



REPUBLIC OF THE PHILIPPINES

PHILIPPINE STATISTICS AUTHORITY

SUPPLEMENTAL PRE-QUALIFICATION BID BULLETIN NO. 05-2015

PROJECT: CIVIL REGISTRY SYSTEM-INFORMATION TECHNOLOGY PROJECT PHASE II

TO ALL PROSPECTIVE BIDDERS:

For the purpose of clarifying the Instructions to Prospective Bidders (ITPB) for the aforementioned project, attached is:

1. Supplemental Pre-qualification Bid Bulletin No. 5, on the clarification of issues and responses to queries from the Prospective Bidders

The revised ITPB with the revised annexes will be released on December 4, 2015.

Please be reminded that the submission of Qualification Documents will be on December 18, 2015, Friday, between 9:00 AM to 1:00 PM.

For your guidance and information.

Issued this 1st day of December 2015.

A handwritten signature in cursive script, reading 'Estela T. de Guzman'.

ESTELA T. DE GUZMAN

Chairperson, PBAC

and Deputy National Statistician

Censuses and Technical Coordination Office

4

SUPPLEMENTAL PQ BID BULLETIN No. 5
Civil Registry System-Information Technology Project Phase II
1 December 2015

Bid Bulletin Reference No.	Specific Page/Section in Bidding Document	Query/Issue	PBAC Response/Clarification
PROJECT INFORMATION MEMORANDUM (“PIM”)			
PQ-BB5-01	PIM, sec. 3.2.6, p.13	<ol style="list-style-type: none"> 1. The PIM mentions that the operation and maintenance of the CRS-ITP2 System would involve the establishment of PSA-operated outlets. Who will undertake the site acquisition for the 41 new outlets? 2. For the 39 existing outlets to be upgraded, would the Concessionaire need to construct a temporary site for the existing outlets to operate their usual business? 3. For the outlets, who will approve the interior design based on the existing process flow? 	These shall all be taken up at the Concession Agreement.
PQ-BB5-02	PIM, sec. 3.2.8 <i>in relation to Annex B</i>	<ol style="list-style-type: none"> 1. The PIM provides that the CRS building to be constructed must have basement parking. In this regard, kindly provide information on the number of parking slots and other amenities of the building. 2. As regards the power requirements for the building, should there be 100% back-up with redundancy for the entire building, or only for the Data Center with nine (9) racks? 3. Please also provide information on the occupancy type of the floors of the building. In particular, will there be full office documentation with file storage? If it will be used for data storage, it would be necessary to install a fire suppression system with clean gas agent. 4. Kindly clarify the building classification or building type of the CRS Building. 	These shall all be taken up at the Concession Agreement.

Bid Bulletin Reference No.	Specific Page/Section in Bidding Document	Query/Issue	PBAC Response/Clarification
INSTRUCTIONS TO PROSPECTIVE BIDDERS (“ITPB”)			
PQ-BB5-03	-	Are there domestic preference guidelines, if applicable, for PSA bid evaluation in case consortium lead is a foreign entity?	There are no applicable domestic preference guidelines for this Project.
PQ-BB5-04	-	<p>Further to our email sent on November 10, 2015 requesting for PQ document submission deadline extension, we note the following Annexes have been revised or new.</p> <p>Annex QD 1-B Annex QD 2 Annex QD 3 Annex QD 7-B Annex QD 8-B Annex QD 8-C Annex QD 9 Annex QD 11-A Annex QD 11-B Annex QD 13</p> <p>We have yet to receive the revised Annexes nor revised ITPB, without which we cannot proceed in earnest with PQ document preparation.</p>	The revised ITPB together with the revised annexes shall be released in due course.
PQ-BB5-05	ITPB, secs. 2(II) and 4(b)	The ITPB provides that the Qualification Documents Submission Date shall be on November 27, 2015. We reiterate our request for an extension of a month and a half as discussed in our letter dated November 6, 2015.	Please refer to SBB No. 3 which provides that the Qualification Documents Submission Date shall be on December 18, 2015, from 9:00 am to 1:00 pm.
PQ-BB5-06	ITPB, sec. 4.	<p>We would like to request for an extension on the deadline of the submission date of Pre-Qualification Documents for the following compelling reasons:</p> <ol style="list-style-type: none"> 1. PSA has just recently issued Bid Bulletin 2-2015, which contains a number of significant revisions. Extending the deadline for submission shall give all interested parties time to appreciate the changes and prepare the appropriate documents. 	Please refer to SBB No. 3 which provides that the Qualification Documents Submission Date shall be on December 18, 2015, from 9:00 am to 1:00 pm.

Bid Bulletin Reference No.	Specific Page/Section in Bidding Document	Query/Issue	PBAC Response/Clarification
		<p>2. Clarification on Bid Bulletin 2-2015 with respect to the following critical matters is required:</p> <ul style="list-style-type: none"> • Entities satisfying the Technical Requirements as per PQ-BB2-19 and PQ-BB2-39 --- Please clarify if the following scenario is allowed: <ul style="list-style-type: none"> ○ Consortium Member 1 shall submit experience on the 1st Systems Integration Project and Image and Document Management Solutions Project ○ Consortium Member 2 shall submit experience on the 2nd Systems Integration Project <p>We request that the deadline be moved from November 27, 2015 to December 18, 2015.</p>	
PQ-BB5-07	ITPB, sec. 4.	<p>The Qualification Documents Submission Date (Deadline) has been set for 27th November, 2015 for 1.00pm</p> <p>We commend the PBAC TWG and Secretariat for the very detailed and helpful Supplemental Pre-Qualification Bid Bulletins Nos. 01 and 02 dated 14th October and 6th November, 2015 respectively. Whilst each PQ Bulletin has resolved various queries, it has also raised new ones, which now have to be addressed from scratch in the proper format.</p> <p>The latest PQ Bulletin 02-2015 Question: PQ-BB2-23 Page 8 under Annexure QD 8-C has now been amended and requires the Key Personnel overseas to now actually sign the document. This additional requirement will need the form to be physically sent to the personnel and after his signature, to be couriered back to the qualifying entity's head office before being attested locally, with the embassy and sent to the Philippines.</p> <p>Some of our consortium members are based in India where the festival of Diwali (Hindu New Year) has caused the week of 9th Nov. to be virtually washed out</p>	Please refer to SBB No. 3 which provides that the Qualification Documents Submission Date shall be on December 18, 2015, from 9:00 am to 1:00 pm.

