



Request for Proposals

RFP # 2020-1583

For the provision of

Business Plan for Agronavti Mobile Application Spin-Off Company

Contracting Entity:

Branch of Chemonics International Inc. Chemonics Georgia

1st dead-end, #9 Nino Ramishvili street, 3rd floor, Tbilisi 0179, Georgia

Funded by:

United States Agency for International Development (USAID)

Funded under:

USAID Zrda Activity in Georgia

Cooperative Agreement No. AID-114-A-16-00004

******* ETHICAL AND BUSINESS CONDUCT REQUIREMENTS *******

Chemonics is committed to integrity in procurement, and only selects suppliers based on objective business criteria such as price and technical merit. Chemonics expects suppliers to comply with our Standards of Business Conduct, available at <https://www.chemonics.com/our-approach/standards-business-conduct/>.

Chemonics does not tolerate fraud, collusion among offerors, falsified proposals/bids, bribery, or kickbacks. Any firm or individual violating these standards will be disqualified from this procurement, barred from future procurement opportunities, and may be reported to both USAID and the Office of the Inspector General.

Employees and agents of Chemonics are strictly prohibited from asking for or accepting any money, fee, commission, credit, gift, gratuity, object of value or compensation from current or potential vendors or suppliers in exchange for or as a reward for business. Employees and agents engaging in this conduct are subject to termination and will be reported to USAID and the Office of the Inspector General. In addition, Chemonics will inform USAID and the Office of the Inspector General of any supplier offers of money, fee, commission, credit, gift, gratuity, object of value or compensation to obtain business.

Offerors responding to this RFP must include the following as part of the proposal submission:

- Disclose any close, familial, or financial relationships with Chemonics or project staff. For example, if an offeror's cousin is employed by the project, the offeror must state this.
- Disclose any family or financial relationship with other offerors submitting proposals. For example, if the offeror's father owns a company that is submitting another proposal, the offeror must state this.
- Certify that the prices in the offer have been arrived at independently, without any consultation, communication, or agreement with any other offeror or competitor for the purpose of restricting competition.
- Certify that all information in the proposal and all supporting documentation are authentic and accurate.
- Certify understanding and agreement to Chemonics' prohibitions against fraud, bribery and kickbacks.

Please contact Brian King COP of Zrda Activity at: bking@zrda.ge with any questions or concerns regarding the above information or to report any potential violations. Potential violations may also be reported directly to Chemonics at to BusinessConduct@chemonics.com or by phone/Skype at 888.955.6881.

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Section I. Instructions to Offerors

I.1. Introduction

The USAID Zrda Activity in Georgia is a five-year program designed to promote inclusive and sustainable economic growth in target regions by improving MSME growth, increasing productivity of rural households, facilitating market linkages between producers and buyers and promote local economic development by establishing and strengthening networks. The program operates in the regions of Shida Kartli, Kvemo Kartli, Samtskhe-Javakheti, Mtskheta-Mtianeti Samegrelo-Zemo Svaneti and Akhmeta municipality in Kakheti.

One of the partners of the Project is the Georgian Farmers' Association (GFA), which created mobile application "Agronavti" for farmers, with the support of USAID Zrda Activity in Georgia.

The Georgian Farmers' Association (GFA) was founded in 2012. Currently, the organization unites over 4000 farmers in Georgia. GFA establishes its value to members by giving guidance on governmental programs; links to service providers and sources of funding, markets and technical support; consultation on policy issues and representation of members' interests; defense of smallholder farmers' rights; participation in policy making; and advocacy of fair access to markets and resources. GFA's call center provides farmers and stakeholders with useful information and helps to analyze current issues in agriculture.

GFA actively cooperates with governmental, donor and educational institutions and is a strong coordinator between farmers and all actors involved in agriculture. GFA has a clear ambition to bring Georgia forward and is aware of the fact that farmers need to make a shift from being a peasant to entrepreneur.

GFA's main services are: Advocacy, Capacity Building, and Networking.

To respond to its networking mandate, which also includes linking farmers to markets, GFA has a contract farming arrangement with the Adjara Group and Georgian Farmers' Distribution Company (GFDC), which envisages supply of local products produced by GFA to Adjara Group through GFDC.

To simplify the process, USAID funded Zrda Activity in Georgia supported Georgian Farmers' Association (GFA) in creation of mobile application "Agronavti" for farmers. "Agronavti"'s ultimate goal is to help farmers to market their products by placing them on the platform and linking to a buyer. "Agronavti" can be downloaded via iOS and Android. GFA's model is unique in that is positioned in the marketplace as an engine to drive increased GFA membership through new value-added service provision while also providing an income stream via commissions generated by the market match making engine. The platform later evolved and expanded to support implementation of GFA's new initiative on the creation and promotion of a local certification scheme GeoGAP that Zrda is also supporting. Traceability and checklist monitoring functionality are also added to the application to support farmers in meeting requirements of the new scheme while providing instant visibility on farm management practices to buyers engaged on the platform - primarily now hospitality industry players. GeoGAP is based on a modified and less rigorous form of GLOBALG.A.P., specifically targeting the domestic market, and in particular (at least initially) the hospitality industry.

In addition to providing matchmaking services, the mobile application offers the following information: weekly prices established for agro products and their statistical changes, researches and innovations in

agriculture, more than 60 cycles of agricultural products, weather forecast, agro-calendar, simulation game for certification etc.

