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JOINT VENTURE SELECTION COMMITTEE

BID BULLETIN NO. 2020-05

**(Queries and Replies from the Interested Proponents' Initial Meeting
For the Development and Management of Club Intramuros Golf Course)**

Last 15 January 2020, an Interested Proponents' Initial Meeting for the Development and Management of Club Intramuros Golf Course was held at the TIEZA Multi-Purpose Hall B, attended by the TIEZA Joint Venture Selection Committee (JVSC) and its Technical Working Group (JVSC-TWG), representatives from the Public-Private Partnership Center, Office of the General Corporate Counsel, and Commission on Audit, and representatives from Interested Proponents.

The Interested Proponents' Initial Meeting although not explicitly provided in the TIEZA Joint Venture Guidelines (JVG), is a mechanism considered by the JVSC for this competitive selection to assist the Proponents to fully comprehend the requirements of the Eligibility Documents Kit.

Below are the inquiries from Interested Proponents and the reply of the JVSC:

	QUERIES	REPLIES
	<i>Registration Form</i>	
1.	Section 3.2.4 of the ED Kit requires the submission of the Registration Form provided by TIEZA. Since the "List of EDs to be Submitted," attached as Annex "C" to the ED Kit, does not include the Registration Form, kindly confirm when the duly accomplished Registration Form should be submitted.	<i>A Bid Bulletin shall be issued for the format for the Registration Form.</i>
2.	Section 3.2.4 of the ED Kit states that only the names indicated in the Official Receipt ("OR") issued by TIEZA shall be allowed to submit the EDs. Can an Interested Proponent, named in the OR, form a consortium with another entity which is not indicated in the OR? Similarly, can an Interested Proponent, which is a consortium, add a consortium member which is not indicated in the OR?	<i>We confirm that Interested Proponents (whether individual entity or consortium) can form a consortium with another entity not indicated in the Official Receipt as long as it becomes part of the Consortium applying for eligibility prior to 5 February 2020.</i> <i>There is no need for a Letter of Interest or payment of fee for new member/s of consortium.</i>
	<i>Project Scope and Basis of Right</i>	
3.	We note that Presidential Decree No. 1763, which transferred, ceded and conveyed the Club Intramuros Golf Course (CIGC) to the Philippine Tourism Authority (now, TIEZA), states that any portion of the property may not be encumbered "without prior approval of the President of the Philippines." Has	<i>TIEZA's position is that Joint Venture is not tantamount to encumbrance of the Property.</i> <i>Based on preliminary meetings with the Office of the Government Corporate Counsel, mechanisms for control of the property and its</i>



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	Presidential approval been secured for the Project?	<i>development by TIEZA shall be incorporated in the Terms of Reference and the contract.</i>
4.	Considering that CIGC is an asset of and currently being operated by TIEZA, kindly advise if the prospective joint venture partner of TIEZA has to obtain permits and licenses to operate and manage the Project from the local government having territorial jurisdiction over it or any other government office or agency.	<i>Yes, it shall be the sole responsibility of the JV Partner to secure all the necessary governmental permits for the development and operations of the CIGC Project. TIEZA, however, as the public partner, may extend assistance to expedite the process.</i>
5.	Section 5.2 of the ED Kit states that the design and construction/ rehabilitation works to be done are subject to the TIEZA and Intramuros Administration's approval. Are these separate approvals? What are the conditions/ requirements to secure these approvals? Does the Intramuros Administration have existing design guidelines? If so, may we request for a copy.	<p><i>TIEZA will provide minimum parameters on design, construction, and operation in the TOR but Intramuros Administration has to approve the detailed engineering designs and other documents of the Winning Proponent, as may be needed pursuant to the IA Guidelines.</i></p> <p><i>The conditions, design guidelines, and requirements to secure IA's approvals may be obtained at its office. The Interested Proponents are also hereby advised to kindly study PD 1748 amending PD 1616 and its Implementing Rules and Regulations. TIEZA, as the public partner, may arrange for a point person at IA for Eligible Proponents for any conceptual designs that may be required in the Terms of Reference. This will be discussed further in the Terms of Reference.</i></p> <p><i>Details on parameters and mechanisms shall be discussed in the TOR.</i></p>
6.	Section 5.4 of the ED Kit states that the term of the JV Contract is fixed at 25 years from the date of signing/ execution. Is this term extendible and for how long?	<i>Renewal of the JV Contract is possible subject to the fulfilment of the conditions as provided and discussed in the JV Agreement.</i>
7.	Are there any encumbrances, liens, mortgages, and liabilities pertaining to CIGC?	<i>After conducting due diligence and upon checking all available records by the TIEZA Legal Department, the CIGC is clear of any encumbrances, liens, mortgages and liabilities.</i>
8.	Is the CIGC or its management subject to any on-going litigation, labor dispute or other administrative proceedings?	<i>After conducting due diligence and upon checking all available records by the TIEZA Legal Department, the CIGC or its management is clear of any on-going litigation, labor dispute, or other administrative proceedings.</i>



