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Terms of Reference

Solar power plant Morava

Project documentation

Component A

WB28-SRB-ENE-02

September 2023

Issue and revision record

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Synopsis

Grant title	Development of the project documentation for the solar power plant Morava
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ToR Consultant	Deutsche Gesellschaft für Internationale Zusammenarbeit (GIZ) GmbH, in consortium with Mott MacDonald Romania
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<i>*This designation is without prejudice to positions on status, and is in line with UNSCR 1244/1999 and the ICJ Opinion on the Kosovo declaration of independence.</i>	

Abbreviations

Abbreviation	Meaning
CBA	Cost-Benefit Analysis
EBRD	European Bank for Reconstruction and Development
EPS JSC	Electric Power Industry of Serbia
ESIA	Environmental and Social Impact Assessment
FS	Feasibility Study
GAF	Grant Application Form
GFC	Gross Final Energy Consumption
IFI	International Financial Institution
IFICO	IFI Coordination Office
IRR	Internal Rate of Return
MEI	Ministry of European Integration of the Republic of Serbia
MoF	Ministry of Finance of the Republic of Serbia
MoME	Ministry of Mining and Energy of the Republic of Serbia
NIPAC	National IPA Coordinator
PFS	Pre-Feasibility Study
PIU	Project Implementation Unit
RES	Renewable energy sources
SRB	Serbia
ToR	Terms of Reference
WBIF	Western Balkans Investment Framework

1 Background

1.1 Introduction

This document describes the Terms of Reference (ToR) for the Technical Assistance required for the development of the project documentation for the solar power plant Morava ('the assignment').

These ToR concern the Western Balkans Investment Framework (WBIF) Grant Application WB28-SRB-ENE-02, which was approved in January 2023. The total WBIF grant is €830,000.00 (excluding fees). The expected duration of the assignment is up to 36 months.

The following main deliverables will be provided under this assignment:

- Pre-Feasibility Study with General Design;
- Conceptual Design;
- Feasibility Study with Preliminary Design, including Cost-Benefit Analysis and Land Remediation Design Document;
- Environmental and Social Impact Assessment Study including Stakeholder Engagement Plan;
- Design for Building Permit;
- Tender dossiers for the Design and Build contract;

The project is fully in line with the Economic and Investment Plan for the Western Balkans Priority 'Investing in clean energy' and the EU energy policy, as well as WBIF objectives: transition from coal to sustainable and clean energy, diversifying energy sources, improve the security of supply, just-transition approach. This Project is aligned with the national strategies and policies (National Energy and Climate Plan of the Republic of Serbia (June 2023), Law on the Use of Renewable Energy Sources, 2021 with amendments (2023), Plan for the Development of Energy Infrastructure and Energy Efficiency Measures until 2028 with projections until 2030) of Serbia to develop new renewable energy. Also, the Project supports the EU climate change initiatives and the Paris agreement.

Due to the limitations of contract duration of IPF consultants, the assignment has been split in two (2) components, Component A and Component B. Component A covers the development of the Pre-Feasibility Study with General Design, Component B covers all other activities. The expected duration of Component A is 8 months and the budget is €130,000 (excluding implementation fee).

This document has been prepared by the IFICO Consultant in accordance with the tasks associated with Activity/Result 1.4 'Draft terms of reference/sub-project scopes for sub-projects to be assigned to IPFs for implementation including sector studies in the priority areas as defined above' of the contract 'Horizontal Coordination Support under the Western Balkans Investment Framework – International Financial Institutions Coordination Office (IFICO 4)'.

1.2 Existing situation

1.2.1 Project description

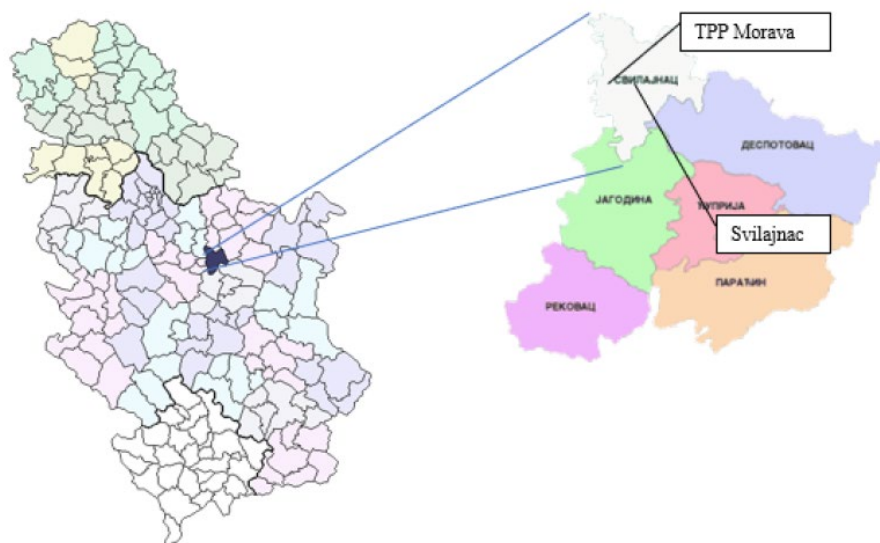
This Project is aligned with the national strategies and policies (National Energy and Climate Plan of the Republic of Serbia (June 2023), Law on the Use of Renewable Energy Sources, 2021) of Serbia to develop new renewable energy. Also, the Project supports the EU climate change initiatives and the Paris agreement, according to National Renewable Energy Action Plan and Action Plan for energy efficiency of the Republic of Serbia in terms of share of consumption coming from renewable energy sources by 2030 and increasing energy efficiency, EPS JSC, for the purpose of fulfilling the obligations is focused on implementing generation capacities based on renewable sources of energy.

The energy sector of Serbia relies predominantly on fossil fuels (65%), hydropower (31%), other RES (4%), and was mostly in balance (last statistical data for 2021). The Republic of Serbia updated Nationally Determined Contribution (NDC) and increased ambitions of the Republic of Serbia to reduce GHG emissions by 33% by 2030 compared to 1990. Beside that Republic of Serbia is in the process of preparation National Energy and Climate Plan (NECP), with the aim to define the target for RES in 2030 and the process of energy transition. It means that it will define a new structure of energy sector with significant changes in the energy mix which will include significant share of electricity production from wind and solar power plants. Therefore solar power plant Morava will contribute around 5% to the share of electricity production from solar and share of RES in GFC as well as contribute to the target for GHG reduction.

This Project will develop the first photovoltaic power plant in EPS JSC, which will be built on the location of the thermal power plant and partially replace its operation, significantly improving the environmental conditions in the wider area of the site. The solar power plant Morava will be built in the Municipality of Svilajnac by improving the quality of life, strengthening energy stability and independence, reducing the negative impact of lignite as a non-renewable energy source, as well as reducing the CO₂ emissions, through the generation of clean, green energy in the country. The Project will facilitate a higher level of integration of renewable energy sources in the SEE region.

The location of the future PVPP Morava is in the wider area of the Svilajnac settlement and has an average annual energy value of global solar radiation on the horizontal plane of about 1314 kWh/m²

Figure 1: Geographic location of the project area



Source: GAF

The micro-location of the construction of the solar power plant Morava is shown below.

Figure 2: Micro location of the solar power plant Morava construction area



Source: GAF

Thermal Power Plant Morava (TPP Morava) is an existing thermal power and belongs to state-owned electricity utility Joint Stock Company Elektroprivreda Srbije - EPS JSC, with one block of 125 MW installed capacity, and it is one of the older and smaller thermal power plants in the EPS JSC, located on the right bank of the river Velika Morava near the town of Svilajnac. Thermal power plant - TPP Morava has been in operational mode since 1969 and uses lignite as a basic fuel for generation from open pit mine Kolubara (near city Lazarevac) and underground mine Resavica (around city Svilajnac). Started operating in the year of 1969, and participated with a share of 2% in the total national electricity generation. In 2020 TPP Morava produced 492 GWh of electricity and emitted 11.321 tonnes of SO₂, 1.443 tonnes of NO_x, 570.412 tonnes of CO₂ and 76 tonnes of particulate matters.

TPP Morava for cooling uses water from the Velika Morava river, has an open cooling system. The captured surface waters in 2020. was 65,966,000 m³/year and discharged return cooling water 63,972,000 m³ / year. Retention of ash and slag is achieved by constructing peripheral embankments. In total there are eight bunds (cassettes), of which I, II, III, IV, V and VI were biologically reclaimed (grass sowing, planting of fruit and other plants), a part of the cassette VI represents borrowing area for exploitation of ash for needs of cement plants, and cassettes VI and VIII are active and ash and slag are disposed there. In 2014 overflow reservoir system is built where drainage water from ash and slag landfill is collected and then returned by pump system into slurry station for further ash and slag transport. Content of substances affecting the soil quality around ash landfill in 2020, analysing ash and 17 soil samples taken from the landfill, were Cadmium ash 1.9, Chromium ash 27.7, Nickel 43.5, Lead 112.6, Copper 44.7, Zink 29.0, Mercury 0.2, Arsenic 11.3, Boron <0.1 (source: EPS JSC Environmental Report 2020).

The analysis of the conditions for the construction of PVPP at the ash sites of TPP Morava and TPP Kolubara A has been completed. For TPP Morava, a Preliminary feasibility study was done with the General Project for the construction of a solar photovoltaic power plant with a capacity of 9.9 MW at the ashes of Morava TPP as part of the Project. Through the Project, the total potential of PVPP construction on the site was also assessed and it amounts to approx. 45 MW. The maximal reasonable achievable PV plant capacity on the available land shall be checked/confirmed within the Feasibility Study.

