

Expression of Interest (EOI)
For engagement on retainership basis of Company Secretary /Company Secretary Firm

Introduction

1. The Bihar Medical Services & Infrastructure Corporation Ltd. (BMSICL) herein after referred to as the Corporation has been incorporated in the year 2010-11 with the aim of ensuring availability of cost effective, quality drugs, medicines, consumables and kits at the facility level, on time, to be procured through completely transparent e-procurement system on National level bid and supplied to the facilities on requisition via an efficient and professionally managed supply chain management system. It is also the aim of the Bihar Medical Services & Infrastructure Corporation Ltd to improve the services available at Health facilities in the state of Bihar by ensuring:

- i. Efficient procurement of equipments and regular maintenance of the same including frequently used equipments for all hospitals and Medical Institutions.
- ii. Construct, repair and maintain the health facilities as may be decided.

2. BMSICL intends to engage the services of Company Secretary/Company Secretary Firm on retainer basis for day to day activities of the Company. The Company Secretary/ the dedicated personnel attached to BMSICL by the Company Secretary Firm shall be required to coordinate the meeting of the Board /Executive Committee/ General Body and ensure that they are properly organized and conducted, and to implement all necessary policies and procedures to ensure that the Company complies with the Memorandum/ Articles of Association and other statutory obligations under Companies Act 1956 or other applicable statutory rules.

3. The applicant may be an Individual or Company Secretary Firm and must have extensive experience of management of companies set up under Companies Act 1956.

4. Terms of Reference/Scope of Work

The Company Secretary /the dedicated personnel attached to BMSICL by the Company Secretary Firm would be required to undertake the following responsibility

Company Related Matters:-

1. Advice on all Statutory and constitutional requirements to ensure that business is conducted in a proper and effective manner.
2. Prepare any returns and records required by statute to ensure that the organization conducts its business in a legal and proper manner.
3. Submission of returns, to the Registrar of Companies; such returns may be in respect of changes in particulars required to be made in some of the Directors, or in respect of certain specific provisions of the Act or amendment of Article of Association.
4. Prepare the annual report of the organization in accordance with legal and constitutional requirements.
5. Maintenance of the following records:
 - i) Register of Members
 - ii) Register of Directors, Secretaries and Managers
 - iii) Register of Directors' shareholdings
 - iv) Minute books of General and Directors' Meetings
 - v) Proper maintenance of the Company's other statutory books

Advisory Role

Any other related function that may be assigned from time to time

5. Reporting Requirements: The Company Secretary/ the dedicated personnel attached to BMSICL by the Company Secretary Firm will report to designated official(s) nominated by the Company for day to day interaction. The designated officer(s) so nominated will also act as the counterpart to provide the necessary support to Company Secretary/ the dedicated personnel attached to BMSIC Ltd by the Company Secretary Firm on the Financial and Company related matters of BMSICL.

6. Eligibility

The bids will be screened on the basis of the following essential eligibility criteria:-

- The applicant may be an Individual or a Company Certified under the Companies Act 1956.
- Should be registered with the Institute of Company Secretaries of India and a Certified Firm (self attested copy to be enclosed)
- Should have been working as Company Secretary and have been enlisted as Company Secretary Firm for at least last 03 years.
- Should have worked as a Company Secretary or should Company Secretary Firm attached to a company having paid capital of more than Rs. 10 Crores.

7. Critical Information

Last date & time for receipt of Eol Bid **04.04.2013 by 1500 Hours in the 5th Floor, Biscomaun Bhawan, Gandhi Maidan, Patna 800001**

Opening of the bids will be on **04.04.2013 at 1600 Hours in the 5th Floor, Biscomaun Bhawan, Gandhi Maidan, Patna 800001**

If the last date of receipt & opening thereof happens to be declared a holiday, the offer will be received and opened on the next working day at the same time.

