

GHELBER & GOURDON
Law Firm

Legal advisory services

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GENERAL PRESENTATION

The Ghelber Gourdon & Partners Paris based Law Firm is strongly committed to institutional strengthening in transition and developing economies. The staff attorneys provide legal advisory services and technical assistance to public authorities or private investors in the framework of international financing (European Development Fund, European Bank for Reconstruction and Development, European Investment Bank, World Bank, etc.) or multilateral programs (European Union, UNDP, etc.).

In focusing a multidisciplinary approach or to enhance its legal and institutional expertise, the firm hires top level consultants which are experienced in transition and developing economies. More often, these advisers are University law professors, or coming from the governmental bodies (State Council, Court of Auditors, Ministry of Finance, Directors).

In addition, whenever requested, the firm associates with merchant banks, engineers, accountants, scientists, management, and information technology consultants.

The core activity of the firm is to deal with the legal and judicial components as to institutional, economic and environmental reforms.

These missions take place in the general process of public and private sector development, investments promotion and enforcement of law since the liberalization of trade leads to the strengthening of institutional capacity and involves the setting up of regulation authorities.

The firm may provide services whatever the stage of the project:

• Public Finance, Central Banking, Macro economy

- Legal audit: National accounts, Public expenditure control
- Taxation
- Public procurement
- Anti-fraud : protection of the EC financial interest, support to the EC candidate countries
- Corporate governance issues
- Public Finance and Public Administration

• Regulatory environment for business

- Privatizations (ports, water supply and sewerage, power, mines, hydrocarbons, posts and telecommunications).
- Insurance, competition and custom sector
- Corporate, commercial and trade law (domestic and international), including SME support
- Intellectual property, including NTIC
- Sector policies, especially energy and mining
- Assessing the legal and regulatory framework, scheduling reforms to be carried out, proposing actions
- Drafting or reviewing agreements, laws, regulations, bye-laws, articles of associations
- Codifying the rules to be applied in a branch of law or to a sector of industry
- Approximation or harmonisation of laws at a regional level
- Public Private Partnerships

Presently, assignments have been performed in more than 30 countries (off EU):

- Former USSR Countries: Georgia, Lithuania
- Eastern and Central European Countries: Czech Republic, Bulgaria, Macedonia, Hungary, Romania, Slovakia, Slovenia
- Western and Central Africa: Benin, Burkina-Faso, Burundi, Cameroon, Chad, Congo Brazzaville, Ivory Coast, Gabon, Guinea, Mali, Niger, Rwanda, Senegal, Togo
- Middle East and North Africa: Iran, Mauritania, Morocco, Tunisia
- Indian Ocean: Comoros, Mauritius, Madagascar
- South East Asia: Cambodia, Vietnam
- The Caribbean: Haiti

The working languages are **French and English**.

The staff also provides services in the following areas:

- Business and Corporate law
- Public law
- Maritime, air and ground transportation law
- Financial law
- Environment law
- Fisheries law
- Institutional capacity building (Justice and arbitration, State Departments, rural development, urban and municipal development, taxation and public finances)

SELECTED EXPERIENCES

PUBLIC PRIVATE PARTNERSHIPS

Highways Concession. Advisory services and participation in the development of the final version of the **Draft Concession Agreement**, part of the tender documents, put forward by the Governmental Negotiation Commission as the basis for negotiations with concessionaire. Analysis of risks and their allocation between the Government and the concessionaire. Assistance in the bid evaluation procedure; in charge of following the course of negotiations between the Negotiation commission of the Government and concessionaires and provide required expert support to the Negotiation Commission of the Government in this procedure, till the conclusion of the Agreement.

Serbia - 2006-2007 (European Union)

Implementation of the Law on concession and Public private Partnership (PPP). Drafting of Concession model contract in the main infrastructure sectors. Training in the form of a two days seminars. Road, Public Urban Transportation, Ports, Airports, Water, Sanitation, Electricity). Drafting of secondary legislation. Drafting of practical guides intended to public officials on running concessions, PPP...

Morocco – 2005-2006 (European Union)

As then “Controleur général” of the Ministry of Defence in France in charge . Promotion of externalisation of works, services and supplies. Introducing, within the Ministry, PPP's in the fields of guards services, catering and foods supply, training of personels such as Helicopter pilots, training planes maintenance, housing of military police, externalisation of the tugging services

France - 1999 to December 2007

Setting up of **PPPs in the field of housing** for Poors, on behalf of a Corporation, and local governments
France – 2006-2007

PPP for the establishment of a University for Craft industries, on behalf of a joint stock company on one part, and local governments and public bodies on the other part. Setting of a complex scheme of procedure and contracts.

