



REPÚBLICA DE CABO VERDE

MINISTÉRIO DAS FINANÇAS

Terms of Reference (ToR)

Legal Consultancy for Government Digital Transformation, Legislative Reform, and Support to the Single Government Portal (gov.cv) Development

1. Background and Context

The *Digital Cabo Verde Project (P171099)*, implemented by the Government of Cabo Verde through the *Ministry of Finance* and the *Special Projects Management Unit (UGPE)*, with financing from the *International Development Association (IDA)*, aims to strengthen Cabo Verde's digital competitiveness foundations and improve the provision and usage of digital public services.

The project was initially approved in 2020 with a total investment of US\$20 million. It is now being scaled up through additional financing of an equivalent amount, extending the implementation period to 31 October 2028. The AF will enhance and expand activities in three strategic areas.

1. **Enabling Legal and Regulatory Environment** – improving and modernizing legal frameworks to support digital transformation, data protection, cybersecurity, and emerging technologies.
2. **Digital Competitiveness** – expanding digital connectivity, skills, and entrepreneurship, particularly in education and innovation.
3. **Digital Public Services and Marketplace** – consolidating all digital public services under a unified Single Government Portal (gov.cv), enhancing accessibility, efficiency, and transparency.

The *Prime Minister's Office*, through the *Government Digital Services Team (GDST)* — created under **Resolution No. 42/2024 of May 13** — is responsible for **managing, guiding, and overseeing the implementation of the project in alignment with the principles of the Single Portal (gov.cv), Digital Public Infrastructure (DPI) for public benefit, and Government as a Whole.**

The National Digital Transformation Agenda is guided by the following principles:



- **User-centricity and inclusiveness**, ensuring equitable access to digital services for all citizens and the diaspora.
- **Interoperability and openness**, promoting data sharing and collaboration across government entities.
- **Security and trust**, ensuring data protection, privacy, and cybersecurity in all digital services.
- **Efficiency and accountability**, focusing on results, transparency, and public value creation.
- **Sustainability and innovation**, ensuring long-term digital governance and adoption of emerging technologies.

The Government recognizes the importance of ensuring that the **legal and regulatory framework — especially regarding digital identity, cross-border services, and consular interactions — adequately reflects diaspora realities and international cooperation requirements**, within the limits of national sovereignty, applicable international law, and existing bilateral or multilateral agreements.

In this context, the consultancy will provide specialized legal support in **diaspora affairs, international legal cooperation, and digital transformation**, ensuring that Cabo Verde’s legal and institutional ecosystem evolves coherently with the Government’s digital transformation program.

2. Objectives of the Assignment

The main objective of this assignment is to provide **embedded and continuous legal advisory support**, as defined under this ToR, to the Government of Cabo Verde through the GDST, in support of the implementation of the Single Government Portal (gov.cv) (hereafter, the “Single Gateway”) and the broader Digital Transformation Agenda.

Such support shall be provided **strictly in an advisory capacity and shall not establish any employment, agency, or decision-making authority relationship with the Government.**

Specific Objectives:

1. Review and Harmonization:

Review, assess, and harmonize the existing legal and regulatory environment that supports Digital Transformation and the implementation of the Single Government Portal (gov.cv), in line with the principles of interoperability, data protection, and user-centric design.



2. Legal Advisory Support:

Provide continuous legal advisory services to the GDST and the Single Government Portal (gov.cv) Developer Consultant, ensuring that digital initiatives comply with national legislation, international standards, and the core digital governance principles.

3. Business Process Reengineering (BPR):

Support the BPR process from a legal and compliance perspective, ensuring that redesigned processes and digital workflows align with the Once Only and Government as a Whole principles and are legally enforceable within the national administrative framework.

4. Legal Drafting and Framework Development:

Draft and update laws, decrees, regulations, and contractual instruments related to Digital Public Infrastructure (DPI), data governance, interoperability, cybersecurity, and digital service delivery, ensuring consistency and sustainability of reforms.

5. Capacity Strengthening:

Build institutional and legal capacity within the GDST and across participating ministries, departments, and agencies to ensure long-term legal governance of the national digital transformation ecosystem, grounded in the principles of Government as a Whole, Digital by Default, Once Only, and DPI for public benefit.

3. Scope of Work

The Legal Consultancy will operate as an **embedded advisory partner** within the GDST, providing both strategic and operational legal support, and ensuring coordination with the **Single Gateway Developer Consultant** and other institutional stakeholders.

Activity 1 – Embedded Legal Support and Coordination

- Work **with GDST**, participating in **daily coordination meetings**.
- Provide **real-time legal advice** to GDST, the Single Gateway development team, and partner institutions.



- Review and provide legal input to terms of reference, technical specifications, data-sharing agreements, and memoranda of understanding.
- Ensure alignment of all implementation activities with Cabo Verde's legal framework and international standards.

