

John G. Basilio, B. Comm; CPA, CA

John G. Basilio CPA, CA is the Senior Vice-President and Chief Financial Officer for the Horizon Holdings Group of Companies, which comprise: Horizon Utilities Corporation, a local electricity distribution network serving over 240,000 customers in the communities of Hamilton and St. Catharines; and energy services businesses that include solar generation and various other services. His present responsibilities principally include: supporting the strategic advancement of Horizon; corporate governance; enterprise financial and operational risk management; treasury including managing rating agency and banking relationships; taxation; regulatory affairs; and information systems and technology.

Since joining Horizon Utilities in 2000, John has led and supported strategic planning initiatives; mergers, acquisitions, and divestitures; corporate reorganizations; structured new business opportunities; successfully managed several Cost of Service rate and other applications to the Ontario Energy Board; restructured the information systems organization including leading the implementation of an enterprise resource planning system; and built a high-performing supportive team.

John's prior work experience includes seven years with large public participants in the asset-backed financial services sector leading and supporting business development, public and private structured and tax-oriented financing transactions, and other business investment and combination opportunities with significant leadership responsibilities in treasury and risk management, corporate finance, financial reporting, risk management, and corporate tax strategy, planning, and compliance. John received his designation as a Chartered Accountant in 1992 while working with Ernst & Young; has completed all CICA In-Depth Tax Courses (Parts I, II, and III) and the Advanced Course in the Taxation of Corporate Reorganizations; and has a Bachelor of Commerce and Finance degree from the University of Toronto (1990).

AREAS OF STRENGTH

- Strategic Planning and Advancement
- Mergers and Acquisitions
- Structured Finance Arrangements/ Treasury
- Leadership/ High Performing Teams
- Risk and Change Management
- Corporate Governance
- Business Development
- Complex Issues Analysis and Resolution
- Stakeholder Relations/ Regulatory Affairs
- Contract/ Agreement Structuring and Negotiations

EDUCATIONAL AND PROFESSIONAL CREDENTIALS

Bachelor of Commerce and Finance (1990), *St. Michael's College – University of Toronto, Toronto-ON*

Chartered Accountant (1992), *Canadian and Ontario Institutes of Chartered Accountants*

In-Depth Tax Course Completion Sessions I, II, III (1999) and Advance Course in Corporate Reorganizations (2007),
Canadian and Ontario Institutes of Chartered Accountants

CAREER HIGHLIGHTS

SENIOR VICE PRESIDENT AND CHIEF FINANCIAL OFFICER

2005 to Present

This position provides strategic support to the Chief Executive Officer in charting the future direction of Horizon Holdings and is functionally responsible to the Chief Executive Officer for supporting Board of Directors and Shareholder governance; corporate finance and treasury; risk management and internal control; financial reporting; taxation; regulatory affairs and compliance; and information technology. Along with the CEO and other senior executive officers, this position participates on the Executive Management Team.

*Horizon Holdings Inc.
Horizon Utilities Corporation
Horizon Energy Solutions Inc
Horizon Solar Corp.
Solar Sunbelt General Partnership
(Collectively "Horizon Holdings")
Hamilton-ON*

- Electricity distribution, conservation and demand management, and related energy services business serving over 240,000 customers in the communities of Hamilton and St. Catharines
- Solar generation, meter services, water billing

This position continued my responsibilities with Hamilton Utilities Corporation following the merger of its wholly-owned electricity distribution company, Hamilton Hydro Inc., with St. Catharines Hydro Utility Services Inc. in 2005.

Continuing projects and significant accomplishments include:

Continued...

CAREER HIGHLIGHTS, continued..

- Ongoing development of the largest local distribution merger transaction in Ontario (\$3.5B assets) with personal contributions of: options analysis and recommendation to acquire (vs. merge with) a provincially-owned utility; drafting financial plan component of business case and related analysis; financing plan; structured arrangement to access private capital and corresponding government advocacy efforts; drafting of key sections of application to Ontario Energy Board; and leading development of rating agency materials. I have also had significant leadership involvement in the development of complex structural elements of the merger including the share structure, matters of taxation and indemnity, closing adjustment mechanisms, and accommodating shareholder loans and the solar business of one merging party (2014-Present);
- Led first 5-year cost of service application to the OEB with successful outcome of 5 years of rates in support of capital and operating programs. This outcome was a first in Ontario (2013/2014 - \$600MM revenues). I have also led several past successful Cost of Service Applications to the OEB including the first (and only) to be advanced by one year based on OEB threshold tests;
- Supporting the CEO in the development and execution of strategic plans including: bid strategies and structures for distributor acquisition opportunities (various 2006-2013); the launch of a rooftop solar generation business (2010) and associated structure to accommodate private investment;
- Led conversion to International Financial Reporting Standards;
- Concluded a financial restructuring of Horizon to provide it with strategic financial flexibility independent of its parent company (2010);
- Development and execution of IT Strategy for the procurement and implementation of Enterprise Resource Planning (ERP) software which effectively represented a full replacement of existing IT business applications architecture excluding Customer Information Systems. The objective of the ERP project was to transform asset, work, supply chain, human resources, and financial management practices into industry best practices (2007/2008);
- Implementation of Activity Based Budgeting as a key component of continuous improvement. Such implementation is one aspect of an ongoing transition to Activity Based Management to refine business process, align management and employee accountability to process, and reduce costs and improve resource utilization;
- Recommended and led corporate reorganization of Horizon into a Holding Company with wholly-owned investments in a regulated electricity distribution company and unregulated utility affiliate in order to position Horizon to take advantage of higher value unregulated business opportunities in Ontario's energy industry;
- Along with the Executive Team, participated in the development of a new corporate brand and identity for Horizon Holdings.

Interim President**2005 to 2007**

The Interim President position was assumed following the retirement of the former President and Chief Executive Officer in February 2005. The responsibilities and accomplishments of the Interim President and Chief Financial Officer were transitional in nature and included:

- Worked with a Task Force of the Board of Directors to resolve a strategic plan for HUC following the merger of its former electricity distribution subsidiary with another shareholder interest. Such plan includes pursuing other significant multi-utility infrastructure investments, such as the commercialization of municipal Water/ Wastewater infrastructure and Energy from Waste as part of its multi-utility vision;
- Led recommendation for and completion of the divestiture of HUC's investment in FibreWired, its wholly-owned telecommunications subsidiary (2007) (\$30MM);
- Led recommendation for and divestiture of the "powerWISE" brand to the Ontario Ministry of Energy (2007);
- Restructuring of its Hamilton Community Energy district energy facility to improve its operational and financial performance which was initially impaired following a poor execution by previous management;
- All traditional functional aspects of the office of Chief Financial Officer;
- Regular reporting to the Board of Directors, Audit Committee, and the shareholder.

Hamilton Utilities Corporation, Hamilton-ON

HUC is a holding company with approximately \$430MM of investments in utilities and annual customer billings in excess of \$350MM. Regulated utility investments include Horizon Utilities Corporation, the third largest electricity distribution company in Ontario serving the municipality of Hamilton with operating assets of \$400MM. Unregulated investments include Hamilton Community Energy, a district heating project providing cost effective and environmentally friendly electricity heat energy to commercial buildings

CAREER HIGHLIGHTS, continued..**Senior Vice-President and Chief Financial Officer (2000 to 2005)**

(Prior to merger creating Horizon Utilities with similar responsibilities other than the addition of Customer Services)

Accomplishments included:

- Along with the CEO, led the financial and legal structure, due diligence, business planning, negotiation, and closure of the merger transaction (2004/ 2005) resulting in the creation of Horizon. Led integration activities corresponding to CFO accountabilities;
- Supporting the development of entrepreneurial utility opportunities that comprised the former FibreWired and HCE;
- Led inaugural refinancing of HUC which included a \$105MM private placement of long-term debt securities and the establishment of \$94MM in bank lines of credit for working capital and other liquidity requirements (2002). This first post-market opening refinancing in the industry followed a very successful corporate credit rating initiative, based on a well-defined corporate finance strategy including dividend policy, which resulted in HUC achieving an A+ rating from Standard & Poor's – the highest rating at the time in its sector in North America.
- Developed business and financing plan (including financing relationships) to assume the \$3B water/ wastewater operations and investment from the City of Hamilton. This initiative (approximately three years in development) included provincial advocacy for enabling regulations. Ultimately, there was insufficient municipal support to execute on these plans;
- Effecting the financial transformation of the former not-for-profit, "power at any cost" LDC into a commercially-oriented operation with due regard for managing risk in Ontario's "new" electricity industry.

1996 to 2000

During my tenure with JDC/ JDL, I held various senior positions in business development, treasury, controllership, and taxation with responsibilities and accomplishments as follows:

- Structuring business development opportunities at JDC such as alliances, new financial products and product lines, portfolio sales and acquisitions etc. (\$100s of MMs);
- Execution and administration of Canadian treasury activities including: the Canadian securitization program; \$1B commercial paper program and underlying credit facilities; fixed debt issuances (MTNs, Euro-MTNs, etc.), derivatives (\$1B interest rate swaps and \$0.35B foreign currency agreements), structured finance transactions, and administration of managed off-balance sheet trusts;
- All aspects of legal entity financial reporting and preparation of information memoranda supporting debt issuances in a complex multi-entity environment operating across Canada;
- Supporting the risk management and pricing functions related to asset backed loans;
- Tax planning and compliance activities for JDL, JDCI, and managed "special purpose" trusts, which includes significant consideration for cross-border issues and the taxation of financial institutions in Canada;
- Participation in Deere & Company World-Wide Tax Strategy and Treasury Teams.

John Deere Limited ("JDL"), Grimsby-ON**John Deere Credit Canada ("JDC"), Burlington-ON**

- JDL is the Canadian manufacturing and marketing subsidiary of Deere & Company, a U.S. multi-national, publicly traded company (DE: NYSE) with head offices in Moline, Illinois, and manufacturer of agricultural, construction, commercial and consumer equipment;
- JDC is a subsidiary of JDL and the Canadian (quasi) captive finance company of Deere & Co. in Canada. JDCI provides financing for retail purchases and leases of new and used agricultural, construction, commercial and consumer equipment and owned and managed financial contracts with an aggregate book value in excess of \$2 billion at the end of 1999;
- JDL and JDC are public issuers of debt securities.

1993 to 1996**Primary responsibilities included:**

- Analyzing non-routine transactions and identifying and resolving complex financial reporting issues generally involving financial instruments, off-balance sheet structures (including securitization, syndication, and leveraged leases) inter corporate investments, corporate structures, and related party transactions;
- The preparation of monthly, annual, statutory, and periodic internal and external reporting to management, bond rating agencies, and other third parties and shareholders for Commcorp, managed trusts and affiliates;
- Coordination and preparation of the annual and three year strategic budget, the preparation of quarterly forecasts, and devising accounting policy within the parameters of satisfying corporate objectives. The financial reporting environment was complex and included divisional, multi-currency, and consolidation accounting, trust accounting, and reporting financial instruments.

Commcorp Financial Services Inc, Burlington-ON

- Financial services company providing asset-backed leases and loans with approximately \$1.5billion in assets under management;
- Diversified portfolio including technology, aircraft, software, medical/ dental, railcar, and other assets;
- Subsequently acquired by Newcourt Credit Group/ CIT Financial.

CAREER HIGHLIGHTS, continued..

1990-1993

Responsibilities included planning and supervising fieldwork and providing general business advice on audit and non-audit engagements for clients of varying size within the financial, manufacturing, service, educational, environmental, and non-profit sectors. Specific tasks included identifying and resolving accounting, auditing and taxation issues, executing engagements with due regard for efficiency and supervising and training audit staff.

Ernst & Young LLP

- Global leader in assurance, tax, transaction and advisory services



PROFILE

- Results oriented senior executive leader
- Leader of high performance teams in Finance, Billing, Collections, IT, Regulatory Affairs and Procurement
- Skilled at developing and implementing corporate strategy
- Deep understanding of electricity distribution legislation, regulations and rate-setting
- Demonstrated success with Business Unit operational restructuring resulting in the conversion of consistent operating losses into consistent operating profits

PROFESSIONAL EXPERIENCE

ENERSOURCE CORPORATION (December 2001 – Present)

Enersource Corporation is an industry leading regulated electricity distribution utility serving the businesses and residents of the City of Mississauga and non-regulated high voltage power and street light service business with annual consolidated revenues in excess of \$1.0 billion.

