Terms of Reference

Engagement of Project Management Agency (PMA) for Implementation of Uttar Pradesh Power Distribution Rehabilitation Project

Dakshinanchal Vidyut Vitaran Nigam Ltd. (DVVNL)

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Contents

| Part - I E | Background | 2 |
|------------|--|----|
| 1.0 | Project Background | 2 |
| Part – II | Required Consulting Services | 5 |
| 2.0 | Scope of Services and Tasks | 5 |
| Part III: | Expertise, Qualifications and Remuneration | 13 |

Terms of Reference for Engagement of Project Management Agency for Implementation of Uttar Pradesh Power Distribution Rehabilitation Project Dakshinanchal Vidyut Vitaran Nigam Ltd. (DVVNL)

Part - I Background

1.0 **Project Background**

- 1.1. Project: The Uttar Pradesh Power Distribution Rehabilitation Project is co-financed by ADB and the Government of Uttar Pradesh. The scope of the Project includes rehabilitating the existing low voltage distribution networks in rural areas by replacing bare conductor LT distribution lines with aerial bunched cables (AB Cabling) and (b) constructing new 11 kV feeders and associated works for separation of agricultural consumers (Feeder separation).
- 1.2. The primary objectives of the project are: reduction of technical and commercial losses. conservation of energy and improvement of reliability and quality of supply provided in rural areas. Further value addition is provided through improved maintainability and reduced life cycle costs of the electricity distribution networks in rural areas.
- 1.3. The project will be implemented in demarcated areas of Purvanchal Vidyut Vitran Nigam Ltd (PuVVNL), Madhyanchal Vidyut Vitatan Nigam Ltd.(MVVNL), Paschimanchal Vidyut Vitaran Nigam Ltd.(PVVNL) & Dakshinanchal Vidyut Vitaran Nigam Ltd.(DVVNL). All these DISCOMs are collectively referred to as "DISCOM" hereinafter, which are subsidiary companies of Uttar Pradesh Power Corporation Limited (UPPCL) responsible for electricity distribution within the Indian state of Uttar Pradesh.
- 1.4. The scope of the project to be implemented in respective DISCOM areas are as follows;

Table 1 : Project Implementation Scope by DISCOM

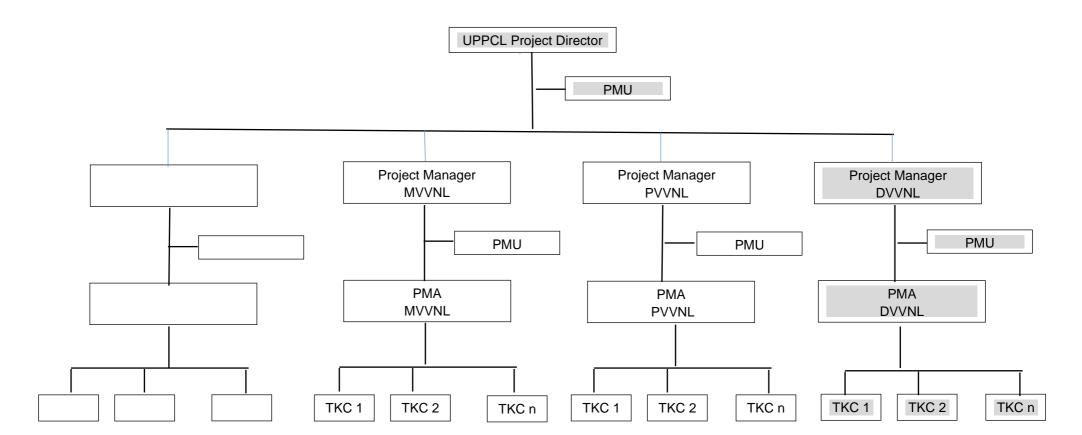
| # | DISCOM | Implementation Scope | | | |
|---|--|----------------------|------------|--|--|
| # | DISCON | Feeder Separation | AB Cabling | | |
| 1 | Purvanchal Vidyut Vitran Nigam Ltd (PuVVNL) | - | ✓ | | |
| 2 | Madhyanchal Vidyut Vitatan Nigam Ltd.(MVVNL) | - | √ | | |
| 3 | Paschimanchal Vidyut Vitaram Nigam Ltd.(PVVNL) | √ | - | | |
| 4 | Dakshinanchal Vidyut Vitaran Nigam Ltd.(DVVNL) | √ | - | | |