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	<i>Track Record and Key Personnel</i>	
9.	May either or both of the technical requirements under Section 6.1.3.1 of the ED Kit be fulfilled by an Affiliate of a member of a Consortium?	<p><i>Yes, either or both the technical requirements provided under the ED Kit may be fulfilled by an affiliate or any member of the consortium.</i></p> <p><i>A Bid Bulletin shall be issued to formalize amendment of Section 6.1.3 allowing any or all members of the Consortium to fulfill the requirements.</i></p>
10.	Section 6.1.3.2 of the ED Kit requires that the nominated Key Personnel be currently employed as regular employees. May we request the inclusion of consultants for this requirement? How about probationary employees?	<p><i>The ED Kit requires that the Key personnel is currently employed by the Proponent, which can include consultants, but a sworn document to prove that the Interested Proponent shall undertake to hire the required personnel and that said person agrees to be hired may be allowed.</i></p> <p><i>Probationary employees are not allowed.</i></p>
11.	If the nominated Key Personnel is an employee of an Affiliate of a member of a Consortium, is the Affiliate required to separately submit its corporate documents?	<i>No, the affiliate is no longer required to submit separate corporate documents if the key personnel as required in the ED Kit is already an employee of the interested proponent's affiliate.</i>
12.	Section 6.1.4.2 and 6.1.4.3 require the submission of Audited Financial Statements and annual income tax returns for the immediate past three (3) consecutive calendar years. Since the date of submission of the EDs is on 05 February 2020, please confirm that the immediate past three (3) years pertain to 2016, 2017 and, 2018.	<i>The years covered by the required audited financial statements and annual income tax returns are years 2016, 2017 and 2018.</i>
	<i>Prescribed Forms</i>	
13.	In connection with the requirement for the submission of CVs for the Key Personnel, will there be a prescribed format?	<i>A Bid Bulletin will be issued on the format of the List of Key Personnel. Please be reminded that the Interested Proponent has to submit at least one and a maximum of two (2) CVs of personnel in each of the following categories (General Manager, Golf Course Supervisor, Sales/Marketing Manager, and Civil Engineer), containing Education Qualification/ relevant certifications.</i>
14.	Can all the members of a Consortium appoint one and the same person as the Authorized Representative for all of them?	<p><i>Yes.</i></p> <p><i>As defined in the subject ED Kit, an Authorized Person is the one authorized under a Special</i></p>



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		<i>Power of Attorney or Secretary's Certificate, as the case may be, to represent the Interested Proponent. Please note that, in case of a consortium, each consortium members must submit a notarized Corporate Secretary's Certificate authorizing, through a duly executed Board Resolution, the said Authorized Representative to act as such on its behalf.</i>
15.	Can an Interested Proponent appoint an alternate Authorized Representative? If allowed, will the signature and initial of one of them suffice?	<p><i>A Bid Bulletin will be issued allowing an Alternate Authorized Representative, and amending all relevant provisions in the ED Kit.</i></p> <p><i>The signature and initial of the Alternate Authorized Representative shall suffice in documents to be submitted, except for the signing of the JV Agreement.</i></p>
16.	In connection with the preceding query, may the presence of either Authorized Representative during the submission and opening of the EDs be sufficient to represent the Interested Proponent?	<p><i>Yes. An Alternate Authorized Representative shall have all the powers and responsibilities of an Authorized Representative as stated in the CIGC ED Kit except for the signing of the JV Agreement.</i></p> <p><i>Presence of Alternate Authorized Representative will suffice to represent the Interested Proponent except for the signing of the Joint Venture Agreement.</i></p>
17.	Section 7.4 of the ED Kit requires the marking of each ED with " EDs- Joint Venture for the Development and Management of the Club Intramuros Golf Course- Copy No. ____ " Can this marking be limited to just the cover folder and/ or envelope encasing each copy instead of being on each page?	<p><i>Markings as to initials shall be indicated on each page of the EDs.</i></p> <p><i>Marking as to the title "EDs- Joint Venture for the Development and Management of the Club Intramuros Golf Course- Copy No. ____" shall only be indicated in the cover folder and/ or envelope encasing each copy, and not on each page.</i></p>
18.	Section 7.4 of the ED Kit also requires that all pages of the original EDs be initialed. How about the machine copies? Can the machine copies be made after the initials on the original?	<i>Machine copies can be made after initials have been indicated on the original copy of the EDs.</i>
19.	Will there be a prescribed format for the notarized statement of the name and profile of the Interested Proponent required as Item 1 of Annex "C"?	<i>A Bid Bulletin will be issued on the prescribed format for the notarized statement of the name and profile of the Interested Proponent.</i>