However, to ensure sustainability of the application and its continuous operation and development after the completion of the Zrda Activity in Georgia, it is crucial that the application is effectively monetized in order to generate sufficient revenues to cover its own costs and potentially provide profits to GFA as owner of the application.

In order to separate revenue generating activities from GFA's core mandate as a professional association providing advocacy, networking and capacity building, GFA proposes to create a separate legal entity that will monetize Agronavti (and potentially other services in the future) and return profits to GFA that can be used for the furtherance of its overall mission.

To achieve the above Chemonics/ USAID Zrda Activity will finance two main activities to provide GFA with advice in effectively and sustainably carrying out the creation and operation of the new legal entity, including:

1. **Legal Analysis** on how to establish the new entity, including recommendations on type of entity to be formed, ownership structure, and other related topics as described below;
2. Creation of a **Business Plan** for the newly created legal entity to better understand the current and potential future prospects for sustainable and profitable operations of the business, taking into account the legal analysis conducted under Activity 1.

1. Legal Analysis: The legal analysis has already been completed to address the following key aspects:

- Provide legal advice on types of commercial legal entities that GFA may potentially establish for the purposes of monetizing the Agronavti platform. Pros and cons of the different legal structures should be provided. Several points should be considered while developing the advice, including:
- Ownership structures that allow GFA to effectively control the company (voting rights) while allowing for flexibility to bring new equity investors into the company;
- Tax ramifications of each proposed structure;
- Documentation required for the respective structures proposed as well as timelines required for registration/establishment;
- Methodology/advice for valuation protocol necessary to recognize and assign value to the intellectual property (IP) that is the Agronavti application within GFA and advise how such IP can be converted to share capital for GFA and transferred to the new company, and reflected in the balance sheet of the new company accordingly;
- International expansion of the Agronavti application: recommendations should be provided for how a Georgian company should be structured for possible international expansion and/or how international licensing agreements for IP can be arranged (summary/general framework recommendation only – details not required at this point in time)
- Other issues which legal analysis believes are relevant for GFA to be aware of as part of this process.

The legal analysis memorandum shall be provided to the selected service provider to inform the development of the comprehensive business plan for the proposed new commercial legal entity.

Chemonics intends to issue a single contract to a single offeror to provide **Business Plan for Agronavti Mobile Application Spin-Off Company**, however, reserves the right to split the award amongst more than one offeror if a single offeror is not found to be capable to provide all required services under the scope of work. The award(s) will be in the form of a Fixed Price Contract. The successful Offeror shall be required to adhere to the statement of work and terms and conditions of the contract, which are incorporated in **Section III herein**.

Offerors are invited to submit proposals in response to this RFP in accordance with **Section I Instructions to Offerors**, which will not be part of the contract. The instructions are intended to assist interested Offerors in the preparation of their offer. Any resulting service will be guided by Sections II and III.

This RFP does not obligate Chemonics to execute a service nor does it commit Chemonics to pay any costs incurred in the preparation and submission of the proposals. Furthermore, Chemonics reserves the right to reject any and all offers, if such action is considered to be in the best interest of Chemonics.

Unless otherwise stated, the periods named in the RFP shall be consecutive calendar days.

I.2. Offer Deadline

Offerors shall submit their offers only electronically no later than **18:00 May 25, 2020**, to Zrda Procurement Team at Email: **procurement@zrda.ge**.

Offerors are responsible for ensuring that their offers are received in accordance with the instructions stated herein. Late offers may be considered at the discretion of Chemonics. Chemonics cannot guarantee that late offers will be considered.

I.3. Submission of Offers

Proposals must be submitted only electronically.

A. Instructions for the Submission of Hard-Copies

Offerors wishing to respond to this RFP must submit proposals, in English, in accordance with the following instructions.

All proposals must be submitted in two volumes, consisting of:

- Volume 1: Technical proposal
- Volume 2: Cost proposal

An authorized representative of the company or organization submitting an offer must sign the cover page of each copy of the offer in blue ink. The Offeror's authorized representative must initial any changes handwritten on the hard-copies of the offer.

Offers must be received by the date and time specified in I.2.

B. Instructions for the Submission of Electronic Copies

Separate technical and cost proposals must be submitted by email no later than the time and date specified in I.2. The proposals must be submitted to the point of contact designated in I.2.

The Offeror must submit the proposal electronically with up to 3 attachments (5 MB limit) per email compatible with MX Word, MS Excel, readable format, or Adobe Portable Document (PDF) format in a Microsoft XP environment. Offerors must not submit zipped files. Those pages requiring original manual signatures should be scanned and sent in PDF format as an email attachment.

The technical proposal and cost proposal must be kept separate from each other. Technical proposals must not make reference to pricing data in order that the technical evaluation may be made strictly on the basis of technical merit.

I.4. Requirements

To be determined responsive, an offer must include all of documents and sections included in I.4.A and I.4.B.

A. General Requirements

Chemonics anticipates issuing a subcontract to company or an individual expert, provided it is legally registered and recognized under the laws of Georgia and is in compliance with all applicable civil, fiscal, and other applicable regulations.

