

## TERMS OF REFERENCE WHISTLEBLOWING SERVICES

### 1 INTRODUCTION

Established in 2012 and supported by UK aid, FSD Africa is a specialist development agency working to make finance work for Africa's future. FSD Africa is incorporated as a non-profit company limited by guarantee in Kenya. Our team of financial sector experts work alongside governments, business leaders, regulators and policymakers to design and build ambitious programmes that make financial markets work better for everyone.

FSD Africa wishes to contract an organization ("Consultant") to provide whistleblowing software services to its internal and external stakeholders. The overall objective is to provide a secure, confidential facility which stakeholders can use to raise concerns regarding any unethical activities that are not aligned with FSD Africa's purpose, values, policies and procedures. The whistleblowing software will be a management solution that provides employees and external stakeholders with anonymous options to report issues related to fraud, harassment, theft, embezzlement, corruption, and gives FSD Africa the ability to uncover workplace unethical issues. The software may provide a hotline, a case management system alongside analytical tools to determine where misconduct is prevalent. It will have a reporting module that enables the generation of routine and ad hoc reports. This management solution should provide online or mobile platforms that enable anonymous two-way communication.

The platform features should include but not be limited to

- Secure and anonymous web platform
- Data security features
- Phone hotline with a dedicated phone number. If possible, the platform should allow for voice anonymisation during phone calls
- Text messaging feature
- Two-way communication between whistleblowers and those assigned to deal with the reports in FSD Africa or the Consultant as appropriate.
- A mobile app for this platform
- Email
- Online chat
- Secure/confidential compliance reporting system
- Whistleblowing consulting for the Safeguarding Officers and Directors.
- Proof of legal compliance of the system, with laws in relevant jurisdictions of FSD Africa operations

The FSD Africa account will also be managed by a dedicated key account manager for timely engagement.

### 2 SCOPE OF SERVICES

The Consultant will be expected to provide the following services:

- Provide FSD Africa's internal and external stakeholders access to the Consultant's whistleblowing platform including the hotline number. The platform and hotline number should be operational 24 hours a day, 7 days a week. Multilingual functionality will be an added advantage.
- Provide an intuitive all in one solution for case management with multiple whistleblowing options e.g., hotline number, access to an online whistleblowing website and case management system/application etc. The platform should be designed to capture and manage different types of cases reported. The Consultant should indicate the different types of cases their platform has past experience managing.
- Escalate any cases reported to the relevant personnel at FSD Africa within 24 hours as per the reporting protocols stipulated in FSD Africa's safeguarding and whistleblowing policies. The platform should allow for

and differentiate between different types of whistleblowing cases and respond appropriately using the specific escalation path and reporting protocol provided by FSD Africa.

- Case management services through provision of timely reports to the relevant FSD Africa personnel and timely correspondence with whistleblowers who choose to remain anonymous.
- The consultant should delve into analysing and presenting varied reports to isolate / signal risk, ensure preventive and effective resolution and foster a more ethical culture at FSD Africa.
- Submit quarterly confirmatory reports which indicate whether any reports have been received for the immediately concluded quarter.
- Provide periodic training to FSD Africa staff on how to report cases using the Consultant's platform.
- Provide relevant articles and insights on whistleblowing related topics.
- The Consultant's services should comply with relevant laws and be inclusive for all employee categories including employees with disability.
- The Consultant's platform should enable for integration or single sign in with FSD Africa SharePoint and web pages. It should be designed to automate and be streamlined to critical processes of FSD Africa Safeguarding, Anti Bribery, Anti-Harassment policies and its Code of Conduct.

### 3 INVITATION TO TENDER

FSD Africa is inviting tenders from suitably qualified organisations. Your proposal should include:

- a. Product description to meet the TOR.
- b. A description of your understanding of the role of the Consultant as outlined in these terms of reference. This should include details on the methodology which will be used to deliver the services and timelines of escalation of any cases reported to the relevant FSD Africa personnel.
- c. Experience of the Consultant in providing similar services to organisations like FSD Africa.
- d. Names and CVs of lead consultant(s) including qualifications and relevant experience in providing the kind of services required and an outline of team structure (tailored CVs, no more than 2 pages each).
- e. A detailed fee and direct cost-based financial proposal, with applicable taxes itemised.

Your proposal which should not exceed 10 pages, excluding annexures (e.g., CVs, company brochures etc.). Your proposal should be sent by email to FSD Africa at [bids@fsdafrica.org](mailto:bids@fsdafrica.org) by **23<sup>rd</sup> July 2024, 1200hrs, EAT**

### 4 BASIS OF AWARD

FSD Africa will award a contract to the consultant based on the following criteria and using the most economically advantageous tender approach.

#### Mandatory requirements

The organisation must demonstrate relevant expertise and at least 5 years' experience in providing whistle blowing services to organisations like FSD Africa. Multiple whistleblowing channels/ options will be an added advantage.

Client references from 3 organisations with operations across Africa.

Team lead should demonstrate 10 years' experience in providing whistleblowing services.

Assessment criteria	Weighting (%)
Relevant, demonstrated experience and capacity of the Consultant	40%
Demonstrated understanding/interpretation of the task set out in the terms of reference and ability to deliver as per FSD Africa's requirements and timelines	30%
Fee basis and total costs  FS = 30% x LB/BP where:  FS = is the financial score LB = is the lowest bid quoted BP = is the bid of the proposal under consideration.  The lowest bid quoted will be allocated the maximum score of 30%. <b>Fee quoted must be inclusive of applicable withholding tax</b>	30%
<b>Total</b>	<b>100</b>

## 5 APPLICABLE TAXES

As per Kenya's tax law, FSD Africa will pay the Consultant after withholding the appropriate taxes at the applicable rate between Kenya and the Consultant's country of tax residence, considering any tax treaties in force. It is the responsibility of the Consultant to keep themselves apprised of these applicable taxes. However, the table below provides guidance on the applicable rates as per tax regimes.

Country	WHT Rate
Kenya	5%
United Kingdom	12.5%
Canada	15%
Germany	15%
Zambia	20%
India	10%
Non-resident rate for citizens of EAC member countries (member countries attached)	15%
All other countries	20%

## 6 CONTACTS

Questions or comments in respect of these terms of reference should be directed by email to: [bids@fsdafrica.org](mailto:bids@fsdafrica.org) on or before **12 noon 15<sup>th</sup> July 2024 (EAT)** and feedback will be provided by **12 noon, 16<sup>th</sup> July 2024 (EAT)**.

**Annex 1: Proposed Fee Schedule**

Costs should be shown separately in the format set out below. Fees proposed by tenderers should include all taxes.

<b>Consultancy fees*</b>	<b>Days</b>	<b>Fee per day</b>	<b>Total</b>
xxx	x	x	x
xxx	x	x	x
xxx	x	x	x
<b>Total remuneration before taxes</b>			<b>0.00</b>
<b>VAT (%)</b>			<b>0.00</b>
<b>Total fees inclusive of taxes</b>			<b>0.00</b>
<b>Reimbursement costs**</b>	<b>Unit</b>	<b>Cost</b>	<b>Total</b>
xxx	x	x	x
xxx	x	x	x
<b>Total reimbursement cost</b>			<b>0.00</b>
<b>Total proposed costs</b>			<b>0.00</b>
<i>*Fees incl of all taxes</i>			
<i>**Expenses to be reimbursed on actual costs as per FSD Africa's travel policy</i>			