

Terms of reference (ToR) for the procurement of services below the EU threshold

CONFIDENTIAL

Support in the implementation of e-bus pilot in Kampala, Uganda	Project number/ cost centre: G-018116-005 (Output: 18116990000) Tender number: 7000023295
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0. List of abbreviations

AG	Commissioning party
AN	Contractor
AVB	General Terms and Conditions of Contract for supplying services and work
FK	Expert
FKT	Expert days
KZFK	Short-term expert
KCCA	Kampala Capital City Authority
MoWT	Ministry of Works and Transport
STI	Science, Technology and Innovation Secretariate – Office of the President
ToRs	Terms of reference

1. Context

Almost all public transport in Greater Kampala is provided by privately owned 14-seat minibuses that operate without service contracts, fixed schedules or fare regulation. Drivers rent the vehicles and are expected to meet daily cash targets; operating revenue is not recorded. The Government of Uganda has a rollout plan to introduce 1500 e-buses country-wide by 2030, of which 300 e-buses are earmarked for the capital city, Kampala. Thus far 8 e-buses are operating in the first corridor within Kampala. GIZ is supporting institutional partners link the electrification process with public transport sector reform.

GIZ is supporting this transition through the Mobilize Net-Zero II programme. The responsible institutions are KCCA, MoWT and the STI Secretariat. In July 2026, the partners selected the Kampala-Gayaza corridor as the pilot route for a contracted electric bus service, which incumbent minibus operators are set to join.

However, two issues are preventing the next set of decisions from being made. There is no primary measurement of passenger demand, fare willingness to pay or operator earnings on the corridor, meaning the service cannot be sized and operators cannot be compensated on an evidenced basis if they join a formal entity. Furthermore, no financing structure exists for the service, and the subsidy required has not been quantified. The operators who would hold equity in the service or lease vehicles through it have no individual credit histories.

The services procured under this assignment will close both of these gaps. The contractor will collect the necessary data on the corridor and design the financial structure for the pilot service. These results will inform the decisions made by KCCA, the MoWT and the STI Secretariat in 2027.

2. Tasks to be performed by the contractor

The contractor is responsible for providing the following services:

The services comprise three work packages. Work packages 1 and 2 constitute the core service. Work Package 3 is included as an Option under Chapter 8, which can only be exercised with prior written approval from GIZ.

Work Package 1: Preparation and supervision of data collection on demand and inclusion in the pilot corridor

The objective of Work Package 1 is to collect the primary evidence base for the corridor. The available passenger figures are based on surveys conducted in 2019 and 2024, which had limited coverage of this corridor. The bus transit study assumed that the fares would be equivalent to those for minibuses, rather than basing them on actual passenger payments. Furthermore, there is no data on the earnings of operators on the corridor or the costs of operating it. The size of the service, the fare, the subsidy, and the terms on which incumbent operators join the formalised entity all depend on the figures produced by this work package.

The division of responsibility is deliberate and narrow. GIZ designs every instrument, fixes the sampling frames and carries out the analysis. The contractor administers the instruments, conducts quality assurance, and provides record-level datasets for GIZ to review and approve. Two features of the design require particular attention in the tender. First, the roadside count is not a one-off measurement, but rather a baseline designed for exact repetition once the bus service has been scaled up. Therefore, how it is documented is as important as the results it produces. Several instruments also ask people about income

that they do not declare. Respondents have reason to misreport in both directions, and this is what the supervised test run, time and location stamps, and supervisor back checks are designed to control. Training the cohort of enumerators serves a second purpose beyond this contract: it enables the survey methods to be passed on to local actors who can repeat them.

GIZ is responsible for designing the survey instruments, fixing the sampling frames and analysing the collected data. The contractor is responsible for fielding the survey programme, ensuring its quality and delivering datasets and field reports.

No travel budget is provided under this contract. Therefore, all on-site services are delivered by personnel who are already based in the country of assignment, whether they are the contractor's own personnel or those of a subcontractor named in the tender.

