

**General NEDA Board-ICC Procedures on the Review and Approval  
of Public-Private Partnership Proposals Requiring  
ICC and/or NEDA Board Approval**

- A. The following procedures shall apply for PPP projects enumerated under **Sections II.1.a (PPPs requiring action by the NEDA Board), Section II.1.b (PPPs requiring action by the ICC-Cabinet Committee), and Section II.1.c.ii (Proposed variation, expansion, or extension of all contracts covering PPP projects executed prior to or after the effectivity of the PPP Code)** of the Guidelines.

**Step 1: Implementing Agency submission of complete proposal to the ICC/NEDA Board**

1. The Implementing Agency (IA) shall submit the PPP proposal through an endorsement letter signed by the Head of Agency, addressed to the ICC/NB Chairperson/s, copy furnished the PPP Center.
2. The endorsement shall have the following attachments:
  - a. The complete set of ICC documentary requirements as indicated in the appropriate List of Documentary Requirements. The IAs should use the appropriate List of Documentary Requirements<sup>1</sup> depending on the PPP variant/scenario, and shall fill out “Implementing Agency remarks” column in the List of Documentary Requirements; and
  - b. A certification that the project submission is complete pursuant to the PPP Code and its IRR.

**Note: Supplemental submission is not allowed, unless requested by the PPP Evaluating Units during the evaluation period, or by the ICC/NEDA Board.**

3. The IA shall also ensure that all the documents in its submission are duly accomplished.
4. All submissions should be done only through the ICC Project Documents Portal.

Note: Upon completion of the uploading of documents in the portal, the IA shall send an official email informing the ICC/NEDA Board Chairperson/s, copy furnished the PPP Evaluating Units (EUs), that it is requesting for the approval of the project and it has submitted the required documents through the portal. The IA shall attach a copy of its endorsement letter only in the email.

5. PPP Proposals submitted between 8:00AM to 5:00PM, from Monday to Friday, shall be acknowledged via email by the PPP Center on the same day, copy furnished the ICC/NEDA Board Chairperson/s and the PPP EUs. PPP Proposals received outside of business hours shall be considered submitted, and shall be acknowledged, on the following working day.

---

<sup>1</sup> The IA shall refer to **Annexes 3 to 7** for the ICC Checklists of PPPs.

Once the submission is acknowledged by the PPP Center, supplementary submissions or documents from the Implementing Agency **shall not** be accepted.

## **Step 2: PPP Evaluating Units Assessment of Completeness of the IA Submission**

1. The PPP EUs shall jointly conduct a completeness check of agency submissions within 7 calendar days (CDs) upon receipt of the proposal.

Note: Said timelines may be extended in extraordinary circumstances, which include among others:

- i. voluminous workload;
  - ii. complexity of the project;
  - iii. unforeseen events;
  - iv. technical challenges; and
  - v. legal/regulatory changes.
2. The PPP EUs shall check the submissions of the IA to assess whether these documents are complete and sufficient for purposes of evaluation and approval of the ICC/NEDA Board.
  3. Clarificatory meetings (walkthrough of the submission with the IA). Within the 7-CD completeness check period, the PPP EUs may convene a meeting with the IA to walk the PPP EUs through the submission and confirm completeness and/or clarify issues observed by the PPP EUs during their respective validation of the completeness of the IA's submission (if any). The IA may be represented by authorized technical representatives of the agency, except for private consultants. Other members of the ICC, or their authorized representative, may be invited to the meeting but attendance is not mandatory.
  4. During the 7-CD period, the PPP proposal shall be returned in any of the following cases:
    - a. If any of the submissions is determined by the PPP EUs to be incomplete/noncompliant with the requirements set forth in the PPP Code, its IRR and the ICC Guidelines;
    - b. If the IA's clarification is insufficient to address issues raised by the PPP EUs; or
    - c. Failure of IA to attend the clarificatory (walkthrough with IA) meeting.
  5. IAs who intend to resubmit returned proposals may resubmit their projects anew and shall be treated as a new project.
  6. If the IA submission is found to be complete:
    - a. The PPP Center shall issue a Notice of Completeness (NOC), copy furnished the ICC Chairpersons and the PPP EUs, following confirmation of completeness of the submission through a consensus among the PPP EUs. In the NOC, PPP

Center shall inform the IA that changes in the proposal, apart from changes instructed by the ICC/NEDA Board, will be grounds for returning the project to the IA and delisting the project from the ICC Pipeline Appraisal Monitor (IPAM).

