

Northland Regional Landfill Limited Partnership Statement of Intent and Business Plan 2022/23

A. Statement of Intent

A.1 Introduction

Following a competitive process seeking requests for proposals, NRLLP was formed on 2 July 2009 and purchased the consented Puwera landfill site and Re-Sort resource recovery park from Whangarei District Council (WDC).

The Northland Regional Landfill Limited Partnership (NRLLP) comprises two limited partners; Whangarei District Council (WDC) and Northland Waste Limited (NWL).

The General Partner is Whangarei Waste Limited (WWL).

NRLLP has operated very successfully since inception receiving most of Northland's waste and carrying out substantial waste diversion and recycling. The major project for the forthcoming year is the construction of a gas to energy plant.

A.2 Purpose of the Statement of Intent

This statement of intent is prepared in accordance with section 64 of the Local Government Act 2002 (LGA). It outlines the activities and intentions of NRLLP for the next three financial years, and the objectives to which those activities will contribute. It provides a basis for which the General Partner can be held accountable to the Limited Partners for the performance of the organisation.

A.3 Purpose of the Organisation

NRLLP is a for-profit entity operating as a best practice business financially, environmentally, socially and culturally.

This encompasses:

- a) Exhibiting a sense of social and environmental responsibility. Maintaining quality relationships with hapu.
- b) Ensuring the health and safety of workers.
- c) Being a good employer.
- d) Responding to members of the public appropriately by providing contacts on the Northland Waste Limited website or through enquiry through WDC.
- e) Maintaining good and comprehensive information management and record keeping practises and appropriate returns to partners.
- f) The Directors carrying out regular and comprehensive risk management reviews covering reputational, legal, operational and financial risk.

The overarching purpose of NRLLP is to operate the Puwera landfill and ReSort RRP and to provide waste disposal facilities in the Whangarei District.

A.4 Nature and Scope of Activities

The activities that NRLLP provides currently includes the following:

- Own, operate and manage Puwera Landfill
- Own, operate and manage ReSort RRP
- Haulage of conforming waste from ReSort to Puwera
- Provide for post closure responsibilities for Puwera
- Conduct waste diversion and recycling and green waste separation

A.4.1 Vision

To operate competitive waste disposal facilities to provide for the needs of Northland and the North Auckland Region; undertaking waste diversion and recycling where economically viable; achieve Partner's financial return requirements; and pursuing business growth opportunities where appropriate.

A.4.2 Community Outcome Support

NRLLP will operate to meet reasonable community expectations, and as supported by the WDC vision, where this is acceptable to both Shareholders/Limited Partners and does not impact on primary objectives or existing agreements.

A.4.3 Additional Legislation

The business is constituted under the Limited Partnership Act 2008 and is governed by the Northland Regional Landfill Limited Partnership Agreement, the Whangarei Waste Limited Northland Regional Landfill Limited Partnership Shareholders/Limited Partners Agreement and the Whangarei Waste Limited Constitution dated 30 June 2009. These may be amended from time to time by agreement between the partners/shareholders.

The management of the partnership is undertaken by Whangarei Waste Limited (WWL), a company registered under the Companies Act 1993.

A.5 Approach to Governance

A.5.1 Structure

NRLLP is a council-controlled trading organisation as defined by section 6 of the LGA and is a 50/50 limited partnership between the two partners WDC and NWL. Neither party has absolute control of the organisation.

The general partner, WWL, is jointly owned by WDC (Group A shares) and NWL (Group B shares). The company is governed by four directors, two group A directors and two group B directors appointed by the respective shareholders. No remuneration is paid by the company to the directors, the shareholders will pay the directors appointed by them as they see fit. A quorum consists of one group A director and one group B director.

A.5.2 Associated Interests of Partners

The parties have additional interests that are associated with the partnership.

Whangarei District Council

WDC funds domestic rubbish collections and rural transfer station services in the Whangarei District. WDC will continue to provide these services into the future. All the waste tonnage is committed to the Puwera Landfill.

WDC have agreed to structure their tenders for domestic collections of refuse and recycling and rural transfer sites in a manner which ensures long term protections of the waste and recycling stream for the benefit of Puwera Landfill

WDC awarded the Whangarei District solid waste collection and recycling collection contracts to NWL, following a competitive tender process. The contracts run from 1 July 2018 for a 5+2+2 term.

NRLLP utilises the services of the WDC Solid Waste Engineer to the Partnership and carries out various tasks to assist the development of the landfill and its operations.

