

**REQUEST FOR QUOTATIONS (RFQ) TEMPLATE**

RFQ Number: RFQ-OPS-002

Issuance Date: August 27, 2024

Deadline for Quotes: September 5, 2024

Description: Provision of Legal Services to the Branch of Chemonics International in the Kyrgyz Republic

For: USAID Kyrgyz Republic Agro Trade Activity

Funded By: United States Agency for International Development (USAID),

 Contract No. 7200AA18D00018/72011520F00004

Implemented By: Chemonics International Inc.

Point of Contact: procurement@kyrgyzagrotrade.com; susmanova@kyrgyzagrotrade.com

**\*\*\*\*\* ETHICAL AND BUSINESS CONDUCT REQUIREMENTS \*\*\*\*\***

Chemonics is committed to integrity in procurement, and only selects suppliers based on objective business criteria such as price and technical merit. Chemonics expects suppliers to comply with our Standards of Business Conduct, available at <https://www.chemonics.com/our-approach/standards-business-conduct/>.

Chemonics 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 Chemonics 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, Chemonics 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 RFQ must include the following as part of the proposal submission:

* Disclose any close, familial, or financial relationships with Chemonics 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 Chemonics’ prohibitions against fraud, bribery and kickbacks.

Please contact miskakov@kyrgyzagrotrade.com with any questions or concerns regarding the above information or to report any potential violations. Potential violations may also be reported directly to BusinessConduct@chemonics.com or by phone/Skype at 888.955.6881.

**Section 1: Instructions to Offerors**

1. **Introduction**: The Agro Trade Activity (ATA) is a USAID program implemented by Chemonics International in the Kyrgyz Republic. The goal of the Agro Trade Activity is to support job creation, strengthen value chains and improve the business enabling environment through interventions that boost productivity, upgrade processing, build international business-to-business linkages, facilitate access to finance, and support private sector–informed policy reform.

As part of project activities, ATA requires the purchase of legal services and guidance in accordance with the Kyrgyz Republic standards, policies, and regulations. The purpose of this RFQ is to solicit quotations from eligible offerors for as-needed, ad hoc purchases of legal services on project related legal activities in the Kyrgyz Republic, including taxation, local labor law and labor relations, legal review of employment agreements, banking, record keeping, legal review of residential and commercial lease templates, legal review of the Field Office Policy Manual, and for project closeout needs. Other legal needs may arise during project implementation. As a result of this RFQ, Chemonics anticipates the award of an Hourly Rate Legal Services Agreement.

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

1. **Offer Deadline and Protocol**: Offers must be received no later than 17:00 local Bishkek time on August 30, 2024 by email to the susmanova@kyrgyzagrotrade.com and procurement@kyrgyzagrotrade.com.

Please reference the RFQ number in any response to this RFQ. Offers received after the specified time and date will be considered late and will be considered only at the discretion of Chemonics.

1. **Questions**: Questions regarding the technical or administrative requirements of this RFQ may be submitted no later than 10:00 local Bishkek time on August 30, 2024 by email to susmanova@kyrgyzagrotrade.com. Questions must be submitted in writing; phone calls will not be accepted. Questions and requests for clarification—and the responses thereto—that Chemonics believes may be of interest to other offerors will be circulated to all RFQ recipients who have indicated an interest in bidding.

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

1. **Scope of Work**: Section 3 contains the Scope of Work for the required services.
2. **Quotations**: Quotations in response to this RFQ must be priced on a fixed-price, all-inclusive basis. Prices must be presented in Kyrgyz Soms. Prices must be inclusive of all costs (including worker’s compensation insurance mandated by U.S. Defense Base Act (DBA insurance). Offers must remain valid for not less than thirty (30) calendar days after the offer deadline. Offerors are requested to provide quotations on their official quotation format or letterhead; in the event this is not possible, offerors may complete the table in Section 3.

