



EB-2010-0386

NOTICE OF APPLICATION AND HEARING

LEAVE TO AMALGAMATE ERIE THAMES POWERLINES CORPORATION, WEST PERTH POWER INC. AND CLINTON POWER CORPORATION

The Application

Erie Thames Powerlines Corporation (“Erie Thames”), a licensed electricity distributor, has filed an application with the Ontario Energy Board, received on December 24, 2010, under section 86(1)(c) of the *Ontario Energy Board Act, 1998*, S.O. 1998, c. 15 (Schedule B) (the “Act”). The application requests leave of the Board to amalgamate with West Perth Power Inc. (“West Perth”) and Clinton Power Corporation (“Clinton Power”). As a result of the proposed transaction, Erie Thames, West Perth and Clinton Power have also simultaneously filed an application, under section 77(5) of the Act, requesting that the electricity distribution licences of West Perth and Clinton Power be canceled and, pursuant to section 74 of the Act, that Erie Thames’ electricity distribution licence be amended to include in its service area the areas currently served by West Perth and Clinton Power.

Erie Thames, West Perth, and Clinton Power are each 100% owned by EARTH Corporation, a holding company that is owned by the following nine municipalities: Town of Ingersoll, Township of East Zorra – Tavistock, Township of Zorra, Municipality of Central Elgin, Township of South-West Oxford, Town of Aylmer, Municipality of Central Huron, Municipality of West Perth, and Township of Norwich.

ERTH Corporation has owned 100% of Erie Thames since its incorporation on July 7, 2009. On October 8, 2009, the Board approved the acquisition of all the shares of West Perth and Clinton Power by ERTH Corporation. Erie Thames, West Perth, and Clinton Power have remained distinct legal entities operating under separate licences with common corporate and financial oversight from ERTH Corporation.

The proposed amalgamation would create a single legal entity operating under the Erie Thames licence. The applicant intends to close the proposed transaction immediately once Board approval is obtained. The applicant submits that the proposed transaction meets the “No Harm Test” established by the Board and will have no adverse effect on the Board’s objectives outlined in section 1 of the Act. Erie Thames has also stated that there will be cost savings and operational efficiencies by amalgamating the three distributors.

Currently, the rates charged for the delivery of electricity to customers by the three distributors are not equal. West Perth and Clinton Power have had their rates approved in 2010. The applicant is due to file a cost of service application in 2011 and states that if the proposed transaction is approved, it will apply for rates for West Perth and Clinton Power as part of the cost of service application. The application also states that as part of the cost of service application, rate harmonization is being considered although full rate harmonization is not expected as part of the cost of service application process.

How to see the Application

Copies of the application are available for inspection at the Board’s office in Toronto, and at Erie Thames, West Perth and Clinton Power’s offices, and may be on the websites of these distributors.

Written Hearing

The Board intends to proceed with this matter by way of a written hearing unless a party satisfies the Board that there is a good reason for not holding a written hearing. If you object to the Board holding a written hearing in this matter, you must provide

written reasons why an oral hearing is necessary. Any submissions objecting to a written hearing must be received by the Board and copied to the applicant within 10 days of the issuance of this notice.

How to Participate

You may participate in this proceeding in one of three ways:

1. Become an Intervenor

Intervenors participate actively in the proceeding (i.e., submit written questions, evidence, and arguments, and cross-examine witnesses at an oral hearing).

A request for intervenor status must be made by letter of intervention and be received by the Board no later than 10 days from publication or service date of this notice. A letter of intervention must include: (a) a description of how you are, or may be, affected by the outcome of this proceeding; (b) if you represent a group, a description of the group and its membership; and (c) whether you intend to seek an award of costs and the grounds for your cost award eligibility.

You must provide a copy of your letter of intervention to the applicant.

Everything an intervenor files with the Board, including the intervenor's name and contact information, will be placed on the public record, which means that all filings will be available for viewing at the Board's offices and will be placed on the Board's website.

If you already have a user ID, please submit your intervention request through the Board's web portal at www.errr.oeb.gov.on.ca. Additionally, two paper copies must be submitted to the address set out below.

If you do not have a user ID, visit the Board's website under e-Filing Services and complete a user ID/password request form. For instructions on how to submit documents and naming conventions please refer to the RESS Document Guidelines found at www.oeb.gov.on.ca/OEB/Industry, e-Filing Services.

