

GOVERNANCE REVIEW SESSION

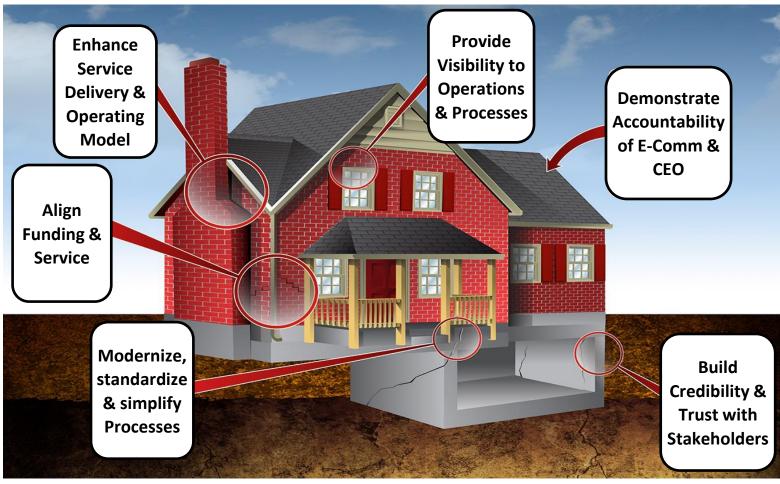
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Governance Review – Our foundation needs repairs

To enable future growth, we need to:



Governance Review – the "Why?"

E-Comm is improving public safety, by becoming a better partner and emergency-services provider:

- Stronger governance and oversight of our operations
- Equitable representation for all our service-user partners
- Enfranchise all users by making them shareholders
- Greater fairness and transparency in financial model



Recommendations – Corporate structure and board governance

1) Implement a new governance structure

2) Refine the use of representative service governance bodies

3) Revise the Board and its Committees

4) Create a shareholder Nominating or Screening Committee

Recommendations – Corporate structure and board governance (cont.)

5) Enfranchise all users by making them shareholders (in current state only radio users are Class A shareholders)

6) Seek Board, member and Ministerial approvals, as required

7) Refine the Board agenda, cycle, materials, procedures, and policies, including a formal Delegation of Authorities



Recommendations – Financial governance

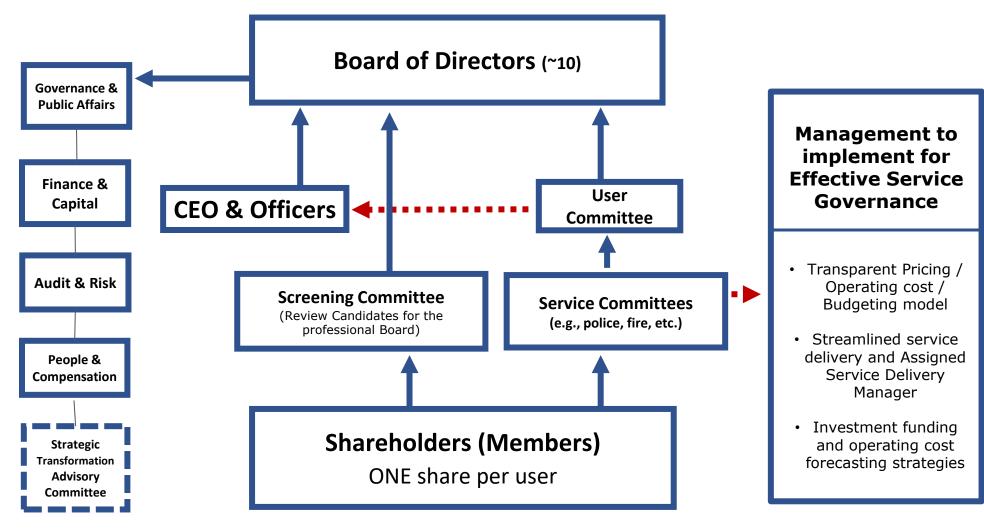
8) Redesign the operating cost/budgeting model. Change the cost and capital allocation processes. Price by type of service

9) Develop a streamlined service delivery and pricing process

10) Develop investment funding and operating cost forecasting strategies



Mapping the Future State



Shareholder engagement and approval process

July - Aug. 2024
Review proposed changes
Identify shareholder rep
Determine approvals needed

Fall 2024
Shareholder engagement process
Provide feedback on overall
proposed governance model

Fall 2024 – Feb. 2025
Review implementation
measures
Shareholders complete internal
approval processes

Spring 2025
Special General Meeting
Approve implementation
measures to enact changes

March - May 2025
Nomination of new directors
Screening committee to assist
with screening of candidates

Annual General Meeting
Approve directors to new
E-Comm Board

June 2025



Next steps

What can our shareholders do to prepare?

- 1. Review proposed changes
- 2. Identify your shareholder representative (who will vote share)
- 3. Determine your organization's approval process
- 4. Advise E-Comm of any additional questions



Questions for consideration today

- 1) Share structure: One share per user, or per service used?
- 2) Screening Committee: How should the committee be formed?
- **3) User and Service Committees**: What is the optimal size and number of Service Committees, and appointment process?



DISCUSSION



"E-Comm 9-1-1Helping to Save Lives and Protect Property