

RWANDA ICT CHAMBER

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REQUEST FOR PROPOSAL (RFP)

Consultancy for Institutional and Governance Strengthening

A phased assignment to strengthen the Chamber's legal foundations, organizational structure and governance instruments — benchmarked to international good practice and designed for long-term competitiveness.

Reference	ToR / ICTC / IGS / 2026
Assignment	Institutional & Governance Strengthening (phased)
Engagement type	Local consulting firm (team-based)
Structure	Three sequential, gated phases
Indicative duration	Twelve to sixteen (12–16) weeks
Eligibility	Eligible local consulting firms only
Issuing entity	Rwanda ICT Chamber

Issued by Management, Rwanda ICT Chamber



SECTION 1: INSTRUCTIONS TO PROSPECTIVE BIDDERS

Preparation of Proposals: You are requested to submit separate technical and financial proposals. You are advised to read the terms of reference carefully.

Technical Proposals: Technical proposals should contain the following information:

- A brief description of the firm and an outline of recent experience on assignments of a similar nature. For each assignment, the outline should indicate among others, the profiles of the staff proposed duration of the assignment, and the firm's involvement.
- The contractor is expected to have practical experience in governance and institutional policies development
- Description of the methodology and work plan for performing the assignment.
- CVs of key staff as per the required experiences.
- The contractor's comments or suggestions on the TORs and appreciation of the assignment – the objectives, tasks, and deliverables

Financial Proposals: Financial proposals should contain the following documents and information:

A copy of the breakdown of Lump Sum Price form in this Part for each currency of your proposal, showing all costs for the assignment, broken down into professional fees, and reimbursable costs. The costs associated with the assignment shall be in RWF for all bidding firms.

Validity of Proposals: Proposals must remain valid for 15 calendar days from proposal submission date.

Submission of Proposals: The technical and financial proposals should be submitted as two separate documents, both clearly marked with the Firm's name, ICT Chamber, and either "Technical Proposal" or "Financial Proposal" as appropriate.

Proposals (both technical and financial) must be submitted electronically to: procurement@ict.rw with a clear subject line: "**Proposal – Institutional & Governance Strengthening – [Firm Name]**" and submitted by **November 6, 2026** at 5:00 pm Central African Time (CAT). Proposals must be submitted *in PDF format and as attachments to the email, any proposal submitted as a link or after the specified deadline won't be considered.*

Language of the tender and mode of communication

The communication medium shall be in writing. The bid, as well as all correspondence and documents relating to the bid exchanged by the Bidder and the ICT Chamber, shall be written in English.

Amendment to the tender document

At any time prior to the deadline for submission of bids, the ICT Chamber may amend the tender document by issuing an addendum. Any addendum issued shall be part of the tender



document and shall be posted on ICT Chamber's website and social media accounts which are the platforms where the original tender document will be posted.

To give prospective Bidders reasonable time in which to take an addendum into account in preparing their bids, the ICT Chamber may, at its discretion, extend the deadline for the submission of bids; in which case, all rights and obligations of the Chamber and Bidders previously subject to the deadline shall thereafter be subject to the deadline as extended.

Late bids

The ICT Chamber shall not consider any bid that arrives after the deadline for submission of bids. Any bid received by the ICT Chamber after the deadline for submission of bids shall be declared late, rejected, and returned unopened to the Bidder.

SECTION 2: ELIGIBILITY CRITERIA

Eligibility Criteria: You are required to meet the following criteria to be eligible to participate in the procurement exercise:

- Have the legal capacity to enter into a contract;
- Not be insolvent, in receivership, bankrupt, or being wound up or subject to legal proceedings for any of these circumstances;
- Not have had your business activities suspended;
- Have fulfilled your obligations to pay taxes and social security contributions;
- Not to have a conflict of interest in relation to this procurement requirement;

We require you to submit copies of the following documents as evidence of eligibility attached to your bid

- Certificate of Incorporation or Trading license /Certificate of Registration for companies;
- Evidence of statutory compliance such as a valid tax clearance certificate and social security contributions certificate.