Bid Bulletin Reference No.	Specific Page/Section in Bidding Document	Query/Issue	PBAC Response/Clarification
		<p>due to public holidays and festivals. This will make the submission of the new format issued very difficult within the stipulated timelines.</p> <p>The APEC summit in the Philippines has caused the loss 4 working days from the 17th to the 20th. November, 2015 to be declared as holidays, so that entire week is also unavailable to us.</p> <p>In view of the above very genuine and compelling reasons, we request that you kindly consider extending the Pre- Qualification Documents Submission Date by <u>2 weeks</u> to the 11th December, 2015.</p>	
PQ-BB5-08	ITPB, Sec. 4	<p>We note that according to the indicative schedule for the Bidding Process in the ITPB, the signing date of the CA would be after the elections and will likely be after the change of administration. To manage the risk of our participation in the project, please provide information on the measures being undertaken by the PSA and by the PPP Center to ensure the signing of the CA and guarantee the implementation of the project by the new administration.</p>	<p>The PSA and the PPP Center are taking all actions within their authority to conclude the tender and to execute the Concession Agreement during the term of the current administration. However, if this is not possible, they will take all actions to endorse the Project for implementation by the next administration.</p> <p>In this regard, it should be noted that the National Statistician, the head of the PSA, has a fixed term of five (5) years. Thus, the current National Statistician shall continue into the next administration, having a remaining term of three years.</p>
PQ-BB5-09	ITPB, Sec. 12.2.1(b)(1) <i>in relation to Annex QD 7-A</i>	<p>The ITPB on Systems Integration Experience requires the submission of two (2) client references which show: (a) successful completion of software development within the last ten (10) years from the Qualification Documents Submission Date and (b) having provided technical and helpdesk support for at least five (5) years.</p> <p>In this regard, we note that there are projects, which while referring to the same subject matter, are divided into different contracts. Initial software development is undertaken in the first contract and successive contracts are entered into for maintenance, upgrades, and</p>	<p>The client reference should pertain to at least one project that shows both (a) successful completion of software development within the last ten (10) years from the Qualification Documents Submission Date and (b) having provided technical and helpdesk support for at least five (5) years, irrespective of whether such project is undertaken under one or several contracts.</p>

Bid Bulletin Reference No.	Specific Page/Section in Bidding Document	Query/Issue	PBAC Response/Clarification
		<p>additional software development. It is possible therefore, that although system maintenance and technical helpdesk is continuously provided for five (5) years, this is under different contracts but for the same project. Additional software development is also undertaken as the contracts are renewed. Please confirm that the submission of this project is sufficient to satisfy the Systems Integration Experience.</p>	
PQ-BB5-10	<p>ITPB, Secs. 12.2.1(b)(1) <i>in relation to Annex QD 7-A</i> and 12.2.1(b)(2) <i>in relation to Annex QD 7-B</i></p>	<p>The ITPB provides that two (2) client references must be provided to show Systems Integration Experience and that one (1) client reference must be provided for Image and Document Management System Solutions Experience. The ITPB does not contain any prohibition against the submission of one project to satisfy both qualification requirements, as long as the project contains the components required for both experience requirements and the necessary attachments are provided. Please confirm that one project may be submitted twice – as proof of Systems Integration Experience and of Image and Document Management System Solutions Experience.</p>	<p>We confirm that one project may be submitted twice – as proof of Systems Integration Experience and of Image and Document Management System Solutions Experience.</p>
PQ-BB5-11	<p>ITPB, Secs. 12.2.1(b)(1) <i>in relation to Annex QD 7-A</i>, 12.2.1(c) <i>in relation to Annex QD 8-B</i>, 12.3 <i>in relation to Annex QD 9</i></p>	<p>The qualifications for Systems Integration experience and key personnel both require a minimum contract value. Financial qualification likewise requires a minimum net worth. All of these values are expressed in Philippine Pesos.</p> <p>There are instances when contract values and net worth are expressed in other currencies, especially when the Prospective Bidder, Consortium Member, or their Affiliate is a foreign entity. We note that in other PPP projects, there are rules provided for conversion of foreign currencies into Philippine Pesos and they usually provide a specific date on which the exchange rate shall be reckoned.</p> <p>In this regard, please provide us with the rules for conversion of foreign currencies into Philippine Pesos. We propose that the exchange rate be based on the</p>	<p>The contract value shall be converted to its equivalent price in 2015 by applying the official inflation rates of the countries where the projects are located and the foreign exchange rates specified by the Bangko Sentral ng Pilipinas prevailing as of forty-five (45) days before the Qualification Documents Submission Date, <i>i.e.</i> November 3, 2015.</p> <p>Each Prospective Bidder shall submit both the relevant original contract prices and its methodology for determining the equivalent prices in 2015.</p>

