

TERMS OF REFERENCE (TOR)

CIPC BID NUMBER: 26/2017/2018

**DESCRIPTION: INVITATION TO SERVICE PROVIDERS TO
SUBMIT PROPOSAL FOR THE APPOINTMENT
OF A CONSULTANTS TO CONDUCT
ORGANISATION DEVELOPMENT AND DESIGN
FOR THE CIPC**

PERIOD: SIX (6) MONTHS

TERMS AND CONDITIONS FOR TENDER

1. CIPC's standard conditions of purchase shall apply.
2. Late and incomplete submissions will not be accepted.
3. Any bidder who has reasons to believe that the tender specification is based on a specific brand must inform CIPC before tender closing date.
4. Bidders are required to submit an original and valid Tax Clearance Certificate for all price quotations exceeding the value of R30 000 (VAT included). Failure to submit the original and valid Tax Clearance Certificate will result in the invalidation of this tender. Certified copies of the Tax Clearance Certificate will not be acceptable.
5. No services must be rendered or goods delivered before an official CIPC Purchase Order form has been received.
6. This tender will be evaluated in terms of the **80/20** system prescribed by the Preferential Procurement Regulations, 2001
7. The Government Procurement General Conditions of contractors (GCC) will apply in all instances.
8. As the commencement of this project is of critical importance, it is imperative that the services of the service provider are available immediately. Failing to commence with this project immediately from date of notification by CIPC would invalidate the prospective service provider's proposal.
9. No advance payment would be made. CIPC will pay within the prescribed period as according to PFMA.
10. All price quoted must be inclusive of Value Added Tax (VAT)
11. **All prices must be valid for 120 days**
12. The successful contractor must at all times comply with CIPC's policies and procedures as well as maintain a high level of confidentiality of information.
13. All information, documents, programmes and reports must be regarded as confidential and may not be made available to any unauthorised person or institution without the written consent of the Commissioner or his delegate.
14. The service provider is restricted to the time frames as agreed with CIPC for the various phases that will be agreed to on signing of the Service Level Agreement.
15. CIPC will enter into Service Level Agreement with the successful service provider.
16. Prospective bidders are required to respond in chronological order to each element of the evaluation criteria in not more than four (4) pages per element, as eluded paragraph 7. You may include annexure, however for the purposes of the evaluation; focus would be on the four (4) page response to each element. Failing to comply with this condition will invalidate your proposal.

17. Fraud and Corruption:

17.1 The Service Provider selected through this TOR must observe the highest standards of ethics during the performance and execution of such contract. In pursuance of this policy, CIPC Defines, that for such purposes, the terms set forth will be as follows:

- i. "Corrupt practice" means the offering, giving, receiving or soliciting of anything of value to influence the action of CIPC or any personnel of Service Provider(s) in contract executions.
- ii. "Fraudulent practice" means a mis-presentation of facts, in order to influence a procurement process or the execution of a contract, to CIPC, and includes collusive practice among bidders (prior to or after Proposal submission) designed to establish Proposal prices at artificially high or non-competitive levels and to deprive CIPC of the benefits of free and open competition;
- iii. "Unfair trade practices" means supply of services different from what is ordered on, or change in the Scope of Work
- iv. "Coercive practices" means harming or threatening to harm, directly or indirectly, persons or their property to influence their participation in the execution of contract.
- v. Shall reject a proposal for award, if it determines that the bidder recommended for award, has been engaged in corrupt, fraudulent or unfair trade practices.
- vi. Shall declare a Service Provider ineligible, either indefinitely or for a stated period of time, for awarding the contract, if it at any time determines that the Service Provider has been engaged in corrupt, fraudulent and unfair trade practice in competing for, or in executing, the contract.

I, the undersigned (NAME).....certify that :

I have read and understood the conditions of this tender.

I have supplied the required information and the information submitted as part of this tender is true and correct.

.....
Signature

.....
Date



Companies and Intellectual
Property Commission

a member of the dti group

1. OVERVIEW

The Companies Act, 2008 (Act No 71 of 2008) establishes a modern environment for companies, creating a forward looking regulatory framework that provides for simple easy company registration and enhanced governance and disclosure standards for businesses. The CIPC is one of the institutions established for this purpose

a) CIPC's Vision

"To be the gateway to sustainable formal economic participation and investment for all in South Africa".

b) CIPC's Mission

To unlock value in business and IP by:

- Providing easy, accessible and value-adding registration services for business entities, IP rights holders and regulated practitioners;
- Maintaining and disclosing secure, accurate, credible and relevant information regarding business entities, Business rescue practitioners, corporate conduct and reputation, IP rights and indigenous cultural expression;
- Increasing awareness and knowledge of company and IP laws, inclusive of the compliance obligations and opportunities for business entities and IP rights holders to drive growth and sustainability, as well as the knowledge of actual and potential impact of these laws in promoting the broader policy objectives of government;
- Taking necessary steps to visibly, effectively and efficiently monitor and enforce compliance with the laws that CIPC administers

c) CIPC's values

- Passion for service
- Integrity
- Empowerment
- Accountability
- collaboration

The CIPC in conducting organizational development and design is capitalizing on current employees in line with the CIPC strategy and it wants to have:

- Right people
- With the right skills
- Deployed in the right roles
- To meet the business needs now and in the future

The CIPC seeks the services of consultants to conduct organization design looking at the following potential problem areas:

- An operating model that does not promote client-centricity, this often resulted in multiple teams interacting with one client selling CIPC offerings
- Misalignment of skills
- Impact of automation on the current structure
- Impact of legislative developments
- Impact of technological advances on CIPC functions
- Organizational culture from a change management perspective

2. METHODOLOGY

- a) Situational analysis
 - Interviews of all staff
 - Interviews of Executives
 - Interviews with Labour representatives
 - Workshops with executives on the findings
 - Collaboration with the Job Evaluation service provider to allow synchronization of the two processes.
- b) Benchmark exercise
 - Similar entities, especially state owned entities
 - Relevant organizations that underwent this process
- c) Design principles
 - To be agreed by Executives with inputs from labour and HR
 - Best practice principles to be considered
- d) Propose operating model options
 - At least 3 options to be presented to executives
 - High level org structure modalities developed and agreed by Executives
- e) Consultation, workshops and EXCO submission
 - Workshop with staff
 - Consult and workshop with labour
 - Workshop with EXCO
 - Approval by EXCO



f) Implementation

- Populating the org structure
- Alignment of org structure with the agreed operating model
- Change management
- Culture management
- Risk management

The service provider will be expected to comply with the Employment Services Act 4 of 2014, particularly paragraph 8 of the said Act.

3. APPOINTMENT OF THE SERVICE PROVIDER

The appointment of the Service Provider is on the understanding that the Service Provider has the necessary experience and expertise in matters related to:

- The Constitution of the Republic of South Africa;
- Relevant labour legislation
- The Companies Act, 2008, as amended and other relevant Acts;
- Implementation of the Organisation Development and Design Process;

4. PROJECT PLAN

The service provider will furnish the CIPC with a Project Plan detailing the deliverables and time-lines for the various activities in the methodology that will be agreed upon by the CIPC and the service provider.

5 DELIVERABLES

The Service Provider, in providing the services, shall ensure that a complete report with all options compiled and submitted to the CIPC as per:

- the implementation plan

6. PENALTY PROVISIONS

6.1 Should the Service Provider not perform its obligations in terms of this Agreement or to the satisfaction of the CIPC, the CIPC shall be entitled (apart from exercising other remedies available to it in law including the common law), in its sole discretion to impose the following penalties against the Service Provider:

- The CIPC may withhold payment after giving the Service Provider written notice within 7 (seven) days of the breach. Such payment shall be released only if the Service Provider remedies the breach to the satisfaction of CIPC within 7 (seven) days of receiving notice of the breach.
- The CIPC may reduce the contract price (or tendered amount) by the amount which represents the cost of the unperformed activity if the Service Provider fails to remedy the breach to the satisfaction of the CIPC within 7 (seven) days of receiving notice of the breach.

The successful service provider would be expected to submit a project proposal indicating methodologies to be employed and work break down schedule, which will presented to the CIPC.

8. COPYRIGHT

Copyright in all documentation, electronic data / programme source codes, manuals and documentation produced or prepared for the CIPC (any training material included) by or on behalf of the Contractor or emanating from this Contract shall vest in the CIPC which shall have the right to adopt them for other projects. Any base systems, programme source codes, technical manuals or adaptations developed by the Contractor or its supplier prior to this contract will be excluded.

The contractor shall not, without the written consent of the CIPC, granted by a duly authorised official, use, copy or communicate to any person such documents or information, except as strictly necessary for the purposes of the Contract. In addition and without limiting the foregoing, the Contractor shall deliver such documentation to the CIPC, immediately upon the expiry or termination of the Contract.

9. GENERAL CONDITIONS

9.1 The prices quoted will remain applicable unless and until the CIPC is notified to the contrary by the service provider.

9.2 The service provider must furnish the following information as comprehensively as possible:

- Full details of the service provider
 - head office address and e-mail
 - telephone and fax numbers
- Level of technical competency
- Company profile
- Full details of the individuals to be involved, their expertise, track record and roles in the assignment.
- A detailed cost breakdown. Prices will be fixed for the duration of the contract.
- Clearly defined milestones, correlating to the sections outlined in this invitation.
- A detailed explanation of the methodology and process to be adopted.

