

# **EKITI STATE DEVELOPMENT AND INVESTMENT PROMOTION AGENCY (EKDIPA)**



## **PUBLIC-PRIVATE PARTNERSHIP (PPP) DISCLOSURE FRAMEWORK**

**December, 2024**

## Table of Contents

1.0	Introduction .....	3
2.0	Objectives of the PPP Disclosure Framework .....	4
3.0	Scope of Framework .....	4
4.0	Legal and Regulatory Framework .....	4
5.0	The Disclosure Principles .....	6
6.0	Public-Private Partnership Project Life Cycle .....	7
7.0	Elements of PPP Projects to be Disclosed Throughout the Project Lifecycle .....	10
8.0	Institutional Roles and Responsibilities for Disclosure .....	17
9.0	Information Access Platforms .....	18
10.0	Confidentiality and Exceptions .....	18
11.0	Monitoring and Evaluation .....	19
12.0	Sanctions for Non-Compliance.....	19
13.0	Timeline for the PPP Disclosure .....	19
14.0	Standard Clauses .....	22
15.0	Specific Disclosure and Template .....	23
16.0	Conclusion.....	23
	Annexure .....	24

## **Foreword by the Director-General, Ekiti State Development and Investment Promotion Agency (EKDIPA)**

Transparency and accountability are cornerstones of effective governance and sustainable development. It is within this context that I am proud to present the Public-Private Partnership (PPP) Disclosure Framework for Ekiti State. This framework underscores our unwavering commitment to fostering openness in the implementation of PPP projects, ensuring that these partnerships deliver maximum value for all stakeholders.

Public-Private Partnerships have become an indispensable tool in addressing the critical infrastructure and service delivery needs of our state. However, the success of these projects hinges not only on the strength of the partnerships but also on the trust of the public. This trust can only be earned and maintained through consistent transparency in the planning, execution, and management of PPP initiatives.

The PPP Disclosure Framework is designed to establish a robust system for the proactive and systematic sharing of information. By outlining clear policies, procedures, and standards for disclosure, it ensures that all stakeholders—including government agencies, private sector partners, and the public—have access to relevant, accurate, and timely information about PPP projects.

This framework aligns with global best practices and reflects Ekiti State's dedication to governance that is participatory, inclusive, and accountable. It not only enhances public confidence in PPP projects but also strengthens the integrity of the procurement and implementation processes. Moreover, it demonstrates our determination to lead by example, setting a benchmark for other states in Nigeria and beyond.

I would like to acknowledge the collaborative efforts of the various stakeholders who contributed to the development of this framework. Your insights, expertise, and dedication have been instrumental in shaping this critical tool.

As we implement this framework, I urge all stakeholders to embrace its principles and practices, recognizing that transparency is not just a regulatory requirement but a catalyst for innovation, efficiency, and trust. Let us collectively work to ensure that the people of Ekiti State reap the full benefits of PPP projects, and that these partnerships continue to serve as engines of growth and development. Together, we can build a legacy of accountability and excellence, driving transformative change for the benefit of current and future generations.



**Director-General**

**Ekiti State Development and Investment Promotion Agency (EKDIPA) (27th December, 2024)**

# 1.0 Introduction

1.1 Public-private partnerships (PPP) are vital in delivering essential infrastructure and services in Ekiti State. Ensuring transparency, accountability, and public trust in PPP projects requires a robust disclosure framework. PPP disclosure is a structured, predictable, and time-bound publication of project and contract-related information at key stages in the PPP lifecycle, including the development and implementation stages. The Ekiti State PPP Disclosure Framework is designed to standardise the information-sharing process with stakeholders and the public, enhancing the transparency of PPP projects throughout their lifecycle.

1.2 This document sets out the Disclosure Framework for Ekiti State Government regarding the scope of public-private partnership (PPP) information available to the public. Specifically, it comprises the commitment, roles, and responsibilities related to PPP project disclosure. This Disclosure Framework will embed PPP disclosure to enhance transparency and accountability throughout the PPP life cycle. The Framework is prepared to guide ministries, departments, and agencies (MDAs) in disclosing information on projects procured through the PPP in Ekiti State. This is one way to enhance transparency and accountability in PPP projects.

1.3 Public-Private Partnerships (PPP) are critical to the Ekiti State government's efforts to drive infrastructural development and economic growth while promoting transparency and accountability in such ventures. The government has laid out clear goals and mechanisms to ensure that PPP projects are not only efficient but also adhere to high standards of openness and accountability. Ekiti State seeks to provide accurate and timely information on its activities to the public and other interested parties. This reflects the State government's initiative to promote an efficient, effective, transparent, and accountable government, and to empower its citizens to scrutinize effectively and participate in government decisions that affect them. This framework sets out guidelines for the disclosure of information in public-private partnerships (PPPs).

1.4 Ekiti State Development and Investment Promotion Agency (EKDIPA) is confident that transparency and accountability are fundamental to fulfilling its PPP development mandate. It also believes that transparency is essential for increasing public awareness about PPPs, and increasing the public dialogue on PPPs, and is critical for enhancing good governance, accountability, and promoting engagement with stakeholders. This will in

turn enable interested members of the public to understand better and engage in informed discussions about PPPs and overall strengthen development outcomes.

## 2.0 Objectives of the PPP Disclosure Framework

### 1. Transparency:

To ensure that key information regarding PPP projects is disclosed to the public and other stakeholders, fostering trust and confidence.

### 2. Accountability:

To establish clear guidelines on responsibilities regarding information disclosure in PPP projects.

### 3. Stakeholder Engagement:

To ensure that all stakeholders, including civil society, the private sector, and government agencies, are aware of the PPP process, key project details, and performance metrics.

### 4. Compliance:

To align with local laws, national regulations, and international best practices for PPP disclosure.

### 5. Risk Mitigation:

To identify and mitigate potential risks associated with project information withholding or mismanagement.

