

प्रेषक,

नितिन रमेश गोकर्ण

प्रमुख सचिव

उत्तर प्रदेश शासन।

सेवा में,

- 1- **समस्त उपाध्यक्ष,**
विकास प्राधिकरण, उ०प्र०।
- 2- **आवास आयुक्त,**
आवास एवं विकास परिषद, लखनऊ।
- 3- **प्रबन्ध निदेशक,**
लखनऊ मेट्रो रेल कारपोरेशन लि०, लखनऊ।

आवास एवं शहरी नियोजन अनुभाग-7 लखनऊ : दिनांक : 07 फरवरी, 2019

विषय : आवासन एवं शहरी कार्य मंत्रालय, भारत सरकार द्वारा निर्गत नई मेट्रो रेल नीति, 2017 के अन्तर्गत प्रदेश में पब्लिक प्राइवेट पार्टनरशिप (पी.पी.पी.) आधार पर मेट्रो रेल परियोजनाओं तथा भविष्य में क्रियान्वित की जाने वाली अर्बन ट्रांसपोर्टेशन परियोजनाओं के क्रियान्वयन हेतु कन्सल्टेंट नियुक्त किये जाने के सम्बन्ध में।

महोदय,

भारत सरकार द्वारा वर्ष 2017 में निर्गत नई मेट्रो रेल पॉलिसी, 2017 में मेट्रो रेल परियोजनाओं का पब्लिक प्राइवेट पार्टनरशिप (पी.पी.पी.) मॉडल में क्रियान्वित किये जाने तथा भारत सरकार से केन्द्रीय सहायता प्राप्त करने हेतु विकल्पों के सम्बन्ध में विस्तृत प्राविधान दिये गये हैं। प्रदेश में पब्लिक प्राइवेट पार्टनरशिप (पी.पी.पी.) परियोजनाओं के क्रियान्वयन हेतु अवस्थापना विकास विभाग द्वारा "गाइडलाइन्स फार सेलेक्शन ऑफ कन्सल्टेंट्स एण्ड डेवलपर्स फार पी.पी.पी. प्रोजेक्ट्स इन उत्तर प्रदेश-2016" निर्गत किया गया है, जिसमें दिनांक 29.06.2018 को कतिपय संशोधन करते हुए संशोधित गाइडलाइन्स भी जारी किये गये हैं।

2- लखनऊ मेट्रो रेल परियोजना का क्रियान्वयन इक्विटी शेयरिंग मॉडल के आधार पर किया जा रहा है। प्रदेश की मेट्रो रेल परियोजनाओं की अत्यधिक अनुमानित लागत तथा राज्य सरकार के सीमित वित्तीय संसाधनों के दृष्टिगत प्रदेश में मेट्रो रेल परियोजनाओं का क्रियान्वयन पी.पी.पी. मॉडल पर किये जाने पर विचार किया जा सकता है, ताकि प्रदेश सरकार पर इस हेतु अधिक वित्तीय व्यय भार न पड़े।

3- इस सम्बन्ध में मुझसे यह कहने का निदेश हुआ है कि शासन द्वारा सम्यक् विचारोपरान्त यह निर्णय लिया गया है कि अवस्थापना एवं औद्योगिक विकास विभाग द्वारा निर्गत पी.पी.पी. गाइडलाइन्स के अनुसार प्रदेश में मेट्रो रेल परियोजनाओं का पब्लिक प्राइवेट पार्टनरशिप (पी.पी.पी.) मॉडल पर क्रियान्वयन भविष्य में कराये जाने हेतु

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2- इस शासनादेश की प्रमाणिकता वेबसाइट <http://shasanadesh.up.nic.in> से सत्यापित की जा सकती है।

प्रदेश के जिन नगरों में मेट्रो रेल परियोजनाएं प्रस्तावित हैं तथा भविष्य में क्रियान्वित की जाने वाली Urban Transportation परियोजनाओं के क्रियान्वयन में राज्य सरकार के सहयोग के लिए एक कन्सल्टेंट का चयन करा लिया जाय। चयनित कन्सल्टेंट द्वारा इस सम्बन्ध में विकासकर्ता के चयन हेतु मुख्यतः निम्नलिखित कार्य किये जायेंगे :-

- 1.1 Preparation of Expression of Interest (E.O.I.).
- 1.2 Preparation of Request for Qualification (R.F.Q.) .
- 1.3 Preparation of Request for Proposal (R.F.P.).
- 1.4 Preparation of Terms of Reference (T.O.R.) .
- 1.5 Preparation of Bidding Process and Time Schedule.

