

GOVERNANCE REVIEW SESSION

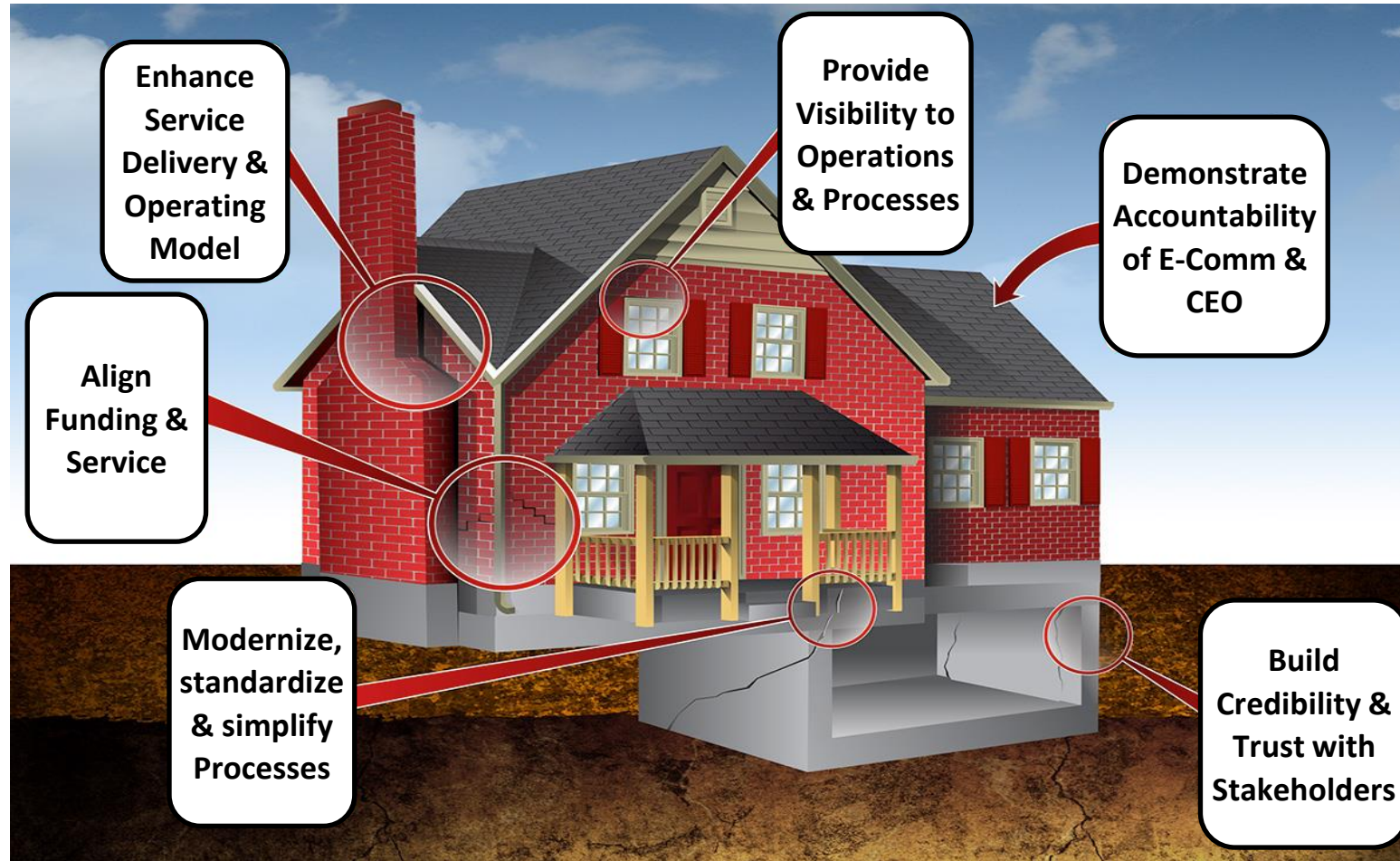
Doug Campbell, E-Comm Board Chair
Li-Jeen Broshko, KC, VP Legal and Governance

