

Terms of reference (ToR) for the procurement of services below the EU threshold

CONFIDENTIAL

Supporting the establishment of Technology Transfer Offices (TTO) in Armenia, Azerbaijan and Georgia	Project number/ cost centre: G-012132-004
	Tender number 10021820

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0. List of abbreviations

AG	Commissioning party
AN	Contractor
AVB	General Terms and Conditions of Contract for supplying services and work
BMZ	German Federal Ministry for Economic Cooperation and Development
EaP	Eastern Partnership
EU	European Union
FK	Expert
FKT	Expert days
GIZ	Deutsche Gesellschaft für Internationale Zusammenarbeit
KZFK	Short-term expert
SMEs	Small Medium Enterprises
ToRs	Terms of reference
TTO	Technology Transfer Offices

1. Context

1.1. Brief information on the project

The “Digital transformation of small and medium-sized enterprises in Eastern Partnership countries” project is commissioned by the German Federal Ministry for Economic Cooperation and Development (BMZ) and implemented by Deutsche Gesellschaft für Internationale Zusammenarbeit (GIZ) in Armenia, Azerbaijan, Georgia, Moldova, and Ukraine for the period from 03.2023 to 02.2026. The project’s beneficiaries are small and medium-sized enterprises (SMEs). The project works directly with SMEs, but also via so-called intermediaries such as business associations or company networks research organisations, financial institutions and public policy makers which will be supported to create regional innovation systems conducive for innovation and digitalization. Together with its political partners the project will work on the improvement of national and regional framework conditions and policies for digital transformation of SMEs, intensify cooperation between actors in the digital and entrepreneurial ecosystems for the (further) development of service offerings to enable the digital transformation of SMEs and improve the capacity of SMEs to implement digital solutions for their business and production processes. The Project fosters regional and international exchange between five Eastern Partnership countries, with Germany and other European Union member states.

1.2. Project objectives

The overall objective of the project is to strengthen the competitiveness of small and medium-sized enterprises in Eastern Partnership countries, with regards to the digital transformation. The project contributes to the national implementation of the 2030 Agenda and primarily to SDG 8 (economic growth), SDG 9 (innovation), SDG 17 (global partnerships) and SDG 5 (gender equality). The project foresees three main essential outputs:

- Output 1: Policy and statistical framework conditions in the area of digital transformation of SMEs are improved. Macro-level promotion of the exchange, mutual learning, and cooperation on specific topics of future-oriented SME funding, with special consideration of EU approximation/integration, especially between ministries, downstream authorities, and statistical authorities.
- Output 2: Cooperation between actors in the digital and entrepreneurial ecosystems has been expanded in the area of promoting the digital transformation of SMEs. Meso-level setting up or further development of semi-standardized and thus replicable or scalable funding approaches in existing support structures with network of the reform related actors.
- Output 3: SMEs are strengthened in their capacities to implement digital solutions for business and production processes in their companies. Micro-level promotion of the strategic competence development of specialists and managers from SMEs in classic industrial and economic sectors in the field of digital transformation.

The project is necessary because the partner countries should promote economic diversification and participate more actively in the European Union (EU) market. All Eastern Partnership (EaP) countries have recognized the importance to improve the business environment for SMEs and increased the productivity and competitiveness.

1.3. Assignment objectives

The overall objective of the assignment is to support the higher educational/ research sector in Armenia, Azerbaijan and Georgia as meso-level intermediary in facilitating technology transfer, through training, research and overall cooperation.

For this ToR, a study should be developed on how to best facilitate further support to establish Technology Transfer Offices (TTOs) focused on technology and knowledge transfer in the field of digitalization. TTOs are understood as intermediaries between research staff and businesses (primarily SMEs), facilitating, for example, collaborative applied research projects and the commercialization of technologies (e.g., patents) through licensing agreements. The TTO establishment strategy will be made available to all universities; however, in a potential follow-up activity, selected universities could be supported directly in implementing TTO structures.

2. Tasks to be performed by the contractor

The contractor is responsible for providing the following services for achieving the corresponding milestones. Milestones are to be achieved as outlined below:

Expert consulting on national innovation strategies and roadmap development

- Conduct desk study on national innovation strategies and relevant policies/regulations in Azerbaijan and Georgia. Review already suggested model for Armenia.
 - Review existing programs/funding instruments on technology transfer and IP/patents.
 - Map institutional actors (ministries, universities, research institutes, industry associations, existing TTOs if any).
- Plan and implement stakeholder interviews:
 - Develop interview guides (technology transfer status, legal framework, patent potential, research and industrial capacities, university structures, needs/challenges).
 - Conduct online interviews on a need's basis; exact number to be defined during implementation.
 - In-country missions: up to 30 person-days total, 10 days each in Azerbaijan, Georgia. The visit to Armenia will be decided after the initial findings.
 - Documentation: interview minutes, syntheses, and validation workshops with local stakeholders.
- Analyse and prioritize:
 - Assess current technology transfer landscape (actors, processes, interfaces).
 - Analyse legislative environment (IPR, spin-offs, licensing, R&D funding).
 - Assess patent potential and IP management practices.
 - Evaluate research and industrial capacities and university structures for piloting TTOs.
 - Identify needs, gaps, risks/challenges; prioritize with stakeholders.
- Identify and discuss TTO models:
 - Identify the most relevant and applicable TTO models per country (up to 5 examples regarding governance, services, funding models, industry linkages).
 - Assess contextual suitability (legal, institutional, financial, human resources).
 - Outline funding opportunities (public, university-internal, success-based revenues, donor co-funding, PPP).

- Present and discuss models with stakeholders and GIZ team (workshops/briefings); collect feedback.
- Reporting (Initial Findings Report):
 - Summarize desk study and interview results per country.
 - Present prioritized needs and challenges.
 - Propose applicable TTO models at national level incl. rationale, risks, success factors, and a high-level implementation roadmap.
 - Provide recommendations for piloting, governance, KPIs, capacity development, and next steps.
- Contribution/Participation in DT4SME-OECD TTO conference, network exchange and identification of next steps possible/ practical implementation that will take place in Yerevan, Armenia, time TBD.

Traveling to the relevant countries during the study phase will be decided in consultation with project team.

Milestones	Delivery Period
Conduct desk study on national innovation strategies and relevant policies, regulations, and laws in Azerbaijan and Georgia. Review the suggested model by Armenia.	1 month after the start of the contract
In country and online stakeholder interviews conducted and needs/challenges identified	2 months after the start of the contract
Focus Group Discussions on TTO models and funding opportunities conducted with stakeholders and GIZ	2 months after the start of the contract
Report on initial findings including roadmap for suggested TTO models submitted	3 months after the start of the contract
Present findings on DT4SME/OECD TTO Conference and initiate network/stakeholder exchange on next steps for practical support implementation	November 2026, tbd

Contract term period: Mid-October – 28.02.2027

Service term period: Mid-October 2026 – 31.12.2026

2.2 Project and knowledge management requirements

The expected term of the contract for services must be specified in the ‘Special terms and conditions of contract’. The definitive term and service delivery period are set out in the contract award notification.

Requirements on the assignment of experts:

- The contractor is responsible for selecting, preparing, training and steering the experts assigned to carry out the advisory services.

Requirements on equipment and operating costs:

- The contractor makes the required equipment and consumables available and covers their operating and administrative costs.

Monitoring and reporting requirements:

- The contractor plays an active role in the results-based monitoring of the project and contributes where possible to the existing M&E system of the project. Regular monitoring activities must cover at least the following areas:
 - Degree to which activities are implemented
 - Degree to which the objectives, indicators and milestones listed in section 2.2 of these ToRs have been achieved / contributed to
 - Results that have occurred in the contractor's sphere of responsibility
 - Results that have occurred outside the contractor's direct sphere of responsibility
 - Risks
- The contractor reports to GIZ in accordance with the version of the General Terms and Conditions of Contract for supplying services and work on behalf of the Deutsche Gesellschaft für Internationale Zusammenarbeit (GIZ AVB) that is applicable to this contract.

3. Concept

In the tender, the tenderer is required to show *how* the objectives defined in Chapter 2 (Tasks to be performed) are to be achieved, if applicable under consideration of further method-related requirements (technical-methodological concept). In addition, the tenderer must describe the project management system for service provision.

Note: The numbers in parentheses correspond to the lines of the technical assessment grid.

Technical-methodological concept

Strategy (1.1): The tenderer is required to consider the tasks to be performed with reference to the objectives of the services put out to tender (see Chapter 1 Context) (1.1.1). Following this, the tenderer presents and justifies the explicit strategy with which it intends to provide the services for which it is responsible (see Chapter 2 Tasks to be performed) (1.1.2).

The tenderer is required to present the actors relevant for the services for which it is responsible and describe the **cooperation (1.2)** with them:

- Presentation and interaction between the relevant actors in the contractor's area of responsibility (1.2.1)
- Strategy for establishing cooperation and then cooperating with the relevant actors (1.2.2)

The tenderer is required to describe the key **processes** for the services for which it is responsible and create an **operational plan** or schedule (1.4.1) that describes how the

services according to Chapter 2 (Tasks to be performed by the contractor) are to be provided. In particular, the tenderer is required to describe the necessary work steps and, if applicable, take account of the milestones and **contributions** of other actors (partner contributions) in accordance with Chapter 2 (Tasks to be performed) (1.4.2).

