

**Investment Coordination Committee (ICC) Checklist of Documentary Requirements
for Unsolicited Public Private Partnership (PPP) Proposals
as of _____**

Project:

Sponsor agency:

Original proponent:

Agency focal person and contact details:

Name:

Email Address:

Tel. No.:

Name:

Email Address:

Tel. No.:

Name:

Email Address:

Tel. No.:

Name:

Email Address:

Tel. No.:

Legend:

- Items for submission in **red**
- Items that do not have to be resubmitted in **black**

Note: Please be informed that agency submissions of unsolicited and solicited PPP projects to the ICC will be considered for evaluation only when the ICC requisite documents are complete, compliant, and duly endorsed by the Head of Agency and Mother Agency. Proposals that are incomplete and not compliant with the provisions of the Philippine Build-Operate-Transfer (BOT) Law and its Implementing Rules and Regulations (IRR) will be returned to the concerned agency.

	Documents for unsolicited proposals	Legal basis and rationale	Date received by NEDA	Remarks on submission	Remarks on compliance and consistency
1	Project Proposal -- Complete Feasibility Study (based on date not older than 3 years)	BOT IRR, Sec. 10.5 requires the submission of a complete unsolicited proposal by the proponent, which includes a project feasibility study. Rationale: This document is the basis for PE forms and most of the analysis.			
2	ICC Project Evaluation (PE) Forms PE Form No. 1 - General Information PE Form No. 2 - Estimated Project Cost PE Form No. 3 - Project Revenue PE Form No. 4 - Estimated Project Benefits and Costs PE Form No. 5 - Risk Allocation	BOT IRR Sec. 2.7 allows the ICC to prescribe detailed guidelines and requirements. The submission of ICC PE Forms is required under the ICC Project Evaluation Procedures and Guidelines (as of 24 June 2004) to determine project viability. BOT IRR Sec. 4.4 requires the unsolicited proposals to contain all relevant			

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	<p>Matrix¹ PE Form No. 6 - Logical Framework PE Form No. 7 - Project and Financing Milestones PE Form No. 8 - Maximum Government Exposure PE Form No. 9 - Gender Responsiveness Checklist²</p> <p>Note: Needs to be consistent with financial and economic models, ICC project evaluation matrix, and draft contract provisions.</p>	<p>assumptions.</p> <p>The information in these forms allow the ICC Secretariat to compute the reasonable rate of return (ROR), as required in BOT IRR Sec. 10.8.</p> <p>Rationale: These documents are used to come up with the project PER, which will be the basis for approval.</p>			
3	Agency Project Evaluation Report (PER)/report of due diligence	BOT IRR Sec 10.8 requires the endorsement, results of due diligence and evaluation conducted, and complete			

¹ Generic Preferred Risk Allocation Matrix can be accessed through this link: https://ppp.gov.ph/wp-content/uploads/2017/02/GPRAM_2Aug2016.pdf.

² Refers to the Combined Generic Checklist for the Project Identification and Design Stages or the applicable Sectoral Gender and Development Checklist, which can be accessed through the following links: <https://www.neda.gov.ph/investment-coordination-committee/> and <https://www.neda.gov.ph/wp-content/uploads/2020/01/Pullouts3-GAD-Checklist-for-Infrastructure.pdf>

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	<p>Note: This includes:</p> <ol style="list-style-type: none"> 1. Appraising the merits of the project 2. Qualifying the proponent based on the pre-qualification requirements 3. Assessing the appropriateness of the contractual arrangement 4. Assessing the reasonableness of risk allocation 5. Recommendation of a reasonable ROR 	<p>documentation from the Head of Agency/LGU.</p> <p>Rationale: The agency PER will summarize the agency's due diligence and evaluation results.</p>			
4	Electronic copies of the economic and financial analyses in traceable formula format based on the submitted PPP PE Forms	<p>Traceable models allow the ICC Secretariat to compute the reasonable ROR in BOT IRR Sec. 10.8.</p> <p>Rationale: The ICC will</p>			

