



**MONTENEGRO**  
**Ministry of Transport**

**Western Balkans Trade and Transport Facilitation Project – WB TTFP phase 2**

**TERMS OF REFERENCE**

**for**

**Business Financial Plan for the National Port Community System Operator (PCSO)**  
**Western Balkans Trade and Transport Facilitation Project (TTFP) - Phase 2 for Montenegro**

**1. PROJECT BACKGROUND**

The International Bank for Reconstruction and Development (IBRD) is supporting the Government of Montenegro to enhance trade and transport facilitation through the Western Balkans Trade and Transport Facilitation Project (TTFP) - Phase 2. The objective of the Project is to reduce trade costs and improve transport efficiency. The Loan Agreement was signed on February 13, 2023, and the Project is scheduled to close on April 30, 2028.

The Project will facilitate more efficient processing of international trade and transport documentation for both traders and public administration. This increased efficiency is expected to enhance transparency, reduce duplication, and generate cost savings. Key expected outcomes include lower transport and administrative costs, and improved competitiveness in both regional and global markets.

TTFP Phase 2 also aims to strengthen the climate resilience and overall performance of Montenegro's transport and trade systems through targeted investments and technical assistance. Core activities include, inter alia, the establishment of a National Single Window for trade, the development of a Port Community System (PCS), improvements to railway level crossings, and the preparation of national transport strategies and studies. Improving the resilience of Montenegro's transport network aligns with the country's commitments under the Transport Community Treaty (TCT), the Sustainable and Smart Mobility Strategy for the Western Balkans, and the Sofia Declaration on the Green Agenda for the Western Balkans.

These Terms of Reference (ToR) relate to the services of a qualified financial advisory firm to support the preparation of the Business Financial Planning document for the PCS operator.

## 2. IMPLEMENTATION ARRANGEMENTS

The Ministry of Transport (the Client) is the lead implementing agency for the TTFP Project, and the Ministry of Maritime Affairs (the Beneficiary) is the project beneficiary. Implementation is carried out through a Project Implementation Unit (PIU) established within the Ministry of Transport (MoT), which is responsible for ensuring the achievement of the Project Development Objectives. The PIU is supported by the Technical Services Unit (TSU) within the Ministry of Finance, which provides financial management and procurement support. In addition to the MoT, several other institutions also serve as beneficiaries of the Project:

- a. Ministry of Maritime Affairs (MoMA)
- b. Customs Administration (CA);
- c. Border police under the Ministry of Interior;
- d. National Railway Infrastructure Company;

The beneficiaries of the Project include but are not limited to producers, traders, exporters, importers, and transport service providers, as well as CA and other agencies regulating import and export procedures.

These Terms of Reference (ToR) pertain to the engagement of a specialized financial advisory firm to support the preparation of the Business Financial Planning document for the PCS operator.

The selected firm will work in close coordination with the MoMA, which has been designated as the implementing agency for the PCS component.

## 3. PCS PROJECT BACKGROUND

Montenegro, home to one of the two gateway ports to the Western Balkans, holds a critical position for the landlocked countries of the region as well as for the TEN-T corridor and its linkages to the broader European region. Given its advanced progress towards the European Union (EU) membership and its developed road transport infrastructure, Montenegro stands to benefit significantly from the efficiency gains provided by the TTFP, both within the country and in neighboring partners through increased road and rail connectivity and enhanced trade integration.

Component 2 of the TTFP —Enhancing Transport Efficiency and Predictability — supports efforts to digitalize maritime transport for Montenegro. The overarching objective of this digital transformation is to provide all stakeholders with real-time data through an open, integrated platform, thereby improving operational efficiency and supporting accurate decision making. A key focus of this effort is the implementation of a Port Community System (PCS).