- Fielding of the corridor survey programme on the Kampala to Gayaza corridor, using instruments supplied by GIZ, against the following quantities:

Instrument	Quantity
Survey: Passenger and fare willingness to pay	500 completed interviews
Gender disaggregated baseline of the workforce within the corridor	100 completed interviews, with a minimum sample of 40 women
Mapping of worker categories affected by the pilot	20 structured interviews with association representatives
Survey: Operator costs and revenues	80 operators, identified jointly with GIZ
Survey: Passenger intercept of the electric bus service in operation	100 completed interviews
Roadside frequency and occupancy count	3 observation points, both directions, 3 weekdays, in three time bands per day: 06:00 to 09:00, 11:00 to 14:00 and 16:00 to 19:00. 162 point direction hours in total

- This includes the recruitment, contracting, remuneration, training and supervision of a cohort of 12 enumerators and 2 field supervisors, as well as the transfer of survey methods to the cohort so that local actors can repeat the instruments after the contract ends.
- A handover will be conducted at the close of the roster, listing each enumerator and field supervisor, together with their consent to be contacted by GIZ or a future contractor for the purpose of repeating the roadside count. Consent is obtained at recruitment and is separate from the consent given by survey respondents.

Both the enumerator cohort and the field supervisors are locally engaged field personnel. They are not assessed under Chapter 4, nor are they part of the short-term expert pool. The contractor engages personnel who meet the following minimum requirements:

Role	Minimum requirements
Enumerator: 12 pax	Has completed secondary education or above. Fluent in English and Luganda. Has prior experience in structured survey interviewing. At least four of the twelve are women.
Field supervisor: 2 pax	University degree or diploma completed. Fluent in English and Luganda. At least two years' experience supervising field data collection, including back-checking completed interviews.

The cohort collectively covers the other languages commonly spoken along the corridor. In the inception report, the contractor states how this has been achieved.

The contractor submits the CVs of the two field supervisors to GIZ alongside the inception report. GIZ must approve the field supervisors in writing before the fieldwork period begins, and the contractor must replace any supervisor that GIZ does not approve. The field supervisors report to Key Expert 2 and are responsible for the supervisor back checks specified above.

- Quality assurance of the collected data comprises a supervised test run of every instrument before full implementation, time and location stamping of each record and supervisor back-checks on ten per cent of completed interviews per instrument. GIZ will review and accept each delivered dataset, and the contractor will correct and resubmit any dataset that is not accepted.
- The delivery of record-level datasets with data dictionaries and a field report for each instrument in a format specified by GIZ.
- The passenger and fare willingness-to-pay survey, the workforce baseline survey, the worker category mapping survey, the roadside count survey and the intercept survey are collected without recording personal identifiers. The operator cost and revenue survey is delivered as a de-identified dataset. All identifiers held during collection are deleted once GIZ has accepted the corresponding dataset in writing.

Work Package 2: Financial structuring

Work Package 2 determines whether the pilot service can be operated on terms that are acceptable to a public authority for funding and to a lender for financing. Two questions determine this. The first concerns the subsidy: at a fare that corridor users can afford, what is the annual difference between operating costs and revenue from fares, and how does this difference change with variations in ridership, energy prices and fleet size? The second question concerns operator finance. The minibuss operators, who are expected to hold equity in the formalised entity or lease vehicles through it, have no individual credit histories, audited accounts or collateral that a lender recognises. There is also no financing structure for the pilot. This work package relies on inputs that it does not produce itself, such as the contracting approach and risk allocation adopted by the partners, the lifecycle cost model for

electric bus operations produced under a separate contract, and the corridor demand evidence collected under work package 1. The work package produces a financing package that the partners can take into negotiations, rather than a list of options.