In addition, offerors responding to this RFQ are requested to submit the following:

* Organizations responding to this RFQ are requested to submit a copy of their official registration, business license, or incorporation documents.
* Individuals responding to this RFQ are requested to submit a copy of their identification card.
* Organizations and individuals must submit a copy of their tax registration, or equivalent document.
* Company/individual’s profile or 2-3-page introduction to company/individual’s areas of expertise and practice, and description of the team and main clients. Offerors should also include in this introduction how they maintain their knowledge and stay abreast of legal changes, how they transfer knowledge to clients, and ensure they are kept up to date with changes in regulations and laws affecting our operations.
* A minimum of three (3) references (with name and contact information) indicating the relevant services carried out in the last three (3) years that best illustrate organization/individual’s qualifications and past performance. References from USAID or similar donor-funded projects are preferred. Independent verification of the references may be carried out. Chemonics reserves the right to obtain past performance information from sources other than those identified by the offeror.
* CVs for all individual(s) who would be carrying out the required services described in Section 3 of the RFQ. The CVs must include detailed information about the individuals’ experience in providing the services described in Section 3 of the RFQ. Offers must include at least two CVs, one for each proposed key personnel.
* Official quotations, based on a fixed hourly rate for specific services, for the provision of legal services identified in Section 3. This information should be submitted in the format provided in Section 4 below.

The price quotation be submitted separately from above documents. All other parts of this quotation must not make reference to pricing data in order that the technical evaluation may be made strictly on the basis of technical merit.

1. **Delivery**: As part of its response to this RFQ, each offeror is expected to provide an estimate (in calendar days) of the delivery timeframe (after receipt of order). The delivery estimate presented in an offer in response to this RFQ must be upheld in the performance of any resulting contract
2. **Source and Authorized Geographic Code:**
3. All services offered in response to this RFQ or supplied under any resulting award must meet **USAID Geographic Code** 937 and 110 in accordance with the United States Code of Federal Regulations (CFR), [22 CFR §228](https://www.gpo.gov/fdsys/pkg/CFR-2017-title22-vol1/pdf/CFR-2017-title22-vol1-part228.pdf). The cooperating country for this RFQ is the Kyrgyz Republic.

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

Any and all items that are made by Huawei Technology Company, ZTE Corporation, Hytera Communications Corporation, Hangzhou Hikvision Digital Technology Company, Dahua Technology Company will not be accepted. If quotes include items from these entities please note that they will be deemed not technically responsive and excluded from competition.

1. **Taxes and VAT**:

The agreement under which this procurement is financed is not exempt from the payment of taxes, VAT, tariffs, duties, or other levies imposed by any laws in effect in the Kyrgyz Republic. Therefore, offerors must include taxes, VAT, charges, tariffs, duties and levies in accordance with the laws of the Kyrgyz Republic.

1. **UEI Number:** Companies or organizations, whether for-profit or non-profit, shall be requested to provide a Unique Entity Identifier (UEI) number if selected to receive an award in response to this RFQ valued greater than or equal to USD$30,000 (or equivalent in other currency). If the Offeror does not have a UEI number and is unable to obtain one before the submission deadline, Offeror shall include a statement noting their intention to obtain a UEI number should it be selected as the successful offeror or explaining why registration for a UEI number is not possible. Contact sam.gov to obtain a number. Further guidance on obtaining a UEI number is available from Chemonics upon request.
2. **Eligibility**: By submitting an offer in response to this RFQ, 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. Chemonics will not award a contract to any firm that is debarred, suspended, or considered to be ineligible by the U.S. Government.
3. **Evaluation and Basis for Award**: The award will be made to a responsible offeror whose offer follows the RFQ instructions, meets the eligibility requirements, and is determined via a trade-off analysis to be the best value based on the application of the following evaluation criteria. Points will not be awarded for cost, which will be primarily evaluated for realism and reasonableness. For overall evaluation purposes of this RFQ, technical evaluation factors other than cost, when combined, are considered significantly more important than cost factors. If technical scores are determined to be equal or nearly equal, cost will become the determining factor.

