



# **LOCAL CONTENT SECRETARIAT**

## **MASTER SERVICES AGREEMENT** **(MSA) SUBMISSION GUIDELINE**

**Version 1.1**  
**April 19, 2022**



## About

The Local Content Secretariat, a unit within the Ministry of Natural Resources, was created pursuant to the Local Content Act No. 18 of 2021 ('the Act'). In accordance with the Act, the Secretariat is mandated to ensure that the provisions of the Act are administered. The Secretariat functions as the focal point for the oversight, coordination and reporting of local content in Guyana's petroleum sector.

## Note

This Guideline is one of several guidelines issued by the Local Content Secretariat aimed at providing guidance with respect to the provisions stipulated in the Act. This Guideline may be amended from time to time as the Secretariat deems necessary to ensure that the purposes of the Act are met.

For further information, the Secretariat can be contacted at the offices stated below.

## Offices

Office of the Minister of Natural Resources  
96 Duke Street, Kingston, Georgetown, Guyana  
Tel: +592-231-2506-7; +592-231-2510  
Email: [minister@nre.gov.gy](mailto:minister@nre.gov.gy)  
Website: [nre.gov.gy](http://nre.gov.gy)

Local Content Secretariat  
116-117 Cowan Street, Kingston, Georgetown, Guyana  
Tel: +592-225-8315  
Email: [localcontent@nre.gov.gy](mailto:localcontent@nre.gov.gy)  
Website: [petroleum.gov.gy](http://petroleum.gov.gy)



## Document Revision Control Matrix

Version 1.0	January 28, 2022	This is the first version of the guideline.
Version 1.1	February 10, 2022	Secretariat's contact information updated.
Version 1.2	April 19, 2022	Definition of 'Sub-Contractor' updated.



# Master Services Agreement Submission Guideline

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### 1. Introduction

#### 1.1. Background

The Government of Guyana has solidified its commitment to ensuring that the benefits derived from the foreign direct investments into Guyana's petroleum sector, are captured and retained in-country, through the enactment of the Local Content Legislation. The [Local Content Act No. 18 of 2021](#) ('the Act') provides for the implementation of local content obligations on companies and persons engaged in petroleum operations or related activities in the petroleum sector and prioritizes Guyanese nationals and Guyanese companies in the procurement of goods and services for the enhancement of the value chain of the sector. The Act also serves to enable local capacity development and provide for the investigation, supervision, co-ordination, monitoring and evaluation of, and participation in, local content in Guyana.

The Local Content Secretariat ('the Secretariat') is mandated to ensure that the provisions of the Act are administered and functions as the focal point for the oversight, coordination and reporting of local content in Guyana's petroleum sector.

In so far as the Act mandates every Contractor, Sub-Contractor, or Licensee to implement local content as an essential component of their petroleum operations, the Secretariat, through the issuance of industry guidelines, aims to provide detailed and specific guidance to Contractors, Sub-Contractors or Licensees with regards to their reporting obligations.

The Act obligates Contractors, Sub-Contractors or Licensees to submit Master Services Agreements (MSAs) to the Secretariat for its review. As such, these guidelines serve to remove ambiguity and misconceptions and provides clarity with regards to the submission of MSAs.

#### 1.2. Purpose and Objectives of Guidelines

The Master Services Agreement Submission Guidelines:

- (a) Provides guidance to Contractors, Sub-Contractors or Licensees on their obligation, under the Act to submit MSAs to the Secretariat for its review.
- (b) Promotes effective and efficient processes for the standardisation of the submissions to the Secretariat.

#### 1.3. Legal Basis and Authority

These guidelines are issued in accordance with the Act.

[Section 5\(4\)\(e\) and \(f\)](#) of the Act provides for the Secretariat to develop formats and guidelines for, inter alia, reporting.



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**Section 14** of the Act further provides that a Contractor, Sub-Contractor or Licensee shall submit all Master Services Agreements executed by the Contractor, Sub-Contractor or Licensee to the Secretariat for review.

**Section 22(1)** of the Act further provides that any information submitted to the Secretariat which is not required to be published in accordance with the Act, shall be regarded and dealt with as secret and confidential.

