



INTERNATIONAL INSTITUTE FOR DEMOCRACY AND ELECTORAL ASSISTANCE

ANNEX B

TO THE TENDER NO. 2024-01-044 ADDITIONAL LEGAL SUPPORT TERMS OF REFERENCE

1. Background

Created in 1995, the International Institute for Democracy and Electoral Assistance (International IDEA) is an intergovernmental organization with a mandate to support sustainable democratic change. International IDEA does this through analyses of global and regional democratic trends; production of comparative knowledge on good international democratic practices; offering capacity development on democratic reform to actors engaged in democratic processes; and convening dialogues on issues relevant to the public debate on democracy and democracy building. International IDEA brings together those who analyze and monitor trends in democracy with those who engage directly in political reform or act in support of democracy. International IDEA works with new and with long-established democracies, helping to develop and strengthen the institutions and culture of democracy. It operates at international, regional and national levels, working in partnership with a range of institutions.

International IDEA was established as an international inter-governmental organization by 14 founding Member States at a conference held in Stockholm on 27 February 1995. International IDEA was registered in accordance with Article 102 of the United Nations Charter and has had observer status in the UN General Assembly since 2003.

International IDEA has a Headquarters' Agreement with Sweden and Host-country Agreements with the Governments of Australia, Belgium, Bolivia, Chad, Chile, Costa Rica, Ethiopia, Haiti, Mozambique, Nepal, The Netherlands, Panama, South Africa, South Sudan, Sudan, and Tunisia, amongst others. International IDEA also has permanent observer status at the United Nations in New York. At its Headquarters and in those states with which International IDEA has a Host-country Agreement, the organization has been granted some privileges and immunities accorded to diplomatic mission of corresponding status by the Vienna Convention on diplomatic relations, notably that of being exempt from most forms of taxation. New offices are opened as required based on funded projects.

Overall governance of International IDEA is provided by a Council of Member States. The Council meets at least twice a year and has delegated the management of the organization to the Secretary-General, who is assisted by a Management Committee. The Council monitors the operations and performance of the organization via a Steering Committee and a Finance and Audit Committee. International IDEA also has a Board of Advisers, the members of which provide expert and technical advice on programmes.

2. Objectives of the Assignment

International IDEA seeks proposals from qualified firms or individuals to provide a variety of Legal Services.

The purpose and intent of this tender is to add selected service providers with suitable experience to render specialized services which are not available in-house to the existing panel of preferred legal services providers. Services will be contracted on an “as-and-when required” and rotational basis.

Successful tenderers will be contracted on a non-exclusive basis via a framework contract.

3. Scope of Work

These services that will be procured include, but are not limited to advice on:

- a) International law and its application to International IDEA.
- b) Regulatory compliance in any of the locations where we operate, including GDPR compliance and related matters.
- c) Commercial law, including supplier contracts.
- d) Labour law and employment matters, including drafting of employment contracts in offices where IDEA has, or will have offices.
- e) Intellectual property and copyright matters.

4. Timing and Work Plan

The duration of framework agreements entered into will be for a period of 5 years.

5. Proposal

A proposal in support of the bid from a tenderer should cover at least the following, numbered in accordance with the scheme set out below.

Part 1. BACKGROUND INFORMATION

Prospective service providers are required to submit a written proposal that contains at least the following:

- 1.1 Name, address, and profile of the tenderer which should include annual turnover, number of professional staff, office locations and other information considered relevant by the tenderer. This should NOT exceed 5 pages.
- 1.2 A list of at least 5 clients from whom references may be sought.
- 1.3 Contact details of key focal point at the tenderer who will be the first point of contact for all queries made by International IDEA and a brief CV of the contact person.

Part 2. ELIGIBILITY CRITERIA

To be eligible for appointment to the panel the tenderer must include evidence in their proposal of:

- 2.1 The right to practice as a solicitor/attorney (i.e. practising certificate or equivalent) in the territory in which the firm is regulated.
- 2.2 A copy of Professional Indemnity Insurance certificate.

Please note that failure to comply with the above mandatory submission requirements will invalidate the bid. The bid will be disqualified and will not be evaluated.

Part 3. AREAS OF EXPERTISE

PLEASE INCLUDE THIS TABLE AND

1. TICK (✓) THE RELEVANT AREA OF SPECIALISATION AND/OR THE AREA OF WORK BEING TENDERED FOR. You do not need to tender for all areas of work.

2. COMPLETE THE RELEVANT DETAILS

AREA OF WORK	SCOPE OF WORK	SKILLS REQUIRED	✓	DETAILS OF RELEVANT EXPERIENCE, INCLUDING COUNTRIES WHERE THIS SERVICE MAY BE OFFERED
1. International Law	<ul style="list-style-type: none"> • Provide options and advisory services where applicable, in respect of the regulatory framework that pertains to International IDEA and its mandate, including but not limited to drafting of host country agreements, or templates for same. 	<ul style="list-style-type: none"> • Experience in providing advice on international law matters. • Understanding of the regulatory framework governing international dispute resolution. 		
2. Regulatory Compliance	<ul style="list-style-type: none"> • Provide options and advisory services where applicable, in respect of the regulatory framework that pertains to International IDEA and its mandate in the countries where it operates, or may operate, including but not limited to tax compliance matters and GDPR and other protection of personal information requirements. 	<ul style="list-style-type: none"> • Experience in providing advice on regulatory and compliance matters in a variety of contexts. 		

