

1. Introduction

Southgate Solar LP (SSLP) is preparing an application for a Renewable Energy Approval (REA) for the Southgate Solar Project (SSP), a proposed 50 megawatt (MW) solar facility to be located in the Township of Southgate and County of Grey.

Per the requirements of Ontario Regulation 359/09, SSLP completed the First Public Meeting for the project on July 17, 2014 and is anticipating holding the Second Public Meeting in early 2015. Through discussions with the Township of Southgate, SSLP is establishing a Community Liaison Committee (CLC) to obtain feedback on the project and identify potential community concerns of the public and interested stakeholders. This document outlines the Terms of Reference for the Southgate Solar Project CLC.

2. Purpose

The intention of the CLC is to provide an opportunity for a variety of stakeholders to have meaningful, discussions about the development of the Southgate Solar Project. It will provide a place to discuss community issues and concerns that may arise related to the Renewable Energy Approval (REA) process, the phases of the project (construction, operation, and decommissioning) and how potential impacts to the environment could be addressed.

Through their association with others in the community, members of the CLC will facilitate the proactive identification of community issues and interests and will bring them to the attention of SSLP. They will also develop knowledge of the project that they can share with the community.

Meetings are open to members of the public, however members of the public are asked to raise their questions or concerns by bringing them to a member of the committee prior to the start of the meeting. The committee members will be empowered to hear the questions and concerns of the public and will be able to bring them to the attention of SSLP.

Specifically, the objectives of the committee are as follows:

- Increase the public's knowledge base of solar energy by providing accurate and up-to-date information on the development, construction, installation, use, operation, maintenance and retirement of the Southgate Solar Project (as applicable);
- Help SSLP better understand the public's concerns and perception of the project, especially during the development and construction process (as applicable); and
- Engage in meaningful and open dialogue in order to identify opportunities for improvements and mitigation and work towards resolving or minimizing conflicts and gaining support/acceptance for the Project.

3. Mandate

The advice of local residents, businesses and community leaders can lead to improved decisions and enhanced communications with the local community. The CLC will be one of the methods through which feedback on the Southgate Solar Project will be provided to SSLP representatives.

The CLC will be guided by principles of collaboration and problem solving, resolution of issues, lessening/mitigating of impacts, and encouraging the use of best practices in the areas of health, safety and the environment. It is not anticipated that the group would have decision-making authority.

Specifically, the mandate of the CLC is to:

- Act as a liaison facilitating two-way communication between SSLP and members of the public with respect to issues related to the development, construction, installation, use, operation, maintenance and retirement of the Southgate Solar Project (as applicable);
- Provide a forum for SSLP to provide regular updates on the development, construction, installation, use, operation, maintenance and retirement of the Southgate Solar Project (as applicable) with members of the public;
- Ensure that any concerns resulting from the development, construction, installation, use, operation maintenance and retirement of the project (as applicable) are discussed and communicated to SSLP;
- Assist in the identification of current and potential community issues relative to the REA approval process of the SSP;
- Discuss potential impacts of the phases of the SSP – construction, operations and decommissioning;
- Share information and knowledge of the SSP study area; and
- Identify or comment on mitigating measures to be put in place to minimize the impact of construction or operations.

4. Membership

The CLC will consist of local stakeholders, which includes individuals from the following groups:

- Landowners;
- Residents within 1 km of the Project;
- Aboriginal communities;
- Members of the Agriculture community;
- Business / industry representatives;
- Local social and environment organizations; and
- Representatives from local government agencies.

The CLC meetings will be facilitated and supported by representatives from a neutral consultant. In order for the CLC to operate effectively and efficiently, it will be limited to 14 members. However, meetings will be open to the general public for observation and requests for delegations may be submitted. The CLC meetings will also be attended by at least one (1) company representative as well as technical staff/specialists.

