## **Terms of Reference**

**JAYA CONTAINER TERMINALS LIMITED**

**Ministry of Ports & Shipping**

**Selection of a Consultancy firm to prepare an organization structure / cadre and Scheme of Recruitment (SOR) for each category, a Financial Manual, and an Administrative Manual for the company.**

1. **BACKGROUND**

The Jaya Container Terminals Limited (JCT Limited) is a fully owned subsidiary of Sri Lanka Ports Authority. Jaya Container Terminals Limited (PB 960) was incorporated on 21 February 2002 under the Companies Act No. 17 of 1982 and re-registered under the Companies Act No. 07 of 2007 as a public company.

In the year 2008, Jaya Container Terminals Limited was assigned by the Sri Lanka Ports Authority to manage and operate JCT Limited at No.69, Walls Lane, Colombo 15. The main activity of the company is to manage and operate JCT Limited which was established as a Sri Lanka Customs approved public bond to facilitate Bunker License Holders (BLHs) to store their imported bunker fuels.

The primary business of the JCT Limited is to store marine fuel and supply to vessels in the sea. At present, JCT Limited facility covers over 9 acres with 13 fuel tanks to store marine fuel with a total capacity of 35,000 MT and functions with approximately 100 employees.

Since the company has not been operating with a proper organization structure/cadre with SORs for each category of employees and a financial and administration manual subsequent to the 19th amendment to the constitution of Sri Lanka the auditor general becomes the auditor of the company and it has been informed by the Department of Public Enterprises of the Ministry of finance that JCT Limited should have a Treasury approved manual in terms of the Public Enterprises Guideline for good governance.

**2.OBJECTIVE OF THE ASSIGNMENT**

Board of Directors of JCT Limited decided to appoint a consultancy firm in order to provide and execute the following;

1. To prepare an organization structure / cadre for the company with SORs for each category of employees.

2. Prepare a Financial Manual, and an Administrative Manual in line with the government circulars and applicable regulations

**3. SCOPE OF WORK**

1. Preparation of the organization structure in line with the Corporate plan
2. Identification of Cadre positions and preparation of Scheme of Recruitments(SOR) for each category of employees,
3. Preparation of the Financial Manual in line with the government circulars and applicable regulations
4. Preparation of the Administration Manual in line with government circulars and applicable regulations.

***3.1 Scope of the Finance Manual***

(a)Introduction and overview

 (i) Accounting policies

 (ii) Financial Calendar

 (iii) Financial rules and regulations

 (iv) Chart of Accounts

(vi) Delegation of financial authority

(vii) Limits of Authority for financial transactions

(iv) Functions and duties of financial officers

(b) Preparation of revenue and expenditure estimates

(c) Open of bank accounts, bank signatories, custody of money, cash flow management and other financial instruments. Bank reconciliations, cheque / cash limits.

(d) Revenue collection, Receipts and recording transactions (Vouchers, invoices, receipts etc.)

 Supporting documentation, accruals and prepayments.

(e) Staff payroll, Salary advances and staff loans (sureties & guarantees)

(f) Taxes (VAT, NBT, ESC, Income Tax, Stamp duty etc.)

(g) General payment procedure

(i) Personal emoluments

(ii) Travelling

(iii) Utility Services

(iv) Contractual Services

(v) Maintenance

(vi) Office Requisites

(vii) Capital Expenditure

(viii) Loan payments

(ix) Other payments

(x) Petty cash payments

(xi) Financial Investments

(h) Commitments and liabilities

(i) Fixed Assets, Asset register, disposal/additions and depreciations and annual verifications.

(j) Procurement and Stores, procurement procedures, procurement committees, responsibilities and store management.

(k) Land and Buildings

(l) Vehicles and machineries

(m) Internal Audit and relationship with external auditor

(n) Dealing with losses

(o) Budget Monitoring, Preparation of annual Budget/financial planning, monthly budget monitoring, supplementary budget and Budget revisions

(p) Final Accounts and Reports, year-end process and annual audits, Month end process, monthly financial review

(q) Annual General Meetings

(r) Coordination with COPE and other parliamentary committees

***3.2 Scope of the Administration Manual***

(a) Introduction

(b) Content page

(c) General information of the entity

(d) Organization chart and hierarchical relationship, classification of workforce

(e) Duties, Powers and functional responsibilities of officers

(f) Senior Management Committees on Administration

(g) Recruitment, deployment, promotion, transfer and inter agency mobility

Attendance, working hours, leave and over time

(h) Outsourcing of manpower

(i) Holidays and working hours

(j) Career Development and succession plans

(k) Employee rights, privileges, freedom and ethics

(l) Incentives and fringe benefits.

(m) Custody of official properties.

(n) Official correspondents, record keeping, forms, registers, books, reports and communication.

