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1 **MANITOBA HYDRO** 2 **2012/13 & 2013/14 GENERAL RATE APPLICATION** 3 4 **VOLUME I** 5 6 **CORPORATE OVERVIEW** 7 8 3.0 **OVERVIEW OF TAB 3** 9 10 Tab 3 outlines Manitoba Hydro's Corporate Strategic Plan, organizational structure, and 11 management control processes. Section 3.1 provides an overview of Manitoba Hydro's 12 Corporate Strategic Plan, Section 3.2 discusses Manitoba Hydro's current organization 13 and provides a description of its business units and the key activities associated with each 14 business unit, and Section 3.3 discusses Manitoba Hydro's management cost control 15 process. 16 17 18 3.1 CORPORATE STRATEGIC PLAN 19 20 The Corporate Strategic Plan ("CSP") sets out Manitoba Hydro's vision, mission, goals 21 and strategies across both electric and natural gas operations. The CSP describes 22 Manitoba Hydro's operating principles as well as strategies, targets and measures in 23 respect of the nine organizational goals which are: 24 25 1. Improve safety in the workplace. 26 2. Provide exceptional customer value. 27 3. Strengthen working relationships with Aboriginal peoples. 28 4. Maintain financial strength. 29 5. Extend and protect access to North American energy markets and profitable export 30 sales. 31 6. Attract, develop and retain a highly motivated workforce that reflects the 32 demographics of Manitoba. 33 7. Protect the environment in everything we do. 34 8. Promote cost effective energy conservation and innovation. 35 9. Be recognized as an outstanding corporate citizen and a supporter of economic 36 development in Manitoba.

1 2 3	Using the CSP as a guide, Manitoba Hydro's business units develop supporting business plans that establish priorities and clarify for staff how their efforts contribute to the overall success of the Corporation.
4 5 6	A copy of Manitoba Hydro's 2011/12 Corporate Strategic Plan is provided as Appendix 3.1 to this Tab. The CSP is updated annually with input from and approval by the
7 8	Manitoba Hydro-Electric Board ("MHEB").
9 3.2 10	CURRENT ORGANIZATION
11 12 13	Manitoba Hydro's current organization structure of one Corporate Group and six business units is depicted in Figure 3.2.1.
14 15	Corporate Group
16 17 18 19	The Corporate Group includes the Office of the President & Chief Executive Officer, General Counsel & Corporate Secretary, Public Affairs Division, Internal Audit, Research and Development, Corporate Planning & Strategic Review, and Subsidiary Operations.
20212223	The President & Chief Executive Officer leads the Corporation, provides overall policy administration, and oversees the fulfillment of its mandate and mission.
24 25 26	The General Counsel & Corporate Secretary area provides legal, insurance, corporate security, regulatory, intellectual property and compliance services.
27 28 29 30	The Public Affairs Division provides the Corporation with media relations and customer communication, Internet and Intranet communications, creative writing and graphics, photography and audio/visual services, forms management, and policies and procedures administration.
31 32 33 34 35	Internal Audit provides an independent, objective assurance and consulting function, designed to add value and improve the Corporation's operations. Internal Audit has a direct reporting relationship to the Audit Committee of the Board and reports administratively to the President & CEO.

Research and Development is responsible for allocating, managing and administering the corporate research and development investments in accordance with corporate needs and priorities. The primary driver of the program is to support research and development that generates direct operational and/or economic benefits for the Corporation including projects with outcomes that increase efficiency, reduce costs, or improve quality of service to customers.

The Human Rights and Respectful Workplace Advisor acts in an independent, objective role and provides advice to employees, management and the Human Resources Division in relation to human rights and respectful workplace issues. Responsibilities also include educational training, resolution of disputes, investigation of complaints of discrimination or harassment and representation of the Corporation on complaints to outside agencies such as the Manitoba Human Rights Commission.

 The Corporate Planning & Strategic Review Division includes the Corporate Analysis, Corporate Environmental Management, Corporate Planning & Development, Corporate Review, Economic Analysis, and Economic Development Coordination functions. The Division brings together several planning and coordinating functions to perform corporate level examinations of subjects or issues that are strategically significant to Manitoba Hydro.

Subsidiary Operations is responsible for Manitoba Hydro International Ltd. (MHI), a wholly-owned Subsidiary company that provides products and services to domestic and international clients. MHI is comprised of four divisions: International Utility Services, the Manitoba HVDC Research Centre, W.I.R.E. Services and Manitoba Hydro Telecom.

