

Application Reviewers for the ICFA Programme

Terms of Reference

1 INTRODUCTION

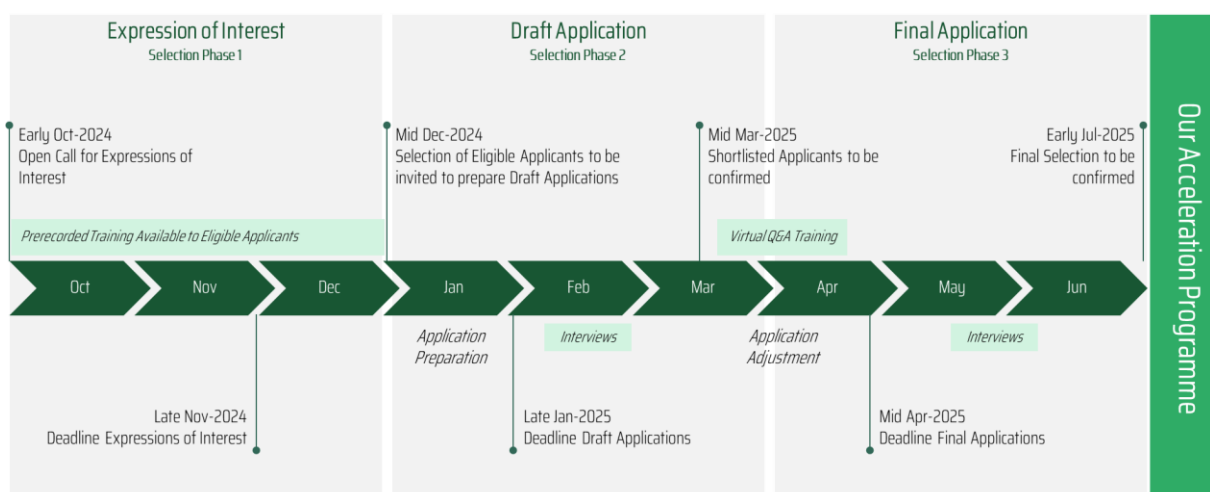
1.1 CONTEXT

The International Climate Finance Accelerator (the “**ICFA Programme**” or the “**Programme**”), an acceleration programme powered by Accelerating Impact Finance Luxembourg SARL-SIS (“**Accelerating Impact**” or the “**Company**”) seeks to advance impact finance by empowering the impact finance leaders of tomorrow.

The ICFA Programme supports emerging managers focused on climate impact to develop the climate finance leaders of tomorrow. As part of our multi-year programme, we offer technical and financial support to the impact investment managers in their start-up phase with strong, innovative climate impact investment in process of fundraising. These managers are selected using a highly competitive process and, once selected, they receive access to expert trainings, coaching, access to working capital, and much more.

In October, the ICFA Programme launches the selection process for its upcoming cohort. Applicants first submit an expression of interest that is reviewed against the eligibility criteria and screened by the Programme Team.

In December, approximately twenty-five Eligible Applicants will then invited to submit a draft application by end January. These applications are subsequently reviewed by an independent review team, which will recommend up to ten Eligible Applicants will be shortlisted to continue the selection process (the “**Shortlisting Phase**”).



The purpose of these terms of reference (the “**Terms of Reference**” or the “**Terms**”) is to set out the terms on which the application reviewers (the “**Application Reviewers**”) will recommend the shortlist of fund managers to be further considered as part of the Programme.

The following terms of reference define the role, scope of responsibilities and functioning of the Application Reviewers.

1.2 OBJECTIVE

The objective of the Application Reviewers is to review any application prepared by a first- or second-time investment management or investment advisory company that intends to set up an impact investment vehicle (an “**Applicant**”), which complies with the Programme’s eligibility criteria, and to give recommendations to the Company, based on the Programme’s selection criteria¹, for the shortlist of Applicants to be invited to submit a final application.

The Application Reviewers are supported by the Company’s staff in charge of the Programme (hereafter the “**Programme Team**”), who perform the eligibility and initial assessment of all received applications prior to transmission to Application Reviewers. The Programme Team supports the Application Reviewers throughout the selection process.