Companies and organizations that submit proposals in response to this RFP must meet the following requirements:

- (i) Firms operated as commercial companies or other organizations or enterprises (including nonprofit organizations) in which foreign governments or their agents or agencies have a controlling interest are not eligible as suppliers of commodities and services.
- (ii) Companies or organizations must have a local presence in Georgia at the time the subcontract is signed.
- (iii) Companies or organizations, whether for-profit or non-profit, shall be requested to provide a DUNS number if selected to receive a subaward valued at USD\$30,000 or more, unless exempted in accordance with information certified in the Evidence of Responsibility form included in the required certifications in Annex 3.¹ This should be taken into consideration, that the individuals possessing relevant capacity can also apply for this service. In this case individuals are encouraged to submit all relevant documents, including their CVs.

Offerors may present their proposals as a member of a partnership with other companies or organizations. In such cases, the subcontract will be awarded to the lead company in the partnership. The leading company shall be responsible for compliance with all subcontract terms and conditions and making all partnership

¹ If Offeror does not have a DUNS number and is unable to obtain one before proposal submission deadline, Offeror shall include a statement in their Evidence of Responsibility Statement noting their intention to register for a DUNS number should it be selected as the successful offeror or explaining why registration for a DUNS number is not possible. Contact Dun & Bradstreet through this webform to obtain a number: <https://fedgov.dnb.com/webform> Further guidance on obtaining a DUNS number is available from Chemonics upon request.

arrangements, including but not limited to division of labor, invoicing, etc., with the other company(ies). A legally registered partnership is not necessary for these purposes; however the different organizations must be committed to work together in the fulfillment of the subcontract terms.

B. Required Proposal Documents

1. Cover Letter

The offeror's cover letter shall include the following information:

- i. Name of the Service Provider
- ii. Type of company or organization
- iii. Address
- iv. Telephone
- v. E-mail
- vi. Full names of members of the Board of Directors and Legal Representative (as appropriate)
- vii. Taxpayer Identification Number
- viii. DUNS Number
- ix. Official bank account information
- x. Other required documents that shall be included as attachments to the cover letter:
 - a) Copy of registration or incorporation in the public registry, or equivalent document from the government office where the offeror is registered.
 - b) Copy of company tax registration, or equivalent document.
 - c) Copy of trade license, or equivalent document.
 - d) Evidence of Responsibility Statement, whereby the offeror certifies that it has sufficient financial, technical, and managerial resources to complete the activity described in the scope of work, or the ability to obtain such resources. This statement is required by the Federal Acquisition Regulations in 9.104-1. A template is provided in Annex 3 "Required Certifications".
 - e) Applicable documents listed in I.4.A.

A sample cover letter is provided in Annex 1 of this RFP.

The technical proposal shall comprise the following parts:

- Applicants shall propose their methodology for approaching the assignment and must include a proposed outline for the business plan as well as methodologies for each proposed section and subsection of the plan;
- Applicants **MUST** demonstrate requisite experience of successful completion of similar work in their proposals. Applicants may include institutional experience and/or the experience of proposed experts at their own discretion. Applications will be evaluated against the totality of relevant experience provided by applicants. **Three (3) past performance references from former clients must be provided in applications and references will be verified as part of the evaluation process.** Past performance references must be described in sufficient detail such that the evaluation committee can understand precisely what services were provided to the client, the success (or failure) of the services in meeting the needs of the respective clients and must be recent (within the

past 3 years). References which only provide contact information for the clients shall be deemed as incomplete and scored zero during the evaluation process.

Chemonics reserves the right to check additional references not provided by an offeror.

The sections of the technical proposal stated above must respond to the detailed information set out in Section II of this RFP, which provides the background, states the scope of work and describes the deliverables.

2. Cost Proposal

The cost proposal is used to determine which proposals represent the best value and serves as a basis of negotiation before award of a subcontract.

- Applicants shall provide a detailed breakdown of costs for each element of the proposed approach, including proposed level of effort for labor involved in delivering the assignment. A detailed budget narrative MUST accompany the budget and all costs shall be justified accordingly. Administrative / Overhead / Indirect costs as a percentage of the total budget will not be considered. Salary rates proposed by applicants shall be loaded to incorporate such costs, if any are required for the assignment.

The price of the subcontract to be awarded will be an all-inclusive fixed price. No profit, fees, taxes, or additional costs can be added after award. Offers must show unit prices, quantities, and total price. All items, services, etc. must be clearly labeled and included in the total offered price. All cost information must be expressed in Georgian Lari (GEL). See Annex 2 for a sample cost structure.

Because Zrda is a USAID funded project and is implemented under a bilateral agreement between the Georgia and the U.S. Government, offerors must not include VAT and customs duties in their cost proposal. USAID has provided the exemption to the effect and the relevant information is uploaded on the official Georgian website – www.rs.ge.

The cost proposal shall also include a budget narrative that explains the basis for the estimate of every cost element or line item. Supporting information must be provided in sufficient detail to allow for a complete analysis of each cost element or line item. Chemonics reserves the right to request additional cost information if the evaluation committee has concerns of the reasonableness, realism, or completeness of an offeror's proposed cost.

If it is an offeror's regular practice to budget indirect rates, e.g. overhead, fringe, G&A, administrative, or other rate, Offerors must explain the rates and the rates' base of application in the budget narrative. Chemonics reserves the right to request additional information to substantiate an Offeror's indirect rates.

Under no circumstances may cost information be included in the technical proposal. No cost information or any prices, whether for deliverables or line items, may be included in the technical proposal. Cost information must only be shown in the cost proposal.

