



REQUEST FOR PROPOSAL (RFP)

**TO RETAIN LEGAL SERVICES OF INTERNATIONAL/ GLOBAL LAW
FIRMS FOR GENERAL LEGAL ADVICE TO THE NEW DEVELOPMENT
BANK**

DATE OF RELEASE: JANUARY 8, 2019

STRICTLY CONFIDENTIAL

REQUEST FOR PROPOSAL TO RETAIN LEGAL SERVICES

1. INTRODUCTION

1.1 The New Development Bank (“NDB”) invites proposals for the provision of legal services as set-out in this Request for Proposal (“RFP”) from international/global law firms (“**Law Firm(s)**”). Those interested and qualified law firms please register into NDB’s e-procurement system to be the **registered suppliers** and participate in the bidding process.

1.2 All information provided by NDB in connection with this RFP, including - (i) the fact that NDB has issued this RFP and is conducting a bidding process to select international/global law firm, and (ii) the contents and information provided in this RFP (including any documents and written or oral material that is provided by NDB in response to query(ies)/ clarification(s) related to this RFP), is considered NDB’s confidential and proprietary information and must not be disclosed to anyone outside of your law firm without NDB’s prior written approval. All proposals and other documentation submitted in response to this RFP:

- (i) become NDB’s property;
- (ii) will not be returned by NDB; and
- (iii) must be clearly marked as confidential, if your firm considers any material or information contained in its proposal or other documentation confidential.

2. NDB’S BACKGROUND¹

2.1 NDB is a multilateral development bank with its headquarters in Shanghai, People’s Republic of China, established by the Federative Republic of Brazil, the Russian

¹ For detailed information on NDB and nature of its operations, please visit NDB’s official website – <https://www.ndb.int/>

Federation, the Republic of India, the People's Republic of China and the Republic of South Africa ("**BRICS**") in accordance with the Agreement on the New Development Bank signed on July 15, 2014.² The purpose of the NDB is to mobilize resources for infrastructure and sustainable development projects in the BRICS and other emerging economies and developing countries.

3. **SCOPE OF LEGAL SERVICES**

The scope of legal services includes providing general legal advice to NDB in relation to laws, policies, regulations and legal systems (specifically in relation to English Law and Public International Law), including but not limited to ("**Scope of Legal Services**"):

- providing legal advice and services in relation to various sectors of NDB's operations and NDB's articles of agreement and policies;
- providing legal support on model documents and presentations, concept notes, rules, procedures and guidelines prepared by NDB internally and general institutional matters pertaining to multilateral development banks;
- suggesting international best practices that could be incorporated by NDB in its model agreements, policies, guidelines, transaction structures, etc;
- attending meetings or participating in conference calls (if required) with NDB officials and/or local authorities or agencies or any other third parties in relation to the Scope of Legal Services; and
- providing such other advice and assistance and undertaking such other legal work or services related to the above as may be instructed by NDB.

It is expected that the designated attorneys of the selected Law Firm will have the legal expertise, experience, capabilities and knowledge to perform the above legal services.

It is pertinent to note that in addition to the Scope of Legal Services, the selected Law Firm would also be required to provide at least 4 (four) trainings/ workshops to the NDB staff every year (during the term of the engagement) on topics requested

² A copy of the "*Agreement on the New Development Bank – Fortaleza, July 15*" is accessible on <https://www.ndb.int/wp-content/themes/ndb/pdf/Agreement-on-the-New-Development-Bank.pdf>.

by NDB, either at NDB's headquarter office in Shanghai or through video-conferencing. We would expect each of such trainings/workshops to be approximately of 120 minutes in duration. The aforesaid trainings/ workshops would be provided by the selected Law Firm on a pro-bono basis and free of cost to NDB.

4. INSTRUCTIONS TO LAW FIRMS

4.1 RFP Process Timeline

Activity	Date
Distribution of RFP	January 8, 2019
Deadline for Queries and Clarifications	January 11, 2019
Proposal Response Due	January 22, 2019
Signing Contract	TBD

4.2 Contact Information

Please use the following contact information for all correspondence with the NDB concerning this RFP.

Address: 33rd Floor, New Development Bank,
BRICS Tower,
333 Lujiazui Ring Road,
Pudong Area,
Shanghai - 200 120, China.

Email: jiang.xueyan@ndb.int

Office tel: 86-21-80211843

4.3 Queries and Clarifications

Please submit queries and the clarification required with respect to this RFP by e-mail. Law Firms should refer to the specific paragraph number and page of this RFP

and should quote the relevant passage. NDB will endeavour to respond to such queries/ clarifications within reasonable time period.

4.4 **Proposal Costs**

NDB is not responsible for any costs incurred by the Law Firm in the preparation of the proposal in response to this RFP or any site visit.

4.5 **Submission of Proposal**

As mentioned in Section 4.1 of the RFP (*RFP Process Timeline*), the deadline for submission of proposal by the Law Firm is 6:00 p.m. (Shanghai time), Tuesday, January 22, 2019. Proposal shall be prepared in English, submitted in writing and shall be duly signed by the authorised representative of the Law Firm. The proposal should be submitted online (through e-procurement system). Along with online submission, Law Firm could optionally send hard copies to NDB's contact person in sealed envelope.