Bid Bulletin Reference No.	Specific Page/Section in Bidding Document	Query/Issue	PBAC Response/Clarification
		Reference Exchange Rate Bulletin published by the Bangko Sentral ng Pilipinas. In addition, we suggest that the exchange rates be reckoned as of October 31, 2015, which is sufficiently close to the Qualification Documents Submission Date, <i>i.e.</i> , November 27, 2015.	
PQ-BB5-12	ITPB, Sec. 12.2.1© <i>in relation to Annexes 8-A and 8-B</i>	<p>1. We note that the ITPB provides that the Prospective Bidder, Consortium Members, or their Affiliates must have on its rolls personnel with certain qualifications and experience. Annex 8-A further provides that it contains the “list of key personnel to be engaged for the project”.</p> <p>In this connection, we would like to inquire whether substitution of key personnel – provided the substitute is shown to be qualified and shown to possess the necessary experience – would be possible after Pre-qualification and even during the implementation of the project. Please also clarify whether there is a lock-up period for key personnel from the signing of the CA.</p> <p>2. For key personnel proposed other than the Project Manager, Annex QD 8-B requires them to provide the contract values of projects cited for their key experience even if pursuant to the ITPB, no minimum value is required for their qualification. Inasmuch as the project cost or contract value is not a qualification requirement for these personnel, and that the actual value of a project is not ordinarily shared with lower ranked personnel, we propose that providing an estimate of the project cost be considered acceptable by the PSA for positions other than the Project Manager.</p> <p>3. For key personnel, the ITPB requires the proposed Business Analyst to possess a Bachelor’s Degree in Business Administration or related field. Since the Project involves software development and information technology, some candidates are being considered who, while not possessing a degree in</p>	<p>1. The PBAC may allow and approve the substitution of key personnel during the Qualification Period, provided that the substitute is shown to be qualified and to possess the necessary experience. Any lock-up period for key personnel from the signing of the Concession Agreement will be dealt with in that Agreement.</p> <p>An application for substitution must be filed with the PBAC no later than 45 days before the Bid Proposal Submission Date together with the relevant Qualifications Documents revised to reflect the proposed substitution.</p> <p>For this purpose, Section 18.3 is accordingly amended as follows:</p> <p><u><i>Insert as Section 18.3.c.</i></u></p> <p><u>c. Key Personnel</u></p> <p><u>The Pre-qualified Bidder may substitute any pre-qualified key personnel, provided that the substitute meets or exceeds the particular qualification requirement or necessary experience which such withdrawing key personnel was proposed to meet.</u></p> <p><u>A Pre-qualified Bidder may only submit a single application with the PBAC during the Qualification Period for all proposed changes to its Key Personnel no later than forty-five (45) days before the Bid Proposal Submission Date. Together with its application, the Pre-qualified Bidder should</u></p>

Bid Bulletin Reference No.	Specific Page/Section in Bidding Document	Query/Issue	PBAC Response/Clarification				
		<p>Business Administration, have degrees in Computer Science, and have taken business units and/or are in the possession of certifications from international organizations that they are adequately trained in business administration or business management (e.g., Certified Professional for Requirements Engineering (CPRE) or Certified Business Analysis Professional (CBAP)). We believe their qualifications and experience are sufficient to participate in the Project, given its technical nature. Please confirm that the possession of a Bachelor's Degree in Computer Science (but with units and or certifications on Business Administration and/or Management) is acceptable for the position of Business Analyst.</p>	<p><u>submit the relevant Qualification Documents revised to reflect the proposed substitution. The proposed substitution shall only be approved if the Pre-qualified Bidder complied with all the Qualification Requirements and the others terms and conditions of the ITPB, and if such change does not delay the submission of Bid Proposal on the Bid Proposals Submission Date.</u></p> <p><u>If the proposed substitution is not approved by the PBAC, the applying Pre-qualified Bidder shall retain the previously pre-qualified Key Personnel proposed to be substituted.</u></p> <p><i>Renumber the current Section 18.3.c to 18.3.d.</i></p> <p>2. This request is denied. The actual contract value should be indicated.</p> <p>3. The request is accepted.</p> <p>For this purpose, the ITPB is according amended as follows:</p> <p><i>Amend item 6 in the table under Section 12.2.1.c</i></p> <table border="1" data-bbox="1367 987 1906 1242"> <thead> <tr> <th data-bbox="1367 987 1524 1045">Position</th> <th data-bbox="1524 987 1906 1045">Minimum Qualifications and Type of Experience Required</th> </tr> </thead> <tbody> <tr> <td data-bbox="1367 1045 1524 1242">6. Business Analyst</td> <td data-bbox="1524 1045 1906 1242"> <ul style="list-style-type: none"> Five (5) years of demonstrated experience in the business process design in information technology and modeling in a team setting </td> </tr> </tbody> </table>	Position	Minimum Qualifications and Type of Experience Required	6. Business Analyst	<ul style="list-style-type: none"> Five (5) years of demonstrated experience in the business process design in information technology and modeling in a team setting
Position	Minimum Qualifications and Type of Experience Required						
6. Business Analyst	<ul style="list-style-type: none"> Five (5) years of demonstrated experience in the business process design in information technology and modeling in a team setting 						
PQ-BB5-13	ITPB, sec. 12.3 in relation to Annex QD-9 and SBB No. 2, PQ-BB2-29	1. In clarifying query PQ-BB2-29 regarding inconsistency between Section 12.3 Financial Qualification Requirement and Annex QD-9 Attachment #3 in respect of financial qualification; what is the reason for deleting the options – viz. (a)	In order for an entity to meet the Financial Qualification Requirement it must show that it has both: (a) a Net Worth or a Set-Aside Deposit of at least Php700 million or equivalent and (b) the ability to obtain credit				