Members will be identified using the following means:

- General networking;
- Notice of opportunity to participate published in three (3) local newspapers;
- Posting of the Notice on the project and Township of Southgate website;
- Distribution of the Notice to property owners within 120 m of the proposed Project Location ;
and
- Correspondence with organizations, groups, and First Nations identified on the Ministry of Environment and Climate Change's Duty to Consult List.

CLC members are required to attend a minimum of three (3) Committee meetings.

5. Organization and Administration

Code of Conduct

The purpose of the Code of Conduct is to provide common expectations for the behaviour of all CLC members and the project team.

The CLC is a mechanism for community engagement and communication. All CLC members are to be committed to attending and participating in the meetings by respectively listening to information provided by the Facilitator, SSLP, their consultants, and other CLC members. CLC members are to provide input and engage in discussions in a respective and constructive manner.

While opinions and ideas may differ between members, all CLC participants and representatives of SSLP should feel comfortable expressing their opinion. This will ensure effective and productive meetings for all involved.

Disrespectful or disruptive behaviour towards team members or other members of the CLC will not be tolerated. If a member is being disruptive and the conversation cannot progress in a constructive and meaningful way, a member may be asked to leave the committee, at the discretion of the project team.

Meeting Facilitation

The meetings will be chaired by a neutral facilitator. The facilitator's role includes:

- Assisting with CLC member selection;
- Preparing and distributing meeting notices and agendas;
- Facilitating each meeting;
- Recording and distributing minutes of each meeting ; and
- Preparing reports about the Community Liaison Committee's activities.

CLC Member Responsibilities

The CLC provides a mechanism for community engagement and communication. All CLC members must be committed to attending and participating in the meetings by listening to information provided by the Developer, providing input and engaging in discussion in a respectful and constructive manner. While opinions and ideas may differ, all will be listened to and considered.

The following outlines the specific roles and responsibilities of the various participants.

CLC Members

Participants will be responsible for:

- Attending all CLC meetings
- Working within the Code of Conduct for the CLC;
- Listening to/reviewing and considering the views of fellow CLC participants and information provided by SSLP;
- Identifying areas of concern or interest about the Project;
- Participating in discussions;
- Listening to and considering the opinions of other CLC members;
- Providing constructive feedback on SSLP's suggestions for improvements;
- Participating in the evaluation of requests for public delegations; and
- Assisting SSLP in keeping the local community and other interest groups apprised of information about the project by relaying information via existing community networks.

The Developer and its technical staff and specialists (as required) will be responsible for:

- Attending all meetings;
- Working within the Code of Conduct for the CLC;
- Providing the CLC with accurate and up-to-date information on the development, construction, installation, use, operation, maintenance and retirement of the project (as applicable);
- Listening to issues, concerns and suggestions;
- Participating in discussion and providing answers or additional follow-up information;
- Reviewing meeting minutes and other materials prepared by the CLC or members of the public prior to attending subsequent CLC meetings; and
- Posting all CLC materials (e.g., agendas, minutes, and additional materials) on its website.

Agendas and Notes

Draft agendas for Committee meetings and related information will be circulated a minimum of one week in advance of the scheduled meetings. Members of the Committee and SSLP representatives may identify items for the agenda.

Typical agenda items may include:

- Introductions

Southgate Solar Project
Community Liaison Committee (CLC)
Terms of Reference.

- Review of previous meeting notes
- Project update and scheduled activities
- Issues and concerns
- Next steps

The proceedings of the CLC meetings will be recorded in the form of meeting minutes. The meeting minutes will be circulated in draft form to the CLC members within three (3) weeks of the meeting occurring. At each meeting, the previous meeting's notes will be reviewed by the members.

Meeting Schedule

A total of three CLC meetings will take place over an 18 month period beginning in November 2014. Meetings are expected to last approximately two hours, plus the anticipation of one hour in advance for preparation.

The three CLC meetings will take place on or around the following dates:

- November 18, 2014
- To be determined (TBD), tentatively second Quarter (Q2) of 2015
- To be determined (TBD), tentatively fourth Quarter (Q4) of 2015

Term

A CLC member will sit for at least three evening meetings over an 18 month period.