

**PUBLIC-PRIVATE PARTNERSHIP GOVERNING BOARD**  
**PPP Governing Board Resolution No. 2024-07-02**

**FOR:** All Local Government Units, Local *Sanggunians* and their Secretariats, Local Universities and Colleges and their respective Boards, Local Development Councils and their Secretariats, Regional Development Councils and their Secretariats, Investment Coordination Committee, and Private Sector

**SUBJECT:** Guidelines and Procedures for the Review and Approval of Local PPP Projects by the Appropriate Approving Body under the PPP Code of the Philippines and its Implementing Rules and Regulations

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### **1. Background**

Republic Act (RA) No. 11966, “An Act Providing for the Public-Private Partnership (PPP) Code of the Philippines”, otherwise known as the “PPP Code of the Philippines” (hereinafter referred to as the PPP Code), was published in the Daily Tribune on December 8, 2023, and became effective on December 23, 2023. The Implementing Rules and Regulations (IRR) of the PPP Code was published in the Manila Times on March 22, 2024, and became effective on April 6, 2024.

Following the effectivity of the PPP Code and its IRR, the PPP Governing Board was authorized to issue guidelines, forms, and templates that shall be used by the Implementing Agency and the appropriate Approving Body in reviewing and approving Local PPP Projects, pursuant to Section 7(e) of the PPP Code and Section 42 of the PPP Code IRR.

### **2. Objectives**

This Guidelines and Procedures aim to: (1) set the procedures and timelines, and (2) prescribe forms and templates, for the review and approval of Local PPP Projects implemented under the PPP Code and its IRR.

### **3. Scope and Applicability**

This Guidelines and Procedures shall apply to the review and approval of all Local PPP Projects implemented by Local Government Units (LGUs) and Local Universities and Colleges (LUCs) pursuant to Section 7 of the PPP Code (*Approval of PPP Projects*) and Section 42 of its IRR (*Guidelines, Forms, and Templates for Local PPP Project Review and Approval*).

This Guidelines and Procedures shall cover the following actions of appropriate Approving Bodies for Local PPP Projects:

### 3.1. Review and Approval of Local PPP Projects

3.1.1. Confirmation by the respective Local Development Council Executive Committee under Section 7(a)(2) of the PPP Code and Section 34 of its IRR

3.1.2. Review and approval of the appropriate Approving Body under Section 7(a)(2) of the PPP Code and Title IV, Chapter 2 of its IRR

3.1.3. Endorsement of the Regional Public-Private Partnership Committee (RPPPC) of the Regional Development Committee (RDC) for Local PPP projects that are (i) affecting national or sectoral development plans and national projects under Section 7(a)(2) of the PPP Code and Section 35 of its IRR, and/or (ii) involving Government Undertakings and/or Availability Payments using national government funds under Section 7(a)(2) of the PPP Code and Section 36 of its IRR

3.1.4. Approval by the Investment Coordination Committee (ICC) of proposed Government Undertakings and/or Availability Payments using national government funds for Local PPP Projects, under Section 7(a)(2) of the PPP Code and Section 36 of its IRR

3.2. Review and approval of proposed changes in the approved parameters, terms, and conditions (PTCs) for Local Solicited PPP Projects prior to submission of bids, under Section 81 of the PPP Code IRR

3.3. Determination of the Reasonable Rate of Return (RROR) under Section 90 of the PPP Code IRR in case of single complying solicited bids

3.4. Review and approval of proposed variation, expansion, or extension of an existing Local PPP Project requiring the approval of the appropriate Approving Body, under Title XIV, Chapter 2 of the PPP Code IRR

3.5. Approval of changes in, withdrawals, or substitutions, of Private Partners or member-firms of a consortium, under Section 104 of the PPP Code IRR.

## 4. Definition of Terms

4.1. **Appropriate Approving Body** – refers to the entity authorized to approve PPP Projects, in accordance with Section 7 of the PPP Code and Title IV of its IRR. In the case of Local PPP Projects, the appropriate Approving Body is the local *Sanggunian* concerned in the case of LGUs, or the boards in the case of LUCs;

4.2. **Investment Coordination Committee (ICC)** – refers to the committee created under Executive Order No. 292, or the Administrative Code of 1987;

- 4.3. **Local Development Council Executive Committee (LDC ExeCom)** – refers to the Executive Committee of the Local Development Councils indicated in Section 111 of RA No. 7160 or the “Local Government Code of 1991”;
- 4.4. **Local Development Council Secretariat (LDC Secretariat)** – refers to the Secretariat referred to in Section 113 of RA No. 7160 or the “Local Government Code of 1991”. The Secretariats of the provincial, city, and municipal development councils are headed by their respective planning and development coordinators. The Secretariat of the barangay development council is headed by the barangay secretary who shall be assisted by the city or municipal planning and development coordinator concerned;
- 4.5. **Regional Public-Private Partnership Committee (RPPPC)** – refers to the RDC sub-committee responsible for the endorsement of Local PPP Projects affecting national or sectoral development plans and national projects, and/or Local PPP Projects requiring Government Undertakings and/or Availability Payments using national government funds; and
- 4.6. **Regional Public-Private Partnership Committee Secretariat (RPPPC Secretariat)** – refers to the Secretariat of the RPPPC which is lodged under the NEDA Regional Office concerned.

Capitalized terms used in this Guidelines and Procedures shall have the meaning ascribed in the PPP Code and its IRR.

## **5. Review and Approval of Local PPP Projects**

Below are the applicable guidelines for the review and approval of Local PPP Projects. Sections 5.1 and 5.2 of this Guidelines and Procedures shall apply to **all** Local PPP Projects. Sections 5.3, 5.4, and 5.5, on the other hand, shall only be required for **specific instances** as described therein.

For the avoidance of doubt, this section shall apply to the approval of Local PPP Projects prior to the commencement of the procurement process. In the case of Solicited PPPs, these provisions shall apply after the completion of the project development phase. In the case of Unsolicited PPPs, these provisions shall apply after the successful negotiation and conferment of Original Proponent Status (OPS).

### **5.1. Confirmation by the respective LDC ExeCom under Section 7(a)(2) of the PPP Code and Section 34 of its IRR**

Pursuant to Section 7(a)(2) of the PPP Code and Section 34 of its IRR, all Local PPP Projects shall be confirmed by the LDC ExeCom concerned, prior to approval by the appropriate Approving Body.

- 5.1.1. The Head of the LGU/LUC shall submit to the LDC Secretariat via electronic mail the complete documentary requirements for confirmation of Local PPP Projects as indicated in **Annex A-1** (solicited projects), or in **Annex A-2** (unsolicited proposals). The PPP Center shall be copy furnished in such submission via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).
- 5.1.2. The LDC Secretariat shall acknowledge the receipt of the submitted documents within the same day pursuant to Section 11 of this Guidelines and Procedures. The PPP Center shall be copy furnished in such acknowledgement, via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).
- 5.1.3. Upon acknowledgement of the LDC Secretariat, it shall have seven (7) calendar days to determine the completeness of the submitted documents, in accordance with Section 11 of this Guidelines and Procedures.
  - 5.1.3.1. **If the submission is complete**, the LDC Secretariat shall issue a Notice of Completeness in writing through physical document **and** electronic mail, informing the LGU/LUC that the submission is complete and endorsing the documents to the LDC ExeCom concerned for decision. In both instances, the PPP Center shall be copy furnished via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

For avoidance of doubt, the receipt of the Notice of Completeness from the LDC Secretariat through any form (i.e. via physical document **or** electronic mail) shall trigger the counting of the period for the next step in the processing of the proposed Local PPP Project.

