

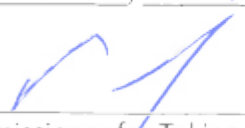
Town of Collingwood Judicial Inquiry

AFFIDAVIT OF THOMAS BUSHEY

I, Thomas Bushey, of the City of Chatham in the Province of Ontario, MAKE OATH AND SAY:

1. I have knowledge of the matters contained in this affidavit. Where my knowledge is based on information and belief, I have identified the source of the information and belief and in all cases believe it to be true.
2. I am the inventor of the solar attic vent that International Solar Solutions Inc. ("ISSI") manufactures and distributes. I co-founded ISSI with Peter Budd.
3. During 2011 and 2012, Paul Bonwick and Mr. Budd had discussions about Mr. Bonwick's interest in becoming involved in ISSI. I do not recall the details of those discussions. Mr. Bonwick and I did not see eye to eye on ISSI matters and we did not speak often.
4. During this time, I knew Ed Houghton was the CEO of Collus. I understood he was involved in conversations about ISSI because Collus was a purchaser of the solar attic vents. I have no knowledge of any business arrangement between Mr. Houghton and Mr. Bonwick.
5. I recall attending a meeting at Mr. Houghton's house at some point in the winter following the launch of the Collus and PowerStream pilot project. Mr. Budd, Mr. Bonwick and Mr. Houghton attended the meeting. Attached as Exhibit "A" is an email chain between Mr. Budd, Mr. Bonwick, Mr. Houghton and myself discussing a meeting that was scheduled to take place at 2 p.m. on January 22, 2012. I believe this is the meeting I attended at Mr. Houghton's home. It was the only time I was at the home.
6. I do not recall specifically what was discussed at the meeting. In or around that time, Mr. Bonwick created Green Leaf with Abby Stec. Mr. Bonwick wanted Green Leaf to be the exclusive distributor of the attic vents. I was not interested in that arrangement. I recall some discussions continued with Ms. Stec in 2012 but nothing materialized with Green Leaf or Mr. Bonwick.

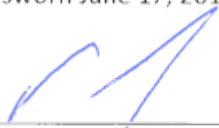
SWORN BEFORE ME at the Municipality of Chatham-Kent
in the Province of Ontario on
June 17, 2019


Commissioner for Taking Affidavits
(or as may be)


Thomas Bushey

Brad Langford, B.A. LL.B.
Barrister and Solicitor

This is Exhibit "A" referred to in
the Affidavit of Tom Bushey
sworn June 17, 2019



Commissioner for Taking Affidavits
(or as may be)

Brad Langford, B.A. LL.B.
Barrister and Solicitor

From: Paul Bonwick [mailto:paulbonwick@compenso.ca]
Sent: January 22, 2012 9:28 AM
To: peterbudd [redacted]; 'Ed Houghton'
Cc: 'Tom Bushey'
Subject: RE: new era ISSI

Ed and I would propose that we meet at Ed's house for 2pm.
Please let us know if Tom requires transportation or directions.
Regards,
Paul

From: peterbudd [redacted] [mailto:[redacted]]
Sent: January-21-12 9:14 AM
To: Paul Bonwick; Ed Houghton
Cc: Tom Bushey
Subject: Re: new era ISSI

Gee guys, perhaps you could select a place where we could meet as I don't know anyplace particularly except the Cranberry Inn...

PB

Sent wirelessly from my BlackBerry device on the Bell network.
Envoyé sans fil par mon terminal mobile BlackBerry sur le réseau de Bell.

From: "Paul Bonwick" <paulbonwick@compenso.ca>
Date: Sun, 22 Jan 2012 09:10:29 -0500
To: 'Peter Budd' <[redacted]>; <edwin.houghton@gmail.com>
Cc: 'Tom' <tbushey [redacted]>
Subject: RE: new era ISSI

Hi Peter: I very much look forward to sitting down with everyone to cement relationship that will produce significant wealth for all involved.

I did speak with Ed last night and confirmed the meeting for Sunday.

I appreciate that these are reference points for discussion purposes only. While I very much respect the need for Tom to have a comfort level I would respectfully submit that same consideration must also be extended to all Parties. In my experience this is the only way success can be achieved!

Please identify a place you would like to meet and Ed and I will arrange to be there.

Best wishes for a great weekend!

Paul

From: Peter Budd [REDACTED]
Sent: January-21-12 8:37 AM
To: edwin.houghton@gmail.com; 'Paul Bonwick'
Cc: 'Tom'
Subject: new era ISSI

Good morning gentlemen,

You may recall the suggestion that we gather the clan together in January in Collingwood to discuss the structural issues surrounding ISSI and the marketing successes and general company plans for 2012. We are looking at a mid-day meeting on Sunday afternoon, Jan 22, if that is possible; if not, then whenever you and Tom can get together works for me as I am leaving Jan 31 – Feb 18.

I thought it might be helpful if I were to set out in advance what Tom and I are considering in respect of the above business and structure concepts. Tom will advise me if I have misunderstood his direction on the matters below.

As you know, we attended at the offices of Howard Lerner to have him run hypothetical business models, now that we know our cost structures better. In précis form, I can advise of the following:

1. There will be a separate marketing company established, funded and owned presumably and exclusively by Ed and Paul ('EPCO').
2. PB and AY will continue to provide support services to EPCO, as are provided today, for example, in the Ontario LDC sales.
3. Notwithstanding 2. above, PB and TB's income will derive exclusively from ISSI and not EPCO.
4. Tom will continue to grant EPCO an exclusive licence to sell to Ontario LDCs, and will entertain other marketing proposals for other territories on a proposal by proposal basis.
5. Tom will continue to be responsible for all other aspects of ISSI.
6. Specific programs and costs relating to the product sales may be the subject of a future Costs Sharing Agreement, but the plan is that each of ISSI and EPCO shall bear its own costs. The immediate exception to this item is that ISSI will pay 50% of Abby Stec's compensation and 100% of her travel expenses on ISSI business since the time in 2011 when Abby commenced her work at Compenso.
7. All units will be sold by ISSI to EPCO at a predetermined price, which shall be adjusted to whatever makes sense in the market according to the decision of EPCO and ISSI.
8. EPCO will earn a minimum \$30 to a maximum of \$50 per unit above the wholesale price.
9. Where it is evident that the marketing work of EPCO has contributed to other ISSI product sales, ISSI will recognize that goodwill and effort through a further marketing recognition fee, to be established on a case by case basis.
10. ISSI and EPCO will work closely together, shall remain separate corporate entities and will share product and market information with the goal of enhancing product sales.

Those are the basics of the business structure that Tom feels he is comfortable with.

I trust this will allow for our meeting to continue either this Sunday or at a later date.

Best,

PB