### 1.4. Scope and Applicability

These guidelines apply to MSAs required to be submitted to the Secretariat pursuant to the Act by Contractors, Sub-Contractors, or Licensees undertaking petroleum operations in Guyana by virtue of the provisions of the Petroleum (Exploration and Production) Act of 1986.

## 2. Definitions

For the purposes of these guidelines:

“Act” refers to the Local Content Act No. 18 of 2021 and its subsidiary Regulations;

“Agreement” refers to Master Services Agreements as defined in this Guideline;

“Business Day” means a day on which the banks in Georgetown, Guyana are customarily open for business.

“Contractor” includes any person who enters into a Petroleum Agreement with the Minister in accordance with section 10 of the Petroleum (Exploration and Production) Act;

“Director” means the Director of the Local Content Secretariat;

“International affiliate”, in relation to a Contractor, Sub-Contractor, or Licensee, means a company or corporation:

- (a) Which is, directly or indirectly controlled by the Contractor, Sub-Contractor, or Licensee;
- (b) Which directly or indirectly controls the Contractor, Sub-Contractor, or Licensee;
- (c) Which is directly or indirectly controlled by a company or corporation that also, directly or indirectly, controls the Contractor, Sub-Contractor or Licensee.  
For the purpose of this definition “control” means beneficially owning, individually or jointly, voting rights representing at least fifty percent (50%) of all voting shares issued by the company or corporation.

“Licensee” means the holder of a licence granted under the Petroleum (Exploration and Production) Act;



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“Local content” means the monetary value of inputs from the supply of goods, or the provision of services, by Guyanese nationals or Guyanese companies and includes local capacity development;

“Master Services Agreement” means a contract that facilitates an ongoing relationship between a service provider and a Contractor, Sub-Contractor or Licensee by detailing each party’s ongoing duties and obligations in relation to their petroleum operations as further outlined in section 3 of this Guideline;

“Notice” refers to the ‘Notice of Submission of Master Services Agreements’ required to be submitted, in keeping with these guidelines, to the Secretariat;

“Minister” means the Minister with responsibility for petroleum;

“Petroleum operations” include operations carried out for, or in connection with, the prospecting for, or production of, petroleum;

“Secretariat” means the Local Content Secretariat established pursuant to section 6 of the Local Content Act;

“Sub-Contractor” includes any person with whom a Contractor or Licensee has entered into an agreement for the provision of goods and services within the Contractor’s or Licensee’s supply chain management, and -

- (a) operates in Guyana either:
  - (i) registered as an external company; or
  - (ii) as a company incorporated,  
under the Companies Act Cap 89:01;
- (b) has a physical presence in Guyana;
- (c) procures goods and services for petroleum operations; and
- (d) provides the following services:
  - (i) marine vessel support;
  - (ii) FPSO vessel;
  - (iii) Shore Base;
  - (iv) Drilling Support;
  - (v) Drilling;
  - (vi) SURF;
  - (vii) Manpower and Crewing Services; or
  - (viii) any other service(s) deemed relevant by the Minister.

*All capitalized terms not otherwise defined in this guideline shall have the meanings ascribed to them in the Laws of Guyana.*

*In this guideline, unless the context otherwise requires, words in the singular shall include the plural and words in the plural shall include the singular.*



### 3. Master Services Agreements to be submitted

In keeping with the definition of Master Services Agreements as stated in the Act, and for purposes of fulfilling the obligations of Contractors, Sub-Contractors or Licensees as outlined in section 1.3 of the Guideline, the submission of Master Services Agreements shall include:

1. A multi-jurisdiction and or multi-year agreement or contract (inclusive of all related exhibits, schedules, annexures, addenda, and amendments) between a Contractor, Sub-Contractor or Licensee, and a Service Provider –
  - (a) That specifies all the legal terms and conditions of engagement that may allow for the supply of goods or the provision of services for petroleum operations in Guyana;
  - (b) That may include scope of works or compensation terms;<sup>1</sup> and
  - (c) That commits the parties to a particular scope of work or deliverable on the issuance of (i) a purchase order or, (ii) a contract or agreement for the particular scope of work provided that,

the issuance of the purchase order or, contract or agreement for the particular scope of work may be pursuant a sub-agreement.

