



REQUEST FOR PROPOSALS

Consultancy(ies) Contributing to a Green

Climate Fund Full Proposal for the Project: *'Ecosystem and livelihoods resiliency: climate change risk reduction through ecosystem-based adaptation in Botswana's communal grazing lands.'*

Location : Based in Gaborone, with work in Ngamiland, Borbirwa Region, and Schwelle Corridor in Kgalagadi, Botswana

Application Deadline : 25th March 2019

Expertise Required: Consultants with experience in developing multi-disciplinary technical **proposals** are invited to apply for any individual or combination of the following required expertise: Development and Implementation of **Stakeholder Engagement Plan** based on principles of Free, Prior Informed Consent; Development of **Gender Equity Plan**; Development of **carbon and water quality baselines**; Development of a **Climate Vulnerability Assessment**

Expected Duration of Assignment: Work to commence in May 2019; Technical Report Submissions by October 2019; Final product to be submitted by 1 March 2020. This Request for Proposals is dependent upon funding availability. CI reserves the right to not make any awards or contracts or modify the timing of deliverables at its sole discretion.

Request for Proposals: This is a request for proposal only and in no way, obligates CI- Africa to award a contract. In the event of contract negotiation with a successful offeror(s), CI-Botswana will use a service agreement. Additional Prime Donor Terms and General Conditions will be added to the contract once funding is awarded.

1. Background

The government of Botswana recognizes that the beef industry is important for its rural population and constitutes an important source of both current and potential export earnings. Although the agricultural sector currently accounts for a relatively small proportion of the country's Gross Domestic Product (GDP), estimated at about 2%, it provides critical employment and livelihoods to a large proportion of the rural poor and is deeply integrated into the country's history and culture. As such, it is a strategic sub-sector within the country's Economic Diversification Drive (EDD), and Botswana has prioritized risk reduction of vulnerable livestock farmers in the National Climate Change Strategy 2012-2025, its National Climate Change Plan 2015-2018 and other national frameworks. Over the last year, Conservation International (CI) has worked with the Government of Botswana to develop a small-size project (expected range \$40 to \$45 million including co-financing) to build resilience and adaptive capacity of livestock producers across communal rangelands most vulnerable to climate change, particularly communal farming lands in poor districts. The resulting project was submitted to the GCF as a concept note and received positive feedback in November 2017.

Based on this feedback, the Government of Botswana would like to now develop a full proposal to GCF with full consideration of the comments received from the GCF on the concept note. Initial studies and consultations show the need, viability, and buy-in for the project concept, however, additional analyses and consultations are needed to develop a full proposal to the GCF.

As such, CI, in partnership with the Government of Botswana, is seeking expert contributions to the development of a full Funding Proposal. The Funding Proposal will be developed for a project to enhance the climate change resiliency of livestock farmers and Botswana's rangeland ecosystems within communal lands to achieve the desired adaptation impact of the GCF to "Increase climate resilient sustainable development." Together with key stakeholders, CI has developed an initial project framework organized around three goals:

- Create policy alignment and reform to support governance for long-term sustainability and resilience of Botswana's communal lands,
- Protect, restore and sustainably manage communal rangelands supported by new innovations in the government job creation programme; and
- Promote innovative market-based solutions to ensure the long-term sustainability of activities implemented.

This agreed framework aims to achieve a paradigm shift in the management of communal lands to better address the impacts of climate change. In addition to adaptation benefits, the project will also have a significant mitigation impact by encouraging regeneration of vegetation and soil carbon.

2. Scope of work, deliverables, duties and responsibilities

In close collaboration with CI team, the consultant team will design and develop the full proposal document including a project/program framing the transformative change, paradigm shift and ways that the program addresses major barriers to achieve lasting impacts, and technical report annexures that support the proposed approach. The consultant team will complete relevant technical assessments, support stakeholder engagement processes, and provide inputs to the final GCF proposal document that are consistent **with all GCF requirements and policies**

(<http://www.gcfund.org/operations/resource-guide.html>). More detailed information on the deliverables and the underlying Concept Note are available on

[https://www.greenclimate.fund/documents/20182/893456/17830 -
_Ecosystem and Livelihoods Resiliency climate change risk reduction through ecosystem based
adaptation in Botswana s communal grazing lands.pdf/ef3c8a8e-92a9-44d8-9ec7-a7f0cc30bfa6](https://www.greenclimate.fund/documents/20182/893456/17830_-_Ecosystem_and_Livelihoods_Resiliency_climate_change_risk_reduction_through_ecosystem_based_adaptation_in_Botswana_s_communal_grazing_lands.pdf/ef3c8a8e-92a9-44d8-9ec7-a7f0cc30bfa6)

	Deliverables	Timeframe for Work Delivery
		Date
1.	Stakeholders consultation with relevant stakeholders in the prioritized areas of Ngamiland, Borbirwa, and Schwelle Regions- according to internationally recognized standards including Free Prior Informed Consent (FPIC-- https://www.un.org/development/desa/indigenouspeoples/publications/2016/10/free-prior-and-informed-consent-an-indigenous-peoples-right-and-a-good-practice-for-local-communities-fao/).	May-September 2019
2.	Environment and Social Impact Assessment Report and Environmental and Social Management Plan Report that provide a clear and concise summary of stakeholder consultations; surveys and workshops; and desktop research. The reports will need to be concise and support the theory of change. They should provide analysis clearly explaining stakeholder inputs on current and anticipated climate change-related environmental and social and inputs into the project activities. Finally, the reports must include a plan for maintaining ongoing stakeholder engagement during the implementation of the project.	September-October 2019
3	Gender Assessment and Action Plan Report that provides a clear and concise summary of stakeholder consultations; surveys and workshops; and desktop research. The reports will need to be concise and support the theory of change. It should provide analysis clearly explaining current gender assessment and anticipated climate change-related environmental impacts of climate change. Finally, the report must include a plan for achieving the gender goals of the GCF through the project activities.	May-October 2019
4.	A baseline study on quantified carbon emissions, and water access and quality. The baseline study will need to be concise and support the theory of change. The best available information shall be used taking into account the uncertainties of these studies and reflected into the proposed activities.	May-August 2019

5.	<p>A climate vulnerability assessment based on climate and habitat impact modelling resulting in full climate scenario assessments and recommend ecologically “optimal” grazing strategies for the three project areas guided by the stakeholder consultation inputs. This study will also incorporate gender-related vulnerabilities and identify ecological and community priorities identified in the stakeholder engagement process to inform the design of project implementation activities.</p>	<p>May-September 2019</p>
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3. Chronological List of Proposal Events

The following calendar summarizes important dates in the solicitation process. Offerors must strictly follow these deadlines. The dates may be modified at the sole discretion of CI. Any changes will be published/advertised in an amendment to this RFP.

RFP published	03/4/2019
Deadline for written questions	03/18/2019
Proposal due date	03/25/2019

4. Period of performance

It is expected that the work will begin in May 2019 after the finalization of the selection process and performed until the deadline of 30 November 2020. The consultant team will remain available to support CI in the finalization of the funding proposal until 30 March 2020. Please note, CI reserves the right to modify these dates as necessary.