The total area of the ash and slag landfill is about 45 ha. The dump contains 8 cassettes. Cassettes I, II and III are filled up to an elevation of 115 masl, cassette IV is filled up to an elevation of 113 masl, and cassettes V and VI up

to 112 masl, and are temporarily recultivated, while cassettes VII and VIII are active and their embankments are located at 115 masl or 111.5 masl.

Solar power plant Morava will be located in the wider area of the Svilajnac settlement and has an average annual energy value of global solar radiation on the horizontal plane of about 1314 kWh/m². The plant is expected to produce nearly 60 GWh of electricity annually and displace 70,000 tonnes of CO₂ annually.

The Development and Construction of solar photovoltaic Project Morava on the ash and slug disposal sites location belonging to the TPP Morava of total maximal capacity as much as possible on the given land (estimated but not limited to approx. 45 MW) will help Serbia in its green transition, since photovoltaic power plants have zero carbon dioxide emissions, where only the landfill area will be used for the PV system.

In summary, this project will help promote green transition, including investments in new green capacities for EPS JSC, increasing the production of clean renewable energy in the country and the region, which have a significant lack of capacities and a high degree of reliance upon lignite mining and generation. Furthermore, the successful implementation of this project will help the Republic of Serbia to reduce its reliance on ageing lignite-fired infrastructure and help the local community in Svilajnac to develop more sustainable practices. In addition, the project is aiming at the reduction of carbon dioxide, as well as greenhouse gas emissions and air pollution (dust particles reduction). Decarbonisation will bring for the society's well-being, environmental protection and social development, while facilitating access to green and affordable energy. Additional benefits are financial benefits for avoiding land remediation (EPS JSC has made long term reservation for land remediation which can now be relieved).

1.3 Institutional framework of the Project

Beneficiary country authority - the responsible ministry is the Ministry of Mining and Energy of the Republic of Serbia (MoME) who will oversee the project implementation. The entity that is/will be the beneficiary of the building permit(s) for the Project is the Electric Power Industry of Serbia (EPS JSC).

The Electric Power Industry of Serbia (EPS JSC) is a joint stock company whose main activity is electricity generation, trade and supply. The founder and sole owner of EPS JSC is the Republic of Serbia, while the founder's rights are exercised by the Government of the Republic of Serbia. The bodies of the Electric Power Industry of Serbia are the JSC Assembly, the Supervisory Board and the Executive Board. The JSC Assembly is appointed by the Government of the Republic of Serbia. The Supervisory Board is appointed by the JSC Assembly. The Executive Board is appointed by the Supervisory Board. The Executive Board has seven Executive Directors (one of which is the General Director). At the moment, EPS JSC has 20.000 employees. EPS JSC has experience in managing large power infrastructure investment projects and their preparation. EPS JSC invests in the modernisation of generation, revitalization of power plants and environmental protection towards income increases and more successful business operations.

The Ministry of Mining and Energy of the Republic of Serbia (MoME) is responsible for the state affairs regarding the energy sector in Serbia. The Ministry's scope of work includes: energy; energy policy and planning of energy development in the field of electricity, natural gas, crude oil and petroleum products, and energy balance of the Republic of Serbia. The Ministry is also responsible for state affairs in the field of mining. Ministry is in charge of the implementation of the Serbian Energy Law and the Law on Efficient Energy Use.

The Ministry of Finance of the Republic of Serbia (MoF) performs public administration tasks related to the state budget; determining the consolidated balance of public revenue and public spending; system and policy of taxes, tariffs and other public revenue; public expenditure policy; management of available public funds of the Republic of Serbia; public debt and financial assets of the Republic of Serbia.

The Ministry of European Integration (MEI) is headed by the National IPA Coordinator (NIPAC). MEI Department for Planning, Programming, Monitoring and Reporting on EU Funds and Development Assistance is NIPAC Technical Secretariat. Serbian NIPAC coordinates processes related to the WBIF in cooperation with relevant ministries of the Government of Serbia, other NIPAC bodies in the Western Balkans, international financial institutions (IFI) and bilateral donors participating in the WBIF.

For implementation of the Feasibility study, ESIA and technical documentation, EPS JSC intends to establish and delegate responsibility to a team for coordination of the studies and technical documentation, which will coordinate all works related to the studies and technical documentation, in coordination with the Project Consultant. The tasks of the team for coordination of the studies and technical documentation include – among others – management of the studies and technical documentation, input data provision, site visit, definition of variants, concepts and analytical methodologies, detailed review of deliverables, the financial management of works, providing all required licences and permits in regard to environmental national and EBRD procedure and national regulation.

For the Project implementation phase, EPS JSC will establish and delegate responsibility for the implementation of the project to a Project Implementation Unit (PIU), which will be set up for the purposes of managing the Project. PIU will coordinate all Project-related activities, in coordination with the Project Engineer. An external Project Engineer will be hired to provide support with the entire project tendering, procurement, implementation, monitoring and reporting. In addition, the EBRD's in-house technical expert and project implementation advisor will be supporting the PIU in the review of tender documentation including technical requirements and overseeing the procurement process. Project Implementation Unit will be composed of the following members: Project Manager, Deputy Project Manager, Environmental Engineer, Civil Engineer, Electrical Engineer, Mechanical Engineer, SCADA Expert, Financial Expert, Legal Expert and Urban Planning Expert.

The Steering Committee will consist of members from EPS JSC, relevant Ministries, representatives of the EBRD, KfW and EU delegations.

1.4 Objective

This Project will develop the first photovoltaic power plant in EPS JSC, which will be built on the location of the thermal power plant and partially replace its operation, significantly improving the environmental conditions in the wider area of the site. The solar power plant Morava will be built in the Municipality of Svilajnac, by improving the quality of life, strengthening energy stability and independence, reducing the negative impact of lignite as a non-renewable energy source, as well as reducing the CO₂ emissions, through the generation of clean and green energy in the country. The Project will facilitate a higher level of integration of renewable energy sources in the SEE region.

In view of this and further social development, scaling-up electricity generation without additional emissions or retaining the existing generation with decreased emissions is accomplished. In this way, goals set out by the Kyoto Protocol and obligations undertaken by the Republic of Serbia may be achieved, while also supporting the Paris Agreement adopted in late 2015. All this helps to achieve a clear and practical commitment to sustainable development and reduce environmental pollution.

Key objectives of the project:

- 1) increasing RES generation,
- 2) rehabilitation of the ash deposit site,
- 3) avoiding to utilise other lands as agricultural land,
- 4) diversifying generation mix,
- 5) reducing fossil fuels dependence,
- 6) enable jobs for the workforce in Project realization and future development rollout,

- 7) contribution to increasing energy security (source: GAF).

Key Assignment objectives:

- 1) Development of investment-technical documentation for PVPP Morava 45 MW
- 2) Develop bankable project documentation and achieve the Project ready-to-Built stage

Socio-Economic Objectives:

- Employment generation;
- Reduction of air pollution - renewable energy deployment will influence environmental and health-related well-being of the population, through the reduction of approximately 70,000 tonnes of carbon dioxide emissions annually, reduction of sulphur dioxide of more than 4,500 mg/Nm³, nitrogen oxides of 500 mg/Nm³, particulate matter 37 mg/Nm³, increasing the share of renewable energy sources from solar energy, will bring for a transition towards a green economy;
- Environmental protection. Reuse of land devastated by thermal power plant activities.

On the macroeconomic level, increased electricity generation contributes to the strategic goals of energy security and thus makes Serbia less import-dependent, while expanding its export capabilities. This is important given the background of recently very volatile power markets and Serbia's need to import unforeseen high amounts of electricity at extremely high prices since last winter, putting financial strain on EPS JSC and adding to Serbia's trade balance deficit.

1.5 Purpose

The purpose of the activities described in this ToR is to provide the Beneficiaries with the necessary support for developing the Pre-feasibility Study with General Design, Conceptual Design, Feasibility Study with Preliminary Design, including Cost-Benefit Analysis and Land Remediation Design Document, Environmental and Social Impact Assessment Study including Stakeholder Engagement Plan, Design for Building Permit and Tender dossiers for the Design and Build contract.

1.6 Results to be achieved by the Consultant

Results of the project which should be fulfilled, which are however not the sole responsibility of the Consultant are as follows:

- Pre-feasibility Study with General Design to define key requirements for planning documentation as well site investigation requirements
- Location conditions obtaining on base of the Conceptual Design
- State Revision Committee approval of Feasibility Study with Preliminary Design
- EBRD approval of ESIA
- Technical Review approval of Design for Building Permit and issuance of Building Permit
- Tender dossiers acceptance

2 Assumptions and risks

2.1 Assumptions underlying the assignment

For the implementation of the above in a timely and effective manner, the following assumptions are made:

- Full commitment and support of the key project stakeholders associated with the project implementation;
- Full information on the local legislative and regulatory framework in Serbia is available to the Consultant;

- Free access to available and sufficient detailed information;
- MoME and EPS JSC will undertake their obligations concerning the availability of existing documentation etc. in a timely fashion consistent with overall project timelines;
- Project Beneficiaries fulfil their obligations as due and consistent with the overall timelines of the Project;
- Compliance of stakeholders to the timelines for comments and their participation/contribution in/to the project activities;
- Collaboration and exchange of information/data with other relevant stakeholders;
- MoME and EPS JSC shall provide and ensure access to all available and relevant data/information, maps, legal and technical documents, etc., at no cost to the Consultant.

