



Elizabeth Glaser
Pediatric AIDS
Foundation

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AIDS.

REQUEST FOR PROPOSALS #RFQ: EGPAF/SRVCS/24/17

CONSULTACY SERVICES FOR LEGAL & COMPLIANCE SERVICES

In support of

ELIZABETH GLASER PEDIATRIC AIDS FOUNDATION (EGPAF)
(P.O Box 21127, Kampala)

Firm Deadline: 25th August, 2017, 11:59pm East African Time

The Elizabeth Glaser Pediatric AIDS Foundation, a non-profit organization, is the world leader in the fight to eliminate pediatric AIDS. Our mission is to prevent pediatric HIV infection and to eliminate pediatric AIDS through research, advocacy, and prevention and treatment programs. For more information, please visit <http://www.pedaids.org>.

BACKGROUND:

EGPAF Uganda is an international non-governmental organization (INGO) registered in Uganda with a dual registration status as both an INGO, and a company limited by guarantee, operating in the 15 districts of South Western Uganda.

The Foundation is seeking a qualified company or firm to perform an assessment of the Foundation's compliance with local law in Uganda, and provide professional guidance on legal matters as required.

PURPOSE/SCOPE OF WORK:

EGPAF Uganda requires professional support on legal matters, to include the following:

1. **DELIVERABLE 1:** Conduct a detailed assessment of the Foundation's compliance with applicable local laws, and provide a written report. The report will include all areas tested and a full description of the level of compliance of the Foundation in each area. For any non-compliant or partially non-compliant areas the contractor will provide detailed recommendations on how to correct the areas of non-compliance.

This assessment and report should address the following areas:

- a. **Legal Registration** – assess whether the Foundation is registered appropriately and under the correct law and implementing regulations for international NGOs in country. In addition, the Contractor will assess the Foundation against all applicable requirements and laws of the correct registration type (e.g. obligations with regard to record keeping, reporting requirements, checking whether electronic records are acceptable, see whether audited annual returns are submitted, check on minutes and resolutions of board meetings (Governance),



annual reports if any, MOU's between EGPAF and sub national authorities required by law, insurance issues affecting the organization to ensure the Foundation is up-to-date and completely compliant with the relevant requirements and laws.

- b. **Taxation** – assess Foundation compliance with all applicable and relevant taxation requirements, including, but not limited to, income tax (related to permanent employees, expatriate employees, temporary employees, interns, part-time employees, volunteers, local and international consultants, and any other relevant classifications within country law), e.g. Pay As You Earn (PAYE), Value Added Tax (VAT), Withholding Tax (WHT), Local Service Tax (LST) , National Social Security Fund (NSSF), etc..
 - c. **Human Resources** – assess Foundation compliance with all applicable human resource laws and regulations. This assessment includes a review of our fringe benefit package, overtime practices, paid leave practices, quotas or limitations on expatriate positions, employee labor categorization practices (core staff, seconded staff, consultants, temporary employees, etc.), requirements for displayed office notices, requirements for employees that are not citizens of the country in question, as well as any other relevant HR laws and requirements.
 - d. **Records Retention-** assess Foundation compliance with documentation retention requirements, including, but not limited to information stored under the following statutes:
 - o Income Tax Act, Value Added Tax (VAT), Companies Act (if applicable and Labour Relations Act (storage of personnel files including for terminated or retired staff)
 - o Requirement or statute specifying a place the information is to be stored and in what form.
 - e. **Other requirements** - assess Foundation compliance with any other relevant laws or requirements applicable to the Foundation and its registration status. Examples include implementation of previous audit issues, insurance requirements including medical malpractice (if EGPAF staff in the country have direct contact with patients) and any requirements if any for internet domain registered with any authority in the country.
 - f. Assessment of the Country office's operations internal controls and completeness of financial records in all material aspects in compliance with the donor requirements particularly USG funding.
2. **DELIVERABLE 2:** Ad hoc legal support as requested, which may include, but is not limited to, the following:
- a. Maintain current expertise on the requirements for EGPAF to operate legally and responsibly in Uganda, and pro-actively advise the Foundation on laws, regulations and/or requirements that affect our business, status, and/or registration. Guidance required will include, but is not limited to, local employment laws and retention of our income tax exemption certificate.
 - b. Act as EGPAF's legal advisor in respect of agreements/contracts and attest to those documents as necessary.



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- c. Respond to demand notices and other legal correspondences issued against the organization.
- d. Accord EGPAF first priority to represent EGPAF in any Court cases as may be instructed from time to time, subject to prior discussion and agreement with regard to availability of the firm and an agreeable fee subject to rules on Advocates' fees.

TIMEFRAME

Deliverable 1 (detailed assessment of the Foundation’s compliance with applicable local laws, and provide a written report) must be completed within one year subject to renewal on satisfactory performance by the service provider. Applicants unable to complete the engagement by this date will not be considered.

