



Central Securities Clearing System PLC

Request for Proposal:

GOVERNANCE, RISK & COMPLIANCE SOLUTION.

REFERENCE NO: CSCS/ERM/GRC/02/2025

The return date for responses against this RFP is **28th February 2025** delivered in the requested manner and to the address advised. Late responses will not be considered. Note that proposals submitted that do not meet stipulated criteria shall be considered non-responsive.

Please submit a technical and commercial (password-protected PDF) copy of your proposals on or before close of business on the date above. Ensure that the file is electronically locked with a password to maintain confidentiality.

Submission of technical proposal Mailbox: rfpsubmission@cscs.ng

Submission of commercial proposal (password-protected) Mailbox: iodunsi@cscs.ng

06 February 2025

Dear Sir,

TITLE: GOVERNANCE, RISK & COMPLIANCE SOLUTION



Ref: CSCS/ERM/GRC/02/2025

You are invited to submit your proposal against the requirements detailed in the Request for Proposal (RFP) attached. The information contained within this invitation shall be treated as “Commercial in Confidence” and shall also be subject to the terms of any related Non-Disclosure Agreement signed by the parties.

Part 1 of the RFP gives you information about Central Securities Clearing System PLC.

Part 2 is for you to answer and provide details as requested to support your proposal.

Please submit a technical and commercial (password-protected PDF) copy of your proposals on or before close of business on the date above. Ensure that the file is electronically locked with a password to maintain confidentiality.

Submission of technical proposal Mailbox: rfpsubmission@cscs.ng

Submission of commercial proposal (password-protected) Mailbox: iodunsi@cscs.ng

Queries

All queries should only be directed to the undersigned. We look forward to your responses soon.

Yours faithfully,

Enterprise Risk management.

- aakinola@cscs.ng
- ermstaff@cscs.ng
- iodunsi@cscs.ng

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Part 1

1. Introduction

1.1 Procurement Policy on Bribery and Corruption

Central Securities Clearing System (CSCS) Plc strictly adheres to professional work ethics and emphasizes zero tolerance for bribery and any other forms of corruption. It is our policy that service providers involved in offering bribes will be disqualified and excluded from any potential engagement opportunity.

1.2 Executive Summary of Project

This RFP is an invitation to prospective proponents to submit proposals for best fit governance, risk and compliance solution.

The successful company should be able to provide the required software features categorized as per functional and technical requirements.

The purpose of this RFP is to seek information from potential bidders with the intention to establish an agreement between CSCS and the successful bidder. The contract that follows this process shall bind CSCS and the successful bidder to perform in a specific way, for an agreed duration to be agreed in the contract, in the event of the formation of the same.



2. Terms Governing This RFP

- 2.1 Recipients of this RFP are required to read all the information supplied and have a clear understanding of Central Securities Clearing System Plc requirements. Further information can be made available by contacting nominated people listed in this RFP. The GRC solution is to meet the *functional, technical, compliance, user, integration, and maintenance requirements outlined below to effectively streamline the internal audit process, enhance audit productivity, and ensure compliance with regulatory standards.*
- 2.2 It is a condition of this RFP that all mandatory requirements (indicated in the body of text by the word “must” or expressed or implied accordingly) are met in full. The contents of proposals must satisfy the mandatory requirements as specified in this RFP as failure to comply may lead to the disqualification of the Proposal. The contents of proposals must be submitted in the same order as that specified in this RFP.
- 2.3 Pricing should include details of all costs related to software, required hardware, conversion of existing data, installation, training, final implementation, and annual support costs.
- 2.4 All communication relating to this RFP must be directed to the specified key contact persons listed in this RFP. All other communications between a respondent and CSCS staff concerning this RFP are prohibited. In no instance is a respondent to discuss cost information contained in a proposal with the CSCS contact persons or any other staff prior to proposal evaluation. Failure to comply with this section WILL result in disqualification of the proposal.
- 2.5 Except otherwise determined by the Procurement Committee and Management, the family members/blood relations of employees and/or fulltime Consultants (i.e. consultants working exclusively with CSCS on a retainer basis) of CSCS are generally not allowed to participate in the RFP process. However, where the Vendor has blood relationship with employees and/or full-time Consultants, such Vendor must expressly make such declaration and bring it to the notice of CSCS. If the declaration/notification is not done or brought to the attention of CSCS and the Vendor is awarded the Contract, the contract shall be terminated and CSCS shall be entitled to claim damages apart from engaging any other consultant/vendor at the cost and risk of defaulting consultant. It is clarified that the term full time Consultants of CSCS does not refer to agencies/people, which may have been shortlisted for an assignment/project of CSCS through an RFP process.
- 2.6 Central Securities Clearing System (CSCS) Plc will select the successful proposal based upon several evaluation factors including features outlined in the RFP; company stability, experience executing similar projects; implementation plan and price. The selection will be decided based on the proposal submitted by a qualified vendor that best meets the needs of CSCS. CSCS



reserves the right to reject any or all proposals without recourse to the bidder(s).

