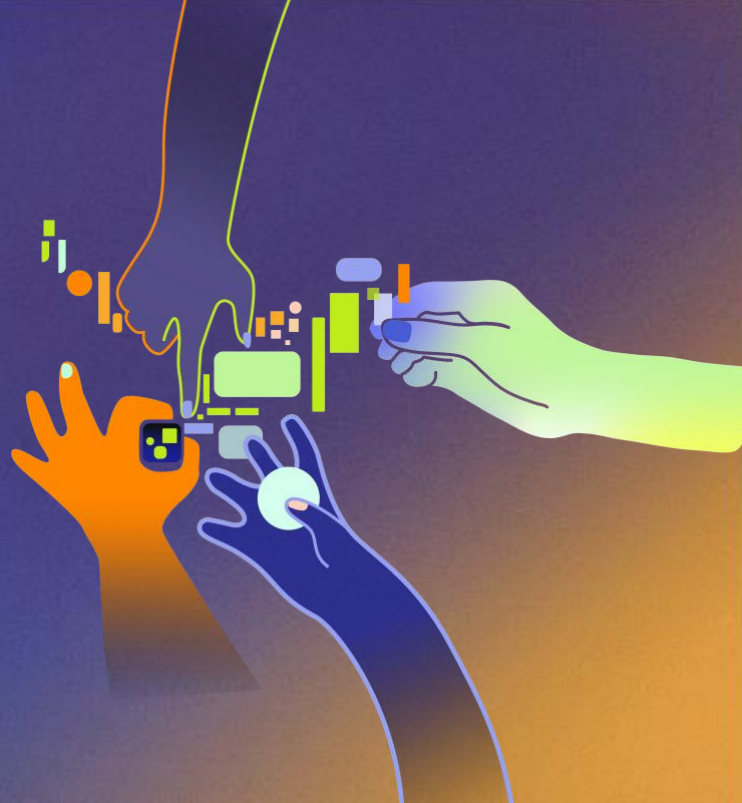


Request for Proposal

Organizational Decision - DIAL as an Independent Entity

August 2023



Background

Founded in 2016, the Digital Impact Alliance (DIAL) works to advance a more equitable world by putting the rights and aspirations of people at the center of digital transformation. To that end, we connect people with evidence to design digital systems and tools that work for society through research, demonstrations, and policy advocacy. We collaborate with others to promote digital systems and governance approaches that maximize participation, agency, choice, and trust, with a particular focus on effective data exchange systems and strategic data governance to create more value for local markets.

Hosted by the United Nations Foundation (UNF), DIAL is a partnership among the world's leading digital development champions, including the Bill & Melinda Gates Foundation, the United Kingdom's Foreign, Commonwealth & Development Office, the Swedish International Development Cooperation Agency, and the German Development Cooperation Agency (GIZ), among others.

Under our current strategic plan, [Digital Beacons](#), DIAL provides direct support and learning opportunities to national governments, working to build political will and align global support for digital transformation among the donor, NGO, and multilateral community, and connecting and expanding the availability of proven solutions for faster uptake and adoption in national implementations.

One of DIAL's core missions is to enable policymakers across Africa to gain the knowledge and resources to safely unlock data to create more value for governments, markets, and people. We do this by conducting industry-leading, actionable research; developing tools to make designing and deploying foundational digital public infrastructure more efficient and effective; and creating opportunities for peer knowledge exchange and learning.

Scope of Work

Objectives

The Digital Impact Alliance (DIAL) plans to hire an external firm to lead a reflection and analysis to understand the operational and financial considerations, and impact, should DIAL decide to separate from United Nations Foundation (UNF and become a fully independent organization and 2) the steps for registering and opening a new office in Africa in Q2 2024.

To make these decisions and take the necessary steps, we need to understand the governance, financial, and organizational management considerations in:

- Spinning out from the UNF hosting arrangement;
- Creating a new non-profit;
- Opening additional offices (an office, or multiple offices, in Africa, opening office only in US, etc), and
- Developing alternative options for DIAL to achieve its objectives related to this discussion.

In addition to these considerations, DIAL needs to clearly understand the necessary transition and start up steps, and costs, in smoothly separating from UNF, setting up a new entity, and opening the new office(s).

Overview of DIAL structure

DIAL is an alliance housed under the UNF and our governance structure and support comprise of the following elements:

- DIAL Board of Advisors, which has accountability for strategic oversight of DIAL's success.
- The UNF Board of Directors, which has fiduciary and legal responsibility for the duration of the existing hosting arrangement.
- The DIAL CEO, Executive Team, and staff, which are responsible for conceiving and successfully executing DIAL's strategy.

The United Nations Foundation (UNF)

The UNF hosts DIAL, providing an operational support structure but permitting DIAL to have its own identity and, thus, is treated as a semi-autonomous NGO within UNF. DIAL can develop and set direction towards our own vision, mission, and necessary activities to support its mandate. As host, UNF has a fixed seat on DIAL's Board of Advisors and provides DIAL back-office services to support the programmatic activities. This back-office support is covered by an administration fee charged on all revenue incoming from DIALs donors.

