



**THE NATIONAL CREDIT REGULATOR**

**AUGUST 2015**

**TERMS OF REFERENCE (TOR)  
SERVICE PROVIDER TO PROVIDE  
CORPORATE GOVERNANCE  
ADVISORY SERVICES**

**RFQ NUMBER: NCR308/08/15**

**DUE DATE: 10 SEPTEMBER 2015 @ 11H00**

**TERMS OF REFERENCE FOR  
A SERVICE PROVIDER TO PROVIDE  
CORPORATE GOVERNANCE ADVISORY SERVICES**

**1. BACKGROUND**

The National Credit Regulator was established in terms of National Credit Act, no 34 of 2005 with the responsibility for the regulation of the South African consumer credit industry. The National Credit Act has since been amended (NCAA). This amendment includes amongst other things the change in the governance structure of the NCR through the repealing of sections 19, 20, 21 and 22 of Act 34 of 2005.

**2. OVERALL OBJECTIVES**

The Chief Executive Officer as Accounting Authority is now responsible for all matters pertaining to the functions of the National Credit Regulator. This therefore means that the functions of the Board will fall away. The NCR Board had a number of sub-committees which assisted it to perform its functions i.e.

- i. Policy and Strategy Committee.
- ii. Remuneration Committee.
- iii. Audit and Risk Management Committee.

The above committees thus fall away with the dissolution of the board save for the Audit and Risk Management Committee which has since been re-constituted with newly appointed members.

**3. SCOPE OF SERVICES**

The NCR therefore requires the assistance of a corporate governance specialist who will advise the NCR on the re-alignment of the NCR governance structure in order to ensure continuous compliance with governance frameworks as well as other legislative prescripts

such as the PFMA and Treasury Regulations. The successful bidder will be expected to assist with the following services.

- i. Advise the NCR on the best governance structure in line with the NCAA.
- ii. Advise on how the functions that were carried out by the previous sub-board committees could be re-integrated into the new structure.
- iii. Assist the NCR in developing a governance system that promotes accountability, responsibility, transparency as well as to create long term added value and sustainable growth.

#### 4. EXPECTED DELIVERABLES

Will be discussed with the successful bidder.

#### 5. THE FUNCTIONALITY CRITERIA

COMPANY PROFILE/ EXPERTISE AND FUNCTIONALITY	WEIGHT
<ul style="list-style-type: none"> <li>• Is the bidder in the industry relevant to the NCR 's requirements</li> <li>• Does the bidder provide references, previous report for the same service provided?</li> <li>• Does the bidder have relevant experience in providing similar service?</li> </ul> <ul style="list-style-type: none"> <li>a. References</li> <li>b. Experience and Skills</li> <li>c. Previous report for the assignment or consultancy which was carried out</li> <li>d. Company Structure, Leading/management Staff CV's and Qualifications</li> </ul>	<p><b>40</b></p>

ADMINISTRATION AND CONSULTATION	WEIGHT
<ul style="list-style-type: none"> <li>• Does the Draft Work Plan describe the plan for administration/ consultant/ inspection/ training facilitator/ telephone assistance or advice and annual assessment?</li> <li>• Is the plan acceptable?</li> <li>• Does the Draft Work Plan describe a record keeping and reporting system, and is the system acceptable?</li> </ul> <p style="margin-left: 40px;">a. Description of Personnel (consultant/inspection/ training facilitator/ telephone assistance/ annual assessment)</p> <p style="margin-left: 40px;">b. Training Plan</p> <p style="margin-left: 40px;">c. Administration and Consultation</p> <p style="margin-left: 40px;">d. Record Keeping and Reporting System</p>	<p><b>30</b></p>
CAPACITY TO DELIVER	WEIGHT
<p>Does the draft Work proposal contain information on the capacity and delivery?</p> <ul style="list-style-type: none"> <li>a. Tender's Methodology and Approach Proposal for project implementation</li> <li>b. Tender's Project Management Plan submitted</li> <li>c. Proposed reporting / communication with the NCR</li> </ul>	<p><b>30</b></p>

Bidders are required to score a minimum of 70% points on functionality to qualify to be evaluated in the next level (BBBEE and price). Bidders who do not score the minimum of 65% points on functionality will be disqualified and not be evaluated on price and BBBEE.

**6. Additional information:**

- i. Brief company profile, as relevant to the above mentioned terms of reference.
- ii. Experience in the relevant areas.
- iii. Clientele.
- iv. A proposal including methodology.
- v. Certification of all team members, highlighting experience relevant to this exercise. Confirmation that the proposed team members will in fact be available to undertake this exercise at the appropriate time and meet the necessary deadlines.

- vi. The proposal should contain a work plan, showing tasks, timelines etc.
- vii. Contact details of at least two references from amongst recent clients with whom similar work has been conducted in the past 6 Months.
- viii. Certificate of incorporation / legal status.
- ix. Financial proposal.