Deliverable 2 shall be provided on an ongoing basis at Foundation request. Rates proposed shall be firm for one (1) year from the date of agreement, renewable for additional one (1) year periods upon mutual agreement of the parties.

FOUNDATION RESPONSIBILITIES:

The Foundation will provide the selected company or individual with appropriate space within its offices for the assigned staff to work. In addition, all necessary files will be made available to the company/individual. Further, the company/individual will be provided with one primary point of contact for all enquiries during the assessment process.

LOGISTICS:

The audit will be conducted at the Foundation’s office located at: Mbarara office as well as the company/individual’s place of business.

KEY CONTRACT TERMS:

This contract will be a fixed price contract. No additional costs outside of the winning company or individual’s fixed price will be considered.

All deliverables provided to the Foundation must be furnished for the use of the Foundation without royalty or any additional fees.

All Materials will be owned exclusively by the Foundation and will be for Foundation internal use only. Consultant will not use or allow the use of the Materials for any purpose other than Consultant’s performance of the Contract.

EVALUATION CRITERIA & PROPOSAL SUBMISSION INSTRUCTIONS:

All proposals will be evaluated by the Foundation against the following criteria and **proposals must contain all of the elements in the Submission Requirement Column below:**

Evaluation Criteria	Submission Requirements	Criteria Weight
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1. Past performance in conducting similar assessments	1. Provide at least 2 professional references (phone and email) of past non-governmental organizations for which you have completed similar assessments.	30%
2. Proposed methodology and approach	2. Maximum 5 page summary of the proposed approach and methodology for completing the assessment	20%
3. Fixed price	3. Fixed price for the following: <ul style="list-style-type: none"> • Completion of the compliance assessment (Deliverable 1) • Hourly (non-retainer) rate for Deliverable 2 support • Monthly retainer rate for Deliverable 2 support 	20%
4. Capacity of individuals	4. CV/Resume of individual(s) who would be assigned to this project & 2 professional references for each individual	30%

All applicants are required to be registered and authorized to perform the scope of work in the place of performance.

Proposed Timeline:

Date	Activity
11 th August 2017	Release of RFP
18 th August, 2017	Submission of Inquiries directed to: Anita Prossy Mbazira anakirya@pedaids.org copied to procurementuganda@pedaids.org
25 th August, 2017 at 11.59 pm East African Time	Completed proposals must be delivered electronically by the deadline mentioned on page one to: procurementuganda@pedaids.org NOT EXCEEDING 2MB
15 th September, 2017	Final decision announced and Offerors notified
15 th September, 2017	Contract executed and Services begin.

Please note: It is our best intent to comply with the above timeline but unavoidable delays may occur.

ADDITIONAL INFORMATION:

All proposals and communications must be identified by the unique RFP# reflected



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on the first page of this document. Failure to comply with this requirement may result in non-consideration of your proposal.

Any proposal not addressing each of the foregoing items could be considered non-responsive. Any exceptions to the requirements or terms of the RFP must be noted in the proposal. The Foundation reserves the right to consider any exceptions to the RFP to be non-responsive.

Late proposals will be rejected without being considered.

This RFP is not an offer to enter into agreement with any party, but rather a request to receive proposals from persons interested in providing the services outlined below. Such proposals shall be considered and treated by the Foundation as offers to enter into an agreement. The Foundation reserves the right to reject all proposals, in whole or in part, enter into negotiations with any party, and/or award multiple contracts.

The Foundation shall not be obligated for the payment of any sums whatsoever to any recipient of this RFP until and unless a written contract between the parties is executed.

Equal Opportunity Notice. The Elizabeth Glaser Pediatric AIDS Foundation is an Equal Employment Opportunity employer and represents that all qualified bidders will receive consideration without regard to race, color, religion, sex, or national origin.

ETHICAL BEHAVIOUR:

EGPAF shall use its best endeavors to ensure that funds provided under this tender do not provide direct or indirect support or resources to organizations and individuals associated with terrorism, promote or advocate the legalization or practice of prostitution or sex trafficking and assistance to drug traffickers. If, during the course of this tender, EGPAF discovers any link whatsoever with any organization or individual associated with any or all of these, they shall be excluded or disqualified from the tendering process.

As a core value to help achieve our mission, the Foundation embraces a culture of honesty, integrity, and ethical business practices and expects its business partners to do the same. Specifically, our procurement processes are fair and open and allow all vendors/consultants equal opportunity to win our business. We will not tolerate fraud or corruption, including forging program outputs, kickbacks, bribes, undisclosed familial or close personal relationships between vendors and Foundation employees, or other unethical practices. If you experience or suspect unethical behavior by a Foundation employee, please contact our Fraud Investigations team at fraud@pedaids.org or the Foundation's Ethics Hotline at www.reportlineweb.com/PedAids/. Any vendor/consultant who attempts to engage, or engages, in corrupt practices with the Foundation will have their proposal disqualified and will not be solicited for future work.