

Message

From: Picard, Michel [mpicard@kpmg.ca]
Sent: 2017-11-02 4:13:16 PM
To: Michael Boll [/o=ExchangeLabs/ou=Exchange Administrative Group (FYDIBOHF23SPDLT)/cn=Recipients/cn=4811917e15054407b665fe16d12ff415-Michael Bol]
CC: Kim Marshall [/o=ExchangeLabs/ou=Exchange Administrative Group (FYDIBOHF23SPDLT)/cn=Recipients/cn=b63a22b42bf14587870d93119a054d88-Kim Marshall]
Subject: RE: Clean & B.line - MTSA

This is a legal matter and as I am not a lawyer, I am not the appropriate person to review the wording.

I believe it is possible to include some language in the contract without making it a contractual obligation on the parties.

I advise you to obtain a legal advice from a lawyer with contracting experience.

-----Original Message-----

From: Michael Boll [mailto:Michael.Boll@ieso.ca]
Sent: Thursday, November 02, 2017 4:00 PM
To: Picard, Michel <mpicard@kpmg.ca>
Cc: Kim Marshall <Kim.Marshall@ieso.ca>
Subject: RE: Clean & B.line - MTSA

We had discussed that they would want to include the mechanics of payment in the contract. The regulation creates the obligation to fund, the contractual language adds some meat to the bones of the regulatory obligation. The intent is not to create a stand-alone contractual obligation. Any obligation in the contract would fall away if the regulatory obligation ceased.

-----Original Message-----

From: Picard, Michel [mailto:mpicard@kpmg.ca]
Sent: November 02, 2017 3:45 PM
To: Michael Boll
Cc: Kim Marshall
Subject: Re: Clean & B.line - MTSA

Why does it need to be in the contract since there is a legislation in place. This is a double dip.

Sent from my iPhone

On Nov 2, 2017, at 15:29, Michael Boll <Michael.Boll@ieso.camailto:Michael.Boll@ieso.ca>> wrote:

Michel,

I assume your concern is that this could be read as a stand-alone contractual obligation. If we make it clearer that this contractual obligation only arises if IESO is required by regulation to pay, would that work? Neither IESO nor OPG are trying to create a separate contractual obligation so we can change it as necessary.

Perhaps if we change section 3.13 to read:

(a) During the period prescribed by Regulations (the "Prescribed Period"), the IESO shall, if and as required under the Regulations, pay and remit...

Please let me know. We need to provide changes back later today or first thing tomorrow.

Michael

From: Picard, Michel [mailto:mpicard@kpmg.ca]
Sent: November 02, 2017 10:38 AM
To: Michael Boll
Cc: Kim Marshall
Subject: RE: Clean & B.line - MTSA

Michael,

My initial view is that section 3.13 is creating a covenant/obligation for the IESO to pay for these carrying costs. As a result, if my analysis is confirmed, IESO would have to set-up a financial liability for the carrying costs for the period prescribed by Regulations.

I need to consult with Gale Kelly and also obtain a legal opinion as to whether section 3.13 is creating a covenant/obligation for the IESO. In that respect, what is your lawyers' view on the latter?

Best regards,

Michel

From: Michael Boll [mailto:Michael.Boll@ieso.ca]
Sent: Friday, October 27, 2017 1:46 PM
To: Kim Marshall <Kim.Marshall@ieso.ca> [mailto:Kim.Marshall@ieso.ca]; Picard, Michel <mpicard@kpmg.ca> [mailto:mpicard@kpmg.ca]
Subject: FW: Clean & B.line - MTSA

FYI - and Michel, can you please let us know your thoughts? Particularly on section 3.13, the IESO's obligation to pay carrying costs?

Michael

From: Peter Hamilton [mailto:PHamilton@stikeman.com]
Sent: October 27, 2017 1:39 PM
To: Feldman, Michael (mfeldman@torys.com) [mailto:mfeldman@torys.com]; rramchandani@torys.com [mailto:rramchandani@torys.com]
Cc: Glenn Zacher; Michael Boll; Anthony Martinello; Jeannette Briggs
Subject: FW: Clean & B.line - MTSA

Please see revised draft MTSA attached.

Peter Hamilton

Direct: +1 416 869 5564
Email: phamilton@stikeman.com [mailto:phamilton@stikeman.com]

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Our lawyers have recommended that we provide certain disclaimer language with our messages. Rather than including them here, we're drawing your attention to the following links where the full legal wording appears.

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