



Community and Indigenous Engagement Plan

Brentwood BESS Project

Liberty Power

354 Davis Road
Oakville, ON Canada L6J 2X1
T: 905 465-4500
www.algonquinpower.com
www.brentwoodbess.com
ontariobess@algonquinpower.com

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Land Acknowledgement



The planned projects are located on the Traditional Territory of several First Nations communities. We acknowledge and respect their historical connection to this land and the treaties that recognize those relationships: the Upper Canada Land Surrenders (1764-1862) and Treaty 18 (Lake Simcoe-Nottawasaga Treaty).

Liberty recognizes and respects Indigenous Peoples as the traditional stewards of this land and the enduring relationship that exists between Indigenous Peoples and their traditional territories.

We acknowledge and thank the following First Nations for being stewards of this traditional territory:

Beausoleil First Nation, Chippewas of Georgina's Island First Nation

Chippewas of Rama First Nation

Mississaugas of Scugog Island First Nation

Wahta Mohawk First Nation

Moose Deer Point First Nation

and Saugeen First Nation.



1 Summary

With demand for clean energy expected to outperform Ontario's current generation capacity over the next decade, there is an urgent need for innovative solutions that will help meet Ontario's energy needs while contributing to our province's climate change goals.

In response to this demand, Liberty is submitting a proposal for a Battery Energy Storage System (BESS) project to the Independent Electricity System Operator's (IESO) procurement process. The project is located in the Township of Clearview and is named the Brentwood BESS. The proposed BESS facility operates by charging a battery bank during hours of surplus energy generation in the grid and then discharging the battery bank during energy deficit hours to meet grid demand. By storing clean energy when demand is low and releasing it when it is high, BESS optimize the efficiency of our grid by creating a steady, affordable supply of energy when and where we need it most.

The Battery Energy Storage System Liberty is proposing in Clearview is in response to the Government of Ontario's procurement (managed by the Independent Electricity System Operator, or IESO) to increase energy storage capacity over the next decade. The IESO has announced a procurement for 1,600 MW of capacity resources, with a submission date of December 12, 2023, contract awards in Q2 2024, and with requested operations as early as May 2027. This is a competitive bid process, with multiple parties planning to submit projects for consideration across Ontario. Successful projects will be awarded based on price, among other criteria, and only some of the currently proposed projects will be awarded contracts.

The Brentwood BESS Project will help address the grid capacity needs of the province and region, increase municipal tax revenue to Clearview, and will allow for more efficient operations of Ontario's gas plant fleet, reducing carbon emissions and contributing to cleaner air.

Liberty has begun engaging with stakeholders such as landowners and the local government to discuss these projects. If required, and if awarded contract with the IESO, we will be consulting and engaging with additional stakeholders and Indigenous communities to ensure our projects meet the needs and interests of residents in Clearview and engaged Indigenous communities. We look forward to bringing these much-needed energy solutions to the region.

We place a high priority on local support for our projects, and community consultations like these offer an opportunity for us to listen to community feedback and answer questions. We also place priority on giving back to the communities in which we operate, and look forward to partnering through donations, community events, and sponsorships, and working with residents to make Clearview a Battery Energy Storage System leader in Ontario.

2 About Our Company

Established in 1988 as a developer of small hydro projects in Ontario, Algonquin Power & Utilities Corporation (APUC) is a Canadian company that has grown into a North American leader in power generation. Through its power generation and utilities businesses, APUC owns and operates generation assets and utilities across North America. APUC's headquarters are located in Oakville, Ontario. APUC has expanded into the utility business through its wholly owned regulated subsidiary Liberty Utilities, and has become a market leader in renewable generation through its wholly owned power generation subsidiary Liberty Power.

Liberty Power (Liberty) owns a portfolio of over 4 GW of renewable generation capacity in operation, under construction, and in development. Liberty Utilities provides regulated electricity, water, and natural gas utility services to over 1 million customers.

Liberty is committed to being a North American leader in the generation of clean energy through its portfolio of long-term contracted wind, solar and hydroelectric generating facilities. Common shares and preferred shares are traded on the Toronto Stock Exchange under the symbols AQN, AQN.PR.A, and AQN.PR. D. APUC's common shares are also listed on the New York Stock Exchange under the symbol AQN.

