



TOR for STE-Assignments / Advisory / Services Contract

Programme:	Private Sector Development and Technical Vocational Education and Training Programme in South Caucasus (PSD TVET SC): Clusters4Development Project
PN:	16.2179.6-007.00
Activity:	Legal and accounting support to Georgian apparel and fashion association (GAFA) and Georgian construction materials cluster (GCMC)
Period:	05 July 2021 – 30 July 2022

1. Brief information about the project

“Clusters 4 Development: Better Business Sophistication in Georgia” Project (hereafter – C4D) is a multi-donor action funded by the EU and the German Ministry for Economic Cooperation and Development (BMZ). The project is implemented by the Private Sector Development and TVET South Caucasus Programme at the Deutsche Gesellschaft für Internationale Zusammenarbeit (GIZ).

C4D is an integral part of the EU Programme “Economic and Business Development in Georgia”, Component 3: greater business sophistication, in particular, related to the strengthened policy framework to facilitate the development of SME, clusters and incubators (Result 3.1) and the development and functioning of the clustering approach in at least 5 pilot sectors in Georgian regions (Result 3.2).

In line with these results, the specific objectives of the project are: 1) Enhanced business performance of private sector actors in the construction, tourism and apparel sectors through cooperation mechanisms (Components 1-3); and 2) Improved institutional framework for cluster and business development (Component 4).

Specifically, the project is implemented across four components:

- Component 1: Development and pilot implementation of a market-oriented cluster in the construction sector.
- Component 2: Development and pilot implementation of a market-oriented cluster in the tourism sector.
- Component 3: Development and pilot implementation of a market-oriented cluster in the apparel sector.
- Component 4: Enhancement of institutional capacities for cluster and business development.

Key Implementing Partner of the project is the Ministry of Economy and Sustainable Development of Georgia (MoESD).



TOR for STE-Assignments / Advisory / Services Contract

2. Context and current situation in the field of assignment

Clusters4Development project supports establishment of the market-oriented cluster in the apparel sector - "Sustainable Apparel Made in Georgia" and in construction sector – "Quality and innovation in construction materials". Both clusters are currently registered as Georgian Apparel and Fashion Association (GAFA) and Georgian Construction Materials Cluster (GCMC). The focus of the cluster is to unite Georgian small and medium-sized enterprises active in apparel and construction materials sectors under one umbrella, identify their needs, challenges and opportunities and support them in their further sustainable development through networking, promotion and access to knowledge and expertise. The clusters will support the creation of synergy among members, as well as help to promote the production on local and international markets.

C4D contributes to cluster development, manages and monitors successful implementation of agreed activities and processes.

3. Objective of the assignment

GIZ/C4D seeks to contract a legal and accounting service provider company (hereinafter Contractor) to support GAFA and GCMC in order to conduct their activities in compliance with Georgian law and regulations.

3.1. Scope of work

Under this assignment, the Contractor is expected to:

1. Provide the legal service that includes but is not limited to:

- drafting all necessary legal documentations,
- revise agreements, contracts and other internal documentations and give the recommendation for improvement,
- represent the clusters at different private or public legal entities and etc.
- Conduct a legal risk assessment and give the recommendation before any kind of partnership / collaboration with other local or international organizations
- Revise all documentations provided by any current or potential service provider / contractor
- Conduct a legal assessment of relevant new or emended regulation that can influence the further activity of the clusters.



TOR for STE-Assignments / Advisory / Services Contract

- Provide verbal and written legal consultancy upon request.

2. Provide accounting service that includes but is not limited to:

- Preparation accounting documentations,
- Submitting / upload accounting documentation on relevant portals / system,
- Preparation and submission of monthly and annual tax returns to the tax authority,
- Filling in standard accounting forms to be submitted to the Department of Statistics;
- Tax advice related to current accounting operations;
- In case of tax audit, participate in the preparation of information to be provided to the tax / controlling authority,
- Preparation of various calculations related to personnel, Prepare a payment order for the transfer
- Conduct verbal and written consultancy upon request.



TOR for STE-Assignments / Advisory / Services Contract

3.2. Deliverables and timeline

The contract period for this assignment is expected to be from 31 May 2021 to 30 July 2022.

