

25 Adelaide St. E
Suite 1602
Toronto ON, M5C 3A1



APPRO
ASSOCIATION OF
POWER PRODUCERS
OF ONTARIO

July 19 2013

Re: Hearing for Cost Awards re Renewed Regulatory Framework for Electricity

**Board File Nos.: EB-2010-0377, EB-2010-0378, EB-2010-0379, EB-2011-0004
and EB-2011-0043**

Kirsten Walli
Board Secretary
Ontario Energy Board
P.O. Box 2319, 2300 Yonge Street
Toronto, Ontario, Canada M4P 1E4
boardsec@oeb.gov.on.ca

Dear Ms Walli,

Attached please find APPRO's claims for costs in the above-noted matters.

This submission includes costs not previously addressed by the Board in the transition from Phase 1 to Phase 2 of the RRFE. It reflects costs incurred by APPRO as a co-ordinating body for six generator organizations. The six bodies are CanWEA, the Canadian Wind Energy Association, CanSIA, the Canadian Solar Industries Association, OWA, the Ontario Waterpower Association, APAO, the Agri-Energy Producers Association, now known as the Biogas Association, CDEA, the Canadian District Energy Association, and APPRO, the Association of Power Producers of Ontario. Certain costs were not included in our previous cost claim because the July 11, 2012 Notice of Hearing for Cost Awards for the Coordinated Consultation Process for the RRFE imposed a May 31 2012 deadline for costs incurred.

In summary, the initial tranche of this claim relates to the coordination of other generator organizations, wrap up of Phase I and transition into Phase II of the RRFE process, primarily work related to Phase 1 cost filings, after May 31 2012, which were neither submitted nor addressed by the Board in the previous cost hearing.

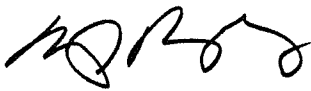
**25 Adelaide St. East, Suite 1602, Toronto, Ontario, M5C 3A1
or: PO Box 1084, Station F., Toronto, Ontario, M4Y 2T7 Canada
416-322-6549 fax 416-481-5785 appro@appro.org www.appro.org**

The second tranche of this cost claim relates to the cost of consulting services provided by Mr. Robert Cary, in the Planning Process Working Group, during the implementation phase of the RRFE. In its letter to APPrO of October 30 2012, the Board invited the participation of Mr. Cary in the Planning Process Working Group and waived the normal process for objections with respect to cost eligibility in this case.

APPrO was pleased to be able to be of assistance in these processes and hopes to continue to work co-operatively with the Board and its working groups on the RRFE implementation.

If there are any questions or concerns, please contact me at the co-ordinates below.

Thank you,

A handwritten signature in black ink, appearing to read 'JB', is positioned above the printed name and title.

Jake Brooks
Executive Director

APPENDIX "B"

FORM 3

AFFIDAVIT IN SUPPORT OF COST CLAIM

EB-2010-0377, EB-2010-0378, EB-2010-0379, EB-2011-0004 and EB-2011-0043 <u>Board File Number</u>	APPRO, Association of Power Producers of Ontario <u>Party Name</u>
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Items Claimed excluding HST:

Legal Consultant Fees	Disbursements	Net Sub-Total
\$ 12,818.00	\$	\$ 12,818.00

Goods and Services Tax

☒ Full Registrant
☐ Unregistered (GST at 5%)
☐ Other GST at %

☐ Qualifying Non-Profit (GST at 2.5%)
☐ Tax Exempt (no GST)

Total Cost Claim

Net Sub-Total	Total HST Claimed	Total Cost Claim
\$ 12,818.00	\$ 1,666.34	\$ 14,484.34

I, (name) Jake Brooks, of the (City, Town, etc.) Richmond Hill in the (County, Regional Municipality, etc.) of York, **MAKE OATH AND SAY:**

- I am a representative of the above noted party (the "party") and as such have knowledge of the matters attested to herein.
- I have examined the above Cost Claim and all of the documentation in support of it.
- The above Cost Claim represents only costs incurred directly and necessarily by the party for the purpose of its intervention in the Ontario Energy Board process (the file number of which is set out above).

SWORN (OR AFFIRMED) BEFORE ME at the (City, Town, etc.) of Toronto, in the (County, Regional Municipality, etc.) of York on (date) July 19 2013

 COMMISSIONER for taking Affidavits	 Signature of Deponent
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Lisa (Elisabeth) DeMarco

Cost Claim Summary for APPRo intervention in Renewed Regulatory Framework for Electricity Implementation Phase
EB-2010-0377, EB-2010-0378, EB-2010-0379, EB-2011-0004, EB-2011-0043

Individual(s) Making Claim	Hourly Rate (\$)	Max. allowable rate	Date of services	Total (Hours)	Sub-Total (\$)	Disbursements (\$)	HST (\$)	Total (\$)
Elisabeth DeMarco	\$ 650.00	\$ 290.00	August 14 2012	44.20	\$ 12,818.00	\$ -	\$ 1,666.34	\$ 14,484.34
Robert Cary	\$ 330.00	\$ 330.00	April 30 2013	55.00	\$ 23,430.00	\$ -	\$ 3,045.90	\$ 26,475.90
Totals ---->				99.20	36,248.00	-	4,712.24	40,960.24

APPENDIX "B"

FORM 1

SUMMARY STATEMENT OF HOURS -CONSULTANTS AND LEGAL COUNSEL

A separate form is required for each consultant or legal counsel

EB-2010-0377, EB-2010-0378, EB-2010-0379, EB-2011-0004, and EB-2011-0043		Board File Number		APPRO, Association of Power Producers of Ontario Party Name	
Elisabeth DeMarco		1997		Norton Rose Fulbright Law Firm	
Legal Counsel Name		Year of Call			
		16 +			
Consultant Name		Years of Relevant Experience (curriculum vitae must be attached)		Consultant Firm	
	Hours	Hourly Rate	Sub-total	HST	Total
Preparation of cost claims	44.2	\$290.00	\$ 12,818.00	\$1,666.34	\$ 14,484.34
Attendance -Technical Conference					
Attendance -Settlement Conference					
Attendance -Oral Hearing					
Argument					
Case Management					
TOTALS	44.2	\$290.00	\$ 12,818.00	\$1,666.34	\$ 14,484.34

Note: All claims must be in Canadian dollars. If applicable, state exchange rate _____, and country of initial currency _____

Lisa DeMarco

Partner, Norton Rose Fulbright Canada LLP, Toronto (Royal Bank Plaza), Canada

+1 416.203.4431; elisabeth.demarco@nortonrosefulbright.com

Solicitor, England and Wales 2012 | Ontario 1997

Lisa DeMarco is recognized as a Canadian expert, and has over 15 years of experience in the law relating to emissions trading, the Kyoto Protocol and the evolving area of environmental finance. She represents several leading energy clients in a wide variety of natural gas and electricity matters before regulatory agencies and the Ontario Energy Board.

