**Preliminary Draft**

**JOB DESCRIPTIONS AND QUALIFICATIONS OF KEY PERSONNEL**

**XXXXX PPP Unit**

**Chief Executive Officer**

***Job Description:*** The CEO is tasked with the establishment of a PPP Unit for the Government of XXXX. This challenging position will require both organisational skills as well as an ability to deal with a variety of stakeholders at a senior level and from a background of deep experience and wide understanding of private financing of infrastructure. The key deliverables of the CEO are to:

* Establish a fully functional PPP Unit that is capable of ensuring that the needs of the Government of XXXX are met when it comes to a PPP programme that delivers projects that are sustainable and financed and delivered by the private sector
* Ensure that PPP projects are prepared for competitive market bidding in such a way that all financial and risk components are adequately identified, quantified and allocated in a manner consistent with prescribed methodologies.
* Provide assistance to line ministries at all stages of a project lifecycle-In the preparation of initial project investment proposals for projects that could be suitable for PPP, the appointment of transaction advisors to assist in the project preparation feasibility study, ensuring the study is of adequate quality for review; ensuring the financing structure is sound and the involvement of State Financial Institutions is appropriate; ensuring bidding documents are suitable for market issuance; assisting the Line Ministry with bidding processes and bidder ; assisting the Line Ministry with negotiation and award of the PPP contract and assisting the Line Ministry with contract management
* Assist the Ministry of Finance in establishing and managing a Project Development Facility for the provision of funding for transaction advisors as set out below.
* Develop standard methodologies for PPP project preparation, competitive bidding, negotiation and contract management of PPP contracts and to ensure these are applied.
* These would include methodologies related to:
  + Project inception including screening for PPPs and Terms of Reference (ToR) for transaction advisors
  + PPP Feasibility Studies
  + PPP Bidding Documents
  + Negotiation Guidelines
  + PPP Contract Management
* Develop Standard PPP Contract Provisions. The development of these is a very intensive process requiring consultation and negotiation of risk issues with public and private sector bodies.
* Assist the MoF in the approval of PPP projects in accordance with the budget code requirements by providing expert advice on the structuring of the projects and the allocation of risk to the private sector in the review of the feasibility studies. This would be required to ensure that the approving authorities make their decisions on the best information on costs, revenues and risks
* Assist the Ministry of Finance (MoF) in the identification, quantification and management of fiscal risks arising from PPP projects.
* Provide practical advice to the PPP policies and practices;
* Provide training to all Ministries, departments and agencies on PPP preparation, procurement and management and
* Be responsible for required stakeholder interactions with public and private sector institutions and companies to ensure that the XXXX PPP programme is well coordinated, marketed and represented at a very senior level.

***Qualifications***: The CEO must be a strong leader, with experience in project finance at a senior level capable of both developing a strong PPP Unit and engaging with public and private sector stakeholders at the highest level.

* 10 to 15 years of successful and verifiable experience in as a senior management position with a reputable investment company/ bank or project sponsor
* Preferably a post graduate qualification in finance with a supplementary Business Administration qualification
* Must be a top class manager who is driven and proactive
* Must be able to lead large teams with complex task requirements
* Must be able to analyze and solve complex problems
* Must have a balanced personality with excellent communication and interpersonal skills
* Comfortable with public speaking and dealing with media

**Operations Officer**

***Job Description:*** The Operations Officer will be responsible for the operations, and administration systems as well as the PPP training and business development programmes of the XXXX PPP Unit. In short the Head: Corporate Affairs will ensure that the Unit runs smoothly, reliably, efficiently and effectively in performing its core functions as well as be responsible for providing in-house and outsourced training programmes of international standard and creating awareness about PPPs amongst the public and private sector stakeholders, and keeping them abreast of the Unit’s activities. Detailed functions of the Operations Officer are listed below:

* Supervise financial administration, including the preparation of financial statements, budgets and forecasts
* Ensure that adequate funding is received in a timely fashion, and is in place for all aspects of the PPP Unit operations
* Procure goods and services
* Liaise with auditors, lawyers, tax advisers, bankers and shareholders
* Develop and implement Standard Operating Procedures for the PPP Unit
* Assist the CEO in appraisal and administrative functions as required
* Recruit and assist external auditors
* Ensure that all communications functions are fulfilled
* Manage the development, operation and maintenance of the Management Information System (including databases)
* Develop and maintain an updated list of key stakeholders in public and private sectors
* Publish in hard copy a quarterly newsletter and circulate it amongst the key stakeholders
* Develop and maintain a website that provides background information, contact details, project updates, guideline documents, electronic copies of the newsletter etc.
* Develop and run training programs for stakeholders from the public and private sectors, as well as implementing agencies on Public Private Partnerships, preparing project feasibility studies, preparing tender documents, evaluating proposals, negotiating contracts, monitoring contracts etc.
* Develop and operate a Help Desk to answer queries on the PPP Unit’s operations and to provide information to stakeholders and clients
* Organize workshops, seminars and conferences to promote Government policy on Public Private Partnerships, best practice in infrastructure procurement and the functions of the PPP Unit
* Be the focal point for interaction with the media
* Prepare press briefings and organize press conferences
* Assist government departments and agencies in preparing presentations, proposals etc.
* Develop, publish and circulate promotional materials such as brochures, pamphlets etc.

***Qualifications***: The Operations Officer must be a mature, driven and a hands-on problem solver. Key qualifications required are listed below:

* Preferably 7 - 10 years of successful and verifiable experience in a senior management/ operations officer position preferably in a private sector company
* Preferably a post graduate qualification in finance with a supplementary Business Administration and /or marketing qualification
* Must be a good manager who is driven and proactive
* Must be able to analyze and solve complex problems
* Must have a balanced personality with excellent communication and interpersonal skills
* Must be able to work independently as well as part of a team
* Comfortable with public speaking and dealing with media

**Project Appraisal Specialist**

***Job Description***: TheProject Appraisal Specialist will be responsible for the frontline operations of the PPP Unit insofar as this relates to project appraisal and technical assistance to line ministries undertaking concession projects. S/he will continuously interact and liaise with project sponsors and ensure that only quality projects are presented to the Government. Detailed functions of the Project Appraisal Specialist are listed below:

* Lead the Project Appraisal Department of the PPP Unit
* Recruit and manage a team of professionals (including sector specialists, engineers etc.) at mid-management level to support the functions of the Project Appraisal Department of the PPP Unit
* Conduct initial project screening, interview potential project sponsors, assist in the appointment of Transaction Advisors and check accuracy of information provided and evaluate capacity of the parties to successfully implement the proposed project
* Provide guidance to sponsors and make recommendations to improve the proposals, where needed
* Analyze and recommend PPP risk allocation and develop an appropriate risk profile for the project
* Prepare and submit recommendations on PPP projects to the MoF. Each recommendation should cover the proposed PPP activity and describe the strengths, weaknesses, opportunities and threats
* Liaise with PPP Unit legal experts and financial advisors for each application and coordinate their inputs into the MoF proposal
* Contribute to the development of the Management Information Systems component that tracks and monitors progress on projects
* Contribute to the development of PPP Methodologies
* Monitor and report internally on the progress of each assigned project
* Perform such other tasks assigned by the CEO as may become necessary

***Qualifications***

* Degree in Engineering or related technical field
* Preferably 7 - 10 years of successful and verifiable experience in the financing of projects in the investment banking and / or project finance fields
* Must be a good manager who is driven and proactive
* Must be able to analyze and solve complex problems
* Must have a balanced personality with excellent communication and interpersonal skills
* Must be able to work independently as well as part of a team
* Must be comfortable with developing and analyzing complex financial models for infrastructure projects capable of sensitivity analysis
* Must be exposed to economic cost benefit analysis of infrastructure projects
* Must be familiar with regulations relating to banking, finance and taxation in Pakistan
* Preferably have an MBA with a Finance major

**Legal Specialist**

***Job Description:*** The Legal Specialist will be responsible for all legal and regulatory aspects of each project proposal and will pronounce on the completeness and accuracy of the same. S/he will also be responsible for recommending standard contracting provisions and drafting and reviewing of project agreements and compliance with regulatory requirements. Detailed tasks include:

* Recruit and manage a team of professionals at mid-management level to support the functions of the Legal Department of the PPP Unit
* Liaise with project sponsors on all legal and regulatory matters pertaining to their proposals
* Maintain contact with all regulatory agencies to ensure the PPP Unit is kept fully advised on developments in this area
* Vet and comment on specific contracts and agreements
* Provide written opinions on legal and regulatory matters related to project development
* Contribute to the development of the Management Information System in terms of developing a database of relevant legislative and regulatory material, global best practice and development of standardized contractual provisions and security documents
* Contribute to the development of PPP Methodologies
* Manage the preparation of Standardized PPP Contract Provisions
* Hire and brief outside legal opinion or advise
* Perform such other tasks as assigned by the CEO as may become necessary

***Qualifications***

* Preferably 7 - 10 years of successful and verifiable experience in a project finance environment, preferably the legal department of an investment bank or a private law firm acting on behalf of private sector investors in a project finance transaction
* Must be a good manager who is driven and proactive
* Must be able to analyze and solve complex problems
* Must have a balanced personality with excellent communication and interpersonal skills
* Must be able to work independently as well as part of a team
* Experienced in the drafting and negotiating complex PPP/Concession agreements
* Degree in Law with emphasis on contracting, corporate finance and project finance

**PPP Financial Specialist**

***Job Description:*** The PPP Finance Specialist is expected to provide expert input into all PPP projects on the financial structuring and explicit and implicit financial costs to government. The Specialist will this be someone with solid project finance experience on a number of projects in a number of sectors from a private sector financing perspective as well as experience in understanding the project risks to both public and private sector participants. In particular s/he will be required to:

* Advise line ministries and other government entities on the feasibility studies required in order to demonstrate project viability
* Advise on the appropriate financial structure for these projects based on a knowledge of the market’s ability to provide finance and bear risk
* Ensure that the government’s explicit and implicit fiscal obligations and risks are determined in the feasibility study stage and that these are communicated to the MoF risk and debt management unit and managed appropriately. This includes guarantees and other instruments.
* Analyse all financial models, both in the feasibility studies and in proposals submitted as part of the competitive bidding process to ensure that the projects are affordable, financially sound and sustainable with appropriate risk allocation
* Contribute to the development of the Management Information System in terms of developing a database of relevant legislative and regulatory material, global best practice and development of standardized contractual provisions and security documents
* Contribute to the development of PPP Methodologies
* Hire and brief outside financial advisors as necessary
* Perform such other tasks as assigned by the CEO as may become necessary

***Qualifications***: The PPP Finance Specialist must be a mature, driven and a hands-on problem solver. Key qualifications required are listed below:

* Must have at least 7 - 10 years of successful, verifiable and relevant experience in a project finance environment, either as an equity sponsor or an investment bank
* A post graduate qualification in finance
* Must be a good manager who is driven and proactive
* Must be able to analyze and solve complex problems
* Must have a balanced personality with excellent communication and interpersonal skills
* Must be able to work independently as well as part of a team