



Project/activity	TRANSFORM PROJECT
Agresso Work Order	
Country	Kenya

REQUEST FOR PROPOSAL
No. [Insert RFP No]

[SBCC ASSESSMENT FOR TRANSFORM PROJECT IN KENYA]

Funded By
[United States Agency for International Development (USAID)]

[Insert prime award number here when applicable]

RFP Release Date:	6 th August 2021
Performance Period:	35 Working Days
Proposal Submission Deadline:	23 rd August 2021
Question/ Inquiry Submission Deadline:	10 th August 2021
Electronic submission to the attention of:	Heifer Project International Procurement
Electronic submission:	procurement-ke@heifer.org .
Contact information for inquiries about this RFP:	procurement-ke@heifer.org .

Terms of Reference

I. General Information

This document is being issued to solicit applications from potential consultants [partners or contractors] to conduct a Social Behavior Change Communication (SBCC) Assessment for the TRANSFORM Project. The term of reference contains background information related to TRANSFORM Kenya (TKP) including the study objectives, the desired methodology, the timeframe for conducting the Social Behavior Change Communication (SBCC) Assessment, and a list of deliverables. This document also contains information about the expertise that Heifer is seeking for this activity and provides guidance on how to submit a proposal for review, survey management, and intellectual property

Heifer anticipates awarding a fixed award for the SBCC study and will make payments based on submission and Heifer's approval of deliverables. The award agreement will include a payment schedule with specific deliverables; all payments require ten (10) business days processing after approval of deliverables

II. Background Information

a) Heifer International

Heifer Project International (HPI) is a global non-profit working to end hunger and poverty in a sustainable way supporting and investing alongside local farmers and their communities. Heifer was founded on the simple belief that ending hunger begins with giving people the means to feed themselves, generate income and achieve sustainable livelihoods.

Since 1944, Heifer has helped 20.7 million households – more than 105 million people – in over 125 countries, through community-based training, appropriate technologies, and agricultural resources, enabling communities to lift themselves out of poverty and hunger on to a path of self-reliance and economic prosperity.

In Kenya, the organization started its operations in the year 1981 and has over the years been implementing market driven development interventions in dairy, poultry and beef value chains aimed at improving the livelihoods of small-holder farmers.

More Info on Heifer is available at: www.heifer.org

b) TRANSFORM Project

In alignment with the Global Health Security Agenda (GHSA) Heifer International is participating in the implementation of the Transformational Strategies for Farm Output Risk Mitigation Project - (TRANSFORM). TRANSFORM is a 5-year project funded by the United States Agency for International Development (USAID) and implemented by Cargill Inc., in partnership with Heifer Project International, Ausvet and the International Poultry Council (IPC) in Kenya, India, Indonesia and Vietnam.

The project seeks to engage global market actors from backyard and industrial farmers to their respective governments in sustainably strengthening the animal sourced food system and enhancing global health security by preventing emerging zoonoses, transboundary animal diseases (TADs) and anti-microbial resistance (AMR) in major animal agriculture value chains in Kenya, India, Indonesia and

Vietnam. The proposed strategy takes a systems approach including policy, practices, and data utilization. The approach seeks to prevent threats by eliminating the environmental factors that enable them through economically advantageous biosecurity measures, nutrition, and health management. It will provide farmers and governments data to build, monitor, and maintain low-risk environments and to mitigate threats that breach safeguards. Further, it seeks to establish policies that ensure appropriate antimicrobial use and best practices.

c) Problem Statement

Antibiotic resistance is one of today's greatest threats to human health. The World Health Organization (WHO) states that the problem is "so serious that it threatens the achievements of modern medicine. A post-antibiotic era—in which common infections and minor injuries can kill—far from being an apocalyptic fantasy, is instead a very real possibility for the 21st century."

