
CLIFF BRITCH

Date and place of birth (if available): May 21, 1947, Chilliwack, B.C.

Date and place of interview: Kelowna, B.C.

Name of interviewer: Peter McKenzie-Brown

Name of videographer:

Full names (spelled out) of all others present: N/A

Consent form signed: Yes

Transcript reviewed by subject:

Interview Duration: 1 hour, 15 minutes

Initials of Interviewer: PMB

Last name of subject: BRITCH

PMB: You were born in?

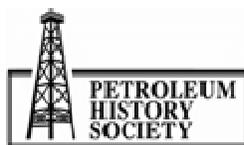
BRITCH: In Chilliwack.

PMB: I had not pushed the recorder button properly.

BRITCH: Okay. Chilliwack, B.C. May the 21st, 1947. My parents actually lived in Hope but there was no hospital there. So, I lived there for my first... I think I went to Grade 1 there, then I moved to Clinton and I went to Grade 2. Then we moved to Merritt which is really where I grew up. I went all through Grade 3 to Grade 12, and graduated high school in Merritt. I went to work in a saw mill and logging and I quickly realized then, this is hard work and leading to nowhere. So, I started searching around for a better something, a better option. So, after a year of that I went to BCIT. I think I was second or third graduate class at BCIT. I took mining technology.

PMB: That's the British Columbia Institute of Technology.

BRITCH: British Columbia Institute of Technology, right. So, I worked at that. I went to work for Newmont Mining and I worked in exploration with them for about two and a half years. Mostly, it was a really, really fun time. But, a...



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PMB: I am sorry. Cliff, what was your specialty in BCIT?

BRITCH: It was called Mining Technology— that was the program. And, it taught you everything from metallurgy to geology to exploration. The whole nine yards, it was a really focused... you had to wear shirts and ties in those days. It was eight hours a day. You never worked so hard in your life. So, it was really intense. But, anyways I got this job with Newmont Mining and worked exploration out of Vancouver. In those days, you were like... I forget, 24 years old, running a crew of 50 guys in the bush. Doing geochem and stuff like that. It wasn't easy. I eventually became in charge of all field geophysics for Newmont, eventually, pretty quickly within a year across Canada. So, I did a lot of travelling and that led me to say, "I need to maybe look into something more".

PMB: Because...? Newmont at that time was one of the biggest mining companies in the country, wasn't it?

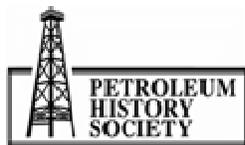
BRITCH: Exactly! It was basically copper porphyry. They are a gold company now but in those days we were after copper porphyry deposits. I really enjoyed it. I really had a lot of responsibility. I was single. I lived on an expense account. To be frank, part of the reason... you're living by yourself, moving from place to place. You kind of spend too much time in bars and stuff like that. So, I decided I am going to go back to school and I searched around and in those days Canadian universities wouldn't recognize the BCIT curriculum. So, you kind of had to start over. But, there were a few guys that were going down to the States to some of the schools. And, a couple of fellows had gone to Colorado School of Mining and done really well. Like, they blew the doors off the place academically. And, they were smart, sharp guys. So, I kind of followed that track and it turned out. I was in Toronto by this time. I had been transferred to Toronto where all the brass were.

PMB: And you were still with Newmont?

BRITCH: Still with Newmont. They offered to pay all my books and all my tuition which was quite expensive in those days being out of state. It turned out the president of the company had gone to Colorado School of Mining as well. I met him in the elevator one day. So, anyway I did go back. I went to Colorado School of Mining, got my mining engineering degree there and from there I went to work... there were no strings attached. I did want to go back to work for Newmont but for whatever reason they had an offer in Africa and with Sherritt Gordon or something. But, it was really late in coming. I don't know what went on. By that time, I had started searching around.

PMB: What year was this? Was this around 1970?

BRITCH: I graduated from there in December of '71; yeah, from Colorado School of Mining. I went to Schefferville and went to work for Iron Ore Company of Canada in Schefferville, Quebec. That was really interesting times as well. So, I worked there for two and a half years. I left there in '74 but while there, I met my wife Ginette and had my first child, Jennifer. And, left there as a supervisor of Mine Planning. So, it was the kind of place you went in there, wet behind the ears and very quickly you learned a lot and you had a lot of responsibility; really good start for a career. But, I wanted to come back to B.C. And, this is kind of getting a bit long. But, what drove me is they had a



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program, every five years you got an extended vacation. I forget what it was, two and a half months or something with pay. So, I said to my wife, halfway there, “we either move now or we’re going to stay for five years.” So, she decided to come to B.C. I went to work for Kaiser Resources in Elk Valley in 1974. It went from Kaiser Resources and BCRIC bought us up. And, it was... God there was another... B.C. Coal, I think? Then it went to West Star Mining. So, I stayed with them for 18 years and progressed. I went from...

