



**Opening
Extractives**

Unlocking the benefits
of ownership data

Terms of Reference for short-term consultant supporting the implementation of beneficial ownership transparency in Liberia

Introduction

Opening Extractives (OE) is a programme launched by the Extractive Industries Transparency Initiative (EITI) and Open Ownership (OO) to enhance beneficial ownership transparency. OE is seeking a consultant to support their work implementing beneficial ownership transparency in Liberia. This will entail supporting the OE team and the Steering Committee in Liberia¹ with the implementation of the OE programme's work-plan. The objective is to improve government and company disclosures; move towards systematic disclosure of data on beneficial ownership (first in the extractive sector, then in other sectors); and build capacity among key stakeholders in collecting, disclosing, and analysing beneficial ownership information.

Objectives of the assignment

OE is seeking a consultant to support their work with Liberia's Extractive Industries Transparency Initiative (EITI), the Liberia Business Registry (LBR), and other stakeholders on the implementation of beneficial ownership transparency reforms in line with [Requirement 2.5 of the 2019 EITI Standard](#).

Jointly implemented by the EITI and Open Ownership

¹ The Steering Committee is made up of the Liberia Business Registry, Liberia Revenue Authority and the LEITI.

EITI

**Open
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Background

Requirement 2.5 of the 2019 EITI Standard requires that implementing countries should maintain a publicly available registry of the beneficial owners of the corporate entity(ies) that apply for, or hold, a participating interest in an exploration or production oil, gas, or mining licence or contract, including the identity(ies) of their beneficial owner(s), the level of ownership, and details about how ownership or control is exerted. Liberia's beneficial ownership transparency journey dates as far back as 2007, when Liberia first announced its commitment to the EITI. Since then, LEITI has worked collaboratively with civil society organisations, government, and industry operators to ensure the maximum use of the extractive resources for sustainable development.

As part of its efforts to actualise its commitment to improve beneficial ownership transparency, the Liberian government confirmed its participation in the OE programme on 28 July 2021. Liberia's primary objective in the first phase of the programme is to establish a beneficial ownership register for the mining, forestry, agriculture, and oil and gas sectors to be hosted by the LBR. Liberia's priority areas under this programme include, but are not limited to: (i) development of a new beneficial ownership data collection form and guidance notes, in keeping with the EITI, the Financial Action Task Force (FATF), and OO requirements; (ii) development of internal procedures for the collection of data, storing, and releasing of beneficial ownership information to the public; (iii) development of a detailed training manual for beneficial ownership; (iv) capacity building for all relevant stakeholders; (v) public sensitisation on beneficial ownership; and (vi) development of beneficial ownership regulations.

The OE team has prepared a Phase One work-plan that contains the activities to be executed in the coming months, and needs a technical consultant to support the implementation of the activities outlined in the work-plan. Below details the scope of works for the consultant:

Scope of work

The technical consultant will be expected to undertake the following tasks:

- A. Developing and designing beneficial ownership declaration forms according to the [Beneficial Ownership Model Forms developed by the EITI and OO](#), taking into consideration any local peculiarities and the existing provisions of the amended Associations Law of Liberia.**

- 1) Support LEITI with designing and developing a beneficial ownership declaration form for



collecting information from entities within the extractive sector

- a) Use the [EITI's model declaration forms for high-quality data collection](#) as a template to develop and design a beneficial ownership declaration form that reflects the definition of a beneficial owner.² In undertaking this task, the consultant should:
 - i) take into account existing information and templates being submitted by companies when they register and/or apply for a licence;
 - ii) take into account any existing methods of collection, processing, and publication of current company data;
 - iii) ensure the template includes a provision for attestation by a senior person(s) of the declaring company;
 - iv) ensure that the template allows records in the beneficial ownership portal to be created and updated using a method identified by the technical consultant.
 - b) Support the OE team in facilitating consultation sessions with the Liberia Steering Committee and any other relevant government agency for the review of the draft beneficial ownership declaration form.
- 2) Support with user consultation sessions on beneficial ownership declaration form
- a) Support the OE team in facilitating key user group consultation sessions on the draft beneficial ownership declaration form. This will entail having consultation sessions, based on OO's briefing on [user consultation process](#), with two groups of users to obtain specific feedback on the draft forms and incorporate inputs to make the form user-friendly. The groups of users are:
 - i) System Users: such as registered agents, companies, and LBR internal staff who will use the system to submit beneficial ownership data; and
 - ii) Data Users: such as key government agencies and other private stakeholders that will use the data for investigations, due diligence, and transactions.
- 3) Inter-agency coordination, data collection, and sharing
- a) Support by convening and facilitating government and non-government actors involved in collection, verification, disclosure, and use of beneficial ownership data within the extractive sector to review the declaration forms and provide input, such as, but not limited to:
 - i) the user friendliness of the form;
 - ii) whether the data sought to be collected from extractive companies can be realistically provided;

² According to the [Title 5: Associations Law](#), amended in April of 2020.



