

MEMORANDUM OF UNDERSTANDING

This Memorandum of Understanding is effective as of May 5th, 2018 ("Effective Date")

BETWEEN:

**THE GOVERNMENT OF ALBERTA, CANADA
DEPARTMENT OF ECONOMIC DEVELOPMENT AND TRADE
("ALBERTA")**

and

**THE STATE OF NEVADA, UNITED STATES OF AMERICA
THE NEVADA GOVERNOR'S OFFICE OF ECONOMIC DEVELOPMENT
("NEVADA")**

(Hereafter known as "the Participants")

The Participants seek to facilitate and implement opportunities for a long term collaborative relationship to advance the export development, investment attraction, solution oriented research, commercialization and global competitiveness of advanced technologies. To that end, the Participants agree to foster and promote state/provincial cooperation in the autonomous unmanned systems sector in each respective jurisdiction.

THEREFORE, this Memorandum of Understanding sets out the intentions and understandings of the Participants as follows:

1. Scope of Collaboration

The Participants, each working with other appropriate departments and agencies in their respective governments, commit to ongoing dialogue and agree to work together to:

- (a) identify suitable industry, academic and government collaboration initiatives, that can mutually advance each jurisdiction's autonomous unmanned systems industry.
- (b) facilitate trade and investment opportunities, technological advancement and commercialization in the autonomous unmanned systems sector for the growth, job creation, economic development and diversification of each jurisdiction.
- (c) share market intelligence, industry information, knowledge, expertise, general best practices and regulatory issues relative to the autonomous unmanned systems sector and other areas of mutual interest.
- (d) explore opportunities in solution oriented joint research, technology development and commercialization projects.
- (e) facilitate scientific cooperation to develop a genuine and mutually beneficial exchange/research relationship, with which to facilitate technology transfer.

- (f) encourage the sharing of science, engineering and technology advancements developed by educational institutions existing within the Nevada System of Higher Education (“NSHE”) and the Alberta Innovation System .
- (g) encourage cooperative research activities in the forms of:
- Joint research projects and joint workshops, and in connection with these cooperation efforts, the exchange of scientific personnel and information on research results; relevant science policies and research promotion; exchange of scientific materials, publications and information; development of joint scientific and/or technological research.
 - Promote research for the safe operation of autonomous ground and air vehicles and other areas of mutual interest such as operating environments, cold weather testing, urban operations etc.
 - Commit to organizing quarterly coordination and planning meetings via conference call and holding an annual planning meeting and industry engagement session at an appropriate mutually agreeable North American industry event.
 - Subject to any restrictions placed by a Participant, publication of research results and broad sharing of experiences with educational initiatives.
 - Technical and funding details regarding cooperative research activities will be discussed and decided by both Participants on a case by case basis.
 - Administrative, programmatic and jurisdictional details regarding the economic development of the unmanned systems sector will be discussed and decided by both Parties on a case by case basis.
 - To the extent practicable, the Participants will seek funding opportunities, jointly develop proposals and apply for potential grant funds from other levels of government.

3. Costs

Each Participant will bear its own costs resulting from its participation in activities undertaken in the furtherance of the objectives of this MOU.

2. Nature of the Memorandum of Understanding

This MOU is not intended to create any legally binding obligations. This MOU does not create any relationship of employment, agency, partnership or joint venture between the Participants.

3. Exchange of Information and Confidentiality

Participants will keep each other informed of progress and results in areas of common interest so as to ensure that the activities of the Participants are coordinated. Participants recognize and acknowledge that by the nature of their respective operations they will be involved with not only each other, but also with third parties directly or indirectly, and that as a result of such involvement, confidential or classified information may be generated or obtained from such third parties. Nothing in this MOU will be construed as requiring the Participants to disclose to one another any confidential or classified information generated or obtained. Participants will each have the right to place any restrictions, limitations and conditions deemed appropriate upon the communications and cooperation contemplated by this MOU.

4. Duration

This MOU will remain in effect for three (3) years from the Effective Date unless otherwise terminated. Either Participant may terminate this MOU by providing thirty (30) days' written notice to the other Participant. This MOU may be extended or amended by mutual agreement of the Participants in writing.

5. Notices

Any communication required under this MOU will be made in writing and sent to the other Participant as set out below:

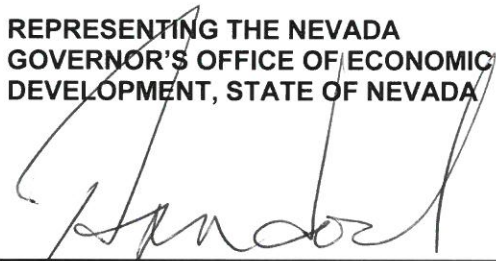
Economic Development and Trade, Government of Alberta
Contact: Orest Warchola, Senior Director, Advanced Industries
Telephone: 780-427-6257 Email: orest.warchola@gov.ab.ca

Nevada Governor's Office of Economic Development, State of Nevada
Contact: Derek Armstrong, Deputy Director
Telephone: 702-486-2709 Email: darmstrong@diversifynevada.com

Dated at Scottsdale, AZ this 5th day of May, 2018.

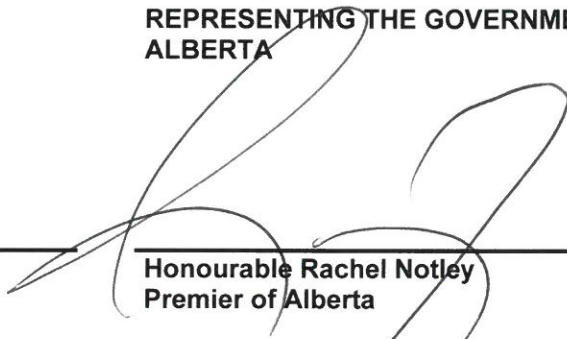
Signed at 2018 National Governor's Association (NGA) North American Summit May 4-6, 2018.

REPRESENTING THE NEVADA
GOVERNOR'S OFFICE OF ECONOMIC
DEVELOPMENT, STATE OF NEVADA



Nevada Governor Brian Sandoval
State of Nevada

REPRESENTING THE GOVERNMENT OF
ALBERTA



Honourable Rachel Notley
Premier of Alberta

