# TERMS OF REFERENCE

**CONSULTANCY: RE-ENGINEERING THE BUSINESS REGISTRATION PROCESS TO IMPROVE PROCEDURES FOR STARTING A BUSINESS IN THE CARIBBEAN**

1. **BACKGROUND INFORMATION/RATIONALE**
	1. Relevant background

The development of the regional private sector is crucial for economic recovery, poverty alleviation, and social advancement in the Caribbean. As a key driver of economic growth and job creation, the private sector generates essential resources and tax revenues that address developmental and environmental challenges. It also plays a significant role in achieving the Sustainable Development Goals (SDGs), particularly those related to economic growth, job creation, and poverty reduction.

Micro, Small, and Medium Enterprises (MSMEs) are vital within this economic framework, significantly contributing to poverty reduction, wealth creation, and inclusive growth. For example, the private sector contributes approximately 70% of total employment and 80% of economic output in the region. (World Bank, 2021). However, MSMEs face numerous challenges, including insufficient market intelligence, limited access to affordable financing, outdated technology, and socio-cultural biases against disadvantaged groups like women and youth. They report operating in a constrained business environment, hindered by inefficient tax policies, cumbersome registration processes, limited financing access, and barriers to cross-border trade. Additionally, a significant issue remains the high informality rate, which restricts access to finance, business development services, and market opportunities. The formalisation of businesses is crucial to enhancing competitiveness and unlocking economic potential. According to a 2016 Inter-American Development Bank (IDB) study, which provided a comprehensive analysis of the informal sector, it accounts for 20%-45% of the economy in various Caribbean countries.

Recognising these challenges, the Caribbean Association of Investment Promotion Agencies (CAIPA), supported by the Commonwealth Secretariat, commissioned a study in 2018-2019 titled "Improving the Business Climate by Strengthening Procedures to Start a Business in the Caribbean." This study assessed the registration process in 12 Commonwealth Caribbean countries. Key findings showed that Jamaica, Trinidad, and Tobago demonstrated best practices despite limited digitisation due to resource constraints and a need for improved customer service. Following this, countries like Antigua and Barbuda, Belize, Dominica, Grenada, and St. Vincent and the Grenadines received support to implement business process re-engineering and digitisation reforms.

Further research under this initiative revealed ongoing issues, such as underutilizing Online Company Registration Systems (OCRS) due to technical problems and lack of training, poor integration with national agencies, financial constraints limiting digitisation, and limited regional data exchange. However, recent efforts to improve the ease of doing business have shown progress. Jamaica leads globally in business registration efficiency, while Trinidad and Tobago minimises startup costs. Countries like The Bahamas, Barbados, and Saint Lucia are accelerating digital transformation initiatives.

To sustain improvements, continued efforts are not just necessary, they are urgent in three areas: re-engineering business processes to streamline procedures, enhancing IT infrastructure and training, and modernising legislative frameworks. By addressing these challenges and building on recent advancements, the Caribbean can foster a more business-friendly environment, improving investor perceptions, stimulating economic growth, and strengthening MSME competitiveness. It is against this background that this assignment is being undertaken.

* 1. Contracting Authority

The Caribbean Export Development Agency is the contracting authority for this assignment, which is funded by the Caribbean Development Bank.

* 1. Beneficiary Countries

The primary beneficiary countries under this component are Saint Kitts and Nevis, Anguilla, the British Virgin Islands, Montserrat, and the Turks and Caicos Islands.

* 1. Target Groups

National business registries, the social security departments and inland revenue departments who are engaged in the process of starting a business within the beneficiary countries.

1. **OBJECTIVE, PURPOSE & EXPECTED RESULTS**
	1. Overall Objective

To conduct a comprehensive review of the business registration procedures within the selected CDB Borrowing member countries, assessing departmental processes and inter-departmental workflows. This will facilitate the development of a streamlined "one-stop shop" for business registration. By integrating global and regional best practices, this Consultancy aims to recommend effective designs or redesigns of workflows that enhance efficiency and improve overall experience for entrepreneurs starting a business in these regions.

* 1. Specific Objective

The Consultants are expected to:

1. Conduct a thorough review of the procedures for starting a business in the beneficiary countries, including an assessment of the processes and workflows for each department and between departments with a view to developing a one-stop shop for business registration.
2. Incorporate global and regional best practices with a focus to improve time and cost for the ease of doing business.
3. Identify inefficiencies and recommend a design or redesign of workflows within and between enterprises/departments contributing to the process of starting of a business.
	1. Purpose of Consultancy and expected results.