Northland Waste Ltd

Northland Waste Ltd and associated companies have an obligation to deposit waste they collect in the Northland area into Puwera. There is also an obligation to deposit any North Auckland tonnes at Puwera provided; it is logistically possible; the Puwera Landfill charge plus transportation costs is equal to, or less than, charges and transportation to a competing landfill; and there are no commercial issues as a result of the NWL Auckland Council contract. NWL may also enter into tonnage swap agreements where this economically beneficial to them.

Quay Contracting Limited, a subsidiary of Northland Waste Ltd, carry out cell construction at the landfill for the Limited Partnership. Under a management agreement they also manage: ReSort operations; landfill operations; and provide administration and accounting services. Their services are provided at market rates.

Northland Waste Ltd and associates are active on their own account in all aspects of the waste collection stream prior to delivery to Puwera/ReSort.

A.5.3 Advisory Committee

The Limited Partnership has an Advisory committee whose function is to review any conflicts of interest, consult with WWL, and to be updated on the business affairs of NRLLP. The committee includes:

- Vince Cocurullo – appointed by WDC
- Shelley Deeming – appointed by WDC
- Warwick Syers – appointed by NWL
- Raymond Lambert – appointed by NWL

A.5.4 Board of Directors

The WWL board of directors meet monthly to govern the management of the partnership, the board includes:

- Gregory Martin – appointed by WDC
- Alan Adcock – appointed by WDC
- Warwick Syers – appointed by NWL
- Raymond Lambert – appointed by NWL

A.6 Goals/Objectives 2022/23

The long-term objectives of the partnership are set out in the partnership agreement and are included in Appendix 1 of this document.

Specific major focus for years ended 30 June 2023, 2024 and 2025:

- Operate and manage ReSort RRP and Puwera landfill in accordance with the management agreement and consents

- Diverting re-usable and recyclable material from ReSort general waste stream where financially viable
- Manage the financial aspects of the organisation to ensure a satisfactory annual distribution to the partners
- Continue development of the fifth cell construction stage at the landfill and ensure a minimum of six months capacity is always available
- ~~Investigate options to future proof the landfill~~ Proceed with the landfill footprint extension Resource Consent application
- For 2023 construct the proposed Gas to Energy (electricity) plant at Puwera landfill as approved late in 2021.

A.7 Performance Targets and Measures

The following measures apply for each of years ended 30 June 2023, 2024 and 2025:

- To open both the Puwera Landfill and Re-Sort facilities for a minimum of 40 hours each week
- Achieve no notifiable health and safety incidents (as defined by Worksafe NZ) occurring at all operational sites owned by NRLLP
- Ensure Resort facilitates a minimum of 40% diversion away from landfill of all material being handled through the site
- Maintain compaction of 0.7 tonnes of placed refuse per cubic metre of airspace used
- Ensure 6 months landfill capacity is maintained at all times
- Achieve a minimum of 70% landfill gas destruction
- An additional target for 2023 is the successful completion of the Puwera gas to energy plant project with some electricity generated from landfill gas

A.8 Information to be Provided Throughout the Financial Year

Due to the commercial sensitivity of the business operations financial information is strictly confidential and only available to management of both WDC and NWL

A.8.1 Half-yearly Report

The half-yearly report will be provided to the management of the shareholders/limited partners within 2 months of the first half of the financial year ending (28 February 2023). It will include:

- A comparison of performance against the performance targets and measures set out in the statement of intent – *in narrative format available for circulation to Councillors.*
- Un-audited financial statements including a statement of financial position, statement of financial performance and statement of movements in equity – *commercially sensitive so only available to management of WDC and NWL.*

A.8.2 Annual Report

The annual report will be provided to the management of the shareholders/limited partners within 3 months of the financial year ending 30 September 2023. The annual report will include all the information necessary to enable an informed assessment of operations, including:

- Audited financial statements for the financial year including; a statement of financial position, a statement of comprehensive income, a statement of changes in equity, a statement of cash flows and notes to the financial statements.
- A comparison of the performance targets and measures outlined in this statement of intent, and the actual performance of NRLLP for the financial year.
- Any material variances from the expected performance of NRLLP, and explanations for those variances.
- An independent auditor's report on the financial statements and the performance targets and other measures by which NRLLP's performance against its objectives may be judged.
- Other statements as may be necessary to fairly reflect the financial position of the Company, the resources available, and the financial results of the operations.

- the narrative annual Report addressed to the WDC CEO and the comparison against the performance targets and measures outlined above are available for circulation to the Councillors and the public.

- all other data above is commercially sensitive and only available to the management of WDC and NWL.

