



## **TERMS OF REFERENCE FOR INDIVIDUAL CONSULTANT**

### **End-of-Agreement Evaluation Caribbean Biodiversity Fund (CBF) and Haiti Biodiversity Fund<sup>1</sup>(FHB) Endowment Partnership Agreement**

#### **1. BACKGROUND**

The Caribbean Biodiversity Fund (CBF) is a regional environmental fund whose mission is “to ensure continuous funding for conservation and sustainable development in the Caribbean”. Established in 2012, and with a flexible structure, the CBF is designed to accommodate the receipt, investment, distribution and monitoring of conservation funding throughout the region. Currently, the CBF has three programs: (i) a Conservation Finance Program, anchored by a USD 100 million endowment fund and (ii) a Climate Change Program, focused on Ecosystem-based Adaptation (EbA), with a USD 60 million sinking fund and (iii) a Nature Based Economies Program, focused on Advancing Circular Economy principles, with a USD 25.5 million sinking fund.

Under the Conservation Finance Program, the CBF provides financial resources through eligible National Conservation Trust Funds (NCTFs) who lead the grant-making at the national level. Activities financed under this program may include, but are not limited to, support for PAs management and establishment (including management plans), infrastructure within and outside PAs for natural resources management, environmental education, community engagement, environmental policy, and research. The NCTFs can include government, NGOs, small private associations, and research and academic institutions. The Conservation Finance Program includes an organizational development component aimed at strengthening the network of conservation trust funds that are part of the Caribbean Sustainable Finance Architecture ("the Architecture").

FHB signed a Partnership Agreement with the CBF to receive payments from the CBF Endowment in November 2020. To date, FHB has requested and received 3 payments under the CBF Endowment totaling USD 1.1M. In November 2021, the CBF, FHB and AFD signed the 'FHB Endowment Agreement', which entrusted the CBF Endowment with an additional USD 11.3 M held in a new, separate sub-account for FHB. The FHB Endowment is managed by the CBF and is governed by the same guidelines and procedures as the CBF Endowment, including timing of payment, amount and technical and financial requirements.

As a CBF Partner NCTF, FHB is required to meet the CBF Eligibility Policy and Procedures, which are based on the [Conservation Trust Fund Practice Standards](#). These evaluation criteria seek to assess the governance and financial independence of the respective NCTF, as well as its capacity to deliver results aligned with the CBF Objects as defined in its Articles of Association. See Table 1.

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<sup>1</sup> Fonds Haitien pour la Biodiversité (FHB) in French

Table 1

CBF Partner NCTF Eligibility criteria

<b>Purpose</b>	<i>The purpose must be aligned with the Objects of the CBF as states in its Articles of Association</i>
<b>Governance:</b>	<ul style="list-style-type: none"> <li>▪ <i>Active Governing Body with broad composition and representation from civil society and public sectors, with majority civil society membership.</i></li> <li>▪ <i>Quorum definition for Governing Body with majority civil society.</i></li> <li>▪ <i>Decision making Committees and processes with majority civil society.</i></li> </ul>
<b>Civil society Governing Body members:</b>	Governing Body members representing civil society must not be solely selected by the government.
<b>Asset control:</b>	Independent assets control evidenced by <ul style="list-style-type: none"> <li>• <i>Governing documents that explicitly indicate asset control mechanisms.</i></li> <li>• <i>Financial oversight Committee(s) and decision-making processes with majority civil society.</i></li> <li>• <i>If outsourced, clear terms of reference for recruiting accounting and other financial administrative services.</i></li> </ul>
<b>Audit requirements:</b>	Annual external audit required and evidenced by <ul style="list-style-type: none"> <li>• <i>Governing documents that explicitly indicate that an external audit is required.</i></li> <li>• <i>Clear terms of reference for recruiting and implementing external audit processes.</i></li> </ul>
<b>Grants:</b>	Ability to make grants to both government and civil society entities evidenced by governing documents that explicitly indicate the type of institutions eligible for funding.
<b>Matching Requirement:</b>	Ability to generate match funding evidenced by governing documents that explicitly indicate the ability to attract and manage resources from diverse funding streams.

In mid-2024, as part of its efforts at strengthening regional CTFs in the Caribbean Sustainable Finance Architecture, CBF supported FHB's use of the self-assessment tool for CTFs that assesses their position against the Practice Standards.

## 2. OBJECTIVE OF THE CONSULTANCY

The CBF renews NCTF Partnership Agreements every five (5) years. This consultancy's main objective is to independently evaluate FHB's execution of the CBF-FHB Partnership Agreement in order to decide on the next CBF Partnership Agreement in Haiti. Particular emphasis on governance and transparency within the FHB will be reviewed at the request of the FHB Board.

**Budget:** 40,000 USD

## 3. SCOPE OF WORK

The consultant will conduct an independent assessment of the execution of the CBF- FHB Partnership Agreement and the use of CBF resources by the Fund. This will inform the second CBF-FHB Partnership Agreement (CBF Endowment) which is expected to be signed by November 2025.

