**Terms of Reference**

**Service Reference: Negotiation and drawing of Access and Benefit Sharing Agreement**

1. **Background**

The UNDP/GEF Project on “Implementing the Nagoya Protocol on Access to Genetic Resources and Benefit Sharing in Bhutan” was signed between UNDP CO, the Gross National Happiness Commission (GNHC) and the Ministry of Agriculture and Forests (MoAF) on September 22, 2014. The goal of the project is to contribute to the conservation and sustainable use of globally significant biodiversity in Bhutan with an objective to develop and implement a national ABS framework, build national capacities and facilitate the discovery of nature based products. The project is implemented by National Biodiversity Centre(NBC) along with two co-implementing partners, Menjog Sorig Pharmaceutical(MSP) and Bio Bhutan.

1. **Objectives**

* The National Biodiversity is seeking the service of a consulting firm/Consultant to negotiate and draw ABS agreement with communities.

1. **Assignments**
   1. Review documents such as policies, regulations and other related documents
   2. Negotiating and drawing of ABS Agreement with communities: Dzedokha village under Chukha Dzongkhag, Dagala and Lingzhi under Thimphu Dzongkhag and Langthil under Trongsa Dzongkhag.
   3. Participate in the agreement negotiations,
   4. Interpretation of agreement clauses, rules and regulations;
   5. Provide legal advice on complex situations and legal issues including disputes
   6. Represent the Centre on any legal issues in the Court of Law; and
   7. Any other tasks as may be assigned by the Centre.

**4. Period of Engagement**

The assignment shall be time based as mentioned below:

1. Draw an agreement with the community/ies identified by National Biodiversity Centre in the month of April to June, 2016.
2. Draw an agreement with community/ ies identified by Menjong Sorig Pharmaceutical in the month of January to March, 2017.
3. Draw an agreement with community/ies identified by Bio-Bhutan in the month of October to December, 2016.
4. **Qualification requirement of the consultant**

* Sound knowledge of legal system and procedures of the Royal Government of Bhutan including the legal frameworks under which the government institutions operate;
* Good knowledge of international legal system and procedures;
* Well versed in English and Dzongkha

**6.Proposal Documents to be submitted**

The interested firm should submit the technical and financial proposal in two separate packages on or before 10th May, 2015. The envelope should be clearly labelled and sealed as “Technical Proposal” and “Financial Proposal.” The technical proposal should consist of relevant documents covering the technical evaluation criteria.

\* The CV along with photograph for the identified consultant representing the consulting firm should be included in the proposal.

**7. Evaluation of the bids**

1. The bids will be evaluated in two stages (Technical and Financial) by the evaluation team comprising representatives from NBC.
2. To qualify for the second stage (Financial Evaluation), the firms should score 80% and above for the technical evaluation.
3. The firms qualifying both the stages only will be considered for the award of the assignment.
4. The weightage for the technical and the financial bid would be at the ratio of 80:20.
5. The firm that scores the highest in the accumulated assessment result of technical and financial assessment will be selected for the award of the assignment.
6. The technical evaluation and the financial evaluation will be based on the following factors:

1st Stage Technical Evaluation)

1. Quality of the technical proposal (understanding of the subject and Methodology)
2. Specific expertise in the relevant area of the practice/ Specialization
3. Track record of successful completion of the past assignments
4. Availability/ Flexibility

2nd Stage (Financial Evaluation)

1. Reasonableness of the quoted price
2. **Price and Payment**
3. Unless otherwise stated, payments are in Ngultrum and are exclusive of all payable taxes.
4. Discounts should be included on quoted prices, if any.
5. Quoted price would be open to negotiations.
6. Full payment shall be made as per the contract agreement.

**9. Deliverables**

1. The agreed agreement should be submitted to NBC.
2. All the documents whether the draft or final documents (soft and hard copies) should be submitted to the NBC.
3. Any materials submitted under this ToR are the property of the NBC and cannot be submitted or distributed to or used by any other agencies, unless arranged otherwise.

**10. Legal responsibility**

1. Quotations are not binding on NBC and a Contract will only come into being when a written confirmation of the work order is issued.
2. In the case of any error or omission in the contracted work, it shall be the responsibility of the service provider to carry out the services once to the satisfaction of the client.