

CONTRACT FOR CONSULTING SERVICES

This CONTRACT made and entered into this 15th day of January 2016 at Mandaluyong City, Philippines, by and between:

The Government of the Republic of the Philippines, through the DEPARTMENT OF TRANSPORTATION AND COMMUNICATIONS (DOTC), with principal office at the Columbia Tower, Ortigas Avenue, Brgy. Wack-Wack, Mandaluyong City, Philippines, represented herein by **Deo Leo N. Manalo**, OIC - Assistant Secretary for Project Development and Public-Private Partnership (PPP), hereinafter referred to as the "DOTC,"

-and-

Cho Sunghoon, with postal address at 7F, 291 Dongmak-ro, Seoul, Korea hereinafter referred to as the "CONSULTANT."

(hereinafter collectively referred to as the "Parties")

WHEREAS, the DOTC is mandated to improve transport services, develop facilities for pedestrians and non-motorized transport on target corridors to enable the shift to bus rapid transit (BRT) systems with more reliable travel times and convenient stations;

WHEREAS the DOTC and the French *Agence Française de Développement* (AFD) has entered into a Credit Facility Agreement for the purpose of financing the Cebu BRT (Bus Rapid Transit) project;

WHEREAS, based on the evaluation of the Office of the Planning Service, the CONSULTANT is a highly technical consultant with a Bachelor's Degree in Transportation Engineering, and a Master's Degree in Transportation Planning;

WHEREAS, as resolved through Bids and Awards Committee (BAC) Resolution No. **P-CS-AMP-2015-223** dated **November 26, 2015**, the BAC recommends the engagement of the CONSULTANT, who has agreed to perform the Services, as hereinafter more particularly described, subject to the terms and conditions hereinafter indicated;

NOW, THEREFORE, for and in consideration of the foregoing premises, the Parties hereby agree as follows:

1. SCOPE OF WORK – Pursuant to the detailed Project Terms of Reference ("TOR"), a copy of which is enclosed and made an integral part hereof as Annex "A", pursuant to the Proposal of the Consultant which is enclosed and made an integral part hereof as Annex "B", pursuant to the Declaration of Integrity, Eligibility and Social and Environmental Responsibility enclosed as Annex "C", the CONSULTANT undertakes to:
 - 1.1 Assist the Project Implementation Unit (PIU) that has been set up in Cebu City for the BRT project to develop the concept and high-level definition of the Intelligent Transport System (ITS) and Area Traffic Control (ATC) for Cebu BRT, taking account future expandability requirements;
 - 1.2 Facilitate no less than two (2) workshops with DOTC and Cebu Central

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Government officials during which the detailed operational mode and user requirements for the elements of the ITS for Cebu BRT and the ATC will be developed and harmonized;

- 1.3 Work with the PIU and system stakeholders, develop the functional requirements for all components of the ITS for Cebu BRT and the ATC, as well as take into account likely future needs;
- 1.4 Based on the functional specification that will be proposed by the Consultant and discussed with the stakeholders, prepare the technical specification of the ITS and ATC for the Cebu BRT, including the requirements for each system and sub-system, the system architecture, communications and data management, performance requirements, and expected maintenance arrangements and warranty;
- 1.5 Prepare the testing, commissioning, and acceptance procedures of the ITS and ATC;
- 1.6 Assist PIU in preparing the tender documentation for the procurement of the ITS and ATC for the Cebu BRT (the ITS and ATC will be separate procurements).
- 1.7 Prepare an appropriate evaluation and marking scheme for the ITS and ATC and provide advice on how to evaluate such complex hardware and software systems.
- 1.8 Assist PIU for the required no-objection by the donors regarding (i) the tender documents, (ii) the evaluation reports, and (iii) the contracts prior to the signing thereof;
- 1.9 Assist PIU in implementing Automated Fare Collection System (AFCS) for the Cebu BRT, which includes the preparation of technical and tender documents (AFCS will be included in the ITS), the accreditation of service provider process, and facilitating the installation of required components for the system;
- 1.10 Assist PIU in preparing the tender and contract documents by providing the specialist content and appropriate payment and incentive/penalty mechanisms for the awarded providers;
- 1.11 Provide expert support to the PIU during the procurement and evaluation processes;
- 1.12 Provide technical support during the testing, deployment and commissioning phases; and
- 1.13 Facilitate discussions and workshops with DOTC, National Program Management Office (NPMO) and other transport stakeholders on the issues of ITS/ATC/traffic management standards, equipment, etc.

In the event of any major conflict between the TOR and the SCOPE OF WORK herein described, the latter shall prevail.

Anna C. Lopez

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