- 5.1.3.2. **If the submission is incomplete**, the LDC Secretariat shall issue a Notice of Incompleteness in writing through physical document **and** electronic mail, informing the LGU/LUC that the submission is incomplete and specifying the lacking documents and/or information. All physical copies of project documents shall be returned to the LGU/LUC along with the transmittal of the Notice of Incompleteness. In such instance, the PPP Center shall be copy furnished via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

The LGU/LUC may resubmit the Local PPP Project to the LDC Secretariat with appropriate modifications to address the identified deficiencies. Such resubmission shall be considered as a new submission to the LDC Secretariat and shall restart the period to determine the completeness of the resubmitted documents. In such instance, the PPP Center shall be copy furnished via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

5.1.3.3. **If the LDC Secretariat fails to determine the completeness**

within the prescribed period, the submission shall be deemed incomplete, without prejudice to any liability that the erring or negligent officials or employees may incur under the PPP Code and other existing laws.

Failure of the LDC Secretariat to determine the completeness shall not hinder the LGU/LUC to resubmit the proposed Local PPP Project. Such resubmission shall be considered a new submission and shall restart the period of determining completeness of the submitted documents. For documentation and monitoring purposes, the PPP Center shall be copy furnished via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

5.1.4. The LDC ExeCom concerned, within thirty (30) calendar days from receipt of the Notice of Completeness, including the submitted complete requirements, from the LDC Secretariat, shall deliberate on the proposed project during a meeting or via *ad referendum*, and submit a report to the appropriate Approving Body through a resolution. Such report shall include the following:

- (i) Confirmation that the proposed project is aligned with local development plans (e.g., Comprehensive Development Plan, Comprehensive Land Use Plan, Provincial Development and Physical Framework Plan, and Land Use Development and Investment Program, among others);
- (ii) Identified concerns or issues, if any, to aid the appropriate Approving Body during its deliberations. This may include a recommendation for the appropriate Approving Body to further consult RDC/s concerned and other affected stakeholders in cases where the proposed project does not require endorsements from the RDC, but has potential material impacts outside of the LGU's or LUC's jurisdiction;
- (iii) Proposed inclusion/exclusion of certain PTCs for the project, if any, for consideration by the appropriate Approving Body during its deliberation; and
- (iv) As may be applicable, confirmation that the required prior endorsement and/or approval of the requested Government Undertakings and/or Availability Payments from the national government, as indicated in Sections 5.3 and 5.4 of this Guidelines and Procedures, have been secured.

- 5.1.5. Within ten (10) calendar days from the end of the deliberation of the LDC ExeCom concerned, the LDC Secretariat shall transmit to the LGU/LUC the LDC ExeCom resolution, including its report. Such transmittal shall be via physical document **and** electronic mail. The appropriate Approving Body and the PPP Center shall be copy furnished in such transmittal. For the PPP Center, the transmittal shall be sent via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

To facilitate expedient processing of Local PPP Projects, the LDC ExeCom may set a deadline for the LGU/LUC to submit to the appropriate Approving Body the complete documentary requirements as indicated in Section 5.2.1 of this Guidelines and Procedures. Such deadline to be set shall be in accordance with the periods provided in RA No. 11032 or the Ease of Doing Business and Efficient Government Service Delivery Act of 2018.

For avoidance of doubt, the LGU/LUC's receipt of the LDC ExeCom resolution through any form (i.e. via physical document **or** electronic mail) shall trigger the counting of the period for the next step in the processing of the proposed Local PPP Project.

- 5.1.6. **If the LDC ExeCom fails to issue its confirmation within the prescribed period**, the proposal shall be deemed confirmed, without prejudice to any liability that the erring or negligent officials or employees may incur under the PPP Code and other existing laws.

The Head of the LGU/LUC shall inform the appropriate Approving Body in writing through physical document **and** electronic mail, copy furnished the PPP Center via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph), that: (i) the LDC ExeCom has failed to issue its confirmation within the prescribed period, (ii) the proposed Local PPP Project is deemed confirmed pursuant to Section 7(a)(2) of the PPP Code and Section 34 of its IRR, and (iii) the proposed Local PPP Project is now being submitted to the appropriate Approving Body for review and approval pursuant to Section 5.2 of this Guidelines and Procedures.

**5.2. Review and approval of the appropriate Approving Body under Section 7(a)(2) of the PPP Code and Title IV, Chapter 2 of its IRR**

Upon receipt of the resolution from the LDC ExeCom, or after the prescribed period for confirmation has lapsed, whichever comes first, the Local PPP Project shall be subject to the review and approval of the appropriate Approving Body. In the case of LGUs, the appropriate Approving Body shall be the local *Sanggunian* concerned, while in the case of LUCs, it shall be their respective boards.

- 5.2.1. The Head of the LGU/LUC shall submit to the secretariat of the local *Sanggunian*/LUC Board concerned via electronic mail the complete documentary requirements for the review and approval of Local PPP Projects as indicated in **Annex A-1** (solicited projects), or in **Annex A-2** (unsolicited

proposals). The submission shall include the resolution of the LDC ExeCom confirming the Local PPP Project or the letter informing the local *Sanggunian* or the LUC Board that the prescribed period for confirmation by the LDC ExeCom has lapsed.

The LDC ExeCom and the PPP Center shall be copy furnished in such submission. For the PPP Center, the transmittal shall be sent via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

5.2.2. The secretariat of the local *Sanggunian*/LUC Board shall acknowledge the receipt of the submitted documents within the same day pursuant to Section 11 of this Guidelines and Procedures. The PPP Center shall be copy furnished in such acknowledgement via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

5.2.3. Upon acknowledgement of the secretariat of the local *Sanggunian*/LUC Board, it shall have seven (7) calendar days to determine the completeness of the submitted documents, in accordance with Section 11 of this Guidelines and Procedures.

5.2.3.1. **If the submission is complete**, the secretariat of the local *Sanggunian*/LUC Board shall issue a Notice of Completeness in writing through physical document **and** electronic mail, informing the LGU/LUC that the submission is complete, and endorsing the documents to the local *Sanggunian*/LUC Board concerned for decision. In both instances, the PPP Center shall be copy furnished via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

For avoidance of doubt, the receipt of the Notice of Completeness from the secretariat of the local *Sanggunian*/LUC Board through any form (i.e. via physical document **or** electronic mail) shall trigger the counting of the period for the next step in the processing of the proposed Local PPP Project.