## 3.0 Scope of Framework

3.1 The application of this framework is mandatory for all public-private partnership (PPP) projects initiated, managed, or under negotiation by the Ekiti State Government, irrespective of the sector they belong to, such as transportation, health, education, and others. This ensures that the guidelines and regulations outlined in the framework are applicable universally across all PPP projects undertaken by the government of Ekiti State.

3.2 This Framework applies to all PPP projects under the EKDIPA Law and the Ekiti State PPP Manual.

## 4.0 Legal and Regulatory Framework

4.1 Ekiti State has developed a comprehensive PPP policy and regulatory framework to guide the development and management of these projects. This framework sets out the

roles and responsibilities of all parties, ensuring clear guidelines on project implementation and dispute resolution. Ekiti State Development and Investment Promotion Agency (EKDIPA) was established by section 3 of EKDIPA Law No 8. Of 2019. The purpose of EKDIPA is to initiate, promote, facilitate, coordinate and create a conducive environment for investments and development in the State through Greenfield, Brownfield, Public-private Partnership, privatisation, commercialisation of State-owned assets and concessions, enterprise development schemes and employability programmes. One of the core functions of the Agency as stated in Section 5 (13) of the Law requires EKDIPA to “publish and periodically revise data and information on the investment status of the State to assist prospective investors to evaluate the State's potential as a lucrative investment destination.”

4.2 In Ekiti State, several laws and regulations govern Public-Private Partnership (PPP) disclosures to ensure transparency, accountability, and fair competition. These legal frameworks set the standards for how PPP projects should be structured, managed, and disclosed to the public. The relevant laws and regulations directing PPP disclosures in Ekiti State include the following:

- i. Ekiti State Public-Private Partnership Law - Ekiti State Public-Private Partnership Law provides the legal foundation for all PPP activities within the state. It establishes the regulatory framework for how the government can partner with private entities for the delivery of public infrastructure and services. This law mandates the creation of a PPP Unit or Agency responsible for overseeing and managing PPP projects. This agency is tasked with ensuring transparency, monitoring projects, and managing disclosures. The law requires that all PPP projects follow transparent procurement processes.
- ii. Ekiti State Fiscal Responsibility Law – The Law emphasizes the need for prudent management of public finances. Under this law, public disclosures related to PPP projects must include financial obligations, projected revenues, and potential liabilities to the state.
- iii. Ekiti State Public Procurement Law - This law governs the procurement processes for public projects, including those under PPP arrangements. It ensures that all procurement procedures for PPPs are transparent, competitive, and fair. The law requires that all stages of the procurement process, including the call for bids, the selection of preferred bidders, and the final contract awards, be disclosed to the public. The public procurement process must be transparent, with the results of the

bidding process and the names of the winning bidders published in accessible formats.

- iv. Ekiti State Freedom of Information Law (FOI Law) 2011 - The Ekiti State FOI Law provides the public with the right to access government-held information, including information related to PPP projects. Section 2 (1) of the Law requested that “subject to the provision of this Law but notwithstanding anything contained in any other Law or Regulation, every citizen of Ekiti State of Nigeria, has a legally enforceable right to, and shall, application be given access to any record under the control of a government or public institution.”
- v. Nigerian Infrastructure Concession Regulatory Commission (ICRC) Act - While this is a federal law, it provides guidance to Ekiti State in structuring its PPP arrangements. The ICRC Act establishes best practices for PPPs at the national and sub-national levels. It mandates that PPP projects be carried out transparently, with adequate disclosure of project information to the public. The ICRC Act requires detailed disclosures at various stages of a PPP project’s lifecycle—planning, procurement, contract signing, and implementation. These guidelines are adopted by states like Ekiti to ensure alignment with national transparency standards.
- vi. Ekiti State Audit Law - The Audit Law ensures that all financial transactions, including those related to PPP projects, are subject to independent audits. These audits must be published to provide transparency on how public and private funds are being utilized in PPP agreements. This law helps ensure that any discrepancies or inefficiencies in PPP management are detected and addressed transparently.
- vii. Ekiti State Public Finance Management Law - This law provides for the control and management of public finances, including those involved in PPP projects. It requires comprehensive disclosure of all financial aspects of PPP agreements, ensuring that public resources are used responsibly.

## **5.0 The Disclosure Principles**

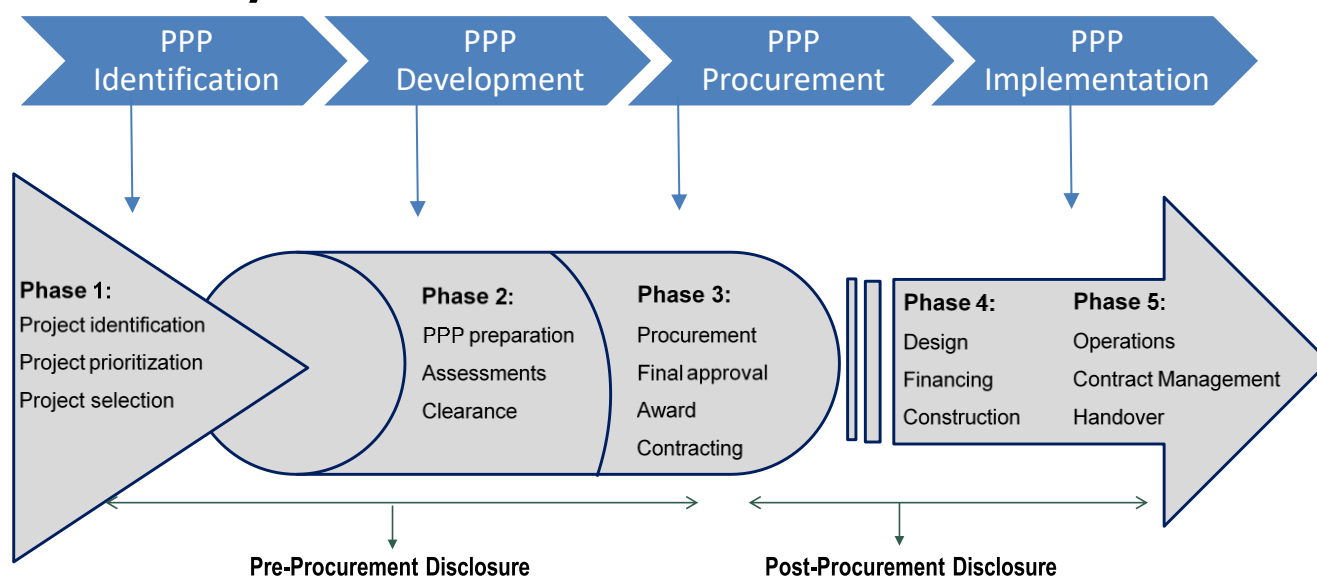
5.1 Proactive Disclosure: Information related to PPP projects should be disclosed proactively without waiting for requests, ensuring ongoing access to current and accurate data.