NOTE: Failure to submit the above-required documents will lead to disqualification from Technical and Financial evaluation

Financial Criteria:

Pricing information should not appear in any other section of the proposal other than the financial proposal. Financial scores shall be determined by awarding a maximum of 30 points to the lowest priced proposal that has passed the minimal technical score and giving all other proposals a score that is proportionate to this.

Total scores: Total scores shall be determined using a weighting of 70% for technical proposals and a weighting of 30% for financial proposals.



Best Evaluated Bid: The best-evaluated bid shall be the firm with the highest combined score and shall be recommended for the award of the contract.

Right to Reject: the ICT Chamber reserves the right to accept or reject any proposal or to cancel the procurement process and reject all proposals at any time prior to contract signature and issue by the Chamber, without incurring any liability to Consultants. The ICT Chamber reserves the right, at its sole discretion, to reject all proposals received and seek fresh proposals, to negotiate further with one or more of the bidders, to defer the award of a contract, or cancel the competition and make no contract award, if appropriate.

Section 3: Terms of Reference

1. Introduction and Background

Founded in 2011, the Rwanda ICT Chamber is the leading not-for-profit membership body representing over 500 technology companies across Rwanda's information and communications technology ecosystem. Constituted as a member-led organization whose members act as guarantors, the Chamber exercises its authority through a General Assembly and an elected Board, and serves as the central platform for Rwanda's technology sector and its contribution to a pan-African knowledge economy.

As the Chamber enters its next phase of growth, it is pursuing a deliberate transition toward a more professional, resilient and globally competitive institution — one whose legal foundations, organizational structure and governance systems match the ambition of the sector it represents, while preserving the member-led, representative model that is the source of its legitimacy.

To advance this ambition, the Chamber seeks to engage a qualified local consulting firm to deliver a phased Institutional and Governance Strengthening assignment. The assignment is structured to begin with the Chamber's legal and constitutional foundations, proceed to its organizational structure, and then build the governance instruments and institutional policies that rest upon them.

2. Rationale and Justification

This assignment is driven by the Chamber's growth ambitions and its intent to operate at the standard of the world's leading member-based institutions. A globally competitive chamber is built on sound legal foundations, a fit-for-purpose organizational structure, and governance instruments that embody international good practice. Establishing these deliberately — and in the right sequence — positions the Chamber to lead its ecosystem with authority, to earn the confidence of members and partners, and to sustain operational excellence as it scales.

The Chamber has therefore chosen a forward-looking, standards-based approach: rather than adjusting isolated elements, it will strengthen its institution from its legal base upward, ensuring that each layer — constitution, structure, governance — is aligned with the current legal framework and with recognized international benchmarks.



3. Objectives of the Assignment

3.1 Overall Objective

To strengthen the Rwanda ICT Chamber's legal foundations, organizational structure and governance instruments — aligned with the current legal framework and international good practice — so as to advance its institutional legitimacy, board effectiveness, operational excellence and long-term competitiveness.

3.2 Specific Objectives

- Evaluate and refine the Articles of Association and related governing instruments for alignment with the current companies law and the Chamber's strategic direction.
- Review and redesign the organizational structure, roles, reporting lines, delegation of authority and the board-management interface.
- Develop board-level governance instruments, operational frameworks and institutional policies that build on the revised constitution and structure.
- Benchmark the Chamber's governance and structure against leading comparable member-based institutions, adapting good practice to the Rwandan context.

4. Scope of Work and Phased Deliverables

The assignment is delivered in three sequential, gated phases. The outputs of each phase are a precondition for the next: Phase 2 may not commence until the Phase 1 outputs are approved in writing, and Phase 3 may not commence until the Phase 2 outputs are approved. This sequencing ensures the Chamber's structure and governance are built upon a confirmed legal foundation.

