

ChildFund Japan Nepal (CFJ NO)

TERMS OF REFERENCE (ToR) FOR LEGAL SERVICES

Request for proposals submission to provide legal services to CFJ NO

Title of Consultancy: **Consultant for Human Resources Management (HRM) and Contract Agreement Systems Improvement**

1. CONTEXT

ChildFund Japan (CFJ) is a child-focused international development organization committed to promote the rights of children through international development cooperation in the spirit of harmonious coexistence. The organization has been operating in Nepal since 1995 to help deprived, excluded, and vulnerable children, families, and communities through meaningful, sustainable solutions.

As a child-focused development organization, CFJ believes in the intrinsic value of each child that inspires and drives us to serve them by providing opportunities to develop their full potential, making positive changes for their future. Since 2005, the work to support children and the communities they live in was relayed by CFJ by opening its Nepal Office (NO), thus expanding its program coverage, and reaching out to the under-reached communities of Nepal. CFJ NO continues to serve the disadvantaged children, families and communities on education, healthcare, nutrition, and income generating areas through sponsorship, special assistance and emergency relief and rehabilitation programs with support of various donors, sponsors, CF alliance members and government fund of Japan.

CFJ NO implements and monitor programs in Nepal by entering into General Agreement (GA) and Project Agreements (PA) with the Social Welfare Council, Government of Nepal. The Country Director of ChildFund Japan Nepal Office is responsible for all legal related issues within Nepal as well as the management of compliances by ChildFund policies and procedures.

Strengthening ongoing Human Resources Management (HRM) and Contract Agreement and Operating Systems have been priority areas of NO in close consultation with the Head Office of ChildFund Japan. This initiative aims to ensure high quality systems in place inclusive of performance and oversight all aspects of administrative systems; maintain transparency and accountability and consistently practice and promote the systems within CFJ NO.

This Terms of Reference (ToR) is developed to acquire services from an external service provider to strengthen the existing HR and Contract Systems of CFJ NO as outlined in this ToR. Furthermore, while strengthening these systems to accomplish the objectives of the organization, there is an emergent need to have a robust HR policies and contract agreement systems in place matching with the organization's business profile and growth in Nepal. The evolved HR policies would not only facilitate a transparent recruitment mechanism but also help in building highly skilled and motivated manpower resource, and to develop multi-skills to enhance productivity in totality. At the same time, to meet new demands by managing and developing the existing highly qualified workforce and move towards a reputable

organization with enhanced effectiveness and efficiency. The Performance Appraisal Review and Career Progression processes also need revision.

As a result, CFJ NO is seeking to engage a legal expert in HR and contract management to review all relevant documents and provide a suite of revised HR and contract agreement templates for usage by the organization. This consultancy intends to support CFJ NO in reviewing its current HR and Contract Agreement practices and introduce needed amendments to applied regulations, procedures, and practices with the aim of enhancing fair, meritocratic, equalitarian, gender-balance and motivational nature of the selection/recruitment, positioning, redundancy, termination, transfer, performance management and promotions processes.

CFJ NO is looking for a qualified Legal Expert to review and provide recommendations for the above-mentioned tasks. The successful candidate will work with administrative staff members and advise the SMT (Senior Management Team consisting of Country Director, Admin and Finance Manager and the Program Director) on HR and Contract Agreement related issues and report to the Admin and Finance Manager. The expected outcome at completion of this project is for CFJ NO is to have a fully functional HR Policy and Contract Agreement Documents in place to successfully manage its workforce and the environment in which it operates. The Admin and Finance Team will also work in parallel with the Legal Consultant with the tasks or duties as outlined under these terms of reference.

2. OBJECTIVE

The main objective of this consultancy is to assess current Human Resources Management and Contract Agreement Systems and Practices and propose regulatory and procedural improvements aligned with the national and international best practices to become more merit based, equalitarian/inclusive, transparent, and accountable, and thus provide comprehensive legal advice to the CFJ NO for improvement.

Specific Objectives

The Specific Objectives are:

1. To review and revise as appropriate the existing HR/Personnel policies and contract agreement systems/structures and contract templates.
2. To recommend approaches for personnel policy and contract development, issuance, and management.

3. SCOPE OF WORK

The law firm/legal consultant shall provide full, prompt, accurate, and expert legal services to ChildFund Japan Nepal Office. The services will include the following:

- 1) Available to come to the ChildFund Japan Nepal Office (as per requirement)
- 2) Participate in an assessment visit at CFJ NO to conduct a baseline assessment and identify genuine needs for assistance through discussions with admin staff members and other representatives of CFJ NO. This will be done with a view to seek recommendations for comprehensive national and international standards and requirements while reviewing and developing relevant documents.
- 3) Based on the outcomes of the assessment, visit and analysis of existing documents/materials and practices, and carry out a desk review of relevant documents with the view to develop recommendations that would help to bring them into compliance with relevant provisions to meet the national and international laws and standards.
- 4) Prepare an inception report which details the methodology/approach to the assignment and a related work implementation plan.
- 5) Review and make amendments to the Personnel Policy and Employment Contract Agreements format, service rules, and conditions to confirm with the Labor Act of Nepal.