I.5. Source of Funding, Authorized Geographic Code, and Source and Origin

Any subcontract resulting from this RFP will be financed by USAID funding and will be subject to U.S. Government and USAID regulations.

All goods and services offered in response to this RFP or supplied under any resulting award must meet USAID Geographic Code 937 in accordance with the United States Code of Federal Regulations (CFR), 22 CFR §228, available at: <http://www.gpo.gov/fdsys/pkg/CFR-2012-title22-vol1/pdf/CFR-2012-title22-vol1-part228.pdf>.

The cooperating country for this RFP is Georgia.

Offerors may not offer or supply any products, commodities or related services that are manufactured or assembled in, shipped from, transported through, or otherwise involving any of the following countries: Cuba, Iran, North Korea, Syria. Related services include incidental services pertaining to any/all aspects of this work to be performed under a resulting contract (including transportation, fuel, lodging, meals, and communications expenses).

I.6. Chronological List of Proposal Events

The following calendar summarizes important dates in the solicitation process. Offerors must strictly follow these deadlines.

RFP published	04/28/2020
Deadline for written questions	05/08/2020
Proposal on-line conference pre-registration deadline	05 /11/2020
Proposal on-line conference	05/13 /2020
Answers provided to questions/clarifications	05 /18/2020
Proposal due date	05/25/2020
Subcontract award (estimated)	06/10/2020

The dates above may be modified at the sole discretion of Chemonics. Any changes will be published in an amendment to this RFP.

A proposal on-line conference will be held through zoom, or business skype. Chemonics welcomes any organization to attend this proposal conference. Pre-registration to attend the proposal on-line conference is required. Please email your registration request and any advance questions by 18:00 May 11, 2020 to Zrda Procurement team at procurement@zrda.ge .

Written notes from the proposal conference will be provided electronically to all registered offerors, including those offerors who submitted written questions prior to the proposal conference, but were unable to attend the proposal conference.

Written Questions and Clarifications. All questions or clarifications regarding this RFP must be in writing and submitted to procurement@zrda.ge. Questions and requests for clarification, and the responses thereto, will be published at Zrda facebook page. **NO PHONE CALLS ARE RECEIVED.**

Only written answers from Chemonics will be considered official and carry weight in the RFP process and subsequent evaluation. Any answers received outside the official channel, whether received verbally or in writing, from employees or representatives of Chemonics International, the Zrda project, or any other party, will not be considered official responses regarding this RFP.

Proposal Submission Date. All proposals must be received by 18:00, May 25, 2020. Late offers will be considered at the discretion of Chemonics.

Oral Presentations. Chemonics reserves the option to have select offerors participate in oral presentations with the technical evaluation committee. Interviews may consist of oral presentations of offerors’ proposed activities and approaches. Offerors should be prepared to give presentations to the technical evaluation committee at the Zrda office within 2 days of receiving notification.

Subcontract Award (estimated). Chemonics will select the proposal that offers the best value based upon the evaluation criteria stated in this RFP.

I.7. Validity Period

Offerors’ proposals must remain valid for 90 calendar days after the proposal deadline.

I.8. Evaluation and Basis for Award

An award will be made to the offeror whose proposal is determined to be responsive to this solicitation document, meets the eligibility criteria stated in this RFP, meets the technical, management/personnel, and corporate capability requirements, and is determined to represent the best value to Chemonics. Best value will be decided using the **tradeoff** process.

This RFP will use the tradeoff process to determine best value. That means that each proposal will be evaluated and scored against the evaluation criteria and evaluation sub-criteria, which are stated in the table below.

In evaluating proposals, Chemonics will use the following evaluation criteria:

Evaluation Criteria	Maximum Points
Technical Approach: The technical approach shall include the proposed methodology for completion of the assignment at a high level of quality. It shall also include evaluation of the proposed qualifications of the experts/consultants who are proposed to conduct the assignment.	50 points
Past Performance and References: Applicants must demonstrate that they are experienced in providing similar such services at a high level of quality and must bring a minimum of 3 years’ experience in the field to the assignment. Applicants may propose a combination of institutional and expert experience to best demonstrate their capabilities at their own discretion. Three (3) detailed past performance references including client contact information are required as described above.	30 points
Price/Cost: Proposed pricing of services is important for evaluation as it helps determine expected value though it is not as important as the other 2 criteria Applicants must propose costs that are reasonable and well justified for the technical approach presented. Cost proposal will be evaluated for reasonableness and applications that include costs deemed excessive and/or unreasonable by the evaluation committee	20 points

shall receive lower scores. Budget narratives must be provided. Proposals that do not provide a budget narrative or provide insufficient narrative justification for proposed costs shall receive lower scores.	
Total Points	100 points

Cost proposal will be evaluated for reasonableness and applications that include costs deemed excessive and/or unreasonable by the evaluation committee shall receive lower scores. Budget narratives must be provided. Proposals that do not provide a budget narrative or provide insufficient narrative justification for proposed costs shall receive lower scores.

This RFP utilizes the tradeoff process set forth in FAR 15.101-1. Chemonics will award a subcontract to the offeror whose proposal represents the best value to Chemonics and the Zrda project. Chemonics may award to a higher priced offeror if a determination is made that the higher technical evaluation of that offeror merits the additional cost/price.