1.5. Project implementation work will be carried out in each DISCOM area as mentioned above. Each DISCOM will be responsible implementation of the project scope within its demarcation and this responsibility is assigned to the Project Manager appointed by the DISCOM.

- 1.6. The bid packages for providing turn-key contracting services for implementation of project scope will be arranged according to zones. Each zone consists of several administrative districts and turn-key contractors (TKC) will be appointed for each Zone for implementation of the project scope.
- 1.7. This TOR relates to engagement of PMA for project implementation activities in Dakshinanchal Vidyut Vitaran Nigam Ltd. (DVVNL) DISCOM. Information relating to structure of project implementation (packages) for DVVNL is given below. One TKC will be appointed for each zone with single lots and one or two TKCs will be appointed for each zone with two lots. Feeder separation work will be carried out by the TKCs accordingly.

| # | Zone | Tender Packages | Districts | | | |
|--------------------------|---|-----------------------------------|--|--|--|--|
| 1 | Agra -1 | 1 | Agra | | | |
| 2 | Agra -2 | 1 | Mainpuri, Mathura, Firozabad | | | |
| 3 | Aligarh | 1 Aligarh, Hathras, Etah, Kasganj | | | | |
| 4 Kanpur-1 1 Kanp | | 1 | Kanpur Dehat, Etawah, Auraiya, Farrukhabad | | | |
| 5 | 5 Kanpur-2 1 Kanpur Nagar, Kannauj | | Kanpur Nagar, Kannauj | | | |
| 6 | Jhansi | 1 | Jhansi, Jalaun, Lalitpur | | | |
| 7 | Banda | 1 | Banda, Chitrakoot, Hamirpur, Mahoba | | | |

- 1.8. UPPCL will be responsible for management of overall project in all four DISCOMs which will be handled by the Project Director appointed by UPPCL. The Project Director will be assisted by the Project Management Unit (PMU) established at UPPCL and at DISCOM level for planning and monitoring of overall project implementation activities and providing necessary project management services.
- 1.9. A Project Manager will be appointed to manage project implementation activities in DVVNL. Services of Project Management Agency (PMA) are required to assist Project Manager (PM) in providing complete project management services as described in Part-II.
- 1.10. The administrative structure of the overall project shall be as indicated in Fig 1.



PMU - Project Management Unit, PMA - Project Management Agency, TKC - Turn Key Contractor

Part – II Required Consulting Services

2.0 Scope of Services and Tasks

The scope of services of the PMA comprise providing complete Project Management services for implementation of the Project at all stages from planning, implementation, testing and commissioning, handover and closure. PMA is also required to take responsibility in establishing UPPCL Project Management System (PMS), Quality Assurance and Evaluation Mechanism (QAM) for implementation of the Project.

The services shall include but not limited to the following specific tasks:

- **Project Planning**
- Site survey verification
- Approval of network and line designs
- Forms and formats for PMS
- Approval of drawings and specifications
- Coordination of Project procurement process
- Supervision of implementation works
- Variation management process
- Certification of work completion / handing over
- Web Portal Inputs
- Progress monitoring
- Contracts management
- Financial Management
- Timely closure of project

2.1. **Project Planning**

The PMA is required to plan project activities to ensure that implementation works are carried out by the TKCs in a smooth and effective manner and ensuring timely completion of works.

