
TERMS OF REFERENCE

Legal Advisor Services for all HI Departments in Afghanistan

1. CONTEXT

Handicap International (HI), operating as Humanity & Inclusion, is an international NGO engaged in providing support and assistance to vulnerable populations in Afghanistan. HI works across multiple sectors, including humanitarian aid, infrastructure development, supply chain management, health services, and capacity building. Given the complex legal environment in Afghanistan, including frequent changes to laws, regulatory frameworks, and political conditions, HI requires a legal advisor or firm to ensure full legal compliance and mitigate risks across all departments.

The legal advisor will support the organization in addressing challenges related to Afghan labor laws, taxation, procurement, property rights, dispute resolution, government liaison, and other legal matters impacting its operations.

The purpose of this assignment is to engage a qualified legal advisor (or legal firm) to provide specialized legal services for all operational departments of HI in Afghanistan. The advisor will ensure that all activities comply with Afghan laws, international humanitarian standards, and donor requirements. They will provide legal advice and representation, helping HI to mitigate risks and avoid legal liabilities.

2. DESCRIPTION OF THE EXPECTED SERVICE

2.1. Human Resources and Labor Law:

2.1.1. Labor Law Compliance:

- Provide expert guidance on Afghanistan’s labor laws, including hiring, employment contracts, termination, severance payments, working hours, and workplace safety.
- Ensure that all employment agreements (for both national and international staff) comply with local labor regulations and HI’s internal policies.
- Regularly update HR staff on legal changes in Afghan labor laws and their potential impacts on employment practices.

2.1.2. Contract and Review:

- Review, and negotiate employment contracts, non-disclosure agreements, and other HR-related legal documents to ensure they align with labor laws and organizational policies.
- Ensure proper classification of workers (employee vs. contractor) to minimize legal risk.
- Dispute Resolution and Litigation Support:
 - Advice HR on labor disputes, grievances, and disciplinary actions.
 - Represent HI in labor court cases and facilitate mediation in labor disputes.
 - Support internal investigations concerning misconduct or breach of contract.

2.2. Procurement and Supply Chain Management:

2.2.1. Procurement Law and Compliance:

- Supplier contracts to ensure adherence to legal standards and donor compliance.

2.3. Logistics and Asset Management:

2.3.1. Property and Asset Management:

— Provide legal guidance on the management of HI’s fixed assets, including real estate, vehicles, equipment, and leased properties.

2.4. Program and Project Management:

2.4.1. Project Agreements and Donor Compliance:

— Ensure all project agreements with donors, partners, and government agencies comply with Afghan legal frameworks and donor requirements.

2.5. Dispute Resolution, Litigation, and Arbitration:

2.5.1. Dispute Resolution and Mediation:

— Mediate disputes involving suppliers, vendors, employees, or government agencies to reach amicable settlements and avoid litigation.

3. CONSULTANT’S PROFILE

— Law degree from an accredited institution with membership in the Afghan Bar Association or equivalent.

— Minimum 7 years of experience in providing legal services to NGOs, international organizations, or multinational companies in Afghanistan.

— Extensive knowledge of Afghan labor laws, procurement laws, taxation, and NGO regulatory requirements.

— Experience in drafting and negotiating contracts, as well as managing litigation and disputes.

— Fluency in English and Dari or Pashto, with excellent written and verbal communication skills.

— Duration and place of performance of the service

— The assignment will last for an initial 12-month period, starting 1st March 2025 to 28th February 2026 with the possibility of extension based on performance and HI’s operational needs.

— Schedule and number of days to be taken for review and delivery of each of the tasks outlined below.

— Place of performance: HI Office in Kabul, Afghanistan. The legal services may be extended to other locations depending on the needs.

4. SCHEDULE

Deliverable	Description	Estimated Time (Days) for Review, Output, Delivery
Initial Legal Needs Assessment	High-level review of HI's legal framework, contracts, and compliance gaps.	
Labor Law Compliance Review	Review Afghanistan labour law changes and provide compliance guidance tailored to HI's operations.	
Employment and Supplier Contract Reviews	Review employment agreements, supplier contracts, and NDAs for compliance with Afghan law.	
Risk Assessment Review	Conduct a review of operational risks related to legal compliance and regulatory requirements.	
Dispute Resolution (Review and Mediation)	Review case details, facilitate mediation, and provide recommendations for resolution PER Contract.	