Key Achievements:

- Member of Senior Executive Leadership Team that negotiated the merger of three GTA electricity distribution utilities and the purchase of a fourth utility
- Conducted strategic and operational review of Non-regulated Operations with consistent operating losses of approximately \$1.0 million and restructured the operations, resulting in consistent operating profits in excess of \$1.0 million
- Refinanced existing \$290 million long-term debt into \$320 million long-term debt facility with annual interest savings in excess of \$2.1 million and over \$2.0 in setup cost savings as compared to original debt
- Lead high performance Finance Team that reduced annual bad debt expense by \$2.0 million and improved billing accuracy to 99.8%
- Parachuted into major billing computer system implementation project as Executive Sponsor to realign project with budget resulting in system implementation within 1% of the Board of Directors approved budget through negotiation of credits from Oracle and receipt of SREDs tax credit

Executive Vice President & Chief Financial Officer (2008 – Present)

Key Responsibilities and Accountabilities:

- Leadership of all Financial matters of the Corporation, including OSC reporting (until 2011)
- Strategic Plan development, implementation and tactical completion
- Development and implementation of Corporate risk mitigation strategies
- Ongoing leadership and development of approximately 120 Finance, Billing, Information Systems, Procurement and Regulatory Affairs Staff
- General Senior Executive Leadership of Enersource Corporation
- Communications with key Stakeholders to discuss expectations and resolve issues
- Negotiation of merger and acquisition opportunities with supporting analysis of financial and legal benefits and risks

Controller (2004 – 2008)

Key Responsibilities and Accountabilities:

- Lead the preparation and analysis of all consolidated and individual company financial statements
- Ensured that all planning and preparation for the year-end financial statement audit and quarterly financial reviews were complete and resolved all outstanding issues with External Auditors
- Ensured that all external financial reporting to the OSC was provided within required timelines
- Ensured that the Annual Corporate Budget was planned and executed within the established schedule
- Provided financial assistance and guidance to other departments
- Ensured all financial and operational controls were in place and working effectively
- Provided strategic guidance to rate setting issues and financial analyses to support rate applications
- Participated in regulatory hearings, as required
- Provided recommendations for the development of Finance Staff

Manager, Financial Services (2001 – 2004)

- Assisted in the preparation and analysis of consolidated and individual company financial statements
- Monitored capital expenditures against budget
- Prepared and presented financial analysis to internal Stakeholders
- Provided advice and guidance on financial matters to Non-regulated Operating companies
- Provided financial input on rate setting issues

OTHER POSITIONS

Accounting Manager (1998 – 2001)

Scotts Canada Inc., Mississauga, Ontario

Financial Consultant (1995 – 1998)

Financial Task Force Inc., Toronto, Ontario

EDUCATION

CPA, CGA Designation (1997)

Chartered Professional Accountants Ontario, Toronto, Ontario

Bachelor of Arts Degree, Economics Major (1989)

Wilfrid Laurier University, Waterloo, Ontario

PROFESSIONAL DEVELOPMENT

Executive Leadership Coaching (2011 - 2015)

Optimum Talent, Mississauga, Ontario

IT for the Non-IT Executive (2008)

Sloan School of Management,

Massachusetts Institute of Technology, Cambridge, MA

Queen's Leadership Program (2004)

Queen's University, Kingston, Ontario

JOHN GLICKSMAN



PROFESSIONAL HISTORY

POWERSTREAM INC./HYDRO VAUGHAN
DISTRIBUTION INC.

2003 - PRESENT

EXECUTIVE VICE-PRESIDENT & CHIEF FINANCIAL OFFICER *Reporting to the President and CEO*

PowerStream, a community-owned energy company with over \$1.1B in assets, providing power and related services to more than 360,000 customers in communities located immediately north of Toronto and in Central Ontario. PowerStream is jointly owned by the municipalities of Barrie, Markham and Vaughan.

As the Chief Financial Officer, I am responsible for financial leadership and support for PowerStream Inc. Responsible for leading and directing the Finance and Accounting unit, the Regulatory and Government Relations unit, the Customer Service unit, and act as the Chief Financial Spokesperson for the organization. I report directly to the President/Chief Executive Officer, and assist the Chief Operating Officer and other Executive Vice Presidents on all strategic and financial matters as they relate to financial management, budgeting and cost benefit analysis, forecasting needs, establishment of new businesses and the securing of new debt & equity funding.

- Responsible for the company's finance function and strategic financial planning, treasury, regulatory & government affairs activities, including: financial and strategic assessments of M&A activities and arranging the necessary debt & equity financing including the company's initial 200M\$ private placement debt issue; all of the financial aspects of the company's rate filings and provide evidence at the Ontario Energy Board, interfacing with government & regulatory bodies.
- Led the analysis and assessment of the financial aspects of negotiating and implementing the amalgamation of Hydro Vaughan, Markham Hydro and Richmond Hill Hydro, the purchase of Aurora Hydro, the merger with Barrie Hydro and, more recently in 2012 the purchase of 50% of Collus PowerStream and more recently the financial aspects of the MergeCo transaction. Part of the executive team negotiating all commercial aspects of these transactions.
- Over a three-year period, was the Executive jointly responsible, together with EVP Corporate Services, for the selection and successful implementation of a state of the art Customer Information System.
- Work closely with shareholder representatives to coordinate regular quarterly status updates and to inform, educate and negotiate with them as necessary the financial aspects of transactions PowerStream has pursued.
- Work closely with the Board of Directors. Responsible to establish the governance framework for the Board and the Audit & Finance Committee of the Company. As an Ex-Officio member of the Audit and Finance Committee, support the Chair of the Committee in creating and implementing an effective ongoing calendar and, at the same time, help to define the role of the Committee and the opportunities for contribution of its membership.

JOHN GLICKSMAN

HYDRO ONE

1976 - 2003

VICE-PRESIDENT – FINANCE, HYDRO ONE NETWORK MANAGEMENT (JAN 2000 – MARCH 2003)

Reported to both the CEO Hydro One Networks Inc. and the CFO Hydro One Inc.

Hydro One is the largest electricity transmission and distribution company in Ontario. Major roles included:

- Led the Finance function through major restructuring activities in Hydro One and provided the CEO of Hydro One Networks Inc. and his/her direct reports with strategies and financial advice on all significant matters.
- Played a major role in the activities associated with the negotiation and integration of a \$1B Inergi outsourcing agreement for Hydro One leading to substantial cost savings for the organization.
- Was Acting CFO of Hydro One Inc. for an eight month period (Jan – Aug 2002) while an IPO for Hydro One Inc. was in the process of being implemented.

DIRECTOR, FINANCIAL PLANNING & REPORTING AND ACTING DIRECTOR – RISK MANAGEMENT, FINANCIAL ACCOUNTING & CONTROL (MAR. 1998 – JANUARY 2000)

Reported to the CFO Hydro One Inc. and

- Provided the Chief Financial Officer and the Executive management team with the necessary strategic, accounting, and analytical support for various activities and negotiations underlying the Corporate Financial Restructuring of Hydro One, the establishment of a Debt prospectus for the company and many aspects of the initial \$1B initial public debt offering.
- Supported the Corporate CFO in Financial Restructuring of Hydro One Inc., including negotiations with the government, establishing the company's 4.85B\$ debt level and the overall capital structure
- Directed development of the company's initial business plan, which crystallized its' strategic positioning in industry restructuring and regulatory environment and provided initial budgets to all divisions

EXECUTIVE DIRECTOR – FIN. & ADMIN., CORPORATE BUSINESS DEVELOPMENT (MAR. 1997 – MAR. 1998)

Reported to the Executive Vice-President, Chief Financial Officer & Chief Transition Officer, Ontario Hydro

**ACTING DIRECTOR CORPORATE FINANCIAL PLANNING & REPORTING (AUG. 1996 – MAR. 1997)
MANAGER – CORPORATE INTEGRATION & REPORTING, MANAGER FINANCIAL FORECASTS (MAY 1993 – AUG. 1996)**

Reported to the Vice-President Corporate Finance, Ontario Hydro, from the period January 1994 onwards.

JOHN GLICKSMAN

VARIOUS ROLES AT ONTARIO HYDRO INCLUDING: MANAGER - BUSINESS SERVICES, THERMAL ENGINEERING & CONSTRUCTION SERVICES (ENCON) - (MAY 1989 - MAY 1993), VARIOUS COMPTROLLERSHIP ROLES, DESIGN AND CONSTRUCTION, VARIOUS POSITIONS IN FINANCIAL PLANNING, (MAY 1977- MAY 1993), GRADUATE TRAINEE (MAY 1976-MAY 1977)

EDUCATION

MBA, University of Toronto. Awarded a University of Toronto Open Fellowship

BSc in Applied Math, McGill University. Graduated as a **J.W. McConnell Scholar** and with Great Distinction.

Attended various internal and external courses, most recently including:

Governance Essentials for Directors of Not-For-Profit Organizations, The Institute of Corporate Directors and Rotman School of Management, University of Toronto, November 2011

Driving Corporate Performance, Harvard University, July 2001

PROFESSIONAL MEMBERSHIPS

Standing Member of FEI Financial Executives International (Toronto Chapter)

Board Member and Treasurer, Character Community Foundation of York Region (June 2014 - Present)
Board Member and Member of the Audit & Finance Committee, **Toronto Canadian Mental Health Association (2001 - 2004)**

Active runner: successfully completed the 1998 **New York Marathon** and the 2000 Ottawa Marathon and continue to run weekly average of 35 km

DRIVING ORGANIZATIONAL SUCCESS, STRATEGIC PLANNING & CUSTOMER SATISFACTION**PROFILE**

A highly motivated, results-driven financial executive offering 20 years of progressive experience in all areas of finance. Demonstrated ability to streamline operations that drive efficiency and increase profitability. Strong business acumen combined with interpersonal skills that foster a collaborative and productive environment. Recognized for his unique combination of technical skills and business qualifications. Fully committed to driving to organizational success.

Leadership | Business Planning | Management Reporting | Financial Modelling
Cash Flow | Financial Analysis | Coaching | Compliance | Forecasting
Strategic Planning | Financial Reporting | Communication | Continuous Improvement
Variance Analysis | Customer Service | Budget | Balance Sheet

Technical Skills

Microsoft Word, Excel, PowerPoint, Outlook, SAP, Cognos

ACCOMPLISHMENTS

- Represented at the 2015 Ontario Energy Board hearing and successfully defended our position on working capital resulting in additional revenue of \$2 million annually.
- Reduced benefit administration costs by 32% through implementation of a new service provider.
- Oversaw project to develop five year roadmap to replace legacy IT system and enhance functionality.
- Strengthened purchasing process through management training, introduction of standard templates for RFPs and review of standard contract terms and conditions.
- Represented the company as a witness at the 2010-11 Ontario Energy Board Distribution rate hearing.
- Enhanced corporate departmental planning models and streamlined staffing templates which resulted in increased user satisfaction and identification of expense reduction opportunities
- Eliminated 60 days of work per year and improved forecasting accuracy by redesigning the cash forecasting model
- Improved forecasting accuracy from 96% to 99% by redesigning revenue model
- Automated the customer satisfaction reporting process; eliminated 24 days of work/year.
- Awarded President's award for improving the annual budgeting process at ADP Canada.
- Awarded Absolute Results Oriented award for work on product pricing and the budget at Xerox Canada.

PROFESSIONAL EXPERIENCE

HYDRO ONE BRAMPTON NETWORKS INC., BRAMPTON, ON

Vice President, Finance & Administration

2013 – Present

Vice President, Finance

2012 – 2013

Controller

2010 – 2011

Reporting to the President, as a member of the Executive Leadership team, responsible for leading a diverse group of departments including Finance, Supply Chain, IT, Facilities, Regulatory Affairs, HR, Customer Service, Metering and Energy Services; of which the latter 4 were reorganized in 2014. Prepared the five year strategic business plan and balanced scorecard for the Board of Directors and obtained approval for significant reinvestment in IT. Selected responsibilities included, but not limited to:

- Provided oversight to multi-million dollar capital planning process
- Provided analytical support to shareholder for merger due diligence process
- Oversaw the successful negotiation of two collective agreements with two unions
- Negotiated successful settlement agreement with interveners in 2015 rate application

Marc Villett, CPA, CMA, MBA

- Oversaw accounting changes required for transition from Canadian GAAP to IFRS
- Ensured internal controls were operating effectively to meet Bill 198 requirements

HYDRO ONE NETWORKS INC., TORONTO, ON

Manager, Financial Planning & Analysis 2009 – 2010

- Managed the business planning process for all subsidiary, line of business and corporate business plans
- Analyzed business plans and recommended cost saving opportunities to Senior Management
- Reviewed line of business submissions for \$1.5 billion annual capital plan

Manager, Corporate Accounting (SAP Project) 2007 – 2008

- Led a Finance project team that successfully implemented the SAP FICO module and redesigned the Company's financial and management accounting processes to utilize SAP functionality
- Developed testing procedures, prepared custom reports and created end user training

Manager, Corporate Accounting 2005 – 2007

- Managed the month end close process including reporting and analysis of financial results
- Prepared disclosure reports for the CFO, identifying significant risks and accounting issues
- Reviewed over 350 account reconciliations on a quarterly basis to identify potential risks

HEALTH PEI (FORMERLY PROVINCIAL HEALTH SERVICES AUTHORITY), CHARLOTTETOWN, PE

Finance Manager 2003 – 2005

- Led the development of the \$125 million operating budget for four sites with over 1,900 FTEs
- Reduced 0.7 FTE of work in Finance by redesigning the budget and forecasting processes
- Managed the quarterly forecast process including detailed analysis of all unit forecasts

ADP CANADA, TORONTO, ON

Manager, Business Metrics & Financial Analysis 2000 – 2003

Manager, Financial Planning 1999 – 2000

XEROX CANADA, TORONTO, ON

Analyst, Planning, Pricing Analysis 1998 – 1999

Financial Analyst 1996 – 1998

EDUCATION & CERTIFICATIONS

Master of Business Administration ■ *Queen's University* 2006

Certified Professional Accountant (CPA, CMA) ■ *CPA Ontario* 1998

Bachelor of Business Administration ■ *Wilfrid Laurier University* 1996

Professional Development Courses

The Leadership Suite ■ *Forrest & Company* 2015

Developing Your Leadership Presence ■ *Queen's University Executive Education* 2015

CFO Leadership Program – Operational Skills ■ *CPA Canada* 2013

Craft of Management ■ *Forrest & Company* 2012

Certificate in Human Resources for Accounting Professionals ■ *CMA Ontario* 2012



CHRIS HUDSON

[REDACTED]

[REDACTED]

EXECUTIVE LEADER / BUSINESS STRATEGIST

Demonstrated ability to develop and execute business strategy that moves businesses forward and increases value to shareholders. Experience and ability to effectively manage large geographically diverse operations with a strong focus on safety and a proven record of driving efficiency and productivity into the operations managed. An ability to connect with staff, strong collective bargaining experience and a proven career in managing unionized work forces. A demonstrated ability of managing financials with a focus on setting and managing to performance based indicators.

