

JOINT VENTURE SELECTION COMMITTEE

COMPETITIVE SELECTION FOR THE JOINT VENTURE DEVELOPMENT OF THE WATER AND WASTEWATER INFRASTRUCTURE PROJECT NEW CLARK CITY

BID BULLETIN NO. 6

TO ALL PROSPECTIVE PRIVATE SECTOR PARTICIPANTS:

This Bid Bulletin No. 6 is being issued to amend, revise, modify, supplement, and clarify the Invitation Documents for the Competitive Selection for the Joint Venture Development of the Water and Wastewater Infrastructure Project in New Clark City (the "**Project**").

Capitalized terms used and not otherwise defined in this Bid Bulletin No. 6 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.

In accordance with Section 2.3 of IPSP: Volume 1 — Eligibility Documents, this Bid Bulletin No. 6 is issued to all parties who purchased the IPSP: Volume 1 – Forms and Annexures.

A. AMENDMENTS TO THE IPSP: VOLUME 1 – ELIGIBILITY DOCUMENTS

1. Section 1.2 - New Defined Term

A new defined term is added in Section 1.2:

"**Post-Eligibility Documents Submission Date**" means the date that is seven (7) days prior to the Proposals Submission Date.

2. Amendment to Section 2.9(d)

Section 2.9(d) is amended as follows (amended portion identified in **bold underlined font** for convenience):

"(d) The JVSC will accept foreign documents that are not yet acknowledged and/or authenticated but shall be subject to compliance with the following conditions:

- (1) the photocopy of the foreign document must be submitted to the JVSC **on the Eligibility Documents Submission Date**;
- (2) the acknowledged and/or authenticated foreign document must be submitted to the JVSC **no later than the Post-Eligibility Documents Submission Date**;
- (3) the acknowledged and/or authenticated foreign document submitted to the JVSC must be identical to the photocopy of the foreign document previously submitted by the PSP; and

(4) the foreign document must be listed in **Annex-EPF1** of IPSP: Volume.1 - Forms and Annexures

3. Amendment to Section 3.2.1(f)(2)

Section 3.2.1(f)(2) is deleted in its entirety.

4. Amendment to Section 3.3.1(c)

Section 3.3.1(c) is amended as follows (amended portion identified in **bold underlined font** for convenience):

“(c) Except as provided in Section 3.3.1(b)(2), the PSP shall nominate only a single entity to meet the Financial Capability Requirement, which entity must meet both the requirements in Section 3.3.1(a) alone.”

5. Amendment to Section 4.1.3

Section 4.1.3 is amended as follows (amended portion identified in **bold underlined font** for convenience):

“4.1.3 Business Structure (using the form in **Annex EPF-3A** of IPSP: Volume 1 - Forms and Annexures for a PSP that is a partnership or corporation, or in **Annex EPF-3B** of IPSP: Volume 1 - Forms and Annexures for a PSP that is a Consortium). The Business Structure must also indicate the entities that fulfill the Technical Capability and Financial Capability Requirements in Sections 3.2 and 3.3; and any Contractors or Affiliates of these entities whose projects, experiences, or financial qualifications are being submitted to comply with the Eligibility Requirements.

If the PSP is a Consortium, the Business Structure must show the Lead Member and all Consortium Members, such that the sum total of the percentage interest of all Consortium Members must add up to one hundred percent (100%).

Each Consortium Member must also provide an undertaking that it will enter into and submit a Consortium Agreement (pursuant to which the Consortium Members bind themselves to be solidarily liable for the obligations of the Consortium until the execution of the Concession Documentation and if declared as the Winning PSP, until the SPC adheres to the JV Agreement and other relevant Concession Documentation) using the form in IPSP: Volume 2 – Forms and Annexures.

The Consortium Member with the highest percentage of interest in the Consortium must also provide an undertaking that it binds itself to be solidarily liable for the obligations of the SPC under the JV Agreement and other relevant Concession Documentation once the SPC adheres to the JV Agreement and other relevant Concession Documentation.”

6. Amendments to Section 4.1.4

Section 4.1.4 is amended as follows (amended portion identified in **bold underlined font** for convenience):

“4.1.4 Basic Information Sheet (using the form in **Annex EPF-4** of IPSP: Volume 1 - Forms and Annexures) to be submitted by all persons / entities listed in all sections of the Business Structure.

(a) Required attachments, as applicable:



- (1) Certified true copy of its latest GIS, stamped "received" by the SEC or for a foreign entity, the equivalent document submitted to and acknowledged by the appropriate government agency equivalent to the SEC in the foreign country where the foreign entity was registered for recognition or creation of its legal personality or capacity.