2.2 Risks

The following risks are identified in the implementation of the assignment:

- Financial, economic, and legal risks during all project phases;
- A shift of priorities of Serbia to other investment projects;
- An adverse change in the energy strategy and regulatory approach;
- New/revised national legislation imposing changes in design or construction methods, or equipment specifications;
- Delays in data/information provision from MoME, EPS JSC;
- Lack of cooperation between all the stakeholders involved in the assignment;
- Delays in responses and other contributions from MoME, EPS JSC foreseen in the Project Implementation Plan;
- Delays in decision-making caused by the official procedures for approval of the project's deliverables;
- Global economic, financial, and health crises (such as the latest coronavirus pandemic) effects.

To mitigate the above risks and receive information on new developments, the Consultant should regularly report on the progress achieved to the key stakeholders and inform the ministries of any unclear matters as due.

3 Scope of the work

The scope of this assignment is a preparation of the set of studies and technical documentation for the solar power plant Morava which include: Pre-feasibility Study with General Design, Conceptual Design, Feasibility Study with Preliminary Design, including Cost-Benefit Analysis and Land Remediation Design Document, Environmental and Social Impact Assessment Study including Stakeholder Engagement Plan, Design for Building Permit and Tender dossiers for the Design and Build contract.

Technical documentation, described under this ToR (Pre-feasibility Study with General Design, Conceptual Design, Feasibility Study with Preliminary Design, Land Remediation Design Document, Design for Building Permit), shall be prepared according to the Law on Planning and Construction of the Republic of Serbia. Where applicable all licences shall be in place. The relevant licenses include all company's licenses as well professional designer's licenses for design of the large scale photovoltaic plant and its connection to the infrastructure.

The technical documentation covered by this ToR shall be delivered to EPS JSC in electronic form, digitally signed by the Consultant in accordance with the relevant national legislation and in hardcopies as defined under this ToR for particular deliverables.

EPS will undertake project development activities not financed from TA WBIF. These activities include investigations, preparation of the Transmission Grid Connection Study, preparation of spatial planning documentation, preparation of the Environmental Impact Assessment Study, technical review of the Design for

Building Permit. It is necessary to harmonize the dynamics of the activities of the Consultant and the activities of EPS JSC. It is necessary to have two-way communication and coordination and exchange of information between EPS JSC and the Consultant.

The assignment is expected to be carried out in two phases as further detailed under Sections 3.1 and 3.2

This section of the ToR describes the overall scope of the activities that must be implemented in this assignment.

3.1 PHASE 1 – Pre-feasibility Study and Feasibility Study with Technical Designs

3.1.1 Activity 1: Inception

The expected duration of this activity is 1 month. As part of this activity, the Consultant shall carry out the following tasks:

Task 1.1: Kick-off meeting, coordination and agreement on the assignment with the key stakeholders.

Task 1.2: Organisation of the assignment's inception (logistics, content, work plan, etc.) so that subsequent activities can run smoothly. Mobilisation of the team of experts.

Task 1.3: Review background information to become fully familiar with the documentation available. Perform a thorough assessment of these ToR and of the actual situation at the start of the implementation period, and suggest necessary amendments, as appropriate.

Task 1.4: Prepare and agree with the IFI (EBRD), EPS JSC and MoME on the table of contents for the reports that must be provided under this assignment, requirements for the deliverables prepared under the ToR, approval procedure and the number of copies of such reports.

Task 1.5: Conduct an intensive data collection process to promptly determine existing gaps in the information needed for the tasks of this assignment. The Consultant must collect all the available information needed for a comprehensive overview of the existing situation and identification of potential constraints to carrying out the tasks of this assignment.

Task 1.6: Prepare the Inception Report, which should include an appraisal of documents reviewed and reports on discussions with counterparts. The report should summarise the existing situation and provide a detailed plan of work, tasks' allocation, timings, constraints and obstacles, and detailed resource utilisation forecasts. It should also include the indicative table of contents of all deliverables prepared under the ToR and reports that must be provided under this assignment.

Output activity 1: Inception Report

3.1.2 Activity 2: Development of the Pre-Feasibility Study with General Design

The consultant shall prepare the Pre-Feasibility Study with General Design which is a baseline document for defining the Conceptual Design. This document should determine the spatial, ecological, social, financial, market and economic justification of investments for variant solutions defined by General Design.

The development of the Pre-Feasibility Study with the General Design is a requirement of the national legislation, so it needs to be developed in line with the Law on the Use of Renewable Energy Sources 2022 (and amendments, 2023), the Law on Planning and Construction ("Official Gazette of RS", No. 72/2009, 81/2009 - corrected, 64/2010 - CC decision, 24/2011, 121/2012, 42/2013 - CC decision, 50/2013 - CC decision, 98/2013 - CC decision, 132/2014, 145/2014, 83/2018, 31/2019, 37/2019 - other laws, 9/2020 and 52/2021) and relevant by-laws. (Rulebook on the content and extent of the preliminary work, pre-feasibility study and feasibility study (Official

Gazette of the RS, No. 1/2012) and Rulebook on Content, Method and Manner of Development and Performing Review of the Technical Documentation According to Class and Intended Use of the Structure (Official Gazette of the RS No.73/2019).

The Pre-feasibility Study shall determine, in particular, the spatial, ecological, social, financial, market and economic justification of the investment for the variant solutions defined by the General Design, on the basis of which the planning document is adopted, as well as the decision on the justification of investment in previous works for the Conceptual Design and the preparation of the Pre-feasibility Study.

The General Design should contain data on:

- the macro location of the object;
- the general disposition of the facility;
- the technical-technological concept of the object;
- the method of providing the infrastructure; possible variants of spatial and technical solutions from the point of view of fitting into the space and optimum sustainable yield of power plant;
- Possibilities of connection to the electrical energy system: Variant solutions should take into account the current legislation, the legislation whose adoption is ongoing, the processes of changing the ownership of facilities in the electrical energy system near the plant, as well as the potential phasing of the construction of the power plant, conditioned by the connection of the power plant to the electrical energy system.
- Variant technical solutions, possible variants of technical solutions from the point of view of the electricity market and simulation of hourly prices on the electricity market.
- natural conditions; environmental impact assessment;
- engineering-geological-geotechnical characteristics of the terrain from the aspect of determining the general concept and justification of the construction of the facility;
- investigative works for the development of a preliminary design;
- protection of natural and immovable cultural assets;
- functionality and rationality of solutions.

The General Design shall contain an investigations program for the development of a Preliminary Design,

Based on investigation program EPS JSC shall prepare the Investigative Works Design with performed technical review and execute the Investigative Works.

EPS JSC Investigations shall include but are not limited to: solar power plant earthquake impact, remediated terrain stability (SPP slopes and foundations stability), ash landfill remediation (geochemical investigations, mineralogical and petrological investigations), environmental impact assessment (geochemical investigations of ash, soil and water).

The results of Investigative Works shall be presented within the Report (provided by EPS) with the technical review performed, which shall present the base for development of the Preliminary Design.

The Investigative Works Design, the Report and the technical review shall be performed according to the relevant Law on Mining and Geological Investigations (Official Gazette RS, no. 101/2015, 95/2018 and 40/2021) and by-laws by a legal entity registered to perform such activities in Serbia.

The General Design is prepared for the purposes of the Pre-feasibility Study in accordance with Article 113 of the Law on Planning and Construction and is subject to revision (expert review), in accordance with Article 131 of the Law on Planning and Construction. The Consultant shall take into account the remarks to the Pre-feasibility Study and the General Design provided by the Revision Committee of the Ministry in charge for construction.

The General Design is also prepared for the purposes of the Spatial Planning documentation preparation, and as such shall contain sufficient details which would allow completion of the Spatial Planning document (e.g. contains details of cadastre lots and facility coordinates etc.)

The Pre-feasibility Study shall particularly include the following:

1. Introduction
2. Analysis of the existing situation
3. Market aspects - analysis and projections
4. Presentation of technological and technical solutions in the General Design
5. Procurement market analysis
6. Spatial aspects
7. Preliminary environmental impact assessment
8. Financial analysis and assessment
9. Socio-economic analysis and assessment
10. Preliminary analysis of funding sources and financial obligations
11. Preliminary analysis of organizational and staffing potentials
12. Conclusion about the prefeasibility study

During development of the Pre-Feasibility Study and the General Design EPS JSC plans to initiate investigations (geodetic, geological), as well as to develop Phase 1 of the Transmission Grid Connection Study (TGCS) and prepare the Spatial Planning documentation.

Output activity 2: Pre-Feasibility Study with General Design

Result: Defined key requirements for planning documentation as well site investigation requirements

3.1.3 Activity 3: Development of the Conceptual Design

The Conceptual Design should be developed based on a variant solution defined by the General Design and adopted Spatial Planning documentation.

Based on the Conceptual Design, Location Conditions would be issued.

Location Conditions are issued by the Ministry in charge of construction, based on the Spatial Planning documentation and the Conceptual Design.

The conceptual solution is an integral part of the Location Conditions, i.e. the conditions for design and connection, only with regard to the essential elements on the basis of which those location conditions were determined, while the other details presented are non-binding in the further elaboration of the technical documentation, which is an integral part of the Design for Building Permit i.e, the Preliminary Design.