This assessment will focus on the following, as aligned to the Table 1 Eligibility criteria and the Standards of Practice for Conservation Trust Funds:

## **1. Governance Structure and Statutory Compliance**

**A. Fiduciary assessment:** Assess the governance structure and internal control mechanisms, identifying their strengths and limitations with regard to fiduciary requirements and international regulations, such as the standards of practice for conservation trust funds.

## **B. Institutional Independence and Role Delineation**

**i. Governance boundaries:** Assess the clarity and complementarity of roles between bodies, in the light of bylaws, protocols and best practices.

**ii. Administration boundaries:** Assess the articulation between executive and administrative functions in the implementation of operational commitments, taking into account structural realities, internal tools and relations with stakeholders.

**iii. Decision-making dynamics:** Evaluate the transparency and robustness of decision-making processes, particularly with regard to grant awarding, financial supervision and compliance monitoring, identifying any structural weaknesses.

**iv. Eligibility criteria assessment:** Assess FHB's level of alignment with IVC criteria, taking into account progress since 2020 and ongoing efforts, see Table 1.

## **2. Asset control: Financial Management and Transparency Verification**

**A. Compliance verification:** Evaluate the overall compliance of the FHB's financial practices with internal procedures and the requirements of the CBF-FHB Agreement, while assessing the effectiveness of the control mechanisms put in place and the improvements achieved during the period of execution.

**B. Control system examination:** Investigate the effectiveness of financial controls, including:

- FHB internal mechanisms, such as transaction authorization mechanisms and their application, financial reporting mechanisms internally (between FHB Secretariat and FHB Board and Committees) and externally to donors
- Budget allocation protocols and variance management
- Implementation of financial controls specified in FHB's Operations Manual

## **3. Grants**

- Assess the transparency and compliance to FHB and CBF policies of the grantmaking processes, such as the selection of grants, the monitoring and implementation, etc.
- Conservation results: to assess and review the achievements of the FHB with the CBF Funds, in particular as these relate to the Monitoring Framework of FHB and the CBF

## **Methodological Considerations**

### **Stakeholder Engagement and Consultation Process**

**Comprehensive representation:** Ensure the evaluation methodology includes structured consultations with a broad range of stakeholders, particularly directly related to FHB, such as, but not limited to:

- Current and former Board members
- External governance specialists who have engaged with FHB
- Representatives from all funding and technical partners both in and outside of Haiti
- Management and staff at all levels of FHB
- All relevant documentation and written communications in this respect will be communicated to the consultant.

**Documentation review:** Incorporate analysis of formal governance observations, alerts, and institutional improvement recommendations submitted by Board members throughout the agreement period.

## **Integration of Existing Governance Strengthening Initiatives**

**Action Plan implementation:** Align this comprehensive evaluation with the validated 2024-2026 Governance Action Plan. As the FHB completed the self-assessment recently (resulting in an Action Plan), the consultant is expected to review and adjust this and

provide clear recommendations for the implementation of the Action Plan and other necessary Actions for the FHB to take into consideration.

**Structural analysis:** Identify specific institutional gaps that have limited full implementation of previously identified reforms, with a focus on systemic barriers to effective oversight.

**Partnership parameters:** Establish a clear linkage between evaluation findings and measurable governance strengthening requirements as essential considerations for partnership renewal in November 2025.

**Analytical approach:** Strengthen evaluation methodology by adopting rigorous investigative protocols (e.g., "verify compliance," "audit governance adherence," "examine institutional variances") rather than passive review terminology.

**Evidence standards:** Establish clear evidentiary standards for governance assessment, including documentation requirements, verification protocols, and compliance thresholds.

**Temporal scope:** Ensure the evaluation examines governance patterns throughout the entire agreement period, with particular attention to institutional evolution over time.

**Evaluator independence:** Require that the selected independent consultant maintains absolute professional distance from all institutional stakeholders to ensure objectivity and integrity of the evaluation process.

### Location of work

The consultancy will not include travel to Haiti. The consultant is expected to arrange all engagements with both the FHB Secretariat (CEO and others), the representatives of the FHB Board of Directors, donor representatives and other relevant stakeholders. CBF will be able to provide for the introductions and the list of contacts. Minutes of all meetings need to be included (names of participants) as part of the final deliverable.

### List of references includes but is not limited to:

- CBF policies and guidelines, including the CBF-FHB Partnership Agreement and its reports
- Other relevant Agreements
- Final report of the self-assessment using the Standards of Practice for FHB, which includes an Action Plan
- Minutes of meetings, workshop reports (with FHB participation)
- All relevant policies and manuals of FHB, such as, but not limited to: FHB articles of association, FHB internal rules of procedures, FHB manual of operations