The certification may come from the SEC or its equivalent in a foreign country, the entity's corporate secretary, or any officer of the entity duly authorized to make such certification. If it comes from the entity's corporate secretary or duly authorized officer, the certification **(using the form in Annex EPF-8 of IPSP: Volume 1 - Forms and Annexures)** must be under oath and notarized. If the certification is issued or notarized outside the Philippines, it must be authenticated before a Philippine consular official at the Philippine consulate nearest the place of issue.

If in a particular foreign jurisdiction there is no document equivalent to the GIS, an officer of the entity registered in such foreign jurisdiction may instead submit a notarized certification stating that there is no document equivalent to the GIS in the foreign country where it is registered. The notarized certification should also provide the information required under the GIS.

- (2) Certified true copy of SEC Certificate of Incorporation (for corporations) or Certificate of Recording (for partnerships) or certified true copy of DTI Business Name Registration (for sole proprietorships), or for a foreign entity, the equivalent document submitted to and acknowledged by the appropriate government agency equivalent to the SEC/DTI in the foreign country where the foreign entity was registered for recognition or creation of its legal personality or capacity (as applicable). The certification may come from the SEC, the DTI, or their equivalent in a foreign country, or the entity's corporate secretary, or any officer of the entity duly authorized to make such certification. If it comes from the entity's corporate secretary or duly authorized officer, the certification **(using the form in Annex EPF-8 of IPSP: Volume 1 - Forms and Annexures)** must be under oath and notarized. If the certification is issued or notarized outside the Philippines, it must be authenticated before a Philippine consular official at the Philippine consulate nearest the place of issue. If in a particular foreign jurisdiction, the Certificate of Incorporation is issued by the registrar of the corporation, then the JVSC will accept a certified true copy of the Certificate of Incorporation issued by the registrar of the corporation.
- (3) Certified true copy of the latest Articles of Incorporation or Articles of Partnership or for a foreign entity, the equivalent document submitted to and acknowledged by the appropriate government agency equivalent to the SEC in the foreign country where the foreign entity was registered for recognition or creation of its legal personality or capacity. The certification may come from the SEC, or its equivalent in a foreign country, or the entity's corporate secretary, or any officer of the entity duly-authorized to make such certification. If it comes from the entity's corporate secretary or duly authorized officer, the certification **(using the form in Annex EPF-8 of IPSP: Volume 1 - Forms and Annexures)** must be under oath and notarized. If the certification is issued or notarized outside the Philippines, it must be authenticated before a Philippine consular official at the Philippine consulate nearest the place of issue.
- (4) Certified true copy of the latest By-Laws or for a foreign entity, the equivalent document submitted to and acknowledged by the appropriate government agency equivalent to the SEC in the foreign country where the foreign entity was registered for recognition or creation of its legal personality or capacity. The certification may come from the SEC, or its equivalent in a foreign country, or the entity's corporate secretary, or any officer of the entity duly authorized to make such certification. If it comes from the entity's corporate secretary or duly



authorized officer, the certification **(using the form in Annex EPF-8 of IPSP: Volume 1 - Forms and Annexures)** must be under oath and notarized. If the certification is issued or notarized outside the Philippines, it must be authenticated before a Philippine consular official at the Philippine consulate nearest the place of issue.

If an officer other than the Corporate Secretary certifies any of the foregoing documents, a notarized certification authorizing such officer to certify the aforementioned documents must be submitted."

7. Amendments to Section 4.2.1

Section 4.2.1 is amended as follows (amended portion identified in **bold underlined font** for convenience):

"4.2.1 Design and Construction Experience Requirements (using the form in **Annex EPF-10A** of IPSP: Volume 1 - Forms and Annexures) to be submitted by the entity or entities that fulfill the Design and Construction Experience Requirements in Section 3.2.1, as identified in the Business Structure, together with the following required attachments:

- (1) Notarized Certification of Absence of Unsatisfactory Performance Record.
- (2) Notarized copy of the original signed contract agreement or notarized notice of award for the project(s) satisfying the specified Design Experience Requirement and/or Construction Experience Requirement under Section 3.2.1.
- (3) Notarized Certificate of Project Completion from the project's owner. A copy of the original Certificate of Project Completion will be accepted, provided that it is accompanied by a notarized certification **(using the form in Annex EPF-8 of IPSP: Volume 1 - Forms and Annexures)** issued by the relevant officer of the project owner or authorized entity or the relevant officer of the entity which fulfills the Design Experience Requirement and/or Construction Experience Requirement that such copy is a true and faithful reproduction of the original Certificate of Project Completion.
- (4) If the project was completed by an Affiliate of the PSP or Consortium Member, evidence of such affiliation.
- (5) **Not Used.**
- (6) **Not Used.**
- (7) **Not Used.**
- (8) Statement of Willingness to Participate In, and Capacity to Undertake the [Design/Construction], [Design], [Construction] Technical Requirements, and Commitment to Enter into an Agreement with the JV to Undertake the [Design/Construction], [Design], [Construction] Technical Requirements (using the form in **Annex EPF-11A** of IPSP: Volume 1 - Forms and Annexures) to be submitted by each entity proposed by the PSP or Consortium to meet the Design/ Construction Experience Requirement."

8. Amendment to Section 4.2.2(3)



Section 4.2.2(3) is amended as follows (amended portion identified in **bold underlined font** for convenience):

- “(3) Notarized Certificate of Project Completion from the project’s owner, or an entity authorized to issue such certificate on behalf of the project’s owner, payment certificate or any other document from the project’s owner, or an entity authorized to issue such certificate on behalf of the project’s owner. A copy of the original Certificate of Project Completion or other certificate or document will be accepted, provided that it is accompanied by a notarized certification (**using the form in Annex EPF-8 of IPSP: Volume 1 - Forms and Annexures**) issued by the relevant officer of the project owner, authorized entity or the relevant officer of the PSP that such copy is a true and faithful reproduction of the original Certificate of Project Completion. **For ongoing project/s being submitted to fulfill the Operations and Maintenance Experience Requirements in Section 3.2.2, a notarized self-certification to that effect may be submitted.**”

9. Amendment to Section 4.3

Section 4.3 is amended as follows (amended portion identified in **bold underlined font** for convenience):

“4.3 Financial Capability Requirements

Notarized Statement of Financial Capability (using the form in **Annex EPF-13** of IPSP: Volume 1 - Forms and Annexures) to be submitted by **each** entity **nominated to fulfill** the Financial Capability Requirement as identified in the Business Structure, together with the following required attachments:

- (1) Certified true copy of the latest audited financial statements for the previous three financial years, the latest of which must be dated not earlier than 31 December 2017, stamped “Received” by the BIR or for foreign entities, the appropriate government agency equivalent to the BIR in the foreign country where the foreign entity was registered for recognition or creation of its legal personality or capacity. The **certification (using the form in Annex EPF-8 of IPSP: Volume 1 - Forms and Annexures)** of the latest audited financial statements may be issued by the relevant officer of the entity that fulfills the Financial Capability Requirements. However, such certified true copy must be stamped “received” by the BIR (or the equivalent agency in the case of the foreign entity); or
- (2) In case of natural person or sole proprietorship: certified true copy of the latest income tax returns for the previous three (3) financial years, the latest of which must be dated not earlier than 31 December 2017, stamped “received” by the BIR.
- (3) **In addition, the PSP shall submit either of the following:**
 - (i) **In case the Financial Capability Requirement will be fulfilled through a set-aside deposit, a certification from the relevant bank as proof of set-aside deposit indicating the name of the account holder, and the amount of the set-aside deposit; or**
 - (ii) Notarized statement/certification from a domestic universal/commercial bank or any international bank recognized by the *Bangko Sentral ng Pilipinas* attesting that the nominated entity/entities under Section 3.3.1(b) is banking with them, is in good financial standing, and is qualified to obtain credit accommodations from such banks to finance the Project.”

B. AMENDED AND RESTATED IPSP: VOLUME 1 – ELIGIBILITY DOCUMENTS

Attached as Annex “A” is the Amended and Restated IPSP: Volume 1 – Eligibility Documents, which conforms to the amendments and clarifications issued through the following bid bulletins (the “**Bid Bulletins**”):

- A. Bid Bulletin No. 1 issued on 18 May 2018;
- B. Bid Bulletin No. 2 issued on 4 June 2018;
- C. Bid Bulletin No. 3 issued on 8 June 2018;
- D. Bid Bulletin No. 4 issued on 11 June 2018;
- E. Bid Bulletin No. 5 issued on 14 June 2018; and
- F. This Bid Bulletin No. 6.

The Amended and Restated IPSP: Volume 1 – Eligibility Documents supersedes the IPSP: Volume 1 – Eligibility Documents issued on 16 May 2018. In case of inconsistencies between the Amended and Restated IPSP: Volume 1 – Eligibility Documents and the Bid Bulletins, the Amended and Restated IPSP: Volume 1 – Eligibility Documents shall prevail.

C. AMENDED AND RESTATED IPSP: VOLUME 1 – FORMS AND ANNEXURES

Attached as Annex “B” is the Amended and Restated IPSP: Volume 1 – Forms and Annexures, which reflects the amendments and clarifications issued through the Bid Bulletins.

The Amended and Restated IPSP: Volume 1 – Forms and Annexures supersedes the IPSP: Volume 1 – Forms and Annexures. In case of inconsistencies between the Amended and Restated IPSP: Volume 1 – Forms and Annexures and the Bid Bulletins, the Amended and Restated IPSP: Volume 1 – Forms and Annexures shall prevail.

This Bid Bulletin No. 6 is issued this 20th day of June 2018.

Joint Venture Selection Committee


NENA D. RADO
Chairperson

aw

N