France – 2007 to date.

Privatisation secondary legislation and Public Private Partnership.

Drafting decrees to implement the new Law on privatisation (Decree on transparency and decree on institutions in charge of the privatisation programm, arbitration procedure).

Advising the Government and drafting a file on the interest for Madagascar to adopt a legislation on **Public Private Partneship.**

Establishing a comparative report on international legal experiences and collecting legal documention on PPP in countries already using PPP such UK, RSA, Canada, France).

Madagascar- 2004 (World Bank)

PUBLIC PROCUREMENT LAW

Designed a project for the **establishment of a Public Procurement Body/Department** in a Ministry of Finance, covering the following main activities:

- Development of secondary legislation necessary for proper functioning and transparency of the public procurement;
- Development of standard documents for public procurement necessary for implementation of the legal provisions;
- Organization and staffing of the PP Department;
- Assistance in development of a web page;
- Training of relevant officials charged with enforcement of the legislation, aiming to promote the correct and effective functioning of the system;
- Assistance in developing a wide public awareness campaign, to inform the general public (and specifically domestic enterprises) on the content and implications of the legislation on public procurement.

Public Procurement Legal and Institutional Reform: designing a TA long term project on behalf of the EAR to approximate the Macedonian Legislation with the *Acquis Communautaire*.
Republic of Macedonia - 2003

Analysis of the draft Law on Public Procurement, with special regards to:

- Transparency and access to procurements, i.e. complete information to prospective bidders, to equality and identical status to all domestic and foreign legal and natural persons participating in procurement procedures.
- Precise criteria and hierarchy for choosing the bidder, such as: lowest price, delivery period, payment mode, operational costs, efficiency, quality, characteristics, technical qualities, post-sale services and technical assistance.
- Institutional aspects of Procurement: Composition of the central and local procurement Commissions. Administrative (Procurement Complaint Commission) and judicial recourses.
- Assisted in drafting the terms of reference for an expert mission to draft bye laws.

Series of working meetings with the Public Procurement General Direction to agree on the draft law.

Ivory Coast - 2001 (European Union)

Diagnostic on control of local governments (Municipalities) budgets in Ivory Coast. **Assessment of internal and external control procedures, of public Procurement rules and practices**, in the framework of a policy of decentralization and extension of the number of Municipalities.

Ivory Coast (European Union)

One of the Firm's Lawyers **teaches French Public Procurement Law** to French Civil Servants.

PUBLIC FINANCE – PUBLIC MANAGEMENT**Public Expenditure Control*****Public Expenditures Correctives Measures***

Following major frauds in the UE programmes in Ivory Coast, and the subsequent adoption of corrective measures agreed between the UE and the Ivory Coast Government, to fight fraud in the field of Public Expenditures (programmation, execution, follow up and control of Public Expenditures)

- Made an assesment and updated the corrective measures already taken or remaining to be taken.
- Drafted updated action plan and log frame with key indicators for each involved direction or institution (Public procurement general Direction, Finances General Inspection, Supreme Court of Auditors, Financial Control Direction, Budget General Direction)

Ivory Coast – 2001-2002. (European Union)

Setting up of specific control mechanisms and special public procurement procedures to reconcile securisation of UE fundings backing the beginning of term (for primary and secondary schools, and Universities)

Ivory Coast - 2001 (European Union)

Establishment of a **SAPARD (Special Accession Program for Agriculture and Rural Development)**. Responsible for the procedures related to the implementation of UE Financing Agreement and responsible for disbursing all SAPARD funds, beside an executive agency. The project was aimed at facilitating Agency accreditation by the National Fund responsible for the financial management of EU pre-accession funds, so as to meet the EU Commission's accreditation criteria.

Romania - 2000 (European Union)

Expertise on public governance issues in **France** with a focus on **public finance** at all levels of Government including Chambers of Commerce and related organisations (ports, airports, business schools), the Ministry of Industry and State Owned Companies (due diligence before privatization process) and Overseas French Territories.

Overseas assignments (financed by the French Government, the World Bank and the EU) focusing on legal reforms in the public management including improvements in the **control of public accounts (Ivory Coast, Niger, Cambodia)**.

Restructuring public Department and Agencies

Diagnostic of the legal framework and functioning system with a view to establishing a short to medium-term program to build up a legal framework in accord with Cambodian policies regarding private sector development and market economy, and Cambodia's international commitments, including those stemming from its recent adhesion to ASEAN Treaty.