5. Budget

The allowable budget for the specific deliverables is provided above in the figures that represent a cap. This includes consultant labor costs and consultants’ other direct costs (telephone, photocopying, etc.). This amount does not include travel and accommodations costs.

For budgetary considerations, we ask the applicant to include an estimate of 5 days in January -February 2020 for responding to feedback from the GCF. This estimate will potentially be revised during the life of the contract based on the actual feedback received from the GCF after the submission on the proposal.

6. Services provided by the CI-GCF Agency and CI Africa-Botswana

The CI-GCF Agency and CI Africa-Botswana will provide the consultant with all relevant background documents. CI Africa will manage the work of the consultants and provide feedback and guidance as

necessary. The CI-GCF Agency will be available for ongoing conversations, to clarify expectations with regard to the process and outputs and for ultimate sign-off on the deliverables by the consultant. The CI Africa and Botswana staff will provide technical and financial support to the project development and stakeholder consultation. The CI Team will lead engagements with the National Designated Authority (NDA) to receive NDA approval of the proposal prior to submission to the GCF. The CI Team has significant experience in designing and implementing climate adaptation projects, implementing activities to reduce deforestation and ensure monitoring reporting and verification.

7. Contract type

CI will issue a fixed-price contract(s) for this work (noting that multiple bidders may be accepted). Per the consultant's proposal and subsequent negotiations, the contract will include a set of fixed payments based on submission of deliverables, per Section 2, above.

CI will accept proposals from individuals, consulting firms or organizations. If a team of people is proposed, CI will execute a consulting contract with a single individual, firm, or organization, which will serve as the lead entity and be responsible for contractual and financial arrangements with all others. Given the range of expertise required and the fact that relevant experts may be located across Southern Africa, CI will also consider hiring some independent consultants who have demonstrated working with multi-disciplinary teams.

8. Minimum qualification of consultants (requirements)

All applicants must be from and based within Southern Africa. Minimum qualifications for consultants are provided for each deliverable in Annexes 1-5. Preference will be given to applicants from Botswana and with experience in the following:

- climate change project/program design for bilateral or multilateral donors;
- efficiently manage a large number of activities simultaneously;
- rangeland and livestock practices of Southern Africa, preferably communal lands, particularly in relation to their role for climate change adaptation and mitigation;

A clear understanding of the GCF modality of financial support would be an asset and all applicants must have:

- Knowledge of United National Convention to Combat Climate Change negotiations, National Adaptation Plans (NAPs), national climate change strategies and National Adaptation Plan of Action (NAPAs) Nationally Appropriate Mitigation Actions (NAMAs) and related documents;
- Good background in strategy and program development with strong gender components;
- Capacity to assess the program design against the fiduciary, environmental and social safeguards standards and requirements of the Green Climate Fund (GCF);

- Excellent written and spoken English;

9. Key Personnel

The completion of this work is dependent on personnel. As such, applicants must name every individual expected to work on the contract. CI will not accept any proposal that lists an expert as “to be determined.” CI considers all personnel named in the proposal as “key,” and must provide express, written authorization for replacement of named personnel.

10. Location of work

Consultant(s) will ideally be based in Botswana but may work from his/her base of operations with travel to Botswana as required.

11. Monitoring and evaluation of Consultant performance

CI-Africa will supervise the consultant’s performance and be responsible for review and acceptance of all written deliverables prior to submission to the CI-GCF Agency for final approval and submission of the Funding Proposal to the Green Climate Fund.

12. Instructions for submissions of proposals

Point of contact: The point of contact for the solicitation is Sarah Frazee, at sfrazee@conservation.org

Language: Proposals must be submitted in English.

Validity: Proposals must be valid from submission date through 30 March 2020.

Cover and signature: Applicant should submit their proposal with a cover letter signed by an authorized representative of the applicant.

Narrative: A Narrative that describes Corporate Capabilities, Experience, and Past Performance with similar assignment. An overview of Methodologies and Tools used and proposed for the project should be described in this narrative.

Deliverable Plan Table: Detail methodologies and high level workplan for each of the relevant deliverables the consultant is applying for from Section 2.

Expert table: Proposal should include a list with name, position title, and level of effort (in –person day) of all individuals proposed to work on the project. This section should include a summary of skills of key personnel that will be assigned to the implementation of the proposed methodology, clearly defining the roles and responsibilities. Key management staff must also be included in this table.

Resumes: Resume of each named personnel will have to be submitted by email to CI (see point of contact).

Submission: Proposals should be submitted by mail to procurementaffd@conservation.org by 5pm Botswana Time on 25th March 2019. Proposals must be submitted in one document.

Interviews: Bidders must be available for a one-hour interview with a selection panel between the 1st April 2019 to 5th April 2019

13. Evaluation criteria

Conservation International will evaluate the proposals based on the following criteria:

- **Narrative Demonstrates Familiarity** with work similar to the project concept, the target geographies, climate change, rangeland management, and large scale job-creation programmes (15 points)
- **Narrative Shows Experience** in the design and development of deliverables described in Annexure 1-5. (25 points)
- **Deliverable Proposal and Workplan** is relevant and acceptable. (25 points)
- **Key Personnel** meet general minimum criteria described in Section 7 (10 points)
- **Key Personnel** meet deliverable specific criteria described in Annex 1-5 (20 points)
- **Operations Base In Botswana** (5 points)

Annex 1: TOR for Consultancy 1a Development of the GCF Funding full proposal for the project

Country	Botswana
Area inside the country:	Rangelands
Duration of the contract:	12 months

Background

Conservation International (CI), in partnership with the Government of Botswana, is developing a project to be proposed under the Green Climate Fund to build resilience and adaptive capacity across communal rangelands most vulnerable to climate change. Together with key stakeholders, CI has developed an initial project framework organized around three goals:

- Create policy alignment and reform to support governance for long-term sustainability and resilience of Botswana’s communal lands,
- Protect, restore and sustainably manage communal rangelands supported by new innovations in the government job creation programme; and
- Promote innovative market-based solutions to ensure the long-term sustainability of activities implemented.

This agreed framework presents several options and modalities for a paradigm shift in the management of communal lands considering climate change. In addition to its adaptation benefits, the project will also have a significant mitigation impact by encouraging regeneration of vegetation and soil carbon. The areas of Botswana where this project will be implemented can be seen in Annex 1, they include the Okavango Delta (Ramsar Site) and may border the Central Kalahari Game Reserve.

General objectives of the consultancy

The regional consultant(s) will be responsible for supporting CI and local stakeholders design and develop a full funding proposal in the GCF template expanding on the current concept developed and titled

"Ecosystem and livelihoods resiliency: climate change risk reduction through ecosystem-based adaptation in Botswana's communal grazing lands".

