

[Instructions for users: Ensure any applicable donor requirements are incorporated into the RFP. Complete the blue fields and delete instructions.]

Request for Proposals

Title: Pengadaan Konsultan Terintegrasi (Bisnis, Hukum, & Pajak): Pendirian Perseroan Terbatas (PT) sebagai Anak Usaha Yayasan Konservasi Cakrawala Indonesia

RFP No: 004/I/27/2026

Date of Issuance: 27 January 2026

1. **Background** Yayasan Konservasi Cakrawala Indonesia (YKCI) bermaksud memperkuat struktur permodalan dan keberlanjutan pendanaan program dengan mendirikan anak usaha berbadan hukum Perseroan Terbatas (PT). PT ini direncanakan akan dimiliki dan/atau dikendalikan oleh YKCI sebagai pemegang saham mayoritas atau pemilik manfaat (beneficial owner). Untuk memastikan PT ini memiliki model bisnis yang berkelanjutan (sustainable), efisien secara perpajakan, serta patuh terhadap hukum yang berlaku bagi organisasi nirlaba yang memiliki unit usaha, YKCI memandang perlu untuk menunjuk Konsultan profesional yang memiliki keahlian lintas disiplin: Bisnis, Hukum, dan Pajak.
2. **Project Overview** Menunjuk Konsultan/Konsorsium yang akan memberikan pendampingan komprehensif meliputi:
 1. Refinansi Model Bisnis: Mempertajam strategi komersial agar siap pasar namun tetap selaras dengan misi yayasan.
 2. Strukturasi Pajak: Memastikan efisiensi pajak antara Yayasan dan Anak Usaha sesuai hukum Indonesia.
 3. Legalitas & Pendirian: Melakukan eksekusi pendirian badan hukum hingga siap beroperasi secara sah.
3. **Terms of Reference, Deliverables and Deliverables Schedule** (This may be included here or as an attachment to the RFP, particularly if the term of reference is quite long (See Attachment 2))
4. **Submission Details**
 - a. Deadline. Proposals must be received no later than (6 February 2026, 18:00 WIB). Late submissions will not be accepted. Proposals must be submitted via email to (ewidyastuti@konservasi-id.org; Indonesia@konservasi-id.org). All proposals are to be submitted following the guidelines listed in this RFP.
 - b. Validity of bid. 120 days from the submission deadline
 - c. Clarifications. Questions may be submitted to (ewidyastuti@konservasi-id.org; Indonesia@konservasi-id.org) by the specified date and time in the timeline below. The subject of the email must contain the RFP number and title of the RFP. KI will respond in writing to submitted clarifications by the date specified in the timeline below. Responses to questions that may be of common interest to all bidders will be posted to the KI website and/or communicated via email.

- d. Amendments. At any time prior to the deadline for submission of proposals, KI may, for any reason, modify the RFP documents by amendment which will be posted to the KI website and/or communicated via email.

5. Minimum Requirements

- a. Memiliki pengalaman minimal 5 tahun dalam praktik hukum korporasi, konsultan bisnis, atau perpajakan di Indonesia.
- b. Diutamakan memiliki rekam jejak dalam membantu Yayasan/NGO mendirikan unit usaha (paham batasan UU Yayasan).
- c. Memiliki personel kunci yang terdiri dari Ahli Hukum (Advokat), Konsultan Pajak Berlisensi, dan Analisis Bisnis.
- d. Mampu berkomunikasi efektif dalam Bahasa Indonesia dan Bahasa Inggris.

6. Proposal Documents to Include

- a. Signed cover page on bidder's letterhead with the bidder's contact information.
- b. Signed Representation of Transparency, Integrity, Environmental and Social Responsibility (Attachment 1)
- c. Technical Proposal.
 - i. Corporate Capabilities, Experience, Past Performance, and 3 client references. Please include descriptions of similar projects or assignments and at least three client references.
 - ii. Qualifications of Key Personnel. Please attach CVs that demonstrate how the team proposed meets the minimum requirements listed in section 5 (Minimum Requirements).
 - iii. Technical Approach, Methodology and Detailed Work Plan. The Technical Proposal should describe in detail how the bidder intends to carry out the requirements described in the Terms of Reference (indicate Section 3 or Attachment 2). (Add specific requirements needed in the Technical Proposal here. Include page limit if appropriate)
- d. Financial Proposal. Offerors shall use the cost proposal template (Attachment 3).