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

* **Technical Know How**– **50 points**: Chemonics will assess whether the proposal explains, understands and responds to the objectives of the project as stated in the Scope of Work. Offers demonstrating a high level of expertise and competence in addressing these types of legal issues will be highly rated.
* **Personnel Qualifications and Corporate Capabilities – 35 points**: Chemonics will evaluate the curriculum vitae (CV) of the proposed team members and evaluate if the offer has the experience and capabilities carry out the Scope of Work. The CVs must include detailed information about the individuals’ experience in providing the services described in Section 3 of the RFQ and demonstrate how the proposed key personnel meet the necessary requirements. Chemonics will evaluate whether is the company experience relevant to the project Scope of Work.
* **Past Performance – 15 points**: Offerors must include three past performance references of similar work (under contracts or subcontracts) previously implemented as well as contact information for the companies for which such work was completed. Contact information must include at a minimum: name of point of contact who can speak to the offeror’s performance, name and address of the company for which the work was performed, and email and phone number of the point of contact. Chemonics will assess the past performance of the Offerors by contacting three references who may indicate the Offeror's past performance for projects of similar size and scope. Experience with USAID-funded or similar international donor-fund projects in the Kyrgyz Republic, especially those with local registrations as Branch Offices, like Chemonics International, is highly preferred.

Please note that if there are significant deficiencies regarding responsiveness to the requirements of this RFQ, an offer may be deemed “non-responsive” and thereby disqualified from consideration. Chemonics reserves the right to waive immaterial deficiencies at its discretion.

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

* Chemonics 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 RFQ, Chemonics may issue a partial award or split the award among various Vendors, if in the best interest of the Agro Trade Activity.
* Chemonics may cancel this RFQ at any time.
* Chemonics may reject any and all offers, if such action is considered to be in the best interest of Chemonics.

Please note that in submitting a response to this RFQ, the offeror understands 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 the Agro Trade Activity for consideration, as USAID will not consider protests regarding procurements carried out by implementing partners. Chemonics, at its sole discretion, will make a final decision on the protest for this procurement.

1. **Terms and Conditions**: This is a Request for Quotations only. Issuance of this RFQ does not in any way obligate Chemonics, the Agro Trade Activity, or USAID to make an award or pay for costs incurred by potential offerors in the preparation and submission of an offer.

This solicitation is subject to Chemonics’ 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. Chemonics’ 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 RFQ and identified in the resulting award; payment will not be issued to a third party.
2. Any award resulting from this RFQ will be firm fixed price, in the form of an Hourly Rate Legal Services Agreement.
3. No services or commodities 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.
4. Any international air or ocean transportation or shipping carried out under any award resulting from this RFQ must take place on U.S.-flag carriers/vessels.
5. United States law prohibits transactions with, and the provision of resources and support to, individuals and organizations associated with terrorism. The Vendor under any award resulting from this RFQ must ensure compliance with these laws.

g) DEFENSE BASE ACT (DBA) INSURANCE

a) FAR 52.228-3 WORKER’S COMPENSATION INSURANCE (DEFENSE BASE ACT INSURANCE) (Jul 2014) [Updated by AAPD 22-01- 6-10-22]

The Subcontractor shall (a) provide, before commencing performance under this Subcontract, such workers’ compensation or security as the Defense Base Act (DBA) (42 U.S.C. 1651, et seq.) requires and (b) continue to maintain it until performance is completed. The Subcontractor shall insert, in all lower-tier subcontracts authorized by Chemonics under this Subcontract to which the Defense Base Act applies, a clause similar to this clause imposing upon those lower-tier subcontractors this requirement to comply with the Defense Base Act. DBA insurance provides critical protection and limits on liability. The Subcontractor shall provide a proof of DBA insurance coverage to Chemonics upon request. Chemonics will verify coverage for, at least, projects in high-risk environments and where Chemonics may be providing security.