Bid Bulletin Reference No.	Specific Page/Section in Bidding Document	Query/Issue	PBAC Response/Clarification
		<p><i>qualified to obtain credit facilities from such bank of at least Php 850M or, (b) cash balance of no less than Php 700M or (c) any combination of (a) and (b) amounting to Php 1,500M.?</i></p> <p>2. As we are currently working towards satisfying the requirement using one of the options, may we request for reinstatement of the original options.</p>	<p>accommodations of at least Php850 million.</p> <p>For this purpose, the following provisions and annexes of the ITPB are accordingly amended:</p> <p>1. <u>Insert the defined term "Set-Aside Deposit" in Section 2 of the ITPB</u></p> <p>Set-Aside Deposit means the amount referred to in Section 12.3, which amount shall be deposited by the Prospective Bidder with a domestic universal/commercial bank or an international bank with a subsidiary/branch in the Philippines or any international bank recognized by the <i>Bangko Sentral ng Pilipinas</i> and which amount shall not be withdrawn by the Prospective Bidder for the duration of the Bidding Process.</p> <p>2. <u>Revise Section 12.3:</u></p> <p>To qualify to bid for the Project, the Prospective Bidder or a related entity:</p> <p>(a) must have <u>(1) a net worth of at least Seven Hundred Million Pesos (PhP 700,000,000.00) or equivalent as of its latest audited financial statements, which must be dated not earlier than 31 December 2014, or (2) a Set-Aside Deposit equivalent to the same amount;</u> and</p> <p>(b) provide a testimonial letter from a domestic universal/commercial bank or an international bank with a subsidiary/branch in the Philippines or any international bank recognized by the <i>Bangko Sentral ng Pilipinas</i> attesting that the Prospective Bidder or a related entity is banking with them and that they are in good financial standing and is qualified to obtain credit accommodations from such banks for at least PhP 850,000,000.00 to</p>

Bid Bulletin Reference No.	Specific Page/Section in Bidding Document	Query/Issue	PBAC Response/Clarification				
			<p>finance the project.</p> <p>3. <u>Revise item 1 of the Notarized Statement of Financial Capability in Annex QD 9</u></p> <p>1. The (name of entity) has (a) a minimum net worth equivalent to at least Seven hundred million pesos (PhP 700,000,000) or its equivalent as of its audited financial statements for the most recent fiscal year, a certified true copy of which is attached to this certificate, or (b) a Set-Aside Deposit of the equivalent amount.</p> <p>4. <u>Insert as item 12 in the financial information table in the notarized statement of financial capability in Annex QD 9:</u></p> <table border="1" data-bbox="1360 760 1906 816"> <tr> <td>Financial Information</td> <td>20xx</td> </tr> <tr> <td>12. Set-Aside Deposit (if any)</td> <td></td> </tr> </table> <p>5. <u>Renumber the current item 12 and 13 in the financial information table in the notarized statement of financial capability in Annex QD 9 as item 13 and 14.</u></p>	Financial Information	20xx	12. Set-Aside Deposit (if any)	
Financial Information	20xx						
12. Set-Aside Deposit (if any)							
PQ-BB5-14	ITPB, Sec. 13.3(j) <i>in relation to Annex QD 9</i> , Supplemental PQ Bid Bulletin No. 01-2015, PQ-BB1-19, and Supplemental PQ Bid Bulletin No. 02-2015, PQ-BB2-56	One of the required attachments to Annex QD 9 is a testimonial letter from a domestic universal or commercial bank attesting that the Prospective Bidder or Lead Member or any of their Affiliates is "qualified to obtain credit facilities from such bank of at least PhP 850,000,000.00". Please confirm that this attestation may be made by the bank on a non-committal basis.	The bank need not commit to provide the credit facilities but must clearly attest and indicate that the Prospective Bidder or Lead Member or any of their Affiliates is qualified to obtain such credit facilities.				
PQ-BB5-15	ITPB, Sec. 13.3(l)(ii) <i>in relation to Annex 11-B</i> (as amended by Supplemental PQ Bid	1. Annex QD 11-B provides that it shall be submitted by each Consortium Member, and should contain the resolutions indicated therein.	1. This request is denied. 2. This request is denied.				

Bid Bulletin Reference No.	Specific Page/Section in Bidding Document	Query/Issue	PBAC Response/Clarification
	Bulletin No. 02-2015, PQ-BB2-56	<p>Among the resolutions required is the designation of a Consortium Member as a Lead Member. If Annex QD 11-B is submitted by the Lead Member, however, we believe it would be more appropriate to require a resolution <u>accepting</u> its designation as a Lead Member as it could not reasonably designate itself as Lead Member. Accordingly, we request that the ITPB be amended to provide alternative resolutions for the Lead Member.</p> <p>2. Supplemental PQ Bid Bulletin No. 02-2015, PQ-BB2-56, clarifies that a Prospective Bidder that is a Consortium is allowed to designate two (2) representatives, like Prospective Bidders that are partnerships and corporations. In this connection, we would like to inquire whether the two (2) authorized representatives may separately be designated, <i>i.e.</i>, one representative for the Pre-qualification and another for the execution, signing, submission and receipt of documents for the Consortium.</p> <p>This is relevant because personnel of the Consortium Members are restricted by their respective limits of authority, and it is likely that the authority to act as representative for Pre-qualification, and the authority to execute, sign, and receive documents do not concur in one person.</p> <p><u>Proposed Re-draft:</u></p> <p>RESOLVED FURTHER, that the <i>(Consortium Member)</i> in the exercise of its interest in the Consortium hereby:</p> <p>(a) designates <i>(name of Lead Member of Consortium)</i> as Lead Member of the Consortium with the authority to represent Consortium during the Pre-qualification of Prospective Bidders for the Project;</p> <p>(b) authorizes <i>(name of primary authorized representative of Lead Member)</i> and <i>(name of alternate</i></p>	