The Consultancy aims to enhance the ease of starting a business in targeted regions by engaging public and private sector stakeholders to assess the impact of existing processes on diverse groups, including women and youth. It involves thoroughly analysing and redesigning workflows, benchmarking local practices against global standards, and identifying best practices for one-stop shops. The Consultancy will also provide actionable recommendations, develop key performance indicators for monitoring progress, deliver change management training to build organisational capacity, and create strategic action plans with clear responsibilities and timelines. The goal is to foster a more inclusive and efficient business environment that drives economic growth and development.

1. **ASSUMPTIONS AND RISKS AND MITIGATION**
	1. Assumptions
* Public and private sector stakeholders will be willing to engage and collaborate throughout the consultancy process.
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* Organisations involved have the capacity and willingness to implement recommended changes and improvements
* Local practices can be aligned with the best global practices, making improvements feasible.
	1. Risks
* Stakeholders may resist changes to existing processes which can hinder implementation efforts.
* Incomplete or inaccurate data may impede the analysis of current business processes and the formulation of practical recommendations.
* Stakeholders may not fully engage in the process, leading to a lack of diverse input and collaboration.
* Organisations may lack the skills or resources to implement the recommended changes effectively.
	1. Mitigation
* Develop a comprehensive engagement strategy to communicate the benefits of changes and actively involve stakeholders.
* Establish a clear framework for data collection that identifies necessary information and ensures its accuracy while leveraging existing databases and resources.
* Conduct regular meetings and feedback sessions with stakeholders to keep them engaged and address any concerns promptly.
* Create adaptable action plans that can accommodate unforeseen challenges, allowing for adjustments without derailing the overall project.
1. **SCOPE OF WORK**
	1. Specific Activities

**The Business Development Consultant is expected to:**

1. Identify and engage with Public/Private Sector stakeholders and assess the differential impact of the existing business process on women, men, youth, persons with disabilities, and any other relevant critical to starting a business process. Establish collaboration modalities for identifying, implementing, and sustaining business reform.
2. Undertake a thorough business process re-engineering exercise to include an analysis of the existing workflows and processes within and between organisations (or units/departments) involved in the ease of starting a business process.
3. Review and map the procedures, cost and timeline markers identified by the World Bank and other authorities, the requirements for countries to demonstrate improvements and the global and regional good practices that can be modelled across the Region.
4. Identify processes from beginning to end points, interfaces, the organisational units, and stakeholders involved in executing these processes, as well as any challenges, bottlenecks or procedures that impede the realisation of the stated objective, an improvement in the ease of starting a business.
5. Review global and good practices in establishing and operationalising one-stop shops for starting a business, including developing country models for countries similar to those in the Region. A review of Jamaica's good practices that can be modelled across the Region is also required.
6. Make recommendations on the design or redesign of existing processes and the key performance indicators that must be monitored and adhered to, to achieve breakthrough performance improvement measures.
7. Deliver training in change management to staff that will build capacity and manage expectations within the organisations and departments for better performance through human development.
8. Draft a budgeted strategic action plan for each country with a responsibility and risk management matrix and deadlines for implementation.
9. Execute of a virtual, regional public event to present findings.

**The Legislative/Regulatory Consultant is expected to:**

1. Conduct a legal and regulatory audit of existing laws, policies, and procedures governing business registration in each beneficiary country.
2. Identify inconsistencies, redundancies, or gaps that hinder efficiency, digitalisation, and inclusiveness.
3. Compare national legal frameworks against international and regional best practices.
4. Review how jurisdictions like Jamaica have used regulatory changes to improve business registration outcomes.
5. Provide actionable legal reform recommendations, including amendments to existing legislation (e.g., Companies Act, Electronic Transactions Act), proposals for new supporting regulations, and enabling legal instruments for establishing and operationalising one-stop shops.
6. Lead or support legal stakeholder consultations with Registrars of Companies, Ministries of Legal Affairs, and other relevant actors to validate findings and recommendations.
7. Develop a country-specific legislative reform roadmap, aligning with the broader business process reengineering strategy.
8. Include timeframes, responsible entities, and legislative drafting support needs.
9. Collaborate with the Business Development Consultant in drafting the Strategic Action Plan, ensuring that all legal and regulatory preconditions for reform are addressed.
10. Deliver training or orientation sessions for public officers on the regulatory implications of the proposed reforms, including compliance, enforcement, and monitoring mechanisms.
11. **PROJECT MANAGEMENT AND REPORTING**
	1. Reports to:

Caribbean Export Development Agency

* 1. Management Structure

The Executive Director will retain overall responsibility for the project. Day-to-day supervision of this specific programme is the responsibility of the Manager- Technical Programmes who will communicate progress to the Executive Director.