The Expression of Interest (EOI) be sent at the following address on or before **04.04.2013 up to 1500 Hrs:-**

The Managing Director,

Bihar Medical Services and Infrastructure Corporation Ltd (BMSICL)
5th Biscomaun Bhawan , Gandhi Maidan
Patna, Bihar
Tel-0612-2219634

8. Submission of Bids

8.1 The Individual/Firm qualifying under the criteria mentioned in Para -6 of the Eol document shall submit

a) The Eol as "Two Bid System" comprising of "**Technical Bid**" and "**Commercial Bid**" both of which should be sealed separately and then put together in another sealed cover. Two complete sets of Bids are to be submitted to Managing Director, BMSICL, at the 5th Floor, Biscomaun Bhawan, Gandhi Maidan, Patna 800001, India. The Technical Bid will be opened as per the time schedule given in Para 7 of the document and Commercial Bids of the technically qualified bidders will be opened on the same day next week.

b) Each copy of Technical Bid of the EOI should be a complete document bound as a volume separately. Different copies must be bound separately. The document should be page numbered, duly signed with seal and appropriately flagged and contain the list of contents with page numbers. Any deficiency in documentation will result in rejection of the offer.

c) Two sets of soft copies of the Technical Bid of EOI should also be submitted, in the form of a non re-writeable CD (Compact Disc) duly signed by the Company Secretary / authorized representative, in case of a Firm, using a "Permanent Pen / Marker" and should bear the name of the Company Secretary or the Company Secretary Firm.

d) The "Technical Bid" shall contain Bid Security and all other technical details / documents in support of the offer. There will be no mention of price anywhere in the Technical Bid.

8.2 The EOI may be sent by Registered Post or through Courier Service or handed over personally addressed to **Managing Director, BMSIC Ltd.** the 5th Floor, Biscomaun Bhawan, Gandhi Maidan, Patna 800001 so as to reach on or before the exact date and time for receipt as indicated above.

9. Documents to be submitted by the Bidder

9.1 **The Technical Bid** shall be complete with the following documents:

- Expression of Interest in **Form -I.**
- Details of experience of working Company Secretary in similar companies. **Form-II**
- If it is a Company, details of educational qualification and experience of empanelled experts in **Form III**
- Details of Financial status of the applicant/Firm in **Form –IV**

Every sheet and all forms complete in all respect shall be signed by the person/ persons duly authorized to sign on behalf of the applicants with affixing the applicants' rubber stamp. Any /all the section made in the offer shall be duly authenticated by the signature of the applicant/Authorized signatory. Any documents or clarifications or any such additional information furnished subsequently shall not be taken into account. However, BMSIC Ltd. reserves the right to call for such clarifications confined in scope of the tenders of the application and can call for documentary evidence of the information submitted, should it become necessary for proper judgment in evaluation.

9.2. The Financial Bid

The Financial Bid will contain price Schedule and all the Commercial details of the offer. A format for Commercial Bid is prescribed in **Form-V** and it is expected to be all inclusive lump sum amounts covering all items of the work. The price bid should be unconditional inclusive of all charges and taxes. The price bid in any other format is liable to be rejected.

10. Cost of EOI

The Company Secretary/ Company Secretary Firm shall bear all costs associated with the preparation and submission of its EOI, including cost of presentation for the purposes of clarification of the bid, if so desired by the Purchaser. The company will in no case be responsible or liable for those costs, regardless of the conduct or outcome of the Tendering process of the EOI.

11. Amendment of EOI

At any time prior to the last date for submission for EOI offers, The Company may, for any reason, whether at its own initiative or in response to a clarification requested by a prospective Company Secretary / Company Secretary Firm, modify the EOI Document by an amendment. Also in order to provide prospective Company Secretary / Company Secretary Firm reasonable time to take the amendment into account for preparing their bids, The Company may, at its discretion, extend the last date for the receipt of Bids and/or make other changes in the requirements set out in the Invitation for EOI. Any amendment to the EOI document or in the last date of submission of the Bid will be duly notified in the web site of the Health department of the Government of Bihar @ <http://bmsicl.gov.in>. No individual information will be sent in the matter

12. Disclaimer

12.1 The BMSIC Ltd. shall not be responsible for any late receipt of Tender application for any reasons whatsoever. The applications received late will not be considered and returned unopened to the applicant.

