



TERMS OF REFERENCE

LEGAL & COMPLIANCE FRAMEWORK

Background

Amref Health Africa is an African Founded International organization having its headquarters in Nairobi, Kenya, and has country programmes and offices in seven African countries: Ethiopia, Kenya, South Africa, Tanzania, Uganda, Senegal and South Sudan, and 10 National Offices in Europe and North America.

Amref Health Africa's vision is for lasting health change in Africa and is committed to improving the health of people in Africa by partnering with and empowering communities and strengthening health systems

As an international organization, its presence in South Sudan dates back to the early 1970s, just after the end of the first civil war of 17 years (1955-1972). The first Amref Health Africa project in South Sudan was on a Primary Health Care Project (PHCP) that was aimed at reaching rural populations. As until then, major healthcare interventions were delivered through urban-centered institutions. The organization then undertook the implementation of a Rural Health Support Project (RHSP) from 1982–1990. In addition to this the organization implemented several health infrastructure improvement initiatives all over South Sudan including Health work force development.

Amref Health Africa is seeking qualified, reputable and experienced registered law firms operating primarily in South Sudan to provide legal services on various areas of work relating to its mandate.

Scope of Work

The scope of work will include providing support to the legal department in respect of any of the activities stipulated herein on an as-needed, case-by-case or matter-by-matter basis. The firms may be called on from time to time to provide the following services:

- a. Providing legal opinions within a maximum of three days regarding issues of South Sudanese Law. This will include Off hours' legal advice (in case of emergencies);
- b. Advising on matters pertaining to the Amref Health Africa compliance issues more specifically exemption from taxation and property-related issues,
- c. Assisting in due diligence exercises;
- d. Dispute resolution, including drafting of pleadings and other related documentation and representation in relevant forums;

- e. Assisting in negotiations on a variety of agreements when the need arises;
- f. Advising on institutional governance matters;
- g. Provision of regular updates on any changes in South Sudan laws or government policy;
- h. Attend office conference(s) or meeting with the client when required;
- i. Advising on labor and employment, insurance, land, banking, intellectual property, taxation and/or regulatory issues South Sudan;
- j. Liaising with the Amref Health Africa outside counsel in other countries of operation;
- k. Representing the organization in court/tribunals when the need arises and;
- l. Any other services that may be incidental or ancillary to the provision of the above Services

Deliverables/Outputs

When called on to provide Services from time to time, the firm in question will be expected to carry out the requested tasks/assignments in accordance with instructions provided by the Company Secretary. The request will specify the form of output/deliverables at the time instructions are issued.

Proposal Submission

Interested and qualified law firms are invited to submit their proposal(s) comprising of the following:

- a. An understanding of the Scope of Work;
- b. Detailed reference list indicating the scope and magnitude of similar assignments;
- c. Relevant services undertaken in the past five (3) years;
- d. Registration and other relevant statutory documents.

Qualifications and Competencies

- a. At least 10 years of experience in offering legal advisory services in South Sudan
- b. Clear and distinct knowledge of the legal and regulatory frameworks in South Sudan.
- c. Demonstrate capacity to render the said services through a team of qualified advocates based in and familiar with the South Sudan context
- d. Experience advising international organizations in South Sudan
- e. Experience in providing advice on compliance issues
- f. Must be willing to declare conflict of interest in all matters if there is a possibility of any.

Submission of Proposals

Firms that wish to show their interest in being considered can send a proposal demonstrating their experience in undertaking such assignments and the relevant registration documents, qualifications of key personnel and recommendation letters from at least 2 organizations where they have undertaken such assignments. The proposal should also include proposed retainer rate per month. The proposals should be addressed to the procurement department, Amref Health Africa in South Sudan.

Interested and suitable firms are therefore invited to submit their Proposals by close of business on **March 17, 2023 at or before 4:00 pm Central Africa Time (GMT +2)** to the following email address: Tender.SS@Amref.org

Disclaimer

Amref Health Africa reserves the right to determine the structure of the process, number of short-listed participants, the right to withdraw from the proposal process, the right to change this timetable at any time without notice and reserves the right to withdraw this tender at any time, without prior notice and without liability to compensate and/or reimburse any party.