PMB: I cannot remember if BCRIC was British?

BRITCH: British Columbia Resources Investment Corporation. That was the social experiment of selling off all the collection of underperforming assets in B.C. that the NDP had accumulated.

PMB: Accumulated, yeah. I remember that.

BRITCH: And when the Social Credit government came in, they patched them all up and sold them off to the public. They had a lot of cash. Every man, woman and child were promised.... I think we got five shares and a lot of people bought more. So, they were loaded with cash looking to apply it and they bought us, as a coal company. In retrospect I am not sure it fit the mandate, but anyway that’s what happened. I was with the coal company for 18 years and in the course of working for them, rose from big projects, did all kinds of engineering and eventually I was a Vice-President of operations and general manager at Sparwood up at Balmer Mine; did three years as a Vice-President of Marketing in Vancouver there as well.

PMB: So, up to this point in your career, you were entirely working in hard rock mining?

BRITCH: Well, I like to say I started in exploration, then I did iron ore, then I did coal. Then in 1992, I went to Suncor in mining oil which is unusual for a mining engineer. But anyway, that’s where I went. So, I went there in November of ’92.

PMB: Did you say ’92 or ’82?

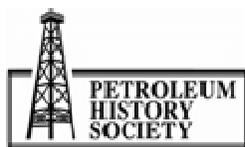
BRITCH: ’92. I spent 18 years at West Star/Kaiser coal business.

PMB: Then, of course, this is really where we want to begin the focus. So, you went to Suncor as... that would be just about the time that Rick George joined. He joined I think in ’90, wasn’t it? 1990?

BRITCH: I think it was ’90 or ’91. Probably, ’90 I think, yeah. Rick came on and I understand that he came in and kind of looked around and he did a lot of reorganization. There were basically three groups. There was Sarnia, the refinery/marketing guys and there was the E&P— the Exploration and Production guys out of Calgary and then the oil sands. I think those three groups.

PMB: He was at Suncor’s headquarters when he joined?

BRITCH: In Toronto, yeah.



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PMB: Was in Toronto, so...

BRITCH: It was there when I joined too. I remember I'd been there a couple of times in my career to start with. My recollection is it was a fairly small office; maybe 30 people—something like that. So, Rick came on board. He repositioned those, did an evaluation of them and put strategies in place. I think he generally, put in new Executive VPs, as each was run by an Executive VP. He put a new Executive VP in place in oil sands and that was Dee Parkinson. She came on board and kind of looked around at what was going on and kind of figured out well, the biggest problem with this thing is the mining piece. She wasn't a miner but she's a pretty savvy person. Dumb question, "Well, what does everybody else do?" You know, simple question, "If they don't do this, what do they do?" Well, use trucks and shovels. So, she'd say, "Why aren't we doing that?" There were a lot of reasons, I mean what they did when they did it was the right thing. The equipment wasn't big enough and didn't exist when the place started.

PMB: Describe the equipment that they used in those days. It was the...

BRITCH: The bucket-wheels, you know.

PMB: The bucket-wheel reclaimers and then there were the...

BRITCH: Conveyer belts.

PMB: Conveyers.

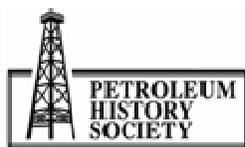
BRITCH: So, they were big, inflexible systems. They were massive bucket-wheels like they use in the German coal fields—Krupp and big industrial engineering companies like that build them. Once they got set up and running in the field, the environment up there is really tough from winter, the stuff is like goo, molasses too in the summer. In the winter it's just frozen stiff and not brittle because of all the bitumen in it. You absorb a lot of energy before it will come apart. So, a very difficult environment and then you had these big tonnages and it was all put onto conveyer belts, running in 40 below trying to handle all this sticky stuff. I had no experience with this and to be frank, when I went up there and looked at it thought, "Man, this is a nightmare." We were getting rid of it all so I didn't spend a lot of time trying to learn it because they had already made the decision when I was hired. The decision had been made to convert to truck and shovel and it was like, "Get it done."

PMB: Now, in the earliest days when they started using the bucket-wheels the teeth would come off every shift.

BRITCH: Yeah, I know.

