

Request for Proposals (RFP)

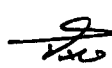


for

**The Procurement of
Consulting Services (Firms)**

Tender No. (7/M/WORKS/2025)

**MINISTRY OF ENERGY AND MINERAL RESOURCES
(MEMR)**

June 2025

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1. Introduction and Background

1.1 Background

The Ministry of Energy and Mineral Resources (MEMR) aims, through its 2020–2030 strategic plan, to diversify energy sources. This includes boosting production from the Risha Gas Field and maintaining LNG imports through the Aqaba terminal. A key project is underway to replace the current Floating Storage Regasification Unit (FSRU) with a more cost-effective Onshore Regasification Unit (ORU) and a leased Floating Storage Unit (FSU), expected to be completed by the fourth quarter 2026.

MEMR is also promoting the use of natural gas and Compressed Natural Gas (CNG) in the industrial and transport sectors to reduce oil products dependency, cut emissions, and expand gas distribution networks in major cities.

NEPCO currently serves as the sole importer of natural gas, securing supplies through long-term agreements with Egypt (until 2033), the East Mediterranean (until 2035), and ongoing LNG imports.

The Jordanian–Egyptian FAJR Company operates the country's main gas pipeline network (393 km, 36-inch) under a BOOT scheme until 2033, supplying gas to power plants and industrial users with a total consumption of 315 MMscfd in 2024.

Domestically, the Risha Gas Field is developed by the National Petroleum Company, which plans to increase production to 418 MMscfd by 2030 through expanded drilling and infrastructure upgrades.

1.2 Purpose of the ToR.

This Terms of Reference (ToR) document is a comprehensive guide for potential bidders interested in providing expert advisory services for the implementation of key natural gas projects under MEMR's strategic plan (2020–2030) through the development of a national Gas Master Plan (GMP). MEMR strategic plan (2020–2030) includes the development of upstream and downstream operations, a city gas distribution network in Amman and Zarqa, and the establishment of a natural gas pipeline from the Al-Risha gas field to the Arab Gas Pipeline.

The ToR aims to provide a clear understanding of the project's objectives, context, and requirements to enable bidders to assess their suitability and prepare informed proposals.

1.3 Project Owner and Stakeholders

- **Project Owner:** The Ministry of Energy and Mineral Resources.
- **Key Stakeholders** include government Institutions, local gas companies, industrial/economic zones, private investors, local communities, regional partners, environmental NGOs, and local/international financing institutions.

1.4 Procurement Process

Bidders must comply with any stated offer validity periods, submit proposals in line with the specified criteria, and acknowledge that the entity responsible for contract administration will oversee all matters post-award. The procuring entity may apply prequalification or post-qualification checks to verify bidders' technical and financial capacities, while any technical committee formed under the Regulation shall have the requisite expertise to evaluate proposals.

Procedures for clarifications, proposal openings, confidentiality protocols, and objections must be followed as set forth in the Regulation and in accordance with internal instructions; ensuring that all bidders are treated fairly and competitively throughout the procurement process.

1.5 RFP Documents and Format

Proposal Structure:

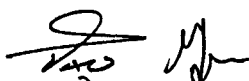
Bidders are required to submit their proposals in both hardcopy and softcopy formats. All proposals must be clearly structured into two separate files, as detailed below, and must be submitted in English:

(a) Technical Proposal:

The technical proposal should comprehensively address all technical aspects outlined within the Terms of Reference, demonstrating the bidder's understanding of the scope of work.

(b) Financial Proposal:

Financial proposals must be provided separately and include a detailed breakdown of all associated costs, fees, expenses, and any other financial considerations necessary to complete the outlined scope of work.



A financial proposal, inclusive and exclusive of tax, should be as per the table format below:

NO	Description	In USD (\$)
1	Contract Price	
2	Sales Tax (16%)	
3	Withholding Tax and National Contribution (11%)	
4	Total Price (Sum of No. 1,2,3)	
5	Stamps Fees and Cheque stamp (0.0075) on the Total price (No.4)	
6	Total Price (Sum of No. 4,5)	

Please note that incomplete or non-compliant proposals, or those lacking any required information, may be rejected.

1.6 Rights and Ownership of Deliverables

Definition of Intellectual Property Rights:

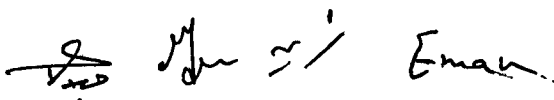
For the purposes of this ToR, "Intellectual Property Rights" shall mean any and all rights associated with original work, including but not limited to copyrights, trademark and trade name rights, and similar rights, trade secrets, patents, and all other intellectual property rights in any jurisdiction throughout the world.

Ownership of Deliverables:

All findings, data, reports, analyses, designs, drawings, plans, calculations, software, programs, records, specifications, technical information, and other materials (collectively, the "Deliverables") developed or produced by the Consultant (or any subcontractor directly engaged by the Consultant) under this ToR and in connection with the Deliverables under the Scope of Work shall be and remain the exclusive property of the Project Owner without restriction or limitation upon their use. The Consultant acknowledges and agrees that it hereby grants to, and vests in, the Project Owner the entire right, title, and interest in and to all Deliverables, including all associated copyrights and other Intellectual Property Rights first produced, composed, or developed in the course of performing the services under this ToR.

Use and Publication Rights:

The Project Owner retains the unfettered right to use, publish, reproduce, modify, distribute, display, or disseminate any or all Deliverables, in whole or in part, without limitation and without further compensation to the Consultant. The Consultant shall not use, publish, reference, or

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otherwise share any portion of the Deliverables under the Scope of Work, including any supporting documentation, for any purpose outside the scope of services defined in this ToR without the prior express written consent of the Project Owner.