(b) AIDAR 752.228-3 WORKERS’ COMPENSATION (DEFENSE BASE ACT) [Updated by AAPD 22-01- 6-10-22] As prescribed in AIDAR 728.308, the following supplemental coverage is to be added to the clause specified in FAR 52.228-3.

(1) The Subcontractor agrees to procure DBA insurance pursuant to the terms of the contract between USAID and USAID’s DBA insurance carrier unless the Subcontractor has a DBA self-insurance program approved by the U.S. Department of Labor or has an approved retrospective rating agreement for DBA.

(2) If USAID or Subcontractor has secured a waiver of DBA coverage (See AIDAR 728.305-70(a)) for Subcontractor’s employees who are not citizens of, residents of, or hired in the United States, the Subcontractor agrees to provide such employees with worker’s compensation benefits as required by the laws of the country in which the employees are working, or by the laws of the employee’s native country, whichever offers greater benefits.

(3) The Subcontractor further agrees to insert in all lower-tier subcontracts hereunder to which the DBA is applicable a clause similar to this clause, including the sentence, imposing on all lower-tier subcontractors authorized by Chemonics a like requirement to provide overseas workmen’s compensation insurance coverage and obtain DBA coverage under the USAID requirements contract.

(4) Contractors must apply for coverage directly to Starr Indemnity & Liability Company through its agent, Marsh McLennan Agency (MMA), using any of the following methods:

1. **Website.** There is a website with the option to print a PDF application form and submit it or complete an online application. The link to the website is: <https://www.starr.com/Insurance/Casualty/Defense-Base-Act/USAID---Defense-Base-Act>

2. **Email.** An application form can be emailed to: USAID@marshmma.com

3. **Additional Contacts**. Contacts for Starr Indemnity & Liability Company and its agent, Marsh MMA are available for guidance and question regarding the required application form and submission requirements:

- Tyler Hlawati (Starr) tyler.hlawati@Starrcompanies.com Telephone: 646-227-6556
- Bryan Cessna (Starr) bryan.cessna@starrcompanies.com Telephone: 302-249-6780
- Mike Dower (Marsh MMA) mike.dower@marshmma.com Telephone: 703-813-6513
- Diane Proctor (Marsh MMA) diane.proctor@marshmma.com Telephone: 703-813-6506

For instructions on the required application form and submission requirements, please refer to [AAPD 22-01](https://nam02.safelinks.protection.outlook.com/?url=https%3A%2F%2Fwww.usaid.gov%2Fwork-usaid%2Faapds-cibs%2Faapd-22-01&data=05%7C01%7Cmevans%40chemonics.com%7C82de2e3e459d473d0d8808da4fdc5a0c%7C7c1f24a67d39452c82370726e3b19a73%7C0%7C0%7C637910105065625706%7CUnknown%7CTWFpbGZsb3d8eyJWIjoiMC4wLjAwMDAiLCJQIjoiV2luMzIiLCJBTiI6Ik1haWwiLCJXVCI6Mn0%3D%7C3000%7C%7C%7C&sdata=CLgeGEF1%2FLaBSsj238bWxvW6fNha8CKmQtprS8tqpMU%3D&reserved=0). Pursuant to AIDAR 752.228-70, medical evacuation is a separate insurance requirement for overseas performance of USAID funded subcontracts; the Defense Base Act insurance does not provide coverage for medical evacuation. The costs of DBA insurance are allowable and reimbursable as a direct cost to this Subcontract.

Before starting work, the offeror must provide Chemonics with a copy of the DBA coverage policy that covers each of its employees.

**Section 2: Offer Checklist**

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

□ Cover letter, signed by an authorized representative of the offeror (see Section 4 for template)

□ Official quotation, including proof of technical qualifications, (see Section 3 for scope of work, required technical qualifications, and the template to provide quotations);

□ Copy of offeror’s registration or business license or individual identification card and valid attorney license (see Section 1.5 for more details);

□ Contact information for at least three (3) references of past or present clients indicating the relevant services carried out in the last three (3) years that best illustrate company/individual’s qualifications and past performance (see Section 1.5 for more details).