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- iii) whether there is any information on the form that has already been collected by any government agency, and how duplication of data can be resolved;
- iv) how the form fits into Liberia's current licensing system and administration in the extractive sector;
- v) The consultant will facilitate discussions with government agencies, such as the LBR, the LRA, the Financial Intelligence Unit of Liberia (FIU), and others involved in beneficial ownership data collection and monitoring to ensure any conflicts or overlaps with the data fields on the form, as well as any other existing reporting obligations imposed on entities by other regulatory bodies, are resolved.

B. Developing and designing Data Submission Manual to serve as a comprehensive guide to beneficial ownership information providers on how to fill the beneficial ownership declaration form.

- 1) Support LEITI with drafting data submission manual (manual) for the beneficial ownership declaration form
 - a) Support the OE team in drafting a manual that will provide comprehensive guidance to the reporting entities on how to fill the forms. The manual should:
 - i) contain definitions of any legal terms used in the form;
 - ii) clearly identify who should fill the form and explain in clear terms how each data field in the form should be filled. Where there is a need to explain or provide more information on any data field on the form, such explanation should be provided in the manual.
 - b) Support the OE team in coordinating session(s) with the Liberia Steering Committee to review the manual.
 - c) Coordinate stakeholder consultation sessions (particularly with system users) to stress test the manual and ensure that it provides sufficient guidance on how to fill the beneficial ownership declaration form.

C. Support the development of a beneficial ownership Regulation to augment the beneficial ownership disclosure regime created by Section 8.14 of the Associations Law of Liberia.

- 1) Support the LBR with drafting a beneficial ownership Regulation
 - a) The Associations Law (as amended) provides the definition of beneficial ownership



and includes ownership, control, and influence. The definition also provides details on how a beneficial owner controls or exerts influence on a legal owner. However, it does not provide any threshold for reporting, nor does it provide a practical framework on how reporting will be done and how the information collected will be verified or published. Thus, there is a need for a comprehensive regulatory framework on beneficial ownership.

- b) The consultant will be required to draft beneficial ownership Regulations to fill this gap. The draft Regulations should reflect the [Open Ownership Principles](#) (OO Principles) of beneficial ownership, and should, among others, contain provisions relating to the following:
- i) the definition of beneficial ownership as outlined in the Associations Law;
 - ii) the disclosure threshold for reporting entities;
 - iii) the beneficial ownership reporting obligations highlighted in the law, including entities who are subject to the reporting obligations;
 - iv) the information that will be collected in declaration forms (see the [Data](#) section of OO's implementation guide and the OO Principle of [sufficient detail](#));
 - v) the information that will be published and how this reconciles with privacy and data protection legislation, such as Liberia's Freedom of Information Act (see the [Publish](#) section of OO's implementation guide and the OO Principle of [public access](#));
 - vi) the sanctions for individuals and firms that fail to meet reporting obligations.

Deliverables and approval process

The expected deliverables envisaged under this consultancy include:

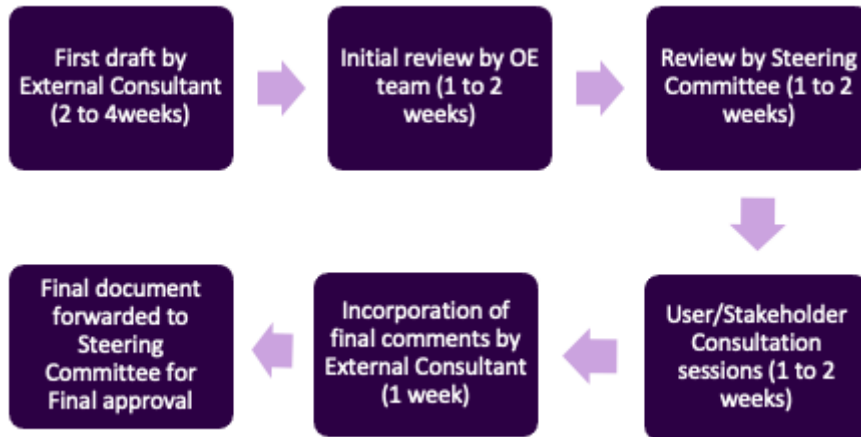
- beneficial ownership declaration form for the extractive sector which is user-friendly and contains sufficient detail;
- data submission manual to provide sufficient guidance on how to fill the forms;
- beneficial ownership Regulations to augment the beneficial ownership provisions of the Associations Law;
- record of stakeholder meetings/interviews; approximately 10 (interviews, dates, sector, etc.).