* 1. Reporting

All reports must be submitted in Word format and submitted via the email addresses provided in section 8.2.

* 1. Deliverables

The Consultants shall prepare and submit four key reports over the course of the Consultancy, each including both country-specific findings and joint regional outputs designed to facilitate cross-country learning and harmonised reform implementation.

1. The **Inception Report**, to be submitted within twenty (20) working days of signing the contract, will outline the agreed project timelines, methodology, design, and any identified risks along with proposed mitigation measures. It will also include a stakeholder engagement strategy detailing public and private sector partners and the modalities for collaboration. As part of a joint regional component, the report should establish a coordinated framework for stakeholder engagement and a common approach to assessing business registration reforms across all participating countries.
2. The **Interim Report**, due within seventy-five (75) working days, will present initial country-level findings including baseline data, process mappings, and early-stage analyses. In addition to these individual assessments, the Consultant must deliver a **Regional Comparative Assessment Report**, which will synthesise similarities, differences, shared challenges, and promising practices across Saint Kitts and Nevis, Anguilla, the British Virgin Islands, Montserrat, and the Turks and Caicos Islands. This joint report will support the identification of scalable solutions and regional benchmarks.
3. Within one hundred (100) working days, the **Draft Final Report** must be submitted. This report will present re-engineered business registration processes, tailored recommendations for each country, strategic action plans, and draft training materials to support change management. Country-specific presentations should be prepared to solicit stakeholder feedback. As part of the regional output, the Consultant will also produce a **Regional Policy Recommendations Report**, which will outline legislative and procedural harmonisation opportunities, propose regionally aligned standards, and suggest policy reforms conducive to a streamlined business environment.
4. Finally, the **Final Report** must be submitted within one hundred and twenty-five (125) working days. It will integrate feedback on the draft final report and include updated strategic plans, finalised training outcomes, and detailed recommendations for each beneficiary country. This submission must also include a **Regional Implementation Framework Report**, providing a synchronised roadmap for the execution of reforms across countries, including common timelines, key performance indicators (KPIs), mechanisms for monitoring, and opportunities for continued collaboration and mutual support.
5. **LOGISTICS AND TIMING**
	1. Commencement date and period of implementation of tasks

This Consultancy is expected to start October 15, 2025, and end April 30, 2026.

1. **PAYMENT TERMS**

All services must be completed to the satisfaction of the Agency and payments will be contingent on submission and approval of the deliverable, accompanied by an invoice. Payments will be made in accordance with the terms and conditions outlined in the contract between the contracting authority and the Consultant.

The following payment terms are proposed:

* **Report 1** (Inception Report): 20% of the total cost will be paid upon presentation and acceptance of Report 1.
* **Report 2** (Interim Report): 30% of the total cost will be paid upon presentation and acceptance of Report 2.
* **Report 3** (Country Specific Reports and presentations): 30% of the total cost will be paid upon presentation and acceptance of Report 3.
* **Report 4** (Country Specific Reports and presentations): 20% of the total cost will be paid upon presentation and acceptance of Report 3.
1. **REQUIREMENTS**
	1. Qualification and Work Experience

A team comprising of at least two qualified experts, with the following qualifications and experience:

**Key Expert- Business Development Consultant**

1. Postgraduate qualifications in business administration, marketing, economics, international trade, management, IT, or related fields.
2. At least seven years of relevant professional experience in providing business consultancy services to MSMEs.
3. Demonstrated experience in developing business process reengineering exercises to include an analysis of the existing workflows and processes within and between organisations (or units/departments) involved in the ease of starting a business process.
4. Provide examples of at least two relevant projects or training sessions you have completed that demonstrate your experience in MSME development and business re-engineering.
5. Proficiency in computer application and e-business solutions to assist institutions to improve business processes.
6. Demonstrated ability to manage and lead change initiatives within organizations, showcasing adaptability and innovative problem-solving skills will be an asset.

**Key Expert- Legislative/ Regulatory Review Consultant**

1. Postgraduate degree in Law, Public Policy, Regulatory Affairs, or related field.
2. Between 7- 10 years of experience conducting regulatory and legislative reviews in business, commercial, or administrative law, ideally in Commonwealth or Caribbean jurisdictions.
3. Demonstrated experience supporting legal reform initiatives focused on business registration, company law, or public sector reform.
4. Proven track record of drafting or advising on legislation, regulations, or legal frameworks relevant to starting or operating a business
5. Between 3-5 years’ experience working with government institutions, legal drafters, and business registries
6. Evidence of familiarity with international benchmarks (e.g., World Bank Doing Business indicators) and their relationship to legal frameworks affecting rankings, particularly “Starting a Business.” Applicants should (i) provide examples of relevant prior work and (ii) outline how such benchmarks will be applied within the current assignment.