उपर्युक्त के अतिरिक्त चयनित कन्सल्टेंट के निम्नलिखित Scope of Work भी होंगे :-

2.1 The selected consultant will provide requisite competent consultants as mentioned in the RFP document on Man Month basis as well as external advisory support for a period of Twelve Months for execution of work defined as follows. The services will be provided in the following manner:

- Services of Team leader – Two Man days in a month.
- Services of various experts in resource pool-10 Man days in a month.
- Deployment of Staff on deputation to Authority 's office on full time basis for full month- Two persons- One Senior Consultant and One Consultant.
- The scope mentioned below is indicative and the Authority may utilize resources provided to it as per the priority decided by the Authority.

2.2 The scope of the Consultant is broadly divided into four work streams as under :

(i) Assistance in formulation of Business and Implementation Plan, wherever required by the Authority

The Consultant shall

- Assist the Authority in review of the existing project reports and other documents
- Support the Authority in review and analysis of existing and proposed legal and policy and regulatory framework, policies and relevant acts of importance including urban regulations and applicable acts/policies governing transit oriented development, real estate development of the proposed areas and project influence zones
- Suggest the Authority the funding structure, allocation of funding requirements between the shareholders of the Authority based on specific corridor implementation
- Assist the Authority in conducting the financial and economic analysis of the proposed corridors on standalone as well as consolidated level, i.e. at the Authority level
- Support the Authority in analyzing various financing options suitable for project implementation and assist in identifying necessary pre-requisites
- Support the Authority in developing a suitable commercial and project delivery structure for the integrated project delivery at the Authority level as well as corridor specific appropriate delivery structures
- Assist the Authority in updating feasibility and detailed project reports with

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respect to commercial and financial aspects

- Support the Authority in conducting necessary stakeholder consultations
- Assist the Authority in the preparation of a detailed business plan and implementation plan including institutional structure and necessary capacity building measures

(ii) Assistance in formulation of Non-Rail Business Strategy

The consultant shall

- Assist the Authority in review and evaluation of the proposed non-rail businesses as brought out in the feasibility report/Detailed project Report and other reports for Urban Transportation like metro , mono rail etc. corridors prepared in the past
- Assist the Authority in review and benchmarking of the non- fare box revenue options monetized by similar transit systems nationally and globally
- Assist the Authority in identification of alternate revenue models (non-conventional non-fare businesses) which the Authority can harness
- Assist the Authority in identifying and shortlisting the suitable non-rail businesses for the Authority, based on key parameters such as revenue potential, readiness, etc.
- Assist the Authority in developing suitable commercial and project structuring options for each of the potential non-rail businesses identified in order to maximize asset utilization for commercial purposes.
- Assist the Authority in the preparation of revenue model (s) for the proposed non-rail businesses for next 30 years and undertake sensitivity analysis.
- Assist the Authority in preparation of a road map for implementation of Non-Rail Business Strategy.

(iii) Assistance in Land Value Capture (LVC)

Land Value Capture (LVC) can be used as method of capturing wealth benefit and ploughing it back into the project that would ultimately lead to the project benefit. LVC is expected to bring in paradigm shift in the way transport corridors are designed and financed as well as how regional development evolves over a period of time.

The Consultant shall :

- Support the Authority in analyzing the potential transit-oriented development (ToD) options for the stations and other sites (if any) identified for property management and development business.
- Assist the Authority in the assessment of real estate market and activity specific area demand including but not restricted to profiling of existing developments, identification of the major demand drivers within the micro-market pertaining to each site, supply analysis and local stakeholder interactions.
- The Consultant shall assist the Authority in understanding:
 - The potential from LVC, impact of change in land value of station area and allied land area in the vicinity of station
 - Optimum LVC structure among the concerned stakeholders (both government and non-government)
 - Mechanism to realize benefits from LVC For the above, the consultant is required to assist the Authority & carrying out the following activities:
- Estimating potential from LVC
 - Identify the potential influence zones bucketed under appropriate categories
 - Assessment of current land value in zones where transportation points are closer vis a vis other regions of similar affluence