She also assists leading Canadian and international mining and energy companies on domestic and overseas power project development, renewable power projects, alternative fuel projects, corporate social responsibility, environmental disclosure and business strategy.

Ms. DeMarco is one of the leading carbon transaction lawyers in the international market, having worked for investment banks and energy companies on deals and projects in India, Brazil, Sri Lanka, Thailand, Argentina, Chile, Ireland, Africa, Mexico, China and Russia. She plays an ongoing and active role in the development of energy and GHG emissions policy and law throughout Canada and in various countries around the world.

She was appointed to the Premier's Climate Change Advisory Panel, which provides advice on climate change strategies and policies, as well as scientific and economic research to the premier of Ontario.

Employment history

- 2002 to present, Partner, Norton Rose Fulbright Canada LLP (formerly Macleod Dixon LLP)
- 1998 to 2002, Lawyer, Donahue Ernst & Young
- 1995 to 1998, Lawyer (Crown Counsel), Ontario Ministry of the Attorney General (Ministries of Environment and Energy)

Law school and education

- LL.B., Osgoode Hall Law School, 1995
- MSEL, Vermont Law School, 1995
- M.Sc., Environmental Toxicology, University of Toronto, 1992
- B.Sc.(Hons.), Human and Environmental Biology, Western University, 1990

Selected client work

Ms. DeMarco has acted in the following matters in recent years:

- The COP15 negotiations of the parties to the UNFCCC and its Kyoto Protocol in Copenhagen, Denmark, where she was one of only 25 business/NGO representatives (among the 25,000 in attendance) who were permitted into the plenary session for the final negotiations
- Natural gas rate proceedings before the Ontario Energy Board, representing energy wholesalers and marketers and electricity generators
- Emissions transactions and the Kyoto Protocol, representing large power producers
- Gas and renewable power project development and proposals pursuant to government RFPs
- Carbon finance and Kyoto emissions transactions, representing an international lender
- Precedent-setting emission offset-backed loan/conditional grant financing
- The international trade implications of Canadian implementation of the Kyoto Protocol, advising a multinational energy company

- Emission trading policy formation, legislative drafting, contractual and international emissions trading on behalf of governments and international government bodies
- Cross-border contractual considerations in an international emissions trading regime
- Ongoing representation of the Clean Energy Markets Group (CEMG) and the Efficient and Effective Emission Markets Consortium of Canada (E3mC2) on an array of emission trading issues

Publications

- The era of the Canadian Environmental Assessment Act, 2012 has begun, September 2012
- Federal Government Releases Coal Phase Out Regulations , September 2011
- Ontario announces changes to renewable energy contracts, August 2011
- Carbon capture and storage statutes amendment act, November 2010
- New CSA environmental disclosure guidance, November 2010
- Alberta carbon capture and storage legal and regulatory update, August 2009
- "Canadian Challenges in Implementing the Kyoto Protocol: A Cause for Harmonization," *Alberta Law Review*, Petroleum Law Edition, Vol. 42, No. 1, July 2004
- "Final Federal Regulatory Framework For Industrial Greenhouse Gas Emissions" (co-author), firm legal bulletin, March 2008

Speaking engagements

- "Can Renewables Provide Affordable Electricity?" (panellist), *11th Annual Ontario Power Summit*, Toronto, May 2012.
- "Assessing and Managing Social and Environmental Risk in Project Finance," *A Road Map for Corporate Social Responsibility in the Extractive Sector*, Norton Rose Canada corporate social responsibility seminar, Toronto, April 2012.
- "CDM - From Concept to Operation - Setting Benchmark Levels in Standardized Baseline" (panellist), IETA Side Event, COP17/CMP7, *Durban Climate Change Conference*, Durban, South Africa, November-December 2011.
- "Update on renewables procurement from the OPA: Are we looking at FIT 2.0 or something else?" (moderator), APPRO 2011, Toronto, November 15-16, 2011.
- "ISO 26000 2011 Guidance on Social Responsibility: Setting a New Global Standard?" *Risk Mitigation and Corporate Social Responsibility in Africa and Emerging Markets*, 6th Risk Mitigation and CSR Seminar, Canada-Southern Africa Chamber of Business, Toronto, November 8, 2011.
- "Beyond Carbon: Innovative Ways to Finance REDD+" (presenter) and "REDD - Innovative ways to finance REDD+ initiatives at sub national and community levels" (panellist), *Africa Carbon Forum*, Marrakech, Morocco, July 4-6, 2011.
- "Session D5/Climate International (co-presenter), *EUEC 2011: 14th Annual Energy & Environment Conference*, Phoenix, Arizona, January-February 2011.

Media highlights

- Featured in "Canada's Coal Plant Regulations to Cut CO₂ Emissions 5.3 Million Tonnes," Reuters News, September 2011
- Big bucks in carbon trade?, July 9, 2010
- Copenhagen Accord provides no long-term climate change certainty , January 11, 2010
- Big value put on carbon market, December 24, 2009
- Ontario promotes green credentials to lure investors, December 11, 2009
- Company tries to cash in on carbon currency, June 13, 2009
- Quoted in "Tory majority in Canada may not kill climate debate: observers," *Carbon Market North America*, May 2011.

Rankings and recognitions

- *The International Who's Who of Environment Lawyers*, 2012
- *Canadian Legal Lexpert Directory*, 2012 - recommended in Energy (Oil & Gas)
- *Chambers Global: The World's Leading Lawyers for Business*, 2008-2012: Global-wide - Climate Change - "a top climate change practitioner worldwide" and "an expert in carbon transactions"; Canada - Environment - "a leading environmental lawyer in Canada"
- *Lexpert*, Top 40 Under 40
- *Who's Who*, *Lexpert* and *LawDay* - leading climate change lawyer

Membership and activities

- Law Society of Upper Canada
- Editorial board, *Carbon and Climate Law Review*
- Adjunct Professor, climate change law, Osgoode Hall Law School, 2011.