The tenderer is required to describe its contribution to knowledge management for the partner (1.5.1) and GIZ and to promote scaling-up effects (1.5.2) under **learning and innovation**.

4. Personnel concept

The tenderer is required to provide personnel who are suited to filling the positions described, on the basis of their CVs (see Chapter 7), the range of tasks involved and the required qualifications.

The below specified qualifications represent the requirements to reach the maximum number of points in the technical assessment.

Expert 1 - on Technology Management/Innovation Management

Tasks of the expert 1

- Lead the implementation of all project phases and ensure timely delivery of outputs.
- Coordinate communication and collaboration with GIZ and relevant project stakeholders.
- Ensure the quality and consistency of all deliverables.
- Review and approve reports and strategic documents.
- Monitor project progress and adjust implementation as needed.
- Provide regular progress reporting to GIZ in line with agreed deadlines.

Qualifications of the expert 1

- Education/training (2.2.1): university degree (German 'Diplom'/Master) in Technology Management, Business Administration, Innovation Management, or related field.
- Language (2.2.2): expert with C1-level language proficiency in English.
- General professional experience (2.2.3): 10 years of professional experience in the educational management/ policy consultancy sector.
- Specific professional experience (2.2.4): 5 years in working in consulting on innovation and technology transfer.
- Leadership/management experience (2.2.5): 5 years of management/leadership experience as project team leader or manager in a company.
- Development cooperation (DC) experience (2.2.7): 5 years of experience in DC projects.

Expert 2 on Intellectual Property Management/Policy

Tasks of the expert 2

- Contribute to desk studies on national innovation systems, policies, and frameworks.
- Support stakeholder interviews and data collection activities.
- Contribute to the analysis of university technology transfer capacities and needs.
- Support the identification and adaptation of relevant TTO models and funding mechanisms.
- Provide technical input to the Phase 1 findings report.
- Provide input in preparation of DT4SME and OECD conference on technology transfer and partici.
- Document key lessons learned.
- Support the preparation of the Phase 2 report.

Cross-cutting Tasks

- Provide technical input to reports and deliverables as requested by expert (A).
- Participate in coordination meetings and technical discussions.
- Support quality assurance of outputs within their area of expertise.
- Ensure timely completion of assigned tasks in line with milestones.

Qualifications of the expert 2

- Education/training (2.3.1):
 - expert with university qualification (German 'Diplom'/Master) in Intellectual Property Management, Law, Policy Studies, or related fields.
- Language (2.3.2): expert with C1-level language proficiency in English.
- General professional experience (2.3.3):
 - 6 years of professional experience in the innovation, higher education, research, or private sector development sector (5/10).
 - 5 years of professional experience in technology transfer, entrepreneurship support, or university-industry collaboration (5/10).
- Specific professional experience (2.3.4):
 - 5 years of experience in establishing or operating Technology Transfer Offices, innovation centers, or similar structures (5/10).
 - 5 years of experience in developing TTO strategies, operational guidelines, IP management systems, or commercialization frameworks (5/10).
- Development cooperation (DC) experience (2.3.7): 5 years of experience in DC.

5. Costing requirements

Assignment of personnel and travel expenses

Per diem allowances are reimbursed as a lump sum up to the maximum amounts permissible under tax law for each country as set out in the country table in the circular from the German Federal Ministry of Finance on travel expense remuneration (downloadable from the [German Federal Ministry of Finance – tax treatment of travel expenses and allowances for international business travel as of 1 January 2026 \(GERMAN ONLY\)](#)).

Accommodation allowances are reimbursed as detailed in the specification of inputs below.

With special justification, additional Accommodation costs up to a reasonable amount can be reimbursed against evidence.

All business travel must be agreed in advance by the officer responsible for the project

Sustainability aspects for travel

GIZ has undertaken an obligation to reduce greenhouse gas emissions (CO₂ emissions) caused by travel. When preparing your tender, please incorporate options for reducing emissions, such as selecting the lowest-emission booking class (economy) and using means of transport, airlines and flight routes with a higher CO₂ efficiency. For short distances, travel by train (second class) or e-mobility should be the preferred option.

CO₂ emissions caused by air travel must be offset. GIZ specifies a budget for this, through which the carbon offsets can be settled against evidence.

There are many different providers in the market for emissions certificates, and they have different climate impact ambitions. The [Development and Climate Alliance \(German only\)](#) has published a [list of standards \(German only\)](#). GIZ recommends using the standards specified there.