Additionally, zoonotic diseases are a threat. Scientists estimate that more than 60% of known infectious diseases in people and 75% of new or emerging infectious diseases in people are spread from animals.³ Moreover, human and animal health authorities in Low or Middle-Income Countries (LMICs) are also concerned about TADs, including foot-and-mouth disease, classical and African swine fever, rinderpest, *peste des petits ruminants* (PPR), and Rift Valley fever.

AMR and zoonoses do not just threaten human health; they, along with TADs, threaten farmer livelihoods, too. Large and medium scale farmers (sector 1-3 farmers) face decimation of their flocks or herds, such as the approximately 6 million swine lost to African Swine Fever in Vietnam alone in just one year. Small-holder farmers (sector 4 farmers) may be additionally challenged to provide for their families and communities. Often operating without savings, insurance, or other formal safety nets, the loss of animals – or a reduction in their productivity – can be catastrophic for small farm families. Livestock producers across all farm sectors need to dramatically evolve practices to decrease the risk of zoonoses and TADs, which both directly and indirectly affect rising AMR, while still providing animal-source protein to their families and a growing global population and maintaining the economic viability of animal husbandry.

d) Proposed Solutions /Project Interventions.

The Cargill, Ausvet, Heifer, and IPC consortium through the TRANSFORM project proposes to implement interventions aimed at increasing the capacity of governments, agribusinesses, and farmers to prevent emerging zoonoses and TADs and mitigate AMR, and to quickly identify and respond to threats, ultimately improving global access to safe, affordable, animal-sourced food while being economically viable for all agribusinesses involved. This will be achieved through a system that (i)promotes data collection, analysis, and application, (ii) development and adoption of industry -wide principles, policies and standards around antimicrobial use stewardship and (iii)promotion and adoption of on-farm practices that support both animal health and economic sustainability by enabling farmers to sustainably adopt biosecurity and farm management practices that support public health and their bottom line

Heifer International will be responsible for providing biosecurity and farm management trainings and promoting good farming practices among sector 3 and 4 farmers in poultry and dairy value chains in Kenya. The project is being implemented in Kisumu, Migori, Siaya, Homabay, Trans-Nzoia, Elgeyo Marakwet, Nandi and Uasin Gishu Counties to reach 76,405 farm families (households) directly and 168,050 indirectly through social and behaviour change communication (SBCC) campaigns.

III. Purpose and Objectives

The main purpose of this consultancy is to conduct an evaluation of the Social and Behavior Change Communication tools used by Heifer International and develop a communication strategy that will be used by the project to train and promote the adoption of biosecurity, Antimicrobial Use (AMU) and good farm management practices by small-holder farmers in Kenya.

a. Specific Objectives:

- i. To conduct a formative assessment to understand context specific enablers/ barriers (positive and negative factors) that influence the trainings and adoption of biosecurity, antimicrobial use and good farm management practices among smallholder farmers in the target areas.
- ii. Identify existing Social Behavior Change Communication (SBCC) approaches used by various actors in Kenya to promote the adoption of biosecurity, antimicrobial use and good livestock and farm management practices to prevent zoonoses, transboundary animal diseases, and antimicrobial resistance, identifying gaps/factors or barriers that limit their effectiveness and make the necessary recommendations to the project to make the approaches that will be adopted effective.
- iii. Analyze the success of SBCC approaches used by various actors in promoting biosecurity, AMU and good livestock and farm management practices among target communities and in the process identifying gaps that need to be addressed to make the SBCC approaches effective?
- iv. Develop a communication strategy including messaging for various contexts based on the findings including means and channels (digital and mass media) to operationalize it to reach over 168,050 farm households with messages on biosecurity, AMU/AMR and good livestock and farm management practices. This will guide in the future evaluation of the changes in the knowledge, attitude, norms, beliefs, and behaviour and long-term adoption of the practices promoted by the project.
- v. Guide the development of messaging and instructions that will accompany the piloting and roll-out of the small pack (holistic nutrition product) to sector 3 farmers to ensure proper use and adoption in collaboration with ILRI.
- vi. Develop SBCC training materials including manuals, illustrations, and modules) with key messages on biosecurity, AMU/AMR and good livestock and farm management practices that will be used for the recommended appropriate media targeting small-holder farmers and other stakeholders in the poultry and dairy value chains.
- vii. Develop a monitoring, evaluation and learning plan to track progress of implementation and outcomes of the SBCC strategy

