

Background:

At the October 8, 2019 City Council meeting, Council approved changing the composition of the Board of Greater Sudbury Utilities Inc. (GSUI) and the Board of Greater Sudbury Hydro Inc. (GSHI). The Boards are now comprised of seven (7) individuals which include three (3) City directors and and four (4) independent directors. By-law 2019-183 was read and passed on November 12, 2019 confirming these changes.

Given the new direction, a deadline of Friday, March 27, 2020 at 4:30 p.m. was set to receive applications to fill the two (2) new independent director positions.

Advertisements were placed in local newspapers as well as other media outlets.

Applications and information regarding the vacancies were posted online and were available in Clerk's Services as well as Citizen Service Centres. All application forms received prior to the deadline were forwarded to the Nominating Committee of the GSUI Board.

As provided in the Shareholders Declaration By-law 2019-183, the Nominating Committee of the GSUI Board, consisting of the three Councillors appointed to the Board, evaluate and recommend potential candidates for Private Directors to the two Boards to City Council. The Nominating Committee of the Board is expected to take into account Section 4.2 when recommending a slate of candidates.

Section 4.2 reads as follows:

"Qualifications of Directors - In addition to sound judgment and personal integrity, the qualifications of candidates for the Board or the board of directors of any Subsidiary may include:

- (a) awareness of public policy issues related to the Corporation or a Subsidiary, as applicable;
- (b) business expertise (including retail experience);
- (c) experience on boards of commercial corporations;
- (d) financial, legal, engineering, IT, accounting and/or marketing experience;

- (e) regulated industry knowledge including, but not limited to, knowledge of municipal electric utilities; and
- (f) knowledge and experience with risk management strategy."

Pursuant to Section 4.6 of the Shareholder Declaration By-law 2019-183, Council as a Shareholder shall consider candidates for the Board and Subsidiaries' Boards nominated by the Nominating Committee and take into account the qualifications listed in Section 4.2.

The Nominating Committee reviewed the applications and recommend (see attached) that Christine Visser and Lynn Dupuis be appointed as Directors of Greater Sudbury Utilities Inc. and its subsidiary boards and that Gerry Labelle and Kati McCartney be appointed as Directors of Greater Sudbury Hydro Inc., respectively, until their successors are appointed.