



August 3, 2023

Dear Underground Infrastructure Owners,

The Annual and Special Members' Meeting is a pivotal meeting in the transformative journey of Ontario One Call.

With your support, we can modernize the corporation's by-laws, set the new public safety administrative authority on a sustainable financial path, and strengthen its regulatory capabilities. To achieve this, the Board recommends the following actions:

- Approval of the by-law changes. Required amendments have been made to modernize the organization, comply with current provincial laws, and meet higher Ministerial mandate demands.
- Election of Directors.
- The appointment of our incumbent auditor.
- Approval of the 3-year members' fee increase (together with the government's significant multi-year investment commitment of \$25 million) to ensure the organization can invest in critical IT infrastructure that underpins the notification system and make changes to serve you better. In addition, the organization will re-invest in education, training, and promotion of safe excavation to better meet the regulatory mandate of the ministry.

The Board recognizes that the proposed changes are substantive, but they are needed to move the organization forward to meet the needs of the industry and to meet its regulatory obligations.

From a governance perspective, the Provincial Government has, by ministerial order, required a change to the Board's composition to include 4 new government appointees and equal numbers of underground infrastructure owners and excavator representatives. This material governance change sets Ontario One Call's Board composition in line with other public safety administrative authorities.

As a consequence, the Board is proposing one-year terms for this year's slate of Directors so that it can address diversity and equity challenges that have resulted from the substantial change in the Board's composition. We commit to resolving these issues starting in 2024.

We invite you to review the Annual and Special Members' Meeting materials in advance of the meeting scheduled for September 21st, 2023. If you have any questions concerning these matters, please email us at DigSafety@ontarioonecall.ca

Thank you for your consideration of these important organizational matters.

Respectfully,

Dean Dalpe – Chair of the Board

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