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| **RFP Number:** | RFP-002 |
| **Issuance Date:** | April 3, 2019 |
| **Deadline for Questions:** | April 10, 2019 |
| **Deadline for Offers:** | April 24, 2019 |
| **Description:** | Procurement of legal services for USAID funded FTF Egypt FAS Project |
| **For:** | Feed the Future Egypt Food Security and Agribusiness Support Project |
| **Funded By:** | USAID  AID-263-A-15-00022 |
| **Implemented By:** | CNFA |
| **Points of Contact** | Mr. Mohamed Hendawi  Procurement Officer  Villa Taie, Ramla, West Bank, Luxor, Egypt  0100 708 1927  [mhendawi@egyptfas.org](mailto:mhendawi@egyptfas.org)  and  Mr. Brett Aronson  Program Officer  1828 L Street NW, Suite 710, Washington D.C. 20036  +1 202-296-3920  baronson@cnfa.org |

**Section 1: Introduction, Technical Background and Scope of Work**

**1.1 Introduction**: CNFA is a non-profit international development organization based in Washington D.C. which currently implements the FTF Egypt FAS project in Egypt. As a part of project implementation activities, CNFA is seeking the services of local legal counsel to provide guidance pertaining to local labor law, registration requirements, tax exemption, and similar operational tasks.

Offerors are responsible for ensuring that their offers are received by CNFA in accordance with the instructions, terms, and conditions described in this RFP. Failure to adhere with instructions described in this RFP may lead to disqualification of an offer from consideration.

**1.2: Scope of Work:** CNFA requires the services of local legal counsel to advise the organization in ongoing operations in Egypt including guidance on the labor law, review of labor contracts, review of labor policy manuals, project close-out support, and other legal issues related to the NGO’s operations in Egypt that may arise. Please note that CNFA will require legal services to be provided in English, except in cases where Arabic would be required such as drafting Arabic-language correspondence or reviewing documents in Arabic.

**1.3: Anticipated Period of Performance:** May 1, 2019 through April 30, 2020 on an as needed basis

**1.4: Tasks:** The selected offeror is expected to provide, through in-person meetings in Egypt, phone calls, and in writing as requested by CNFA, services such as but not limited to:

* Provide an overview of key requirements of the labor law for long term employees and consultants such as labor categories, severance, leave policies, 13th month bonuses, probation and termination procedures, salary increases, other fringe benefits (required vs. industry norms), etc.
* Review CNFA’s long term employment agreement and consultant agreement in both Arabic and English to ensure compliance with local labor law.
* Review CNFA’s employee policy manual in both Arabic and English to ensure compliance with local labor law and standard practices.
* Provide guidance in the event of legal questions or disputes.
* Provide guidance related to project close-out, such as document retention requirements, transfer of ownership/disposition of assets, and end of project staff terminations.
* Other tasks as requested and assigned by CNFA.

**Section 2: Instructions to Offerors**

# 2.1 Offer Deadline and Protocol: Offers must be received no later than 17:00 Egypt time (GMT +2), April 24, 2019. Offers must be submitted by email or hard copy delivery to the Villa Taie, Ramla, West Bank, Luxor Egypt office. Hard copy offers must be addressed to FTF Egypt FAS Procurement Team. Any emailed offers must be emailed to [procurement@egyptfas.org](mailto:procurement@egyptfas.org) and baronson@cnfa.org. Any hard copy deliveries must be stamped and signed by the offeror’s authorized representative and delivered to the FTF Egypt FAS Project office located at Villa Taie, Ramla West Bank, Luxor, Egypt. Email submissions are preferred.

Please reference the RFP number in any response to this RFP. Offers received after the specified time and date will be considered late and will be considered only at the discretion of CNFA. The cover page of this solicitation summarizes the important dates of the solicitation process. Offerors must strictly follow the provided deadlines to be considered for award.

**2.2 Questions**: Questions regarding the technical or administrative requirements of this RFP may be submitted no later than 17:00 Egypt time (GMT+2) on April 10, 2019 by email to Egypt FAS Procurement Team at [procurement@egyptfas.org](mailto:procurement@egyptfas.org) and baronson@cnfa.org. Questions must be submitted in writing; phone calls will not be accepted. Questions and requests for clarification—and the responses thereto—that CNFA believes may be of interest to other offerors will be circulated to all RFP recipients who have indicated an interest in bidding.

Only the written answers issued by CNFA will be considered official and carry weight in the RFP process and subsequent evaluation. Any verbal information received from employees of CNFA or any other entity should not be considered as an official response to any questions regarding this RFP.