Cambodia - 2000 (World Bank)

One of the Firm's partners taught the **administrative Law** within national schools of administration.

Antifraud in acceding Countries

Needs Assessment Mission, to clearly identify:

- the needs in the above mentioned candidate countries, based on the gap between the actual situation, when it comes to protection of the Community financial interests,
- and what is required according to the EC Treaty, to provide technical assistance to support the candidate countries to meet the criteria established for accession to the EU, in the specific area of the protection of the financial interest of the Community
- the needs to reinforce the candidate countries' anti-fraud strategies and structures, in order to set up anti fraud mechanisms in the candidate countries capable of co-operation at operational level with the Commission (**OLAF**) and with the Member States

Bulgaria, Czech Republic, Hungary, Slovenia, Romania, Slovakia, Poland - September to December 2002

Designing an Anti-corruption Phare project

Preparing Terms of Reference on a project of Technical assistance to implement key measures of the programme for the Implementation of the national Anti-Corruption Strategy in accordance with the Project Fiche and the relevant template.

Bulgaria - 2003

PRIVATIZATIONS

Helping the Government to implement the **privatisation transaction for the Ship-repair yard Bijela**, involving the sale of a majority stake in the company through an international tender process.

Montenegro – 2005-2006 (European Union)

Bank Privatisation. Legal analysis of the bank assets and of the bank as a legal entity.

Niger – 2005-2006

Assesment of the previous privatisation program. Inquired and analysed the reasons for failure. Drafting of a Strategy Paper for Privatizations, drafting a Procedure Manual for Privatisation. Proposed legal and institutional changes aimed at removing existing difficulties and at building up conditions for success. Searched strategy options. Designed the general legal and institutional framework for a new privatisation program for future

Drafted:

- the new **Privatisation Law**
- and implementing **decree.**

Benin - 2004 (World Bank)

Privatisation of a State Owned Electricity and water Supply Company.

Review of the legal and regulatory framework for the water and the Electricity sectors. Analysis and implementation of the splitting up of the company into an public entity owning the water infrastructure and Electricity company to be sold. Drafting of a concession contract for the former and a set of contracts for the latter (sale contract, shareholders agreement, articles of association for the new Electricity Company).

Mauritania - 2001 (World Bank)

Telecom, Water and Electricity Sectors Privatisations Assessment in eighth countries member or the "Union Economique et monétaire Ouest Africaine" (Western Africa Economic and Monetary Union), in consortium with Deloitte and Touch - 2002.

Railways Company privatisation. Railways Public Domain Analysis. Study of the current legal framework for the transport sector. Proposition of a new framework for the transport sector, including the rail-road competition issues. Drafting the concession contract and related legal tools. Office des Chemins de Fer Benin-Niger (Benin - Niger Railway Public Company).

Niger and Benin - 2003

Privatisation of the state-owned water supply national company. Reviewed the legal and regulatory framework, proposing a law to reorganise the water sector with the purpose to set up a regulation authority. Drafted a concession and a lease contract.

Niger – 1998-1999 (World Bank)

Restructuring of state-owned petroleum company. Maintained the SOE as a financial holding and established subsidiaries with private shareholders. Drafted legal instruments to perform the task (Regulation, articles of associations, subcontracting agreements).

Ivory Coast - 1997

Privatisation of Port-au-Prince ports. Advised on legal issues of the on going process, emphasising the fair competition to be organised between public and privately owned ports. Drafted preparatory documents to ensure a legal basis before launching the bidding procedure. Created a Regulation Authority. Reviewed the legal relationship between the Port Operator and the workforce. Ruled for the use of the port area and the public property.

Haiti - 1998-1999 (World Bank)

Privatisation of Comoros Islands ports. Drew up a new regulatory framework to allow the transfer of economic activities to the private sector. Drafted the port regulations and the lease contracts.

Comoros Islands - 1998 (World Bank)

Followed up this privatisation program. Supported a group of national experts and the newly created structural adjustment technical service. Prepared the relevant **manual of privatisation**.

Madagascar - 1996 (World Bank)

Privatisation advisory services relating to a Shippers Council.

West Africa - 1997 (Direct advising the World Bank)

Reform of the Public Enterprises in the Republic of Macedonia (Mission within the Draft Trade law Project led by the Consortium Thalès – Ghelber), on behalf of the EAR.

Macedonia - 2003 (European Union)

Organisation of the natural gas sector (transport and distribution). Drafted a law to modify the petroleum code. Drafted specifications, concession contracts and the approbation decree.