PROFESSIONAL EXPERIENCE

Enersource- Mississauga, Ontario
Vice President, Asset Operations

2013 to Present

Responsible for the strategic management and performance of the Asset Operations Division, with direct accountability for safety, establishing and executing operational strategies and procedures, planning, budgeting, forecasting, and the construction, operation and maintenance of the electricity distribution system. Responsible for leading the Health, Safety and Environment Facilities, and Fleet operations

- Redesigned and instituted an electronic timesheet application and process reducing duplicate data entry, which resulted in a headcount redeployment of two positions and increase in field time and productivity of supervisors by 10%.
- Initiated a Project Controls group to ensure consistent delivery of our annual plan, while supporting the financial analysis and establishing key performance indicators, such as cost per pole, cost per transformer change and cost per switchgear replacement leading to a reduction in cost of each indicator measured.
- Developed and established performance metrics and key performance indicators to drive productivity improvements and accountability into the operation, changing the focus of managers and staff to a cost-based approach and resulting per unit savings of work performed and increased efficiencies
- Created and executed a strategy to successfully complete the capital budget that has grown from \$46.1million in 2013 to \$62.2 million in 2016. The strategy included improved efficiency of company crews and a long term strategy with contractor partners.
- Established monthly review meetings where both OM&A and Capital work are evaluated against budgets and estimates and all metrics and key performance indicators are reviewed and discussed The monthly reviews have led to better executed projects, fewer budget overruns and more efficient completion of work.
- Effective Leadership of the Asset Operations group; employee survey results increased from 70% in 2013 to 94% in 2016.
- Oversee the Health, Safety and Environment Director in order to continue to improve the company's HS&E program.
- Member of the company bargaining committee of the current collective agreement with IBEW.
- Oversaw the alteration of fleet specifications to ensure vehicles had better visibility and created safer operations for the vehicle.
- Aided Supply Chain in more effectively evaluating, selecting and managing contractors across the company.
- Revamped the Co-op student hiring strategy creating a long term focus, making the program more effective across Operations and Engineering.

**PNR RailWorks – Guelph, Ontario
Manager, Eastern Canada**

2010 to 2013

The position had overall responsibility for the successful operation and strategic management of track construction and maintenance operations in Ontario and Atlantic Canada. In addition to the management of track operations the role was also responsible for labour relations, Health and Safety, fleet management, and procurement within the operation.

- Created and executed a strategy that grew revenues from \$20.0 million in 2010 to \$60.0 million in 2013.
- Led the transformation of a bottom performing division within the company to a consistent top three performing division.
- Reorganized the division's structure to handle additional volumes of work.
- Strengthened the Project Management team and established project management protocols.
- Established metrics, key performance indicators and a performance based management system for driving results
- Negotiated long term deals with key material suppliers.
- Strengthened the Health and Safety group and had no Lost Time injuries in three years while growing the business.
- Negotiated two collective agreements.

**Aecon Utilities – Toronto, Ontario
Vice President Utility Operations (Central and Eastern)**

**1996 to 2010
2005 to 2010**

The role had executive responsibility for Aecon Utilities Central and Eastern operations consisting of six separate business units, Aecon Utilities, AGI Traffic Tech, Tri Star Electric, Bremar, Qx Locates, and Qx Technical. In addition to the executive responsibilities, the role had responsibility for labour relations within each of the business units.

- Responsibility included oversight of all budget preparation, P&L responsibility for each of the divisions and short and long term business strategy.
- Grew each of the business units from Ontario based operations to Canadian wide operations, and growing revenue from \$90.0 million annually to \$170.0 million annually.
- Instilled key performance metrics in each of the business units, and instilled daily and weekly performance based reporting.
- Negotiated long term deals with key suppliers.
- Restructured a number of the business units to improve performance or to meet new demand of the growing business.
- Developed strong relationships with the company's unions, and negotiated a number of collective bargaining agreements.
- Had overall management responsibility of 500+ unionized staff across all business units.
- Managed many diverse operations across a large geographic area.
- Started the Bremar business unit from the ground up and grew the business in western Canada.
- Ownership of the relationships with a number of key customers such as, Toronto Hydro, Hydro Ottawa, Enmax, Bell Canada, Enbridge, Enwave, and others.

General Manager, Utilities Central Region

2000 to 2005

Regional Manager, Eastern Ontario

1998 to 2000

Superintendent - Utilities

1997 to 1998

Foreman - Utilities

1996 to 1997

EDUCATION

Bachelor of Administration in General Management – Lakehead University	1996
Business Diploma – Mohawk College	1995

ASSOCIATIONS AND AWARDS

Greater Toronto Water and Sewer Association - Board of Director	2003 – 2010
Greater Toronto Water and Sewer Association – President	2005 – 2006
Greater Toronto Water and Sewer Association- Labour Negotiating Committee	2004 and 2007
Utility Contractors Association of Ontario - Labour Negotiating Committee	2004 and 2007
Utility Contractors Association of Ontario - Board of Director (Associate)	2008 to 2010
Ontario Railroad Contractors Association - Chair of the Labour Negotiating Committee	2010 and 2013
PLCAC Jack Cressey Future Leader Award	2003

VOLUNTEER EXPERIENCE

Minor Oaks Hockey Association - Volunteer	2008 to Present
Oakville Minor Baseball - Volunteer	2014

Profile:

An energy industry professional with over 30 years' experience and participation in some of the most challenging electricity distribution issues facing the industry today. Provides corporate executive leadership to the operations of one of Ontario's largest local distribution companies. Engaged in the energy industry, highly regarded as a relationship developer and contributor.

With a hallmark reputation for excellent leadership and communication skills, builds strong management teams and an empowered workforce able to respond to the constantly changing business environment. An industry safety champion driving an enterprise-wide safety culture.

Notable Achievements:

- Leadership role in the merging and coordination of the operations functions during the Hamilton Hydro and St. Catharines Hydro merger
- Witness Panel member before the Ontario Energy Board on a variety of application hearings
- Team member for extensive labour relations collective agreement negotiations, arbitrations and settlements
- Significant leading practice changes to work methods and processes within the Construction & Maintenance work groups resulting in improvements to safety performance and overall safety culture
- Steering committee contributor and workshop leader for the development and execution of a Leadership Development Program
- Steering committee contributor on many corporate initiatives including ERP implementation, IFRS, CSA Z1000 and IT Governance
- Industry engagement through the EDA Operations Council, Developer Process Review Committee in St. Catharines and Hamilton Home Builder/City of Hamilton Liaison Committee, and Canadian Electricity Association Distribution Council
- Currently EDA Representative for the Provincial Labour Management Safety Committee, and Electricity Human Resources Canada Board member

Technical Experience:

Horizon Utilities Corporation

VICE PRESIDENT UTILITY OPERATIONS**2010-PRESENT**

Reporting to the President and CEO and as an Executive Team member, responsible for the leadership and direction to the operations of the LDC, including the achievement of business objectives, policies, budgets, and strategic and operating plans. Participates in Board Committees and Board of Directors meetings. Responsible for annual capital program of \$41M (gross) and operating budget of \$30M.

Responsibilities include:

- 24/7 network operation including control, emergency response, repair and restoration
- Leadership to highly skilled technical and trades staff and professionals in the execution of maintenance and construction programs for the electricity distribution system
- Corporate Supply Chain Management and oversight of the integration of leading practices
- Creating a climate and culture in which employees excel
- Leading the continuous development of Horizon's asset management plan incorporating asset life cycle cost considerations and network designs to support corporate strategies and maximize shareholder value and customer benefits
- Analyzing needs, determining appropriate resource allocation, managing financial and legal obligations, and providing timely and accurate information, reports and analyses to the CEO on the operation of the business
- Supporting and driving multi-year continuous improvement initiatives – with significant people, process and technology achievements
- Leadership in Corporate Health & Safety – establishing and improving a leading safety culture recognized industry-wide

DIRECTOR ENGINEERING, OPERATING & OPERATIONAL IMPROVEMENT**2008-2010**

Overall responsibility to develop and enhance the capital investment program for the renewal of \$380M in electrical distribution assets. Application of leading methods to develop asset management strategy and decision making models that optimize customer and shareholder value by prioritizing risk, value, regulatory and government requirements, financial, and service quality targets. Leadership for engineering, planning and 24/7 control room. Implemented operational improvement initiatives across Utility Operations.

Responsibilities included:

- Drive strategic direction and set challenging objectives to promote an environment of continuous improvement
- Create an environment that rewards innovation by assessing emerging technologies, process improvements and industry trends
- Develop Horizon's asset management plan incorporating asset life cycle cost considerations and network designs
- Planning and implementation of initiatives and programs for Renewable Generation Connection and Smart Grid to support the Green Energy and Green Economy Act

DIRECTOR DESIGN AND CONSTRUCTION**2005-2008**

Responsibility for the design and construction responsibilities in the new Horizon Utilities, formed from the merger of Hamilton Hydro and St. Catharines Hydro, creating the 3rd largest local electricity distribution company in Ontario with over 230,000 residential and business customers.

Responsibilities included:

- Development, allocation and monitoring of the operating and maintenance programs
- Designs and plans to ensure safe construction, operation and maintenance of the distribution systems
- Priority on efficiency and productivity objectives to deliver a quality product, on-time and within budget
- Development and ensuring implementation of new policies and procedures
- As the merged company's processes and procedures evolve, create a motivating environment for staff to develop and grow
- Overall safety of employees and contractors working on the electrical distribution system, including specific focus on public safety, and ensuring implementation and compliance of all Health and Safety programs and initiatives

Hamilton Hydro Inc.

DIRECTOR OF CONSTRUCTION & MAINTENANCE SERVICES**2002-2005****MANAGER OF ENGINEERING DESIGN****2000-2002**

Stoney Creek Hydro-Electric Commission

ENGINEERING SUPERVISOR**1994-2000****ENGINEERING TECHNICIAN****1992-1994****ENGINEERING DESIGNER****1984-1992****DESIGN DRAFTSMAN****1982-1984*****Education:***

QUEENS EXECUTIVE PROGRAM	QUEENS SCHOOL OF BUSINESS	2006
ELECTRICAL ENGINEERING TECHNOLOGIST – CONTROL	MOHAWK COLLEGE	1997
ELECTRICAL ENGINEERING TECHNICIAN – POWER	MOHAWK COLLEGE	1994

Mark William Henderson



A proven executive and strategic leader with bold vision and a track record of achievement in progressively more complex and challenging roles. Possessing a unique blend of strategic and operational experiences, including roles as an executive level management consultant and President & CEO of three interrelated energy companies. Seasoned senior leader with an engaging and involving leadership style founded on the principle of “doing the right things, the right way.”

Education:

Bachelor of Arts, Political Science and Labour Studies, Summa Cum Laude, McMaster University, Hamilton, Ontario, 1986.

Work Experience

01/09 – Current PowerStream Inc.

Executive Vice President, Asset Management & Chief Operating Officer

Having led, on behalf of Barrie Hydro Distribution, the largest voluntary merger in the history of the Ontario electricity distribution industry, PowerStream Inc. became the second largest municipally owned electricity distributor in Ontario, serving more than 340,000 customers across eleven communities in York Region and Simcoe County, as of January 1, 2009. Net result of the merger for the Shareholder of Barrie Hydro Distribution (the City of Barrie) was more than \$40 million in immediate merger related dividend payments along with a 20.5% ownership in PowerStream. As a result of the merger, took on the responsibility for overall leadership and management direction for all facets of the electrical distribution system operations. Responsible for more than \$1 billion in assets and functions that include system planning, engineering design, smart metering, smart grid, field operations, construction and maintenance, and project design and construction for all additions, expansions, and upgrades, and all engineering related support services. Directly responsible for a staff of approximately 300 and the related \$120 million dollar capital budget and approximately \$37 million dollar operating budget. Member of the Executive Management Team, reporting directly to the President & CEO.