2. All multi-jurisdiction and or multi-year agreements or contracts (and their related exhibits, schedules, annexures, addenda, and amendments) made by an international affiliate of a Contractor, Sub-Contractor or Licensee, and a Service Provider that -
  - (a) *mutatis mutandis*, have characteristics as provided for in 1 (a), (b), (c) of section 3 of this Guideline;
  - (b) may allow the Contractor, Sub-Contractor, or Licensee to issue a purchase order, or contract or agreement for a particular scope of work for petroleum operations in Guyana provided that,  
the issuance of the purchase order or, contract or agreement for the particular scope of work may be on the basis of a sub-agreement between the international affiliate of a Contractor, Sub-Contractor or Licensee, and the Service Provider.
3. All sub-agreements (and their related exhibits, schedules, annexures, addenda and amendments) made between a Contractor, Sub-Contractor or Licensee, or an international affiliate of a Contractor, Sub-Contractor or Licensee, and a Service Provider -
  - (a) that is specific to Guyana; and

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<sup>1</sup> This includes any Multi-Country Agreement that may allow for the supply of goods or the provision of services for petroleum operations in Guyana.





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- (b) that is subject to, and is executed pursuant to, an existing agreement or contract made pursuant 1 or 2 of section 3 of this guideline.

Notwithstanding the foregoing, the agreements submitted to the Local Content Secretariat for review must include:

1. The parties to the agreement or contract;
2. The effective date of the agreement or contract;
3. The duration or term of the agreement or contract;
4. The nature/scope of work under the agreement or contract;
5. General terms and conditions;
6. Description of work; and
7. Compensation, Payment and Rates (where applicable).

## 4. Guidelines

### 4.1. Master Services Agreements still in-force immediately before the coming into operation of the Act.

#### (a) Timeframe for Submission

- (i) Section 14 of the Act obligates a Contractor, Sub-Contractor or Licensee that have MSAs still in-force immediately before the coming into operation of the Act to submit those MSAs to the Secretariat for review **within thirty days** of the coming into operation of the Act, that is to say, **on or before January 30, 2022**.
- (ii) Where a postmark/submission date falls on a weekend or bank holiday, the submission deadline will be automatically extended to the next Business Day.

#### (b) Submission Method

- (i) Theat. The format of this Notice is provided in [Appendix 1](#) of this Guideline while FORM B is provided as an attachment to this Guideline.
- (ii) Form B provides a summary of the Master Services Agreements being submitted to the Local Content Secretariat for review.
- (iii) All MSAs and the accompanying Notice and FORM B are required to be submitted **electronically (softcopy)** to the Local Content Secretariat. **The Secretariat reserves the right to request a Contractor, Sub-**



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**Contractor or Licensee to submit physically (hardcopy) the submitted MSAs within the timeframe specified in the request made.**

- (iv) Contractors, Sub-Contractors or Licensees may, as is deemed appropriate, either:
- aa. submit the signed Notice, Form B and a password-encrypted external storage device containing the electronic copies of the MSAs in a searchable Portable Document Format (PDF) to:


**The Director**

Local Content Secretariat  
Ministry of Natural Resources  
116-117 Cowan Street, Kingston, Georgetown, Guyana  
Attn: Mr. Martin Pertab  
Director  
Local Content Secretariat  
Ministry of Natural Resources  
116-117 Cowan Street, Kingston, Georgetown, Guyana

OR,

- bb. submit a scanned copy of the signed Notice, Form B and the MSAs in searchable Portable Document Format (PDF), in a compressed (zipped) folder(s) to the Secretariat via the email address: [localcontent@nre.gov.gy](mailto:localcontent@nre.gov.gy)
- vi. Contractors, Sub-Contractors or Licensees utilizing the method identified in 4.1(b)(v)(aa) of this Guideline to submit the MSAs, are required to send the password to unlock the encrypted external storage device to the Secretariat, prior to submitting the device, via an email sent to: [localcontent@nre.gov.gy](mailto:localcontent@nre.gov.gy).
- vii. Contractors, Sub-Contractors or Licensees are required to organise the MSAs in folders such that all related contracts, agreements, exhibits, schedules, annexures, addenda and amendments are placed in a single folder.
- viii. In relation to 4.1(b)(vii) above, the folder shall be named using the following format:

*Agreement Number or Code\_Name of Supplier*

E.g.  A1234567\_TechnipFMC



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- ix. Upon receipt of the Notice, FORM B and the accompanying MSAs, the Secretariat will issue the Contractor, Sub-Contractor or Licensee with a Notice of Receipt of Submission indicating the time and date the submissions were made.

