

Town of Collingwood Judicial Inquiry

AFFIDAVIT OF ROBERT HULL

I, Robert Hull, of the City of Toronto in the Province of Ontario, MAKE OATH AND SAY:

1. I have knowledge of the matters contained in this affidavit. Where my knowledge is based on information and belief, I have identified the source of the information and belief and in all cases believe it to be true.
2. I am a lawyer and a partner at Gowling WLG. Prior to 2011, I had done work for PowerStream Inc. ("PowerStream") on mergers and acquisitions with other local distribution companies. I was retained on or about September 20, 2011 to act for PowerStream in its response to a request for proposals issued by Collus Power.

September 28, 2011 Conversation with David McFadden

3. In or about September 2011, I became aware that Collus Power Corp. ("Collus Power") may be issuing a request for proposals (a "RFP") through conversations with Dennis Nolan of PowerStream.
4. PowerStream representatives expressed a desire to me to learn the relevant dates for the Collus Power RFP in order to put a team in place to prepare PowerStream's response.
5. On September 27, 2011, PowerStream asked me to make inquiries of David McFadden about the process. At that time, David McFadden was a partner at Gowling WLG (Gowlings, as it was then) and a director of Collus Power.
6. In response to PowerStream's request, I spoke to Mr. McFadden. I recall that I asked Mr. McFadden to give me information about the Collus Power RFP that he was at liberty to share. I took notes of my conversation with Mr. McFadden, a copy of which is attached as **Exhibit A**.
7. A typed transcription of my notes was made. I have reviewed the transcription and can confirm that, save for the addition of a title ("Transcription of Bob Hull's notes of 2011 Sept. 28 discussion with David McFadden") and the words encased in square brackets, the transcription is accurate. A copy of the transcription is attached as **Exhibit B**.

No Conflict Screen

8. No conflict screen was implemented at the Gowling WLG firm in respect of the firm's retainer by PowerStream for the Collus Power RFP and David McFadden's work for Collus Power as an independent director. The decision to refrain from implementing a conflict

screen was because Gowling WLG was not acting for the vendor, the Town of Collingwood, or Collus Power, in the transaction.

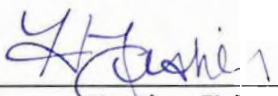
November 16, 2011 Email to David McFadden

- 9. PowerStream submitted its response to the Collus Power RFP on November 16, 2011. I provided Mr. McFadden with a copy of PowerStream's RFP response as a courtesy via email that same day. A copy of this email and the attachments is attached as **Exhibit C**.
- 10. Other than my September 28 discussion, I do not recall any discussion with Mr. McFadden prior to sending this email.
- 11. I do not recall whether I knew when I sent the November 16 email that Mr. McFadden would be involved in evaluating the responses to the Collus Power RFP.

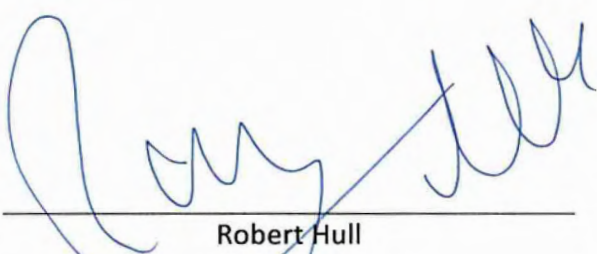
No additional discussions with David McFadden

- 12. I do not recall having any other discussions with Mr. McFadden about the Collus Power RFP. I have reviewed my records and have not been able to locate any other notes from discussions with Mr. McFadden.

SWORN BEFORE ME at the City of Toronto, in the Province of Ontario, on May 24, 2019

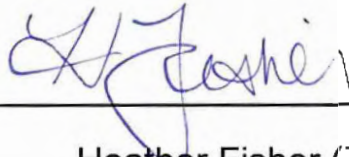


 Heather Fisher (75006L)
 Commissioner for taking affidavits



 Robert Hull

This is Exhibit A referred to in the
Affidavit of Robert Hull
sworn before me this
24th day of May, 2019

A handwritten signature in blue ink, appearing to read "H. Fisher", is written over a horizontal line.

Heather Fisher (75006L)

Commissioner for taking affidavits

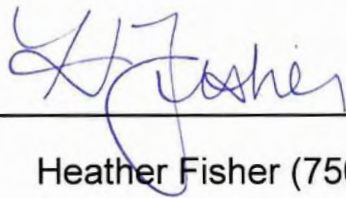
DM

Collus

Spot 28

- w 6 meeting term
- hour 4 & copied yet
- expected after 4th
- and Nov. 16
- likely best not to do in the alternative
- presentation was great
- likely won't include a full purchase agreement
- concern about the B Corp decision
- other bidders seem ok with 50/50

This is Exhibit B referred to in the
Affidavit of Robert Hull
sworn before me this
24th day of May, 2019

A handwritten signature in blue ink, appearing to read "H Fisher", is written over a horizontal line. The signature is stylized and cursive.

Heather Fisher (75006L)

Commissioner for taking affidavits

Transcription of Bob Hull's notes of 2011 Sept. 28 discussion with David McFadden

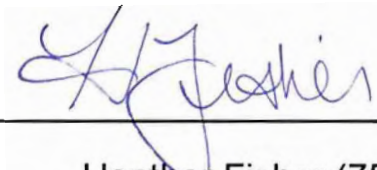
DJM [*David J. McFadden*]

COLLUS

Sept. 28

- WG [working group?] meeting tomorrow
- haven't scoped yet
- expected dates 4th and Nov. 16
- likely best not to do in the alternative
- presentation was great
- likely won't include a full Purchase Agnt.
- concern about # of politicians on Board
- other bidders seem OK with 50 / 50

This is Exhibit C referred to in the
Affidavit of Robert Hull
sworn before me this
24th day of May, 2019



Heather Fisher (75006L)

Commissioner for taking affidavits

To: McFadden, David[David.McFadden@gowlings.com]
From: Hull, Robert
Sent: Wed 11/16/2011 8:08:21 PM (UTC)
Subject: PowerStream's Response to COLLUS Power Corp Request for Proposal
[Appendix 4 Sc 3.2 - 3.7 Vision-Mission.pdf](#)
[Appendix 1 Sc 3.2-3.7 Collingwood Presentation_Final.pdf](#)
[Appendix 2 Section 3.2-3.7 PS History.pdf](#)
[Appendix 3 Section 3.2-3.7 Executive Management Team Bios.pdf](#)
[Executive Summary - Nov 15, 2011.pdf](#)
[RFP Response Section 3.1.pdf](#)
[RFP Response Section 3.2-3.7.pdf](#)

Dave - as discussed here are the PowerStream submissions to the Collingwood RFP as delivered today.

Thanks

Bob

Robert Hull
Partner
416-369-7313
gowlings.com