The Conceptual Design is a national legislation requirement and should be developed in accordance with the national laws and by-laws.

Output activity 3: Conceptual Design

Result: Location conditions obtaining on base of the Conceptual Design

Note: The Consultant is not responsible for permitting process within and beyond the deadline prescribed by the Law. For avoidance of doubt, the Consultant is responsible for the Conceptual Design quality and must rectify any

comments provided by the authority. Should this take longer than foreseen the Consultant shall adapt the planning of the activities to make sure these inputs are taken on board in the final deliverables.

3.1.4 Activity 4: Development of the Feasibility Study with Preliminary Design

A Feasibility Study with the Preliminary Design, including a Cost-Benefit Analysis and Land Remediation documentation determines, the spatial, ecological, social, financial, market and economic justification of the investment for the chosen solution. Its development will follow the procedure established by national legislation, i.e. Law on the Use of Renewable Energy Sources 2022 (and amendments, 2023), the Law on Planning and Construction, Rulebook on the content and extent of the preliminary work, pre-feasibility study and feasibility study (Official Gazette of the RS, No. 1/2012) and Rulebook on Content, Method and Manner of Development and Performing Review of the Technical Documentation According to Class and Intended Use of the Structure (Official Gazette No. 73/2019).

The Specific Scope of the assignment includes the following:

- Verify the need for investment in the Project by preparing an independent technical, economic, financial, and socio-environmental Feasibility Study report in accordance with the best international standards;
- Identify and review the relevant laws, regulations and approvals applicable to the Project including for its preparation, implementation and operation.
- Assess alternative and/or complementary technical options for achieving the objectives of the Project; Options should be analysed according to the EU best practice.
- Confirm the preferred solution that meets best international practice, and is compliant with the relevant national legal and regulatory requirements, as well as EU and EBRD requirements;
- Assess Project's implementation and other major risks and recommend mitigation/elimination actions, where possible;
- Assess and confirm the anticipated investment costs (CAPEX) broken down by year of implementation; operating costs (OPEX), electricity production estimates and revenues, based on previously conducted market analyses and projections of electricity price over the Project's useful life;
- Prepare and analyse the current financial and operational performance of EPS JSC, and analyse the budget
- Prepare financial projections including an economic cost-benefit analysis ("CBA") of the Project, including IRR and EIRR, in order to confirm the economic and financial viability of the Project; Financial sustainability of the project must be assessed considering the recommendations of the Guide to Cost-Benefit Analysis of Investment Projects (the EU cohesion policy legislation for 2014-2020)¹, as well as new Economic Appraisal Vademecum 2021-2027 *General Principles and Sector Applications*².
- Develop and prepare a procurement and implementation strategy with a detailed procurement and financing plan as well as a detailed Project Implementation Plan (PIP) showing all necessary tasks and respective responsible parties, including external ones, like state or local authorities (permits/approvals etc.), as relevant, Bank's no-objections / approvals, etc; PIP will ensure that the Project is implemented in the fastest and most efficient manner.
- Provide a Feasibility Study Report to the standard required by the EBRD in relation to the financing of international projects of this nature.

The Consultant shall review and assess grid capacity at the interconnection point to absorb generated energy in case of delayed disconnection of thermal power. The review has to be based on data provided by the client and publicly available data.

¹ EU Commission, 2014

² EU Commission, 2021

Preliminary Design

Preliminary Design is used to further elaborate the planned concept of the facility, in accordance with Location Conditions. Compliance of the Preliminary Design with the Conceptual Design is mandatory only with regard to the essential elements on the basis of which the location conditions, respectively the conditions for design and connection are determined (depending on the type of object, or works, e.g.: purpose, horizontal and vertical regulation, location on the plot, access to the plot, number of functional units, capacity and method of connection to communal and other infrastructure, etc.).

Preliminary Design shall be prepared according to Report on executed Investigation Works with technical review performed (to be provided by EPS JSC).

In case that the Consultant considers that additional investigations are necessary for preparation of the Design for Building Permit, the Consultant shall prepare the additional investigation program (as part of Preliminary Design) to be implemented during the preparation of the Design for Building Permit.

Based on eventual Additional investigation program EPS JSC shall prepare the Additional Investigative Works Design with performed technical review and execute the Additional Investigative Works. The results of Additional Investigative Works shall be presented within the Report (provided by EPS) with the technical review performed, which shall present the base for development of the Design for Building Permit.

Using the data collected, the Consultant shall propose suitable solar PV technologies and use them to develop preliminary plant design layout drawings and technical specifications for subsequent use.

Based on the preliminary plant design, the Consultant shall perform an independent solar resource assessment for the Project site, comparing the technical characteristics of the databases available for the Project location and selecting a suitable dataset for their independent yield analysis, substantiating their selection. The EYA shall include estimated losses and uncertainties and provide long-term energy yield projections at P50, P90 and P99 levels calculated for 1-, 10- and 20-year uncertainty periods.

The Consultant shall consider the impact of climate change in the development of the layouts, designs, proposals and specifications for proposed equipment in order to ensure that the Project will be resilient to the impacts of future changes in precipitation and ambient temperatures and capable of maintaining reliable operation and performance.

The Consultant shall assess available solar PV technologies that may be used for each of the following components of the Project: solar PV modules, trackers, inverters, transformers, switchgear, meters, and balance of plant components.

The Consultant shall provide a Preliminary Design Layout and technical specifications for the Project that include the following items:

Site plans and layouts;

- Electrical single line diagrams (SLDs);
- Instrumentation and control systems;
- Major equipment list with sizing;
- Major equipment specifications; and
- Plant cost estimation (implementation and operation).

The Preliminary Design is prepared for the purposes of the Feasibility Study from Article 114 of the Law on Planning and Construction and is subject to revision (expert review - the Revision Committee). The Consultant shall take into account the remarks on the Feasibility Study and the Preliminary Design provided by the Revision Committee of the Ministry in charge for construction.

Land Remediation Design

The Consultant shall develop the Land Remediation Design in line with the Law on Environment Protection (Official Gazette RS, 135/2004, 36/2009, 36/2009, 72/2009, 43/2011, 14/2016, 76/2018, 95/2018 i 95/2018) and in accordance with the Rulebook on methodology for developing sanitation and remediation projects (Official Gazette RS, 74/2015), as well as the Law on Planning and Construction. The Design is subject of revision (expert review). The Consultant shall take into account the remarks to the Feasibility Study and the Preliminary Design provided by the Revision Committee of the Ministry in charge for construction.

The Land Remediation Design should contain at a minimum the following:

- Data on the holder of the rehabilitation and remediation project;
- Data on the pollutant;
- Description of the activity performed by the polluter;
- Description of the contaminated site;
The description should include, in particular, the geographical position of the location (macro and micro-location) and a copy of the plan of the cadastral parcels on which the project is planned (with a drawn layout of all facilities), climatic characteristics of the area, data on the area and purpose of the location, data on production and other activities, type and amounts of dangerous and harmful substances on and around the location covered by the pollution, presentation of pedological, geomorphological, geo-mechanical, hydrographic, hydrogeological and seismological characteristics of the terrain, etc.;
- Data on the state of the environment at the location, that is, the complex and the wider environment before the contamination;
- The state of the environment and the wider environment of the location before the contamination, contains professional processing and interpretation of the results of the environmental substrate test, if it was carried out at the location in question or the immediate wider environment. Test results from the previous period can be used to assess the state of the environment before the pollution occurred and for comparison with the results obtained after the pollution occurred;
- Data on the pollution history of the location;
The data on the circumstances that led to the pollution are presented and contain, in particular:
 - description of events, purposes, activities, occurrence of accidents and other circumstances that led to pollution;
 - presentation of types and amounts of toxicological and ecotoxicological characteristics of discharged pollutants;
 - Time course and spatial distribution of pollution;
 - Presentation of the measures taken so far to stop the further spread and clean up the pollution.
 - Determination of signs that may indicate the presence of contamination.
- Data on the previous examination of the state of the environment and expert opinion and field research and tests;
Field research is carried out by direct insight into the condition and circumstances on the ground and by conducting target tests. During field research, new, supplementary and previously known data on the location, environment, circumstances that led to the contamination, the spread of contamination and other specifics important for the development of rehabilitation and remediation projects are collected and checked;
- Quantities and concentrations of hazardous substances at the site and their impact on the environment;

- Project solution for rehabilitation and remediation, with measures and activities, developed according to priorities, presentation of the main alternatives that were considered and an action plan for the implementation of rehabilitation and remediation.

The Project design solution should contain in particular:

1. presentation of the proposed rehabilitation and remediation solution,
2. comparison of variants in terms of the remedial procedure and presentation of the reasons for choosing the proposed solution,
3. description of the planned activities within the remediation procedure (physical, chemical or biological procedure or a combination of different procedures), i.e. their technological and other characteristics,
4. presentation of the environmental impact of the selected project,
5. the manner of dealing with the waste generated as a result of pollution and the applied remediation and remediation measures,
6. necessary resources and deadlines for carrying out the rehabilitation and remediation procedure.

