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

<b>Title:</b>	Senior Advisor in Public-Private Partnerships and Infrastructure Finance
<b>Project:</b>	B0054-25 - Advisory Services in Public-Private Partnerships
<b>Duty station:</b>	Home Based
<b>Section/Unit:</b>	LCR
<b>Contract/Level:</b>	IICA-3 Retainer
<b>Supervisor:</b>	Senior Regional Advisor in PPPs

## 1. General Background

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 Scope of Assignment

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 recently offering PPP Advisory Services in order to strengthen public sector capabilities in the development of Public Private Partnership (PPP) initiatives.

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 finance the infrastructure investment needed.

Therefore, UNOPS is now recruiting Senior Advisors in PPP & IF for its regional team that have relevant experience in: 1) Development of a pipeline of PPP projects and its successful implementation. 2) Developing financial structures and advising on debt and equity areas of infrastructure finance. 3) Building an extensive network of contacts, and build an own solid reputation as an expert in PPPs on in financing of infrastructure.

The PPP Senior Advisor will be part of the Regional PPP and Infrastructure Finance Advisory Services team, team that will be covering all of Latin America and the Caribbean countries. As part of the team, the projects may be in any country in the region, 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 complex projects and at times also support in actual writing or reports and analysis as specialist, being flexible and working with all the team to ensure delivery of quality results for our partners and customers. The Senior Advisor 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 projects portfolio development in LCR the selected candidate will be required to travel at least 1/3 of his/her service time and may have responsibilities in multiple countries.

This position will initially work in projects in Central America, Mexico, Brazil or Argentina, and depending on PPP portfolio development may also work on other countries in Latin America and the Caribbean.

This is a homebased position and ideally the Senior Advisor should be located in any country in Central America, Mexico, Brazil or Argentina.

The PPP Senior Advisor will be part of the PPP and Infrastructure Finance Advisory Services team, and based on project requirements and individual background and profile s/he 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 PPP advisory services and/or in 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 projects with government clients, investors and multiple stakeholders of PPP/infrastructure projects;
- 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;
- Manage the execution of competitive, transparent tender processes, and the resultant finalization of contractual agreements between investors and partners.

**b) Project Management**

The Senior Advisor in PPPs will take leadership positions managing complex projects in advisory services, assuring compliance and control area as per UNOPS procedures and policies, acting as a Senior Project Manager under UNOPS PM guidelines and systems. Although this is a leadership position, the Senior Advisor may at times be appointed as specialist to support other Senior Project Manager or may manage level 1 projects (i.e. small or less complex PPP advisory services projects) depending on variations in demand from our Partners.

In the role as project manager, besides the permanent reporting line to the Regional Senior Advisor, the Senior Advisor will have an additional reporting line to the Country Director of the place wherever the project is executed. The Country Director is the person responsible for all local relationships with the Governments.

The responsibilities in project management include:

- Follow the project lifecycle from inception to completion using standard project lifecycle practices and procedures to ensure key project components and procedures are in place.
  - The incumbent will perform the following standard project management activities for assigned projects or will support senior PPP Project managers with one or more of the following:
    - a) Stakeholder management: establish solid working relationship with the project board; manage communications and ensure stakeholders are aware of project activities and progress; advise the client on issues that may affect the achievement of their outcomes; and manage the information flows between the Project Board and Country Head of Office and the project(s)
    - b) Delivery and performance: Develop and maintain project plans; implement approved project plans; manage the production of the required products, taking responsibility for overall progress and use of resources and initiating corrective action where necessary; liaise with any external suppliers or account managers; authorize work packages; advise the Project Board and Head of Country Office of any deviations from the plan; identify and manage risks so that maximum benefit to client and stakeholders is achieved; manage and review product quality and ensure products are accepted; monitor and evaluate performance of service providers
    - c) Procedures: follow the Project Management Cycle Instructions and ensure that all organizational policy is complied with; prepare project reports including but not limited to Highlight Reports, End Stage Reports, Operational Closure Checklist, End Project Report, Handover Report; maintain project files (e.g.: i. Electronic Blue File; ii. Procurement, HR and Finance files as required by those practices as per OD12); ensure that all expenditure comply with UNOPS Financial Rules and Regulations (FRR); Manage budgets, cash flow and obligations to ensure that deliverables are met and payments to contractors and personnel are received on time; manage and remain accountable for expenditures against the budget (based on accurate financial reports, etc.)
- c) PPP Financial modelling and deal strategy in Public Private Partnerships Advisory Services (PPP AS)**
- Lead the development of the financial, commercial and overall deal 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, prisons, 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;
  - Macroeconomic and financial assessment;

- 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;

**d) PPP Financial modelling and deal strategy in Infrastructure Finance**

- Lead the development of the financial, commercial and overall deal strategy, working with the other experts and leadership of the PPP & IF AS team.
- Lead the commercial assessment and viability of the proposed structures of M&A, private equity or 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.
- 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, etc. to ensure proper project due diligence is performed;
- Macroeconomic and financial assessment;
- Debt and equity modeling, including assessment of different types of investment financing (loans, bonds, equity arrangements, etc.); and lead the team in the negotiation of financing documents, whether debt or equity and its variations.
- 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;

**e) 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
- Lead 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;

- Engage and supervise the team of technical advisors, whether individuals or companies to secure full alignment and timely delivery of work packages.
- Support the development of the legal and financial framework for bankability of the projects;
- Develop 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 PPP contracts.
- Lead or support the negotiation of shareholder agreements, and any terms and conditions for any sort of equity 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.
- 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 Progress Controls**

The consultant will be under the direct supervision of Senior Regional Advisor in PPPs who will provide the Consultant with the strategic instructions necessary for her/him to carry out his work.

### **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), Infrastructure or related areas.
- A second level education degree (bachelor's degree or equivalent) plus additional years of experience on top of minimum years required may be accepted in lieu of the Master's degree;
- Formal certifications in financial modeling applied to Infrastructure, project finance, portfolio management, accounting or in PPPs is an advantage.

#### **b. Work Experience**

- A minimum of seven years (or more depending on academic credentials) of relevant experience in the field of public private partnerships or infrastructure finance.
  - Experience in one or more of the following areas will be considered an advantage:
    - a. Experience leading teams of experts in PPP or financing advisory projects (projects awarded or financial close reached).
    - b. Experience in PPP AS or in infrastructure finance in Latin America.
    - c. Experience developing an extensive network of contacts in either PPP AS or in Infrastructure Finance in Latin America.
    - d. Experience on legal implications of infrastructure financing, concession and PPP legislation, financial services regulation, etc.
    - e. Experience in leading deals in asset management or in private equity
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### c. Languages

- Fluency in any of the following languages: Portuguese or Spanish
- Fluency in English is required.

### d. Competencies



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.



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.



Acts as a positive role model contributing to the team spirit. Collaborates and supports the development of others. **For people managers only:** Acts as positive leadership role model, motivates, directs and inspires others to succeed, utilizing appropriate leadership styles.



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).



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.



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 behavior. Performance is consistent, even under pressure. Always pursues continuous improvements.



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.



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.

Project Authority (Name/Title):		Contract holder (Name/Title):	
Signature	Date	Signature	Date