

## **Terms of Reference**

### **Legal Assessment of Options for an Integrated Model between Czechia and Slovakia National Committees**

24, March 2026

#### **1. Introduction**

- 1.1. The United Nations Children’s Fund (UNICEF) works in the world’s toughest places to reach the most disadvantaged children and adolescents – and to protect the rights of every child, everywhere. Across more than 190 countries and territories, we do whatever it takes to help children survive, thrive and fulfil their potential, from early childhood through adolescence.
- 1.2. UNICEF’s global mission and universal mandate are supported by its important partnership with 32 National Committees for UNICEF, including the Czech National Committee for UNICEF and the Slovak National Committee for UNICEF.
- 1.3. National Committees are established for the purpose of promoting the aims and objectives of UNICEF in their countries, including through resource mobilization for UNICEF and advocating for children and promoting children’s rights, further to a collaboration agreement. They are independent nongovernmental organizations under their national laws and oversight of their boards and regulators. They operate on the basis of and in accordance with a bilateral cooperation agreement and a joint strategic plan agreed with UNICEF, their constitution documents, internal policies and procedures (internal regulations), national law and guidance from UNICEF.

#### **2. Background and Context**

- 2.1. The UNICEF National Committees in the Czech Republic and Slovakia wish to explore options to address increased market scale, outreach and improved efficiency and sustainability through the exploration of integrated operating models across the two Committees. This should include operational efficiency and resource sharing for improved long-term viability. A core strategic objective is to streamline fundraising operations in order to drive income growth and improve cost management efficiency between the two committees. Other areas which could be considered might include advocacy, governance etc. In this context, the National Committees and UNICEF are interested in considering options in relation to the potential development of an “integrated model” between Czech and Slovak National Committees.
- 2.2. This work is intended to inform strategic decision-making and and propose options in relation to the possible design of a future operational and governance structure, while ensuring compliance with applicable national laws in the Czech Republic and Slovakia and UNICEF’s global governance framework, while maintaining an operating presence in both countries..

### **3. Objectives and Scope**

3.1. The objective of this assignment is to conduct a comprehensive legal assessment of the options, implications, risks, and requirements associated with establishing an integrated operational model between Czechia and Slovakia.

3.2. The selected legal firm(s) will be expected to undertake:

#### 3.2.1. Legal Landscape Analysis:

- Review the current legal and regulatory frameworks governing relevant entities and operations in both Czechia and Slovakia.
- Identify any legal constraints, obligations, or enabling provisions relevant to cross-border or integrated operational arrangements.

#### 3.2.2. Legal Assessment of Integration Options

- Identify and assess viable legal models for integration (e.g., shared services, joint governance structures, legal entity consolidation, or other collaborative arrangements).
- Outline the legal feasibility of each option in both jurisdictions of the Czech Republic and Slovakia.

#### 3.2.3. Implications and Risks

- Analyze the legal, governance, tax, employment, financial, and compliance implications associated with each option.
- Identify potential legal risks and mitigation considerations.

#### 3.2.4. Legal Governance and Operational Considerations

- Assess legal implications for governance arrangements, decision-making authority, accountability, and oversight.
- Highlight considerations relevant to the proposed operational structure under an integrated model, including advocacy-related functions where relevant.

#### 3.2.5. Comparative Analysis and Recommendation

- Provide a comparative summary of the legally feasible options assessed, outlining pros, cons, risks, and complexity.
- Offer clear, practical recommendations on legally viable pathways, including indicative timelines and key decision points.

- Provide benchmarks of similar cross-border operations operating in the Czech and Slovak charity sector

#### **4. Deliverables**

4.1. The firm(s) will be expected to deliver:

- A written assessment report covering both Czechia and Slovakia, grounded in applicable legal frameworks, to inform and assess options for the proposed “integrated model.”
- A comparative summary of integration options and legal implications.
- Clear recommendations to inform strategic and operational decision-making.
- An executive summary suitable for senior management and Board-level discussions.
- All deliverables should be provided in English, Czech and Slovak languages.

#### **5. Timeline**

The assignment is expected to be completed within 8 weeks from contract signature, with a proposed workplan and milestones submitted at inception.

#### **6. Required Expertise**

6.1. The legal firm(s) should demonstrate:

- Proven expertise in corporate, non-profit, and/or cross-border legal structures.
- Strong knowledge of Czech and Slovak legal and regulatory frameworks.
- Experience advising on governance, restructuring, or integration of organizations across jurisdictions.
- Ability to deliver clear, practical, and decision-oriented advice.

#### **7. Management and Coordination**

The firm(s) will work closely with designated National Committee and UNICEF focal points and may be required to engage with relevant additional stakeholders in both Czechia and Slovakia, as appropriate.

#### **8. Confidentiality**

All information shared during this assignment shall be treated as confidential and used solely for the purposes of this assessment.

## 9. Proposal Submission

Proposals and pricing quotations should be submitted by April 30<sup>th</sup> 2026. Please submit these proposals to the following email address:

[nabidky@unicef.cz](mailto:nabidky@unicef.cz)

### With the following in copy:

- [pgomba@unicef.cz](mailto:pgomba@unicef.cz)
  - Pavla Gomba, Executive Director, Czech National Committee for UNICEF
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