

Town of Collingwood Judicial Inquiry

AFFIDAVIT OF SHIRLEY HOUGHTON

I, Shirley Houghton, of the Town of Collingwood 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.

Background

2. I am Ed Houghton's wife. From January 2011 to August 2012, I did part-time work for Compenso Communications Inc. ("Compenso").

Work for Compenso Communications

3. I began working for Compenso in January 2011. Prior to then, I had not worked for Paul Bonwick or any business he operated. At the time, I knew that Mr. Bonwick and my husband were friends, although I did not know how close they were. I am not aware of Mr. Bonwick and my husband ever sharing any business interests.
4. Prior to working for Compenso, I primarily knew Mr. Bonwick as a former Member of Parliament. I recall meeting Mr. Bonwick at a golf tournament at some point prior to January 2011. We would also occasionally attend the same snow mobile and ATV events.
5. On January 19, 2011, Mr. Bonwick asked me to review a proposal that he had prepared in respect of PowerStream. A copy of Mr. Bonwick's email enclosing the proposal and the proposal is attached as **Exhibits "A" and "B"**. I reviewed the proposal for typos. I did not suggest any substantive changes. I recall my review took approximately 30 minutes. I do not know why he asked me to review the proposal.
6. The next day, January 20, 2011, Mr. Bonwick asked if I would be interested taking on part-time work assisting him by editing letters and proposals, as well as with matters relating to lobbyist registries. Mr. Houghton offered to pay \$20 per hour and told me that he expected having about 20 hours of work a month. A copy of this email is attached as **Exhibit "C"**. I accepted Mr. Bonwick's offer.
7. My work for Compenso included:
 - a. editing documents;
 - b. interacting with the lobby registrars on behalf of Mr. Bonwick;
 - c. preparing Christmas cards to Members of Parliament and Senators;
 - d. traveling with Mr. Bonwick to Toronto to provide administrative support for meetings hosted by Compenso;

- e. editing letters to be sent by Mr. Bonwick; and
 - f. creating contact lists that included Members of Parliament, Senators, mayors, municipal councillors and Compenso clients.
8. Other than reviewing Mr. Bonwick's proposal to PowerStream in January 2011, I do not recall doing any further work for Mr. Bonwick in respect of PowerStream. At the time I reviewed the proposal, I did not know about PowerStream's business. I was not aware at the time that Mr. Bonwick had also asked my husband to review the proposal. I was not aware of any conversations Mr. Bonwick or Mr. Houghton may have had regarding Collus, PowerStream or a potential sale of Collus Power.
9. I kept track of my time and expenses for Compenso on a pad of paper, which I no longer have. I provided invoices to Compenso, which I also no longer have. Table 7-7 of the Foundation Document in Chapter 7.11 accurately shows the amounts Compenso paid me between January 2011 and August 2012, except for the \$19,530 cheque that was deposited on October 6, 2011, which I discuss in the next section of my affidavit. I did not receive any other amounts from Compenso.

October 6, 2011 Deposit for \$19,350

10. Mr. Houghton and I own a property in Naples, Florida, on the Gulf Coast.
11. In or around September 30, 2011, I went to Mr. Bonwick's office to deliver an invoice for \$1,350 for work I had completed. During our conversation, Mr. Bonwick asked if our property in Naples was available for rent and how much we would charge. Mr. Bonwick had his own property on the Atlantic Coast and said he wanted to try somewhere on the Gulf Coast.
12. I told Mr. Bonwick that our property was available and that we would charge \$4,500 Canadian a month, which was the typical rate we charged other renters. Copies of documents showing what we have charged other renters are attached as **Exhibits "D", "E", "F", "G", "H", "I" and "J"**.
13. Mr. Bonwick said he would rent the property for four months, from November 2011 to February 2012. He then wrote me a cheque for \$19,350 from the Compenso account. Of that total amount, \$1,350 was for the invoice I had brought to the office. The remainder, \$18,000, was for the rental.
14. I never visited the property while Mr. Bonwick was renting it from us. This was the first and only time Mr. Bonwick rented the property. He told me he did not like the Gulf Coast as much as the Atlantic Coast.

Knowledge of Collus Sale and RFP Process

15. I first recall becoming aware of a potential Collus sale at a public information session about the RFP process on November 21, 2011. I do not recall my husband mentioning a potential sale or an RFP before attending that meeting.
16. I did not provide Mr. Bonwick with any confidential information relating to the sale or the RFP, and I am not aware of my husband providing any confidential information to Mr. Bonwick.

