



REQUEST FOR PROPOSAL

FOR

PROVISION OF COMPREHENSIVE REVIEW OF GOVERNANCE PROCESSES AND SYSTEMS

Procurement Method: Selective Bidding

Date of issue: October 15th, 2026

Reference Number: EADB/SRVCS/2026/0016

1. Introduction:

The East African Development Bank (EADB or “the Bank”) is a development bank established in 1967 under the treaty of the then East African Cooperation. The Bank was re-established by the Treaty Amending and Re-enacting the Charter of the East African Development Bank, 1980 among its member countries. Its mandate is to provide sustainable socio-economic development in its member states by providing development finance, support, and advisory services. EADB’s shareholding is made of the four member states of Kenya, Uganda, Tanzania and Rwanda as well as other development and financial institutions.

EADB operates in an environment of evolving shareholder expectations, heightened prudential and fiduciary scrutiny, increasing climate and sustainability obligations, digital transformation, complex stakeholder interests and growing expectations for demonstrable development impact. The Bank therefore intends to undertake an independent, forward-looking review of its governance processes and systems to confirm fitness for mandate, strengthen accountability and decision quality, and position EADB alongside well-governed regional and multilateral development banks.

The review shall be diagnostic and improvement oriented. It shall recognize EADB’s treaty-based character, Charter, ownership structure and regional mandate, while testing whether governance arrangements are clear, proportionate, effective and supported by appropriate behaviours, information, technology, controls and assurance.

The Bank is therefore intended to engage a suitably qualified and independent consultant to undertake the conduct a comprehensive review of the governance processes and systems

2. Scope of Work

The selected consultant will assess EADB’s governance framework, practices, decision rights and enabling systems; benchmark them against relevant peers and recognized standards; and provide a prioritized, implementable roadmap that strengthens effectiveness, accountability, integrity, transparency and development impact.

The consultant will be expected to determine whether the Bank’s governance framework is fit for purpose to support its strategic growth, institutional transformation and development mandate, and to align the reforms proposed to strengthen effectiveness, accountability and decision-making.

The scope includes, but is not limited to:

2.1 specific objectives

- Assess alignment of governance arrangements with the EADB Charter, applicable instruments, policies and delegated authorities.
- Evaluate the effectiveness of the Governing Council, Board, committees, Management and assurance functions, individually and collectively.
- Clarify roles, reserved matters, delegations, interfaces, escalation routes and accountability across governance organs.
- Assess the quality, timeliness and strategic relevance of decision papers, information flows, records and follow-through.
- Evaluate board composition, skills, appointment, induction, tenure, succession, performance and continuing development.
- Assess oversight of strategy, risk, capital, financial sustainability, operations, development effectiveness, ESG and stakeholder accountability.

- Review the governance of ethics, conflicts of interest, integrity, whistleblowing, investigations and sanctions.
- Assess governance culture, including quality of challenge, openness of discussion, information transparency, accountability behaviours and alignment between formal governance arrangements and actual practice.
- Assess governance technology, data, cyber resilience, information security and records management.
- Assess whether governance processes facilitate timely and effective decision-making and identify bottlenecks, approval inefficiencies and duplicative review processes that adversely affect operational agility.
- Benchmark EADB against comparable regional and multilateral development banks and recognized governance principles.

Recommend practical reforms, sequenced by urgency, impact, effort, ownership and dependency.

3. Scope of services

The review shall cover the three completed financial years immediately preceding commencement and the current financial year up to an agreed cut-off date. Earlier decisions or instruments shall be examined where they remain relevant to current governance arrangements. The assignment shall assess governance arrangements and their operation. It shall not include a forensic investigation, financial statement audit, technical cybersecurity testing or comprehensive operational audit unless separately commissioned. The consultant shall identify matters requiring specialist review and recommend appropriate follow-up.

The scope shall include the following workstreams.