Limitations on Disclosure:

Neither the Consultant nor any subcontractors shall make any Deliverables or portions thereof available to any individual or organization not directly connected with the performance of services under this ToR without the prior written approval of the Project Owner. Any unauthorized use or disclosure of the Deliverables by the Consultant, its employees, agents, or subcontractors shall be deemed a material breach of this ToR.

No Representation of Suitability:

The Consultant makes no representation or warranty as to the suitability of the Deliverables for use or application to circumstances not contemplated by this ToR. The Project Owner assumes all risks associated with any use or modification of the Deliverables that is not explicitly covered by the scope of services.

Waiver of Additional Claims:

The Consultant expressly waives and relinquishes any and all claims to copyright or other Intellectual Property Rights in favour of the Project Owner for the Deliverables created or produced under this ToR. These terms are established to prevent future disputes, ensure alignment with the Project Owner's interests, and safeguard the comprehensive development and implementation of the Deliverables under the Scope of Work.

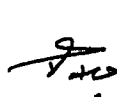



1.7 Planned Natural Gas Projects

• **city gas distribution network in Amman and Zarqa:**

- The consulting firms METAS ENERGY and QED were engaged to conduct a "Strategic Options for City Gas Distribution Networks in Jordan" study. The objective of this study was to provide a well-informed understanding of the feasibility of establishing comprehensive gas distribution networks within the cities of Amman and Zarqa. The study encompassed an analysis of various business models, technical specifications, financial viability, and commercial considerations for potential distribution networks. Furthermore, it outlined the necessary legal and regulatory framework to support the development, implementation, and operation of these networks.
- The preliminary findings of the feasibility study indicate the following:

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- The estimated capital expenditure for the project is approximately US\$ 537 million. This includes the investments required for the high-pressure network (16 bar), the medium-pressure networks (4 bar), the low-pressure networks (100 mbar), and the associated costs at the end-user connection points.
 - The estimated annual operational expenditure is US\$ 4.2 million.
- Based on Cabinet Resolution No. (14389) issued on November 29, 2023, which approved the fundamental principles for managing this project, the implementation will follow a Build–Own–Operate (BOO) model. This entails the private sector being responsible for the design, construction, financing, operation, and maintenance of the gas network under a long-term development contract for a defined period, after which the ownership will be transferred to the public sector.
 - On February 26, 2025, the Ministry of Energy and Mineral Resources announced the investment opportunity for the project and posted it on the ministry's website. The deadline for receiving expressions of interest in the investment opportunity was April 13, 2025, and two applications were received from interested and qualified companies to implement the project(the Jordanian Egyptian Fajr Company, and the TAQA Arabia Company).
- **Natural gas pipeline from the Al-Risha gas field to the connection point with the Arab Gas Pipeline in Al-Mafraq Governorate:**
 - To maximize the utilization of the anticipated natural gas production from the Al-Risha Gas Field, the government is strategically directed towards establishing a dedicated natural gas pipeline. This pipeline will connect the Al-Risha Gas Field to the existing Arab Gas Pipeline at a designated point in the Al-Mafraq Governorate. The pipeline is projected to have an approximate length of 320 km and an initial transportation capacity of 150 million standard cubic feet per day (MMscfd) in its first phase, with the potential for expansion to 500 MMscfd in the second phase. A comprehensive technical and economic feasibility study for this pipeline project is currently underway.
 - The Jordanian government is working to accelerate its steps to complete the national program for delivering natural gas to cities and industrial areas in the Kingdom with the aim of providing

an alternative and lower-cost energy source for existing industries in the industrial areas (Al-Rawda, Al-Mowaqqar, Al-Quwaira, Al-Mafraq, Al-Qastal, and Al-Hashimiya).

- The National Petroleum Company is undertaking extensive marketing studies to attract investments that heavily rely on natural gas. The objective is to maximize the demand for gas produced from the Al-Risha field, ensure the absorption of these quantities, diversify the range of beneficiaries, and attract investments in projects related to gas compression, liquefaction, and transportation to gas-consuming industries. The company has already signed several gas delivery agreements with various entities and has entered into Memoranda of Understanding (MoUs) with investors interested in utilizing gas in manufacturing, petrochemical, and basalt industries within the Al-Risha region.

2. Scope of Work

The selected consultant will assist MEMR with the following projects:

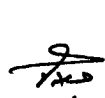

1. Gas Market Assessment:

- **Review the current gas market and analyze it against regional and local markets.**

This includes benchmarking Jordan's gas market structure, infrastructure, and trading dynamics against those in neighbouring countries, assessing regional trade trends, and evaluating integration opportunities. The consultant shall review Jordan's current gas market and benchmark it against regional and neighboring markets. The objective is to assess Jordan's competitiveness, identify trade and integration opportunities, and inform strategic reforms for enhanced energy security and market efficiency.

- **Key Tasks:**

- Conduct a comprehensive review of Jordan's gas market structure, including supply sources, demand segmentation, pricing mechanisms, market participants, and regulatory frameworks.
- Benchmark Jordan's gas infrastructure (e.g., pipelines, LNG terminals, storage, interconnectors) and trading arrangements against those of neighboring countries such as Egypt, Israel, Iraq, UAE, and Saudi Arabia.
- Analyze regional gas trade flows, pricing differentials, and supply chain logistics to identify Jordan's comparative advantages or constraints.

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- Evaluate opportunities for deeper integration into regional gas markets whether as a transit corridor, trading hub, or gas re-exporter based on existing and planned infrastructure.
- Assess contractual frameworks, market access policies, and bilateral agreements in place across comparator countries, highlighting lessons for Jordan.