Executive leader of PowerStream Energy Services, the unregulated affiliate company engaged in the sub metering business. Since going operational in November 2013, PESI has signed up more than 36,000 services and is presently billing more than 12, 000 customers across eight provinces.

Executive leader and sponsor for innovative international partnerships with KEPCO (Korea) along with IKS, Nissan, 4R and Hitachi (Japan) to advance PowerStream corporate strategy in the areas of Micro Grids, Virtual Power Plants (VPP) and ADMs market segments.

Executive leader of PowerStream's award winning Smart Grid team that has deployed an innovative home energy management program in partnership with Rogers; an Advantage Power Pricing Program in partnership with Energate; a residential solar storage pilot program with Sunverge Technologies; a Level 3 EC Quick Charging program with Nissan Canada; a utility scale Micro Grid in partnership with KEPCO; and constructed a functioning Micro Grid at PowerStream's head office in collaboration with several industry partners.

9/06 – 12/08 Barrie Hydro Holdings, Barrie Hydro Distribution Inc., Barrie Hydro Energy Services Inc.

President and CEO

Provided overall leadership and direction as President and CEO for Barrie Hydro Holdings, and its two subsidiary companies, Barrie Hydro Distribution and Barrie Hydro Energy Services. Reporting to Board of Directors, ensure achievement of corporate goals, including net income targets resulting in acceptable delivery of dividends to the Shareholder. Overall responsibility for all facts of business operations for the three organizations that serve some 69,000 customers across seven different geographic service areas.

6/02 – 09/06 Barrie Hydro Distribution Inc.

Vice President, Asset Management & Chief Operating Officer

Provided overall leadership and management direction for all facets of the electrical distribution system operations across all service areas. Responsibilities include system planning, operations, maintenance, and restoration, project design and construction for all additions, expansions, and upgrades, and all engineering related support services. Directly responsible for a staff of approximately 70, and the related multi-million dollar operating and capital budgets. Corporate-wide responsibility for Health & Safety. Serve as a member of the Senior Management Team and an officer of Barrie Hydro Holdings Inc. and its two subsidiary corporations, Barrie Hydro Distribution and Barrie Hydro Energy Services.

5/97 – 6/02 The Clemmer Group Inc.

Senior Vice President

Provided consulting and training services in the areas of strategic planning, organization change, process improvement, leadership and team development and performance measurement to a wide array of client organizations. Led a group of ten to twelve independent Executive Consultant associates who were involved in direct client work. Also responsible for all facets of internal business operations, including

marketing, sales, administration, and accounting, leading a team of four support staff and one manager. This role blended fiscal responsibility and accountability for both specified revenue production targets (through sales and delivery of client work) and capital and operating expense budgets for all components of the business.

6/96 – 5/97

Celerity Performance Consulting Inc.

President – Independent Consultant

Provided strategic consulting services in the areas of process improvement, quality management, performance measurement, leadership development, and operational alignment. Member of a consulting project team that assisted a multi-billion dollar industry leader redesign and improve end-to-end performance of a strategic process. Projected and validated results included a \$200 million annual contribution to the bottom line from revised operational practices, reduced rework, closer customer partnerships, and a more tightly integrated supply chain.

1/96 - 6/96

Memorial Medical Center, Inc. Health System, Savannah, Georgia

Senior Consultant, Performance Measurement

In addition to the position noted below, assumed responsibility for leadership of the project to reengineer the organizational performance measurement system. Managed implementation of "balanced scorecard" performance measurement system across all business units including, 535 bed medical center, multi-agency home health care division, over 100 Physician practices, and a managed care division providing coverage for 175,000 lives.

4/94 - 6/96

CareOne Home Health Services (A Division of Memorial Medical Center, Savannah, Georgia)

Director, Strategic Quality Management

Responsible for the design, implementation, and monitoring, of CareOne's strategic management system. Components of the system included a "balanced scorecard" performance measurement system, strategic business and quality planning, education and training, performance and process improvement, and systems alignment. The "balanced scorecard" integrated Financial, Operational, and Quality measures into a comprehensive performance review process and anchored the strategic management system. Additionally, responsible for the facilitation of multiple process improvement teams. Co-led Presidential Task Force, an executive level team chartered to turn around a multi-million dollar business unit.

3/87 -3/94

Achieve International (A Division of The Achieve Group, Inc.)

Vice President

Responsible for the management of client consulting engagements. Provided strategic quality planning, executive and management workshop delivery, process management team facilitation, quality improvement team

facilitation, and TQM (Total Quality Management) consulting support. Also assisted the marketing and sales force by providing sales presentations, conference and association speaking engagements, media interviews, and article publishing.

As a member of the senior management team, maintained operational responsibility for the marketing, sales support, and client implementation support functions. Experiences and responsibilities included strategic planning, marketing planning and promotional program development, product development, product management, internal education and training, public relations, marketing communications, event planning, speaking, and writing.

6/86 -3/87 **State Farm Insurance Company**

Fire Service Supervisor

Supervised 12 operational support staff, managed incoming/out-going mail and policy applications desk, Commercial insurance policyholder filing system, and policy assembly and distribution area.

Achievements:

Published several articles and interviews in industry publications including: Capital Business & Finance Magazine, *Canadian Manager*, *Industrial Management*, *Halifax Daily News*, *The Human Resource Magazine*, *Executive Suites*, and the *Canadian HR Reporter*.

Delivered presentations and facilitated numerous workshops at industry conferences including: The CEO Health & Safety Leadership Charter, The Electricity Distributor's Association, The International Management Council, The Strategy Institute, IAPA, Professional Engineers of Ontario, The Institute of Management Accountants, The Canadian Institute, International Quality and Productivity Center, The Conference Board of Canada, The Atlantic Colleges Development Institute, York University Schulich School of Business, and McMaster University.

Leading Change and Organization Renewal, Stanford Executive Education (in collaboration with Harvard Business School), Stanford Graduate School of Business, November 2010

Finance for the Non Financial Manager, York University Executive Education Centre, Schulich School of Business, July 2010

Business Acumen, York University Executive Education Centre, Schulich School of Business, June 2007

Implementing Strategy Program, Wharton School of Business, University of Pennsylvania, Philadelphia, PA, March 2006

Queen's Leadership Program, Queen's University School of Business, Kingston, Ontario, June 2005

Fundamentals of Loss Control Leadership, Industrial Accident Prevention Association, 2005 – 2006

Former Board Member, Huntington University at Laurentian, Sudbury, ON and Business Enterprise Resource Network, Barrie, ON

Member, Georgian College, Board of Governor's Development Committee

Member, Board of Directors and Board of Governors, Excellence Canada

Member, Georgian College, Strategic Electricity Advisory Committee

Member, Electrical Safety Authority Community Powerline Safety Alliance

Member, Maclaren Art Centre Advisory Council

Recipient of the 2013 Georgian College Board of Governors' Award

Frank Risi

CAREER OBJECTIVE: To obtain a leading position in the electricity market.

EMPLOYMENT: **HYDRO ONE BRAMPTON – DIRECTOR OF OPERATIONS**
OCTOBER 2014- PRESENT

- Accountable for the operation, construction and maintenance of the Hydro One Brampton distribution system to ensure the safe, reliable delivery of power to customers.
- Develop and support the health, safety and environmental management system (including related policies and standards) and related operational plans so that power systems can be designed, constructed, operated and maintained in a manner that protects the environment and meets health and safety requirements.
- Develop and support a culture to maintain a work environment where employees can be fully engaged.
- Ensure maintenance work is completed cost effectively and efficiently in order to operate and maintain the distribution system in accordance with legislative and regulatory requirements.
- Foresee and address issues by developing strategies, alternatives and preferred solutions
- Develop operational plans and operate the distribution system to ensure safe, reliable, and efficient delivery of power.
- Negotiate agreements within a unionized environment while maintaining effective relationships with stakeholders, employees, customers, and government agencies
- Set the appropriate context for staff (operating strategies and policies, accountabilities, tasks, business plans and work programs, compliance and performance targets
- Lead staff and ensure they maintain and develop the appropriate skills, knowledge and training required to be effective and productive in their respective roles

HYDRO ONE – ONTARIO GRID CONTROL CENTRE
MANAGER, GRID OPERATIONS – CUSTOMER & OPERATING SUPPORT
OCTOBER 2011- OCTOBER 2014

- Provide operating expertise, oversight and technical services for operating projects and initiatives supporting operation of the provincial high and low voltage grid to ensure safe, reliable, efficient and cost effective delivery of power to our customers
- Represent Hydro One at the Asset Ownership Committee meetings for the Hydro One's provincial transmission system interconnections
- Lead operational research, technical /economic / environmental / business / regulatory impact assessments and other specialized technical/business studies to determine transmission/distribution customer/system needs
- Analyze problems, develop strategies, alternatives and preferred solution; and facilitate delivery of solution through service providers
- Negotiate agreements with regulatory authorities
- Provide operations support to the Ontario Grid Control Centre Control Room

- Provide operations support and input to Hydro One strategic initiatives
- Maintain effective relationships with stakeholders, employees, union representatives, customers, and government agencies
- Represent Network Operating on internal and external committees
- Set the appropriate context for staff (operating strategies and policies, accountabilities, tasks, business plans and work programs, compliance and performance targets)
- Create and foster a highly engaged and productive team of professionals
- Lead staff and ensure they have the appropriate skills, knowledge and training required to be effective and productive in their respective roles

**STATIONS SUSTAINMENT MANAGER – TRANSMISSION STATIONS PLANNING
SUSTAINMENT INVESTMENT PLANNING**
JULY 2009 – OCTOBER 2011

- Managed the unit to achieve targeted results through diligent and accurate oversight of the financial aspects of the department and the work programs.
- Maintained a team of subordinates who are capable of producing the outputs required
- Ensured subordinates were able and willing to produce the desired output, while continually improved processes for achieving these outputs
- Provided staffing recommendations for their function as requirements and objectives evolved, especially in the face of new projects
- Advocated the acquisition of appropriate tools and skills to optimize the performance of staff and ensure the sustainment of assets
- Mentored, counseled and fostered personal development of all subordinates
- Lead and implemented investment plans to secure reliability during the 2010 G20 Summit and responded to other critical issues that arose prior to the event

**SENIOR NETWORK MANAGEMENT OFFICER – INVESTMENT PLANNER
SYSTEM INVESTMENT**
JULY 2004 – JULY 2009

- Developed, defined and prepared programs, processes, technical/operational/business standards, procedures, or methods, including risk management and costing, related to the management of transmission/distribution assets. Provided guidance and worked with other interested groups in the implementation of recommendations
- Provided input to the business plan as required. Analyzed costs, including labour and material items, and provided explanations relating to variances
- Co-coordinated activities with Service Providers and stakeholders to resolve issues through negotiation with the Service Provider and customer
- Prepared business cases for the management of transmission/distribution assets
- Maintained an awareness of advancing technology developments in transmission/distribution/business systems

**SENIOR NETWORK MANAGEMENT OFFICER
OPERATING PERFORMANCE AND CUSTOMER SUPPORT**
JULY 2001 – JULY 2004

- Negotiated and managed transmission and distribution connection agreements with customers.
- Prepared and managed the reporting, investigation and follow-up of significant events on the transmission and distribution system
- Provided operating interface with Network Customer Relations for support of customer inquiries
- Prepared information packages for Network Operating Division, for the purpose of providing operational & technical support for the in servicing of all new equipment.
- Developed, implemented and supported operating processes and instructions, and provided information for the safe and reliable operation of the transmission and distribution system
- Team lead and or participant in special projects and investigations
Provided operations support for Hydro One Networks Legal Department

SENIOR ELECTRICAL AREA SUPERVISOR – RICHVIEW TOMC

June 1999 – July 2001

- Monitored and directed the deployment of reactive, transmission and transformation resources of the Bulk Electrical System (BES)
- Supervised operating centers controlling Ontario primary demand. Reviewed planned outages for completeness and implemented the outage management function in real time
- Acted as an Asset Manager for Hydro One equipment. Responsibilities included safe and reliable use of Hydro One assets in the real time.

Level II Operator - Trafalgar Transformer Station

September 1989 - June 1999

- Safely directed, coordinated and controlled on-shift operating activities. Provided extensive hours of relief in a supervisory role
- District coordinator for local control orders. Trained and directed trainee operators
- Operated transmission and distribution assets at varied voltage levels including operation of small hydroelectric generating units at Ontario Power Generating Station

Electrical Area Supervisor (Rotation), Claireville Area Operating Centre

September 1998 - March 1999

Electrical Area Outage Scheduler (Rotation), Claireville AOC

June 1997 - November 1997

- Planned long range and short term of outages to the BES and coordinated customer outages. Identified areas of concern and/or control actions required for safe and reliable operation of the BES.
- Provided on-shift personnel with detailed information with regards to loading and possible contingencies that could occur during removal of certain BES elements.