**Desirable Skills**:

1. Understanding of digitalisation of public services and how legislation can enable or inhibit digitisation.
2. Experience conducting legal gap analyses and aligning national laws with international best practices.
3. Excellent stakeholder engagement and capacity-building skills.
	1. Required Documentation

The Applicant must submit technical proposals with the completed [Applicant Declaration Form](https://content.carib-export.com/download/applicant-declaration-form/) and the required forms noted in the RFP, to Ms. Tonya Cummins, Investment Promotion Officer at tcummins@carib-export.com with a copy to technicalprogramms@carib-export.com no later than 4:30 pm EST on September 30, 2025.

* 1. Office Accommodation

The Executing Agency will not provide office accommodation.

* 1. Facilities to be provided by the Consultant

None

* 1. Equipment

The Consultant is expected to use his/her resources to ensure the adequate fulfilment of the scope of services. This includes utilisation of his/her camera, computer, telephone services, internet, among others.

* 1. Travel

Travel is expected for this Consultancy. Thus, the overall budget should include all travel expenses anticipated to meet the scope of works.

1. **REPORTS**
	1. Submission and Approval of Reports

The reports and deliverables noted in Section 5.3 of this Terms of Reference (TOR) must be submitted to the Investment Promotion Officer and copy to the Manager-Technical Programmes– both emails listed in section 8.2. All reports must be submitted in **English** in electronic format. The Manager- Technical Programmes is responsible for approving the reports.

1. **EXCLUSION CRITERIA**

Candidates will be excluded from participation in the bidding process if they:

1. are bankrupt, insolvent, filing for insolvency or being wound up, are having their affairs administered by the courts, have entered into an arrangement with creditors, have suspended business activities or are in any analogous situation arising from a similar procedure provided for in national legislation or regulations;
2. are the subject of proceedings for fraud, corruption, a declaration of bankruptcy, for winding-up, for administration by the courts, for an arrangement with creditors or for any similar procedure provided for in national legislation or regulations;
3. have been convicted of an offence concerning professional conduct by a judgement which has the force of res judicata.
4. are guilty of grave professional misconduct proven by any means which Caribbean Export can justify;
5. are guilty of serious misrepresentation in supplying the information required by the contracting authorities as a condition of participation in the procurement process; they have been declared to be in serious breach of contract for failure to comply with obligations in connection with another contract with the same Contracting Authority or another contract financed with Caribbean Export’s funds;
6. are in breach of payment of taxes or social security contributions;
7. have been convicted or are the subject of proceedings for money laundering, terrorist offences or activities, child labour, human trafficking, being a criminal enterprise in the production of goods and services, or any other irregularity;
8. are established as or operating as a shell company.

A derogation from the mandatory exclusion clauses provided above, may be provided on an exceptional basis, for overriding reasons to entities operating in the public interest such as public health or protection of the environment.

1. **MONITORING AND EVALUATION**

The Consultancy will be monitored and evaluated by Caribbean Export over the duration of the project. Performance on the project will be measured by satisfactory completion and timely submission of the deliverables outlined in Section 5.3 and 4.1, and as outlined within the work plan submitted in the inception report. However, in some instances the Consultant may need to integrate any feedback into the subsequent deliverables. The Contracting Authority will provide feedback to the Consultant within ten (10) working days of receipt of the final report.

1. **SPECIAL REQUIREMENTS**

Any special requirements which the Consultant must take into consideration in the conduct of the Consultancy.

1. **PUBLICATION OF INFORMATION**

To participate in any activity executed or supported by Caribbean Export, you hereby agree that any information and personal data that you share and is collected by the Agency will be processed for the purpose of reporting the outcomes and impact of your projects and/or participation. Please note that Caribbean Export reserves the right to publish the Contractor’s/Participant’s name and address, the purpose and nature of the activity, and financial arrangements, in accordance with Caribbean Export’s [Personal Data Protection Policy](https://content.carib-export.com/download/personal-data-protection-policy/). (<https://content.carib-export.com/download/personal-data-protection-policy/>) . Derogation from publication of this information may be granted if it could endanger the Contractor/Participant or harm his/her commercial interests.

1. **DECLARATION**

To participate in any procurement undertaken by Caribbean Export, all applicants must complete and submit to the agency the [Applicant Declaration Form](https://content.carib-export.com/download/applicant-declaration-form/). <https://content.carib-export.com/download/applicant-declaration-form/>