



EB-2014-0377

IN THE MATTER OF the *Ontario Energy Board Act, 1998*, S.O. 1998, c. 15, (Schedule B) (the "Act");

AND IN THE MATTER OF an application by Cambridge and North Dumfries Hydro Inc. under section 86(2)(a) of the Act for leave to purchase all of the issued and outstanding shares of Brant County Power Inc.;

AND IN THE MATTER OF an application by Cambridge and North Dumfries Hydro Inc. under section 74 of the Act seeking an order to amend its electricity distribution licence;

AND IN THE MATTER OF a request by Brant County Power Inc. under section 77(5) of the Act seeking the cancellation of its electricity distribution licence.

AND IN THE MATTER OF a Notice of Motion by Cambridge and North Dumfries Hydro Inc. to vary the Board's Decision and Order on EB-2014-0217/EB-2014-0223.

BEFORE: Cathy Spoel
Presiding Member

DECISION AND ORDER
Varying Decision and Order issued on October 30, 2014

February 26, 2015

BACKGROUND

Cambridge and North Dumfries Hydro Inc. (“Cambridge”) and Brant County Power Inc. (“Brant”), both licensed electricity distributors, jointly filed applications with the Ontario Energy Board (the “Board”) on June 16, 2014, seeking the following:

- Cambridge seeks leave of the Board to purchase all of the issued and outstanding shares of Brant pursuant to section 86(2)(a) of the Act (Board file number: EB-2014-0217); and
- If the Board grants the section 86 application, Cambridge seeks to amend its electricity distribution licence pursuant to section 74 of the Act to include Brant’s service area, and Brant requests that its electricity distribution licence be cancelled pursuant to section 77(5) of the Act (Board file number: EB-2014-0223).

On October 30, 2014, the Board issued its Decision and Order on these applications, granting Cambridge leave to acquire all of the issued and outstanding shares of Brant. The Board’s order required Cambridge to notify the Board of the completion of the transaction following which the Board stated that it will amend the electricity distribution licence of Cambridge to include Brant’s service area and simultaneously cancel Brant’s electricity distribution licence.

MOTION TO VARY

On December 17, 2014, Cambridge filed a Notice of Motion pursuant to the Rules 7, 40, and 41 of the Board’s *Rules of Practice and Procedure* to vary the Board’s Decision and Order to: (i) approve the amalgamation of Cambridge and Brant; and (ii) stay paragraphs 4 and 5 of the Board’s order amending Cambridge’s electricity distribution licence and cancelling Brant’s electricity distribution licence until Cambridge has provided notice to the Board that the amalgamation has been completed.

Cambridge set out the following grounds for its motion:

- a) The share acquisition transaction closed on November 28, 2014 and the amalgamation of Cambridge and Brant will be completed by the end of 2015 which is within the 18 months stipulated by the Board in its Decision and Order. In the interim, Brant (as a wholly owned subsidiary of Cambridge) will continue to own its own distribution system and will need to maintain its electricity

distribution licence in order to comply with the licensing provisions of section 57 of the Act.

- b) The requested variation is consistent with and does not alter the purpose and intent of the Board's Decision and Order but provides necessary additional authority for Cambridge and Brant to complete their consolidation.
- c) Brant consents to and supports this motion and the sole intervenor, Brantford Power Inc. does not oppose this motion.

Cambridge has consented to this matter being decided without a hearing pursuant to section 21(4)(b) of the Act.

Board Findings

The Board has decided to vary its Decision and Order on EB-2014-0217/EB-2014-0223. The Board agrees that the requested variation is consistent with and does not alter the purpose and intent of the Board's Decision and Order approving the consolidation of Cambridge and Brant. It provides Cambridge and Brant with the required additional authority to complete their consolidation and enables Brant, in the interim, to maintain its licence to continue to own and operate its distribution system in accordance with the Act. The Board has determined that no person will be adversely affected in a material way and has decided to dispose of this matter without a hearing.

THE BOARD ORDERS THAT:

The Board's Order on EB-2014-0217/EB-2014-0223 is varied as follows:

1. Cambridge and North Dumfries Hydro Inc. is hereby granted leave to acquire all of the issued and outstanding shares of Brant County Power Inc. pursuant to section 86(2)(a) of the Act.
2. Cambridge and North Dumfries Hydro Inc. and Brant County Power Inc. are granted leave to amalgamate pursuant to section 86(1)(c) of the Act.
3. The leave granted in paragraphs 1 and 2 shall expire 18 months from the date of the Board's Decision and Order on EB-2014-0217/EB-2014-0223. If the transactions in paragraphs 1 and 2 have not been completed by that date, a new application will be required in order for the transactions to proceed.

4. Cambridge and North Dumfries Hydro Inc. shall promptly notify the Board of the completion of the transactions.
5. Once the notice referred to in paragraph 4 above has been provided to the Board, the Board will amend the electricity distribution licence of Cambridge and North Dumfries Hydro Inc. (ED-2002-0574) to include the service area formerly served by Brant County Power Inc. and to include Brant County Power Inc.'s CDM targets.
6. When the Board makes this licence amendment, it will cancel the electricity distribution licence of Brant County Power Inc. (ED-2002-0522).
7. Once the notice referred to in paragraph number 4 above has been provided to the Board, the net metering threshold for the consolidated entity will be 3,574.67 kW.

DATED at Toronto, February 26, 2015
ONTARIO ENERGY BOARD

Original signed by

Kirsten Walli
Board Secretary