### Schedule of deliverables:

Deliverables	Description	Due date
Deliverable # 1	Methodology and list of potential stakeholders (in French and English)	5 working days after contract signature
Deliverable # 2	<p><b>Detailed draft report</b> including:</p> <ul style="list-style-type: none"><li>• methodology,</li><li>• activities conducted</li><li>• evaluation finds with key outcomes and results from the Partnership Agreement with the CBF and any gaps or challenges encountered by the NCTF</li><li>• Conclusions and recommendations of the assessment</li></ul> <p>Both in French and in English</p> <p>Powerpoint presentation to be used for FHB and CBF,</p>	8 weeks after the start of the consultancy

	presenting the draft findings, which will be reviewed by both FHB and CBF for their feedback and inputs, before the consultant continues to finalize the report.	
Deliverable # 3	<p><b>Final evaluation report</b> including all above elements, any feedback received on Deliverable 2 and the following additional information:</p> <ul style="list-style-type: none"> <li>• Executive summary</li> <li>• Conclusions and recommendations of the assessment</li> <li>• Recommendations for proposed changes in the FHB policy documents based on the assessment</li> <li>• Lessons learned, particularly in terms of NCTF's compliance with the CTF Practice Standards and the impact of the Agreement on the overall capacity development of the Fund</li> <li>• Action Plan that summarizes the key priorities of FHB to improve on the Practice Standards for Conservation Trust Funds. This Action Plan includes a timeline of minimum 5 years and should not exceed 4 pages.</li> <li>• Appendices (list of persons interviewed, list of documents reviewed, questionnaire/other interview tools and summary of results, and leveraged resources, etc.)</li> </ul> <p><b>PowerPoint presentation</b> to be used for FHB and CBF, to present key findings of the report.</p> <p>Both in French and in English</p>	12 weeks after the start of the consultancy

#### 4. SCHEDULE AND DURATION OF ASSIGNMENT

The Assignment is expected to commence in September, 2025. The Consultant shall provide a breakdown of the time requirements (# of working days) per deliverable in their proposal. Please note that it is envisioned that this assignment be carried out virtually, with no travelling to Haiti, unless the selected candidate is already residing in Haiti. In that case, the consultant can include local travel expenses.

In the event that travel is possible to Haiti, these costs will be budgeted separately by the consultant and proposed to the CBF. These discussions, as well as submission of this budget, but be held as preparation of deliverable 1.

#### 5. REQUIRED EXPERTISE FOR THE ASSIGNMENT

The consultant shall have the following expertise:

- A minimum of 7 years of demonstrated knowledge on conservation trust funds governance and management
- Thorough understanding on the use of the CTFs practice standards as a tool for CTFs evaluation
- Experience in environmental grantmaking in the Caribbean region generally, and in Haiti or working with Haitian stakeholders specifically desired
- Excellent working knowledge of French, Haitian Creole and English language

#### 6. TENDER EVALUATION

##### General

The selection of an individual consultant for the execution of the required services will be made in accordance with the CBF procurement guidelines. This consultancy is open to individuals only. Firms are not eligible to apply.

- **COMMUNICATION AND COORDINATION**

The work is expected to be done in full collaboration with the CBF Conservation Finance Program. The consultant will report to the Conservation Finance Program Manager, Ms. Tanja Lieuw. Communications throughout the consultancy will be realized in English, French and Haitian Creole, via Zoom, Google meets or other virtual platforms.

- **HOW TO APPLY**

Consultants shall submit a CV detailing their experience as it relates to the TOR, along with a proposal outlining how the activities will be implemented, a timeline, and the proposed number of workdays necessary to complete each deliverable. The consultant should also indicate their daily fee.

**Only Technical Proposals** shall be submitted by **Friday 29 August, 2025 at 11:59pm AST** via e-mail to the following address: [procurement@caribbeanbiodiversityfund.org](mailto:procurement@caribbeanbiodiversityfund.org) with Subject Line: “Technical Proposal FHB End-of Agreement Evaluation Consultancy”.

**Financial Proposals will be requested once the evaluation of Technical Proposals is completed. Failure to follow these instructions will result in automatic disqualification from the process.**

Questions may be submitted by **15 August, 2025** via e-mail to the following address: [procurement@caribbeanbiodiversityfund.org](mailto:procurement@caribbeanbiodiversityfund.org) with Subject Line: “Questions CBF FHB End-of-agreement Evaluation Consultancy”.

If necessary, the CBF will be involved and answer at the latest **10 days (19 August, 2025) before the submission date deadline.**

**Annex A****Technical Evaluation Criteria**

<b>Evaluation criteria and sub-criteria of the tender</b>		<b>Maximum points</b>
<b><u>1</u></b>	<b><u>Concept and methodology</u></b>	<b><u>35</u></b>
1.1	Includes the methodology on how the activities and deliverables will be achieved and which stakeholders to approach, etc. Demonstrating experience of working with CTFs.	20
1.2	Proposed initial work plan outline for the consultancy	15
<b><u>2</u></b>	<b><u>Qualifications and Experience of the Consultant</u></b>	<b><u>65</u></b>
2.1	Demonstrated knowledge on Conservation Trust Funds governance and management	15
2.2	Experience with CTFs Practice Standards as a tool for CTFs evaluation	15
2.3	Regional Experience in the Caribbean	10
2.4	Experience working in Haiti or with Haitian stakeholders	15
2.5	Fluency in French, English and Haitian Creole (this is a requirement)	10
	<b>Total</b>	<b>100</b>