

Public Call for Board Director Applications Newmarket-Tay Power Distribution Ltd.

Location: Newmarket

Overview of the Company

Newmarket-Tay Power Distribution Ltd. (NTPDL) is a local electricity distribution company ("LDC") licensed by the Ontario Energy Board., which is jointly owned by the Municipalities of Newmarket (93%) and Tay (7%). NTPDL oversees an asset base of approximately \$115 million and serves more than 50,000 customers in Newmarket, Tay and Midland.

End-State Vision 2040 – Enabling Electric City

Through 2040 and beyond, the role of the company will be to create and support the conditions that enable our service areas to become Electric Cities. By 2040, we envision that Newmarket, Tay and Midland will be leading Electric Cities in Ontario, achieving or exceeding the net zero carbon emissions target and climate change goals.

The Smart Grid and Smart City will have converged, enabling the implementation of Electric City concept in which everything is powered by electricity, with much of the electricity produced by local, small scale generation linked by microgrids. Transportation, for example, is envisaged to be provided by the continuous availability of virtually owned/leased/rented electric cars available on demand, electric buses and trains. A sophisticated communication and information technology ("CIT") network will provide a communications system that enables the Electric City. As early adopters, our urban centres will enjoy the social and economic benefits of being among Ontario's first Electric Cities.

From an electricity distribution perspective, we anticipate that each of the clusters will be mostly self-sufficient for essential demand, incorporating generators and consumers within regulated cluster micro-grids. All cluster consumers will be capable of sustained operations using electricity generated from within the cluster.

Director Position

The Board of Newmarket-Tay Power Distribution Ltd. is comprised of up to seven Directors. Two of the Director positions are filled by the Mayors of Newmarket and Tay. Currently, one independent Board Director is being sought. The newly appointed Director will begin serving in January 2020.

Board Director Term and Location

Board Members will serve an initial term of up to three years, with eligibility for reappointment for a second and third consecutive term, for a total of up to nine years. This role is part-time, and based in Newmarket, Ontario.

Time Commitment

Meetings of the Board of Directors are scheduled a year in advance and Board members can expect to participate in an average of six Board and four Sub-Committee meetings per year and



must make reasonable efforts to attend the entire period of the two-to-three-hour meetings on a face-to-face basis. In keeping with good governance practice, Board member attendance at meetings of the Boards of Directors and their Committees is included in the Annual Report that is presented to the Shareholders at the time of the Annual General Meetings.

Skills and Experience

The Board is skills-based and conducts an annual Board skills assessment to ensure an appropriate balance of skills, expertise and experience is maintained.

All candidates for appointment to the Board must meet certain requirements, including:

- Demonstrated integrity and high ethical standards;
- Relevant career experience and expertise; and
- An understanding of the role of the company both as a service to local ratepayers and an asset of taxpayers.

In addition, the nomination and selection process is designed to ensure the Board includes and maintains the following overarching competencies among one or more Directors:

- Strong business background, including competitive business experience and strategic planning;
- Energy and business experience and expertise;
- A strong financial background including financial accreditation and public or private market financing experience;
- Relevant industry sector experience in the areas of power, electricity, telecommunications;
- Board governance experience;
- Merger and acquisition experience;
- A diversity of experience and backgrounds; and
- Broadband, CIT, and innovation experience.

As a member of the Board, you will play an active part in guiding the future business strategy.

To apply for this position, please submit your cover letter and résumé to Ron Burkholder at rburkholder@boyden.com, preferably on or before August 21, 2019. **Please state the title of the position in the subject line of your e-mail.**

We thank all applicants for their interest, however only those under consideration for the role will be contacted.