b. Audiences and Intended Users

The audience of the SBCC evaluation report will be the TRANSFORM Project Kenya staff, other Heifer International projects and TRANSFORM consortium partners and stakeholders. An Executive Summary and recommendations will be provided to HPI, farmer organizations and other local implementing partners and consortium members. They will use the report to improve on the implementation strategy to achieve the desired project goal and objectives.

c. SBCC Assessment Questions

- 1) What are the current social, economic, and cultural issues that affect the adoption of biosecurity AMU and good livestock and farm management practices among small-holder farmers?
- 2) What are the current approaches that have been adopted to promote adoption of biosecurity, antimicrobial use and good livestock and farming practices to prevent the spread of zoonoses, transboundary animal diseases and antimicrobial resistance? What has been the level of success?
- 3) To what extent can the lessons documented be used to develop key messaging for social behavioral change at different levels of society
- 4) What are some of the challenges envisioned that may have the potential to affect SBCC activities and consequently hinder the long-term adoption of practices promoted by the project among smallholder farmers? What are the risks, assumptions and factors that need to be considered?

d. Design and Methodology

i. Assessment Design

The Social and Behavior Change Communication (SBCC) evaluation will be important for the project reinforce the adoption of biosecurity, AMU and farm level practices that prevent the spread of zoonoses, transboundary animal diseases and AMR. This will be important in identifying key issues/factors affecting the adoption of these practices. The results and recommendations from the study will enable the project to develop a communication strategy and key messaging to address these challenges and enhance the adoption of biosecurity, AMU and farm management practices through trainings and mass awareness campaigns through the media (both print and electronic), posters, digital platforms etc.

The assessment will involve household surveys (minimal level), with more emphasis on focused group discussions at community, farmer groups and farmer producer organizations/ cooperative levels; key informant interviews targeting opinion leaders, relevant county and national government departments, industry leaders among others.

ii. Data Collection Methods

The consultants are expected to initiate this assignment by conducting literature review of relevant documents. They will then conduct interviews with a sample of the targeted project beneficiaries including farmers, Community Agrovet Entrepreneurs (CAVES), agro-dealers and other appropriate value chain actors as well as other organizations and institutions involved in similar work.

The project expects the evaluation and assessment team to present strong quantitative and qualitative analysis, within data limitations that clearly addresses key issues found in the SBCC evaluation questions. The consulting firm should be able to state the methodology, that they will take to achieve the above objectives

iii. Data Analysis Methods

Prior to the start of data collection, the assessment team will develop and present a data analysis plan to HPI for review and approval. The plan should have details on how the focus group interviews will be transcribed and analyzed; procedures that will be used to analyze qualitative data from key informant and other stakeholder interviews; and how the evaluation will weigh and integrate qualitative data from these sources with quantitative data from the household questionnaire to establishes the status of outcome related measures such as knowledge, attitudes, norms, behaviors, and/or condition prior to the project intervention.

e. Deliverables

The following deliverables are expected from the consultant.