Guided by a Project Steering Committee, the consultant team will:

- Carry out a comprehensive stakeholder consultation process related to the logical framework of the project and produce a stakeholder engagement plan for the project (to be included as part of the ESMP).¹ The stakeholder engagement plan must consider arrangements for free, prior and informed consent (FPIC), as indicated under the GCF Indigenous Peoples policy.
- Analyze the socio-economic stress factors and increased vulnerability of local communities, livestock farms and other economic sector in the context of anthropogenic threats. The assessment for communities will include a focus on impacts, risks and access to/control over resources by women and men (including considerations of intersecting categories of identity such as age, social status, ethnicity, marital status, etc.) given the project's context.
- Coordinate with the other staff activities and consultancies assigned to the project (e.g. Staff Sustainable Production proposal development lead, ESS specialist, as well as on baselines, vulnerability and adaptation studies) to ensure data gathering is aligned with GCF standards and directly serving the Project's purpose.
- In close collaboration with the CI and relevant government entities, organize and harmonize the objectives-impacts-outcomes of components into a comprehensive project proposal and logframe according to the GCF full funding proposal requirements. The final draft proposal will include all relevant annexes based on analytical work, studies developed during the project preparation, as well as Botswana national strategies and stakeholder consultations.

The ToR will preferably be carried out an individual, with required expertise (as listed below) to successfully complete the assignment close coordination is required with the CI Regional Staff and the following two consultancies: ESS Specialist and Gender Specialist. The identified role below are an indication for the required expertise.

1. Funding proposal development

¹ See for example, CI-GEF ESMF Appendix X, which provides an ESMP TOR

Roles and Responsibilities:

- Support CI in structuring the theory of change, logical framework and paradigm shift potential of the program by ensuring the project responds to climate vulnerabilities and catalyzes impact beyond a one-off program investment, including long term financial sustainability;
- Design and deliver a comprehensive stakeholder engagement process and consolidate experience into a stakeholder engagement plan for the project;
- Develop a logical framework, including objectives, outcomes, activities, indicators and targets as per the GCF template that includes gender-related activities with performance indicators and sex-disaggregated targets, timelines and responsibilities;
- Support the proposal development with environmental and social performance indicators especially targets related to community health, safety and security, involuntary resettlement and/or voluntary restriction of access to resources, biodiversity conservation, human rights and cultural heritage to be incorporated in the logical framework;
- Oversee all stakeholder inputs and review feedback into the project proposal drafts;
- Support technical editing to ensure the use of high quality referenced data to justify mitigation and adaptation needs and quantify and qualify impacts of intended adaptation and mitigation actions to ensure any maladaptive impacts are avoided;
- Develop and solicit stakeholder consensus on a six-year project implementation plan;
- Coordinate with CI for technical, financial and operational project inputs which will contribute to the funding proposal;
- Organize frequent meetings with CI staff and key stakeholders to ensure a timely and effective implementation of the project preparation plan;
- Contribute inputs into a series of draft versions of the GCF funding proposal; collect regular feedback from the stakeholders; *[to be funded by CI]*

Outputs:

1. An **inception report detailing the workplan** for the consultancy, inclusive of all necessary stakeholder engagement (e.g. related to gender and indigenous peoples) and deadlines for draft and final deliverables.
2. A **stakeholder consultations report** summarizing the stakeholder engagement process, results of the consultations, and a **stakeholder engagement plan** for the life of the project that is consolidated into the project **ESMP**.

3. A **draft project logical framework** including the relevant detail as per the GCF format specified in the Funding proposal template available on the GCF website.
4. Consolidation of stakeholder inputs into **draft funding proposal** in the GCF template for submission to the GCF Secretariat including the relevant set of annexes. Several draft and iterations of the funding proposals will have to be shared with CI to successfully generate the final version of the document.

Qualifications:

- Postgraduate or other advanced university degree (at least M. Sc. or equivalent) in biology, ecology or related social science;
- At least 10 years of professional experience in developing and implementing projects funded by the GCF, the IFC or other multilateral donors;
- Experience of designing, implementing and monitoring stakeholder engagement plans that include governments; companies and local communities and Indigenous peoples, preferably related to climate change adaptation in Southern Africa;
- Field experience with FPIC in the Southern African context;
- Demonstrated ability of analytical and report drafting work;
- Excellent written and verbal communication skills in English;
- Preferred experience in southern Africa working on rangeland management, climate change, or environmental sustainability issues.

Annex 2: TOR for Consultancy 1b Development of the Environmental and Social Management Plan

Country	Botswana
Area inside the country:	Rangelands
Duration of the contract:	12 months

Background

Conservation International (CI), in partnership with the Government of Botswana, is developing a project to be proposed under the Green Climate Fund to build resilience and adaptive capacity across communal rangelands most vulnerable to climate change. Together with key stakeholders, CI has developed an initial project framework organized around three goals:

- Create policy alignment and reform to support governance for long-term sustainability and resilience of Botswana’s communal lands,
- Protect, restore and sustainably manage communal rangelands supported by new innovations in the government job creation programme; and
- Promote innovative market-based solutions to ensure the long-term sustainability of activities implemented.

This agreed framework presents several options and modalities for a paradigm shift in the management of communal lands considering climate change. In addition to its adaptation benefits, the project will also have a significant mitigation impact by encouraging regeneration of vegetation and soil carbon. The areas of Botswana where this project will be implemented can be seen in Annex 1, they include the Okavango Delta (Ramsar Site) and may border the Central Kalahari Game Reserve.

General objectives of the consultancy

The regional consultant(s) will be responsible for supporting CI and local stakeholders design and develop a full funding proposal in the GCF template expanding on the current concept developed and titled

"Ecosystem and livelihoods resiliency: climate change risk reduction through ecosystem-based adaptation in Botswana's communal grazing lands".

Guided by a Project Steering Committee, the consultant will:

- Support the comprehensive stakeholder consultation process related to the logical framework of the project and provide inputs to the stakeholder engagement plan for the project (to be included as part of the ESMP under a separate consultancy).² The stakeholder engagement plan must consider arrangements for free, prior and informed consent (FPIC), as indicated under the GCF Indigenous Peoples policy.
- Analyze the socio-economic stress factors and increased vulnerability of local communities, livestock farms and other economic sector in the context of anthropogenic threats. The assessment for communities will include a focus on impacts, risks and access to/control over resources by women and men (including considerations of intersecting categories of identity such as age, social status, ethnicity, marital status, etc.) given the project's context.
- Develop an Environmental and Social Management Plan (ESMP), based on the E/S risk screening, categorization, assessment and appraisal of the underlying activities and project participants, including a project-level grievance redress mechanism and indigenous peoples plan.
- Coordinate with the other consultancies assigned to the project (e.g. proposal development lead, gender specialist, as well as on baselines, vulnerability and adaptation studies) to ensure data gathering is aligned with GCF standards and directly serving the Project's purpose.

The ToR will preferably be carried out an individual, with required expertise (as listed below) to successfully complete the assignment close coordination is required with the following two consultancies: Gender Specialist and Proposal Development Lead. The identified role below are an indication for the required expertise.