Electrical Area Supervisor (Rotation) - Claireville AOC

October 1995 - May 1996

Nuclear Operator - Pickering Nuclear Generating Station

January 1983 – September 1989

- Operated all station systems associated with Pickering NGS including 540 MW hydrogen cooled generators, 230kV switchyard, standby gas turbine generators, fueling machines, water treatment, DC-AC motor generator units, 4 class station service switchgear, all reactor and steam turbine systems.
- Member of Search and Rescue Crew responsible for responding to in-plant emergencies and personal injuries.

Training Assistant / Student - Douglas Point Nuclear Generating Station

January 1979 - January 1983

- Produced and developed training packages for different disciplines.
- Maintained audio & video equipment

EDUCATION:

York University - Business Administration Course

Humber College - Audio Visual Technician Diploma

INTERESTS:

Finance, Golf, Hockey, Bicycling

Rode in the Ride To Conquer Cancer 2011, 2012, 2013

Volunteered as a hockey & soccer coach.

JAMES MACUMBER

EXECUTIVE LEVEL LEADER / BUSINESS STRATEGIST

Proven ability to design and implement strategies to maximize shareholder value. Combines astute strategic, business and financial skills with an extensive track record of revenue and profit growth. Progressive, decisive, and innovative, highly valued for expertise interpreting corporate vision and strategy, translating objectives into actionable plans, and providing decisive leadership to multi-functional and cross-cultural teams. Skilled at establishing partnerships between engineering, finance, information technologies and other core operating divisions to enhance overall corporate success. Expert qualifications include:

- Strategic Business & Tactical Visioning
- Performance & Profit Improvement
- Operations & Strategy Development
- Asset Valuation
- Customer Service/Satisfaction
- Financial Modeling/Planning & Risk Management
- Corporate Reorganization
- Regulatory and Financial Compliance
- Corporate Leadership & Operations
- Building High Performing Teams

PROFESSIONAL EXPERIENCE

ENERSOURCE, Mississauga

2005 – Present

A diversified energy and services company that serves 200,000 residential, commercial and industrial customers and encourages energy conservation.

VICE PRESIDENT OF ASSET MANAGEMENT (2013 – PRESENT)

Responsible for the performance and operations of the Asset Management Division and functions, with direct accountability for establishing operational strategies and procedures, planning, budgeting, forecasting, capital expenditure prioritization and the development of consistent business practices.

- Redesigned the prioritization process for over \$75 million worth of capital projects based on corporate risk.
- Oversight of short and long term planning of over \$1 billion gross fixed assets.
- Reprioritized projects resulting in a reduction of planned fixed asset write-offs of approximately \$500 thousand.
- Recommended a five year \$8-\$10 million annual distribution transformer replacement program based on corporate risk.
- Redesigned organizational structure within the division which effectively addressed regulatory and strategic requirements.
- Created a corporate wide Comprehensive Asset Management and Investment Prioritization Policy.
- Facilitated the creation of short and long term Asset Management objectives.
- Promoted and communicated the need for an optimization strategy for capital and intangible asset investments.
- Launched and authorized a complete review of key performance indicators and benchmarking criteria.
- Provide strategic recommendations to Executive Vice President's and Board of Directors to meet overall corporate objectives.

VICE PRESIDENT OF FINANCE (2011 – 2013)

Responsibilities included the performance and operations of the finance, billing, collections and other accounting and metering data functions, with direct accountability for budgeting, forecasting, treasury, internal controls, collections, payroll, operational planning, payables/receivables and closing/reporting activities.

- Led \$1.8 million International Financial Reporting Standards (IFRS) first time adopter project.
- Created and authorized all external Financial Reporting Policies and IFRS position papers.
- Administered and reviewed all financial aspects of a \$130 million rate case submission to the Ontario Energy Board (OEB).
- Selected as the key financial witness to defend the rate case during the OEB technical conference and hearing.
- Preserved over \$10 million worth of fixed asset value during the OEB hearing.
- Achieved a reduction in the allowance for doubtful accounts of over \$2 million.
- Participated as an expert member on the OEB IFRS working committee.

- Negotiated with OEB Audit Staff regarding an of out-of-period rate issue which preserved over \$2.6 million.

CONTROLLER (2007 – 2011)

Responsibilities included the general accounting functions, as well as financial analysis/planning, short-term operational planning and budgeting. Partner with core operating business units across the company to analyze financial performance and deliver reductions in operating costs.

- Negotiated the 2008 rate case settlement agreement with the OEB of approximately \$114 million annually.
- Coordinated all external and internal financial statement reviews and annual audit.
- Consolidated annual revenue, operating and capital budgets over \$800 million.
- Influenced the OEB to allow the recognition of over \$1.9 million of deferred Smart Meter net income.
- Led a group of five utilities with an external consultant through IFRS fixed asset componentization.

SENIOR MANAGER, FINANCIAL SERVICES (2005 – 2007)

Responsibilities included the development of annual operating plans, financial analysis, and review of the company's overall financial performance. Facilitated the strategic financial planning process for the CFO and conducted internal reviews.

- Coordinated the 2006 historical rate case submission to the OEB of approximately \$108 million annually.
- Led a Review and Vary OEB submission to recover \$1.1 million annually of unusual vacancies.
- Provided financial oversight and approval for approximately \$50 million of Capital projects annually.
- Led the financial elements of Enersource's annual regulatory rate application.

GLAXOSMITHKLINE

2000 – 2004

SENIOR FINANCIAL ANALYST

EQUIFAX

1999 – 2000

FINANCIAL ANALYST

STATE STREET CANADA

1997 – 1998

INVESTMENT ACCOUNTANT/FUND ADMINISTRATOR

EDUCATION & ASSOCIATIONS

Bachelor of Commerce – Ryerson University, 1993 – 1997

Chartered Professional Accountant, Certified General Accountant, Ontario, Canada

Previous Vice Chair and Chair of the Finance Council – Electricity Distribution Association

PROFESSIONAL DEVELOPMENT

In-Depth IFRS CICA Immersion

Senior Leadership Development Program, Niagara Institute

Best Practices in Asset Management, Kinectrics

Business Planning Boot Camp, CGA

VOLUNTEER EXPERIENCE

Treasurer, Erindale IP Hockey Festival

Tom Wasik, P.Eng., MMSc.
Management | Engineering | Operations

DRIVING INNOVATIVE SOLUTIONS, STRATEGIC PLANNING & CAPITAL MANAGEMENT

Profile

A highly motivated and experienced, senior leader offering 15 years of expertise in engineering and operational management. Result-driven, dedicated problem solver who promotes process improvement and delivers innovative solutions to complex issues. Critical thinker with strong interpersonal skills and the ability to foster a collaborative environment and leverage strength both corporately and amongst team. An accomplished communicator, with a focus on customer services. Recognized for his ethics, honesty and commitment to organizational success.

Skills

Leadership | Business Acumen | Budget | Communications | Capital Management
Infrastructure | Resource Allocation | Training & Coaching | Compliance | Engineering
Strategic Planning | Project Management | Planning | Maintenance Programs | Continuous Improvement
Analytical | Validation | Customer Service | System Design

Accomplishments

Management

- Demonstrated sound business acumen by managing 2015 business operations within \$3.75M budget and implementing \$51.8M of capital projects while ensuring safe operations at world class reliability levels.
- Created, articulated and successfully defended the \$261M work execution strategy and capital works program for 2014-2019 through the development of the Hydro One Brampton Distribution System Plan.
- Restructured the Asset Management and Engineering division to improve productivity, enhance customer services and optimize work program design timelines. Achieved 92% completion rate of the 2015 work program in a paced, predictive, within budget and safe manner considering 22% vacancy rate in the group.
- Instilled a learning culture in the Asset Management and Engineering group which encouraged skill development, focus on quality at the source and lesson learned practices. Coached and supported four tenured energy professionals to pursue Professional Engineering designations.
- Assured that full compliance of corporate policies, procedures and standards met legislative, regulatory and legal requirements for all applicable practices including safety, design, procurement and accounting. Processes passed audits and supported safe work practices.

Engineering

- Implemented effective asset management strategy with predictive analytics, proactive maintenance and efficient system sustainment practices. Provided customers in Brampton with world class system reliability performance of average outage frequency index of 0.75 interruptions and average duration of 0.44 hours in 2015.
- Led the system expansion and development practices to safely connect 4,500 new services in 2015. Ensured near and long term system plans met reliability, capacity and performance targets.
- Envisioned, designed and implemented formal project management practices to improve infrastructure project scheduling and resource allocation which reduced overtime and cost overruns.

-
- Established customer centric systems and processes to enable renewable generation developments in Brampton. Overseen the project engineering group that successfully connected 620 renewable generators accounting for 21.6MW of renewable power within program timelines.
 - Implemented Enersource's first Asset Condition Assessment and Asset Management Plan in preparation for Cost of Service application to the Ontario Energy Board, including documentation of evidence for filing.
-

Professional Experience

Hydro One Brampton Networks Inc., Brampton, ON

Director of Asset Management & Engineering 2014 - Present

Reporting to the President & CEO, and as a member of the Executive Leadership team, responsible for leading, managing the plans, developing engineering designs and asset management practices for the corporation. Ensures the safe, reliable, efficient and cost effective delivery of electricity services to customers and stakeholders. Aligns resource strategies to support the corporate strategic plan. Coaches, mentors and manages a team of 26 professionals in the areas of Engineering and Asset Management.

Manager of Engineering 2012 - 2014

Reporting directly to President & CEO, and as a member of the Management team, responsible for ensuring high quality engineering designs that incorporated best practices, complied with required standards and laws, and maximized earned value and minimized risk. Provided services that optimized and executed timely completion of projects for the capital and maintenance programs. Prepared and justified operating budgets and developed systems and processes to manage all asset management activities.

Enersource Hydro Mississauga, Mississauga, ON

Director, Asset Management & Strategic Projects 2011-2012

Responsible for leading the development of Enersource's first Asset Condition Assessment and Asset Management Plan to centralize decision making to maximize long-term effectiveness of investments at lowest long term owning cost. Formulated and prepared annual budgets. Implemented business processes and developed a corporate energy conservation strategy in coordination with City of Mississauga, Region of Peel, Ontario Power Authority and Conservation Authorities to optimize delivery and funding of program delivery.

Director, Strategic Projects 2009 - 2011

Responsible for directing project management activities for major and high profile projects including installation of smart meters, the introduction of time-of-use rates and energy efficiency programs in Mississauga. Allocated resources to develop and implement Key Account Customer Relations. Implemented reorganization of internal business processes, upgraded quality assurance and control systems. Instilled documented policies and procedures to enhance auditing capabilities.

Education & Affiliations

Master of Management Sciences • University of Waterloo 2011

Operational Leadership Program • Queen's School of Business 2007

Bachelor of Engineering (Electrical) • Ryerson University 2001

Professional Engineer • Professional Engineers of Ontario 2005

Member, Engineering Management Society • Institute of Electrical and Electronic Engineers 2008

PROFILE

Respected business leader recognized for a proven track record in developing strong teams, building profitable businesses, and creating strategic relationships over 34 years in the private and public energy sectors. Successfully achieving results in unionized environments: IBEW, PWU and Society.

Trusted sector executive appointed by the Ontario Government to the Market Design Committee, representing the commercial customer class, with a mandate to restructure and redesign the Ontario electricity market. Subsequently appointed to the inaugural Board of Directors of the Independent Electricity Market Operator and elected Chair of its Stakeholder Committee.

Proven manager of people possessing determination and passion to create structure and value within complex opportunities by providing clear direction, respect and business discipline while focusing on safety, financial results and operational excellence.

Forward Thinking – Resolute – Curious – Flexible – Self-Aware

CAREER SUMMARY

Enersource Corporation

Oct 2014 – Present

Senior Vice-President & Chief Customer Officer

Mississauga

Report to the CEO and President. Act as the senior customer advisor and strategist to the CEO. Manage the day to day activities along with the profit and loss responsibility for Enersource Power Services [EPS]. Act as Signing Officer for Enersource Corporate and Enersource Services and its non-regulated affiliates.

Functions reporting to this position: Enersource Power Services, Metering, CDM and Customer Service.

- Jointly created with the CEO, the first Chief Customer Officer position in the Ontario electricity sector to emphasize the importance of customer focus and engagement.
- Created the first Customer Charter (of Rights) within the industry and implemented an Executive (Key) Customer Sponsorship program.
- Took over and managed a turnaround in financial strength of EPS from a material corporate loss in '14 to profitability in '15. The EPS team has dominated the urban municipal contracts space for LED Streetlight Conversions in '15 and '16 and these new contracts are increasing Enersource's revenues and margins in 2016.
- Managed the CDM function to achieve 464 GWh (111%) in net Energy Savings and 69 MW (75%) in net Peak Demand Savings which provided Enersource with \$2.1M in cost efficient incentives and \$0.6M in Program Administration Budget efficiency.
- Supported the CEO in merger and acquisition activities and stakeholder relationships. Authored the proposal to Government for sole sourcing of Hydro One Brampton. Co-authored and managed the collaborative process to develop the MergeCo Business Plan.

