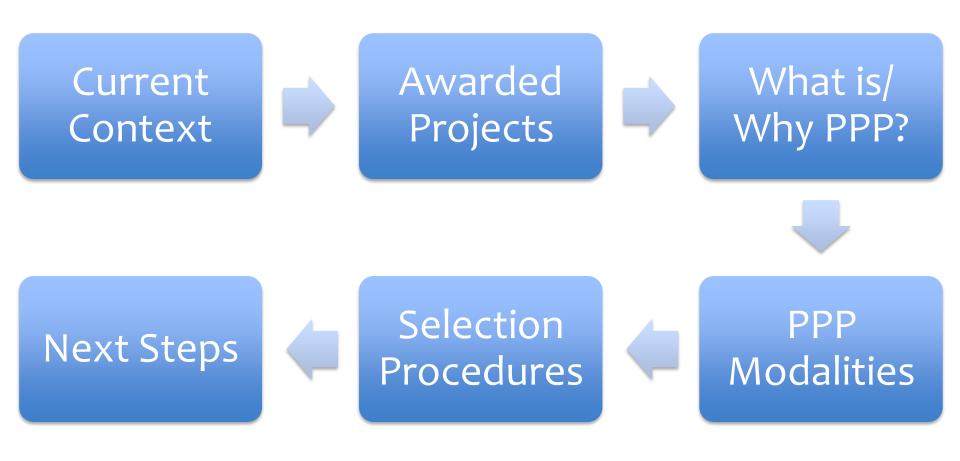
The Future of Philippine Public-Private Partnerships Alberto C. Agra

Certified PPP and Regulation SpecialistTM PPP Consultant and Practitioner PPP Law and Local Government Law Professor, and Political Law Bar Reviewer, Ateneo Law School Adviser to DILG on PPP Resource Person, Local Government Academy and NEDA, PPP Capability-Building Columnist, PPP Lead, BusinessMirror PhD Candidate, Leadership Studies major in Public Management, Ateneo School of Government Former Acting Secretary of Justice, Acting Solicitor General and Government Corporate Counsel

Seminar Design



Current Context

2016 SONA Policy Pronouncements

- PovertyReduction
- Lasting Peace
- Better Economy
- Robust Growth
- Employment

- EconomicOpportunities
- Entrepreneurship
- Competitiveness
- StreamlineProcess

10 SONA-STATED POSSIBLE PPP PROJECTS



ROADS



BRIDGES



AIRPORTS



TOURISM



HARVEST FACILITIES



PUBLIC HEALTH



IRRIGATION



RAIL



FERRY SYSTEM



PUBLIC WI-FI

My Own 10

- Waste-to-Energy/ Renewable Energy
- 2. Water Supply
- 3. Septage/Sewerage
- 4. Reclamation
- 5. Rehabilitation Centers
- 6. Monorail
- 7. Bridges
- 8. Mixed-Use Land Dev't
- 9. Markets and Terminals
- 10. Smart Cities

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JTHOR: ALBERTO C. AGRA

PUBLIC SECTOR PPP PROPONENTS

NATIONAL GOVERNMENT

GOVERNMENT **CORPORATIONS**

STATES



AUTONOMOUS REGIONS

PROVINCES

CITIES

MUNICIPALITIES

BARANGAYS

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Awarded Projects



DAANG-HARI-SLEX LINK ROAD PROJECT



PPP FOR SCHOOL INFRASTRUCTURE PROJECT (PSIP) PHASE I

MODERNIZATION OF THE

PHILIPPINE ORTHOPEDIC CENTER

(MPOC) PROJECT



NAIA EXPRESSWAY (PHASE II) **PROJECT**



AUTOMATIC FARE COLLECTION



SYSTEM (AFCS) PROJECT



SOUTHWEST INTEGRATED





TRANSPORT (ITS) SYSTEM



PPP FOR SCHOOL

INFRASTRUCTURE PROJECT

(PSIP) PHASE II

TERMINAL BUILDING PROJECT



LRT LINE 1 CAVITE EXTENSION AND

O&M PROJECT

SOUTH INTEGRATED TRANSPORT



BULACAN BULK WATER SYSTEM PROJECT WWW.albertocag SUPPLY PROJECT



12 **PROJECTS**

USD 4.45 BILLION

PHP 200.48 BILLION

(AS OF MAY 2016)



CAVITE-LAGUNA EXPRESSWAY (CALAX) PROJECT

27 JV/ PPP Projects by GOCCs/ GIs

- Water Concession (MWSS)
- 2. Boracay Water Distribution (PTA)
- 3. North Bonifacio Land Development (BCDA)
- 4. Cagayan Airport (CEZA)
- 5. Land Development (NHA)
- [Paper Supply (PCSO)]
- Broadcast City Land Development (IBC 13)
- 8. Reclamation (PEA)
- 9. Transmission Concession (NPC)
- 10. Land Development Privatization (FTI)
- 11. UP Technohub (Lease)
- 12. UP Town Center (Lease)
- 13. Traffic Information Board System (MMDA)
- 14. Clark Green City (BCDA)
- 15. SCTEx Concession (BCDA)

- 1. Bulk Water Supply (Zamboanga City WD)
- 2. Bulk Water Supply (Davao WD)
- 3. Bulk Water Supply (Butuan WD)
- 4. Develop, Rehabilitate and O&M (Lingayen WD)
- 5. Develop, Rehabilitate and O&M (Lemery WD)
- 6. Develop, Rehabilitate and O&M (San Carlos WD)
- 7. Develop, Rehabilitate and O&M (Tarlac WD)
- 8. Develop, Rehabilitate and O&M (Daraga WD)
- Develop, Rehabilitate and O&M (San Pedro WD)
- 10. Develop, Rehabilitate and O&M (Camiling WD)
- 11. Bulk Water Supply (Tagum WD)
- www.albertougka.Water Supply (Metro Ilolio WD)

