

# APPENDIX 8

## GOVERNANCE

Contract on subsidy for carbon capture, transport,  
and storage

Danish Energy Agency

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***Instructions for tenderers***

*This Appendix constitutes General Requirements in its entirety, cf. Tender specifications, paragraph 6.3.*

The Tenderer ~~shall~~ should fill in this Appendix with regards to the Operator's contact persons and submit the Appendix as part of the Tenderer's Offer.

*This guidance text will be deleted by the DEA in connection with conclusion of the Contract.*

## 1. Introduction

### 1.1. Purpose

The purpose of this Appendix is to set out the rules for the governance of the Contract.

### 1.2. Objectives

The Appendix has three objectives. The first objective of this Appendix is to provide the DEA with acumen and insights during the Contract. The second objective is to monitor the performance of the Operator during operation. The third objective is to ensure the exchange of other relevant information between the Operator and the DEA.

## 2. Governance Model

### 2.1. The Governance Model

The Governance Model is split in ~~four~~three different meeting formats, i.e., Annual Management Meetings, Quarterly Meetings, and External Engagement Meetings. Furthermore, the meeting formats describe the scope and purpose of the meetings, the participants required, the responsibilities of each of the participants, as well as the frequency, describing whether the meeting is taking place before or after the Commercial Operation Date (COD) or both. The meeting formats support a transparent governance, defining the roles and responsibilities of the DEA and the Operator to make it clear to both Parties who is responsible and who is kept informed.

### 2.2. Roles and responsibilities

1. **Contract Owner:** The person from each Party who is responsible for the Contract and has the mandate to make decisions and approvals. The Contract Owner appoints the Minute-taker of each meeting.
2. **Contract Administrator:** The person from each Party who reports, reviews, and interacts with the other Party with respect to the performance of the Contract.

- 3. Minute-taker:** The person who is responsible for documenting the participants of each meeting, the content of each meeting, and especially the decisions made during each meeting. It is always the Operator who appoints a Minute-taker.

### 2.3. Reporting and Plans

The Operator shall prepare, update, and maintain the plans as stated in Appendix 3, Requirements specification. In Table 1: Overview of Meetings, the type of meeting, the participants required at the meeting, the plans that need to be reported and updated, the frequency of the meeting, and the required meeting agenda of each meeting, are described.

### 2.4. Meetings

By default, the Annual Management Meeting, the Quarterly Meetings, and the External Engagement Meetings shall be held at the DEA's premises.

The DEA can invite the Operator for additional meetings as needed to monitor the performance of the Contract.

At the Annual Management Meetings, the Operator's Contract Owner and the DEA's Contract Owner, shall always meet. The Operator's Minute-taker shall always participate.

The Annual Management Meeting shall be planned after the date of the completion of the Financial Report of the CCS Activities.

At the Quarterly Meetings, the Operator's Contract Owner and Contract Administrator and the DEA's Contract Owner and Contract Administrator, shall always meet. The Operator's Minute-taker shall always participate.

The Q4 Quarterly Meetings shall be planned together with the Annual Management Meetings with a shared agenda.

At the External Engagement Meetings, the Operator's Contract Owner and Contract Administrator, the DEA's Contract Owner and Contract Administrator shall always meet. The Operator's Minute-taker shall always participate.

*Table 1: Overview of Meetings*

| Annual Management Meetings  |   |   |   |
|---|---|---|---|
| Scope and purpose of meeting  | Responsibilities  | Participants (minimum)  | Frequency   |
| <p><b><u>Scope:</u></b><br/>The entire Contract</p> <p><b><u>Purpose:</u></b></p> <ul style="list-style-type: none"> <li>• Monitor that the Contract is performing as required</li> <li>• Review and discuss the overall governance</li> <li>• Review on all yearly activities</li> </ul> | <ol style="list-style-type: none"> <li>1. The Operator is responsible for booking the Annual Management Meetings before and after COD</li> <li>2. The Operator shall prepare material encompassed by the agenda below and any other material required by the DEA to obtain insight into the performance of the Contract, including but not limited to material relevant for DEA auditing, see clause 5.8 of the Contract</li> <li>3. The Operator shall be the main facilitator of the meetings unless otherwise agreed with the DEA</li> <li>4. The Operator shall for the Annual Management Meetings provide the material prescribed in item 2 above, 30 days before the meeting is scheduled</li> <li>5. The Minute-taker has 7 days after the meeting to share the meeting minutes with the participants of the meeting. Afterwards, the participants have a maximum of 7 days to make</li> </ol> | <p><b><u>The DEA:</u></b><br/>Contract Owner</p> <p><b><u>The Operator:</u></b><br/>Contract Owner and the Minute-taker</p> | <p>Annual meetings before and after COD until end of Contract</p> |