I.9. Negotiations

Best offer proposals are requested. It is anticipated that a subcontract will be awarded solely on the basis of the original offers received. However, Chemonics reserves the right to conduct discussions, negotiations and/or request clarifications prior to awarding a subcontract. Furthermore, Chemonics reserves the right to conduct a competitive range and to limit the number of offerors in the competitive range to permit an efficient evaluation environment among the most highly-rated proposals. Highest-rated offerors, as determined by the technical evaluation committee, may be asked to submit their best prices or technical responses during a competitive range. At the sole discretion of Chemonics, offerors may be requested to conduct oral presentations. If deemed an opportunity, Chemonics reserves the right to make separate awards per component or to make no award at all.

I.10. Terms of Subcontract

This is a request for proposals only and in no way obligates Chemonics to award a subcontract. In the event of subcontract negotiations, any resulting subcontract will be subject to and governed by the terms and clauses detailed in Section III. Chemonics will use the template shown in section III to finalize the subcontract. Terms and clauses are not subject to negotiation. By submitting a proposal, offerors certify that they understand and agree to all of the terms and clauses contained in section III.

I.11. Privity

By submitting a response to this request for proposals, offerors understand that USAID is NOT a party to this solicitation.

Section II Background, Scope of Work, and Deliverables

II.1. Background

The USAID Zrda Activity in Georgia is a five-year program designed to promote inclusive and sustainable economic growth in target regions by improving MSME growth, increasing productivity of rural households, facilitating market linkages between producers and buyers and promote local economic development by establishing and strengthening networks. The program operates in the regions of Shida Kartli, Kvemo Kartli, Samtskhe-Javakheti, Mtskheta-Mtianeti Samegrelo-Zemo Svaneti and Akhmeta municipality in Kakheti.

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To achieve the above Chemonics/ USAID Zrda Activity will finance two main activities to provide GFA with advice in effectively and sustainably carrying out the creation and operation of the new legal entity, including:

3. **Legal Analysis** on how to establish the new entity, including recommendations on type of entity to be formed, ownership structure, and other related topics as described below;
4. Creation of a **Business Plan** for the newly created legal entity to better understand the current and potential future prospects for sustainable and profitable operations of the business, taking into account the legal analysis conducted under Activity 1.

1. **Legal Analysis:** The legal analysis has already been completed to address the following key aspects:

- Provide legal advice on types of commercial legal entities that GFA may potentially establish for the purposes of monetizing the Agronavti platform. Pros and cons of the different legal structures should be provided. Several points should be considered while developing the advice, including:
 - Ownership structures that allow GFA to effectively control the company (voting rights) while allowing for flexibility to bring new equity investors into the company;
 - Tax ramifications of each proposed structure;
 - Documentation required for the respective structures proposed as well as timelines required for registration/establishment;
 - Methodology/advice for valuation protocol necessary to recognized and assign value to the intellectual property (IP) that is the Agronavti application within GFA and advise how such IP can be converted to share capital for GFA and transferred to the new company, and reflected in the balance sheet of the new company accordingly;
 - International expansion of the Agronavti application: recommendations should be provided for how a Georgian company should be structured for possible international expansion and/or how international licensing agreements for IP can be arranged (summary/general framework recommendation only – details not required at this point in time)
 - Other issues which legal analysis believes are relevant for GFA to be aware of as part of this process.

The legal analysis memorandum shall be provided to the selected service provider to inform the development of the comprehensive business plan for the proposed new commercial legal entity.

II.2. Scope of Work

Based on the legal analysis provided by our legal advisor, Zrda is now tendering a Request for Proposals (RFP) for the development of a comprehensive business plan for the Agronavti. Business plan findings may result in the need for further legal analysis, which shall be provided by Zrda's legal advisory firm on an as needed basis during development of the business plan.

Zrda intends to issue a single, fixed price, deliverables-based contract to the successful applicant for this assignment.

Objective of the Assignment: The objective of this assignment is to develop a comprehensive business plan for the proposed stand-alone company that will own and operate the Agronavti mobile match-making and agro-information platform on a profitable basis indefinitely. Since the Agronavti platform is currently housed within GFA, a non-commercial legal entity, the ability of GFA to raise new capital (equity and/or debt financing) is inherently limited. A spin-off commercial entity shall remove this constraint to the future growth of the platform both domestically and internationally. However, the current model under which Agronavti operates assumes an inherent operational subsidy through GFA's donor-financed activities, which is not sustainable over the medium to long-term.

Specific Tasks: As such, the business plan developed by the selected service provider shall:

- Provide a comprehensive analysis of the current service provision capacity of Agronavti under GFA;
- Conceptualize and build a revenue model (product/service runway) based on current service provision capacity as well as expected future functionality of new services/modules that are in development or planned for near-term development;
- Provide an accurate, up-to-date market assessment of the competitive landscape for similar product/service companies in Georgia and the immediate international region (South Caucasus, Ukraine, Moldova);
- Propose options for organizational/staffing structure of the new company as well as board composition based on the legal analysis provided by Zrda;
- Prepare full financial forecast covering a period of five years, including capability in the financial model to run sensitivity analyses to test different assumptions; Financial forecast should include both income and expenses, with an emphasis on minimization of fixed costs in early years of operations; Break-even analysis should be provided within the model;
- Prepare a baseline marketing strategy for the new company that targets near term scaling domestically and international expansion scenarios within the 5-year time horizon of the business plan; International expansion scenarios should include (1) licensing of Agronavti intellectual property (IP) to third parties in other countries to operate, and (2) expansion of the new company directly into new markets.
- Analyze and prepare recommendations for potential new grant, equity and/or debt facilities that may be accessible to the new company for use in initial scaling of operations during the first 3 years of operation.