TKCs are required provide proposed implementation program for respective Contracts and other project planning schedules as applicable. PMA is required to review and recommend approval of proposed implementation programs submitted by TKCs taking into consideration of overall project requirements and availability of resources. PMA shall note that DISCOMs are also implementing AB cabling works separately using local funds allocated by UPPCL hence shall ensure there are no overlapping of such works in a given district at the same time.

PMA shall also prepare an overall implementation program (Gantt Chart) for the DISCOM combining the programs submitted by each TKC. The approved implementation programs will be used as the basis for progress monitoring and resource allocations.

2.2. **Site Survey Verifications**

The TKCs are required to carry out site survey for respective works and prepare survey information schedules, updated Bills of Quantities (BOQs) and cost estimates according to requirements specified in the Contracts.

PMA is required to review and recommend approval of these documents submitted by the TKCs which is a prerequisite for commencement of the implementation works at respective sites. PMA is also required physically verify site survey reports by making field visits to respective sites to verify the following;;

- (i) Proposed works have been identified according to requirements specified in the scope of works and technical specifications.
- (ii) Accuracy of qualities based on approximate measurements (subject to final measurements upon completion of works).

If any changes are required the PMA shall notify the TKC to submit revised schedules for approval.

At least 20% of the sites as may be selected by the Employer are expected to be physically verified along with GPS details by the PMA in this respect.

2.3. **Approval of Network and Line Designs**

For feeder separation work, TKCs are required to carry out route surveys and provide single line diagrams and cost estimates for proposed new lines as per technical specifications which should be reviewed by the PMA and recommend for approval.

2.4. Forms and formats for PMS

As per proposed Project Management System (PMS) to be established for implementation of the Project, TKCs are required to provide various submittals in electronic and written form for approval and information of the PM. PMA is also required to use various forms and formats for carrying out project management activities such as supervision, verification, measurements, quality monitoring, payment certifications, handing over and progress reporting etc. PMA is required to design such forms and formats in consultation with the PMU and as directed by the PM. Where necessary PMA is also required to modify any existing forms and formats in accordance with the project requirements.

2.5. **Approval of Drawings, Specifications and Test Reports**

The TKCs are required to submit detailed drawings for implementation works. Further TKCs shall submit technical specifications for any equipment / material not approved during the bidding stage. PMA is required to review all such drawings, specifications and Guaranteed Technical Particulars (GTPs) submitted by TKCs to ensure compliance to technical specifications and recommend approval to the Project Manager.

2.6. Approval of test reports

All type and acceptance test reports submitted by the TKCs shall be reviewed by the PMA and recommend for approval by the PM. In this process PMA shall ensure that;

- (a) type tests have been carried out at approved test laboratories that possess accreditation requirements given in technical specifications
- (b) Test samples correspond to offered types / models
- (c) Tests have been carried out as per specified standards
- (d) Test results are satisfactory as per specified standard

2.7. **Coordination of Project procurement process**

TKCs are responsible for procurement and supply of all equipment / materials for implementation works. PMA shall closely coordinate with the TKCs to ensure procurement and material management activities are carried out in compliance with the requirements specified in the Contracts. The PMA's responsibility in this respect shall include the following;

- Ensure approvals for manufacture / supply of all items are provided in a timely manner upon review of technical specifications, GTPs, technical literature, samples, manufacturer's qualifications and test reports. Arrange factory inspections if required.
- Track procurement and supply process in coordination with the TKCs and maintain updated information with respect to inspection and test schedules, dispatch schedules etc for all key items of supply.
- Arrange pre-dispatch inspections and witness of acceptance tests in coordination with DISCOM and TKCs. Also arrange third party inspections as required in coordination with the PM, TKC and Third Party Inspection Agency (TPIA). Provide technical support to carry out inspections upon request of the PM.
- Inspect TKC storage facilities and ensure that all items are stored in accordance with the specified requirements.
- Ensure timely reconciliations of materials by TKC's & flow of supplies based on consumption

2.8. **Supervision of Implementation Works**

The PMA shall carry out site visits during implementation and verify the following;

- Work is carried out according to work specifications provided in the technical specifications and as per approved drawings.
- Approved materials are used for execution of works.
- Proper equipment are used for execution of works.

