

RFQ 2024-30AK

ANNEX B Terms of Reference

FACILITATE MAPPING OF NATIONAL FRAMEWORKS WITH DUE DILIGENCE REQUIREMENTS

Title of Assignment: Mapping of National Frameworks with Due Diligence Requirements

Tentative Start Date: 15 June 2024

Tentative End Date: 30 September 2024

BACKGROUND

The International Trade Centre (ITC) is the joint agency of the World Trade Organization (WTO) and the United Nations (UN). It is the only multilateral agency fully dedicated to supporting the internationalization of SMEs. ITC's mission is to foster inclusive and sustainable growth and development through trade and international business development. ITC Headquarters is located in Geneva, Switzerland.

ITC projects and programmes contribute to the global efforts to achieve UN Global Goals for Sustainable Development and the Aid for Trade agenda.

Developing countries seeking to integrate into global value chains are increasingly being required to comply with and implement various sustainability requirements to access target markets and attract investments. These measures, however, can be challenging for developing countries, particularly MSMEs, seeking to engage in international trade. It is important to ensure that in the course of the rapid developments in linking trade to sustainability considerations, developing countries are not left behind, as otherwise, businesses from these countries would be constrained in their ability to engage in international trade and this, in turn, can have adverse impacts on their sustainable development.

The Trade Facilitation and Policy for Business (TFPB) section, under the Division for Market Development (DMD) of ITC, works toward facilitating the necessary policy and regulatory reforms required to build a conducive business environment for SMEs. TFPB's efforts in this regard include to enhance business competitiveness through trade and investment policy and regulatory frameworks and effectively tap into global and regional value chains, facilitate informed participation in trade negotiations, and strengthen integration into regional and multilateral trade frameworks. In the context of its efforts to contribute to a conducive business environment, TFPB works with (i) policy makers, regulators, and negotiators to strengthen trade and investment policy, legal and regulatory frameworks taking into account the national development priorities and business perspectives; and (ii) business organizations to articulate concerns effectively to be able to influence policies, regulations and negotiations, in a way that facilitate their growth in a sustainable and inclusive manner. In line with ITC's Strategic Plan, TFPB is increasingly streamlining sustainability considerations into its trade policy engagements and working with public and private sector stakeholders to adapt to these changing contexts.

The Green and Inclusive Value Chains (GIVC) section is responsible for developing and disseminating sector-level expertise for sustainable market-driven solutions in ITC, including the Alliances for Action (A4A) methodology. A4A is a participatory partnership model that engages smallholder farmers and Micro, Small and Medium Enterprises (MSMEs) to manage risk and facilitate networks that provide the required technical expertise and capacity building.

The African Caribbean Pacific Business Friendly Programme

The “Support to Business Friendly and Inclusive National and Regional Policies and Strengthening Productive Capabilities and Value Chains” Programme aims to complement the European Union support for private sector development in ACP countries. With major focus on the development of agriculture and agri-business value chains, the Programme is designed to achieve two key outcomes: (1) adopting and implementing business-friendly, inclusive, and responsible national policies and legal frameworks, and (2) strengthening productive, processing, promoting, and marketing capabilities and value chains. ITC is collaborating with UNIDO and the World Bank in the implementation of the program. ITC leads the implementation of the micro pillar level of the Programme, which will focus on two core themes: 1) Promoting inclusive productive and commercial Alliances and investment to strengthen VC governance and MSMEs competitiveness; and 2) Increase small farmers and processors value addition, productivity, and competitiveness. To support European, African, Caribbean, and Pacific policymakers and VC operators including MSMEs, the EU and the Organization of African, Caribbean and Pacific States (OACPS) Secretariat have partnered with ITC to pilot practical bottom-up case studies on accompanying measures to mandatory human rights and environmental due diligence requirements. The process is being led through the Alliances for Action methodology and is part of the EU-OACPS Rapid Response Window under the ACP Business Friendly Program.