Ivory Coast - 1999

Privatisation of the state-owned sugar company. Advisory services to design the legal strategy. Drafting of bidding documents and sales agreements. In connection with economists and engineers.

Chad - 1997 (World Bank)

Legal audit of the state-owned petroleum drilling and refining company. Proposal of three restructuring schemes.

Ivory Coast - 1996

Legal audit of the state-owned enterprise in the mining sector. Showed up strengths and weaknesses as to the legal structure and practices, paying a special attention to the contingent outstanding risks. Analysed joint-venture agreements and recommended a methodology to negotiate such contracts.

Ivory Coast - 1996

Legal audit of the state-owned enterprise in the electricity sector. Proposals to redefine the role played by the company, suggesting two restructuring schemes with a private lessee operating the public service.

Ivory Coast - 1996

Project of exploration and exploitation of offshore hydrocarbons

Provided advice and assistance for setting up an off-shore oil exploration and exploitation scheme to a major french Company in a foreign Country. A plan was developed and follow-up was assured in close cooperation with legal and financial experts of the main operator (General Convention - Joint venture agreement - Mining concession - conventions on public service concession, occupation of public premises).

Restructuring of an Air Transport Company

Worked out the rehabilitation and restructuring program for an eventual **privatization of Air Gabon**. Extensively discussed data and issues with top business managers and representatives of the Gabonese commercial and industrial sector. Proposed and prepared the splitting up of the Company. Imagined and selected processes and approaches for capital opening. Determined and appraised the consequences of the transactions envisaged in terms of taxation, company law, public service missions, existing or future conventions involving Air-Gabon, the State and third parties.

Legal Audit of a State-owned Enterprise of the Hydrocarbon Sector.

Audit of this SOE, the legal status of the company, and of its main contracts (with special consideration for the Sharing Production Agreements). Proposed three schemes for restructuring the company.

Ivory Coast - 1996

Restructuring the latter State-owned Enterprise in the Hydrocarbon Sector.

Maintaining the SOE as a Holding, creation of three subsidiaries with a view to allowing subscription by private shareholders to the equity capital of the Company. Drafting of all the legal instruments, Decree and new articles of association of the mother company (SOE), Articles of Association of the subsidiaries, subcontracting agreements between the mother and its subsidiaries, spin off Agreements.

Ivory Coast - 1996

Legal Audit of a State-owned Enterprise in the Mining Sector.

Survey of its strengths and weaknesses for legal purposes (legal structure, legal management, paying special attention to the legal outstanding and contingent risks incurred by the company). Analysis of the joint-venture Agreements signed with international mining Companies. Recommendation of a methodology for negotiating such contracts, aimed at strengthening the Company negotiating capacity.

Legal Audit of a State-owned Enterprise in the Electricity Sector.

Audit of this SOE, with a view to defining a new policy for the sector. Assessed the Company legal status, the role played by the Company as a government agency including the obligation to control the sector. Proposed a framework contract redefining the role played by the State, the SOE and the private lessee operating the Public Service of Electricity. Two schemes for restructuring the company were also suggested.

Ivory Coast -1996

Joint ventures

Audit - Strength and weakness (legal structure, gestion and risks) analysis. Studied the joint venture contracts signed with Mining International Companies. Proposed a method to negociate and enter into such contracts, to strenght capacity of the company to negociate.

COMPETITION – SECTORS LIBERALISATION - ANTIMONOPOLY

Competition Legal and Institutional Reform in Russia. Designing a TA long term project on behalf of the EAR to approximate the Russian Legislation with the Acquis Communautaire. Coordination with other Funds donors (World Bank, USAID, OECD). Antimonopoly Ministry (MAP).

Russia – 2003-2004 (European Union)

Joint Expert both for the World Bank and the Ivory Coast Government to negotiate the **liberalisation of maritime trade** (ending the Liner Conference Code) and introducing rules of Competition in the maritime transport.

Ivory Coast and United States - 1996

Legal advisory services to support the **Antimonopoly State Department**. Designed recommendations for drafting Competition Laws and regulations, and improving the institutional supports. Reviewed the Natural Monopolies sector regulatory framework and proposed a simplified institutional approach.

Georgia - 1997 (European Union)

Legal Adviser hired by the World Bank on **Financial Services Liberalisation** (Insurance)
Analysis of the relevant international conventions and of domestic legal texts, in view of opening the insurance market to competition.

French speaking Africa - 1997

INVESTMENT AND PRIVATE SECTOR DEVELOPMENT

Drafting the terms of reference of a project in view of assisting the Armenian Government in the formulating, developing, approximating and implementation of legislative and economic policy, in line with EU and WTO requirements through the addressing of core legal and economic reforms related to the further improvement of the market economy situation and the overall business climate of Armenia.