- **Deliverables:**

- Gas Market Diagnostic and Infrastructure Benchmarking Report
- Regional Trade and Integration Opportunity Assessment
- Strategic Recommendations for Market Positioning and Reform
- Gap and Opportunity Assessment

– **Study market dynamics, including supply and demand scenarios.**

Deliver detailed gas demand forecasts by sector and scenario modelling (e.g., high growth, climate policy). Weigh domestic supply potential including reserves, field productivity, and decline curves. The consultant shall analyze current and projected market dynamics to support long-term gas planning and investment decision-making.

- **Key Tasks:**

- Assess historical and current supply and demand patterns across all consumer segments (power, industrial, residential, transport).
- Develop short-, medium-, and long-term gas demand scenarios under varying growth, fuel-switching, and policy conditions.
- Evaluate supply availability under different sourcing strategies (e.g., domestic production, LNG, regional pipelines).
- Identify seasonal, geographic, and sectoral imbalances and assess system flexibility and resilience.
- Recommend strategies to align supply contracts and infrastructure with projected demand profiles.

- **Deliverables:**

- Supply-Demand Scenario Analysis Report
- Demand Forecast Model (with key assumptions and sensitivities)

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- Alignment Matrix: Infrastructure vs. Projected Demand
- **Review the regulatory frameworks and relevant legislation, and provide necessary recommendations.**

Analyse existing laws and institutions governing gas trade, infrastructure access, subsidies, and licensing. Recommend policy reforms aligned with international best practices. The consultant shall assess the existing legal and regulatory framework governing the natural gas sector in Jordan and provide actionable recommendations to support a transparent, efficient, and investment-friendly gas market.

- **Key Tasks:**

- Review current laws, regulations, and institutional mandates related to gas transmission, distribution, trade, and pricing.
- Identify overlaps, gaps, or inconsistencies affecting market access, third-party participation, tariff setting, and infrastructure development.
- Benchmark regulatory practices against regional and international standards.
- Assess the legal and institutional readiness for future reforms (e.g., open access, unbundling, competitive market design).
- Propose clear, phased recommendations for legislative and regulatory improvements.

- **Deliverables:**

- Gas Sector Regulatory & Legal Gap Assessment
- Regional Benchmarking Summary
- Reform Roadmap with Policy Recommendations
- **Optimize the utilization of natural gas extracted from the Al-Risha Gas Field to achieve the best value addition.**

Evaluate infrastructure bottlenecks and commercial structures that could enhance field monetization. Evaluate gas allocation to sectors and pricing strategies for value maximization. The consultant shall assess current and future production and utilization of natural gas from the Al-Risha Gas Field and propose strategies to maximize its economic and strategic value.

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- **Key Tasks:**

- Evaluate current production capacity, infrastructure, and offtake arrangements for Al-Risha gas.
- Analyze technical, commercial, and logistical constraints limiting full utilization.
- Identify high-value uses for Al-Risha gas (e.g., power generation, industrial feedstock, petrochemicals, local distribution).
- Explore infrastructure and policy options to enhance marketability and reduce flaring or underutilization.
- Recommend a practical optimization strategy to increase value addition and long-term field viability.

- **Deliverables:**

- Al-Risha Gas Field Utilization Assessment
- Value-Addition Options Analysis
- Optimization Strategy and Implementation Plan


- **Perform an economic assessment, including cost analysis and pricing mechanisms.**

Build economic models incorporating capital, operational, and social costs/benefits. Develop tariff proposals and simulate consumer impacts under different pricing regimes. The consultant shall conduct a comprehensive economic evaluation of the natural gas value chain in Jordan, focusing on cost structures and pricing mechanisms to support efficient market development and investment planning.

- **Key Tasks:**

- **Economic Cost Analysis and Pricing Review**

- Analyze the full cost structure of gas supply, including upstream, midstream, and downstream components (production, import, transport, storage, distribution).
- Assess current pricing mechanisms, subsidies, and tariff models across different customer classes.
- Compare gas pricing against alternative fuels (diesel, LPG, fuel oil) and assess competitiveness in key sectors.
- Evaluate the financial sustainability of current supply arrangements and contracts.

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- Propose revised pricing structures or subsidy reform options that reflect economic efficiency, affordability, and investment recovery.
- **Development of Financial and Bankability Models**
 - Build a comprehensive, dynamic financial model covering CAPEX, OPEX, lifecycle costs, cash flows, and returns under multiple scenarios.
 - Prepare a clearly documented assumptions book to support transparency, investor validation, and regulatory review.
 - Conduct sensitivity analysis and scenario modeling (e.g., demand variation, input cost shocks, financing terms).
 - Analyze bankability and project viability from the perspective of potential equity investors, development banks, and commercial lenders.
 - Identify key financial metrics (IRR, NPV, DSCR, payback period) and funding gaps, and recommend instruments to bridge them (e.g., viability gap funding, guarantees).
- **Investor and Lender Engagement Tools**
 - Develop a concise investor/lender pitch deck summarizing the project's financial attractiveness, risk profile, pricing logic, and socio-economic returns.
 - Prepare supporting investment teasers, term sheet drafts, and financial model snapshots tailored to different investor types (DFIs, ECAs, strategic investors, commercial banks).
 - Recommend enhancements to legal, regulatory, or fiscal frameworks to improve project bankability and investor confidence.
- **Deliverables:**
 - Gas Sector Economic Assessment Report.
 - Cost Breakdown and Tariff Benchmarking Matrix.
 - Pricing Reform Options and Recommendations.
 - Investor-Ready Financial Model (Excel-based).
 - Model Assumptions Book and Scenario Log.
 - Bankability Assessment and Risk Mitigation Plan.
 - Investor/Lender Pitch Deck and Teaser Materials.
- **Identify and evaluate potential financing options for gas projects, including public-private partnerships, loans, and investment opportunities.**

Conduct financial feasibility studies and propose transaction structures for potential PPPs. Identify IFIs, export credit agencies, and private capital sources. The consultant shall identify and evaluate potential financing models and investment structures to support the development and expansion of gas-related infrastructure and upstream projects in Jordan.