Liberty is unique among its peers for its commitment to the community, conservation, and customer service. Liberty Utilities upholds the highest standards of service to meet the day-to-day needs of its customers and offers employee programs that recognize superior customer support and contribution to the community.

APUC's environmental commitment is to achieve Net-Zero by 2050, continue to reduce GHG emissions (>1M tonnes since 2017), expand its over 6 GW portfolio of renewables that are currently in operation, construction, and development, and to align with United Nations Sustainable Development Goals. Our social commitment is to exceed greater than 30% of women in leadership (currently women make up 40% of our executive team and our Board is 44% diverse). Additionally, the quality of our environment, along with the health and safety of the public and our employees in the communities where we operate is our priority.

3 This Plan's Goals

This proposed Community and Indigenous Engagement Plan is a living document and will be updated during project phases. This Plan presents Liberty's goals and objectives for the development of the BESS facilities. We look forward to meaningfully engaging with the community, stakeholders, and where applicable, Indigenous Communities, so that we may ensure this Engagement Plan reflects community interests.

4 The Brentwood BESS Project

The proposed Brentwood BESS Project is located in the Township of Clearview in Ontario and will maximize the efficiency of the province's existing energy assets by increasing supply while reducing emissions, and specifically address the significant electricity demand overload conditions as set out by the province's Independent Electricity System Operator (IESO). The Brentwood BESS Project will be capable of providing up to 200 MW of energy storage for up to 4 hours over a maximum operational period of 30 years, which could power approximately 50,000 homes in the Clearview area while generating.

Liberty's proposed Brentwood BESS is designed as a standalone BESS with factory built and modular containers that will use industry-leading lithium-iron-phosphate (LFP) batteries. The Brentwood BESS will be located on approximately 8 acres of land in Brentwood on Concession Road 2 & County Road 10. Construction of the Brentwood BESS is expected to take approximately 6 months, with commercial operations beginning in May 2027. Construction activities will include delivery of factory assembled fully containerized solution and components, installation, and Hydro One interconnection. Project information and updates are provided on Project website at the following address: <https://brentwoodbess.com>

4.1 Map of Proposed Project

The map for the Brentwood BESS project, **Appendix A**, shows the land area considered as part of the proposed project, assumed acreage for the project components as well as some of the key geographic, electric and transportation features of this area. If required, the project's environmental studies would be focused on the land within the project footprint. The layout presented may be adapted after gathering feedback from field studies, the local communities, stakeholders, and Indigenous communities.

5 Benefits of the Proposed Project

Liberty's proposed Brentwood BESS project will help address the grid capacity needs of the province and region and bring a range of additional benefits to the community. The project will increase municipal tax revenue through its property tax contributions, contribute to financial sustainability, as well as spur economic opportunities and growth for local businesses. Employment opportunities will be created through the construction and operations and maintenance of the project, and local labour will be used whenever feasible. Hosting the project could also see capital infrastructure improvements made to the local community. The projects will allow for more efficient operations of Ontario's gas plant fleet, resulting in a significant reduction in carbon emissions over 30 years.

Liberty is committed to continued consultation, frequent communication, and investing in the communities it operates in. Investments could for example include infrastructure improvements such as the wastewater treatment plant, green spaces, or recreational facilities.

6 Community and Indigenous Engagement Process

6.1 Engagement Plan Objectives

The purpose of this Community and Indigenous Engagement Plan is to:

- 1) Share information about the proposed projects;
- 2) Provide an overview of the IESO's LT1 RFP process and engagement requirements;
- 3) Document the level of current engagement;
- 4) Document plans for future engagement;
- 5) Provide opportunities for the community stakeholders and members of Indigenous communities to provide feedback; and,
- 6) Address and respond to the community and members of Indigenous communities' comments.

The following are the objectives of this Community and Indigenous Engagement Plan:

- 1) Identify and consult with the community stakeholders that are interested in the development of the proposed projects;
- 2) Identify and meaningfully engage, where applicable, with the Indigenous communities;
- 3) Regularly update the list of community stakeholders and Indigenous communities that are interested in the development of the proposed projects;
- 4) Inform stakeholders and Indigenous communities of the project development by communicating potential environmental, social, economic, and land use changes;
- 5) Gather, consider, and respond to feedback from stakeholders and Indigenous communities;
- 6) Create engagement opportunities for the community, stakeholders, and where applicable Indigenous communities;
- 7) Identify and address issues or concerns that the public, stakeholders, and Indigenous communities have with regards to the proposed projects; and to
- 8) Comply with the IESO LT1 RFP submission and other applicable requirements.

6.2 Information Sharing and Meaningful Engagement

The main goal of the Community and Indigenous Engagement Plan is to inform the public, stakeholders and Indigenous communities about the proposed projects and their progress. Liberty has implemented processes to proactively engage interested parties. We respect, welcome, and encourage a meaningful dialogue and will document our communication and ensure effective follow-up. In addition to sharing project information with the community, we create opportunities for stakeholders (including local community groups, local government, landowners and other tenure holders and local businesses) and Indigenous communities to provide feedback. Our project engagement plan will evolve throughout the life of each project, and we will continuously offer opportunities for comments and input. Our engagement plan has been supported by the following tools:

- In-person Meetings
- Notices in local newspapers
- Direct mailouts
- Public information meeting
- Project website
- Public meetings with municipal officials
- Project-specific mailing lists
- Meetings with representatives of local Indigenous communities

Liberty is committed to reviewing and responding to feedback and comments received through the public community meetings and/or project email address (ontariobess@algonquinpower.com). Liberty will collect and record all public meetings feedback and will provide responses. Active engagement with the community stakeholders and Indigenous communities is important to us. Liberty has begun engaging with stakeholders such as landowners to discuss the proposed projects. Through this consultation we will identify appropriate efforts to minimize any concerns to act as a good neighbour and maintain the community's identity.

If awarded the proposed projects, we would be subject to the any applicable regulatory requirements. Throughout this process, Liberty would continue to engage with community stakeholders and Indigenous communities.

6.3 Indigenous Engagement

Liberty recognizes the importance to engage with local Indigenous communities. Liberty is committed to protecting the environment, safe operations, and the health and safety of employees, contractors, and the communities in which Liberty operates. The purpose of this plan is to guide Indigenous engagement conducted throughout all project phases in a meaningful and effective manner and in accordance with applicable requirements. A plan specific to Indigenous engagement, if required, would be developed in accordance with any applicable regulatory requirements and based on engagement with individual Indigenous communities.

Liberty encourages Indigenous Communities who wish to make their interests known, to please contact us directly through the contact Information provided on our project websites. We have currently engaged an Indigenous community to discuss their involvement in the project and solicit feedback on our development plans. Liberty will meet with Indigenous communities as appropriate to keep them informed of project progress and to gather their feedback throughout project development phases.

The general locations of the Indigenous communities relative to the Project and other communities are shown in **Appendix B**.

6.4 Stakeholder and Indigenous Communities List

Liberty is committed to engaging the following stakeholders throughout all project phases, from early development to decommissioning, including but not limited to:

- 1) Owners or tenants of the properties located adjacent to the project site
- 2) Indigenous communities who may have an interest in the project, including Indigenous tribal governments and/or organizations such as arts or heritage groups.
- 3) Municipal & Government stakeholders
 - a. Mayor and council of each local municipality in which the project or proposed connection line will be located;
 - b. Clerk of each local municipality in which the project or proposed connection line will be located;
 - c. Secretary-treasurer of each local roads board of a local roads area in which the project or proposed connection line is proposed to be situated;
 - d. Secretary of each Local Services Board of a board area in which the project or proposed connection line is proposed to be situated;
 - e. Secretary-treasurer of any Planning Board that has jurisdiction in an area in which the project or proposed connection line is proposed to be situated.
- 4) Government Agencies and Regional Authorities
- 5) Independent Electricity System Operator;
- 6) Ontario Ministry of the Environment and Climate Change;
- 7) Ontario Ministry of Environment, Conservation and Parks;
- 8) Ontario Ministry of Energy;
- 9) The Secretary/Treasurer of the Local Conservation Authority;
- 10) Local Fire and Rescue Department;
- 11) Electrical Safety Authority;
- 12) Local Conservation Authority;
- 13) Special Interest Groups
 - a. Non-Governmental Organizations (NGOs);
 - b. Industry Associations; and
 - c. Local Businesses and Business Industry Associations (BIAs)

This list will be updated throughout project development phases. We encourage any Indigenous Communities not currently part of the list and who wish to make their interests known to contact us.