Activity 2 – Legal and Regulatory Diagnostic

Based on a recognized legal diagnostic methodology and stakeholder consultations

- Conduct a review of laws and regulations relevant to:
 - Digital governance and ICT regulation;
 - Intellectual Property, Data protection, data sharing, and interoperability;
 - Digital identity, trust, and authentication services;
 - Public service delivery and administrative procedures;
 - Electronic transactions and cybersecurity;
 - Institutional mandates affecting the Single Gateway and base registries.
- Identify legal and procedural barriers to integration and interoperability.
- Produce a **Legal and Regulatory Diagnostic Report** with recommendations for alignment.

Activity 3 – Support to Business Process Reengineering (BPR)

- Participate in BPR working sessions with GDST and the Single Gateway Developer Consultant.
- Review reengineered workflows, procedures, and data flows for legal and regulatory compliance.
- Identify necessary **legal reforms, simplifications, or new instruments** to formalize redesigned digital processes.
- Draft or adapt standard operating procedures (SOPs) from a legal perspective.

Activity 4 – Drafting and Harmonization of Legal Instruments

- Draft or revise laws, decrees, and regulations needed to enable:
 - The Single Gateway operational framework and governance;



- Digital Public Infrastructure (DPI) and interoperability;
- Electronic identification and trust services;
- Secure data exchange and privacy protection;
- Institutional mandates for integrated service delivery.
- Ensure coherence between technical, procedural, and legal provisions.

Activity 5 – Advisory Support to the Single Gateway Development

- Review all technical and functional documentation produced by the Single Gateway Developer Consultant to ensure compliance with:
 - Data protection laws;
 - Administrative law and citizens' rights;
 - Electronic communication and transaction standards;
 - Liability, auditability, and public accountability norms.
- Participate in technical validation and testing sessions from a legal compliance standpoint.
- Advise on user consent, digital signatures, and cross-agency legal interoperability.

Activity 6 – Legal Reform Roadmap and Capacity Building

- Develop a **Legal Reform and Harmonization Roadmap** linking identified reforms to digital service priorities.
- Conduct **training and coaching sessions** for GDST, policymakers, and digital service teams.
- Deliver practical legal implementation guidelines for continuous compliance in digital operations.

Continuous and Crosscutting Legal Support

In addition to the formal deliverables outlined in this ToR, the consultancy will provide continuous legal advisory support estimated at approximately 12 working days per month (equivalent to 96 working hours per month).



This includes ad-hoc legal advice, document reviews, participation in coordination meetings, and rapid legal inputs across all activities.

This allocation represents a defined level of effort and shall constitute the basis for the financial proposal. Any additional support beyond this level shall be subject to prior approval by the Client.

This support may be delivered through a combination of on-site and remote inputs, in line with the overall LOE distribution (40% on-site / 60% remote).



4. Deliverables

No.	Deliverable	Description / Expected Outputs	Timeline	% of Total Budget
1	Inception and Embedded Work Plan	Detailed methodology, coordination plan with GDST and Single Gateway team.	Month 1	10%
2	Legal and Regulatory Diagnostic Report	Assessment of existing legislation and identification of reform needs.	Month 3	15%
3	Legal Inputs for Business Process Reengineering	Advisory notes and compliance validation for redesigned processes.	Month 4	15%
4	Draft Legal and Regulatory Instruments	Draft laws, decrees, and guidelines supporting DPI and Single Gateway.	Month 5 - 6	20%
5	Advisory Support to Single Gateway Development	Continuous legal advice and compliance validation reports.	Month 7 - 8	15%
6	Legal Reform Roadmap and Capacity Building Materials	Structured roadmap and training toolkit for implementation.	Month 9 - 10	10%
7	Final Consolidated Report	Summary of legal work, lessons learned, and sustainability plan.	Month 12	15%

The continuous and crosscutting legal support described in this ToR is embedded across Deliverables 1 to 6 and shall be proportionally compensated through the corresponding milestone payments.

Each deliverable includes a component of ongoing legal advisory services provided during the respective implementation period.

Each payment is conditional on written acceptance by GDST, validated through a Deliverable Acceptance Note and submission of editable source files (PT/EN).



5. Team Composition and Key Experts

The consultancy firm shall propose a team composition that ensures the successful and timely delivery of all assignment objectives. The proposed team should include professionals with the appropriate **legal, technical, managerial, and communication expertise** to carry out the required activities effectively.

The consultancy may determine and propose the **number and profile of experts** deemed necessary to achieve the best results within the established timeline, ensuring that the team structure reflects an optimal balance of skills and experience, subject to minimum key expert requirements defined in this ToR.

Each expert's role, responsibilities, and level of effort should be clearly defined, including key personnel such as the **Team Leader/Lead Legal Expert, Digital Law and ICT Regulation Specialist, Data Protection and Privacy Expert, Public Administration and BPR Legal Advisor**, and other specialists the consultancy deems necessary for the execution of the assignment. The Level of Effort (LOE) for each expert shall be expressed in person-months and clearly indicate the distribution between on-site and remote work.

6. Qualifications and Experience

For Consulting Firm

- Minimum **10 years of experience** in public law, ICT regulation, or digital transformation legal frameworks.
- Proven experience in **embedded advisory roles** supporting government or multilateral projects.
- Demonstrated expertise in **data protection, interoperability, e-government, and DPI governance law**.
- Experience in **business process simplification, digital service legislation, and ICT contracts**.