- **Key Tasks:**

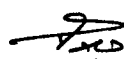
- Map current and planned gas sector investment needs across the value chain (e.g., upstream, pipelines, LNG(Import), storage, distribution).
- Identify relevant financing sources, including concessional loans, development finance institutions, commercial lenders, export credit agencies (e.g., EXIM), and multilateral funds.
- Evaluate the applicability of project structuring models such as Public-Private Partnerships (PPPs), Joint Ventures (JVs), Exploration and Production Sharing Agreements (EPSAs), and Production Sharing Agreements (PSAs).
- Review regional and international best practices in structuring and financing gas infrastructure and upstream developments.
- Recommend tailored financing frameworks, risk-sharing structures, and enabling policy mechanisms to attract private investment and reduce fiscal burden.

- **Deliverables:**

- Investment & Financing Options Report
- Project Structuring Models Matrix (PPP, JV, EPSA, PSA)
- Recommended Financing Strategy for Priority Gas Projects

- **Develop a comprehensive action and road plan for market implementation.**

Propose a sequenced implementation roadmap, including regulatory reform, capacity building, investment attraction, and infrastructure rollout, with measurable KPIs. The consultant shall develop a clear and actionable roadmap to guide the phased implementation of the Gas Master Plan, ensuring alignment with market reforms, infrastructure development, and investment priorities.

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- **Key Tasks:**

- Synthesize findings from all preceding scopes into a coherent implementation framework.
- Define short-, medium-, and long-term actions across policy, regulatory, technical, and investment domains.
- Identify responsible entities, timelines, resource needs, and interdependencies for each action item.
- Incorporate risk mitigation measures, stakeholder engagement requirements, and monitoring indicators.
- Ensure alignment with national strategies such as the Economic Modernization Vision and energy transition goals.

- **Deliverables:**

- Gas Market Implementation Roadmap
- Phased Action Plan with Timeline and Responsibilities
- Monitoring Framework and Risk Mitigation Measures

– **Legal and Commercial Advisory.**

Provide model contracts, risk allocation frameworks, and negotiation support. Analyse legal liabilities in current agreements and propose mitigation tools. The consultant shall provide legal and commercial advisory services to support sound contracting, risk allocation, and compliance within Jordan's gas sector. This includes reviewing existing agreements, identifying legal exposures, and developing standardized tools to facilitate future negotiations and investments.

- **Key Tasks:**

- Review existing gas transportation, offtake, export, development and infrastructure agreements to identify legal liabilities, commercial risks and enforceability issues.
- Develop model contracts for gas supply, pipeline access, LNG import, and joint ventures, aligned with international standards and Jordanian law.
- Propose risk allocation frameworks that fairly distribute technical, commercial, and political risks among stakeholders.
- Provide negotiation support tools and checklists for future gas-related transactions.

- Recommend legal safeguards and dispute resolution mechanisms to strengthen contract stability and investor confidence.
- **Deliverables:**
 - Legal Risk Assessment of Current Agreements.
 - Model Gas Sector Contracts (Supply, Transport, Infrastructure)
 - Risk Allocation and Mitigation Framework
 - Negotiation Toolkit and Legal Advisory Memo
 - Conduct structured interviews and workshops with public/private stakeholders to inform the Plan's vision, roles, and deliverables.
 - Include infrastructure mapping, market dynamics, Gas flows, and geopolitical trends impacting Jordan.

2. Natural Gas Pipeline from Al-Risha Gas Field to the Arab Gas Pipeline:

– Define optimal capital structure and financing options.

Conduct financial modelling to determine project IRR, debt-service coverage, and risk-adjusted returns. Evaluate equity structures, guarantees, and sovereign risk instruments. The consultant shall define the optimal capital structure and evaluate financing options for the development of a natural gas pipeline connecting the Al-Risha Gas Field to the Arab Gas Pipeline. The aim is to ensure financial viability, risk mitigation, and investor appeal.

- **Key Tasks:**
 - Estimate total capital requirements for the proposed pipeline, including development, construction, and commissioning costs.
 - Analyze ownership, debt-equity mix, and financing models suitable for the project, taking into account revenue forecasts, tariff structures, and risk-sharing mechanisms.
 - Assess potential funding sources, including government budget allocations, multilateral financing, export credit agencies (e.g., EXIM), commercial lenders, and private sector participation via PPP or JV models.
 - Benchmark against regional pipeline projects to identify best practices in financing structure and sponsor arrangements.

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- Recommend a preferred capital structure and financing plan, including implementation steps and risk mitigation strategies as well as engaging upstream and downstream partners in the ownership model.

- **Deliverables:**

- Capital Cost and Financing Needs Assessment
- Capital Structure & Financing Options Report
- Recommended Financing Strategy and Execution Roadmap

– **Advise on transportation tariffs.**

Propose methodologies for setting tariffs (e.g., cost-plus, distance-based), benchmarked against regional norms, ensuring regulatory compliance and bankability. The consultant shall develop a robust and transparent tariff framework for transporting gas from the Al-Risha Gas Field to the Arab Gas Pipeline. The proposed structure must support cost recovery, ensure regulatory compliance, and enable project bankability.

