

CENTRAL DEPOSITORY AND SETTLEMENT CORPORATION

**REQUEST FOR PROPOSAL (RFP) FOR
PROVISION OF LEGAL CONSULTANCY SERVICES FOR A SPECIFIC
ASSIGNMENT**

Release Date : 16/11/2018

Last Date for Submission of responses : 30/11/2018 Time 2.00pm.

Extended Last Date of Submission of responses : 16/01/2019 Time 2.00pm

General Submission Requirements/Instructions to Bidders

Bids should be sent via physical delivery at our offices on 10th floor, Nation Center Building, Kimathi Street. Bids should be dropped at our offices on **or before 30th November 2018. 16th January 2019.** The envelope containing the quotation must be clearly marked at the top **“REQUEST FOR PROPOSAL (RFP) FOR PROVISION OF LEGAL CONSULTANCY SERVICES – CDSC/RFP 003/2018”**

Yours sincerely,

Rose Mambo
Chief Executive.



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TERMS OF REFERENCE

1 Introduction

The Central Depository & Settlement Corporation Limited (CDSC) is a limited liability Company approved by the Capital Markets Authority under Section 5 of the Central Depositories Act, 2000 to establish and operate a system for the central handling and settlement of securities in the Capital Markets in Kenya. It commenced its operations as a central depository on 10th November 2004.

2 Purpose

The purpose of this Request for Proposal (RFP) is to invite proposals from vendors for a provision of legal consultancy services for a proposed “Personal Data Management Facility” (“**the Project**”) under the mandate of CDSC Limited.

3 Objectives and Scope of Work

The Company seeks to engage the services of a legal consultancy for the following purposes:-

- I. Review of the existing legal and regulatory framework to confirm its suitability or otherwise, for the proposed Project;
- II. Review of the existing legal and regulatory framework to identify possible obstacles and barriers for the proposed Project;
- III. Preparation of a gap-analysis report and possible options for resolution;
- IV. Preparation of the legal and regulatory framework to support the setting up, implementation and operationalization of the Project. This may include amendments to existing laws or preparation of new laws;

- V. Pursuing to completion, the approval of the proposed legal and regulatory framework with the approving entities;
- VI. Preparation and formulation of a suitable structural model for the Project;
- VII. Ensuring that the company is advised on all undertakings pertaining to the management of Personal Data that may have legal implications and be able to deal with the same as they arise;
- VIII. Providing reviews and updates to the company on any changes and /or amendments to the law including issues to deal with the proposed Data Protection Act and its regulations, the EU General Data Protection Regulations and all other relevant legal provisions until full implementation of the project;
- IX. Equip and appraise the corporation with knowledge on all legal developments in the field of data protection

4 Output

The key outputs from this assignment will be:

1. Report on the review of the current legal and regulatory framework with a focus on collection, processing, storage and distribution of Personal Data;
2. Gap analysis report on proposed changes and developments of the legal and regulatory framework to support the Project;
3. New regulations, rules and procedures OR amendments to existing legal framework to support the Project;
4. Proposed structure of the Project, and assistance in setting up the suitable structural model for the Project;
5. Advise on effect of new legislation on the proposed Project during the implementation phase;
6. General advise on a need basis.

5 Time Lines

The consultant is expected to finish the assignments and accomplish the deliverables by **March 31st 2019**. The tasks shall be supported by submission of reports and other necessary documents immediately on accomplishment of each milestone as follows:

1. Prepare a report for discussion with CDSC management upon completion of the review of the current legal and regulatory framework;
2. Prepare a suitable structural model for the Project;
3. Prepare proposed new regulations, rules and procedures OR amendments to existing legal framework to support the Project;
4. Approval of proposed legal and regulatory framework

6 Counterpart Resources

The CDSC will avail staff member(s) to provide the needed support including submission of documents, provision of access and facilities at CDSC offices.