3.1. Legal, Constitutional and policy architecture

- Review the EADB Charter, Governing Council Rules, Board Charter, by-laws, governance policies, committee terms of reference, codes, delegations and relevant shareholder instruments.
- Identify gaps, overlaps, inconsistencies, outdated provisions and areas requiring legal clarification or formal approval. For each proposed change, identify the relevant governing provision, instrument affected, competent approving authority and whether implementation requires a Charter amendment, governing-body resolution, policy amendment or administrative action.
- Map the hierarchy of governance instruments and establish a controlled policy architecture, ownership and review cycle

3.2. Governing council and shareholder governance

- Assess clarity of reserved powers, delegation to the Board, agenda setting, decision-making, reporting and follow-up.
- Review mechanisms for shareholder engagement, expectations management, voting, representation and handling divergent interests, including quorum, voting thresholds, representation and alternates, written resolutions, deadlock procedures and the treatment of different shareholder classes, where applicable under the Charter.
- Assess the quality and timeliness of information provided to the Governing Council.

3.3. Board effectiveness

- Assess the Board's strategic focus, independence of judgement, constructive challenge, collective accountability and stewardship of the Bank.
- Review composition, size, skills mix, diversity, nomination criteria, appointment processes, tenure, rotation, succession and access to independent advice.
- Evaluate chairing, meeting frequency, annual work plans, agenda quality, time allocation, participation, decision quality, minutes and action tracking.

3.4. Board development and training

- Review existing director induction and training arrangements, resources and effectiveness.
- Assess Board and committee training needs informed by the skills matrix and identify collective and role-specific development priorities.
- Develop an induction framework covering the Bank's mandate, governance, director duties, operations, risks and strategy.
- Propose an annual training plan addressing identified needs in governance, development finance, strategy, financial and risk oversight, ethics, ESG and digital transformation.

3.5. Board committees

- Assess mandate, composition, independence, expertise, workload, reporting and coordination of all committees.
- Test for gaps or duplication across audit, risk, credit/investment, governance/nomination/remuneration, ethics and other oversight responsibilities.
- Recommend an optimal committee architecture proportionate to EADB's mandate, size and workload, explaining the rationale, costs, benefits and implications of any proposed restructuring

3.6. Board-Management interface and delegations.

- Map decision rights and reserved matters across the Governing Council, Board, committees, Director General and Management committees.
- Assess whether delegations support timely decisions while preserving effective oversight and accountability.
- Review escalation thresholds, emergency decisions, circular resolutions, management reporting and implementation monitoring.
- Assess whether existing governance processes facilitate timely, effective and accountable decision-making across the Institution.
- Identify any governance bottlenecks, overlaps in authority, unnecessary approval layers, duplicated reviews, delays in escalation processes and other inefficiencies that may adversely affect operational effectiveness and strategic execution.

3.7. Strategy, performance and development effectiveness

- Assess Board oversight of strategy formulation, approval, execution, performance, organizational culture and corrective action.
- Review the quality of corporate scorecards, key performance and risk indicators, portfolio reporting and development results reporting.

- Assess linkage among mandate, strategy, capital allocation, budgeting, risk appetite, incentives and impact.

3.8. Risk, capital, finance and control environment

- Review oversight of enterprise risk, credit, market, liquidity, operational, country, climate, cyber, conduct, reputational and emerging risks.
- Assess approval and monitoring of risk appetite, capital adequacy, liquidity, stress testing, treasury, asset-liability management and financial sustainability.
- Evaluate the status, independence, mandate, access, resourcing and reporting lines of risk management, compliance, internal audit and external audit.
- Assess implementation of the “three lines” model, combined assurance, issue escalation and closure of audit and regulatory findings.

3.9. Integrity, ethics and accountability

- Review codes of conduct, declarations of interest, related-party matters, recusals, gifts and hospitality, political exposure and post-service restrictions.
- Assess whistleblowing channels, protection against retaliation, investigations, sanctions, anti-fraud, anti-corruption, AML/CFT and integrity due diligence arrangements.
- Review procurement governance, transparency, complaints, debarment and accountability mechanisms.

