



## 1. Purpose

The Westcoast Energy Inc. (Westcoast) Toll and Tariff Task Force (Task Force) has been established to provide a forum for stakeholders to exchange information and to raise, debate and resolve Westcoast toll and tariff issues in a collaborative environment. The Task Force is intended to be a centralized information and consensus building vehicle for Westcoast, its shippers and other interested parties.

These Task Force Procedures (Procedures) may be updated from time to time and will be made available on Westcoast's website at [www.wei-pipeline.com](http://www.wei-pipeline.com). It is the responsibility of interested parties to consult Westcoast's website for the current version of these Procedures and the schedule of Task Force meetings.

## 2. Membership

The Task Force is comprised of representatives of Westcoast, shippers and other parties who would be impacted by the outcome of issues discussed at the Task Force. There are two forms of membership:

- A. Members:** Companies who hold a firm service contract or have made a material revenue commitment to the Westcoast system, associations representing one or more of these companies, governments, and other parties who can demonstrate that they would be directly and materially impacted by the outcome of issues discussed at the Task Force may become Members and actively participate in the Task Force. Members will have voting privileges as discussed in section 4(D) below, may participate in Task Force subcommittees, and will receive copies of all Task Force communications and materials.
- B. Observers:** Parties who may qualify for membership as a Member, as described in part A, above, but do not wish to actively participate in the Task Force or other parties who can demonstrate a material indirect impact by the outcome of issues discussed at the Task Force may become Observers and monitor Task Force activities. Observers may attend meetings and receive Task Force communications and materials but do not have voting privileges. Observers may participate in a Task Force subcommittee provided they can demonstrate they may be directly and materially impacted by the outcome.

Interested parties who wish to participate in the Task Force as either a Member or Observer should complete a Membership Form in the form attached hereto and send it to the Secretary at [WestcoastPipeline@enbridge.com](mailto:WestcoastPipeline@enbridge.com). Each Member and Observer may designate up to two representatives. All representatives, including those from Westcoast, must agree to abide by these Procedures and participate in the Task Force in good faith.

Westcoast will appoint a Chair and Secretary of the Task Force. The Chair (or the Chair's delegate) will attend and chair Task Force meetings and will strive to assume an unbiased facilitator role. While the Chair may sponsor issues or negotiate issue resolution on behalf of Westcoast, the Chair will solicit input from all participants in Task Force discussions. The Secretary (or the Secretary's delegate) will also attend Task Force meetings and will be responsible for coordinating meetings, liaising with Task Force participants, and distributing relevant materials to the Task Force.

During the first quarter of each year, the Secretary will provide all Members and Observers with a Task Force Membership List, which will include the designated representatives of each Member and Observer.

### **3. Membership Termination**

Participation in the Task Force is intended to be restricted to those parties who will actively participate in the Task Force discussions and resolutions. Any Member or Observer who does not participate in a given consecutive twelve month period may be removed from the Task Force at Westcoast's discretion.

Parties who no longer wish to participate or who no longer qualify for membership must notify the Secretary in writing, at which point they will be removed from the Task Force. Parties who wish to change their designated representative(s) and/or contact information must also notify the Secretary in writing.

### **4. Task Force Meetings**

#### **A. Agenda and Meeting Materials**

At least one week prior to a Task Force meeting, Westcoast will distribute an agenda to the Task Force. Approximately one week prior to a meeting, Westcoast will distribute any relevant documents on the issues to be considered at the meeting. The agenda will clearly identify all issues that require resolution and will typically identify all issues that will be discussed.

On a monthly basis, Westcoast will distribute a tentative monthly schedule of anticipated topics for Task Force discussion for the upcoming 12 month period. Time permitting at each meeting the Task Force may review and update the current tentative monthly schedule. Westcoast will distribute an updated tentative monthly schedule along with the agenda.

#### **B. Meeting Attendees and Location**

Unless Westcoast agrees otherwise, meetings can only be attended by the

representative(s) designated by the Member or Observer. While Members are encouraged to attend meetings in person, Westcoast will make reasonable efforts to allow participation via telephone conference call or other telecommunications applications. Westcoast will also make reasonable efforts to schedule other Westcoast meetings that involve Task Force representatives to coincide with the date/time of the monthly Task Force meetings and strive to minimize travel time of Members and Observers.

### **C. Issues**

The Secretary will record the issues raised by Members and Observers and any relevant Canada Energy Regulator (CER) directives on an Issues Status Report, a copy of which will be distributed to the Task Force at minimum once per year.

Members who wish to raise an issue through the Task Force should provide a description of the issue which includes information sufficient for the Task Force to begin discussion and pursue a resolution on the matter. The description of the issue should be provided to the Secretary for inclusion with the agenda for the next meeting. Any Member wishing to make a presentation to the Task Force on an issue must provide a copy of the presentation to the Secretary at minimum two weeks in advance of the meeting where the issue will be discussed. Westcoast will review the presentation and in turn make available for distribution to the Task Force one week in advance of that meeting.

