

PRINCIPLES OF COLLABORATION

1. PARTIES

1.1. New Zealand Parties

1.1.1. *Wakatū Incorporation*

The registered office of Wakatū is Wakatū House, Level 2, Montgomery Square Nelson, New Zealand 7010;

1.1.2. *Nelson City Council*

110 Trafalgar Street, Nelson, New Zealand 7010; and

1.2. Danish Parties

1.2.1. *Climatorium*

7620 Lemvig
Denmark
Company number: 40119477

1.2.2. *Lemvig Utility* 7620 Lemvig
Denmark
Company number: 32832296

1.2.3. *Municipality of Lemvig*

7620 Lemvig
Denmark
Company number: 29189935

1.2.4. *Central Denmark Region*

Skottenborg 26
8800 Viborg
Denmark
Company number: 29190925

2. BACKGROUND

2.1. Reason for the Principles of Collaboration

The Parties are entering into these Principles of Collaboration (PoC) to record their goals for working together on local and national climate challenges which through the Climatorium forum and most importantly the Quadruple Helix model may open up new ways of working collaboratively together on an international scale. Characteristic of all projects is the involvement of private and public companies, national and local government, research and education institutes and the general public who work together in an innovative way which supports the goals and aspirations of each Party and their regions. This PoC is not intended to be legally binding between the Parties, except where specifically provided for in Clause 5 of this PoC.

2.2. Background info about Parties

2.2.1. **Wakatū**

Wakatū Incorporation (**Wakatū**) was established in 1977 and is a Māori incorporation regulated under Te Ture Whenua Māori Act 1993. The purpose of Wakatū is to preserve and enhance its legacy for the benefit of current and future generations – those whānau (families) and hapū (extended families) who comprise the customary Māori owners of Whakatū (Nelson), Motueka and Mohua (Golden Bay). Te Pae Tawhiti, is the intergenerational 500 year vision of Wakatū and is aligned to its goals and objectives to achieve its purpose while being guided by its values.

Based in Te Taihū (the top of the South Island of New Zealand), Wakatū is owned by 4,000 Māori families who descend from the original customary landowners. Wakatū was established to represent the interests of its Māori landowners and to ensure the sound management of its lands and other assets.

Whenua (land) is the foundation of its business with 70% of Wakatū assets held in land and water space. Wakatū manages a diverse asset portfolio including vineyards, orchards, residential and commercial properties, and marine farms. Kono NZ LP is its food and beverage business which provides high quality beverages, fruit bars, seafood products, pipfruit and hops to over 35 countries around the world. AuOra Ltd is a new business of Wakatū that is an investor in nutrition and ingredient applications which are sourced from the natural bio matter of Aotearoa. The charitable arm of Wakatū, Manaaki, oversees cultural, spiritual and community activities which includes educational and cultural programmes and advocacy on behalf of Wakatū families. Whenua Ora (the wellbeing of our land, climate and water) and Tangata Ora (the wellbeing of our people) are key work programmes for Wakatū over the next 25 years.

Wakatū has recently convened the Te Taihū Intergenerational Regional Strategy for Te Taihū which is underpinned by Oranga Te Taihū (the wellbeing framework) and is working with Māori (Iwi, hapū and whānau), local government, business, research and education institutions, young people and the wider community.

2.2.2. Nelson City Council

Nelson is a city on the eastern shores of Tasman Bay at the top of the South Island of New Zealand and covers a land area of 422 km². Settlement of Nelson by Māori began approximately 700 years ago. Nelson is the oldest city in the South island and the second-oldest city in the New Zealand.

The City is governed by the Nelson City Council, one of six unitary authorities in New Zealand. A unitary authority has the combined responsibilities of both a district and [regional council](#) involving management of the environments as well as delivering local services. The Council is made up of 13 elected members led by the Mayor of Nelson. The Council manages assets worth approximately 1.5 billion NZD on behalf of residents.

The vision is that Nelson is the Smart Little City. A vibrant place where people are deeply connected with, and committed to the natural, social and cultural environment. Clever business and innovation help people thrive and live fulfilled lives in smart, sustainable communities.

The City, which has a population of approximately 53,000, is well-known for its stunning natural landscape, arts and artisans, clever business and being highly connected. Nelson has an airport and seaport. Industry includes fishing, forestry and a growing science and research industry. Nelson is a popular tourist destination and the gateway to three national parks located in Tasman. Port Nelson is the maritime access point for the Top of the South. The Port manages a variety of cargo including 80 per cent of wine exports leaving the South Island and it is the largest fishing port in Australasia.

Nelson's population whilst growing is ageing. It is expected that by 2043, Nelson will be the 14th oldest community (out of 67) territorial authority areas in New Zealand.