5.2. Accessibility: Disclosed information should be available in accessible formats, ensuring stakeholders from various backgrounds can easily understand and utilize the information.

5.3. Timeliness: Information should be disclosed promptly at key stages of the PPP project lifecycle—pre-contract, post-contract, and during operation.

5.4. Comprehensiveness: The information disclosed should cover all aspects of the project, including project selection, procurement, financials, performance indicators, and risk assessments.

## 6.0 Public-Private Partnership Project Life Cycle



6.1 The Public-Private Partnership (PPP) lifecycle in Ekiti State, like in many regions, follows a structured process that ensures effective planning, transparent procurement, and successful implementation of projects. The lifecycle is divided into several stages, from pre-procurement to post-procurement, to ensure that both public and private sectors are held accountable and projects are efficiently delivered. Below is an overview of the PPP lifecycle in Ekiti State:

6.2 Pre-Procurement Stage (Phase 1 and Phase 2) - This phase involves early planning and preparation before the procurement process begins. It is a critical stage where the viability of a potential PPP project is determined.

- a) Project Identification and Concept Development - The government identifies a potential project that could benefit from a PPP model. This is typically based on the state's development priorities, such as infrastructure, healthcare, or education. A



preliminary concept is developed, outlining the project's goals, scope, and expected outcomes.

- b) Feasibility Studies and Value for Money Analysis - A detailed feasibility study is conducted by the PPP Unit in EKDIPA to assess the technical, financial, environmental, and social viability of the project. The study also examines the potential risks and returns for both the public and private sectors. The Value for Money (VfM) Analysis ensures that the PPP approach provides better value compared to traditional public sector procurement. It assesses whether the project will achieve efficiency and cost-effectiveness.
- c) Stakeholder Consultations – EKDIPA engages with key stakeholders, including potential private sector partners, civil society, and the local community, to gather feedback and ensure alignment with public interests. This step helps refine the project scope and build public support.
- d) Approval and Project Structuring - The project is reviewed and approved by relevant government authorities such as the State Executive Council. This involves ensuring that the project aligns with state policies and financial regulations. The PPP project is then structured, detailing the partnership model (e.g., Build-Operate-Transfer, Concession), risk-sharing mechanisms, and financing arrangements.

6.3 Procurement Stage (Phase 3) - The procurement phase involves the selection of a suitable private partner through a transparent, competitive process. This stage is designed to ensure fairness and accountability.

- a) Request for Proposals (RFP) or Expression of Interest (EOI) - A formal Request for Proposals (RFP) or Expression of Interest (EOI) is issued to invite private sector entities to participate in the project. The RFP includes detailed project specifications, evaluation criteria, and requirements for bids.
- b) Bid Evaluation and Shortlisting - Interested private sector bidders submit proposals based on the RFP. These proposals are evaluated based on criteria such as technical capacity, financial stability, and alignment with project goals. A shortlist of qualified bidders is developed, and these companies may be invited for further negotiations.
- c) Competitive Dialogue and Negotiation – Ekiti State Government engages in dialogue with the shortlisted bidders to refine the project details and address any concerns. This phase is crucial for negotiating the terms of the partnership, including risk allocation, financial contributions, and performance standards. The final contract terms are negotiated and agreed upon.

- d) Final Approval and Contract Award - Once negotiations are complete, the preferred bidder is selected and the PPP agreement is finalized. The contract is then signed, subject to approval by the relevant government bodies, such as the Ekiti State Executive Council and the PPP oversight agency.

6.4 Post-Procurement Stage (Phase 4 and Phase 5) - This phase involves the implementation and management of the PPP project. Both the government and private partner must fulfil their contractual obligations to ensure the project's success.

- a) Project Implementation - The private partner begins the construction or development of the project as per the agreed-upon timeline and standards. Throughout the implementation, the EKDIPA monitors the project's progress, ensuring compliance with technical specifications, environmental standards, and financial commitments. Key performance indicators (KPIs) are used to track performance.
- b) Performance Monitoring and Evaluation - Regular evaluations are conducted during the operation phase to ensure that the project is delivering value for money and meeting its objectives. The government evaluates the service quality, financial performance, and overall impact of the project on public welfare.
- c) Risk Management and Contractual Adjustments - Both parties manage any risks identified during the project. If unforeseen challenges arise, contractual adjustments may be necessary to accommodate changes in project scope, timelines, or financial arrangements. Continuous risk management is essential to prevent project delays or cost overruns.
- d) Operation and Maintenance Phase - During this phase, the private partner operates and maintains the infrastructure or service for the agreed period, as specified in the PPP contract.
- e) Service Delivery - The private partner is responsible for delivering the agreed services (e.g., infrastructure management, healthcare delivery) while ensuring compliance with contractual obligations. The Ekiti State Government (EKDIPA) will ensure that services are provided according to the quality and standards outlined in the contract.
- f) Contract Expiry and Project Handover - At the end of the PPP contract, the ownership and management of the project typically revert to the government, depending on the PPP model (e.g., Build-Operate-Transfer, Concession). At the end of the contract period, the private partner transfers ownership and control of the

project back to the government. The government inspects the project to ensure that it meets all contractual obligations before the handover.