To support this project, the Government of Montenegro has designated the MoMA as the hosting agency responsible for the implementation and operation of the PCS project. The PCS project aims to:

- Align with the World Bank and International Association of Ports & Harbors (IAPH), by accelerating the digitalization road map and applying PCS Guidelines based on global best

practices;

- Follow the International Maritime Organisation (IMO) Guidelines on Port Community Systems;
- Apply the World Customs Organization (WCO) and IAPH Guidelines on cooperation between Customs & Port Authorities;
- Conform to the IMO & IAPH Cybersecurity Guidelines for Port Authorities & Port Facilities.

The PCS will be designed to streamline and optimize maritime supply chain efficiency, by establishing a trusted and neutral public-private data collaboration platform. This will be achieved through the orchestration of inter-organizational business processes with a single submission of data by public and private stakeholders.

#### 4. OBJECTIVE AND SCOPE OF THE ASSIGNMENT

The MoT/ PIU and MoMA is seeking a qualified financial advisory firm to support the preparation of the Business Financial Planning document for the PCS operator.

The scope is to develop a Ten (10) Year Financial Business Plan related to the supply, delivery, implementation, commissioning, maintenance and operation of the National Port Community System Operator either as an operating function or a special purpose vehicle of the MoMA.

The Consulting firm will report directly to the PIU Project Manager and MoT Project Coordinator, with a dotted-line reporting relationship to the designated PCS Lead within the MoMA.

#### 5. CONTRACT DURATION

The assignment is scheduled to commence within 07 days from the date of the award and will run over four (4) months.

#### 6. DELIVERABLES

The firm shall be required to provide MoT/PIU and MoMA with the following:

| <b>Deliverables</b>                               | <b>Description</b>   | <b>Due dates</b>                                   |
|---|--|--|
| Deliverable 1:<br>10-Year Financial Business Plan | The 10-Year Financial Business Plan including at least:<br>a. Assumptions<br>b. CAPEX Financing<br>c. Contractors Cash Flow Statement<br>d. Transaction Fee Model<br>e. Staffing Plan<br>f. Income Statement<br>g. Balance Sheet<br>h. Cash Flow Statement<br>i. Business Ratios<br>j. Break Even Analysis | Within three (3) months from the commencement date |

|  |   |  |
|--|---|--|
| <p>Deliverable 2:<br/>Final Report</p> | <p>Final report should be present in details the outcome of the assignment, description of achievements, expert utilization, deliverables provided, problems encountered and recommendations for future actions to ensure results' sustainability</p> | <p>Within four (4) months from the commencement date</p> |
|--|---|--|

Deliverables should be submitted in four (4) hard and one electronic (USB flash drive) copies; in Montenegrin and English language. The draft reports will be commented within 10 working days from submittal, after which the Consultant will have a week to incorporate the comments into the deliverables. Following the comments received, the Consultant will send a revised version, with the operated changes highlighted, via the same contact, before formally submitting the final version to the MoT and MoMA for approval.

## 7. REQUIREMENTS

The selected consulting company to convey this assignment should have at a minimum:

- (i) The Consulting firm must be a legal entity;
- (ii) Experience in at least 3 assignments in the past 5 years preparing business / financial plans with multi-year (5 years or more) integrated projections (Income Statement, Balance Sheet, Cash Flow, ratios, breakeven). The Consulting firm should provide clear overview of conducted relevant services. Overview must include: detail data on entity's for which services are prepared, description of service, value of the contract for performed services, information on the project realization dates, as well as entity's contact person.
- (iii) Experience in design of transaction/fee models for digital platforms or ICT services (e.g., PCS, NSW, port/logistics platforms, e-government, or comparable) will be an advantage.
- (iv) Demonstrated experience working with public sector clients and multi-stakeholder environments (ministries, port authorities, customs, terminal operators) will be an advantage.
- (v) Experience in Western Balkans and/or EU countries will be an advantage.