2.2.2. *Climatorium*

Climatorium is an international climate centre located in Lemvig, on the west coast of Denmark. The Climatorium delivers a collaborative forum where public companies, private companies, research / education as well as the general public meet and work together on climate related challenges. The goal is to inspire and find new opportunities arising if climate challenge is dealt with in a collaborative way.

The Climatorium is a part of a Central Denmark Region initiative called Coast to Coast Climate Challenge (C2C CC), www.c2ccc.eu. C2C CC consists of 24 sub-projects and involves 31 partners and 19 supportive partners who work together on creating a climate resilient region by formulating a joint long-term strategy among local stakeholders, implementing climate adaptation plans in the municipalities as the necessary analyses and activities have been coordinated, and by identifying and improving resources and capacities among citizens and municipalities as well as among utilities and companies in water trading. The Climatorium has taken a key position as a lighthouse project together with the project Aquaglobe.

C2C CC runs from 2017 to the end of 2022 with a total budget of DKK 90 million (NZ\$20 million). The European Union LIFE programme finances 60% of the budget. When including the construction costs of the many solutions developed during the project, C2C CC will generate projects valued at approximately DKK 3 billion (NZ\$ 680 million).

It is crucial that all projects within Climatorium are addressed through the quadruple helix model as this ensures the best possible outcome. Quadruple helix is a project based and

innovative model on how to work collaboratively while ensuring a positive outcome for all parties; private companies, public companies, research / education as well as the general public. The vision is that collaboration based on the Quadruple Helix model will result in more visionary and holistic solutions with great value for the society. All solutions incorporate the user and guide the participants through a constructive thought process, which results in valuable and innovative outcome.

2.2.3. Lemvig Utility

Lemvig Utility was established in 2010. The utility is run as an independent utility owned solely by Lemvig Municipality. Lemvig Utility supplies the area with drinking water, manages wastewater as well as rainwater. The utility manages assets like pipes and modern treatment plants worth 1.2 billion DKK (NZ\$ 280 million) and turns over DKK 60 million annually (NZ\$ 14 million). Lemvig Utility contributes to the climate challenges which are being dealt with through the Climatorium Quadruple Helix model. The utility has reduced their wastewater plants from two to one. Annually they manage 2.4 million m³ wastewater. Lemvig Utility has reduced their drinking water plants from five to two. Annually they manage 1.9 million m³ drinking water.

Lemvig Municipality is challenged by subsidence due to rising ground water levels. This has resulted in one of the Climatorium projects and is adding high value to the Lemvig Utility. Lemvig Utility is one of the key members of the Climatorium and sees the great value, the Climatorium will add to the utility and the local area.

Lemvig Utility is the natural link between the private and the public sector and shows how challenges within the public sector can get turned into exciting opportunities by addressing them in the right way.

2.2.4. Municipality of Lemvig

Lemvig Municipality consists of the main town Lemvig and four larger areas; Thyborøn, Harboøre, Nørre Nisum and Bækmarksbro as well as a range of smaller towns. Nørre Nisum is known for its many students with the VIA University campus located in the town.

Lemvig Municipality is located on the west coast of Denmark. The municipality covers an area of 508 square kilometres and has a population of 20,000 inhabitants, 7,000 of those in the town Lemvig. Lemvig Municipality is exposed to a lot of climate challenges due to its coastal location, but this also means that it is close to a vast range of Mother Earth's natural beauty, which makes it a popular tourist destination. The industry mainly consists of food producing companies, especially within seafood, but also the maritime sector is big and there is a lot of ingenuity and entrepreneurship flourishing in this part of the country. Lemvig Municipality is also known for its significant wind energy production from windmill farms located at sea as well as on land and which supply the area with the majority of their energy consumption. In addition to climate, environment and infrastructure, Lemvig Municipality is also very engaged within day care, education, elderly care, health, psychology and handicap, workforce and integration as well as industry and tourism. Lemvig Municipality turns over DKK 1.3 billion (NZ\$300 million) annually and employs 1,500 staff. Lemvig has a municipal council consisting of 21 members led by the Mayor.

The Danish Coastal Authority is located in Lemvig and manages the entire coastal area

in Denmark which is a total of 7,300km. Their physical location makes them a very important partner for the Climatorium.

The municipality of Lemvig is challenged by a declining population as the youth are seeking the larger cities when looking for education. It is therefore of interest to the municipality to cater for the youth and offer them a unique lifestyle which the larger cities cannot. Lemvig Municipality is known for its ingenuity and it is important that Lemvig Municipality is appealing for start-ups and that the municipality supports its industry and helps create growth in a way that attracts the youth.