Netherlands Trust Fund V

The Netherlands Trust Fund V (NTF V) programme’s ambition is to contribute to rebuilding back better in the targeted countries with a focus on MSMEs in the digital technologies and agribusiness sectors, linking up both for synergies and business opportunities. The programme covers both sectors in Ethiopia, Ghana, and Senegal, as well as a multi-country approach aimed at the digital technologies sector in Ivory Coast, Benin, Mali, and Uganda.

In NTF V Agribusiness, activities focus on identifying resilient and sustainable business and production models, strengthening public-private alliances and support ecosystems, and building capacity for value chain operations in areas such as market development, climate-smart operations, value addition, quality, access to finance, digitalization and developing investment strategies to ensure leveraging of investment.

Aligning national regulatory frameworks with the EU CS3D

The EU Corporate Sustainability Due Diligence Directive (CS3D) was adopted by the European Council in 2024, with the aim of fostering sustainable and responsible corporate behaviour and to anchor human rights and environmental considerations in companies’ operations and corporate governance. The draft law, with adjustments to the text in comparison to the provisional deal reached in December 2023, obtained formal approval of the Legal Affairs Committee of the EU Parliament and of the permanent representatives of the Council (EU government s) in March 2024; and now will have to be formally approved by the European Parliament before it can enter into force. If adopted in April 2024, the legislation will enter into force 20 days later, and then Member States will have two years to transpose it into national laws.

This Directive will have implications for value chains inside and outside Europe, as suppliers feeding into value chains in the EU which are under the scope of covered companies would also be required by the principal company to be able to report on such requirements, to enable the principal company to meet the relevant reporting requirements. Accordingly, developing countries seeking to integrate or expand their participation in such international value chains will need to also adjust their domestic value chains to comply with responsible business conduct requirements and meet these due diligence requirements.

In this context, the specific regulatory, policy and institutional contexts of the countries will be critical to ensure an enabling environment for enterprises to facilitate and report on compliance with sustainability related requirements in their own business and value chain operations in line with the CS3D.

In this regard, ITC developed a methodology to undertake a mapping of the national regulatory frameworks to understand the extent to which countries have aligned domestic policy and legal frameworks to facilitate businesses to comply with related requirements; and reforms required in the national legal and policy framework in accordance with international requirements and CS3D priorities.

The CS3D priorities comprise of elements relating to human rights, labour, governance, and environmental rights. Based on this methodology, ITC developed a mapping tool and guidelines on utilizing the tool – setting out the information sources to be referred to, and providing guidance on how these resources are to be analysed based on the provisions set out in the CS3D. The objective of this initiative is to provide a clear framework through which governments can assess the extent to which their policy frameworks are already aligned, which can be used as a selling point to attract investments; and understand where there may be gaps in the framework which would need to be addressed in order to facilitate the necessary policy environment to enable businesses to demonstrate compliance with relevant requirements under the CS3D.

Building upon ITC's methodology, the mapping tool is being piloted through assessments on the status of policy and regulatory frameworks for selected countries in its alignment with the various requirements set out in the CS3D. The pilot countries selected this initiative are under the framework of value chain pilot projects detailed above – i.e. the ACP Business Friendly Program, and the NTF V Agribusiness Program - on designing and implementing accompanying measures to the EU corporate sustainability due diligence directive. The process promotes collective and individual action and co-investment, through ITC's Alliances for Action approach. Key goals are to co-create a space for value chain dialogue and to define commonly agreed value chain-based action plans around human rights and environmental due diligence. The selected countries are as follows: Uganda, Ghana, and Ethiopia. Uganda will be covered under the ACP Business Friendly Program, and Ghana and Ethiopia under the NTF V Agribusiness Program.

ITC is currently undertaking an initial assessment of the selected countries national policy and regulatory frameworks based on the CS3D requirements and developed reports for each of the countries; and analytical reports are being developed on the basis of these assessments for each of the selected countries.

ITC plans to build upon these reports to (i) integrate practical implementation challenges faced in meeting requirements of the CS3D and corresponding national laws/regulations promulgated on these elements; and (ii) formulate a plan of action for each selected country on policy, regulatory and institutional reforms required to align national frameworks with CS3D requirements. These activities will be affected through targeted consultations with relevant stakeholders in the selected countries, desk research, and validation dialogues to present findings to stakeholders and discuss implementation and relevant reforms.