Phase-gating principle

- Phase 1 (Legal & Constitutional Review) establishes the confirmed legal foundation and must be approved before any structural work begins.
- Phase 2 (Organizational Structure Review) builds on the approved constitution and must be approved before governance instruments are developed.
- Phase 3 (Governance Instruments & Policies) aligns every instrument to the revised constitution and structure delivered in Phases 1–2.

PHASE	SCOPE OF WORK	MANDATORY DELIVERABLES
Phase 1 — Legal & Constitutional Review <i>Foundational — precedes all other phases</i>	• Thorough evaluation of the Articles of Association and all related governing and legal instruments. • Assessment of their alignment with the current companies law and with the Chamber's strategic direction. • Identification of refinements that strengthen legal standing and future competitiveness.	• Legal & Constitutional Review Report. • Marked-up / redrafted Articles of Association and governing instruments. • Legal alignment and recommendations note, approved before Phase 2 begins.

PHASE	SCOPE OF WORK	MANDATORY DELIVERABLES
Phase 2 — Organizational Structure Review <i>Builds on the approved Phase 1 outputs</i>	- Review of the organizational structure, roles, reporting lines and spans of control. - Review of the delegation of authority and the board-management interface. - Redesign of the structure to serve the Chamber's current and future mandate.	- Organizational Structure Review Report. - Proposed organizational structure and delegation-of-authority matrix. - Board-management interface and roles framework, approved before Phase 3 begins.
Phase 3 — Governance Instruments & Institutional Policies <i>Builds on Phases 1–2</i>	- Design of board-level governance instruments and committee architecture. - Development of operational, administrative and institutional policy frameworks. - Alignment of all instruments with the revised constitution and structure.	- Board Charter and board-committee terms of reference. - Delegation-of-authority, operational and administrative frameworks. - Consolidated institutional policy suite and implementation roadmap.

5. Methodology and Approach

Bidders shall propose a clear methodology demonstrating how each phase will be delivered, reviewed and approved before the next begins. At a minimum, the approach is expected to include:

- Document and legal review of the Articles of Association, governing instruments and the current companies law.
- Structured consultations with the Board, management and, as appropriate, members, to ground the structure and governance design.
- Participatory validation of each phase's outputs to secure institutional ownership and formal approval before proceeding.

5.1 Global Benchmarking Method

The firm shall benchmark the Chamber's governance and organizational model against leading chambers of commerce, ICT and industry associations, and other member-based, not-for-profit bodies internationally that operate a model comparable to the Rwanda ICT Chamber — that is, member-led organizations with a guarantor / association structure. The firm shall adapt, not copy, that good practice to the Rwandan legal and institutional context, and all recommendations shall be defensible with clear references to the comparator models used.

6. Duration and Indicative Timeline

The assignment is expected to run twelve to sixteen (12–16) weeks from contract execution, phased as follows and subject to the approval gates described above.

PERIOD	MILESTONE & ACTIVITY
Weeks 1–4	Phase 1 — Legal & Constitutional Review



PERIOD	MILESTONE & ACTIVITY
	Legal review of the Articles of Association and governing instruments, benchmarking inputs, and delivery and written approval of the Phase 1 outputs.
Weeks 5–9	Phase 2 — Organizational Structure Review Structure, roles, delegation of authority and board–management interface review and redesign, with written approval of the Phase 2 outputs.
Weeks 10–16	Phase 3 — Governance Instruments & Policies Board charter and committees, operational and administrative frameworks, consolidated policy suite and implementation roadmap, with final handover.

7. Payment Schedule

Payments shall be milestone-based and tied to the written approval of each phase’s deliverables, on the following indicative structure:

1. 15% upon approval of the Inception Report.
2. 30% upon approval of the Phase 1 — Legal & Constitutional Review deliverables.
3. 30% upon approval of the Phase 2 — Organizational Structure Review deliverables.
4. 25% upon approval of the Phase 3 deliverables and final handover.