- Necessary information will be provided to WDC Finance staff to enable WDC reporting obligations. ~~to consolidate and report on information required under Financial Reporting Standards in the Annual Report for Whangarei District Council and Group.~~

WDC will disclose within their Annual Report information required to satisfy financial reporting requirements, including but not limited to financial consolidation into the Group financial statements and required Joint Venture disclosures.

A.8.3 Annual Financial Estimates

Annual financial estimates (budgets) for operational activities and capital expenditure to be provided to the management of the shareholders/limited partners.

A.8.4 Annual Draft SOI

The Annual Draft SOI (Statement of Intent) shall be sent to the WDC and to NWL no later than 28 February each year.

A.8.5 No Surprises Approach

To ensure there is timely notification of any major issues, NRLLP commits to a no surprises approach beyond the formal reporting requirements. This means that WWL will immediately communicate, by email, any issues that may trigger public interest, have political implications, or gain significant media attention to the Advisory Committee and to both shareholders/limited partners.

A.9 Compensation Sought or Obtained

It is expected there will be no activities for which the board will seek compensation.

A.10 Procedures in Relation to Acquiring Shares

Partners will not acquire shares in any other similar organisation within the operating area without the prior written agreement of both joint venture partners. It is acknowledged that NWL and associated companies operate waste collection and disposal services throughout New Zealand.

A.11 Ratio of Consolidated Partners Funds to Total Assets

Partners' funds mean partners' capital accounts, partners current accounts and reserves. Total assets mean the book value of all assets of the partnership. The ratio of partners funds to total assets at 30 June 2021 was 51.7% (2020: 55.7%).

A.12 Accumulated Profits and Capital Reserves

All profits are allocated to partners current accounts effective balance date and distributions to partners are deducted from partners current accounts. Unrealised capital gains are held in revaluation reserve and classified as equity. The proportion of undistributed accumulated profits (retained earnings) and capital reserves that were distributed to partners at 30 June 2021 was 46.5% (2020: 23.5%). Distributions are determined from residual free cash flows available after meeting capex costs like cell construction costs and maintaining borrowings as agreed by Director's policies.

A.13 Estimate of the Commercial Value of the Partners Investment

It is not proposed to seek an independent assessment of the commercial value of the entity.

A.14 Forecast Financial Statements

Under the LGA council-controlled organisations that are not trading organisations are required to include forecast financial statements. NRLLP is a trading organisation, and prospective financial statements are not included due to the commercial sensitivity of the business.

B. Business Plan 2022/23

B.1 Activities, Vision and Goals/Objectives

These are outlined in items 4 and 6 above

B.2 Governance/Management

The Northland Regional Landfill Limited Partnership Agreement, Whangarei Waste Ltd Constitution and the WWL / NRLLP Shareholders/Limited Partners Agreement establish the constitutional rules of the entities.

Whangarei Waste Ltd is the general partner of the NRLLP. The WWL Board of Directors are the governance body of NRLLP.

The NRLLP Advisory Committee is to be consulted by the General Partner from time to time, to review any conflicts of interest and to be updated on the Limited Partnership's affairs.

Quay Contracting Ltd is the operations manager of Puwera Landfill and ReSort acting on their own account and responsible for all day-to-day operations, staffing and supply of plant and vehicles. They also provide administration and accounting services. They are remunerated in accordance with a management agreement.

B.3 Budget 2022/23

The Budget is a component of this Business Plan and will be approved by the General Partner prior to 31 July but is not available with the Business Plan because of commercial sensitivity.

B.4 NRLLP Philosophy

- Operate a best practice business environmentally, financially, socially and culturally.
- Respect the individual requirements of the Partners as far as practical (e.g., Political Influence from Council and competitive market pressure for NWL)

B.5 Governance Review

Directors address governance issues with a Governance Plan and Legislative Compliance Checklist which are revisited biannually and are recorded in minutes. A Governance Health and Safety Checklist is completed annually. Directors receive and discuss comprehensive Health and Safety reports and are briefed on any Resource Consent issues or notifications at each Directors meeting.

Appendix 1: Long Term Objectives for the Limited Partnership

Appendix 2: Statement of Accounting Policies

Appendix 1

Extract from WWL NRLLP Shareholders/Limited Partnership Agreement dated 30 June 2009

Long Term Objectives for the Limited Partnership

The objectives of the Limited Partnership are to:

- (a) Develop and operate the Puwera Landfill so that it is capable of serving the Waste disposal needs of the Shareholders and the Partners to the Limited Partnership and the Northland Region and providing competitive Waste disposal services to third party Waste operators and other local authorities within the Operating Area in an environmentally sound and economically efficient manner and in accordance with all relevant resource consents.
- (b) Operate as a successful business including achieving sufficient earnings to support the continued operations of the Limited Partnership and to achieve an appropriate risk adjusted return on investment.
- (c) Manage the Waste stream so enough Waste is secured to ensure that the Landfill is operated to its commercial advantage taking into account the benefits of maximising the life of the Landfill and financial return to the Shareholders and the Partners to the Limited Partnership.
- (d) Ensure construction and operation of the Landfill is undertaken in such a manner as to maximise the life of the Landfill, both for Stage One of the Landfill as contemplated by the existing resource consents and for any future stages.
- (e) Operate the ReSort:RRP as a transfer station to serve the needs of the Whangarei District in an environmentally sound and economically efficient manner and in so doing ensure that current levels of service, including services such as Hazardous Wastes collection and vegetation separation, are maintained with operations to be undertaken using the best practicable option.
- (f) Promote Waste Minimisation where it is financially viable to do so.
- (g) Be responsive to the market demand for its services in terms of the criteria of quantity, quality and price.
- (h) Develop business plans consistent with WDC's Waste Management and Minimisation Plan and all relevant statutory and regulatory obligations.
- (i) Behave in an environmentally sustainable manner by promoting and maintaining the standards of environmental protection applied by the RMA and to minimise the impact of its activities on the environment.
- (j) Comply with relevant provisions of the LGA applying to a CCTO.

- (k) Promote and maintain standards of health and safety in accordance with all applicable statutes and regulations, and including best practice.
- (l) Act as a good employer and effectively manage staff.
- (m) Commit to consult with and be sensitive to the concerns of the Landfill and ReSort:RRP host communities.
- (n) Act as a good corporate citizen with regard to its business dealings and relations with key stakeholders and tangata whenua and the Northland community.
- (o) Be customer focussed and ensure good customer relationships and service provision.
- (p) Enter into and manage procurement contracts to deliver the Limited Partnership's services.
- (q) Maximise long run economic and environmental benefits to key stakeholders.

Appendix 2: Statement of Accounting Policies

Reporting Entity

Northland Regional Landfill Limited Liability Partnership (the Partnership) is a joint venture between Whangarei District Council and Northland Waste Limited as limited partners and Whangarei Waste Limited as a general partner.

The Partnership is domiciled in New Zealand and is a council-controlled trading organisation as defined under section 6 of the Local Government Act 2002, by virtue of Council's right to appoint 50% of the directors to the Board and the corresponding voting rights controlled by Council.

The primary objective of the Partnership is to provide waste facilities in the Whangarei District.

The entity's owners and others have no power to amend the financial statements after issue.

Basis of preparation

Statement of compliance

The financial statements of the Partnership have been prepared in accordance with the requirements of the Local Government Act 2002, which includes the requirement to comply with generally accepted practice in New Zealand (NZ GAAP). The partnership is a Tier 2 RDR (Reduced Disclosure Regime) reporting entity by virtue of not being publicly accountable and has expenses of less than \$30 million.

The financial statements comply with NZ IFRS (International Financial Reporting Standards) RDR and other applicable Financial Reporting Standards, as appropriate for profit oriented entities.

Measurement base

The financial statements have been prepared on a historical cost basis.

Functional and presentation currency

The financial statements are presented in New Zealand dollars and all values are rounded to the nearest thousand dollars. The functional currency of the Partnership is New Zealand dollars (NZ\$).

Changes in accounting policies

There have been no changes in accounting policies during the year.

Goods and services tax

All items in the financial statements are presented exclusive of goods and service tax (GST), except for receivables and payables, which are presented on a GST-inclusive basis. Where GST is not recoverable as input tax, it is recognised as part of the related asset or expense. The net amount of GST recoverable from, or payable to, the IRD is included as part of receivables or payables in the statement of financial position.

The net GST paid or, or received from the IRD, including the GST relating to investing and financing activities, is classified as a net operating cash flow in the statement of cash flows. Any commitments and contingencies are disclosed exclusive of GST.

Income tax

The Partnership incurs no taxation expense of tax liability. Taxation Surplus or Loss is borne by each partner according to profit share arrangements.

Any withholding tax or imputation credits arising from investment income are taken to the respective partners Current Accounts.

Equity

Equity is measured as capital contributions of the Partners; the Current Accounts of the Partners to the extent that they have not been authorised for distribution in the next financial

year; and Revaluation Reserves.

Segment reporting

The Partnership operates in one business segment, waste disposal, and in one geographical segment, Northland.

Critical accounting estimates and assumptions

In preparing these financial statements, the Partnership has made estimates and assumptions concerning the future.

These estimates and assumptions may differ from the subsequent actual results. Estimates and assumptions are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are:

- Aftercare provisioning
- Cell construction