CAPEX and OPEX Estimates

- Provide detailed budget estimates of capital costs (CAPEX) for each component of the Project, including inter alia costs of civil and structural works, supply and installation of panels, inverters, electrical equipment, other electrical equipment, cabling, transmission line/cable, auxiliary equipment and ancillary equipment, local taxes, licences, royalties, and engineering and project management fees. The Consultant shall base its estimates on collated information on unit costs of materials and equipment, cost of civil works, mechanical works, electrical works, transportation, labour costs etc. based on recent projects of similar scale and quality both internationally and in Serbia and the region;
- Provide a detailed estimate of operating costs (OPEX) and any interim capital expenditure associated with repairs to / replacement of equipment that would typically be expected during the useful life including estimates of, inter alia, expected labour costs including overheads, variable operating costs for consumables and spare parts, fixed operating costs for O&M management, administration, and overheads;
- Identify applicable local taxes and duties;
- Prepare overall Project budget estimates, separating foreign exchange and local currencies, including physical and price contingencies.

Financial and Economic Analysis with CBA

The Consultant shall carry out the following:

1. Financial analysis of the Beneficiary

The analysis of the financial capacities of the Beneficiary will be based on its latest official financial statements, as well as investment planning programmes and other strategic documents. P/L accounts, balance sheets and cash flow statements will be evaluated in detail, with special accent on business results, assets and liabilities, including the non-current assets.

2. Financial Cost Benefit Analysis

The purpose of this task is to confirm that the Beneficiary will have the financial capacity to fully support the short-term investment programme (the project) and to demonstrate the financial viability of the project.

For the selected project a full financial analysis shall be prepared, including:

- The financial model shall be prepared in MS Excel format using appropriate methodology of the latest Guide to Cost-Benefit Analysis of Investment Projects and Economic Appraisal Vademecum, Cohesion

Policy Project Appraisal 2014-2020 and 2021-2027, available at http://ec.europa.eu/regional_policy/sources/docgener/studies/pdf/cba_guide.pdf and https://ec.europa.eu/regional_policy/sources/docgener/guides/vademecum_2127/vademecum_2127_en.pdf

- The analyses will be performed for a 30 years operation period as suggested in the CBA Guides, by comparing differentiate impacts from the implementation of the project that is with project versus without project (reference scenario). The financial viability of the enterprises and the project shall be demonstrated by means of financial projections over the lifetime of the loan.
- The Consultant shall prepare the financial model, which will include all cost elements, such as capital cost and all associated operating and maintenance costs. Moreover, costs required as a prerequisite to realize the project should be included, such as feasibility studies, land purchase, approvals (permits), authorizations, design and engineering studies. These costs will be recorded in the year in which they occur. Taxes such as VAT should be included only if they are due and are a real cost to the body undertaking the investment. The purpose of the model is to determine a financing gap showing the need for granted finance from WBIF Fund. The model shall address the issue of tradable vs. non-tradable costs and fixed vs. variable costs.
- The depreciation is not a capital cost and should not be included in the discounted cash flow analysis; however, a provision for depreciation can be included in the tariffs to allow for the replacement of the infrastructure at some time in the future. Debt service costs will be shown but not be included as operating costs.
- The model shall be prepared to accommodate variations in the real exchange rate.
- The Bank will provide forecasts for inflation and exchange rates to be used by the Consultant.
- The Consultant will in agreement with the Bank and Beneficiary use the financial model to determine an appropriate tariff adjustment policy, which will ensure the financial viability of the enterprise and ensure that tariffs remain within affordable limits and that tariff increase- are with acceptable limits each year.
- The Consultant will determine how any change in tariff policy will affect households at different income levels, particularly those households in the lower income groups.
- In order to assess the affordability of the project the Consultant shall calculate the projected tariff affordability ratio and discuss the affordability of the assumed household and industrial tariffs
- Projections of income statement, balance sheet, and cash flow statement; including calculation of relevant indicators (collection period, working and operating ratios, debt service coverage ratio) in conjunction with affordability analysis. The projections shall be fully consistent with the long-term development plan and be based on prudent assumptions on the Beneficiaries' revenues and expenditures.
- Financial viability requires that the finances of the enterprise, including the financing plan for the project will be balanced at all times over the project execution period i.e. operational revenues and contributions must be sufficient to finance all operation and maintenance costs, debt service obligations etc. The financial IRR and debt service cover ratio for the bank's loan shall be calculated.

The financial analysis shall include a calculation and discussion of sensitivity to changes in key income and expenditure variables, including foreign exchange and interest rates, and assess the risks for the Beneficiary.

3. Economic Cost Benefit Analysis

The analysis of economic costs and benefits will be carried out in accordance with the Cost Analysis and Use of Investment Projects Guidelines, Economic Cohesion Policy Assessment Tool 2014 - 2022 from December 2014 (Guide to Cost-Benefit Analysis of Investment Projects, Economic Appraisal Tool for Cohesion Policy 2014-2022), available at http://ec.europa.eu/regional_policy/sources/docgener/studies/pdf/cba_guide.pdf, as well as with Economic Appraisal Vademecum available at https://ec.europa.eu/regional_policy/sources/docgener/guides/vademecum_2127/vademecum_2127_en.pdf.

The Consultant shall prepare the economic analysis, describing the economic impact of the projects in quantitative terms as far as possible. The results of the analysis shall be presented by using accepted indicators such as the economic internal rate of return, the net present value and the cost-benefit ratio. The Consultant shall in line with the CBA Guide create an insight in project benefits that justify the investment, such as environmental improvements, health benefits, economic benefits et cetera. Based on these benefits an indicative Economic rate of return is calculated, aimed at justifying an EU grant.

The Consultant shall prepare the economic model, which will include all cost elements, such as capital cost and all associated operating and maintenance costs corrected for the fiscal aspect and proper conversion factors.

The Consultant shall prepare an overview of benefits resulting from renewable energy production. The overview shall consist of a table presenting effects, relation of effects to economic factors, calculation of direct and indirect total economic benefits. The quantification of the benefits shall comprise factors such as operational efficiency improvements, energy savings, possible health situation improvements and other. For each type of benefit, the beneficiaries shall be identified, and benefits must be qualified for different beneficiaries. The model shall include a sensitivity and risk analysis concerning main economic indicators.

Expert judgement of the Consultant's team, benchmark economic data from other EU countries and discussion with the Beneficiary and EBRD shall form the basis for this task.

The socio-economic cost and benefit analysis must prove that the project is socio-economically viable, that its socio-economic benefits are greater than its socio-economic costs.

Procurement Plan

The Consultant will develop the draft procurement plan for the project, based on EBRD's Procurement Policies and Rules (PP&R). The procurement plan will determine the specific contract packages that will be tendered, when they must be delivered, what standards are needed, and which procurement and contracting procedure is most suitable for each contract.

Feasibility Study

The contents of the Feasibility Study are prescribed by the relevant by-law (Rulebook on the content and extent of the preliminary work, pre-feasibility study and feasibility study (Official Gazette of the RS, No. 1/2012). Based on this by-law, the Feasibility Study has 18 chapters.

The Feasibility Study and the Preliminary Design are subject to review and approval by the relevant authority. The Consultant shall take into account the remarks of the Review Committee of the Ministry in charge of construction to the Feasibility Study and the Preliminary Design.

Output activity 4: Feasibility Study with Preliminary Design, including Cost-Benefit Analysis and Land remediation document.

Result: State Revision Committee approval of Feasibility Study with Preliminary Design.

Note: The Consultant is not responsible for the State Revision Committee approval. For avoidance of doubt, the Consultant is responsible for the Feasibility Study and Preliminary Design quality and must rectify any comments provided by the Revision Committee. Should this take longer than foreseen the Consultant shall adapt the planning of the activities to make sure these inputs are taken on board in the final deliverables.

3.1.5 Activity 5: Environmental and Social Impact Assessment

ESIA is a baseline document for defining the environmental and social impact assessment based on the Preliminary Design. The document is subject to review and approval by the Bank. EPS will conduct an environmental impact assessment procedure according to Serbian Laws. Considering the impacts that will be determined by ESIA, a detailed plan for the involvement of project stakeholders, Stakeholder Engagement Plan will be made. EPS JSC Environmental and Social Action Plan (ESAP) is already done at a corporate level (2019). The resettlement plan is not foreseen to be done because the project location is within the existing thermal power plant Morava.

The objective of the E&S Assessment is to identify and assess the environmental and social impacts associated with the proposed Project, assess compliance with applicable laws and the EBRD ESP and PRs, determine the measures needed to prevent or minimise and mitigate the adverse impacts, and identify potential environmental and social opportunities, including those that would improve the environmental and social sustainability of the Project.

The assessment will cover, in an integrated way, all relevant direct and indirect environmental and social impacts and issues of the Client's operations, the Project and the relevant stages of the project cycle (e.g. pre-construction, construction, operation, and decommissioning or closure and reinstatement).

The Environmental and Social Assessment will also determine whether further studies are required, focusing on specific risks and impacts, such as climate change, human rights and/or gender.

Specifically, the Consultant will:

- Collect all the available environmental and social baseline data to identify the existing environmental status inside the Project area
- Identify existing and Project-related environmental and social impacts and risks; propose appropriate mitigation measures;
- Assess the impact of the Project on climate vulnerability assessment and identify climate adaptation measures;
- Describe and characterise a relevant environmental and social baseline commensurate with the risks posed by the current site operations and the Project;
- Carry out E&S Assessment and develop a draft E&S Assessment report in accordance with the Bank's requirements as defined in the ESP,
- Prepare a draft Stakeholder Engagement Plan and draft Non-Technical Summary (NTS) and a draft Environmental and Social Action Plan (ESAP);
- Identify if any additional studies will be required to cover relevant aspects in greater detail (e.g. resettlement, retrenchment, etc.). (Any such work will be commissioned under separate Terms of Reference); and,
- Finalise all documentation further to the EBRD, other lenders' (if involved) and Client's comments.