5.2.3.2. **If the submission is incomplete**, the secretariat of the local *Sanggunian*/LUC Board shall issue a Notice of Incompleteness in writing through physical document **and** electronic mail, informing the LGU/LUC that the submission is incomplete and specifying the lacking documents and/or information. All physical copies of project documents shall be returned along with the transmittal of the Notice of Incompleteness from the secretariat of the appropriate Approving Body. In such instance, the PPP Center shall be copy furnished via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

The LGU/LUC may resubmit the Local PPP Project to the secretariat of the local *Sanggunian*/LUC Board with appropriate modifications to address the identified deficiencies. Such resubmission shall be considered as a new submission to the secretariat of the local

*Sanggunian*/LUC Board and shall restart the period to determine the completeness of the resubmitted documents. In such instance, the PPP Center shall be copy furnished via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

- 5.2.3.3. **If the secretariat of the local *Sanggunian*/LUC Board fails to determine the completeness** within the prescribed period, the submission shall be deemed incomplete, without prejudice to any liability that the erring or negligent officials or employees may incur under the PPP Code and other existing laws.

Failure of the secretariat of the local *Sanggunian*/LUC Board to determine the completeness shall not hinder the LGU/LUC to resubmit the proposed Local PPP Project. Such resubmission shall be considered a new submission and shall restart the period of determining completeness of the submitted documents. For documentation and monitoring purposes, the PPP Center shall be copy furnished via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

- 5.2.4. The local *Sanggunian*/LUC Board concerned, within a non-extendable period of one hundred twenty (120) calendar days from receipt of the Notice of Completeness, including the submitted complete requirements, from its secretariat, shall:

- (i) Review the proposed Local PPP Project guided by the (i) Criteria for Approval of Local PPP Projects provided by Section 39 of the PPP Code IRR, and by the (ii) report submitted by the LDC ExeCom;
- (ii) Request for a meeting, if needed, with the LGU/LUC, and its Private Proponents in case of unsolicited proposals, if there are clarifications needed regarding the project;
- (iii) Recommend the maximum RROR to be set in case of single complying and responsive bid for Solicited PPP Projects. For avoidance of doubt, this shall not be applicable to Unsolicited PPP Projects; and
- (iv) Decide whether the proposed Local PPP Project is approved or disapproved.

In no case shall the local *Sanggunian*/LUC Board concerned delegate its authority to render a decision on a Local PPP Project. However, the local *Sanggunian*/LUC Board concerned may be allowed to establish or assign a unit to aid in rendering such decision on the proposed Local PPP Project.



5.2.5. The decision of the local *Sanggunian*/LUC Board shall be any of the following:

- (i) **If the Local PPP Project is approved,** the local *Sanggunian*/LUC Board concerned shall issue a Notice of Approval to the LGU/LUC within ten (10) calendar days from its decision to approve the Local PPP Project.

The Notice of Approval shall be issued through an ordinance in the case of local *Sanggunians* or through a resolution in the case of LUC Boards, and shall be transmitted via physical document **and** electronic mail, copy furnished the PPP Center via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph). Such Notice of Approval shall contain authorization for the Head of LGU/LUC to enter into a contract containing the PTCs approved by the local *Sanggunian*/LUC Board, subject to a successful bidding or comparative challenge following the required rules and processes under the PPP Code and its IRR.

For avoidance of doubt, the receipt of the Notice of Approval from the secretariat of the local *Sanggunian*/LUC Board through any form (i.e. via physical document **or** electronic mail) shall trigger the counting of the period for the next step in the processing of the proposed Local PPP Project.

- a) **In the case of Solicited PPP Projects,** the LGU/LUC shall proceed with the procurement of the Local PPP Project by issuing an Invitation to Qualify/Pre-Qualify and Bid, within ninety (90) calendar days from the issuance of the Notice of Approval by the appropriate local *Sanggunian*/LUC Board, pursuant to Section 89 of the PPP Code IRR.
- b) **In the case of Unsolicited PPP Projects,** the LGU/LUC shall proceed with the procurement of the Local PPP Project by issuing an Invitation for Comparative Proposals, within seven (7) calendar days from the issuance of the Notice of Approval by the appropriate local *Sanggunian*/LUC Board, pursuant to Section 10(e) of the PPP Code and Section 93 of its IRR.

- (ii) **If the Local PPP Project is disapproved,** the local *Sanggunian*/LUC Board shall issue a Notice of Disapproval to the LGU/LUC within ten (10) calendar days from its decision.

The Notice of Disapproval shall indicate that the proposed Local PPP Project is being returned, including the grounds and reasons for such decision. Such Notice of Disapproval shall be issued through an ordinance in the case of local *Sanggunians* or through a resolution in the case of LUC Boards, and shall be transmitted via physical document **and** electronic mail, copy furnished the PPP Center via

email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph). All project documents shall be returned along with the transmittal of the Notice of Disapproval.

The LGU/LUC may resubmit the project to the local *Sanggunian*/LUC Board for approval with appropriate modifications to address the identified deficiencies. Such resubmission shall be considered as a new submission to the secretariat of the local *Sanggunian*/LUC Board and shall restart the period for the secretariat of the local *Sanggunian*/LUC Board to determine the completeness of the resubmitted documents.

**(iii)** **If the local *Sanggunian*/LUC Board concerned fails to render its decision within the prescribed period,** the Local PPP Project shall be deemed approved, without prejudice to any liability that the erring or negligent officials or employees may incur under the PPP Code and other existing laws.

Such deemed approval shall mean that the Head of LGU/LUC shall be deemed to have been provided with the authority to enter into a contract for the proposed Local PPP Project, subject to a successful bidding or comparative challenge following the required rules and processes under the PPP Code and its IRR.

The LGU/LUC may proceed with the procurement of the Local PPP Project within seven (7) calendar days from receipt of a notification from the PPP Center. Such notification shall be sent to the local *Sanggunian*/LUC Board concerned and the LGU/LUC in writing through physical document **and** electronic mail, stating that the approval period has lapsed and that the project has been deemed approved.

The proposed PTCs, as submitted to the local *Sanggunian*/LUC Board concerned, shall be used to guide the procurement of the project that has been deemed approved. The procurement rules shall follow Title VI of the PPP Code IRR.

**5.3. Endorsement of the Regional Public-Private Partnership Committee (RPPPC) of the Regional Development Committee (RDC) for Local PPP projects that are (i) affecting national or sectoral development plans and national projects under Section 7(a)(2) of the PPP Code and Section 35 of its IRR, and/or (ii) involving Government Undertakings and/or Availability Payments using national government funds under Section 7(a)(2) of the PPP Code and Section 36 of its IRR**

Pursuant to Section 7(a)(2) of the PPP Code and Sections 35 and 36 of its IRR, Local PPP Projects affecting national or sectoral development plans and national projects, and/or involving Government Undertakings and/or Availability Payments using

national government funds, shall secure the endorsement of the national government through the sectoral committee concerned of the respective RDC, prior to securing the endorsement of the LDC ExeCom concerned and the approval by the appropriate Approving Body.

To operationalize such provisions and to facilitate the expeditious processing of Local PPP Projects, RDCs shall establish their respective Regional Public-Private Partnership Committees to act on its behalf.

