

**Statement of Work for Services of an Attorney
Legal Counsel and Business Assessment**

The following services are required by the United States Government (USG) in relation to the renovation of the US Consulate General, located at 220 Anna Salai, Chennai 600 006. The services will be a performed under a firm fixed price contract.

WORK TO BE PERFORMED:

A. Initial Business Assessment (refer to the attached questionnaire)

Within thirty (30) days of being retained, deliver a detailed written assessment of the legal and administrative process for developing or renovating real property as per the project description provided by the USG. The Legal Counsel must respond to the attached list of questionnaire which addresses zoning permitting process, building permits, contractor sureties and bonds, contract law, owner responsibility, regulatory matters, taxes as applicable to the construction and renovation of the US consulate, labor laws, and other issues related to construction and renovation of the U.S. Consulate facilities in Chennai, India.

B. Final Business Assessment

Within 21 days after receiving USG comments on the Initial draft assessment.

INVOICES AND PAYMENTS:

Invoices: Submit invoice for payments to the US Consulate General in Chennai, India after the Submittals have been accepted by USG.

DELIVERABLES:

Item No.	Deliverable	Due Date
1	Completely address the list of questions included in attachment 1 (PDS-2-Part 1, Legal Counsel Business Assessment) and submit a pre-final Report (1 CD and two hard copies)	30 days or less following the notice to proceed or as instructed by the COR
2	USG will review and respond with questions or seek clarifications.	21 days after completion of Item #1
3	Submit a complete Final Report. (Submit 1 CD and two hard copies of the Final Report).	21 days after receipt of USG comments

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Chennai Consulate Point of Contact:

Mr. Richard Roesing

Management Officer

[Phone] 91-44-2857-4000

[Email] roesingrw@state.gov

Mr. Joseph Anderson

General Services Officer

91-44-2857-4000

andersonja3@state.gov

Bureau of Overseas Buildings Operations Point of Contact:

Michael Kopp

Project Manager, U.S. Department of State

Overseas Buildings Operations, Projects Development and Coordination

Phone: 01-703-875-5256

Email: koppmr@state.gov

PART I - LEGAL COUNSEL BUSINESS ASSESSMENT

Instructions for use: These questions should be answered in the context of how the host country rules, regulations and laws apply to a United States Design Build Contractor hired by the US Government to renovate the Chennai Consulate) in the host country. Each question should be answered with enough detail and explanation so the reader can fully understand the relevant topic.

When there are costs associated with a question or step in the processes discussed below, responses should be itemized and placed into tabular form. Tables should be used when they will more easily convey the information/message.

ZONING

Provide details of issues that may affect the Chennai Consulate site due to zoning. Local zoning officials should understand that the proposed site will be used for diplomatic purposes to include a U.S. Consulate, limited recreational facilities, warehousing and Marine Security Guard quarters.

Name and Address of Local Zoning Official:	
Name:	
Office:	
Title:	
Address:	
Telephone number:	
Other Information:	

1. Zoning Map: Provide a city/area zoning map.
2. Process: Provide a graphic representation of the zoning and permitting process using a Gantt chart, wiring diagram or other method deemed appropriate.
3. Provide information to address the zoning issues in the below matrix:

Zoning Issue	Zoning Requirement	Reference Local Zoning Regulation*
Consulate compound use		
Minimum lot/district size		
Current zoning district/designation (i.e. residential, commercial, etc.)		
Minimum lot width		

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Max. building height (including any regulations for penthouse structures)		
Max. floor to area ratio (FAR)		
Max. building area(s)		
Max. number of Floors		
Min. /Max. setback requirements		
Max. height perimeter wall		
Max. height perimeter fence		
Lot coverage requirements (explain how this is determined-building area, impervious area, etc.)		
Open/green space requirements		
Area or site subject to historic district regulations (i.e., façade type, etc.)		
Area or site subject to any overlay district regulations		
Parking requirements		
Parking space dimension requirements/standards		
Landscaping requirements		
Tree removal and/or replacement requirements		
Limitation on hours of operation		
Lighting restrictions		
Antennae restrictions		
Other (describe)		

*If local zoning regulations are available, provide copies of relevant regulations/documents in English.

