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USAID ENERGY POLICY PROGRAM

STEERING COMMITTEE TERMS OF REFERENCE FOR NTDCL ERP IMPLEMENTATION PROJECT

FINAL RELEASE V1.0

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FINAL RELEASE VI.0

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1. BACKGROUND

Enterprise Resource Planning (ERP) software is a comprehensive suite of integrated applications specific to the utility industry that streamlines and integrates core business processes. NTDCL has requested AEAI to coordinate and fund the deployment of ERP software. A project of this scope and complexity necessitates the formation of a Project Steering Committee (PSC) to ensure proper implementation and governance. The PSC will provide overall direction and management of the ERP Implementation Project, and will oversee areas that include but not limited to, time, cost, scope, risk, quality and benefits.

2. ROLE OF THE PROJECT STEERING COMMITTEE

The PSC will:

- Ensure the efficient use of resources
- Ensure that the scope aligns with the requirements
- Provide guidance and support in resolving business-related issues
- Approve or reject modifications that may have a detrimental impact on the schedule and budget
- Ensure that the scope remains focused, even as and when change orders are required
- Ensure milestones are met per the agreed-upon scope
- Exercise authority to ensure anticipated outcomes are achieved
- Review and approve the interim and final deliverables

3. RESPONSIBILITIES OF THE PROJECT STEERING COMMITTEE CHAIR

NTDCL Board Member and AEAI's Chief of Party will serve as Co-Chairs of the PSC.

If AEAI's Chief of Party is unable to attend a meeting, AEAI's Lead ERP Advisor will act as Co-Chair in his absence.

If the NTDCL Board Member is unable to attend a meeting, he will designate another NTDCL Board Member to act as Co-Chair in his absence.

The responsibilities of the Steering Committee Co-Chairs include:

- Ensure that meeting agendas are clear, and address project progress, issues and risks, and decisions that require committee action
- Ensure that meeting agendas and supporting materials are shared with PSC Members at least one day before meetings are scheduled to take place
- Ensure that the purpose of each meeting is clear to PSC Members
- Clarify and summarize issues
- Submit motions for votes on decisions
- Ensure meetings stay on schedule
- Encourage broad participation from other members
- Ensure each meeting ends with a summary of decisions taken and assignments issued
- Encourage full attendance of all PSC Members

- Ensure that meeting minutes are distributed to PSC Members one day following scheduled meetings

4. RESPONSIBILITIES OF STEERING COMMITTEE MEMBERS

Individual Steering Committee members have the following responsibilities:

- Understand the goals, objectives, and desired outcomes of the project
- Understand and represent the interests of the project to all stakeholders
- Take a genuine interest in the project's outcomes and overall success
- Actively debate issues brought before the PSC, and publically support all PSC decisions
- Act on opportunities to communicate positively about the project
- Actively participate in meetings, and review meeting minutes and other Steering Committee documents
- Support open discussion and debate, and encourage fellow Steering Committee Members to lend their opinions

5. GENERAL

5.1 Members

The table below identifies the Members of the Steering Committee.

| Designation\Organization | Project Steering Committee Title | Organization |
|---|----------------------------------|--------------|
| NTDCL Board Member [Mohsin M. Syed] | Co-Chair | NTDCL Board |
| AEAI Chief of Party [Jim Roland Hicks] | Co-Chair | AEAI |
| AEAI ERP Lead Advisor [Syed Shams Uddin Ahmad] | Member | AEAI |
| NTDCL Board Member [Shah Jahan Mirza] | Member | NTDCL Board |
| MD NTDCL [Tahir Mahmood] | Member | NTDCL |
| Finance Director [Hammad Ahmad] | Member | NTDCL |
| ERP Project Director [Atta-ur-Rehman] | Member | NTDCL |
| ERP Project Manager (Modules) [TBD] | Member | NTDCL |
| ERP Project Manager (Tech. Administration) [Farooq Shaukat] | Member | NTDCL |
| ERP PMO Lead [TBD] | Member | NTDCL |
| Project Director [TBD] | Member | ERP Vendor |
| Project Manager [TBD] | Member | ERP Vendor |

5.2 Quorum

A minimum number of **eight** Steering Committee Members are required for decision-making purposes. This quorum must also include the PSC Co-Chairs, one member from AEAI's Advisory Team, either NTDC's Board member or Finance Director NTDC, MD NTDC, ERP Project Director NTDC, ERP PMO and ERP Project Director Vendor.

5.3 Decision Making Process

A majority of PSC Members must approve decisions.

5.4 Frequency of Meetings

PSC meetings will be held during the first week of each month. More frequent meetings can be held as deemed necessary by the Co-Chairs.

5.5 Agenda, Minutes, and Project Progress Presentation

The ERP PMO Lead will send an email to PSC Members one day in advance of Steering Committee meetings. This email will include the following:

- An Agenda that addresses:
 - Project Progress Status
 - Issues and Risks
 - Deliverable Signoffs and Payment Status
 - Decisions Required
 - Action Items
 - Miscellaneous Items
- Minutes from the previous meeting (template to be shared)
- Project Progress Presentation (to be made by ERP Project Managers [NTDC and Vendor])
- Any other documents or information to be considered at the meeting
- ERP PMO Lead will prepare the minutes of meeting and will share them with PSC Members one day following each meeting

We hereby confirm and agree to these Terms of Reference between NTDC and AEAI.

Signature: _____

Name: _____

Co-Chair (NTDC)

Signature: _____

Name: _____

Co-Chair (AEAI)

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