Table 1: Key Consultancy Deliverables Activity

Activity	Activity	Deliverable
1	Formative assessments to identify (or understand) factors that influence the adoption of biosecurity, AMU and farm practices among farmers in target communities: <ul style="list-style-type: none"> - Identify Social and behaviour change communication (SBCC) gaps in current approaches used to promote adoption of practices. - Assess methods and approaches currently used, existing gaps and propose appropriate and effective ones that the project should use to reach 168,050 farmers. 	<ul style="list-style-type: none"> • Assessment Report • Approaches identified and report submitted.
2	Develop a well-designed SBCC Strategy that addresses gaps identified in current SBCC approaches	<ul style="list-style-type: none"> • SBCC Strategy
3	Develop well designed key messages that will be used in promoting adoption of biosecurity, AMU and farm management practices as well as those that will accompany the piloting of the small pack product.	<ul style="list-style-type: none"> • Key message platform and guidelines. • Messaging guidelines and instructions for small pack pilot and roll-out.
4.	Develop the most appropriate SBCC media and training materials for SBCC awareness campaigns	<ul style="list-style-type: none"> • Training materials developed: Manuals, guides, modules, pictorials, info graphs and other illustrated materials for the target audience • Communication messaging for print and electronic media (including digital platforms) developed.
5	Develop a Monitoring, Learning and Evaluation Plan for the SBCC activities	<ul style="list-style-type: none"> • MLE Plan

f. Proposed Timelines and Deliverable Schedule:

1. RFP release date: 6th August 2021
2. Proposal submission date: 23rd August 2021
3. Selection Committee Review: 25th August 2021
4. Short list decided, notifications made, and revisions requested as needed -27th August 2021
5. Selection and notification – 1st September 2021
6. Contract signed – 14th September 2021
7. Inception report and tool design completed – 21st September 2021
8. Literature review and field research 11th October

9. Preparation and submission of draft SBCC Evaluation report, communication strategy, training materials, communication messaging & MEL Plan -22nd October 2021
10. Preparation and submission of final assessment report 29th October 2021
11. Submission of final communication strategy, training materials, MEL Plan 29th October 2021

g. Inception Report

The inception report shall outline the key scope of the work and the intended work plan. The inception report shall be submitted after 5 days of commencing the consultancy prior to an inception meeting. The inception report and meeting will provide TRANSFORM Project Kenya with the opportunity to verify that they share the same understanding about the Terms of Reference.

The inception report should include: -

- A conceptual framework for undertaking the survey, evaluation and assessment
- Proposed survey methodology, including detailed field procedures, data collection framework and data collection tools
- Discussion of any limitations to the proposed methodology or approach
- Quality control measures
- Communication protocol- Work plan/schedule indicating key deliverables and milestones, including outputs and timeline
- Composition and roles of the Social Behaviour Change Communication (SBCC), team.

It is envisaged that the methodology used during this assessment will include, but not necessarily limited to the following (consultant free to suggest additional or other suggestions)

- i. Review of existing secondary information and reports relevant to the SBCC study topics. The previous studies and assessments in the project areas by other stakeholders may also be referenced.
- ii. Review of existing project level reports, documents and work plans relevant to the scope of the SBCC study.
- iii. Discussion with key project staff of Heifer International and partners at project and county levels and other key informants.
- iv. Interviews with concerned government agencies, line ministries and stakeholders involved, at National and County levels, farmer organizations, off-takers and other relevant stakeholders along the value chain.
- v. Field visits in the implementation areas for data collection and observations.
- vi. Community-level participatory meetings and focused group discussions for data collection and information gathering.
- vii. Minimal house-hold level survey for data collection through structured questionnaires developed to address the key project objectives and indicators.
- viii. Special emphasis should be given to ensure the participation of women and youth in the process to understand the issues concerning women and youth from a gender perspective.
- ix. Use of data/information from local institutions or organizations as deemed appropriate.
- x. Data analysis and verification of analyzed data.

The SBCC study approach should have a strong focus in the application of participatory approaches and proven methodology that fits well in the context of the local communities and stakeholders. The sampling methodology should have statistical representation of different sub-sections like counties, poultry or dairy value chain, livelihoods zones, wealth group, enterprises, and vulnerable houses as applicable. It should be noted that for quantitative data, the collection would be done using Survey CTO, Heifer's standard data collection software, hence the consulting team should be aware of the system. If not, they will be brought up to speed with the Heifer Kenya team.

h. Reporting

Activity 1: Draft report

The draft consultancy report, addressing the ToR, should be produced in English for Heifer International to provide feedback within 30 days from the date of approval of the consultancy for activity 1. The report should be concise and within 30 pages excluding annexes and Executive Summary, and at a minimum should contain the following sections:

- List of acronyms and abbreviations
- Table of contents
- Executive Summary
- Introduction (project)
- Methodology, Implementation Details, and Limitations
- Results and discussions
- Conclusions and Recommendations
- Revised MEL Plan Template
- Annexes:
 - Survey Instruments: questionnaires, interview guides, etc., as applicable
 - Annexes: maps, graphics, etc.