Armenia - 2005

Reform of Institutions Supporting Private Sector

Surveyed programs and organizations supporting private sector. Proposed legal and institutional reforms aimed at increasing private sector involvement and eventually transferring the overall promotion responsibility to this sector.

Tunisia - 1995 (World Bank)

Harmonization of Business Law

Reviewed three draft laws to become the pillars of the new regional and national legal systems in the "Zone Franc" within the framework of the multilateral Treaty on harmonization of Business Law (**OHADA**), relating to:

- Guarantee and collateral;
- Debt collection and Execution;
- Bankruptcy.

On behalf of the **World Bank, 1995**

Private Sector Promotion

Development of an Operational Agenda Thoroughly assessed legislative, regulatory, and institutional measures implemented in the last five years and their impact on the overall enabling environment for private sector activities in Ivory Coast. Conducted extensive interviews with private sector representatives, government officials, and the legal profession. Prepared a specific action plan to improve the legal and judicial business climate. Participated in the appraisal of the project.

Ivory Coast - 1995 (World Bank)

Mergers and acquisitions

Acquisitions of private companies by investment funds in the international trade sector.

France - 2003

Assessed the legal and judicial environment in relation with the **financial sector development**.

Ivory Coast - 1999 (World Bank)

ADMINISTRATION OF JUSTICE - ARBITRATION

Arbitration

Supported the setting up of the Arbitration Court. As a member of the selection committee, helped to nominate the Secretary-general. Designed the legal status of the Court. Drafted the arbitration and conciliation rules and related legal documents. Provided the technical assistance to support the start of the Court in the framework of **World Bank Private Sector Development Credit**. Coordination and management of a team composed of three reputed international Arbitrators. (1998-2000)

With a view on the private sector development, **analysis of the legal, judicial and regulatory framework**. Proposals to override anti-economic effects of corruption by privatising the record offices of Courts. Scheduled an interactive training for lawyers, judges and clerks based on the Internet technology.

Togo - 1999 (World Bank)

Improving the administration of justice

Reforming and strengthening of the office of the Clerks of the Court in a developing Country, with a view to modernizing the services it provide and speeding up the litigation process.

Proposals included subcontracting, cash management and handling of funds to private bank in order to ensure transparency privatizing the office of the clerks, through a management contract; setting performance goals to the clerks similar to those used in the private sector; and designing a scheme of civil service incentive based on speediness in the disposal of cases.

Evaluatued a prior attemptin computerization and made recommandation accordingly. Determined training needs.

Ivory Coast - 1996 (World Bank)

Short mission in Benin in 1999 with the support of UNDP to intervene in a seminar whose topic was the **judicial training**.

Benin - 1999

As a member of a World Bank team, identification of the legal and judicial component of a World Bank loan dedicated to the private sector development focusing on four sub-components (inventory of applicable law, reorganisation of Courts including possibly the building of new premises, setting-up a legal information office, training of staff).

Benin - 1997 (World Bank)

REGIONAL INTEGRATION

Assessment of the implementation in Niger of the **UEMOA Treaty rules** as regards competition, State aids, sectoral policies, tax and customs rules. Advice on the national measures still to be implemented and to the necessary institutional support at the national level.

Niger - 2003 (European Union)

AGRICULTURE

Agro-Industry: Privatisation of a Sugar State Owned Company.

Designing the legal strategy for State divestiture and addressing the question of Company's debt and minority shareholders rights by splitting up the company and shifting its central activities in an especially created subsidiary. Drafting of bidding documentation, of the Sale of shares convention, etc.

Chad (World Bank)

Maritime Fisheries. Lawyer for the National Board for Fisheries, Owners, Aquaculture and Fisheries Companies. Advice and Pleadings in EU Fisheries law and regulations. Pleadings in England, Scotland, Wales, Ireland, Spain, Norway, France and Luxembourg (European Court).

SME SUPPORT

Several Countries: assisting investors in all phases of creation, development, financing, and partnership. Assisting European or U.S. clients in the selection and follow-up of transitional Economy or developing countries-based legal counsels and other consultants, including those specializing in domestic litigation.

European Development Fund: SME Assistance Program

Carried out a comprehensive review of legal and institutional environment governing small- and medium-scale enterprises (SME). Participated in the design of EDF (European Development Fund) strategy. Conceived the legal and institutional framework of the SME assistance program (credit agency, guarantee fund, technical assistance).