Asset Management Compliance Review	Review HI’s asset management policies and practices for compliance with Afghan regulations.
Training Material Review	Review and finalize training materials to ensure alignment with Afghan laws and HI policies.
Periodic Reporting	Prepare and submit concise monthly or quarterly reports summarizing legal reviews and outcomes.
Final Report	Compile and deliver a comprehensive summary report of all activities and reviews conducted.

5. WORK PLAN

Based on the proposed schedule outlined in **Article 5** of these **Terms of Reference**, the consultant is required to establish a comprehensive work plan for completing the service. The plan should clearly specify the time required to accomplish each deliverable listed above and provide a detailed approach to the activities necessary for the service’s completion.

The work plan must include a clear description of the consultant’s methodology, highlighting the rate of progress and/or the level of completion for each stage of the service. It should also outline specific criteria and indicators to monitor progress and ensure the service is proceeding as planned.

Additionally, the bidder should describe their approach to translating the deliverables and outputs between English, Pashto, and Dari, including reverse translations (retro verso), to ensure accuracy and consistency.

The Workplan should be in a presentable form like Gantt Chart or bar chart for ease of reference.

6. REPORT

The consultant will be required to submit high-quality reports in English, with translated versions in Dari and Pashto when necessary, to document activities, findings, and recommendations. Reports will be required to include an executive summary, key deliverables, challenges, and actionable recommendations, supported by annexes such as reviewed documents or training materials. Submission timelines will be required to include an inception report, interim (monthly or quarterly) progress reports, and a final comprehensive report, delivered electronically to designated HI focal points. Reports will be required to align with agreed timelines, meet professional standards, and ensure clarity, relevance, and actionable insights, with HI retaining the right to request revisions if necessary.

7. CONTACT PERSON

During the performance of the service, the consultant will be required to work closely with Handicap International's teams, particularly the Risk and Compliance Manager, the Head of People, Culture, and Change Management, and the Head of Logistics and Supply Chain, to address sector-specific assignments and documentation.

8. Technical & Financial Evaluation Criteria to be applied.

Technical Evaluation:	Description	Score (%)
Firm Profile & Capacity of Legal Firm	<ol style="list-style-type: none"> 1. Provide a brief description of the legal firm, including its structure, business setup, and office premises. (5 points) 2. Demonstrate the firm’s capacity to provide legal services in Afghanistan, with experience working with NGOs or INGOs. (5 points) 3. Show the number of years the firm has provided legal services in conflict or post-conflict environments. (5 points) 	15 Points

Key Personnel Qualifications & Experience	<p>4. Provide qualifications of key staff, particularly the team leader:</p> <ul style="list-style-type: none"> a. Master's degree in law or equivalent. (5 points). b. Membership in the Afghan Bar Association or equivalent professional body. (2 points). <p>5. Demonstrate experience in Afghan labor laws, taxation, procurement, dispute resolution, and NGO regulations. (5 points).</p> <p>6. Show experience working in conflict/post-conflict settings, with knowledge of Afghanistan's legal frameworks. (3 points).</p> <p>7. Fluency in English and local languages (Dari/Pashto). (5 points)</p>	<p>20 Points</p>
Methodology and Approach	<p>8. Provide a detailed methodology tailored to HI's legal service needs:</p> <ul style="list-style-type: none"> a. Step-by-step activities to achieve deliverables. (7.5 points). b. Feasibility & adaptability of methods to Afghanistan's legal environment. (4 points). c. Risk mitigation strategies for compliance and legal challenges. (2.5 points). 	<p>14 Points</p>
References & Testimonials	<p>9. Provide at least three references from INGOs or similar organizations, with contact information. (5 points).</p> <p>10. Submit at least 3 testimonials demonstrating the successful delivery of similar legal services. (3 points).</p>	<p>8 Points</p>
Work Plan & Deliverables	<p>11. Submit a detailed timeline for service delivery, with realistic milestones and activities: (Max 8 points).</p> <ul style="list-style-type: none"> a. Between 1-2 days (8 Pts) b. Between 3-4 Days (5 Pts) c. Between 5-6 Days (3 Pts) d. In 7+ Days (2 Pts) <p>12. Include indicators to measure progress and ensure alignment with objectives. (5 points).</p>	<p>13 Points</p>
Compliance & Documentation	<p>Provide valid practicing licenses, tax compliance documents, and audited financial statements. (5 points).</p>	<p>5 Points</p>
Technical Proposal	<p>Technical Proposal Maximum Score</p>	<p>75 Points Max</p>
Financial Proposal Score	$\text{Financial Score} = \frac{\text{Lowest Bid Price}}{\text{Offered Bid Price}} \times 25 \text{ Pts}$	<p>Max 25 Points</p>
Combined Score	<p>Technical Proposal Score + Financial Proposal Score</p>	<p>100 Points</p>