Final report

- The final report will be produced 5 days after receiving comments on the draft report. The content and structure of the final analytical report shall include but not necessarily limited to Executive Summary, findings, recommendations, lessons learnt and a summary table of the baseline status of all the project indicators.
- Final version of quantitative data sets in agreed upon format and qualitative transcripts.

Activity 2& 3: The Manual design and presentation shall be discussed during the inception meeting. The team must include the services of a graphic designer for the illustrations and infographic generation.

IV. Required Expertise

a. Team Composition

Heifer International Kenya is looking for the firm with substantial experience performing SBCC evaluations. More specifically, the lead consultant should have a proven track record in conducting SBCC evaluations. Experience with country situations similar to that of Kenya and with similar projects, especially related to sustainable livelihood projects is desired. The consultant team should have expertise in local economic and enterprise development and livestock sectors (preferably with knowledge on biosecurity, AMU/AMR and livestock/ farm management practices) excellent analytical skills and report writing skills in English.

Required Qualification, Skills and Experience

- Master's degree or equivalent in one of the following or related fields: Communications with a background on Veterinary Epidemiology and/or Animal Production.
- Demonstrated experience in assessment of SBCC and deep understanding of social and behaviour change concepts, and broad knowledge more specific to the livestock sector.
- Designing a project-wide SBCC strategy, including behavioral metrics
- Designing a specific communications plan to support SBCC strategy in specific ways
- Identifying SBC capacity needs with local stakeholders and developing and implementing a plan to address those needs and contribute to project sustainability

- Demonstrated capacity for strategic and tactical programming and use of creative, innovative program approaches and actions.
- Demonstrated ability to articulate concepts well in writing and verbally, in English and Swahili, with proven ability to communicate effectively in diverse multi-stakeholder settings.
- Strong qualitative and quantitative research and analytical skills
- Ability to design the evaluation Data Quality Control strategy
- Proven record of excellent management, leadership, decision-making and interpersonal skills
- Proven strong, clear technical writing and oral presentation skills in English
- Proven ability to prepare high-quality technical reports on time

b. Logistics & Coordination

Social Behaviour Change Communication (SBCC), Coordinator (Heifer)

The Heifer TRANSFORM Kenya Project Manager will manage and coordinate the whole Social Behaviour Change Communication (SBCC), process. He will serve as the primary contact with the survey and project teams and will facilitate the required support from Heifer. Heifer must agree to any changes in the SoW, plan and process, methodology, etc. During the survey, the contractor may seek and receive additional advice or guidance from the Heifer Social Behaviour Change Communication (SBCC), coordinator, but the consultant team will operate independently, without direct supervision by any Heifer staff.

Responsibility of Heifer Project International - Kenya

- Guide the consultants with baseline tools developed including PIRSs
- Familiarize the consultants with Survey CTO data collection and configure for their use
- Provide any information that may be required by the consultant during the implementation of the task
- Participate in decision making according to consultant tasks above and be available for consultation as needed
- Review and approve the inception report including proposed methodology and sampling methodology
- Make all contacts for the consultants with partners and community
- Review the draft report and provide comments
- Organize a feedback workshop
- Address any issues that may arise from time to time

Responsibility of the Consultant

- Prepare and present an inception report to TRANSFORM Project Kenya team. The report should demonstrate the consultants' understanding of the assignment and should detail a breakdown of activities, timelines, and methodology/approach to be used.
- Undertake primary and secondary data collection through qualitative and quantitative approaches.
- Review and familiarize with TRANSFORM Kenya Project developed baseline tools at all levels (household, farmer groups, cooperative/FOABs e.t.c).
- Analyze Project indicators in line with the PIRSs.
- Analyze and interpret data and thereafter prepare a draft baseline study report and share with HPI-K staff and the key stakeholders for review.
- Discuss any gaps in the draft with TRANSFORM Kenya Project and come up with ways of filling the gaps if any
- Prepare the final evaluation report and share the soft and hard copies with TRANSFORM Kenya Project.
- Deliver the data collected both in hard-copy and the soft copy (databases).

