

Terms of reference (ToR) for the procurement of services

CONFIDENTIAL

Legal Consultant for Activities related to Advisory in Renewable Energy Policy and Regulatory Reform

Project number/
cost centre:
G-011843-001

Tender number:
10015356

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0. List of abbreviations

Bappenas	Ministry of National Development Planning
BMUV	German Federal Ministry for the Environment, Nature Conservation and Nuclear Safety
BMWK	German Federal Ministry for the Economy and Climate
BMZ	German Federal Ministry for Economic Cooperation and Development
CASE	Clean, Affordable and Secure Energy for Southeast Asia
Energy Hub	Green Energy
ENTRI	Renewable Energy Minigrids in South-South Triangular Cooperation in Indonesia
H2uppp	International Hydrogen Ramp-Up Programme
H2PEP	Project Development Program for Green Hydrogen
IKI JET	Innovation Regions for a Just Energy Transition
MEMR	Ministry of Energy and Mineral Resources
MoF	Ministry of Finance
Mol	Ministry of Industry
NEK	Carbon Economic Value
NZE	Net Zero Emission
PERFORM	Performing Energy Transition through Fiscal Reform
PEEB COOL	Programme for the Energy Efficiency in Buildings Cool
PR	Presidential Regulation
RPJMN	National Mid Term Development Plan
RUEN	National Energy General Plan
RUED	Regional Energy General Plan
RUKN	National Electricity General Plan
RUPTL	Electricity Supply Business Plan
RE	Renewable Energy
RE2Grid	Green Energy

1. Context

The Deutsche Gesellschaft für Internationale Zusammenarbeit (GIZ) GmbH is an international cooperation enterprise for sustainable development with worldwide operations on behalf of the German Government. We work to shape a future worth living in over 120 countries around the world. In Indonesia, GIZ Energy Programme Indonesia acts as trusted partner and technical advisor to the Government of Indonesia for the transition towards a sustainable energy system.

Indonesia is pursuing a more sustainable development pathway by accelerating its energy transition as part of its climate-mitigation agenda under the Paris Agreement. Indonesia submitted its Second Nationally Determined Contribution (SNDC) in October 2025, expecting national emissions peak by 2030 and aligning climate action more explicitly with national planning documents and the long-term vision toward net-zero emissions by 2060 or sooner. Furthermore, through several energy policy document, Indonesia also put high ambition in the country's energy mix target, such as 19-23% new and renewable energy in the energy mix by 2030 and 70-72% by 2060 as stated in the National Energy Policy.

To help translate these targets into implementable policies and investment pipelines, particularly in renewable energy deployment, GIZ Indonesia through its Energy Programme, provides technical assistance and capacity development to key government counterparts. This includes support to strengthen the enabling regulatory environment and power-system readiness for renewable energy (RE), including cooperation with MEMR/ESDM and PLN, as well as policy dialogue and analytical inputs on transition-related instruments, including areas linked to fiscal policy and carbon pricing.

The Energy Transition Cluster of GIZ Indonesia works across five thematic areas:

- Power system transformation
- Sustainable energy finance
- Industry decarbonisation
- Island energy solutions
- Just Energy Transition

Across the Energy Programme, GIZ provides policy advice, technical support on the five thematic areas, conducts dialogues and awareness raising for the energy transition, and fosters private sector cooperation and innovation, by strengthening institutional and human capacities of partners and target stakeholders.

Under the umbrella of the Energy Programme, GIZ is implementing numerous of projects in Indonesia, financed by the German Federal Ministry for Economic Cooperation and Development (BMZ) as well as the International Climate Initiative under the German Federal Ministry for German Federal Ministry for the Environment, Nature Conservation and Nuclear Safety (BMUV) and the German Federal Ministry for the Economy and Climate (BMWK).

The Energy Programme includes projects that support the overall objectives of supporting Indonesia's to achieve its sustainable energy targets. Overall, the Energy Programme Portfolio includes:

- Green Energy (RE2Grid)
- Green Energy (Energy Hub)
- Clean, Affordable and Secure Energy for Southeast Asia (CASE)
- Sustainable Energy Transition for Indonesia (SETI)
- Solar Cold Chains for a Green Economy (SoCool)
- RE2Cool

- Renewable Energy Minigrids in South-South Triangular Cooperation in Indonesia (ENTRI)
- Performing Energy Transition through Fiscal Reform (PERFORM)
- Programme for the Energy Efficiency in Buildings Cool (PEEB COOL)
- International Hydrogen Ramp-Up Programme (H2uppp)
- Project Development Program for Green Hydrogen (H2PEP)
- IKI JET
- Other project under Energy Transition Cluster

2. Tasks to be performed by the contractor

The main objective is to provide policy recommendations and analysis on existing and/or upcoming RE policy and regulation from legal and commercial perspective (if any), support in the capacity development of RE policy and regulation, and support in the development of knowledge products related to the possible RE regulatory topics.