Corporate Relations

The Corporate Relations Business Unit is responsible for building and maintaining relationships with Aboriginal communities and the Provincial government. The Business Unit consists of the Aboriginal Relations Division and the Government Relations and Current Issues Department.

The Aboriginal Relations Division is the focal point for Manitoba Hydro's management of all internal and external Aboriginal issues. The Government Relations and Current

Issues Department is responsible for liaising with the office of the Minister responsible for Manitoba Hydro.

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Finance & Administration

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The Finance & Administration Business Unit promotes fiscal responsibility throughout the Corporation and provides professional services to other Business Units and to external stakeholders. The Finance & Administration Business Unit consists of eight (8) divisions and one department as follows: Corporate Controller, Human Resources, Corporate Safety & Health, Information Technology Services, Rates & Regulatory Affairs, Gas Supply, Treasury, Corporate Services, and the Corporate Risk Management Department.

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A number of services are provided by the Business Unit including:

- Management and financial accounting, budgeting and financial forecasting, controllership, and the management of the International Financial Reporting Standards ("IFRS") project;
- Employee relations, employee compensation, learning and development, employment equity and human resource services;
- Employee safety and health, and technical training;
- Development, maintenance and enhancement of Information Technology Systems for employee, customer, engineering and integrated systems, infrastructure and operations, client services, and document services;
- Development of rates and policies which includes rate design, cost of service, load research and business investment policy, and regulatory services;
- Gas procurement, broker relations, and gas pricing administration;
- Financial market, debt and investment, cash management, and corporate banking services; and
- Purchasing, materials management, property management, fleet services and corporate facilities management.

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The Finance & Administration Business Unit is also responsible for corporate risk management, recommending and monitoring the Corporation's financial targets, external financial reporting, and supporting and providing policy guidance to other Business Units, and subsidiaries of the Corporation.

Power Supply

The Power Supply Business Unit provides for the current and future supply of electricity to Manitobans, as well as to export customers in both Canada and the United States. Power Supply is also responsible for optimizing the use of its facilities within the interconnected, international electricity market to achieve the lowest cost for Manitoba electricity consumers, giving due regard to environment, safety and reliability.

The Business Unit consists of the following nine (9) divisions: Generation South, Generation North, HVDC, Power Planning, Power Projects Development, Portfolio Projects Management, Power Sales & Operations, Engineering Services and New Generation Construction.

The Business Unit plans, designs, builds, operates, and maintains hydraulic and thermal generating stations and HVDC converter stations capable of producing and delivering approximately 5,500 MW of electricity to the AC Transmission System. The Power Supply Business Unit is also responsible for marketing and selling electricity in extraprovincial markets.

There are currently 14 operating hydraulic generating stations with a 15th scheduled to go in service in 2012, two thermal generating plants, three HVDC converter stations, and eight major water control structures. On average 30 billion kilowatt-hours of electricity are generated annually. In a normal water year, exports amount to approximately one-third of electricity produced. Manitoba Hydro is registered to the ISO 14001 Environmental Management Standards.

Transmission

The Transmission Business Unit designs, constructs and maintains transmission facilities throughout the province. Supporting the transmission facilities and operations, Transmission provides licensing and environmental assessment services, and detailed system planning analysis. Transmission is also responsible for the installation and maintenance of electrical apparatus in transmission and distribution stations, on distribution lines and within customer-owned facilities. They also maintain four remote diesel sites serving the communities of Shamattawa, Tadule Lake, Lac Brochet and Brochet.

The Transmission Business Unit is comprised of four (4) divisions: Transmission Planning and Design, Transmission Construction and Line Maintenance, Transmission Systems Operations, and Apparatus Maintenance.

Transmission is also responsible for monitoring, controlling and regulating the flow of electrical energy into, out of, and throughout the province via the System Control Centre. The Winnipeg-based System Control Centre utilizes a computerized Energy Management System with a strong telecommunications network allowing system control operators to automatically and remotely regulate and adjust the flow of energy to provide a high degree of reliability and meet the requirements of Manitoba Hydro's provincial and export customers.

Through a network of transmission lines, the Transmission Business Unit takes delivery of alternating current (AC) electrical energy directly from Manitoba Hydro's generating stations and connection points located on the provincial borders shared with the United States, Ontario and Saskatchewan. Direct current (DC) is delivered from the high voltage direct current (HVDC) converter stations via two 500,000 volt DC transmission lines, Bipole I and II, within the province. The AC electrical energy is transported throughout the province at high voltage levels (ranging from 115,000 volts to 500,000 volts) via an extensive network of 11,272 kilometres (7,000 miles) of transmission lines. The transmission lines end at interconnection points at provincial boundaries and distribution stations within Manitoba.