7 Experience & Qualification

1. The consultant should be Advocates of the High Court of Kenya, and have a current practicing certificate from the Law Society of Kenya (LSK).
2. The consultant should have relevant experience in capital markets legal and regulatory framework.
3. The assignment team should comprise of:
 - a. An Engagement Partner with over 10 years' experience in legal practice; and preferably experience in legal/legislative drafting;
 - b. A Team Leader with at least 5 years of experience in legal practice; and
 - c. Sufficient assistants with adequate experience & professional qualifications.
4. The proposed team should have appropriate professional qualifications and suitable practical experience. The consultant should demonstrate an understanding of the scope and intent of

the exercise, consistency with the overall objectives of the scope of services, comprehensiveness and adequacy of the work plan, and its availability and ability to meet the time lines.

5. The consultant should provide recently signed Curriculum vitae (CVs) of the proposed team. The CVs should include details on assignments carried out by the applicable staff, including ongoing engagements indicating capability and capacity to undertake the consultancy and experience in other similar or related areas;
6. The format and details of qualifications and experience are as per Appendix A.

8 Overall RFP Requirements

Requirement Brief

The RFP response is to consist of: -

8.1 Administrative requirements - Overview and profile of the company

- This RFP document duly signed
- A Company profile in the following format: -
 - a. A brief Introduction -This is a summary of your company history, accomplishments, philosophy and experience on similar solutions in the financial sector.
 - b. Owners, Directors and CEO/MD/Managing Partner of the company/firm submitting the RFP bid.
 - c. A copy of Tax Compliance certificate
 - d. A business registration or Incorporation certificate
 - e. Business Permit
 - f. Confidential Business Questionnaire

8.2 Technical Proposal:

- a. The specific firm's experience with regards to provision of legal consultancy services. The consultant must demonstrate experience in undertaking significant and similar assignments for a public or private sector organizations in the last 3 years preferably financial institutions.

- b. The list of the proposed staff team by specialty, the tasks that would be assigned to each staff team member and their timing. Qualifications of team members evidenced by professional certifications and CVs.
- c. Proposed methodology work plan including timeframes. This entails the detailed Project Schedule that covers the project plan, schedule and resource allocations
- d. Any comments or suggestions on the terms of reference, a list of services to be provided by the client

8.3 Financial Proposal

Adherence to general contract conditions.

- a. It should list all costs associated with the assignment including Professional fees, disbursements cap limits and any other costs.
- b. If appropriate, these costs should be broken down by activity/milestone.
- c. The Financial Proposal should clearly identify as a separate amount if any, the local taxes, duties, fees, levies and other charges imposed under the law on the consultants, the sub-consultants and their personnel if any.

9 Evaluation Criteria

The Corporation will evaluate your proposal based on the following evaluation criteria:-

	A. PRELIMINARY EVALUATION	MANDATORY
1.	Certificate of Incorporation	YES
2.	Tax Compliance Certificate (for local companies)	YES
3.	Filled Confidential Business Questionnaire	YES
4.	Business permit	YES

	B. TECHNICAL EVALUATION	SCORE

1.	Specific firm's experience. The consultant must demonstrate experience in undertaking significant and similar assignments for public or private sector organizations in the last 3 years (Reference sites – Evidenced by LPO/LSO, Contracts or letters of engagement	40
2.	Qualification and experience of Key staff: Team leaders must be advocates of the high court of Kenya with current practicing certificates Other staff should possess a degree in law with minimum 3 years of experience –Evidenced by CVs and Certifications.	35
3.	Methodology and work plan: Detail how the assignment will be undertaken, project plan, schedule and resource allocations with timelines	25
4.	Understanding of CDSC operations, comments or suggestions on the terms of reference.	10
Maximum Technical Score		100
Minimum acceptable Score is 80%		

NOTE:

All bidders MUST submit the mandatory documents and any supporting documents as required above in their bids.

Additional evaluation details

Technical Evaluation

The technical evaluation will constitute of 80% of the overall rating namely the analysis of the technical responses on the basis of the write up of the proposal and submission of required documents. Only vendors who score at least 80% in the technical evaluation will proceed to financial evaluation.

Financial evaluation

Financial evaluation will be done independently and will constitute of 20% of the overall rating. Financial evaluation will be based on adherence to general contract conditions and all costs related to the assignment.