The Task Force will review each proposed issue and, if adopted formally as an issue by a show of hands, without regard to abstentions, confirming the majority of Members in attendance are in favor to begin discussion of the issue, will decide whether the issue will be addressed by the Task Force or be referred to a subcommittee of the Task Force. An issue referred to a subcommittee for discussion will be dealt with in a timely manner. The subcommittee will report its progress on the issue and/or provide its recommendations to the Task Force.

An issue adopted formally as an issue will be given an issue number and tracked in the Issues Status Report as well as the Task Force tentative monthly schedule.

On an exceptional basis, with the support of a majority of the Members, an issue may be dealt with on an expedited basis.

### **D. Voting**

Notice of a proposed vote of the Task Force will be given to Members approximately one week and at minimum two business days prior to the meeting at which the vote is to take place and will attach a draft Issue Resolution Sheet that will include a clear

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statement of the draft resolution and any required changes to existing tolls, the Tariff, policies or other applicable documentation..

Members will be given an opportunity to provide input into the drafting of the final Issue Resolution Sheet to ensure that their views and concerns have been accurately reflected. In this manner, Members will vote on the resolution with full knowledge of what could be filed with the CER. Prior to any vote, Members will be provided with an updated Issue Resolution Sheet pertaining to the issue that is the subject of the vote. A vote may be held on a resolution amended during a current Task Force meeting in the event that the amendments to the circulated resolution are minor in nature and there is support from the majority of Members at the meeting that the vote should be taken.

Each Member will have one vote. Members who do not vote will be deemed to have abstained from voting. While it is the expectation that a Member's representative has authority to represent the Member and that a vote once cast is final, a representative's vote regarding the issue will not necessarily be construed as establishing a binding irrevocable position for that Member. Voting options are as follows:

- Support: Member supports the proposed resolution as presented
- Oppose: Member opposes the proposed resolution but does not plan to actively oppose the proposed resolution and/or propose an alternate resolution to the CER should it be passed by the Task Force vote
- Actively Oppose: Member opposes the proposed resolution and plans to actively oppose the proposed resolution and/or propose an alternate resolution to the CER should it be passed by the Task Force vote
- Abstain: Member takes no position on the vote or Westcoast does not receive Member's vote. Abstentions will be counted separately and will not be recorded as a vote in support or in opposition.

A Member may contact the Chair or Secretary in advance of a meeting to arrange for participation in the discussion of the issue(s) and voting by means of a telephone conference call. On an exceptional basis, a Member may cast its vote by e-mail, provided that such vote is received by the Secretary no later than one hour prior to the beginning of the meeting at which a vote is to take place.

Also on an exceptional basis, with the support of a majority of the Members, an e-mail vote may be conducted, ideally a minimum of one week after issuance of the final Issue Resolution Sheet. If Westcoast does not receive a Member's vote by e-mail, that Member will be deemed to have abstained from voting.

### **E. Outcome of Vote**

The outcome of a vote on a proposed resolution will be categorized as follows:

- Unanimous: all votes in support of the proposed resolution
- Unopposed: a majority of votes in support of the proposed resolution, with no Member casting an Actively Oppose vote
- Opposed: a majority of votes in support of the proposed resolution, with one or more Members casting an Actively Oppose vote
- Non-resolution: a majority of votes opposed to the proposed resolution or the same number of votes in support of and opposed to the proposed resolution.

If a resolution that is passed contemplates a filing with the CER, that filing will reflect the outcome of the vote, including the final resolution and any proposed change to a toll, the Tariff, policy, or other relevant documentation.

For clarity, no Member is precluded from referring an issue to the CER for disposition or making submissions to the CER regarding an issue regardless of the outcome of a vote. Similarly, even if the outcome of a vote is a non-resolution, Westcoast is not precluded from referring any matter to the CER for disposition.

#### **F. Meeting Notes**

The Secretary will endeavour to produce and distribute meeting notes at least one week prior to the next scheduled Task Force meeting. The meeting notes will report on the list of attendees, the scope of discussions, and any resolutions of the Task Force made at that meeting. Members and Observers may request changes to the meeting notes by writing to the Secretary prior to the next scheduled meeting or may raise suggested changes orally at such meeting. Meeting notes are confidential and subject to the provisions set out below in section 5.

#### **5. Use of Task Force Materials and Task Force Discussions**

Any materials provided by Westcoast or another party, including meeting notes, should be considered confidential and must not be distributed beyond those persons within the Member's or Observer's own organization, including its consultants, who have a need for that information, and only after ensuring that any person to whom disclosure is made is made aware of and accepts the confidential nature of the information.

To facilitate free and open communication in the discussion and resolution of issues, participation in the Task Force process will be conducted on a completely confidential and "without prejudice" basis. Accordingly, documents, information and communications, whether written or oral, created, made or submitted as part of the Task Force process must not be



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filed, referred to, or otherwise used in any hearing or other proceeding before the CER, any other regulatory tribunal or administrative body or court, or otherwise made public, without the prior consent of the disclosing party. The sole exception to this prohibition is that a party may file, refer to, or otherwise use at its discretion a document, information or communication created, made or submitted by or for that party provided it does not disclose documents, information or communications created, made or submitted by another party.

The obligations set forth in this section apply regardless of whether the participant is a Member or Observer and survive the termination of the Member's or Observer's participation in the Task Force.