



Terms of Reference (ToR)

Short Term Legal Staff Consultancy

Legal Operations Division

Director General, General Counsel Directorate

August 2024

Islamic Development Bank

Terms of Reference

“Short Term Legal Staff Consultancy”

1. Introduction

The Legal Operations Division under the Director General, General Counsel Directorate is entrusted with the following functions:

- 1.1 Serve as a focal point and ‘resource center’ for all legal matters related to financing operations of the Operations Complex (including the Directorate General, Country Programs and Directorate General, Global Practices and Partnerships) and the operational funds managed by the bank.
- 1.2 Provide advice on the drafting and implementation of all legal agreements related to the Operations of the Bank and the funds under its management, including financing agreements, contracts, and other formal arrangements for operational activities of the bank with members and non-member countries, international organizations, and governmental and non-governmental entities.
- 1.3 Provide legal support to project teams throughout the project cycle and ensure (in collaboration with business units) that due diligence and proper governance review procedures and checklists are included and applied in the project financing Operations and the management of operational funds.
- 1.4 Advise on the execution and entry into force of financing agreements and arrangements, including the review of legal opinions and other legal documents submitted in fulfillment of financing conditions, review/clearance of tendering/contract documents, clearance of disbursement requests, advising on payment schedules, default in payment obligations, ongoing and potential suspension of disbursements and other sanctions and other ongoing/potential legal proceedings.
- 1.5 Draft and negotiate all agreements and MoUs and advise in support of the operational activities of the business units within the Operations Complex and advise on all related legal matters.
- 1.6 Provide legal services and assistance for negotiating and implementing bilateral and multilateral cooperative arrangements, including the drafting, reviewing, and negotiation of agreements, contracts, and all related legal documents and instruments.
- 1.7 Provide legal services, share knowledge, and provide Legal technical assistance to Member Countries, consistent with the Bank’s developmental mandate and strategy.
- 1.8 The Legal Operations Division has three subunits: MENA, Asia and Africa.

The Legal Operations Division obtained internal Approval to have short term legal consultancy services to support its services delivery to support the Asia subunit.

2. Background

- 2.1 Lately, the Islamic Development Bank went through an organization fine tuning exercise to support its strategy. This exercise led to the restructuring of the Legal function including the Legal Operations Division.

2.2 The Asia subunit has seen a significant surge in the number of transactions particularly in sovereign operations and PPP projects. This led to the need for short-term legal consultancy support until the vacant positions are duly filled.

3. Eligibility

The eligibility requirements include the following:

- 3.1 The Candidate should not have an active consultancy contract or any other type of services with IsDB or any of its Group affiliates whether in personal capacity or through company/law firm;
- 3.2 The Candidate should not be in a conflict-of-interest situation with his current position and there should be no legal and regulatory or contractual impediments for the candidate to undertake this short-term staff consultancy.

4. Objective and Scope

The objective of the short-term staff consultancy is to support the timely and quality delivery of services by the Asia Section under LOD.

The scope of this staff consultancy services shall include but not be limited to:

- 4.1 Interpret laws, rulings and regulations and provide expert legal advice and technical guidance to the Bank's operations units in relation to public sector transactions, operations' policies and operations procurement, private-sector and other non-sovereign transactions, funds and funds management, mobilization and management of the financial resources of the bank.
- 4.2 Coordinate with the Shariah Unit of the bank to ensure that all legal documents and in compliance with Shariah. Provide technical advice to the business units operating in the Asia region on products, modes of financing and investment agreements and arrangements, including the review of legal opinions and other legal documents submitted in fulfillment of financing conditions, review/clearance of tendering/contract documents, clearance of disbursement requests, advising on payment schedules, default in payment obligations, ongoing and potential suspension of disbursements and other sanctions and on other ongoing/potential legal proceedings.
- 4.3 Serve as adviser to the business units operating in the Asia region on issues of governance, legal risk management, growth, policy implementation, internal and external communications relating to complex matters, strategic planning and execution, and special projects.
- 4.4 Negotiate, review, and approve all legal documents and agreements related to the bank's operations in the Asia (i.e.: agreements for the establishment of special funds and trust funds in the bank, procurement of various services necessary for the support of the operations of the Bank and the related corporate activities).
- 4.5 Provide legal expertise, research and knowledge services to advance the bank's Islamic Finance agenda and developmental mandate.
- 4.6 Participate in the conceptualization and development of the legal corporate policies, procedures and programs and provide counsel and guidance on legal matters and on legal implications of all matters.
- 4.7 Ensure the Bank's compliance with applicable laws and regulations and keep abreast of legislative changes that may affect the bank and its affiliates.
- 4.8 In coordination with the Manager and the Associate Managers for Asia, contribute to the development of the legal operations division strategy to promote and protect IsDB's legal interests.