An indicative structure of **tasks/deliverables** and **due dates** is suggested as follows:

Phase/Tasks	Deliverables	Expert Days	Due Date
1. Preparatory work			
1.1. Review and get familiar with the GAFA and GCMC strategy, mission and vision, action plan and other relevant 1.2. In a close cooperation with the clusters' managers and programme expert, develop an action plan for communication, reporting and monitoring between clusters and contractor.	<ul style="list-style-type: none"> Report of conducted preparatory work (word doc) action plan (word doc. Excel doc) 	10	20 July 2021
2. Legal support			
2.1. Appoint a responsible person for permanent legal support 2.2. Revise all existing internal documentations and give the recommendations for improvement 2.3. Develop all necessary drafts / samples / templates of relevant internal documentations 2.4. Represent both clusters at different entities upon need and request 2.5. Provide verbal and written consultancy upon request	<ul style="list-style-type: none"> Written recommendation on improvement Drafts of internal documentations Monthly reports on conducted activities 	100	30 July 2022
3. Accounting service			



TOR for STE-Assignments / Advisory / Services Contract

Phase/Tasks	Deliverables	Expert Days	Due Date
3.1. Appoint a responsible person for permanent accounting support 3.2. Register both clusters in all relevant public portals 3.3. Develop all necessary drafts / samples / templates of relevant accounting documentations 3.4. Conduct monthly accounting for both clusters 3.5. Represent both clusters at different entities upon need and request 3.6. Submitting / upload accounting documentation on relevant portals / system, 3.7. Filling in standard accounting forms to be submitted to the Department of Statistics; 3.8. Tax advice related to current accounting operations; 3.9. In case of tax audit, participate in the preparation of information to be provided to the tax / controlling authority, 3.10. Preparation of various calculations related to personnel, Prepare a payment order for the transfer upon request 3.11. Provide verbal and written consultancy upon request	<ul style="list-style-type: none"> Drafts of internal documentations Monthly reports in English (doc) 	100	30 July 2022
4. Final report			
4.1. Submit final report on conducted legal service 4.2. Submit the final report on conducted accounting service	<ul style="list-style-type: none"> Both English and Georgian version of final legal report (Word) Both English and Georgian version of final accounting report (Word) 	10	30 July 2022

4. Coordination and Communication

- The Contractor reports to the GIZ/C4D Team Leader and Programme Expert.
- The Contractor will coordinate closely on all content and technical aspects of this assignment with GIZ/C4D team, Cluster Manager/GAFA.

5. Conditions and payment terms



TOR for STE-Assignments / Advisory / Services Contract

Payment will be carried out based on the implementation of this assignment and the acceptance of all deliverables by GIZ.

6. Submission Requirements

The bidding company shall submit technical and financial proposals to comply with the following requirements:

6.1. Technical proposal shall contain:

1. Information about the company demonstrating its strong record in the area of legal and accounting service
2. Assignment relevant portfolio – short description of similar projects.
3. Brief description of the implementation process, focusing on:
 - Interpretation of objectives
 - Strategy of implementation
 - Management of processes, cooperation, learning and innovation
 - Work schedule and timelines
 - Monitoring and evaluation concept
4. A work plan to include proposed implementation schedule and activities to be performed by Contractor and suggested professionals for completion of this assignment.
5. A list of proposed professionals to be involved in implementation of this assignment (please include their CVs and relevant works). Implementation team shall include:
 - 1 Team leader

Tasks of the team leader

- Overall responsibility for the advisory packages of the contractor (quality and deadlines)
- Coordinating and ensuring communication with GIZ, partners and others involved in the project
- Personnel management, in particular identifying the need for assignments within the available budget, as well as planning and steering assignments and supporting local and international short-term experts
- Regular reporting in accordance with deadlines

Qualifications of the team leader

- Education/training : LLM / LLB
- Language : Good business language skills in English
- Professional experience : 5 years of professional experience in legal advisory



TOR for STE-Assignments / Advisory / Services Contract

- Leadership/management experience: 6 years of management/leadership experience as project team leader or manager in a company

2 Legal expert

Tasks of expert 2

- Assessment of legal documentations
- Drafting legal documentations
- Providing verbal or written constancy
- Conducting legal assessment of relevant regulations

Qualifications of expert 2

- Education/training: LLB / LLM
- Language: English
- Professional experience: 5 years of working experience in providing legal consultancy in the field of corporate law, tax law, contractual law, civil law

3 Accounting expert

Tasks of expert 3

- Drafting accounting documentations
- Submit / upload accounting documentations on relevant platforms
- Providing verbal or written constancy

Qualifications of expert 3

- Education/training: University degree (Bachelor / Masters) accounting, business administration
- Language: English
- Professional experience: 5 years of working experience in providing accounting service

6.2. The financial proposal shall clearly state:

- All types of costs to be charged to the project for implementation of this assignment, **excluding VAT**.
- **Fee rate of experts assigned that shall cover all personnel costs, including ancillary personnel costs; backstopping, communication and reporting costs; and all overheads, profit, interest, risks, etc.**

7. Evaluation criteria

Technical Proposal will be assessed based on the following criteria:



TOR for STE-Assignments / Advisory / Services Contract

- Credentials of the company and assignment-relevant experience;
- Interpretation of the assignment objectives by the bidder;
- Professional credentials and qualifications the proposed staff;
- Overall relevance of the proposed technical offer to current assignment and expectation of the project.

*** For the detailed information, please review assessment grid, attached to this document.**