1. Environmental and Social Safeguards

Roles and Responsibilities

² See for example, CI-GEF ESMF Appendix X, which provides an ESMP TOR

- Based on the screening of safeguard risks, carry out a limited environment and social impact assessment, on activities related to the direct and indirect areas of influence of the project and clearly identify and addresses direct and indirect, as well as cumulative and potential residual impacts. Ensure adequate consultation and disclosure. The limited ESIA should address the following potential ESS risks:
 - **Accountability and Grievance Mechanisms** – Assess the specific needs of project stakeholders and affected communities to provide and report on a culturally appropriate and accessible project-level grievance mechanism
 - **Protection of Natural Habitats** – Assess direct and indirect project-related impacts on biodiversity and ecosystems services and identify any significant cumulative and/or residual impacts. Consider relevant threats to biodiversity and ecosystem services, especially focusing on habitat loss, degradation and fragmentation, alien invasive species, overexploitation, hydrological changes, nutrient loading, and pollution. Evaluate the impact of the proposed activities in the buffer zones of protected areas, including the Okavango Delta.
 - **Involuntary Resettlement** – Analyze any proposed restrictions to the access, use, and control of natural resources which people depend on the livelihoods. Include documentation of the consultation process with affected communities. Obtain documented consent as needed through an appropriate process framework to voluntarily restrict access to and use of natural resources from the affected communities.
 - **Indigenous Peoples** – confirm that indigenous peoples are included within the proposed project areas. If so, consult on their effective participation in the project through the environmental and social impact assessments of the risks and opportunities as well as improve the understanding of the local context and affected communities. Provide capacity building to Indigenous groups as needed to ensure their effective participation. Implement effective consultation processes with the affected Indigenous Peoples’ communities to fully identify their views and to obtain their free, prior and informed consent (FPIC) for project activities affecting them. Ensure that decisions at the community level are representative of all community members, especially those who have historically been left out of decision-making, such as indigenous women.
 - **Pest Management** – evaluate whether the project requires the procurement of eligible pesticides and assess the nature and degree of associated risks taking into account the proposed use and intended users.
 - **Physical Cultural Resources** – identify if any cultural resources are present in project areas, analyze feasible project alternatives including site selection and project design,

recommend measures that should be put in place to ensure cultural resources are identified and that adverse effects on them are avoided.

- **Labor and Working Conditions** – analyze the potential impacts of the employment of community members by the project. Include information on the standards for employment in Botswana as well as any risks of safety issues.
- **Community Health, Safety, and Security** – analyze potential risks of exposure of the community to health and safety risks and impacts as a results of proposed project activities.
- Refine the environmental and social safeguards analysis of the project’s environmental and social risks and impacts, identifying mitigation strategies to anticipate, minimize and compensate;
- Develop the Environmental and Social Management Plan for the project following CI’s Environmental and Social Safeguards Framework. Specific management plans should be developed from the results of the limited ESIA and include:
 - *Stakeholder Engagement Plan – as appropriate include FPIC process documentation [to be developed by the lead and included within the ESMP]*
 - **Project-level grievance redress mechanism** – design a culturally appropriate and accessible project-level grievance mechanism and align with the CI-GCF Agency GRM.
 - Protection of Natural Habitats – as appropriate include an **environmental management plan** that identifies a set of mitigation, management, monitoring, and institutional actions to be implemented during the life of the project.
 - Involuntary Resettlement – as appropriate include a **Restriction of Access to Natural Resources Plan** to provide detail of the arrangements to assist affected persons to improve or restore livelihoods. This plan should take into account the difference roles, responsibilities, natural resources needs and uses, and livelihoods of men and women, and arrangements to assist affected persons should be gender-responsive.
 - Indigenous Peoples – as appropriate include an **Indigenous Peoples Plan** as part of the overall ESMP aligned with the GCF IP Policy.
 - Pest Management – if applicable include a **Pest Management Plan** that describes the measures to be implemented to avoid or minimize the negative impacts that the control and removal of alien invasive species and the use of pesticides, insecticides, and herbicides may have on the environment and the people to be affected by these activities.
 - Physical Cultural Resources – if applicable incorporate within the **environmental management plan** addressing Protection of Natural Habitats
 - **Labor and Working Conditions risk management plan** that aligns with the standards for employment in Botswana and CI’s policies, and responds to any risks of safety issues, forced labor, and/or child labor.

- **Community Health, Safety, and Security management plan** that responds to the risks and/or impacts on the health and safety of affected communities.
- Provide recommendations for staffing and budget requirements to ensure effective implementation of ESMP.

Outputs

1. **Environmental and Social Assessment and Management Plan** that compiles the necessary safeguard plans for policies triggered in the ESS screening, including (a) an **Indigenous Peoples Plan** and (b) a **project level grievance redress mechanism**.

Qualifications

- Postgraduate or other advanced university degree (at least M. Sc. or equivalent) in biology, ecology or social related sciences;
- At least 10 years of professional experience in environmental and social safeguards management in climate change projects, preferably with funding from a multilateral donor;
- Demonstrated experience in working with local communities, Indigenous peoples and vulnerable groups, preferably consulting with tribal context stakeholders and producing and implementing the relevant plans (GAP, VRAP, IPP, ESMP, SEP);
- Demonstrated ability of analytical and report drafting work;
- Excellent written and verbal communication skills in English;
- Preferred experience in southern Africa working on rangeland management or environmental sustainability issues.

Annex 3: TOR for Consultancy 2 Development of the Gender Assessment and Action Plan

Country	Botswana
Area inside the country:	Rangelands
Duration of the contract:	12 months

Background

Conservation International (CI), in partnership with the Government of Botswana, is developing a project to be proposed under the Green Climate Fund to build resilience and adaptive capacity across communal rangelands most vulnerable to climate change. Together with key stakeholders, CI has developed an initial project framework organized around three goals:

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General objectives of the consultancy

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"Ecosystem and livelihoods resiliency: climate change risk reduction through ecosystem-based adaptation in Botswana's communal grazing lands".

Guided by a Project Steering Committee, the consultant will:

- Support the comprehensive stakeholder consultation process related to the logical framework of the project and provide inputs to the stakeholder engagement plan for the project (to be included as part of the ESMP under a separate consultancy).³
- Analyze the socio-economic stress factors and increased vulnerability of local communities, livestock farms and other economic sector in the context of anthropogenic threats. The assessment for communities will include a focus on impacts, risks and access to/control over resources by women and men (including considerations of intersecting categories of identity such as age, social status, ethnicity, marital status, etc.) given the project's context.
- Carry out/coordinate a comprehensive gender assessment/analysis and design a gender action plan that aligns with GCF policy and fully responds to the unique and complex gender considerations within this project.
- Coordinate with the other consultancies assigned to the project (e.g. proposal development lead, ESS specialist, as well as on baselines, vulnerability and adaptation studies) to ensure data gathering is aligned with GCF standards and directly serving the Project's purpose.

The ToR will preferably be carried out an individual, with required expertise (as listed below) to successfully complete the assignment close coordination is required with the following two consultancies: ESS Specialist and Proposal Development Lead. The identified role below are an indication for the required expertise.