5. Working modalities

- 5.1 For the short-term legal consultancy purposes, the interaction with IsDB staff shall be done entirely using telecommunication and internet collaboration technologies. can be done in the IsDB headquarters in Jeddah or using telecommunication and internet technologies. It is preferable to use telecommunication technologies when it gives faster results.
- 5.2 The consultant will need to work in line with the working hours in HQ local time.

6. Duration of the Assignment

The short-term staff consultancy agreement will be for an initial period of 6 months. Subsequent extensions may be considered based on performance, needs and management approvals.

7. Selection Criteria

7.1 Professional experience

- (a) Experience in sovereign financing;
- (b) Experience in PPP type of projects as a lender counsel (whether in-house or with a law firm);
- (c) Experience in corporate finance or other debt financing type of transactions;
- (d) Knowledge about Development Banks;
- (e) Knowledge about Islamic finance products.

7.2 Academic and professional qualifications

- (a) Master's degree in Law;
- (b) Admission to the bar (or diploma to practice law) of a IsDB Member Country or any other jurisdiction acceptable to IsDB;
- (c) Minimum 8 years of relevant experience in International / Islamic Banking and Finance, Project Finance, Trade Finance, International Finance, Corporate Law, Development and Public International Law;
- (d) Master's degree in Law is equivalent to 2 years of experience;
- (e) PhD's degree in Law is equivalent to 4 years of experience.

7.3 Language

English	Mandatory
Arabic	Preferred
French	Preferred

7.4 Skills

Core / Behavioural	Level
Adaptability	Proficient
Teamwork	Proficient
Client Centricity and Stakeholder Management	Proficient
Motivation to Learn and Share Knowledge	Proficient
Drive for Results	Proficient

Expression of Interest:

- Interested Consultants are invited to submit a technical & Commercial proposal no later than Dated 28th Aug 2024 3:00 p.m., Jeddah time to the following designated email address ' : General - BCC2024-060 Recruitment of short term legal counsel for LOD _Asia_ 16208 <832fe16f.isdb.org@emea.teams.ms>
- For any Clarification or General Queries please contact thru given email: EOI Submission - BCC2024-060 Recruitment of short term legal counsel for LOD _Asia_ 16208 <f165e83d.isdb.org@emea.teams.ms>
- Additionally, and most importantly, IsDB currently Implemented the Procure to Pay Solution with SAP Ariba, you are kindly required to register yourself/Esteemed Firm through Self registration link as follows for the RFP/TOR and future Business with IsDB.
<http://isdb.supplier.mn2.ariba.com/ad/selfRegistration/>

Expression of Interest (EOI) by Applicant

Date: _____

I have read carefully your Invitation for Expression of Interest for the captioned assignment and find the Terms of References (TOR) and Scope of Work match my skill mix and experiences for providing the services required in the TOR. I would like to express my interest for being considered for the assignment. I understand that IsDB does not have an obligation that I must be selected.

I have attached to this EOI my Curriculum Vitae (CV) for your consideration along with two writing samples. Some of the key information is highlighted below:

Personal Profile

Nationality:
Date of Birth:
Permanent Address:
Phone No.:
Email:

Past Consultancy Assignment References

[Notes to consultant: Please select most relevant consultancy assignments you have recently completed to demonstrate your technical qualifications and experience.]

Period	Client	Project	Country	Your role (As lead consultant or as member of a team?)	Value of the Contract

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III. Availability

I shall be available for the services from _____ to _____.

IV. Eligibility Declaration

I, the undersigned, certify to the best of my knowledge and belief:

- ☐ I have read terms of reference (TOR) and Scope of Work (attached), for this assignment.
- ☐ I confirm that the project references submitted as part of this EOI accurately reflect the experience of myself.
- ☐ I confirm that I have never been convicted of an integrity-related offense or crime related to theft, corruption and fraud.
- ☐ I understand that any misrepresentations that knowingly or recklessly mislead, or attempt to mislead may lead to the automatic rejection of the proposal or cancellation of the contract, if awarded, and may result in further remedial action, in accordance with IsDB’s Integrity and Anti-corruption Policy.

Signature:
Name of the Applicant