7. **Evaluation Criteria** In evaluating proposals, KI will seek the best value for money considering the merits of the technical and costs proposals. Proposals will be evaluated using the following criteria:

(The evaluation table below is a sample only. Add to or adjust the Evaluation Criteria below and associated scoring to fit the assignment. Adjust the scoring to match your needs. It should be as detailed as needed to ensure the best proposal is selected. It may include for example, evaluation of individual personnel qualifications, specialized knowledge, etc.

Proposals will be evaluated ONLY against the Evaluation Criteria in the RFP (no other evaluation criteria may be considered for selection).

Evaluation Criteria	Score (out of 100)
Is the proposed approach and methodology appropriate to the assignment and practical in the prevailing project circumstances?	30%/ Max points

Is the presentation clear and is the sequence of activities and the planning logical, realistic and promise efficient implementation to the project?	30%/ Max points
Does the bidder's past performance demonstrate recent proven experience doing similar work?	20%/ Max points
Does the bidder and the proposed personnel have the specific technical expertise for the assignment?	10%/ Max points
Cost: Costs proposed are reasonable and realistic, reflect a solid understanding of the assignment.	10%/ Max points

8. Proposal Timeline (Please add other solicitation events to this timeline if applicable such as interviews or demos).

RFP Issued	27 January 2026
Clarifications submitted to KI	30 January 2026
Clarifications provided to known bidders	30 January 2026
Complete proposals due to KI	6 February 2026
Final selection	20 February 2026

9. Resulting Award KI anticipates entering into an agreement with the selected bidder by [27 February 2026](#). Any resulting agreement will be subject to the terms and conditions of KI's Services Agreement. A model form of agreement can be provided upon request.

This RFP does not obligate KI to execute a contract, nor does it commit KI to pay any costs incurred in the preparation or submission of the proposals. Furthermore, KI reserves the right to reject any and all offers, if such action is considered to be in the best interest of KI. KI will, in its sole discretion, select the winning proposal and is not obligated to share individual evaluation results.

10. Confidentiality All proprietary information provided by the bidder shall be treated as confidential and will not be shared with potential or actual applicants during the solicitation process. This includes but is not limited to price quotations, cost proposals and technical proposals. KI may, but is not obliged to, post procurement awards on its public website after the solicitation process has concluded, and the contract has been awarded. KI's evaluation results are confidential and applicant scoring will not be shared among bidders.

11. Code of Ethics All Offerors are expected to exercise the highest standards of conduct in preparing, submitting and if selected, eventually carrying out the specified work in accordance with KI's Code of Ethics [\[for GCF-funded projects only, add: "and the Green Climate Fund's Policy on Prohibited Practices"\]](#). Konservasi Indonesia's reputation derives from our commitment to our values: Integrity, Respect, Courage, Optimism, Passion and Teamwork. KI's Code of Ethics (the "Code") provides guidance to KI employees, service providers, experts, interns, and volunteers in living KI's core values, and outlines minimum standards for ethical conduct which all parties must adhere to. Any violation of the Code of Ethics, as well as concerns regarding the integrity of the

procurement process and documents should be reported to KI via its Ethics Hotline at www.ci.ethicspoint.com.

12. Attachments:

Attachment 1: Representation of Transparency, Integrity, Environmental and Social Responsibility

Attachment 2: Terms of Reference

Attachment 3: Cost Proposal Template

[Attachment X: any other attachments]

Attachment 1: Representation of Transparency, Integrity, Environmental and Social Responsibility

RFP No. XXXXXXXX

UEI Number (if applicable): XXX-XXX-XXX

All Offerors are expected to exercise the highest standards of conduct in preparing, submitting and if selected, eventually carrying out the specified work in accordance with KI's Code of Ethics. KI's Code of Ethics provides guidance to KI employees, service providers, experts, interns, and volunteers in living KI's core values, and outlines minimum standards for ethical conduct which all parties must adhere to. Any violations of the Code of Ethics should be reported to KI via its Ethics Hotline at www.ci.ethicspoint.com.

KI relies on the personal integrity, good judgment and common sense of all third parties acting on behalf, or providing services to the organization, to deal with issues not expressly addressed by the Code or as noted below.

I. With respect to KI's Code of Ethics, we certify:

- a. We understand and accept that KI, its contractual partners, grantees and other parties with whom we work are expected to commit to the highest standards of Transparency, Fairness, and Integrity in procurement.

II. With respect to social and environmental standards, we certify:

- a. We are committed to high standards of ethics and integrity and compliance with all applicable laws across our operations, including prohibition of actions that facilitate trafficking in persons, child labor, forced labor, sexual abuse, exploitation or harassment. We respect internationally proclaimed human rights and take no action that contributes to the infringement of human rights. We protect those who are most vulnerable to infringements of their rights and the ecosystems that sustain them.
- b. We fully respect and enforce the environmental and social standards recognized by the international community, including the fundamental conventions of International Labour Organization (ILO) and international conventions for the protection of the environment, in line with the laws and regulations applicable to the country where the contract is to be performed.