Furthermore, the consultant is expected to support strategic approaches to smoothen the acceptance of adopted regulations to relevant stakeholders, particularly the state-owned utility PLN and private sector stakeholders.

The possible RE regulatory topics are, for example:

- Electricity law revision and its derivative regulations, e.g., electricity supply business activities
- RE procurement
- Power Purchase Agreement for RE Project incl. financing aspect
- Carbon Trading
- Renewable Energy Certificate
- Solar PV, including solar PV floating, solar PV rooftop, ground mounted
- Energy Efficiency
- Hydrogen
- RE Grid integration
- Rural electrification
- Just Energy Transition Partnership (JETP)
- Other key RE regulatory topics as requested by the project partners.

The contractor is responsible for providing the following services, **but not limited to:**

- Working together with other national and international consultants which might be assigned additionally by the project to work together to achieve the activity's objectives

A. Policy Analysis and Recommendations

- Provide advisory services to the GIZ Energy Programme and relevant ministerial partners on RE regulatory frameworks
- Provide legal and commercial expertise to the project team on RE regulation and project development-related matters
- Provide strategic inputs and review the methodologies of agreed project activities
- Conduct legal and commercial analysis, including identifying required regulatory and legislative reforms, proposing solutions to regulatory inconsistencies (policy

harmonisation) and drawing on lessons learned from renewable energy regulatory frameworks in other jurisdictions

- Draft and/or review policy recommendations, policy briefs, and other knowledge products for ministerial and non-ministerial stakeholders, including the private sector
- Draft and/or review regulations (Law, Government Regulation, Presidential Regulation, Ministerial Regulation, Ministerial Decree, etc.), subject to the scope of regulatory development activities
- Act as a key resource person during activity implementation, including active participation in internal coordination meetings, interviews, workshops, and focus group discussions with GIZ, ministerial partners, and other relevant stakeholders; prepare and deliver presentations on activity results

B. Capacity Development

- Support capacity development initiatives with ministerial partners and relevant stakeholders, including the design and implementation of strategies, through activities such as trainings, workshops, and policy knowledge-sharing sessions
- Develop and deliver training materials and modules on RE regulatory frameworks, with a particular focus on legal and commercial aspects
- Act as a key resource person during the implementation of capacity development activities

C. Development of Knowledge Products

- Support the development of knowledge products related to renewable energy policy and regulation (in English and/or Bahasa Indonesia), including presentation materials, analytical reports, policy briefs, and energy transition policy monitoring outputs
- Develop combined knowledge products with other national and international consultants assigned by GIZ

D. Others

- Draft and/or review legal agreements, including memorandum of understanding (MoU)/Non-Disclosure Agreement (NDA) between GIZ Energy Programme Indonesia and private sector or state-owned enterprise partners to facilitate collaboration in areas such as energy transition, technology transfer, pilot projects and other relevant activities under the GIZ Energy Programme
- Conduct legal due diligence on relevant industries, companies, and projects, and assess potential legal and regulatory risks associated with activities under the GIZ Energy Programme

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

Milestones/process steps/partial services	Deadline
Provide legal review on regulations on the possible RE regulatory topics as mentioned above	December 2026
Support drafting on the possible RE regulatory topics as mentioned above	June 2027
Provide training/webinar/workshops materials regarding RE regulatory framework	January 2028

Provide analysis and recommendation on policy/regulations on the possible RE regulatory topics as mentioned above	August 2028
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Period of assignment: from 06.11.2026 until 31.10.2028

3. 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).

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.

Further requirements (1.7)

The tenderer is required to describe its experience with previous assignments related to policy and regulation preparation and development on power and (renewable) energy. It is expected that the contractor has extensive experience working with energy regulator, state electricity company and its subsidiaries. For the submission of the bid, the tenderer shall specify which experiences the experts have.

4. Personnel concept

The tenderer is required to provide personnel who are suited to filling the positions described, on the basis of their CVs (see Chapter 7), the range of tasks involved and the required qualifications.

The team of legal experts will consist of the following:

- Expert 1 as Team Leader (Partner Level)
- Key Expert 1, consists of 1 (one) Senior Legal Expert (Senior Associate level)
- Expert Pool 2, consists of 2 (two) Legal Experts (Associate level)

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

Team leader (Partner Level)

Tasks of the team leader are, but not limited to:

- Lead the consulting team and develop a detailed project plan and schedules in consultation with GIZ
- Lead the process of legal review, drafting, etc.
- Develop a conceptual framework of the project in consultation with GIZ
- Act as a resource person during meetings, workshops, focus group discussions, etc
- Provide technical leadership for the activity
- Provide quality control by overseeing and guiding the work of other consultant experts across all work packages
- Reach out to senior stakeholders and provide networking for the assignment
- Resolve project issues, assess change requests, and provide status reports to GIZ Advisor
- 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, 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

