — Eligibility Documents is amended as follows (amended portion identified in **bold underlined font** for convenience):

(b) *The entity which fulfills the Operation and Maintenance Experience Requirement must be:*

(1) *if the PSP is a partnership or corporation:*

a. the PSP itself; or

b. an Affiliate of the PSP, where such Affiliate: (i) is neither a natural person nor a sole proprietorship, and (ii) will guarantee the obligations of the PSP under the Concession Documentation in relation to the Project.

(2) *if the PSP is a Consortium:*

a. a Consortium Member that is neither a natural person nor a sole proprietorship; or

b. an Affiliate of a Consortium Member, where such Affiliate: (i) is neither a natural person nor a sole proprietorship, and (ii) will guarantee the obligations of the Consortium Member under the Concession Documentation in relation to the Project.

There shall be no aggregation of experience amongst the foregoing entities. The nominated entity must by itself comply with the relevant Operation and Maintenance Experience Requirement for which it is being nominated.

*The Consortium Member whose qualification **(or whose Affiliate's qualification)** is being submitted to comply with the Operation and Maintenance Experience Requirement shall be required to contribute and maintain at least fifteen (15%) equity ownership in the SPC if the Consortium is declared as the Winning PSP.*

3. Smart Grid Experience: Amendment of Sections 3.2.3 (b) and (c)

Sections 3.2.3 (b) and (c) of IPSP: Volume 1 — Eligibility Documents are amended as follows (amended portion identified in **bold underlined font** for convenience):

(b) *The entity which fulfills the Smart Grid Experience Requirement may be:*

(1) *if the PSP is a partnership or corporation:*

a. the PSP itself; or

b. an Affiliate of the PSP, where such Affiliate: (i) is neither a natural person nor a sole proprietorship, and (ii) will guarantee the obligations of the PSP under the Concession Documentation in relation to the Project.

(2) if the PSP is a Consortium:

a. a Consortium Member that is neither a natural person nor a sole proprietorship; or

b. an Affiliate of a Consortium Member, where such Affiliate: (i) is neither a natural person nor a sole proprietorship, and (ii) will guarantee the obligations of the Consortium Member under the Concession Documentation in relation to the Project.

There shall be no aggregation of experience amongst the foregoing entities. The nominated entity must by itself comply with the relevant Smart Grid Experience Requirement for which it is being nominated.

The Consortium Member whose qualification **(or whose Affiliate's qualification)** is being submitted to comply with the Smart Grid Experience Requirement shall be required to contribute and maintain at least ten percent (10%) equity ownership in the SPC if the Consortium is declared as the Winning PSP.

(c) Each entity whose experience is being submitted to fulfill the Smart Grid Experience Requirement, whether the PSP or a Consortium Member **or an Affiliate**, must certify that it has no Unsatisfactory Performance Record.

4. Legal Capacity Documents (Business Structure): Amendment of Section 4.1.3

Section 4.1.3 of IPSP: Volume 1 — Eligibility Documents is amended by adding the following as its new last paragraph:

If an Affiliate is submitted to fulfill a Technical Capability Requirement or Financial Capability Requirement, a certified ownership chart (based on voting shares) to illustrate the Affiliate relationship must be submitted with the Business Structure.

5. Technical Capability Documents (Operation and Maintenance Experience Requirement): Amendment of Section 4.2.2

Section 4.2.2 of IPSP: Volume 1 — Eligibility Documents is amended, as follows:

A. Subsection (4) is amended as follows (amended portion identified in **bold underlined font** for convenience):

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(4) *Statement of Willingness to Participate In, and Capacity to Undertake the Operation and Maintenance, and Commitment to Enter into an Agreement with the JV to Undertake the Operation and Maintenance (using the form in **Annex EPF-11B** of IPSP: Volume 1 - Forms and Annexures) to be submitted by the PSP or Consortium Member or Affiliate proposed to meet the Operation and Maintenance Experience Requirement.*

B. The following is added as a new subsection (5):

(5) *If the project was completed by an Affiliate of the PSP or Consortium Member, evidence of such affiliation.*

6. Technical Capability Documents (Smart Grid Experience Requirement): Amendment of Sections 4.2.3 and 4.2.4

A. The following is added as a new subsection (5) of Section 4.2.3 of IPSP: Volume 1 — Eligibility Documents:

(5) *If the project was completed by an Affiliate of the PSP or Consortium Member, evidence of such affiliation.*