2.7 This RFP is a request for proposal for the best fit governance, risk & compliance solution. It is not a contract, and no contractual obligations shall arise on behalf of CSCS. CSCS will not be liable for any costs incurred in the preparation and submission of a response to this RFP.

2.8 CSCS shall deduct Withholding Tax from payments to service provider (successful bidder) to account for that tax to the local tax authorities. Any agreement with the successful bidder shall be subject to CSCS being entitled to make these deductions so that CSCS will not bear an unnecessary additional cost. Service providers can usually claim a credit against their tax liabilities in respect of Withholding Tax deducted by CSCS.

2.9 In addition to submitting a proposal in response to this request, all proposals should be sent with written confirmation that there are no conflict-of-interest issues that will prevent the firm from taking up this engagement.

2.10 CSCS shall evaluate proposals based on their responsiveness to the requirements of this RFP as outlined above. Each responsive proposal will be given a score. A proposal shall be rejected at this stage if it fails to respond to the requirements. The shortlisted vendors shall be invited for an oral presentation before a Committee of CSCS representatives. The vendor with the highest score after the final presentation will be invited for negotiations.

Negotiations will be held with the aim of reaching an agreement on all points and subsequently engage the successful vendor. If negotiations fail, the vendor with the second highest score will be invited to negotiate an agreement.

After negotiations are completed, CSCS will promptly notify other vendors on the shortlist that they were unsuccessful.

2.11 Timeline to be observed for this RFP:

Milestones	Due Date
RFP issued by Central Securities Clearing System PLC	6th February 2025
RFP questions received by Central Securities Clearing System PLC in writing	6th February - 20th February 2025
RFP questions responded to by Central Securities Clearing System PLC	6th February - 20th February 2025



RFP response due	28th February 2025
Presentation date	To be communicated

2.12 All bids shall be submitted by providing one copy of the proposal in electronic format (either Microsoft Office Word or PDF). The electronic copy of your proposals should be submitted on or before the closure of business on Friday, **28th Feb 2025**. The electronic copy should be sent to: rfpsubmission@cscs.ng

3. Service Provider’s Actions Required for this RFP

- 3.1 Read Part 2 carefully which contains the underlisted sections. Complete them accurately and concisely where required -
 - A. Service Providers Declaration
 - B. Service Provider Information Questionnaire
 - C. Statement of Requirements
 - D. Methodology/ Description of the Service Approach
 - E. Price Schedule
 - F. Evaluation Criteria
 - G. Bid Securing Declaration
- 3.2 Sign service providers declaration (A) indicating your compliance and acceptance of the terms of this RFP.
- 3.3 Provide your responses to the Service Provider Information Questionnaire (B). They must be precise and concise without unnecessary marketing/advertising materials. If there is any other information which, it is felt should be included because of its relevance to the proposal please feel free to do so but this must be separate from the required structured response.
- 3.4 CSCS may issue addenda notices to the bid documents to advise of any changes and clarifications thereto or to respond to queries from bidders or for any other reason that the company deems necessary. Addenda Notices will be numbered, and the bidder shall acknowledge receipt via email and inclusion in their Bid.

CSCS may issue additional information for reasons that the company deems necessary at any time for bid submission as nominated in the Invitation to Bid or subsequent Addendum. Such information shall be included in the Contract award.

The Company shall use its sole discretion to make any changes to the date of Bid closing



from that advised in the Bid schedule which may result from an addendum.

3.5 Any request for clarification must be emailed to the underlisted email addresses

I. aakinola@cscs.ng

II. ermstaff@cscs.ng

III. iodunsi@cscs.ng

CSCS reserves the right to distribute answers to questions to other suppliers who may not have asked that question but where CSCS feels that the answer corrects a mistake, adds clarity, or removes ambiguity from the original RFP.

3.6 Authorized representatives of the firm shall initial every page of the RFP and no further questions will be taken or meetings held regarding this RFP until after the receipt of proposal/s, unless otherwise advised by CSCS.