8. Required Team of Experts

The firm must present a dedicated team whose collective profiles cover the disciplines below. One hundred percent (100%) of the proposed team must consist of Rwandan nationals / local experts.

Lead Governance & Legal Expert (Team Leader)

Advanced degree in Law, Corporate Governance or a related field, with substantial experience advising on constitutions, articles of association and governance frameworks for companies, associations or member-based bodies, and command of the current companies law.

Organizational Development Expert

Advanced degree in Organizational Development, Management or a related field, with proven experience in organizational design, structure reviews, delegation of authority and roles frameworks.

Supporting Specialists

As required to deliver the assignment — for example a governance-policy specialist and a benchmarking/research analyst with access to comparable international chamber and association models.

9. Eligibility and Evaluation

9.1 Firm Profile & Corporate Experience (Pass/Fail Threshold)

- **Local Exclusivity:** the firm must be locally registered and incorporated in Rwanda, with 100% of the proposed project team consisting of Rwandan nationals / local experts.
- **Legal Registration:** valid corporate registration / incorporation certificate from the Rwanda Development Board (RDB).



- Tax Compliance: valid Rwanda Revenue Authority (RRA) tax clearance certificate.
- Corporate Track Record: evidence of at least one (1) comparable governance, institutional-strengthening or organizational-review assignment within the last five (5) years, supported by certificates of completion, references or contracts.

9.2 Technical Evaluation (Weighted)

EVALUATION CRITERION	MAX POINTS
Lead Governance & Legal Expert Qualifications and experience in corporate/association law, constitutions and governance frameworks.	30
Organizational Development Expert Experience in organizational design, delegation of authority and structure reviews.	20
Methodology & Approach Rigour of the phased approach and the global benchmarking method.	25
Benchmarking Capability Demonstrated access to and use of comparable chamber / association models.	15
Firm Corporate Experience Relevant assignments of similar nature and scale.	10
Total Technical Score	100

The Financial Proposal is evaluated separately. Final ranking combines technical and financial scores per the Chamber's standard weighting (indicatively 70% technical / 30% financial), as confirmed in the covering tender notice.

10. Reporting and Institutional Arrangements

The firm shall report to the Chief Executive Officer or a designated Steering Focal Point and shall coordinate with the Board through its relevant committee on matters requiring board or member authority. All deliverables shall be submitted in editable and PDF formats and are subject to formal written approval before the associated milestone payment is processed. Each phase's outputs must be formally approved before the subsequent phase commences.

11. Administrative Guidelines

11.1 Language, Amendments and Late Bids

All correspondence and the bid shall be in English. The Chamber may amend the tender by addendum before the deadline and may, at its discretion, extend the deadline. Bids received after the deadline shall be rejected and returned unopened. Proposals shall remain valid for a minimum of ninety (90) calendar days from the submission deadline.

11.2 Reservation of Rights

The Chamber reserves the right to accept or reject any or all proposals, and to annul the process at any time prior to contract award, without incurring any liability to affected bidders.

12. Submission Instructions



Bidders shall submit a Technical Proposal and a separate Financial Proposal in a single submission to procurement@ict.rw by the stated deadline.

Technical Proposal

- Firm profile and documentary proof of at least one comparable completed assignment.
- Proposed methodology and phased work plan, including the benchmarking approach.
- CVs and certified credentials of the proposed team, with proof of Rwandan nationality.
- Valid RDB registration and RRA tax clearance certificates.

Financial Proposal

- An all-inclusive, itemized financial offer in Rwandan Francs (RWF), inclusive of all applicable taxes.
- A fee breakdown per phase milestone, aligned to the payment schedule in Section 7. The cost breakdown should include the cost of hosting group discussions, and all other applicable costs.

Email Subject Line Standard

"Proposal – Institutional & Governance Strengthening – [Firm Name]"

Submission Deadline: As specified in the covering tender notice | procurement@ict.rw