- b. The ICC Core Secretariat shall, immediately upon receipt of the NOC from PPP Center, include the project in the IPAM.
7. If the IA submission is found to be incomplete, the PPP Center shall, within the completeness check period, issue a letter to the IA returning the proposal, copy furnished the ICC Chairpersons and the PPP EUs.
8. In computing for the period for the completeness check, the first day, which shall be reckoned from the day of acknowledgement by the PPP Center, shall be excluded and the last day shall be included.

If the last day of the period falls on a non-working day (i.e., Saturday and Sunday), legal holiday, special non-working holiday, or other non-working days duly declared by the President, or the Mayor of the City where the PPP Center office is located, it is understood that the last day shall be the next working day.

### **Step 3: Evaluation of the Project by the PPP Evaluating Units, and Preparation and Submission of the PPP Project Evaluation Report**

1. The PPP EUs shall evaluate the proposal based on the documents uploaded by the IA in the ICC Project Documents Portal, and shall prepare the following:
  - a. Results of the evaluation of the proposal based on the Criteria for Approval of National PPPs under Section 28 of the PPP Code IRR;
  - b. Recommendations on the maximum reasonable rate of return (RROR) to be set in case of single complying bid for solicited projects;
  - c. Recommended ICC action; and
  - d. For unsolicited proposals, evaluate/assess the following, in addition to the aforementioned;
    - i. Presence of any prohibited the Government Undertakings identified under Section 50 of the IRR; and
    - ii. The pre-qualification requirements as referred to in Section 72 of the IRR.
2. Any submission from the IA that will cause a substantial change in the proposal or failure of the IA to respond to the requests for clarification within the evaluation period shall be grounds for returning the proposal to the IA and delisting of project from the IPAM.

Note: Substantial change shall refer to any additional submission from the IA that causes substantial changes such as in the contract agreement, qualification of private

proponent for unsolicited proposals, project scope, cost, assumptions in financial, economic, value for money analyses, among others.

3. The PPP Center shall consolidate the findings and comments of the PPP EUs into one PPP PER, upon receipt of the respective PERs of NEDA and DOF. Thereafter, the PPP Center shall submit the PPP PER to the ICC-TB, through the ICC Core Secretariat.
4. For the approval of SUC PPP Projects that will undergo green lane process and proposed government undertakings or availability payments using national government funds for local PPP projects, the PPP PER shall be submitted by the PPP Center directly to the ICC-CC, through the ICC Core Secretariat.

#### Step 4: ICC-TB Process

1. The ICC-TB shall deliberate on the project, based on the PPP PER/recommendations, and other relevant information that may be presented to the ICC-TB.
2. The PPP Center, with support from the other PPP EUs, shall present the project and the findings on the project following the criteria for evaluating PPP projects under Section 28 of the IRR, and the definitive recommended action for the project.
3. Mode of approval. The ICC-TB deliberation of project/s shall be conducted through an *en banc* meeting, subject to the confirmation of quorum of the ICC-TB members. In cases when the ICC-TB meeting will be held through a hybrid set-up (i.e., face-to-face with web conferencing platform), the Agency representative(s) is/are required to be physically present during the hybrid ICC-TB meeting. No private consultants are allowed to attend the meeting. In certain meritorious cases, the ICC may approve projects through a joint ICC-TB and ICC-CC *en banc* meeting or *ad referendum*, subject to the instruction of the ICC Chairpersons.
4. Scope of ICC-TB discussion:
  - a. Results of the PPP EUs' evaluation;
  - b. Parameters, terms, and conditions to be set; and, for unsolicited proposals, the duration of the comparative challenge period;
  - c. Deadline of agencies to comply with/respond to ICC-TB instructions, if any; and
  - d. Any matter that needs to be elevated to the ICC-CC for policy decision.
5. ICC-TB decision. Based on the presented findings on the project, the ICC-TB may:
  - a. Endorse the project to the ICC-CC without conditions;
  - b. Elevate the project to the ICC-CC with conditions. In this case, the ICC-TB shall indicate the deadline for the IA submission of responses to the ICC-TB instructions; or

- c. Return the project to the IA. Grounds for returning the proposal include insufficiency of the proposal and/or inconsistency of information across submissions, and other deficiencies that will render the ICC-TB unable to make a decision on the project.
6. The ICC-TB decision shall be by majority vote, and the dissenting votes shall be disclosed to the ICC-CC.
7. The ICC-TB shall issue a letter to the IA relaying the results of the ICC-TB deliberation on the project.
8. In case the ICC-TB endorses the project to the ICC-CC with conditions, the IA shall submit its response through the ICC Project Documents Portal within the deadline prescribed by the ICC-TB.
9. Upon completion of the uploading of documents in the ICC Project Documents Portal, the IA shall send an official email informing the ICC Chairpersons, copy furnished the PPP EUs, that it has submitted its response through the ICC Project Documents Portal.
  - a. If the IA submits its response to the ICC-TB instructions within the deadline and the PPP EUs find the submission as complete/compliant with the ICC-TB instructions, the PPP EUs shall recommend the inclusion of the project in the ICC-CC agenda.
  - b. On the other hand, if the IA fails to submit within the deadline, or if the IA's submission is found to be incomplete/non-compliant with the ICC-TB instructions, the ICC-TB shall issue a letter to the IA returning the proposal.

#### Step 5: ICC-CC Process

1. The ICC-CC shall deliberate on the project, based on the recommendation of the ICC-TB, the report and recommendations of the PPP EUs in the PPP PER, and other relevant information that may be presented to the ICC-CC.
2. The PPP Center, with support from the other PPP EUs, shall present the project and the findings on the project, its findings on the criteria for evaluating PPP projects following Section 28 of the IRR, and the definitive recommended action for the project.
3. Mode of approval. The ICC-CC deliberation of project/s is conducted through an *en banc* meeting, subject to the confirmation of quorum of the ICC-CC members. In cases where the *en banc* ICC-CC meeting will be held through hybrid set-up (i.e., face-to-face with web conferencing platform), the Agency representative(s) is/are required to be physically present during the hybrid *en banc* ICC-CC meeting. No private consultants are allowed to attend the meeting. In certain meritorious cases, the ICC may approve projects through a joint ICC-TB and ICC-CC *en banc* meeting or *ad referendum*, subject to the instruction of the ICC-CC Chairpersons.
4. Scope of ICC-CC discussion:

- a. Results of the ICC-TB deliberation;
  - b. Parameters, terms, and conditions to be set; and for unsolicited proposals, duration of the comparative challenge period;
  - c. Deadline of agencies to comply with/respond to ICC-CC instructions, if any; and
  - d. If NEDA Board is the Approving Body, any matter that needs to be elevated for policy decision.
5. ICC-CC decision. Based on the presented findings on the project, the ICC-CC may:
- a. If ICC-CC is the Approving Body:
    - i. For National PPP projects:
      1. Approve the project without conditions, and instruct the IA to proceed with the publication of the Invitation to Qualify/Prequalify and Bid in the case of Solicited Projects, and Invitation for Comparative Proposals in the case of Unsolicited Proposals, or the implementation of the variation, as applicable;
      2. Approve the project with conditions. In this case, the ICC-CC shall indicate the deadline for the IA submission of responses to the ICC-CC instructions; or
      3. Disapprove or return the project to the IA based on ICC-TB recommendations and PPP EUs' findings. Grounds for returning the proposal include insufficiency of the proposal and/or inconsistency of information across submissions, and other deficiencies that will render the ICC-CC unable to make a decision on the project.
    - ii. For proposed government undertakings or availability payments using national government funds for local PPP projects:
      1. Approve the proposed government undertakings or availability payments without conditions;
      2. Approve the proposed government undertakings or availability payments with conditions. In this case, the ICC-CC shall indicate the deadline for the IA submission of responses to the ICC-CC instructions; or
      3. Disapprove the proposed government undertakings or availability payments
  - b. If ICC-CC is recommendatory to the NEDA Board as the Approving Body:

- i. Recommend the project to the NEDA Board for approval without conditions;
  - ii. Elevate the project to the NEDA Board for approval with conditions. In this case, the ICC-CC shall indicate the deadline for the IA submission of responses to the ICC-CC instructions; or
  - iii. Return the project to the IA based on ICC-TB recommendations and PPP EUs' findings. Grounds for returning the proposal include insufficiency of the proposal and/or inconsistency of information across submissions, and other deficiencies that will render the ICC-TB unable to make a decision on the project
6. The ICC-CC decision shall be by majority vote, and the dissenting votes shall be disclosed to the NEDA Board.
7. The ICC-CC shall issue a letter to the IA relaying the results of the ICC-CC deliberation on the project.
8. In case the ICC-CC approves or elevates the project to the NEDA Board with conditions, as applicable, the IA shall submit its response through the ICC Project Documents Portal within the deadline prescribed by the ICC-CC.
9. Upon completion of the uploading of documents in the ICC Project Documents Portal, the IA shall send an official email informing the ICC Chairpersons, copy furnished the PPP EUs, that it has submitted its response through the portal.
  - a. If the ICC-CC is the Approving Body:
    - i. For National PPP projects:
      1. If the IA submits its response to the ICC-CC instructions within the deadline, and the PPP EUs find the submission complete/compliant with the ICC-CC instructions, the PPP Center shall inform the ICC-CC through the ICC Core Secretariat. The ICC-CC shall subsequently instruct the IA to proceed with the publication of the Invitation to Qualify/Prequalify and Bid in the case of Solicited Projects, and Invitation for Comparative Proposals in the case of Unsolicited Proposals, or the implementation of the variation, as applicable.
      2. On the other hand, if the IA fails to submit its responses within the deadline, or if the PPP EUs find the IA's submission incomplete/non-compliant with the ICC-CC instructions, the ICC-CC shall return the project to the IA.
    - ii. For proposed government undertakings or availability payments using national government funds for local PPP projects:

1. If the IA submits its response to the ICC-CC instructions within the deadline, and the PPP EUs find the submission complete/compliant with the ICC-CC instructions, the PPP Center shall inform the ICC-CC through the ICC Core Secretariat.
  2. On the other hand, if the IA fails to submit its responses within the deadline, or if the PPP EUs find the IA's submission incomplete/non-compliant with the ICC-CC instructions, the ICC-CC shall return the project to the IA.
- b. If the ICC-CC is recommendatory to the NEDA Board as the Approving Body:
- i. If the IA submits its response to the ICC-CC instructions within the deadline, and the PPP EUs find the submission complete/compliant with the ICC-CC instructions, the ICC-CC shall recommend NEDA Board approval of the project.
  - ii. On the other hand, if the IA fails to submit within the deadline, or if the PPP EUs find the submission incomplete/non-compliant with the ICC-CC instructions, the ICC-CC shall return the project.

#### Step 6: NEDA Board Process

1. The NEDA Board shall deliberate on the project based on the recommendation of the ICC-CC, the report and recommendations of the PPP EUs in the PPP PER, and other relevant information that may be presented to the NEDA Board.
2. The IA shall present the project and the findings on the project, including findings on the criteria for evaluating PPP projects following Section 28 of the IRR, and the definitive recommended action for the project.
3. Mode of approval. The NEDA Board deliberation of project/s is conducted through an *en banc* meeting, or subject to the instruction of the NEDA Board Chairperson. The Agency representative(s) is/are required to be present during the *en banc* NEDA Board meeting. No private consultants are allowed to attend the meeting. In certain meritorious cases, the NEDA Board may approve projects *ad referendum*, subject to the instruction of the NEDA Board or recommendation of the ICC-CC Chairpersons.
4. Scope of NEDA Board discussion:
  - a. Results of the ICC-CC deliberation;
  - b. Parameters, terms, and conditions to be set; and for unsolicited proposals, the duration of the comparative challenge period;
  - c. Deadline of agencies to comply with/respond to NEDA Board instructions, if any; and
  - d. Matters elevated to the NEDA Board for policy decision.



5. NEDA Board decision. Based on the presented findings on the project, the NEDA Board may:
  - a. Approve the project without conditions, and instruct the IA to proceed with the publication of the Invitation to Qualify/Prequalify and Bid in the case of Solicited Projects, and Invitation for Comparative Proposals in the case of Unsolicited Proposals, or the implementation of the variation, as applicable.
  - b. Approve the project with conditions. In this case, the NEDA Board shall indicate the deadline for the IA submission of responses to the NEDA Board instructions; or
  - c. Disapprove or return the project to IA.
6. The NEDA Board shall issue a letter to the IA relaying the results of the NEDA Board deliberation on the project.
7. In case the NEDA Board approves the project with conditions, the IA shall submit its response through the ICC Project Documents Portal within the deadline prescribed by the NEDA Board.
8. Upon completion of the uploading of documents in the ICC Project Documents Portal, the IA shall send an official email informing the NEDA Board Chairperson and Vice-Chairperson (through the Office of the President and the NEDA Board Secretariat), copy furnished the ICC Core Secretariat and PPP EUs, that it has submitted its response through the portal.
  - a. If the IA submits its response to the NEDA Board instructions within the deadline, and the PPP EUs find the IA's responses complete/compliant with the NEDA Board instructions, the PPP Center shall inform the NEDA Board of such, through the NEDA Board Secretariat. The NEDA Board shall instruct the IA to proceed with the publication of the Invitation to Qualify/Prequalify and Bid in the case of Solicited Projects, and Invitation for Comparative Proposals in the case of Unsolicited Proposals, or the implementation of the variation, as applicable.
  - b. On the other hand, if the IA fails to submit its responses within the deadline, or if the PPP EUs find the IA's responses incomplete/non-compliant with the NEDA Board instructions, the NEDA Board shall return the project to the IA.

**B. NEDA Board and ICC Processing Timelines.** Pursuant to Section 31 of the IRR, a summary of indicative NEDA Board and ICC processing timelines is reflected in Table 1 below.

**Table 1. Summary of Indicative Timelines of ICC and NEDA Board Review and Approval**

ICC Processing Milestone	PPP Projects where the Approving Body is the NEDA Board*	PPP Projects where the Approving Body is the ICC-CC**	SUC PPP Projects that will undergo Green Lane process	Proposed GAA-funded GU/AP for <u>Local PPP Projects</u> (Maximum of 60 CDs)
<b>1. IA submission of complete proposal to the ICC/NEDA Board</b>	N/A	N/A	N/A	N/A
<b>2. EUs Assessment of Completeness of the IA Submission</b>	N/A	N/A	N/A	7 CDs
<b>3. Evaluation of the Project by the EUs, and Preparation and Submission of the PPP Project Evaluation Report</b>	54 CDs	54 CDs	54 CDs	35 CDs
<b>4. ICC Process</b>	44 CDs	29 CDs	22 CDs	14 CDs
<b>5. NEDA Board Process</b>	15 CDs	N/A	15 CDs	N/A
<b>Grand Total</b>	<b>113 CDs</b>	<b>83 CDs</b>	<b>91 CDs</b>	<b>56 CDs</b>

\*(1) National PPP Projects costing PHP15 billion and above, (2) National PPP Projects costing PHP 15 billion and above and implemented by more than one National IA, (3) PPP Projects costing PHP 15 billion and above and implemented by a National and a Local IA, and (4) Contract Variations where the sum of (i) the Project Cost indicated in the financial proposal of the winning bid of the Private Partner during bid submission and (ii) the cumulative value of the proposed variations and all previously approved variations, if any, costs PHP 15 billion and above.

\*\* (1) National PPP Projects below PHP15 billion that meet any of the 5 criteria, (2) National PPP Projects costing below PHP 15 billion and implemented by more than one National IA, (3) PPP Projects costing below PHP 15 billion and implemented by a National and a Local IA, and (4) Contract Variations where the sum of (i) the Project Cost indicated in the financial proposal of the winning bid of the Private Partner during bid submission and (ii) the cumulative value of the proposed variations and all previously approved variations, if any, costs below PHP 15 billion but meets any of the 5 criteria.