The assignment will require travel to and possible staying in the target project region in Kenya. Other than related documents, all resources (transport, hotel reservations, data collection enumerators, etc.) should be arranged by the consultant team and factored into the financial proposal.

V. Proposal Submission Requirements

All interested bidders will submit their proposals with the following information:

1) Technical Proposal (not to exceed 10 pages)

- **General Information** [not to exceed 2 pages]

- Organization overview
- Capacity statement
- Website
- Attachments:
 - Legal registration to work in Kenya
 - Evidence of satisfactory records of performance, integrity, and business ethics.
 - Evidence of adequate management and financial capacity to manage the award.

- **Technical Approach (not to exceed 8 pages):**

- A detailed methodology on how the assignment will be conducted, including quantitative data collection/information gathering approaches.
- List and briefly describe the team and its proposed personnel, indicating what role each proposed individual will have; CVs of team members to be provided in an attachment. Lead Consultant's (who will lead the assignment) Maximum 3-page CV highlighting related assignment completed, role in the completed assignment.
- Other team members' (who will be involved in the assignment the assignment). 2 paragraph short CV highlighting related assignment completed and role
- A clear and comprehensive work plan (draft), outlining the major activities, people responsible and time schedule.
- Organizational capacity statement, including past experiences and activities related to the assignment. Reference information must include the location, award numbers, and brief description of work performed.
At least three references of other clients for which similar assignments were undertaken with contact information for each

2) Financial Proposal (Budget)

The consultant should submit a financial proposal that include all proposed costs in US dollars. The proposed budget should have sufficient detail to allow evaluation of costs proposed. It should at least contain:

- Itemized budget (in USD);
- Narrative explanations of line items;
- Heifer reserves the right to request further information supporting detailed costs and prices.

3) Annexes

- Documents related to similar previous relevant studies.
- Organization's/Firm's Certificate, PIN and VAT registration (or other relevant government identification and tax documents)
- A copy of a previous similar assignments undertaken within the last 3 years.

4) Proposal Submission

Interested local or international firms legally eligible to implement this assignment in Kenya are requested to submit their proposal expressing interest in carrying out this assignment. Please include the name of the person in your organization who will be involved in negotiating the contract as well as your telephone and email contact information.

Submissions must be in English and typed single-spaced using Times New Roman font size 12, with a complete set of appendices/attachments as applicable. All pages must be numbered and include the SOW reference number in the cover page, and name of the organization at the bottom of each page.

The successful consulting firm will be required to produce the following documents before entering into an Independent Contractor Agreement (ICA) with Heifer Kenya:

- a) Certificate of Incorporation or Business Registration Certificate.
- b) A Partnership Deed if you are running a partnership business.
- c) Audited financial statements for the last 3 years.
- d) Valid CR12 Certificate
- e) KRA online PIN Certificate.
- f) Tax Compliance Certificate.
- g) Physical location including town, building, room number and postal address.
- h) Directors' / Partners' personal guarantee.
- i) Trade reference and clientele list including their respective contacts.

The proposal (duly signed) from only firms should comprise technical and financial proposal. The Proposal will be accepted preferably in hard copy and backed by a soft copy through email and mentioning subject line; "TRANSFORM PROJECT – **SOCIAL AND BEHAVIOUR CHANGE COMMUNICATION ASSESSMENT (SBCC)** to procurement-ke@heifer.org on or before **23rd August 2021** by Close of Business.