**2.3 Evaluation and Award**: The award will be made to a responsible offeror whose offer follows the RFP instructions, meets the eligibility requirements, and meets or exceeds the minimum required technical specifications, and is determined via a trade-off analysis to be the best value based on application of the below evaluation criteria. Best value determination will consider both technical and financial proposals, i.e., the best approach and anticipated results in combination with a reasonable cost. Proposed costs must reflect and clearly match the degree of sophistication of the technical approach.

The relative importance of each individual criterion is indicated by the number of points below:

* **Technical, 70 points –** 
  + Prior successful experience providing support to international non-profit organizations in Egypt funded by USAID or other donor organizations, supported by relevant references.
  + Ability to provide reliable Egyptian labor law guidance, and other services to such as tax exemption and registration specifically for NGOs.
  + Qualifications of proposed personnel
  + Suitability of proposed approach
  + Professionalism and responsiveness of proposal
* **Cost Proposal, 30 points –** overall price and payment terms for the legal services procured

Best-offer proposals are requested. It is anticipated that award will be made solely on the basis of these original proposals. However, CNFA reserves the right to conduct any of the following:

* CNFA may conduct negotiations with and/or request clarifications from any offeror prior to award;
* While preference will be given to offerors who can address the full technical requirements of this RFP, CNFA may issue a partial award or split the award among various suppliers, if in the best interest of the CNFA;
* CNFA may cancel this RFP at any time.

CNFA anticipates awarding a service agreement to the successful offeror.

**2.4 Cost Proposal**: Pricing must be presented in Egyptian Pounds. Please include payment terms as part of the cost proposal, noting that CNFA prefers to make payment following the completion of services rather than in advance. Offers must remain valid for not less than sixty (60) calendar days after the offer deadline. Offerors are requested to provide offers on official letterhead in accordance with the format provided in Annex 4.

**2.5 Proposal Format Instructions:** All proposals must be formatted in accordance with the below requirements:

1. English language only
2. Include the individual/agency/organization name, date, RFP number, and page numbers as a header or footer throughout the document.
3. The Technical Proposal must be in the format provided in Annex 3.
4. The Cost Proposal must be in the format provided in Annex 4.

A full proposal will include the following documents:

1. A cover letter on company letterhead, signed by an authorized representative of the offeror (Annex 2).
2. A complete Technical Proposal in response to the evaluation criteria in Section 2.3 and in the format provided in Annex 3.
3. A complete Cost Proposal in response to the terms of Section 2.4, the evaluation criteria in Section 2.3, and in the format provided in Annex 4.
4. A copy of the offeror’s business license, or, if an individual, a copy of his/her identification card.
5. At least three (3) contacts for references from organizations/individuals for which the offeror has successfully performed similar work in the past 3 years.

**Annex 1 – Offer Checklist and Submission Instructions**

To assist offerors in preparation of proposals, the following checklist summarizes the documentation to include an offer in response to this RFP:

□ Cover letter on company letterhead, signed by an authorized representative of the offeror (see Annex 2 for template)

□ Technical Proposal (see Annex 3 for template)

□ Cost Proposal (See Annex 4 for template)

□ Copy of offeror’s registration or business license

□ At least three (3) contacts for references from organizations/individuals for which the offeror has successfully performed similar work in the past 3 years.

**Annex 2 – Offeror Cover Letter**

*The following cover letter must be placed on letterhead and completed/signed/stamped by a representative authorized to sign on behalf of the offeror:*

To: FTF Egypt FAS Project

Villa Taie, Ramla, West Bank, Luxor, Egypt

Reference: RFP no. RFP-002

To Whom It May Concern:

We, the undersigned, hereby provide the attached offer to perform all work required to complete the activities and requirements as described in the above-referenced RFP. Please find our offer attached.

We hereby acknowledge and agree to all terms, conditions, special provisions, and instructions included in the above-referenced RFP. We further certify that the below-named firm—as well as the firm’s principal officers and all commodities and services offered in response to this RFP—are eligible to participate in this procurement under the terms of this solicitation and under USAID regulations.

Furthermore, we hereby certify that, to the best of our knowledge and belief:

* We have no close, familial, or financial relationships with any CNFA or project staff members;
* We have no close, familial, or financial relationships with any other offerors submitting proposals in response to the above-referenced RFP; and
* The prices in our offer have been arrived at independently, without any consultation, communication, or agreement with any other offeror or competitor for the purpose of restricting competition.
* All information in our proposal and all supporting documentation is authentic and accurate.
* We understand and agree to CNFA’s prohibitions against fraud, bribery, and kickbacks.
* We understand and agree to CNFA’s prohibitions against funding or associating with individuals or organizations engaged in terrorism or trafficking in persons activities.