(o) Information confidentiality and data protection

(p) Service Contracts, Performance Appraisals, reward, punishments and compensation

(q) Disciplinary procedure

(r) Remuneration and work-related payments (staff salaries/salary scales, increments, overtime pay, incentives and allowances)

(s) Mediation and conflict resolution

(t) Grievances handling

(u) Staff welfare and Schemes

(v) Leave and leave encashment

(w) Transport/Traveling

(x) Sureties and Guarantees

(y) Health and safety

(z) Handing Over and taking over of duties

(aa) Whistle blowing policy

(bb) Bearing Legal Cost

(cc) Ceremonial functions

**4. TIME FRAME**

The total work of assignment (Prepare an organization structure / cadre for the company a Financial Manual, and an Administrative Manual) shall be completed within 5 months from the date of signing the contract. Following are the key identified activities that should be carried out by the Consultant;

|  |  |  |  |
| --- | --- | --- | --- |
| **Function** | **Task** | **Deliverables**  | **Duration** (from the signing of the agreement**)** |
| Function 01  | Preparation of the organizational structure  | Initial draft\*Second draft\*\*Final draft  | 8 weeks12 weeks16 weeks |
|  | Identification of required cadre |
|  | Preparation of SORs |
| Function 02 | Preparation of the Financial Manual | Initial draft\*Second draft\*\*Final draft | 8 weeks12 weeks16 weeks |
| Function 03 | Preparation of the organizational Administrative Manual | Initial draft\*Second draft\*\*Final draft | 8 weeks12 weeks16 weeks |

\* Initial draft should forwarded for the comments/approval of Management team of JCT Limited

\*\* Second draft should forwarded for the comments/approval of the Board of Directors of JCT Limited

Any other related tasks may be determined by the consultancy firm and the JCT Limited within above time frame.

 **5**. **CONSULTANT’S KEY STAFF AND QUALIFICATIONS**

The selected party shall provide the year of professionals with the curriculum vitae and the profile of the organization.

|  |  |  |
| --- | --- | --- |
| **Key Professional Staff** | **Academic & Professional** | **Experience as a consultant in similar projects**  |
| Senior Consultant | Masters or equivalent and relevant professional qualifications | 5 yearsNo. of Projects completed  |
| Attorney-at-law  | experience in the field of Labour Law | 3 years |
| Assistant Consultants/staff | HR/Admin managerial level experienced in Ministry/Department or State Owned Enterprises  | 3 years |
| Fully qualified financial expert | FCA or ACA/CIMA/CMA and experience in Ministry/Department or State Owned Enterprises | 3 years |
| Assistant Consultants/staff | B.Sc or equivalent and relevant professional qualifications | 3 years |

The staff of the selected party should not have any direct/indirect enrolment with the JCT Limited staff. If any such enrollment is detected, he/she ( the staff of the selected party ) should be withdrawn from the JCT office immediately, whereas the selected party should replace a similar capacity / experienced staff asap.

6. **PAYMENT SCHEDULE**

The schedule of payments is specified below:

|  |  |  |  |
| --- | --- | --- | --- |
| **Function** | **Task** | **Deliverables**  | **Payments** |
| Function 01  | Preparation of the organizational structure  | Initial draftSecond draftFinal draft –I\*Final draft – II\*\* | 20%40%30%10% |
|  | Identification of required cadre |
|  | Preparation of SORs |
| Function 02 | Preparation of the Financial Manual | Initial draftSecond draftFinal draft –I\*Final draft – II\*\* | 20%40%30%10% |
| Function 03 | Preparation of the organizational Administrative Manual | Initial draftSecond draftFinal draft –I\*Final draft – II\*\* | 20%40%30%10% |

\*Payment for Final draft – I - Subject to obtain the approval from the Board of Directors –JCT Limited

\*\*Payment for Final draft – II - Subject to obtain the approval from the General Treasury

JCT Limited expects the selected party to present and handover the final draft of the said structure in keeping with JCT’s requirement, standard, quality and expectations. JCT Ltd remains the right to withhold the final payment pertaining to the said contact agreement, based on not complying with the above. Further, The selected party will need to resubmit a final draft accordingly as per the JCT’s requirement prior to releasing the final payment.

**7. General Instructions**

1. The selected party should review and understand the existing financial and administrative procedures followed by the company and the existing SOR and cadre of the company.
2. The selected party may have discussions or meetings with the management of the company to identify and verify the important requirements, also should propose any improvements if required.
3. The selected party is allowed to interview employees with the intention of gathering information with the permission of the heads of departments.
4. All relevant expenses ( eg: transport cost/stationary/telephone/photocopy )

should be included in the RFP and no additional expenses or reimbursements will be entertained during the process of the study.

1. JCT Limited will be providing infrastructure and other relevant resources such

 as the internet, telephone, seating space etc , only in compliance with the

 current availability of facilities and will not be in a position to initiate or

 accommodate any such requests.

1. The selected party shall complete all the tasks mentioned in the RFP within

 a period of 5 months from the date of signing the contract.

1. All correspondence and inquires ( eg: email, telephonic, snail mail, verbal etc.) related to the assignment should be kept only between two personnel appointed by each party.
2. A detail presentation and a discussion forum must be conducted on stage by stage basis by the selected party to explain the draft to the management team and the Board of Directors and to attend to any final amendments if necessary.