31 LGU JV Projects

- 1. Cavite Province Housing
- 2. Camarines Sur Water
- 3. Camarines Sur Wind Power
- 4. Iloilo City Ferry Terminal
- 5. Pasay City Reclamation
- 6. Paranaque City Reclamation
- 7. General Tinio Reservoir
- 8. Calamba Regional Government Center
- 9. San Juan City Columbarium
- 10. Nueva Ecija Business Hub
- 11. Valenzuela City Center
- 12. Valenzuela City Market
- 13. Bataan Transport Mall
- 14. Bataan Capitol Redevelopment
- 15. Cordova Reclamation

- 16. Tiwi Water Supply Improvement
- 17. Davao Port Development
- 18. Malabon Socialized Housing
- 19. Manila Dialysis Center
- 20. Manila Harrison Plaza
- 21. Manila Quinta Market
- 22. Manila Sta. Ana Market
- 23. Manila San Andres Market
- 24. Manila Trabajo Market
- 25. Manila Sampaloc Market
- 26. Manila New Antipolo Market
- 27. Manila Reclamation
- 28. Quezon Bulk Water, Hydro Power and Wind Power
- 29. Cebu-Cordova Bridge
- 30. San Luis Mini-Hydro

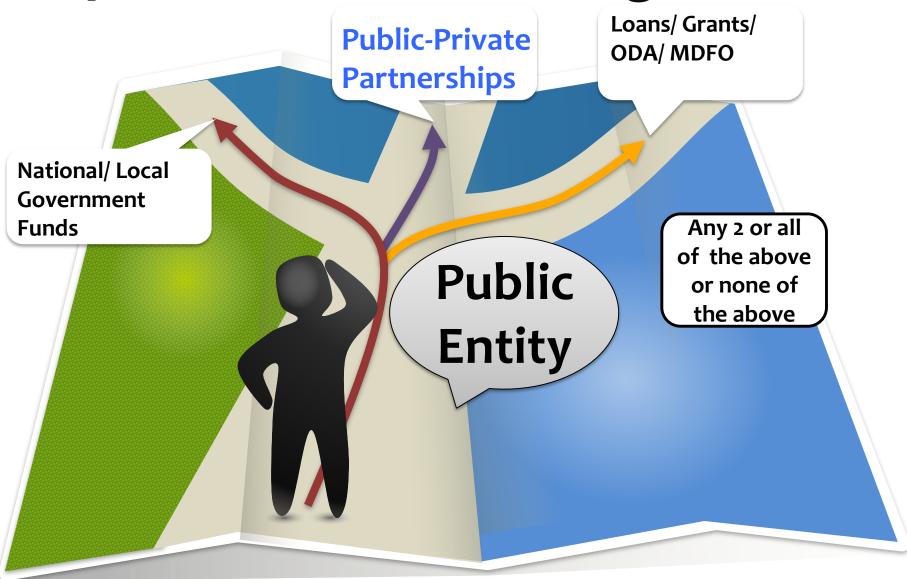
www.albert@1gra.c@uerto Princesa Waste-to-Energy

9 LGU Non-JV PPP Projects

- Mandaluyong City Marketplace (BT/BOT)
- 2. Cebu Property Ventures Development (Corporatization)
- Northern Samar Provincial Hospital Pharmacy (Lease, O&M)
- 4. Legazpi City Bus Terminal (Lease, BOT)
- 5. Tarlac City Slaughterhouse (ROT)
- 6. Tarlac City Common Terminal (DOT)
- 7. Tarlac City Business Licensing Division Building (BOT)
- 8. Passi City CityMall (Lease)
- 9. Batangas Terminal (Lease)

What is/ Why PPP?

Implementation/ Funding Schemes



Definitional Realities

- 1. No universal definition of PPP
 - a) each country will have its own definition
 - b) No one-size-fits-all definition
- 2. In the Philippines, there is no single law on PPPs.
 - a) National Government
 - I. Only administrative definitions
 - Various modalities anchored on different laws, rules, guidelines, and resolutions
 - b) Local Government
 - Anchored on local autonomy and fiscal autonomy
 - II. LGUs enacted 70 PPP Code or JV Ordinances

NEDA's Definition

A contractual arrangement between the government and the private sector to deliver public infrastructure and/or public services.

PPP Center's Definition

A contractual agreement between government and a private firm targeted towards financing, designing, implementing and operating infrastructure facilities and services that were traditionally provided by the public sector. It embodies optimal risk allocation between the parties - minimizing cost while realizing project developmental objectives. Thus, the project is to be structured in such a way that the private sector gets a reasonable rate of return on its investment.

Definition in DILG MC 120-2016

At the policy level:

PPP is a developmental, innovative, change and partnership strategy aimed at promoting the general welfare, inclusive growth and better quality of life of Filipinos.

At the project level:

PPP is a contractual arrangement between the government and the private sector to deliver public infrastructure and/or public services where each party assumes specified functions, bears certain risks, provides contribution, performs particular obligations, and earns benefits and revenues.

71 LGU PPP CODES

49 LGUs PPP CODES REFERRING TO AGRA TEMPLATE



PROVINCE

- Cavite
- Camarines Sur
- Northern Samar Pangasinan
- Nueva Ecija
- Bataan
- Bohol
- Agusan Norte
- Southern Leyte
- PampangaZambales
- Tarlac
- Davao Norte
- Quezon
- Cebu
- Aklan
- La Union



CITIES

- Butuan Olongapo
- Batangas
- Cauayan Paranague
- San Juan
 Pasay
- General Santos
- Quezon City
- Imus
- Passi
- Catbalogan
- Navotas
- Malabon
- Legazpi
 Davao
- Antipolo
- Bayawan Puérto Princesa
- Baguio
- San Fernando, La Union
- Makati





MUNICIPALITIES

- General Tinio, NE Cordova, Cebu
- Cainta, Rizal
- Tiwi, Albay
- Consolacion, Cebu
- Dinalupihan, Bataan
- La Trinidad, Benguet
- Coron, Palawan
- Kalibo, Aklan
- Abucay, Bataan