1. Gender analysis and gender action plan

Roles and Responsibilities

- Carry out a participatory gender analysis to fully understand the different needs, roles, benefits, impacts, risks and access to/control over resources of women and men given the project's context

³ See for example, CI-GEF ESMF Appendix X, which provides an ESMP TOR

(including how climate change exacerbates these issues), and identify appropriate measures that should be taken to address these, promote gender equality, identify opportunities for equal participation of men and women in the project, and contribute to meeting the overall objectives of the project.

- Coordinate with the consultancy for baseline and vulnerability assessments on the collection of gender responsive baseline data relevant to project planning and monitoring; identify the share of female and male direct beneficiaries; ensure any gender-relevant stakeholders are engaged during the stakeholder engagement process/plan development, specifically institutions charged with addressing gender issues and organizations that work with women.
- The participatory gender analysis will consist of a mix of desk review and direct stakeholder consultation (e.g. through focus groups, key informant interviews, a baseline survey, other stakeholder engagement, livelihoods and benefit sharing questions) that will be summarized in a gender assessment and used to inform activities for the gender action plan.
- Assist in organizing and carrying out gender responsive stakeholder consultation sessions in order to solicit inputs and ensure both male and female stakeholder involvement and buy-in to the project, as well as identifying any differential needs of women and men in the area/sector(s) of intervention of the project.
 - Ensure equal representation of women, men, and other vulnerable groups;
- Guide the project development team in using participatory techniques that involve both women and men in assessments and discussions;
- Develop a Gender Action Plan for the project, based on the project's logical framework, that identifies specific entry points within the project to address/respond to the gender considerations (both risks and opportunities) identified in the gender assessment. The gender-responsive actions and outputs will facilitate implementation of activities that promote gender equality and women's empowerment.
 - Include performance indicators that have sex-disaggregated targets, timelines, and responsibilities. Include targets to include vulnerable groups (such as female-headed households) as beneficiaries of the project. Targets should be based on the baseline information collected as part of the baseline and vulnerability assessments.
- Ensure full incorporation of outcomes of the gender related studies into the design of the Project, its logical framework and its funding proposal including sex-disaggregated targets and gender sensitive indicators.
- Provide recommendations for staffing and budget requirements to ensure effective implementation of gender-related considerations.

Outputs:

1. **Gender Assessment** that identifies opportunities for equal participation in, and benefit for, of men and women in the project.
2. **Gender Action Plan** with activities informed by the gender assessment that contribute to successfully achieving the project objectives, and that is aligned with the requirements of the GCF detailed in the GCF Gender Toolkit and that follows the GCF template.

Qualifications:

- Postgraduate or other advanced university degree (at least M. Sc. or equivalent) in ecology or related social science;
- At least 10 years of professional experience in gender analysis (indicators, base lines) and gender strategies, preferably in the context of multilateral donor safeguards;
- Demonstrated experience in working with local communities and vulnerable groups
- Demonstrated ability of analytical and report drafting work.
- Excellent written and verbal communication skills in English;
- Preferred experience in southern Africa working on rangeland management or environmental sustainability issues.

Annex 4: TOR for Consultancy 3 Baseline study on quantified GHG emissions, water access, and water quality standards

Country	Botswana
Area inside the country:	Rangelands
Duration of the contract:	4 months

Background

Conservation International (CI), in partnership with the Government of Botswana, is developing a project to be proposed under the Green Climate Fund to build resilience and adaptive capacity across communal rangelands most vulnerable to climate change. Together with key stakeholders, CI has developed an initial project framework organized around three goals:

- Create policy alignment and reform to support governance for long-term sustainability and resilience of Botswana’s communal lands;
- Protect, restore and sustainably manage communal rangelands supported by new innovations in the government job creation programme; and
- Promote innovative market-based solutions to ensure the long-term sustainability of activities implemented.

This agreed framework presents several options and modalities for a paradigm shift in the management of communal lands considering climate change. In addition to its adaptation benefits including better access to cleaner water, the project will also have a significant mitigation impact by encouraging regeneration of vegetation and soil carbon. The areas of Botswana where this project will be implemented can be seen in Annex 1.

Objectives of the Consultancy

The consultant(s) will conduct a baseline ecological study to support detailed design and long-term impact monitoring of the project. The baseline study should include an extensive assessment of

rangeland extents across the target areas in Botswana, historical maps of rangeland distribution and rates of degradation, and carbon stocks and GHG emissions/removals. Water availability and samples of water quality in key impact areas should be measured and protocols for any physical measurements taken described. The baseline study will need to be concise and based on the best available information.

Goals of the Consultancy

The specific goals of this consultancy are to:

- 1) To understand the carbon stock (including the grassland extent and the rate of degradation), a GHG emissions baseline, and potential for generating emission reduction/removal units from better land management practices.
- 2) To provide indicators and a monitoring methodology for GHG emissions/removals.
- 3) To assess the feasibility of proposed activities to reduce GHG emissions and suggest modifications to proposed activities to reduce the threats and generate emissions reductions.
- 4) To understand cattle impacts on water availability and quality in the target areas.
- 5) To provide indicators and a monitoring methodology for improvement in water availability and quality.
- 6) To assess the feasibility of proposed activities to improve water availability and quality and suggest modifications to proposed activities to reduce the threats and generate water improvements.

Duties and Responsibilities

The consultant will work in close collaboration with the CI team in Botswana and project partners from the Government of Botswana. In addition, the consultant is expected to engage with local stakeholders who are currently operating in the region.

An in-person field trip to the project area during the consultancy period will be arranged in which the consultant will be expected to collect the data required to inform the analyses.

This is anticipated to be a four-month long consultancy.

Over the course of the consultancy the duties and responsibilities of the consultant include:

- Review the data available and collect new data (e.g. satellite imagery, GIS shape files) that illustrate the most accurate, high-resolution extent and distribution of rangelands, the ecosystems within these rangeland areas, and water use concentration points.
- Assess historical extent (1975 to present with at least three times points during this time period, dependent on data availability) and change of these rangelands to estimate degradation trends and rates of change for the baseline scenario.
- Quantify the carbon stock in the rangelands (soil and above- and below-ground biomass). Assessment should also include quantifying the current (if any) GHG emissions by intact rangelands, degraded rangelands, the emissions projected by continued loss of rangelands/degradation of rangelands, and the potential emission reductions of the mitigation and adaptation activities of the project.
- Analyze and present the available and collected data to establish the mitigation baseline (e.g. ecological status of ecosystems, detailed carbon stock and fluxes study).
- Develop and present mitigation monitoring protocols to achieve improved carbon-balance through the activities proposed under the GCF concept.
- Analyse and present any available and collected data on water quality at points used by livestock and human consumption in the target area or representative sample area.
- Develop and present water quality monitoring protocols to achieve improved water condition status through the activities proposed under the GCF concept.

The consultant will visit the project site(s) during the study period and should also supplement this with desktop literature.

Reporting

The consultant will report on progress to CI in writing once a month (on the 1st Monday of every month via email) to Heidi Hawkins (hhawkins@conservation.org) unless otherwise specified by CI. In addition, regular skype calls (to be scheduled) will be used to receive verbal updates from the consultant, who will also take minutes during this skype call and distribute those to the email address above upon the completion of each call.