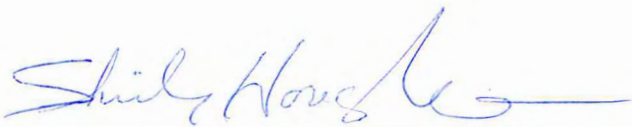
International Solar Solutions

17. I recall attending the solar attic vent launch event on August 10, 2011 ("Launch"). I recall that Mr. Houghton introduced me to Brian Bentz at the Launch. I recall that Mr. Houghton was very excited about the initiative and thought it would be good for the Collingwood community.
18. I recall that Mr. Houghton forwarded me emails about International Solar Solutions Inc. Copies of those emails are attached as Exhibits "K" and "L". I did not understand the contents of these emails when I received them. I do not know whether Mr. Houghton was involved in International Solar Solutions Inc. or the solar attic vent initiative. We never discussed the solar attic vents.

SWORN BEFORE ME at the Town of Collingwood
in the Province of Ontario on
June 13th 2014

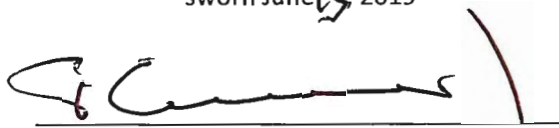


Commissioner for Taking Affidavits
(or as may be)



Shirley Houghton

This is Exhibit "A" referred to in
the Affidavit of Shirley Houghton
sworn June 13 2019

A handwritten signature in dark ink, appearing to be "S. C. ...", written over a horizontal line. The signature is cursive and somewhat stylized.

Commissioner for Taking Affidavits
(or as may be)

Message

From: Shirley Houghton [shirley.houghton@gmail.com]
Sent: 1/19/2011 9:12:34 PM
To: Ed Houghton [/O=TOC/OU=First Administrative Group/cn=Recipients/cn=ehoughton]
Subject: FW:
Attachments: Compenso Powerstream Proposal.doc
Importance: High

From: Paul Bonwick [mailto:paulbonwick@compenso.ca]
Sent: Wednesday, January 19, 2011 4:59 PM
To: shirley.houghton@gmail.com
Subject:
Importance: High

Please print and comment.
Hon. Paul Bonwick, P.C.

Compenso Communications Inc.

186 Hurontario St., Suite 203
Collingwood, ON
L9Y 4T4
Ph:705.445.8540
F: 705.443.8668

This is Exhibit "B" referred to in
the Affidavit of Shirley Houghton
sworn June 18, 2019

A handwritten signature in black ink, consisting of a series of connected loops and a final upward stroke on the right side.

Commissioner for Taking Affidavits
(or as may be)

COMPENSO COMMUNICATIONS INC.

"Bringing People Together"

***COMMUNICATIONS & STRATEGIC ACQUISITIONS
PROPOSAL***

FOR

POWERSTREAM

Submitted by: Compenso Communication Inc

JAN 18, 2011

BACKGROUND

OVERVIEW OF ISSUE

Powerstream's vision as stated, "We will be a socially responsible company, committed to the environment and sustainable growth, leading the way into the future with boldness, innovation and best in class performance." As the Powerstream continues to deliver on their Shareholder vision for the Company sustainable growth and boldness will be required to experience continued success. It is as a result of this fact that Powerstream continues to explore opportunities throughout Ontario in the Utilities Sector.

REQUEST FOR PROPOSAL

Provide in-depth research identifying opportunities in the Province of Ontario that provide the Powerstream Team an opportunity to review and possibly bid on Utility Corporations.

Provide strategic advice assisting Powerstream in both their communications and approach in a potential acquisition.

Assist in development of business plans when called upon to ensure Powerstream delivers the most professional, concise and understandable document to a potential Vendor or Partner.

Compenso Communications Inc

Our organization brings with it over 100 years of related government experience. Mr. Bonwick has served on Municipal Council overseeing Municipal Infrastructure and Community Development, as well as seven years as a Federal Member of Parliament. During his seven years with the Federal Government Mr. Bonwick was appointed Parliamentary Secretary Responsible for Post Secondary Education. These experiences allowed for him to established strong networks within federal, provincial and municipal governments.

Our team utilizes constructive, mutually beneficial relationships between organizations and governments to secure an acceptable solution and achieving maximum benefit for all Parties. We have established networks within federal, provincial, and municipal governments. Our positive working relationship with both elected and non-elected officials allows us to communicate and assist in the successful bid for policy changes, procurement and program support. Our strong understanding of the policy process and protocol within both the political and administrative arms of government allows us to position client interests effectively with key decision makers.