- Prepare risk assessment/analysis and respective recommendations;

II.3. Deliverables

The successful offeror shall deliver to Chemonics the following deliverables, listed below.

#	Deliverable	Estimated LOE	Expected Date for Deliverables
1.	Final implementation plan for the assignment	X Days	
2.	Preliminary report/final outline of the business plan based on initial meetings with relevant stakeholders		
3.	Final business plan	X Days	

Timeframe/Level of Effort: This assignment shall be completed within a maximum of 120 calendar days from contract signature.

NOTE: The selected service provider shall carry out all the above-listed activities under the supervision and in close cooperation with relevant **Zrda, Agronavti and GFA staff members.**

Section III Firm Fixed Price Subcontract (Terms and Clauses)

Zrda will use Fixed Price Contract- the sample is attached to RFP.

Annex 1 Cover Letter

[Offeror: Insert date]

Procurement Team
 USAID Zrda Activity in Georgia
 The Branch of Chemonics International Inc., Chemonics Georgia
 1st Dead End, #9 Nino Ramishvili Street, 3rd floor, Tbilisi 0179, Georgia

Reference: **Request for Proposals # 2020 -1583**

Subject: [Offeror: Insert name of your organization]'s technical and cost proposals

Dear Procurement Team:

[Offeror: Insert name of your organization] is pleased to submit its proposal in regard to the above-referenced request for proposals. For this purpose, we are pleased to provide the information furnished below:

Name of Organization's Representative	_____
Name of Offeror	_____
Type of Organization	_____
Taxpayer Identification Number	_____
DUNS Number	_____
Address	_____
Address	_____
Telephone	_____
Fax	_____
E-mail	_____

As required by section I, I.7, we confirm that our proposal, including the cost proposal will remain valid for [insert number of days, usually 60 or 90] calendar days after the proposal deadline.

We are further pleased to provide the following annexes containing the information requested in the RFP.:

[Offerors: It is incumbent on each offeror to clearly review the RFP and its requirements. It is each offeror's responsibility to identify all required annexes and include them]

- I. Copy of registration or incorporation in the public registry, or equivalent document from the government office where the offeror is registered.
- II. Copy of company tax registration, or equivalent document.
- III. Copy of trade license, or equivalent document.
- IV. Evidence of Responsibility Statement.

Sincerely yours,

[Offeror: Insert name of your organization]

Annex 2 Guide to Creating a Financial Proposal for a Fixed Price Subcontract

The purpose of this annex is to guide offerors in creating a budget for their cost proposal. Because the subcontract will be funded under a United States government-funded project, it is important that all offerors' budgets conform to this standard format. It is thus recommended that offerors follow the steps described below.

Step 1: Design the technical proposal. Offerors should examine the market for the proposed activity and realistically assess how they can meet the needs as described in this RFP, specifically in section II. Offerors should present and describe this assessment in their technical proposals.

Step 2: Determine the basic costs associated with each deliverable. The cost proposal should provide the best estimate of the costs associated with each deliverable, which should include labor and all non-labor costs, e.g. other direct costs, such as fringe, allowances, travel and transport, etc.

Other direct costs, i.e. non-labor, include for example the following:

1. Local travel and transportation, and associated travel expenses, if applicable,
2. Lodging and per diem expenses associated with travel, if applicable,
3. Rent
4. Utilities
5. Communications
6. Office supplies

Under no circumstances may cost information be included in the technical proposal. **No cost information or any prices, whether for deliverables or line items, may be included in the technical proposal. Cost information must only be shown in the cost proposal.**

Step 3: Create a budget for the cost proposal. Each offeror must create a budget using a spreadsheet program compatible with MS Excel. The budget period should follow the technical proposal period. A sample budget is shown on the following page.

Step 4: Write Cost Notes. The spreadsheets shall be accompanied by written notes in MS Word that explain each cost line item and the assumption why a cost is being budgeted as well as how the amount is reasonable.

Sample Budget

Offerors should revise the budget line items accordingly in response to the technical and cost requirements of this RFP.

Design, Production and Distribution of Communication Materials for District Courts and Supreme Court BUDGET

Offeror's Names
RFP TITLE
RFP #

No.	Description	Quantity	Unit	Frequency	Unit	Cost per unit	Total
1	Design						
	Annual Report	1	pack	4	court	Rp 100	Rp 400
	Leaflet	1	ver	4	court	Rp 100	Rp 400
							Rp -
Sub Total							Rp 800
2	Production Cost						
2.1	Annual Report	500	exp	4	court	Rp 100	Rp200,000
2.2.	Leaflet	500	exp	8	court	Rp 100	Rp400,000
Sub Total							Rp400,000
3	Distribution Management						
	PIC	1	pack	4	court	Rp 100	Rp 400
							Rp -
Sub Total							Rp 400
GRAND TOTAL							Rp 877,100

Annex 3 Required Certifications for Signing**REPRESENTATION BY ORGANIZATION REGARDING A DELINQUENT TAX LIABILITY OR A FELONY CRIMINAL CONVICTION (August 2014)**

(a) In accordance with section 7073 of the Consolidated Appropriations Act, 2014 (Pub. L. 113-76) none of the funds made available by that Act may be used to enter into an assistance award with any organization that –

(1) Was “convicted of a felony criminal violation under any Federal law within the preceding 24 months, where the awarding agency has direct knowledge of the conviction, unless the agency has considered, in accordance with its procedures, that this further action is not necessary to protect the interests of the Government”; or

(2) Has any “unpaid Federal tax liability that has been assessed for which all judicial and administrative remedies have been exhausted or have lapsed, and that is not being paid in a timely manner pursuant to an agreement with the authority responsible for collecting the tax liability, where the awarding agency has direct knowledge of the unpaid tax liability, unless the Federal agency has considered, in accordance with its procedures, that this further action is not necessary to protect the interests of the Government”.

