



Terms of Reference

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| Committee Name: Community Hydro Distribution Advisory Committee | Committee Type: Advisory Committee |
| Staff Support/Departmental Support: Not applicable. Staff Support provided by NT Power. | Created by: Resolution 2019-99 |
| Date Approved: April 3, 2019 | Amendments: Resolution 2020-110 |

Mandate/General Statement

Midland Town Council undertook the sale of the MPUC (Town's Hydro Distribution Company) in 2017. As a condition of the sale, Council was determined to create a community liaison committee for the purpose of interfacing with the new company to ensure that there was an appropriate vehicle for the exchange of information.

Council's intentions are to develop a positive working relationship with the new operator; to ensure the high standards of hydro electric distribution services in the Town of Midland are maintained; and the working relationship with the community in the broadest sense remain effective and responsive.

Authority

The Committee has been established pursuant to section 6.4 of a Share Purchase Agreement entered into by Newmarket - Tay Power Distribution ("NT Power") and Midland on May 31, 2017.

Committee Composition

1. The Committee shall consist of six (6) representatives:
 - a. Council shall appoint up to three (3) representatives to the Committee.
 - b. The Utility shall appoint three (3) representatives in their sole discretion as the balance of the Committee.
2. The Town's representation shall consist of 3 representatives as follows:
 - a. Two (2) Public Representatives:
 - One of the members should represent the local Business Community;
 - The second member should have a keen interest in the nature of the delivery of the hydro distribution services. Council may want to consider

for this first term of the committee's existence the appointment of one of the current MPUC Board Members to provide some degree of continuity and understanding of the former utility business.

b. One (1) Council representative.

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Legislative/statutory requirement for Council representation (Y/N).

3. The Clerk (or designate) shall receive and review Committee applications and complete the related criteria-based matrix detailing each applicant's ranking for Council's consideration at an upcoming Council meeting.
4. A Chair and Vice-Chair shall be elected annually by the voting members from within its membership but shall not be a member of Council.

Term of Appointment

1. Town Members shall be appointed for a term of four (4) years concurrent with the term of the Council or until replaced or re-appointed by a new incoming Council. The NT Power appointees shall serve at the pleasure of NT Power.

Committee Criteria

1. Preference will be given to persons who are residents and/or property owners within the Town of Midland. (Unless Council stipulates otherwise).
2. Members shall be appointed based on the following skills and/or knowledge: including a general understanding of the current provincial hydro distribution regulatory framework which governs the operations NT Power.
3. Members should have an appreciation for the Midland community along with the current challenges and opportunities within Midland.
4. Members must be able to commit the necessary time to Committee meetings and events (if applicable).
5. Members shall provide adequate notice to staff if unavailable to attend meetings.
6. Members should demonstrate a strong interest in the Committee's mandate.
7. Acting on behalf of the Town/Code of Conduct, members shall conduct themselves as a representative of the Town.
8. Resignations from Committee members shall be tendered in writing to the Utility designated support staff. The designated support staff will advise the Clerk; who shall advise Council.

9. Attendance:

- a. If a member misses three (3) consecutive meetings and the Chair of the respective Committee has not granted permission for same, the Chair shall notify Council in writing concerning the absence.
- b. Upon notification by the respective Committee Chair regarding the absence, Council may declare the seat of any Town member of the committee vacant.

Committee Duties

1. The Advisory Committee will function as the primary conduit to ensure regular and ongoing dialogue between the Utility and the Town of Midland.
2. The Advisory Committee will receive information from the operator, and provide input to and feedback on, the provision of utility distribution services in the Town of Midland, with emphasis on such matters as quality of service, reliability, safety, presence in the community, growth and other matters of particular concern to Town of Midland residents and businesses.
3. NT Power will also continue to provide advice to the Municipality through the Town's Technical Advisory Committee which plays a role at the municipal staff level in evaluating land use changes, new developments, potential economic development initiatives, capital budget planning, etc.

Agendas

An agenda for each meeting shall be set by the Committee chair and circulated to members at least one week in advance of each meeting.

Staff Support and Duties

NT Power shall provide the following Secretariat support to the Committee determine the staff resources at the time of establishing the Committee.

1. The Secretariat support shall work with the Chair to coordinate the meetings, set agendas, publish and distribute agendas, and record and distribute the minutes to the Committee for approval.

Meetings

1. The Committee shall meet on a regularly scheduled basis and shall determine the meeting schedule at the commencement of each year, being at least six (6) times per year for the first five (5) years after its formation and quarterly thereafter. Notice of any changes to the meeting dates shall be provided to the public in accordance with the Town's Procedural By-law. Meetings during the months of July and August shall be at the discretion of the Chair.
2. Meetings shall be held at the Town Municipal Offices or in such other place as appointed.
3. A quorum for meetings shall be 50% plus one (1) of the voting members.

Reporting Structure

1. Minutes of Committee meetings shall be approved by the Committee at its next meeting and forwarded to Council as information through the Council Information Package (CIP).
2. The Committee shall provide a deputation to Council annually outlining the Committee's accomplishments and providing an overview of its objectives for the following year.

Budget

Not applicable.

Compensation

Committee members will not receive compensation for meetings attended or other time spent on Committee activities. Reimbursement for any out-of-pocket or other sundry expenses incurred by members in the course of conducting Committee activities will be the responsibility of the member's appointing authority.

Review of Terms of Reference / Sunset Clause

Prior to the end of the first quarter of the fourth year of the Council Term, the Committee shall review the Terms of Reference and recommend to Council any amendments by way of a Committee report.

Definitions

1. "Town" means the municipal corporation of the Town of Midland;
 2. "Clerk" means the Municipal Clerk for the Town of Midland;
 3. "Committee" means the Community Hydro Distribution Advisory Committee established by this by-law;
 4. "Council" means the governing body of the Town;
 5. "Member" means an individual appointed to the Committee;
 6. "Procedural Bylaw" means the Town bylaw which provides for the Rules of Procedure for Council and its Committees.
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