10 LGU JV ORDINANCES REFERRING TO AGRA TEMPLATE



PROVINCE

Camarines Sur



CITIES

- Manila
- Valenzuela
- Caloocan
- San Fernando, La Union



MUNICIPALITIES

- Opol, Misamis Or Mendez, Cavite
- Tuburan, Cebu
- San Luis, Aurora

10 LGU JV ORDINANCES REFERRING TO 2008 NEDA GUIDELINES

- Cebu Province
- Cebu City
- Lapu-Lapu City
- Mandaue City
- Iloilo City

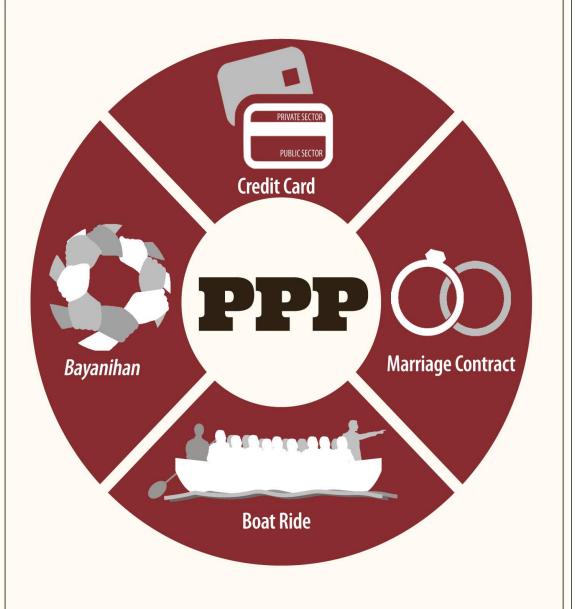
- Pasay CityTacloban CityCalamba City
- Laguna Province Argao, Cebu

1 LGU ORDINANCE BASED ON OWN VERSION

1 LGU PPP REFERRING TO PPP CENTER TEMPLATE

Albay Province AUTHOR: ALBERTO C. AGRA www.albertocagra.cogeneral Santos

PPP METAPHORS



AUTHOR: ALBERTO C. AGRA

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Nature of PPPs



Components:

- Project
- Design
- Finance
- Construction
- Operations
- Governance
- Risk-Allocation
- Period
- o Performance
- Payments
- Liabilities
- Procedures

PPP MENU



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PPP'S TRUE NORTH





PROJECT







PPP ELEMENTS
10 PS











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WHY PPP?

THE 7 MAIN VALUE DRIVERS



IMPLEMENT CHANGE POLICY



ENCOURAGE INNOVATION



SERVE THE PEOPLE



PROVIDE BETTER VALUE-FOR-MONEY



ACCELERATE DELIVERY OF SERVICES



SOLVE RESOURCE SCARCITY



SPREADING RISKS



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PPP PROJECTS

HARD

INFRASTRUCTURE ASSETS

- / Road
- **Water**
- **9** Power
- Ports
- **Reclamation**
- Sports Complex
- Markets
- Transport Systems

- Terminal
- Goverment Buildings
- Parks
- Information Technology
- Cemetery
- **Solid Waste Management**
- Bridges
- Malls

SOFT

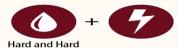
SOCIAL ASSETS AND SERVICES

- Classroom
- Hospital
- Agriculture

- (A) Housing
- **Evacuation Center**
- Prisons

BUNDLED











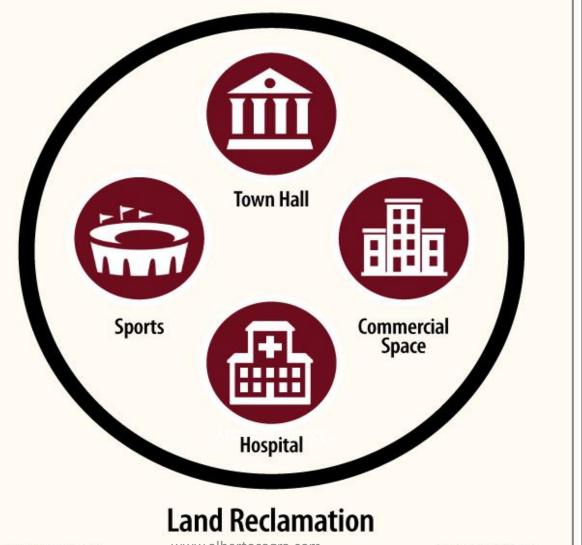
Hard, Soft and Soft



Hard and Hard
AUTHOR: ALBERTO C. AGRA

www.albertocagrand.Hard and Soft

PPP-IN-A-PPP



AUTHOR: ALBERTO C. AGRA

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7 WATER PPP PROJECTS:

THE SPECTRUM



BULK WATER



IRRIGATION



HYDROPOWER



DISTRIBUTION



NON REVENUE WATER



SEPTAGE



SEWERAGE

6-WAY VIABILITY TEST

L-O-T S-E-E

- 1 PLEGALLY JUSTIFIABLE
- 2 ORGANIZATIONAL PREPAREDNESS
- 3 TECHNICALLY FEASIBLE
- 4 Socially sustainable
- 5 E CONOMICALLY VIABLE
- 6 ENVIRONMENTALLY COMPLIANT

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ROLE IN PPPS: GOVERNMENT AS...