For avoidance of doubt, the following provisions shall not apply to Local PPP Projects that neither affect national or sectoral development plans and national projects, nor involve Government Undertakings and/or Availability Payments using national government funds.

5.3.1. **Creation of the Regional Public-Private Partnership Committee.** In order to aid the RDCs in processing Local PPP Projects pursuant to the requirements under the PPP Code and its IRR, all RDC chairpersons shall lead the issuance of a resolution creating and institutionalizing a sub-committee which shall be called the Regional Public-Private Partnership Committee (RPPPC) under the RDC concerned.

RDCs shall strengthen similar mechanisms and reconstitute their existing PPP committees, if any, consistent with this Guidelines and Procedures.

- (i) **Functions.** The RPPPC shall act on behalf of the RDC in processing Local PPP Projects pursuant to Section 7(a)(2) of the PPP Code and Sections 35 and 36 of its IRR.
- (ii) **Composition.** The following shall be the members of the RPPPC:
  - (a) Chairpersons: RDC Full Council Chairperson and Co-Chairperson
  - (b) Members: Chairpersons of the Sectoral Committees on (a) Social Development, (b) Infrastructure Development, (c) Economic Development, and (d) Development Administration.

Representatives from other agencies/offices/bodies may be invited to meetings of the RPPPC.

- (iii) **Secretariat.** The Secretariat of the Committee shall be lodged under the NEDA Regional Office concerned.

5.3.2. The Head of the LGU/LUC shall submit to the RPPC Secretariat via electronic mail the complete documentary requirements for securing the endorsement of the RPPPC as indicated in **Annex A-1** (solicited projects), or in **Annex A-2** (unsolicited proposals). The PPP Center shall be copy furnished in such

submission via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

5.3.3. The RPPPC Secretariat shall acknowledge the receipt of the submitted documents within the same day pursuant to Section 11 of this Guidelines and Procedures. The PPP Center shall be copy furnished in such acknowledgement via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

5.3.4. Upon acknowledgement of the RPPPC Secretariat, it shall have seven (7) calendar days to determine the completeness of the submitted documents, in accordance with Section 11 of this Guidelines and Procedures.

**(i) If the submission is complete**, the RPPPC Secretariat shall issue a Notice of Completeness in writing through physical document **and** electronic mail, informing the LGU/LUC that the submission is complete, and endorsing the documents to the RPPPC concerned for decision. In both instances, the PPP Center shall be copy furnished via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

For avoidance of doubt, the receipt of the Notice of Completeness from the RPPPC Secretariat through any form (i.e. via physical document **or** electronic mail) shall trigger the counting of the period for the next step in the processing of the proposed Local PPP Project.

**(ii) If the submission is incomplete**, the RPPPC Secretariat shall issue a Notice of Incompleteness in writing through physical document **and** electronic mail, informing the LGU/LUC that the submission is incomplete, and specifying the lacking documents and/or information. All physical copies of project documents shall also be returned to the LGU/LUC along with the transmittal of the Notice of Incompleteness. In such instance, the PPP Center shall be copy furnished via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

The LGU/LUC may resubmit the Local PPP Project to the RPPPC Secretariat with appropriate modifications to address the identified deficiencies. Such resubmission shall be considered as a new submission to the RPPPC Secretariat and shall restart the period to determine the completeness of the resubmitted documents. In such instance, the PPP Center shall be copy furnished via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

**(iii) If the RPPPC Secretariat fails to determine the completeness** within the prescribed period, the submission shall be deemed incomplete, without prejudice to any liability that the erring or negligent officials or employees may incur under the PPP Code and other existing laws.

Failure of the RPPPC Secretariat to determine the completeness shall not hinder the LGU/LUC to resubmit the proposed Local PPP Project. Such resubmission shall be considered a new submission and shall restart the period of determining completeness of the submitted documents. For documentation and monitoring purposes, the PPP Center shall be copy furnished via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

5.3.5. The RPPPC concerned, within thirty (30) calendar days from receipt of the Notice of Completeness, including the submitted complete requirements from the RPPPC Secretariat, shall deliberate on the proposed Local PPP Project during a meeting or via *ad referendum*, and decide through a resolution. Such resolution shall contain the following:

- (i) For Local PPP Projects affecting national or sectoral development plans and/or national projects:
  - (a) Confirmation that the project is aligned and can co-exist with national, regional, and/or sectoral investment programs included in the Consolidated List of Investment Programs (CLIPs), and national projects, including those in the List of PPP Projects, referred to in Title III, Chapter 2 of the PPP Code IRR;
  - (b) Identified concerns or issues, if any, to aid the LDC ExeCom concerned and the appropriate Approving Body during their respective deliberations;
  - (c) Proposed inclusion/exclusion of certain PTCs for the project, if any, for consideration by the LDC ExeCom concerned and the appropriate Approving Body during their respective deliberations; and
  - (d) Decision of the RPPPC on the requested endorsement.
- (ii) For Local PPP Projects involving Government Undertakings and/or Availability Payments using national government funds:
  - (a) Confirmation that the Government Undertaking and/or Availability Payments shall be using national government funds;
  - (b) Identified concerns or issues, if any, to aid the ICC, LDC ExeCom concerned, and the appropriate Approving Body during their respective deliberations;
  - (c) Decision of the RPPPC on the requested endorsement.

In case of Local PPP Projects affecting national or sectoral development plans and/or national projects, and involving Government Undertakings

and/or Availability Payments using national government funds, the RPPPC resolution shall contain items (i) and (ii) above.

Prior to endorsing the proposed Local PPP Project, the RPPPC or the LGU/LUC may consult with the Department of Finance (DOF) with regard to Government Undertaking and/or Availability Payments in the proposed Local PPP Project, which are not funded by the national government. In such cases, the DOF shall issue its non-binding letter within twenty (20) calendar days from the receipt of the request, pursuant to Section 36 of the PPP Code IRR.

5.3.6. The decision of the RPPPC shall be any of the following:

**(i) If the Local PPP Project is endorsed without conditions,** the RPPPC shall issue a Notice of Endorsement of the project to the LGU/LUC within ten (10) calendar days from its decision to endorse the Local PPP Project.

The Notice of Endorsement of the project shall be issued through a resolution, and shall be transmitted via physical document **and** electronic mail, copy furnished the PPP Center via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

For avoidance of doubt, the receipt of the Notice of Endorsement from the RPPPC Secretariat of the RDC concerned through any form (i.e. via physical document **or** electronic mail) shall trigger the counting of the period for the next step in the processing of the proposed Local PPP Project.

To facilitate expedient processing of Local PPP Projects, the RPPPC may set a deadline for the LGU/LUC to submit to the LDC Secretariat the complete documentary requirements as indicated in Section 5.1.1 of this Guidelines and Procedures. Such deadline to be set shall be in accordance with the periods provided in RA No. 11032 or the Ease of Doing Business and Efficient Government Service Delivery Act of 2018.

**(ii) If the Local PPP Project is not endorsed,** the RPPPC shall issue a Notice of Non-Endorsement of the Project to the LGU/LUC within ten (10) calendar days from its decision.