Expected Outputs/Deliverables

The consultant shall provide the following outputs within the proposed phased approach, with the final

deliverables submitted to CI no later than two months after the field visit.

Output 1:

- A **rangeland baseline assessment** including maps of historical (1975 to present with at least three times points during this time period, dependent on data availability) and current rangelands extent (including degradation level in GIS format), including soils and water access point pyrosphere effects. Should include analyses of the change of rangelands - to estimate degradation trends and rates of change - for the baseline scenario.
- An **analysis of the agents, drives, and underlying causes** of rangeland degradation and loss. Should include basic information (to provide context on the items below) on the project area (social, biophysical and economic profile of the area) and basic information/baseline on a limited selection of climate indicators including rainfall, rainfall distribution, and temperature, and introduction of water infrastructure.

Output 2: Spatial assessment of GHG emissions as it relates to rangeland degradation.

- Quantify the carbon stock in the rangelands (soil and above- and below-ground biomass). Assessment should also include quantifying the current (if any) GHG emissions by intact rangelands (and the livestock on those rangelands), degraded rangelands, the emissions projected by continued loss of rangelands/degradation of rangelands, and the potential emission reductions of the mitigation and adaptation activities of the project.
- Analyze and present the available and collected data to establish the mitigation baseline (e.g. ecological status of ecosystems, socio-economic conditions, detailed carbon stock and fluxes study).

Output 3: Strategies to decrease GHG emissions and increase GHG removal

- **GHG emissions analysis** including estimate of carbon stock (above ground, below-ground and soil carbon), loss and removal based on best data available. Must include:
 - a. The business-as-usual scenario: Taking a future year for which climate change forecast data is available and which is close to the end-of-life of the proposed investment. This analysis should highlight what outcomes can be expected should the project intervention not take place. Include an assessment of impact on distribution of C3/C4 vegetation types, as might be affected by livestock grazing.
 - b. An assessment of the potential strategies to mitigate the drivers (and conserve and /or

enhance carbon stock). The strategies should detail the interventions and activities, as well as the agents to be involved, and should consider gender aspect. The strategies should provide an estimate of the total GHG avoided or removed. This assessment should highlight how the proposed activities will impact GHG emissions in the future as compared to the business-as-usual scenario. Ideally, a high-level estimate of the cost of implementation would be undertaken.

Output 4: Assessment of water access points relative to livestock use impacts.

- Quantify the water availability and quality across the target rangelands using available data and verifying a representative sample.
- Provide methodological protocol for ongoing monitoring of water availability and quality impacts that might be affected by the project.

Payment and Reporting

There will be 3 weeks of travel to the region. The payment and timeline for submissions of outputs will be mutually agreed to in an inception report.

Outputs	Estimated Duration to Complete	Payment
Inception report, outlining: <ol style="list-style-type: none"> 1) Clear rapid assessment design and approach 2) Detailed work plan 3) Required field visits and meetings (detailed itinerary) 4) Literature review of the drivers and underlying causes of grassland loss and degradation (Output 1) 5) Map of rangeland extent and loss covering at least three time points over 20 years (Output 1) 	By week 4, and 2 weeks prior to the field visit	30%
Field visits to conduct threat analysis, collect data, interview stakeholders, deforestation map validation.	By week 8, 2-3 weeks in the field	
Complete draft Outputs (1, 2, and 3), so that CI can provide detailed feedback. CI will provide the comments within 2 weeks of receiving the draft outputs.	By week 14.	40%

Final Outputs (1, 2, and 3), edited to reflect feedback provided by CI.	By week 16.	30%
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Budget

The consultant is asked to provide a detailed cost estimate and justifications. Note that as per Botswana government regulations, CI is required to deduct 20% of all consultancy payments in taxes for international consultants. **The consultant is requested to provide a total cost estimate inclusive of consultancy fees, international travel (if required), and all taxes (standard in Botswana are 20%).**

Conservation International will organise and cover the in-country cost of related expenses to the project for the consultant (inclusive of transport and accommodation) and these costs should not be included in the consultant's costing. It should be noted that CI reserves the right to request edits prior to payment should the deliverables not meet the requirements as detailed in these Terms of Reference.

Qualifications

Below is a list of required expertise to successfully complete the assignment.

- Postgraduate or other advanced university degree (at least M. Sc. or equivalent) in biology, ecology or related science;
- At least 15 years of professional experience in land-use based carbon and water quality assessment methodologies;
- Demonstrated experience in developing projects related to GCF or other similar funds;
- Demonstrated ability of analytical and report drafting work.
- Excellent written and verbal communication skills in English;
- Ability to travel and demonstrated experience in undertaking independent field work in remote areas;
- Preferred experience in southern Africa working on rangeland management or environmental sustainability issues.

Annex 5: TOR for Consultancy 4 Baseline vulnerability assessment and adaptation planning in rangelands across Botswana

Country	Botswana
Area inside the country:	Rangelands
Duration of the contract:	4 months

Background

Conservation International (CI), in partnership with the Government of Botswana, is developing a project to be proposed under the Green Climate Fund to build resilience and adaptive capacity across communal rangelands most vulnerable to climate change. Together with key stakeholders, CI has developed an initial project framework organized around three goals:

- Create policy alignment and reform to support governance for long-term sustainability and resilience of Botswana’s communal lands,
- Protect, restore and sustainably manage communal rangelands supported by new innovations in the government job creation programme; and
- Promote innovative market-based solutions to ensure the long-term sustainability of activities implemented.

This agreed framework presents several options and modalities for a paradigm shift in the management of communal lands considering climate change. In addition to its adaptation benefits, the project will also have a significant mitigation impact by encouraging regeneration of vegetation and soil carbon. The areas of Botswana where this project will be implemented can be seen in Annex 1.

Objectives of the Consultancy

The consultant(s) will conduct a climate vulnerability assessment in support of the GCF proposal development process. The vulnerability assessment will utilize down-scaled climate models and envelopes for specific habitat types and relate this over a period of 20 and 50 year time horizons. The

assessment will also integrate understanding of community needs related to dependencies of rangelands for livelihoods. The assessment will be spatially explicit and based on the best available information. (Please see https://www.conservation.org/publications/Documents/CI_ANDM-Climate-Vulnerability-Assessment.pdf for an example of expected output).

Duties and Responsibilities

The consultant will work from a foundational protocol for vulnerability assessments in Southern Africa and will work in close collaboration with the CI team in Botswana and project partners from the Government of Botswana. In addition, the consultant is expected to engage with local stakeholders who are currently operating in the region.

An in-person field trip to the project area during the consultancy period will be arranged in which the consultant will be expected to collect the data required to inform the analyses.

This is anticipated to be a four-month long consultancy.

