



**Scope of Work
for
Indefinite Deliverable/ Indefinite Quantity Contract (IDIQC) for
Legal Assistance
In Support of the ACED Program Activities in Aqaba**

SW # / TO#	SOW-041-2009
RFP #	RFP-017-2009
Potential candidate(s):	Legal firms/ Attorneys
Position:	N/A
Local / International:	Local
Maximum Level of Effort:	To be defined by the Client and as needed
Contract Name:	IDIQC for Legal Services
Contract Number:	N/A
Period of Performance:	March 2009 - October 2010 with possibility of extension

I. AQABA COMMUNITY and ECONOMIC DEVELOPMENT PROGRAM BACKGROUND

The Aqaba Community and Economic Development (ACED) Program is a five-year program funded by the United States Agency for International Development, benefiting the people and businesses of the Aqaba Special Economic Zone (ASEZ).

The ACED Program is based in Aqaba city and is composed of activities under three major areas:

- Component 1 will work to strengthen the government institutions and will be working directly with Aqaba Special Economic Zone Authority (ASEZA) and Aqaba Development Corporation (ADC),
- Component 2 will strengthen private sector to become more competitive, through enhancing the capabilities of Micro, Small and Medium Enterprises (MSMEs), and
- Component 3 will be working closely with the local community to develop its capacities and empower NGOs and Community-Based Organizations (CBOs).

In addition, cross-cutting training provision and a small grants and commodities program will support various activities within the components.

2. BACKGROUND

The ACED Program, through Component 2, has identified the need to contract a legal service provider with civil society expertise, in Jordan, to assist with enhancing the business environment for MSMEs, within ASEZ, through the development or modification of non-governmental organizations (NGOs) that include, but are not limited to, cooperatives, business associations and private voluntary organizations (PVOs). Legal advice is needed to support existing and to-be-created NGOs in matters related to registration procedures, charter or other “organic” document drafting, preparation of bylaws, board/staff composition and responsibilities, membership requirements and standards, representation, information sharing, international accreditation requirements, licensing implications. Other areas may be identified over time.

3. WORK to BE PERFORMED

The Contractor may work with the ACED Program, ASEZA, ADC or local community / businesses/ NGOs / CBOs to help develop bylaws and/or organizations based on the best practices according to Jordanian laws and must meet the required needs as may be subsequently defined in Task Orders (TO) under the contemplated Indefinite Deliverable/ Indefinite Quantity Contract (IDIQC). The Contractor may also provide in-direct technical assistance to businesses, if approved.

Examples of such legal assistance include, but are not limited to:

- **Providing advice to NGOs on the creation of non-profit organizations, e.g.** registration procedures, charter or other “organic” document drafting, relationship with other Jordanian NGOs or societies, organizations, associations, etc. **Drafting bylaws according to Jordanian laws, including, but not limited to preparation of by-laws on:**
 1. Responsibilities of NGO officers, directors, board and staff members
 2. Size of the board of directors and the manner and term of their election
 3. How and when board meetings will be held, and who may call meetings
 4. How the board of directors will function
 5. Meeting protocols
 6. Membership accreditation, certification, or standards
 7. Organization finances and controls

4. ACED PROGRAM EXPECTATIONS of the SUPPLIERS

The ACED Program Indefinite Quantity Contract (IQC) Methodology document more fully describes the acquisition of technical assistance (TA) services from an IDIQC holder. Prospective Offerors are responsible for familiarizing themselves with the contents of this document. Specific work activities, if any, may be described in future TO or RFP for Task Order documents that will include the technical, schedule, deliverable and Labor Category information as may apply to the services desired by the ACED Program at that time.

4.1 Requirements

Local technical experts in fields related to Legal Assistance are being sought at four illustrative levels of expertise found in the following Labor Categories:

- Project Director / Principal consultants
- Local STTA, Senior-Level Specialist
- Local STTA, Mid-Level Specialist
- Local STTA, Junior-Level Specialist

Please refer to the ACED Program Indefinite Quantity Contract (IQC) Methodology document, which more fully describes the qualifications required for each of the above noted Labor Categories.

4.2 Duration

The duration of the resulting IDIQC is “indefinite” and extends from the date of execution by all parties to the end date of the IQC or October 10, 2012, whichever comes first.

4.3 Coordination

The Contractor will coordinate with international and local consultants to be identified at a later stage by the ACED Program and work with the relevant component team members as well as any designated person(s) within the ACED Program as may be determined at the time of signing the contract and thereafter.

5. EVALUATION

The ACED Program intends to award one or more contracts resulting from this discipline-based IQC solicitation. Each technical proposal will be quantitatively evaluated, based upon the specific technical evaluation criteria set forth the RFP. The evaluation criteria will be used as a guide in determining which proposals will present the best value to the ACED Program and USAID.

6. TERMS and CONDITIONS

6.1 General

The following terms and conditions are not negotiable and shall be complied with by all Offerors.

- 6.1 This is a Request for Proposal only, and in no way obligates the ACED Program or USAID to award a contract. This solicitation is subject to the Terms and Conditions attached hereto. The resultant award will be governed by these Terms and Conditions.
- 6.2 “Supplier” means the entity that may ultimately supply the services implied under this RFP for IDIQC.
- 6.3 “Agent” means the ACED Program, under this RFP for IDIQC.
- 6.4 This RFP for IDIQC is being placed on behalf of the ACED Program, an official project of the Government of the United States, and as such, it is free and exempt from any consular or legalization fees, inspection or validation charges, and any taxes, tariffs, duties or other levies imposed by laws in effect in Jordan. No such fees, charges, tariffs, duties or levies will be paid under any award(s) as a result of this RFP.
- 6.5 The Supplier must be a citizen or legal resident of, or a legal business organized under the laws of, the United States or Jordan. The Offeror shall submit its certified registration documentation.
- 6.6 The Agent may, by written notice of default sent to the Supplier by registered mail, terminate in whole or in part any IDIQC or Task Order resulting from this RFP for IDIQC, If the Supplier fails to perform any of the other provisions of any IQC or Task Order resulting from this RFP for IDIQC, or so fails to make progress as to endanger performance of any IDIQC or Task Order resulting from this RFP for IDIQC in accordance with its terms, and in either of these two circumstances, does not cure such failure within a period of ten (10) days (or such longer period as the Agent may authorize in writing) after receipt of notice from the Agent specifying such failure.
- 6.7 In the event of disputes arising in connection with this RFP for IDIQC or any resulting IDIQC or Task Order, if any, the parties shall make reasonable attempts to reach amicable settlement among themselves. In the event that the parties shall fail to reach an amicable settlement within thirty (30) days, the dispute shall be decided under the Contracts Disputes Act of 1978 (41 U.S.C. 601-613). A claim by the Supplier shall be in writing and submitted to the ACED Program Contracting Officer for a written decision.
- 6.8 The Agent reserves the right after signing an IDIQC with a Supplier to send a Task Order or an RFP for Task Order, with an accompanying Statement of Work, if any, to one or more Suppliers holding relevant IDIQCs.

6.2 RFP Delivery Schedule

RFP Released January 4, 2009
Proposals Due January 20, 2009, 02:00 pm
Evaluation Complete.....February 15, 2009
Final Award Contingent upon USAID approvalMarch 1, 2009

*SHOULD ANY CHANGES IN THIS SCHEDULE OCCUR, ALL OFFERORS WILL BE NOTIFIED.