Customer Service & Distribution

The Customer Service & Distribution Business Unit provides Manitoba customers safe and reliable energy products and services through the engineering, construction, operation and maintenance of Manitoba Hydro's electrical and natural gas distribution networks. Its key functions range from the development and maintenance of distribution facilities for effective system capacity and performance, to meeting the specific energy requirements of residential and commercial customers in a cost efficient, safe and environmentally considerate manner. The Business Unit is also the key response provider to customer outages and emergencies.

The Customer Service & Distribution Business Unit is comprised of four (4) divisions and one department: the Distribution Engineering & Construction Division Winnipeg, the Distribution Engineering & Construction Division Rural, the Customer Service

Operations Division Winnipeg & North Region, the Customer Service Operations Division South Region, and the Business Unit Support Services Department.

The Customer Service & Distribution Business Unit's key responsibility is to take delivery of electricity from Manitoba Hydro's transmission system at 66 or 69 kilovolt (kV) stations and natural gas from the TransCanada Pipeline, and distribute that energy to approximately 537,000 electric customers and 266,000 natural gas customers within the province.

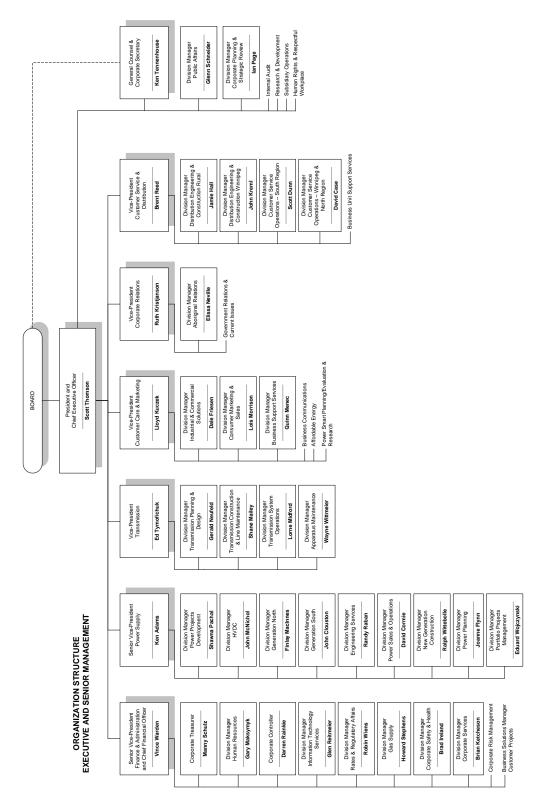
Customer Care & Marketing

The Customer Care & Marketing Business Unit is the contact between Manitoba Hydro and its domestic customers. It is responsible for corporate marketing, energy use optimization, customer relationships, billing and collections. The Business Unit consists of three (3) divisions as well as related support functions. The three divisions are Consumer Marketing & Sales, Industrial & Commercial Solutions, and Business Support Services. The organizational structure of the Business Unit is customer centric with dedicated staff who provide customer service to Key Accounts, Major Accounts, Energy Services & Sales Accounts and to core customers at large. The Business Communications, Power Smart Planning, Evaluation & Research, and Affordable Energy Departments are also part of this Business Unit.

A variety of services are offered to both electric and natural gas customers including Customer Contact services, meter reading, billing, collections, customer care, 24-hour emergency response, electrical inspections, service extensions and modifications, and public safety and education programs throughout the province.

The Customer Care & Marketing Business Unit is also responsible for Manitoba Hydro's Power Smart demand side management programs.

Figure 3.2.1 - Organizational Chart



3.3	MANAGEMENT	COST	CONTROL	PROCESS
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Management cost control is continuous through the planning/budgeting and operating cycle. Cost control encompasses establishing a plan or standard and monitoring results against that plan. The formalized management cost control process consists of a planning and budgeting process, monthly reporting and variance analysis to ensure that costs incurred and resource allocations are consistent and in line with operating and capital plans. Management cost control also encompasses ongoing process controls that ensure that expenditures and staffing decisions are appropriate and properly authorized. In addition to ensuring that costs are kept to reasonable levels, the processes allow management to:

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- Prioritize programs and projects;
- Manage changing conditions;
- Provide changes in corporate direction;
 - Establish communication on performance; and
 - React to unforeseen conditions on a timely basis.