Liberty will continue to document engagement that occurs, any issues or questions raised, how the views and information received during the engagement was considered by Liberty and/or incorporated into project planning and implementation.

6.5 Community Feedback

Through this Community and Indigenous Engagement Plan, Liberty is committed to reviewing and responding to feedback and comments received through the public community meetings and/or project email address. Liberty will collect and record all public meetings feedback internally and, where applicable, will incorporate information

received into project planning and design. Meaningful engagement with community, stakeholders and Indigenous communities is important to us as it will enhance our understanding of potential environmental, social, economic, or heritage impacts and inform project development, design, construction, operation, and decommissioning.

7 Community Engagement Plan Phasing

7.1 IESO Prior to Contract Award Phase

During the contract award phase, Liberty will continue to:

- Inform community stakeholders, including the Clearview municipality,
- Continue engagement with Indigenous communities already engaged;
- Collect feedback and engage with the public through the project website and during the planned public community meetings;
- Share a copy of the Community and Indigenous Engagement Plan with the municipality and post a copy on the project website; and
- Collect and incorporate feedback.

If awarded a contract, Liberty is committed to continuing engagement with all interested stakeholders.

7.2 Project Planning and Development Phase

During the project planning and development phase, Liberty will focus on keeping the community, stakeholders and Indigenous communities regularly informed of project progress. We will address comments, concerns and consider input from interested parties. We will also ensure that the proposed project meets all required permitting obligations, Liberty will:

- Continue to regularly consult and engage with all identified, interested parties;
- Continue to host public meetings to communicate how the development team incorporated stakeholder feedback in project design and present results from technical studies;
- Host meetings with municipal officials to keep them apprised of the project's progress;
- Hold meetings with all interested stakeholders to keep them apprised of project progress and to gather their feedback; and
- Regularly update the project website.

7.3 Project Construction Phase

Project construction activities are planned to take 6 months, with completion planned for May 2027. During the construction phase, Liberty will continue to:

- Regularly consult and engage with all identified, interested parties;
- Host meetings with municipal officials to keep them apprised of the project's progress are held;
- Hold meetings with all interested stakeholders to keep them apprised of the project progress and gathering their feedback; and

- Regularly update the project website;
- Liberty Power will also develop an emergency response plan in consultation with the local fire department and, if required, work with them to identify any training needs they may require.

7.4 Project Operation Phase

During the project operation phase, Liberty will focus on executing all previously negotiated agreements. We will also ensure that the facilities operate efficiently and safely. The operation phase is anticipated to last up to 30 years from the time the project achieves commercial operations (i.e., is fully operational), until the facility is decommissioned. During this project phase Liberty will:

- Ensure the facility operates safely and to applicable standards;
- Support community activities and enterprises;
- Effectively develop, communicate, and run a public safety protocol; and,
- Execute all applicable agreements.

When the facility is no longer efficient to operate, replacement of technologies may be considered. This activity is called “repowering” of a facility and would conform to all applicable standards, rules, laws, and regulations.

7.5 Project Decommissioning Phase

In adherence to stringent operational and environmental standards, the decommissioning phase of the project is predicated upon a comprehensive Decommissioning Plan, developed, and implemented by Liberty. Recognizing that technological and infrastructural elements may evolve over the project's life span, Liberty is committed to ensuring a sustainable and responsible decommissioning process. The Decommissioning Plan will encapsulate detailed procedures for the dismantling and removal of project infrastructure, waste management, land restoration, and potentially, the repowering or upgrading of facilities. This underscores our continuous commitment to minimizing environmental impact, aligning with regulatory compliances, and ensuring that the land is restored to its pre-development state or improved, ensuring the well-being and interests of the community and all relevant stakeholders.

8 Frequently Asked Questions (FAQs)

The below list of frequently asked questions and Liberty's responses is not exhaustive and will be updated following further consultation and engagement with projects stakeholders and Indigenous communities throughout the various project phases.

What is the process with the Independent Energy System Operator (IESO)?