- Development of fare and tariff strategy for the pilot service, including fare levels, an affordability analysis for corridor users, a farebox recovery analysis and a periodic tariff adjustment methodology.
- Quantification of the subsidy required for the pilot service under the adopted contracting approach and risk allocation.
- Design of the financing structure for the pilot service, covering vehicle leasing, public-private partnerships, blended finance, and guarantee mechanisms.
- Designing a mechanism through which minibuss operators transitioning into the formal operating entity can access vehicle finance or equity in that entity (addressed to operators without individual credit histories).
- Mapping of capital and operating support options, transitional support mechanisms, and climate finance instruments applicable to the pilot service. This will include sounding out lenders and investors active in Uganda.

Cross-cutting tasks

- The contractor presents the results of Work Packages 1 and 2 to GIZ and institutional partners in the project's working sessions.
- The contractor is responsible for selecting, preparing, training and steering the international and national, short and long-term experts assigned to perform the advisory tasks.
- The contractor provides equipment and supplies (consumables) and assumes the associated operating and administrative costs.
- The contractor manages costs and expenditures, accounting processes, and invoicing in line with the requirements of GIZ.
- The contractor reports regularly to GIZ in accordance with the current AVB of the Deutsche Gesellschaft für Internationale Zusammenarbeit (GIZ) GmbH.

Certain milestones, as laid out in the table below, are to be achieved during the contract term:

Milestones/process steps/partial services	Deadline/place/person responsible
Inception report, field operations plan, cohort recruitment plan and quality assurance strategy and CV of two field supervisors submitted	3 weeks after contract start, remote, team leader
All instruments piloted, test run report submitted, enumerator cohort recruited and trained	5 weeks after contract start, Kampala, key expert 2 on site
Fieldwork completed on all instruments	8 weeks after contract start. No field days fall between 19 December 2026 and 6 January 2027, nor in a period GIZ identifies as unrepresentative for travel demand.
Record level datasets and data dictionaries delivered for every instrument and accepted in writing by GIZ	15 weeks after contract start, key expert 2

Inception note for the financial structuring services submitted	5 months after contract start, remote, key expert 1
Fare and tariff strategy and subsidy quantification report submitted	8 months after contract start, remote, key expert 1
Financing structure and operator finance access mechanism report submitted	10 months after contract start, remote, key expert 1
Results presented in the project working sessions	At selected working sessions, team leader

Period of assignment: from 19.10.2026 until 17.12.2027 (or 15.12.2028 with Option of work package 3 to be triggered with prior GIZ approval, see chapter 9).

3. Eligibility Requirements

Commercial eligibility assessment

- Registered powers of attorney authorizing signatory/representative of the firm to sign agreements / documents on behalf of the firm.
- Current and valid Tax Clearance Certificate addressed to GIZ Uganda, or its equivalent. (GIZ TIN: 1000030896)
- Valid Current Trading License
- Registered certificate of filing most recent Company Annual Returns or its equivalent
- Signed Outsourcing of data processing form.
- Signed Bid validity Document Confirming that bid is valid for 120 working days. Vendor to write up and sign.
- Summary of certified audited accounts for the last 3 financial years (2025, 2024 and 2023.) with Average Annual turnover equivalent to 80,000 Euro
- Must have employed as on 31.12.2025 at least 3 persons on full-time basis.
- In case of a consortium, the lead agency MUST meet the criteria stated above.
- At least 3 reference projects in development and implementation of urban public transport sector or in enterprise development sector raising each with a value of not less than Euro 50,000

4. Concept

In the tender, the tenderer is required to show *how* the objectives defined in Chapter 2 (Tasks to be performed) are to be achieved, if applicable under consideration of further method-related requirements (technical-methodological concept). In addition, the tenderer must describe the project management system for service provision.

Note: The numbers in parentheses correspond to the lines of the technical assessment grid.