We hereby certify that the enclosed representations, certifications, and other statements are accurate, current, and complete.

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| Authorized Signature:\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ | Name & Title of  Signatory:\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ |
| Date:\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ | Company Name:\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ |
| Company Address:\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_  \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ | Telephone:\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_  Website:\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ |
| Company Registration or Taxpayer ID Number:\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ | Does the company have an active bank account? (Y/N):\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ |
| Official name associated with the bank account (for payment): \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_ | |

**Annex 3 – Technical Proposal**

Please include the below sections and information in your firm’s technical proposal. Please keep responses to the technical proposal to a **maximum of 10 pages**. To the maximum extent practical, **please reference specific sections of the relevant local law** to support your responses:

1. **Introduction** - If the offeror represents a firm, describe the firm’s organization, size, structure, areas of practice, and office location(s). If the offeror is an individual, please provide areas of practice and location.
2. **Approach** – Please describe the firm’s approach for supporting non-profit organizations such as CNFA. How does the firm interact with the organization to respond to requests and meet the international NGO’s needs? What timeline can CNFA expect for responses to requests and questions? Does the firm assign a consistent point of contact to manage the relationship or are different personnel assigned depending on the nature of the support needed? Please confirm the firm’s ability to provide the required services in English, except in cases where Arabic would be required such as drafting Arabic-language correspondence.
3. **Technical Expertise -** Please provide answers to the questions listed below. Please reference specific sections of the relevant local law in your responses:
   * 1. What are the criteria to determine the difference between an employee and a consultant (independent contractor)? If consultants are utilized, are there certain requirements they must meet?
     2. What employee benefits are required by law to be included in employment agreements (i.e. retirement/provident fund, health insurance, life insurance, religious leave, vacation and sick days, holidays, severance/gratuity, 13th month, etc.)?
     3. If an employer needs to terminate an employee, what, if any, restrictions does the law in Egypt impose on termination?
     4. What are the requirements, if any, in Egypt for retaining financial and programmatic records after the program ends?
4. **Personnel** - Describe the qualifications of attorneys/lawyers to be assigned to the representation. Descriptions should include:
   1. Professional and educational background of each attorney;
   2. Overall supervision to be exercised over the assigned attorneys;
   3. Prior experience of the individual attorneys with respect to the required experience listed above.
5. **Past Performance** - Describe relevant experience conducting the tasks in section 1.4 for internationally funded NGOs or other USAID implementers.
6. **References** - Provide the names, addresses, contact persons, and telephone numbers of at least 3 clients – preferably clients similar to CNFA.

**Annex 4 – Cost Proposal**

The offeror’s cost proposal should include the hourly billing rates of each attorney or other legal staff who are expected to work on this representation as well as the estimated amount of time/hours the offeror anticipates to complete the Scope of Work and Tasks required. The cost proposal should also include the payment terms, noting that CNFA prefers to make payment following the completion of services rather than in advance.

CNFA reserves the right to negotiate with the offerors on the structure of the cost proposal and payment terms.

**Annex 5 – CNFA Terms and Conditions**

**5.1 Ethical and Business Conduct Requirements:** CNFA is committed to integrity in procurement, and only selects suppliers based on objective business criteria such as price and technical merit.

CNFA does not tolerate fraud, collusion among offerors, falsified proposals/bids, bribery, or kickbacks. Any firm or individual violating these standards will be disqualified from this procurement, barred from future procurement opportunities, and may be reported to both USAID and the Office of the Inspector General.

Employees and agents of CNFA are strictly prohibited from asking for or accepting any money, fee, commission, credit, gift, gratuity, object of value or compensation from current or potential vendors or suppliers in exchange for or as a reward for business. Employees and agents engaging in this conduct are subject to termination and will be reported to USAID and the Office of the Inspector General. In addition, CNFA will inform USAID and the Office of the Inspector General of any supplier offers of money, fee, commission, credit, gift, gratuity, object of value or compensation to obtain business.

Offerors responding to this RFP must include the following as part of the proposal submission:

* Disclose any close, familial, or financial relationships with CNFA or project staff. For example, if an offeror’s cousin is employed by the project, the offeror must state this.
* Disclose any family or financial relationship with other offerors submitting proposals. For example, if the offeror’s father owns a company that is submitting another proposal, the offeror must state this.
* Certify that the prices in the offer have been arrived at independently, without any consultation, communication, or agreement with any other offeror or competitor for the purpose of restricting competition.
* Certify that all information in the proposal and all supporting documentation are authentic and accurate.
* Certify understanding and agreement to CNFA’s prohibitions against fraud, bribery and kickbacks.