Key Experts qualifications:

The Consultant should plan the team that will consist of the least the following personnel:

### Key expert 1: Team Leader/ Financial Specialist

- University degree in Finance, Economics, Accounting or related field (Master's preferred)
- Minimum 7 years of relevant professional experience in the financial sector.
- Experience in accounting and/or financial audits.
- Experience in leading at least 2 successfully implemented assignments developing multi-year financial models in the past 5 years
- Experience in implementation of multi annual financial models for ICT/platform/public-service operations will be an advantage.
- Knowledge of Montenegrin financial and accounting system will be an asset.
- Fluency in Montenegrin and English and excellent report writing skills.
- Good communication and organization skills and capacity to manage the interdisciplinary team and multi-stakeholder environment

## Key expert 2: ICT Systems Specialist

- University degree in Information and Communication Technologies (ICT), Computer Science, Information Systems, Engineering, Transport/Logistics, or a related field.
- Minimum 5 years of professional experience on ICT projects in the areas of ports, logistics, customs, trade facilitation, transport or public-sector digitalization.
- Experience in at least one project involving the design, development, implementation or support of a multi-stakeholder information system (e.g. Port Community System (PCS), National Single Window (NSW), customs IT system, logistics platform, or similar solution).
- Knowledge of basic system integration and data exchange concepts (e.g. exchange of data between institutions, APIs/web services or similar) will be considered an advantage.
- Knowledge of Montenegrin port/logistics/customs systems will be an advantage.
- Fluency in Montenegrin and English.
- Good communication and organizational skills, and ability to work with different institutions and stakeholders.

Non-Key Experts: The consultant is free to propose an appropriate Non-Key Experts positions for the additional expertise necessary to perform the above tasks (e.g. financial analyst, data collection analyst, institutional expert, administrative assistant). The CVs of Non-Key Expert will not be the subject of evaluation.

## 8. CONTRACT ADMINISTRATION

The Contract will be administered and managed by the MoT through the PIU and with the supervision of the Project Coordinator and designated person from MoMA. All tasks will be developed and implemented in close coordination with the MoT, respectively PIU and Project Coordinator. In addition, the technical focal points will be appointed by MoMA and relevant stakeholder that should provide day to day support and facilitate technical consultative processes.

The PIU will assist the Consultant in gathering of all available information that can help in the execution of his assignment. This relates to information on the institutional organization, legal framework, statistical data, as well as all other relevant information. The PIU will also provide the Consultant with copies of all necessary documents that are available and that may be relevant to the execution of the Contract. Relevant documents that the MoT and MoMA has in electronic format shall also be made available to the Consultant.

## 9. TERMS OF PAYMENT

The Contract will be the Standard World Bank Lump Sum Contract. The payments for services will be based on the deliverables / reports approved by the Project Manager, designated person from MoMA and Project Coordinator. The Contract costs will include remuneration and reimbursable costs referring to the assignment.

The structure and dynamics of payment is shown in the Table 3.

Table 3: Structure and dynamics of payment

| No. | Milestone | Due (plan) | Percentage |
|-----|-----------|------------|------------|
|-----|-----------|------------|------------|

|       |   |          |      |
|-------|---|----------|------|
| 1     | Upon approved 10-Year Financial Business Plan | 3 months | 80%  |
| 2     | Upon approved Final Report                    | 4 months | 20%  |
| Total |   |          | 100% |

## 10. CONFLICT OF INTEREST

The engaged Consultant must not be involved in any other related activity to this Project.

In addition to the standard conflict of interest restrictions specified in the consulting Contract, all materials created under this Contract will remain the sole property of MoT. Re-use of the materials will require the formal, written approval of MoT.

The Consultant shall have no material interest in any of the outputs of this assignment. The terms of this agreement shall be made consistent with the relevant privacy laws of the Montenegro.

## 11. SELECTION

This Consultancy service will be selected under the provisions of the World Bank's Procurement Regulations for IPF Borrowers - Procurement in Investment Project Financing Goods, Non-Consulting and Consulting Services, February 2025 (Procurement Regulations), based on the method of Selection of Consulting Firm under the Consultant's Qualifications Based Selection (CQS).