

TERMS OF REFERENCE**(Individual Contractor Agreement)**

Title:	Senior Advisor (Infrastructure Finance / Private Debt).
Project:	22124 Technical Assistance for phase 2, Budget Constitution as part of the project Creation and Management of the budget for the development of the infrastructure Project. Multiple countries.
Duty station:	Home Based
Section/Unit:	LCR
Contract/Level:	IICA-4 -- Retainer
Duration:	12 months with the possibility of extension due to budget and professional development.
Supervisor:	Senior Regional Advisor in PPPs

1. Background information-Job specific

The United Nations Office for Project Services (UNOPS) is the central resource for the United Nations system in procurement and contract management, as well as in civil works and physical infrastructure development. It focuses its action on the areas of its mandate established by the General Assembly and its Executive Council, while collaborating with other United Nations agencies, funds and programs on joint projects.

UNOPS supports local and national governments to maximize the efficiency of public investment, promote transparency, fight corruption and adapt to each country the best practices available worldwide in order to strengthen national capacities in the areas of procurement, public infrastructure and project management.

With over 8,000 personnel spread across 80 countries, UNOPS offers its partners the logistical, technical and management knowledge they need, where they need it. By implementing

around 1,000 projects for our partners at any given time, UNOPS makes significant contributions to results on the ground, often in the most challenging environments.

2. Purpose and Outreach of the Mission

In Latin America and the Caribbean, UNOPS adapts its approach to local context, providing a broad range of strategic solutions to improve member countries efforts in achieving the priorities of the Agenda 2030. Beyond its regular activities, it works in order to preserve and value the wealth of natural, cultural and human resources and to reduce gaps as inequality.

UNOPS has been providing Advisory Services in order to strengthen public sector capabilities in the development of Public Private Partnerships (PPP) and in financing of large infrastructure where there are private investments in either debt or equity for helping the governments in their efforts to advance in the Sustainable Development Goals. All in line with the 2030 Agenda and in Financing for Development, as the whole UN is moving towards the reinforcement of the SDG financing architecture and ecosystem to integrate social protection and under the initiative of Leave No One Behind. These kinds of projects require significant input from financial experts.

Through its PPP portfolio, UNOPS is developing advisory services in infrastructure finance with private sector funding and operations. This includes public-private partnerships, concessions, management contracts, loans and other partnerships to support the national and local governments to address the challenge on how to prioritize and how to finance the infrastructure investment needed.

The Senior Advisor (Infrastructure Finance / Private Debt), will be part of the PPP and Infrastructure Finance Advisory Services team, and shall provide expertise debt financing in areas related to project finance, asset management, project preparation, blended finance and other tools or mechanisms to mobilize debt financing of large infrastructure. This position is expected to provide initial support to projects in Honduras but will also support projects in other countries of the LCR region as required.

Based on project requirements and individual background and profile the Senior Advisor (Infrastructure Finance / Private Debt) will work in one or more areas described below:

a) Business development in PPPs advisory services or in Sustainable Infrastructure Finance

- Devise and propose strategies to expand or improve the reach of UNOPS services in PPP and IF;
- Work closely with Country Directors to develop relationships with key institutions and decision makers in government entities, development banks, and other relevant stakeholders;
- Bring in an extensive network of relationships in Infrastructure Finance, private debt, private investors, Asset Managers and other entities related to financing of infrastructure;
- Work with the other Senior Advisors and the Regional Advisor on the development of the overall strategy for PPP & IF AS;

- Prepare and execute sub-region or country plans to expand the area of advisory services of PPP and Infrastructure Finance of UNOPS;
- Source or origination of projects with government clients, investors and multiple stakeholders of PPP/infrastructure individual projects, PPFs or Asset Management Facilities;
- Manage diverse project teams in multiple transactions, specially leading and integrating the different areas of work within a PPP/ infrastructure project (legal, financial, technical, etc.);
- Establish solid working relationship with the project board, client and key stakeholders;
- Manage communications and ensure stakeholders are aware of project activities, progress, exceptions and are in a position to accept handover products;
- Advise the client on issues that may impact the achievement of their outcomes (including issues of sustainability and post project requirements such as maintenance);
- Develop of investment promotion proposals, and support during preparations of terms and conditions of debt financing, discussions with potential investors, risk rating agencies, regulators, asset managers, pension funds, etc.;
- Support the execution of competitive, transparent tender processes, and the resultant finalization of contractual agreements between investors and partners.
- Support the negotiations and processes to achieve financial close of infrastructure projects.
- Support in the eventual monitoring and control of the performance of debt portfolios, including renegotiations, other specific debt transactions, etc..