□ CVs for all individual(s) who would be carrying out the required services described in Section 3 of the RFQ (see Section 1.5 for more details).

□ Company/individual’ profile or 2-3 pages introduction to company/individual’s areas of expertise, and description of the team and main clients (see Section 1.5 for more details);

□ Federal Funding Accountability and Transparency Act (FFATA) Subaward Reporting Questionnaire, signed by an authorized representative of the offeror (see Section 5 for questionnaire). This form shall be completed only if the value is over $30,000

**Section 3: Scope of Work and Technical Qualifications**

The purpose of this RFQ is to engage a local legal firm to provide legal services and guidance to Chemonics and the Kyrgyz Republic Agro Trade Activity, in accordance with the Kyrgyz Republic standards, policies and regulations.

1. **Technical Requirements**

Offerors must meet the following technical qualifications:

* Demonstrated expertise and proven track of record providing legal services in the areas outlined below in the illustrative questions under the scope of work(taxation, labor relations, employment agreements, residential and/or commercial lease agreements, lead and policy manual review, record keeping, and project closeout).
* Experience working with business registration processes, including assisting internationally based companies to gain a comprehensive familiarity with local labor laws and tax regulations in the Kyrgyz Republic.
* Experience with USAID or similar donor-funded projects and project registration in the Kyrgyz Republic, especially those implemented by for-profit international firms like Chemonics with a registration as a Branch Office, is highly preferred.
* Ability to respond to questions from the Branch office such as those described below within a reasonable timeframe. The delivery timeframe agreed upon between the Chemonics Projects and the Offeror must be upheld in the performance of any resulting contract.
1. **Key Personnel**

The offeror must propose the following key personnel who must meet the following minimum requirements:

* Senior legal advisor – Law degree from an accredited and recognized institution is required, LL.M preferred, minimum from 5 to 7 years of experience, including at least 3 years of experience providing support to international organizations in the Kyrgyz Republic in the areas described in Section 3 of the RFQ. Proficiency in English required.
* Junior legal advisor – Law degree from an accredited and recognized institution is required, minimum 5 years of experience, including at least 3 years of experience supporting international donor-funded organizations in the Kyrgyz Republic. Legally eligible to provide legal opinions in the Kyrgyz Republic. Proficiency in English required.
* The key personnel proposed in the offeror’s response to this RFQ must be available to provide the required services according to the delivery schedule stated. Any replacement or temporary substitution of key personnel over the course of the agreement requires prior written approval by the Branch office.
1. **Illustrative List of Questions**

Please see an ***illustrative*** list of potential questions and requests below that Chemonics may pose to the selected Local Counsel. Please use this list to determine the amount of level of effort necessary for each category in the quotation table in Section 4. **It is NOT necessary to answer these questions as part of the Offeror’s quotation:**

1. ***Local Registration***

Chemonics International is currently registered as a Branch Office. On September 10, 2021 Mr. Maksat Iskakov has been appointed as a new Head of the Branch Office. The Branch’s legal address on file with the registration authority is listed as 191, Abdrakhmanov street, room 122, Bishkek, while physically we are located at 1, Griboedov street, Osh city.