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	<p>Note: The proponent needs to include the basis and breakdown of their cost of capital assumptions (i.e. cost of debt, cost of equity, risk free rate, beta, equity risk premium used).</p> <p>Assumptions also need to be updated to account for the impact of COVID-19 on demand and costs.</p> <p>The model has to be consistent with the arrangements in the draft contract, the project's MPSS and KPIs. It also needs to account for all costs of the project, which has to specify costs related to right-of-way, resettlement, utilities relocation, and environmental mitigation (if applicable).</p>	<p>validate the assumptions in the model to determine the project's reasonable ROR. The ICC will also use the traceable model to assess the project's financial and economic viability.</p>			

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5	<p>Endorsement by Head of Oversight/Mother Agency</p> <p>Note: The agency may only endorse the project when:</p> <ol style="list-style-type: none"> 1. the proponent has submitted complete documents 2. the agency has finished evaluating the project 3. the agency has finished qualifying the proponent in accordance with the pre-qualification requirements (i.e. legal, technical, and financial capacity). 	<p>BOT IRR, Sec. 10.7 states that the agency shall endorse the proposal to the ICC after the agency evaluates the project and qualifies the proponent based on BOT IRR, Rule 5.</p> <p>BOT IRR Sec. 10.8 states that the Head of Agency/LGU shall endorse the project to the ICC and submit the evaluation results of its due diligence within five days upon issuance of the letter of acceptance to the proponent.</p> <p>Rationale: The IA is mandated to submit the results of its due diligence to the ICC. These will facilitate the ICC Secretariat's review of the merits of the project and proponent.</p>			
6	Conferment of Original	BOT IRR, Sec. 10.7 states that			

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	<p>Proponent Status (OPS) by the Agency</p> <p>Note: The agency may only grant OPS when:</p> <ol style="list-style-type: none"> 1. the proponent has submitted complete documents 2. the agency has finished evaluating the project 3. the agency has finished qualifying the proponent in accordance with the pre-qualification requirements (i.e. legal, technical, and financial capacity). 	<p>the agency shall confirm the proponent as the “original proponent” after accepting and conducting due diligence on the project and its proposal.</p> <p>BOT IRR Sec 10.8 requires the endorsement, results of due diligence and evaluation conducted, and complete documentation from the Head of Agency/LGU.</p> <p>Rationale: Submission of IA’s due diligence prior to granting of the OPS will give the ICC confidence in the proponent’s capability to undertake the project.</p>			
7	DOF-CAG Review for GOCC	The ICC Project Evaluation Procedures and Guidelines (as of 24 June 2004) requires			

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	Projects ³	<p>the DOF-CAG to assess the financial capability of government corporations to finance their projects.</p> <p>Reviewing the fiscal impact of projects is part of the ICC mandate per EO 230.</p>			
8	Location Map (with e-copy) ⁴	<p>BOT IRR Sec 10.5 requires the proponent to submit the project's basic information.</p> <p>Right-of-Way (ROW) costs, which are dependent on the project's location and scope, are also needed to compute the reasonable ROR in BOT IRR Sec. 10.8.</p>			

³ The DOF - CAG review covers the impact of the program/project on the financial position of the government-owned or -controlled corporations (GOCCs) and government financial institutions (GFIs) as well as on the Consolidated Public Sector Deficit (CPSD). The review enables the ICC to gauge the ability of the GOCC/GFI to generate funds for loan repayments or estimate the amount of subsidies that may have to be infused by the national government in the future.

⁴ A diagram that outlines the project site.

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9	<p>Right-of-Way Acquisition (ROWA) and Resettlement Action Plan (RAP)⁵ [Implementation risk; Implementing Agency to provide good description and the extent of the project's ROW Cost]</p> <p>Note: ROWA and RAP costs has to be specified and segregated in the financial model (if not applicable to the project, indicate 0).</p>	<p>BOT IRR Sec 10.1 states that agencies may only accept unsolicited proposals that do not require any direct government guarantee, subsidy, or equity.</p> <p>BOT IRR Sec 10.4 states that granting usufruct of government assets, including right-of-way, is considered as a direct subsidy unless the government receives appropriate compensation. It also states that relocation and resettlement costs should be shouldered by the proponent.</p>			

⁵ The proponent should design and submit the right-of-way (ROW)* acquisition plan and resettlement action plan**. These plans will aid the evaluation of the social acceptability and feasibility of the project. The ICC recognizes the effective role of the local government units (LGUs) in providing assistance in the processes involved including the negotiation for resettlement sites and provision of essential public services to the project affected families.