Qualifications of the team leader

- Education/training (2.1.1): Master's degree in law (L.L.M), management, or business, or administration, or comparable, with bachelor's degree in law
- Language (2.1.2): C2-level language proficiency in English and Bahasa Indonesia
- General professional experience (2.1.3): 18 years of professional experience in the power and (renewable) energy sector
- Specific professional experience (2.1.4): 10 years' experience in projects related procurement, financing, (renewable) energy project development
- 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): not applicable
- Development cooperation (DC) experience (2.1.7): not applicable
- Other (2.1.8): 10 years' experience working with private sectors and financing institution for (renewable) energy project development

Key Expert 1, consists of 1 (one) Legal Expert (Senior Associate Level)

Tasks of key expert 1:

Assisting the team leader in:

- The preparation and advisory phase
- in conducting legal and commercial review
- in drafting legal documents, e.g. regulations, legal memos, agreements, or project documents
- supporting contract management and communication with GIZ and partners

Qualifications of key expert 1:

- Education/training (2.2.1): Master's degree in law (L.L.M)
- Language (2.2.2): C2 -level language proficiency in English and Bahasa Indonesia
- General professional experience (2.2.3): 12 years of work experience in the fields of energy and mineral resources, power sector
- Specific professional experience (2.2.4): 5 years in assignments on (renewable) energy project development involving private sectors, project financing
- Leadership/management experience (2.2.5): not applicable
- Regional experience (2.2.6): not applicable
- Development Cooperation (DC) experience (2.2.7): not applicable
- Other (2.2.8): Previous experiences on RE project financing and guarantee, green data center

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

Short-term expert pool with 2 senior experts (Associate Level)

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. The short-term expert pool will remain unnamed (n.n.), and eligibility will depend on the fulfilment of the below criteria.

Tasks of the short-term expert pool

Assisting the team leader in:

- The preparation and advisory phase
- in conducting legal and commercial review
- in drafting legal documents, e.g. regulations, legal memos, agreements, or project documents
- supporting contract management and communication with GIZ and partners

Qualifications of the senior short-term expert pool (serves as the minimum qualifications)

- Education/training (2.6.1): Bachelor's degree in Law

- Language (2.6.2): C2-level language proficiency in Indonesian and B2-level language proficiency in English
- General professional experience (2.6.3): 7 years of work experience in the fields of energy and mineral resources, power sector; 3 years in assignments on RE project development involving private sectors, power purchase agreement (PPA), financing; previous experiences on drafting of legal documents, e.g. regulations, legal memos, agreements, and/or project documents on (renewable) energy, mineral resources, power infrastructure

5. Costing requirements

Assignment of personnel and travel expenses

Per diem allowances are reimbursed as a lump sum up to the maximum amounts permissible by GIZ. Accommodation, transport and flights are reimbursed against evidence as detailed in the specification of inputs below. All business travel must be agreed in advance by the officer responsible for the project

Sustainability aspects for travel

GIZ has undertaken an obligation to reduce greenhouse gas emissions (CO₂ emissions) caused by travel. When preparing your tender, please incorporate options for reducing emissions, such as selecting the lowest-emission booking class (economy) and using means of transport, airlines and flight routes with a higher CO₂ efficiency. For short distances, travel by train (second class) or e-mobility should be the preferred option.

CO₂ emissions caused by air travel must be offset. GIZ specifies a budget for this, through which the carbon offsets can be settled against evidence.

Specification of inputs

Fee days	Number of experts	Number of days per expert	Total	Comments
Team Leader	1	100	100	Timesheet is required
Key Expert 1	1	125	125	Timesheet is required
Short-term expert pool	2	75	150	Timesheet is required
Travel expenses	Quantity	Number per expert	Total	Comments
Per diem allowance in place of assignment		12 Days		Lumpsum, against proof of performance and based on GIZ travel regulations
Overnight allowance in place of assignment		8 Nights		Against evidence
Domestics flights		4 roundtrips		Against evidence

				Based on actual trip. Travel within Indonesia (destination will be determined later)
Transport		24 roundtrips		Against evidence Based on actual trip. Travel within Indonesia (destination will be determined later)
Other costs	Number	Price	Total	Comments
CO2 compensation for air travel	IDR. 1.000.000	4	IDR. 4.000.000	A fixed budget of IDR. 4.000.000 is earmarked for setting carbon offsets against evidence
Flexible remuneration	1	IDR 275.000.000	IDR 275.000.000	Use of the flexible remuneration item requires prior written approval from GIZ.

6. 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.

The complete tender must not exceed 10 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 standard application format. 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.

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, or budgets in full. The number of days, trips, and budgets will be contractually agreed as maximum limits. The specifications for pricing are defined in the price schedule.