## **7.0 Elements of PPP Projects to be Disclosed Throughout the Project Lifecycle**

7.1 To ensure transparency and accountability in Public-Private Partnership (PPP) projects, the Ekiti State Government must disclose key elements at various stages of the project lifecycle. These elements are grouped based on the major phases of the PPP lifecycle:

7.1.1 Disclosure During Project Development - During the project development phase of a Public-Private Partnership (PPP) in Ekiti State, transparency and accountability are critical. The government ensures that there is adequate disclosure of key project information to the public and relevant stakeholders. These disclosures serve to foster trust, allow for public input, and ensure that the project complies with the principles of good governance. Disclosures to be made during the PPP project development phase shall include the following:

a) Project Concept and Identification

- Basic Project Information: At the onset of project identification, the government typically announces the potential PPP project. This includes a high-level overview of the project's purpose, objectives, and the problem it aims to solve (e.g., infrastructure gaps, service improvement).
- Justification for PPP Approach: The rationale for selecting a PPP model instead of traditional public procurement is disclosed, showing that the PPP offers better value for money, risk-sharing advantages, or enhanced efficiency.

b) Project Feasibility Study Report - A summary of the feasibility study conducted to assess the technical, financial, environmental, and social viability of the project is disclosed to the public. This may include project risks, potential impacts, and the financial viability of engaging in a PPP. The project feasibility study should include climate screening assessment information in respect of the project. The Feasibility Study (including the preliminary environmental and social impact assessment, but with financial models and/or financial information which may have an impact on the ability of the government to negotiate with private parties redacted) will be disclosed before or at the time of publication of the Request for Prequalification

(RPQ) documents. The complete Feasibility Study will be disclosed within 30 days of execution of the project agreement (commercial close)

- c) Information on Climate Mitigation and Adaptation Assessment of PPP Project: As part of the project preliminary assessment, climate mitigation and adaptation assessment shall be conducted to ascertain the impact of a project on the climate, environment, and community, as well as social acceptability and public benefit. Information on the climate assessment and adaptation assessment must be disclosed with the project feasibility study report.
- d) Value for Money (VfM) Analysis Summary: The results of the VfM analysis are disclosed, demonstrating why a PPP is the preferred option. It details the expected economic and social benefits the project will deliver and why it is more cost-effective than other models.
- e) Environmental and Social Impact Assessment (ESIA) Report or Summary - If the project involves significant environmental or social impacts (e.g., construction of large infrastructure), the Environmental and Social Impact Assessment (ESIA) is made publicly available. This report identifies potential environmental and community impacts, including how these will be mitigated.
- f) Project Structure - Once the project structure is finalized, a summary of the partnership model (e.g., Build-Operate-Transfer, Concession) is disclosed. This document outlines the roles and responsibilities of the public and private sectors, including timelines and the scope of work.
- g) Risk Allocation Framework - The project's risk allocation framework, which defines how risks will be shared between the public and private partners, is disclosed. This helps the public understand how financial, operational, and environmental risks will be mitigated.
- h) Pre-Procurement Process and Documentation
  - The Request for Proposals (RFP) or Expression of Interest (EOI) documents are publicly disclosed, inviting potential private sector participants to submit bids. This includes the criteria for evaluation, deadlines, and submission procedures.
  - Bid Evaluation Criteria: The government discloses the criteria by which bids will be evaluated to ensure a fair and transparent procurement process. This usually includes financial capability, technical expertise, and alignment with project goals.

- Pre-Qualification Results: The list of pre-qualified bidders is often disclosed to demonstrate openness and avoid any perception of favouritism or corruption in the procurement process.
- i) Stakeholder Engagement Reports - the outcomes of consultations with various stakeholders, including communities, industry experts, and civil society, are disclosed. These reports detail the concerns raised, the inputs provided by stakeholders, and how these are integrated into the project design and risk mitigation plans. Continuous disclosure of feedback channels, such as public forums or dedicated websites, is maintained to allow stakeholders to voice concerns throughout the project development.
- j) Cost Estimates and Funding Structure - A disclosure of the estimated total project cost, including capital investment from both the public and private sectors, is made available. It details the funding structure, financing sources, and any public guarantees or subsidies involved.

7.1.2 Disclosure During Procurement - During the procurement phase of a Public-Private Partnership (PPP) project in Ekiti State, transparency and accountability are essential. The government ensures that all critical information regarding the procurement process is made available to the public and relevant stakeholders. The objective is to ensure fairness, competition, and openness, while also allowing for public scrutiny and minimizing the potential for corruption. The key disclosures made during the project procurement phase:

- a) Request for Proposals (RFP) or Expression of Interest (EOI) - Once the decision to move forward with a PPP is made, the State government publicly announces the start of the procurement process. This usually includes a clear and comprehensive Request for Proposals (RFP) or Expression of Interest (EOI), which is published in multiple accessible channels (e.g., official websites, newspapers, and relevant industry platforms). The RFP or EOI includes essential project details, such as:
  - The scope of the project.
  - The technical and financial requirements.
  - The timeline for submission.
  - The evaluation criteria.
  - Submission procedures and deadlines.

Instructions for how and where to submit bids are clearly stated, ensuring that the process is accessible to all qualified bidders. Transparency in these guidelines helps eliminate ambiguities and ensures equal treatment of all participants.