European Union: Information Program

Built up and managed an information and assistance institution helping enterprises anticipate and get ready for the implementation of the European Union. Assisted SMEs in their trade and investment activities, particularly their search for partners. France.

ENVIRONNEMENT LAW

Marine Environmental Law Assessed the existing legal, regulatory, and institutional system. Reviewed, commented on the draft water law, and, in particular, verified its compatibility with international law on marine environment.

Romania, Mauritania, Congo – 1993 – 1994 (UNO)

Russia: St. Petersburg Water Development Programme

Audit of Vodokanal. Analysis of its legal system. Modification of legal documents. Drafted a note on the securities. Drafted an advice note on loans and guarantees granted by St. Petersburg in loan contracts.

Marine Environment Law:

Evaluated the legal, regulatory, and institutional framework governing marine environment. Specifically analyzed maritime fishing law's impact. Revised, modified, and harmonized domestic law with international conventions on marine environment (MARPOL 1973-78; CLC 1969; FUND, IMMERSION, INTERVENTION). IMO (International Maritime Organization). **Mauritania - 1994.**

TRANSPORTATION AND MARITIME LAW - PORT LAW

Draft of the merchant shipping commercial code to be adapted to a transitional economy. Steering of a national team of lawyers.

Romania (European Union)

Thorough review of a Navigation safety draft Act in view of harmonizing this draft Act with European Union law, the draft Port Law, and the Commercial Maritime draft Code

Romania (European Union)

Port Law reform:

Review of a **Port Law reform** and **drafting of a new text**, to become more liberal, assessing the general framework of the concessions and setting the administrative interventions, limited to its privileges.

Romania (European Union)

Port restructuring Project. This included concessioning activities, creating of inland Ports, splitting up the Port into several operating entities.

Ivory Coast - 1998.

Gas and oil law – Mining law (See Restructuration and Privatisation)

Private Clients

Conducted research, provided legal advice, and wrote legal opinions about various modifications which occurred in ownership of companies in the oil field.

France and African countries

Legal audit of a petroleum off-shore concession

Congo – 2006 (World Bank)

Negotiated exploration and production contracts. Set up long-term stabilization conventions, including taxation, customs, and labor law clauses.

Algeria, Niger, Central Africa

Reviewed and analyzed a series of draft mining titles. Checked the consistency of these titles with applicable law (mining law, constitution, land law, etc.). Dealt with off-shore exploitation. Solved problems pertaining to maritime transport of nuclear waste.

French-speaking Africa

Special Conventions

On behalf of a multinational company, negotiated a simplified tax regime applicable to suppliers of oil products.

Production Sharing Agreement

Provided advice and participated in the negotiation of the production sharing agreement granted to an oil Company.

Central Africa

Establishment Conventions

- For a gold mine company, provided advice and participated in the negotiation of an establishment convention.
- Provided advice and assistance for setting up an off-shore oil exploration and exploitation scheme in Western African. A plan was developed and follow-up was assured in close cooperation with legal and financial experts of the main operator (conventions on public service concession, occupation of public premises).
- International Association of Drilling Contractors: Simplified Tax Regime
- Designed and negotiated simplified tax regimes with the governments of **Congo, Gabon, and Ivory Coast.**

DECENTRALISATION – LOCAL DEVELOPPEMENT

Municipalities Budget Control Survey

Carried out a mission to assess the control procedures, the difficulties met in the framework of a decentralization policy, and new municipalities creation. Recommended a set of measures aiming at more transparent practices, civil servants and officials liabilities,

Ivory Coast – 1997- 1998 (European Union)

Low-Income Housing Project

Reviewed for the low-income housing public organization (HLM).

Formulated new strategy. Presented proposals for reform of the existing funding arrangements and of the fiscal regime.

France

Several Local Authorities: Local Development and Institutional Capacity Building

On behalf of various French local authorities (Local authorities of Hérault, Indre et Loire, Essonne, Saône et Loire, Indre), conducted in-depth detailed analyses of local management with special focus on implementation issues. Produced reports incorporating proposals for institutional reforms. Proposed and designed decentralized financing and managing systems. Recommended the partial and gradual transfer of authority to local community and contracting out to the private sector through concessions, mixed-economy companies, non-profit organizations, public interest groups... Also addressed legal forms of reform, fund raising, improvement of local resource mobilization, strengthening of local governments' management and performance, local autonomy, financial and fiscal audit of local budgets.

A Few Other Significant Missions

Appraisal of the financial impact on local budgets of social policies aimed at fighting exclusion;

Financing and managing human resources at the local level;

Study on financing sport equipments offered to educational units by local communities;

Urban management (underway).