PMB: The teeth of the bucket-wheels. The idea was just to...

BRITCH: Well, you'd see the sparks coming off the teeth. This stuff is all coarse sand, eh.



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PMB: I saw an interesting photograph from those bucket-wheels. I was in the Suncor photo library the other day. And, I guess those sparks would actually start fires.

BRITCH: Yeah.

PMB: You had a bucket-wheel and some of the buckets had bitumen in it, bitumen ore which was on fire. It was the most amazing thing.

BRITCH: No, I never did observe exactly that. I mean, to me that was, like I said, on the positive side, I don't know what else you would've done when they started that up. Because, you had to move massive amounts of material and that was the only equipment around that could move those kinds of volumes. Because the price of oil was low, you had to make... it was a volume operation. But, as technology changed it just got left behind. They didn't keep up with technology changes. And, I am not sure they would've made the move any differently even if they had because you needed the size and the scale to be able to handle that operation. When we made the change for sure it was there. I mean the economics. We cut the costs of mining after we'd implemented trucks and shovels in half and we cut the staff in half. I remember that was a crucial one.

The hourly employees, we'd taken about a 30-some percent reduction in people. So, part of it was all about truck and shovel. But, to be frank, that was the enabler. It enabled you to do a whole lot of other things that had just got out of hand and needed to be done. The place was very inefficient. Costs were... just unbelievable. Coming from the mining business, I knew how to approach this. You look at industry like forestry, they watch every penny. Miners are pretty good with the nickels and the dimes. Oil guys, they just throw around millions and it's still going on today. You look at the industry -- it's gotten totally out of hand. But, it's always been like that. When I was there, it was a struggle. Like I said, we cut the costs in half. Part of it was the technology but probably a bigger and equal part was just changing the mentality and running it the way it should be run as a business.

PMB: Let's go back in history a little bit, the Suncor plant, the Great Canadian Oil Sands plant was built in '67.

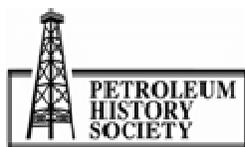
BRITCH: '67, right.

PMB: Then there was a major expansion in 1982 and part of the reason that was done was the National Energy Program.

BRITCH: Right.

PMB: Because, they could charge new oil prices for it.

BRITCH: Right, right, right.



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PMB: If it came from a new operation and then oil prices collapsed in 1986 and they remained really low through most of this period. So, you not only had all the problems of inefficiency that you talk about but you had the problems of low oil prices. So, that would have made things a lot worse.

BRITCH: Yeah, absolutely. It was started in '67 and I believe its name plate capacity was 45,000 barrels a day in '67 when it started up. I went there in '92 and that year or the year before that, I've forgotten which it was, I think we did 59,000 barrels a day. So, in all that time with even that expansion, all you got to was 59,000 barrels a day. As you say, with prices of oil like that and you know what happens to costs at any period of time. But certainly, we had that high inflation period through there in early 80's.

PMB: Yeah.

BRITCH: Well, you're just going to eat your lunch and the price of oil didn't do...

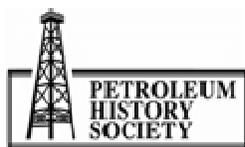
PMB: When interest rates were 18% or 20%?

BRITCH: Yeah, exactly. I remember I was in charge of building the Green Hills Coal Mine at that time. We made the decision to build it after spending only \$10 million on feasibility work because we said, "It's going to cost us another 20% for every year we delay so are we not smart enough to be able to do it with what we've got and not spend any more than 20% a year". Twenty percent one year and then the next year and you're talking about a 40% increase in costs or 20% increase for every year you delay. So, we just went by the seat of our pants and it was the right decision in those days.

PMB: We've kind of come into the big background. So, with your story we have the history of the oil sands project. So now, you came in, Dee Parkinson-Marcoux is there. She has already been there. She has asked the question, "What do other people do." Then she hires you. So, now what happened?

BRITCH: I went up there in '92 and the really interesting part is that there was some other stuff going on. I learned later, there was some discussion at the executive and board level, whether they should go ahead and actually do it themselves or do something else such as contract mining. It was a long interview process for me; everybody in the place interviewed me it seemed.

When I did go I still hadn't visited the site. They didn't want me to come up there and I guess for those kinds of reasons, until they'd really decided. So, they had both options obviously figured out. But anyway, I did go up there. I still remember I drove... it was kind of traumatic for us because I was living in Fernie and my son was going to Indonesia. He was just going into Grade 12 and he was on a Rotary exchange program in Indonesia for nine months. My daughter was leaving for school. We were leaving Fernie and my wife was there by herself and I was going to some Godforsaken place that neither of us had ever been to. So, it was pretty traumatic in our personal lives.