III. With respect to our eligibility and professional conduct, we certify:

- a. We are not and none of our affiliates [members, employees, contractors, subcontractors, and consultants] are in a state of bankruptcy, liquidation, legal settlement, termination of activity, or guilty of grave professional misconduct as determined by a regulatory body responsible for licensing and/or regulating the offeror's business
- b. We have not and will not engage in criminal or fraudulent acts. By a final judgment, we were not convicted in the last five years for offenses such as fraud or corruption, money laundering or professional misconduct.

- c. We are/were not involved in writing or recommending the terms of reference for this solicitation document.
- d. We have not engaged in any collusion or price fixing with other offerors.
- e. We have not made promises, offers, or grants, directly or indirectly to any KI employees involved in this procurement, or to any government official in relation to the contract to be performed, with the intention of unduly influencing a decision or receiving an improper advantage.
- f. We have taken no action nor will we take any action to limit or restrict access of other companies, organizations or individuals to participate in the competitive bidding process launched by KI.
- g. We have fulfilled our obligations relating to the payment of social security contributions or taxes in accordance with the legal provisions of the country where the contract is to be performed.
- h. We have not provided, and will take all reasonable steps to ensure that we do not and will not knowingly provide, material support or resources to any individual or entity that commits, attempts to commit, advocates, facilitates, or participates in terrorist acts, or has committed, attempted to commit, facilitate, or participated in terrorist acts, and we are compliant with all applicable Counter-Terrorist Financing and Anti-Money Laundering laws (including USA Patriot Act and U.S. Executive Order 13224).
- i. We certify that neither we nor our directors, officers, key employees or beneficial owners are included in any list of financial or economic sanctions, debarment or suspension adopted by the United States, United Nations, the European Union, the World Bank, or General Services Administration's List of Parties Excluded from Federal Procurement or Non-procurement programs in accordance with E.O.s 12549 and 12689, "Debarment and Suspension". [\[Include additional sanctions lists of the country of a public donor, if required by the donor.\]](#)

Name: _____

Signature: _____

Title: _____

Date: _____

TERMS OF REFERENCE (ToR)

Pengadaan Konsultan Terintegrasi (Bisnis, Hukum, & Pajak):

Pendirian Perseroan Terbatas (PT) sebagai Anak Usaha Yayasan Konservasi Cakrawala Indonesia

1. Latar Belakang

Yayasan Konservasi Cakrawala Indonesia (YKCI) bermaksud memperkuat struktur permodalan dan keberlanjutan pendanaan program dengan mendirikan anak usaha berbadan hukum Perseroan Terbatas (PT). PT ini direncanakan akan dimiliki dan/atau dikendalikan oleh YKCI sebagai pemegang saham mayoritas atau pemilik manfaat (*beneficial owner*).

Untuk memastikan PT ini memiliki model bisnis yang berkelanjutan (*sustainable*), efisien secara perpajakan, serta patuh terhadap hukum yang berlaku bagi organisasi nirlaba yang memiliki unit usaha, YKCI memandang perlu untuk menunjuk Konsultan profesional yang memiliki keahlian lintas disiplin: **Bisnis, Hukum, dan Pajak**.

2. Tujuan

Menunjuk Konsultan/Konsorsium yang akan memberikan pendampingan komprehensif meliputi:

1. **Refinansi Model Bisnis:** Mempertajam strategi komersial agar siap pasar namun tetap selaras dengan misi yayasan.
2. **Strukturasi Pajak:** Memastikan efisiensi pajak antara Yayasan dan Anak Usaha sesuai hukum Indonesia.
3. **Legalitas & Pendirian:** Melakukan eksekusi pendirian badan hukum hingga siap beroperasi secara sah.

3. Lingkup Pekerjaan (*Scope of Work*)

Fase I: Refinansi Bisnis & Strategi Perpajakan

- **Optimalisasi Model Bisnis:** Menelaah dan mempertajam (*refine*) model bisnis yang telah disusun di dalam draf sebelumnya.
- **Uji Kelayakan Komersial:** Memastikan lini usaha PT selaras dengan target pasar dan tujuan keberlanjutan YKCI.
- **Strategi Perpajakan:** Menyusun skema perpajakan yang paling efisien, termasuk analisis pajak atas dividen, transaksi antara induk (Yayasan) dan anak (PT), serta kepatuhan pelaporan.
- **Sinkronisasi:** Memastikan model bisnis tidak melanggar aturan penggunaan aset Yayasan untuk kegiatan komersial (pembatasan laba dan aset).