- Acted as a member of the Synergy & Integration Oversight Committee providing leadership to multiple functional work stream teams, fostering an environment encouraging convergence of cultures, developing a governance model to identify synergy saving and transition costs, and leading a structured process for integration and implementation.
- Member of the Enersource Ethics Committee investigating any and all breaches of the Code of Conduct – member since 2008.

Enersource Hydro Mississauga

Oct 2008 – Oct 2014

Senior Vice-President & Chief Operating Officer

Mississauga

Reported to the CEO and President. Acted as the senior strategic and operational advisor to the CEO. Managed the day to day activities along with the profit and loss responsibility for Enersource Hydro Mississauga [EHM]. Acted as Signing Officer for EHM.

Functions reporting to this position: Asset Management, Asset Operations, Metering, CDM, Customer Service, Billing & Collections, Regulatory Affairs, Information Technology and Health & Safety.

- Managed EHM's day to day financial strength as well as providing dividends of ~\$60M over 5 years to its shareholders by leveraging EHM's assets and people.
- Managed EHM's capital and operating annual budgets of ~\$50M each via a team of 300+ professional, technical, administrative and unionized employees. Successfully implemented "on budget" major corporate projects such as the \$20M+ Administration Building via an internal multi-stakeholder process.
- Lead front-line teams focused on customer satisfaction and value delivery across the entire customer experience by providing reliable electricity delivery, a safety oriented work force, responsive communications and accurate bills. Achieved over 90% customer satisfaction each year. During this time other LDCs saw an average drop of 6% and Enersource saw a 1% increase even while implementing a new Customer Information System {Oracle's CC&B} on budget.
- Improved EHM's organizational effectiveness by consistently providing: clear communication and expectations, leading by example and a relentless pursuit of operational excellence to exceed our goals. Over my tenure, EHM has consistently achieved better than industry average scores for all employee indices including Teamwork, Employee Engagement and Leadership.
- Managed local EHM community relationships through a close partnership with our Corporate Relations team, engaging major companies on a one-to-one basis, developing authentic relationships with City staff and vendors, and responding to City Councillor and Mississauga resident inquires respectfully, efficiently and effectively. Improve the relationships between City Commissioners and EHM by establishing a partnership through respect, transparency, and communications. Established semi-annual joint leadership meetings to address areas of interest.
- Partnered with the City's Economic Development leadership team to work with numerous businesses seeking to locate within Mississauga. Lead the electricity supply plan to enable the City's Downtown21 plan and provide a framework for a sustainable distribution infrastructure.

- Prime executive to manage all crisis / emergency issues over the last 5 years including: the accidental death of a Services employee on vacation, an electrical contact of an EHM apprentice, the self-spearfing of a journeyman EHM lineman, the Cawthra Storm {July 2009}, Hydro One TS Outage {July 2013}, the Trillium Hospital Outage {2013} and the Ice Storm {2013}.
- Developed a pool of next generation of leaders through personal coaching and mentoring of high potential candidates within EHM and Enersource Corp. Three of these candidates have moved onto more senior roles and have been identified to fast track.

E2 Energy Inc.

Mar 2007 – Oct 2008

Senior Vice-President - Operations and Customer Service

Mississauga

Reported to the President and Chairman. Had profit and loss responsibility for the operations, customer service and business development functions as well as the associated operating budgets encompassing the electricity, natural gas and services business units. Responsibilities also included all client relationships, business development and government activities.

- Developed new revenue stream opportunities in the following sectors: universities, association buying groups {LAS/AMO} and large multi-facility manufacturing.

ECNG INC. / ECNG LP / ECNG ENERGY LP

Subsidiary of AltaGas

May 2004 – Mar 2007

Vice-President, Business Development & Marketing

Burlington

Reported to the President of ECNG LP. Had profit and loss responsibility for the marketing and business development functions as well as the associated operating budgets encompassing the administration and marketing business units. Responsible for the direction, development and achievement of objectives, strategic and operating plans related to marketing ECNG LP.

- Lead consolidation and re-branding of ECNG LP [required due to the acquisition of IQ2 - Calgary and Premstar Pacific - Vancouver] under the new name of ECNG ENERGY LP, completed Jan. '07.
- Managed the marketing, business development and strategic planning divisions Canada-wide.

VANDREL INC.

Sep 2002 – May 2004

General Manager & Principal Consultant

Oakville

Provided leadership and expertise for this management consulting firm which creates solutions related to strategic and operational issues within the changing energy sector. Provided strategic advisory services to large Ontario-based corporations concerned with: energy risk management, commodity procurement and energy benchmarking.

ONTARIO HYDRO ENERGY INC.

Subsidiary of Hydro One

Sep 2000 – Sep 2002**Vice-President, Commercial & Industrial Services****Toronto**

Reported to the President and Chief Executive Officer. Had profit and loss responsibility for service revenue of greater than \$120M and associated operating budget encompassing three separate internal business units. Responsible for the direction, development and achievement of objectives, strategic and operating plans related to the business-to-business sector.

- Achieved contract revenue growth of 200% year over year through new product development, focused account and cross-sector development, relationship management, co-marketing partnerships and leveraged channel allies.
- Redesigned contracting / bidding processes and implemented a risk mitigation framework which included back-to-back performance agreements resulting in a reduction of corporate risk levels by up to 70%.
- Developed a multi-service partnership agreement between a US energy wholesaler, a Canadian telecommunication provider and Ontario Hydro Energy for the business-to-business sector.
- Negotiated a strategic alliance and joint marketing initiative with a large multi-national equipment retailer to identify and secure alternate sale channel revenue opportunities.

ENERGY ADVANTAGE INC.**May 1997 – Sep 2000****Sr. Vice President – Electricity & Marketing****Oakville**

Reported to the President and Chairman. Had profit and loss responsibility for marketing and energy related services and sales for offices in North America (Montreal, Toronto, Calgary, Houston TX).

- Grew Canadian sales revenue by 150% per annum. Managed a senior team of professionals and technical experts to grow the customer base encompassing Canada's largest energy commodity users in pulp & paper, steel, manufacturing, grocery, education and municipal sectors in four provinces including City of Toronto, Bowater and Dofasco. Developed client specific energy commodity procurement strategies and risk mitigation tools.
- Acted as primary strategist/consultant and the liaison with the provincial and local government agencies in Nova Scotia, New Brunswick and Ontario, as well as industry and consumer associations such as AMPCO, CAC and BOMA. Acted as sector spokesperson on governmental committees. Acted as the electricity industry expert for Canadian Banks with respect to distribution and transmission supply risks due to Y2K.
- Developed the business concept, obtained start-up funding and co-founded this enterprise.

Various Positions**Toronto**

During this period held various management positions of increasing complexity and responsibility with the majority focused on Ontario's local municipal utility sector. Primary responsibility for \$2.2B in customer energy revenues. Areas of expertise: strategy, utility policy and management, engineering, rates, billing, regulatory affairs, municipal accounting, community relations, customer services, distribution and transmission design, union & non-union negotiations and bulk system planning.

BOARD & COMMITTEES**Mississauga Board of Trade****2014 - 2016**

Board of Directors

Independent Electricity System Operator**1999 - 2001**

Board of Directors

Stakeholder Committee - Chair Elect

Market Design Committee – Ontario Government**1998 - 1999**

Member – Commercial Class

Trillium Power**2005 – 2008**

Board Advisor

Oakville Soccer Club [largest soccer club in Canada]**2004 - 2007**

Board of Directors

COMMUNITY**Oakville Soccer Club – Coach and Manager****1995 – 2010****Candlelighters – Childhood Cancer Foundation****1991 - 1997****EDUCATION****Chartered Director**Conference Board / McMaster University **2015****Masters of Business Administration [Dean's List]**McMaster University **1992****Bachelor of Engineering - Electrical**McMaster University **1982****ACCREDITATIONS****Professional Engineer**Ontario **1982**

Eileen Campbell



Innovative, profit oriented Executive:

Known for passion, driving for excellence, inspiring people, customer champion, and community!

- Extensive distribution utility and competitive business experience
- Workplace and public safety advocate
- Leadership roles in the amalgamation of the Greater Hamilton utilities and merger of Hamilton Hydro and St. Catharines Hydro
- Boardroom experience
- Shareholder relations and constituent needs
- Influencing strategy to prepare for the "Energy Company of the Future"
- Industry contributor and facilitator in many forums

Demonstrated success in increasing revenues, optimizing sustained productivity savings and cost containment, while maintaining high levels of employee and customer satisfaction. Focused on increasing shareholder value. Business development and delivery for Horizon's competitive businesses.

Track record for analyzing the competitive landscape to align customer service offerings with customer requirements - translating results into an enhanced customer experience. An engaged, passionate leader, motivating and developing people to be their best. Committed to exceptional results.

Career History:

Vice-President Customer Services, Horizon Utilities Corporation

2006 - Current

Reporting to the CEO, member of the Executive Leadership Team and business unit leader contributing to corporate strategic planning, merger business planning and due diligence, business development, and stakeholder relations. Accountable for all aspects of customer care, metering, new connections and conservation and demand management activities managing an annual budget of \$43.6M and revenue generation of over \$14M. Providing regulated and non-regulated customer care services. Industry roles with the EDA, CEA and IESO CDM forums.

Role includes LDC meter to cash business for 242,000 customers, water billing services for 140,000 City of Hamilton customers, conservation and demand management portfolio, and meter service provider activities for Horizon Energy Solutions Inc.

Selected Achievements:

- CDM programs producing customer incentive payments of \$39M since 2011.
- LDC performance incentives of \$4.1M earned.
- Consistent over achievement of CDM targets.
- Productivity initiatives (technology, process, and culture) producing sustained savings and achieving an enhanced customer experience.

- Outperformed Ontario's average customer satisfaction rating for more than a decade with a current rating of 92% overall customer satisfaction.
- High satisfaction rating from the City of Hamilton for the delivery of water billing services, resulting in the renewal of service agreements to 2019.
- Expert Panel Witness in OEB Cost of Services Applications resulting in successful outcomes.
- Executive Sponsor of Horizon's Employees' Charity Fund supporting over 63 local charities.
- Leadership oversight for the deployment of 225,000 smart meters, and implementation of time-of-use billing with demonstrated prudence for full cost recovery for the \$30M initiative.

Director Customer Services, Hamilton Hydro Inc., Horizon Utilities Corporation

2000 - 2006

Reporting to the Senior Vice President and Chief Financial Officer, led the Customer Service unit engaged in the delivery of multi-utility billing services to 225,000 electric and 126,000 water customers.

Selected Achievements:

- Project lead for the successful integration of customer service processes, systems, and staff during the merger of Hamilton and St. Catharines Hydro achieving business case savings.
- Project lead for the conversion of the City of Hamilton water records to create a converged customer database, producing cost savings, operational effectiveness, shareholder value and revenues.
- Successfully implemented a new customer information system, and amalgamated the billing and customer service processes for five municipal utilities, within budget, within an eight-month timeline.

Assistant Credit and Collections Manager, Hamilton Hydro Electric System

1993 - 2000

Reporting to the Manager of Customer Service, managed the day-to-day operations of the Customer Service Department, which included the call centre, payment processing, and the collection staff.

Management Trainee, Hamilton Hydro Electric System

1987 – 1993

Reporting to the Manager of Customer Service, completed a multi-year management development and training program. Business Team Lead for some cross-functional corporate initiatives with Operations and Finance.

Customer Service Representative, Hamilton Hydro Electric System

1980 – 1986

Education:

- | | | |
|--|-------------------------------|------|
| • Leadership Development | Horizon Utilities Corporation | 2016 |
| • Executive Management Program | De Groot School of Business | 2013 |
| • Management Studies Diploma | McMaster University | 2007 |
| • Business Applications Certificate | Mohawk College | 2000 |
| • Call Centre Administrator Certificate | Nortel Communications | 1999 |
| • Ontario Management Development Certificate | Mohawk College | 1987 |

Industry and Community Involvement:

- Member, City of Hamilton Housing & Homelessness Advisory Committee
- Volunteer, 20,000 Homes Campaign, City of Hamilton & Poverty Roundtable
- LDC Member, Conservation First Implementation Group with the IESO
- Executive Sponsor, Horizon Utilities Employees' Charity Fund
- Chair, Electricity Distribution Association Conservation Council
- Member, City of Hamilton Community Heat Response Committee
- Member & Past Chair, Canadian Electricity Association Customer Council

LINAS MEDELIS, BSc.
VICE PRESIDENT OF CUSTOMER SERVICE

PROFILE

A strong and recognized leader who is highly collaborative, strongly goal-oriented, creative and adaptable with the ability to generate resilient, transparent engagement with all stakeholders. Committed to the key values of performance, accountability and innovation. Extremely successful at gaining commitment to the long-term organizational vision by engaging stakeholders with both respect and as valued team players. Well versed in mergers and fully cognizant of the importance of cultural integration. Has a unique technical knowledge of customer service systems and applications, coupled with an ability to assess risks, to create meaningful results that champion the customers' interests, delivers customer value and builds trust.