The standard approval process is captured in the diagram below:



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Timetable

The proposed schedule is set out below, and should be agreed in consultation with the Liberia Steering Committee.

ACTIVITY	TIMELINE
Singing of contract	TBC
Initial meeting with Steering Committee and the OE team	TBC
BENEFICIAL OWNERSHIP DECLARATION FORM	
Development and design of beneficial ownership declaration form	TBC
Review of draft beneficial ownership declaration form	TBC
Consultation sessions with system and data users	TBC



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Final version of draft beneficial ownership form for approval by Steering Committee	TBC
DRAFTING OF DATA SUBMISSION MANUAL	
Drafting of data submission manual	TBC
Review of draft data submission manual	TBC
Consultation sessions with system users	TBC
Final version of draft data submission manual	TBC
DRAFTING OF BENEFICIAL OWNERSHIP REGULATIONS	
Drafting of beneficial ownership regulations	TBC
Review of draft regulations	TBC
Consultation sessions	TBC
Final version of draft Regulations	TBC

Contractor profile

The successful contractor will need to demonstrate a reasonable level of knowledge and experience in drafting policies and regulations, as well as a good understanding of the legislative and institutional framework of Liberia. This should be demonstrated through a history of experience of working with government agencies to improve institutional frameworks and undertaking similar projects or assignments.

We welcome applications from companies or individual contractors with the following attributes:



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- knowledge and understanding of Liberia's legislative and institutional frameworks, particularly as it relates to the regulation of companies (a legal or policy background will be an advantage);
- experience working to deliver or support government reform initiatives (desired);
- a demonstrated history and experience with engaging with stakeholders relevant to this consultancy (a pre-existing network of local contacts is desired);
- the ability to self-organise and work autonomously in a remote organisation;
- comfortable working with a geographically distributed team;
- highly digitally literate, with experience of working collaboratively online.

Experience working in the fields of corporate transparency, fiscal openness, or anti-corruption is desirable. Preference will be given to candidates and/or organisations within Liberia, as some of the deliverables will require in-person meetings. We are, however, also open to applications from consultants based elsewhere in the region who have experience working in the Anglophone Africa context. We want to hear all voices, and particularly encourage individuals of diverse and marginalised communities to apply.

We will accept applications from individuals or organisations. We do not, however, accept applications from recruitment agencies; applications must be made by those who will be delivering the work.

Please note that OO is a fiscally sponsored organisation and the contract will be executed in the name of our fiscal sponsor Global Impact, a non-profit, on behalf of OO. Due to the legal restrictions placed on the grant that partly funds this post, we cannot accept applications from anyone based in the USA.

Assignment details

The assignment is expected to last three to four months, and should be completed by 30 June 2022, so we expect this to be a nearly full-time consultancy.

- A daily contractor rate of USD 200 to 250 will be offered for this assignment, determined by the experience and expertise of the contractor.
- In addition, a budget has been allocated for all eligible costs incurred by the contractor, such as, but not limited to: travel, accommodation, telephone, and data expenses.



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The total cost of the consultancy must not exceed USD 12,500, including daily fees and additional expenses incurred by the contractor.

Application process

Timeline

Stage	Dates
Deadline for submissions of tender	7 February 2022
Panel interviews	14-18 February 2022
Awarding of tender	23 February 2022
Start of project	28 February 2022
Final deadline for completion of project	30 June 2022

Content of proposals

To apply, qualified contractors should send:

A brief one to two-page proposal on how you will successfully deliver on this contract, including a budget detailing your time and/or other anticipated costs. Please highlight your most relevant professional experience and skills for this contract.

Please send the above to **recruitment@openownership.org** before **23:59 GMT on 7 February 2022**. You will hear back from us with confirmation that your application has been received.

Please note that our vacancies are for direct applicants only; we will not be accepting applications from recruitment agencies or any third-party agency.