The Notice of Non-Endorsement of the Project shall indicate that the proposed Local PPP Project is being returned, including the grounds and reasons for such decision. Such Notice of Non-Endorsement of the Project shall be issued through a resolution, and shall be transmitted via physical document **and** electronic mail, copy furnished the PPP Center via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph). All project documents shall be

returned along with the transmittal of the Notice of Non-Endorsement of the Project.

The LGU/LUC may, within seven (7) calendar days from the receipt of the resolution, resubmit to the RPPPC Secretariat the Local PPP Project with appropriate modifications to address the grounds for the non-endorsement by the RPPPC. Such resubmission shall be considered as a new submission to the RPPPC Secretariat and shall restart the period for the RPPPC Secretariat to determine the completeness resubmitted documents.

- (iii) **If the Local PPP Project is endorsed with condition/s,** the RPPPC shall issue a Notice of Conditional Endorsement of the project to the LGU/LUC within ten (10) calendar days from its decision to endorse the Local PPP Project with condition/s.

The Notice of Conditional Endorsement of the project shall be issued through a resolution and shall be transmitted via physical document **and** electronic mail, copy furnished the PPP Center via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

The conditional endorsement shall also include a deadline for the LGU/LUC to address or meet the condition/s provided, and failure to do so shall be considered as a non-endorsement of the Local PPP Project.

In cases where the LGU/LUC failed to address or meet the condition/s provided, thereby making the request for endorsement deemed disapproved, the LGU/LUC may resubmit the project to the RPPPC for endorsement with modifications to address identified deficiencies. Such resubmission shall be considered as a new submission to the RPPPC Secretariat and shall restart the period for the RPPPC Secretariat to determine the completeness of the resubmitted documents.

- (iv) **If the RPPPC fails to render a decision within the prescribed period,** the Local PPP Project shall be deemed endorsed, without prejudice to any liability that the erring or negligent officials or employees may incur under the PPP Code and other existing laws.

The Head of the LGU/LUC shall inform the LDC ExeCom in writing through physical document **and** electronic mail, copy furnished the PPP Center via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph), that: (i) the RPPPC endorsement has failed to render a decision within the prescribed period, (ii) the proposed Local PPP Project, is deemed endorsed pursuant to Section 7(a)(2) of the PPP Code and Section 35 of its IRR, and (iii) the proposed Local PPP Project is now being submitted to the LDC ExeCom for confirmation pursuant to Section 5.1 of this Guidelines and Procedures.

5.4. **Approval by the Investment Coordination Committee (ICC) of proposed Government Undertakings and/or Availability Payments using national government funds for Local PPP projects under Section 7(a)(2) of the PPP Code and Section 36 of its IRR**

Pursuant to Section 7(a)(2) of the PPP Code and Section 36 of its IRR, proposed Government Undertakings and/or Availability Payments using national government funds for Local PPP Projects shall be submitted to the ICC for approval, upon review and endorsement by the RPPPC concerned following the procedures in Section 5.3 of this Guidelines and Procedures.

The approval of the requested Government Undertaking and/or Availability Payments using national government funds shall be processed following the procedures indicated in Annex 1 of “*NEDA Board-Investment Coordination Committee (ICC) Guidelines on the Review and Approval of Public-Private Partnership Proposals Requiring ICC and/or NEDA Board Approval*” (referred as “ICC Guidelines”), and the list of documentary requirements indicated in Annex 4 of the aforementioned ICC Guidelines.

6. **Review and approval of proposed changes in the approved parameters, terms, and conditions (PTCs) for Local Solicited PPP Projects prior to submission of bids, under Section 81 of the PPP Code IRR**

Pursuant to Section 81 of the PPP Code IRR, changes to the PTCs approved by the appropriate Approving Body may be allowed in solicited projects prior to submission of bids, subject to the review and approval of the appropriate Approving Body. In the case of LGUs, the appropriate Approving Body shall be the local *Sanggunian* concerned, while in the case of LUCs, it shall be their respective boards.

- 6.1. The Head of the LGU/LUC shall submit to the secretariat of the local *Sanggunian*/LUC Board concerned via electronic mail the complete documentary requirements for the review and approval of proposed changes in approved PTCs as indicated in **Annex A-3**. The PPP Center shall be copy furnished in such submission via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).
- 6.2. The secretariat of the local *Sanggunian*/LUC Board shall acknowledge the receipt of the submitted documents within the same day pursuant to Section 11 of this Guidelines and Procedures. The PPP Center shall be copy furnished in such acknowledgement via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).
- 6.3. Upon acknowledgement of the secretariat of the local *Sanggunian*/LUC Board, it shall have seven (7) calendar days from receipt to determine the completeness of the submitted documents, in accordance Section 11 of this Guidelines and Procedures.



- 6.3.1. **If the submission is complete**, the secretariat of the local *Sanggunian*/LUC Board shall issue a Notice of Completeness in writing through physical document **and** electronic mail, informing the LGU/LUC, informing the LGU/LUC that the submission is complete, and endorsing the documents to the local *Sanggunian*/LUC Board concerned for decision. In both instances, the PPP Center shall be copy furnished via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

For avoidance of doubt, the receipt of the Notice of Completeness from the secretariat of the local *Sanggunian*/LUC Board through any form (i.e. via physical document **or** electronic mail) shall trigger the counting of the period for the next step in the processing of the proposed changes in the approved PTCs.

- 6.3.2. **If the submission is incomplete**, the secretariat of the local *Sanggunian*/LUC Board shall issue a Notice of Incompleteness in writing through physical document **and** electronic mail, informing the LGU/LUC that the submission is incomplete and specifying the lacking documents and/or information. All copies of the proposal shall be returned along with the transmittal of the Notice of Incompleteness from the secretariat of the appropriate Approving Body. In such instance, the PPP Center shall be copy furnished via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

The LGU/LUC may resubmit the proposal to the secretariat of the local *Sanggunian*/LUC Board with appropriate modifications to address the identified deficiencies. Such resubmission shall be considered as a new submission to the secretariat of the local *Sanggunian*/LUC Board and shall restart the period to determine the completeness of the resubmitted documents. In such instance, the PPP Center shall be copy furnished via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

- 6.3.3. **If the secretariat of the local *Sanggunian*/LUC Board fails to determine the completeness** within the prescribed period, the submission shall be deemed incomplete, without prejudice to any liability that the erring or negligent officials or employees may incur under the PPP Code and other existing laws.

Failure of the secretariat of the local *Sanggunian*/LUC Board to determine the completeness shall not hinder the LGU/LUC to resubmit the proposed changes to the approved PTCs. Such resubmission shall be considered a new submission and shall restart the period of determining completeness of the submitted documents. For documentation and monitoring purposes, the PPP Center shall be copy furnished via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

- 6.4. The *Sanggunian*/LUC Board, within sixty (60) calendar days, from receipt of the complete requirements from its Secretariat, shall (i) review and deliberate on the proposed changes to the approved PTCs, and (ii) issue its decision through a

resolution to the LGU/LUC, copy furnished the PPP Center via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

6.5. The decision of the local *Sanggunian*/LUC Board shall be any of the following:

6.5.1. **If the proposed changes to the PTCs is approved**, the local *Sanggunian*/LUC Board concerned shall issue a Notice of Approval to the LGU/LUC within ten (10) calendar days from its decision to approve the proposed changes to the approved PTCs.