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20.	In connection with the requirement of a certified true copy of a valid and current Mayor's Permit under Item 3 of Annex "C", kindly note that the processing time of some local government units make it difficult to secure the 2020 permit. As such, kindly confirm that the Mayor's Permit for the year 2019 would be sufficient compliance for this requirement.	<i>The required Mayor's Permit should be as of December 2019.</i>
21.	Will there be a prescribed format for the notarized statement under item 4 of Annex "C"?	<i>A Bid Bulletin will be issued on the prescribed format for the notarized statement under Item 4 of the Eligibility Documents Kit's Annex C in relation to similar or related projects.</i>
22.	Will there be a prescribed form for the notarized certificate showing the net worth of the Interested Proponent? Please confirm that this certificate will only be required for the entity that fulfills the Financial Capability requirement.	<p><i>A Bid Bulletin will be issued on the prescribed format for the notarized certificate showing the net worth of the Interested Proponents.</i></p> <p><i>Yes, submission can be by the entity/ entities fulfilling the Financial Capability requirement; it may be by one, some or all members of the consortium.</i></p>
23.	Who will certify the list of the Interested Proponent's Bankers and total credit facilities? Can this be certified by the Authorized Representative of the entity fulfilling the Financial Capability requirement? Kindly confirm that this certified list pertains to the bankers and total credit facilities only of the entity fulfilling the Financial Capability requirement.	<p><i>The Authorized Representative or the Treasurer of the entity fulfilling the Financial Capability requirements can certify the list.</i></p> <p><i>Individual submission needs to be certified by the Treasurer while consolidated submission needs to be certified by the Authorized Person.</i></p> <p><i>This certified list pertains to the bankers and total credit facilities of the entity/entities fulfilling the Financial Capability requirement. A Bid Bulletin will be issued on the prescribed format for the list of bankers and total credit facilities.</i></p>
	QUESTIONS FROM OPEN FORUM:	
24.	Since Earth and Shore Leisure Communities, Inc. is under FAB jurisdiction, we have no Mayor's Permit. Would a FAB-issued permit suffice for the ED submission?	<i>For Interested Proponents located within economic or freeport zones, a certificate of registration or any document equivalent to Mayor's permit will suffice, as long as it is valid at least until by December 2019.</i>
25.	Can we have a copy of the asset's previous year's financial statement and traffic count?	<i>Yes, aggregate income statements for the past three years and data on traffic count will be included in the Virtual Data Room (VDR). The</i>



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		<i>VDR can be accessed upon the release of the Terms of Reference.</i>
26.	What is the source of water?	<i>The existing water sources of CIGC are NAWASA and deep well.</i>
27.	Is there a permit for the deep well and data on salinity of water? Will TIEZA supply information such as current water generation of the deep well and how much water are sourced from NAWASA?	<i>Yes, we will provide the information in the VDR.</i>
28.	Is there a current ECC for the CIGC?	<i>None.</i>
29.	What portion of the asset is available for the project development? Are there height restrictions?	<i>Project area is those within the fenced premises of the CIGC, including existing facilities as enumerated in the Project Information Memorandum. A copy of relevant Intramuros Administration Regulations will be provided in the VDR although these are also publicly-available documents and may be accessed from the IA office.</i>
30.	Are there development restrictions on the available land?	<i>Yes. Development restrictions will be indicated in the TOR.</i>
31.	What will be plans for the 6 regular employees in CIGC?	<i>TIEZA JV Guidelines includes a provision on transition plans for the employees.</i>
32.	Currently, are there any playing rights issued?	<i>None.</i>
33.	Can we clarify the delineation of TIEZA and IA jurisdiction over the project?	<i>TIEZA owns and operates the CIGC while IA is mandated to review and approve all designs of structures in the Intramuros area, including CIGC.</i>
34.	Does the National Museum have jurisdiction over the property?	<i>CIGC is under the administration and control of TIEZA.</i>
35.	For the design, concepts and construction, what if there is a conflict between TIEZA and IA approval?	<i>TIEZA's minimum required design parameters will be in the TOR. IA approval shall prevail as its approval is necessary for the development of the asset.</i>
36.	Under item 4 of Annex C, can the projects handled by a key personnel be carried over as part of the Track Record of the Interested Proponent?	<i>No. Relevant portions of the ED Kit, including Annex C will be amended.</i>
37.	For the Key Personnel, can it be on a project-basis hiring?	<i>If the key personnel refers to consultant, it is allowed provided a sworn document is submitted to prove that the Interested</i>



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	QUERIES	REPLIES
		<i>Proponent will hire the required personnel and that said person agrees to be hired.</i>
38.	Is IA a party to the JVA?	<i>No, but design should be approved by IA.</i>

All terms, conditions and instructions to proponents specified in the Eligibility Documents Kit inconsistent with this Bid Bulletin are hereby superseded and modified accordingly.

For information and guidance of all concerned.

Issued this 21st day of January 2020.


ATTY. KAREN MAE G. SARINAS-BAYDO
Chairperson,
TIEZA Joint Venture Selection Committee