Our Government Relations and Communications firm's competitive advantage is reflected in our ability to provide end-to-end measurable services including monitoring, research and analysis, issues management, strategic communications and government relations services.

PROPOSED SCOPE OF WORK

General Objectives

- Identify for the purpose of acquisitions any Utility Corporation in the Province of Ontario that may present an opportunity for purchase.
- Prepare detailed briefing identifying key decision makers related to a particular opportunity.
- Assist in preparation of Proposal.
- Provide strategic advice relating to communications.
- Assist with any other duties required as it relates to acquisition.

METHODOLOGY AND DELIVERABLES

While executing this research and acquisition program we will undertake the following:

Build the Case and Enhance Profile:

- Provide consistent, professional, and concise information/report outlining the history of the current situation as well as recognizing the potential short and long term impacts.
- Ensure key decision makers have clear access to relevant information to move forward in a positive manner.
- We will recommend and develop appropriate positioning depending on the audience and objective.

Develop a Personalized Contact Program:

- This will ensure that Powerstream properly targets its messaging. The purpose will be to obtain, maintain and enhance political and bureaucratic relationships related to this file.
- Seek out internal government champions to help position and advocate for the initiative.

Access Key Decision Makers:

- We will work with Powerstream, developing and implementing specific strategies for communicating your unique benefits. As Powerstream's plans progress, we as a matter of course make every effort to maintain progressive professional profile for our client. It is your success that is our priority.

Issue Monitoring:

- My office is in constant contact with the Municipal government and as such is able to monitor and report any changes or opportunities that may arise. As your early-warning system, our intelligence gathering will help prepare you to respond to any potential critical challenges brought forward regarding this approach.

Tactical Recommendations:

- Throughout this process we will provide Powerstream an identified contact list and detailed verbal brief of tactics and recommended approaches for proceeding.

Timelines

- Compenso Communications will be engaged as of January 24, 2011
- The initial contract period will be for six months ending July 31, 2011

FEES

- i) Compenso Communications would be pleased to assist Powerstream in expanding its presence in the Province of Ontario through The fee structure for developing and implementing the outlined approach will be \$9,500.00 per month per client plus applicable taxes to be billed on a monthly basis.
- ii) Please note that expenses will be divided equally between all three groups. Also note that any total monthly expense over \$1,000.00 must be authorized by Powerstream.
- iii) A success fee shall be calculated based on the acquisition price of a particular Utility of 2.5% paid within 10 days of closing.

CONFIDENTIALITY

Compenso Communications provides effective professional services to its clients on the basis of unreserved communication between the consultant(s) working on a client's project and client or the client's representatives. We hold confidential all information concerning client's affairs and business during the period in which we are retained.

CONCLUSION

Compenso is uniquely positioned to effectively support the interests of the Powerstream. We understand your views and have the experience that will help you strengthen and secure your desired position.

BIO OF CONSULTANTS

Paul Bonwick, P.C.

- Served as a Municipal Councilor for the Town of Collingwood 1994-1997
- Member of Parliament for Simcoe-Grey from 1997-2004
- Parliamentary Secretary to the Minister of Human Resources and Skills Development
- Member of the Queens Privy Council
- Over 20 years in policy and communications roles within federal and municipal governments
- Senior Principal of Compenso Communications Inc.

During his tenure on council, Mr. Bonwick served as chair for numerous committees. Additionally, Paul was directly involved in the policy-making and legislation implementation for the municipality. Paul's considerable knowledge of the workings of municipal and regional governments assisted him greatly in his role as Member of Parliament, in recognizing the needs of municipalities.

In addition, while Paul was the Vice Chair of the Standing Committee on Heritage, he participated in an intensive study of Canada's Broadcast System. Other committees that Paul sat on include; the Joint Committee on Scrutiny of Regulations. Mr. Bonwick was also a Member of the 1998 Prime Minister's Task Force on Financial Services and served as a member of the Prime Minister's Task Force on Youth Entrepreneurship. His Caucus also researched and reported to the Prime Minister on the creation of a permanent funding model for municipal and provincial infrastructure in Canada.

In his capacity as a Member of Parliament Paul Bonwick also served as Chair of the National Railway Caucus, Chair of the South-West Ontario Caucus reporting directly to the Prime Minister, Chair of the Crossing Boundaries Council (joint provincial/federal committee).

Paul currently resides in Collingwood, Ontario with his wife Sandi and their three children, Alex, Amy and Matthew.

This is Exhibit "C" referred to in
the Affidavit of Shirley Houghton
sworn June 13th 2019

A handwritten signature in black ink, appearing to be "G. ...", written over a horizontal line.