INVOICE

Invoice Number: 20022332
Date: September 28, 2012
Client: Association of Power Producers of Ontario
Re: Participation in the OEB RRF Initiative General Matters
Matter No.: 283324



Barristers & Solicitors / Patent & Trade-mark Agents

Norton Rose Canada LLP
Royal Bank Plaza, South Tower, Suite 3800
200 Bay Street, P.O. Box 84
Toronto, Ontario M5J 2Z4 CANADA

F: +1 416.216.3930
nortonrose.com

On January 1, 2012, Macleod Dixon joined
Norton Rose OR to create Norton Rose Canada.

APPrO
Suite 1602
25 Adelaide Street East
Toronto ON M5C 3A1
Canada

RECEIVED OCT 9 2012

GST : R111340006
QST : 1007441611

For professional services rendered and disbursements incurred for the period ending August 31, 2012.

FEES		\$19,500.00
DISBURSEMENTS & CHARGES (Taxable)		0.00
DISBURSEMENTS & CHARGES (Non Taxable)		0.00
	NET	\$19,500.00
HST/GST		\$2,535.00
TOTAL FOR THIS INVOICE		\$22,035.00

Banking information for wire transfer
TD Canada Trust, 340-5th Ave SW
Calgary, Alberta, Canada
Swift#: TDOMCATTTOR, Transit#: 80609-004
Account#: 0805-5278547
Include invoice number on transfer order

APPrO
Suite 1602
25 Adelaide Street East
Toronto ON M5C 3A1
Canada

Page# 1

Our File # 283324
Invoice# 20022332
Date: September 28, 2012

RE: Participation in the OEB RRF Initiative General Matters

For Services Rendered To August 31, 2012

Date	Description	Timekeeper	Hours
07/06/12	Call with J. Brooks and follow up.	DeMarco, L.M.	2.00
07/09/12	Billing communications with J. Brooks	DeMarco, L.M.	0.30
07/11/12	Receive and Review letter to OEB [Non-billable 1.9]	DeMarco, L.M.	0.00
07/12/12	Communications regarding OEB cost hearing (emails x23) [Non-billable 6.6 hrs.]	DeMarco, L.M.	0.00
07/13/12	Communications with J. Brooks/ create eligibility calculations based on July 11, 2012 OEB letter [Non-billable 4.8 hrs]	DeMarco, L.M.	0.00
07/15/12	Communications with J. Brooks regarding cost claims [Non-billable 0.5]	DeMarco, L.M.	0.00
07/16/12	Review communications from J. Brooks; send out revised chart with who is eligible for what costs [Non-billable 2.9 hrs.]	DeMarco, L.M.	0.00
07/17/12	Call with group; call with P. Norris; follow up email to groups; review materials from J. Brooks; instructions to M. Zambri	DeMarco, L.M.	2.70
07/18/12	Drafting cost claims; communications with J. Brooks; P. Norris, ME Richardson, W. Johnston, T. Levy; email confirmation from APPrO, OWA, CDEA, CanWEA; call with P. Norris [Non-billable 2.6 hrs.]	DeMarco, L.M.	2.90
07/19/12	Communications from generators and J. Brooks regarding cost claims	DeMarco, L.M.	3.30
07/20/12	Drafting cost claims; instructions from Jake and generator group	DeMarco, L.M.	1.20
07/22/12	Cost claim/other generation group issues [Non-billable 4.2 hrs.]	DeMarco, L.M.	8.20
07/23/12	APPrO and other generator cost claims - organize and drafting [Non-billable 4.2 hrs.]	DeMarco, L.M.	8.20
07/24/12	Drafting; communications with generator groups regarding cost claim filings	DeMarco, L.M.	8.70
07/25/12	Drafting cost claims/communications generator groups	DeMarco, L.M.	5.60
08/07/12	Review response on RRFE and communications with client group	DeMarco, L.M.	0.70
08/14/12	Consider necessity of reply submission on RRFE	DeMarco, L.M.	0.40

TOTAL FEES FOR PROFESSIONAL SERVICES

\$19,500.00

APPrO
Suite 1602
25 Adelaide Street East
Toronto ON M5C 3A1
Canada

Page# 2

Our File # 283324
Invoice# 20022332
Date: September 28, 2012

Date	Description	Timekeeper	Hours
	13% HST/GST		2,535.00
	TOTAL FEES FOR PROFESSIONAL SERVICES (Including HST/GST)		\$22,035.00

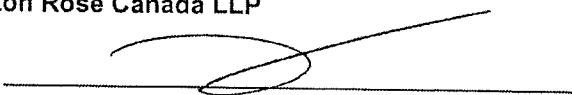
TOTAL CURRENT BILLING ON THIS INVOICE

\$22,035.00

PLEASE REMIT TOTAL BALANCE DUE ON THIS INVOICE

\$22,035.00

Norton Rose Canada LLP

Per: 

E&OE

1. Please refer to the above invoice number when remitting payment on this file. Invoices are due when rendered and are payable in Canadian funds unless otherwise indicated.
2. Interest at 1.30% per annum will be charged on all invoices not paid within one month of the date of the invoice.

APPrO
Suite 1602
25 Adelaide Street East
Toronto ON M5C 3A1
Canada

Our File # 283324
Invoice# 20022332
Date: September 28, 2012

PROFESSIONAL SERVICES DISCOUNT SUMMARY

**Fees have been discounted using the schedule below*

	Worked Hours	Standard Fee Total	Average Standard Fee Rate	Billed Hours	Discounted Fee Total	Average Discounted Fee Rate	Discount Total
DeMarco, L.M.	44.20	28,730.00	650.00	44.20	19,500.00	441.18	9,230.00
	44.20	28,730.00		44.20	19,500.00		9,230.00

Ontario Energy Board
COST CLAIM FOR CONSULTATIONS



Affidavit and Summary of Fees and Disbursements

This form should be used by a party (defined in the Practice Direction on Cost Awards as including a participant in a consultation process) in a consultation before the Board to identify the fees and disbursements that form the party's cost claim. Paper and electronic copies of this form and itemized receipts must be filed with the Board and served on one or more other parties as directed by the Board in the applicable Board Notice of Hearing for Cost Awards. Please ensure all required fields are filled in and the Affidavit portion is signed and sworn or affirmed.