ITC is seeking to recruit a vendor with legal/research expertise to undertake these activities – in relation to the human rights, labour, and governance aspects of the CS3D.

This ToR covers the responsibilities of the selected vendor.

DUTIES AND RESPONSIBILITIES

The selected vendor will work under the overall supervision of the Senior Officer, Business and Trade Policy, and direct supervision of the Associate Programme Officer, Trade Facilitation and Policy for Business; and in coordination with the other members of the team engaged in this technical intervention (ITC International Consultant; and National Consultant(s) for each beneficiary country). The selected vendor is to be prepared to conduct in-person missions ideally between 25 June - 20 July 2024.

1. Undertake consultations with relevant stakeholders in the selected countries on implementation of national policy and regulatory frameworks based on the CS3D.

The selected vendor will undertake consultations with identified stakeholder groups to present the CS3D requirements pertaining to human rights, labour, and governance aspects; discuss (i) alignment of national regulatory, policy and institutional framework with CS3D requirements and (ii) practical implementation challenges; and (iii) explore potential reforms to be pursued at the policy, regulatory and institutional levels – on the human rights, labour, and governance aspects. These consultations will be conducted in the form of focus group discussions bringing together clusters of stakeholders representing key sectors identified by ITC. The selected vendor will draw

upon the analytical reports developed by ITC in conducting these consultations. The selected vendor will coordinate with the ITC team in the development of presentation slides based on the analytical reports for these consultations.

Through this exercise, the objective is to follow up on outstanding information/insights required for the analysis, confirm analytical insights garnered through the exercise thus far, and sensitize the stakeholders to the mapping exercise and build buy-in from the relevant stakeholders for this exercise as well as identify emerging elements of consensus for the way forward/next steps. The selected vendor will undertake these consultations in-person – in missions organized by ITC and through virtual means when required.

The selected vendor will coordinate with ITC in the planning for these consultations by providing inputs on relevant stakeholder groups to be engaged in this process for each country. Where certain agencies/officials may not be accessible for focus group discussions and are relevant for this exercise, direct consultations may be organized.

2. Build upon analysis for each of the selected countries based on the information/insights gathered from the focus group discussions with relevant stakeholder groups.

The selected vendor, in consultation with the ITC team, will build in the insights gathered from the consultations into ITC's mapping tool and the analytical reports for each country. The analytical reports will also include a section on the way forward/roadmap outlining the actions/steps, by priority level, to be considered by the government and potentially business support organizations, to strengthen the regulatory framework in alignment with the CS3D requirements.

The updated mapping tool and analytical report for each country will be shared with ITC's TFPB for review, and consultations with ITC as needed will be undertaken to discuss feedback on the analysis and discuss the way forward.

Thereafter, the finalized analytical reports will be shared with other experts in ITC managing the project as well for review and feedback; and clarifications will be provided, and adjustments undertaken as needed – for validation by ITC.

3. Presentation and finalization of final report to stakeholder groups in the selected countries for validation

The selected vendor will coordinate with the ITC team in the preparation of presentation slides based on the final reports for presentation to stakeholders in the selected countries. These presentation slides will be reviewed and validated by ITC.

ITC will organize a series of targeted dialogues with the relevant stakeholder groups in person and/or online as necessary in each of the selected countries - to present the final findings and discuss the way forward. The selected vendor together with the ITC team will present the findings and lead the discussion with the stakeholders.

The final report will be adjusted as needed based on insights gathered from these dialogues as well. A follow-up public-private roundtable dialogue may be organized bringing together all the stakeholders to validate the roadmap.

4. Provide technical inputs for strengthening ITC's mapping framework based on lessons learned/insights from the assessments undertaken.

As noted above, ITC has developed a mapping tool and guidelines – based on which the assessments for the selected countries are to be undertaken.

The selected vendor will provide technical/advisory inputs to ITC on further adjustments that can be undertaken for the mapping tool based on pilot assessments undertaken – to strengthen future assessments undertaken based on this tool. The selected vendor will make adjustments to the tool and update the guidelines and undertake consultations with ITC to discuss the basis for the

proposed adjustments. The selected vendor will also prepare a brief synthesis report based on this initiative.

The updated mapping tool, guidelines and synthesis report will be shared with ITC for review; and finalized based on feedback received.

EXPECTED OUTPUTS AND INDICATIVE TIMELINES

Output 1: Consultations undertaken with stakeholder groups in Ghana in coordination with ITC Team on the country's alignment with the CS3D requirements.

Indicative Timeline: 20 June – 15 July 2024

Output 2: Consultations undertaken with stakeholder groups in Uganda in coordination with ITC Team on the country's alignment with the CS3D requirements.

Indicative Timeline: 20 June – 15 July 2024

Output 3: Consultations undertaken with stakeholder groups in Ethiopia in coordination with ITC Team on the country's alignment with the CS3D requirements.

Indicative Timeline: 20 June – 15 July 2024

Output 4: Mapping and analytical report for Ghana developed based on the consultations; final report with way forward shared with ITC for review and revisions/adjustments undertaken.

Indicative Timeline: 15 July – 10 August 2024

Output 5: Mapping and analytical report for Uganda developed based on the consultations; final report with way forward shared with ITC for review and revisions/adjustments undertaken.

Indicative Timeline: 15 July – 10 August 2024

Output 6: Mapping and analytical report for Ethiopia based on the consultations; final report with way forward shared with ITC for review and revisions/adjustments undertaken.

Indicative Timeline: 15 July – 10 August 2024

Output 7: Presentation slides developed with ITC team based on the final report; and dialogues undertaken with stakeholder groups in Ghana to discuss and validate findings.

Indicative Timeline: 10 August – 31 August 2024

Output 8: Presentation slides developed with ITC team based on the final report; and dialogues undertaken with stakeholder groups in Uganda to discuss and validate findings.

Indicative Timeline: 10 August – 31 August 2024

Output 9: Presentation slides developed with ITC team based on the final report; and dialogues undertaken with stakeholder groups in Ethiopia to discuss and validate findings.

Indicative Timeline: 10 August – 31 August 2024

Output 10: Technical/advisory inputs provided for ITC's mapping tool and guidelines; consultations undertaken with ITC to finalize mapping tool and guidelines; and synthesis report shared with ITC.

Indicative Timeline: 15 September 2024

EXPERIENCE AND SKILLS REQUIRED

EXPERIENCE

- Demonstrated 5-6 years' experience in relation to internationally recognized standards for due diligence and related requirements in trade and investment/ advancing responsible business conduct, including in global supply chains.
- Demonstrated 5-6 years of experience in advancing human rights, labour, and social rights in the international and local contexts.
- Demonstrated knowledge of the EU Corporate Sustainability Due Diligence Directive and other related due diligence reporting frameworks.
- Demonstrated experience in engaging with governments, business support organizations, trade unions, professional associations, and related stakeholders on supply chain due diligence. Prior experience with Ghana, Ethiopia and Uganda in this regard is extremely desirable.

REQUIRED SKILLS FOR THE ASSIGNED TEAM

- Excellent legal research and analytical skills.
- Familiarity with international law and its application in domestic legal systems.
- Excellent presentation skills.
- Ability to facilitate technical discussions with various categories of stakeholders, including high-level officials.
- Excellent drafting and reporting skills.
- Ability to convey technical and complex information in practical and concise terms.

LANGUAGES

- Advanced English and French - excellent written and oral communication skills are essential.

REQUIRED DOCUMENTS FOR YOUR OFFER

- The United Nations General Terms and Conditions (Annex A_UN Conditions of Contract) signed to confirm acceptance.
- Brief organization profile including the number of employees, functions and assignments and geographic reach.
- Description of the organization experience in all the fields exposed in this TOR along with justification (prior work, contract with the duration, the organization, and the results).
- Proof of expertise in human rights, labour, and social rights in the international and local contexts ((prior work, contract with the duration, the organization, and the results).
- A detailed technical proposal for the scope of assignment including a detailed implementation plan with the methodology, work plan and monitoring & evaluation framework per country.
- Profile and CVs of the assigned team, clearly showing the gender balance and the requested competencies and skills. Names and gender in the CVs.
- CVs of the assigned team clearly showing the required language proficiency.
- Previous publications (or links to publications) developed by team on related topics.
- References (contact details so that we could check on the references) and case studies to justify the required experience.
- A separate financial offer, inclusive of all costs and expenses expected under this assignment with the currency. It must be free of any taxes and duties, noting that ITC – as international UN agency – is exempted from taxes and duties. Please note that required transport costs (travels, airfare, and accommodation allowance) to the indicated countries will be covered by ITC.
- All necessary other supporting documents

EVALUATION

The technical offer must cover all aspects, tasks and deliverables described in these terms of reference and provide all the necessary supporting documentation. The financial offer must be sent separately from the technical offer. Offers not fulfilling the requirements or deviating from them may be rejected from the selection process.

Each offer will be assessed first on the mandatory elements. The offers must meet all the mandatory prerequisites below. If an offer does not meet all the prerequisites, it will not be considered further.

- Bidding company accepts United Nations General Terms and Conditions.
- Bidding company shows required English and French language proficiency.

Then, each valid bid that has passed the above mandatory criteria will be assessed on its technical merits as per the criteria below with a pass/fail approach:

Technical knowledge of the assigned team:

- Demonstrated 5-6 years' experience in relation to internationally recognized standards for due diligence and related requirements in trade and investment/advancing responsible business conduct in supply chains.
- Demonstrated 5-6 years of experience in advancing human rights, labour, and social rights in the international and local contexts.
- Demonstrated knowledge of the EU Corporate Sustainability Due Diligence Directive and other related due diligence reporting frameworks.
- Demonstrated experience in engaging with governments, business support organizations, trade unions, professional associations, and related stakeholders on supply chain due diligence.
- Prior experience in Ghana, Ethiopia, and/or Uganda on related issues (at least 1-2 countries).

Skill Set for the assigned team:

- Demonstrated 5-6 years' experience in legal research and analysis.
- Demonstrated experience in delivering presentations/facilitating consultations/dialogues with various categories of stakeholders including in public and private sectors, and engagements with high-level officials.
- Demonstrated drafting and report formulation skills.

Evaluation of the proposal itself:

- Robustness of the technical offer and responsiveness to the requirements specified in the ToR including a demonstration of understanding of the technical requirements.
- Realistic detailed timeline for delivery of technical discussions with stakeholder groups in selected countries and developing final analysis in proposed timeline.

Submission of all required documentation:

- CV, publication, references and supporting documents

In making the final decision, ITC considers both technical and financial aspects. Awards are given based on the "lowest-priced, technically acceptable offer" evaluation methodology.

PAYMENT SCHEDULE AND CONTRACT DURATION

The overall assignment should ideally be delivered within 3 months following the contract signature ideally starting mid-June 2024 until mid-September 2024

ITC will only make payment based on satisfactory achievement of specific deliverables and upon a receipt of a valid invoice as per the following payment schedule. Please note that ITC will not

make any advance payments and is exempted from paying VAT and any other form of taxes. On this occasion, ITC is proposing the below payment instalments:

Instalment	Payment against satisfactory receipt of	Ratio of the total amount
1	Outputs 1, 4 & 7	25%
2	Outputs 2, 5 & 8	25%
3	Outputs 3, 6 & 9	25%
4	Output 10	25%

INDICATIVE PROCUREMENT PROCESS TIMELINE

Tender stage	Estimated timeline
Publication of the Tender documents	2 May 2024
Deadline to submit questions and Publication of answers	12 May 2024 - 14 May 2024
Deadline to submit the offers	26 May 2024
ITC evaluation	From 27 May 2024
Notification of award	Beginning June 2024
Expected Contract start	Mid-June 2024