- **Key Tasks:**

- Propose appropriate tariff-setting methodologies, including cost-plus, distance-based, or entry-exit models, tailored to Jordan's regulatory and market context.
- Benchmark tariff structures and pricing formulas against regional and international gas transportation norms.
- Ensure the recommended tariff framework supports financial sustainability for the pipeline developer and remains fair and predictable for off-takers.
- Assess the implications of the tariff structure on long-term investment attractiveness and regulatory oversight.
- Recommend mechanisms for periodic tariff review and adjustment based on inflation, volume changes, and cost variation.

- **Deliverables:**

- Tariff Methodology Report
- Regional Benchmarking Summary
- Proposed Tariff Framework with Adjustment Formula
- Compliance and Bankability Assessment

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– **Prepare necessary documentation, including financial models and risk matrices.**

Develop detailed financial models, assumptions books, and qualitative/quantitative risk matrices with mitigation recommendations. The consultant shall prepare the full financial and risk documentation package required to assess, structure, and market the Al-Risha Arab Gas Pipeline project to investors, lenders, and public authorities.

- **Key Tasks:**

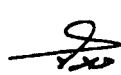


- Develop a dynamic, bankable financial model reflecting capital costs, operating expenses, tariff revenues, debt/equity structures, and return metrics under different scenarios.
- Prepare a comprehensive assumptions book detailing technical, commercial, economic, and regulatory inputs to the model.
- Construct qualitative and quantitative risk matrices covering technical, financial, regulatory, and political risks.
- Assign probability–impact ratings to each risk and recommend appropriate mitigation strategies (e.g., guarantees, insurance, contractual protections).
- Provide sensitivity analyses and scenario stress–testing to evaluate financial resilience under key variables (e.g., demand, cost overruns, interest rates).

- **Deliverables:**

- Financial Model (Excel–based, investor–ready)
- Assumptions Book (including sources and rationale)
- Comprehensive Risk Matrix (with mitigation strategies)
- Sensitivity & Scenario Analysis Report

– **Ensure compliance with relevant regulations and funding eligibility.**

Map legal requirements for environmental, financial, and technical approvals. Advise on eligibility criteria for international donors and export credit agencies. The consultant shall identify all legal, regulatory, and procedural requirements applicable to the development of the pipeline and advise on eligibility criteria for securing international financing, including from development banks and export credit agencies.

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- **Key Tasks:**

- Map applicable national regulations and required approvals for environmental permits, technical standards, right-of-way acquisition, land use, and financial closure.
- Identify institutional responsibilities and timelines for securing permits and clearances.
- Assess alignment of the pipeline project with ESG and safeguard requirements of international donors (e.g., EBRD, KFW, AFD, EIB, USAID, DFC) and export credit agencies (e.g., EXIM, EDC).
- Recommend steps to ensure early-stage compliance and documentation to maintain funding eligibility.
- Advise on establishing a compliance tracking system and early engagement with relevant regulators and funders.

- **Deliverables:**

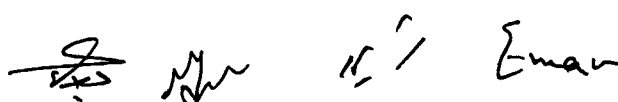
- Regulatory and Permitting Requirements Matrix
- Compliance Gap Assessment and Action Plan
- Donor and ECA Eligibility Checklist and Recommendations

- **Manage the bidding process and lead final negotiations.**

Prepare prequalification documents, assist in technical/financial evaluations, and support negotiations of final agreements with selected bidders. The consultant shall oversee the competitive procurement process for the pipeline project, ensuring transparency, competitiveness, and alignment with best practices. This includes preparing tender documentation, assisting with bid evaluations, and supporting contract negotiations with selected developers or contractors.

- **Key Tasks:**

- Develop prequalification criteria and prepare prequalification (PQ) documents in line with project requirements and donor standards.
- Draft and finalize Request for Proposal (RFP) packages including technical specifications, commercial terms, evaluation criteria, and draft agreements.
- Assist the project owner in managing the tendering process, bidder communication, and clarification responses.

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- Support technical and financial evaluations of submitted bids based on agreed criteria.
- Lead or support final negotiations of key agreements (e.g., EPC, BOT/PPP concession, JV terms), ensuring risk mitigation and bankability.

- **Deliverables:**

- Prequalification and Tender Documents (PQ + RFP)
- Bid Evaluation Report and Recommendations
- Final Agreement Review and Negotiation Support Memo

Additional (Proposed):

- Provide a high-level technical assessment of possible routes and interconnection points with the Arab Gas Pipeline.

3. City Gas Distribution Network in Amman and Zarqa:

– Advise on selecting the best investor for project implementation.

Assist in investor pre-screening based on technical capacity, financial soundness, and regulatory experience. Define evaluation criteria and scoring models. The consultant shall support the Government in identifying and selecting the most qualified investor(s) to implement and operate the city gas distribution network in Amman and Zarqa. This includes designing and managing a transparent selection process based on technical, financial, and regulatory benchmarks.

- **Key Tasks:**

- Define eligibility and pre-screening criteria for prospective investors, including technical qualifications, financial strength, and experience in regulated gas markets.
- Develop evaluation methodology, scoring models, and decision frameworks aligned with international best practices and local regulatory expectations.
- Prepare investor information packages, prequalification forms, and evaluation matrices.