Instructions

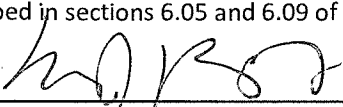
- Required data input is indicated by yellow-shaded fields. Formulas are present in the document to assist with the calculation of the cost claim.
- All claims must be in Canadian dollars. If applicable, state exchange rate and country of initial currency.
Rate: _____ Country: _____
- A separate "Statement of Disbursements Being Claimed" is required for each consultant or lawyer/articling student/paralegal. However only one "Statement of Fees Being Claimed" and one "Summary of Fees and Disbursements Being Claimed" covering the whole of the party's cost claim should be provided.
- The cost claim must be supported by a completed Affidavit signed by a representative of the party.
- A CV for each consultant must be attached unless, for a given consultant, a CV has been provided to the Board in another process within the last 24 months.
- Except as provided in section 7.03 of the Practice Direction on Cost Awards, itemized receipts must be provided.

File # EB- <u>2011-0043</u>	Process: <u>Renewed Regulatory Framework for Electricity -</u>
Party: <u>APPrO, the Association of Power Producers</u>	Affiant's Name: <u>Jake Brooks</u>
HST Number: <u>1259 8802 RT0001</u>	HST Rate Ontario: <u>13.00%</u>
Full Registrant ☒	Qualifying Non-Profit ☐
Unregistered ☐	Tax Exempt ☐
Other ☐	

Affidavit

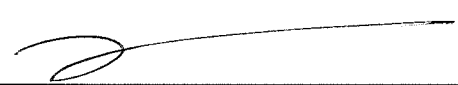
I, Jake Brooks, of the City/Town of Richmond Hill
in the Province/State of Ontario, swear or affirm that:

1. I am a representative of the above-noted party (the "Party") and as such have knowledge of the matters attested to herein.
2. I have examined all of the documentation in support of this cost claim, including the attached "Summary of Fees and Disbursements Being Claimed", "Statement of Fees Being Claimed" and "Statement(s) of Disbursements Being Claimed".
3. The attached "Summary of Fees and Disbursements Being Claimed", "Statement of Fees Being Claimed" and "Statement(s) of Disbursements Being Claimed" include only costs incurred and time spent directly for the purposes of the Party's participation in the Ontario Energy Board process referred to above.
4. This cost claim does not include any costs for work done, or time spent, by a person that is an employee or officer of the Party as described in sections 6.05 and 6.09 of the Board's Practice Direction on Cost Awards.



Signature of Affiant

Sworn or affirmed before me at the City/Town of TORONTO,
in the Province/State of ONTARIO, on JULY 19, 2013
(date)



Commissioner for taking Affidavits
Lisa (Elisabeth) DeMarco

Ontario Energy Board
COST CLAIM FOR CONSULTATIONS
Affidavit and Summary of Fees and Disbursements



File # EB- 2011-0043 Process: Renewed Regulatory Framework for Electricity - Ir

Party: APPrO, the Association of Power Producers

Summary of Fees and Disbursements Being Claimed

Legal/consultant fees	\$23,430.00
Disbursements	\$0.00
HST	\$3,045.90
Total Cost Claim	\$26,475.90

Detail of Fees and Disbursements Being Claimed

Statement of Fees Being Claimed

Statement of Fees being claimed for Eligible Activity is found on the second tab of this workbook.

Statement(s) of Disbursements Being Claimed

Statement of Disbursements being claimed is found on the third tab of this workbook.

Ontario Energy Board

COST CLAIM FOR CONSULTATIONS

Affidavit and Summary of Fees and Disbursements



Individual Whose Costs are Being Claimed

Name: Robert Cary

Counsel/Articling Student/Paralegal: ☐

Consultant: ☐

CV attached: ☒

Completed Years
Practicing/Years of relevant
experience

25+

CV not required: ☐

Name: _____

Counsel/Articling Student/Paralegal: ☐

Consultant: ☐

CV attached: ☐

Completed Years
Practicing/Years of relevant
experience

CV not required: ☐

Name: _____

Counsel/Articling Student/Paralegal: ☐

Consultant: ☐

CV attached: ☐

Completed Years
Practicing/Years of relevant
experience

CV not required: ☐

Name: _____

Counsel/Articling Student/Paralegal: ☐

Consultant: ☐

CV attached: ☐

Completed Years
Practicing/Years of relevant
experience

CV not required: ☐

Name: _____

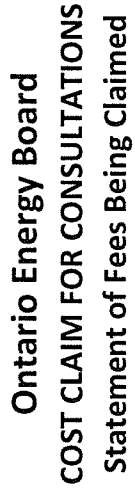
Counsel/Articling Student/Paralegal: ☐

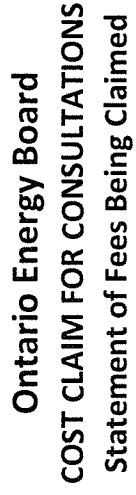
Consultant: ☐

CV attached: ☐

Completed Years
Practicing/Years of relevant
experience

CV not required: ☐





2 of 5



Ontario Energy Board
COST CLAIM FOR CONSULTATIONS
Statement of Fees Being Claimed

EB-2011-0043

		Conference call to discuss comments on the planning process working group's report to the Board (up to 2 hours)	Meeting to discuss comments on the planning process working group's report to the Board (up to 10 hours)	Conference call to discuss comments on the planning process working group's report to the Board (up to 2 hours)	Conference call to discuss comments on the planning process working group's report to the Board (up to 2 hours)	Conference call to discuss comments on the planning process working group's report to the Board (up to 2 hours)	Conference call to discuss comments on the planning process working group's report to the Board (up to 2 hours)	Comments on Planning Process Working Group's Draft Report to the Board (up to 5 hours)	Preparation for, attendance at and reporting on stakeholder meeting (up to 10 hours)
process working group meetings (working sessions per meeting)	5-Dec-12	10.00	10.00	10.00	10.00	2.00	2.00	2.00	10-Jan-13
	12-Dec-12	10.00	10.00	10.00	10.00	2.00	2.00	5.00	
10.00		10.00	10.00	10.00	10.00	2.00	2.00	5.00	0.00

done in advance

[illegible]



5 of 5

Robert Cary

MA (physics & engineering); MBA; P Eng; C Dir.

Robert Cary & Associates Inc

4 College St, St Catharines, Ont, L2R 2W7

phone (905) 687-8744, fax (905) 687-9852

e-mail rcary@niagara.com

PROFILE

Robert Cary & Associates Inc is a consulting business specializing in electricity markets and related commercial issues.