POLICY-MAKER



REGULATOR



FUNDER



SUBSIDY-PROVIDER



GUARANTOR



PARTNER

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PPP Modalities

PPP RESOURCE EXCHANGE

Modality	Government		Private Sector	
Build-Operate-Transfer			P (00
Joint Venture			0	
Concession			P	0
Management Contract		7	0	
Public Land Lease			P	
Policy-setting	19	Building		~
Financing	P	Operating		٥
AUTHOR: ALBERTO C. AGRA	www.alberto	cagra.com		BM GRAPHICS: JOB RUZGAL

24+ PPP Modalities

- 1. Build-Transfer
- 2. Build-Lease-Transfer
- 3. Build-Operate-Transfer
- 4. Build-Own-Operate
- 5. Build-Transfer-Operate
- 6. Contract-Add-Operate
- 7. Develop-Operate-Transfer
- 8. Rehabilitate-Operate-Transfer
- 9. Rehabilitate-Own-Operate
- 10. Rehabilitate-Lease-Transfer*
- 11. Rehabilitate-Transfer*
- 12. Rehabilitate-Transfer-Operate*
- 13. Concession Arrangement

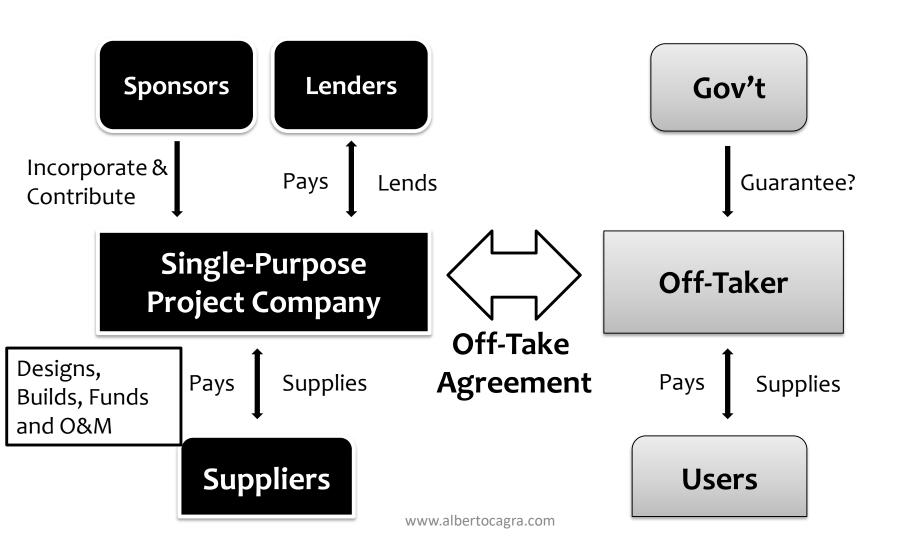
- 14. Joint Venture
- 15. Lease or Affermage
- 16. Management Contract
- 17. Management Contract (No Public Funds)
- 18. Service Contract
- 19. Service Contract (No Public Funds)
- 20. Divestment or Disposition
- 21. Corporatization
- 22. Subsidiary with Private Equity
- 23. Onerous Donation
- 24. Gratuitous Donation

www.albertocagra.com, 25. Others

Governing Laws/ Rules

PPP Modality	Governing Law	
BOT Law Variants (9+)	BOT Law	
Concession	Special Laws/ Local Ordinance	
Joint Ventures	NEDA JV Guidelines/ Local Ordinance	
Management and Service Contract*	GPRA/ Local Ordinance	
RT, RLT and RTO	Local Ordinance	
Lease/ Affermage/ Donations	Civil Code/ Local Ordinance	
Divestment/ Disposition	Commission on Audit Circular No. 89-296	
Corporatization	www.albertocagra.com Corporation Code	

Build-Operate-Transfer



Government Assistance (BOT Law)

	Solicited	Unsolicited
Direct Government Guarantee	X	
Direct Government Subsidy	X	
Direct Government Equity	X	
Cost Sharing	X	X
Credit Enhancement	X	X
Performance Undertaking	X	X
Legal Assistance	X	X
Security Assistance	X a.com	X

BOT Law Approving Authorities

National Projects

- o up to Php 300M: NEDA-ICC
- more than Php 300M:
 NEDA Board for approval upon the recommendation of ICC
- regardless of amount, negotiated projects shall be submitted to the NEDA Board for approval upon recommendation by the ICC

Local Projects

- o up to Php 20M: MDC
- above Php 20M up to Php 50M: PDC
- o up to Php 50M: CDC
- above Php 50M up to Php 200M: RDC
- above Php 200M: NEDA-ICC

JV not a BOT Law Variant

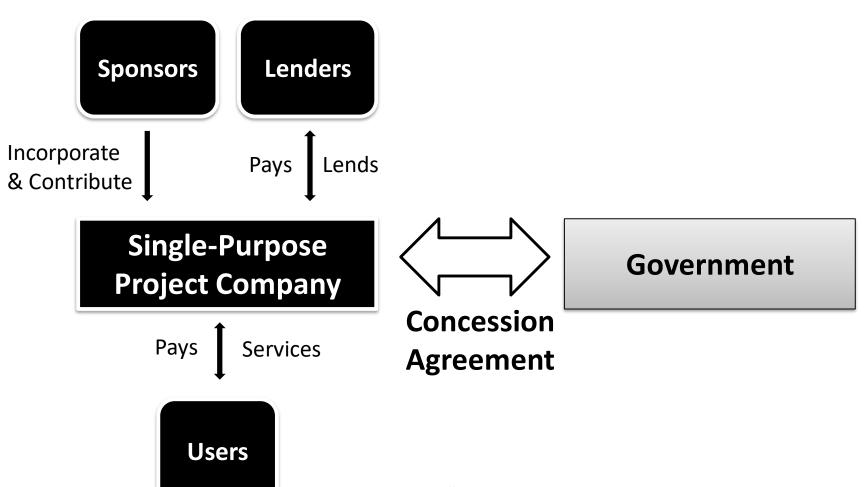
Differences

- Community/ Pooling of Resources (JV); not purely private (BOT)
- Active participation (JV);
 minimum gov't intervention (BOT)
- Proportionality (JV); not distinct assumption of benefits and obligations (BOT)
- LGU contributes (JV); LGU not contribute as a rule (BOT)
- JV Company by Parties (JV); not just by Private Sector (BOT)