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- Support the evaluation committee in assessing proposals and providing a clear justification for final investor selection.
- Advise on structuring incentives and obligations within the project agreement to ensure service reliability, investment commitment, and regulatory compliance.
- **Deliverables:**
 - Pre-Screening & Evaluation Framework
 - Scoring Model and Evaluation Templates
 - Investor Selection Report and Recommendations
- **Evaluate commercial offers and establish a transparent mechanism for determining gas prices for end users.**

Support bid analysis and recommend price-setting formulas considering operational costs, social affordability, and financial viability. The consultant shall evaluate commercial proposals submitted for the city gas distribution network in Amman and Zarqa and establish a transparent, economically sound mechanism for determining end-user gas prices that balances affordability with financial sustainability.

- **Key Tasks:**
 - Review and analyze commercial offers submitted by shortlisted investors or operators, with a focus on proposed tariffs, investment recovery models, and cost assumptions.
 - Develop and recommend pricing methodologies (e.g., cost-plus, performance-based, or hybrid models) that ensure operational cost recovery, social affordability, and investor bankability.
 - Propose a tariff structure and adjustment formula that accommodates inflation, fuel input costs, and currency risks.
 - Recommend a regulatory framework or mechanism for periodic review and approval of tariffs in line with best practices.
 - Support the bid evaluation team in assessing financial elements and advising on the most economically sound offer.

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- **Deliverables:**

- Commercial Offer Evaluation Report
- End–User Pricing Methodology and Tariff Formula
- Price Adjustment and Regulatory Compliance Mechanism

- **Assess the financial impact of the project on the government and citizens.**

Conduct distributional impact studies, model government subsidies (if any), and estimate socio–economic benefits like job creation and health cost reduction. The consultant shall evaluate the financial implications of implementing the gas distribution network in Amman and Zarqa on both the government and end–users, and quantify the broader socio–economic benefits.

- **Key Tasks:**

- Assess the potential fiscal impact on the government, including subsidies, guarantees,
- Model the affordability of proposed tariffs for various consumer segments and identify the need for targeted subsidy schemes, if any.
- Conduct distributional impact analysis to evaluate how different income groups are affected by access to piped gas versus current fuels (e.g., LPG, diesel).
- Estimate broader socio–economic benefits such as job creation (construction, O&M), environmental improvements, reduction in household energy costs, and health cost savings due to cleaner fuel use.
- Propose monitoring indicators to track impact over time.

- **Deliverables:**

- Fiscal Impact and Subsidy Modeling Report
- Distributional Impact Analysis
- Socio–Economic Benefit Assessment and Indicators Framework

- **Identify financial and commercial risks and propose mitigation strategies.**

Analyse credit, demand, and political risks. Recommend performance guarantees, escrow mechanisms, and dispute resolution frameworks. The consultant shall conduct a comprehensive assessment of financial and commercial risks associated with the

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implementation and operation of the city gas distribution network in Amman and Zarqa and propose mitigation instruments to ensure long-term viability and investor confidence.

- **Key Tasks:**

- Identify and analyze key financial and commercial risks, including credit/default risk, demand shortfall, regulatory uncertainty, and construction delays.
- Assess investor risk exposure under proposed implementation models (PPP, BOT, concession, etc.).
- Recommend mitigation tools such as performance guarantees, take-or-pay clauses, escrow accounts and credit enhancement facilities.
- Propose contractually enforceable dispute resolution frameworks, including options for arbitration or regulatory mediation.
- Advise on risk allocation principles to balance public and private sector responsibilities and incentivize performance.

- **Deliverables:**

- Risk Matrix and Impact Assessment Report
- Risk Mitigation Toolkit (Guarantees, Escrow, Insurance Mechanisms)
- Draft Risk Allocation and Dispute Resolution Framework

- **Provide legal and commercial advice for finalizing agreements and facilitating contract awards.**

Draft or review term sheets, shareholder agreements, and concession contracts. Ensure alignment with public procurement law and utility regulations. The consultant shall provide legal and commercial support in finalizing all contractual arrangements related to the award and implementation of the city gas distribution network in Amman and Zarqa, ensuring full compliance with applicable laws and sector regulations.

- **Key Tasks:**

- Draft or review key legal documents, including term sheets, concession agreements, shareholder agreements, and service-level contracts.
- Ensure contractual provisions address core regulatory, financial, operational, and risk allocation requirements.

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- Verify alignment of all agreements with Jordan's public procurement law, energy sector regulations, and relevant international standards.
- Support the government or contracting authority in contract negotiations with selected bidders, ensuring legal clarity and commercial soundness.
- Advise on contract signing procedures, effectiveness conditions, and implementation milestones.
- **Deliverables:**
 - Reviewed and Finalized Contractual Documentation
 - Legal Compliance Review Memo
 - Negotiation and Contract Execution Support Note

3. **Timeline**

Project Timeline: The selected bidder shall complete the project within six (6) months from contract award, meeting all requirements and deliverables specified in this RFP. If a Force Majeure event prevents timely completion, an extension may be granted by mutual agreement.

For the purpose of this RFP, "Force Majeure" refers to an event that is (a) unforeseeable, (b) beyond the reasonable control of both parties, and (c) sufficiently serious to render contractual performance impossible or impracticable. Such events may include, but are not limited to, natural disasters, wars, civil unrest, labor strikes, or infrastructure failures. If either party intends to invoke Force Majeure, the affected party shall promptly notify the other in writing, providing sufficient proof of the event within a reasonable period following its occurrence or cessation; failure to furnish such proof in a timely manner may forfeit the right to claim Force Majeure exemption.

The party invoking Force Majeure must take reasonable steps to mitigate the impact of the event and resume contractual performance as soon as conditions permit. If it fails to resume performance once Force Majeure conditions have ceased, it may be held liable for any resulting delay or non-performance.

The affected party shall not be liable for delays or non-performance directly caused by the Force Majeure event, provided it has made all reasonable efforts to perform and to mitigate.

