

## SCHEDULE 4

### DISCLOSURE STATEMENT

Issued April 7, 2010

#### PURPOSE

These are the instructions for the completion of the Disclosure Statement, which each Respondent should submit with their Registration Form. Through the Disclosure Statement, each Respondent notifies BC Hydro of their owners, directors, employees, and consultants that will be engaged on the Project and who have a prior relationship with BC Hydro and/or any Government Entity, as well as disclosures required by the Code of Conduct Guidelines.

*BC Hydro reserves the right to require Respondents to confirm or implement policies and/or measures to avoid any actual or perceived conflict of interest and/or unfair advantage by the Respondent's owners, directors, employees and/or consultants.*

Words and phrases used in this document and defined in the RFQ have the meanings given in the RFQ.

#### GENERAL INSTRUCTIONS

1. Respondents should carefully review these instructions and the Code of Conduct Guidelines.
2. The Disclosure Statement should be organized to follow the numbering system and the headings set out in these instructions.
3. Regardless of the number of Projects, each Respondent should complete one Disclosure Statement.
4. Respondents are required to submit updated Disclosure Statements to BC Hydro during the RFQ process if and when circumstances change so that the Disclosure Statement is accurate and up to date.
5. If a particular disclosure is inapplicable, retain the number and heading and insert 'Nothing to declare'.
6. The completed Disclosure Statement should be signed by an authorized signatory of the Respondent and include the signatory's name and title, and the date.
7. For the purpose of these instructions, "Government Entity" means (a) a ministry of the government of British Columbia, or (b) an agency, board, commission, corporation, office or other body designated in, or added by regulation to, Schedule 2 of the British Columbia *Freedom of Information and Protection of Privacy Act*.

**DISCLOSURE STATEMENT REQUIREMENTS**

**1. Respondent’s Legal Name**

Give the full legal name of the Respondent.

**2. Controlling Shareholder(s)**

List the names of individual(s) or corporation(s) holding a direct or indirect controlling interest in the Respondent – i.e., sufficient to elect a majority of the Respondent’s directors or other governing body, or otherwise to control the business and affairs of the Respondent.

**3. Directors / Senior Officers**

List the name(s) of each director of the Respondent or person(s) serving in an equivalent capacity, and the name(s) and office held of each senior officer of the Respondent.

**4. Former BC Hydro/Government Entity Employees**

List the name(s) of each person, whether an employee or contract personnel, who has been employed or engaged by BC Hydro and/or any Government Entity within the previous two years. For each person, state the position(s) held with BC Hydro and/or the Government Entity and the position and role of that person with the Respondent, including the role, if any, of that Person in relation to Project work.

*E.g.*

<b>Name</b>	<b>Position with the Respondent</b>	<b>Role on the Project(s)</b>	<b>Position(s) with BC Hydro and/or Government Entity</b>	<b>Time Frame</b>

**5. Project Consultants**

List the name(s) of each consultant (individual or firm) retained, or expected to be retained, as a service provider to the Respondent and state the services that they are providing in relation to Project work.

For each consultant, state the services provided (or currently being provided) to BC Hydro and/or a Government Entity within the previous two years.

*E.g.*

<b>Consultant’s Name</b>	<b>Services Being Provided to the Respondent on the Project(s)</b>	<b>Services Provided to BC Hydro and/or Government Entity</b>	<b>Time Frame</b>

## 6. Code of Conduct Guidelines Applicable to BC Hydro Contracts

BC Hydro's Code of Conduct Guidelines provides guidelines for the behaviour of its Directors, Officers and Employees and for BC Hydro's expectations of the behaviour of its suppliers, consultants, contractors and business associates. For the purpose of this section 6, words used in this section 6 and defined in the Code of Conduct Guidelines have the meanings given in the Code of Conduct Guidelines.

Section 3 of the Code of Conduct Guidelines states:

*Before the Contract is entered into and from time to time as circumstances require, the Contractor shall disclose in writing to BC Hydro to the best of the Contractor's knowledge:*

- a) any business relationship that the Contractor or any of its owners or officers has with a Director or Employee of BC Hydro,*
  - b) the name of any Director or Employee of BC Hydro who is a relative of the Contractor or any of its owners or officers, and*
  - c) the name of any Director or Employee of BC Hydro with whom the Contractor or any of its owners or officers is connected by frequent or close association.*
- a) List the name(s) of each owner, officer, or employee of the Respondent that has a business relationship with a Director or Employee of BC Hydro. Please briefly describe the nature of the relationship.
  - b) List the name(s) of any Director or Employee of BC Hydro who is a relative of an owner, officer, or employee of the Respondent. Please state the relationship.
  - c) List the name(s) of any Director or Employee of BC Hydro with whom any owner, officer, or employee of the Respondent has frequent or close association.