

TERMS OF REFERENCE

Consultancy for the review, modernization and expansion of Saint Lucia's Petroleum Act and treatment of petroleum to include all hydrocarbons and update the national framework.

1. BACKGROUND

Saint Lucia's current Petroleum Act was initially passed in 1900 and last amended in 1961. The Act was designed primarily to govern the importation, storage, and sale of petroleum products. However, evolution of the sector and industry best practice coupled with the growing relevance of alternative hydrocarbon sources, including natural gas, shale oil, tar sands, and other fossil fuels; necessitates a comprehensive and modernized legal framework. The expanded legislation must account for energy security, climate commitments, emerging technologies, sustainable development goals and modern processes.

This Terms of Reference outlines the scope of work for a consultant or consortium to lead the revision of Saint Lucia's petroleum legislation and industry. The goal is to create a modern, comprehensive, efficient and evidence-based legal framework that addresses public health and safety concerns, supports responsible management of hydrocarbon resources, and fosters economic and social benefits, specifically expanding beyond petroleum to include all hydrocarbons. The process will include a legal review, market analysis, risk assessment, and a comparative policy analysis to result in the development of a feasibility study and policy framework.

The updated legislation will address regulatory gaps, modernize outdated provisions, and promote a balanced approach to hydrocarbon regulation while supporting public health, safety, and economic development. The revision will be informed by data analysis, market studies, international best practices, and Saint Lucia's cultural and legal context.

The outcome will be a robust legal and policy framework for regulating hydrocarbons in a manner that balances national development, investment attraction, and environmental responsibility.

2. OBJECTIVE AND SCOPE OF SERVICES

2.1 OBJECTIVE

The Government of Saint Lucia, through the Regulated Substances Authority (RSA), seeks the services of a qualified Firm or consortium to:

- a. Revise the existing Petroleum Act of Saint Lucia to include industry accepted developments, encompass all hydrocarbons, benchmark it against hydrocarbon legislation and regulations in the Caribbean and other regions, and to assess the gaps which limit alignment with regional and international best practices to ensure relevance, competitiveness, and alignment with modern energy regulations, international standards, and national development goals.
- b. Develop a comprehensive and evidence-based national hydrocarbon policy framework for Saint Lucia that enables the sustainable growth and regulation within the industry while allowing for revenue generation by the Regulated Substances Authority (RSA) and Government of Saint Lucia that: Develop a hydrocarbon regulatory framework that:
 - i. Ensures safe use
 - ii. Promotes sustainable exploration and exploitation.
 - iii. Ensures transparency and accountability.
 - iv. Enables investment and innovation.
 - v. Reduces hydrocarbon-related harm and promotes responsible practices.
 - vi. Supports economic growth in related industries while safeguarding public health and social wellbeing.
- c. To simplify the structure processes and administration of the hydrocarbon regime in Saint Lucia.
- d. Provide recommendations on licensing, royalties, production-sharing agreements, safety standards, and revenue management mechanisms.

2.2 SCOPE OF SERVICES

- a. Inception Report
 - Scope, methodology, stakeholder mapping, and work plan.
- b. Legal and Policy Review
 - Review existing Petroleum Act and related legislation.
 - Comparative review with Caribbean and international hydrocarbon laws.
 - Identify regulatory and governance gaps, inconsistencies, and areas in need of modernization.
- c. Technical and Financial Framework Development
 - Options for licensing regimes.
 - Fee and royalty structures for different hydrocarbon types.
 - Models for production-sharing and joint ventures.
- d. Environmental and Social Safeguards

- Integrate climate resilience, environmental impact assessments, and ESG standards.
 - Propose measures to protect vulnerable populations and ecosystems.
- e. Feasibility and Risk Assessment
- Assess potential impacts of expanded legislation on economy, environment, and society.
 - Evaluate implementation risks and mitigation strategies.
- f. Implementation Plan
- Policy roll-out plan.
 - Recommend timelines, institutional responsibilities and training needs
 - Institutional capacity building and training roadmap.
 - Public engagement and communications strategy.

3. METHODOLOGY, DELIVERABLES AND EXPECTED OUTCOMES

a. Desk Review and Stakeholder Consultations

- Legal research on current and emerging hydrocarbon regulations.
- National and regional consultations with public and private sector stakeholders.

b. Data Analysis

- Review hydrocarbon reserves data, geological assessments, and economic potential.
- Analyze existing institutional capacity for regulation and monitoring.

c. Drafting of Legal and Policy Instruments

- Develop a policy framework to inform the revision of the industry and draft of a new Petroleum Act or Hydrocarbons Act and supporting regulations.
- Include provisions for ESG compliance, local content, and investment promotion.

d. Implementation Roadmap

- Phased legislative reform strategy.
- Institutional responsibilities and resource needs.
- Monitoring and evaluation framework.

Deliverables

- Comprehensive Legal and Policy Review Report outlining findings, comparative analysis, and identified gaps.
- Stakeholder Engagement Plan and Consultation Report summarizing feedback.
- Data Analysis Report on hydrocarbon impacts and risks.
- Draft Revised Hydrocarbon Policy Framework (including Legal, Technical, Financial, and Environmental & Social components).
- Detailed Financial Framework Options Report with recommendations.
- Feasibility and Impact Assessment Report.
- Implementation Plan (including timelines, institutional responsibilities, training roadmap, and communication strategy).
- Risk Assessment and Mitigation Plan.

4. INTELLECTUAL PROPERTY

Any intellectual property created as a direct result of this engagement shall be the exclusive property of the Regulated Substances Authority including copyrights, patents, and registered trademarks.

5. REPORTING REQUIREMENTS

The engaged person(s) or company shall report to the Chief Executive Officer (CEO) and Chief Technical Officer of the RSA. They shall reserve the right, within reason, to request such alternations or modification to the deliverables as may be required to ensure the deliverables meet the expected outcomes.

6. DURATION

The consultancy is expected to be completed within 16 weeks from contract signature.

7. QUALIFICATIONS AND EXPERIENCE

The ideal team will have:

- i. Expertise in energy law, hydrocarbon regulation and public policy.
- ii. Demonstrated experience with legal drafting and reform.
- iii. Experience with policy development and reform in similar sectors (e.g., mining, energy, environmental).
- iv. Strong background in economic modeling and fiscal regime development.

- v. Knowledge of environmental and social governance (ESG) in the extractive sector.
- vi. Familiarity with Saint Lucian legal and governance context.

8. EVALUATION CRITERIA

- Technical qualifications and team expertise
- Quality of proposed methodology
- Cost-effectiveness of proposal
- Relevant experience in similar jurisdictions
- Results of due diligence check

9. SUBMISSION GUIDELINES

Proposals must include:

- Cover letter
- Proposal including qualifications, CVs of the entire consulting team, and team structure
- Detailed methodology and workplan
- Budget breakdown
- Relevant past work or consultancies over the last 5 years (if any) **or** 2 references.

Proposals should be addressed:

" Hydrocarbon Legal Framework Consultancy Proposal "

To: Dylan Norbert-Inglis

Chief Executive Officer

Regulated Substances Authority

Bisee Industrial Estate.

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Deadline Date: Monday August 11 , 2025