

THE HERITAGE GREEN COMMUNITY TRUST

Establishment of the Trust

The Taro/Philip Community Trust (“the Trust”) was established pursuant to a Trust Indenture dated May 29, 1997 (Note: by Resolution of the Trustees dated November 2, 2006, the name of the Trust was changed to “The Heritage Green Community Trust”). The Trust Indenture establishes the Trust and the terms upon which the Trust is to operate.

Terms of the Trust

The purpose of the Trust includes distributing money for the “Beneficial Uses” as defined in the Agreement:

“Beneficial Uses” means expenditures for community, educational and charitable works or purposes, including;

- (i) contribution to Works Projects undertaken in respect of schools;
- (ii) school educational programs;
- (iii) Works Projects and programs benefiting seniors;
- (iv) Works Projects and programs benefiting the community including maintenance of parks;
- (v) Beneficial Uses described herein are limited to Works Projects and programs which clearly provide demonstrable benefits to residents in the City of Stoney Creek residing south of the Niagara Escarpment and within three (3) kilometers of the perimeter of the Waste Disposal Site.

The Compensation Agreement

The terms of the Trust Indenture were negotiated originally between Taro Aggregates, the members of the East Quarry Study Group and the City of Stoney Creek following the signing of the Compensation Agreement between the same parties. Taro Aggregates is now Revolution Landfill LP o/a Terrapure Environmental. – Stoney Creek Landfill and the City of Stoney Creek is now part of the City of Hamilton.

The Study Group had participated, on behalf of the community, since 1992 in the examination and review of the Environmental Assessment Act and Environmental Protection Act Studies conducted by Taro for the approval of the East Quarry landfill. Meetings of the Study Group were held approximately once per month, and were open to the public. Members of the public were encouraged to attend these meetings

and to provide input, and interested members of the public did attend. In addition, the Study Group hosted in excess of six open houses for the purposes of providing information to the community and receiving input from the community.

The Study Group consisted of 7 and then 6 members of the community. The Study Group negotiated the Compensation Agreement. The Study Group as an entity, is not involved in the administration of the Trust.

The community was advised of the negotiations relating to the Compensation Agreement through newsletter, newspaper articles, press releases and open houses. In addition to the Winter and Summer 1995 newsletters published and distributed by Taro, the Study Group issued newsletters in the summer of 1995, October 1995 and the summer of 1996. Each newsletter issued by the Study Group provided an update on the negotiations and requested community input. The negotiations were also referred to in numerous newspaper articles from 1995 to 1996. Finally, the draft terms of the Compensation Agreement were the subject of open house in 1995 and February 2, 1996. At each of these open houses information was provided on the contents of the Compensation Agreement, to that point in time, including the establishment of a Community Park.

The Trustees

The Trustees consists of representatives of the City of Hamilton (old City of Stoney Creek), Revolution Landfill LP. o/a Terrapure Environmental and residents in the community of Upper Stoney Creek.

Following the 1996 signing of the Compensation Agreement which included an Agreement to establish the Trust, negotiations were commenced which led to the signing of the Trust Indenture in 1997. Prior to the signing of the Trust Indenture, advertisements were placed in local newspapers requesting applications by the individuals wishing to be Trustees. The Trustees were then selected from among those applicants who satisfied the criteria in the Trust Indenture. The Trust Indenture provides that at all times no less than three trustees shall be representative of the community of Upper Stoney Creek, one trustee shall be a representative nominated by Revolution Landfill LP o/a Terrapure Environmental and one trustee will be designated by the City of Hamilton.

It is the Trustees who are responsible for the administration of the Trust.