The Notice of Approval shall be issued through an ordinance, in the case of local *Sanggunians*, or a resolution, in the case of LUC Boards, and shall be transmitted via physical document **and** electronic mail, copy furnished the PPP Center via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

The LGU/LUC shall then adopt the revised PTCs as part of the Local PPP Project's draft contract.

6.5.2. **If the proposed changes to the PTCs is disapproved**, the local *Sanggunian*/LUC Board concerned shall issue a Notice of Disapproval to the LGU/LUC within ten (10) calendar days from its decision.

The Notice of Disapproval shall indicate that the proposal is being returned, including the grounds and reasons for such decision. Such Notice of Disapproval shall be issued through an ordinance, in the case of local *Sanggunians*, or a resolution, in the case of LUC Boards, and shall be transmitted via physical document **and** electronic mail, copy furnished the PPP Center via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph). All project documents shall be returned along with the transmittal of the Notice of Disapproval.

The LGU/LUC may resubmit the project to the local *Sanggunian*/LUC Board for approval with appropriate modifications to address the identified deficiencies. Such resubmission shall be considered as a new submission to the secretariat of the local *Sanggunian*/LUC Board and shall restart the period for the secretariat of the local *Sanggunian*/LUC Board to determine the completeness of the resubmitted documents.

If the request is disapproved, the previously approved PTCs shall still be in effect.

6.6. In case the change/s in the approved PTCs affect national or sectoral development plans, as well as national projects, and/or require Government Undertakings and/or Availability Payments using national government funds, the change in the approved PTCs shall be processed in accordance with the procedures indicated in Sections 5.3 and/or 5.4 of this Guidelines and Procedures, as applicable.

**7. Determination of the Reasonable Rate of Return (RROR) under Section 90 of the PPP Code IRR in case of single complying solicited bids**

Per Section 90 of the PPP Code IRR, the local *Sanggunian*/LUC Board shall prescribe the RROR in the case of a single-complying and responsive solicited bid. For avoidance of doubt, this shall not apply to Unsolicited PPP Projects.

7.1. During the approval stage of the Solicited Local PPP Project, the local *Sanggunian*/LUC Board shall set the maximum RROR **which shall, in no case, be disclosed during the bidding process.**

7.2. In cases where the procurement of the approved PPP Project resulted to a single-complying and responsive bid, the LGU/LUC shall negotiate the RROR for the project taking into consideration the maximum RROR set by the local *Sanggunian*/LUC Board.

7.3. If the negotiated RROR does not breach the maximum RROR, the LGU/LUC shall report the same to the local *Sanggunian*/LUC Board for information. If the negotiated RROR breaches the set maximum, the LGU/LUC shall secure the approval of the local *Sanggunian*/LUC Board of the negotiated RROR.

7.4. In case the local *Sanggunian*/LUC Board does not agree with the negotiated RROR (which breached the set maximum as initially prescribed), the LGU/LUC shall inform the single-complying and responsive bidder of such decision for consideration. The bidder may decide to still proceed with the project. If the bidder does not agree, the LGU/LUC shall declare a failure of bidding.

7.5. The LGU/LUC may refer to **Annex B** for the methodology to be used in the computation of the RROR.

**8. Review and approval of proposed variation, expansion, or extension of an existing Local PPP Project requiring the approval of the appropriate Approving Body under Title XIV, Chapter 2 of the PPP Code IRR**

8.1. **Approval of variation, expansion, or extension of an existing Local PPP Project by the local Sanggunian concerned in the case of LGUs, or by the Board in the case of LUCs**

8.1.1. A contract variation, expansion, or extension of an existing Local PPP Project may be allowed, subject to the due diligence of the Head of the LGU/LUC.

8.1.2. The following variation, expansion, or extension of an existing Local PPP Project shall be approved by the local *Sanggunian*/LUC Board pursuant to Section 7 of the PPP Code and Section 146 of the IRR:

- (i) Change/s in the agreed schedule or parametric formula to calculate Tariff and adjustments thereof, as stipulated in the PPP Contract, unless already regulated and publicly-disclosed in accordance with Title IX of the PPP Code IRR;
- (ii) Decrease in the LGU/LUC revenue or profit share derived from the project, except as may be allowed under a formula approved by the relevant Regulatory or Approving Body;
- (iii) Change/s in the approved scope of works, decrease in the performance standards, deferment of committed service levels, or change in the contractual arrangement: *Provided*, That if the proposed variation involves a change in the approved project scope, the LGU/LUC shall establish that the Private Partner and its contractors possess the capacity to implement the requested variation by assessing the qualifications of the latter pursuant to Section 71 of the PPP Code IRR, prior to submitting the proposed variation to the appropriate Approving Body;
- (iv) Extension in the contract term; or
- (v) Any variation that will result in an increase in the financial liabilities of the government under the PPP Project.

In case the variation, expansion, or extension of an existing Local PPP Project affects national or sectoral development plans, as well as national projects, and/or requires Government Undertakings and/or Availability Payments using national government funds, the variation, expansion, or extension shall be processed in accordance with the process indicated in Sections 5.3 and/or 5.4 of this Guidelines and Procedures, respectively.

- 8.1.3. The Head of the LGU/LUC shall submit to the secretariat of the local *Sanggunian*/LUC Board concerned via electronic mail the complete documentary requirements for the review and approval of proposed variation, expansion, or extension of an existing Local PPP Project as indicated in **Annex A-5**. The PPP Center shall be copy furnished in such submission via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).
- 8.1.4. The secretariat of the local *Sanggunian*/LUC Board shall acknowledge the receipt of the submitted documents within the same day pursuant to Section 11 of this Guidelines and Procedures. The PPP Center shall be copy furnished in such acknowledgement via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).
- 8.1.5. Upon acknowledgement of the secretariat of the local *Sanggunian*/LUC Board, it shall have seven (7) calendar days from receipt to determine the completeness of the submitted documents, in accordance Section 11 of this Guidelines and Procedures.

- (i) **If the submission is complete**, the secretariat of the local *Sanggunian/LUC* Board shall issue a Notice of Completeness in writing through physical document **and** electronic mail, informing the LGU/LUC, informing the LGU/LUC that the submission is complete, and endorsing the documents to the local *Sanggunian/LUC* Board concerned for decision. In both instances, the PPP Center shall be copy furnished via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

For avoidance of doubt, the receipt of the Notice of Completeness from the secretariat of the local *Sanggunian/LUC* Board through any form (i.e. via physical document **or** electronic mail) shall trigger the counting of the period for the next step in the processing of the proposed variation, expansion, or extension of an existing Local PPP Project.