- Acceptable quality of materials and workmanship in accordance with the Project Quality Assurance (QAM) requirements.
- Specific works such as stringing of conductors are carried out by skilled personnel.
- Occupational health and safety measures are implemented by TKC as per approved safety plan. Any serious safety non-compliances shall be recorded with recommended corrective actions which should be directly communicated with TKC safety officer / engineer.
- Video recording of all the supervised completed work.

The observations of PMA during site visits shall be documented in Site Observation Report (SOR). Following course of action shall be implemented in this respect;

- SOR should include information on any non-compliances, omissions, defects and proposed corrective / remedial action with specified time frame.
- The PMA shall follow-up and obtain written confirmation from TKC regarding implementation of corrective actions and rectification defects.
- PMA may re-visit site if required to verify implementation of corrective / remedial action.
- SOR status shall be kept 'pending' until all remedial actions are implemented. Payments to TKC relating to respective works shall not be processed until closure of relevant SORs.
- In case of serious non-compliances and delay in rectification of remedial actions PMA shall prepare **Warning Letters** to be issued to TKC by the PM.
- PMA may also prepare Advisory Notices to be issued to TKCs based on the lessons learnt during site observations so that these issues will not be repeated in other sites.

At least 20% of the sites as may be selected by the Employer are expected to be physically verified along with comparison of the GPS maps prepared by the TKC's by the PMA in this respect.

2.9. Implementation of QAM

PMA, in coordination with the DISCOM and TKCs shall be responsible to implement Quality Assurance and Evaluation Mechanism (QAM) for implementation of the Project. QAM objectives and measures to be implemented in this respect are provided in the table below.

Table 2: QAM Objectives and Measures

| Scope | QAM Objective | QAM Measures |
|---------------------------|---|--|
| Procurement and Supply | All plant, equipment and materials are supplied in accordance with the technical specifications and drawings. Any deviations from the above are declared and approved. The subcontractors / manufacturers | Verification of qualifications of the subcontractor / manufacturer for supply of plant / equipment and materials. Factory inspections may be conducted if required. Verification of material data, specifications, drawings and |

| Scope | QAM Objective | QAM Measures |
|-------|--|---|
| | upon installation and are acceptable. • All works are approved for handover and acceptance. | DISCOM staff and Contractor for final measurements and quality inspections. • Ensure all defects / punch list items are cleared by the Contractor prior to hand over and issuance of Completion Certificate. |
| | | Follow-up any on technical issues for corrective action during defects liability period. |

PMA in coordination with the PM shall be responsible to implement necessary procedures and systems to ensure above QAM measures are implemented during Project implementation in order to accomplish QAM objectives mentioned above.

2.10. Variation Management

The PMA shall review any Change Order Proposal made by TKCs during implementation to verify the following;

- Reasons and justifications for proposed variations to scope of works / BOQs.
- Accuracy of cost estimates for change order requests
- Impact on overall Contract Price.
- Other alternatives to address proposed variations at lower costs
- Physical verifications by field visits as required. (for high value variations)

PMA may recommend issuance of Change Order to the PM along with the information of above review process.

Change Orders shall be issued in relation to a specific site / job number. PMA shall be responsible to monitor and report to Employer the quantity variation strictly as per contract

2.11. Certification of Work Completion / TKC Payment/ Handing Over

When TKC issues notification of works completion for a given job / site PMA shall arrange joint inspection together with representative of DISCOM and TKC. During the joint inspection following shall be verified;

- Measurement of quantities of completed work.
- If measured quantities are different from approved BOQ and Change Orders the measured quantities shall be agreed with the TKC and same shall be indicated in the joint measurement certificate. GPS location of line carried out during the survey is adhered during erection.
- Confirm the following during inspection;
 - All works are carried out according to technical specifications and (A) drawings.
 - (B) Approved materials have been used

- (C) All commissioning tests have been carried out and passed.
- (D) Quality of workmanship is acceptable.
- (F) All recovered / scarp materials have been handed over to DISCOM stores.
- (G) All areas are clean and free of any leftover materials.
- (H) Operation of all networks are restored.