B. Section 4.2.4 of IPSP: Volume 1 — Eligibility Documents is amended as follows (amended portion identified in **bold underlined font** for convenience):

*4.2.4 Statement of Willingness to Participate In, and Capacity to Undertake the Smart Grid Technical Requirements, and Commitment to Enter into an Agreement with the JV to Undertake the Smart Grid Technical Requirements (using the form in **Annex EPF-11A** of IPSP: Volume 1 - Forms and Annexures) to be submitted by the PSP or Consortium Member or Affiliate proposed by the PSP to meet the Smart Grid Experience Requirement.*

7. Technical Capability Documents (Key Personnel Requirement): Insertion of 4.2.6

The following is added as a new Section 4.2.6 of IPSP: Volume 1 — Eligibility Documents:

*4.2.6 Statement of Willingness to Participate In, and Capacity to Undertake the Requirements, and Commitment to Enter into an Agreement with the JV as Key Personnel (using the form in **Annex EPF-11C** of IPSP: Volume 1 - Forms and Annexures) to be submitted by each person identified by the PSP in Annex EPF-12 as key personnel.*

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8. Withdrawal, Substitution, or change in equity interest in a Consortium

Sections 13.2.4 (a) and (b) of IPSP: Volume 1 — Eligibility Documents are amended as follows (amended portion identified in **bold underlined font** for convenience):

(a) *The Consortium Member satisfying **(or whose Affiliate is satisfying)** the Operation and Maintenance Experience Requirement shall not be allowed to reduce its committed percentage equity interest in the Consortium to a level below the minimum required in Section 3.2.2.*

(b) *The Consortium Member satisfying **(or whose Affiliate is satisfying)** the Smart Grid Experience Requirement shall not be allowed to reduce its committed percentage equity interest in the Consortium to a level below the minimum required in Section 3.2.3.*

9. Amendments to Forms and Annexures

IPSP: Volume 1 — Forms and Annexures is hereby amended and supplemented, as follows:

Annex No.	Name	Amended / New Forms and Annexures attached to this Bid Bulletin as
EPF-3A	Business Structure	ATTACHMENT 1
EPF-3B	Business Structure	ATTACHMENT 2
EPF-10B	Operation and Maintenance Experience Requirement	ATTACHMENT 3
EPF-10C	Smart Grid Experience Requirement	ATTACHMENT 4
EPF-11A	Statement of Willingness to Participate In, and Capacity to Undertake the [Design] / [Construction] / [Smart Grid] Technical Requirements, and Commitment to Enter into an Agreement with the JV to Undertake the [Design] / [Construction] / [Smart Grid] Technical Requirements	ATTACHMENT 5
EPF-11B	Statement of Willingness to Participate In, and Capacity to Undertake the Operation and Maintenance, and Commitment to Enter into an Agreement with the JV to Undertake the Operation and Maintenance	ATTACHMENT 6
EPF-11C	Statement of Willingness to Participate In, and Capacity to Undertake the Requirements, and Commitment to	ATTACHMENT 7

Annex No.	Name	Amended / New Forms and Annexures attached to this Bid Bulletin as
	Enter into an Agreement with the JV as Key Personnel	
EPF-13	Statement of Financial Capability	ATTACHMENT 8

10. Availability of Electronic (MS Word) Version of Forms and Annexures

The JVSC will make available an electronic (MS Word format) version of the IPSP: Volume 1 — Forms and Annexures for the sole purpose of reference and convenience of prospective PSPs who have purchased the IPSP: Volume 1 — Forms and Annexures. The electronic version will be made available in a flash drive / compact disc and may be secured by PSPs at:

JVSC for the Electric Power Distribution System - New Clark City
 Bases Conversion and Development Authority
 BCDA Corporate Center
 2/F Bonifacio Technology Center
 31st Street corner 2nd Avenue, Bonifacio Global City, Taguig City

In the event of conflict between the electronic version of the IPSP: Volume 1 — Forms and Annexures and the hard copy / portable document format of the IPSP: Volume 1 — Forms and Annexures, the hard copy / portable document format shall prevail.

11. Miscellaneous Provisions

If any one or more of the provisions of this Bid Bulletin No. 1 is held invalid, illegal or unenforceable, the validity, legality or enforceability of the remaining provisions will not be affected thereby.

This Bid Bulletin No. 1 is incorporated into and made an integral part of the relevant Invitation Documents.

This Bid Bulletin No. 1 is issued this 29th day of May 2018.

JOINT VENTURE SELECTION COMMITTEE


NENA D. RADO
 Chairperson