Together with the Climatorium, Lemvig Municipality wants to offer the youth new opportunities and modern facilities which makes it possible to study from satellite-offices. Climatorium also opens up for new start-up opportunities which arise from the many quadruple helix projects with a natural gateway to the international market.

2.2.5. Central Denmark Region

Central Denmark Region is one of five Danish regions. The region covers an area of 13,000 square kilometres, includes 19 municipalities and has 1.3 million citizens, which is equivalent to 23% of the total Danish population. The region has a broad business life with many small and medium-sized production companies, strong creative businesses and a flourishing tourism industry. Central Denmark Region is the home of many global market leaders such as Grundfos, Vestas, Siemens Wind Power and Arla Foods giving the region strong positions within green energy, water technology and food production.

Central Denmark Region is led by a Regional Council, consisting of 41 politicians elected every four years. The ambition of the Regional Council is to be an attractive and sustainable region and the region wishes to contribute to and promote solutions to major challenges both nationally and globally. To fulfil these ambitions, it is important to build strong partnerships with knowledge institutions, private and public companies as well as organisations both regionally, nationally and internationally, and to engage in more partnerships to find new solutions to emerging challenges.

The Regional Council has decided that the UN Sustainable Development Goals will be the strategic frame for development in Central Denmark Region from 2019 and onwards. The goals shall ensure that the region's development activities locally, regionally and internationally are also relevant in a global perspective.

Central Denmark Region wants to take care of climate, environment and resources to ensure a sustainable development. Climate changes will lead to more and heavier rain, ocean levels and temperatures will rise. The challenges must be solved by different kinds of climate adjustments. The challenges crossing both local and national borders require solutions where we pull together in strong partnerships such as Coast to Coast Climate Challenge.

Central Denmark Region is in the frontline concerning competencies in and knowledge of soil contamination. The region's main task is to identify, investigate and remediate any soil contamination that poses a risk for human health, the groundwater or the environment. At Harboøre Tange in Lemvig Municipality, Central Denmark Region is managing one of the most contaminated areas in Denmark. Currently, the region collaborates with clean-tech companies with the aim of developing new remediation technologies.

Raw materials are scarce all over the world. A new Ice Age would be the only way to get new raw materials to Central Denmark Region, so it is necessary to intensify our focus on recycling together with other relevant partners. The region will be more involved in promoting alternative, sustainable solutions so we use fewer raw materials and avoid transportation of materials.

The Regional Council wants to pave the way for a more sustainable and efficient citizen-centered healthcare system of high quality. The region is responsible for hospitals and certain social institutions. The hospitals work in areas such as waste, energy, food, buildings, transport, water, chemicals, goods and services. Moreover, they can work with integrated solutions across the hospital. These “mini-societies” reflect the challenges in our surrounding society. This makes it possible to develop solutions that are beneficial to the region and to both private and public collaborators. The ambition is to create the world’s most sustainable hospitals.

3. UNDERSTANDING

The Parties share the following objectives and purposes:

- 3.1. To foster a collaborative relationship with one another to identify initiatives and activities that align with the Parties' aspirations and goals.
- 3.2. To gain a better understanding of climate challenges, opportunities and initiatives that are occurring in Te Taihū (Top of the South Island of New Zealand), Lemvig Municipality and Central Denmark Region.
- 3.3. To gain a better understanding of the Climatorium Forum and Quadruple Helix model which has been used as a way of working collaboratively on local and national climate challenges in Denmark and how this might be applied to solve climate challenges at an international and global scale.
- 3.4. To engage with officials, private and public businesses, research and education and community groups in an innovative way to learn and identify opportunities in climate challenges.
- 3.5. To explore identified climate challenges or related projects that are mutually beneficial which support the goals and aspirations of the Parties.
- 3.6. To be guided with respect to the values mentioned below:
 - 3.6.1. Kaitiakitanga – We are responsible for our taonga (assets and cultural treasures).
 - 3.6.2. Pono – We are committed to a relationship based on integrity and accountability which will be reflected in each other's behaviour – we say as we do.
 - 3.6.3. Rangatiratanga – We are excellent in all that we do with regard to undertakings given and delivery on expectations.
 - 3.6.4. Manaakitanga – We care and we are kind. We agree to respect, nurture and support each other to achieve agreed outcomes.
 - 3.6.5. Auahatanga – We are innovative and agile.
 - 3.6.6. Whanaungatanga – Together we are more. We acknowledge that through a relationship based on collaboration we will be successful together.

- 3.7. The Parties acknowledge that the intent of this PoC may be superseded by certain agreements or projects whose scope and intent are broadly defined by this PoC.
- 3.8. If the Parties wish to subsequently negotiate any binding agreement(s) they will negotiate in good faith terms specific to each agreement or project.