Technical-methodological concept

Strategy (1.1): The tenderer is required to consider the tasks to be performed with reference to the objectives of the services put out to tender (see Chapter 1 Context) (1.1.1). Following this, the tenderer presents and justifies the explicit strategy with which it intends to provide the services for which it is responsible (see Chapter 2 Tasks to be performed) (1.1.2).

The tenderer is required to present the actors relevant for the services for which it is responsible and describe the **cooperation (1.2)** with them.

The tenderer is required to describe the key **processes** for the services for which it is responsible and create an **operational plan** or schedule (1.4.1) that describes how the services according to Chapter 2 (Tasks to be performed by the contractor) are to be provided. In particular, the tenderer is required to describe the necessary work steps and, if applicable, take account of the milestones and **contributions** of other actors (partner contributions) in accordance with Chapter 2 (Tasks to be performed) (1.4.2).

The tenderer is required to describe its contribution to knowledge management for the partner (1.5.1) and GIZ and to promote scaling-up effects (1.5.2) under **learning and innovation**.

Project management of the contractor (1.6)

The tenderer is required to explain its approach for coordination with the GIZ project. In particular, the project management requirements specified in Chapter 2 (Tasks to be performed by the contractor) must be explained in detail.

The tenderer is required to draw up a **personnel assignment plan** with explanatory notes that lists all the experts proposed in the tender; the plan includes information on assignment dates (duration and expert days) and locations of the individual members of the team complete with the allocation of work steps as set out in the schedule.

5. Personnel concept

The tenderer is required to provide personnel who are suited to filling out the positions described, on the basis of their CVs (see Chapter 8), the range of tasks involved and the required qualifications.

The below specified qualifications represent the requirements to reach the maximum number of points in the technical assessment.

Team leader

Tasks of the team leader

- Overall responsibility for the advisory packages of the contractor (quality and deadlines)
- Coordinating and ensuring communication with GIZ, partners and others involved in the project
- Personnel management, in particular identifying the need for short-term assignments within the available budget, as well as planning and steering assignments and supporting local and international short-term experts
- Regular reporting in accordance with deadlines
- Presentation of results in the project's working sessions

Qualifications of the team leader

- Education/training (2.1.1): university degree (Master's) in transport planning, transport economics, or related
- Language (2.1.2): C1-level language proficiency in English

- General professional experience (2.1.3): 7 years of professional experience in the urban public transport sector
- Specific professional experience (2.1.4): 5 years in public transport reform involving the transition of privately operated informal services towards contracted operations
- Leadership/management experience (2.1.5): 5 years of management/leadership experience as project team leader or manager in a company
- Regional experience (2.1.6): 5 years of experience in projects in Sub-Saharan Africa (region), of which 3 years in projects in East Africa
- Development cooperation (DC) experience (2.1.7): 3 years of experience in DC projects

Key expert 1

Tasks of key expert 1

- Recruit and train enumerators on survey instruments and conduct supervised test run in person
- On-site supervision of enumerators and field supervisors across the data collection period
- Provide data quality assurance, back checks, and deliver datasets, data dictionaries and field reports

Qualifications of key expert 1

- Education/training (2.3.1): university degree in transport planning, statistics, economics or related. Master's university degree is an added advantage
- Language (2.3.2): C1 -level language proficiency in English
- General professional experience (2.3.3): 7 years professional experience in transport planning including public transport survey programmes
- Specific professional experience (2.3.4): 5 years of professional experience in the design and implementation of field operations in public transport context, covering passenger demand surveys, gender-disaggregated data, operator costs and revenue, frequency and occupancy surveys.
- Regional experience (2.3.6): 3 years of experience in Sub-Saharan Africa, of which 2 years in East Africa

Key expert 2

Tasks of key expert 2

- Fare and tariff strategy, affordability analysis, farebox recovery analysis and tariff adjustment methodology
- Quantification of the subsidy requirement for the pilot service
- Design of the mechanism through which transitioning operators access vehicle finance or equity in the formalized operating entity
- Mapping of capital and operating support options, transitional support mechanisms and climate finance instruments

