

Terms of Reference: Legal Consultant

Position Title:	Legal Consultant
Reporting to:	Head of Legal Department
Type of Appointment:	Full-Time Contract
Duration:	1 year, renewable based on performance

1.0 Background

The Government of Maldives has embarked on a transformative economic development agenda aimed at strengthening long-term economic growth and diversification through the strategic development of infrastructure assets. Recognizing the importance of attracting and facilitating private investment, the Government enacted the Special Economic Zones (SEZ) Law in September 2014 to create an enabling environment for increased private participation, particularly through public-private partnerships across key economic sectors.

To support the Ministry of Economic Development and Trade (MEDT) in the implementation of this framework, and to ensure sound structuring and negotiation of investor-driven projects, the Ministry seeks to engage a qualified legal expert with demonstrated experience in commercial and corporate law. The selected expert will be expected to support the review, drafting, and negotiation of commercial concession agreements, investment agreements, and other contractual instruments. The expert will also support the drafting of rules, procedures, and regulations required for operationalization of SEZ-related activities.

The expert will work closely with the Ministry's technical staff, including the team at Invest Maldives, and will directly interface with executive management when required.

2.0 Objectives

The primary objectives of this consultancy are as follows:

- To engage a qualified legal expert with experience in commercial and corporate advisory services, particularly with regard to vetting, drafting, and negotiating commercial concession agreements, investment agreements, shareholder agreements, and other contractual documentation under the SEZ framework.
- To provide legal guidance on key commercial and legal provisions to be reflected in concession and investment agreements, ensuring alignment with the SEZ Law and safeguarding the interests of the Government of Maldives.
- To assist in the development of rules, regulations, procedures, and governance arrangements required for implementation of SEZ-related developments, including drafting new instruments where required.
- To develop boilerplate documentation, including templates of agreements, term sheets, guidelines, and procedural documents to streamline investor engagement, negotiations, and approval processes.
- To provide general advisory support on matters relating to foreign investors, including cases processed by Invest Maldives, as well as legal queries arising in relation to investment facilitation, compliance requirements, and dispute resolution considerations.



3.0 Scope of Work

Legal Advisory Services	<ul style="list-style-type: none"> Review and vet concession agreements, investment agreements, and other commercial contracts, ensuring compliance with the SEZ Law, applicable national legislation, and recognized international standards. Identify and incorporate key government safeguards, regulatory requirements, and risk mitigation provisions in investor-facing agreements. Provide legal negotiation support, including drafting of recommended revisions, clarifications, or alternative clauses during engagement with investors. Develop standardized agreement templates and related transactional documentation for future project use.
Regulatory and Operational Framework Development	<ul style="list-style-type: none"> Draft or refine rules, regulations, operating procedures, guidance notes, and compliance requirements necessary for SEZ-related activities. Establish clear guidelines on roles, responsibilities, compliance obligations, and operational requirements for investors and developers operating within SEZ zones. Ensure that operational frameworks are benchmarked against best practices and consistent with successful international SEZ models.
Procedures and Governance Arrangements	<ul style="list-style-type: none"> Develop procedural guides and governance arrangements to streamline project evaluation, service facilitation, permit issuance, monitoring, and performance compliance for established SEZs, in alignment with the Ministry's role in establishing a one-stop-service mechanism for SEZ projects. Support coordination among line ministries, regulatory agencies, and oversight bodies to ensure clarity in responsibilities, actions, and timelines, with a view to integrating their functions under an effective one-stop-service delivery model managed by the Ministry.
Other legal advisory requirements of Invest Maldives	<ul style="list-style-type: none"> Provide ongoing legal advice relating to investor handling, negotiations, investment proposals, dispute matters, and compliance queries. Assist Invest Maldives in interpreting investment-related legislation, regulatory obligations, and sector-specific requirements. Support the Ministry and Invest Maldives management in discussions with investors, financiers, or legal advisors, including participating in negotiation meetings as needed.

4.0 Qualifications and Experience

The proposed legal expert should meet the following minimum qualifications and experience requirements:

Academic Qualifications

- Master's degree in Law or a Bachelor's degree in Law with demonstrated senior-level experience.
- Additional professional certifications in commercial law, corporate governance, contract drafting, or related legal disciplines will be considered an advantage.

Professional Experience

- Minimum of 7–10 years of professional legal experience, preferably with exposure to public–private partnerships, concession agreements, investment law, or infrastructure project advisory.
- Proven experience in drafting, reviewing, and negotiating commercial agreements, concession agreements, shareholder agreements, or government–investor contracts.

- Demonstrated experience in development of regulations, legal frameworks, operating procedures, or compliance instruments.
- Experience advising governments, investment agencies, regulatory bodies, or multinational corporations will be an added advantage.
- Prior engagement in Special Economic Zones (SEZs), free zones, industrial parks, large-scale investment projects, or infrastructure projects is desirable.
- Familiarity with international commercial contracting practices, dispute resolution mechanisms, and investment protection clauses.

Skills and Competencies

- Strong legal drafting, contract negotiation, and advisory skills.
- Ability to interpret legislation, develop policy instruments, and translate legal requirements into operational guidelines.
- Demonstrated ability to work with senior government officials and multiple agencies.
- Strong communication skills, including ability to articulate legal positions clearly to technical and non-technical audiences.
- Ability to work within tight timeframes, manage multiple assignments, and deliver high-quality outputs.

5.0 Candidate Evaluation and Selection Process

Candidates will be assessed through a multi-stage process that evaluates academic background, professional experience, technical knowledge, and practical skills. The process will include a practical assessment and interview to measure communication and delivery capabilities.

6.0 Contract Terms

- **Remuneration:** MVR 30,000.00 (all inclusive)
- **Contract Duration:** 1 year, renewable based on performance
- **Probation Period:** 3 months

17 December 2025