3.10. People, remuneration and succession governance

- Assess oversight of executive appointment, performance, remuneration, incentives, succession, talent, culture and conduct.
- Evaluate whether reward and performance frameworks align with prudent risk-taking, mandate delivery and long-term sustainability.
- Assess the adequacy and effectiveness of the Bank’s succession planning framework to ensure leadership continuity, institutional resilience and the sustained execution of the Bank’s mandate encompassing succession arrangements for the Director General, Executive Management and key leadership positions, as well as the processes for identifying, developing and retaining a pipeline of qualified internal and external talent.

3.11. ESG, sustainability and stakeholder governance

- Assess Board oversight of environmental and social safeguards, climate risk and opportunity, sustainability, inclusion and stakeholder engagement.
- Review accountability for development impact, grievance mechanisms, disclosure and institutional commitments.

3.12. Information, digital and records governance

- Assess governance of board portals, meeting packs, data quality, confidentiality, access controls, retention and institutional memory.
- Review oversight of digital transformation, cybersecurity, data protection, artificial intelligence and technology-associated risk.

3.13. Transparency and disclosure

- Review governance disclosures in annual and sustainability reports and on the Bank's website.
- Assess the balance between transparency and privileges, immunities, legal restrictions, commercial sensitivity and personal data protection

3.14. Governance Operating Model

- Assess the appropriateness and effectiveness of the Bank's overall governance operating model, including the distribution of governance responsibilities across the Governing Council, Board, Board Committees, Director General, Executive Management and other governance structures.
- Determine whether the existing governance architecture remains suitable for the Bank's current and anticipated size, complexity, strategic priorities, regional footprint and risk profile and identify opportunities to simplify, strengthen or optimise governance arrangements.

4. Benchmarking Framework

The consultant shall apply a tailored benchmark that combines development-bank governance with relevant corporate governance disciplines, propose the number and identity of peer institutions and explain their relevance to EADB. At minimum, the assessment shall consider:

- The EADB Charter, resolutions, policies and internal governance instruments.
- Governance structures and disclosed practices of a balanced peer group of regional and multilateral development banks, proposed by the consultant and agreed at inception.
- Relevant Basel Committee governance and risk-management principles for banks, where proportionate and applicable.
- International internal audit, risk management, compliance, integrity, sustainability and disclosure standards relevant to development finance institutions.
- Contemporary MDB reform themes, including strategic Board focus, professionalization of appointments, clear Board–Management separation, transparent delegations, robust independent assurance, effectiveness evaluation and accountability for development results.

The proposed peer group shall include institutions comparable to EADB by regional mandate, sovereign ownership, asset size, business mix and governance model, together with selected leading multilateral development banks that provide aspirational practice. The inception report shall justify the final peer set, identify limitations in publicly available data and distinguish directly comparable practices from contextual examples.

The peer analysis shall compare governance design and observable practices, explain differences in legal form and operating model, identify transferable practices, and avoid mechanically importing private-company standards that are unsuitable for a multilateral public institution.

Each assessed area shall be rated using an agreed maturity scale: (1) Initial, (2) Developing, (3) Defined, (4) Effective, and (5) Leading. Ratings shall be supported by evidence, materiality and a clear explanation of the gap to target maturity

The assignment is expected to be completed within 4 weeks from the signing of the contract.

- Week 1: Inception Report and Data Gathering.
- Week 2: Draft Valuation Report and Financial Model presentation.
- Week 4: Final Independent Valuation Report submission.

5. Methodology and Approach

The bidder shall propose a rigorous methodology, refined with EADB during inception. It shall include:

- a) **Inception and mobilization:** confirm scope, stakeholders, evidence requirements, review period, peer set, assessment criteria, protocols and work plan.
- b) **Document and data review:** examine governing instruments, policies, Board and committee packs, minutes, action logs, evaluations, assurance reports, organizational charts, delegations, dashboards and relevant disclosures.
- c) **Confidential engagement:** conduct structured interviews and/or surveys with Governing Council representatives, Directors, committee members, the Director General, senior management, control functions, Board Secretary/Legal, selected staff and external stakeholders approved by EADB. Record participation coverage and any limitations affecting the assessment.
- d) **Meeting observation:** subject to approval, observe selected Board or committee meetings and assess behaviors, challenges, information use and decision processes.
- e) **Process walkthroughs:** trace a representative sample of strategic, investment/credit, risk, procurement, people and policy decisions from initiation through approval, implementation and assurance.
- f) **Peer and standards benchmarking** compare EADB with an agreed set of comparable institutions using public information and, where feasible, validated practitioner insight.
- g) **Assessment and validation:** develop evidence-based findings, maturity ratings, root causes and consequences; validate factual accuracy without allowing stakeholders to dilute independent conclusions.
- h) **Co-design:** facilitate workshops to test options, priorities, feasibility, accountabilities and sequencing.
- i) **Finalization and handover:** submit final reports, reform tools and implementation roadmap, and brief the appropriate governing organs.

The consultant shall triangulate evidence and clearly distinguish confirmed fact, stakeholder perception, professional judgement and recommendation. Sensitive interview comments shall not be attributed without express consent.

The minimum evidence base shall include, as applicable, the EADB Charter and amendments; resolutions of the Governing Council and Board; rules of procedure; Board and committee terms of reference; delegations of authority; governance, ethics, risk, audit, compliance, procurement, human resources, remuneration, disclosure, data protection and sustainability policies; Board and committee calendars, papers, minutes and action logs; declarations of interest; prior evaluations; internal and external audit reports; risk and performance dashboards; management committee records; strategic and capital plans; and relevant regulatory, rating-agency and stakeholder assessments. The final evidence list shall be agreed during inception

6. Deliverables and acceptance criteria.

Deliverable	Minimum content	Indicative timing
i. Inception report	Confirmed scope, methodology, peer group, evidence request, stakeholder map, interview plan, maturity model, risks and detailed work plan.	Within two weeks of commencement
ii. Current-state governance map	Governance architecture, decision-rights map, policy hierarchy, committee map, information flows and preliminary issues.	Week 3
iii. Diagnostic and benchmark report	Evidence-based findings by workstream, peer comparison, maturity ratings, strengths, gaps, root causes, risk implications and quick wins.	Week 5
iv. Validation workshop materials	Executive presentation, options, prioritisation criteria and facilitated workshop outputs.	Week 7
v. Draft final report	Executive summary; full assessment; target operating model; recommendations; implementation of roadmap; and draft governance instruments. For each recommendation, identify the affected instrument or practice, supporting rationale, accountable owner, competent approving authority, resource implications and dependencies. Include Management's response and any unresolved factual disagreements.	Week 9

vi. Final report and governing-body briefings	Comments disposition log, final report, concise Governing Council/Board presentation and management implementation pack.	Week 11
vii. Reform toolkit	Updated or model charters/terms of reference, reserved-matters schedule, delegation framework, annual calendars, skills matrix, evaluation instruments, dashboards and action tracker. The kit should also include comprehensive future-state governance architecture illustrating governance bodies, decision rights, delegations, reporting relationships and accountability arrangements.	Week 11

All deliverables shall be concise, decision-useful, internally consistent, editable, professionally presented and supported by an evidence register. EADB shall normally provide consolidated comments within seven working days. A deliverable will be accepted when it addresses the agreed scope, substantiates conclusions, resolves factual comments and is approved in writing by the designated EADB contract manager.

7. Expected Outcomes

Payments shall be milestone-based and linked to EADB's written acceptance of deliverables. Bidders shall propose a payment schedule aligned to the inception report, diagnostic and benchmark report, draft final report, final report and reform toolkit. EADB may withhold payment for incomplete or materially non-conforming deliverables until agreed deficiencies are remedied.

The assignment shall leave EADB with:

- A shared, evidence-based view of governance strengths, vulnerabilities and priority gaps.
- A clearly articulated target governance model aligned with the Bank's mandate and scale.
- Sharper separation of governance, oversight and executive responsibilities.
- Faster, better documented and more accountable decision-making.
- Stronger Board and committee effectiveness, composition, renewal and development.
- Integrated oversight of strategy, risk, capital, financial sustainability, integrity, ESG and development impact.
- A practical package of revised instruments rather than recommendations alone.
- A time-bound reform roadmap with owners, resources, dependencies, success measures and reporting arrangements.