The E&S Assessment is to be carried out in accordance with:

- Applicable local, national and regional requirements, including those related to environmental and social impact assessments / EIAs and associated public disclosure and consultation requirements;
- The EBRD's ESP (2019) (and the incorporated Performance Requirements (PRs)), and relevant European Union (EU) requirements (including, but not limited to, the EU EIA Directive (as amended), IE Directive etc.);
- Requirements of other potential lenders, such as other International Financing Institutions (IFIs) and commercial banks adhering to the Equator Principles³; and,
- Relevant international conventions and protocols relating to environmental and social issues, as transposed into national legislation.

Review of available data and site visit

Following the review of available data, the Consultant will visit the site to obtain any supplemental information needed to complete the E&S Assessment.

Following the completion of the data review and site visit the Consultant will deliver a summary of key findings.

Environmental and Social assessment

Baseline Conditions

The E&S Assessment will include a review of the aspects of the physical, biological and socio-economic environment likely to be affected by the proposed Project. Indicative guidance on the contents of the overall assessment is provided in Annex 1.

Project Assessment

In accordance with the Bank's ESP (2019), the Consultant will analyse the potential environmental and social impacts and risks of the Project, as well as opportunities that the Project may provide, including infrastructure development (e.g. transmission line) and other associated facilities, for which the EBRD financing is being sought.

The E&S Assessment will include a review of the likely effects of the proposed Project on the physical, biological and socio-economic environment to provide identification and characterisation of potential E&S impacts, including beneficial (as well as adverse) impacts.

This review will be structured to include all relevant stages of the Project's life, e.g. construction, operation and maintenance, closure and decommissioning, and residual E&S impacts. Indicative guidance on the contents of the overall assessment is provided in Annex 1.

As part of the Project assessment, the Consultant will assess the energy savings and air pollution reductions pre- and post- investments to be made under the EBRD loan, using the EBRD's Greenhouse Gas Assessment Methodology⁴

Management of Impacts and Issues

For each identified adverse future impact, issue and/or risk, the Consultant will propose measures to avoid, minimise, mitigate or compensate for them. Actions required to ensure the standards list above shall be described in the ESAP.

³ Information on the Equator Principles is available at: www.equator-principles.com

⁴ <https://www.ebrd.com/documents/admin/ebd-protocol-for-assessment-of-greenhouse-gas-emissions.pdf>

The Consultant will provide a concise but comprehensive report of the overall Environmental and Social Assessment. The guidance for the report content provided in Annex 1 may be used to structure the report, but the Consultant is expected to use their professional experience to determine the final contents.

Stakeholder Engagement Plan

The Consultant shall prepare a draft Stakeholder Engagement Plan in compliance with the PR10. The scope and level of detail of the Stakeholder Engagement Plan will be scaled to fit the needs of the Project and the objectives of EBRD PR10. Following a review of the Project operations, the Consultant will propose a format best suited for the specific Project needs. Guidance for the contents of a Stakeholder Engagement Plan is provided in Annex 2.

The Consultant will prepare the Stakeholder Engagement Plan in English and once approved by the EBRD, translate the Stakeholder Engagement Plan into Serbian.

Output Activity 5: Environmental and Social Impact Assessment Study with Stakeholder Engagement Plan Non-Technical Summary and Environmental and Social Action Plan

Result: EBRD approval of ESIA

3.1.6 Activity 6: Design for a Building Permit

Design for Building Permit will be prepared for the purposes of obtaining a decision on the Building Permit in accordance with the by-law prescribing the content of the technical documentation in more detail.

Design for Building Permit is subject of Technical Review by a licensed design company from Serbia. The technical review will be organised and paid for by EPS JSC.

If prescribed by the Location Conditions, the Consultant shall prepare the Allotment Design subject to approval by the relevant authority in accordance with the Law on Planning and Construction. The Allotment Design is prepared for purpose of forming one or more construction lots on a larger number of cadastre lots, in the way and under the conditions that are determined by the Spatial planning document.

Output activity 6: Design for Building Permit

Result: Technical Control (appointed by EPS) approval of Design for Building Permit and issuance of Construction Permit

Note: The Consultant is not responsible for permitting process within and beyond the deadlines prescribed by the Law. For avoidance of doubt, the Consultant is responsible for the Design for Building Permit quality and must rectify any comments provided by the Technical Control or permitting authority. Should this take longer than foreseen the Consultant shall adapt the planning of the activities to make sure these inputs are taken on board in the final deliverables.

3.2 PHASE 2 – Tender documentation

3.2.1 Activity 1 – Preparation of Tender Documents

After completing the project documentation, the tender dossier for the procurement procedure for the Design and Build contract should be prepared.

The Tender Dossiers should be prepared for Construction works in accordance with the Public Procurement Legislation of the Republic of Serbia, if applicable, the EBRD Guide to Procurement, EU PRAG and the FIDIC conditions. All the Procurement documents will be presented to the EBRD for No-objection.

The Consultant shall prepare the full package of the tender documents using the appropriate EBRD Standard Procurement Documentation to be downloaded from ECEPP project's folder. To this end, the Consultant shall, *inter alia*:

- Assemble the technical requirements, specifications, drawings, and bills of quantities (BoQs) for the Tender Documents for the construction of the Project;
- Prepare all documents in accordance with the EBRD's standard tender documents for the procurement of works and relevant FIDIC conditions of contract, e.g. Yellow Book or Silver Book;
- Draft the Tender Documents for the Project for approval by EPS JSC and no-objection from the EBRD using the Employer's Requirements section developed under the above task and completing tendering procedures and contract condition sections as required and outlined in the EBRD's PP&R and applicable EBRD's guidance. The Tender Documents shall also include, *inter alia*, the following:
 - specific clauses in relation to the management of environment, social, health and safety risks;
 - the desired output specifications for the solar PV systems, performance warranties, and related parameters to be used to ensure desired performance;
 - the technical, commercial and financial parameters upon which tenderers will be evaluated and assessed;
 - any permits and approvals the contractor/s would have to obtain from the authorities; and
 - particular conditions of the contract reflecting the optimal risk distribution profile between the client and the contractor etc.;
- Finalisation of the Tender Documents incorporating comments as required.

The Consultant will prepare the Employer's Requirements, technical specifications and drawings as an integrated part of the tender documents.

Once drafted, the Consultant will submit the Tender Documents for the PIU / Client's approval who will then submit the agreed version to the Bank for their "no objection". The Consultant will be expected to incorporate any amendments required by the Bank within the period agreed with EPS JSC, which can be maximum 15 days (if otherwise agreed upon for specific outputs not agreed) in order to provide its "no objection" to the client.

Output activity 1: Tender documentation

Result: Tender dossiers acceptance

4 Logistics and timing

4.1 Location

The study area is located in the wider area of the Svilajnac settlement. An operational base will be established in Belgrade, with input from the Consultant's Head Office.

4.2 Start date and period of implementation

The intended start date is August 2023 and the period of implementation of the contract will be up to 36 months from the signing of the Consultancy Contract.

4.3 Communication

The main Beneficiary/Implementing entity is EPS JSC monitored by MoME. The Beneficiary shall nominate a Project Implementation Unit (PIU) for coordination and correspondence with the Consultant to provide support, feedback, and information to the Consultant's team. The PIU shall be able to communicate in English and be

dedicated to the assignment to ensure due cooperation. The composition of the PIU should be confirmed during the Inception period.

The PIU will coordinate all the activities, including the communication between the Consultant and other competent authorities and stakeholders. PIU will have the main responsibilities related to project implementation, project coordination, monitoring and reporting. All the activities will be carried out in close cooperation with the Head of the PIU. Regular monthly meetings will be held with the PIU and other relevant stakeholders to report on and discuss progress achieved, critical issues encountered, and other implementation aspects. Meetings will be organised by PIU and the Consultant. Minutes of meetings will be prepared by the Consultant and distributed to all participants. Ad-hoc meetings with the PIU and other representatives of the Beneficiary may also be needed.

The Team Leader of the Consultant will lead the assignment, and he/she will be responsible for the supervision of the team of experts, the progress of the assignment in accordance with the agreed plan of work, coordination with stakeholders, and reporting. The team of experts will hold meetings with stakeholders as agreed in the work plan and will keep them informed of the progress achieved and issues encountered in the implementation of the assignment. The team of experts will work and coordinate with the PIU to complete the work, develop a constructive relationship, and ensure an effective transfer of knowledge and competencies to the PIU.

5 Requirements

5.1 Staff

The Consultant will ensure that qualified experts and the necessary equipment are available to complete the activities of the assignment and achieve its overall and specific objectives in terms of time, costs, and quality.

The Consultant must propose a team capable to carry out successfully all aspects of the ToR with in-depth experience in executing similar assignments. The Consultant shall demonstrate his capability to mobilise enough skilled staff for the project activities within the allocated period of time including sufficient capacity to perform tasks in parallel for different sites at the same time. For this purpose, the Consultant is expected to include as part of the technical proposal a detailed work schedule and activity timeline, including staff number allocation, man hours, availability as well as their qualifications and experiences, including CVs of the proposed key staff and team members (CVs will be evaluated by EBRD and could be subject to scrutiny).