* The right given by one landowner to another to pass over the land, construct a roadway or use as a pathway, without actually transferring ownership. A right of way may arise, (a) By prescription and immemorial usage; (b) By grant; (c) By reservation; (d) By custom; (e) By acts of the legislature; (f) From necessity, when a man's ground is enclosed and completely blocked up, so that he cannot, without passing over his neighbor's land, reach the public road. (Source: <http://www.lectlaw.com/def2/w045.htm>).

**The resettlement action plan should include measures to relocate, resettle and provide livelihood development for families whose properties will be permanently affected by the project.

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		<p>ROWA and RAP costs are also needed by the ICC to compute the reasonable ROR in BOT IRR Sec. 10.8.</p> <p>Rationale: ROW and resettlement costs are typically significant expense items that the proponent of an unsolicited proposal must bear. This must be clearly reflected in the project contract and financial model.</p>			
10	ICC Project Evaluation Matrix	<p>BOT IRR Sec. 2.7 allows the ICC to prescribe detailed guidelines and requirements.</p> <p>Rationale: This matrix summarizes the key decision parameters for the project.</p>			
11	Project context in the	BOT IRR Sec. 2.1 states that			

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	Department's overall strategy/program ⁶	agencies authorized by law or by their respective charters to undertake infrastructure or development projects are authorized to enter contractual arrangements under the BOT Law.			
12	Information on job creation/employment impact of the project	<p>BOT IRR Sec 12.7 requires that, in the case of foreign contractors, the proponent will need to hire Filipino labor.</p> <p>This will be used for the social analysis by the ICC Secretariat, per the ICC Project Evaluation Procedures and Guidelines (as of 24 June 2004).</p>			
13	Cover Letter indicating the basic information of the Unsolicited Proposal such as:	BOT Law IRR Sec. 10.5 requires that the proponent submit to the Head of			

⁶ This pertains to the overview of the concerned Department's national strategy and program, including overall development outcomes, timelines, and investment requirements, and the specific link of the proposed project outputs, timelines and investment requirements to achieve the Department's national strategy and program.

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	<ul style="list-style-type: none"> a. Expected output and outcome; b. Implementation period; c. General description of new technology/concept (if applicable); and d. Other relevant information. 	<p>Agency/LGU a cover letter that includes items a to d.</p> <p>BOT IRR, Sec. 10.8 requires the Head of Agency to submit to the ICC the results of the due diligence evaluation conducted, and complete documentation.</p>			
14	Company Profile	<p>BOT IRR, Sec. 10.5 requires the submission of a complete unsolicited proposal by the proponent, which includes the company profile.</p> <p>BOT IRR, Sec. 5.4 lists the pre-qualification requirements a proponent must comply with to prove legal, financial, and technical capacity.</p>			
15	<p>Draft PPP Contract</p> <ul style="list-style-type: none"> a. Consistent with BOT IRR, 	BOT IRR Sec. 10.5 includes the draft contract as part of the			

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	<p>Sec. 4.4 with mandated terms and conditions; and</p> <p>b. Updated based on the instruction of the Secretariat to adopt, when applicable, the provisions of the model Concession Agreement</p> <p>Note: Must also be compliant with the BOT Law, BOT IRR, and general ICC directives for consideration in the draft concession agreement/parameters for negotiation.</p> <p>Must be consistent with the submitted risk allocation matrix, which needs to be compliant with the ICC directives.</p>	<p>complete unsolicited proposal.</p> <p>BOT IRR Sec. 4.4 identifies the mandatory terms and conditions in the draft contract.</p> <p>The details on the draft contract will determine contingent liability exposure. The ICC is mandated to review the fiscal impact of projects per EO 230.</p>			