PMA shall prepare Joint Measurement Certificate and Site Observation Report based on joint inspections to be signed by all parties. Any defects / non-conformities and quality issues shall be documented in above reports.

Upon joint inspection and all parties being satisfied that works have been implemented in compliance to technical specifications and any other requirements of the Contract, PMA shall prepare Completion Certificate or Operational Acceptance Certificate as applicable to be issued by the Project Manager. List of defects / snags to be cleared by the TKC shall also be included.

PMA shall follow up with TKC for cleanse of all defects / snags and arrange hand over of the site to the DISCOM.

2.12. Web Portal Inputs

A project web portal will be established by the UPPCL / Project Management Unit (PMU) for effective management of project implementation activities. Most of the project processers including QAM, approvals, submittals and progress monitoring will be carried out online through the project web portal. The PMA is required to make use of the project web portal as instructed by the Project Manager including provision of necessary inputs and submittals and updating project information and updating progress on project information from time to time.

2.13. Progress Monitoring

The PMA shall monitor progress of project implementation activities based on the combined Project Implementation Program for all TKCs approved by the PM. PMA shall prepare progress reports every month with respect to individual and combined contracts.

The progress report shall be in a form acceptable to the Project Manager and shall indicate: (a) percentage work completion compared with the planned percentage completion for each activity; and (b) where any activity is behind the program, giving comments and likely consequences and stating the corrective action being taken. PMA shall follow up with TKCs if any activity is behind the program and arrange to issue Warning Letters / Notices to TKCs as required.

2.14. Contract Management

PMA shall provide required inputs and assistance to the Project Manager for management of TKC contracts. This will include but not limited to progress monitoring, processing of payments, resolution of disputes, clarifications on contractual requirements, arranging monthly meetings, coordination with authorities for processing of clearances and approvals, reports on project activities to UPPCL/ ADB and Government Agencies, prepare information for auditing and maintaining project documentation.

2.15. Financial Management

The Financial Management Specialist of PMA shall assist and support the IA in various areas relating to payment and accounting for the ADB project including the tasks listed below:

- i. Establishing an appropriate financial accounting and control system and administering the loan in accordance with ADB's disbursement guidelines;
- ii. Establishing systems for smooth and timely funds flow from ADB/ Government to contractors: and
- iii. Developing and implementing procedures for timely payments to the contractors and monitoring for compliance.
- iv. Reviewing overall procurement contracts progress;
- ٧. Review and check the requests for payments received from contractors and suppliers;
- vi. Review transactions on sample basis for ensuring that reported expenditure is backed by adequate and genuine documentation:
- vii. Review of expenditure for the project from funds set aside as contingency and certify the reasonableness of the same:
- Review the progress of the project implementation including checking that viii. budgets are adequate, checking expenditure against budget and identifying issues of concern:
- ix. Ensure that the accounting module of the project management software continues to function adequately and the required accounting statements for the project are generated periodically and financial controls have operated satisfactorily:
- Ensuring accurate and timely submissions of all required financial reports to the Χ. IA and
- ADB including submission of Audited Project Financial Statement to ADB; xi.
- xii. Develop an Accounts Manual (do's & don'ts) for the project;
- xiii. Attending periodic project review meetings to assess the progress and to review the IA's presentation of problem areas;
- Analyze matters reported in audit reports and observations made and suggest xiv. actions to be taken and by whom.