Over the course of the consultancy the duties and responsibilities of the consultant include:

- Undertaking technical analysis to clarify the changes in biophysical and climatic conditions and impacts associated with those shifts such as changes in vegetation and wetland recharge.
- Assessment of the dependency of local communities, economic sectors and infrastructure on rangeland-related ecosystem services. Detailed analyses are needed for the three regions of Botswana where the work will be implemented.
- Identify potential areas for 'optimal' grazing strategies for the three focal areas in Botswana restoration and assess their suitability to adaptation strategies.
- Analyze the impact of climate change on local communities in and around the target rangelands using Census data at a 'small-place' level to develop a summary index describing general poverty and environmental dependency.
- Analyze and evaluate potential adaptive measures to address vulnerabilities identified in the above-mentioned studies.

The consultant will visit the project site(s) during the study period and should also supplement this with desktop literature. The consultant will also work collaboratively with other consultants hired to undertake additional assessments that will inform the work of the consultant hired under this TOR.

Reporting

The consultant will report on progress to CI in writing once a month (on the 1st Monday of every month via email) to Tiego Mpho (tmpho@conservation.org) unless otherwise specified by CI. In addition, regular skype calls (to be scheduled) will be used to receive verbal updates from the consultant, who will also take minutes during this skype call and distribute those to the email address above upon the completion of each call.

Expected Outputs/Deliverables

The consultant shall provide the following outputs within the proposed phased approach, with the final deliverables submitted to CI no later than two months after the field visit.

Output 1: Climate Change **Vulnerability Assessments for the Three Districts**. This should include a threat analysis of (a) climate impacts on rangeland habitats and water re-charge potential, (b) description of ecosystem dependencies for livestock and livelihoods in each region and (c) integration and spatial representation of “level of vulnerability” level and prioritization of Ecosystem based Adaptation Areas.

Output 2: Climate Change gender sensitive input for the **adaptation plan of pastoralist communities** including economic sectors and infrastructure that respond to the Vulnerability Assessments produced.

While primarily a desk-top exercise, international travel may also be a requirement for sharing and explaining results at key stakeholder meetings.

Payment and Reporting

There will be one weeks of travel to the region. The payment and timeline for submissions of outputs will be mutually agreed to in an inception report.

Outputs	Estimated Duration to Complete	Payment
Inception report, outlining: 6) Clear rapid assessment design and approach 7) Detailed work plan	By week 4, and 2 weeks prior to the field visit	20%

First draft outputs for informing broader project planning	By week 8	20%
Complete draft Outputs (1 and 2), so that CI can provide detailed feedback. CI will provide the comments within 2 weeks after receiving the draft outputs.	By week 14	30%
Final Outputs (1 and 2), edited to reflect feedback provided by CI and any key stakeholders from the potential site visit.	By week 16	30%

Budget

The consultant is asked to provide a detailed cost estimate and justifications. Note that as per Botswana government regulations, CI is required to deduct 20% of all consultancy payments in taxes for international consultants. **The consultant is requested to provide a total cost estimate inclusive of consultancy fees, required data access fees, and all taxes.** Conservation International will organise and cover the in-country cost of related expenses to the project for the consultant (inclusive of transport and accommodation) and these costs should not be included in the consultant’s costing. It should be noted that CI reserves the right to request edits prior to payment should the deliverables not meet the requirements as detailed in these Terms of Reference.

Qualifications

Below is a list of required expertise to successfully complete the assignment.

- Tertiary degree and at least five years of professional experience in development of environmental management plans or sustainable development planning utilizing GIS planning software and climate change;
- Access to and understanding of regional data sets required for achieving the TOR, namely African vegetation maps (Ideally for the at a finer resolution or verification for the three target districts) and regional climate models for 50- and 100-year projections
- Demonstrated analytical and report drafting skills.
- Excellent written and verbal communication skills in English;
- Preferred experience in southern Africa working on rangeland management or environmental sustainability issues.

APPENDIX 2

ETHICS STANDARDS

Conservation International's reputation derives from our commitment to our core values: Integrity, Respect, Courage, Optimism, and Passion and Teamwork. CI's Code of Ethics (the "Code") provides guidance to CI employees, service providers, experts, interns, and volunteers in living CI's core values, and outlines minimum standards for ethical conduct which all parties must adhere to.

Any violations of the Code of Ethics should be reported to CI via its Ethics Hotline at www.ci.ethicspoint.com.

CI relies on the personal integrity, good judgment and common sense of all third parties acting on behalf, or providing services to the organization, to deal with issues not expressly addressed by the Code or as noted below.

Integrity:

- Act in good faith, responsibly, with due care, competence and diligence and maintain the highest professional standards at all times.
- Comply with all contractual terms as well as all applicable laws, rules and regulations, domestic and international, in every country where Services are carried out.
- Provide true representation of all Services performed.
- Never engage in any of the following acts: falsification of business document or receipts, theft, embezzlement, diversion of funds, bribery, or fraud.

Transparency:

- Avoid conflicts of interest and not allow independent judgment to be compromised.
- Not accept gifts or favors from sub-contractors, suppliers or other 3rd parties that would negatively impact the provision of Services to CI.

Accountability:

- Disclose to CI, at the earliest opportunity, any information you have or become aware of, that may result in a real or perceived conflict of interest or impropriety.

- Implement activities, provide Services, and manage staff and operations in a professionally sound manner, with knowledge and wisdom with the goal of a successful outcome per the terms of this Agreement.

Confidentiality:

- Not disclose confidential or sensitive information obtained during the course of your work with CI.
- Protect confidential relationships between CI and other 3rd parties.

Mutual Respect and Collaboration:

Engage with indigenous peoples and local communities in which CI works in a positive and constructive manner that respects the culture, laws, and practices of those communities, with due regard for the right of free, prior and informed consent.

I hereby acknowledge receipt of CI's Code of Ethics and certify agreement and compliance therewith.

FOR SERVICE PROVIDER:

By: _____

Title: _____

APPENDIX 2
GCF POLICY ON PROHIBITED PRACTICES

I. Introduction

The Green Climate Fund is strongly committed to preventing and combating fraud, corruption, Money Laundering, Terrorist Financing and other Prohibited Practices as defined below, in accordance with international standards. In that regard, it expects all individuals and entities involved in Fund-related Activities as defined below to observe the highest standards of ethics and to take appropriate measures to prevent and combat such Prohibited Practices.

II. Scope

These General Principles shall apply to all:

- a. **Fund-related Activities**, which means any activity which is financed, administered or supported by the Fund, either with its own resources or those of others, or any activity that materially affects or may affect or otherwise be relevant to the Fund, and
- b. **“Counterparties”**, which means any party that contributes to, executes, implements, bids for, benefits from, or in any way participates in, Fund-related Activities, including receiving, or being a beneficiary of, a grant, loan or other form of financing or support from the Fund, in respect of **Prohibited Practices** as defined in paragraph below, including attempts to commit or suspicions thereof. For the avoidance of doubt, Fund-related Activities include Funded Activities as defined in the Agreement, and Counterparties include the Accredited Entity and any Executing Entity.