Specification of inputs

Fee days	Number of experts	Number of days per expert	Total	Comments
Designation of expert (A)	1	30	30	
Designation of expert (B)	1	30	30	
Travel expenses	Quantity	Number per country	Total	Comments
Per-diem allowance in country of assignment	10 days	1	10	Per-diem allowance for Azerbaijan
Per-diem allowance in country of assignment	10 days	1	10	Per-diem allowance for Armenia
Per-diem allowance in country of assignment	10 days	1	10	Per-diem allowance for Georgia
Overnight allowance in country of assignment	10 days	1	10	Overnight accommodation allowance for Azerbaijan Note: Under the BMF travel expense regulations, overnight

				allowances not exceeding 100% of the lump sum amounts can be submitted for reimbursement against evidence. Up to 75% of the maximum rates specified in the travel expense regulations can be submitted for reimbursement on a lump-sum basis. Please indicate in the price schedule whether your offer is on a lump-sum basis or against evidence.
Overnight allowance in country of assignment	1	10	10	Overnight accommodation allowance for Armenia
Overnight allowance in country of assignment	1	10	10	Overnight accommodation allowance for Georgia
Transport	Quantity	Number per expert	Total	Comments
International flights <i>One round trip flight to Baku, Azerbaijan, one round trip flight to Tbilisi, Georgia and one round trip flight to Yerevan, Armenia.</i>	3	2	6	Travel to the place of service delivery
CO₂ compensation for air travel	6	50,00	300,00	A fixed budget of EUR 300,00 is earmarked for settling carbon offsets against evidence.
Travel expenses (train, car) Airport pick-up and drop off in Armenia, Azerbaijan and Georgia	6	1	6	Travel within the country of assignment, transfer to/from airport etc.
Other Cost	1	-	1	Visa, etc.
Other costs	Number	Price	Total	Comments
Workshops (Focus Group Discussions)	1	1.000,00	1.000,00	The budget contains the following cost: Materials, Printing and other cost which are not covered by GIZ
Flexible Remuneration	1	7.000,00	7.000,00	A budget of EUR 7.000,00 is foreseen for flexible remuneration. Please

				incorporate this budget into the price schedule. Use of the flexible remuneration item requires prior written approval from GIZ.
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6. Inputs of GIZ or other actors

The costs for workshop venues and materials in Georgia, Armenia and Azerbaijan will be covered by the project. Per diems for the participants will be covered by the Universities.

Transportation of expert from GIZ office to the workshop venues will be carried out by GIZ.

Regional transportation cost Georgia, Armenia and Azerbaijan will be covered by GIZ.

7. Requirements on the format of the tender

The structure of the tender must correspond to the structure of the ToR. In particular, the detailed structure of the concept (Chapter 3) should be organised in accordance with the positively weighted criteria in the assessment grid (not with zero). The tender must be legible (font size 11 or larger) and clearly formulated. It must be drawn up in English (language).

The complete tender must not exceed 5 pages (excluding CVs). If one of the maximum page lengths is exceeded, the content appearing after the cut-off point will not be included in the assessment. External content (e.g. links to websites) will also not be considered.

The CVs of the personnel proposed in accordance with Chapter 4 of the ToRs must be submitted using the format specified in the terms and conditions for application. The CVs shall not exceed 4 pages each. They must clearly show the position and job the proposed person held in the reference project and for how long. The CVs can also be submitted in English (language).

Please calculate your financial tender based exactly on the parameters specified in Chapter 5 Quantitative requirements. The contractor is not contractually entitled to use up the days, trips, workshops or budgets in full. The number of days, trips and workshops and the budgets will be contractually agreed as maximum limits. The specifications for pricing are defined in the price schedule.

8. Outsourced processing of personal data

The performance of the contract may be associated with the processing of personal data by the contractor, such as (but not limited to) names and contact information. In such cases, the contractor shall act as an independent DATA CONTROLLER and must alone comply with ALL applicable data protection obligations, including those stemming from regional and local laws. The contractor shall process personal data only when a given goal cannot be reasonably attained without such data. The data protection principles such as lawfulness, data minimization, accuracy, purpose limitation, storage limitation, transparency, integrity and confidentiality, and accountability, as well as the numerous rights of the data subject must be paid due attention. The GDPR's data transfer rules must be considered whenever personal data leaves the EU for a third country. The GIZ is NOT in any way responsible for such processing.

Whenever the contractor executes the instructions of a partner to the GIZ with regard to such processing, the partner shall be the data controller, and the data processing shall be carried out in accordance with the partner's instructions as well as laws and standards to which it is subject.

If the contractor is not subject to the GDPR and the applicable laws do not contain any explanation on the data protection principles and rights mentioned here, the definitions and meanings provided by the GDPR (Regulation (EU) 2016/679) could be helpful. The GIZ is available to support the contractor whenever need arises.