Detailed Cost Schedules:

Provide detailed, If appropriate, these costs should be broken down by activity including:

- a. Professional fees

- b. Disbursements
- c. Local taxes, duties, fees, levies and other charges

Note that the proposal and quote should have a validity of 45 days

Selection and Notification

Vendors determined by CDSC to possess the capacity to compete for this contract will be selected to move into the negotiation phase of this process. Written notification will be sent to these vendors via mail. Those vendors not selected for the negotiation phase will not be notified.

APPENDIX A

Format of CV's for Professional and Key Staff

Proposed position:

Name of Firm:

Name of Staff:

Profession:

Date of Birth:

Years of relevance experience:

Years with Firm:

Nationality:

Membership in Professional Societies:

.....

Detailed tasks assigned:

Key Qualifications:

(Give an outline of staff member's experience and training most pertinent to tasks on assignment. Describe degree of responsibility held by staff member on relevant previous assignments and give dates and locations).

.....

Education:

(Summarize college/ university and other specialized education of staff member, giving names of schools, dates attended and degrees obtained).

.....

Employment Record:

(Starting with present position, list in reverse order every employment held. List all positions held by staff member since graduation, giving dates, names of employing organizations, titles of positions held, and locations of assignments).

.....

Certification:

I, the undersigned, certify that this data correctly describes me, my qualifications and my experience.

..... Date:

(Signature of staff member)

..... Date:

(Signature of authorized representative of the firm)

Full name of staff member :

Full name of authorized representative :

APPENDIX B

Firm's Reference Experience

Using the format below, provide information on each assignment for which your firm was legally contracted.

ASSIGNMENT NAME	COUNTRY
Location within country:	Professional staff provided by your firm/entity (profiles)
Name of client:	No. of employees:
Address (Postal Address and telephone contact)	No. of staff - months, duration of assignment
Start Date: Completion (month/year) Date (month/year)	Approximate contract value of goods/services (Kshs.)
Names of Associated firms (sub-contracted) if any:	No. of months of professional staff provided by associated firms
Names of senior staff involved in the assignment	
Narrative Description/scope of the project	
Description of actual services provided by your staff	

Contact persons

Name of the Firm

.....

Name of signatory:

In the capacity of:.....

Authorized Signature:.....

Company Rubber Stamp/Seal.....

APPENDIX C

Financial Proposal

S/No.	Item Description	Manhour	Unit cost	Total Cost [Ksh.]
1.	Professional fees for Phase I*			
2	Professional fees for Phase II			
3	Professional fees for Phase III			
3	Disbursements, etc			
4	Other costs			
				Add VAT at 16%
				Grand Cost for 3 years

We undertake, if our proposal is accepted, to render the services in accordance with the schedule rates specified herein above.

Name of the Firm

.....

Name of signatory:

In the capacity of:.....

Authorized Signature:.....

Company Rubber Stamp/Seal.....

****Applicants are free to divide the assignment into phases as they see it best.***

APPENDIX D

CONFIDENTIAL BUSINESS QUESTIONNAIRE FORM

You are requested to give the particulars indicated in Part 1 and either Part 2(a), 2(b) or 2(c) whichever applies to your type of business. **NB.** Registration/Tax /PIN certificates, Trade Licenses **SHALL** be attached with form when submitting quotation.

Part 1 - General:

1. Business Name
2. Location of Business Premises
Plot No.Street/Road
- Postal Address Tel. No.
3. Nature of Business
4. Current Trade Licence (from a Local Authority) No. Expiring Date
5. Current Professional Indemnity Cover:
Provider.....Amount.....Expiry Date.....
6. V.A.T No.....
7. ETR No.....
8. Tax Compliance Certificate No..... Expiring Date.....
9. Maximum value of business which you can handle at any one time:
Kshs.....
10. Name of your bankers Branch

Part 2 (a) Sole Proprietor:

Your name in full Age

Nationality Country of origin

Citizenship details

Part 2 (b) Partnership

Give details of partners as follows:

	Name	Nationality	Citizenship Details	Shares
1.				
2.				

3.				
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Part 2 (c) Registered Company:

Private or public

State the nominal and issued capital of the company:-

Nominal Kshs

Issued Kshs

Give details of all Directors as follows:-

	Name	Nationality	Citizenship Details	Shares
1.				
2.				
3.				