### (c) Follow-up After Submission

- (i) Using the contact information provided in FORM B attached to the Notice, the Secretariat will follow-up with the Contractor, Sub-Contractor or Licensee as necessary.

## 4.2. Master Services Agreements executed after the coming into operation of the Act

### (a) Timeframe for Submission

- (i) Section 14 of the Act obligates a Contractor, Sub-Contractor or Licensee to submit all Master Services Agreements executed by the Contractor, Sub-Contractor or Licensee to the Secretariat for review **within thirty days** of the execution of the Master Services Agreement.
- (ii) Where a postmark/submission date falls on a weekend or bank holiday, the submission deadline will be automatically extended to the next Business Day.

### (b) Submission Method

- (i) The guidance as outlined in Section 4.1 (b) of this Guideline shall apply in like manner to Master Services Agreements executed after the coming into operation of the Act as they apply to Master Services Agreements still in-force immediately before the coming into operation of the Act.

### (c) Follow-up After Submission

- (i) Using the contact information provided in the FORM B attached to the Notice, the Secretariat will follow-up with the Contractor, Sub-Contractor or Licensee as necessary.



## 5. Confidential Information

Pursuant to section 22(1) of the Act, information submitted pursuant to Section 14 of the Act and consistent with this Guideline, that are not required to be published in accordance with the Act are regarded and will be dealt with as secret and confidential.

## 6. Offences and Penalties

- (a) A Contractor, Sub-Contractor or Licensee who - pursuant to Section 23(1) of the Local Content Act - submits, or causes to be submitted, any record or any other information knowing, or ought reasonably to have known, that the submission is false or misleading, commits an offence and is liable on summary conviction to a fine of ten million dollars.
- (b) A Contractor, Sub-Contractor or Licensee who fails to submit the MSA(s) as required by the law - pursuant to section 23(3)(c) of the Act and in accordance with these Guidelines - commits an offence and is liable on summary conviction to a fine of five million dollars.
- (c) A Contractor, Sub-Contractor or Licensee who - pursuant to Section 23(3)(d) of the Act - submits beyond the prescribed time as stated in the Act and referenced in these Guidelines for the submission of Master Services Agreements, any record or any other document commits an offence and is liable on summary conviction to a fine of one million dollars.
- (d) A Contractor, Sub-Contractor or Licensee who - pursuant to section 23 (3)(g) - fails to comply with a request by the Minister or Secretariat to review or provide information on, any return, report, record, or any other document pursuant to the provisions of the Act commits an offence and is liable to a fine of one million dollars.

## 7. Appendix 1: Format for Notice of Submission of Master Services Agreements

<b>[Date]</b>	Printed on the company's official letterhead
<b>The Director</b> Local Content Secretariat	Format: January 30, 2022
	Font Type: Georgia



## Master Services Agreement Submission Guideline

Ministry of Natural Resources  
116-117 Cowan Street, Kingston, Georgetown, Guyana  
Attn: Martin Pertab  
Director  
Local Content Secretariat  
Ministry of Natural Resources  
116-117 Cowan Street, Kingston, Georgetown, Guyana  
E-Mail: [localcontent@nre.gov.gy](mailto:localcontent@nre.gov.gy)

Font Size: 11

Dear Director,

**Subject/Re: Notice of Submission of Master Services Agreement(s)**

Pursuant to Section 14 of the Local Content Act No. 18 of 2021 ('the Act'), and in keeping with the Guidelines issued by the Local Content Secretariat for this purpose, [*Insert Name of Contractor, Sub-Contractor or Licensee*] hereby submits the Master Services Agreement(s) listed in FORM B -List of Master Services Agreement(s), attached to this Notice, to the Secretariat for its review.

Kindly remove the parentheses and insert the name of the Contractor, Sub-Contractor or Licensee seeking approval.

Kindly acknowledge receipt of this Notice in good order.

Sincerely,

.....

[Name of Signatory]

[Designation of Signatory]

Notice must be completed and signed by a duly authorized representative of the company.

The company stamp or seal must be affixed.