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I drove up there after driving to Edmonton first. It was in November, late November, I think. I started then on the 18th... the second half of November. I went past Edmonton thinking I could find another place to stay closer but after a while there was nothing. So, I turned around and I went back to Edmonton and stayed at what looked like a decent hotel but it was the Yellowhead Inn or something. Then the next morning I drove up there. I stayed at the Sawridge Hotel and then Monday morning I had to drive in on my own. I was amazed at Fort McMurray driving in—how big it was. I was used to living in the north in small places but this was a big place with a two-lane highway. It was pretty impressive but then, going into the plant that was the weirdest. I knew absolutely nothing about refineries and upgraders and energy plants at that point. Early in the morning, everything is dark and it was all steam and lights, and I wonder, “Where is the mine?” You couldn’t see it at all and I am thinking, “God what I have done?”

But then, I got into it pretty quick from there and it was pretty intense. First big issue was the union. They weren’t the issue; the issue was the contract as the contract was one that defined seniority by classification. So, if you were a truck driver you had seniority within that group. If you were a bucket-wheel operation, you had seniority within that group. The issue for the union executive and the union people was, we were going to basically lay off a large number of people and they’re all going to come out of the bucket-wheels and the belt walkers and that’s where all the seniority was. The new hires were driving trucks as we had some small trucks doing stripping and stuff like that. They were all going to stay and we were going to be laying off, the way the contract was written, guys who had been there 20 years and keeping guys with two years which makes no sense. Anyways, we negotiated that and it went really well.

That was one of the things that was pleasant for me up there. I’d never worked in a non-union environment. But, every union environment I worked in was tough, like the iron ore business, I forgot the union there and the coal business which was a tough as you were going to get United Mine Workers. I won’t get into the horror stories that I went through there. Then I went into oil sands and the CEP and they were mostly good to work with.

PMB: So, how did that work then? So, what you ended up doing was getting the bucket-wheel operators to drive the trucks with the shovels?

BRITCH: Yeah. We negotiated the thing. What we did is we renegotiated those aspects of the contract with the union executive to do it fairly for the employees. It was a really good process. So, that went fairly well. It took some work and some time, but we both got to the same end point quite cooperatively. It was very positive. Then the next issue was once we decided what we had to do was a big lay off as I just mentioned to you. We cut a third of the hourly people and half of the staff. Suncor handled that really well. We spent a lot of time up front and I had it all organized. I knew exactly who was going immediately, who was going eventually and what the transition process was. So, we had all that down and then over two or three days, we brought everybody in and told every person, “You are going tomorrow, you are going in three years, here’s a progression, or/so whatever it might be. So, everybody found out at the same time.



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PMB: At the same time.

BRITCH: It wasn't great. I mean obviously it is a hard thing to do and it was difficult for the people who were losing their jobs. But, at least it was done on a seniority basis because we had renegotiated that issue with the union. Or more correctly, they renegotiated with us, but we both recognized that it had to be done. It wasn't fair the way it was. The process went really well. Suncor was quite generous. They always have been, even in the early days. I was quite impressed with their attention to social issues and people and work equity and all those aspects. They put a lot of money into making that right. It cost a lot of money, on the severance packages and related things.

PMB: And, they were very generous.

BRITCH: Very generous, yeah.

PMB: Well, I'm not sure whether at that time Fort McMurray was a boom town.

BRITCH: I think it was if I remember when I went there, like 32,000 people. That sure as hell wasn't a boom town, I'll tell you. If anything it was the other way around, like is this place going to survive?

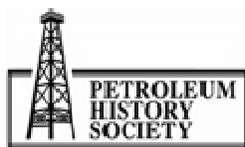
PMB: Yeah, because that's when things were really tough.

BRITCH: Yeah.

PMB: Today they would be walking across the street and getting another job.

BRITCH: Yeah. That wasn't the case then. No, it was tough. It was tough. So, we went through that transition quite well. So, that was the first piece and then the next thing was to actually do it. They had already put together a tentative transition budget and plan before I came in, that was in place. I went through it and made some changes to it in terms of what we needed to do. We went out and procured all the equipment: trucks, shovels, all of this miscellaneous stuff, breakers, etc. Then the challenge was to put it all together. And, we did that and then we started trying to crank up... I think it was February or something like that. We were running both mining systems for a while. You've got these big shovels, they were the biggest shovels in the world, biggest trucks in the world, and everything was big. Nobody had any experience, and the majority of the people were really negative. It wasn't pleasant. I came in and I brought a lot of new people in who knew mining. Obviously, that's my first thing; get some good experienced people around me.