All recommendations from the Consultant shall:

- Be practical, implementable and proportionate to the Bank's operating environment
- Clearly identify the governance issue being addressed;
- Include expected benefits and implementation considerations;
- Assign proposed accountable owners;
- Include indicative implementation timeframes;
- Identify dependencies and sequencing requirements; and
- Include a high-level assessment of implementation complexity and resource implications.

8. Duration, Location and Level of Effort

The implementation roadmap shall classify each recommendation as immediate, short term, medium term or longer term and shall specify the accountable owner, approving authority, required legal or policy action, resource implications, dependencies, implementation risk, target completion date, performance indicator and reporting route. Recommendations shall also be categorized as mandatory, risk-critical or improvement-oriented and ranked by impact and feasibility.

The assignment is expected to be completed within approximately eleven weeks from contract effectiveness. Bidders may recommend a different duration where justified by methodology. The work will be undertaken through a combination of on-site and remote engagement, with in-person missions expected at EADB headquarters in Kampala and, where necessary, Member State locations. Bidders shall state the proposed professional days by team members and workstream.

The consultants' programme shall accommodate governing-body calendars and provide sufficient time for confidential consultations; evidence review and validation.

9. Assignment Governance and Responsibilities

9.1. EADB responsibilities

- Appoint an executive sponsor, contract manager and small steering committee with appropriate representation and authority.
- Provide reasonable access to relevant documents, systems, premises and stakeholders, subject to legal and confidentiality requirements.
- Coordinate interviews and approvals, provide consolidated feedback and facilitate governing-body briefings.
- Advise the consultant of applicable privileges, immunities, information classifications, records rules and security requirements.

9.2. Consultant responsibilities

- Maintain independence, professional skepticism and a clear audit trail from evidence to conclusion.
- Deploy the approved team and obtain prior written approval for key-personnel substitutions.
- Protect confidential and personal information, use it only for the assignment and return or securely destroy it as directed.
- Report material governance, integrity, control or safety concerns promptly through the agreed escalation protocol.

- Manage quality, stakeholder engagement, timetable and deliverables; provide concise weekly progress reports.
- Transfer knowledge to designated EADB personnel and ensure all deliverables are usable without continued consultancy.

9.3. Reporting

The consultant shall report administratively to the designated EADB contract manager and functionally to a Board-designated sponsor or steering committee whose composition and authority will be confirmed at inception. The sponsor or steering committee shall approve deliverables and manage access, while final findings shall be presented directly to the Board and, where directed, the Governing Council. Management shall verify factual accuracy and provide formal responses, but shall not approve, amend or suppress the consultant's independent conclusions.

10. Consultant Qualifications and Team Composition

A bidder shall be ineligible where an actual conflict cannot be effectively mitigated. Disclosed potential or perceived conflicts shall be assessed by EADB before award and may require information barriers, recusal, replacement of personnel, restricted access or exclusion of a consortium member. The selected consultant shall update its conflict disclosure throughout the assignment and immediately report any new circumstance that may impair, or appear to impair, independent judgement.

The assignment may be undertaken by a qualified firm or consortium. The proposed team shall collectively demonstrate:

- At least ten years' substantial experience in corporate or institutional governance advisory, with a strong record in banks, development finance institutions, multilateral organizations or comparable regulated institutions.
- Successful completion of at least three comparable governance reviews within the past seven years, including at least one for a development finance institution, multilateral institution or public financial institution.
- Demonstrated expertise in board effectiveness, governance architecture, banking risk, internal control, legal/regulatory governance, integrity and organizational change.
- Strong understanding of treaty-based institutions, shareholder governance and the East African context.
- Ability to benchmark across MDBs while tailoring recommendations to institutional mandate, size, ownership and legal constraints.