For the purposes of section 7073, it is USAID’s policy that no award may be made to any organization covered by (1) or (2) above, unless the M/OAA Compliance Division has made a determination that suspension or debarment is not necessary to protect the interests of the Government.

(b) Applicant Representation:

(1) The Applicant represents that it is is not an organization that was convicted of a felony criminal violation under a Federal law within the preceding 24 months.

(2) The Applicant represents that it is is not an organization that has any unpaid Federal tax liability that has been assessed for which all judicial and administrative remedies have been exhausted or have lapsed, and that is not being paid in a timely manner pursuant to an agreement with the authority responsible for collecting the tax liability.

 Signature

 Type or Print Name

 Position Title

 Date of Execution

PROHIBITION ON PROVIDING FEDERAL ASSISTANCE TO ENTITIES THAT REQUIRE CERTAIN INTERNAL CONFIDENTIALITY AGREEMENTS – REPRESENTATION (APRIL 2015)

(a) In accordance with section 743 of Division E, Title VII, of the Consolidated and further Continuing Resolution Appropriations Act, 2015 (Pub. L. 113-235), Government agencies are not permitted to use funds appropriated (or otherwise made available) under that or any other Act for providing federal assistance to an entity that requires employees, subawardees or contractors of such entity seeking to report fraud, waste, or abuse to sign internal confidentiality agreements or statements prohibiting or otherwise restricting such employees, subawardees, or contractors from lawfully reporting such waste, fraud, or abuse to a designated investigative or law enforcement representative of a Federal department or agency authorized to receive such information.

(b) The prohibition in paragraph (a) of this provision does not contravene requirements applicable to Standard Form 312, Form 4414, or any other form issued by a Federal department or agency governing the nondisclosure of classified information.

(c) By submission of its application, the prospective recipient represents that it does not require employees, subawardees, or contractors of such entity seeking to report fraud, waste, or abuse to sign internal confidentiality agreements or statements prohibiting or otherwise restricting such employees, subawardees, or contractors from lawfully reporting such waste, fraud, or abuse to a designated investigative or law enforcement representative of a Federal department or agency authorized to receive such information.

Signature

Type or Print Name

Position Title

Date of Execution

Annex 4

DUNS and SAM Registration Guidance

What is DUNS?

The Data Universal Numbering System (DUNS) is a system developed and regulated by Dun & Bradstreet (D&B) - a company that provides information on corporations for use in credit decisions - that assigns a unique numeric identifier, referred to as a DUNS number, to a single business entity. The DUNS database contains over 100 million entries for businesses throughout the world, and is used by the United States Government, the United Nations, and the European Commission to identify companies. The DUNS number is widely used by both commercial and federal entities and was adopted as the standard business identifier for federal electronic commerce in October 1994. The DUNS number was also incorporated into the Federal Acquisition Regulation (FAR) in April 1998 as the Federal Government's contractor identification code for all procurement-related activities.

Why am I being requested to obtain a DUNS number?

U.S. law – in particular the Federal Funding Accountability and Transparency Act of 2006 (Pub.L. 109-282), as amended by section 6202 of the Government Funding Transparency Act of 2008 (Pub.L. 110-252) - make it a requirement for all entities doing business with the U.S. Government to be registered, currently through the System for Award Management, a single, free, publicly- searchable website that includes information on each federal award. As part of this reporting requirement, prime contractors such as Chemonics must report information on qualifying subawards as outlined in FAR 52.204-10 and 2CFR Part 170. Chemonics is required to report subcontracts with an award valued at greater than or equal to \$30,000 under a prime contract and subawards under prime grants or prime cooperative agreements obligating funds of \$25,000 or more, whether U.S. or locally-based. Because the U.S. Government uses DUNS numbers to uniquely identify businesses and organizations, Chemonics is required to enter subaward data with a corresponding DUNS number.

Is there a charge for obtaining a DUNS number?

No. Obtaining a DUNS number is absolutely free for all entities doing business with the Federal government. This includes current and prospective contractors, grantees, and loan recipients.

How do I obtain a DUNS number?

DUNS numbers can be obtained online at <http://fedgov.dnb.com/webform/pages/CCRSearch.jsp> or by phone at 1-800-234-3867 (for US, Puerto Rico and Virgin Island requests only).

What information will I need to obtain a DUNS number?

To request a DUNS number, you will need to provide the following information:

- Legal name and structure
- Tradestyle, Doing Business As (DBA), or other name by which your organization is commonly recognized
- Physical address, city, state and Zip Code
- Mailing address (if separate)
- Telephone number
- Contact name
- Number of employees at your location

- Description of operations and associated code (SIC code found at <https://www.osha.gov/pls/imis/sicsearch.html>)
- Annual sales and revenue information
- Headquarters name and address (if there is a reporting relationship to a parent corporate entity)

How long does it take to obtain a DUNS number?