Inapplicable Provisions in BOT Law

- Only for Projects traditionally provided by LGU
- Approval Processes (20-50-200 thresholds)
- Debt-Equity Ratio (75-25%)
- Maximum Rate of Return (12%)
- Restrictions on Unsolicited Proposals
 - Priority Projects
 - New Technology
 - Guarantee, Subsidy or Equity

Concessions



Joint Ventures

Joint Venture Company/ Agreement

Private
Sector

Contributions
Equity
Functions
Dividends
Income Risks
Governance

Government Contributions

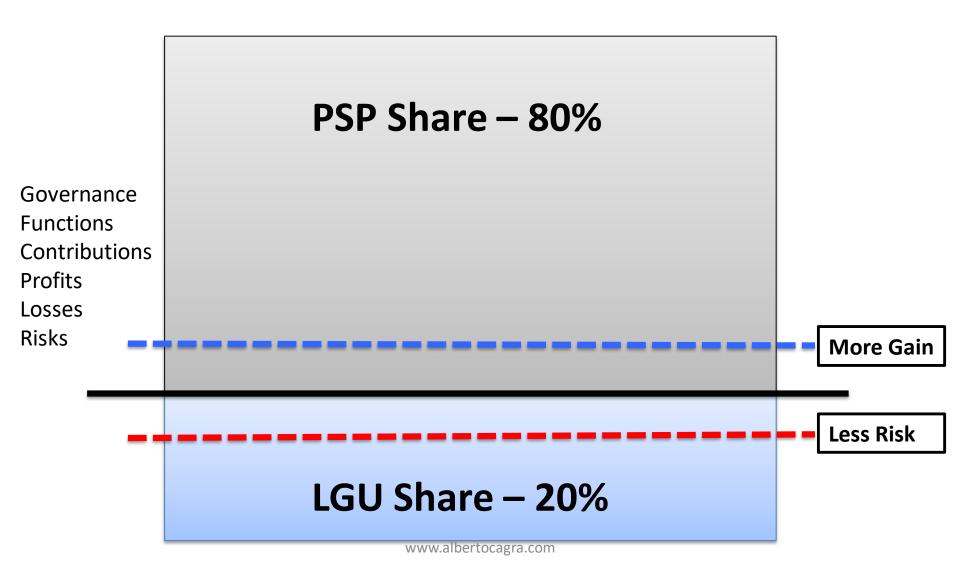
Money and Capital

 Regular and Special Funds, IRA, RPT, SEF, Share in National Wealth, Calamity Fund, Development Fund, Loan Proceeds, Grants, Bonds, Securities, Subsidy, Equity, Cost-Sharing, Viability Gap Funding, Cost Avoidance or Savings (actual/ current or future/ monetized)

Non-Cash (Anything of Value)

• Services, Personnel, Intellectual Property, Usufruct, Land (own or expropriated), Minimum Revenue Guarantee, Right-of-Way, Goodwill, Franchise, Concession, Credit Enhancement, Tax Incentives/ Holidays, Police Power

Sharing in Profits, Losses and Risks



JV Vehicle: 2 Options

JV Company or Corporate JV

Unincorporated
JV or
Contractual JV

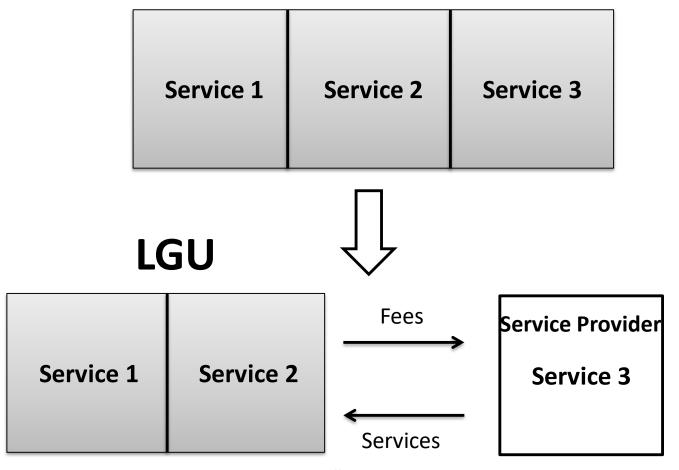
1 2

2013 NEDA Guidelines vs. LGU Codes

Topic	NEDA Guidelines	LGU Codes	
Coverage	GOCCs, GICPs, GFIs and SUCs	LGUs	
Form	Guidelines	Local Law (Ordinance)	
Gov't Support	8 types for Solicited; 5 for UP	All allowed whether solicited or UP	
Challenge	Opportunity to Outbid	Right to Match	
Approvals	NEDA: P150M Counsel: DOJ, OSG or OGCC Divestment: Priva Council and GGGocagra.com	Local Chief Executive and Sanggunian	

Service Contract

LGU



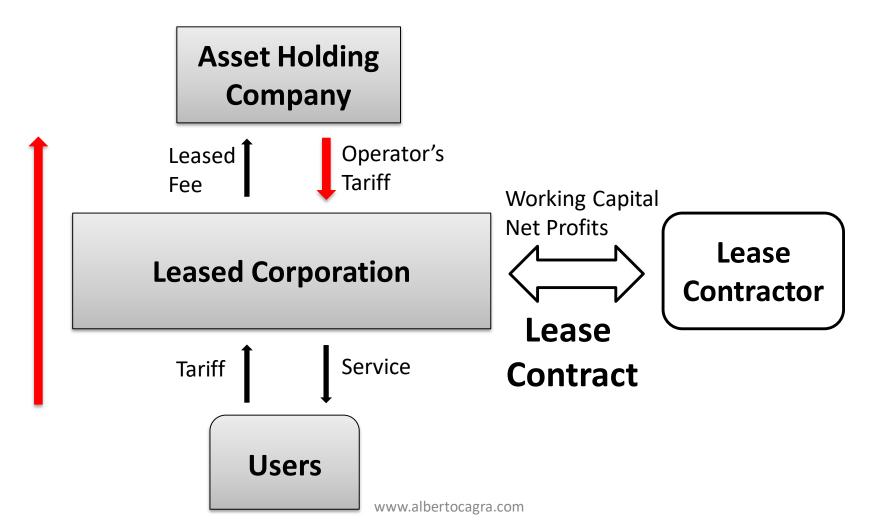
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Management Contract

