

MEMORANDUM OF ASSOCIATION

BY AND BETWEEN

**BMB Mott MacDonald, the Netherlands
AND
Economic Research Group, Bangladesh**

Memorandum of Association dated 13th November 2007, by and between

BMB Mott MacDonald, the Netherlands,

and

Economic Research Group, Bangladesh, hereinafter called ERG.

BMB Mott MacDonald and ERG, as well as SW Multimedia, Daffodil and Communica, will form a partnership to submit a bid (hereinafter called "Proposal for Consultant Framework for Stakeholder Engagement Program") for the IFC-BICF Stakeholder Engagement Program. BMB Mott MacDonald will lead the consortium of the firms, as described, and it will also enter into contract negotiations and final contract with IFC, if the consortium is successful with the bid. This memorandum of association is only for the cooperation and understanding to be organized between BMB Mott MacDonald and ERG.

Now it is hereby agreed that ERG will provide the related consulting services in accordance with the terms listed below, and that BMB Mott MacDonald and ERG have the following obligations towards each other.

1. If the consortium bid is not successful, this agreement between BMB Mott MacDonald and ERG, hereafter called "partners" in plural and "partner" in singular terms, this agreement shall be null and void at the moment of obtaining formal notice from IFC-BICF that the consortium has not been selected.
2. If the consortium bid is successful, the duration of the agreement between BMB Mott MacDonald and ERG will be in accordance with the effective date and duration of the project agreement. Otherwise, this agreement shall be null and void.
3. ERG will be fully responsible for the provision of consulting services and execution of all task orders assigned by IFC-BICF relating to the small grants management scheme and academic partnership subprogram.
4. For academic partnership subprogram where any international academic networking is required, or where any international expertise is required, BMB Mott MacDonald will provide the same. All other task orders without the need for international academic networking and international expertise will be carried out by ERG.
5. For scholarship and incentive subprogram, as it is not clearly outlined in the current TOR prepared by IFC-BICF, each task order relating to the subject of scholarship and incentive programs will be assessed by BMB Mott MacDonald prior to discussing with ERG on their execution. Any task order with the nature of academic orientation will be discussed with ERG for the participation in it. If agreed by ERG for its participation ERG will then take full responsibility for those task orders, including providing teams of consulting services.
6. BMB Mott MacDonald will pass any task order assigned by IFC-BICF relating to small grant management scheme to ERG. Requirements for review of TOR provided by IFC-BICF,



preparation of work plan and proposal, including team composition and budget will be carried out by ERG and drafts provided to BMB Mott MacDonald.

7. ERG will prepare all requirements for reporting by the IFC-BICF, and drafts and final copies of the reports will be submitted to BMB Mott MacDonald for its comments, if any and onward submission to IFC-BICF.
8. The designated Program Manager from BMB Mott MacDonald will be a member of the supervisory committee for the grants management scheme and will attend all meetings (expected to be at least once every month during the duration of the project) held by the management team for the small grants scheme.
9. The designated Program Manager for the whole program (hereinafter called "the Stakeholder Engagement Program") will be part of any team composition for any task orders executed by the ERG
10. ERG agrees to support the Stakeholder Engagement Program with 'Senior Consultant, Junior Consultant, Short term specialists and Administrative Support staff. The rates are as follows
 - a. Senior Consultant - Local - 300\$ per day for the 1st year and 315\$ per day in the second year (including VAT and other taxes if any)
 - b. Junior Consultant - Local - 25\$ per day for the 1st year and 30\$ per day for the second year (including VAT and other taxes if any).
 - c. Short term specialist- local and international - 500\$ per day for the 1st year and 550\$ per day for the second year (including VAT and other taxes if any)
 - d. Administrative support staff - local - 10\$ per day for the first year and 12\$ per day for the 2nd year (including VAT and other taxes if any).

Signature



[Economic Research Group, Bangladesh]

Signature



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