Commissioner for Taking Affidavits
(or as may be)

Message

From: Shirley Houghton [shirley.houghton@gmail.com]
Sent: 1/20/2011 3:11:05 PM
To: Ed Houghton [/O=TOC/OU=First Administrative Group/cn=Recipients/cn=ehoughton]
Subject: FW: Part time support

From: Paul Bonwick [mailto:paulbonwick@compenso.ca]
Sent: Thursday, January 20, 2011 11:53 AM
To: shirley.houghton@gmail.com
Subject: Part time support

Hi Shirley;

Thanks for taking time last night to review the proposal that I am putting together for Powerstream.

It drew my attention to a situation that I have needed to address for some time.

Ideally, I require a part-time person that can help edit letters, proposal, etc as well as assist in matters related to the Lobbyist Registrar at both the Federal and Provincial level.

The work can be mostly completed out of office with the support of a computer and a phone.

It is not a lot of hours at this time however it will likely require more in the coming weeks if I have a couple more contracts approved.

I would expect twenty hours a month at this time and see where it goes from there. I can pay \$20.00 per hour.

Please give it some subject to you being able to free up some time.

Thanks,

paul

Hon. Paul Bonwick, P.C.

Compenso Communications Inc.

186 Hurontario St., Suite 203

Collingwood, ON

L9Y 4T4

Ph: 705.445.8540

F: 705.443.8668

This is Exhibit "D" referred to in
the Affidavit of Shirley Houghton
sworn June 13, 2019

A handwritten signature in black ink, consisting of a series of loops and a long horizontal stroke, positioned above a solid horizontal line.

Commissioner for Taking Affidavits
(or as may be)

[Redacted]

file a March 2010

Shirley Houghton

[Redacted]

From: Ed Houghton [ehoughton@collus.com]
Sent: Wednesday, February 04, 2009 2:28 PM
To: [Redacted]
Cc: Shirley Houghton
Subject: RE: 121 Cypress View Drive, Naples Florida

1,000 Down already.
7,000 SANNEY
Blegue

[Redacted]

We knew that you would like [Redacted] and I'm pleased that you enjoyed our place. If you wish to firm up the rental we are happy to do so and we also feel comfortable with \$8,000. There will be no need to bring an inflatable bed for the loft since Shirley and I were planning on purchasing a futon and other furniture for up there. We truly just ran out of time at Christmas.

If you wish to use the bikes feel free to do so.

I will give you a call on [Redacted] cell phone later this evening to confirm.

Cheers..... Ed

From: [Redacted]
Sent: Wednesday, February 04, 2009 1:05 PM
To: Ed Houghton
Subject: RE: 121 Cypress View Drive, Naples Florida

Ed

[Redacted] was great...we met her last year. When we left she was watering some plants for you. [Redacted] noticed you have two bikes in the garage. He would love to be able to use them while we are here and wonders if you would consider renting them to us. We are careful and considerate adults and would treat them respectfully. We recognize they are brand new bikes. Your home is lovely and would suit us perfectly, with the exception of requiring more sleeping accommodations. If needed, I would bring an inflatable bed to be added to the loft. We are interested in February and March. [Redacted] would like to be able to secure a place for next year and feels somewhere between 7500 and 8000 dollars for 2 months is comfortable. We are very particular and fussy people. This is always a good thing for the landlords and I see that you and your wife live the same way [Redacted] and I do. I clean while I am here every day and that is the only way I can be happy in my surroundings. Maybe I am a little neurotic?

thanks for arranging a viewing
[Redacted]

Subject: Re: 121 Cypress View Drive, Naples Florida
Date: Wed, 4 Feb 2009 12:01:10 -0500
From: ehoughton@collus.com
To: [Redacted]

Hi:

I was wondering how your visit went today? Let me know if there is anything else or further information required.

6/8/2009

Cheers.....Ed

Sent from Blackberry Mobile Device

From: [REDACTED]
To: Ed Houghton
Sent: Tue Feb 03 18:28:14 2009
Subject: RE: 121 Cypress View Drive, Naples Florida

Ed
Tomorrow any time...whatever works for her. [REDACTED] could call us and we can work it out with her if that is ok. Here is [REDACTED] cell [REDACTED]

Thanks Ed

Subject: Re: 121 Cypress View Drive, Naples Florida
Date: Tue, 3 Feb 2009 17:47:45 -0500
From: ehoughton@collus.com
To: [REDACTED]

I will ask our friend [REDACTED] to show you our place. I will call her this evening. Do you have a preferred time?