Qualifications of key expert 2

- Education/training (2.2.1): university degree in transport economics, finance, economics or business administration. Master's university degree is an added advantage
- Language (2.2.2): C1 -level language proficiency in English

- General professional experience (2.2.3): 7 years professional experience in transport financing
- Specific professional experience (2.2.4): 5 years of professional experience in the financial structuring of public transport operations, covering fare modelling, subsidy quantification and vehicle financing
- Regional experience (2.2.6): 3 years of experience in Sub-Saharan Africa, of which 2 years in East Africa

Soft skills of team members

In addition to their specialist qualifications, the following qualifications are required of team members:

- Team skills
- Initiative
- Communication skills
- Socio-cultural skills
- Efficient, partner- and client-focused working methods
- Interdisciplinary thinking

Operator Training Expert Pool with 2 members

For the technical assessment, an average of the qualifications of all specified members of the expert pool is calculated. Please send a CV for each pool member (see below Chapter 7 Requirements on the format of the bid) for the assessment.

Tasks of the short-term expert pool

- Implementation of activities under Chapter 9: Option

Qualifications of the short-term expert pool

- Education/training (2.6.1): 1 expert with university qualification (Master) in business administration, organizational development, or related
- Language (2.6.2): 2 experts with C1-level language proficiency in English
- General professional experience (2.6.3): 2 experts with 7 years of professional experience in the urban public transport sector or in enterprise development sector
- Specific professional experience (2.6.4): 1 expert with 5 years of professional experience in business and organizational development for small and medium enterprises or cooperatives, 1 expert with 5 years of professional experience in the supervision of field surveys
- Regional experience (2.6.5): 2 experts with 3 years of experience in Uganda

The tenderer must provide a clear overview of all proposed short-term experts and their individual qualifications.

6. Costing requirements

Assignment of personnel and travel expenses

Specification of inputs

Fee days	Number of experts	Number of days per expert	Total	Comments
Team leader	1	20	20	Coordination, reporting, (remote) participation in working sessions
Key expert 1: Survey design and field operations	1	40	40	Work package 1
Key expert 2: Financial structuring	1	35	35	Work package 2
Other costs	Number	Price	Total	Comments
Flexible remuneration.	1			Please incorporate a flexible budget into the price schedule as miscellaneous particularly for any unforeseen additional survey that may be required. Use of the flexible remuneration item requires prior written approval from GIZ.
Other costs Daily allowance of field enumerators	192	/ day		12 enumerators at 16 field days each and 2 field supervisors at 26 field days each, meeting the minimum requirements set out in Chapter 2. The contractor pays the field person in full the shilling equivalent and evidence payment. The rates should be inclusive of refreshments, local transport and mobile data. The contractor pays an incentive for each operator interviewed in exchange of their time and data provided
Daily allowance of field supervisors	52	/ day		
Incentive for operators interviewed	80	/ operator		

Please Note: This cost requirements or financial offer explained in the table above should be submitted separately from the one for the Optional service (work package 3, see chapter 9).

Workshops, events and training

The contractor implements the following workshops/study trips/training courses:

- **Training of the enumerator cohort on the survey instruments.** Three consecutive days, in person, in Kampala, 16 participants comprising 12 enumerators, 2 field supervisors, and the trainer under the supervision of Mobilize Net Zero II technical advisor of Uganda. Held after the field supervisors have been approved by GIZ and before the supervised test run, within 5 weeks of the start of the contract.

Please describe in your concept how you implement the minimum standards specified above.