CORE COMPETENCIES

TEAM LEADERSHIP • coaching, mentoring, talent management, influencing, engagement, cultural intelligence

OPERATIONS • results oriented, high performing teams

STRATEGIC AGILITY • critical thinking, judgment, insight management, risk identification & mitigation

COMMUNICATIONS • stakeholders, town halls, simplified terms

PARTNERING • collaboration, collective bargaining, balance

PROFESSIONAL EXPERIENCE

Vice-President, Customer Service	PowerStream Inc.	Sept, 2015 – current
Vice-President, Customer Service CIS Sponsor	PowerStream Inc.	Oct, 2012 – Sept, 2015
Director, Customer Relations	PowerStream Inc.	May, 2010 – Oct, 2012
Manager, Customer Relations	PowerStream Inc.	Nov, 2006 – May, 2010
Supervisor, Customer Care / Service	Markham Hydro Distribution Inc.	2002 – Nov, 2006
Customer Inquiry Representative	Markham Hydro Distribution Inc.	1998 - 2002

PROFESSIONAL EXPERTISE & SELECTED ACHIEVEMENTS

Leadership

A transparent, engaged, forward thinking leader, who is focused on meeting the needs of the organization, customers and staff. Most significantly; led the PowerStream CIS project implementation and operational stabilization, one of the most complex and difficult projects ever undertaken by PowerStream, to a successful outcome without damaging a single relationship. Managed conflict and difficulties ethically and openly to foster partnerships, enhanced long-term relationships, build trust and ensure a culture of foundational values.

CUSTOMER INFORMATION SYSTEM IMPLEMENTATION

- Acting as the Project Sponsor, provided leadership to the project team and business partners overseeing the CIS system strategy and vision while driving project delivery to achieve budget and schedule targets with no material complications.
- Executed on risk management preparations, quality assurance, output validation/controls, customer communications and resource capacity planning.
- Designed and implemented a seamless engagement strategy bridging customers, regulators, municipal stakeholders and Ministry of Energy offices.
- Ensured organizational readiness through comprehensive online, instructor lead, "a day in the life" and call centre 'pilot' training resulting in high staff confidence ensuring flexible and multi-dimensional workforce capabilities to address emerging problems.

- Delivered the CC&B solution at \$3MM under the Board approved \$45.9MM budget and within the in-service delivery window.

CREATING CUSTOMER VALUE

- Working from a position of a 'customer advocate', championed the customer experience voice throughout the organization.
- Fostered staff engagement and influenced positive behaviours by effectively linking individual and team goals. Built a collaborative culture where teamwork, ownership and accountability for common goals was acknowledged and rewarded.
- Represented divisional and customer interests at senior level consultations; managed an operational budget of \$16.7MM; and, was accountable for leading a resource complement of 117.

Operations

Guided the Customer Service management team to achieve cost savings and operational efficiencies across the division while building a highly effective team delivering improved value for customers and shareholders. Successfully developed a nimble and customer centric culture utilizing technologies and partners to adapt to changing customer needs and operational priorities.

- Implemented an On-Line Performance Support System utilizing a 'Wikipedia' type search engine as a support tool for a digitally savvy, innovative and evolving work force.
- Enhanced Quality Assurance by leveraging existing systems and introducing integration technologies to bridge both internal and external contact centre QA programs while rolling in other customer touch points (emails) ensuring consistent customer experiences across multiple contact platforms.
- Co-led the communications initiative within PowerStream's Emergency Response Organization for the 2013 Ice Storm that impacted 92,000 PowerStream customers. Co-led the post-mortem internal review of our organizational and communication technology response to the storm. Employed customer 'journey maps' and analytics across multiple channels which resulted in the implementation of high quality customer solutions.
- Utilized analytics to assess the success of self-serve transactions and simplified processes by re-balancing risks. Modified self-serve processes and the presentation of information, significantly improving the success rate of transactions within a customer's preferred channel.
- Managed Operational Improvements resulting in an increase in the Customer Satisfaction score to 90.5% (2.5% improvement over 2014); Initial Satisfaction Score of 92% (6% over Ontario average & 3% over national average); and Billing Accuracy of 99.3%; over the same period as the new CIS was implemented.

Strategic Agility

A critical thinking leader who utilizes insightful management skills to break down organizational hierarchies to allow for seamless collaboration and resource flexibility.

- Designed and implemented motivational strategies with a customized approach for each customer service leader to ensure a proactive focus on critical activities, risks and the achievement of performance targets and results.
- Creatively expanded the boundaries of the standard management/union relationship to establish a rare level of commitment by unionized staff of a work environment with continuous delivery pressure.
- Utilized a broad range of tools to harvest customer insights beyond the standard UtilityPULSE surveys with detailed attention to eliminating negative customer experiences and creating new service offerings that are fast, simple and effortless.
- Effectively leveraged an extended workforce of alliance partners to achieve organizational agility, goal alignment and the ability to respond to issues on demand and in real-time.

Communications

Proven ability to retain composure, build trust and communicate effectively across a diverse range of stakeholder groups and issues. Capable of strategically assessing audiences to ensure that the message has meaning and

resonates. Particularly successful in building a strong appreciation for the complexity of the CC&B CIS Implementation project with the PowerStream Board of Directors by leveraging expertise to assist with brand and customer risk mitigation strategies. Successfully messaged a shared vision at various levels of ‘town halls’ and prepared stakeholders for business transformation activities. Ability to effectively communicate in public forums where tailored communications have been delivered to staff, municipal stakeholder, shareholders, media and customer audiences.

Partnering

Successfully have grown and fostered strategic partnerships with internal and external stakeholders including the Board of Directors, senior leadership team, municipalities, regulators, government ministries and key external vendors. Developed a highly successful contract negotiations strategy by focusing on material terms that are boiled-down to the greatest weight, such as early termination versus financial penalties. Strategically positioned vendor executives in front of internal executive teams, and the Board of Directors, to secure irrevocable vendor commitments. Established strong and productive relationships with union representatives and vendors alike resulting in progressive and balanced outcomes during contract negotiations and collective bargaining.

EDUCATION

Bachelor of Science (BSc.)	Trent University, Peterborough, Ontario
----------------------------	---

ACCREDITATION

Masters Certificate in Energy Sector Leadership	Schulich School of Business	York University
Essential Skills for Energy Sector Leaders	Schulich School of Business	York University
PROSCI Change Management	Project Management Institute	AdPro
Basic Emergency Management EM200	Emergency Management Ontario	

DRIVING CUSTOMER SATISFACTION & REGULATORY COMPLIANCE

PROFILE

A dedicated and results-driven leader with over 30 years of experience in the Energy Sector with a range of experience in multiple divisions of the electrical distribution field. Adept at managing teams and motivating people to bring forth their best. Successfully aligns departments to deliver strategic plans and organizational goals. Known for his work ethic and integrity, and is also recognized for his organizational commitment.

Leadership | Regulatory Affairs | Communication | Compliance | Cost Estimates
Rates | Regulatory Filings | Settlements | Forecast | Computer Modelling
Training & Coaching | Engineering | Continuous Improvement | Project Management

ACCOMPLISHMENTS

- Currently leading the Customer Care group to help successfully improve the overall customer experience. The latest Customer Survey indicates a noticeable improvement in Customer Service benchmarks since overseeing this position.
- Successfully lead the Regulatory department at Hydro One Brampton for 15 years to ensure that the company remained compliant with all OEB and IESO regulations. This included the successful submission of 15 rate applications, three (3) of which were Cost of Service applications.
- Lead the transition of Brampton Hydro into the deregulated electricity market while ensuring compliance with all OEB and IMO requirements.
- Received recognition from the Ontario Energy Board for contributions in assisting them in the development and implementation of the Rate Design and Modeling (RUD) model.
- Co-wrote and presented an industry paper entitled, "Distribution System Modelling" at the MEA Engineering and Operations Conference (1999).
- Co-wrote and presented an industry paper entitled, "Utilization Optimization and Loss Minimization of Utility Distribution Systems" at the MEA Engineering and Operations Conference (1993).

PROFESSIONAL EXPERIENCE

HYDRO ONE BRAMPTON NETWORKS INC., BRAMPTON, ON

Director, Customer Care

2014 - Present

Reporting to the President & CEO, and as a member of the Executive Leadership team, responsible for providing leadership and direction to the following groups: Customer Service, Credit & Collections, Energy Conservation and Energy Services and Communications. Lead the following departments: Industrial and Commercial Metering, Smart Metering, Wholesale Settlements, Regulatory Affairs, Energy Services, Conservation & Demand Management and Communications. Selected accountabilities includes, but not limited to:

- Align departmental goals and strategies with the corporate strategic plan.
- Achieve Hydro One Brampton's strategic objectives through the creation and implementation of customer, reputational, and employee communications strategies.
- Build positive relationships with customers, stakeholders and employees to generate awareness and support for Hydro One Brampton's vision and mission.
- **Evaluate and** apply best practice customer service and communications principles, to ensure effective customer and employee engagement.
- Design, implement and oversee energy conservation programs in order to achieve IESO designated targets for 2015 to 2020.

Director, Regulatory Affairs & Communications

2012 – 2014

Scott Miller

Reporting directly to the VP, Finance & Administration, and as a member of the Management team, responsible for providing strategic advice and direction to all senior management in order to ensure the corporation is compliant with all regulatory requirements from the various agencies, while maximizing shareholder value. Selected accountabilities included, but not limited to:

- Lead the following departments: Industrial and Commercial Metering, Smart Metering, Wholesale Settlements, Regulatory Affairs, Energy Services, Conservation & Demand Management and Communications.
- Accountable to ensure company compliance with all OEB and IESO regulations
- Prepared and submitted all rate applications and regulatory filings for approval to the OEB.
- Evaluate and apply best practice customer service and communications principles, to ensure effective customer and employee engagement.

Manager, Regulatory Affairs

2002 - 2011

Reporting directly to the VP, Finance & Administration, responsible for providing strategic advice and direction to all senior management in order to ensure the corporation is compliant with all regulatory requirements from the various agencies, while maximizing shareholder value. Selected accountabilities included, but not limited to:

- Lead the following departments: Industrial and Commercial Metering, Smart Metering, Wholesale Settlements, Regulatory Affairs, Energy Services and Conservation & Demand Management.
- Prepared and submitted all rate applications and regulatory filings for approval to the OEB.
- Oversaw all cost of power settlements processes and purchases from the IESO. Ensured all market related settlements and rebates were collected from and distributed to customers.
- Forecasted and prepared the corporations distribution revenue associated with rate submissions.

Analyst, Project/Rates

2000 - 2002

- Established an unbundled rate structure for all customer classifications in conjunction and compliance with OEB codes and guidelines.
- Instituted utility compliance with OEB and Independent Market Operator's requirements.

Senior Engineering Technician, Planning & Standards

1994 – 2000

- Recommended and implemented overhead and underground distribution standards.
- Completed computer modelling and simulation of the 27.5 kV and 44 kV systems for the purpose of performing load flows, short circuit studies and load optimization studies utilizing DESS software.
- Provided system demand and energy forecasts; utilized for financial projections and system planning.
- Executed economic studies and system analysis in order to determine the most cost efficient options required to meet system planning requirements.

Additional Roles at Hydro One Brampton Networks, Inc.

Planning and Standards Engineering Technician

1991 – 1994

Engineering Technician

1986 – 1991

EDUCATION & CERTIFICATIONS

OACETT Management Development Diploma ■ York University	1995
Management Development Certificate ■ York University	1993
Electrical Engineering Technology Diploma (Power) ■ Ryerson Polytechnical Institute	1986
Electrical Engineering Technologist ■ OACETT	1986

LAWRENCE D. WILDE

CAREER SUMMARY

General Counsel and Senior Lawyer with over 20 years of experience in corporate law and business leadership. Emphasis on transactions, corporate financing, regulatory and energy sector. Extensive experience in:

- Corporate, Structured and Project Finance
- Corporate Governance
- Mergers, Acquisitions and Divestitures
- Commercial Transactions
- Managing legal risks in an in-house setting
- Leading in-house legal department
- Compliance with energy and securities regulations
- Energy Trading

PROFESSIONAL BACKGROUND

Horizon Utilities Group of Companies, Hamilton, Ontario
Vice President, General Counsel & Corporate Secretary

March 2015 to Present

Directed all aspects of the legal affairs of the group of companies; reporting to and providing strategic guidance to the CEO, Executive Team and Board of Directors. Oversaw full range of business affairs including: corporate governance, commercial transactions, contract preparation and negotiation. Performed all corporate secretarial functions.

Selected Accomplishment:

- Successful negotiation of a \$3.5 billion merger of Enersource Corporation, PowerStream Holdings Inc. and Horizon Holdings Inc. and acquisition by the successor corporation of Hydro One Brampton Networks Inc.

Lawrence Wilde, Barrister & Solicitor, Mississauga, Ontario

2012 to March 2015

Advised major corporations on a variety of legal, business and strategic matters including acquisitions, joint ventures, corporate governance, regulatory matters

Toronto Hydro Group of Companies, Toronto, Ontario
Vice President, General Counsel & Corporate Secretary

2000 to 2012

Directed all aspects for the legal affairs of a \$2 billion energy company; Canada's largest electric utility; reporting to and providing strategic guidance to the CEO and Board of Directors. Oversaw full range of business affairs including: corporate governance, debt financings, credit facilities, commercial transactions, acquisitions, divestitures, joint ventures, strategic alliances, gas and electricity retailing and trading, litigation, risk management, regulatory, privacy. Led the internal and external legal team to support consolidated operations. Structured and oversaw implementation of new business ventures. Managed governance relations with outside stakeholders. Managed legal relations with securities and energy regulators. Performed all corporate secretarial functions.