2.16. Timely Closure of the Project

PMA shall ensure that the timely compliance measures are adhered to in order to complete the project within the stipulated timelines. Preparation and timely submission of all reports/MIS along with attending/conducting/organizing meetings as desired by the Project Manager from time to time is an important aspect to be complied by the PMA which will help in reducing delays by taking suitable actions. All work related to

supervision, monitoring for timely execution is deemed to be covered under the scope of PMA.

Part III: Expertise, Qualifications and Remuneration

3.1 **Eligibility Criteria for Shortlisting of Consulting Firm**

A Bidder should be a Sole Agency or an Individual Firm. No Joint Ventures are allowed.

- (a) The bidder should be a reputed Consulting Firm with high degree of technical and financial capability to handhold the project Management services.
- (b) The bidder must have experience in at least one completed electricity distribution or electrical infrastructure project costing INR 150 Cr. or above as a Project Management Consultant / Third Party Independent Evaluation Agency of State or Central Government PSUs/ Corporations/ Departments. Documentary evidence shall be submitted to claim the experience
- (c) The bidder should satisfy Minimum Average Annual Turnover (MAAT) of INR 50 crores from power consulting business in India in best three financial years out of last five financial years, as annualized. Annual Audited Balance Sheet of the firm shall be submitted along with the bid as a proof for the same.
- (d) The bidder should have liquid assets and access to or availability of credit facilities of minimum INR 5 crores in the last financial year.
- (e) Net worth of the bidder in the last three financial years should be positive
- (f) The participating firm should not be blacklisted/debarred by Asian Development Bank (ADB) any Government department/Organization/ World Bank or any public limited company. An affidavit has to be submitted by the bidder to that effect.
- (g) The PMA appointed for Project Management services for this project will not be eligible to participate in the tenders floated for appointment of PMU or turnkey contractor for this project and vice versa.

3.2. **Key Experts**

The required team composition and allocation of key experts to be engaged by the PMA as a minimum is provided in Table 1.

Note: Employer reserves the right to increase or decrease the manpower per districts or shift manpower from one Division/Districts/Circle to another Division/Districts/ Circle as per work requirement on same terms and conditions.

The consulting firm shall ensure the adequacy of staff strength (expertise, numbers and duration) for completion of respective tasks within stipulated time frame. The Consultant may avail the option of proposing additional manpower resources if required under nonkey experts / staff.

3.3. Non-Key Experts / Staffs

In addition to the above mandatory key experts, shortlisted firms may propose non-key experts to ensure all aspects of the work can be undertaken as specified in the scope of services. All non-key experts shall have adequate qualifications and relevant experience for proposed role. This should be in addition to any non-key experts already indicated in Table 1.

3.4. **Period of Engagement**

The services of PMA will be engaged based on a time-based contract for a period of 18 months. This period may be extended as per Project requirement / Completion of project.

3.5. Minimum Qualifications and Expected Roles of Key Experts

Minimum qualifications for key experts are provided below. Key roles are provided for indicative purpose only and actual work shall not be limited to the same.

| Expert | Minimum Qualifications | Key Roles |
|----------------|--|---|
| Team | Degree in electrical engineering from a | Lead PMA team for implementation |
| Leader | recognized university and professional | of all tasks, coordination with PM, |
| | qualifications with over 15 years of | TKCs and other authorities, Project |
| | experience in the power sector. | planning and progress monitoring, |
| | Post-graduate qualifications in | contract management support |
| | management / engineering will be an | |
| | added qualification. | |
| | Relevant experience in power utilities and | |
| | in the electricity distribution projects is | |
| | required. | |
| | Should have supervised at least two | |
| | projects of similar scale in the capacity of | |
| | team leader or similar. Proven project | |
| | management, reporting, communication, | |
| | and social skills. | |
| Technical Lead | Degree in electrical engineering from a | Overall responsibility for liaison with |
| | recognized university and professional | TKCs, follow up on procurement |
| | qualifications with over 8 years of | activities, providing approvals for |
| | experience in the power sector. | drawings, designs, technical |
| | Relevant experience in power utilities and | specifications, QAM implementation, |
| | in the electricity distribution projects is | progress monitoring, management |
| | required. | of PMA staff and providing |
| | Sound knowledge and experience in | technical inputs at zone level. |
| | electricity distribution network planning, | |
| | construction and material specifications. | At DISCOM level responsibilities |
| | Should have experience in at least two | include preparation of forms and |
| | projects of similar scale in similar | formats for PMS in addition to |
| | capacity. | above. |