9. PREPARATION OF TECHNICAL & FINANCIAL PROPOSAL

9.1. TECHNICAL PROPOSAL:

— Cover letter explaining interest to provide Legal Advisory Services for HI in Afghanistan.

- Technical proposal detailing the Firm Profile (3 pages maximum) with a brief description of the firm’s organization and an outline of recent experience on similar services. The outline should indicate inter alia, the profiles of the Key Staff proposed, work plan and duration of previous engagements, contract amount and firm’s involvement.
- A Financial Proposal detailing the costs of carrying out the assignment, remunerations and reimbursables. The Financial Proposal should include itemised description of the chargeable services, the Validity of the Quotation/Financial Bid, Payment Terms and Bank Account Details, & Currency.
- Certificate of Incorporation and or Registration in Afghanistan. Any documents proving the firms or consultant's registration and any other documents certifying to the regularity of activity.
- Tax Identification Certificate, TIN
- Tax Compliance Certificate/ Evidence of payment of tax to relevant authorities in Afghanistan.
- Bank details and 3-Months Financial Statements from a reputable Bank in Afghanistan.
- Three Reference Letters and record of any previous relevant work with INGOs or UN Agencies
- Practising License from the Afghan Bar Association (Where available)
- Audited financial statements (Last 3 years) 2018/2019/2020.

9.2. FINANCIAL PROPOSAL FORMAT:

Category	Description	Unit of Measure	Quantity	Unit Cost (USD)	Total Cost (USD)
Professional Fees	Provision of Legal advisory services, including consultations and reviews.	Per day	1		
Deliverables:	Review of labour laws and updates to ensure HI’s compliance with Afghan regulations.	Per deliverable	1		
	Review of employment contracts, supplier agreements, and NDAs for compliance.	Per contract	1		
	Mediation or facilitation of disputes involving employees, suppliers, or government agencies.	Per case	1		
	Development of a risk mitigation strategy specific to Afghan laws and HI’s operations.	Per deliverable	1		
	Providing legal guidance and responses to ad hoc queries on Afghan labour, procurement, or taxation laws.	Per consultation	1		
Translation Services	Translation of documents, such as contracts and reports, from English into Dari.	Per word	1		
	Translation of documents, such as contracts and reports, from English into Pashto.	Per word	1		
	Reverse translation of documents from Dari and Pashto into English.	Per word	1		

Capacity Building	Development of legal training materials for HI staff.	Per unit	1		
	Conducting legal workshops or training sessions.	Per session	1		
Taxes	Applicable taxes (if any).	Percentage of total			
Grand Total					

10. APPLICATION PROCESS.

Interested firms or legal advisors should submit the following documents on or before

17:00, 15th February 2025.

Where the proposals are huge as compared to what the provided email can allow, Bidders can also upload their proposals to [Google Drive](#) and send the Link to the email: procurement.afghanistan@hi.org. Bidders should also provide access and permissions to HI to download the Documents and use them for evaluation.

Proposals which can also be submitted directly to the following email: procurement.afghanistan@hi.org on or before the date of submission.

HI will not allow for hard copy submission for this Procurement Process.