General Principles on Prohibited Practices

. The Fund requires all Counterparties to:

III. General Requirements of all Counterparties in relation to Fund-related Activities

- a. adhere to the highest ethical standards;
- b. take all appropriate measures to prevent or mitigate fraud, corruption, and other Prohibited Practices; and
- c. refrain from engaging in Prohibited Practices in connection with Fund-related Activities.

. **Prohibited Practices**. The practices defined in this paragraph are prohibited Prohibited Practices in relation to Fund-related Activities:

- a. Corrupt practice means the offering, giving, receiving, or soliciting, directly or indirectly, anything of value including but not limited to gifts, gratuities, favors, invitations, and benefits of any kind to influence improperly the actions of another party.
- b. Fraudulent practice means any act or omission, including a misrepresentation, that knowingly or

recklessly misleads, or attempts to mislead, a party to obtain a financial or other benefit, or to avoid an obligation.

c. Coercive practice means the impairing or harming, or threatening to impair or harm, directly or indirectly, any party or the property of the party to influence improperly the actions of a party.

d. Collusive practice means an arrangement between two or more parties designed to achieve an improper purpose, including to improperly influence the actions of another party.

e. Obstructive practice includes i deliberately destroying, falsifying, altering, or concealing evidence material to an investigation; ii making false statements to investigators in order to materially impede an investigation; iii failing to comply with requests to provide information, documents or records in connection with a Fund investigation; iv threatening, harassing, or intimidating any party to prevent it from disclosing its knowledge of matters relevant to the investigation or from pursuing the investigation; or v materially impeding the Fund's contractual rights of audit or access to information.

f. Abuse means theft, misappropriation, waste or improper use of property or assets related to Fund-related Activity, either committed intentionally or through reckless disregard.

g. A conflict of interest is any situation in which a party or any of its staff involved in the relevant decision making process has interests that could, or could be deemed to, improperly influence its performance of official duties or responsibilities, contractual obligations, or compliance with applicable laws and regulations.

h. Retaliation against whistleblowers or witnesses means any detrimental act, direct or indirect, recommended, threatened or taken against a whistleblower or witness, or person associated with a whistleblower or witness, in a manner material to a complaint because of the report or cooperation with a Fund investigation by the whistleblower or witness.

i. Money Laundering has the meaning as set forth at paragraph a below.

j. Terrorist Financing has the meaning as set forth at paragraph b below.

Additional Terms and Definitions - For the purposes of this document, the following terms have the meanings ascribed to them below:

a. **Money Laundering** refers to: a the conversion or transfer of property, knowing that such property is the proceeds of crime, for the purpose of concealing or disguising the illicit origin of the property or of helping any person who is involved in the commission of the crime to evade the legal consequences of his or her action; b the concealment or disguise of the true nature, source, location, disposition, movement or ownership of or rights with respect to property, knowing that such property is the proceeds of crime ; or c the acquisition, possession or use of property knowing at the time of its receipt that it is derived from a criminal offence.

b. **Terrorist Financing** means the act of, directly or indirectly, providing or collecting funds with the intention that they should be used or in the knowledge that they are to be used, in full or in part, in order to carry out terrorist acts.

All Counterparties shall take timely and appropriate measures to:

- a. ensure that Fund-related Activities are carried out in accordance with these General Principles;
 - b. disclose and address conflicts of interest in a Fund-related Activity. If a conflict of interest or deemed conflict of interest arises, the Counterparty will promptly inform the Fund thereof and shall follow the instructions of the Fund on how to address such conflict or deemed conflict;
 - c. prevent Prohibited Practices from occurring in relation to a Fund-related Activity, including adopting, implementing, and enforcing appropriate fiduciary and administrative practices and institutional arrangements to ensure that the Fund proceeds in the form of a grant, loan, contract award, or other forms of financing or support are used only for the purposes for which such financing or support was granted;
 - d. promptly inform the Fund of allegations of Prohibited Practices found, suspected or alleged in connection with a Fund-related Activity;
-

IV. Action to be taken by Counterparties to Combat Prohibited Practices in relation to Fund-related Activities.

- e. investigate allegations of Prohibited Practices and report preliminary and final findings of investigations to the Fund;
- f. respond to, mitigate, and remedy Prohibited Practices that are found to have occurred in a Fund-related Activity and prevent their occurrence;
- g. cooperate fully with the Fund in any Fund investigation into allegations of Prohibited Practices related to a Fund-related Activity, and take all appropriate measures to ensure the full cooperation of relevant persons and entities subject to such investigation, including, in each case, allowing the Fund to meet with relevant persons and to inspect all of their relevant accounts, records and other documents and have them audited by or on behalf of the Fund; and
- h. ensure that individuals or entities sanctioned by the Fund do not participate in Fund-related Activities in violation of their sanction.

V. Actions to be taken by the Fund in cases of Prohibited Practices in relation to Fund-related Activities.

- . The Fund, through the Integrity Unit or any office of the Fund duly authorised to receive reports, investigate, and address allegations or suspicions of Prohibited Practices prior to the establishment of the Integrity Unit, shall:
- a. inform a Counterparty of credible and material allegations or other indications of Prohibited Practices related to a Fund-related Activity;
 - b. have the right to investigate allegations independently or in collaboration with competent authorities and/or the Counterparty;

- c. inform the Counterparty of the outcome of any investigation;
- d. have the right to reject or disqualify a proposal for a Fund-related Activity if it determines that the Counterparty has directly or indirectly engaged in any Prohibited Practices;
- e. have the right to sanction any Counterparty for engaging in Prohibited Practices in accordance with the Fund's policies, guidelines and procedures, as may be adopted and amended from time to time; sanctions may result in that Counterparty's exclusion from participating in a Fund-related Activity indefinitely or for a stated period of time;
- f. without limiting the generality of the foregoing, have the right to impose one or more of the following measures on a Counterparty for engaging in Prohibited Practices in connection with a Fund-related Activity:
 - i. Reprimand – the Fund may send a formal letter of reprimand of the Counterparty's behaviour;
 - ii. Cancellation or suspension – the Fund may cancel or suspend a portion of Fund proceeds allocated to a Counterparty but not yet disbursed under a financing agreement or contract for goods or services;
 - iii. Debarment – the Fund may declare a Counterparty, either indefinitely or for a specified period of time, ineligible:
 - To be awarded future financing from the Fund;
 - To be awarded a contract financed by the Fund;
 - To benefit from a contract financed by the Fund, financially or otherwise, for example as a subcontractor; and
 - To otherwise participate in Fund-related Activity, in whole or in part;
 - iv. Conditional Non-Debarment – the Fund may require the Counterparty to comply, within specified time periods, with certain remedial, preventative or other measures as a condition to avoid debarment. In the event the Counterparty fails to demonstrate its compliance with the prescribed conditions within the time periods established, a debarment may automatically become effective for a period of time;
 - v. Restitution of funds – the Fund may require restitution of improperly used or diverted Fund proceeds; and
- g. have the right to share information on sanctions imposed pursuant to subparagraphs e and f with other international organisations, multilateral institutions and competent authorities, and ii recognise sanctions determined by other international organisations, multilateral institutions and competent authorities, if appropriate.