

25 December 2025

## TERMS OF REFERENCE

### Legal and compliance expert for SARDI

#### EU4Reconstruction Stream 2

#### General background

**EU4Reconstruction.** The European Union (EU), together with Denmark, Germany, France and Lithuania, launched EU4Reconstruction, a €37 million Team Europe Initiative (TEI) that unites the strength, experience and solidarity of the EU to support Ukraine's ongoing recovery and reconstruction.

The initiative aims to strengthen governance, improve public investment management, and enhance coordination across levels of government, with a strong emphasis on EU values. The TEI is divided in two parallel streams; one stream is composed of GIZ (Lead Organisation) and Expertise France (Partner Organisation) and the other gathers the Ministry of Foreign Affairs of Denmark (Lead Organisation) and Central Project Management Agency (Partner Organisation).

EU4Reconstruction will reinforce the leadership of the Ministry for Communities and Territories Development, strengthen the State Agency for Reconstruction and Development of Infrastructure (**SARDI or Agency**), empower local governments to manage reconstruction professionally and sustainably, and support civil society and independent media to play an active role in oversight, ensuring public trust and reducing corruption risks.

The Programme will strengthen the policy dialogue around reconstruction and recovery and will focus in particular on the governance of public investment management, public infrastructure management at national, regional and local levels and how to link this with necessary capacity development to make the system work. Part of this process will ensure that the stakeholders in the programme and their policy and regulatory setup are prepared for EU accession. This will, in particular, ensure resources are allocated effectively, transparently, accountably and with broad inclusion in infrastructure planning and execution, reflecting the subsidiarity principle.

Denmark together with Lithuania implements Stream 2 of the EU4Reconstruction programme aimed at strengthening the capacity of the SARDI and its subordinated entities to act as contracting authority and Project Implementation Unit for major reconstruction projects.

This assignment concerns Output 2 of Stream 2 of the EU4Reconstruction: *"SARDI has the capacity to operate as a transparent, efficient, and EU-compliant institution, effectively managing sustainable and accountable reconstruction efforts"*.

**SARDI and its ecosystem.** SARDI was established by the Resolution of the Cabinet of Ministers of Ukraine, dated 13 January 2023. It was created through the renaming of the State Road Agency of Ukraine and the merger with the State Agency for Infrastructure Projects.

SARDI is structured around a central authority in Kyiv and a broad network of regional and subordinate entities, including 24 Regional Offices for Restoration and Infrastructure Development (the SARDI **ecosystem**).

SARDI is currently responsible for prioritisation, planning and implementation of road infrastructure projects, as well as implementation of other reconstruction projects delegated by the Cabinet of Ministers.

With the support of EU4Reconstruction Stream 2, SARDI is undergoing a period of significant institutional and operational transformation, accompanied by an expanding mandate in infrastructure reconstruction and increased engagement with international partners. In this context, dedicated legal and compliance expertise is essential to ensure that transformation processes, reconstruction activities, and decision-making across the Agency and its ecosystem are fully aligned with national legislation, good governance standards, and anti-corruption requirements. Comprehensive legal analyses, risk and compliance assessments of draft regulatory acts, and targeted legal drafting support shall help mitigate legal and integrity risks, support evidence-based regulatory improvements, and ensure timely adaptation to legislative changes.

In view of the above, the Agency - supported by the EU4Reconstruction - seeks a **Legal and compliance expert for SARDI** to support SARDI transformation, legal and compliance function, who will be embedded within the Agency and refer directly to the SARDI First Deputy Head.

## **Objective**

The objective of this assignment is to provide legal expertise in the development, review, and implementation of regulatory and legal documents related to reconstruction activities and SARDI transformations and increase SARDI's internal capacities in the relevant fields:

- Strengthening compliance and legal function in the Agency ecosystem during transformation processes of the Agency;
- Providing legal support and consultations for infrastructure reconstruction projects, as well as ensuring compliance with national legislation and ensuring early risk prevention in this area;
- Participation in the improvement of the regulatory framework for reconstruction projects, including the development of proposals for amendments to national regulations to strengthen governance in infrastructure and related sectors.

## **Scope of work**

The scope of work of the assignment includes different tasks, including, but not necessarily limited to:

1. Mentoring, on-the-job consulting and other forms of knowledge sharing to designated SARDI legal and compliance staff to strengthening compliance and legal function in the Agency ecosystem during transformation processes of the Agency through;

2. Providing legal support and consultations for infrastructure reconstruction projects, as well as ensuring compliance with national legislation in this area. Train relevant staff on identifying, documenting, and mitigating legal risks at different stages of project preparation and implementation.
3. Participation in the improvement of the regulatory framework for reconstruction, including the development of proposals for amendments to national regulations to strengthen governance in infrastructure and related sectors. Assessing the legislative framework governing reconstruction, identifying gaps, and corruption risks. Supporting SARDI staff in building capacity to analyse gaps and inconsistencies in the regulatory framework governing reconstruction.
4. Provide legal gap analysis and legal drafting support according to the agreed-upon documents. Monitoring legislative changes affecting reconstruction and ensuring necessary legal adjustments;
5. Conducting legal analyses and risks assessment of draft of legal documents (Orders, CMU resolutions, laws etc.) for the reconstruction process and involved entities;
6. Develop practical guidance materials (manuals, templates, checklists, FAQs) to ensure sustainability beyond the assignment; suggest updates to SARDI internal legal and compliance policies.
7. Collaborating with internal SARDI departments, government officials, and international partners to align legal and regulatory aspects of restoration project;
8. Ensuring close engagement and coordination with the EU4Reconstruction team;
9. Performing other related tasks as required.

