



**Emerging Leaders Consulting Services
Operations Directorate
Request for Quotation-Consultancy Legal Services
RFQ No: ELCS-1224
Issue Date: 16th Dec 2024
Close Date: 31st Dec 2024**

Company Background

Emerging Leaders Consulting Services (ELCS) is a dynamic research and management consulting company, differentiated by experience, business integrity and innovation. ELCS scope of engagement spans across several sectors, namely public health, education, private sector development, humanitarian emergencies and disasters, environment and climate change.

Since establishment in 2008, ELCS has worked with over 55 clients and partners involving, diplomatic missions, development partners, UN Agencies, international organization, private sector and higher education institutions across several regions including North America and Canada, Europe, the Middle East, South East and Central Asia.

Description of Service

In light of the new developments in Afghanistan and at the international market in 2020, ELCS employed some reform efforts involving establishment of the BOD, deployment of project oversight committees, decentralized management approaches to program and project management, and outsourcing of part of its operations to outside parties. It has is four years from the introduction and the adoption of this new management modality and outsourcing of certain operations functions.

As the year 2025 begins, and maintaining its culture of learning, ELCS is planning the new strategic plan for the Company for the year 2025-2028. An important element of the strategic plan development is the review of ELCS organizational structure and deploying a more responsive and effective management structure that is aligned with the provisions of the new strategic document, and helps translate ELCS ambitions into practice for the years 2025-2028.

In support of this process, ELCS requires the service of a law firm to support the Company during this transition and help sustain the change process. The law firm will undertake review of ELCS governance structure, BOD Charter, membership criteria, and other policies governing the company operations and make amendments to highlight new developments in the Afghan market.

The law firm will also review and appraise ELCS operational policies and procedures and refine the documents so they are aligned with the new Company structure, and strategic plan and speak

to the local applicable laws and regulations including the international labor law. Specifically, the law firm will review different types of individual and Corporate agreements/Contracts, while supporting ELCS in interpretation of different articles of the contract and agreements in light of the applicable country laws and regulations, while safeguarding the interests of ELCS.

The law firm will also review employment agreements and other agreements made with vendors, suppliers and other agencies against the national and international labor laws and counsel the Company to integrate new provisions that are reflective of the new developments in the Afghan and international labor market.

In addition, an important element of this consultancy is supporting ELCS on matters related to litigation, dispute resolution and other issues resulting from ELCS engagement with individuals and or companies. Specific responsibilities of the law firm are outlined as annex 1-TOR:

Confidentiality

During the course of assignment, the law firm will have access to company's confidential information. The law firm will be required to sign a non-disclosure agreement in support of their engagement with ELCS and will abide by the principle of confidentiality and information integrity.

Submission Guidelines: Interest law firms can submit their application to admin@elcs.com before the closing date. Please send your questions before 31th December 2024 to admin@elcs-af.com. ELCS will not respond to questions after the posted deadline. Below you will find submission guidelines for the consultancy.

Service Location:	Kabul
Preferred Quotation Currency:	Local Afghani Currency/USD
Documents to be Submitted with Quotation:	<ul style="list-style-type: none"> • Valid Business Registration Certificate • Updated Company Profile • Experience of a Minimum of 10 Years providing similar services to national and international clients • Strong client-base • At least three Positive References from Previous Clients • Copy of one Recent Contract from Previous Client
Partial Quotes:	Not Permitted/Not Applicable
Payment Terms:	<ul style="list-style-type: none"> • Upon Successful Delivery of Services and Approval of Invoice by ELCS Finance and Operations Department
Payment Type:	Bank Transfer

Evaluation Criteria:	<ul style="list-style-type: none"> • Valid Registration Documents Technical Responsiveness Cost-Effectiveness • Value for Money • Relevant Past Experience and Performance • Positive Reference letter from previous clients including one international client
Award Type:	ELCS may award to one law firm meeting the requirements
Type of Contract:	Short Term with possibility of extension
Contact for Enquiries:	admin@elcs-af.com
Submission Instructions:	Please submit your electronic RFQ in PDF format together with required supporting documents to admin@elcs-af.com with RFQ No. as your subject line of your email.
Deadline for submission of questions	31 th December 2024
Submission deadline	31 st December 2024

Annex 1, Terms of Reference, Legal Services/Law Firm

1. Review ELCS registration documents including articles of association and ensure they are aligned with the Company mission statements
2. Review ELCS organizational structure and propose amendments to highlight alignment with strategic goals of the Company
3. Review ELCS governance structure and refine the document in light of the new reform agenda
4. Develop BOD Charter including membership criteria
5. Review and refine implementation of ELCS corporate governance procedures for the company
6. Review of ELCS policies and protocols in light of applicable country laws and regulations and suggest amendments that is reflective of the new developments in the Afghan market
7. Review of HR policy manual and bring necessary changes to ensure alignment with local applicable labor laws and regulations
8. Incorporate specific provisions in the ELCS HR policy manual that guides the engagement of consultants/subject matters from the regional and international market
9. Drafting of the employment manual/ employee handbook and other employment-related agreements/ policies and regular revision of the same as per law;
10. Review of employment contracts, partnership agreements, and any other contracts with different agencies
11. Drafting, negotiating, reviewing resolution with respect to commercial contracts (including but not limited to employment, independent contractors, vendors, customers, lease agreements, RFQs, RFIs and RFPs)
12. Review and modification of the Employee separation processing/ Termination of employment letters
13. **Represent ELCS in different platforms on matters related to contract dispute. These would include:**
 - a. **Pre-litigation dispute resolution and assistance with collections strategies; and**
 - b. **Early dispute identification, avoidance and resolution.**
 - c. **Courts and other avenues related to the case/s**
14. Review, assess and revise restrictive contracts (non-competition, non-solicitation, non-disclosure or confidentiality agreements/NDA's), tailored to the company's business and protectable interests
 - a. Review of collaboration agreements
 - b. Project agreements
 - c. Project and employment amendments
 - d. Project funding agreements
 - e. Employment agreements (national and internationals)
 - f. Non-Disclosure Agreements
 - g. International foreign based contracting