- (ii) **If the submission is incomplete**, the secretariat of the local *Sanggunian/LUC* Board shall issue a Notice of Incompleteness in writing through physical document **and** electronic mail, informing the LGU/LUC that the submission is incomplete and specifying the lacking documents and/or information. All copies of the proposal shall be returned along with the transmittal of the Notice of Incompleteness from the secretariat of the appropriate Approving Body. In such instance, the PPP Center shall be copy furnished via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

The LGU/LUC may resubmit the proposal to the secretariat of the local *Sanggunian/LUC* Board with appropriate modifications to address the identified deficiencies. Such resubmission shall be considered as a new submission to the secretariat of the local *Sanggunian/LUC* Board and shall restart the period to determine the completeness of the resubmitted documents. In such instance, the PPP Center shall be copy furnished via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

- (iii) **If the secretariat of the local *Sanggunian/LUC* Board fails to determine the completeness** within the prescribed period, the submission shall be deemed incomplete, without prejudice to any liability that the erring or negligent officials or employees may incur under the PPP Code and other existing laws.

Failure of the secretariat of the local *Sanggunian/LUC* Board to determine the completeness shall not hinder the LGU/LUC to resubmit the proposed variation, expansion, or extension of an existing Local PPP Project. Such resubmission shall be considered a new submission and shall restart the period of determining completeness of the submitted documents. For documentation and

monitoring purposes, the PPP Center shall be copy furnished via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph)

- 8.1.6. The local *Sanggunian*/LUC Board, within a non-extendable period of one hundred twenty (120) calendar days from receipt of the complete requirements from its secretariat, shall review the documents submitted and issue its decision through an ordinance, in the case of local *Sanggunians*, or through a resolution, in the case of LUC Boards. The PPP Center shall be copy furnished in such electronic transmittal via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).
  - 8.1.7. The decision of the local *Sanggunian*/LUC Board shall take effect upon receipt of the resolution or any equivalent document issued.
  - 8.1.8. Failure to secure the approval of the local *Sanggunian*/LUC Board shall render the variation, expansion, or extension void. No variation, expansion, or extension shall be implemented before it is approved.
- 8.2. **Approval of variation, expansion, or extension of an existing Local PPP Project by the Head of the LGU/LUC**
- 8.2.1. All contract variation, expansion, or extension outside of the specified items in Section 8.1.2 of this Guidelines and Procedures shall be approved in writing by the Head of the LGU/LUC.
  - 8.2.2. The Head of the LGU/LUC shall review the documents submitted and issue its decision in writing within sixty (60) calendar days. The PPP Center shall be copy furnished in such electronic transmittal via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).
  - 8.2.3. Failure to secure the approval of the Head of the LGU/LUC shall render the variation, expansion, or extension void. No variation, expansion, or extension shall be implemented before it is approved.
- 8.3. The decision of the local *Sanggunian*/LUC Board or by the Head of the LGU/LUC, as the case may be, shall be any of the following:
- 8.3.1. **If the proposed variation, expansion, or extension of an existing Local PPP Project is approved,** the local *Sanggunian*/LUC Board concerned or the Head of the LGU/LUC, as the case may be, shall issue a Notice of Approval to the LGU/LUC within ten (10) calendar days from its decision.

The Notice of Approval shall be issued through an ordinance, in the case of local *Sanggunians*, or a resolution, in the case of LUC Boards, and shall be transmitted via physical document **and** electronic mail, copy furnished the PPP Center via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

- 8.3.2. **If the proposed variation, expansion, or extension of an existing Local PPP Project is disapproved,** the local *Sanggunian*/LUC Board concerned or the Head of the LGU/LUC, as the case may be, shall issue a Notice of Disapproval to the LGU/LUC within ten (10) calendar days from its decision.

The Notice of Disapproval shall indicate that the proposal is being returned, including the grounds and reasons for such decision. Such Notice of Disapproval shall be issued through an ordinance, in the case of local *Sanggunians*, or a resolution, in the case of LUC Boards, and shall be transmitted via physical document **and** electronic mail, copy furnished the PPP Center via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph). All project documents shall be returned along with the transmittal of the Notice of Disapproval.

The LGU/LUC may resubmit the proposal to the local *Sanggunian*/LUC Board or the Head of the LGU/LUC, as the case may be, for approval with appropriate modifications to address the identified deficiencies. Such resubmission shall be considered as a new submission to the secretariat of the local *Sanggunian*/LUC Board or the Head of the LGU/LUC, as the case may be, and shall restart the period for the secretariat of the local *Sanggunian*/LUC Board to determine the completeness of the resubmitted documents.

**9. Approval of change in, withdrawals, or substitution of Private Partners or member-firms of a consortium under Section 104 of the PPP Code IRR**

Per Section 104 of the PPP Code IRR, without prejudice to the application of lock-in provisions in the PPP Contract, changes in, withdrawals, or substitution of, Private Partners or member-firms of a consortium that result in a change of control of the Private Partner or consortium that will affect its majority ownership and/or beneficial ownership, after the approval of the project, shall be subject to the approval of the appropriate Approving Body.

- 9.1. In case there is a need to change, withdraw, or substitute the Private Partners or member-firm of a consortium operating/implementing the PPP project, the Head of LGU/LUC shall immediately, upon being informed in writing by the Private Partners, seek the approval of the local *Sanggunian*/LUC Board.
- 9.2. The Head of the LGU/LUC shall submit to the secretariat of the local *Sanggunian*/LUC Board concerned via electronic mail the complete documentary requirements for the review and approval of proposed withdrawal or substitution of a consortium member, as indicated in **Annex A-4**. The PPP Center shall be copy furnished in such submission via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).
- 9.3. The secretariat of the local *Sanggunian*/LUC Board shall acknowledge the receipt of the submitted documents within the same day pursuant to Section 11 of this



Guidelines and Procedures. The PPP Center shall be copy furnished in such acknowledgement via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

9.4. Upon acknowledgement of the secretariat of the local *Sanggunian*/LUC Board, it shall have seven (7) calendar days from receipt to determine the completeness of the submitted documents, in accordance Section 11 of this Guidelines and Procedures.

9.4.1. **If the submission is complete**, the secretariat of the local *Sanggunian*/LUC Board shall issue a Notice of Completeness in writing through physical document **and** electronic mail, informing the LGU/LUC, informing the LGU/LUC that the submission is complete, and endorsing the documents to the local *Sanggunian*/LUC Board concerned for decision. In both instances, the PPP Center shall be copy furnished via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

For avoidance of doubt, the receipt of the Notice of Completeness from the secretariat of the local *Sanggunian*/LUC Board through any form (i.e. via physical document **or** electronic mail) shall trigger the counting of the period for the next step in the processing of the change in, withdrawals, or substitution of Private Partners or member-firms of a consortium.

9.4.2. **If the submission is incomplete**, the secretariat of the local *Sanggunian*/LUC Board shall issue a Notice of Incompleteness in writing through physical document **and** electronic mail, informing the LGU/LUC that the submission is incomplete and specifying the lacking documents and/or information. All copies of the proposal shall be returned along with the transmittal of the Notice of Incompleteness from the secretariat of the appropriate Approving Body. In such instance, the PPP Center shall be copy furnished via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

The LGU/LUC may resubmit the proposal to the secretariat of the local *Sanggunian*/LUC Board with appropriate modifications to address the identified deficiencies. Such resubmission shall be considered as a new submission to the secretariat of the local *Sanggunian*/LUC Board and shall restart the period to determine the completeness of the resubmitted documents. In such instance, the PPP Center shall be copy furnished via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

9.4.3. **If the secretariat of the local *Sanggunian*/LUC Board fails to determine the completeness** within the prescribed period, the submission shall be deemed incomplete, without prejudice to any liability that the erring or negligent officials or employees may incur under the PPP Code and other existing laws.