3.7 Please ensure the bid declaration is a computation of the total cost of the project implementation.

3.8 The subject matter of the information provided or gained in relation to this Request for Bid may contain valuable property rights of the Company. This information is to be treated in strict confidence by the Bidder and its employees and shall not be used except for the specific purpose of preparing and submitting a Bid. Upon receiving notice, unsuccessful Bidders shall return such information to the Company whose property it shall remain.

3.9 Submit response to CSCS in line with the milestone dates stated in 2.11.

Part 2 Service Providers Response to This RFP

A. SERVICE PROVIDERS DECLARATION

To:

The Head, Internal Control,

Central Securities Clearing System Plc.

13th Floor, Stock Exchange House,

2/4 Customs Street, Lagos, Nigeria.

Dear Sir/Ma,



PROJECT TITLE: Governance, Risk & Compliance Solution

We have read and have examined this Request for Proposal (RFP) document, Technical Requirements, Specifications, Guidance Notes and the terms and conditions issued with this Proposal. We offer completion of the works required against this RFP for the total price of:

.....
..... (in Naira).

This price is further broken down into individual components as requested in this RFP.

This declaration confirms that this Proposal is tendered as a bona fide competitive offer to CSCS, and the information provided in the Service provider Information Questionnaire and Service provider Response to CSCS Statement of Requirements are fully correct and complete.

We, the undersigned further agree that if our offer in these documents is accepted by CSCS, the resulting contract, if any, shall be based on the CSCS Standard Terms and Conditions issued with this RFP (subject to any permitted variations attached to this RFP).

Signature

Date

Name

Job Title

For and on behalf of

Address

Email

Telephone

B. SERVICE PROVIDER INFORMATION QUESTIONNAIRE

To be eligible, bidders shall submit the documents below which will be considered under Preliminary Evaluation:



1. Organization Profile

1.1 Registration & Accreditation	Compliance Statement (Y/N)	Page Reference Please refer to the page within your proposal indicating how compliance is met (Mandatory)	Explanations Supporting Compliance
<i>Business address</i>			
<i>VAT (Value Added Tax) Registration Number</i>			
<i>Valid Tax Clearance Certificate (where applicable)</i>			
<i>Certificate of Incorporation/Registration</i>			
<i>Submit Tax Clearance Certificate</i>			
<i>Attach Two Reference Letters</i>			
<i>Letter Confirming Banking Details</i>			
<i>Letter confirming email address where Purchase Orders and queries will be sent to.</i>			

2. Ownership & Financial Background

2.1 Financial-Related Information	Compliance Statement (Y/N)	Page Reference Please refer to the page within your proposal indicating how compliance is met (Mandatory)	Explanations Supporting Compliance
<i>Audited financial statements for the last two (2) years. (Unless previously provided within the last one year). The Audited Financial statements shall be submitted together with the signed Auditors Opinion.</i>			



3. Track Record and Reference

3.1 Industry Experience	Compliance Statement (Y/N)	Page Reference Please refer to the page within your proposal indicating how compliance is met (Mandatory)	Explanations Supporting Compliance
<i>How many existing clients you have? Name your key clients</i>			
<i>Similar project undertaken in the past 5 years</i>			
<i>Details of any cancelled projects in the past</i>			

3.2 Relationship with CSCS	Compliance Statement (Y/N)	Page Reference Please refer to the page within your proposal indicating how compliance is met (Mandatory)	Explanations Supporting Compliance
<i>Product/services which you provide to CSCS (currently or previously)</i>			
<i>Value of your sales to CSCS for the past 3 years and by product/services</i>			

3.3 Client Reference (Please provide at least 3 clients for deals similar in nature to this RFP)			
	Company A	Company B	Company C



<i>Names of companies which can provide reference to CSCS</i>			
<i>Names & job titles of contact person</i>			
<i>Contact details (email address, address, office number)</i>			

Non-compliance with these requirements will result in disqualification of the bid at Preliminary Evaluation Stage and the Bidder shall not proceed to the Technical Evaluation Criteria.

C. STATEMENT OF REQUIREMENTS

1.0 INTRODUCTION

1.1 Background

The Central Securities Clearing System (CSCS) Plc. was incorporated on July 29, 1992, as a Financial Market Infrastructure (FMI) for the Nigerian Capital Market. It was commissioned in April 1997 and operations commenced in April 14, 1997. On the 16th of May 2012, CSCS became a Public Liability Company (PLC) by a special resolution.

The Securities and Exchange Commission issued its license as an Agent for Central Depository, Clearing and Settlement of transactions in the Nigerian Capital Market. It operates a computerized depository, clearing, settlement and delivery system for transactions in securities in the Nigerian Capital Market.