b) Project Management

- The Senior Advisor (Infrastructure Finance / Private Debt) will take leadership advisory roles managing complex projects in advisory services, in compliance and control areas as per UNOPS procedures and policies, acting as a Senior Advisor under UNOPS PM guidelines and systems.

c) Financial modelling for deal or portfolio strategy in Infrastructure

- Lead the development of the financial, commercial and overall deal or portfolio strategy, working with the other experts and leadership of the PPP & IF AS team.
- Lead the commercial assessment and viability of the proposed transactions to ensure viability and manage the risk to secure successful tender processes.
- Ensure proper value for money is created to secure both commercial viability and sustainability for the private sector and care for reasonable costs for the government mandating agencies.
- Deal with financial institutions to ensure bankability of the proposed projects.
- Ensure quality and proper alignment of all specialists' work to develop a sound and auditable financial model for each project.

- Lead the definition and data collection for specific conditions for infrastructure projects (roads, railroads, sewage, etc.) as well as public infrastructure (hospitals, schools, etc.);
- Coordinate the development of pre-feasibility and feasibility studies, value-for-money analysis, public-private comparator, project screening matrixes, decision models, risk assessment and matrixes;
- Prepare and coordinate as appropriate the demand forecasts;
- Debt and equity modeling, including assessment of different types of investment financing (loans, bonds, etc.);
- Collect and insert physical and financial schedule (investments) in the model, as well as all operational premises (costs, expenses, etc.);
- Investment return modeling for shareholders over the term of the concession (distribution of dividends, reduction of capital, etc.);
- Performance based payments model linked to financial modelling;
- Develop all financial statements for the project;
- Lead or perform directly other financial analysis as necessary for the project;
- Develop investment policies, operational procedures, etc. for portfolio planning and management.
- Address risk and compliance matters regarding project or portfolio financing and management (PPFs or Asset Management Funds)
- Lead the commercial assessment and viability of the proposed structures of M&A, private debtor asset management transactions to ensure adherence to investment policy or project documentation as appropriate.
- Ensure proper financial analysis is done and proper valuation of any assets under analysis is performed under the highest standards of ethics and expertise.
- Ensure proper and thorough representation of risks is always communicated to any relevant party.
- Lead in-depth complex financial, operational, stakeholder and general risk analysis.
- Deal with financial institutions and/or institutional investors to ensure transparency and proper evaluation of the proposed projects.
- Ensure quality and proper alignment of all specialists' work to develop a sound and auditable financial model for each project.
- Lead the definition and data collection for specific conditions for infrastructure projects or acquisition targets.
- Lead the proper valuation of target projects or investments over the term of the proposed transactions (distribution of dividends, reduction of capital, etc.);
- Development of exit strategies from the proposed investments;
- Lead the proper analysis of any financial statements and representations for the projects;
- Lead or perform directly other financial analysis as necessary for the project.

d) Coordination of PPP Legal, financial and technical specialists and contractors

- Source the team of individual experts and specialized consulting companies to secure top quality is delivered as planned in the project documents

- Work with the team of expert advisors on legal, financial and tax areas on feasibility studies, including risk assessment and matrix, services regulation and other legal aspects involved in PPP/ infrastructure project;
- Support the development of the legal and financial framework for bankability of the projects;
- Support the development of public tender framework and legal documents for PPP/ infrastructure projects (call for proposal, contracts, reference model etc.);
- Support and advise the partners during procurement processes (Q&A, assessment of proposals, elaboration of data room, etc.);
- Work closely with technical experts to ensure the smooth integration of all documentation and impact across the legal and financial documentation;
- Support the renegotiation of contracts (PPP, Concession, PPAs, loan agreements, debt acquisitions or disposals, articles of incorporation, preferred share agreements, etc.);
- Lead or support the negotiation of shareholder agreements, and any terms and conditions for any sort of debt transactions.
- Lead or support the negotiation of debt financing.
- Work with the Regional team in the development and promotion of any financial instruments or funds (seed capital, asset management, etc.)
- Lead or support efforts to raise capital from institutional investors, in particular with ODA, MDBs, Pension Funds, and other related financiers in the sustainable investments arena.
- Work with UNOPS own and external auditors in securing compliance and proper risk management of any project or assets under management or advisory.