Bid Bulletin Reference No.	Specific Page/Section in Bidding Document	Query/Issue	PBAC Response/Clarification
		<p><i>representative of Lead Member</i>) as representatives of the Consortium during the Bidding Process for the Project, and for such purpose shall have the authority to execute, sign, submit and receive documents for, and otherwise act in the name of the Consortium.</p> <p>RESOLVED, FURTHER, that any and all acts done and/or performed by <i>(name of Lead Member of Consortium)</i>, <i>(name of primary representative)</i> or <i>(name of alternate representative)</i> under and by virtue of this resolution be, as they are hereby, confirmed and ratified.</p> <p><u>[Or, if the entity submitting Annex QD 11-B is the Lead Member]</u></p> <p>RESOLVED FURTHER, that the <i>(Consortium Member)</i> in the exercise of its interest in the Consortium hereby:</p> <p><u>(a) accepts its designation designates (name of Lead Member of Consortium) as Lead Member of the Consortium with the authority to represent Consortium during the Pre-qualification of Prospective Bidders for the Project;</u></p> <p><u>(b) authorizes (name of primary authorized representative of Lead Member) and (name of alternate representative of Lead Member) of (name of Lead Member of Consortium) as its representative and as representative of the Consortium during the Bidding Process for the Project, and for such purpose shall have the authority to execute, sign, submit and receive documents for, and otherwise act in the name of the Consortium.</u></p> <p>RESOLVED, FURTHER, that any and all acts done and/or performed by <i>(name of Lead Member of Consortium)</i> and <i>(name of authorized representative)</i> under and by virtue of this resolution be, as they are hereby, confirmed and ratified.</p>	
PQ-BB5-16	ITPB, sec. 13.3.I(ii) in	Will PSA allow the submission of Annex QD 11-B on the	This request is denied.

Bid Bulletin Reference No.	Specific Page/Section in Bidding Document	Query/Issue	PBAC Response/Clarification
	relation to Annex QD 11-B	basis of a notarized Special Power of Attorney (SPA) in lieu of a Secretary's Certificate. We have experienced in other projects that this has been allowed.	
PQ-BB5-17	Section 18.3	<p>1. Bullet point no. 3 of Section 18.3.b(ii) of the Lock-Up Rules provides that in case a Consortium Member leaving the Consortium is the only entity which is proposed to meet a particular Technical Qualification Requirement, then such Consortium Member should be substituted by an entity which also meets the particular Technical Qualification Requirement which the withdrawing Consortium Member was supposed to meet.</p> <p>Inasmuch as the Systems Integration Experience requirement (which is a Technical Qualification Requirement) is required to be met by the Lead Member (see Section 12.2.1.b in relation to Supplemental PQ Bid Bulletin No. 01-2015, PQ-BB1-17), kindly confirm that the Lead Member may withdraw and be replaced by another entity.</p> <p>2. In relation to the foregoing, bullet point no. 2 of Section 18.3.b(iv) of the Lock-Up Rules provides that in the event of Withdrawal, Substitution or change in equity interest in the Concessionaire, "No Consortium Member, on its own or together with its Affiliates, shall own a greater percentage of equity interest in the Concessionaire than the Lead Member, on its own or together with its Affiliates". We note however that the ITPB does not prohibit any Consortium Member from being Affiliates of other Consortium Members. In this regard, in the event of Substitution of the Lead Member, the rule in bullet point no. 2 of Section 18.3.b(iv) may apply if affiliated Consortium Members (other than the Lead Member) collectively own an equity interest in the Concessionaire greater than the Lead Member.</p> <p>We illustrate.</p>	<p>1. The Lead Member may not withdraw and be replaced by another entity.</p> <p>For this purpose, Section 18.3.b(ii) is revised as follows:</p> <p>(ii) A Consortium Member may be replaced by another entity not previously identified in the Consortium's Business Plan (Annex QD 1-B) ("Substitution"), subject to the following conditions:</p> <ul style="list-style-type: none"> • Any Consortium Member, <u>except the Lead Member</u>, can be substituted by another entity. • *** • If the Consortium Member leaving the Consortium is the only entity which is proposed to meet a particular Technical Qualification Requirement (<u>other than Systems Integration Experience</u>), then the substitute should meet the particular Technical Qualification Requirement, which such Consortium Member was proposed to meet, and the Legal Qualification Requirements. • *** <p>2. This request is denied inasmuch as the substitution of the Lead Member is disallowed.</p>