For Key Experts



1. **Team Leader / Lead Legal Expert –**
 - a) Advanced degree in Law (LL.M. or equivalent);
 - b) ≥10 years’ experience in ICT or e-government legislation;
 - c) proven experience with digital identity, e-signature, or data protection frameworks;
 - d) experience with international donors (e.g., World Bank, EU)
 - e) Extensive experience in digital governance and public law reform.
2. **Digital Law and ICT Regulation Expert –**
 - a) Expertise in digital platforms, interoperability, and trust services.
 - b) Master’s in Law, Economics, or ICT Policy;
 - c) 8+ years’ experience in ICT regulation, interoperability, and trust services; familiarity with cross-border data flows desirable;
3. **Data Protection and Privacy Specialist –**
 - a) Knowledge of GDPR-aligned frameworks and local adaptation.
 - b) Certified data protection professional (e.g., CIPP/E) or equivalent;
 - c) 7+ years’ experience in data protection and cybersecurity law;
4. **Institutional and Governance Expert (Public Administration Modernization)**
 - a) Experience with public sector modernization – ability to align legal frameworks with process redesign.
 - b) Degree in Public Administration, Law, or Governance;
 - c) 7+ years’ experience in institutional reform and digital governance;
5. **Legal Advisor on Technology Contracting and Public Procurement–**
 - a) Experience drafting legal agreements for technology projects.
 - b) Law degree with at least 7 years of experience in drafting and reviewing contracts for ICT systems, digital service platforms, or public sector technology projects.
 - c) Demonstrated expertise in **public procurement law, contract negotiation, and compliance with donor-funded project procedures** (World Bank, EU, etc.).
 - d) Knowledge of international contract standards (e.g., FIDIC, UNCITRAL, or national public contracting law) and familiarity with intellectual property and service-level agreements (SLAs) for IT systems is an asset.



All experts must be fluent in **Portuguese**, with working proficiency in **English**.

7. Duration and Level of Effort

The assignment will last **twelve (12) months**, starting from contract signature.

The firm shall ensure regular on-site presence of at least one senior legal advisor within the GDST, in line with the agreed LOE distribution, while maintaining continuous coordination with the GDST and the Single Gateway Developer Consultant throughout the project lifecycle.

The total Level of Effort (LOE) for the assignment is estimated at 240 person-days over the 12-month period. At least 40% of the LOE shall be delivered on-site in Cabo Verde, with the remaining 60% allowed to be delivered remotely.

Any adjustment to the LOE distribution shall be subject to prior written approval by the Client and shall not affect the total contracted LOE.

- The Firm shall clearly specify in its proposal the distribution of on-site and remote work, including a monthly indicative schedule of expert deployment in Cabo Verde. The consultancy will be **embedded within the GDST**, working under the daily supervision of the GDST Coordinator.
- The firm will participate in **all coordination meetings** with the **Single Gateway Developer Consultant, UGPE, and sectoral ministries**.
- A **Steering Committee**, chaired by the Prime Minister's Office, will oversee strategic alignment, validation, and policy coherence.

8. Reporting and Deliverables

All reports and legal instruments must be delivered in **Portuguese and English**, in editable formats (Word and PDF).

The firm will provide **bi-weekly progress updates** summarizing activities, issues, and coordination outcomes.

Dependencies and Government Inputs

The Client (GDST) will ensure that the Firm has timely access to:



- Existing draft laws, decrees, and regulatory instruments related to digital transformation;
- Business Process Re-engineering (BPR) documentation, service process maps, and interoperability data dictionaries prepared by other consultants;
- Meetings and consultations with relevant Ministries, Departments, and Agencies (MDAs), including ARME, NOSi, MFA, SNIAC, and others participating in the Single Government Portal (gov.cv);

The Firm shall identify any dependency risks that could affect deliverable timelines and report them in its bi-weekly progress notes to UGPE and GDST.

9. Ownership and Confidentiality

All reports, documents, and legal materials produced under this assignment are the **exclusive property of the Government of Cabo Verde**.

The firm must ensure strict confidentiality and compliance with national data protection and professional ethics standards.

10. Expected Impact

The embedded legal consultancy will:

- Ensure all legal aspects of the Single Gateway (gov.cv) development are fully compliant and future-proof;
- Provide continuous legal oversight to the GDST and the technical developer;
- Integrate legal considerations into business process reengineering and interoperability frameworks;
- Strengthen the institutional and regulatory foundations of Cabo Verde's **Digital Public Infrastructure (DPI)**;
- Enable sustainable governance for the Single Gateway and **Whole-of-Government** services;
- Build internal government capacity to manage, monitor, and update legal frameworks for digital transformation; and
- **Ultimately**, strengthen Cabo Verde's **legal and institutional foundations** for a secure, interoperable, and citizen-centric digital government, ensuring the long-term sustainability of the **Single Gateway** and the **Digital Public Infrastructure** ecosystem.