Fase II: Analisis Legal & Manajemen Risiko

Konsultan wajib menyusun **Legal Opinion** tertulis yang mencakup:

- **Strategy Map:** Rekomendasi struktur kepemilikan saham, permodalan awal, dan penentuan Klasifikasi Baku Lapangan Usaha Indonesia (KBLI).
- **Risk Assessment:** Identifikasi risiko hukum, tata kelola, dan potensi konflik kepentingan antara Yayasan dan PT (khususnya pembatasan gaji pengurus Yayasan di dalam PT).
- **Struktur Hubungan Hukum:** Analisis mekanisme transfer dana, penggunaan kekayaan intelektual (logo/nama), dan pemanfaatan fasilitas Yayasan oleh PT.

Fase III: Proses Administratif & Pendirian

Melaksanakan seluruh proses pendirian PT hingga selesai:

- Penyusunan Akta Pendirian dan Anggaran Dasar PT.
- Koordinasi dengan Notaris dan pengurusan pengesahan di Kementerian Hukum dan HAM (SK Kemenkumham).
- Pengurusan Nomor Induk Berusaha (NIB) melalui sistem OSS RBA (termasuk penentuan tingkat risiko).
- Pengurusan NPWP Badan, pendaftaran EFIN, dan pengukuhan Pengusaha Kena Pajak (PKP) jika diperlukan.

4. Target Waktu (*Timeline*)

Seluruh proses ditargetkan selesai paling lambat pada **akhir Kuartal II (Q2) tahun 2026**.

- **Minggu 1-4:** Fase I & II (Bisnis, Pajak, & Legal Opinion).
- **Minggu 5-12:** Fase III (Eksekusi Pendirian & Perizinan).

5. Kualifikasi Konsultan

- Memiliki pengalaman minimal 5 tahun dalam praktik hukum korporasi, konsultan bisnis, atau perpajakan di Indonesia.
- Diutamakan memiliki rekam jejak dalam membantu Yayasan/NGO mendirikan unit usaha (paham batasan UU Yayasan).
- Memiliki personel kunci yang terdiri dari Ahli Hukum (Advokat), Konsultan Pajak Berlisensi, dan Analis Bisnis.
- Mampu berkomunikasi efektif dalam Bahasa Indonesia dan Bahasa Inggris.

6. Hasil Pekerjaan (*Deliverables*)

1. **Laporan Refinansi Bisnis & Strategi Pajak** (Termasuk simulasi arus kas pajak).
2. **Dokumen Legal Opinion** (Strategy Map & Risk Assessment).
3. **SK Pengesahan Kemenkumham** dan Akta Pendirian.
4. **NIB (OSS RBA)** dan Dokumen Perizinan Berusaha terkait.
5. **NPWP Badan** dan dokumen administrasi perpajakan dasar.
6. **Laporan Akhir** penyelesaian pekerjaan.

7. Kerahasiaan

Seluruh data bisnis, strategi konservasi, dan opini hukum merupakan milik YKCI dan bersifat rahasia (*strictly confidential*).

Attachment 3: Cost Proposal Template

The cost proposal must be all-inclusive of profit, fees or taxes. Additional costs cannot be included after award, and revisions to proposed costs may not be made after submission unless expressly requested by CI should the offerors proposal be accepted. Nevertheless, for the purpose of the proposal, Offerors must provide a detailed budget showing major expense line items. Offers must show unit prices, quantities, and total price. All items, services, etc. must be clearly labeled and included in the total offered price. All cost information must be expressed in [\[enter Country Currency\]](#).

If selected, Offeror shall use its best efforts to minimize the financing of any taxes on goods and services, or the importation, manufacture, procurement or supply thereof. If Offeror is eligible to apply for refunds on taxes paid, Offeror shall do so. Any tax savings should be reflected in the total cost.

Cost Breakdown by Deliverable

Deliverable	Price (Lump Sum, All Inclusive)
Insert deliverable 1 from Section 3 or attached TOR	
Insert deliverable 2 from Section 3 or attached TOR	
Insert deliverable 3 from Section 3 or attached TOR	
Insert deliverable 4 from Section 3 or attached TOR	
Insert deliverable 5 from Section 3 or attached TOR	

Cost Breakdown by Cost Component (example only)

Description	Unit of measure (day, month etc)	Total period of engagement	Unit cost/rate	Total Cost for the Period
Consultant 1				
Consultant 2				
Sub-total Personnel				
Travel Costs (if applicable)				
Other related Costs (please specify)				
Total Cost of Financial Proposal				