Public Sector

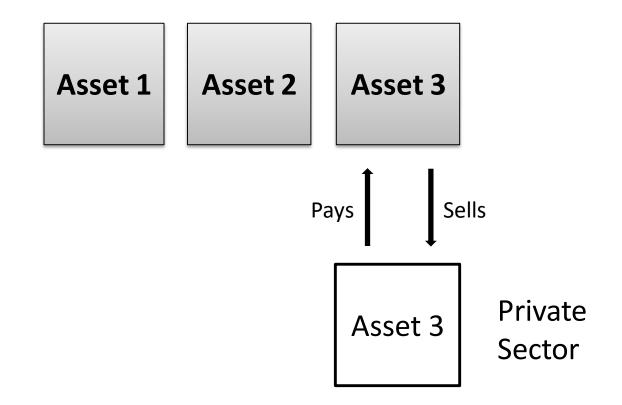
Management Contractor Board Fees Management Management **Employees** Management

Lease and Affermage

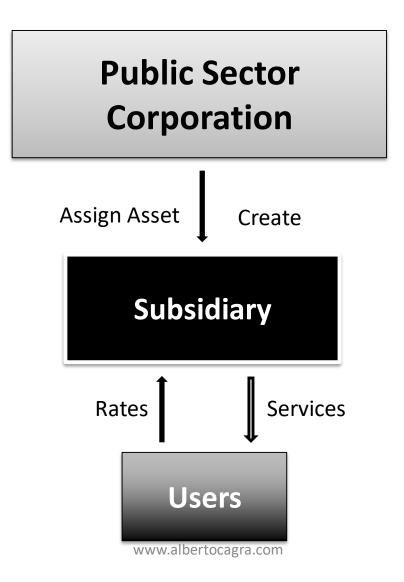


Divestment/ Disposition

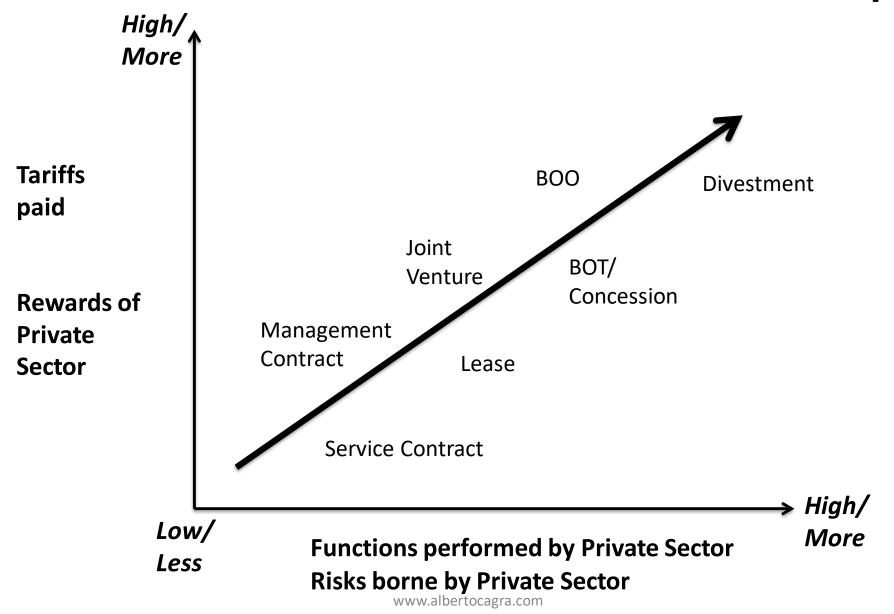
Public Sector



Corporatization/ "Ring-Fencing"



Function-Risk-Costs-Tariff-Reward Relationship



Compare and Contrast

Modality	Nature	Key Objectives	Function	Term
Service Contract	Provides particular service for a fee	Improve efficiency	Single	2-3 years
Mgt. Contract	Supplies management service for a fee	Install new mgt. systems	Single	2-3 years
Lease	Uses property, runs business where lessee pays a lease fee	Efficient use of asset	Single	7-15 years
ВОТ	Designs, builds, finances, operates and maintains asset	Innovate, design, build, finance and operate	Bundle	25-50 years
Joint Venture	Pooling of resources in funding, building and O&M	Joint undertaking	Bundle	25-50 years
Concession	Rehabilitates, finances, operates and maintains asset; performance-based	Innovate, design, rehabilitate, fund & operate	Bundle	25-50 years
Divestment	Runs the business and owns asset	Innovate, design, build, finance and operate	Bundle	In perpetuity

Modality	Customer of Private Sector	Revenue Source	Tariff Collection	Risks
Service Contract	Public	Paid per unit of service	Public or Private	Mostly Public
Mgt. Contract	Public	Fixed fee + bonus + salaries	Public or Private	Mostly Public
Lease	End-Users	Revenue – O&M – lease fee	Private	Shared
ВОТ	End-Users or Public	Capital + Revenue + O&M costs – finance costs – license fee	Public	Mostly Private
Joint Venture	End-Users or Public	Share in revenues	Jointly or Private	Shared based on equity
Concession	End-Users or Public	Revenue – O&M costs – finance costs – concession fee	Private	Mostly Private
Divestment	End-Users	Revenue – O&M costs – finance costs – www.licensegfeem	Private	Mostly Private