Ed

Sent from Blackberry Mobile Device

From: [REDACTED]
To: Ed Houghton
Sent: Tue Feb 03 17:46:39 2009
Subject: RE: 121 Cypress View Drive, Naples Florida

Hi Ed we are in florida for the month of february and would like to see your place.I want a place next year for february and march and plan to book one right away.please get back to a s a p so we can arrange a convient time to see your place. [REDACTED]

Subject: 121 Cypress View Drive, Naples Florida
Date: Tue, 3 Feb 2009 16:05:03 -0500
From: ehoughton@collus.com
To: [REDACTED]
CC: shirley.houghton@gmail.com

FRIENDS

4000.00

Good Afternoon [REDACTED]

Our mutual friend [REDACTED] forwarded your email to my wife Shirley. If you are still interested in renting our home it is available next year in February and March (2010). Please let me know if you are interested and if you are still in Florida I would be only too please to make arrangements for you to take a look or I can send you photos. Your choice.


I look forward to hearing from you.

6/8/2009

This is Exhibit "E" referred to in
the Affidavit of Shirley Houghton
sworn June 13 2019

A handwritten signature in black ink, appearing to be "G. L. ...", written over a horizontal line.

Commissioner for Taking Affidavits
(or as may be)

 @ Eagle Creek

March 15, 2012



Prime Time

Resort Eagle Creek.

HAND DELIVERED

We are pleased that you have chosen to stay at our villa, 121 Cypress View Drive, for the period beginning January 1, 2013 until March 31, 2013.

As you have agreed, the cost for the unit is \$3750.00 U.S. per month. If the combined utilities of water/hydro exceed \$300.00 per month you have agreed to pay the excess.

Please register with Eagle Creek two months prior to your arrival for your social number as you have previously done in the past. You should also stop by and see marketing for a rental application before you leave Eagle Creek.

The unit will be clean when you arrive and must be clean and damage free when you leave.

We require a non-refundable deposit of \$1500.00 U.S. payable now and then subsequent payments in November \$ 3750.00, December \$3750.00 and January \$2250.00. (minus 937) = 1313.00.

2012
Oct 1800.00

Sincerely,



Shirley Houghton
2593Tenth Con RR1
Collingwood Ontario
L9Y 3Y9
Ont. (705) 444-1261

Rec'd \$1500.



Dec 1500.00
We would arrive Mar 23.

Shirley Houghton

*How Many house Guests.
Cleaning lady must be gone
by Noon,*

Dec 2 - Mar 23 A.M.

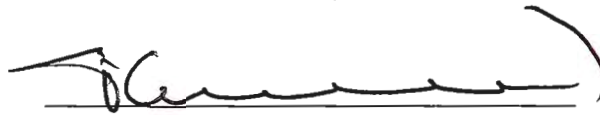
3,000.00.

Send Cheque Now.



Approx 937/wk rent.

This is Exhibit "F" referred to in
the Affidavit of Shirley Houghton
sworn June 13, 2019

A handwritten signature in black ink, appearing to be "J. C. [unclear]", written over a horizontal line.

Commissioner for Taking Affidavits
(or as may be)

August 1, 2014

[Redacted]

We are pleased that you have chosen to stay at our villa, 121 Cypress View Drive, for the period beginning January 1, 2015 until February 28, 2015. We are very proud of our home and as you see we take very good care of it and in speaking with you I know you will be very comfortable and take care of our home as well.

As you have agreed, the cost for the unit is \$4,000.00 U.S. per month, plus water/hydro. We will pay for the other utilities. The normal cost for water and hydro approximately 100.00-150.00

Please register with Eagle Creek two months prior to your arrival for your membership number and privileges. I will forward you the form to complete. When you arrive at Eagle Creek you should stop by the marketing department to familiarize yourself with the benefits you are entitled to.

The unit will be clean when you arrive and must be clean and damage free when you leave.

We require a non-refundable deposit [Redacted] payable now and then subsequent payments on December 1, 2014 of \$4,000.00 and January 1, 2015 \$2500.00. We also require a \$500.00 damage deposit which will be held and refunded upon inspection.