OTHER EXPERIENCES

On behalf of the national privatisation committee, drew up guidelines of appropriate divestiture methods having regard to cultural background together with legal and institutional consequences.

Burkina-Faso

State-owned power and water supply company (SEEG). Revised and amended the management and rehabilitation contract prior to privatisation.

Gabon

Chaired a workshop on privatisation, focusing on legal and statutory environment.

Congo

Designed the recovery scheme of the National Railways Company (OCTRA). Investigated ownership and property rights, proposed to split the company, described thoroughly the restructuring process and the legal output.

Gabon

Prepared the first law draft relating to the **privatisation law** which was adopted by the National Assembly.

Gabon

Upon request of the World Bank, **drafted the terms of reference** relating to the reform of corporate law, business law, bankruptcy law.

Ivory Coast

Drafted the terms of reference relating to the consulting services to be required in order to implement a taxation reform (including VAT) with a **World Bank** financing.

Ivory Coast

Shipping Sector Restructuring

Participated in the restructuring of a maritime transport SOE. Identified all legal impediments to entry of private firms into the capital of the company. Proposed and implemented measures necessary to the success of the planned transaction.

Ivory Coast

Private Sector Provision of a Public Service (technical control of cars)

Advised a major European service group on the restructuring of a mixed-owned company and the full transfer of ownership and management to private sector. Prepared relevant documentation, including that relating to concession arrangement. Negotiated with top state officials.

Ivory Coast

Privatization of a State-Owned Company in the Fertilizer Sector

Advised on various schemes of privatization of a mixed-economy company. As a guide for proper decision-making, compared the legal and tax consequences of selling shares or assets (and liabilities) within the framework of pending legal proceedings.

Ivory Coast

Energy & Water Public Company (Société d'Energie et d'Eau, SEEG)

Revised and amended the management and rehabilitation contract aimed at preparing for and achieving privatization.

Gabon

Restructuring the Grain Marketing Board. Legal advisory services within a management consulting team.

Burkina-Faso

Assessment of the efficiency of institutions supporting private sector.

Tunisia

Privatization of Intellectual Property and Standardization Activity

Assessed existing legal, regulatory, and institutional framework. In conjunction with a team of advisers-engineers, generated alternative proposals for meeting government objectives of providing a more efficient and secure protection of intellectual property and consumers rights. Described respective legal and tax consequences of the suggested schemes. Recommended the creation of a non-profit organization along with minority participation of the state. The scheme was implemented and served as a model in several countries.

French Cooperation

Prepared proposals for **legal and structural reforms**, trained executive and advised in procurement and other contracts.

Hungary, Russia

Within the World Bank team in charge of the structural adjustment program, conducted the **assessment of the legal and judicial environment**. Identified the key constraints to the private sector development and laid out economically efficient ways for the country to remove those constraints. Established an operational agenda and recommendations of priority areas where technical assistance was most needed and drew up the relevant budget. **Burkina-Faso**

Assessed the legal and judicial environment in relation with the financial sector development. Analysis of the enforcement of security by lenders. Joint mission with a bank consulting firm.

Mali - Burkina-Faso

Assessment of the legal output as a result of the ongoing World Bank Program relating to the economic management.

Ivory Coast

Studied the opportunity and the legal, financial, and operational feasibility of creating a Regional Commercial Arbitration Tribunal in Abidjan, in liaison with the Commerce and Industry National Chamber. On behalf of the **World Bank**, in the framework of a project.

Ivory Coast

Carried out an **assessment of the legal and judicial system**, in particular of the factors likely to hinder private sector development. Suggested priority areas for assistance. Established a Project Identification Document.

Madagascar.

Administration of Justice: on behalf of the French Government, sought and examined the reasons for the poor state of the judicial institutions. Drew up a program of action paying particular attention to Togo's cultural and historical background and legal traditions. Proposed a list of drastic measures. **Togo**

Devaluation Impact on the Cereal Sector in the "Franc Zone". Assessed the legal, tax, and customs system and business environment for the cereal sector in six test countries (Senegal, Mauritania, Mali, Niger, Ivory Coast, Burkina-Faso). Identified bottlenecks. Proposed practical measures and reforms to stimulate development.

Building up of a Coffee Channel. Together with agricultural specialists, sociologists, anthropologists and a leader of the agribusiness industry, identified constraints to coffee sector development. Proposed ways to rehabilitate the sector, in particular to curtail excessive intermediation and transaction costs and improve quality. Caisse Française de Développement.