- b) Pre-Bid Meetings and Clarifications - The government often holds pre-bid meetings with potential bidders to clarify the terms of the RFP, respond to queries, and explain any technical or financial aspects of the project. Any clarifications or changes made to the RFP during these meetings are publicly disclosed to ensure all bidders have equal access to information. This prevents any single bidder from gaining an unfair advantage due to insider knowledge.
- c) Bid Submission and Opening - Disclosure of Bidders: After the bid submission deadline, the names of all bidders are publicly disclosed. This ensures that the process is transparent and that all potential partners are known to the public.
- d) Bid Evaluation Criteria - The criteria by which bids will be evaluated are disclosed in the RFP or EOI. This often includes:
  - Technical Capacity: Evaluation of the bidder's technical expertise, experience, and ability to deliver the project.
  - Financial Capacity: Evaluation of the financial strength of the bidder, including access to capital and funding arrangements.
  - Project Plan: The proposed timeline, project management plan, and quality control mechanisms.
  - Value for Money (VfM): The cost-effectiveness of the bid, focusing on the best overall value for the public sector rather than simply the lowest price.
  - Innovation and Sustainability: Evaluation of how the bidder plans to incorporate innovative solutions or sustainability measures into the project.
  - Disclosure of Evaluation Process: The public is informed about the bid evaluation process and timeline, ensuring transparency in how the final decision will be made.
- e) Bid Evaluation Results and Shortlisting - Once bids are evaluated, the government typically publishes a shortlist of qualified bidders. This announcement includes the names of the companies that made it through the evaluation stage and will proceed to negotiations or further rounds of evaluation. In some cases, the government may disclose an evaluation report that outlines why certain bids were selected or rejected, based on the pre-defined criteria. This enhances transparency and reassures the public that decisions are made fairly.

- f) Negotiations with Preferred Bidder - Once a preferred bidder is selected, the government engages in negotiations to finalize the project's terms, conditions, risk-sharing mechanisms, and financial arrangements. While some details of negotiations may remain confidential due to commercial sensitivity, the government typically discloses:
- The selected bidder's name.
  - The basis for selection (e.g., technical qualifications, financial strength, innovation, VfM).
  - The key areas under negotiation, including any changes to project scope, risk-sharing, and timelines.
- g) Contract Award Announcement - After negotiations are completed and the contract is finalized, the government publicly announces the winning bidder and provides a summary of the contract terms.

Disclosure of Contract Details: A summary of the key elements of the contract is disclosed, which may include:

- The duration of the partnership.
  - The financial commitments of both the public and private sectors.
  - The responsibilities of the private partner, including project design, financing, construction, and operation.
  - Risk-sharing arrangements.
  - Any guarantees, subsidies, or financial incentives provided by the government.
  - Performance standards and monitoring mechanisms.
- h) Disclosure of Grievance Procedures - The government discloses the procedures available for bidders or the public to raise grievances or challenge the procurement process. This provides an avenue for addressing any concerns of unfair treatment or irregularities in the bidding or contract award process. Details of how disputes between the public and private partners will be handled during the implementation phase are included in the procurement documentation and disclosed. This promotes clarity and fairness in the partnership.

7.1.3 PPP Project Disclosure following Commercial Close and Operation - Following the commercial close and during the operation phase of a Public-Private Partnership (PPP) project, transparency and disclosure remain essential to maintain public trust, ensure accountability, and monitor the project's performance. At these stages, the focus of

disclosure shifts to providing updates on project implementation, and financial performance, and fulfilling contractual obligations by public and private partners. Key disclosures typically made after commercial close and during the operation phase of a PPP project in Ekiti State:

- a) Commercial Close Disclosures** - At commercial close, the final terms of the PPP agreement are concluded between the public and private sectors. This phase signifies that the major contractual terms have been agreed upon, though financial arrangements (financial close) may still be pending.
- i. Disclosure of the Final PPP Contract - The final PPP contract or a redacted version (with sensitive information removed) is disclosed to the public. This includes details of the key contractual provisions, such as:
    - Project scope and objectives.
    - Duration of the contract.
    - Financial commitments of both parties.
    - Risk-sharing mechanisms.
    - Performance standards and benchmarks.
    - Payment mechanisms (e.g., user fees, availability payments).
    - Termination clauses and remedies for breach of contract.
  - ii. Financial Close and Funding Disclosure - Once financial close is achieved, the government discloses the financial structure of the project, including:
    - Sources of funding (loans, equity, bonds).
    - Any public sector contributions or guarantees.
    - Interest rates, repayment terms, and other financial commitments.
    - Expected revenue streams, if applicable (e.g., tolls, user fees).
  - iii. Disclosure of Implementation Plan - A detailed implementation timeline is provided, indicating key project milestones, such as construction start and completion dates, testing phases, and operational start dates. The roles of each party during the construction and operational phases are outlined, ensuring clarity on who is responsible for various aspects of the project.
- b) Disclosures During the Operation Phase** - During the operation phase, the focus shifts to monitoring performance, financial sustainability, and ensuring that the private partner meets its contractual obligations. Disclosures during this phase include operational reports, financial updates, and performance monitoring.



- i. Operational Performance Reports - the private partner is required to submit periodic reports on the project's performance, including details on:
  - Service delivery quality.
  - Compliance with technical and operational standards.
  - Key Performance Indicators (KPIs) established in the contract (e.g., uptime, service availability, safety, and environmental standards).

Summaries or full versions of these operational reports are made available to the public to ensure transparency and accountability. This helps stakeholders track whether the private partner is meeting performance benchmarks.

- ii. Financial Disclosures - Regular financial reports are disclosed, detailing the project's revenue generation (if applicable), operational costs, and overall financial health. This includes:
  - User fees or tariffs collected (e.g., tolls, healthcare charges).
  - Payments made by the government to the private partner (e.g., availability payments).
  - Operational and maintenance costs incurred by the private partner.

If the private partner generates profits from the project, reports may also disclose the returns on investment, profit-sharing (if applicable), and financial sustainability. Any public sector payments to the private partner, such as subsidies or availability payments, are disclosed to ensure that public funds are being used appropriately.