12.2 The BMSIC Ltd. reserves the right

- a) To reject any / all application(s) without assigning any reasons thereof.
- b) To relax or waive/amend any of the conditions stipulated in this document as deemed necessary in the best interest of the BMSIC Ltd. without assigning any reasons thereof. Any waiver/relaxation/ modification/amendment of any part/parts of the Eoi document/criteria set in the Eoi document will be duly notified in the website <http://bmsicl.gov.in>. It will be the responsibility of the bidders to check the website from time to time as no intimation will be sent individually nor will any prayer for extension of time or exemption of any Clause be entertained at the time of evaluation of Bids.
- c) To include any other item in the Scope of work at any time before or after selection.

13. Rejection of EOI

The application for Company Secretary / Company Secretary Firm is liable to be rejected if:

- a) The application is not covered in proper sealed cover with superscription as indicated above.
- b) Not in prescribed form and not containing all required details.
- c) Not properly signed.
- d) Received after the expiry of due date and time.
- e) Offer is received by telex, fax, telegram or e-mail.
- f) Bid received without cost of EOI document if downloaded from website.
- g) Bid received without Security Deposit.

14. Confidentiality

The Company Secretary / Company Secretary Firm shall treat all the information provided by The Company as confidential and shall also ensure the security and confidentiality of information, documents, records, Software, data, records, deliverables etc. handled during the entire Consultancy project and subsequently. The above information shall not be shared without written approval.

15. Indemnity Bond

Company Secretary / Company Secretary Firm which is selected through the Tender process has to sign an Indemnity Bond with the Corporation.

16. Misrepresentation of facts

If at any stage of Tendering process or during the currency of the Contract, any suppression / falsification of any information provided by the Company Secretary / Company Secretary Firm comes to the notice of the Company, the Company shall have the right to reject the proposal or terminate the contract, as the case may be, without any compensation to the bidder.

17. Authorized Signatory

The term "Company Secretary / Company Secretary Firm" as used in the EOI shall mean the one who has signed the EOI document forms. The Company Secretary / the person signing on behalf of Company Secretary Firm should be the duly Authorized Representative of the Company Secretary / Company Secretary Firm for which a certificate of authority will be submitted. All certificates and documents (including any clarifications sought and any subsequent correspondences) received hereby, shall, as far as possible, be furnished and signed by the Authorized Representative. The power or authorization, or any other document consisting of adequate proof of the ability of the signatory to bind the Company Secretary / Company Secretary Firm shall be annexed to the bid.

The Company may reject outright any proposal not supported by adequate proof of the signatory's authority. The Company Secretary / Company Secretary Firm should indicate their contact details in the offer.

18. Evaluation

50% of weightage shall be given to the technical bid and 50% of weightage will be given to financial bid. The technical bid will carry maximum marks of 50 and each activity will carry maximum marks. The maximum marks for each activity of technical bid is as under:

| <u>Serial No.</u> | <u>Activities</u> | <u>Weightage</u> |
|-------------------|---|------------------|
| 1 | Post qualification experience of working as Company Secretary | 20 |
| 2 | Experience of working as Company Secretary with a Company having authorized share capital of Rs. 10 crore and above | 20 |
| 3 | Experience of preparation of Annual Reports of the Companies | 10 |
| Total | | 50 |

The financial bids will be of 50 marks and the participant who has quoted lowest will be awarded 50 marks. The bid will be decided in favour of the candidate who has obtained the highest marks combining the technical and financial score.

20. Period of engagement

The term for engagement of the Company Secretary on contract basis will be initially till 31st March 2014, which could be further extended by the BMSIC Ltd. on same terms/conditions for a further period of 1 year at a time but not exceeding in total the period of 2 years.