7. Inputs of GIZ or other actors

GIZ and/or other actors are expected to make the following available:

- Catering and logistics for workshops associated with this contract, including trainings of enumerators under Work Package 2 and management / leadership training under Work Package 3 (Option)
- The survey templates for all the six instruments listed in Chapter 2
- The sampling lists for all surveys
- The reporting format for datasets and data dictionaries
- Coordination with institutional and project partners
- Technical and operational baseline of the corridor and lifecycle cost model for e-bus operations on the corridor, produced under a separate contract
- The contracting approach and risk allocation adopted by the partners for the pilot
- The analysis of the collected survey data
- The substitution and displacement conventions referred to in Chapter 3

8. Requirements on the format of the tender

The structure of the tender must correspond to the structure of the ToR. In particular, the detailed structure of the concept (Chapter 3) should be organised in accordance with the positively weighted criteria in the assessment grid (not with zero). The tender must be legible (font size 11 or larger) and clearly formulated. It must be drawn up in English (language).

The complete tender must not exceed 12 pages (excluding CVs). If one of the maximum page lengths is exceeded, the content appearing after the cut-off point will not be included in the assessment. External content (e.g. links to websites) will also not be considered.

The CVs of the personnel proposed in accordance with Chapter 4 of the ToRs must be submitted using the format specified in the terms and conditions for application. The CVs shall not exceed 4 pages each. They must clearly show the position and job the proposed person held in the reference project and for how long. The CVs can also be submitted in English (language).

Please calculate your financial tender based exactly on the parameters specified in Chapter 5 Quantitative requirements. The contractor is not contractually entitled to use up the days, trips, workshops or budgets in full. The number of days, trips and workshops and the budgets will be contractually agreed as maximum limits. The specifications for pricing are defined in the price schedule.

9. Option

After the services put out to tender have been completed, important elements of these tasks can be continued or extended. Specifically:

Type and scope

The contractor is responsible for providing the following optional services:

Work package 3: operator business and organisational development training

This work package addresses the gap between running an informal minibuss business and managing a contracted bus operation. The management of the formalised operating entity will largely consist of the current operators on the corridor, who have a better understanding of the route, passengers and daily economics of the sector than any adviser. The contracted model requires different skills from them: financial management in accordance with a service contract; fleet and maintenance management for a vehicle type that they have not previously operated; contract and data obligations to a public authority; and management of salaried staff rather than drivers working towards daily cash targets.

This work package focuses on business and organisational development rather than transport operations, so the required profile differs from that of the rest of this assignment. This work package is being kept as an option because its content depends on the form, ownership and composition of the operating entity, which the partners have not yet decided upon. The services are exercisable only once the entity exists and its composition is known.

- Training needs assessment for the operating entity of the pilot corridor service.
- Development of training materials for a business and organisational development programme for the management and leadership of that entity, covering financial management, fleet management, contract management, data management and human resource management.
- Delivery of the training programme.
- Mentoring of the entity's management team through the transition into contracted operations.

Requirements

Exercising the option will depend on definition and composition of operating entity, and only after prior written approval by GIZ. The decision on continuation is expected to be made in the period between January and December 2028. If the option is exercised, it is anticipated that the contract term will be extended to 15.12.2028.

The option will be exercised by means of a contract extension on the basis of the individual approaches already offered.

Quantitative requirements for the optional services

Fee days	Number of experts	Number of days per expert	Total	Comments
Short-term expert pool	2	18	36	Training needs assessment 6 days, instructional design 7 days reflecting GIZ's contribution to that task, delivery 15 days, mentoring 8 days

Requirements on the format of the tender for the option

Please submit a separate financial offer for the optional service (work package 3) based on the table above for quantitative requirements for the optional services. The financial offer for the main service covering work packages 1 and 2 should be as per chapter 5 above separate from the optional service.

10. Outsourced processing of personal data

Personal data will be processed on behalf of the client. Therefore, an agreement on "Outsourcing of data processing (AuV)" will be concluded with the contractor in accordance with Art. 28 GDPR. For this purpose, the technical and organisational measures (TOM) for compliance with the data protection requirements must be outlined prior to conclusion of the contract. If the contractor has already been audited by GIZ in the past, an update in accordance with GDPR must nevertheless be sent. After a positive check, the contract is concluded with the AuV attachment.