Under normal circumstances the DUNS is issued within 1-2 business days when using the D&B web form process. If requested by phone, a DUNS can usually be provided immediately.

Are there exemptions to the DUNS number requirement?

There may be exemptions under specific prime contracts, based on an organization's previous fiscal year income when selected for a subcontract award, or Chemonics may agree that registration using the D&B web form process is impractical in certain situations. Organizations may discuss these options with the Chemonics representative.

What is CCR/SAM?

Central Contractor Registration (CCR)—which collected, validated, stored and disseminated data in support of agency acquisition and award missions—was consolidated with other federal systems into the System for Award Management (SAM). SAM is an official, free, U.S. government-operated website. There is NO charge to register or maintain your entity registration record in SAM.

When should I register in SAM?

While registration in SAM is not required for organizations receiving a grant under contract, subcontract or cooperative agreement from Chemonics, Chemonics requests that partners register in SAM if the organization meets the following criteria requiring executive compensation reporting in accordance with the FFATA regulations referenced above. SAM.gov registration allows an organization to directly report information and manage their organizational data instead of providing it to Chemonics. Reporting on executive compensation for the five highest paid executives is required for a qualifying subaward if in your business or organization's preceding completed fiscal year, your business or organization (the legal entity to which the DUNS number belongs):

- (1) received 80 percent or more of its annual gross revenues in U.S. federal contracts, subcontracts, loans, grants, subgrants, and/or cooperative agreements; **and**
- (2) \$25,000,000 or more in annual gross revenues from U.S. federal contracts, subcontracts, loans, grants, subgrants, and/or cooperative agreements; **and**,
- (3) The public have **does not** have access to information about the compensation of the executives in your business or organization (the legal entity to which the DUNS number it provided belongs) through periodic reports filed under section 13(a) or 15(d) of the Securities Exchange Act of 1934 (15 U.S.C. 78m(a), 78o(d)) or section 6104 of the US Internal Revenue Code of 1986.

If your organization meets the criteria to report executive compensation, the following sections of this document outline the benefits of and process for registration in SAM.gov. Registration may be initiated at <https://www.sam.gov>. There is NO fee to register for this site.

Why should I register in SAM?

Chemonics recommends that partners register in SAM to facilitate their management of organizational data and certifications related to any U.S. federal funding, including required executive compensation reporting. Executive compensation reporting for the five highest paid executives is required in connection with the reporting of a qualifying subaward if:

- a. In your business or organization's preceding completed fiscal year, your business or organization (the legal entity to which the DUNS number belongs) received (1) 80 percent or more of its annual gross revenues in U.S. federal contracts, subcontracts, loans, grants, subgrants, and/or cooperative agreements; and (2) \$25,000,000 or more in annual gross revenues from U.S. federal contracts, subcontracts, loans, grants, subgrants, and/or cooperative agreements; and,
- b. The public have does not have access to information about the compensation of the executives in your business or organization (the legal entity to which the DUNS number it provided belongs) through periodic reports filed under section 13(a) or 15(d) of the Securities Exchange Act of 1934 (15 U.S.C. 78m(a), 78o(d)) or section 6104 of the Internal Revenue Code of 1986.

What benefits do I receive from registering in SAM?

By registering in SAM, you gain the ability to bid on federal government contracts. Your registration does not guarantee your winning a government contract or increasing your level of business. Registration is simply a prerequisite before bidding on a contract. SAM also provides a central storage location for the registrant to supply its information, rather than with each federal agency or prime contractor separately. When information about your business changes, you only need to document the change in one place for every federal government agency to have the most up-to-date information.

How do I register in SAM?

Follow the step-by-step guidance for registering in SAM for assistance awards (under grants/cooperative agreements) at: https://www.sam.gov/sam/transcript/Quick_Guide_for_Grants_Registrations.pdf

Follow the step-by-step guidance for contracts registrations at:
https://www.sam.gov/sam/transcript/Quick_Guide_for_Contract_Registrations.pdf

You must have a Data Universal Numbering System (DUNS) number in order to begin either registration process.

If you already have the necessary information on hand (see below), the online registration takes approximately one hour to complete, depending upon the size and complexity of your business or organization.

What data is needed to register in SAM?

SAM registrants are required to submit detailed information on their company in various categories. Additional, non-mandatory information is also requested. Categories of required and requested information include:

* General Information - Includes, but is not limited to, DUNS number, CAGE Code, company name, Federal Tax Identification Number (TIN), location, receipts, employee numbers, and web site address.

* Corporate Information - Includes, but is not limited to, organization or business type and SBA-defined socioeconomic characteristics.

* Goods and Services Information - Includes, but is not limited to, NAICS code, SIC code, Product Service (PSC) code, and Federal Supply Classification (FSC) code.

* Financial Information - Includes, but is not limited to, financial institution, American Banking Association (ABA) routing number, account number, remittance address, lock box number, automated clearing house (ACH) information, and credit card information.

* Point of Contact (POC) Information - Includes, but is not limited to, the primary and alternate points of contact and the electronic business, past performance, and government points of contact. * Electronic Data Interchange (EDI) Information* - Includes, but is not limited to, the EDI point of contact and his or her telephone, e-mail, and physical address. (*Note: EDI Information is optional and may be provided only for businesses interested in conducting transactions through EDI.)