

**MINISTRY OF INDUSTRY AND COMMERCE  
DEPARTMENT OF SME PROMOTION**

**MICRO, SMALL AND MEDIUM ENTERPRISES ACCESS TO FINANCE-  
EMERGENCY SUPPORT AND RECOVERY PROJECT (MSME A2F-ESR) IN LAO  
PDR**

**TERMS OF REFERENCE**

**PART-TIME LAWYER / LEGAL ADVISER FOR DOSMEP**

**1. Background**

The Government of Lao PDR received financing from the World Bank Group's International Development Association (IDA) for a proposed project to assist Micro, Small and Medium Enterprises (MSMEs) and the Financial Sector, specifically Participating Financial Institutions (PFIs). The proposed project's development objective is to provide long-term funding sources for banks to provide long-term credit to small and medium enterprises (MSMEs) to overcome the impact of the COVID 19 Pandemic. Negative impacts of the global COVID-19 pandemic are expected to exacerbate Lao PDR's the weak fundamentals and lead to a deterioration in the macroeconomic situation, including the SME and Financial sectors. The proposed project's aims are to strengthen the capacity of financial institutions and MSMEs to sustain operations and recover from the COVID-19 emergency. The proposed project is to support the recovery and growth of privately-owned MSMEs by increasing the supply of long-term finance provided by commercial banks and by strengthening the capability of Department of SME Promotion (DOSMEP) to formulate and implement public policies that promote access to finance for MSMEs and strengthen the banking sector to recover from the effects of the COVID 19 Pandemic.

The project includes three components: (i) Emergency and Recovery Line of Credit to MSMEs; (ii) Strengthening BOL Capacity to Supervise PCG Facility; (iii) Technical Assistance (TA) and Project Management which to particularly support capacity building of MSMEs, PFIs and DOSMEP. Particularly, a subcomponent of TA is to strengthening DOSMEP not only capabilities but also supporting DOSMEP to formulate and improve the Policy, related legislation/legal documents by engaging consultants. The proposed Project will be managed by Department of SME Promotion (DOSMEP). The required services is part-time national consultant to be managed and selected by DOSMEP in accordance with the "World Bank Procurement Regulations for IPF Borrowers" dated July 2016, revised November 2017 and August 2018 edition"

**2. Objective of the Assignment**

As part of the Component 3 above, DOSMEP is seeking an experienced Lawyer / Legal Adviser to assist DOSMEP in the management and coordination of project related legal activities of the MSME Access to Finance for Emergency Support and Recovery Project. The assignment will be on a part

time basis, **as and when the Consultant's services are required by DOSMEP**. The Consultant will be selected by DOSMEP following the World Bank Procurement Guidelines.

### **3. Scope of Work**

The scope of work of the Lawyer / Legal Adviser shall include, but not limited to the following:

- Review and advise DOSMEP in the preparation of project related legal documents as requested by DOSMEP (e.g. Subsidiary Financing Agreement (SFA)).
- Advise and assist DOSMEP to settle any legal issues that might arise out of disputes with respect to the agreements (Subsidiary Financing Agreements – SFAs) signed between SME Promotion Fund and the Participating Financial Institutions (PFIs), under component 1 during project implementation.
- Advise and assist the DOSMEP to settle any legal issues that might arise as a result of contract disputes between the suppliers of goods and services and DOSMEP and between consultants/consultant firms/vendors and DOSMEP, during project implementation.
- Review the SME Promotion Law that will be revised by a consultant, who will be hired by DOSMEP under a separate TORs and provide comments if any.
- Any other issues relating to legal matters as requested by DOSMEP management.

### **4. Reporting and Duration of the Assignment**

The Consultant will be engaged on a part time basis equivalent to 150 working days during the period of 5 years project. This duration may be modified and agreed to in writing by both parties during the life of the contract. The Consultant will report to Project Director and Project Manager in the DOSMEP and work closely with other members of the project team.

### **5. Confidentiality and Conflict of Interest**

The consultant undertakes to comply with the World Bank's policies and rules with regard to corrupt and fraudulent practices, conflict of interest and confidentially. The consultant shall maintain confidentially on all sensitive information obtained during the assignment and shall not publish wholly or in part the findings or such information, without prior written consent by DOSMEP. Any draft reports and other documents produced by the Lawyer / Legal Adviser will be discussed and cleared with DOSMEP before their final issue.

### **5. Qualifications and Experience Requirements**

The candidates shall meet the following qualification and experience requirements:

- University degree in law, preferably in Lao PDR and with specialization in commercial and business law.
- At least 10 years of working experience with both public and private sectors in Laos in developing business contracts, legal advice, contract negotiation and business dispute resolution.

- Minimum 5 years of experience in development projects, performing tasks related to legal drafting and review of contracts.
- At least one similar assignment in the past 3 years, with focus on Lao legal and regulatory framework.
- Being currently employed for at least 2 years, by a firm specialized in legal and contract advice under Lao jurisdiction. Similar individual practice under appropriate license is also acceptable.
- English language fluency in reading, writing and speaking is mandatory; ability to work with documents in English is a strong asset.
- High degree of computer literacy and sound knowledge of Microsoft Office (Excel, Word, PowerPoint) and internet.