- 6) Review and make revision to the Personnel Policy of ChildFund Japan with clear guidelines related to chapters on the appointment, redundancy, and termination of employees and staff conducts and discipline.
- 7) Provide CFJ NO with revised and final Personnel Policy and procedures manual as well as Contract Agreement document.
- 8) Shall advise on employment issues and make a special Employment Contract Agreement in pursuant to the labor law and human/ civil rights law of Nepal.
- 9) Mentor and nurture capacities and skills of SMT and relevant staff members of CFJ NO in the application of the new systems/tools with the aim of improving the overall management on HR and contract agreement and achieving a merit-based personnel management system.
- 10) Prepare a comprehensive report with analysis of existing gaps and genuine needs and formulate specific practical recommendations for the development of such documents based on the needs/requirements of CFJ NO, considering the opinions and recommendations of SMT and relevant staff members.

4. DELIVERABLES

The selected law firm/legal consultant shall be responsible for preparing and submitting the following deliverables by or before the timeline outlined below:

1. Submission of the revised and final 'Personnel Policy' of the CFJ NO
2. Submission of the revised and final 'Employment Contract Agreement' to CFJ NO
3. Submission of the special 'Employment Contract Agreement' based on the needs of the CFJ NO
4. Consultancy completion report

5. REQUIREMENT AND QUALIFICATION

The minimum requirement and qualifications are as follows:

- Experience of working in an international organization, multilateral organizations doing similar work, and focusing on best practices around HR diversity and contract management, inclusivity, transparency etc. is a must.
- Experience in change management and HR transformation projects is highly desirable.
- At least 5 years of working experience in providing legal advice to International NGOs in the areas highlighted above.
- Law Degree/Postgraduate in law (LLM) with specialization in contract law, employment law or related field with strong knowledge in Nepali Law and legal systems.
- Good knowledge of the legal procedures as governed by the Nepali legislation, especially the legal framework under which government institutions operate.
- Experience in working with INGOs' with focus on legal procedures and/or with other international organization is a plus.
- Proven work experience in the fields of contract law and labor law.
- Experience in overseeing the development and implementation of the human resources policies, procedures and practices including the development of job description for I/NGOs staff members.
- Strong inter-personal skills and an ability to work in a multicultural context.
- Experience with the implementation of performance appraisal systems and career progression policy is an advantage.

- Ability to proactively keep ChildFund up to date with any relevant forthcoming legal changes.
- Excellent command of spoken and written Nepali and English language is a must.

6. **CRITERIA FOR EVALUATION**

Proposals will be evaluated against the following criteria:

- Experience in advising INGOs in the highlighted areas

- Education and experience of the lead lawyer and the team
- Ability and capacity to handle our specified legal needs
- Quality of service offered and reputation
- Composition of team to ensure the work can be handled efficiently and effectively

7. DURATION OF THE ASSIGNMENT

The selected law firm/legal consultant shall complete the above assignments within two months starting from 2nd December 2022 to 31 January 2023

General Terms and Conditions:

- The Consultant will have full access to all relevant documents as needed to undertake the assignment.
- The Consultant will be under the obligation of confidentiality: information, data, database, knowledge resources in the forms of briefings, reports, proceedings, articles, policy documents etc. issued by and for CFJ NO will be CFJ NO's property and require permission for use and disclosure.
- All reports and documents prepared during the assignment will be treated as CFJ NO's property.

8. PROPOSAL SUBMISSIONS

Qualified and interested legal firms are invited to submit their proposal by providing the following information:

- Company/firm profile with relevant experience including specific experience in advising INGOs.
- Structure of the law firm and legal areas/specialisms covered.
- Proposed lead lawyer and key contacts/teams with their detailed CV including education, Experience and language proficiency.
- Detail action plan for the above-mentioned assignments
- Fees/rates inclusive of all applicable taxes (e.g., hourly rates or fixed fee)
- A copy of firm/company registration with renewal document
- A copy of PAN/VAT registration
- A copy of the current fiscal year's tax clearance
- Name of 2 INGO clients you have or currently providing legal services to seek recommendations.

Proposal Submission Guidelines:

The proposal should demonstrate sound knowledge, technical skills, and capability as required by the nature of the work of the assignment and understanding of the requisite tasks set forth in the ToR.

The eligible consultants should submit technical and financial proposals. The financial proposal should quote consultancy fees and administration costs. The financial proposal should be submitted separately and should include all relevant costs with the indication of availability to carry out the Consultancy during the given period of the contract.

9. TERMS OF PAYMENT

A consultancy fee will be agreed based on the offered financial proposal and paid upon completion of deliverables. Payment of the Consultant for the provision of deliverables shall be according to the following schedule:

- Submission and acceptance of the final Inception Report - 25%
- Submission and acceptance of the final 'Special Employment Contract Agreement' and general 'Employment Contract Agreement' documents – 25%
- Submission and acceptance of the final version of the 'Personnel Policy' - 25%
- Submission and acceptance of the consultancy completion report with recommendations - 25%

Total 100%

Payment shall be in a form of A/C payee cheque or bank transfer to the account of the law firm / legal consultant. The applicable taxes shall be deducted at source according to the laws of Government of Nepal. The law firm / legal consultant can receive the tax deposit slip from CFJ office after its deposit to the bank.

Interested and qualified law firms / legal consultants, who meet the above requirements, should apply by submitting their Expression of Interest (EoI) by 2 December 2022 with the subject line **“Call for EoI: FY2022- CFJNO- SAP/GF -08”** to the following address:

ChildFund Japan, Nepal Office
Neer Bhawan Marga, Sanepa -02
Lalitpur, Nepal
Email: info@childfund.org.np
Tel No: 5420-849/ 852