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|  | <p>objections to the meeting minutes once shared by the Minute-taker. The finished meeting minutes are shared by the Minute-taker 4 weeks, at the latest, after the deadline of objections</p>   |   |  |
| <p><b>The Operator shall follow (<del>but both parties</del> may propose additional topics to) the following agenda structure on Annual Management Meetings <u>before COD</u>:</b></p> <ul style="list-style-type: none"> <li>• Overall progress <del>on</del><u>of</u> the Milestone <u>Planss</u> in the Pre-construction and Construction Phase</li> <li>• Other significant matters</li> </ul> <p><b>The Operator shall follow, but is not limited to, the following agenda structure on Annual Management Meetings <u>after COD</u>:</b></p> <ul style="list-style-type: none"> <li>• Present and discuss the Financial Report <u>of the CCS Activities</u>, cf. R-8, Appendix 3, Requirements specification</li> <li>• Present and discuss the completed and planned initiatives for performance improvement regarding earnings and costs, cf. R-<del>89</del>, Appendix 3, Requirements specification</li> <li>• Present and discuss the verified Report on CO<sub>2</sub> production (subject to the EU ETS), cf. R-18, Appendix 3, Requirements specification</li> <li>• Present and discuss realised or potential changes in relevant framework conditions which may affect the operation</li> </ul> |  |   |  |
| <p><b>Quarterly Meetings</b></p>   |  |   |  |
| <p><b>Scope and purpose of meeting</b></p>   | <p><b>Responsibilities</b></p>   | <p><b>Participants (minimum)</b></p>  | <p><b>Frequency</b></p>  |
| <p><b><u>Scope:</u></b><br/>Monitor the operation of the CCS Activities</p> <p><b><u>Purpose:</u></b></p> <ul style="list-style-type: none"> <li>• Review performance of the last 3 months</li> </ul>  | <ol style="list-style-type: none"> <li>1. The Operator is responsible for booking the Quarterly Meetings before and after COD</li> <li>2. The Operator shall prepare material encompassed by the agenda below and any other material required by the DEA to obtain insight into the performance of the Contract, including but not limited to material relevant</li> </ol> | <p><b><u>The DEA:</u></b><br/>Contract Owner and Contract Administrator</p> <p><b><u>The Operator:</u></b><br/>Contract Owner, Contract Administrator, and the Minute-taker</p> | <p>Quarterly Meetings – before and after COD until end of Contract</p> |

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| <ul style="list-style-type: none"> <li>• Discuss forecast and CO<sub>2</sub> production and storage next 12 months (rolling)</li> <li>• Review reports</li> </ul>   | <p>for DEA auditing, see clause 5.8 of the Contract</p> <ol style="list-style-type: none"> <li>3. The Operator shall be the main facilitator of the meetings unless otherwise agreed with the DEA</li> <li>4. The Operator shall for any Quarterly Meeting provide the material prescribed in item 2 above 7 days before the meeting is scheduled</li> <li>5. The Minute-taker has 7 days after the meeting to share meeting minutes with the participants of the meeting. Afterwards, the participants have a maximum of 7 days to make objections to the meeting minutes once shared by the Minute-taker. The finished meeting minutes is shared by the Minute-taker 4 weeks, at the latest, after the deadline of objections</li> </ol> |  |  |
| <p><b>The Operator shall follow (<del>but both parties</del> may propose additional topics to) the following agenda structure on Quarterly Meetings <u>before COD</u>:</b></p> <ul style="list-style-type: none"> <li>• Present and discuss the update on the progress and execution of the Master Milestone Plan</li> <li>• Present and discuss the Milestone Plan Report, as described in R-1, Appendix 3, Requirements specification</li> <li>• Present and discuss the update on the Authority Approval Plan, as described in R-2, Appendix 3, Requirements specification</li> <li>• Present and discuss the update on the Risk Management Plan as described in R-3, Appendix 3, Requirements specification</li> <li>• Present and discuss the update of the Risk log as described in R-3, Appendix 3, Requirements specification</li> <li>• Present and discuss the update on the QHSE Plan as described in R-4, Appendix 3, Requirements specification</li> </ul> |  |  |  |

- Present and discuss the update of the QHSE log as described in R-4, Appendix 3, Requirements specification
- Present and discuss the QHSE report as described in R-4, Appendix 3, Requirements specification
- Present and discuss the update on the inspections procedure as described in R-4, Appendix 3, Requirements specification
- Present and discuss the update on the Construction Interface Procedure as described in R-10, Appendix 3, Requirements specification
- Present and discuss the update of the test event log as described in R-14, Appendix 3, Requirements specification

**The Operator shall follow (but may propose additional topics to) the following agenda structure on Quarterly Meetings after COD:**