So, I pretty much brought new people from elsewhere. I mean I didn't clean house and I kept a lot of good people already there. Everybody had to get behind it but generally the hourly people did not like change. Typical comments were: "This is not going to work; we've been here 20 years; what do you guys know; you really don't know what the hell you're into; the trucks and shovels are going to sink; and the trucks aren't going to be able to move in the quagmire." We had some concerns and we worked some back-out plans and we were sure it would work.



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PMB: Can you do a couple of things for me just to maybe make this... help me understand this process a little bit better. At that time, you had the bucket-wheels, you had the conveyers and then it went into the... then the bitumen went into a prep facility, and then it went into an upgrading facility and then it went into a refining facility. So, you had basically a huge operation with all these different pieces. What did you replace and how did it all work after you were done?

BRITCH: What we really did was replace the front-end. We changed the whole mining scheme. The bucket-wheels and the belt conveyers feeding into the extraction plant were replaced with the trucks and shovels. With the bucket wheels, whatever's in front of it, that's going into the plant. You had no ability to separate or segregate anything. But, with the shovels and the trucks, all of a sudden you could take advantage of your knowledge of the ore body—the amount of bitumen, the geologic environment it was put down into and the coarseness of the sand all affected the processing and the recovery.

So now, we could do the geology and use the information to decide almost shift by shift, where we wanted the shovel and what kind of material we needed to blend with other shovels to get maximum through-put and maximum recovery in the plant.

PMB: And, if you found a great big rock in the middle of the ore, you would just push it aside?

BRITCH: You'd move it off or often there would be places that were barren, there were really some real fine clays and stuff that would wreak havoc in the plant. Well, and we'd just dig that out and send it to the dump; whereas previously, it went to the plant.

PMB: Now, can you describe to me how these shovels worked. The idea of a big mechanical... I've seen pictures of them so I kind of know. But, maybe describe for your audience?

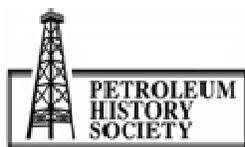
BRITCH: Well, they're bigger now. But then, they ran about a 100 tonnes capacity a bucket. I mean, the material in the bucket weighed close to 100 tonnes.

PMB: This is on the bucket-wheels?

BRITCH: No, this is on the shovel.

PMB: So, explain to me how that system works. What did the shovels look like?

BRITCH: It's a typical mining shovel. It's sitting on large tracks with a big house on it that rotates with a big front-end on it. It's a cable shovel, and the cables come back in the house from the bucket where there is a big drum and big electric motors that drive it. The cables pull a bucket up through the bank to fill it and then it switches across and dumps into a truck. When we started, the first shovels were about 80 tonnes a bucket and the trucks were 240 ton in those days. So, it took three buckets filled a truck. We've progressed to the size nowadays to more like 100 tonnes a bucket and the trucks are running about 400 ton capacity. So, it's four buckets. You can fill a truck in about two minutes.



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PMB: Amazing.

BRITCH: Yeah. So, it's very volume intense. The whole business is quite expensive. The shovels are like \$25 million, and they weigh 1500 ton. The trucks were \$5 million. The tires on the trucks back then, were \$30,000-\$40,000 each and there are six of them. And, today they're probably, God knows, I'm guessing they're \$60,000-\$75,000 each.

PMB: Now, one of the things that I heard... I've heard...

BRITCH: Flexibility. The key is if you lose one truck, big deal. You've got a large fleet so it is not the end of the world. You lose one shovel; well it's a little more serious. But, you've probably got eight or nine of them given the size of Suncor today. Those bucket-wheels - you lose one of those things and you've lost half your production. There were other issues I remember from my early days. One of the things I remember is that I used to get these reports. Every Monday a one or two page report came from the Reliability Engineering group. It was a page of all the reasons we weren't going to make production this week; and all the stuff that was going wrong. I was so busy dealing with this union issue, that I didn't pay a lot of attention. But, pretty quick I figured out, "Hey, this is serious stuff. This really happens."