CSCS facilitates the delivery (transfer of securities from seller to buyer) and settlement (payment of bought shares) of securities transacted on the approved Nigerian Exchanges. It enables securities to be processed in an electronic book entry form thereby substantially reducing the period it takes a transaction to commence and end.

CSCS has made visible strides in the Nigerian Capital Market and will continue to respond to the needs of the securities and commodities market to further enhance transparency and speedy settlement of transactions.



1.2 Purpose of the Request for Proposal (RFP)

The purpose of this Request for Proposal (RFP) is to invite suitably qualified and experienced service providers to submit proposals for the best fit Governance, Risk & Compliance Solution with the aim to bring improved agility, performance, and resilience to our enterprise(CSCS). The interested partner would also be required to respond to each of the requirements as outlined in this RFP document clearly indicating the ability to meet the requirements and their associated costs.

The CSCS team will then evaluate the various responses submitted and choose a more suited partner. The awarding of the contract will not be based on the amounts indicated in the proposals but also on the overall suitability of the proposal meeting CSCS's approach, strategic objectives, and goals.

2.0 PROJECT OBJECTIVES AND SCOPE

2.1 Project Objectives

CSCS requires the service of a consultant to provide quality assurance testing in its infrastructure upgrade.

The proposed vendor must be able to deliver on the items listed below.

- Assess the organization's needs, defining its objectives, and selecting the right GRC solution or software.
- Provide a model for managing governance and compliance risk in CSCS
- Provide a structured approach to managing risks, meeting regulatory requirements, and ensuring compliance while enhancing principled performance and achieving business objectives.
- Provide an integrated and holistic approach to the organization that gives correct and consistent desired risk profile, internal policies and external regulations by aligning strategy, processes, technology, and people, which improve efficiency.
- Provide compliance risk management approach to help organizations ensure compliance with laws and regulations requirements, including Sarbanes-Oxley Act (SOX) and General data protection regulation (GDPR).
- To automate and provide continuous monitoring of information security controls, exceptions, risks, testing.
- Develop reporting metrics, dashboards, and evidence artifacts.
- Provide test planning and test definition with CSCS stakeholders



- Review, understand and seek clarifications on identified scenarios to be used for the performance validation across services in scope.
- Verify and validate scalability and robustness of the implemented services
- Validate the user concurrency, business load and volumes processing against benchmarks defined.
- Report test results and issues against various performance parameters as defined in the scope section.
- Support OEM and CSCS Teams in analysis of issues and reach resolution
- **Planning:**
- Ability to create audit plans, define audit scope, objectives, and schedule.
- Allocate resources and set up audit teams for each audit assignment.
- Integration with organizational risk register to identify high-risk areas for auditing.
- **Execution:**
- Conduct audit fieldwork, including risk assessment, testing, and evidence collection.
- Support for both manual and automated audit procedures.
- Generate audit findings and recommendations based on audit results.
- **Findings Management:**
- Enter and document audit findings, assign corrective actions to responsible parties.
- Track and monitor the status of corrective actions and follow-up on resolutions.
- Maintain an audit trail of findings, actions taken, and resolutions.
- **Reporting:**
- Create comprehensive audit reports with executive summaries, observations, recommendations.
- Customize report templates based on audit type, audience, and regulatory requirements.
- Schedule and distribute reports to stakeholders securely.
- **Integration and Data Management:**
- Integrate with existing systems (e.g., ERP, risk management) for data exchange.
- Ensure data integrity, confidentiality, and availability through secure data storage.
- Support data analytics to identify trends, anomalies, and insights from audit data.
- **Technical Requirements:**
- Platform: A Web-based solution accessible via standard web browsers.
- Scalability: Ability to handle a large volume of audit data and users.
- Security: Role-based access control, data encryption, audit logs, and regular security audits.



- Compatibility: Compatibility with common operating systems (Windows, macOS, Linux) and devices.
- Performance: Fast response times, minimal downtime, and high availability.
- Type of infrastructure required (Servers and the specification)
- **Compliance Requirements:**
 - Regulatory Compliance: Ensure compliance with industry regulations (e.g., NDPR GDPR, SEC) and standards such as ISO
 - Data Privacy: Adhere to data privacy regulations and provide mechanisms for data protection.
 - Audit Trail: Maintain a detailed audit trail of all activities within the system for regulatory purposes.
- **User Requirements:**
 - User Interface: Intuitive and user-friendly interface for easy navigation and interaction.
 - Training and Support: Provide training materials, user guides, and technical support for users.
 - Customization: Ability to customize user profiles, dashboard views, and reporting preferences.
- **Integration Requirements:**
 - Third-Party Integration: Ability to integrate with external systems for data import/export.
 - API Capabilities: Provide APIs for seamless integration with other business applications.
- **Maintenance and Upgrades:**
 - Support and Maintenance: Provide ongoing support, software updates, and maintenance services.
 - Upgrade Path: Ensure a clear upgrade path for new features, enhancements, and regulatory changes.
 - **Commercial** – Type of license (enterprise or single user)

2.2 Project Scope

The project focuses on the best fit Governance, Risk & Compliance Solution with the aim to bring improved agility, performance, and resilience to our enterprise (CSCS).