Expertise covers three core areas:

- ◆ High value consulting in commercial and regulatory aspects of the Ontario electricity sector. This is principally from the perspective of generators or in connection with generation contracts, and includes the analysis to support project development and financing, market interaction, contract negotiation, regulatory interfaces, and expert witness assignments for litigation and arbitration.
- ◆ Consulting in market evolution and development in Ontario and the Maritime Provinces, including market rules development and evolution, system coordination or integration, renewable energy integration, renewable energy trading frameworks, Feed-In Tariff arrangements, clean energy standard offer programs, and greenhouse gas issues.
- ◆ Chair of Horizon Utilities, which is the municipally owned electricity distributor for the Cities of Hamilton and St Catharines, serving 225,000 customers.

Rob graduated from the University of Cambridge in England, is a Professional Engineer, and an MBA. With a background in engineering and management of international projects, he has undertaken project management, business and corporate development functions, largely in the energy sector. He has been associated with the Ontario electricity sector since 1990, first for AGRA Monenco, then for Westcoast Power, and since 2000 as an independent consultant.

QUALIFICATIONS

MA (physics & engineering) University of Cambridge, England, 1970

MBA, Cranfield School of Management, England, 1978

P Eng (Ontario)

Chartered Director

RESUME

Robert Cary & Associates Inc, (2000 to date)

Consulting services in the electricity industry, comprising market design, regulatory and commercial assignments as described under "Consulting Assignments" attached. Client base has included significant generating companies, trading companies, system operators and government agencies. Geographical scope has covered Ontario, New Brunswick and Nova Scotia, and to a lesser extent North Eastern US, Michigan, Alberta and Western Australia. See attached consulting assignments list.

Generator representative on the Ontario IESO's Technical Panel, for five years from its creation until reaching term limit (1999 to 2004).

Director of the Association of Power Producers of Ontario, director and vice-chair of Catharines Hydro Inc, director of Horizon Utilities Corporation, as described under "Directorships and Community Activities".

Westcoast Power, Manager of Facilities Development, (1998 to 99).

Responsible for business development in the areas of operations and energy related facilities management, including the identification, evaluation and development of opportunities. Evaluated and developed opportunities for existing NUG generation plants in the restructured Ontario electricity market, including contract buyout proposal and re-negotiation plans.

Participated in development of a strategy for Ontario generation investment, in parallel with an increasingly integrated approach to the energy market.

Actively participated in, and contributed to, the restructuring of the Ontario electricity market through membership in the Market Design Committee's sub-panel on IESO design and subsequently in the IESO Technical Panel.

AGRA Monenco (now AMEC), Director of Power Business Development, (1994 to 98)

Responsible for development of EPC & engineering business in the power sector. Scope covered the identification and development of relationships and specific opportunities in the areas of engineering and management-consulting services and EPC construction. Geographical scope covered at various times Ontario, India and parts of the Pacific region.

AGRA Monenco, (now AMEC) Project Services Manager, (1990 to 94)

Responsible for project management services in Ontario. Successfully completed projects included the \$850 million rehabilitation of Ontario Hydro's Lakeview Thermal Station; the 40 MW Potter Cogen Project; planning review for the robotic ASRM project (being undertaken by an associate company); and extensive proposal & tendering activity for Canadian and overseas projects.

Darchem Limited, Corporate Development Manager, & Director of subsidiary companies, (1984 to 89)

Responsible for corporate planning and development functions in the UK head office of the \$200 million Darchem group. Darchem's engineering related businesses served customers in the nuclear, aero, power, offshore, industrial and commercial markets. Development functions included corporate strategic planning, QA and IT systems coordination, business assessment, acquisition & integration, and business development support.

AGRA Monenco, (now AMEC) Contracts Engineer (1980 to 83)

On site management of M&E contracts on the 560 MW Jebba Hydroelectric Development, and Head Office management of all contracts and project services on the 1320 MW Lagos Thermal Station, both of which were successfully completed.

Dillingham Canada, Contracts Administrator (1978 to 1980)

Responsible for the establishment of construction management systems for the Mazandaran Forest Products Complex in Iran. The company's participation in the project ceased, as a result of the Iranian revolution. I then worked in the Vancouver head office on a number of related tendering and contract administration tasks.

Technolog Inc, Tehran, Construction Advisor (1975 to 1977)

Responsible, as advisor to the owner's engineer, for supervision of Canadian and Iranian contractors' activities with respect to civil construction, contract management, cost control & schedule issues for the integrated Gilan Forest Products Complex.

Sir Alexander Gibb & Partners, Graduate Engineer (1970 to 1975)

Graduate Engineer undertaking head office hydraulic and design studies, followed by a field assignment in Ethiopia for hydrological studies, and supervision of preparatory and tunneling contracts for the Lar Dam and Diversion Scheme in Iran.

British Nuclear Fuels Limited, Applied Science Student (1967 to 1970)

Employed by BNFL while at university, working during vacations at Capenhurst, Calder Hall, and Winscale nuclear facilities.

Robert Cary & Associates Inc

Consulting Assignments

Commercial and Regulatory Assignments

Generation owners and developers

Ontario Market, Generation Developments, regulatory & consulting services (2000 – ongoing)

Provision of consulting services & regulatory support to a US based generation company (since transitioned to Japanese ownership) undertaking significant expansion of its Ontario investment base and market presence. Services include:

- Regulatory support in the Ontario electricity market, its development and resolution of key issues. Participation in strategy development for Ontario.
- Liaison and advice for market transition of the largest independent facility. Contract re-negotiation, including development of an industry standard transition of pre-market contracts into the market environment.
- Advocacy and advice in electricity market developments, gas transmission tariff developments, and emissions trading rules.
- Dispatch modeling and related services in connection with proposals for Clean Energy Supply projects in response to the Ministry of Energy's RFP for 2500 MW of supply and DR/DSM projects.
- Support in the subsequent negotiation of a sole source agreement and the due diligence process leading to accelerated financing of the 840 MW Combined Cycle project (the first such Ontario financing), and in project operations planning.
- Dispatch modeling and related services in connection with proposals for cogeneration, combined cycle and gas-fired peaker projects in response to RFPs issued by the Ontario Power Authority (OPA)
- Support from time to time in connection with issues arising in operations, contract, and market interfaces.

Non-Utility Generator PPA negotiation advice (2002 – 2007)

Intermittent consulting services to a mid-sized non-utility generator on market interface and PPA negotiation issues.