1. Does the local counsel recommend updating above information with the registration authorities?
2. Does local counsel recommend any change or adjustment in Chemonics’ current registration?
3. If a change in registration is recommended, please provide details on the process and costs associated with closing or amending the current registration, as well as details for each of the available options, including:
	1. A summary of the benefits and restrictions of each type.
	2. Costs associated with registration, including any initial capital requirements.
	3. Analysis on ability to implement general programmatic requirements such as entering into local and international subcontracts/purchase orders, local leases, hiring local consultants, and making payments.
	4. What are renewal and de-registration processes and requirements? Specifically identify any costs associated with each requirement.
	5. What are the possible income tax implications of each registration option? For example, is world-wide income a consideration for imposing taxes? How can income tax implications be limited?
	6. Are there taxes or other restrictions on asset transfers between the Chemonics head office and the local project office?
4. ***Taxation***
5. After adoption of a new Tax Code in 2022, what are the implications of new Tax Code’s provisions for activities of Chemonics? What is the tax regime under the new Tax Code applicable to Chemonics? Should any procurement amount under the grants has to be taxed?
6. What are the tax restrictions and requirements for the Third Country Nationals (TCNs) living in the Kyrgyz Republic? Do TCNs pay any local taxes?
7. Have there been any changes to the tax requirements or other restrictions applicable to acquisition of goods and services locally (for example, leases, visas, exit permits)? If so and taxes apply, please identify any changes to the reporting requirements. Would Chemonics be required to withhold local tax and other withholdings from vendors providing goods and services, or from grantees? If withholdings are required, what are the types of reporting are required and to which agency are they made?
8. Have there been any changes to employment taxes? If so, which ones and when? What employee benefits are taxed and at what level? Does this vary by the type of registration?
9. It is Chemonics practice to pay its employees a standard salary and separately - when the employees travel at Chemonics’ request - reimburse its employees for travel expenses substantiated by receipts (with one exception provided for meals allowance for which a flat rate is paid and does not require receipts).  In the latter case, when Chemonics reimburses its employees for travel and/or other miscellaneous costs (which are always separate from salary), are such expense reimbursements to local national employees considered taxable income to the employee and therefore subject to income tax withholding?
10. Have there been any changes in the social security laws?
11. ***Record Keeping***
12. Given Chemonics current registration method, please confirm what types of records must be maintained by the project, and which government entities have the right to access these records, and when.
13. Please confirm the current requirements for maintaining original transaction records in the Kyrgyz Republic if any, for the current registration method as a branch. Are there requirements for maintaining original transaction records in the Kyrgyz Republic, including after the end of the project?
14. If change in registration method is recommended:
	1. What requirements are there for record maintenance or filing under the new registration method?
	2. What requirements for record maintenance or filing are there for closing the old registration method? What is a current estimate for the costs associated with closing Chemonics’ registration?
15. ***Banking***
16. Have regulations or laws related to banking been changed since the last review, which was conducted in 2022? If so, provide details on the changed applicability based on Chemonics’ current registration status. If not, confirm that bank documents are in compliance with local law.
17. If requirements for establishing and maintaining bank accounts have changed since the last review in 2022, identify:
	1. Restrictions on who can be a bank signatory,
	2. Taxes and/or fees, if any, imposed on the withdrawal of funds
	3. Restrictions, if any, on currency conversions or transfer of funds into or out of the country,
	4. Restrictions on transferring funds outside the host country (e.g. transferring unused funds back to the Chemonics Home Office).
	5. Any legal restrictions and/or authorizations of the host country government over any/all assets.
18. ***Procurement***
19. Is Chemonics affected by any changes in regulations since the last review in 2022, related to entering into commodity or service contracts with the local entities?
20. Do any changes related to procurements intersect with registration, employment, dispute resolution, or taxation regulations or requirements?
21. Please note any restrictions related to our current registration option regarding conducting procurements in the Kyrgyz Republic.
22. ***Labor Relations***

Chemonics will hire Kyrgyz and non-Kyrgyz citizens, either on a long-term or short-term basis for the implementation of project activities. Long-term personnel will be hired for the duration of the project; once the project ends, the employment will be terminated. Local Counsel may be asked address the following points regarding labor relations and immigration requirements for Chemonics’ expatriate and local staff:

1. Have regulations or laws (including customary laws) changed since the last review in 2022 related to employment and tax laws for local national employees? Residents with valid work visa? Expatriates?
2. Have there been changes in the laws and regulations governing the type of employee agreements/contracts fall under our organization’s registration?
3. Have there been changes in the fringe benefits (for example 13th month bonus payments) required by local law?
4. Have there been changes in the laws and regulations pertaining to workers’ compensation insurance coverage requirements?
5. Have there been changes in the laws and regulations governing labor law requirements surrounding health coverage, retirement plans, and vacation/sick/other leave benefits? Are there severance requirements and under what circumstance is severance required? What is severance calculation and the notification period required?
6. Have there been changes in the laws and regulations governing the probationary period for new employees?
7. Is there a performance management process detailed in the labor code that must be followed? Are there offenses that require immediate termination?
8. What is the process and local requirements for staff terminations due to project closure?
9. Have there been changes in the laws and regulations governing employer tax liabilities such as employee’s social security and income tax withholdings and payment of taxes?
10. Have there been changes in the laws and regulations governing working or office requirements mandated by local law?
11. Is it legal to check a final candidate’s name against certain U.S. Government lists, such as the SAM database, to ensure they are not sanctioned, debarred or excluded? Can individuals who appear on the US Government sanction list be terminated immediately? Is severance or notice required based on country labor laws?
12. Is it legal to complete background checks on individuals whether or not they have been sanctioned and/or debarred from working with the U.G. Government and US contracting agencies?
13. Is there a performance management process detailed in the labor code that must be followed? Are there offenses that require immediate termination?
14. Are there changes to the short-term or long-term visa regulations, including process for application or renewal, length of stay, type, and penalties for non-compliance?
15. ***Procurement and Grant Making***
16. Is Chemonics affected by any changes in regulations since the last review on (insert date) related to entering into commodity or services contracts or issuing grants to local or international entities?
17. Do any changes related to procurements or issuing grants intersect with registration, employment, dispute resolution, or taxation regulations or requirements? Please note any restrictions related to a particular registration option related to conducting procurements, exporting goods procured in country, importing goods procured internationally, or issuing grants to local or international entities.
18. ***Annual Legal Counsel Review***

The Local Counsel will be asked to review above-mentioned questions under 3A-G and provide responses, as well as guidance and recommendations on how to implement necessary changes to Chemonics operations under the Agro Trade Activity.

1. ***Legal Review of Chemonics Field Office Policy Manual***

As required by changes in local law, or by changes in Chemonics’ policies, the Local Counsel shall thoroughly review (using tracked changes) Chemonics field office policy manual (approximately 100 pages in length) and indicate sections of the manual that are not compliant with applicable Kyrgyz Republic and provide recommendations to adjust the manual’s language to ensure compliance. The Local Counsel shall also suggest changes to bring the policy manual in compliance with the local laws and regulations.

1. ***Project Closeout***

The Local Counsel may provide guidance on the following questions when the Agro Trade Activity is ending, or if Chemonics needs to de-register:

1. What records or documents are required to be kept in the host country after the end of the project or termination of the registration? If there are requirements, how do international companies commonly address these requirements?
2. Are there employment requirements/termination circumstances in which is Chemonics required by local law to pay severance to its employees?
3. What considerations does Chemonics, and the Branch Office have in terms of VAT reimbursement upon the conclusion of a project or if a bilateral agreement were to be put in place between the Government of Kyrgyzstan and the United States Government? If VAT is reimbursed by the government annually, or along another fixed timeline, rather than at the time of initial payment?

The table below contains the list of services under RFQ. Offerors are requested to provide quotations containing the information below on official letterhead or official quotation format. In the event this is not possible, offerors may complete this Section 3 and submit a signed/stamped version to Chemonics.