That was one of the first groups to go. I didn't need a bunch of guys telling me why we're not going to make production. My experience in the mining business was that production is sacred and you just don't plan not to make production. You plan to figure out how you are going to do it. So, we got rid of that process. Sometime in the first few months, we had a bucket wheel down. It was critical. I said, "Well, when's it going to go?" The guy said, "Five days." I said, "five days? What's the matter with it?" He said, "Well, it's the discharge chute, the chute where, as the buckets are turning, the oil sands comes off there, drops into a chute and then goes onto the belt in the bucket-wheel and then takes it back into the cross-pit conveyer. "Five days?" It's like, why hadn't they done it in five hours. I just wasn't used to that. But, it's the mentality. They got out the big equipment and the scaffolding and Jesus knows what". They spent more time getting ready to fix the damn thing and tearing all that stuff down than they actually did fixing it. It was just absurd what was going on. So, we got rid of all of that. So, if the truck went down like I said, you put another truck in there. Even the shovels don't have that kind of downtime. Sure, you'd run into problems and every few years you'd take the thing down for a rebuild, but very seldom you had shovels going down for that period of time. It's not very much you can't fix in in a shift or two. The mining mentality is production is number one. If you want to keep costs down – make production. It just seems like you get a production on a roll, everything else runs well. Safety goes well, costs are good but if production falls in the tank, you struggle.

PMB: Now, how long were you... sorry, I want to come back to a question I started to ask you a minute ago. One of the things that I've heard and I don't know whether this is true, is that the technology of wheel production radically changed in the late 80s and made these huge trucks possible. Is there anything to that?



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BRITCH: Not really. I remember mining trucks from the time when I was a kid in Merritt and Craigmont Mines.

PMB: Oh, okay.

BRITCH: And, it progressed from there. The trucks just kept getting larger. One of my criticisms when I was an executive in the mining business, you guys make the same damn trucks you did 50 years ago. You just make them bigger.

BRITCH: Yeah. So, we didn't have really good opinions of them, deserved or not. And, the industry out there it was kind of none of the industry seem to pay... like the vendor industry paid a hell of a lot of attention. I remember going down on Peoria Caterpillar making presentations to them. Kind of, why, you've got to pay attention to us and we're going to be a big customer and we're going to expect service. Like, we're here to be served not kind of here on bended knee asking you sell us a truck.

It was crazy. And, it was flipped totally around. I mean, I was absolutely right. This industry just went crazy. And, the expansion and it's their biggest single location I think in the world, these big equipment manufacturers. But the truck business, it was one of my criticisms. I mean you went and you looked at the big trucks today and the ratio of payload to metal underneath it is no better now than it was 30 years ago. They got bigger and bigger and bigger but they got heavier and heavier and heavier and more expensive. And, they're still a big box sitting on a frame with a great bit engine sitting on six tires. That has been that way since the 50s. Somebody talking about wheels, the only thing that changed along the way was electric drive trucks, now okay. They dominated the industry for quite a while, then Caterpillar came in with the big mechanical trucks and those tend to me... I think generally that's the most common truck in the oil sands, is the big Caterpillar trucks. But, those are the two options: electric drive trucks, which are really just electric motors and the wheels running off a generator or mechanical drive which is transmission and engine and driving wheels.

PMB: Now, one of the things that somebody has mentioned to me. I think this is probably true. First of all, Syncrude and Suncor both began talking about trucks in the 80s. What I heard was that Syncrude made the move first, but the trucks that they used were only to take overburden and put it somewhere. Any truth to that or?

BRITCH: I don't know. I think this probably comes more from Syncrude than Suncor. Because, Suncor got out there and started, "Well, look what we're doing. We went truck and shovel. We're the first." I don't... because Suncor really was sort of the downtrodden poor boy up in the oil sands business and Syncrude was sort of the big machine and all that sort of stuff. My take on it, both operations were using, in the stripping were using trucks and shovels. Generally, hydraulic shovels and small trucks doing the stripping operations, that was common in both operations. I don't know who did it first, probably Syncrude did. I know Jim Carter went there; he was a mining guy in the coal business.

PMB: Yeah.



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BRITCH: I'm guessing that's when they brought in some trucks and started doing the stripping. I think they had it way before that, even. I mean, that was the way you did stripping; just a matter of size and application. But, I have to say Suncor was the first one that went whole hog. I mean we just said, "We're going to..." To the point, we ran parallel... I mean, this is all... Nobody had done this, the oil sands relied, had their whole plant relying on this system to work except that Suncor was the first to take that bite. When we started, we were kind of tentative. There were still a lot of things we hadn't totally worked out but we were kind of like, we have got this figured out enough we can make it work. And, I know we're going to have issues but we're smart enough to fix them and figure it out. And, we started up and we kept both going just to make sure that we didn't starve the plant for feed. And, then we started having a lot of trouble with the bucket-wheels and then we had one collapse and killed an employee and that was it.