1.3 TERMS OF BUSINESS AND CODE OF CONDUCT

These Terms will be subject to the Company’s General Terms of Business and the Company’s General Code of Conduct, available for review on the Company’s website (<https://www.acceleratingimpact.org/our-policies>). The Application Reviewer confirms that they have been supplied with a copy of the Company’s General Terms of Business and the Company’s Code of Conduct, and the Application Reviewer undertakes to be bound by the Company’s General Terms of Business and the Company’s Code of Conduct.

2 TIMELINE AND DURATION OF THE SHORTLISTING PHASE

Applications are made available	27 – 29 January 2025
Review Period	27 January – 10 February 2025
Initial Assessment Due	Two days before interview, but no later than 10 February
Applicant Interviews	10 – 21 February 2025

¹ Both Eligibility Criteria and Selection Criteria can be found on the programme website.

Recommendation Due 27 February 2025

Support to the Shortlisting Recommendation 3 March – 14 March 2025

The Reviewer's mandate shall be considered to have a duration of 46 days, from 27 January to 14 March 2025.

3 RESPONSIBILITIES AND DUTIES DURING SELECTION PROCESS

3.1 DUTIES OF THE APPLICATION REVIEWERS

3.1.1 Application Assessment

Application Reviewers shall assess the applications provided to them by the Programme Team based on confirmed selection criteria established by the Company, and indicative version of which is attached hereto as Appendix 1 (the "Key Assessment Criteria"). The Key Assessment Criteria includes:

- Shortlisting Assessment Guidelines
- Scoring Rubric
- Detailed Scoring Methodology

Applications and allocations will be provided to the Application Reviewers no later than 29 January 2025. Each application shall be reviewed by a minimum of two reviewers, as allocated by the Programme Team, and each reviewer will assess between three and five applications, and shall submit their initial feedback to the Programme Team in the form of the completed scoring rubric no later than two days before the scheduled interview or by 10 February 2025, whichever date comes first (the "Initial Assessment").

3.1.2 Applicant Interviews

Application Reviewers shall conduct interviews with the respective Applicants they reviewed during the Initial Assessment. The purpose of the interview is to gain deeper insights into the Applicant's proposal, assess their capacity and potential for impact, and clarify any aspects of the application that may require additional information or context, particularly to determine whether any omissions in the application are the result of oversight or genuine gaps. This will aid in providing a more comprehensive assessment and ensure that each Applicant is evaluated fairly based on merit and alignment with Programme's objectives.

Each interview should follow a consistent structure, including:

- Introduction (+/- 5 minutes): Briefly introduce the review process, set expectations, and establish rapport with the Applicant.
- Applicant Presentation (+/- 10 minutes): Allow the Applicant to present their project, emphasizing their approach, goals, expected impact, and alignment with Programme's criteria.

- Q&A and Discussion (+/-30 minutes): Engage with the Applicant to clarify application details, explore key aspects of the proposal, and address any gaps in the application to improve assessment of the application, probing areas such as:
 - Investment Strategy
 - Impact Strategy
 - Team
 - Fundraising
- Conclusion (+/-5 minutes): Provide an opportunity for the applicant to ask questions and give an overview of the next steps in the review process. Please note that the Programme Team will be responsible to provide guidance on the process.

Except in unique circumstances, the interviews should be attended by the respective Application Reviewers of an Applicant and by at least one member of the Programme Team.

Interviews shall be held between 10 and 21 February 2025.

3.1.3 Shortlist Development

Following the interviews, Application Reviewers shall update their initial scoring in line with the Key Assessment Criteria and will submit:

- A completed scoring rubric
- A brief memo (1 -2 pages) on each application that includes:
 - An overview of the fund project
 - An overview of the fund management team
 - A summary and explanation of the scoring allocated
 - The application's greatest strengths (min. three)
 - The application's greatest weaknesses (min. three)
 - Any element of the fund project or management team that may significantly affect a decision but that is not otherwise reflected in the scoring, and
 - Whether the Application Reviewer recommends the applicant be shortlisted or not.

The memo shall be delivered in the format specified by the Programme Team to be provided to each Application Reviewer.

(all together the “**Final Assessment**”).

The Final Assessment shall be submitted to the Programme Team no later than 23:59 CET on 27 February 2025.

3.1.4 Support to Shortlisting Recommendation

Application Reviewers shall make themselves available either by phone or email in the days following the Final Assessment (until 14 March 2025) in the event the Programme Team has any follow up questions regarding their evaluations.