Non-utility Generator PPA negotiation assistance and ongoing regulatory support (2004 - ongoing)

Advice to the owner of a large non-utility generation project with respect to PPA amendment negotiations and related matters. Ongoing services in connection with commercial and regulatory issues including work towards a sustaining contract following on from present PPA expiry.

Project financing (2006 – 2007)

Services to the lender's engineer to review and validate dispatch modeling being used in support of pro-forma's for financing of a large combined cycle project in Ontario.

Cogeneration project financing, operational modeling (2007)

Operational modeling of an 80 MW cogeneration project for inputs to economic models used in support of project financing. Analysis included base cases and a number of scenarios. Scope included interfacing with lender's engineer.

Cogeneration project development advice (2007)

Advice to the industrial host and primary developer of a gas fired cogeneration project of up to 200 MW.

Cogeneration project, performance review (2007 - 2010)

Performance review of a 100 MW cogeneration project operating under a "Clean Energy Supply" contract with the Ontario Power Authority, and report to the audit committee and the board.

Project review and contract strategy development (2008)

Review of performance of existing projects within a 200 MW portfolio, and the development of strategy for negotiating contract amendments / extensions.

Project financing (2009 – 2010)

Part of lender's engineer team for review and reporting on a gas fired peaker development under contract with the Ontario Power Authority, with particular responsibility for the PPA and market interface aspects of the project.

Wind project dispatchability issues (2010 – ongoing)

Support to a group of existing wind generators under contract with the OPA to address risks imposed by the IESO's seeking economic dispatchability of projects not originally constructed in that expectation. Services relate to expected market rules changes and the need for matching contract changes.

Other generation projects, pre 2007

- ◆ 2001 – 2006: Support in contract negotiations for the market transition, management briefing on market transition issues, expert support during mediated dispute resolution under gas supply contract, and support in sale of facility.
- ◆ 2000 – 2001: Ontario Market Preparation & Study of Exports. Work was extended to include reports on the opportunities for sales into, and through, the Michigan market and NY and PJM markets.
- ◆ 2000 – 2002: Assistance in several aspects of its planning for the competitive market, including: energy marketing considerations for a proposed major project; metering &

connection issues for existing and new projects; development of bilateral contracts for the Ontario market; market entry preparation for existing projects; and re-negotiation issues relating to legacy Power Purchase Agreements (PPAs).

- ◆ 2003 - 2004: Cogeneration Project business case review & project development. Continuing support in the development of the project to a commitment-ready stage by late 2004.

Ontario Power Authority

Non-Utility Generator review (Ontario Power Authority, 2007)

Report to the Ontario Power Authority (OPA) on the range and status of existing contracts on possible contractual arrangements appropriate for different classes of facilities following expiry of their present contracts.

Generic Peaker Contract development and consultation (OPA, 2007)

Assistance in the development of a generic form of peaker contract based on previous Clean Energy Supply contract models, including drafting of discussion documents and plain language contract terms and participation in the subsequent legal drafting and presentations. Work included modeling of certain settlement options and development of issues papers on gas management and IESO market interface issues.

Feed In Tariff (“FIT”) development (OPA, 2008 & 2009)

Support to the Ontario Power Authority (OPA) in the development of policy, integration of agency requirements and planning of actions to support and facilitate expanded and accelerated development of renewable energy in Ontario and in the development of the Feed In Tariff and associated arrangements.

Assistance in the development of FIT rules and contracts, and in the interfaces with the IESO and with transmission planning.

Clean Energy Standard Offer Program development (OPA, 2010 & 2011)

Support through counsel to the Ontario Power Authority (OPA) in the development of the CESOP program rules and contracts for combined heat and power projects and energy recovery projects.

Contract development and negotiation assignments:

- ◆ **Lower Mattagami Hydroelectric** supply agreement negotiations (OPA, 2009 – 2010): Support to the OPA in the negotiation of a long term HESA with Ontario Power Generation for the supply of electricity from the 450 MW expansion of the Lower Mattagami system.

- ◆ **Early Movers** successor contract negotiations (2008 – 2010): Part of the Newport Energy Holdings Team supporting the OPA in contract negotiations with early mover owners of gas fired combined cycle generators.
- ◆ **Hydroelectric Contract Initiative** contract development and negotiations (2008 – 2010): part of the Newport Energy Holdings Team supporting the OPA in these contract developments and negotiations.
- ◆ **Atikokan biomass conversion** contract negotiations (OPA, 2011 – 2012): Support through counsel to the OPA in the negotiation of a long term energy supply agreement with Ontario Power Generation for the conversion of Atikokan to biomass fuel, and the supply of electricity from the converted station.
- ◆ **Lennox** long term energy supply agreement negotiations (OPA, 2011 – 2012): Support through counsel to the OPA in the negotiation of a long term capacity agreement with Ontario Power Generation for the oil/gas fuelled Lennox Generating Station. This new agreement is planned to replace a series of short term reliability agreements for the station.
- ◆ **Thunder Bay** gas conversion contract negotiations (OPA, 2011 – 2012): Support through counsel to the OPA in the negotiation (until the project was suspended) of a long term capacity agreement with Ontario Power Generation for the conversion of Thunder Bay to natural gas fuel, and the supply of electricity from the converted station.
- ◆ **Greenhouse gas** impacts on OPA contracts (2009 – ongoing): Assistance to the OPA in understanding how potential GHG regulation may affect gas fired facilities under contract with the OPA, and in the development of the OPA's policies for treatment of GHG regulation impacts within such contracts.

Policy Development and Market Design Assignments

Ontario

Ontario Wholesale Electricity Market Design (1999 - ongoing)

Member of the IESO (then IMO) Technical Panel, as stakeholder representative for generators. The Technical Panel was established in accordance with IESO bylaws in April 1999. It is charged with development of the final market rules for the opening of the competitive market, and will continue responsibility for rules development thereafter. This has involved significant contributions in the broad scope of rules development, with particular personal contributions in a number of focus areas. Re-appointed in 2001, and served until reaching term limit in March 2004.

Direct participation in IESO working groups on behalf of generator clients to develop the market evolution program with respect to resource adequacy, system optimization, outage management, reliability and market pricing issues, Day-Ahead Market design, etc.