| Expert | Minimum Qualifications | Key Roles |
|----------------------|---|--|
| Project Engineer | Degree in electrical / electronic engineering from a recognized university and professional qualifications with over 5 years of experience in the power sector. Should have experience in at least two projects of similar scale in similar capacity. | Responsibility at District level for site survey verifications, approval of network designs, supervision of implementation works, QAM implementation, certification of work completion, provide necessary assistance to Technical Manger on all tasks. |
| Finance Expert | CA/ICWA qualifications with minimum 5 years' experience. | Assist the PM to carry out all financial functions including keeping tract of project finances, maintain financial records, process payments, monitor financial progress and prepare financial reports. |
| Field Supervisors | NCVT or equivalent trade qualification in an engineering discipline with minimum 2 years' experience in power industry. | Assist Technical Manager / Project Engineer to carry out all field activities including survey verifications, site supervision, QAM implementation and certification of work completion. |

3.6. Schedule of Key / Non-Key Experts

The required team composition and durations for key experts are indicated in Table 1.

Table 1: Schedule of Key / Non-Key Experts and Remuneration

| # | Expert | Nos | Person- Months | Rate (₹ per person month) | Total with GST ₹ |
|-------|--|-----|-------------------|---------------------------------|------------------------|
| Key E | experts | | | | |
| 1 | Team leader | 1 | 18 | | |
| 2 | Dy. Team Lead | 0 | 0 | | |
| 3 | Technical Lead | 1 | 18 | | |
| 4 | Finance Expert | 1 | 18 | | |
| 5 | Project Engineer (1 no. for each zone) | 7 | 126 | | |
| Non- | | | | | |
| 6 | Field Supervisor | 21 | 378 | | |
| | Total | | | | |

3.7. **Allocation of Key and Non-Key Experts**

Table 2 indicates proposed allocation of PMA resources for each zone.

| | | | Work Scope | PMA Manpower Allocations | | | | |
|---|---------------|-------------|------------|--------------------------|-------|---------|-------|---------|
| # | Zone | No of Dist. | No of | Team | Tech. | Project | Field | Finance |
| | | | Feeders | Leader | Lead | Eng. | Sup. | Expert |
| 1 | Agra -1 | 1 | 157 | | | 1 | 2 | |
| 2 | Agra -2 | 3 | 96 | | | 1 | 3 | |
| 3 | Aligarh | 4 | 81 | | | 1 | 4 | |
| 4 | Kanpur-1 | 4 | 76 | | | 1 | 4 | |
| 5 | Kanpur-2 | 2 | 101 | | | 1 | 2 | |
| 6 | Jhansi | 3 | 48 | | | 1 | 3 | |
| 7 | Banda | 4 | 49 | | | 1 | 3 | |
| | DISCOM office | | • | 1 | 1 | 0 | | 1 |
| | Total | | | 1 | 1 | 7 | 21 | 1 |

3.8. Services, Facilities and Equipment to be provided by the Employer

The Employer shall provide the following to the Consultant without cost for execution of the scope of services;

- 1. All available documents, drawings, maps, statistics, data and information related to the Project.
- 2. Counterparts of PMU (Project Management Unit) to participate in the consultant's activities, and
- 3. All necessary permits, recommendation and authorization for carrying out the construction work.
- 4. Office space at DISCOM office subject to availability.