The Consultant will provide details on the organization of teams (including engineers and technicians). EBRD will assess the methodology proposed to achieve all the simultaneous tasks that have to be performed, in terms of quality and quantity of staff. After the Lead IFI has performed an initial review and given a provisional endorsement, the Beneficiary, line ministry and/or NIPAC should be informed and consulted.

The implementation of the assignment will require the services of a multi-disciplinary team comprising international and local consultants. An international firm of consultants with the local firm of consultants will be engaged for the assignment and is expected to procure the services of both international and local experts as appropriate.

It is expected that the services will require expertise and experience in, as a minimum and not limited to, the following areas:

- Feasibility studies for solar power projects;
- Civil design of foundations and structures for solar power projects
- Energy yield modelling and analysis for solar power projects;
- Electrical design;

- Engineering, design, specification and installation of equipment for solar projects, including a selection of panels, inverters, cabling, and transformers. Also, familiar with plant layout and space requirements for installation of equipment, ventilation and fire safety standards;
- Procurement and contracting for solar power projects in accordance with the IFIs procurement rules (preferably the EBRD's PP&R);
- Financial and Economic Analysis (a CBA);
- Environmental and Social Assessment.

Experience in IPA countries, especially WBIF countries will be considered an asset.

The indicative staffing structure and working days are as follows:

Table 6.1: Indicative staffing structure

Experts	No. of working days	Component A	Component B
Team Leader	300	60	240
Senior Project Engineer	220	30	190
Civil / Structural Engineer	150	20	130
Electrical Engineer	150	15	135
Solar Energy Yield Expert	45	10	35
Procurement Expert	180	20	160
Economic / Financial Expert	80	10	70
Geotechnical expert	45	10	35
Environmental Expert	120	10	110
Social Expert	45	8	37
Local Experts	80	20	60
Non-key experts- engineering	250	25	225
Non-key experts – environmental and social	100	20	80

Technical documentation, covered by this ToR (Pre-feasibility Study with General Design, Conceptual Design, Feasibility Study with Preliminary Design, Land Remediation Design Document, Design for Building Permit and Tender Documentation), shall be prepared according to the Law on Planning and Construction of Republic of Serbia. Where applicable all licences shall be in place. The relevant licenses include all company's licenses as well professional designer's licenses for design of the large scale photovoltaic plant and its connection to the infrastructure.

Designers responsible for the preparation of technical documentation covered by this ToR shall have appropriate personal licenses for the preparation of technical documentation according to national legislation.

Key experts

The following lists the minimum experience and expertise for the key roles and ancillary roles that it is envisaged will be required for the Assignment and which cover many of the areas listed above. The following positions may be aggregated and covered by a single expert where relevant. In such cases, (s)he must demonstrate relevant cumulative experience.

- **A Team Leader / Project Manager** who will be responsible for coordinating tasks and activities and liaising with the Client and the EBRD. The Team Leader will be an engineer with at least 10 years' professional

experience and in-depth knowledge of the engineering, design and construction of solar PV projects. He/she should demonstrate management and administration experience, including experience with procedures of international financing institutions (IFIs) (preferably EBRD procedures). He/she should have experience in a similar position for at least three similar studies in the last 7 years.

- A **Senior Project Engineer** with minimum 7 years' experience in the project management of construction of power plants including solar PV plants and project cost estimations with very good knowledge of recent market conditions for EPC and operation and maintenance (O&M) contracts.
- A **Civil / Structural Engineer** with an engineering degree and with minimum 5 years' experience in in foundation, civil and structural works design for power plants including solar PV plants
- An **Electrical Engineer** with an engineering degree and with minimum 5 years' experience in the grid connection requirements and electrical engineering, design and construction for power plants including solar PV plants
- A **Solar Energy Yield Expert** with an engineering degree and a minimum of five (5) years' experience in solar energy yield assessments;
- A **Procurement Expert** with minimum 5 years' experience in power plants including solar PV plants contracts and the procurement requirements of the EBRD or similar IFIs with hands-on experience in the EBRD's two-stage tendering procedures
- An **Economic / Financial Expert** with a degree in a financial discipline and with minimum 5 years' experience in financial and economic analysis and assessment of public/private sector power projects including solar PV projects;
- An **Environmental Expert** with a degree in an environmental engineering and with minimum 5 years' of relevant experience in preparation of the Environmental and Social Impact assessment studies (ESIAs) for energy infrastructure projects in line with EBRD standards or similar IFIs
- Geotechnical Expert with an engineering degree and with minimum 5 years' experience in land remediation sites, including an ash remediation
- A **Social Expert** with a degree in social sciences or relevant equivalent and with minimum 10 years of relevant experience in the preparation of the ESIAs for energy infrastructure projects in line with EBRD standards or similar IFIs and
- **Local Experts** with an engineering degree, with minimum 5 years' experience in design/ development of power plants including solar PV plants and solar energy estimation, with in-depth knowledge of local technical regulations and permitting.

All experts should be fluent in English, written and spoken. The Consultant should integrate local professional skills in order to provide national experience. Local experts should be fluent in English and Serbian

Non - key experts

The Consultant may also include additional non-key staff, as needed to meet the ToR. It is foreseen that the non-key experts will include, but are not limited: biodiversity and nature protection expert, soil and agriculture expert, landscape expert, air quality/climate change expert, socio expert, mechanical, electrical, structural, geology and surveying engineers, solar energy yield expert, legal expert, planning expert, etc.

5.2 Implementation arrangements

In addition to the work carried out in Belgrade, field trips, international travel for meetings with stakeholders and data collection are foreseen. These ToR require extensive desk work for data processing, calculations and modelling for which the experts need to use their own computer systems, and have access to data sets, libraries, studies and reports. Therefore, a home allocation of 50% of the total working days per expert is foreseen.

The tasks set out in these Terms of Reference will be the responsibility of the Consultant but the Client will provide reasonable support when required in order to facilitate the smooth execution of the assignment.

The Beneficiary/Client is required to obtain all the necessary permits, approvals, and payment of all fees and contributions.

The Client will also provide access to or copies of all of its records, plans, reports, designs and other documents relevant to the assignment, free of charge, to the Consultant. This includes local irradiation data, meteorological data, technical drawings, maps/plans of the sites, roads, available areas, existing studies etc. related to the assignment.

The Consultant will also associate closely with other national and regional authorities in Serbia. The Client will facilitate and support this association. The Client will facilitate obtaining historical data from official authorities but the Consultant shall bear the costs associated with providing such data, if applicable.

5.3 Facilities and services to be provided under this assignment

The Consultant must ensure that his / her professional staff has adequate support and equipment. All costs for equipment and administrative and logistic support will be within the jurisdiction of the Consultant including:

- All costs arising from the activities of its staff during the contract period, including accommodation, allowances, transportation, insurance, organizing meetings etc.
- Automotive, equipment, office supplies and hardware and software to ensure that the monitoring is fully functional;
- All communication costs, including fax, email, telephone, etc.
- All the equipment, instruments, services and logistical support required for the implementation of the contract, and any costs incurred during its preparation of documents and drafts, copying, printing, the costs of translating deliverables/reports into Serbian language etc.
- Technical equipment at the monitoring site;
- Other equipment, instruments, services and logistical support necessary for the implementation of the contract.

The Consultant is required to obtain any other elements necessary for the work of his professional staff who is engaged at his own expense for the performance of this Contract.

5.4 Equipment

No equipment is to be purchased on behalf of the Beneficiary as part of this assignment or transferred to the Beneficiary at the end of this assignment. Any equipment related to this assignment that is to be acquired by the Beneficiary must be purchased by means of a separate supply tender procedure.

5.5 Incidental expenditure

The provision for incidental expenditure covers ancillary and exceptional eligible expenditures incurred under this assignment. It cannot be used for costs that should be covered by the Consultant as part of its fee rates. The use of the incidental expenditure is governed by the provisions of the Conditions of the relevant IPF contract.

The Provision for incidental expenditure for the total assignment is € 60,000, for Component A the amount is € 10,000. This amount must be included unchanged in the Budget breakdown and shall be part of the total available budget for these ToR, i.e. of € 130,000.00.

5.6 Contingencies

The Provision for contingencies for the total assignment is € 40,000, for Component A the amount is € 5,000. This amount must be included unchanged in the Budget breakdown and shall be part of the total available budget for these ToR, i.e. of the € 130,000.00.

5.7 Expenditure verification

The provision for expenditure verification for this assignment is covered by the relevant IPF contract. No amount shall be included in the Budget breakdown.

6 Reports

6.1 Reporting requirements

The working language of the project is English, and all documents and reports will be written in English. The Final reports will be written in both English and Serbian.

The Team Leader will report, through appropriate project channels, to the MoME and EPS JSC and to the lead IFI – EBRD and the EUD. He/she will prepare quarterly reports outlining key activities carried out, specific outputs and planned activities for the upcoming period. He/She will prepare a final report at the end of the project outlining the key activities carried out and the specific outputs produced. All reports will be submitted in electronic format to the Client and to the EBRD.