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Operating, Maintenance and Administrative Costs

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Manitoba Hydro establishes an overall forecast for its operating and administrative expenses by taking into consideration the following factors;

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- Costs of providing ongoing services;
- 25 Special or non-recurring maintenance projects;
 - Current and expected economic conditions;
- 27 Changing business requirements;
 - Accounting changes and other items significant to the process; and
 - Productivity improvements.

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The overall forecast is apportioned to each of the business units and for the electric and gas operations. This apportionment is based on previously approved staffing levels and costs for each year with consideration given to the specific business, economic and other factors that affect each of the business units or utilities. The Vice-President in charge of each business unit oversees the approved operating expenditures among the programs,

division and utility operations for which they are responsible. Detailed departmental budgets support the approved business units budgets.

The operating forecasts and detailed budgets form the basis for the operating, maintenance and administrative expense forecasts included in the Integrated Financial Forecast, which is presented to the MHEB for approval on an annual basis.

Capital Expenditures

The Capital Expenditure Forecast ("CEF") for the current year and subsequent ten year period is submitted annually to the MHEB for approval. Since capital construction projects typically span several years, each year's CEF is presented to the MHEB as a revision to the previous year's approved CEF. In addition to the identification of new projects, changes to previously approved projects are also identified.

Business units initiate capital expenditure proposals to meet energy load growth demands within the Province, to respond to specific customer service extension requirements, to improve the efficiency and reliability of the energy delivery system or to take advantage of revenue generating opportunities in the export market. Once the need for a capital project is identified, a Capital Project Justification ("CPJ") is prepared by the initiating department. The CPJ contains detailed information relative to each project such as system load growth statistics, business case analysis, risk assessment, and other pertinent details. The requirement and justification for the project is reviewed at the department, division and business unit level before the CPJ is forwarded to the Executive Committee for approval. Depending on the nature and complexity of the project, the CPJ may also be advanced to Manitoba Hydro's Planning Review Committee prior to submission to the Executive Committee.

CPJs are reviewed by the Executive Committee to confirm the need for the project based on the following criteria: system reliability, safety, customer service, environmental impacts and corporate efficiency. Further consideration is given to the priority of proposed projects and whether projects of lesser priority can be displaced so overall funding levels remain within the MHEB approved CEF limits. Risks of not proceeding with the project are also assessed based on information provided with the CPJ. All projects are assessed for environmental impacts.

1 During the year, actual expenditures on projects are reported monthly to the Executive 2 Committee. Variance explanations are provided for any significant variances from the 3 approved CEF. This information is also reported to the MHEB at their regularly 4 scheduled meetings. 5 6 Each Vice-President oversees the approved capital projects for which they are 7 responsible. When detailed capital project budgets exceed annual capital spending 8 targets, contingency accounts (business unit or corporate target adjustments) are 9 established and managed through deferrals of capital projects until reflected in the 10 detailed forecasts. 11 12 **Integrated Financial Forecast** 13 14 The Integrated Financial Forecast ("IFF") is Manitoba Hydro's primary planning 15 document for projecting the future financial direction of the Corporation. It is also the 16 basis for recommending any rate changes that may be necessary for the Corporation to 17 attain its financial targets and objectives. 18 19 The IFF is based on various component forecasts from across the Corporation including: 20 Economic Outlook 21 22 Energy Price Outlook 23 Electricity Export Price Forecast 24 Power Smart Plan 25 Electric Load Forecasts 26 Domestic Revenue Forecast Power Resource Plan 27 28 Generation Cost & Interchange Revenue Forecast 29 Capital Expenditure Forecast 30 - Operating, Maintenance & Administrative Expense Forecast 31 Existing Debt, Sinking Fund and Finance Expense 32 Depreciation on Existing Assets and the latest Depreciation Study 33 34 35

Monthly Reporting and Variance Analysis

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Operating and capital expenditures are recorded and compared to the amounts budgeted on a monthly basis. Variance analyses are then prepared and provided to management to assist them in controlling costs and in meeting their planned objectives and targets.

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Process Controls

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Controls are in place to ensure that all operating and capital expenditures are appropriately authorized, executed, recorded and reported. The controls include:

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- Policies that delegate authority for making purchasing and resourcing decisions to appropriate levels within the organization;
- Purchasing and payment processes that provide for stringent procedural requirements
 that are specific to the nature and costs of the materials or services being sought; and
 a standardized accounting framework and methodology that provide for thorough,
 accurate and consistent recording, classification and reporting of operating and capital
 expenditures.
- Labour approval processes that authorize the payment to hourly employees and payment of overtime costs. This process also includes the approval of time allocation to capital and operating projects/programs.