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- Analyze prevailing construction costs, market prices, lease rentals, etc. for different type of assets in the identified influence zones
- Analyze land transactions by volume and value in the Project Influence Zone over past 5 years and related tax/cess income collected by respective Government/agency
- Assess precedents supporting land value appreciation from public projects and likely impact MRTS or Urban Transportation Projects can create in the project influence zone.
- Assess the incremental land value that may be created due to the proposed corridor development.
- Review of public finances
 - Review of Indian public sector of budgetary and financial situation on its central government, State Government and, if required, the major municipalities/nodes falling under Project Influence Zone
 - Long term perspective of their finances — both revenue and expenditure, and their debt pay-back capacity with or without LVC
- Review of statutory and regulatory framework
 - Review and analyze local taxation systems or public service charge systems (local level) in the identified influence zone
 - Review of applicable statutory and regulatory framework for above
 - Impact of Goods Service Tax (GST) with regard to such taxation and service charge regime
 - Map existing mechanism of tax and user charge collection in the Project Influence Zone in different cities of Uttar Pradesh.
 - Review of urban regulations and/or applicable acts/policies governing transit oriented development, real estate development at the proposed areas and project influence zone
 - Identify gaps in the existing regulatory framework and suggest policy/regulatory interventions necessary to harness LVC potential
- Options to harness LVC potential
 - Devise/assess LVC mechanisms in Project Influence Zone focusing on capturing value through increased land values
 - This can include detailed evaluation of Tax Incremental Financing (TIF), Betterment Levy, Special Assessment Charges, Transportation System Development Charges, Additional Cess, and other options.
 - Feasibility of the appropriate mechanism in the Indian and regional context shall be evaluated
 - Assess other opportunities of raising funds as a part of LVC by direct interventions in regional development like reclassification of land, densification, etc. as well as contributions from land owners and direct/indirect beneficiaries
- Financial and economic assessment of LVC options
 - Preparation of financial model to determine the increase in land value Project Influence Zone, as a result of the urban transportation projects. Assess structuring options by evaluating following key aspects:
 - Defining roles of each stakeholders like Central Government, State Governments and Private players in station area development

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activities

- Mechanism for capturing of incremental land value flow back to the project
- Building scenarios of the model based on the potential options such as analyzed previous activity and ownership of the land area development such as Government only (Central /State/SPV), private sector only, Government & private sector. Determination of optimal ownership structure.
- Quantitative evaluation of mechanisms for capturing of incremental growth in land value by the urban transportation.
- Carry out socio-economic analysis to evaluate impact of implementation of identified LVC mechanism
- Recommendation of proposed structure for sharing of land value capture potential between different stake holders.
- Suggest changes required in the existing rules/statutes/ regulations and enactment of new laws so as to optimize LVC.

(iv) Program Management Support

The consultant shall

- Support the Authority in Market Discovery for the proposed businesses involving external stakeholders (“investors”) including construction and infrastructure developers, financial institutions, etc. The key activities shall include.
 - Categorization under several buckets by business/ product/ services.
 - Prepare the company/corporate profile for each of the target companies (top 50 companies).
 - Assess their future business strategy.
 - Conduct interviews to test proposed project development structures and appetite for their participation in such projects, assess their risk and return expectations.
 - Assist the Authority in analyzing the financial impact of urban transportation projects on Govt. resources.
 - Assist as a Transaction advisor for selection of developer in accordance with laid down guidelines and parameters.
 - Assist the Authority in preparing reports/presentation for internal/ external meetings.
 - Assist the Authority in taking meeting notes, assess them to prepare action plans, and track progress.
 - Assist the Authority in preparing documentations, etc. necessary to obtain required minimum approvals and clearances as pre-requisite to start procurement/transaction process.
 - Assist the Authority in the preparation of guidelines/policies suitable for harnessing and implementing non-rail business potential and land value capture strategy.
 - Support the Authority in identification of areas/domains necessary for capacity building. Assist the Authority in preparing and managing capacity building programs.
 - Knowledge transfer and handholding at the end of completion of assignment.

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3.0 The project team shall comprise of the following key personnel and experts meeting the qualifications and experience as stated below :

A. Overall Project Supervising and Advisory Team

• **Team Leader**

- Graduate in Engineering /Economics/Commerce and Post Graduate Diploma /MBA from a reputed institute or Chartered Accountant.
- Minimum 15 years of experience in the field of infrastructure sector which shall include railways, urban transport ,industrial corridors ,roads/bridges ,airports, ports, power ,logistics) involving financial feasibility /project appraisal , financial modeling ,project structuring ,PPP transaction services, financial planning, tariff regulation.
- Should have worked as leader or head of a consultancy team for at least 2 (Two) Eligible Assignments as defined in Annexure-I -Eligibility Criteria and method of evaluation.

• **Business Planning and Financial Expert**

Graduate in Engineering /Economics /Commerce and Post Graduate Diploma /MBA from a reputed institute or Chartered Accountant

Minimum 10 years of experience in the field of infrastructure sector which shall include railways, urban transport , industrial corridors ,roads/bridges ,airports, ports ,power ,logistics) involving financial feasibility /project appraisal , financial modeling ,project structuring ,PPP transaction services, financial planning ,tariff regulation.

• **Real Estate Expert**

- Graduate in any discipline and Post Graduate Diploma /MBA from a reputed institute
- Degree in Law is preferred
- Minimum 10 years of experience in planning, financial structuring, formulation of business strategy etc. for large townships, mega commercial/housing projects.
- Must have sound understanding to provide assistance to the Authority in Land Value Capture
- Should have worked as real estate expert for at least 2 (two) township

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<p>Development projects, each having size of at least 500 acres <u>or Transit Oriented Development (TOD I Project along a Rail/Road based transport corridor for two projects each having TOD area of at least 500 acres.</u></p>
<ul style="list-style-type: none"> • Urban Planning Analyst - Bachelor of <u>Architecture/Bachelor of Civil Engineering/Bachelor of Urban/Town Planning</u> - Minimum 6 years of experience in the areas of urban planning, architecture and <u>relevant related</u> domains.
<p>Public Finance Analyst</p> <ul style="list-style-type: none"> - Post Graduate in Economics/Finance or MBA in Finance or Chartered Accountant - Minimum 6 years of experience in the areas of public finance for Central/State Govt. or local governments bodies.

B. Staff on deputation to the Authority

<ul style="list-style-type: none"> • Senior Consultant - Graduate in Engineering or Economics or Commerce with post graduate diploma in business management /MBA from a reputed institute <p>Minimum 6 years of experience in the infrastructure sector project management, financial modeling, financial feasibility, revenue strategy, innovative alternate methods of financing, business planning, policy and regulatory analysis, tariff determination /regulation etc.</p> <p><u>Should have worked for at least two Eligible assignments as defined in Annexure-I -Eligibility Criteria & method of evaluation.</u></p> <p>Should be well versed in preparation of PPT presentations, <u>Financial Modeling using EXCEL</u> etc.</p>
<ul style="list-style-type: none"> • Junior Consultant
<p>Graduate in Engineering or Economics or Commerce with post graduate diploma in business management /MBA from a reputed institute</p>
<p>Minimum 4 years of experience in the infrastructure sector project management, project appraisals, financial feasibility etc.</p>
<p>Should be well versed in preparation of PPT presentation, <u>Financial Modeling using EXCEL</u> etc.</p>

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Out of the above personnel, the Team Leader, Business Planning and Financial expert and staff of deputation to the Authority must be full time employees of the Bidder. However other personnel can be hired by the bidder from market as per requirement subject to the condition that a personnel once deputed on this assignment shall not be changed by the Consultant during the assignment period without permission of the Authority .The above is considered necessary for the continuity of the assignment.

4. Mode of provision of services

- (i) The personnel mentioned at A above i.e. Overall Project Supervisory and Advisory team shall contribute the following man days per month at the Authority's office or at the location advised by the Authority, as per the requirement of the Authority during the assignment period.

Team Leader – 2 Man days per month

Other members – 10 Man days per month

- (ii) The personnel mentioned at B above i.e. Staff on deputation to the Authority comprising of Senior Consultant and **Junior** Consultant shall be deputed to Lucknow or any other location advised by the Authority on full time basis throughout the duration of the assignment.

For the above purpose, a Man day means full working day from 930 am to 600 pm. However in case of exigencies, the personnel shall be required to work beyond the above working hours and in such case no additional compensation shall be payable .In case of the staff on deputation to the Authority, the services shall be counted for full man day only .However in case of personnel under A, the provision of half day services (**up to 5 hours**) shall also be counted. The staff on deputation to the Authorities office shall be deputed within the period stated in Letter of Acceptance issued by the Authority in favor of the Consultant.

5.0 Assignment Duration (Contract Period) and its extension

- (i) The duration of the above assignment (Contract period) shall be 12 Months (Twelve Months) from the date of issue of letter of acceptance by the Authority. The above assignment period/contract period can be extended for further period by the Authority for maximum of 12 months depending on the performance of the consultant at the same accepted rates & terms and conditions and as per the requirements of the Authority.

6.0 Submission of Performance Security by the successful bidder

Within 28 days of issue of the Letter of Acceptance by the Authority, the successful Bidder shall furnish to the Authority a Performance Security in the form of bank guarantee on the format annexed at **Annexure-VI** from a Scheduled Indian Bank acceptable to the Authority for an amount equal to 5% (Five percent) of the original Contract value. In case of revision of the contract value, the value of the above bank guarantee shall be revised so that the value of bank guarantee is equal to five percent of the revised contract value.

- (i) The above Bank Guarantee shall be kept valid for the stipulated contract/assignment period plus three months. In case of extension of the assignment period /contract period, the validity of the above bank guarantee shall be suitably extended three months beyond the extended completion period.
- (ii) No payment under the contract shall be made to the consultant, before receipt of performance security.

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- (iii) Failure of the successful Bidder to furnish the required performance security shall be a ground for the annulment of the award of the Contract and they will be debarred from participating in further Bidding for the same work with the Authority.

7.0 Quoting of rates/prices and Inclusions in the Quoted/ Accepted rates

7.1 The rates/prices are to be quoted only as per the format of financial bid at Annexure-The rates are to be quoted only in Indian Rs.

7.2 The quoted /accepted rates for various categories of personnel shall include all the cost towards provision of the personnel including their salary, conveyance expenses between home/place of stay and the Authorities office location, Medical, Insurance and all other perks/facilities and nothing extra over and above the accepted rates shall be paid by the Authority

8.0 Method and mode of payment

For each category of the personnel provided by the Consultant to the Authority, a monthly time sheet as per the Format, which will be mentioned in RFP shall be maintained by the Consultant which shall be approved by the nominated official of the Authority. The above sheet shall be the basis for the purpose of release of payment.

The payment will be made on monthly basis against submission of an invoice (in three copies) by the Consultant which shall be supported by the originals of the time sheets duly approved by the nominated official of the Authority. Payment will be made only for the man days approved by the nominated official of the Authority.

The reimbursement for the out of station expenses, if incurred by the Consultant, shall be made as per the modalities stated in General terms & conditions, on submission of stipulated documents.

The payment will be made by way of an account payee cheque/RTGS as per the bank account details provided by the Consultant.

9.0 Deduction of Income Tax at source

While releasing the payment for the services provided (excluding reimbursements), Income tax as per the prevailing tariff shall be deducted from the payments for which TDS certificate shall be issued to the Consultant.

10.0 Payment of Service tax on the services provided (excluding reimbursements)

Over and above the accepted man day rates, service tax shall be paid to the consultant as per the prevailing tariff .In the Financial bid the bidder is required to state the prevailing applicable tariff of service tax. Irrespective of the above submission by the bidder in its bid, service tax shall be paid as per the prevailing tariff at the time of provision of services. Service tax shall be paid on submission of a service tax paid invoice by the Consultant. The payment of service tax in the first invoice of the Consultant shall be released on submission of a copy of valid Service Tax Registration Certificate. The payment of service tax in the subsequent invoices shall be released on submission of documentary proof of depositing the service tax paid in the previous bill with the concerned authorities. Service tax shall not be paid on reimbursements made to the Consultant.

11.0 Facilities to be provided by the Authority to the Consultants Personnel

For the personnel provided on full time basis in the Authority's office, the Authority shall provide the following facilities, free of cost:

- (i) Office space with required furniture, telephone and internet connection

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- (ii) Canteen facility, if available, as provided to the employees of the Authority
- (iii) Other facilities such as local transport, domestic and overseas travel related expenses including stay, per-diem shall be as per the General Terms and Conditions.

4- चयनित कन्सल्टेंट की फीस का वहन/भुगतान सम्बन्धित विकास प्राधिकरणों/संस्थाओं द्वारा शेयरिंग बेसिस पर समान रूप से किया जायेगा।

भवदीय,

नितिन रमेश गोकर्ण
प्रमुख सचिव।

संख्या व दिनांक तदैव।

उपर्युक्त की प्रतिलिपि निम्नलिखित को सूचनार्थ एवं आवश्यक कार्यवाही हेतु प्रेषित :-

- 1- प्रमुख सचिव, अवस्थापना एवं औद्योगिक विकास विभाग, उ०प्र० शासन।
- 2- समस्त मण्डलायुक्त, उ०प्र०।
- 3- अधिशासी निदेशक, आवास बन्धु, उ०प्र०, लखनऊ।
- 4- समस्त नगर आयुक्त, उ०प्र०।
- 5- गार्ड फाईल।

आज्ञा से,

अरुणेश कुमार दिववेदी
अनु सचिव।