BUILDING PERMITS

Local Laws and Regulations

4. Construction Access: Will the size or type of vehicles utilizing the construction site access be limited? Will the hours of operation of the construction site access be limited? Which local government office will handle traffic control for this project?
5. Construction Activity: What are the permitted construction hours for this project?
6. Currency: Does the host country have restrictions on the currency in which local labor is paid or materials purchased?
7. Banking: Must a local bank be used for in-country transactions? What banks are recognized by the local government as established/accredited banks? Do these banks offer electronic banking (offshore transfers or payments to local vendors/employees)?
8. Street/Sidewalk Storage: What is the procedure for obtaining permission to utilize streets and sidewalks for storage? What is the cost of such utilization of the streets/sidewalks?

Design Approval

9. Approval: Does the project design need to be approved by or registered with host government? Is a local associate architect or engineer required?
10. Process: What is the anticipated time to obtain approval or registration? Describe the approval process and provide a flow diagram if the process normally takes more than one month. Provide a copy of the application for approval.

Building Permit Approvals

11. Required Documents: Describe the submission requirements for the following:
 - a) Drawings
 - b) Numbers of sets of drawings
 - c) Calculations
 - d) Who must sign the submission package
 - e) Other submission requirements
12. Permitting Timing: How long does it take to obtain approval of plans and issuance of building permits? Provide a copy of the permit application.
13. Permitting Process: Provide a flow diagram to graphically explain the permitting process.
14. Contacts: Provide a written explanation of the permitting process with instructions, contact names, titles, addresses etc. of officials to receive submissions.

Code Requirements

15. Codes: What standard (building) codes are in use locally? The USG will use the International Building Code (IBC).

- 16. Variations: Discuss any significant code variations between local codes and/or practice and applicable U.S. codes? Do any local practices or codes deviate from the IBC?
- 17. Requirements: To obtain building permits, must the USG drawings for the project follow local codes or will U.S. code standards be acceptable?

Inspections and Occupancy Permit

- 18. Ownership Rights: Describe the subterranean and mineral rights of the owner of a construction site.
- 19. Inspections: Utilizing the matrix below, describe the type and number of inspections normally required by the host country during and after construction to obtain occupancy permits. Provide explanation in addition to the below matrix as necessary.

Required Inspection	Number Required	During Construction	After Construction	Waiver Process
Foundations				
Mechanical				
Electrical				
Structural				
Fire				
Other (Describe)				

- 20. Occupancy Permit: Does the host country or local government require a project obtain an occupancy permit? If required, describe the submission requirements, costs and the process to obtain the permit.
- 21. Inspections: The USG normally will provide its own inspections and certification of the installation during and after construction and will request a waiver of inspections from the host country. What is the process to request waivers of inspections? Do you anticipate any issues with inspection waiver requests?

REGULATIONS AFFECTING U.S. DESIGN-BUILD FIRMS

- 22. Potential Issues: What potential legal, political, regulatory or other issues could prove to be challenges to the U.S. design-build (D/B) company that may be unique?
- 23. Branch Office: Must the U.S. Company establish a branch office in the host country? What is the process and cost associated with developing such an office?
- 24. Permit/License: What requirements must be met to qualify for a permit or license to do business as an architectural, engineering and general contractor? What is the

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process for obtaining such a permit or license, and what is the timing for this process?

25. A U.S. company will be the prime contractor on a diplomatic construction project.
 - a) What obstacles will be expected?
 - b) Can the prime contractor directly retain the services of local subcontractors?
 - c) Describe how the general contractor can secure the services of local contractors.
26. Joint Venture/Subcontracting: Are US construction companies required to associate with local companies by way of joint venture? Provide the requirements for this joint venture/subcontracting, including information on any laws that govern this, the percentage to be subcontracted, who has ultimate responsibility for the joint venture, etc.?
27. Local Assistance: Are US design-build companies required to engage certain local professionals or agents? What are the requirements?
28. Regulatory Laws: Describe any local or national regulatory laws that the general contractor is required to follow, including environmental, fire safety, building safety, etc.
29. Ownership Stake: Will the local government by law, require an ownership stake in this construction project? Describe any requirements.
30. Local Labor/Materials: Describe to what extent the contractor must use local construction labor or local materials?
31. Contractor Sureties: What is the local practice regarding contractor sureties, such as bonds and insurance?
32. Local Bonds/Escrow: Is the contractor required to deposit money in escrow to cover potential damages to the city streets, property, etc.?
33. Fees: What are the fees associated with American firms doing business in the host country?
34. Provide information on the license/fee requirements in the below matrix:

License/Fees	Amount (\$)	Comments/Explanation
Architect/Engineer		
General Contractor		
Business License		
Zoning Application		
Building Permit		
Trade Contractor Permit		
Worker's Permit		

3 rd Country Worker's Permit		
Others (Describe)		

LABOR LAW AND WORKERS' ISSUES

Permits/Licenses

- 35. Requirements: Are any permits or licenses (other than visas) required for importing U.S. or third-country labor? Describe any required permits or licenses and the acquisition process.
- 36. Period of Validity: For what period are the required licenses or permits in effect? Are the permits/licenses renewable?

Rules

- 37. Labor Unions/Parties: What are the general construction regulations regarding unions? Are there labor unions or parties in the host country? What is their relationship between the labor unions/parties and the local government (i.e. laws, agreements, etc.)?
- 38. Safety: What safety regulations and laws govern the construction industry? USG construction projects follow the Corps of Engineers/OSHA safety guidelines-will these regulations adequately meet host country/local requirements?
- 39. Workmen's Compensation: Do workmen's compensation laws exist in the country? Describe any local or national regulations governing workers compensation
- 40. Workers' Rights: What types of laws govern workers' rights? Is there a minimum wage, separation requirements, etc?
- 41. Casual Employee: Describe the employment conditions that constitute a "casual" employee?
- 42. Permanent Employee: Describe the employment conditions that constitute a "permanent" employee?
- 43. Unemployment Insurance: Describe any local or national regulations governing unemployment Insurance.
- 44. Tabulate the employer's obligations to employees in the matrix below:

Benefits:	
Statutory contributions (e.g. pensions):	
Other (e.g. 13-month salary)	

- 45. Tabulate the respective rights of each type "casual/permanent" employee with respect to the following:

Dismissal	Casual Employee	Permanent Employee
Annual-leave entitlements		
Sick leave entitlements (may include custom such as when a relative dies)		
Holidays		
Other		

46. Tabulate local customs/subsidies that may affect the employment of labor on any basis in the following matrix:

Are employees provided with transportation to and from work?	
Are employees provided with food as part of their compensation?	
Other?	

Local Court System and Problem Laws

47. Judicial System: Provide an outline of the available judicial system describing the levels of the courts, jurisdiction accorded each, number of justices sitting, available appeals and other judicial system features.

48. Laws/Penalties: Provide an outline (if one exists) of any special criminal and civil laws and penalties that U.S. personnel should be aware of (for example, restrictions on drinking alcoholic beverages, gambling, sale of western goods, currency speculation, etc). Please advise if no such outline is available or if local laws will be generally familiar to Americans. (Primary interest is in local laws or penalties that will seem unfamiliar or severe to Americans - for example, Islamic or socialist laws.) This should be coordinated through the Office of Foreign Missions (OFM) and/or Post.

Contract Law

49. Typical Contracts: Identify typical binding legal arrangements (contracts) utilized in the host country.

50. Enforceability: Must contracts be written to be enforceable? Can an oral agreement establish a contract?

51. Local Laws: Identify vagaries in local contract law that is likely to affect contracting for the project.

Dispute Resolution

52. International Agreements: Is the host country a party to any international agreements governing enforcement of foreign judgments or other aspects of adjudication (e.g., Hague Convention, Convention on the Enforcement of Foreign Judgments, and New York Convention on the Enforcement of Arbitral Awards)?

Owner Responsibilities during Construction

53. Owner Responsibility: What are the responsibilities and liabilities under local law for the property owner (the USG) during construction?