As stated previously we have two bedroom two bathroom plus a loft, a single car garage and a personal swimming pool with covered lanai. Panther amphibian services the pool once per week. We have brand new kitchen appliances and outdoor furniture. There will be two bikes for your use and a gas grill barbeque. We also have free Canada/USA calling on our land line. We have internet and wireless as well plus an enhanced cable package. There is a television in both bedrooms and one in the living room. The phone number in Florida is [Redacted]

Sincerely,

Shirley Houghton
2593 Tenth Conc. RR1
Collingwood Ontario
L9Y 3Y9
Ont. (705) 444-1261

[Redacted]

Pd - US money order

*# 0834731
aug. 5/14*

[Redacted]

This is Exhibit "G" referred to in
the Affidavit of Shirley Houghton
sworn June , 2019

Commissioner for Taking Affidavits
(or as may be)

October 15, 2015



1 of 2

We are pleased that you have chosen to stay at our villa, 121 Cypress View Drive Naples Florida 34113, for the period beginning January 16, 2016 until February 29, 2016. We are very proud of our home and as you see we take very good care of it and in speaking with you I know you will be very comfortable and take care of our home as well.

As you have agreed, the cost for the unit is \$4,500.00 U.S. per month for double occupancy, we will pay water/hydro up to \$175.00 per month and your cost will be anything over this amount. The normal combined cost for water and hydro are approximately 100.00-150.00 per month.

Please register with Eagle Creek two months prior to your arrival for your membership number and privileges. I will forward you the form to complete. When you arrive at Eagle Creek you should stop by the marketing department to familiarize yourself with the benefits you are entitled to.

The unit will be clean when you arrive and must be clean and damage free when you leave.

We require a non-refundable deposit of \$1500.00 U.S. payable now and then subsequent payments on November 1, 2015 of \$2625.00 and December 1, 2015 \$2625.00 we also require a \$1000.00 damage deposit which will be held until inspection. (This can be a cheque mailed to 121 Cypress View) Please try to arrange a *direct deposit* for the deposit and subsequent payments into my account [REDACTED]
[REDACTED]

As stated previously we have two bedroom two bathroom plus a loft, a single car garage and a personal swimming pool with covered lanai. Panther amphibian services the pool once per week; they enter through the back lanai screen door. We have brand new kitchen appliances and outdoor furniture. We also have brand new living room furniture and new TV. There will be two bikes for your use and a gas grill barbeque. We also have free Canada/USA calling on our land line. We have internet and wireless as well plus an enhanced cable package. There is a television in both bedrooms and one in the living room and the outdoor lanai. The phone number in Florida is [REDACTED]

Sincerely,

Shirley Houghton
2593 Tenth Conc. RR1
Collingwood Ontario
L9Y 3Y9
Ont. (705) 444-1261

This is Exhibit "H" referred to in
the Affidavit of Shirley Houghton
sworn June , 2019

Commissioner for Taking Affidavits
(or as may be)

Shirley Houghton

From: [REDACTED]
Sent: July-26-16 3:21 PM
To: Shirley Houghton
Subject: Re: rental

Jan 16 - Feb 29 /16
2 of 2

Hi Shirley,
We are disappointed that we are unable to have February and March.
Would you consider mid January to Mid March and what would be the rental cost for that time?
Also, can you provide us with the information of your friends that rent their home at Eagle Creek. What type of home do they have?
Please let me know as soon as you can.
Enjoy your retirement!
Thanks [REDACTED]

From: "Shirley Houghton" <shirley.houghton@gmail.com>
To: [REDACTED]
Sent: Monday, July 25, 2016 2:57:28 PM
Subject: rental

Hi [REDACTED] I hope you have been enjoying your summer and that all is well with you both.
Ed and I did not purchase another place in florida, we are going to stay at our current 121 cypress view drive.
Were you interested in renting again, and if so what time frame were you looking at.
Shirley

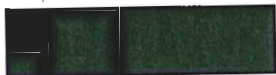
This is Exhibit "1" referred to in
the Affidavit of Shirley Houghton
sworn June 13, 2019

A handwritten signature in black ink, appearing to be "G. ...", written over a horizontal line. The signature is stylized and cursive.

Commissioner for Taking Affidavits
(or as may be)

November 28, 2016

182



We are pleased that you have chosen to stay at our Villa, 121 Cypress View Drive Naples, Florida 34113 for the period beginning January 17, 2017 until February 28 2017. We are very proud of our home and as you will see we take very good care of it and in speaking with you I know you will be very comfortable here and take care of our home as well.

As you have agreed, the cost for the unit is \$4,500.00 U.S. for the month of February and \$1,000 per week for the last two weeks of January. (Not sure of the date you plan to arrive)

We will pay combined utilities of hydro and water up to \$175.00 per month and your cost will be anything over this amount. The normal combined costs for these utilities are approximately \$100.00 to \$150.00 per month.

Please register with Eagle Creek as soon as possible for your membership number and privileges. I will forward you the forms on a separate email. When you arrive at Eagle Creek you should stop by the marketing department to familiarize yourself with the benefits you are entitled to.