## **Deliverables**

It is expected that the Consultant will demonstrate tangible progress through the implementation of agreed activities and the provision of analytical and coordination outputs, as detailed below:

- Regular monitoring reports and notes on legislation changes on reconstruction (actual frequency depends on the legislative amendments introduced, not less than quarterly);
- Report and memos based on legal analyses and risks assessment of draft of legal documents of SARDI and its ecosystem: orders, CMU resolutions etc. (not less than 10)
- Legal opinions and recommendations on minimisation of regulatory challenges and risks in legal documents (not less than 20);
- Mentoring and training sessions to SARDI staff;
- Updates to SARDI internal legal and compliance policies;
- Monthly timesheets (progress reports), summarising actual days worked and expenses incurred, as well as progress made and results achieved over the period (in English).
- Completion Report consolidating key results and lessons learned (in English).
- Other deliverables as agreed upon with the Agency and EU4Reconstruction.
- Legal opinions and reviews of draft contracts, CMU resolutions, laws, and internal orders related to reconstruction.

Written deliverables should be in Ukrainian, unless otherwise specifically indicated herein or agreed with the EU4Reconstruction. Deliverables should be translated into English upon request of the Agency / EU4Reconstruction.

## Qualification

The contract will be awarded to the expert meeting the following criteria:

### General qualifications:

- a) Minimum of a Master's degree in law is required.
- b) Minimum of 7 years of professional legal experience.
- c) At least 2 years of professional experience of cooperation with (working within) the public sector under capacity building, compliance, risk managements and/or legal support projects.
- d) Practical experience in reconstruction sphere will be a major asset.

### Adequacy for the assignment:

- a) Proven experience in legal analysis and drafting, compliance and risk assessment;
- b) Proven experience in policy development, regulatory reform, and legislative amendments.
- c) Practical experience working with international technical assistance projects, cooperation with EU and other international institutions, organizations, and donors.
- d) Strong written and verbal communication skills, with experience in preparing legal opinions and analytical reports.

### Experience with the region and languages:

- e) Practical experience working in Ukraine.
- e) Fluency in Ukrainian (written and spoken).
- f) Ability to speak and write in English language.

## Budget, timeframe, and location

The maximum budget available for this assignment is **EUR 32,000** (inclusive of all applicable expenses and taxes).

Payments to the Consultant shall be done on a monthly basis against Consultant's timesheet and invoice for the respective period. Payments shall be based on the actual days worked, the agreed daily fee rate, and the expenses occurred by the Consultant during the period (if applicable). Payments will require verification of completion of deliverables and approval of the Consultant's timesheets and expense outlay by the Project Manager for Strategic Development of the SARDI. Reimbursable costs will only be accepted if they are in compliance with the guidelines in the contract.

The intended commencement date is the date of signature of the contract with the Consultant and the period of implementation of the contract will be **11 months**, with a start in January

2026. The assignment includes up to 223 working days per full term of the Contract (up to 21 working days per month).

The expert is expected to work from the premises of the Agency.

### Reporting and management

The performance of the Consultant will be judged upon reaching the purpose of this contract as well as obtaining its results, as indicated in the section "Objective" and "Deliverables" herein respectively. Moreover, the performance of the Consultant will be judged upon the successful implementation of all the specific activities indicated in Section "Scope of work" of this document.

By signing the contract, the Consultant agrees to hold in trust and confidence any information or documents ("confidential information") disclosed to the Consultant or discovered by the Consultant or prepared by the Consultant in the course of or as a result of the implementation of the contract, and agrees that it shall be used only for the contract implementation and shall not be disclosed to any third party. The Consultant also agrees not to retain copies of any written information or prototypes in its archive and for its use.

Expert will refer directly to the SARDI Fist Deputy Head and work closely with SARDI Fist Deputy Head and SARDI legal department.

Consultant will report to the Project Manager for Strategic Development of the SARDI, who will review / approve deliverables indicated above. Regular planning and reporting sessions with the representative of the Agency and EU4Reconstruction are expected.

### How to apply

The deadline for submitting the proposal is **9 January 2026, 18:00 Kyiv time**.

All interested candidates should submit the following documents **in English**:

- Completed [Annex 1](#), including:
  - CV for Key staff (Section 3)
  - Supplier's Technical Proposal / Methodology (Section 4)
  - Workplan (Sections 5)
- Financial offer ([Annex 2, forms 1 and 2](#)) in EUR, including daily fee and other related expenses (taxes, if applicable), with calculation of maximum 223 working days.

If these documents are not submitted in line with the requirements above, the bid will not be considered.

The proposal shall include the aforementioned information and should be submitted within the above deadline to **EU4R@um.dk cc to irykov@um.dk** indicating the subject line: **"Legal and compliance expert for SARDI"**.

Bidding language: English.

Any clarification questions regarding the terms of reference should be addressed to EU4R@um.dk cc to irykov@um.dk, not later than **5 January 2025, 18-00 Kyiv time**.

### Evaluation criteria

Bids will be evaluated under the criteria provided below:

#	Criteria	Weight
1	Relevant experience according to the CV	60%
2	Proposed budget according to the financial offer	20%
3	Technical Proposal / Methodology	20%