



Seeking a consultant/service provider for

Organizational Independence Transition Plan and Provision of Financial Services

Summary of Consultancy/Services Rendered

AEF and GGF seek a consultant for an overlapping two-part consultancy. The first part is to produce a detailed work plan to transition AEF from being a fiscally sponsored project of Global Greengrants Fund (GGF) to becoming an independent, self-standing organization, and to be the lead project manager that implements said plan. The second part is to perform outsourced services on financial matters if and when AEF becomes an independent 501(c)3 organization. It is important to note that while it is preferred that both Parts be administered by the same consultant, the second part will be subject to GGF and AEF's affirmation at the completion of the first part.

Part I – Transition Workplan

We seek a consultant to create a detailed workplan, timeline, and quote for AEF to transition away from GGF's fiscal sponsorship and towards independence (i.e., 501(c)3 incorporation). A work plan will include -

- Fiscal Sponsorship Agreement Review & Adherence - Review the fiscal sponsorship agreement and identify the contractual requirements associated with this transfer process to ensure all provisions are satisfied in connection with the transfer process.
- Stakeholder Coordination – Schedule and facilitate regular check-ins between AEF and GGF transition teams; prepare agendas and notes for transition-related meetings; follow up on assigned action items to ensure completion.
- 501(c)3 Establishment - Assist in obtaining the independent 501 (c) (3) status for Agroecology Fund, which will include but is not limited to the following:
 - Assist in filing the requisite documents to receive 501(c)3 approval
 - Assist in creating organizational Articles of Incorporation
 - Assist in creating organizational Bylaws
 - Prepare any state-specific filings (depending on which state we choose for incorporation)
- Additional Incorporations - Research and propose options for setting up a parallel organization in another country outside the US, which would enable the ability to make grants from a diversity of sources.
- Banking Relationships - Suggest a banking partner for AEF's operating and, where applicable, investment account needs.
- Governance Structuring - Support AEF in defining and constituting a board of directors and obtaining the requisite Directors & Officers insurance.



- IT Systems - Research recommend, and (where applicable) establishes a variety of technology systems that will support AEF as a standalone organization; including but not limited to the following:
 - Financial Management System (e.g., accounting and financial management platform)
 - Human Resources Management System (e.g. recruitment, onboarding, personnel management, payroll & benefits)
 - Expense Management System (e.g., a platform that manages 3rd party vendor contract payments, invoices, bill-pay and other business-related expenses)
 - Grants Management System (e.g., incoming and outgoing grants)
 - Travel Management Systems (e.g., a platform that enables the booking and logging of business-related travel)
 - Data & File Storage Management (e.g., a platform that centralizes the storage of business-related information such as contracts and other operational documents)
- Personnel Management - Transition personnel (i.e., GGF employees and consultants) to AEF employees and consultants, using the existing AEF Employee Handbook as a guideline. Proposals welcome to use outsourced personnel services.
- Affirm the services (e.g., for example, grants management) that will be retained by GGF and transferred to AEF and facilitate the documentation for when each service will be transferred to AEF.
- Legal Agreement Creation - Coordinate the creation of the legal agreements, where applicable, (e.g., transition services agreement) that will be used to codify those services retained by GG as well as those services transitioned to AEF (e.g., transfer agreements).
- Communications Strategy - Establish a communications strategy for applicable stakeholders (e.g., donors and grantees) that where applicable, adhere to contractual requirements (e.g., donor agreements) and articulates clear messaging about the transition and its intended outcomes.
- Vendor Selection - Research and develop a comprehensive list of vendors that are fundamental in supporting AEF's operational needs as an independent organization (e.g., legal counsel and auditors).
- Policies & Procedures Development - Research and develop a list of fundamental policies and procedures that AEF will need as an independent organization (e.g., grants management procedures, financial policies and procedures, donor acceptance policies, etc.).
- Donor Agreement Review - Review and catalogue a listing of all outstanding AEF-related donor pledges, identifying for each the expiry date, outstanding amounts, reporting requirements, assignment provisions, etc. to ultimately determine which contracts are (i) transferable with no approval requirements (ii) transferable subject to approval and (iii) nontransferable.

Part II – Service Provision



The chosen consultant will also be a service provider to provide services on an ongoing basis, either on a monthly retainer or an annual contract. The following services (but not limited to) will be provided:

- Steward 501 (c) (3) set up process.
- Implement a robust financial infrastructure, including accounting software, and build/streamline finance processes aimed at effective operations.
- Provide accounting and vendor payment services for ongoing AEF operations.
- Provide payroll services for ongoing AEF personnel matters (can be outsourced to a payroll provider).
- Provide audit readiness and audit liaison services.
- Provide comprehensive compliance services.
- Provide support with financial reports (e.g. donor and Board reports) and financial statement preparation.
- Support grant-making processes and track all grant-making activities, e.g, in areas of due diligence and wire transfers.
- Other services TBD

Timing Considerations

Part 1 - Transition Workplan - Workplan, including timeline, shall be presented by December 15th, 2025

Part 2 - Service provision - Some services will be one-off, such as 501 (c) (3) incorporation. Other services, such as vendor payments, will be ongoing. These services and their respective timelines shall be codified in a separate work plan and contract. Implementation of these services will begin on February 1, 2026, at the earliest.

Confidentiality clause

Contract terms and scope of work shall be kept confidential and shared only with the consent of the contracting parties. We ask that these Terms of Reference not be circulated. Proposals and bids are by invitation only.

Proposal

Short proposals and quotes - no more than five pages - are welcome by October 17, 2025. Documents can be uploaded to the Google Form [here](#). Please include in your proposal:

- Estimated Timeline. It will be reviewed and adjusted before the contract is signed.
- Service provision scope and plan
- Quote of Services - The quote for service provision shall be for one-off expenses. Service provision should be considered ongoing and calculated accordingly.
- CVs for all members of the organization that will be participating in the scope of work.