Our villa is smoke free. Pets are not allowed.

The unit will be clean when you arrive and must be clean and damage free when you leave.

We require a non-refundable deposit of \$1500.00 payable now and then subsequent payments of \$2500.00 on December 10, 2016 and January 10, 2017. We also require a \$1000.00 damage deposit check, which will be held until inspection. If possible you can arrange a direct deposit for the deposit and subsequent payments into my account RBC Bank, [REDACTED] Acct [REDACTED] this is not possible please mail checks

As discussed previously we have a two bedroom, two bathroom villa plus single car garage and a personal swimming pool with a covered lanai. Panther amphibian services the pool once per week; they enter through the lanai door. We have brand new kitchen appliances and outdoor furniture. We have brand new living room furniture and new TVs'. There will be two bikes for your use and a gas grill barbecue. We have wireless internet and an enhanced cable package. We have free long distance calling on our phone [REDACTED]

We will not be held liable for any persons residing at our home.

Sincerely

Shirley Houghton

This is Exhibit "J" referred to in
the Affidavit of Shirley Houghton
sworn June 13, 2019

A handwritten signature in black ink, consisting of a series of connected loops and a final flourish that extends to the right.

Commissioner for Taking Affidavits
(or as may be)

Shirley Houghton

2 of 2

From: [REDACTED]
 Sent: December-19-16 5:18 PM
 To: 'Shirley Houghton'
 Subject: RE: Good afternoon

Jan 17 - Feb 28 1

Shirley, I have your info for a direct transfer of funds and will process the payment in that manner . I believe the balance is 3,500.00 my file is home will check the amount tonight. Have a safe trip home.

-----Original Message-----

From: Shirley Houghton [<mailto:shirley.houghton@gmail.com>]
 Sent: Monday, December 19, 2016 2:55 PM
 To: [REDACTED]
 Subject: Good afternoon

Good afternoon [REDACTED] I hope you and your wife will enjoy your stay at Eagle Creek. Well we are packed up and ready to leave for Collingwood, sad to go.

I have left a sheet of instructions for you in the laundry room, how to run a few appliances and just general information. We will leave the man door of the garage open and the house keys will be on the left on the fire extinguisher. Addition keys and the garage door opener will be in the house. If you have any questions on anything at all please feel free to call me or text me.

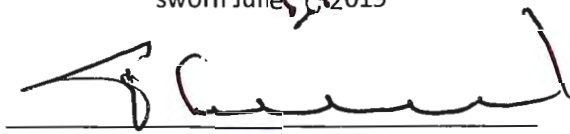
When mailing your next check and the damage deposit could you direct it to our Collingwood address.

Thank you so much and have a great stay.

Shirley Houghton
 705-444-1261
Shirley.houghton@gmail.com
 2593 Tenth Conc. RR1
 Collingwood, On
 L9Y 3Y9

Sent from Shirley's iPad=

This is Exhibit "K" referred to in
the Affidavit of Shirley Houghton
sworn June 14, 2019

A handwritten signature in black ink, appearing to be "A. C. ...", written over a horizontal line.

Commissioner for Taking Affidavits
(or as may be)

Message

From: Ed Houghton [/O=TOC/OU=FIRST ADMINISTRATIVE GROUP/CN=RECIPIENTS/CN=EHOUGHTON]
Sent: 11/3/2011 10:37:56 AM
To: 'Shirley Houghton' [shirley.houghton@gmail.com]
Subject: FW: ISSI Marketing Corp. ("IMC")

Mr. Ed Houghton, President & CEO

Collingwood Utility Services Corp.
 P.O. Box 189, 43 Stewart Road
 Collingwood, ON
 L9Y 3Z5
 Phone: 705-445-1800, 2222
 Fax: 705-445-2549
 Email: ehoughton@collus.com

Important Notice: This message is intended only for the use of the person to whom it is addressed, and may contain information which is privileged and confidential. If you are not the intended recipient, you are hereby notified that distribution or copying this message is strictly prohibited. If you received this in error, please notify the sender and delete the original message and attachments.

From: Peter Budd [REDACTED]
Sent: November-03-11 9:12 AM
To: paulbonwick@compenso.ca; Ed Houghton
Subject: ISSI Marketing Corp. ("IMC")

Good morning again.

In order to move this concept along within the next two weeks, I think we need to step up our discussions respecting the expectations of the participants in the proposed IMC.

I remain totally open to the concept and look forward to working this through. Please permit me to go for a run on this.