FORM – I

EOI Letter Proforma

**To
Managing Director,
Bihar Medical Services and Infrastructure Corporation Limited
5th Floor, Biscomaun Bhawan
Gandhi Maidan ,
Patna
Bihar-800 001**

Sub: Engagement Company Secretary for BMSICL

Sir,

The undersigned having read and examined in detail all the EOI documents in respect of appointment of a Company Secretary in BMSIC Ltd. on retainer basis to perform the duties and responsibilities of Company Secretary as defined in the Companies Act, 1956 as amended from time to time and to manage the Finances of the Corporation, do hereby express the interest to perform the duties and responsibilities as specified in the scope of work.

Details:

- 1 Name of the applicant/ applicant Company
2. Address
3. Name, designation & address of the person to whom all references shall be made in case of applicant is a Company
4. Telephone (with STD code)
5. Mobile No. of the contact person
6. E-mail of the contact person
7. Fax No. (with STD Code)

The Following documents are enclosed forming part of EOI

- a. Statement of Applicant in Form –I
- b. Details of experience of working as Company Secretary in Form-II
- d. Details of educational qualification and experience in Form - III.
- d. Details of Financial status of the applicant in Form –IV.
- e. Details of Commercial bid in Form-V

f. Other information sought in the scope of work.

I/ We hereby declare that my/ our EOI is made in good faith and the information contained is true and

correct to the best of my/ our knowledge and belief.

Thanking you,

Yours faithfully
(Signature of the Applicant)

Name:

Designation:

Date

Place:

Witness:

Signature _____

Name _____

Address _____

FORM-II

DETAILS OF EXPERIENCE OF WORKING COMPANY SECRETARY

A. Companies for which the applicant has worked as Company Secretary in preceding **10 years:**

B. Companies in which the applicant is performing as Company Secretary.

| Sl. No | Name of the Co(s) with Location | Authorised Share capital of the company | Whether a fully Government Owned | Company Name & address of the Client | Date of appointment | Period of appointment |
|--------|---------------------------------|---|----------------------------------|--------------------------------------|---------------------|-----------------------|
| | | | | | | |
| | | | | | | |
| | | | | | | |

Any other information

1.

2.

3.

Date....

Place...

(Signature of Applicant)

FORM-III

DETAILS OF EDUCATIONAL QUALIFICATION AND EXPERIENCE DETAILS OF APPLICANT/ EXPERTS ENGAGED WITH THE FIRM

| Sl. No. | Name | Date of Birth | Nationality | No.of Service Year with the Applicant | Key Qualification 1 | Experience Record 2 |
|---------|------|---------------|-------------|---------------------------------------|---------------------|---------------------|
| | | | | | | |
| | | | | | | |
| | | | | | | |

1 Under Key Qualification, outline the person's academic qualification and other special educations training etc.

2 List all position held by the person since graduation, giving dates, name of employing organization, position held.

Date....

Place....

(Signature of Applicant)

FORM-IV

FINANCIAL STATUS OF THE APPLICANT

Company Secretary / Company Firm are to submit tax returns for the last three years along with the following details for the last three years:

(All Amount to be mentioned in INR)

Tax Return for the Year 2009-10 2010-11 2011-12

Current credit resources

Total value of contract during
the financial year Bank
References and address

Place

Date

(Signature of Applicant)

FORM-V

Financial Bid

Format for Quoting Rate against Category of Works.

| Name of Activity | Rate on Monthly lump-sum Basis |
|-------------------------------|---------------------------------------|
| Company Related Matter | |

Charges for hiring of Experts for advice on any Matters will have to be borne by the Applicant. Charges, if any, for filing Forms>Returns/Applications for Registration, or any other Statutory obligations / charges for representing the Corporation in any Offices, will be charged on actual case to case basis based on discussion with the Management of the Corporation.

(Authorized Signatory)
(Name & Title of Signatory)
Name and Address of the Firm