

The Terms of Reference (“ToR”)

Legal, Compliance, Tax and Accounting Services

Overview and Objectives of the assignment

Stichting SNV Nederlandse Ontwikkelings Organisatie, (hereinafter referred to as “**SNV Netherlands Development Organisation**” or “**SNV**”) is established as a Foundation (*Stichting*) in The Netherlands, and is a not-for-profit international development organisation, that applies practical know-how to make a lasting difference in the lives of people living in poverty. We use our extensive and long-term in-country presence to apply and adapt our expertise in agriculture, energy and water to local contexts.

SNV intends to enter into a Framework Agreement (the “**FA**”) with a qualified Legal consultant firm (the “**Consultancy Firm**”) in **South Sudan** (the “**Country**”), for the provision of legal consultancy services, and regulatory compliance services, tax compliance services, tax advisory services and accounting services, to advise and support SNV on legal, tax and accounting compliance under **South Sudanese** Law in the Country (the “**Services**”).

The Legal Consultancy Firm shall support SNV on various topics in the Country as well as provide expertise on national regulations, preferably, through a solid in-country network.

An FA is a long-term agreement between SNV and a vendor. It sets out terms and conditions, including duration and prices, for the provision of specified services.

Once the FA is signed, the legal consultant is mandated to carry legal activities as maybe required by the SNV as follows:

- SNV submits its requests to the Consultancy Firm.
- The Consultancy Firm provides a draft plan to handle the issue. The plan will include a breakdown of the personnel to be involved, their profile/experience specifications.
- SNV and the legal firm agrees to the draft plan.

Evaluation criteria

Passed / Failed

- SNV Due diligence process completed.

Technical (70%)

Past and current experience and network

The Consultancy Firm shall be a highly reputable entity, with previous and current experience of working in the international development sector, and with Non-Governmental Organizations and shall have a strong and solid network in the Country. Evidence of outputs delivered for past and current customers, and the presence of a strong and solid network should be provided where possible.

- Team structure /Capacity/Skill
- Presentation or proposal evaluation
- Methodology
- Workplan

Financial (30%)

- Professional Fee (Retainer fee)
- Payment Terms

Selection criteria

Candidates must provide proof of:

- Excellent expertise in issues related to the nature and legal regime of international organizations in general.
- A perfect mastery of Labor Law, Business Law and OHADA texts.
- A minimum of five (5) years' professional experience in assisting and advocating for international organizations.

Duration

SNV intends to enter into a Framework Agreement for a duration of **1 year** subject to annual reviews by SNV, and renewable.

Activities and TO Deliverables

Location of the activities: [All of South Sudan]

SNV Target groups of the activities: specific assignments can include different units in SNV, including, but not limited to the office in Country, the Global Compliance Team, the Global Finance Team; Global Business Development Team; Managing Board members.

Operating languages: English and Arabic

Activities:

A) Legal services:

- Provide *ad hoc* written legal advice and practical guidance on legal matters in the Country jurisdiction system.
- Provide written *ad hoc* legal advice and practical guidance on Country Law *ad hoc* requests.
- Provide written review of relevant documentation under Country Legislation (e.g., contracts; agreements; tender bid; etc.)
- Critically assess SNV's Legal risk exposure in the Country.
- Conduct legal analysis and provide written advice on legal matters (with reference to legal sources/ jurisprudence, etc);
- Health Check on the Corporate Governance Structure of SNV in Country.
- Provide advice on compliance to Law and Regulation in Country of SNV. (together referred to as "**Legal Services**")

B) Tax compliance services:

- Identify and advise on local tax requirements necessary for compliance.
- Leads correction of the tax reconciliation differences and provide guidance to the organisation
- Health check on the tax compliance requirements in country. (together referred to as "**Tax Compliance Services**")

Tax audit services:

- Assisting on (yearly) audits/ project audits (together referred to as "**Tax Audit Services**")

Representation

- Represent SNV in Country on all litigation matters that require appearance in courts of law, Boards, commissions, or other administrative or governmental agencies when required. (together referred to as "**Representation Services**").

Legal Services, Tax Compliance Services, Tax Audit Services and Representation Services altogether are referred to as "**Activities**".

Reporting line

The contracted Firm will report to the SNV Country Director in Country in South Sudan

Payment terms

The parties shall agree on a monthly gross retainer fee to be paid monthly.

Conditions for participation

This notice is addressed to lawyers practicing in law firms or firms established in the Republic of South Sudan as well as to lawyers practicing in South Sudan.

Filing of files and requests for information

Candidates interested in this notice must provide their technical and financial proposals including:

- A letter of submission signed by the Representative of the firm or law firm, showing his name, position, address and fees.
- Certificate of Incorporation
- Tax identification number (certificate)
- A certificate from the Bar Association certifying that the Lawyer concerned has not been subject to any disciplinary sanction or procedure during the last five (5) years (years);
- A presentation notes of the law firm or firm (date of creation, headquarters, name, legal form, contact details, address, etc.) and the material and human resources it intends to use to carry out its mission (list of key personnel including CV with their respective functions, curriculum, seniority and type of contract binding each member of the staff of the firm or law firm).
- The professional references of the law firm or firm, its areas of expertise, in particular in the defence of international or sub-regional organizations.
- Complete and sign the forms necessary for the mandatory Due Diligence Cover Letter. - [[Due Diligence \(Basic\) Cover Letter, Self-declaration form and annexes.dotx](#)]

Submission procedure

Expressions of interest, written in English, must be submitted no later than **27 December 2024** through our online recruitment system, by clicking on "I am interested". For any further information, candidates may send an e-mail to the following addressed to: southsudanprocurement@snv.org

Thank you to all those who apply. However, it is impossible for us to carry out a personalized follow-up for each of the applications submitted to us. We will therefore only contact those who meet the selection criteria for the application.

Data protection

The review and scoring are closed processes and are not open to the public. The data received shall be validated by SNV through remote and/or physical checks and processed following SNV's General Data Protection Regulation (GDPR) framework (which complies with the European Union's GDPR 2018), the electronic data you



provide will be kept secure and will only be processed by SNV for procurement and project execution purposes. The data will be kept for 7 years, after which they will be destroyed by SNV. By submitting your proposal and participating in the SNV process, you agree with this data use, storage, and processing of the data provided.