4 NO MONEY-OUT BENEFITS



FISCAL SPACE



LESS DEPENDENCY



FEWER CASES

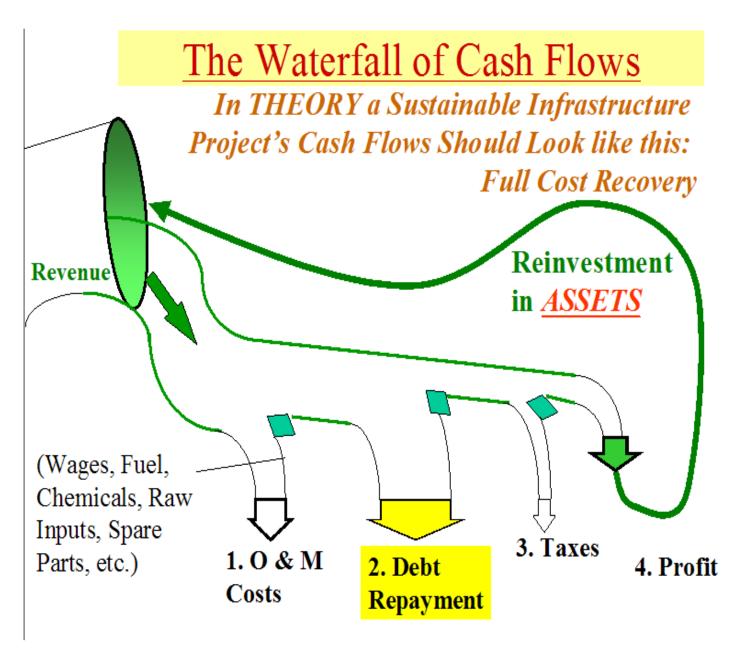


FEWER DISALLOWANCES

AUTHOR: ALBERTO C. AGRA

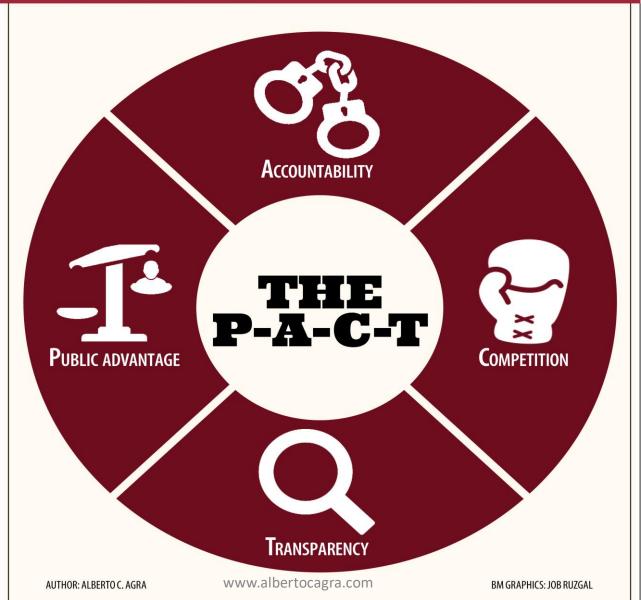
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BM GRAPHICS: JOB RUZGAL



Selection Procedures

PPP SELECTION REQUIREMENTS



PACT Procedures

Competitive Selection/ Open Bidding Competitive Challenge/ Unsolicited **Proposal Competitive Negotiations**

(1) Competitive Selection

Prepare Tender Documents

Evaluation of 2 Proposals

Award and Approval of Contract

Invitation to Apply for Eligibility and Submit Proposals

Submission/ Receipt of Proposals

Execution of PPP Agreement

Qualification of PSPs

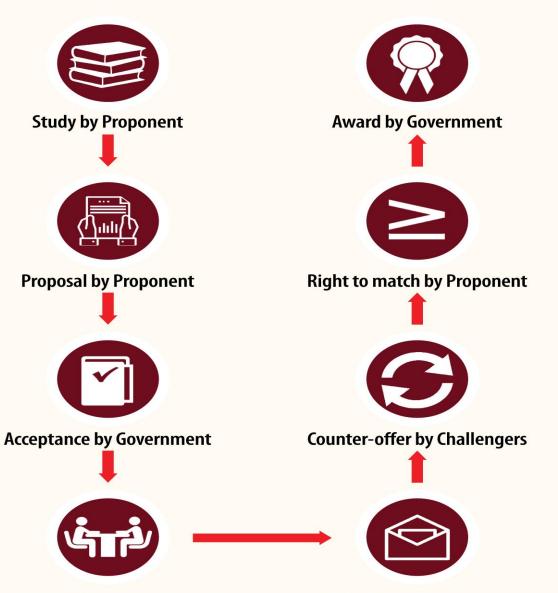
Pre-Selection Conference

Submission of Conditions Precedent

And the winner is ...

- 1. Highest Payment to Government: What is in it for government?
- 2. Lowest Government Subsidy: What is the cost to government?
- 3. Lowest Tariff by End-User: How much will the users pay?
- 4. Highest Share in Revenues: How much is government's share?
- 5. Highest Purchase Price: How much is the government willing to sell?
- 6. Highest Rated Bid: Who can provide the "best" service?
- Lowest Calculated Bid/ Price: Who is the "cheapest?"