Exemption from liability applies only to obligations directly impacted by the Force Majeure.

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Once the event is remedied, both parties agree to continue performance of all remaining contractual obligations to the best of their ability.

4. Bidder capability and required experience

Bidding consultants/firms should demonstrate:

- Demonstrated experience in gas market studies, preferably in the Middle East or similar emerging markets.
- Proven expertise in downstream oil and gas, downstream fiscal analysis, valuation, and investor support.
- Global gas modeling, gas market analysis, demand forecasting, price forecasting, and economic modeling of gas value chains, with a track record of delivering actionable insights.
- In-depth knowledge of global and regional gas markets, including pricing mechanisms, trade dynamics, and emerging trends such as the energy transition and decarbonization.
- Experience and demonstrated expertise in global gas markets, including gas trade dynamics and market development, to ensure a comprehensive understanding of industry trends, regulatory frameworks, and commercial strategies.
- Proven experience in the city gas distribution network and high-pressure natural gas pipeline development and the nature of assignment.
- Extensive experience in stakeholder engagement and the ability to navigate complex institutional landscapes in the energy sector.
- Demonstrable experience across the natural gas value chain, including upstream appraisal, midstream infrastructure, downstream commercialization, enhancement of regulatory frameworks, and long-range sector planning. This expertise must have been successfully applied in at least three countries within the last 10 years.
- Authored at least one national or regional gas/energy master plan or an equivalent strategic roadmap within the past five years.
- Inhouse market-modeling platforms, bankability toolkits, and the capacity to conduct all stakeholder engagements, workshops and reporting in both Arabic and English.
- Joint ventures are encouraged where partners bring complementary strengths; however, one Lead Consultant must assume full contractual responsibility for all deliverables.



5. Qualification Requirements

In addition, bidders shall meet the following requirements:

Qualifications

Each Bidder must demonstrate compliance with the requirements set out in **(Section/Annex 1)** of this RFP, including, but not limited to, relevant project experience, professional certifications, and staffing capabilities.

6. Evaluation Criteria and Method

Weighting and Scoring

The evaluation of proposals shall be conducted in accordance with the criteria and weights set out below:

- **Technical Score: 60%**
- **Financial Score: 40 %**

7. Submission Protocols

Deadline and Method:

- Proposals must be submitted electronically by the end of July 18, 2025, to the following email addresses: generals@memr.gov.jo

Eman.Awad@MEMR.gov.jo.

Hana.AIZuabi@MEMR.GOV.JO

Submissions will require OTP-based access restrictions, with specific details and access dates to be provided at a later stage.

Each proposal must clearly indicate the RFP reference number, bidder's name, and complete contact information.

Late submissions will not be accepted or considered. Any incomplete submission, or submission that fails to include all required documents or information, will be subject to rejection.

8. Offer Validity

Validity Period: Bidders shall ensure that their offers remain valid for a period of 120 calendar days from the final submission date. Any proposal that does not meet this validity requirement may be disqualified.

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9. Clarifications and Questions

Deadline for Inquiries: Bidders may submit questions or requests for clarification in writing up to 7 days before the submission deadline. All inquiries shall be directed to: generals@memr.gov.jo With a copy to Eman.Awad@MEMR.gov.jo & Hana.alzubai@memr.gov.jo

Responses and Addenda: Responses to relevant inquiries will be consolidated and communicated to all Bidders in the form of written addenda published via the dedicated RFP email. Such addenda shall become part of this RFP.

10. Ethical and Legal Compliance

Adherence to Laws and Anti-Corruption: All Bidders must comply with the applicable laws and regulations in The Hashemite Kingdom of Jordan. Any form of bribery, corruption, collusion, or unethical conduct is strictly prohibited and will result in immediate disqualification.

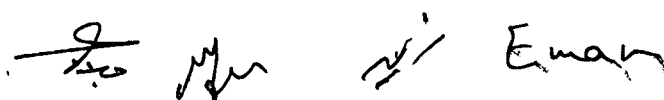
Conflict of Interest Declarations: Bidders shall disclose any actual or potential conflicts of interest. Failure to do so may lead to rejection of the proposal and/or termination of any subsequent contract.

11. Miscellaneous Provisions

Right to Cancel: The Ministry of Energy and Mineral Resources reserves the right to cancel this RFP or reject any or all proposals at any time prior to contract award, without incurring any liability.

Governing Law and Dispute Resolution: This RFP and any resulting contract shall be governed by the laws of The Hashemite Kingdom of Jordan.

Confidentiality: All information provided in this RFP is confidential and must not be released to any third party without written authorization from The Ministry of Energy and Mineral Resources. Bidders shall maintain confidentiality throughout the process and after contract award.



Annex 1: Information Required from Bidders

Bidders may use their own formats when preparing and submitting documentation, provided all listed requirements are clearly and comprehensively addressed in the submitted materials:

1. Company Profile and Credentials

- Detailed overview of the company, including history, size, financial stability, and key areas of specialization.
- Organizational structure and global presence.
- If proposing a consortium, clearly state the Lead Consultant and provide one-page profiles for each partner.

2. Relevant Experience and Track Record

- Description of at least three (3) similar projects successfully completed in the past 10 Years covering the required natural gas value chain scope with comparable economics, including:
 - Project scope, client name, and project value.
 - Project duration and dates.
 - Description of specific services delivered and outcomes achieved.
 - Letters of recommendation or completion certificates from previous clients (preferably government entities or reputable international institutions).
- Include one national or regional gas/energy master plan or an equivalent strategic roadmap within the past five years..