At that point I said, "We're not doing this anymore. Shut those damn things down." We'd picked, I've forgotten, a date. And, we just shut them down. Said, "We're done. We're not running those things anymore." Because, once that one collapsed everybody got concerned. It's a paranoia I mean, some deserved, some not. It was a little bit of, "Well, we've always got the bucket-wheels, you know." So, your heart's not totally in it. So, we'll try it and there was a lot of doom and gloom about truck and shovel. Anyway, most of the employees said, "Well, you guys don't know what you're doing. It's not going to work anyway." So, these things become self-fulfilling prophecies. Once we put our feet to the floor, I said, "That's it. Finished, shut those things down. We're going to make this thing work or the place isn't going to produce." And, we never looked back from there. I mean, we had a lot of issues and things to work out. But we, as I said, we worked every one of them out and you can see where the industry is today. And, I have to credit that with Suncor. I think Suncor blazed that trail in terms of going whole hog, truck and shovel. Not to say it wouldn't happen eventually, or it wasn't so much that we were first. I think the biggest thing is we were the first to do a really big scale, 100 percent, bet the farm on it.

PMB: Then, just about the time that you were doing this, of course, Suncor went through a major expansion of the facility, of the whole project. I think it was about '92 or '93; it just went through basically these two very large expansions.

BRITCH: Yeah, well the sequence there was kind of the first thing was when they decided to truck and shovel there were a couple pieces with it. Suncor had to do something with its new leases so they bought some additional leases and they weren't particularly good but they bought some additional leases. They committed to fix the sulphur problem in the energy plant because it was spewing a lot of sulphur. And, they committed to get the mine back on track and cut the costs there. Those are the three key plant forums, if you want that Suncor had to do to exist. So, the money was spent, I've forgotten how much and the energy plant. That big upgrade on the FGD got done. We did the...

PMB: FGD?



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BRITCH: Flu Gas Desulfurization. We did the truck/shovel thing and the leases were procured at the same time. So, once we got this thing going, hey like I said, we cut the mining costs in half. I forgot. I'm going to show you. One of my resumes here, I wrote this up years ago. It resulted in a 44% reduction in costs contribution per barrel of oil because the mining was the big piece. That's where the money went. So, all of a sudden we were in a position we could start making money. Before, at best, Suncor was just changing dollars. They spent as much as they took in pretty much. But, once we got the FGD done and the mine started cutting the costs and the whole place, Dee brought a changing attitude in the whole place. Everybody starting to feel like winners and the place started doing better and better and better. Hey, we're making money. We started making money. Then it became clear, geez we're going to run out of ore. We were towards the end of the lease. That was part of my responsibility as well, at that time.

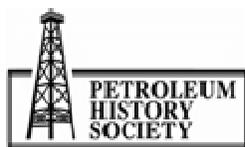
So, we start looking around, "Where should we go?" Believe it or not, we looked at where Shell is today. We had negotiations two or three times with Shell in Calgary to buy that lease. It was one of our options and we'd run all the numbers of going up there and starting that. The other one we had was across the river where all operations are today. We did crank the numbers and across the river, up there, like Hydro-transport and all that stuff didn't exist, eh. It was a total green fields-expensive project. As we lost interest for economic reasons, Shell they came, I don't know. We had two or three sessions in Calgary with Shell, Esso and that just feeling each other out. And, it just kind of died. We sort of lost interest and I think they did as well. I think there was a management change there and a new guy coming in to, "Oh Whoa!" I'm guess that's what went on. "Hey, let's not be too hasty here." But, we went and negotiated. I mean, people wouldn't believe it. A deal with Unocal, they held huge reserves. Suncor tried to negotiate this, years ago or many years before I came on the scene. But, we were able to. At that time, nobody was doing anything with oil sands leases. So, we were able to cut a deal with them and they had massive reserves there. We bought all the mining rights and we had first right of refusal to everything, like in-situ type reserves; which really wasn't such a thing. You had that AOSTRA project going at that time.

PMB: Yeah. The Underground Test Facility.

BRITCH: Yeah, you didn't have the big in-situ operations they did that. We said, "Well, maybe someday so let's keep first rights." I think we paid one or two cents a barrel or some damn thing for those reserves. So, then we start looking. I said, "We got to get this thing going because this mine's going. We're going to run out into a brick wall with the reserves. We got to get going." So, we decided... did all the work on Steepbank. So, we did Steepbank as our next operation while we're finishing up the existing mine. We made the transition over there. Then the production started jumping up and we started building bigger and bigger facilities off of Steepbank.