UNSOLICITED PROPOSALS



Negotiations between the Parties

Invitation to Challengers

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(2) Competitive Challenge

- Submission of UP with Project Study and Draft Contract
- Initial Evaluation (Eligibility, Project Acceptability and Completeness)
- Letter of Acceptance (or Rejection)
- Conferment of Original Proponent(O

Stage 1

Stage 2

- Negotiations (Technical and Financial Terms)
- Certification of Successful Negotiations (or Failed Negotiations)*
- [NEDA Approval]
- Public Consultations on Draft Contract

- Tender Documents
- Invite Challengers
- Post Security
- Proposals Evaluated
- Right to Match/ Outbid
- Council Authorization
- Sign Contract
- Reimbursement of Project Study Cost if OP not get Award

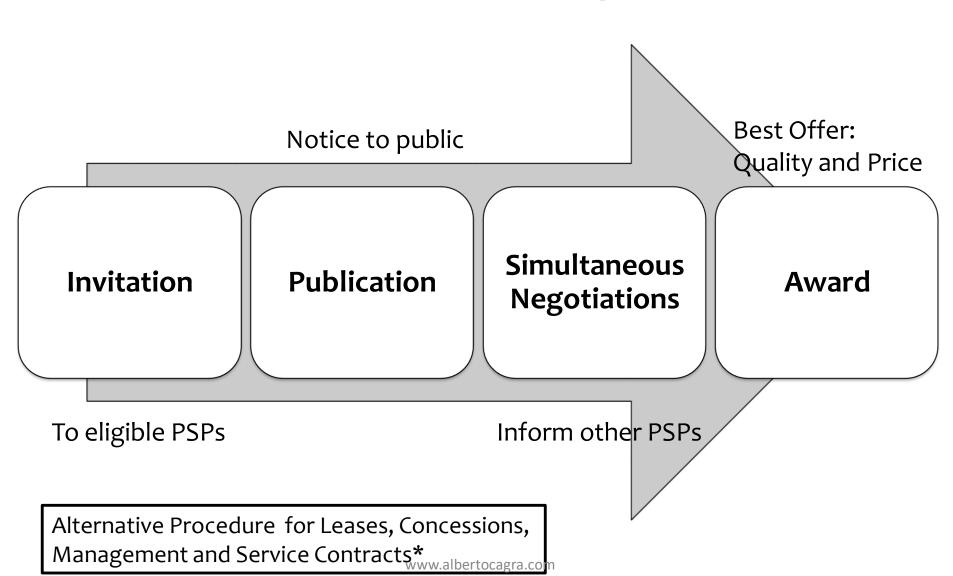
Stage 3

Unsolicited Proposal

Detailed Negotiations

Challenge Proper

(3) Competitive Negotiations



PPP CONTRACT:

10 SECTIONS



PARTIES



PROJECT



MODALITY



TERM



CONTRIBUTIONS



RISKS



GOVERNANCE



APPROVALS



AMENDMENTS



ROLES

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10 PPP POST-AWARD REQUIREMENTS

1. INCORPORATION



2. FINANCIAL CLOSURE



3. LGU PERMIT



4. ENVIRONMENTAL CLEARANCE



5. FRANCHISE



6. REGULATORY
APPROVALS



7. RIGHT-OF-WAY



8. SUPPLY CONTRACT



9. INSURANCE



10. PEOPLE'S SUPPORT



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LGU Structures

Local Chief Executive

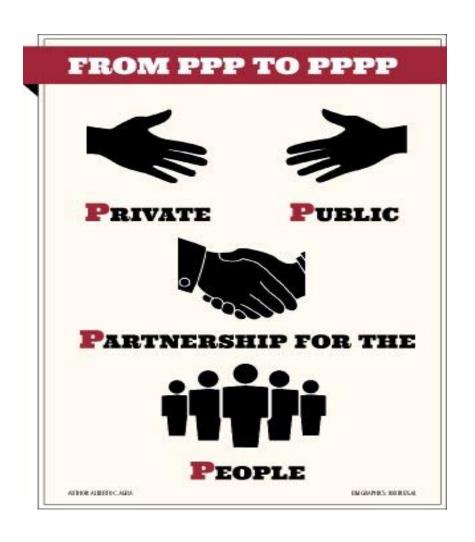
Vice-LCE/Sangguni an

PPP-Selection Committee (7)

PPP-Regulatory Authority (9)

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DILG Policy Shift: P3 to P4





DILG MC 120-2016



GUIDELINES FOR THE IMPLEMENTATION OF PUBLIC-PRIVATE
PARTNERSHIP FOR THE PEOPLE INITIATIVE FOR LOCAL GOVERNMENTS
(LGU P4)

Reference Number: Memorandum Circular No. 2016- 120 Date: September 7, 2016

1. Background

- 1.1 President Rodrigo Roa Duterte stated on his 10-point socio-economic agenda, committed to promote economic and social development, and encourage to accelerate annual infrastructure spending to account for 5% of GDP, with Public-Private Partnerships (PPP) playing a key role.
- 1.2 During the President's first State of the Nation Address (SONA) he identified core projects such as roads, bridges, airports, tourism, harvest facilities, public health, irrigation, rail, ferry system and public wi-fi to maintain the country's robust economic growth, improve traffic management and investment frameworks. He also welcomes unsolicited proposals for infrastructure projects.
- 1.3 The President further declared his commitment to promote economic and social development not only in metropolitan areas, without losing sight of the "truth north" of Public-Private Partnership (PPP) to promote the general welfare and provide for better quality of life of the people ensuring that PPPs are undertaken primarily for the benefit of the people ("P").
- 1.4 The PPP program has been the vehicle for private sector participation in the provision of infrastructure and social services. The private sector has always played a significant role in bridging the gaps in the economic and social development of the country.

2. Purpose

- 2.1 To promote local economic development that eventually contribute to the increase on the growth of national economy and create more jobs.
- 2.2 To help local government units (LGUs) in providing basic services to the community and its people especially the marginalized men and women.
- 2.3 To develop, create and strengthen the partnership between the local and private sectors in promoting the general welfare and providing better quality of life of the people.

- BLGD as DILG P4 Unit
- Template PPP Ordinance (patterned after Agra's)
- o P4 Database
- P4 Training
- o 10 P4 Core Values
- Promote P4 at Barangay Level
- P4 Awards
- Leagues and CSO support

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PRO-PPP MEANS...



PRO-PEOPLE



PRO-CHANGE



PRO-LEARNING



PRO-SHARING



PRO-INNOVATION



PRO-LAW



PRO-GREEN



PRO-DECENTRALIZATION



PRO-PROCESS



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THANK YOU.