Bid Bulletin Reference No.	Specific Page/Section in Bidding Document	Query/Issue	PBAC Response/Clarification
		<p>Company A is the Lead Member holding 40% interest, and as such, is proposed to meet the Systems Integration Experience and the Image and Document Management Systems Solutions Experience requirement. Company B is a Consortium Member holding 30% interest, and is proposed to meet the Firm Experience, and the Financial Qualification Requirement. Company C is a Consortium Member holding 30% interest and is proposed to meet the Civil Works Experience requirement. Company A is not an Affiliate of either Company B and C, while Company B and C are Affiliates of each other. In this situation, it would appear that Company A may be substituted by another entity, but such substitute entity should also agree to own an equity interest in the Concessionaire of at least 50% plus 1 to avoid being caught by the prohibition in bullet point no. 2 of Section 18.3.b(iv). We believe that this requirement is not a feasible and practical requirement as it drastically limits the options available to a Consortium, where in the Lead Member withdraws.</p> <p>To avoid this scenario, we suggest that the rule in bullet point no. 2 of Section 18.3.b(iv) is not applicable wherein the substitute of the Lead Member will take up the full share of the withdrawing Lead Member. In other words, if a new company (e.g., Company D) will substitute Company A, then the rule in bullet point no. 2 of Section 18.3.b(iv) does not apply if Company D will take up the same equity interest of Company A, which is 40%. Please consider our proposed revisions to bullet point no. 2 of Section 18.3.b(iv) of the Lock-Up Rules.</p> <p><u>Proposed Re-draft:</u></p> <p>(iv) In the event of a Withdrawal, Substitution or change in equity interest in the Concessionaire, the following requirements must be met:</p>	

Bid Bulletin Reference No.	Specific Page/Section in Bidding Document	Query/Issue	PBAC Response/Clarification
		<ul style="list-style-type: none"> • The Lead Member must always own the highest percentage of outstanding equity interest in the Consortium. • No Consortium Member, on its own or together with its Affiliates, shall own a greater percentage of equity interest in the Concessionaire than the Lead Member, on its own or together with its Affiliates. <u>This rule does not apply in the case of Substitution of the Lead Member, wherein the entity substituting the Lead Member commits to the same or greater percentage equity interest in the Concessionaire of the original Lead Member.</u> 	
PQ-BB5-18	ITPB, Annex QD-3 in relation to Section 2(vv)	<ol style="list-style-type: none"> 1. What does “expulsion” mean? For instance, does it mean termination for criminal behavior, or does it mean termination more generally? 2. Does the PSA consider clause (1)(c) to exclude circumstances where there is no acknowledgement of fault? 	<p>Expulsion shall mean being forcibly removed from an ongoing project or contract by reason of undesirable behavior, whether or not such behavior amounts to a crime.</p> <p>Under Section 2(vv)(1)(c), the acknowledgment or disavowal of fault by the expelled party is irrelevant. Expulsion from a project or contract shall not be deemed an incident of Unsatisfactory Performance if there is no fault on the part of the expelled party and such fact is evidenced by a final judicial judgment or arbitral award.</p>
PQ-BB5-19	ITPB, Annexes QD 7-A and QD 7-B	<p>Under the ITPB, the certificates forming part of Annexes QD 7-A and QD 7-B must be executed by an auditor. However, our foreign partner’s auditor cannot release such a certification as it is outside the scope of their audit engagement. The foreign partner may release statement of non-availability of certification, if needed.</p> <p>We propose to submit instead a notarized certification with the same content as Annex QD 7-A and Annex QD 7-B from the foreign partner’s corporate secretary or authorized representative.</p>	<p>The certificates forming part of Annexes QD 7-A and 7-B may not be executed by the corporate secretary or authorized representative of the entity proposed to meet the particular qualification requirement. Instead, they may be executed by an “Authorized Issuer”.</p> <p>An Authorized Issuer means: (a) an Auditor or (b) the Project Owner/ Client of the entity proposed to meet the particular qualification requirement (i.e. Systems Integration Experience and Image and Document Management System Solutions Experience), provided, that if Project Owner/Client is the Prospective Bidder itself, a Consortium Member or their Affiliate, the</p>

Bid Bulletin Reference No.	Specific Page/Section in Bidding Document	Query/Issue	PBAC Response/Clarification
			<p>Authorized Issuer may only be an Auditor.</p> <p>For this purpose, the relevant provisions of the ITPB and its annexes are accordingly revised as follows:</p> <p>1. <u>Insert the following defined terms in Section 2 of the ITPB:</u></p> <p>“Auditor” means an external independent auditor who must be a reputable international auditing company with presence and operations in at least ten jurisdictions, including the Philippines. For the purpose of determining presence and scope of operations, an auditor’s partner firms in other jurisdictions will be considered</p> <p>“Authorized Issuer” means: (a) an Auditor or (b) the Project Owner/ Client of the entity proposed to meet the particular qualification requirement (i.e. Systems Integration Experience and Image and Document Management System Solutions Experience), provided, that if Project Owner/Client is the Prospective Bidder itself, a Consortium Member or their Affiliate, the Authorized Issuer may only be an Auditor.</p> <p>“Project Owner/ Client” means the entity which bid out, commissioned, procured, awarded, accepted or received the infrastructure, assets or services under the reference project.</p> <p>2. <u>Revise Section 13.3.h(ii)(c):</u></p> <p>A notarized statutory auditor’s Certificate <u>executed by the Authorized Issuer</u> for the minimum contract value for each of these two projects should at least be PhP750,000,000.00 for each project is to be submitted in the following the format attached in Annex QD 7-A.</p> <p>3. <u>Revise Section 13.3.n(ii)(c):</u></p> <p>A notarized statutory auditor’s Certificate <u>executed by</u></p>

Bid Bulletin Reference No.	Specific Page/Section in Bidding Document	Query/Issue	PBAC Response/Clarification
			<p>the Authorized Issuer for the minimum document size for a single enterprise of at least 100 million records is to be submitted in the following the format attached in Annex QD 7-B.</p> <p>4. <u>Revise Annex QD 7-A</u></p> <p>Please include a separate client reference, checklist and statutory auditor Authorized Issuer's certificate for each client reference attached</p> <p>5. <u>Revise certification forming part of Annex QD 7-A</u></p> <p>Certificate from the statutory auditor Authorized Issuer regarding Systems Integration Projects</p> <p>.....</p> <p style="text-align: center;">***</p> <p>Name of audit firm: Seal of audit firm:</p> <p>6. <u>Revise Annex QD 7-A</u></p> <p>Please include a separate client reference, checklist and statutory auditor Authorized Issuer's certificate for each client reference attached</p> <p>7. <u>Revise certification forming part of Annex QD 7-B</u></p> <p>Certificate from the statutory auditor Authorized Issuer regarding Image and Document Management System Solutions Experience</p> <p>.....</p> <p style="text-align: center;">***</p> <p>Name of audit firm: Seal of audit firm:</p>
			PQ-BB5-20

