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## TERMS OF REFERENCE

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### **Legal Expert for Registration of Membership Networks (Asia and Pacific)**

#### **1. Background**

As agriculture and food markets have expanded in Asia and the Pacific, Asia Pacific Region's (APR) financing of pro-poor market systems has grown substantially. In spite of the growing opportunities, IFAD implementing partners face significant challenges in effectively integrating smallholders through development of functional/improved market systems.

To address these challenges, IFAD provides a grant with the overall goal that Governments and IFAD implementing partners in India, Indonesia, China, Myanmar, Bangladesh, Vietnam and Laos have improved capacity in identifying, designing, successfully implementing, measuring and scaling up market system development initiatives that increase incomes of the rural poor. The primary objective is to establish a self-sustaining network of regional and national centres of excellence to provide the technical expertise and training required to support IFAD's executing partners in developing and scaling up successful business models of market systems. The project started in Feb. 2016 and expected to end in March 2021. It is being implemented by HELVETAS and Hivos.

Within the framework of this project, the Value Chain Capacity Building Network (VCB-N) was launched in October 2016 comprising 16 CoE initial members coming from 7 target countries namely, Vietnam, Lao, China, India, Bangladesh, Myanmar and Indonesia.

The VCB-N network is currently in its transition process from being largely project driven and financed, to become an independent and self-sustaining network. The VCB-N Business Plan was endorsed by the current membership and lead the transition to an independent network. This entails the establishment of an independent VCB-N secretariat. The secretariat will be the main operational body of the VCB-N and is core in supporting the VCB-N Steering Committee. A roadmap to guide the transition process is developed which includes an assessment of the preferred country location for the future VCB-N Secretariat.

To support the network in this process, the project is looking for an international consultant having expertise in the field of legal registration of membership networks in the Asia & Pacific region.

#### **2. Objective(s) of the consultancy**

##### **Overall Objective:**

Assess and map, on the basis of a set of criteria which include the specifics of the legal environment for registering membership networks, in selected countries and advise the VCB-N Steering Committee accordingly regarding the potential future legal status and country location for the VCB-N secretariat.

Countries (locations) to be included in the assessment and mapping are:

- Dhaka, Bangladesh;
- Delhi, India and;
- Bangkok, Thailand.

**Specific Objectives for this assignment are:**

- The consultant will review the scope/ mandate of the network and advise on the appropriate legal status (for profit, not for profit etc.). In this regard, the consultant should provide the rationale for the recommendation.
- The consultant will undertake a comparative review of (i) the legal process and environment (ii) taxation policy (iii) foreign currency receipt and disbursement policy (iv) time required for registration and (v) cost of operations for establishment of the secretariat in one of three prospective cities (i) Dhaka, Bangladesh (ii) Delhi, India (iii) Bangkok, Thailand. Based on the review, the consultant should suggest VCB-N the appropriate location for set-up of the VCB-N secretariat
- The consultant will provide specific recommendation/ documentation requirement on the registration process on the selected country.
- The consultant will highlight challenges on the registration process and provide specific recommendations on mitigating those challenges

### **3. Expected results & deliverables**

A detailed report summarizing the details of the documents reviews and information gathered and evidence-based recommendations against each of the identified objectives including:

- An overview of the legal context for registration of Membership organisations / networks in mentioned (3) countries, legal status, conditions and specifics for registration;
- An evaluation matrix allowing for comparison of the legal context in mentioned context based on the selected criteria mentioned (and complemented by consultant if required);
- Well documented and justified recommendation to the VCB-N Steering Committee regarding preferred legal status and country of choice for the VCB-N network, including detailed responses to listed objectives.

### **4. Main Tasks and Activities of the Assignee (or consultant)**

The consultant is expected to undertake the following activities in consultation with of the PCU, ICOs and in close collaboration with the VCB-N Steering Committee:

- Discuss the underlying ToR with the PCU and VCB-N chairperson and elaborate / extend or alter in case necessary (and in mutual agreement);
- Desk study on legal context for registration of membership networks in selected 3 countries;
- Consultation with VCB-N Steering Committee members (by Skype or telephone calls) in the selected countries to deepen understanding and practicalities of registration in the concerned countries;
- Write report including analysis (evaluation matrix), findings including response to objectives mentioned and final recommendations;
- Advise the VCB-N Committee accordingly in writing and verbally.

### **5. Methodology**

The consultant would undertake necessary desk review of the relevant policies in the selected countries. The consultant would be supported by the steering committee representatives in Bangladesh and India to gather necessary information from these two countries. In case of Bangkok, the consultant is expected to use his/her own network to gather the necessary information. VCB-N Steering Committee members in the concerned countries and the resource

person(s) in Thailand will be consulted to deepen understanding of on-the-ground reality and practicalities and validate findings of the desk study.

## **6. Time Frame of the assignment**

The timing is TBD. Total number of consultancy days is 5 days. The number of working days are subject to contract amendment if deemed necessary to increase or decrease the number of days.

## **7. Logistics**

Identification of, and access to relevant documents and identification of, and access to relevant resource persons for telephone / Skype calls by the consultant.

## **8. Reporting / Debriefing**

A short report will include description of legal context per country in terms of potential legal status for membership organisations / networks in relation to conditions and specifics for registration, definition of selection criteria, evaluation matrix, analytical comparison of legal conditions, and ranking of country locations.

## **9. Qualifications**

The consultant should have proven experience and track record in legal counselling on setting up similar networks/ organizations in the Asia and Pacific Region and particularly in any of the selected countries (Bangladesh, India, Thailand). The application should highlight the consultant's relevant experience and the approach proposed to undertake the assignment.

Interested candidates, please send updated CV along with a short proposal containing your approaches how to complete the assignment to Ms. Nguyen Tu Anh (nguyen.tuanh@helvetas.org) by November 30, 2018.