10.1. Indicative key experts

- Team Leader/Governance Expert: advanced degree or equivalent professional qualification; at least fifteen years' relevant experience; leadership of comparable reviews; credible Board-level facilitation.
- Banking Risk and Controls Expert: relevant professional qualification and at least ten years' experience in financial-sector risk, compliance, audit, capital or prudential governance.
- Legal/Institutional Governance Expert: qualified lawyer with experience in international organisations, development finance, financial institutions or public-law governance.
- Board Effectiveness and Organizational Expert: demonstrated experience in board evaluation, skills assessment, succession, remuneration, culture and change.

- ESG/Digital Governance Specialist(s): relevant expertise in sustainability, climate, data, cyber or technology governance, proportionate to the proposed approach.

All reports, models, interview instruments, datasets, matrices, presentations and other assignment-specific outputs shall become EADB property upon payment, subject to any pre-existing consultant materials identified in the proposal. The consultant shall grant EADB a perpetual, royalty-free license to use any embedded pre-existing materials necessary to apply the deliverables. EADB information shall not be transferred outside approved locations, used to train artificial intelligence systems, published, cited or reused for another purpose without prior written approval. These obligations shall survive contract expiry or termination.

All experts must disclose actual, potential or perceived conflicts and sign confidentiality undertakings.

11. Proposal Submission Requirements

11.1. Technical proposal

- Understanding of the assignment, EADB context and critical governance issues.
- Proposed methodology, workstreams, maturity model, peer group and quality-assurance arrangements.
- Detailed work plan, timetable, dependencies and stakeholder-engagement approach.
- Team structure, roles, availability and curriculum vitae of key experts.
- Evidence of comparable assignments, including client, scope, value, dates and contactable references.
- Disclosure of conflicts, independence safeguards, use of subcontractors and any current or recent work for EADB, its Member States, Directors, Management or material counterparties.
- Data-security, confidentiality, business-continuity and responsible-use-of-AI arrangements.
- Assumptions, exclusions and proposed value-adding innovations.

11.2. Mandatory eligibility requirements. Bidders shall submit evidence of legal registration, tax compliance, authority to contract, professional indemnity insurance, financial capacity, sanctions and debarment status, beneficial ownership, litigation history and acceptance of EADB's ethical and procurement requirements. Consortium members shall provide equivalent disclosures. Failure to satisfy a mandatory requirement may render a proposal non-responsive.

11.3. Financial proposal

The financial proposal shall be submitted separately and show professional fees by expert and activity, taxes, travel, accommodation, reimbursables and any assumptions. Prices shall be firm for the proposal-validity period and expressed in United States Dollars (USD).

11.4. Submission instructions

Proposals shall be submitted electronically in accordance with the procurement notice, which shall specify the approved submission address or platform, deadline, time zone, assignment reference, proposal-validity period and clarification contact. Technical and financial proposals shall be separately labelled. Clarification responses may be shared with all bidders without identifying the source.

12. Evaluation Methodology and Criteria

Proposals shall be evaluated using a quality-and-cost-based selection method. The technical proposal shall carry 70 points and the financial proposal 30 points.

12.1. Technical Evaluation Criteria (70%)

Technical proposals will be evaluated based on the following criteria:

Technical and Financial Proposals shall be evaluated separately, carrying a weight of **70%** and **30%**, respectively. The bidder will require pass mark of 75% on technical evaluation to proceed to the financial evaluation. Upon reaching this stage, password for financial proposal will be requested by the evaluation team.

Technical Scoring Criterion	Points	Brief Evaluation Considerations
Understanding of the Assignment and EADB Context	5	Demonstrated understanding of the governance review objectives, EADB's mandate, operating environment, and governance challenges.
Methodology, Work Plan, and Quality Assurance	25	Clarity, appropriateness, and practicality of the proposed methodology, work plan, stakeholder engagement approach, timelines, deliverables, and quality assurance measures.
Relevant Firm or Consortium Experience	15	Demonstrated experience in undertaking corporate governance reviews, Board effectiveness assessments, institutional governance evaluations or similar assignments for Development Finance Institutions (DFIs), with particular emphasis on regional, multilateral or international financial institutions established under Treaties, Charters or comparable intergovernmental instruments. Successful completion of at least two (2) comparable governance related assignments within the last ten (10) years, of which at least one (1) should have been undertaken for regional, multilateral or Treaty-/Charter-based DFIs or comparable intergovernmental financial institutions.
Qualifications and Experience of Key Experts	20	Relevance of academic qualifications, technical expertise, and professional experience of proposed experts in governance, legal, risk, compliance, and organizational effectiveness.
Knowledge Transfer, Data Security, and Value-Adding Innovations	5	Approach to knowledge transfer, confidentiality and data protection, and any innovative tools or practices that enhance the assignment outcomes.
Total Technical Score	70	