9.3 Regular progress reports should be submitted to the CIPC, indicating the key developments in the time period reported on.

10. PAYMENTS

Payment for delivery of the work will be conducted in the following manner:

10.1 Payment will be done in phases as outlined in the agreed payment schedule.

11. EVALUATION PROCESS

The evaluation process will be done in accordance with the following criteria:

Bids will be evaluated in accordance with the 80/20 preference point system contemplated in the Preferential Procurement Policy Framework Act (Act 5 of 2000).

Responsiveness Criteria: Failure to provide the following might result in a bid not to be considered: (minimum requirements)

- a) Bid offers must be properly received on the tender closing date and time specified on the invitation, fully completed and signed in ink as per Standard Conditions of Tender.
- b) Submission and completion of the Declaration of Interest
- c) Submission of an original and valid Tax Clearance Certificate
- d) Submission of the company's registration certificate from the Register of Companies (CIPC).
- e) Submission of proof of registration with the National Central Supplier Database

11.1 Evaluation Process (Phases)

Bids will be evaluated in accordance with the **80/20** preference point system contemplated in the Preferential Procurement Policy Framework Act (Act 5 of 2000).

The evaluation will be completed in 3 phases:

- Phase 1: Compliance to minimum requirements
- Phase 2 : Functional evaluation
- Phase 3: Pricing and Preferential Procurement policy

Phase 1: Compliance to minimum requirements

During Phase 1 all bidders will be evaluated to ensure compliance to minimum document requirements (ex. Tax Clearance Certificates), ensuring all documents have been completed and that the specified documentation has been submitted in accordance to the bid requirements. All bidders that comply with the minimum requirements will advance to Phase 2.

Phase 2: Functional evaluation

All bidders that advance to Phase 2 will be evaluated by a panel to determine compliance to the functional requirements of the bid.

EVALUATION CRITERIA	Rating					Weight %	Total
	1	2	3	4	5		
1. Level of experience and expertise <ul style="list-style-type: none"> Extensive knowledge of Organization Development and design/ work study practices, 3 years. 						30	
2. Infrastructure capacity <ul style="list-style-type: none"> Suitable and sufficient human resources capacity. 						25	
3. Delivery of similar assignments Track record / evidence of timely delivery of projects for OD. <ul style="list-style-type: none"> Provide testimonial letters / (references) from clients that you have delivered this type of service to. (minimum of three references) Please provide contact details of the clients. CIPC may verify reference provided by bidders						25	
4. Understanding of CIPC business <ul style="list-style-type: none"> Mandate and strategy 						10	
5. Project Plan <ul style="list-style-type: none"> Detailed project plan with time frames 						10	
Total						100	

The Bids will be evaluated on a scale of 1 – 5 in accordance with the criteria below. The rating will be as follows:

Scale for the criteria above				
1 = very poor	2 = poor	3 = good	4 = very good	5 = excellent

Note:

- ✓ Functionality will count out of 100 points. Each Bidder must achieve a minimum score of **75** out of 100 on the functionality evaluation to proceed to the next phase.
- ✓ **Individuals that achieve less than 75% on functionality will be disqualified for further evaluation.**

Please Note: CIPC 6.1 Preference Points Claim Form in terms of the PPPFA is attached for claiming above mentioned points, if not completed the company will automatically score 0 points

Phase 3: Preferential Procurement Policy and Pricing

Please Note: CIPC 6.1 Preference Points Claim Form in terms of the PPPFA is attached for claiming above mentioned points, if not completed the company will automatically score 0 points

Preferential Procurement Policy

The bidders that have successfully progressed through to Phase 2 will be evaluated in accordance with the 80/20 preference point system contemplated in the Preferential Procurement Policy Framework Act (Act 5 of 2000).

Pricing

Pricing will be calculated using the lowest price quoted as the baseline, thus the lowest price quoted will achieve full marks, while all other quotes will achieve a weighted average mark based on the lowest price.

Description	Total
Price	80
BBBEE	20
Total	100

The bidder with the highest score will be recommended as the successful vendor.

1. SUBMISSION OF PROPOSALS

Sealed proposals will be received at the Tender Box at the Reception, 77 Meintjies Street, Sunnyside, the dti campus, Block=F.

Proposals should be addressed to:

Manager (Supply Chain Management)
Companies and Intellectual Property Registration Office
Block F, the dti Campus, 77 Meintjies Street,
Sunnyside
PRETORIA

A. Enquiries

Supply Chain Enquiries
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