The IESO has announced a procurement for 1,600 MW of capacity resources, with a submission date of December 12, 2023, expected contract award in mid 2024, and requested operations as early as May 2027. It is a competitive bid process, and successful projects will be awarded based on price, among other criteria, so only a small number of the currently proposed projects will be awarded contracts.

How will the project be financed?

Liberty intends to finance the project through a mixture of equity and debt from its parent company, Algonquin Power & Utilities.

Who will pay for energy from the project?

Should Liberty be successful in the RFP, the IESO will provide payments to Liberty Power for providing standby battery capacity that is able to instantly respond when energy is needed.

Where will the electricity come from to charge the batteries?

The project will be connected to the IESO's transmission infrastructure, and not any specific generation facility. They will therefore draw electricity from the grid at large, not any specific source of energy.

Will this project save ratepayers money?

Liberty Power's proposed BESS project will help address the grid capacity needs of the province, and contribute to a reduced need for investing in additional traditional baseload generation such as gas or nuclear facilities in the province, for which the ratepayers would ultimately bear the cost.

Why are you proposing a project in our community?

Liberty Power has chosen this location because of its strategic location on the electricity grid, proximity to transmission lines, and the feedback from the IESO of the ability, and need, for additional energy capacity here.

How will our community benefit from hosting the project?

Liberty Power will invest in priority community infrastructure projects such as wastewater treatment plants, green spaces, or recreational facilities. The project will increase municipal tax revenue through property taxes, growth for local businesses, and create employment opportunities through construction, operations, and maintenance of the project, using local labour whenever feasible.

What is the current status of project development?

Liberty Power has engaged with local landowners to secure land, and is seeking municipal support for the project. Pending contract award from the IESO in mid 2024, Liberty will undertake environmental and engineering surveys and studies, permitting and approvals processes, noise mitigation efforts, and further community engagement, with the goal of completing final design, starting construction in 2026, and operations in May 2027.

How will you mitigate noise? Are there any prescribed setbacks for sound for BESS?

A detailed sound modelling assessment will be conducted and will take into consideration all identified sound receptor locations identified using aerial maps and geographic information systems. The facility will be designed through careful design and/or acoustic barriers, as needed.

How will these systems be monitored?

These facilities will be monitored with industry-standard software that collects data on the system's operational performance on a second-by-second basis and reports back to the Liberty operations team, allowing the operations team to optimize project performance and respond to any issues on site.

Do you have mitigation efforts planned in the case of fire?

The project will be designed in accordance with UL and/or NFPA certifications to minimize fire risk and the spread of fire if one were to occur. The project will also use fire detection systems to detect and address any fire risk. Liberty Power will develop an emergency response plan in consultation with the local fire department and work with them to identify any training needs they may require.

Will the land retain its current use?

Liberty will use only a small portion of the lands identified for the project. The remaining area will be available to the existing owners to continue its current use, if they choose to do so. At the end of the useful life of the facility, Liberty will decommission the facility, removing all equipment from the land, and returning the land to its current owner.

How will the BESS system be visually integrated into the surrounding landscape?

Liberty Power will work to integrate the facility into the surrounding landscape as much as feasible. Visual screening measures such as planting additional native vegetation or other applicable landscaping features around the facility will be evaluated and considered.

What will you do to mitigate any environmental contamination?

If incidents occur, any pollution will be reported, as applicable by governing laws and regulations, to the Ministry of the Environment, Conservation and Parks Spills Action Centre and to the municipality. As per the Environmental Protection Act, Liberty will do everything practicable to prevent and eliminate a spill's negative effects, including restoring the natural environment to its original state.

How will Liberty decommission the sites at the end of each project?

A decommissioning plan will be developed outlining the process to dismantle the facilities and restore the sites to a condition suitable for future planned land use. During decommissioning, typically, all above-ground components and equipment are removed for recycling and salvage. Buried components, such as cables, may also contain salvageable material, and may also be removed.

How will Liberty address traffic disruptions while developing the project?

Construction and use of the facility are not expected to affect local traffic patterns. However, if traffic disruption must occur, Liberty will ensure that proper notification, signage, and information available to residents in advance.

Do you have other questions?

If you have any additional questions, please contact us at ontariobess@algonquinpower.com

APPENDIX A

Map of Proposed Project



APPENDIX B

Map of Indigenous Communities