2.3 Vendor Experience and Qualifications

The Bidder is expected to demonstrate successful implementation of similar projects in other organizations.



2.4 Compliance with the following Standards

The proposed methodology should be demonstrably compliant with the following standards:

- Industry standards: Organizations should comply with information security standards ISO 27001:2022.
- Legal standards: Organizations should comply with laws and regulations that apply to their operations.
- Internal policies: Organizations must adhere to their own internal policies.
- IT governance frameworks: Organizations can use frameworks like Control Objectives for Information and Related Technologies (COBIT).

2.5 Timeframe for Completion

Please provide a timeframe for completion of the project. This timeframe will be evaluated. Be advised that timeframes will be part of the contractual agreement; therefore, a realistic timeframe for completion should be provided.

D. METHODOLOGY/DESCRIPTION OF THE SOLUTION APPROACH

In this section, the Bidder will provide a comprehensive description of how it will provide the required services. Information provided must be sufficient to convey to CSCS that the Bidder has enough understanding of the effort required to provide the requested services and that it has an approach, methodology and work plan to overcome possible challenges.

Your technical proposal should include, among others, the following:

- I. An overview of the proposed solution, and a brief description of how the solution will be implemented.
- II. Solution low level designs
- III. Documentation and description of related services
- IV. Explanations for deviations (if any)

E. PRICE SCHEDULE

Note: Financial proposals must clearly indicate the following:

- a. Total cost of implementing the solution, which must include the cost of any additional hardware/software required for a successful implementation.
- b. VAT and other taxes must be indicated separately.
- c. All costs must be in Naira.
- d. The quotation should have a validity period of at least 90 days.



- e. Completion/Delivery period should be indicated. Project implementation schedule should be shared separately.

Bidders must try as much as possible to use a template like the table below

A. One off cost				
Line Item No.	Description	Quantity	Unit Price	Total Price
1				
2				
3				
B. Recurring costs				
Line Item	Description	Quantity	Unit Price	Total Price
1				
2				
Subtotals (to Grand Summary Table)				
Name of Bidder:				
Authorized Signature of Bidder:				

F. EVALUATION CRITERIA

The evaluation shall be undertaken in three stages:

- I. **Preliminary Evaluation**, which shall consider responses from bidders in sections A and B
- II. **Technical Evaluation**, which shall mainly consider responses to sections C and D
- III. **Financial Evaluation**, which shall consider items under section E

G BID SECURING DECLARATION

[insert: title and RFP number]



To: *[insert: name and address of Entity]*

We, the undersigned, declare that:

We understand that, according to your conditions, bids must be supported by a Bid-Securing Declaration.

We accept that we, and in the case of a Joint Venture all partners to it, will automatically be suspended from being eligible for participating in bidding for any contract with you for the period of time of 5 years, in case of, and starting from the date of, breaching our obligation(s) under the bidding conditions due to:

(a) withdrawing our bid, or any part of our bid, during the period of bid validity specified in the Bid Submission Form or any extension of the period of bid validity which we subsequently agreed to; or

(b) Having been notified of the acceptance of our bid by you during the period of bid validity, (i) failing or refusing to execute the Contract Agreement, or (ii) failing or refusing to furnish the performance security, if required, in accordance with the Instructions to Bidders.

We understand this Bid-Securing Declaration shall expire if we are not the successful Bidder, upon the earlier of (i) our receipt of your notification to us of the name of the successful Bidder; or (ii) twenty-eight days after the expiration of the period of bid validity.

If the submission of alternative bids was permitted, and in case we did submit one or more alternative bids, this Bid-Securing Declaration applies to these parts of our bid as well.

Signed: *[insert: signature of person whose name and capacity are shown below]*

Name: *[insert: name of person signing the Bid-Securing Declaration]*, in the capacity of *[insert: legal capacity of person signing the Bid-Securing Declaration]*

Duly authorized to sign the bid for and on behalf of: *[insert: name of Bidder]*

Dated on _____ day of _____, 2025

[Add Corporate Seal (where appropriate)]