- iii. Service Delivery and Public Feedback Mechanisms - Disclosures may include results from public surveys or feedback mechanisms, gauging user satisfaction with the services provided by the PPP project. This is particularly relevant for infrastructure or service delivery projects such as transportation, healthcare, or utilities. A disclosure of how public grievances and complaints are being handled by both the public and private sectors. The mechanisms in place for resolving disputes or addressing complaints (e.g., hotline numbers, and public portals) are regularly shared with the public.
- iv. Monitoring and Evaluation Reports - In many PPP projects, independent monitors or auditors are engaged to review project performance. The results of these evaluations are disclosed to the public, ensuring that the private partner adheres to the contract terms. If the project has significant environmental or

social impacts (e.g., a large infrastructure project), regular reports on compliance with environmental standards and social impact mitigation measures are disclosed. This may include updates on waste management, community engagement, and adherence to sustainability practices.

- v. Risk Management and Adjustments - Regular disclosures are made on how identified risks are being managed, including adjustments to project timelines, costs, or operational practices. This could include measures to address unforeseen challenges, such as construction delays, financial stress, or operational inefficiencies. Any adjustments or renegotiations of the contract, due to changes in the project scope, financial challenges, or performance issues, are publicly disclosed. This ensures that stakeholders are aware of the evolving terms of the partnership.

**c) Post-Operation Phase Disclosures** - In PPP models like Build-Operate-Transfer (BOT), where the private partner hands over the project to the government after a fixed period, the handover process is disclosed. This includes:

- The condition of the assets at the time of transfer.
- Compliance with contractual obligations.
- Any final payments or obligations fulfilled by the private partner.

Final Project Evaluation Report: Once the PPP contract term ends, a final project evaluation report is disclosed, assessing the overall success of the project, including lessons learned, the economic and social impacts, and recommendations for future PPPs.

## 8.0 Institutional Roles and Responsibilities for Disclosure

8.1. Ekiti State PPP Unit/ – Ekiti State Development Investment Promotion Agency: The unit shall:

- i. serve as the primary body responsible for ensuring compliance with the disclosure framework.
- ii. oversee the collection, verification, and dissemination of information.
- iii. publish all PPP-related documents on a publicly accessible platform (web-based platform) after redacting confidential information.
- iv. the Director-General of EKDIPA (or any officer designated) shall validate all information before publication on the web-based platform.

## 8.2. Contracting Ministries, Departments, and Agencies (MDAs)

- i. Collaborate with the PPP Unit to ensure timely and accurate information is disclosed.
- ii. Provide updates on project performance and challenges during implementation.

## 8.3. Private Partners

- i. Provide all required project information, including financial and performance reports.
- ii. Ensure compliance with transparency clauses in the PPP contract.

8.4. Civil Society and Media - Play an oversight role by reviewing the disclosed information and providing feedback to the government and the public.

# 9.0 Information Access Platforms

9.1 The Ekiti State Government will establish the following platforms to ensure easy access to PPP information:

- i. Ekiti State PPP Portal: All disclosed documents and reports will be available for download on a dedicated website.
- ii. Public Registers: The government will maintain a public register of all ongoing and completed PPP projects, available both online and at government offices.
- iii. Media Engagements: Periodic press releases, stakeholder briefings, and media engagements will be held to provide updates on key projects.

9.2 All information and documents will be published on EKDIPA's web-based platform and any other media platform as required by the PPP Manual, PPP Law and EKDIPA Law 2019

# 10.0 Confidentiality and Exceptions

10.1 Section 14 and Section 17 (1) (a-c) of Ekiti State Freedom of Information Law 2011 provide for exemption of confidential information from public disclosure. While transparency is essential, some project-related information may be confidential, particularly if it pertains to proprietary information or national security. The following types of information may be exempt from this disclosure Framework:

- Proprietary business information of the private partner
- Bids or proposals submitted by bidders

- Trade secret or Intellectual property rights of private partners
- Sensitive financial information (where disclosure could jeopardize project viability)
- Information related to national security, public safety, or law enforcement activities

10.2 The Ekiti State Government will identify and justify any withheld information, ensuring minimal exceptions to the transparency principle.

## **11.0 Monitoring and Evaluation**

1. Independent Review: An independent monitoring body will be tasked with evaluating the disclosure process and recommending improvements.
2. Periodic Audits: Audits of the disclosed information will be conducted annually to ensure compliance with the framework.
3. Feedback Mechanism: Stakeholders will have access to a feedback platform where concerns about information quality or availability can be raised.

## **12.0 Sanctions for Non-Compliance**

12.1 Government agencies or private partners that fail to adhere to the disclosure requirements will face penalties, including:

- i. Fines or monetary sanctions
- ii. Suspension or termination of contracts (in extreme cases)
- iii. Public disclosure of non-compliance issues

## **13.0 Timeline for the PPP Disclosure**

13.1 PPP project disclosure timelines provide a structured approach to ensure transparency and accountability throughout the lifecycle of a Public-Private Partnership. In Ekiti State, these timelines align with key phases of the PPP process, ensuring that the public and relevant stakeholders are informed at each critical stage. Below is a general timeline of disclosures during a typical PPP project:

- i. Pre-Procurement Phase - This phase involves project identification, feasibility studies, and preparation for procurement.
  - Project Identification  
Timeline: At the very start of the project (Months 1-3).
  - Feasibility Studies and Value for Money (VfM) Analysis

Timeline: Before procurement, after project identification (Months 3-6).

- Stakeholder Consultations:

Timeline: Before finalizing the project structure (Months 4-6).

ii. Procurement Phase - This phase focuses on the selection of the private partner and finalizing the project's contractual terms.

- Request for Proposals (RFP) or Expression of Interest (EOI):

Timeline: At the launch of the procurement process (Months 6-9).

- Pre-Bid Clarifications and Adjustments:

Timeline: Shortly after the RFP/EOI is issued (Months 7-9).

- Bid Submission and Evaluation:

Timeline: Following the bid submission deadline (Months 9-12).

- Preferred Bidder and Contract Negotiations:

Timeline: After the bid evaluation and selection of the preferred bidder (Months 12-15).

iii. Commercial and Financial Close - At this stage, the final agreement is signed, and financial arrangements are completed.

