

TERMS OF REFERENCE ON THE APPOINTMENT TO SHELTER AFRIQUE'S PANEL OF EXTERNAL ADVOCATES IN KENYA

Terms of Reference (TOR) for engaging a new panel of law firms to provide external legal counsel services to Shelter Afrique.

POST TITLE:	Provision of Legal Services
JURISDICTION	Republic of Kenya
PROJECT TITLE:	Appointment of a panel of Advocates for the period between 2023 – 2026
ORGANIZATION:	Shelter Afrique (Company for Housing and Habitat in Africa)
DURATION OF CONTRACT:	3 years

1. Background

Shelter Afrique is the only pan-African finance institution that exclusively supports the development of housing and urban development in Africa.

Shelter Afrique comprises of a partnership of 44 African Governments, the African Development Bank (AfDB) and the Africa Reinsurance Corporation (Africa-Re). It builds strategic partnerships and offers a host of products and related services to support the efficient delivery of affordable housing and commercial real estate.

As the Company for Housing and Habitat in Africa, our work has a direct and positive impact on the lives of many by meeting the needs of the continent's rapidly growing urban population.

2. Objective

The purpose of appointing the panel of Advocates is to establish a data base of legal skills available to Shelter Afrique that can be contracted to provide specialized legal advice and services in Kenya.

3. Invitation

Shelter Afrique invites suitably qualified and experienced prospective law service providers to form part of a Panel of Advocates for a period of 36 months (three (3) years). Applicants are to respond by complying with all the mandatory requirements and ensuring the responses are in line with the specifications and evaluation criteria.

4. Proposal Requirements

Each proposal must include the specialized fields of law of the firm. If a firm of Advocates has expertise in more than one field of law, all relevant fields must be indicated in the proposal together with demonstrated experience in the specified areas of law.

NOTE: The proposal must be limited to a maximum of 5 pages

5. Scope of Work

The law firms will be required to render services to Shelter Afrique on a wide legal range of issues pertaining to, inter alia the following fields of law:

- i) Litigation and dispute resolution.
- ii) Banking regulations and compliance.
- iii) Conveyancing, Project Finance and Real estate.
- iv) Good knowledge and grasp of all the land laws.
- v) Public Private Partnerships.
- vi) Advising on regulatory matters (incl. the applicable regulatory instruments), and regular updates on changes in relevant laws and regulations.
- vii) Representation in public hearings or inquiries.
- viii) Providing general legal support through legal opinion.
- ix) Out of court settlements through mediation and/or arbitration.
- x) Cross border transactions.
- xi) Advise on Capital Markets transactions.
- xii) Debt recovery.
- xiii) Construction law.
- xiv) Equity Investments.
- xv) Mergers & Acquisitions.
- xvi) Employment and Labour relations.
- xvii) Other legal services may be required by Shelter Afrique.

6. Expected Key Performance Indicators (KPIs) and Reporting:

Upon being selected as part of Shelter Afrique law firms panel, an exacting expectation exists for the consistent provision of legal services characterized by efficiency, cost-effectiveness, and exceptional quality. Performance is mandated to be in strict alignment with our corporate strategic objectives and in full compliance with the pertinent legal regulations and standards. Such a performance should also demonstrate a comprehensive understanding of our industry.

The selected law firms will undergo regular evaluations, based on a comprehensive set of KPIs including, but not limited to:

- **Adherence to deadlines:** Monitor the adherence to legal deadlines and statutory requirements.
- **Quality of service:** Shelter Afrique will assess the quality of legal advice and representation provided by the panel firms. This includes the accuracy, depth, and effectiveness of legal counsel.
- **Resolution of legal issues:** Track the number of legal issues or disputes successfully resolved by the panel of lawyers within a specific time frame.
- **Communication:** The law firms should maintain effective and timely communication with the bank's legal department and other relevant stakeholders. Responsiveness to queries and concerns is crucial.
- **Cost-Efficiency:** Evaluate the cost-effectiveness of the legal services provided by the panel in terms of legal fees, litigation expenses, and settlements.

- **Compliance:** Panel firms must demonstrate their commitment to complying with all relevant laws and regulations in the course of their legal services.
- **Adherence to budgets:** Track the ability of the law firms to work within allocated legal budgets for specific projects or cases.
- **Success rate in litigation:** If applicable, track the success rate in litigation cases, including the number of cases won or settled in favor of the Bank.
- **Risk management:** Assess the panel's ability to identify and mitigate legal risks to protect the Bank's interests.
- **Settlement process:** valuation of the performance of a recovery operation based on settlement agreements based on the Key Performance Indicators (KPIs) :
 - a) **Settlement Strategy Effectiveness:** Evaluate the success of different settlement strategies employed by the law firms, such as negotiation tactics, payment plans, or concessions.
 - b) **Cost of Settlement:** Evaluate the cost of negotiation, legal fees, or other expenses related to reaching settlements as a percentage of the total amount recovered.
 - c) **Settlement Recovery Rate:** Assess the percentage of the total outstanding debt or assets that were successfully recovered through settlement agreements.

6.1 Performance Improvement:

If a law firm consistently fails to meet the established KPIs, Shelter Afrique reserves the right to issue performance improvement notices and, if necessary, review the firm's inclusion in the panel.

6.2 Compliance and Review:

Panel firms must comply with the reporting and performance evaluation requirements outlined under the present Terms of References, Shelter Afrique reserves the right to conduct periodic reviews to ensure continued compliance and to make necessary adjustments in the panel, as deemed necessary.

7. Eligibility and Qualification Criteria

CHECKLIST OF DOCUMENTS TO BE SUBMITTED (PLEASE TICK IN THE RELEVANT BLOCK BELOW)		
DOCUMENT DESCRIPTION	YES	NO
Certified ID Copies of all Partners/Associates of the law firm		
Applicants must ensure compliance with their tax obligations and submit their tax clearance certificates.		
Current and valid Legal Practicing Certificates for all Advocates		
Letters of good standing		
The most recent firm profile.		
Proof of valid Professional Indemnity Cover		

8. Procurement and Policies Procedures

The general conditions of tender, contract and order will be applicable to this tender.

9. Professional Fees

The personnel handling institution briefs must be identified and their curriculum vitae (CVs) provided. An assignment fee will be negotiated or every assignment issued.

10. DATE FOR RECEIPT OF APPLICATIONS/BIDS

Proposals should be submitted via email to: **procurement@shelterafrique.org** with the subject as **SHAF Panel of Lawyers**. Addressed to the Procurement & Disposal Committee, Shelter Afrique Centre, Longonot Road-Upper Hill, P.O. Box 41479-00100, Nairobi not later than 10th November 2023, at 1700 hours.

11. Contact Details

For any further technical enquiries: The Head of Legal Services Department, Shelter Afrique, Centre, Longonot Road, Upper Hill, P.O. Box 41479-00100 Nairobi or email: **procurement@shelterafrique.org**.

DECLARATION

I/We have examined the information provided in your terms of reference and offer to undertake the work prescribed in accordance with the requirements set out. We confirm that the terms of reference will remain binding upon us and may be accepted by you at any time before the expiry date.

Are you duly Authorized to commit to the Terms of Reference? Yes: ☐ No: ☐

Capacity under which this TOR is signed:

Signature:

Date: