

Terms of reference (ToR) for the procurement of services below the EU threshold

CONFIDENTIAL

LEGAL RESEARCH, ADVISORY, AND TRAINING FOR OOG

**Project number/
cost centre:
G-011837-001**
**Tender number:
10033809**

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0. List of abbreviations

AG	Commissioning party
AN	Contractor
AVB	General Terms and Conditions of Contract for supplying services and work
FK	Expert
FKT	Expert days
KZFK	Short-term expert
ToRs	Terms of reference

1. Context

Constitutionality and legal stability are important components of good governance. In Vietnam, reform and democratization efforts influenced by the country's accession to the WTO and further integration into the international community are resulting in big changes in legislation. The Vietnamese Government has therefore been increasing its reform and democratization efforts for several years. The Legal System Development Strategy, covering the period until 2030, contributes to these efforts in particular.

The Office of the Government (OoG) and its Legal Department play a decisive role in the implementation of the Legal System Development Strategy. One of the Legal Department's tasks is to be directly involved in the development of draft legislation and to coordinate those ministries which need to participate, the National Assembly and any third parties. In addition, the Legal Department advises the Prime Minister by giving statements on draft legislation; furthermore, it monitors the implementation of laws and other regulations once they are enacted.

The GIZ project "Support to the Office of the Government in legal issues" supports - on behalf of the German Federal Ministry for Economic Cooperation and Development (BMZ) - the legislation reforms by providing further advisory services, training measures, dialogue, and internships to the Legal Department of the Office of the Government. Focus areas are the strengthening of technical capacity, the improvement of the understanding of democratic and constitutional law and international legal standards, as well as the improvement of the institutional and functional organization of legislation.

The project outlines a new objective for the 2024-2026 period which is to enhance the OOG's feedback on various legal topics, with a particular focus on Just Transition related issues. Achieving this objective necessitates robust capabilities in legal and policy analysis, impact assessment, and ongoing updates on international legal standards and trends to effectively support the OOG's advisory role. Given the OOG's unique responsibilities, the OOG's Department of Law will review numerous draft legal documents across diverse subjects. To support the OOG's Department of Law during the legislative process especially the legal document examination, the project is looking for a legal expert with a civil law expert with extensive practical experience in legal drafting, regulatory compliance, and public policy implementation.

2. Tasks to be performed by the contractor

The contractor is responsible for providing the following services to OOG's Law Department upon request:

Legal & Policy Analysis and Evaluation:

- Assess draft laws, regulations, and draft policies based on their practical applicability and compliance with international legal standards.
- Evaluate the legal impact of legislative drafts, considering implications for the socio-economic situation, the legal systems, the administrative procedures, etc.
- Provide recommendations on legal adjustments to enhance clarity, enforceability, and effectiveness.

Applied Research and Best Practices

- Conduct comparative analysis of successful legal frameworks from Germany, the EU, and other relevant jurisdictions, identifying applicable lessons for Vietnam.
- Develop concise legal briefs and reports that translate global best practices into actionable recommendations for policymakers.
- Support evidence-based decision-making through applied legal research and case studies.

Technical Assistance and Advice:

- Provide expert opinions on complex legal issues, offer insights from a practical point of view on best practices in policy formulation and implementation, drawing from international examples.
- Participate in high-level discussions with government agencies, legal professionals, and international partners.

Capacity Building:

- Develop and conduct practical training sessions and workshops for OoG's Law Department on legal drafting, regulatory compliance, and civil law best practices.
- Prepare training materials tailored to Vietnam's legal context and government needs.
- Foster knowledge exchange by engaging with legal practitioners and policymakers.

Certain milestones, as laid out in the table below, are to be achieved during the contract term:

Milestones/process steps/partial services	Deadline/place/person responsible
(i) Working closely with key expert of GIZ in Germany and project staff in Vietnam to reach agreement on topics, scope of work, approach, methodology and timeline.	A week after contract starting
(ii) Reviewing the policy outline, the report on implementation and / or drafts of related laws and other relevant documents as well as discussing with stakeholders to understand the implications from the Vietnamese side	2 weeks after receiving request from project
(iii) Reviewing relevant documents and best practices in German/EU countries and discussing with project team to identify the most suitable lessons for Vietnam	3 weeks after receiving request from project
(iv) Giving recommendations /comments using mixed instruments, including research report, workshop/seminar participation or training.	1 day before notified date by the project

Period of assignment: from 01.10.2026 until 31.12.2026.

3. Concept

In the tender, the tenderer is required to show *how* the objectives defined in Chapter 2 (Tasks to be performed) are to be achieved, if applicable under consideration of further method-related requirements (technical-methodological concept). In addition, the tenderer must describe the project management system for service provision.

Note: The numbers in parentheses correspond to the lines of the technical assessment grid.

Technical-methodological concept

Strategy (1.1): The tenderer is required to consider the tasks to be performed with reference to the objectives of the services put out to tender (see Chapter 1 Context) (1.1.1). Following this, the tenderer presents and justifies the explicit strategy with which it intends to provide the services for which it is responsible (see Chapter 2 Tasks to be performed) (1.1.2).

The tenderer is required to present the actors relevant for the services for which it is responsible and describe the **cooperation (1.2)** with them.

The tenderer is required to present and explain its approach to **steering** the measures with the project partners (1.3.1) and its contribution to the **results-based monitoring system** (1.3.2).

The tenderer is required to describe the key **processes** for the services for which it is responsible and create an **operational plan** or schedule (1.4.1) that describes how the services according to Chapter 2 (Tasks to be performed by the contractor) are to be provided. In particular, the tenderer is required to describe the necessary work steps and, if applicable, take account of the milestones and **contributions** of other actors (partner contributions) in accordance with Chapter 2 (Tasks to be performed) (1.4.2).

The tenderer is required to describe its contribution to knowledge management for the partner (1.5.1) and GIZ and to promote scaling-up effects (1.5.2) under **learning and innovation**.

Project management of the contractor (1.6)

The tenderer is required to explain its approach for coordination with the GIZ project. In particular, the project management requirements specified in Chapter 2 (Tasks to be performed by the contractor) must be explained in detail.

Further requirements (1.7)

No further requirements.

4. Personnel concept

The tenderer is required to provide personnel who are suited to filling the positions described, on the basis of their CVs (see Chapter 7), the range of tasks involved and the required qualifications.

The below specified qualifications represent the requirements to reach the maximum number of points in the technical assessment.

Detail tasks	Man-days
(i) Working closely with key expert of GIZ in Germany and project staff in Vietnam to reach agreement on topics, scope of work, approach, methodology and timeline.	5
(ii) Reviewing the policy outline, the report on implementation and / or drafts of related laws and other relevant documents as well as discussing with stakeholders to understand the implications from the Vietnamese side	5
(iii) Reviewing relevant documents and best practices in German/EU countries and discussing with project team to identify the most suitable lessons for Vietnam	15
(iv) Giving recommendations/comments using mixed instruments, including research report, workshop/seminar participation or training.	15
Total	40

Qualifications of key expert

- Education/training (2.2.1): A doctoral degree in public policy, governance, laws or related fields.
- Language (2.2.2): C2 - level language in English
- General professional experience (2.2.3): 10 years of professional experience in the fields of public policy, governance, laws or related fields, with focus on Civil Law, International Private Law and Comparative Law
- Specific professional experience (2.2.4): 2 years in legal or policy advisory in civil law, economic laws, administrative law
- Leadership/management experience (2.2.5): None
- Regional experience (2.2.6): 1 year research experience related to Asia (8 points); 1 year working with specialized ministries in Vietnam (2 points)
- Development Cooperation (DC) experience (2.2.7): 2 years of experience working with development partners or policies development projects
- Other (2.2.8): None

5. Costing requirements

Assignment of personnel and travel expenses

Per diem allowances are reimbursed as a lump sum up to the maximum amounts permissible under tax law for each country as set out in the country table in the circular from the German Federal Ministry of Finance on travel expense remuneration (downloadable from the [German Federal Ministry of Finance – tax treatment of travel expenses and allowances for international business travel as of 1 January 2026 \(GERMAN ONLY\)](#)).

Accommodation allowances are reimbursed as detailed in the specification of inputs below.

With special justification, additional Accommodation costs up to a reasonable amount can be reimbursed against evidence.

All business travel must be agreed in advance by the officer responsible for the project

Sustainability aspects for travel

GIZ would like to reduce greenhouse gas emissions (CO₂ emissions) caused by travel. When preparing your tender, please incorporate options for reducing emissions, such as selecting the lowest-emission booking class (economy) and using means of transport, airlines and flight routes with a higher CO₂ efficiency. For short distances, travel by train (second class) or e-mobility should be the preferred option.

If they cannot be avoided, CO₂ emissions caused by air travel should be offset. GIZ specifies a budget for this, through which the carbon offsets can be settled against evidence.

There are many different providers in the market for emissions certificates, and they have different climate impact ambitions. The [Development and Climate Alliance \(German only\)](#) has published a [list of standards \(German only\)](#). GIZ recommends using the standards specified there.

Specification of inputs

Fee days	Number of experts	Number of days per day	Total	Comments
(i) Working closely with key expert of GIZ in Germany and project staff in Vietnam to reach agreement on topics, scope of work, approach, methodology and timeline.	1	5	5	
(ii) Reviewing the policy outline, the report on implementation and / or drafts of related laws and other relevant documents as well as discussing with stakeholders to understand the policy implications from the Vietnam side	1	5	5	
(iii) Reviewing relevant documents and best practices in German/EU countries and discussing with project team to identify the most suitable lessons for Vietnam	1	15	15	
(iv) Giving recommendations/comments using mixed instruments,	1	15	15	

including research report, workshop/seminar participation or training.				
Travel expenses	Quantity	Number per expert	Total	Comments
Fixed travel budget	1	1	9.275,00 EUR	Travel to the place of service delivery Vietnam and to Europe. The budget covers, flights, transport, per diem allowances, overnight accommodation allowances. Under the BMF travel expense regulations, overnight allowances not exceeding 100% of the lump sum amounts can be submitted for reimbursement against evidence. Up to 75% of the maximum rates specified in the travel expense regulations can be submitted for reimbursement on a lump-sum basis. For per diem allowances the lump sum specified in the travel expense regulations can be submitted for reimbursement on a lump-sum basis.
Transport	Quantity	Number per expert	Total	Comments
CO₂ compensation for air travel (international flights)	1	2	2	A fixed budget of EUR 80 per one-way flight is earmarked for settling carbon offsets against evidence.
CO₂ compensation for air travel (domestic flights)	1	4	4	A fixed budget of EUR 40 per one-way flight is earmarked for settling carbon offsets against evidence.
Other costs	Number	Price	Total	Comments
Flexible remuneration	1	3,000	3,000	A budget of EUR 3,000 is foreseen for flexible remuneration. Please

				incorporate this budget into the price schedule. Use of the flexible remuneration item requires prior written approval from GIZ.
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6. Inputs of GIZ or other actors

GIZ and project partners are expected to provide adequate information. The concrete information will be identified during discussion for topics, scope of work, approach, methodology and timeline.

7. Requirements on the format of the tender

The structure of the tender must correspond to the structure of the ToRs. In particular, the detailed structure of the concept (Chapter 3) should be organised in accordance with the positively weighted criteria in the assessment grid (not with zero). The tender must be legible (font size 11 or larger) and clearly formulated. It must be drawn up in English.

The complete tender must not exceed 10 pages (excluding CVs). If one of the maximum page lengths is exceeded, the content appearing after the cut-off point will not be included in the assessment. External content (e.g. links to websites) will also not be considered.

The CVs of the expert in accordance with Chapter 4 of the ToRs must be submitted using the format specified in the terms and conditions for application. The CVs shall not exceed 4 pages each. They must clearly show the position and job the proposed person held in the reference project and for how long. The CVs can also be submitted in English.

Please calculate your financial tender based exactly on the parameters specified in Chapter 5 Quantitative requirements. The contractor is not contractually entitled to use up the days, trips, workshops or budgets in full. The number of days, trips and workshops and the budgets will be contractually agreed as maximum limits. The specifications for pricing are defined in the price schedule.

8. Outsourced processing of personal data

No requirement on processing of personal data.

9. Option

After the services put out to tender have been completed, important elements of these tasks can be continued or extended. Specifically:

Type and scope

The contractor may be requested to continue providing services described in Part 2, including legal and policy analysis, technical assistance or capacity building activity. The level of effort required for additional requests (if any) will not exceed 15 additional man-days. Those requests may include travel to Vietnam, an Asian or European country with agreement in advance by the officer responsible for the project.

The Option includes an additional total travel cost budget of EUR 7,420 and an additional flexible remuneration of EUR 2.000,00. The travel budget includes all travel and associated

costs (daily allowance, accommodation expenses, flight costs and other travel expenses). Reimbursement will be made against proof.

Requirements

Exercising the option will depend on request from the project. The decision on use of option is expected to be made in the contract period from 01.09.2026 to 31.12.2026. If the project is extended beyond 31.12.2026 and the option is not executed, it is anticipated that the contract term including the option will be extended in accordance with the new project duration.

The option will be exercised by means of a contract extension on the basis of the individual approaches already offered.

Quantitative requirements for the optional services

Fee days	Number of experts	Number of days per expert	Total	Comments
Designation of key expert	1	15	15	
Travel expenses	Quantity	Number of days per expert	Total	Comments
Fixed travel budget	1	1	7.420,00 EUR	Travel to the place of service delivery Vietnam and to Europe. The budget covers, flights, transport, per diem allowances, overnight accommodation allowances. Under the BMF travel expense regulations, overnight allowances not exceeding 100% of the lump sum amounts can be submitted for reimbursement against evidence. Up to 75% of the maximum rates specified in the travel expense regulations can be submitted for reimbursement on a lump-sum basis. For per diem allowances the lump sum specified in the travel expense regulations can be submitted for reimbursement on a lump-sum basis.

CO ₂ compensation for air travel (international flights)	1	1	1	A fixed budget of EUR 80 is earmarked for settling carbon offsets against evidence.
CO ₂ compensation for air travel (domestic flights)	2	2	2	A fixed budget of EUR 40 per one-way flight is earmarked for settling carbon offsets against evidence.
Other costs	Quantity	Price	Total	Comments
Flexible remuneration	1	2000	2000	A budget of EUR 2000 is earmarked for flexible remuneration. Please incorporate this budget into the price schedule. Use of the flexible remuneration item requires prior written approval from GIZ.

Requirements on the format of the tender for the option

Please complete both spreadsheets in the price schedule, i.e. one for the main service and one for the optional service.