Direct participation in OEB processes to define and later review the transmission system code and to resolve a range of regulatory issues concerning retail & distribution. Participated in IESO tariff hearings and indirectly in transmission tariff hearings. Developed a position paper on the Government's OEB Mandate Review, and presented to government. Drafted response to the government's consultation paper on transmission and distribution.

Services to a Municipal Government in connection with disputed regional supply planning (2005)

Consulting services to assist a municipality in its participation in the Ontario Power Authority working group addressing problem of supply to the York Region, following strong opposition to the originally proposed transmission line construction. The result was the adoption of a more economical local generation solution instead of transmission through Markham.

Atlantic Provinces / Maritime region

Atlantic Region coordination (2006)

Reports to the Council of Atlantic Premiers energy committee on the opportunities for greater regional integration and on the lessons to be learned from review of electricity sector governance systems elsewhere.

New Brunswick Electricity Market Design (Sept 2001 – 2006)

Initially participated as a consultant to an independent generator member of the New Brunswick Market Design Committee (MDC). Participating from Sept 2001 to March 2002 in the MDC and in subcommittees on transmission and market power, and the working group on the System Operator.

Subsequently engaged by the Government of New Brunswick (via Navigant Consulting) to draft New Brunswick market rules in accordance with the design framework established by the MDC. Work started in July 2002, was extended to cover stakeholder consultation processes in Jan & Feb 2003. Rules work continues under the jurisdiction of the System

operator with minor changes arising from systems development, and with contract structuring issues.

Engaged in 2003 to assist the New Brunswick System Operator in its development of the Market Procedures for rules implementation. Scope expanded to include training of Market Advisory Committee members, System Operator staff, and Market Participants.

Assignment in 2006 to review the opportunities for demand-management participation in the electricity market.

Nova Scotia Electricity Market Design (May 2003 - 2007)

Independent review of the recommendations of the Nova Scotia Electricity Marketplace Governance Committee with respect to achievement of Energy Policy objectives, and to practicality.

Advice to NSPI on tariff design issues and market documentation.

Drafting of market rules for the Nova Scotia electricity market for the Nova Scotia Department of Energy under the oversight of a steering committee including stakeholder representation.

Drafting of Market Procedures for NSPI.

Nova Scotia Renewable Energy trading system design (2006 – 2007)

Preparation of discussion papers to outline options for implementation of renewable electricity trading systems. Leadership of discussion forum, collation of stakeholder responses, and finalization of policy options as a basis for possible legislation and regulation. Assistance in determining terms of reference for a wind power integration study.

Other

- ◆ Alberta Electricity System Market Documentation review (2004): Review of existing market documentation, identification of gaps, and recommendations to the AESO on restructuring of the complete documentation.
- ◆ Alberta Market PPA Management System (2000): “Subject matter expert” for a large consulting services group in the development of a proposal for information systems to support the implementation by 1st Jan 2001 of the mandated PPAs covering the owner’s thermal plants in Alberta.
- ◆ Western Australia Electricity Market (2002): Specialist sub-consulting services in relation to operational aspects of the market design under consideration by the Electricity Reform Task Force of the Government of Western Australia.

Litigation & dispute resolution assignments

- ◆ Expert witness services in support of a small independent generator preparing for litigation of a dispute with the buyer of its energy output concerning the determination of contract price following restructuring of the Ontario electricity market. (2004)
- ◆ Expert witness services in support of an independent generator in Ontario in arbitration of a dispute with its gas supplier concerning the continuance of the gas price determination following restructuring of the Ontario electricity market. (2004)
- ◆ Expert witness services in support of an independent generator in Ontario in mediation of a dispute with its gas supplier concerning the continuance of the gas contract and its price determination following restructuring of the Ontario electricity market. (2005)
- ◆ Expert witness services to an independent generator in preparation for its defence against litigation from gas suppliers on gas price determination and contract validity, and assistance in negotiation of a settlement. (2006 & 2007)
- ◆ Expert witness services to an independent generator in arbitration of a dispute with its gas supplier concerning the detail of gas price determination following restructuring of the Ontario electricity market. (2011)
- ◆ Expert Witness services to a generator in preparation for arbitration over contract cancellation.

Directorships

Director - St Catharines Hydro Inc & subsidiaries (2000 - ongoing)

Director and Vice Chair of St Catharines Hydro Inc, and director of St Catharines Hydro Generation Inc which operates one hydraulic generating station, and which has small waste gas generation projects in construction and operation.

Chair of St Catharines Hydro Utility Services Inc from its corporatization in July 2000 to its amalgamation with Hamilton Hydro Inc in 2005 to form Horizon Utilities Corporation. The company undertook the distribution of electricity to some 50,000 customers in the City of St Catharines, with a population base of 130,000. Acted as co-chair of the joint Board Steering Committee overseeing due diligence and negotiations of the merger between St Catharines Hydro Utility Services Inc and Hamilton Hydro Inc, leading to the creation of Horizon Utilities Corporation in March 2005.

Chair – Horizon Utilities Corporation (as director since 2005 – ongoing)

Appointed as director following the creation of Horizon Utilities Corporation from the amalgamation of St Catharines Hydro Utility Services Inc and Hamilton Hydro Inc. From 2006 to 2012, chair of Horizon Utilities Corporation HR & Governance committee. Since Feb 2012, Chair of Horizon Utilities, Horizon Holdings Inc and Horizon Energy Solutions Inc.

Director – APPrO, Association of Power Producers of Ontario (1999 – ongoing)

APPrO is a non-profit association of corporate and individual members, including all the significant electricity generators in Ontario. It works to further its members' interests and to promote competitive and environmentally friendly generation. The directors are elected by the members.

Trustee – Niagara Health Service (2010 – 2011)

Appointed in 2010 to the Board of Trustees of the Niagara Health System.

**Ontario Energy
Board**
P.O. Box 2319
27th Floor
2300 Yonge Street
Toronto ON M4P 1E4
Telephone: 416- 481-1967
Facsimile: 416- 440-7656
Toll free: 1-888-632-6273

**Commission de l'énergie
de l'Ontario**
C.P. 2319
27e étage
2300, rue Yonge
Toronto ON M4P 1E4
Téléphone: 416- 481-1967
Télécopieur: 416- 440-7656
Numéro sans frais: 1-888-632-6273



VIA E-MAIL

October 30, 2012

To: Jake Brooks
Executive Director
Association of Power Producers of Ontario
25 Adelaide St. E
Suite 1602
Toronto ON, M5C 3A1

Dear Mr. Brooks,

**Re: Renewed Regulatory Framework
Invitation to Participate on Working Group
Board File Nos.: EB-2010-0377, EB-2010-0378, EB-2010-0379, EB-2011-0043
and EB-2011-0004**

On October 18, 2012, the Board issued its "Report of the Board: A Renewed Regulatory Framework for Electricity Distributors: A Performance Based Approach." A copy of the Report is available on the Board's website at www.ontarioenergyboard.ca.