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	Needs to be complete with all relevant provisions, sections, and annexes.				
16	<p>Specific documentary proof of legal, technical, and financial capability, as specified in BOT Law IRR.</p> <p>BOT IRR Sec. 5.4. Pre-qualification requirements:</p> <ul style="list-style-type: none"> a. Legal requirements per applicable contractual arrangement; b. Experience or track record (i. Firm Experience, ii. Key Personnel Experience); c. Financial capability (proof of the ability of the prospective project proponent and/or consortium to provide equity and acquire debt) 	<p>BOT IRR, Sec. 5.4 outlines the pre-qualification requirements to assess a proponents' legal, technical, and financial capability.</p> <p>BOT IRR, Sec. 10.7 tasks the implementing agency to qualify the proponent based on Sec. 5, before issuance of the original proponent status and submission to the ICC.</p> <p>Rationale: These documents will allow the ICC to check if proper due diligence was conducted on the proponent and if they are technically and financially capable of executing the project.</p>			

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	<p>Note: The nominated contractor and facility operators needs to be pre-qualified for legal, financial, and technical capability.</p> <p>Philippine Contractors Accreditation Board (PCAB) licenses cannot be expired.</p> <p>The latest audited financial statements need to be submitted for determining financial capability to provide equity in terms of the proponent's net worth.</p> <p>PPP projects currently under the proponent need to be listed down to check if its net worth is enough for new PPPs.</p>				

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	The bank letter needs to attest to the proponent's good standing and/or qualification to obtain credit.				
17	Terms of any proposed joint and several (or solidary) liability undertaking (if applicable).	BOT IRR Sections 5.4a states that in the case of a proponent is a consortium, the members or participants thereof shall be disclosed during the pre-qualification stage and shall undergo pre-qualification. Further the members or participants thereof shall execute an undertaking in favor of the agency/LGU that if awarded the contract, they shall bind themselves jointly and severally liable for the obligations of the Project Proponent under the contract.			

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OTHER POST-ICC REQUIREMENTS					
18	<p>Environmental Impact Statement (EIS)/ Environmental Compliance Certificate/ Certificate of Non-Coverage⁷ (Prior to Notice of Award)</p> <p>Note: environmental mitigation costs need to be specified and segregated in the financial model (if not applicable to the project, indicate 0).</p>	<p>BOT IRR, Sec. 12.2 also requires the proponent to secure other necessary approvals such as environmental clearances from the DENR.</p> <p>Costs of environmental mitigation measures may affect the project's total cost and recommended ROR, to be determined by the ICC according to BOT IRR 10.8.</p> <p>The ICC Project Evaluation Procedures and Guidelines (as of 24 June 2004) requires to ensure that the project does not adversely affect the environment and/or that</p>			

⁷ To ensure environmental soundness of projects, proponents are required to complete and submit an EIS to DENR for processing. Pursuant to DENR Administrative Order 96-37, DENR - Environmental Management Bureau and DENR Regional Offices commit to issue the ECCs within sixty-days from the submission of a complete EIS.

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		appropriate measure are taken to protect the environment.			
19	Regional Development Council (RDC) Endorsement ⁸ (Prior to Notice of Award)	<p>BOT IRR, Sec. 12.2 requires the proponent to secure approvals required under existing laws, rules, and regulations.</p> <p>Per EO 325, RDC is mandated to review and endorse projects of national government agencies that have an impact on the region and projects of LGUs in the region.</p>			
20	Department of Budget and Management (DBM) certification of budget cover	N/A			

⁸ Proponent agencies are required to secure and submit the Regional Development Council (RDC) and the Metro Manila Development Authority (MMDA - for the National Capital Region only) endorsement of proposed programs and projects to ensure that effective identification of target beneficiaries, sustaining social preparation and active local participation in the attainment of national priorities are met.

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	availability for GPH counterpart (if applicable)				

Updated on 16 July 2021.