Note:

- Only bidders that achieve 75% of the technical weighted score based on the above set points will be considered for the next stage of the evaluation exercise.
- For confidentiality, bids must be password protected and the password will be requested on the bid opening date.
- Technical and financial proposals shall be submitted separately. Only bidders that attain the required technical pass mark will be requested to provide the password for their financial proposals for subsequent evaluation.

13. Financial Proposal

Financial Proposals will be evaluated based on the amount bid with the lowest bid being awarded 100% and the rest a percentage derived by dividing lowest bid to their own bid. The final financial score carries weight of 30% in the overall assessment.

The financial proposal should include any preferred payment style – e.g in instalments or after submission of final report. The Bank will assume payment after submission of final report if no other proposal is shared.

14. Period of validity of bids

Bids shall have validity period of not less than 120 days from the last date of submission of tender document. However, the bank reserves the right to call for fresh quotes at any time during the period, if considered necessary.

15. INTEGRITY AND ETHICAL REQUIREMENTS

The successful bidder shall:

1. Conduct the assignment honestly, professionally and objectively.
2. Avoid actual, potential or perceived conflicts of interest.
3. Not offer or accept improper benefits.
4. Maintain confidentiality.
5. Safeguard evidence.
6. Avoid unauthorised contact or disclosure concerning the investigation.
7. Ensure that interviews are conducted professionally and fairly; and
8. Immediately report any attempted interference, intimidation, inducement or obstruction of the investigation.

16. PROPOSED CONTRACTING ARRANGEMENT

The successful bidder will be required to enter into a written professional services agreement with the Bank detailing among other things, the scope, deliverable, contract price and payment methodology.

17. PROPOSAL SUBMISSION REQUIREMENTS

Bidders shall submit:

- I. Cover letter
- II. Signed Bid form (see appendix 1).
- III. Signed form on ethical conduct (see appendix 2)
- IV. A password protected technical proposal compliant to this document (see section 6) including but not limited to the following:
 - a. Company/firm profile
 - b. Certificate of registration/incorporation or equivalent
 - c. Relevant professional licences/certifications
 - d. CVs of proposed personnel
 - e. Evidence of relevant assignments
 - f. At least three client references, where available
 - g. Proposed work plan
- V. A password protected financial proposal.

- VI. Conflict-of-interest declaration.
- VII. Confidentiality undertaking.
- VIII. Any other documents specified in the procurement instructions.

18.Submission Guidelines

Proposals shall be submitted through separate password protected Technical Proposal and Financial Proposal to procurement@eadb.org Password to the document should be sent in two parts one to fjuma@eadb.org and the second part to procurement@eadb.org such that when the two parts are combined, they form a full password.

Password to financial proposal should not be shared until requested. This will only be done if a bidder scores a minimum of 75% in technical proposal and qualifies for financial evaluation.

A. General
The Reference number of the Bidding Document is: EADB/SRVCS/2026/00016
B. RFP Document
For clarification purposes, send inquires to email address procurement@eadb.org
C. RFP timeline
Deadline to receive questions: October 19th, 2026 Deadline EADB to respond to questions: October 20th, 2026 Submission deadline: October 30th, 2026, at 10:00am (late bids will not be allowed) Bid opening time: October 30th, 2026, at 10:00am (Interested bidders shall use the link below to join the bid opening session) https://teams.microsoft.com/meet/3233212613515375?p=BnDV1UCtgRy8WUwCly Bid document passwords will be required at the above time and sent in two parts to fjuma@eadb.org (first part) and procurement@eadb.org (second part)
D. Mode of submission
All proposals will be sent via procurement email procurement@eadb.org