Ivory Coast

Setting up a wholesale regional market (city of 500.000 inhabitants). Designed the legal and regulatory framework while closely working with a team of financial experts, accountants and architects. Severed ownership from management. Drafted a network of agreements between state, local authorities, donors and private operators.

Ivory Coast

Drafting of a law concerning private companies, stock and shares and bank debt securitization. Designed the framework necessary to the development of a second market in Poland.

Poland

With an engineering team, made a detailed assessment of the banking and financial sector, identified the deficiencies of the legal and judicial system, and made propositions for reform. **Burkina Faso**

With an engineering team, made a detailed assessment of the banking and financial sector, identified the deficiencies of the legal and judicial system, and made propositions for reform. **Mali**

Financial Intermediation

With an engineering team, identified legal and judicial impediments to banking and financial sector development and suggested activities for improvement.

Mali

Project financing

Participated in feasibility studies, legal risk analysis, drafting and negotiating of legal documentation for project financing in countries within the scope of the Caisse Française de développement (CFD) and its private sector development arm - PROPARCO.

Represented PROPARCO in: loan, equity, guarantee financing, and various complex financing arrangements. Developed new financial services. Concentrated on law engineering. Designed and recommended the use of finance tools adapted to recovering economies.

Assistance to a Bank National Association: established a **securities structure surveys** and studies concerning the banking system.

Kazakhstan.

Fiscal Reform

Designed alternative comprehensive plans that specified the needs, the goals to be attained, and the means to achieve them. Drafted terms of reference for studies to be **financed by the World Bank.**

Ivory Coast

Institutional ways and means of approximation of Macedonian SME related legislation to that of the European Union.

Macedonia

Assistance to French SME in all aspects of corporate, business and work law

European Union: Information and Promotion Program

Built up and managed an information and assistance institution helping enterprises anticipate and get ready for the implementation of the European Union. Assisted SMEs in their trade and investment activities, particularly their search for partners.

France

International legislation Adviser for Marine Environnement and Maritime Safety for the **International Maritime Organization (IMO)**

Carried out a diagnostic of the **marine environmental law**. With a team of scientists, assessed alternative means of prevention and fighting against pollution in the Persian Gulf. Proposed a set of actions (UNESCO).

Iran

Drafted the Marine Environmental Code, in liaison with a national commission of experts. For understanding and educational purposes, added notes and references to international conventions, foreign case law, and statutes (British, Danish...). Assisted the Republic of Ivory Coast in becoming party to the major international marine environment conventions. French Cooperation.

Environmental legislation and regulations

Advised the National Environment Commission of Ivory Coast on environment policy. Assisted in drafting environmental legislation and administrative regulations (classified installations, inland water pollution). French Cooperation financing.

Several Countries: Water Conservation and Pollution

Support to the National Environment Committee relating to the legal and regulatory framework (hazardous facilities, inland water pollution). French Cooperation financing.

Ivory Coast

Provided advice to French Administration and assisted foreign governments in defining strategies, drafting, implementing, and enforcing water legislations and regulations (quality, sanitation, legal control by Water Agencies).

Adviser to the President at the Diplomatic Conference which led to the UN Convention on Conditions of Registration of Ships signed in Geneva on February 17, 1986.

Drafted an annotated maritime administrative and commercial code, reporting cases before the Courts, international conventions and solutions provided by foreign laws, in connection with a national experts committee, French Co-operation financing.

Ivory Coast

Drafted an annotated maritime environment code, which referred to existing international conventions and law in force in foreign countries. French Co-operation financing.

Ivory Coast

Port Management

Undertook a survey of legal instruments used in the management of Pointe-Noire harbor. Reviewed legal documentation. Elaborated standard form contracts.

Congo

Local Taxation

Assessed the fiscal regime of the local patente (business tax) and its administration. Proposed step-by-step modifications of statutes, regulations, and administrative procedures with the goal of strengthening municipal financing and management and generating larger municipal resources. Also recommended: simplifying tax billing and collection, widening tax base, and increasing the involvement of municipalities in tax assessment and collection. **Ivory Coast**

Port Public Estates.

Studied the different regulations governing port public property.

Ivory Coast

Seminars on Municipal Development

On behalf of the French ministry of Foreign Affairs and the Moroccan ministry of Interior, prepared, presided, and conducted seminars on local development, fiscal administration, and municipal financing and managing systems for top civil servants, mayors, and local administrators. Gave lectures followed by question and answer periods to enhance local governments' understanding of local issues and improve their ability to secure municipal resources.