- Disclosure of Final Contract (Commercial Close):

Timeline: After the contract is signed (Months 15-18).

- Financial Close:

Timeline: Typically a few months after commercial close (Months 18-21).

iv. Construction Phase (if applicable) - During construction, the focus is on progress updates and any changes to project scope or costs.

- Progress Reports:

Timeline: At regular intervals (quarterly or annually, depending on the project) during the construction phase (Months 21-36+).

- Environmental and Social Impact Updates:

Timeline: As required by the environmental and social risk management framework (Months 21-36+).

v. Operation Phase - This phase covers the period when the project becomes operational and focuses on performance monitoring, revenue generation, and financial sustainability.

- Operational Performance Reports:

Timeline: Regularly throughout the operation phase (e.g., quarterly or annually, depending on the project type and contract) (Years 1-10+).

- Financial Disclosures:

Timeline: Annually or as per contractual requirements (Years 1-10+).

- Risk Management Updates:

Timeline: As risks emerge or are mitigated (Years 1-10+).

vi. Post-Operation / Handover Phase (if applicable) - If the PPP involves transferring assets or operations back to the public sector, disclosures focus on the condition and readiness of the assets.

- Handover Report:

Timeline: At the end of the contract term (e.g., Year 10+).

- Final Evaluation Report:

Timeline: Following the completion of the project or end of contract term (Year 10+).

### Summary of Key Disclosure Timelines

Stage	Key Disclosure	Timeline
Pre-Procurement Phase	Project Identification, feasibility study result, ESIA	Months 1-6
Procurement	RFP/EOI, bid evaluation results,	Months 6-15

<b>Phase</b>	preferred bidder	
<b>Commercial Close</b>	Final contract disclosure	Months 15-18
<b>Financial Close</b>	Financial structure and arrangement	Months 18-21
<b>Construction Phase</b>	Progress reports, environmental impact updates	Months 21-36+ (ongoing)
<b>Operation Phase</b>	Operation performance, financial disclosure	Year 1-10+ (ongoing)
<b>Handover Phase</b>	Handover report, final evaluation	Year 10+ (or as per contract terms)

## 14.0 Standard Clauses

These are specific clauses that can be included in PPP contracts. These clauses can guide government negotiating terms while they are negotiating provisions related to the responsibility of private providers to provide information to the contracting authority, and the rights and responsibilities of the public authority to disclose such information fully or partly. The clauses include the following:

- i. A section titled “Transparency and Information Disclosure” will be included in all draft contractual documentation within the RFP and in all PPP agreements that the contracting MDA will sign.
- ii. The section in 14.0 (i) above will include clauses regarding proactive disclosures by the contracting MDA. This includes disclosing summary project and contract information, contract documents, procurement documents, and ongoing performance information.
- iii. The section in 14.0 (i) will also contain the obligation of the private party to provide documents and information as when required and in the format required by the contracting MDA as part of its service obligations, with consequential payment deductions in case of a failure to provide information on the part of the private party.
- iv. The section in 14.0(i) above will include a subsection dealing with confidential information. It will list the items of confidential information in a schedule along with the date up to which the information will be considered confidential.
- v. The PPP contract will be structured so that confidential information can be easily removed before publication.
- vi. Sample disclosure clauses for use in all draft PPP project documents are included in the request for proposals and all project agreements.

## **15.0 Specific Disclosure and Template**

Specific disclosures will consist of the elements in Annex A. Specific disclosure will follow the table in Annex B and the template in Annex C. Confidential information provided under section 10.0 above will be redacted before publication on the web-based platform.

## **16.0 Conclusion**

The Ekiti State PPP Disclosure Framework is designed to foster transparency, enhance accountability, and ensure that all stakeholders are well-informed about PPP projects. This framework aims to build public trust, support sustainable development, and promote effective public-private collaboration.



# Annexure

## A - ELEMENTS OF SPECIFIC DISCLOSURE

S/N	ELEMENTS OF SPECIFIC DISCLOSURE	EXPLANATIONS
i.	PPP Project Pipeline	The approved project will be included in the published PPP project pipeline within 30 days of approval by the State ExCo. The project pipeline will provide <ul style="list-style-type: none"> <li>- a brief description of the project</li> <li>- name of the contracting authority</li> <li>- sector, and</li> <li>- estimated project value</li> </ul>
i.	Basic project information	Within 30 days of the approving authority's approval of the PPP project, basic project information along with estimated dates for key milestones will be provided. This information will include: <ul style="list-style-type: none"> <li>- Project name</li> <li>- Location</li> <li>- Sector</li> <li>- Name of the contracting MDA</li> <li>- Estimated project value</li> <li>- Project need</li> <li>- Technical description of the assets and services to be provided</li> <li>- Estimated annual demand to be served</li> <li>- Rationale for selecting the project for development as a PPP (including a cost-benefit analysis)</li> <li>- Projected policy outcomes (including links to the Preliminary Economic Cost-Benefit Analysis report)</li> <li>- Name and contact information of the Project Officer in charge</li> </ul> This comprehensive overview will ensure clarity and facilitate a better understanding of the project.
ii.	Project Feasibility Study Report	The Feasibility Study will be disclosed along with the Request for Prequalification (RPQ) documents, and the complete study will be available within 30 days of approval by the Executive Council. The Project feasibility study report shall include the project climate screening assessment information.
iii.	Project progress tracking	As the project advances, we will provide detailed key milestones to keep all stakeholders informed. These milestones will be organized in a project progress tracker, which will visually display the status and timeline of each phase of the project.
iv.	Procurement information	Dates and summary procurement information and key documents will be provided during the procurement process. The Expression of Interest (EOI), list of shortlisted bidders, Request for proposal (RFP), and award will be published immediately after necessary approval.
v.	Project documents	Key project documents, including the redacted PPP agreement, will be disclosed within 30 days after the project agreement is executed (commercial close).
vi.	Project Summary	A summary of information regarding the PPP contract will be provided within 30 days after the execution of the PPP agreement (commercial close). This project summary will include essential details such as: <ul style="list-style-type: none"> <li>- Basic information on the PPP agreement</li> <li>- Project scope</li> <li>- Project value</li> </ul>

