

External Engagement Policy

Version: 1.0

Effective Date: October 25, 2023

The board of directors ("Board") of the Independent Electricity System Operator (the "IESO") has adopted this External Engagement Policy ("Policy") to facilitate open, effective and sustained dialogue between the Board, management of the IESO ("Management") and IESO with impacted external audiences, which includes both stakeholders and rights-holders. This includes allowing and encouraging stakeholders and rights-holders to express their views on matters relating to the IESO's mandate and activities, and other matters affecting the Ontario electricity sector, to the Board through the organization's established engagement channels and mechanisms.

Please note that this Policy does not comprehensively or exhaustively cover the IESO's engagement with Indigenous Communities. Our relationship with Indigenous Communities is further covered in the IESO's Corporate Indigenous Policy, which is available on our website.

The Board Charter and Code of Conduct shall prevail to the extent there is any conflict or inconsistency with this Policy. Under the Code of Conduct, Board members and employees must also comply with conduct requirements relating to "Outside Activities".

This Policy is available online on the Board of Directors page of our website.

External communication and engagement

The IESO communicates and engages with stakeholders and Ontario communities (both municipal and Indigenous) in many ways including at meetings of the Strategic Advisory Committee, regularly organized engagement meetings, industry events and conferences and through the IESO's annual report, news releases, InfoBulletin and website.

Engagement Framework

Input from a broad and diverse set of perspectives across the electricity sector is essential to the IESO's decision-making process. To enable this, the IESO has adopted an Engagement Framework,

under which Management undertakes regular designated monthly engagement meetings, which take place each month over the span of one to three days, as required.

Strategic Advisory Committee

The *Electricity Act, 1998*, requires the IESO to establish one or more processes by which consumers, distributors, generators, transmitters and other persons who have an interest in the electricity industry may provide advice and recommendations for consideration by the IESO. The IESO Board has established the Strategic Advisory Committee as part of its engagement processes.

The Strategic Advisory Committee provides appointed representatives with the opportunity to present advice and recommendations on market development, conservation and planning decisions directly to the IESO's Board of Directors and Management leadership team. Members represent consumers, generators, distributors/transmitters, related businesses/services and Ontario communities. Interested external parties are able to contact committee representatives for their affected constituency to provide input on issues that affect them.

Communication and engagement with the Board

Engagement with external parties and interests is primarily the role of Management, and oversight of such engagement is the responsibility of the Board. Effective engagement may on rare occasions mean that directors may become directly involved in the IESO's engagement efforts to implement the Board's oversight responsibilities and to support Management in advancing the IESO's key strategic initiatives.

The Board communicates annually to external audiences through the IESO's annual report. The Board and senior management also communicate regularly with external audiences and sector partners at Strategic Advisory Committee meetings. The Board believes that it is important to have representation by directors at each meeting of the Strategic Advisory Committee, and expects to have at least two directors at each meeting. Board members are expected to attend Strategic Advisory Committee meetings regularly, and at least one meeting each year.

The Board Chair and other directors may also from time to time participate with Management in other initiatives to engage with external audiences to elicit their views.

Through an established process, Management regularly updates the Board on its external engagement activities and the feedback received.

How External Audiences can communicate and engage with the Board

The Board believes that topics suitable for Board communications and engagement with external audiences include (but are not restricted to):

- approach to engagement;
- overall corporate performance; and
- matters within the purpose of the Strategic Advisory Committee (which can be found in the SAC's terms of reference ([sac TOR.pdf](#))).

Other matters, such as active procurements, operational matters, disputes, matters that are the subject of active IESO engagements, and other similar matters are generally more appropriately addressed by Management.

External audiences may communicate concerns, positions and questions to directors. In all such cases, directors must advise the CEO's office as soon as possible, and update the Board on feedback relevant to the Board. The CEO will ensure that all communications are properly coordinated and, where required, will provide directors with full assistance in the preparation and delivery of public statements and or presentations.

Meeting Requests

Interested parties wishing to meet with directors may make a request by communicating to the Board Chair by:

- delivering a sealed envelope, marked "confidential", to:

The Board c/o the Corporate Secretary
Independent Electricity System Operator
1600 - 120 Adelaide Street West,
Toronto, ON M5H 1T1

- emailing: corporatesecretary@ieso.ca

The Board has designated the Corporate Secretary to receive and review communications and meeting requests addressed to the Board. The Corporate Secretary will determine, based on the request, if the matter should be dealt with by Management or the Board. The Corporate Secretary will also inform the Board if Management receives any enquiries better suited for Board response.

The Board Chair may decline requests for meetings for any reason, including where the proposed topics are not appropriate, to limit the number of such meeting requests to a reasonable level and to prioritize acceptances based on the interests of all external parties. When a meeting request is declined, the Board Chair will inform the Board of the request.

A request to meet with directors should:

- identify the non-IESO persons wishing to attend the meeting;
- provide a description of the topics to be discussed;
- note any request to have all or a portion of the meeting held in the absence of members of Management; and
- describe any intention or arrangements for communicating the nature and results of the meeting to other persons.

If a meeting request is approved by the Board Chair, the Board Chair will determine which directors will attend the meeting, but there will typically not be any fewer than two directors in attendance. The Corporate Secretary (or a designee) will respond to the meeting request, coordinate any meeting arrangements and confirm attendees.

Conduct of Meetings

The conduct of all meetings must be consistent with the IESO's Board Charter and Code of Conduct. This Policy is intended to promote and facilitate an interchange of views about strategy, and other corporate matters that are within the public domain. The Board Chair may, in their discretion, grant a request to have all or a portion of a meeting held in the absence of members of Management. The Board Chair will generally share the results of such meetings with the full Board.