In the cover letter for its Report (the "October 18th Letter"), the Board announced that work will now commence on implementation of the Renewed Regulatory Framework. Specifically, it was noted that three new stakeholder working groups would be established to provide Board staff with expert assistance, and to review and advise staff on proposals regarding the implementation matters identified in Chapters 3 and 4 of the Board's Report, and that the Smart Grid working group would be reconvened. The October 18th Letter also stated that stakeholder members of the new working groups would be selected by the Board.

The purpose of this letter is to invite your organization to participate on the Regional Infrastructure Planning Process working group. Specifically, Board staff has recommended Mr. Rob Cary, who has represented your organization in the Board's consultations to date.

The Board hopes that your organization accepts this invitation and asks that you confirm your participation on the Regional Infrastructure Planning Process working group in writing as soon as practicable. In the circumstances, the Board considers it expedient to waive the requirement for your organization to submit a new request for cost award eligibility. The Board has determined that your organization is eligible for an

award of costs, and further that it is also appropriate in the circumstances to waive the process for objections that would otherwise normally apply. Your cost eligibility status extends to your participation on the Regional Infrastructure Planning Process working group. It also extends to your participation in other eligible activities identified in the Board's October 18th Letter in which your organization may wish to participate, to the extent that such participation is directly related to the subject-matter of the Regional Infrastructure Planning Process working group activities, to the maximum number of hours set out in the October 18th Letter or, where applicable, as later determined by the Board.

As noted in the Board's October 18th Letter, it is expected that the working group meetings will be scheduled over the November 2012 through February 2013 period.

The Board looks forward to your on-going participation in this important initiative. The next step in this consultation process is the Webcast scheduled for the morning of October 31, 2012. Following the webcast, further details regarding working group activities and timelines will be provided.

Yours truly,

Original signed by

John Pickernell
Assistant Board Secretary

cc Rob Cary

Robert Cary

*Robert Cary & Associates Inc
4 College St,
St Catharines,
Ont, L2R 2W7
phone (905) 687-8744
fax (905) 687-9852*

To: **APPrO, the Association of Power Producers of Ontario**
25 Adelaide St E
Suite 1602
Toronto,
Ontario,
M5C 3A1

30th November, 2012

Attn: **Jake Brooks**

**Subject: OEB file EB-2011-0043.
Regional Infrastructure Planning Process WG.**

Invoice for services in November 2012, APP 1101

Services,

27.25 hours @ \$ 340.00 = \$ 9,265.00

Expenses (none) \$ 0.00

Total \$ 9,265.00

HST @ 13% (acct 86966 3377 RT0001) \$ 1,204.45

Total payable to Robert Cary & Associates Inc \$ 10,469.45

Robert Cary

Robert Cary

*Robert Cary & Associates Inc
4 College St,
St Catharines,
Ont, L2R 2W7
phone (905) 687-8744
fax (905) 687-9852*

To: **APPo, the Association of Power Producers of Ontario**
25 Adelaide St E
Suite 1602
Toronto,
Ontario,
M5C 3A1

31st December, 2012

Attn: **Jake Brooks**

**Subject: OEB file EB-2011-0043.
Regional Infrastructure Planning Process WG.**

Invoice for services in December 2012, APP 1102

Services,

18.75 hours @ \$ 340.00 = \$ 6,375.00

Expenses (none) \$ 0.00

Total \$ 6,375.00

HST @ 13% (acct 86966 3377 RT0001) \$ 828.75

Total payable to Robert Cary & Associates Inc \$ 7,203.75

Robert Cary

Robert Cary

*Robert Cary & Associates Inc
4 College St,
St Catharines,
Ont, L2R 2W7
phone (905) 687-8744
fax (905) 687-9852*

To: **APPo, the Association of Power Producers of Ontario**
25 Adelaide St E
Suite 1602
Toronto,
Ontario,
M5C 3A1

31st January, 2013

Attn: **Jake Brooks**

**Subject: OEB file EB-2011-0043.
Regional Infrastructure Planning Process WG.**

Invoice for services in January 2013, APP 1103

Services,

17.50 hours @ \$ 340.00 = \$ 5,950.00

Expenses (none) \$ 0.00

Total \$ 5,950.00

HST @ 13% (acct 86966 3377 RT0001) \$ 773.50

Total payable to Robert Cary & Associates Inc \$ 6,723.50

Robert Cary

Robert Cary

*Robert Cary & Associates Inc
4 College St,
St Catharines,
Ont, L2R 2W7
phone (905) 687-8744
fax (905) 687-9852*

To: **APPrO, the Association of Power Producers of Ontario**
25 Adelaide St E
Suite 1602
Toronto,
Ontario,
M5C 3A1

31st March, 2013

Attn: **Jake Brooks**

**Subject: OEB file EB-2011-0043.
Regional Infrastructure Planning Process WG.**

Invoice for services in March 2013, APP 1104

Services,

2.75 hours @ \$ 340.00 = \$ 935.00

Expenses (none) \$ 0.00

Total \$ 935.00

HST @ 13% (acct 86966 3377 RT0001) \$ 121.55

Total payable to Robert Cary & Associates Inc \$ 1,056.55

Robert Cary

Robert Cary

*Robert Cary & Associates Inc
4 College St,
St Catharines,
Ont, L2R 2W7
phone (905) 687-8744
fax (905) 687-9852*

To: **APPo, the Association of Power Producers of Ontario**
25 Adelaide St E
Suite 1602
Toronto,
Ontario,
M5C 3A1

30th April, 2013

Attn: **Jake Brooks**

**Subject: OEB file EB-2011-0043.
Regional Infrastructure Planning Process WG.**

Invoice for services in April 2013, APP 1105

Services,

8.75 hours @ \$ 340.00 = \$ 2,975.00

Expenses (none) \$ 0.00

Total \$ 2,975.00

HST @ 13% (acct 86966 3377 RT0001) \$ 386.75

Total payable to Robert Cary & Associates Inc \$ 3,361.75

Robert Cary