The Board also accepts interventions by e-mail, at the address below, and again, two additional paper copies are required. Those who do not have internet access are required to submit their intervention request on a CD in PDF format, along with two paper copies.

2. Send a Letter with your Comments to the Board

If you wish to comment on the proceeding without becoming an intervenor, you may submit a letter of comment to the Board Secretary.

All letters of comment sent to the Board will be placed on the public record, which means that the letters will be available for viewing at the Board's offices and will be placed on the Board's website.

Before placing the letter of comment on the public record, the Board will remove any personal (i.e., not business) contact information from the letter of comment (i.e., the address, fax number, phone number, and e-mail address of the individual).

However, the name of the individual and the content of the letter of comment will become part of the public record.

A complete copy of your letter of comment, including your name, contact information, and the content of the letter, will be provided to the applicant and the Hearing Panel.

Your letter of comment must be received by the Board no later than 30 days from the publication or service date of this notice. The Board accepts letters of comment by either post or e-mail at the addresses below.

3. Become an Observer

Observers do not participate actively in the proceeding but receive documents issued by the Board in the proceeding. There is no fee for observers to receive documents issued by the Board.

A request for observer status must be made in writing and be received by the Board no later than 10 days from publication or service date of this notice. The Board accepts observer request letters by either post or e-mail at the addresses below.

All letters requesting observer status will become part of the public record, which means that the letters will be available for viewing at the Board's offices and will be placed on the Board's website.

Before placing the request for observer status on the public record, the Board will remove any personal (i.e., not business) contact information from the request (i.e., the address, fax number, phone number, and e-mail address of the individual). However, the name of the individual and the content of the request for observer status will become part of the public record.

Observers may also request documents filed by the applicant and other parties to the proceeding but must request these documents directly from the relevant party. Observers may be required to pay for the costs of reproducing and delivering the material.

If you already have a user ID, please submit your intervention request through the Board's web portal at www.errr.oeb.gov.on.ca. Additionally, two paper copies are required. If you do not have a user ID, please visit the Board's website under e-

filings and fill out a user ID password request. For instructions on how to submit and naming conventions please refer to the RESS Document Guidelines found at www.oeb.gov.on.ca, e-Filing Services. The Board also accepts interventions by e-mail, at the address below, and again, two additional paper copies are required. Those who do not have internet access are required to submit their intervention request on a CD or diskette in PDF format, along with two paper copies.

How to Contact Us

In responding to this Notice, please reference Board file number EB-2010-0386 in the subject line of your e-mail or at the top of your letter. It is also important that you provide your name, postal address and telephone number and, if available, an e-mail address and fax number. All communications should be directed to the attention of the Board Secretary at the address below, and be received no later than 4:45 p.m. on the required date.

Need More Information?

Further information on how to participate may be obtained by visiting the Board's website at www.oeb.gov.on.ca or by calling our Consumer Relations Centre at 1-877-632-2727.

IMPORTANT

IF YOU DO NOT FILE A WRITTEN SUBMISSION OBJECTING TO A WRITTEN HEARING OR DO NOT PARTICIPATE IN THE HEARING BY FILING WRITTEN SUBMISSIONS IN ACCORDANCE WITH THIS NOTICE, THE BOARD MAY PROCEED WITHOUT YOUR PARTICIPATION AND YOU WILL NOT BE ENTITLED TO FURTHER NOTICE IN THIS PROCEEDING.

ADDRESSES

The Board:

Post:
Ontario Energy Board
P.O. Box 2319
2300 Yonge Street, 27th Floor
Toronto, ON
M4P 1E4
Attention: Board Secretary

Filings : www.errr.oeb.gov.on.ca
E-mail: Boardsec@oeb.gov.on.ca

Tel: 1-888-632-6273 (toll free)
Fax: 416-440-7656

The Applicants:

Erie Thames Powerlines Corporation

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N5C 2N9

Chris White
President

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Fax: 519-485-5838

West Perth Power Inc. and Clinton Power Corporation

c/o West Perth Power Inc.
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N0K 1N0

Wally Curry
President

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DATED at Toronto, January 12, 2011

ONTARIO ENERGY BOARD

Original signed by

Kirsten Walli
Board Secretary