- Present and discuss the update on the QHSE Plan, cf. R-4, Appendix 3, Requirements specification
- Present and discuss the update of the QHSE log, cf. R-4, Appendix 3, Requirements specification
- Present and discuss the QHSE report, cf. R-4, Appendix 3, Requirements specification
- Present and discuss the update on the Risk Management Plan, cf. R-3, Appendix 3, Requirements specification
- Present and discuss the update of the Risk log, cf. R-4, Appendix 3, Requirements specification
- Present and discuss expected deviations in the Annual Forecast Quantity and/or the Forecast Fossil (EUA) Fraction, as described in Appendix 6, Subsidy and economy scheme

**External Engagement Meetings**

| Scope and purpose of meeting  | Responsibilities  | Participants (minimum)   | Frequency                                   |
|---|---|--|---|
| <p><b>Scope:</b><br/>Monitor continued public engagement and knowledge sharing</p> <p><b>Purpose:</b></p> <ul style="list-style-type: none"> <li>• Review plans</li> <li>• <del>Review reports</del></li> </ul> | <ol style="list-style-type: none"> <li>1. The Operator is responsible for booking the External Engagement Meetings before and after COD</li> <li>2. The Operator shall prepare material encompassed by the agenda below and any other material required by the DEA to obtain insight into the performance of the Contract, including but not</li> </ol> | <p><b>The DEA:</b><br/>Contract Owner and Contract Administrator</p> <p><b>The Operator:</b><br/>Contract Owner, Contract Administrator and the Minute-taker</p> | Bi-annually before and after COD until 2030 |



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| <ul style="list-style-type: none"> <li>Review Stakeholder inquiries</li> </ul>  | <p>limited to material relevant for DEA auditing, see clause 5.8 of the Contract</p> <ol style="list-style-type: none"> <li>The Operator shall be the main facilitator of the meetings unless otherwise agreed with the DEA.</li> <li>The Operator shall for every meeting provide the material prescribed in item 2 above 7 days before the meeting is scheduled</li> <li>The Minute-taker has 7 days after the meeting to share the meeting minutes with the participants of the meeting. Afterwards, the participants have a maximum of 7 days to make objections to the meeting minutes once shared by the Minute-taker. The finished meeting minutes are shared by the Minute-taker 4 weeks, at the latest, after the deadline of objections</li> </ol> |  |  |
| <p><b>The Operator shall follow (<del>but both parties</del> may propose additional topics to) the following agenda structure on External Engagement Meetings <u>before and after COD</u>:</b></p> <ul style="list-style-type: none"> <li>Present and discuss the execution and progress of the Public Engagement Plan cf. R-6, Appendix 3, Requirements specification</li> <li>Present and discuss the execution and progress of the Knowledge Sharing Plan</li> <li>Present and discuss the knowledge sharing summary report, cf. R-5, Appendix 3, Requirements specification</li> <li>Inform the DEA about any inquiries made by Stakeholders since the last External Engagement Meeting</li> <li>Inform the DEA about how the inquiries have been handled by the Operator since the last External Engagement Meeting</li> </ul> |  |  |  |



### 3. Contact information

#### 3.1. The DEA's contact persons

|                       |  |
|-----------------------|--|
| <b>Role</b>           | Contract Owner                               |
| <b>Name</b>           | Henrik Sulsbrück                             |
| <b>E-mail address</b> | <a href="mailto:hesu@ens.dk">hesu@ens.dk</a> |
| <b>Telephone no.</b>  | +45 33 92 66 86                              |
| <b>Company</b>        | Energistyrelsen                              |

|                       |  |
|-----------------------|--|
| <b>Role</b>           | Contract Administrator                                 |
| <b>Name</b>           | [To be completed by the DEA prior to Contract Signing] |
| <b>E-mail address</b> | [To be completed by the DEA prior to Contract Signing] |
| <b>Telephone no.</b>  | [To be completed by the DEA prior to Contract Signing] |
| <b>Company</b>        | Energistyrelsen  |

#### 3.2. The Operator's contact persons

|                       |                                   |
|-----------------------|-----------------------------------|
| <b>Role</b>           | Contract Owner                    |
| <b>Name</b>           | [To be completed by the Tenderer] |
| <b>E-mail address</b> | [To be completed by the Tenderer] |
| <b>Telephone no.</b>  | [To be completed by the Tenderer] |
| <b>Company</b>        | [To be completed by the Tenderer] |

|                       |                                   |
|-----------------------|-----------------------------------|
| <b>Role</b>           | Contract Administrator            |
| <b>Name</b>           | [To be completed by the Tenderer] |
| <b>E-mail address</b> | [To be completed by the Tenderer] |
| <b>Telephone no.</b>  | [To be completed by the Tenderer] |
| <b>Company</b>        | [To be completed by the Tenderer] |