Bid Bulletin Reference No.	Specific Page/Section in Bidding Document	Query/Issue	PBAC Response/Clarification
	Bulletin No. 2, Annex QD-8	<p>believe that the new Annex QD 8-C is not necessary for nominated personnel who are currently employed by the Prospective Bidder. For example, entering into a contract as required under clause number 4 is not necessary since there already is an existing employer-employee agreement between the nominated personnel and Prospective Bidder. The attestation as to the veracity of the provided personnel qualifications is addressed by the Prospective Bidder as the employer of the nominated personnel in clause number 2 of Annex QD 10.</p> <p>A further consideration for Prospective Bidders is any attendant liabilities related to the CRS-ITP2 project should be assumed by the Prospective Bidders / Project Proponent in full and should not be passed on in any way to its employees.</p> <p>2. In light of the points raised in a., we recommend the following clarifying amendments to the requirements:</p> <ul style="list-style-type: none"> • Require only Annex QD 8-C for nominated personnel who are not currently employed by the Prospective Bidder. • Add the following clause to Annex QD 10 >>>> <p><u>Proposed Re-draft:</u> (name of Prospective Bidder) acknowledges its responsibility to make available to the CRS-ITP2 Project all the nominated personnel listed in Annex QD 8A. In the event that any of these nominated personnel are not able to join the Project, (name of Prospective Bidder) commits to provide an equally qualified replacement.</p>	
	PQ-BB5-21	ITPB, Annex QD 12-B	Annex QD 12-B requires the discussion of Exit Risks, described as “the risk that the end of contract and handover results in disruption of services or loss of quality of service”. It is our understanding that the “end of contract” referred to is the termination of the CA

Bid Bulletin Reference No.	Specific Page/Section in Bidding Document	Query/Issue	PBAC Response/Clarification																																																
		<p>between the PSA and the Concessionaire for the CRS-ITP2 Project. Please confirm that the “end of contract” refers to the termination of the CA. Further, please clarify whether the end of contract contemplates only termination through expiration of term, or likewise includes pre-termination due to other causes.</p>																																																	
PQ-BB5-22	<p>Section 23 (Submission Checklist) in relation to Annexes QD 12-A, 12-B, and 12-C, and Supplemental PQ Bid Bulletin No. 02-2015, PQ-BB2-37 and PQ BB2-38</p>	<p>Supplemental PQ Bid Bulletin No. 02-2015, PQ-BB2-37 confirms that the Project Implementation Plan, Authority Risk Management Plan, and Project Development Plan in Annexes QD 12-A, 12-B, and 12-C are not required to be submitted during Pre-qualification, and are instead required to be submitted as part of the Bid Proposals.</p> <p>In this regard, kindly delete the references to these plans in items 18, 19, and 20 of the Submission Checklist under Section 23 of the ITPB to avoid any misimpression that these plans are required to be submitted as part of a Prospective Bidder’s Qualification Documents.</p> <p><u>Proposed Re-draft:</u></p> <table border="1" data-bbox="684 854 1289 1304"> <thead> <tr> <th>Seq. No</th> <th>Document</th> <th>Description</th> <th>Present? Y/N or NA</th> </tr> </thead> <tbody> <tr> <td>***</td> <td></td> <td></td> <td></td> </tr> <tr> <td>18</td> <td>Annex QD 12-A</td> <td>Project Implementation Plan</td> <td></td> </tr> <tr> <td>19</td> <td>Annex QD 12-B</td> <td>Authority Risk Management Plan</td> <td></td> </tr> <tr> <td>20</td> <td>Annex QD 12-C</td> <td>Project Development Plan</td> <td></td> </tr> <tr> <td>21</td> <td>Annex QD 13</td> <td>List of staff currently working on ongoing government projects</td> <td></td> </tr> </tbody> </table>	Seq. No	Document	Description	Present? Y/N or NA	***				18	Annex QD 12-A	Project Implementation Plan		19	Annex QD 12-B	Authority Risk Management Plan		20	Annex QD 12-C	Project Development Plan		21	Annex QD 13	List of staff currently working on ongoing government projects		<p>This request is granted. For this purpose, the ITPB is accordingly amended as follows:</p> <ol style="list-style-type: none"> <u>Delete Section 13.3m and renumber 13.n onwards.</u> <p>m. A Project Implementation Plan, Risk Management Plan, and Development Plan discussing the matters outlined in Annex QD 12 A, QD 12 B, and QD 12 C</p> <ol style="list-style-type: none"> <u>Remove Annexes QD 12-A, 12-B and 12-C from the ITPB and renumber the current Annex QD 13 as Annex QD 12.</u> <u>Amend Section 23 as follows</u> <table border="1" data-bbox="1318 881 1908 1383"> <thead> <tr> <th>Seq. No</th> <th>Document</th> <th>Description</th> <th>Present? Y/N or NA</th> </tr> </thead> <tbody> <tr> <td>***</td> <td></td> <td></td> <td></td> </tr> <tr> <td>18</td> <td>Annex QD 12-A</td> <td>Project Implementation Plan</td> <td></td> </tr> <tr> <td>19</td> <td>Annex QD 12-B</td> <td>Authority Risk Management Plan</td> <td></td> </tr> <tr> <td>20</td> <td>Annex QD 12-C</td> <td>Project Development Plan</td> <td></td> </tr> <tr> <td>21</td> <td>Annex QD 13</td> <td>List of staff currently working on ongoing government projects</td> <td></td> </tr> </tbody> </table>	Seq. No	Document	Description	Present? Y/N or NA	***				18	Annex QD 12-A	Project Implementation Plan		19	Annex QD 12-B	Authority Risk Management Plan		20	Annex QD 12-C	Project Development Plan		21	Annex QD 13	List of staff currently working on ongoing government projects	
Seq. No	Document	Description	Present? Y/N or NA																																																