3. Technical Capability

- Overview of in-house capabilities, including relevant software tools, analytical models, and databases proposed for use in the Gas Market Baseline Assessment and Gas Master Plan development.
- Methodology and approach clearly specifying analytical frameworks, modeling techniques, data collection tools, and methodologies for scenario planning, forecasting, and risk assessment.

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4. Proposed Team and Experience

- Details of the proposed project team, including organizational structure, key personnel qualifications, roles, and responsibilities naming core experts across upstream, midstream, downstream, regulatory, macro-modelling.
- Comprehensive CVs for all key personnel, clearly highlighting relevant experience in gas market analysis, gas master planning, infrastructure assessment, stakeholder engagement, and economic modeling.
- Proof of professional certifications and affiliations for the proposed project team, if applicable.
- Confirm ability to work in Arabic & English.

5. Project Methodology and Approach

- A detailed description of the methodologies and analytical tools to be employed, clearly demonstrating alignment with the project requirements outlined in the ToR.
- Outline of the bidder's approach to stakeholder engagement, including the identification, consultation process, and feedback integration strategy.
- Explanation of the proposed methodology for gas market forecasting, scenario analysis, and economic and financial modeling.

6. Proposed Work plan and Timeline

- A detailed project timeline with clear milestones and deliverables aligned with the provided six (6) month completion timeline.
- Identification of potential risks and challenges and mitigation strategies to ensure timely delivery of all deliverables.

7. Tools, Software, and Analytical Models

- List of proposed analytical tools, software, and models that will be utilized throughout the assessment.
- Evidence or references of previous successful application of these tools in similar projects.

8. Conflicts of Interest Declaration

- Statement of disclosure of any actual or potential conflicts of interest.
- Description of any previous or ongoing relationships or engagements with stakeholders relevant to Jordan's gas sector.

9. Additional Documentation (if applicable)

- Any other supporting documentation the bidder believes relevant to substantiate qualifications, experience, or technical proposal claims.

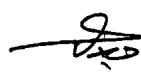


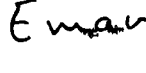
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All annex materials must be organized, clearly labeled, and cross-referenced with the main proposal narrative to ensure clarity and ease of evaluation.

Failure to adequately provide or substantiate any of the requested annex documentation could result in the disqualification or downgrading of the proposal during evaluation.

10. Instructions for Bidders

- All Bidders interested in bidding for this TOR shall comply with the Jordanian laws and regulations related to the bidding process.
- The Bidder shall provide a bid bond equal to 15000 \$ from a local Jordanian bank acceptable to the Government and shall be valid during the proposal validity. After the Contract signature, MEMR shall return the bid bonds to the unsuccessful Bidders. The conditions for losing and liquidating the Bid Bond are subject to the provisions of the Jordanian Regulations and Tendering Directives.
- Bidder shall submit three (3) separate documents; one for the technical proposal and one for the financial proposal. The third document is the Bid Bond (15000 \$) shall be submitted by the same time of the technical and financial proposals.
- The Bidders are expected to submit a Technical Proposal and one Financial Proposal as specified in the Terms of Reference TOR.
- The final evaluation and selection of the winning bid will be done in accordance with a composite formula covering the relative evidence of the technical and financial proposals as further explained.

- For accounting and evaluation purposes, Bidders are requested to submit itemized prices inclusive of all costs, fees, taxes and other expenses according to the Jordanian laws and regulations.
- Proposals are binding to the Consultant for period of (120) days from the date of submission.
- The Bidder is requested to submit confirmed and documented information and references for all similar Services and staff resumes that will be involved in the Services.
- The successful bidder shall submit a Performance Guarantee of 10% of tender price issued or endorsed and ratified by a local bank operating in Jordan, as insurance for the consultant's fulfilment of his contractual obligations before releasing his submitted Bid Bond.

Bidders shall bear all costs associated with the preparation and submission of their

11.1. Joint venture:


While preparing the Technical Proposal, Consultants must give particular attention to the following: (a) If a Consultant considers that it may enhance its expertise for the assignment by associating with other Consultants in a joint venture or sub-consultancy, it may associate with other Consultant(s) if so indicated in the Data Sheet. A Consultant must first obtain the approval of the Client if it wishes to enter into a joint venture with another Consultant(s). In case of a joint venture, all partners shall be jointly and severally liable and shall indicate who will act as the leader of the joint venture. If member of a joint venture withdraws, the Client has the right to reject the submitted proposal.

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12. Delay:

1. If the consultant does not fulfill his obligations to complete all the studies services required in this contract within the work period specified in the contract, and is late in submitting the drawings and tender documents, the consultant shall pay a fine of 150\$ of the accepted contract value for each day of unjustified delay. This amount shall be deemed due to the employer whether or not he has suffered material damage as a result of the delay. The employer shall have the right to deduct this amount from the consultant's entitlements, guarantee, or retentions. For the purpose of determining the value of the fine, the total period of the entire contract work and the delay incurred shall be deemed to be the same, not for each phase separately.

2. The maximum penalty shall not exceed 15% of the accepted contract value.

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Bid Bond Form

Ministry of Energy and Mineral Resources

P.O. Box 140027

Amman, Jordan

Bid Bond Form

In Respect of Consulting Services for the Procurement of Consulting Services
(Firms) for Tender No. (7/M/WORKS/2025)

By this bid bond we []

Whose address is []

Hereby guarantee Messer []

of []

And hold at our disposal the sum of ----- (\$ -----) a total period of (120)
days.

This bid bond shall be free of interest and payable in cash on your first written
demand without contestation made within a period of [120] days from the final
date for the receipt of Tenders.

This Proposal Security should be returned to us upon its expiry or upon fulfilment
of our undertaking whichever is earlier.

Authorized Signatories

(To be issued by a local registered bank)

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