UNF hosts numerous alliances, and these alliances may find it in their own best interest to spin out into different organizational structures. DIAL's governance structure was developed to make this possible and any Advisory Board member or DIAL's CEO may trigger a review of the hosting arrangement at any point throughout the life of DIAL. This review would consider the optimal legal structure for DIAL moving forward, as well as the merits of remaining within UNF, should a hosted arrangement continue to make sense for DIAL. The review will be in the form of a structured analytical process commissioned by DIAL's CEO and presented to the Board for approval. UNF will abstain from participating in any Board vote regarding this decision.

DIAL Board of Advisors

UNF's Board of Directors is legally responsible for the governance, fiduciary, and strategic oversight of UNF and all Alliances or Campaigns within their structure. Because of this, DIAL does not have a dedicated Board of Directors yet is supported by a "Board of Advisors". The primary role of DIALs Board of Advisors is to provide strategic direction and oversight of DIAL's efforts to achieve our mission as outlined through our strategic plan. In addition, Board members may be asked to help champion DIAL and the vision within the digital community. DIALs Board of Advisor members may be found [here](#). In addition, the Board of Advisors consists mainly of DIALs current funders.

Anticipated Scope of Work

DIAL recently brought on a new CEO who is looking to develop an ambitious strategic vision for the organization, which includes orientating the work we do with and through our partners – government, donors, and companies – to achieve our core objectives of driving a positive digital future characterised by participation, agency, choice, and trust for people and communities. To achieve these objectives, DIAL must evaluate its strength as an organization within the UNF system relative to its potential strength as an independent organization.

DIAL is seeking to hire a consultant(s) to analyze the options, costs, implications, and steps towards deciding on what a future for DIAL could look like if it were to separate from UNF. This thorough analysis, discussion paper, and notional roadmap would include:

- Spinning out from the UNF hosting arrangement:
 - Governance and financial considerations to separating from UNF, including:
 - Current donor funding requirements
 - UNF Agreement compliance
 - Financial costs or outlays
- Options for creating a new non-profit and/or opening new locations, including:
 - Creative alternatives to separating from UNF (for example only):
 - New HQ in Africa

- New HQ in Africa with smaller offices on other continents
 - HQ in US, registration office in Africa
 - Other organizations that could host DIAL
- Governance and financial considerations, including:
 - Donor funding requirements
 - Registration considerations
 - Financial implications
 - Compliance requirements to local laws and regulations
 - Funding considerations
 - Staffing and management needs
- Challenges affecting organizational management with the transition to becoming a new entity and opening a new office location, including but not limited to:
 - Distribution of power
 - Ways of working
 - New skills and capacities
 - Financial implications

With this consultancy and final discussion paper, DIAL needs to clearly understand the necessary steps, and costs, in smoothly transitioning from UNF, setting up a new entity, and opening a new office (or offices) in Africa.

Deliverables

The following illustrates the three (3) deliverables and proposed dates the consultant will be expected to produce (with dates to be finalized upon signing of the contract):

1. **Inception report:** December 1, 2023: The consultant will conduct interviews, desk reviews, and focus group discussions to ensure a shared understanding of the needs of this consultancy, the team involved with the decision-making process, and to gain a clear understanding of how to best execute the scope of work. The inception report will outline the refined scope and a final workplan with clear milestones and touch points for DIAL to feed into the analysis.
2. **Options Report and Decision-making Session(s):** February 1, 2024: The consultant will deliver to DIAL an options report laying out high-level suggestive alternatives to DIAL's current state. The consultant(s) will work with DIAL to come to a decision on the best option provided, ensuring that all questions are answered and any necessary alterations to the report are made and discussed before a final decision is made. This options report must include high-level cost estimates of the options and a plan for execution.
3. **Final Recommendations Report and Presentation:** March 25, 2024: Based on the chosen option, the consultant will develop a more thorough analysis on the costs, steps,

and transition to smoothly execute the recommendation. This final recommendations report will include:

- a. Executive Summary
 - b. Discussion on decision made to support final option
 - c. Cost analysis
 - d. Roadmap with suggested timelines for executing option
 - e. Recommendations towards successful implementation of plan
4. The consultant will present the final report to DIAL staff and Board.

Timeline

The consultation will be launched by mid-November 2023 and will conclude in March 2024, following an open procurement process via a public request for proposals to be posted in September. DIAL hopes to have final decisions and movement forward by April 2024. All contracting will be completed in accordance with the guidelines of the United Nations Foundation.

Questions Deadline: October, 5, 2023. DIAL will receive questions regarding this RFP and will share the questions and responses soon thereafter with others who have notified us of their interest.

Submission Deadline: October 20, 2023

Submit to: jginther@dial.global