AREA OF WORK	SCOPE OF WORK	SKILLS REQUIRED	√	DETAILS OF RELEVANT EXPERIENCE, INCLUDING COUNTRIES WHERE THIS SERVICE MAY BE OFFERED
3. Commercial law	<ul style="list-style-type: none"> • Draft and/or vet service level agreements, and other contracts as may be required. • Development or review of various types of commercial contract templates to minimise risk to International IDEA. • Provision of opinion and advisory relating to commercial contracts as they pertain to an intergovernmental organization (IGO) operating in various geographical locations. • Provide legally sound opinions of a corporate/commercial law nature. • Advise on all commercial matters relating to (but to limited) tax law, and commercial litigation where applicable. • Attend to Debt Recoveries on behalf of International IDEA. 	<ul style="list-style-type: none"> • Experience in working in transactions of a commercial law nature. • Experience in drafting of complex commercial contracts. • Excellent research and drafting skills, for purposes of preparing legal opinions of a commercial/corporate law nature. • Experience in providing advice in general commercial law. • Knowledge of procurement law. 		
4. Labour and Employment	<ul style="list-style-type: none"> • Provide legal opinions on labour, employment benefits and employment law related matters for different geographical locations. • Assist in disciplinary hearings, arbitrations and other dispute resolution forums. • Act as Chair or initiator in disciplinary matters. 	<ul style="list-style-type: none"> • Experience in labour and employment law litigation at local and international levels. • Understand the regulatory framework governing employment. • An understanding of labour law and employment law jurisprudence for purposes of providing legal opinions. 		

AREA OF WORK	SCOPE OF WORK	SKILLS REQUIRED	√	DETAILS OF RELEVANT EXPERIENCE, INCLUDING COUNTRIES WHERE THIS SERVICE MAY BE OFFERED
5. Intellectual Property Law	<ul style="list-style-type: none"> • Provide opinion and advice on all aspects of intellectual property law. • Render all professional services required, including but not limited to drafting and/or vetting agreements (including templates for securing intellectual property rights), registration services, etc. • Provide opinion and advice on and drafting of Terms of Use, Cookie Policies and Privacy Policies for websites, tools and databases. 	<ul style="list-style-type: none"> • Experience in providing opinion in intellectual property law matters. 		
6. General	<ul style="list-style-type: none"> • Provide legal advice and expertise in matter of general nature. • Conduct due diligence exercises. • Conduct fraud investigations. 	<ul style="list-style-type: none"> • Investigation skills. • Knowledge of criminal law. 		

Part 4. FINANCIAL PROPOSAL

Please provide a complete listing of all of your service fees, including the cost per hour at various levels of seniority of providing the services outlined in the Terms of Reference.

Please ensure that you provide a basis for the expected increase in fees and how this will be calculated year on year, including the date that any increase will be applied. If needed, to ensure a fair comparison between bids, we will adjust the basis.

Please also indicate if the fees reflected will be amended based on any levels of activity – i.e., are the fees based on an expected minimum level of activity.

Financial proposals must be in EUR and be inclusive of all applicable taxes.

6. Deliverables and Reporting requirements

Reporting will be required on an ad hoc, case by case basis on matters as they arise. Specific Terms of Reference (ToRs) will be drafted for each assignment with agreed fees, deliverables and reporting dates. This agreed ToR will be the subject of a service order.

7. Management and Organisation

The individuals/firms contracted will provide a wide range of Legal Services and should have the capacity to handle these as they arise. Not all individuals / firms are required to have expertise in all of the areas listed above, however work in a specific area will not be allocated to those that do not confirm that they have the capacity in that area.

They shall have the following minimum qualifications:

- Experienced and maintain a good track record in serving international organizations, embassies or medium to large multinational corporations.
- Employ highly qualified competent and experienced professional staff.
- Financially stable.
- Preferably maintain a global network/affiliates in major destinations.
- Willing and able to guarantee the delivery of products and services in accordance with the performance standards required under the relevant TOR.

Procedural Aspects

Individuals/legal firms intending to submit a proposal should have the organizational and technical capacity, experience and professionalism to provide the services requirements outlined in the Terms of Reference. Proposers should be able to show proof of the past and/or present experience in similar projects, demonstrate financial soundness and resources available to carry out the services requirements and have the integrity and proven reliability to ensure good faith performance.

Note that appointment to the panel does not guarantee that work will be allocated to any service provider. Generally work that arises is of an urgent nature and requires specific skills. Work will be allocated to the service provider that has the required level of skills and experience in the relevant field as and when the need arises.

International IDEA reserves the right to appoint more than one service provider or no service provider.