54. Owner/Contractor Responsibility: Will the owner be legally responsible for wages, social security, or other debts of the contractor if the contractor fails to meet its obligations?

55. Owner/Contractor/Subcontractor Responsibility: In disputes between the subcontractor and prime contractor, what responsibility does the owner (the USG) maintain?

56. Contractor Negligence: Is the owner (the USG) responsible for negligent acts of the contractor?

Sovereign Immunity

57. Applicability: Under local law, when is the defense of sovereign immunity available to the USG? OFM and/or Post may also respond to this question.

58. Extent: Does the host country apply a broad or restrictive view of sovereign immunity?

59. Individual Representatives: Does the host government recognize immunity for individual representatives of a sovereign?

TAXES

Existing Taxes

60. Relevant Taxes: Will the U.S. contractor incur any of the taxes listed below? If applicable, describe the nature of the tax and how it is paid in the matrix below. Utilize additional explanation outside the matrix as necessary.

Tax	Description/How Paid
Income Tax	
Property Tax	
Sales Tax	
Value Added Tax	
Stamp Tax	

Construction Tax	
Social Security or other payroll taxes	
Other: (Describe)	

61. Double Taxation: Is there a double taxation agreement between the U.S. and the host government (i.e., if a worker is taxed in one locale, will he/she be credited with having paid taxes to the second taxing authority)?

62. Contractor Taxes: Will the U.S. contractor be subject to any taxes that are different from those imposed on local or third-country companies? Describe the nature of the taxes, their costs and how they are paid?

Workers' Tax Liability

63. Income Tax: Will U.S. and third-country workers be subjected to income tax?

64. Social Security Tax: Will U.S. and third-country workers be subjected to social security tax?

65. Other Taxes: Will U.S. and third-country workers be subjected to any other taxes?

Personal Taxation Liability

66. Collection: Who is responsible for the collection and payment of income tax?

67. Tax Rates: What are the rates/scales of personal income taxation?

Diplomatic Status

68. Agreements with Post: Describe any de-facto agreements that Post has with authorities of the host government, which would in any way provide a cost-benefit in the execution of a construction project by the US Government Department of State.

69. Tax-Free Status: Does Post enjoy tax-free status from the host government, and is such tax-free status available for a construction contractor providing new office buildings and the like? Describe this arrangement and how it can be made available to the construction contractor.

70. VAT: Will the U.S. contractor incur value-added tax (VAT) or other similarly imposed taxes on its purchase of goods and services associated with the project? Describe the full extent and amounts of such taxes, including taxes on all items of a construction contract from materials/supplies and equipment both imported and purchased locally.

71. Sales Tax/Import Duties: Will the U.S. contractor's purchases of materials within the country be subject to sales tax or import duties? If applicable, describe the full extent and amounts of such charges applicable to the contractor's actual work or the work of any subcontractors.

72. Containers/Packages: Confirm that all of the containers and packages containing project materials destined for sole use on the project and consigned to the American Ambassador are duty free.

Tax Table

73. The following table contains many of the possible taxes and fees required to do business in a country. Provide the requested information in the matrix below. Indicate any additional taxes that are not included below.

Tax	Rate	Comment (How Applicable)
Corporate Income Tax		
VAT Tax		
Import Tax		
Customs Tax		
Tariffs (Building Materials)		
Workman's Compensation		
Unemployment Tax		
Sales Tax		
Importation Duty		
Utility Service Tax		
Stamp Tax		
Personal Income Tax		
Others (Describe)		

Tax Relief

74. Local VAT/Sales Tax: Identify the local VAT or sales tax rates for purchases or supplies of goods and/or services.

75. VAT Relief: Identify procedures and/or requirements for the USG or USG contractor (contracted in Washington) to receive relief from VAT and/or sales tax or receive reimbursement for VAT and/or sales tax assessed on goods and services purchased for a USG contract.

76. Processing Timeline: If tax-relief is provided through reimbursement, what is the host government's average processing timeframe for this action? If the tax is reimbursable, is it recovered at 100 percent? Please provide an explanation as to the amount that is actually recovered against that which is theoretical.