JUNE 20, 2024



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

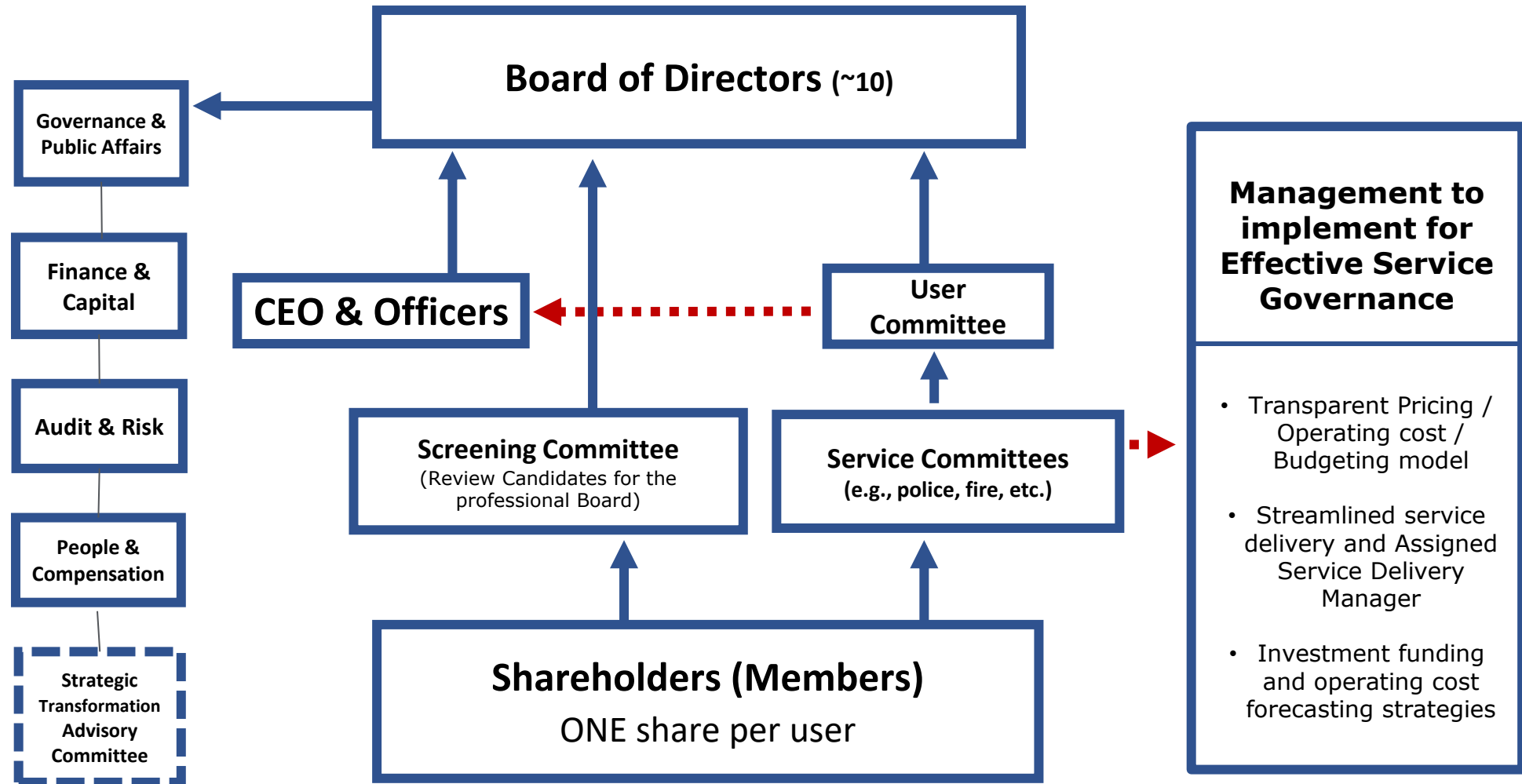
Recommendations – Corporate structure and board governance (cont.)

- 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

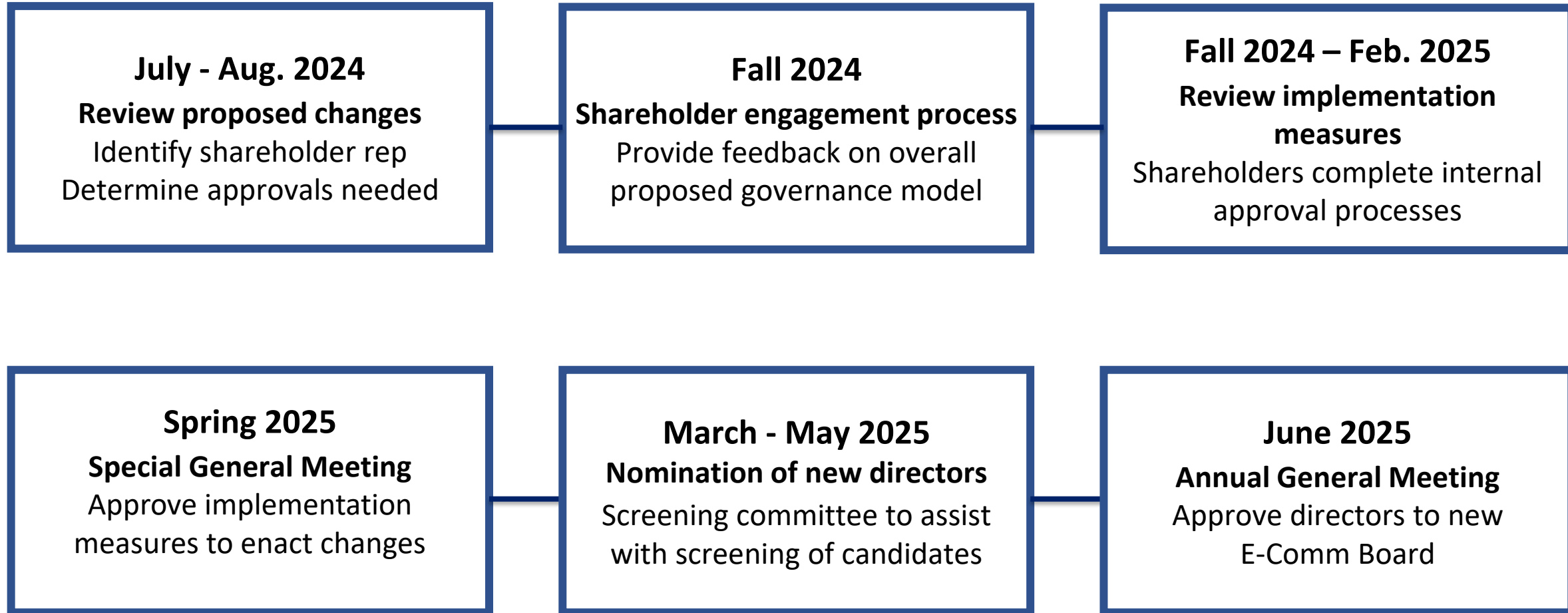
Recommendations – Financial governance

- 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



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 9-1-1

Helping to Save Lives and Protect Property