Please contact [nolgesashvili@cnfa.org](mailto:nolgesashvili@cnfa.org) with any questions or concerns regarding the above information or to report any potential violations. Potential violations may also be reported directly to CNFA at to [FraudHotline@cnfa.org](mailto:FraudHotline@cnfa.org).

**5.2 Terms and Conditions**: This solicitation is subject to CNFA’s standard terms and conditions. Any resultant award will be governed by these terms and conditions; a copy of the full terms and conditions is available upon request. Please note the following terms and conditions will apply:

1. CNFA’s standard payment terms are net 30 days after receipt and acceptance of any commodities or deliverables. Payment will only be issued to the entity submitting the offer in response to this RFP and identified in the resulting award; payment will not be issued to a third party.
2. No commodities or services may be supplied that are manufactured or assembled in, shipped from, transported through, or otherwise involving any of the following countries: Cuba, Iran, North Korea, Syria.
3. Any international air or ocean transportation or shipping carried out under any award resulting from this RFP must take place on U.S.-flag carriers/vessels.
4. United States law prohibits transactions with, and the provision of resources and support to, individuals and organizations associated with terrorism. The supplier under any award resulting from this RFP must ensure compliance with these laws.
5. United States law prohibits engaging in any activities related to Trafficking in Persons. The supplier under any award resulting from this RFP must ensure compliance with these laws.
6. The title to any goods supplied under any award resulting from this RFP shall pass to CNFA following delivery and acceptance of the goods by CNFA. Risk of loss, injury, or destruction of the goods shall be borne by the offeror until title passes to CNFA.

**5.3 Disclaimers:** This is a Request for Proposals only. Issuance of this RFP does not in any way obligate CNFA or USAID to make an award or pay for costs incurred by potential offerors in the preparation and submission of an offer. In addition:

1. CNFA may cancel RFP and not award;
2. CNFA may reject any or all responses received;
3. Issuance of RFP does not constitute award commitment by CNFA;
4. CNFA reserves the right to disqualify any offer based on offeror failure to follow RFP instructions;
5. CNFA will not compensate offerors for response to RFP;
6. CNFA reserves the right to issue award based on initial evaluation of offers without further discussion;
7. CNFA may negotiate with short-listed offerors for their best and final offer;
8. CNFA reserves the right to order additional quantities or units with the selected offeror;
9. CNFA may reissue the solicitation or issue formal amendments revising the original RFP specifications and evaluation criteria before or after receipt of proposals;
10. CNFA may modify the specifications without issuing a formal notice to all offerors when the revisions are immaterial to the scope of the RFP;
11. CNFA may choose to award only part of the activities in the RFP, or issue multiple awards based on multiple RFP activities;
12. CNFA reserves the right to waive minor proposal deficiencies that can be corrected prior to award determination to promote competition;
13. CNFA will contact all offerors to confirm contact person, address, and that the bid was submitted for this RFP;
14. CNFA will contact all offerors to inform them whether or not they were selected for award;

In submitting a response to this RFP, offerors understand that USAID is not a party to this solicitation and the offeror agrees that any protest hereunder must be presented – in writing with full explanations – to CNFA for consideration. USAID will not consider protests regarding procurements carried out by implementing partners. CNFA, at its sole discretion, will make a final decision on any protest for this procurement.

**5.4 Source/Nationality/Manufacture**: All goods and services offered in response to this RFP or supplied under any resulting award must meet **USAID Geographic Code 937** in accordance with the United States Code of Federal Regulations (CFR), [22 CFR §228](http://www.gpo.gov/fdsys/pkg/CFR-2012-title22-vol1/pdf/CFR-2012-title22-vol1-part228.pdf). The cooperating country for this RFP is Egypt.

Offerors may not offer or supply any commodities or services that are manufactured or assembled in, shipped from, transported through, or otherwise involving any of the following countries: Cuba, Iran, North Korea, Syria.

**5.5 Taxes and VAT**: As an organization that is implementing a project on behalf of USAID, CNFA is exempt from being charged VAT, customs duty or fee, excise tax, or any other form of tax or tariff for goods and services purchased for USAID funded activities. As such, CNFA is exempt from being charged VAT, customs duty or fee, excise tax, and any other form of tax or tariff for goods and services purchased for USAID funded activities. As such, offerors agree to exclude VAT or any similar taxes or fees from its cost proposal.

**5.6 Eligibility**: By submitting an offer in response to this RFP, the offeror certifies that it and its principal officers are not debarred, suspended, or otherwise considered ineligible for an award by the U.S. Government. CNFA will not award a contract to any firm that is debarred, suspended, or considered to be ineligible by the U.S. Government.