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March 10, 2015

**Via Email**

Consulting Engineers of Ontario (CEO)  
10 Four Seasons Place  
Suite 405  
Toronto, ON M9B 6H7

Attention: David Zurawel, Manager, Stakeholder Relations

Dear Mr. Zurawel:

As you may be aware, the Ministry of the Attorney General and the Ministry of Economic Development, Employment and Infrastructure have retained me as Counsel to conduct an expert review (the "Review") of the Construction Lien Act (the "Act") (with Sharon Vogel acting as Co-Counsel to assist me), including a review of prompt payment issues and the effectiveness of dispute resolution under the Act. Attached for your ease of reference is a copy of the Province's announcement of the Review.

We have identified you as an important stakeholder in regards to the work of the Review, and I am writing to invite your participation in the consultation which forms such an important part of the process that will be undertaken to fulfill the Review's mandate. Accordingly, this introductory letter is intended to inform you as to the manner in which your participation is contemplated, should you accept this invitation.

In regards to its structure, the Review will take place in three phases, as follows:

1. Phase 1 will include the finalization of a complete stakeholder list, and the research and preparation of a substantive issues list, as well as the preparation of an information package (the "Information Package") that will provide the background necessary for the stakeholders to participate meaningfully in the consultations that are at the heart of Phase 2.
2. Phase 2 is presently anticipated to include the distribution of the Information Package, the scheduling of a series of consultation meetings (the "Consultation Meetings"), and the Consultation Meetings themselves, preceded by written submissions from stakeholders who wish to do so and the completion by stakeholders of a Review Questionnaire that will be focused on the substantive issues under consideration. In this regard, please note that any written submissions received will be made available to all stakeholders.

3. Phase 3 will involve the writing and submission to the Ministers of our Report, which is presently targeted for December 31, 2015, subject to an extension, if necessary and approved by the Ministries. We are advised that it is the government's intention to make our report publically available promptly following its submission to the Ministers.

Importantly, it is my intention to proceed in a manner that is inclusive, transparent, and consultative, such that if you have any questions or observations you wish to communicate, please contact us at your convenience at the co-ordinates provided below. No one has a monopoly on important insights.

In terms of stakeholder identification, while we have developed a provisional list, of which you are a member, the issues that will be under consideration potentially affect the entire industry, including subcontractors, suppliers, contractors, architects, engineers, governmental owners, private owners, lenders, equity participants in the P3 market, insurers, sureties, construction lawyers, including the Executive of the Ontario Bar Association's Construction and Infrastructure Section, and, of course, industry associations. As well, we hope to consult with the Construction Lien Masters and possibly other knowledgeable individuals. As you will appreciate, developing the stakeholder list carefully will take some time, as will the research necessary to prepare the Information Package and the Questionnaire.

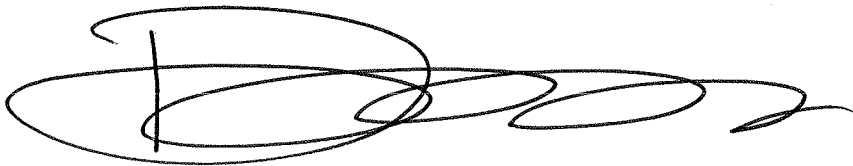
Specifically with respect to the Information Package, in terms of timing we expect to have it in the hands of the stakeholders by mid-May, and to circulate the Questionnaire shortly afterwards, along with an invitation to meet for your Consultation Meeting on an identified date. At the moment, we expect that the Consultation Meetings will take place during the period from approximately mid-June to mid-September.

Finally, I would like to assure you that my instructions are to prepare the Report, including its recommendations, based upon my expert judgment as to what is in the best interests of the industry as a whole, from an objective and intellectually honest perspective, and taking into account the results of the consultations, and that is what I will do.

I hope that this introductory letter is helpful, and should you have any questions please do not hesitate to contact us by email at [CLA-review@blg.com](mailto:CLA-review@blg.com).

I look forward to working with you.

Yours very truly,

A handwritten signature in black ink, appearing to read 'R. Bruce Reynolds', with a large, stylized flourish at the end.

R. Bruce Reynolds