|  |
| --- |
| **Note***: Offerors should indicate NET per unit cost (exclusive of VAT). VAT will be charged at the rate prevailing at the time of the invoice (presently 12%).* |
| **Table 1: Legal Services Cost Proposal** |

|  |  |
| --- | --- |
| Legal Tasks (see task details above) | Level of Effort (in Hours) |
| Junior Lawyer | Senior Lawyer | Partner |
| Annual Legal Counsel Review |  |  |  |
| Field Office Policy Manual Review |  |  |  |
| Please fill below the hourly rates for the proposed key personnel, and any other personnel being proposed: |
| **Labor Category** | **Hourly Rates (KGS) Exclusive of VAT** |
| Junior Lawyer |  |
| Senior Lawyer |  |
| Partner  |  |

**Electronic deliveries shall be made by the Vendor to** **susmanova@kyrgyzagrotrade.com** **and to** **procurement@kyrgyzagrotrade.com****.**

Delivery time (after receipt of order): \_\_\_\_\_\_\_\_\_calendar days

The delivery estimate presented in an offer in response to this RFQ must be upheld in the performance of any resulting contract.

The prices quoted above remain fixed for the next one month:

\_\_\_\_Yes \_\_\_\_No

**Section 4: Offer 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: Branch of Chemonics International in the Kyrgyz Republic

 Osh, Kyrgyz Republic

Reference: RFQ No. OPS-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 RFQ. Please find our offer attached.

We hereby acknowledge and agree to all terms, conditions, special provisions, and instructions included in the above-referenced RFQ. 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 RFQ—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 Chemonics or the Kyrgyz Republic Agro Trade Activity project staff members;
* We have no close, familial, or financial relationships with any other offerors submitting quotes in response to the above-referenced RFQ; 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 quote and all supporting documentation is authentic and accurate.
* We understand and agree to Chemonics’ prohibitions against fraud, bribery, and kickbacks.

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

Authorized Signature:

Name and Title of Signatory:

Date:

Company Name:

Company Address:

Company Telephone and Website:

Company Registration or Taxpayer ID Number:

Company UEI Number:

Does the company have an active bank account (Yes/No)?

Official name associated with bank account (for payment):

**Section 5: Federal Funding Accountability and Transparency Act (FFATA) Subaward Reporting Questionnaire**

If the offeror is selected for an award valued at $30,000 or above and is not exempted based on a negative response to Section 3(a) below, any first-tier subaward to the organization may be reported and made public through FSRS.gov in accordance with The Transparency Acts of 2006 and 2008. Therefore, in accordance with FAR 52.240-10 and 2CFR Part170, if the offeror positively certifies below in Sections 3.a and 3.b and negatively certifies in Sections 3.c and 3.d, the offeror will be required to disclose to Chemonics for reporting in accordance with the regulations, the names and total compensation of the organization’s five most highly compensated executives. By submitting this quotation, the offeror agrees to comply with this requirement as applicable if selected for a subaward.

In accordance with those Acts and to determine applicable reporting requirements, Company Name certifies as follows:

1. In the previous tax year, was your company’s gross income from all sources above $300,000?

[ ]  Yes [ ]  No

1. In your business or organization's preceding completed fiscal year, did your business or organization (the legal entity to which the UEI number belongs) receive (1) 80 percent or more of its annual gross revenues in U.S. federal contracts, subcontracts, loans, grants, subgrants, and/or cooperative agreements; **and** (2) $25,000,000 or more in annual gross revenues from U.S. federal contracts, subcontracts, loans, grants, subgrants, and/or cooperative agreements?:

[ ]  Yes [ ]  No

1. Does the public have access to information about the compensation of the executives in your business or organization (the legal entity to which the UEI number it provided belongs) through periodic reports filed under section 13(a) or 15(d) of the Securities Exchange Act of 1934 (15 U.S.C. 78m(a), 78o(d)) or section 6104 of the Internal Revenue Code of 1986? (FFATA § 2(b)(1)):

[ ]  Yes [ ]  No

1. Does your business or organization maintain an active registration in the System for Award Management ([www.SAM.gov](http://www.SAM.gov))?

[ ]  Yes [ ]  No

I hereby certify that the above statements are true and accurate, to the best of my knowledge.

Authorized Signature:

Name and Title of Signatory:

Date: