



## **UGANDA BIODIVERSITY FUND**

### **TERMS OF REFERENCE FOR LEGAL ADVISOR TO BE ENGAGED ON A RETAINER BASIS**

#### **1. Background**

Uganda Biodiversity Fund (UBF) is an independent Trust Fund formed in 2016 through a multi-stakeholder consultative process. UBF strives to address the challenge of lack of a sustainable biodiversity financing for biodiversity conservation in the country. UBF's goal is to provide a credible source of funding for biodiversity conservation and natural resources management in Uganda. This is expected to be achieved through building credibility and capturing the niche, mobilizing and availing financial/other resources including enhancing capacity to deliver UBTF Mission which is "serving as a catalyst for mobilizing, managing and channelling financial resources for biodiversity conservation and sustainable use of natural resources in Uganda for the benefit of current and future generations and the intrinsic value of nature".

The institution has in-place a robust governance structure, management framework and receives good will and approval from the government. In executing its mandate, there are often several undertakings that involve legal advisory and consultation which need to be addressed from a legal perspective. To this end, UBF is seeking the services of a licensed law firm to act as its Legal Advisor on a retainer basis.

#### **2. Purpose**

The purpose of UBF Legal Advisor position is to provide guidance in all legal matters pertaining to the formal operations and engagements of the organization. The Legal Advisor will report to the Executive Director to ensure that legal requirements and provisions are adequately addressed in all the organization's formal undertakings. He/she may occasionally be requested to Report to the Board on a needs' basis.

#### **3. Scope of Work**

The Legal Advisor will be responsible for providing all legal support to the UBF as an institution in the focal areas of general legal advisory services and tax compliance/ advisory services. However, the specific tasks under the different themes shall include, but shall not be limited to:

**i) Legal Advisory Services**

In general, the law firm shall provide legal advisory services on routine operations as and when shall be required by the Uganda Biodiversity Fund. Specific tasks among others may include:

- (a) Reviewing contracts, agreements and other legal documents on a continuous basis;
- (b) Reviewing standard employment agreements, terms and conditions and advise on compliance with Ugandan law;
- (c) Drafting and preparing correspondence and legal documentation;
- (d) Rendering legal and advisory opinions and or guidance that the client may raise from time to time; and
- (e) Litigation Support Services

**ii) Tax Compliance and Tax Advisory services;**

- (a) Reviewing the organization's tax documentation and filings with the Uganda Revenue Authority;
- (b) Filing annual tax returns and any other tax filings on behalf of the organization;
- (c) Advising on the duties and obligations under the tax laws regarding tax registrations, tax returns and tax payments;
- (d) Offering on a need to know basis, general and specific guidance on tax matters regarding Value Added Tax, individual income tax, corporate income tax, Pay as You Earn (PAYE), withholding taxes, Customs duties and Excise levies etc
- (e) Liaising with the tax administration on behalf of UBF in pursuit of guidance on general tax matters and any other matters that the URA may raise regarding the UBF's tax position.
- (f) conducting tax Compliance Checks to ensure that the organization is compliant with all tax laws;
- (g) Handling all URA audits in line with the organization's finance requirements;
- (h) Reviewing routine filings for the organization;
- (i) carrying out in-house tax training for the Client;

**4. Duration and Compensation:**

The duration of this assignment is for a period two years effective 1<sup>st</sup> July 2018 and may be renewed depending on acceptable performance and availability of funds.

**5. Expected Deliverables**

The Legal Advisor is expected to provide the following deliverables on a regular basis;

- a) Brief monthly updates on legal matters handled in the course of the ended month
- b) Detailed quarterly report on Legal advisory services provided in a particular period
- c) Comprehensive annual report including all services provided during the year, emerging legal issues with specific guidance to UBF on the ways forward

## **6. Requirements and selection criteria**

Qualified firms are preferred to perform this function. The experience and requirements should include the following:

- a) The firm should be licensed to offer related services in Uganda
- b) The firm must have been in operation for not less than three years by the time of this advert
- c) Experience in supporting conservation institutions will be an added advantage
- d) Documented evidence of previous assignments must be provided with the proposal
- e) A clear approach/methodology for performing the intended tasks
- f) An activity plan for achieving objectives, to include a clear budget specifying budgeted hours, timelines and sequence of work for different levels of staff to be involved.
- g) Detailed CVs of proposed staff to be involved in the team, including the authorized representative submitting the proposal. Key information for inclusion in the CV may include; the current roles of the individual, number of years worked, tertiary and professional qualifications, professional membership, experience and degree of responsibility held in various assignments during the last 5 years.
- h) List with contact details of five (5) current and or past clients that the firm has engaged with. Information shall include names of the client, contact person/s and their addresses with day-time telephone contacts, nature of work and length of the appointment.
- i) Proposal must remain valid from the date of submission for a period of at least 60 days

## **7. Application procedure**

Interested firms should prepare and submit technical and financial proposal including copies of required documents listed under sub section (6) above. Applications addressed to Executive Director should be sent by email to [info@ugandabiodiversityfund.org](mailto:info@ugandabiodiversityfund.org) or hand delivered to UBF offices at **Plot 16-18, Nyonyi Gardens in Kololo** (opposite the airstrip). This should reach the said addresses not later than **July 6<sup>th</sup>, 2018 5:00PM**. For more clarification, please call +256393216445.