Failure of the secretariat of the local *Sanggunian*/LUC Board to determine the completeness shall not hinder the LGU/LUC to resubmit the change in, withdrawals, or substitution of Private Partners or member-firms of a



consortium. Such resubmission shall be considered a new submission and shall restart the period of determining completeness of the submitted documents. For documentation and monitoring purposes, the PPP Center shall be copy furnished via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

- 9.5. The local *Sanggunian*/LUC Board, within a non-extendable period of one hundred twenty (120) calendar days from receipt of the complete requirements from its secretariat, shall review the documents submitted and issue to the LGU/LUC its decision through an ordinance, in the case of local *Sanggunians*, or through a resolution, in the case of LUC Boards.

To ensure expeditious processing and monitoring of timelines, the secretariat of the local *Sanggunian*/LUC Board shall transmit via electronic mail the ordinance/resolution. The PPP Center shall be copy furnished in such electronic transmittal via email to [Evaluation@ppp.gov.ph](mailto:Evaluation@ppp.gov.ph).

- 9.6. The decision of the local *Sanggunian*/LUC Board shall take effect upon receipt of the ordinance/resolution by the Head of LGU/LUC.

## 10. Miscellaneous Provisions

### 10.1. **Co-grantorship arrangements among Implementing Agencies.**

10.1.1. A PPP Project with two or more LGUs as Implementing Agencies may be processed through any of the following:

- (i) **Implemented by two or more LGUs/LUCs.** In these cases, it shall be processed and approved by the respective *Sanggunians* of the LGUs concerned following the rules stipulated on Section 5.2 of this Guidelines and Procedures.

To facilitate expedient processing, a joint *Sanggunian*, or joint committee in case one of the Implementing Agencies is an LUC, may be established by the concerned LGUs/LUCs. Such respective LGUs/LUCs shall be represented in the said joint *Sanggunian* or committee. The joint *Sanggunian* or committee shall still follow the rules stipulated on Section 5.2 of this Guidelines and Procedures.

- (ii) **Implemented by the next higher level of LGU instead of all the LGUs concerned.** In these cases, it shall be processed by the next higher level of LGU only and not of all the LGUs concerned, and approved by the next higher level of *Sanggunian*, and not of all the *Sanggunians* concerned.

- (iii) **Implemented by a national Implementing Agency instead of all the LGUs/LUCs concerned.** In these cases, the proposed Local PPP Project shall be considered as a National PPP Project, and shall be

processed and approved following the rules on the approval of National PPP Projects stipulated in the ICC Guidelines.

- 10.1.2. **In case of co-grantorship between a local Implementing Agency and a national Implementing Agency**, the PPP Project shall be reviewed and approved separately by the Approving Bodies concerned, following the processes stipulated in Section 5.2. of this Guidelines and Procedures for the local Implementing Agency, and in the ICC Guidelines for the national Implementing Agency.

The Implementing Agencies concerned may also opt to subject the PPP Project for the approval by the ICC, instead of all Approving Bodies concerned. In such cases, the approval process stipulated in the ICC Guidelines shall be followed, without prejudice to the authority of the local *Sanggunian* or LUC Board to approve the PPP Project.

- 10.2. Any local PPP or JV codes and ordinances enacted prior to the effectivity of the PPP Code and its IRR are repealed pursuant to Section 37 of the PPP Code and Section 189 of the IRR.

There shall be no local ordinances to be issued relating to the review and approval of Local PPP Projects.

- 10.3. In case the PPP Project has been approved by the local *Sanggunian*/LUC Board but the LGU/LUC intends to convert the implementation of the project to a different procurement modality, the LGU/LUC shall submit a justification for the proposed change to the local *Sanggunian*/LUC Board of the original project, copy furnished the PPP Center.
- 10.4. LGUs, LUCs, LDCs, RDCs, local *Sanggunians*, and LUC Boards may request capacity development assistance from the PPP Center to aid in their review and approval of Local PPP Projects, and in the performance of their duties under the PPP Code and this Guidelines and Procedures, pursuant to Section 24(a)(8) of the PPP Code.
- 10.5. For monitoring purposes, the PPP Center shall be copy furnished in all official correspondences in the processing of a Local PPP Project, pursuant to Section 24(a)(5) of the PPP Code.
- 10.6. All queries in relation to the above processes may be raised to the PPP Center by sending an email to [evaluation@ppp.gov.ph](mailto:evaluation@ppp.gov.ph).

## **11. Computation of Periods**

Pursuant to Section 3 of the PPP Code IRR, in computing for the period for all process indicated in this Guidelines and Procedures, the first day 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, Governor, Mayor, or other government official authorized to make such declaration for such government entity, it is understood that the last day shall be the next working day.

## **12. Separability Clause**

If any provision of this Guidelines and Procedures is declared unconstitutional or invalid, other parts or provisions hereof not affected thereby shall continue to be in full force and effect.

## **13. Repealing and Transitory Clause**

**This Guidelines and Procedures supersedes PPP Governing Board Resolution No. 2024-04-02 or the *“Interim Guidelines for the Approval of Local PPP Projects pursuant to Section 7(e) of the PPP Code and Section 42 of its IRR.”***

**All other PPP Governing Board issuances or parts thereof which are inconsistent with this Guidelines and Procedures are deemed amended and repealed.**

All Local PPP Projects that have been submitted to the appropriate confirming, endorsing and/or Approving Body prior to the effectivity of this Guidelines and Procedures shall be processed in accordance with the rules effective at the time of submission to the appropriate confirming, endorsing and/or Approving Body. This Guidelines and Procedures shall apply to all Local PPP Projects prospectively.

## **14. Validity**

This Guidelines and Procedures shall remain valid until superseded by subsequent guidelines to be issued by the PPP Governing Board.

## **15. Effectivity**

The Guidelines shall be effective immediately upon approval by the PPP Governing Board and upon its publication in a newspaper of general circulation.

A copy of the approved PPP Governing Board Guidelines shall also be published in the websites of the NEDA, the DOF, the Department of the Interior and Local Government, and the PPP Center.

## **ATTACHMENTS**

- Annex A-1: Local Solicited Documentary Requirements
- Annex A-2: Local Unsolicited Documentary Requirements
- Annex A-3: Change in PTC Documentary Requirements
- Annex A-4: Changes in Consortium Documentary Requirements
- Annex A-5: Variations Documentary Requirements
- Annex A-6: PTC forms
- Annex A-7: PPIQF
- Annex B: Sample Computation for RROR

*I hereby certify that by authority of the PPP Governing Board under Resolution No. 2024-07-02, this Guidelines was approved at its meeting held on July 4, 2024.*



**ATTY. LESTER A. AÑONUEVO**

Head, PPP Governing Board Secretariat