3.2 DUTIES OF THE PROGRAMME TEAM

1. Transmit all application files to the Application Reviewers: the Programme Team provides a list of all longlisted fund projects and managers, as well as the supporting application files and accompanying documents.
2. Liaise between the Application Reviewers and the Applicants in case of questions or requests.
3. Organize interviews with Applicants at the request of the Application Reviewers.
4. Attend and record the deliberations of the Application Reviewers.
5. Draft the recommendation for shortlist list, based on the Application Reviewers' Final Assessments.
6. Organize individual feedback sessions with the fund managers, based on the Application Reviewers' Final Assessments.

3.3 DUTIES OF THE BOARD

The Board shall take the final decision with regards to the shortlisting of the Applicants. The Board assumes responsibility for this shortlisting. The Application Reviewers are not responsible for the shortlisting nor the final selection, neither towards the Board nor towards any Applicant nor towards any selected fund manager.

4 PROFILES OF QUALIFIED APPLICATION REVIEWERS

There shall be no more than twelve (12) Application Reviewers.

Potential Application Reviewers for the Programme must meet the below presented, non-exhaustive list of skills. The Company is committed to assemble a diverse group of Application Reviewers.

General Experience and Skills:

- General fund market knowledge
- Long-time experience in climate finance and/or impact finance, including other relevant market knowledge, professional network, and current assignments; additional knowledge of the impact fund industry is a plus
- Long-time experience in setting up and managing a fund structure
- Understanding of relevant geographies (e.g. emerging markets, ODA-eligible countries, etc.)
- Excellent communication and listening skills
- Financial literacy skills

- Excellent analytical skills and digital awareness
- Excellent command of English
- Investment Committee experience is a plus

Fund Manager Assessment Expertise, in the fields of:

- Fund-of-Fund investments and portfolio management
- Fund management
- Team construction
- Fundraising / placement experience and network
- Entrepreneurship / Emerging Managers

Fund Assessment Expertise :

- Understanding of fund market dynamics (trends, current environment), including knowledge of current impact finance markets/sector trends
- Fund structuring, including blended finance / structured finance
- Fund management
- Investment management
- Impact / Sustainability management; including experience across relevant investment themes to the Programme (e.g., Climate: renewable energy, land use, agriculture, climate technology, mobility, circular economy. Social: education, health, sanitation and hygiene, social inclusion)
- Experience across instrument types (Listed / Unlisted, Equity / Debt / Project Finance) and funding sources (Public / Private / Blended)
- Understanding of fund and fund manager financial models, and relevant market benchmarks

5 REPORTING AND DELIVERABLES

As elaborated above, the Application Reviewers are expected to submit the following deliverables:

- Initial Assessment due no later than 10 February or two (2) days before the Applicant Interview
- Applicant Interviews to be held 10 February to 21 February 2025
- Final Assessment due 27 February 2025

6 REMUNERATION

Remuneration is set at a fixed fee of EUR 650 per application (ex. VAT). Invoices should be issued by the Application Reviewer to the Company following completion of the assignment, i.e. following the conclusion of the process on 14 March 2025.

7 RELATIONSHIPS WITH OTHER ENTITIES

Should this be relevant for fulfilling their role, the Application Reviewers may initiate contact with other entities or stakeholders of the Company upon agreement of the Board.

8 CONFIDENTIALITY

All information provided during the assessment process and any discussions about applicants must be treated as strictly confidential. No external communication or disclosure of applicant details or assessment outcomes is permitted.

9 CONFLICTS OF INTEREST

In the event of a conflict of interest, the Application Reviewer shall immediately disclose the nature and extent of the conflict to the Company. The Application Reviewer must recuse themselves from assessing any applications or conducting interviews related to the conflict and may not participate in discussions, deliberations, or decisions involving the affected applicant(s). The Company reserves the right to determine the appropriate course of action to mitigate any real or perceived conflicts, which may include reassignment of tasks or termination of the Application Reviewer's involvement with specific applications.

10 GOVERNING LAW

These terms of reference are subject to Luxembourg law.

(signature page follows on the next page)

The Parties have executed these Terms of Reference with an effective date as of [effective date] for the selection process of the Cohort, each party acknowledging receipt of one copy.

THE COMPANY

Name:	
Title:	
Signature:	
Date:	

THE APPLICATION REVIEWER

Name:	
Company (if applicable):	
Signature:	
Date:	