		<ul style="list-style-type: none"> <li>- Parties involved in the PPP agreement</li> <li>- Project risk matrix</li> <li>- Types and amounts of government support provided for the project</li> <li>- Information on tariffs and pricing</li> <li>- Termination clauses</li> <li>- Duration of the contract</li> <li>- Provisions for hand back</li> <li>- Key performance indicators and their target levels</li> <li>- financial information</li> </ul>
vii.	Contract Renegotiations	Information on each contract renegotiation required will be published within 30 days of the signature of the renegotiated contract.
viii.	Project Performance Information	Performance information for the private party against key performance indicators will be published within one year of the project's financial close, with annual updates. This will include construction milestones, financial data, and details on any performance failures. Assessments such as audit reports, annual financial statements, and summaries from independent experts will also be disclosed each year.
ix.		

## B - SUMMARY OF SPECIFIC DISCLOSURES

S/N	DOCUMENT	CONTENT	CREATOR	APPROVER	TIME
<b>Disclosure of information at project development</b>					
i.	PPP Projects Pipeline	List of projects approved for development including brief project description, contracting authority, sector, and estimated project cost	Ekiti State Development and Investment Promotion Agency	Ekiti State Development and Investment Promotion Agency	Within 30 days of approval for inclusion in the PPP project pipelines
ii.	Basic Project Information	Project name, Location, Sector, Contracting MDA, Project value Project rationale, Description of asset, Services to be provided, Estimated demand to be served annually, Rationale for selecting the PPP mode, Indicative investment size, Pre-feasibility study, report	Contracting MDA	Ekiti State Development and Investment Promotion Agency	Within 30 days following the approval of the OBC for the project
iii.	Project progress tracking	A web-based platform section that shows actual achievement dates for tracking.	Ekiti State Development and Investment Promotion Agency	Ekiti State Development and Investment Promotion Agency/ Contracting MDA	Immediately after the information becomes available
<b>Disclosure of information during project preparation</b>					
iv.	Project preparation documents	Strategic needs assessment, technical analysis, risk matrix, financial model, economic analysis, management arrangement, and OBC	Contracting MDA	Ekiti State Development and Investment Promotion Agency	Within 30 days of approval
<b>Disclosure of information during procurement</b>					
v.	EOI		Contracting MDA	Ekiti State Development	Following approval

				and Investment Promotion Agency	
vi.	List of shortlisted bidders		Contracting MDA	Ekiti State Development and Investment Promotion Agency	As soon as the shortlisting is completed and shortlisted bidders are notified
vii.	RFB		Contracting MDA	Ekiti State Development and Investment Promotion Agency	Immediately after the commercial close
viii.	Bid Award		Contracting MDA	Ekiti State Development and Investment Promotion Agency	After the approval required
<b>Disclosure of information following execution of project agreement (commercial close)</b>					
ix.	Project summary	project scope, Parties to the PPP agreement, Project risk analysis, Government support, Project value, tariffs, and pricing, Termination clauses, Handback provisions, Key performance indicators with agreed target levels.	Contracting MDA	Ekiti State Development and Investment Promotion Agency	Within 30 days of the project's commercial close
x.	The financial structure of the PPP project	The project's equity-debt ratio, debt and equity providers, share capital	Contracting MDA	Ekiti State Development and Investment Promotion Agency	Within 30 days of financial close.
xi.	Project Documents	This will include all redacted information in the PPP agreement	Contracting MDA	Ekiti State Development and Investment Promotion Agency	Not later than 30 days after commercial close
xii.	Renegotiations and renegotiated agreements and associated documents	Summary of all redacted information on each renegotiation in the PPP agreement	Contracting MDA	Ekiti State Development and Investment Promotion Agency	Not later than 30 days after the parties have signed the renegotiated clause
<b>Performance Disclosure throughout the contract period</b>					
xiii.	Performance Information	Performance of the private party on key performance indicators against agreed targets, Audit reports, audited financial statements, reports from the private party, and Reports from independent	Contracting MDA	Ekiti State Development and Investment Promotion Agency	Not later than one year after the financial close (updated annually)

	experts.			
--	----------	--	--	--

## **C – TEMPLATE FOR DISCLOSURE DURING THE PROJECT IDENTIFICATION, DEVELOPMENT, AND PROCUREMENT STAGES**

**BASIC PROJECT INFORMATION** – the project information is disclosed at the project inception phase within 30 days following the approval of the project OBC by EKDIPA or other designated authority

- i. Project name
- ii. Location
- iii. Sector
- iv. Contracting Ministries, Departments, and Agencies
- v. Project value (with the breakdown of costs)
- vi. Project Rationale
- vii. Description of assets and services to be provided
- viii. Rationale for selection of the project for development as a PPP (including cost-benefit analysis)
- ix. Investment size
- x. Pre-feasibility study report

**ACTUAL PROJECT MILESTONES** – published as they become available

- i. Project Identification
- ii. Prioritization and inclusion of the project in the PPP pipeline
- iii. PPP pipeline approval
- iv. Project Pre-feasibility study
- v. Expression of Interest
- vi. Request for Bids (RFB)
- vii. Award of contract
- viii. Full Outline Business Case
- ix. Commercial Close (execution of project agreement)
- x. Financial Close
- xi. Commencement of construction or development
- xii. Completion of construction or development
- xiii. Commissioning
- xiv. Contract end (expiry)

### **PROCUREMENT DOCUMENTS**

- i. Feasibility Study Report
- ii. Expression of Interest (published immediately after approval)
- iii. List of Shortlisted Bidders (as soon as short-listed bidders are short-listed)
- iv. Request for proposal (published upon close of bids)
- v. Announcement of selected bidder (published after approval of award)
- vi. Full Business Case (published within 30 days of approval).