Bidding Forms

[This Bid Submission Sheet should be on the letterhead of the Bidder and should be signed by a person with the proper authority to sign documents that are binding on the Bidder]

Bid Submission Sheet

Date: *[insert date [as day, month and year) of bid submission]*

Procurement Reference No: EADB/SRVCS/2026/00016

To: *[East African Development bank]*

We, the undersigned, declare that:

- (a) We have examined and have no reservations to the Bidding Document.
- (b) We offer to supply in conformity with the Bidding Document and in accordance with the terms of reference in the RFP Document.
- (c) Our bid shall be valid until the date specified in RFP and it shall remain binding upon us and may be accepted at any time before that date.
- (d) We, including any subcontractors or providers for any part of the contract resulting from this procurement process, are eligible to participate in public procurement in accordance with RFP Document
- (e) We undertake to abide by the Code of Ethical Conduct for Bidders and Providers during the procurement process and the execution of any resulting contract.
- (f) We do not have any conflict of interest and have not participated in the preparation of the original Statement of Requirements for EADB.
- (g) We, our affiliates, or subsidiaries, including any subcontractors or Providers for any part of the contract, have not been suspended by any Public Procurement Authority in the East African region from participating in public procurement.

We understand that you are not bound to accept the lowest bid or any other bid that you may receive.

Signed: *[signature of person whose name and capacity are shown below]*

Name: *[insert complete name of person signing the bid]*

In the capacity of *[insert legal capacity of person signing the bid]*

Duly authorized to sign the bid for and on behalf of: *[insert complete name of Bidder]*

Dated on _____ day of _____, _____ *[insert date of signing]*.

Code of ethical conduct in business for business providers

1. Ethical Principles

Bidders and providers shall at all times-

- (a) Maintain integrity and independence in their professional judgement and conduct.
- (b) Comply with both the letter and the spirit of-
 - i. The laws of East Africa; and
 - ii. Any contract awarded.
- (c) Avoid associations with businesses and organizations which are in conflict with this code.

2. Standards

Bidders and providers shall-

- (a) Strive to provide works, services, and supplies of high quality and accept full responsibility for all works, services or supplies provided.
- (b) Comply with the professional standards of their industry or of any professional body of which they are members.

3. Conflict of Interest

Bidders and providers shall not accept contracts which would constitute a conflict of interest with any prior or current contract with EADB.

Bidders and providers shall disclose to all concerned parties those conflicts of interest that cannot reasonably be avoided or escaped.

4. Confidentiality and Accuracy of Information

- a) Information given by bidders and providers during procurement processes, or the performance of contracts shall be true, fair and not designed to mislead.
- b) Providers shall respect the confidentiality of information received during performance of a contract and shall not use such information for personal gain.

5. Gifts and Hospitality

Bidders and providers shall not offer gifts or hospitality directly or indirectly, to staff of EADB that might be viewed by others as having an influence on a procurement decision.

6. Inducements

- a) Bidders and providers shall not offer or give anything of value to influence the action of an official in the procurement process or in contract execution.
- b) Bidders and providers shall not ask an official to do anything which is inconsistent with the Act, Regulations, Guidelines, or the Code of Ethical Conduct in Business.

7. Fraudulent Practices

Bidders and providers shall not-

- a) Collude with other businesses and organizations with the intention of depriving EADB of the benefits of free and open competition.
- b) Enter business arrangements that might prevent the effective operation of fair competition.
- c) Engage in deceptive financial practices, such as bribery, double billing, or other improper financial practices.
- d) Misrepresent facts to influence a procurement process or the execution of a contract to the detriment of EADB, or utter false documents.
- e) Unlawfully obtain information relating to a procurement process to influence the process or execution of a contract to the detriment of EADB; and
- f) Withholding information from EADB during contract execution to the detriment of the bank.

I agree to comply with the above code of ethical conduct in business.

AUTHORISED SIGNATORY

NAME OF BIDDER/PROVIDER