In order to set aside any potential misunderstandings due to incomplete information, I'll set out what I think are some of the basics Tom and I have in front of us; I know I do not have all of the machinations which are roaming and forming as the concept gestates.

We obviously need more working capital in the company as we are/were short of start-up capital and have invested our spare change as any other start-up would. Tom and I continue to fund all of those start up costs for the operation to move forward.

But, before you both, the LDC marketers joined, the deal was 70/30 TB/PB on everything from sales, costs, mktg, etc.

Then, with Paul and Ed, with the inaugural LDC deal in sight, we established an amended sharing arrangement: 35/35/30 for TB/EH-PB/PB. That worked well. Tom agreed to it. Cash was fully distributed to Compenso and partially to PB/TB.

We are contemplating evolving to an IMC.

I do not know the IMC details yet, but I understand that it is meant to create a different sharing arrangement. In its most basic terms, IMC would be owned and shared 33.3/33.3/33.3 for EH/PB/PB.

I could wait to see Paul's draft to submit any comments and react, but I can say now that Tom's expectation is that his share is not going to change again – and he expects any additional marketing expenses to be borne by whoever is marketing and being paid for from their income, not ISSI or TB. His view is that the corporate structure is changing and he has gone from profit sharing of 70% to 35%, and he is not going to go below that, I have been advised and reminded.

ISSI has no income or profit expectations other than from the sales of these units, which under the IMC model is exclusive to IMC and its three new shareholders. There is no other pie, or pieces of the pie.

IMC desires to sign for all of, and exclusively, the marketing rights to all the Nature's Power and ISSI product lines. In this model, there is no other income stream to ISSI other than IMC. The 2 shareholders of ISSI will only ever derive income from the sales which IMC will consummate.

If IMC moves to a 1/3 each model for EH, PB and PB, and if TB stays fixed at 35%, by necessity, does that not mean that the remainder of profit pool will be comprised of the EH/PB 35% share and the 30% PB share? Combined, the PB/EH/PB share is 65%. Is this the piece that Paul is proposing to combine, then split into 33.3% equal shares?

It is on these points that I would ask for clarification and for you to focus in your proposal with examples of how you would like this to work.

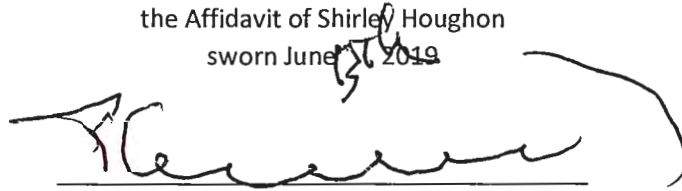
I am up against the wall on how Tom sees his already reduced share going forward.

Perhaps once you have this model conceptualized on paper, we could meet again with Howard to live model this concept during the week of Nov 14th when you are back from the camp. For most of my working life, I have relied on Howard to assist with working through business models, whether for the OEA, the family, the law firms and now this business.

Thanks Ed and Paul. I look forward to working all of these business items through.

PB

This is Exhibit "L" referred to in
the Affidavit of Shirley Houghon
sworn June 13, 2019

A handwritten signature in black ink, appearing to be "Shirley Houghon", written over a horizontal line. The signature is cursive and somewhat stylized.

Commissioner for Taking Affidavits
(or as may be)

Message

From: Ed Houghton [/O=TOC/OU=FIRST ADMINISTRATIVE GROUP/CN=RECIPIENTS/CN=EHOUGHTON]
Sent: 9/21/2011 2:06:40 PM
To: 'Shirley.houghton' [REDACTED]
Subject: Fw: Simplicity

-----Original Message-----

From: Peter Budd
To: Ed Houghton
To: Paul Bonwick
ReplyTo: Peter Budd
Subject: Simplicity
Sent: Sep 21, 2011 8:45 AM

Good morning,

I am working on the Marketing Agreement today, sometime this afternoon after I return from the accountants.

Rather than us sit around discussing fees, insurance, rent, utilities, admin, allocations, etc., what would you both say about being paid a flat fee per unit reflecting your 35percent?

So if we sell units @ \$175 to Ontario utilities, and the profit is \$120/unit, you are paid a set 35percent of the \$120 or \$50/unit.

Please give this simple concept some advance thought. The bookkeeper, accountant and Tom raised this with me as a means to (1) see you both paid a set flat fee for each unit sold under the Marketing Agreement(s) for each jurisdiction entered, (2) keep admin simple, and (3) we absorb the operating costs as Tom and I are the only Class A shareholders.

I look forward to hearing your views.

PB

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

~~~~~  
Sent from BlackBerry Mobile Device