4.6 **Proposal Format**

The proposal should contain two parts as follows:

(A) Part 1: Main Proposal – which shall *inter alia* include:

- (i) A cover letter that – (a) is signed by an authorized representative of the Law Firm; (b) identifies all materials and enclosures being forwarded in response to the RFP; and (c) identifies the representative for all matters relating to the RFP;
- (ii) An executive summary of Law Firm's background, size, speciality/ areas of expertise;
- (iii) Relevant experience and notable advice provided by the Law Firm to multilateral development banks and other international organizations, especially in relation to multilateral development bank financing transactions and policy making.
- (iv) A representative list of major clients and relevant transactions/ assignments pertaining to the experience set-out hereinabove in subparagraph (iii);

- (v) The team which the Law Firm proposes will be responsible for providing the Scope of Legal Services, including details of the location/office in which each lawyer is based in; and
- (vi) The experience and qualifications of each team member of the Law Firm which experience is relevant to the Scope of Legal Services (including their designation and number of years of post-qualification experience).

The Law Firm may provide any other additional information that it believes is relevant to demonstrate Law Firm's capability to provide the legal services mentioned in this RFP.

(B) Part 2: Fee Proposal - Proposal of the fees of the Law Firm should be based on the following:

- (i) Contract period will be for a period of 1 (one) year, which period can be extended by mutual agreement;
- (ii) While 300 (three hundred) hours may be assumed for the Scope of Legal Services, the actual number of hours may vary, and NDB shall pay the legal fees to the Law Firm only as per actual number of hours spent by the Law Firm;
- (iii) We expect that the services rendered by the Law Firm shall be charged on an hourly basis at an all-inclusive blended hourly rate (which shall be inclusive of any taxes)³;
- (iv) Law Firms are requested to quote all-inclusive blended hourly rate (in USD) for their services and also provide a break up of fees generally charged by each designation level of the Law Firm; and
- (v) All travel (unless incurred at NDB's written request) and out of pocket expenses shall be waived-off and shall not form part of the legal fees payable by NDB.

4.7 RFP Amendments

³ Do note NDB has tax exempt status in the BRICS nations in accordance with the Agreement on the New Development Bank – Fortaleza, July 15, 2014.

NDB reserves the right to amend the RFP any time prior to the proposal response due date as set-out in Section 4.1 (*RFP Process Timeline*) of this RFP.

5. **EVALUATION CRITERIA**

The proposals submitted by the Law Firms pursuant to this RFP will be reviewed and evaluated by NDB's team in accordance with the related NDB's policies and guidelines, especially the six principles (Economy, Efficiency, Competition, Transparency, Value for Money, Fit for Purpose) contained in NDB's corporate procurement policy, as amended from time to time. NDB is interested in obtaining a complete solution to the requirements contained in this RFP. Proposals that are late, or do not comply with RFP instructions, or take exceptions to mandatory requirements will be eliminated without further consideration.

The following are the key factors that will be taken into consideration for evaluating the proposals.

(A) Delivery of Legal Services:

- (i) Meeting the requirements as stated in this RFP;
- (ii) Understanding the Scope of Legal Services to be performed;
- (iii) Demonstration of adequate resources, completeness and competence in addressing the Scope of Legal Services;
- (iv) Experience with similar clients and legal matters; and
- (v) Level of qualifications and experience of individual(s) identified to perform the entire Scope of Legal Services.

(B) Pricing:

NDB will consider pricing as part of the evaluation criteria. Lowest price is not the sole criteria to select the Law Firm and award the contract; however, significant pricing differentials amongst Law Firms will be carefully examined. Price will be used as a final indicator for selecting the Law Firm when all other criteria have been evaluated and are more or less equivalent amongst competing Law Firms. NDB's decision on this shall be full and final in this regard.

6. **AWARD NOTIFICATION**

NDB reserves its right to negotiate with all or any of the Law Firms who have submitted their proposals pursuant to the RFP before selecting the Law Firm. NDB reserves the right to negotiate further with the selected Law Firm before and during the contracting process. NDB would enter into a framework agreement on a non-exclusive basis with the selected Law Firm for a period of 1 (one) year which may be extended on mutual agreement of the parties and if proposed by NDB in writing.

7. CONFLICT OF INTEREST

Each Law Firm submitting its proposal shall be deemed to have confirmed to NDB (and shall indicate the same in its proposal) that there is no existing conflict of interest with respect to it being potentially engaged to provide legal services to NDB. If a new or potential conflict of interest arises after NDB retains the selected Law Firm, each Law Firm agrees to promptly notify and consult with NDB.

8. SHORTLISTING FOR FUTURE TRANSACTIONS

The selected Law Firm under this RFP may be automatically shortlisted by NDB in relation to future requirements by NDB for engagement of a law firm for procurement of legal services with respect to specific transactions/ assignments. However, the aforesaid shortlisting would be subject to NDB's satisfaction of qualifications, experience and other relevant transaction/ assignment specific parameters/ criteria that NDB may consider in its sole determination.