18	Annex QD 12-A	Project Implementation Plan																																																	
19	Annex QD 12-B	Authority Risk Management Plan																																																	
20	Annex QD 12-C	Project Development Plan																																																	
21	Annex QD 13	List of staff currently working on ongoing government projects																																																	
Seq. No	Document	Description	Present? Y/N or NA																																																

18	Annex QD 12-A	Project Implementation Plan																																																	
19	Annex QD 12-B	Authority Risk Management Plan																																																	
20	Annex QD 12-C	Project Development Plan																																																	
21	Annex QD 13	List of staff currently working on ongoing government projects																																																	

Bid Bulletin Reference No.	Specific Page/Section in Bidding Document	Query/Issue	PBAC Response/Clarification
PQ-BB5-23	Supplemental PQ Bid Bulletin No. 02-2015, PQ-BB2-51 and Annex QD 13	<p>Kindly clarify the intent behind requiring Prospective Bidders to submit Annex QD 13 listing down all of its staff currently working on ongoing government projects. We suggest that this requirement or document be deleted inasmuch as the submission of this list appears to have no relation to any of the Legal Qualifications Requirements, Technical Qualifications Requirements and Financial Qualifications Requirements, which a Prospective Bidder is required to meet.</p> <p>The current language of Annex QD 13 is also all encompassing. In this regard, kindly note that this requirement is particularly burdensome and impractical for entities (whether the Prospective Bidder itself, Consortium Members, or Contractors) that are working on multiple government projects. For example, Annex QD 13 as currently drafted requires the listing of each worker (e.g., construction workers, masons, security guards, secretaries, and other rank and file staff) assigned to such projects.</p> <p>We note that the Supplemental PQ Bid Bulletin No. 02-2015, PQ-BB2-51 has added the requirement to submit Annex QD-8C for each nominated Key Personnel, and we believe that this is sufficient guarantee to the PSA/Grantor that the Prospective Bidder has sufficient staff or Key Personnel to undertake the requirements of the Project.</p> <p>Accordingly, we reiterate our request to delete the requirement to submit Annex QD 13. Please also delete the references to Annex QD 13 in the Submission Checklist of Section 23 (as amended by Supplemental PQ Bid Bulletin No. 02-2015, PQ BB2-38)</p> <p>In the alternative, we suggest limiting the list of staff listed in Annex QD 13 to those working on ongoing government projects with the PSA.</p> <p>If Annex QD 13 will not be deleted, kindly confirm that</p>	This request is granted and Annex QD 13 is withdrawn.

Bid Bulletin Reference No.	Specific Page/Section in Bidding Document	Query/Issue	PBAC Response/Clarification				
		that Annex QD 13 is to be executed by the authorized representative of the Prospective Bidder alone.					
PQ-BB5-24	ITPB, Annex QD 7-B, in relation to Supplemental PQ Bulletin No. 4, PQ-BB3-38	<p>We refer to your very helpful clarification to this issue wherein you have stated: <i>"It is the Prospective Bidder or the Related Entity that must meet the requirement"</i></p> <p>It seems to us that you may have overlooked amending Annex QD-7B.</p> <p>Under the "Checklist for Project" section in the last part of Annex QD 7-B, there are two portions – (A) and (B).</p> <p>Part (A) of the Checklist, which is the requirement for:</p> <ul style="list-style-type: none"> i. 100 million documents, ii. 25 remote branches and iii. 40,000 transactions per day <p>is very clear that this part is in relation to the specific client reference (project) cited</p> <p>However, Part (B) of the Checklist seems to give the impression that 5 "years of successful experience in implementing image and document management system" is also required specifically for the said project and not for the bidding entity/consortium member.</p> <p>In order to remove the ambiguity or confusion we suggest the wording of Annex QD 7-B be kindly modified slightly.</p> <p><u>Proposed Re-draft:</u></p> <p>"5 years of successful experience in implementing image and document management systems <u>by the Prospective Bidder / Consortium Member or Related Entity</u>"</p>	<p>Item (B) of the Checklist for Project in Annex QD 7-B is accordingly amended as follows:</p> <table border="1" data-bbox="1318 415 1906 609"> <tr> <td data-bbox="1318 415 1381 609">(B)</td> <td data-bbox="1381 415 1709 609">10 <u>5</u> years of successful experience in implementing image and document management systems <u>by the Prospective Bidder / Consortium Member or Related Entity</u>"</td> <td data-bbox="1709 415 1835 609">()Y () N</td> <td data-bbox="1835 415 1906 609"></td> </tr> </table>	(B)	10 <u>5</u> years of successful experience in implementing image and document management systems <u>by the Prospective Bidder / Consortium Member or Related Entity</u> "	()Y () N	
(B)	10 <u>5</u> years of successful experience in implementing image and document management systems <u>by the Prospective Bidder / Consortium Member or Related Entity</u> "	()Y () N					