3. Monitoring and Control of the project progress

The Senior Advisor (Infrastructure Finance / Private Debt) will be part of the PPP and Infrastructure Finance Advisory Services team, and as part of the team, the projects may be in any country, depending on the team's expansion strategy, each senior advisor's own network and sector specialization and opportunities.

A Senior Advisor at this level would be expected to lead strategic decisions on complex projects and at times, also guide on actual writing or reports and analysis by finance specialists, being flexible and working with all the team to ensure delivery of quality results for our partners and customers. The Senior Advisor (Infrastructure Finance / Private Debt) will be a lead contributor of the PPP & IF Advisory Services team for one or more UNOPS Level 3 project(s).

This position is home-based and depending on the project-portfolio development, the selected candidate will be required to travel at least 35% of his/her service time and may have responsibilities in multiple countries.

4. Qualifications and Experience

a) Education

- A third level education degree (master's degree or equivalent) is required. Preferably in the fields of Finance, Economics, Business Administration (MBA), or other relevant field.
- A second level education degree (bachelor's degree or equivalent in finance, economic, Business Administration (MBA), or other relevant fields plus additional years of experience on top of minimum years required may be accepted in lieu of the Master's degree;
- Formal certifications in accounting (CPA) financial modelling applied to Infrastructure, project finance, portfolio management or accounting is an advantage.

b) Experience

- A minimum of ten years (or more depending on academic credentials) of relevant experience in the field of infrastructure private debt leading deals in asset management, leading teams of mergers and/or acquisitions in infrastructure assets.
- Experience in investing in infrastructure in emerging markets, ideally in a diversified portfolio in different sectors of infrastructure (energy, transport, etc.).
- Experience in one or more of the following areas will be considered an advantage:
 - Development and implementation of financial structures for infrastructure Project Preparation, via project preparation facilities (PPFs).
 - Developing financial structures and advising on debt areas of infrastructure finance for the PPP projects proposed, during the preparation phases to ensure bankability.
 - Advising on negotiations of terms towards reaching financial close of large infrastructure investments.
 - Developing mechanisms for long-term debt financing and dealing with large private investors.
 - Building an extensive network of contacts and building an own solid reputation as an expert in financing of infrastructure.
 - PPP or financing advisory projects (projects awarded or financial close reached).
 - Development and management of facilities, either for project preparation or asset management related to a portfolio of investments.
 - Experience developing an extensive network of contacts in the financial / investor areas of Infrastructure Finance, ideally at MDBs, IFIs and ODA.
 - Experience on legal implications of infrastructure financing, concession and PPP legislation, financial services regulation, etc.

c) Languages

- Fluency in English is required
- Fluency in Spanish is desirable.
- Fluency in other languages is an asset.

5. Key Competencies

	<p>Develops and implements sustainable business strategies, thinks long term and externally in order to positively shape the organization. Anticipates and perceives the impact and implications of future decisions and activities on other parts of the organization.</p>
	<p>Treats all individuals with respect; responds sensitively to differences and encourages others to do the same. Upholds organizational and ethical norms. Maintains high standards of trustworthiness. Role model for diversity and inclusion.</p>
	<p>Acts as a positive role model contributing to the team spirit. Collaborates and supports the development of others. Acts as positive leadership role model, motivates, directs and inspires others to succeed, utilising appropriate leadership styles</p>
	<p>Demonstrates understanding of the impact of own role on all partners and always puts the end beneficiary first. Builds and maintains strong external relationships and is a competent partner for others (if relevant to the role).</p>
	<p>Efficiently establishes an appropriate course of action for self and/or others to accomplish a goal. Actions lead to total task accomplishment through concern for quality in all areas. Sees opportunities and takes the initiative to act on them. Understands that responsible use of resources maximizes our impact on our beneficiaries.</p>
	<p>Open to change and flexible in a fast paced environment. Effectively adapts own approach to suit changing circumstances or requirements. Reflects on experiences and modifies own behaviour. Performance is consistent, even under pressure. Always pursues continuous improvements.</p>

	<p>Evaluates data and courses of action to reach logical, pragmatic decisions. Takes an unbiased, rational approach with calculated risks. Applies innovation and creativity to problem-solving.</p>
	<p>Expresses ideas or facts in a clear, concise and open manner. Communication indicates a consideration for the feelings and needs of others. Actively listens and proactively shares knowledge. Handles conflict effectively, by overcoming differences of opinion and finding common ground.</p>

<p>Project's Authority (Name/Position)</p>	<p>Contractor (Name/Position)</p>
<p>Signature: _____ Date: _____</p>	<p>Signature: _____ Date: _____</p>