5) Late Submissions and Modifications:

Proposals received after the submission deadline will not be considered. Applicants are responsible to ensure their proposals are submitted according to the instructions stated herein. Heifer retains the right to terminate this RFP or modify the requirements upon notification to the Applicants.

VI. Selection Criteria

Submitted proposals must clearly demonstrate alignment with the SOW outlined above with appropriate level of details. An agreement will be signed with the Offeror whose proposal follows the instructions in this RFP. Proposals will be evaluated according to the following criteria:

Proposal Evaluation Focus	Percentage
Accuracy and relevance of the proposed technical approach and methodology	20%
Completeness of proposal according to the RFP (general information, activity plan, budget, team expertise, etc.)	20%
Proposed team: expertise and competencies to address project components	20%
Relevance and capability/skill to implement/manage the assignment	20%
Budget justification and costs realism	20%
Total	100%

The selection committee will evaluate the technical proposal based upon the criteria listed above and the financial proposal will be evaluated based on the reasonableness of costs and cost-effectiveness in the budget.

VII. Validity of Proposals

Proposals submitted shall remain open for acceptance for ten (10) days from the last date specified for receipt of the proposal. This includes, but is not limited to, pricing, terms and conditions, and service levels. If your organization is selected, all information in this document and the negotiation process are contractually binding.

VIII. Limitations

This call does not represent a commitment to award a contract, to pay any costs incurred in the preparation of a response to this RFP, or to procure or to contract for services or supplies. Heifer reserves the right to fund any or none of the applications submitted and reserves the right to accept or reject in its entirety and absolute discretion any proposal received.

IX. Intellectual Property

Section 1. Ownership Generally. Subject to Section 2 below, any intellectual property (including but not limited to copyrights, trademarks, service marks, and patents), intellectual property rights, deliverables, manuals, works, ideas, discoveries, inventions, products, writings, photographs, videos, drawings, lists, data, strategies, materials, processes, procedures, systems, programs, devices, operations, or information developed in whole or in part by or on behalf of Contractor or its employees or agents in connection with the Services and/or Goods (collectively, the "Work Product") shall be the exclusive property of HPI. Upon request, Contractor shall sign all documents and take all actions necessary to confirm or perfect HPI's exclusive ownership of the Work Product.

Section 2. Prior-Owned Intellectual Property. Any intellectual property owned by a Party prior to the Effective Date ("Prior-Owned IP") shall remain that Party's sole and exclusive property. With regard to any of Contractor's Prior-Owned IP included in the Work Product, Contractor shall retain ownership, and hereby grants HPI a permanent, non-exclusive, royalty-free, worldwide, irrevocable right and license to use, copy, reproduce, publicly display, edit, revise, perform, and distribute said intellectual property, in any format or any medium, as part of the Work Product.

Section 3. Work Made for Hire. To the extent copyright laws apply to the Work Product, the Parties agree that (a) HPI specially ordered or commissioned the Work Product, (b) the Work Product is a "work made for hire" under United States copyright laws, and (c) HPI shall be deemed the author thereof and shall own all right, title, and interest therein. To the extent such rights, in whole or in part, do not vest in HPI as a "work made for hire", Contractor hereby irrevocably grants, assigns, and transfers to HPI, exclusively and in perpetuity, all of Contractor's rights of any kind or nature, now known or hereafter devised, in, to, and in connection with the Work Product, and HPI shall solely and exclusively own any and all rights therein, and in the elements thereof, including but not limited to any and all allied, ancillary, subsidiary, incidental, and adaptation rights. Contractor hereby waives all rights known as "moral rights", and any similar rights, which Contractor may have in connection with the Work Product. The description of Services and/or Goods provided in this Agreement shall in no way limit the way HPI may use the Work Product.

X. Applicable Regulations

Offerors must be legally registered to operate within Kenya and comply with locally applicable legislation, including but not limited to labor law, financial requirements, taxes, etc.