4. AREAS OF COOPERATION

Cooperation under this PoC aims to contribute positively to the goals and aspirations of each of the Parties which will include the UN's sustainable Development goals (Denmark and New Zealand), Te Pae Tawhiti (The Wakatū 500 year Intergenerational Vision), and the Nelson City Council community outcomes, priorities and Declaration of Climate Emergency. The areas below have been identified as opportunities for discussion and collaboration:

4.1. Climate adaptation

Sea level rises, changed conditions in the water cycle including changes precipitation patterns and groundwater levels are some of the shared challenges for the Parties in this agreement.

The cooperation will focus on sharing knowledge on how to adapt to climate adaptation and take actions which will provide multiple benefits which supports not only flood prevention but also day to day life and health in an area. Further sharing of common tools to predict climate challenges, and methods to mitigate climate change will be shared as well as tools for making the societal transition into a more resilient community.

4.2. Climatorium

The Parties will explore the opportunity to establish a Climatorium in Nelson, New Zealand. It will be important to share learnings, knowledge and opportunities so that the Parties understand what is required when setting up and running a Climatorium and how the Parties in New Zealand may support the Climatorium in Denmark.

4.3. Sustainability in education

The Parties acknowledge the importance of equipping our current and future generations with the best possible knowledge about climate adaptation and mitigation and, the circular economy so that they are involved in climate challenge solutions.

5. CONFIDENTIALITY

5.1. The Parties agree that:

5.1.1. This clause is legally binding on the Parties and shall survive the termination of this PoC.

5.1.2. Confidential Information means all information and material relating to or arising from this PoC in any form whatsoever and that the discloser, at the time of disclosure advises the recipient that it is confidential.

5.1.3. Confidential Information is and will continue to be owned by the Party disclosing it or the person who provided it.

5.1.4. The recipient of Confidential Information shall:

- Keep it secure and treat it as confidential regardless of when it is disclosed;

- Not use it for any purposes other than for the purposes for which it was disclosed or as agreed to in writing by the other Party; and
 - Not disclose it to any person unless expressly permitted by the disclosing Party in writing and then only on a need-to-know basis after ensuring that the Confidential Information will remain confidential.
- 5.2. The restrictions in this Clause do not apply where disclosure is required by law or by a government agency or governmental authority, including national requirements for public access to information (Danish 'Agtindsigt' and the *New Zealand Local Government Official Information and Meetings Act 1987*).
- 5.3. This Clause is governed by and must be construed in accordance with New Zealand law. The Parties submit to the non-exclusive jurisdiction of the courts of New Zealand.

6. GENERAL

- 6.1. No Party gives any representation or warranty with respect to any information other than that it has the right to disclose such information.
- 6.2. Nothing in this PoC will be construed or deemed to create a partnership between the Parties, nor constitute either Party, the agent or legal representative of the other. No Party has authority to act or to assume any obligation or liability on behalf of the other.
- 6.3. This PoC is not intended to create any legally binding obligation except as in Clause 5, and no such obligation will otherwise arise unless and until an agreement is agreed, signed and exchanged by the Parties.
- 6.4. Any Party can terminate this PoC at any time upon written notice to the other Parties.
- 6.5. This PoC may be signed in counterparts, including by facsimile or email, all of which when read together shall constitute one and the same document.
- 6.6. The date of this PoC shall be the date that the last person signed.

<p>Signed by Wakatū Incorporation by:</p> <p>Authorised signatory</p> <p>Paul Te Poa Karoro Morgan QSO <i>Chair of Wakatū Incorporation</i></p> <p>Date: _____</p>	<p>Signed by Nelson City Council by:</p> <p>Authorised signatory</p> <p>Rachel Reese Mayor of Nelson</p> <p>Date: _____</p>
---	--

<p>Signed by Climatorium:</p> <p>Authorised signatory:</p> <p>Jørgen Nørby <i>Chair of the board</i> <i>Climatorium</i></p> <p>Date: _____</p>	<p>Signed by Lemvig Utility:</p> <p>Authorised signatory:</p> <p>Steffen Damsgaard <i>Chair of the board</i> Lemvig Utility</p> <p>Date: _____</p>	<p>Signed by the Municipality of Lemvig:</p> <p>Authorised signatory:</p> <p>Erik Flyvholm <i>Mayor Lemvig</i> <i>Municipality</i></p> <p>Date: _____</p>	<p>Signed by Central Denmark Region by:</p> <p>Authorised signatory:</p> <p>Anders Kühnau <i>Regional Chairman,</i> <i>Central Denmark</i> <i>Region</i></p> <p>Date: _____</p>
---	---	--	--