The Contractor shall provide the following reports:

Name of report	Content	Time of submission
Inception Report (separate report for Component A and B)	See section 3.1.1.	1 month after the start of implementation.
Minutes of Meeting of monthly progress meetings	See section 4.3	No later than 1 week after each meeting
Quarterly Progress Report	Description of progress achieved, including problems encountered, and planned activities for the next three months. Each report must consist of a narrative section and a financial section including the actual use of resources (working days per expert per sub-activity) against planned spending for each relevant sub-activity defined in the Inception Report or otherwise as required to efficiently monitor the implementation.	No later than 1 month after the end of each 3-month implementation period

Name of report	Content	Time of submission
	Each report must include the initial planning and a proposed updated planning, including the number of working days per expert per sub-activity, for the completion of all deliverables.	
Component A		
Pre-Feasibility Study with General Design - draft	See section 3.1.2.	No later than 7 months after the start of the implementation
Pre-Feasibility Study with General Design - final	See section 3.1.2.	No later than 8 months after the start of the implementation
Component B		
Conceptual Design	See section 3.1.3.	No later than 19 months after the start of the implementation
Land remediation design	See section 3.1.4.	No later than 16 months after the start of the implementation
Draft Feasibility Study	See section 3.1.4.	No later than 22 months after the start of the implementation
Draft Preliminary Design	See section 3.1.4.	No later than 22 months after the start of the implementation
Financial and economic analysis (CBA)	See section 3.1.4.	No later than 22 months after the start of the implementation
Final Feasibility Study with Preliminary Design including CBA	See section 3.1.4.	No later than 24 months after the start of the implementation
Draft Environmental and Social Assessment Report with Stakeholder Engagement Plan	See section 3.1.5.	No later than 22 months after the start of the implementation
Final Environmental and Social Assessment Report with Stakeholder Engagement Plan	See section 3.1.5.	No later than 24 months after the start of the implementation
Design for Building Permit	See section 3.1.6.	No later than 26 months after the start of the implementation
PHASE II - Phase 2 shall not be undertaken by the Consultant prior to EBRD's written authorisation to proceed. At that time, a delivery schedule shall be agreed upon. The below timings are indicative only at this stage.		
Tender documents for the Design and Build contract	See section 3.2.1.	No later than 2 months from authorisation to proceed with Phase II
Final Report (separate report for Component A and B)	Brief description of achievements, including problems encountered (max 15 pages).	No later than 15 days before the end of the implementation period

The Beneficiaries will ensure their subsequent distribution to other stakeholders if any. Upon completion of the draft of each of the deliverables, the Consultant will submit it to the Beneficiaries electronically in English. The period for comment to outputs is two (2) weeks maximum, if not otherwise agreed upon for specific outputs.

Reports shall be sent to the MoME, EPS JSC, EBRD and EUD for review and approval.

6.2 Submission and approval of reports

The draft reports (electronic copy) must be submitted to the Beneficiaries (MoME and EPS JSC), EBRD and EUD. The Beneficiaries will ensure their subsequent distribution to other stakeholders if any. Upon completion of the

draft of the FS and E&S Study, the Consultant will submit it to the Beneficiaries electronically in English. The period for comment to outputs is two (2) weeks maximum, if not otherwise agreed upon for specific outputs.

The draft version of the Feasibility Study and ESIA shall be reviewed by MoME, EPS JSC, EBRD and EUD. Formal reviews by the Beneficiaries and EBRD are proposed at stages of the reporting process. The Consultant must revise the Study in accordance with the results of these reviews.

Upon completion and approval of the final Feasibility Study and E&S Study, the reports are to be submitted in the English language in electronic form and in Serbian in electronic and 2 hard copies.

The Consultant must create an electronic database for all the activities of the assignment, which should store all the inputs, references, literature, unlocked excel and drawing files, and other relevant electronic documents for the Beneficiary's future use.

7 Monitoring and evaluation

The assignment will be executed, monitored and evaluated under the relevant IPF contract.

Annexes

Annex 1: Sample report format for an Environmental and Social Assessment Report

Note: The following is an indicative list of issues for possible inclusion in an E&S Assessment report for a Brownfield Project. The Consultant is expected to use its professional judgement to determine what issues (either listed below or additional) are relevant to the Project. Issues which are not relevant to this project should be covered by a short statement that they have been considered but do not apply in this case.

Executive Summary

A concise summary description of the Project, its rationale, the existing operations and overall setting, significant environmental and social impacts, recommended mitigation and enhancement measures, monitoring proposals, and the extent of the Client's commitment to these recommendations and proposals.

Project Description

Outline of the policy, legal and administrative context of the ESIA summarising the environmental and social and project approval requirements of the Bank, co-financiers and applicable regional/global conventions or agreements. The timeframe for public consultation, project appraisal and implementation should be outlined.

- Applicable IFI Environmental and Social Assessment procedures
- Host Country, Regional and International Regulatory Framework, standards and guidelines, treaties applicable
- Approach to benchmarking

Baseline Conditions

A description of relevant aspects of the physical and natural environment and socio-economic conditions in areas affected by the existing operations and the Project to include, inter alia:

- Air emissions and noise;
- Biological and ecological resources (fauna, flora, biodiversity, protected species, critical habitats, ecosystems);
- Climatic factors and climate change (e.g. greenhouse gas emissions, including from land use, land use change and forestry, and sectors of population more affected by climate change);
- Cultural heritage, including architectural and archaeological heritage;
- Geomorphology and geology;
- Land (past and current use, permanent or temporary acquisition);
- Land use patterns
- Landscape and visual aspects;
- Material assets;
- Mitigation potential and impacts relevant to adaptation;
- Other social issues: community, settlement patterns and residential properties, vulnerable groups
- Public and / or site specific transportation system;
- Socio-economic status of the population (disaggregated by gender, age, ethnicity, and other social characteristics);
- Soil (organic matter, erosion, compaction, sealing);

- Stakeholder engagement practices
- Water (accessibility, quantity and quality, surface and groundwater) and waste water management;
- Worker and public health and safety;
- Gender based violence.

Potential Impacts

Identification of the potential environmental and social impacts that could be associated with the existing operations and the Project, including those of an indirect and cumulative nature. Impacts which are unlikely to arise or be insignificant should be recorded, together with the rationale for why they are considered to be unlikely or insignificant. Potential impacts must be considered at the following levels:

- Local impacts
- National impacts
- Regional/Global impacts

Characterisation of Impacts and Issues

Identification and characterisation of positive and negative environmental and social impacts in terms of magnitude, significance, reversibility, extent and duration. The possibility for cumulative impacts is to be considered. Quantitative data must be employed to the greatest extent possible. The chapter should also identify opportunities for environmental and social enhancement and identify key uncertainties and data gaps. Both the existing operations and the following Project stages must be considered in this evaluation where appropriate:

- Construction phase
- Operation and maintenance
- Closure and decommissioning
- Residual environmental and social impacts

Management of Impacts and Issues

An outline of the feasible cost-effective measures to avoid, minimise, mitigate or compensate for environmental and social impacts to acceptable levels and address other environmental and social issues, such as the need for worker health and safety improvements, inter-agency coordination, community involvement, institutional strengthening or training within the executing agency/ governmental agencies/Client or at the community level. Additionally, an outline of any measures that would enhance environmental and social aspects within the area affected by the Project and the existing operations and characterisation of the nature of any residual environmental and social impacts or issues that have not been addressed. Both the existing operations and the following Project stages must be considered where appropriate:

- Construction
- Implementation and maintenance
- Closure and decommissioning
- Residual environmental and social impacts

Mitigation Plan

A record of all measures required to address environmental and social impacts and issues as well as monitoring and supervisory activities associated with these should be consolidated in tabular form. This should also indicate institutional responsibilities, timeframes, and associated costs.

Monitoring and Supervision

A description of how environmental and social impacts and issues will be monitored and managed in practice; including an indication of how the Project will be supervised by lenders and governmental agencies. Estimates should be provided for capital expenditure and operation and maintenance costs where possible. The following stages must be considered where appropriate:

- Construction
- Implementation and maintenance
- Closure and decommissioning

Annex 2: Guidance for the Stakeholder Engagement Plan

Stakeholder engagement is an inclusive process that should be carried out throughout the lifecycle of the Solar Power Plant Morava Project. Stakeholder engagement is most effective when initiated early in the project development process and is an integral part of early project decisions and the assessment, management and monitoring of project environmental and social risks and impacts.

The following is an indicative list of issues for possible inclusion in a Stakeholder Engagement Plan. The Consultant is expected to use its professional judgement to determine what issues (either listed below or additional) are relevant to the Project.

A Stakeholder Engagement Plan will need to:

- Briefly identify the Project location and areas subject to impact (e.g., list of communities)
- Record what the Project is legally required to do regarding disclosure and consultation
- Identify all stakeholders, including stakeholder maps (if relevant)
- Identify any specific groups who might be considered vulnerable or need more support in the consultation process, e.g. because of their level of literacy, gender, socio-economic level, ethnicity/language, or location (e.g., proximity of the project to school, hospital, etc.). For each identified group, specify how meaningful consultation will be undertaken
- Report on any previous consultation and disclosure activities
- Define which documents will be released, including a schedule, and in what language(s)
- Define where documents will be available (physical and online addresses), e.g. provide names of specific newspapers, bulletin board locations, etc.
- Define how people will be notified of the document availability
- State the beginning and end dates of the consultation
- Provide a table or list of meetings, activities or opportunities for comment. If locations/dates are not yet known, state how people will be informed of the dates
- State who/where should comments be sent to, what will happen to them and how people will be advised of the outcomes
- Define how grievances will be handled (including a specific public grievance process)
- Define the monitoring and reporting activities for the stakeholder engagement process
- Define the responsibilities for delivering the stakeholder engagement process

The SEP should be concise and not exceed 15 pages in length, excluding annexes.

Please also see guidance note:

<http://www.ebrd.com/downloads/about/sustainability/grievance-mechanism.pdf>