Selected Accomplishments:

- Led the restructuring of Corporation's debt and the issuance of its initial \$225 million public debt offering and subsequent public debt offerings and negotiated \$500 million syndicated credit facility to finance operations and fund increased capital investment

Lawrence D. Wilde

- Oversaw the acquisition and construction of Canada's first urban wind turbine as the cornerstone of a renewable energy plan
- Designed and led implementation of initial corporate disclosure policy, Board mandate, Board committee charters and corporate code of business conduct to ensure best practices in corporate governance
- Successfully negotiated \$200 million sale of Toronto Hydro Telecom Inc. to monetize the increase in value of the telecom business
- Established policies and procedures to ensure compliance with securities laws disclosure obligations and electricity and gas regulatory obligations
- Organized Toronto Hydro Energy Services Inc.'s electricity and gas retailing businesses
- Negotiated physical and financial gas and electricity trading agreements to profitably supply retail contracts in the electricity and gas retailing businesses
- Structured electricity hub transaction business to facilitate electricity retailing in Ontario and served on its Board of Directors to ensure continued success of that business
- Restructured corporate procurement policy, procedures and approval process to address increased demand and corporate amalgamation, to enable a 200% increase in capital investment
- Streamlined legal department to efficiently manage the consolidation and amalgamation of six utilities

Stikeman, Elliott LLP, Toronto, Ontario Lawyer

1995 to 2000

Advised major corporations and financial institutions on a variety of legal, business and strategic transactions. Transactions included: Domestic and international commercial transactions. Senior investment, divestitures, acquisitions, mergers, joint ventures, independent power projects and privatizations. Finance - structured finance, syndicated credit facilities, derivatives, securitizations and public debt and equity offerings. Restructuring foreign and domestic energy industries. Also advised domestic and foreign clients on corporate governance matters.

Representative Transactions:

- Counsellor a Singaporean company on acquiring a controlling interest in a power project in China
- Advised a UK company in connection with the auction and sale of its shares in a Canadian company
- Negotiated \$60 million sale of shares in privately held Canadian company to a US company
- Counsel to various financial institutions in structuring securitizations and derivatives
- Negotiated \$115 million acquisition of shares in a Canadian company by privately held US company
- Advised UK public company on Canadian law aspects of worldwide swap of assets
- Counsel to an international consortium bidding on \$4 billion infrastructure privatization
- Negotiated acquisition by a Japanese company of technology from a Canadian company
- Licensed technology owned by Canadian companies to foreign companies
- Counsel to an international banking syndicate for a \$200 million acquisition loan to a US company
- Counsellor an international banking syndicate on a \$220 million foreign acquisition loan
- Advised the Hungarian Privatization and State Holding Company (Allami Privatizacios es Vagyonkezeles Rt.) in connection with the privatization of the Hungarian electricity industry
- Negotiated inter-provincial connection, support services and reliability management agreements related to the Alberta transmission system for the Alberta Transmission Administrator
- Counsel to various companies in connection with debt and equity offerings in Canadian securities markets

Mitsui, Yasuda, Wani & Maeda, Tokyo, Japan Lawyer

1991 to 1995

Advised Japanese and international clients on a wide variety of legal matters including domestic and international divestitures, mergers, acquisitions, corporate, project and structured finance transactions involving

Lawrence D. Wilde

syndicated credit facilities, derivatives, securitizations and public debt and equity offerings, independent power projects, private placements, commercial transactions, joint ventures and technology transfers.

Representative Transactions:

- Counsel to Canadian and Japanese companies in connection with joint ventures in Japan, Canada, Germany, Thailand, Indonesia, Hong Kong, United States, Hungary, United Kingdom and Malaysia
- Negotiated \$50 million acquisition of a US subsidiary of a UK company for a Japanese company
- Counsel to Japanese public and private lender syndicates in connection with the financing of independent power projects in Pakistan, the Philippines and China
- Negotiated \$650 million acquisition of an international hotel chain, \$600 million acquisition of a manufacturing business in Thailand and \$550 million acquisition of a recreational company in Hawaii
- Structured and documented derivatives for Japanese and foreign securities companies
- Securitized automobile loan receivables in Japan for German bank
- Negotiated Yen and US\$ loans for Japanese lenders and syndicates to borrowers located in China, Thailand, Korea, Australia, Hong Kong, Austria, Germany, Switzerland, Canada and the United States
- Advised Australian bank in respect of a series of railway car financings in Japan
- Counsel to various Japanese companies in connection with equity offerings in the Euromarket

PROFESSIONAL STATUS

Member: Law Society of Alberta, Law Society of Upper Canada (Ontario) and Law Society of British Columbia

EDUCATION

Bachelor of Laws, University of Alberta
Edmonton, Alberta

Bachelor of Arts, Brigham Young University
Provo, Utah

LANGUAGES

English and Japanese

SELECTED PUBLICATIONS AND CONFERENCES

“International Corporate Governance Practices”, Inter-American Development Bank, Medellin, Colombia, 2005

“Ethics and Corporate Governance”, Corporate Ethics Summit, Toronto, 2005

“Perspectives on Transacting for Electricity in Ontario”, Panel Member, Ontario Energy Contracts Conference, Toronto, 2005

“Evolving Legal Framework for Power Project Financing in China”, Canada and IPP Conference, Washington D. C., 1998

“Negotiating Acquisitions in a Privatization”, Power-Gen Europe '97 Conference, Madrid, 1997

Editorial Advisor, **Letters of Credit Report**

Co-editor, **“Economic Regulation/Foreign Trade”** and **“Commercial Litigation/Arbitration”**, CCH – Japan Business Law Guide

Co-author, **“Securitization of Auto Loans in Japan”**, International Asset Securitization, ed. Norton, Spellman & Dupler, Lloyd's of London Press Ltd., 1995

Co-author, **“Nihon Netting”**, IFR Financial Products, September 7, 1994

“Derivatives Netting in Japan”, International Financial Law Review, October, 1992

PROFILE

Highly skilled executive lawyer with broad experience in effective management of corporate legal/business environments, including acquisitions, mergers, divestitures, financings, public and private company governance, litigation, employment/labour relations, environmental matters, pricing and competition law, and international contracts.

- Proven Leader
- Team Player
- Talent for seeing the “big picture”
- Practical and Proactive
- Expert Negotiator
- Skilled Communicator

CAREER HISTORY

PowerStream Inc.
Vaughan, Ontario

June 2004 to Present

Executive Vice President Corporate Services & Secretary

Member of the Executive Leadership Team of Ontario's second largest municipally owned electricity distribution company, serving more than 370,000 customers including the municipalities of Markham, Richmond Hill, Vaughan, Aurora and Barrie, Ontario. Member of Executive Operating Committee and the Senior Executive responsible for the Legal, Human Resources, Organizational Effectiveness, Health and Safety, Supply Chain (including facilities and fleet) Services, Information Services and Corporate Communications Departments.

Major Accomplishments:

- Key member of executive team that:
 - Successfully merged the former Markham Hydro, Richmond Hill Hydro and Hydro Vaughan to form PowerStream Inc., the largest, at the time, voluntary merger in the electrical distribution sector in the history of Ontario
 - Successfully acquired and integrated Aurora Hydro
 - Successfully merged and integrated Barrie Hydro with PowerStream to form the second largest municipally owned Local Distribution Company in Ontario
- Member of the three person Executive Operating Committee that successfully managed the day-to-day operations of the corporation
- Lead a Corporate Services team of approximately 100 employees that consistently met and exceeded its annual corporate goals and objectives
- Working closely with the EVP, CFO provided leadership and direction to the successful implementation of a state of the art Customer Information System
- As Secretary, and Chief Legal Officer helped establish sound governance practices and developed a strong collaborative working relationship with the Corporation's Board of Directors and Shareholders.

Hydro Vaughan Distribution Inc.
Vaughan, Ontario

Dec. 2002 to June 2004

Vice President Corporate Services & Secretary

Member of the Executive Management Team, responsible for Human Resources, Regulatory, Communications and Legal departments and functions.

Major Accomplishments:

- Established Corporate Services function for legal, human resources, communications
- Helped established good corporate governance
- Worked to establish corporate growth strategy

Capital Environmental Resource Inc.
Burlington, Ontario

Nov. 1999 to Nov. 2001

Executive Vice President, General Counsel and Secretary

- Member of senior management team of public solid waste management company traded on Nasdaq (CERI) with operations in British Columbia, Alberta, Ontario, New York, Pennsylvania and Ohio. Main areas of practice included: Acquisitions and market development initiatives, credit facilities, corporate restructuring, major contracts, environmental matters, litigation management, public company governance, pricing and competition law, regulatory compliance, health and safety issues, and employment/labour relations issues.

Major Accomplishments:

- Key player on Executive Team that successfully turned around Capital following the departure of the CEO
- Successfully renegotiated Capital's \$150 million plus banking facility with its US/Canadian banking syndicate of seven banks
- Facilitated change-in-control transaction with new investor group
- Successfully completed several acquisitions, including privatization of a landfill in Alberta
- Effectively directed key litigation
- Significantly improved Capital's profile with a key Canadian regulatory body
- Successfully negotiated several collective agreements and deflected a unionization drive.

Browning-Ferris Industries Ltd.
Toronto, Ontario

July 1994 to October 1999

Vice President, General Counsel and Secretary

- Senior Canadian executive for Canadian subsidiary of Fortune 500 U.S. based waste and recycling company with numerous operations across Canada. Main areas of practice included: Acquisitions and market development initiatives, major contracts, environmental matters, litigation management, public company governance, pricing and competition law, regulatory compliance, health and safety issues and employment/labour relations issues. Dennis – you might want to consider differentiating these from the list in the prior role

Major Accomplishments:

- Assumed role of leadership as Senior Canadian executive, effectively managing BFI's Canadian business throughout changes in management and sale of the company

- Achieved all management and legal objectives on major projects, such as acquisitions, permitting and expansions. Projects completed in the timeframe required with significant cost savings achieved
- Managed high volume of work efficiently and effectively
- Successfully managed major permitting/expansion processes for landfills in southwestern Ontario and Calgary, Alberta, resulting in excess of \$1 billion in capacity
- Negotiated \$80 million plus contract for waste transportation and disposal with the City of Toronto
- Successfully managed several key lawsuits, including reviews by the Canadian Competition Bureau.

INDAL LIMITED
Toronto, Ontario

November 1987 to July 1994

Associate/Acting General Counsel & Assistant Secretary

Provided a wide variety of legal services to senior management and group companies, at the head office of a billion dollar diversified manufacturing company with 26 operating divisions and subsidiaries in Canada and the United States. Main areas of practice included: Acquisitions and divestitures in Canada and the United States, securities and corporate secretarial involving several jurisdictions, commercial real estate, computer hardware/software licensing, environmental matters, patent and copyrights, instructing and monitoring numerous outside counsel in several jurisdictions, litigation management, pricing and competition law, sales representation and distribution agreements, and employment/labour relations issues.

Major Accomplishments

- Achieved all management and legal objectives on major projects such as acquisitions, divestitures, plant closures; Projects completed in the timeframe required with significant cost savings achieved
- Assumed broader responsibilities as Acting General Counsel, in part to allow the Vice-President and General Counsel to focus on operations
- Successful management of outside counsel, including the establishment of a new relationship with a major U.S. law firm

BABCOCK AND WILCOX LTD.

October 1985 to November 1987

(Major International Supplier of Power Generation Equipment and Services)
Cambridge, Ontario

Corporate Counsel

- Lead Canadian counsel that led a three-lawyer department which provided legal services to Canadian and international arm of leading U.S.-based power generation manufacturing and services company. Main areas of practice included: Drafting and reviewing a wide variety of contracts and other legal documents, including consortium agreements, sales representation agreements, technology transfer agreements and direct contact negotiations with a variety of customers, often involving millions of dollars, domestic and internationally.

Major Accomplishments

- Successfully negotiated key domestic and international contracts critical to the Corporation's success
- Personal involvement in the bidding strategy and negotiation of all major contracts
- The development of a practical approach gained from an understanding of the corporation's businesses and risks, both technical and legal, with the goal of facilitating the overall business objectives of the corporation – not too sure what this means!!

BABCOCK AND WILCOX LTD., Cambridge, Ontario, Assistant Legal Counsel
RICHARDSON & NOLAN, Waterloo, Ontario, Associate Solicitor

1983 to 1985
1982 to 1983

EDUCATION AND PROFESSIONAL DESIGNATIONS

Called to the Bar of Ontario

Faculty of Law, Bachelor of Law
University of Windsor

Completed First Year Masters Degree in Political Science
University of Windsor

Bachelor of Arts, with a Major in Political Science
University of Windsor