PMB: Right now, I believe in-situ projects are integrated into mining.

BRITCH: Then, in-situ started coming on. As soon as Steepbank got going very quickly, we looked at. So, we had to build a bridge across the river. Believe it or not, we did that whole project within my group, that fell under my responsibility and I think I had direct employees like a dozen or 18 to



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do that whereas today, they got hundreds of them. At the end of it, I mean it went pretty well. We were more or less... I think we were a little big over budget and stuff. We had a lot of issues and things. But, look at what's going on today. It was a winner. To put this thing in perspective, an oil company is good at doing these audits. At the end of it, they did this audit. I still remember I was a little stung with it. One of the criticisms was well, "You kind of failed in that you didn't have enough people. You should have had more people to do this." Yeah, I could have put... but I'm a mining guy. I don't come from... I kind of go with 80% and make the rest work whereas the oil industry is more, "Well, it's a sin to fail." I don't disagree with that.

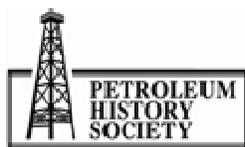
After a while, people start layering so much on top and I think that's what has happened with a lot of these projects to make sure they don't fail. So, everybody adds another 20, another 30 and pretty soon the thing is where you are today. It's crazy. I think we did that whole Steepbank, I think budget was \$300 and \$400 million or something. Like, today they get nothing from \$400 million. Then it went from there, we barely got that running and they decided to do the Millennium expansion which was another huge step. So that was the south end of the reserve that we had plus some of the new leases that had been bought at the time. I mentioned earlier with FGD we got some leases that they'd bought. I'd forgotten those leases. So that whole expansion at the Millennium went and so I was, at that time it was a huge project. I've forgotten it was \$3 billion or something, was the budget; just peanuts compared to today. I looked after the mining piece. But, we had big project groups by then and so the operating guys weren't running these things anymore. The Steepbank operating guys, like myself, that was my baby as well as the operation. So, it was great fun. I mean, geez, I had a lot of responsibility, challenges.

PMB: One of the metrics that I like to think of is Imperial Oil since around 1965 was always the biggest oil company – head and shoulders over anybody else. And now, it's Suncor. But only, essentially because of what you did there.

BRITCH: Yeah. I know, everybody takes a little bit of credit. I have to say, I don't think anybody deserves all the credit. From my perspective, like you look at Rick, eh. Geez, he came in there and lasted like 21 years, like what CEO lasts that long? And he was... and I remember, we were small then, eh. We had Dee and I think five VPs, we ran the whole damn place and Toronto had like 30 people. The thing is I remember one conversation years down the road. I said to Rick, "I'm not a cost guy."

PMB: This is Rick George?

BRITCH: Rick, yeah. "Do you ever go through and count up how many employees we got that actually produced stuff versus how many employees that we have that just supposedly support." And frankly, more than half of them get in the way. And, it's just getting out of hand here. I don't think it is part of the industry... Look, I'm retired. I loved the industry but I look at this stuff, the communications that I get. I can't find anything in there about production. It's all about safety, environment and social equity. The overhead, none of that stuff produces any money. And, the guys that are actually out there touching it, feeling it and doing the work you see next to nothing in there.



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If you do, it's about the president's operational excellence awards. But, you never see much focus on the hard core part of the business that makes it...

PMB: I'll tell you what, coming from a background of public relations in the oil industry. How often can you tell the story of people doing the same thing day after day after day?

BRITCH: Yeah, I guess so.

PMB: I mean, for the story that you told about the bucket-wheel falling on a guy and killing him. That's the kind of stuff, horrible as it is, that's the stuff that is news. But, getting out the buckets and shovels and so on is not news, it's the same thing.

BRITCH: I always had a different opinion. One of the things with Suncor's PR and communications department, one of things I noticed shortly after I got there. Every time somebody stubbed their toe there was somebody from communications wanting do an article that I should review to send to the paper. And, I said, "What the hell? What's the matter with you guys? You just beat us up. We've got enough problems of our own without you putting it all in the paper." Look at Syncrude, the only thing you see in the paper about them is all the successes and what they do well. You don't see all the sins but on us, all we get... So, I used to kind of stiff-iron that. I say, "People do well when they feel like winners. If you keep beating them down and tell them what losers they are. That's all they're going to know." And, Suncor we came through that. We got to the point, and I think about today with Petro-Canada. It's so big. But, we certainly got to the point where people really felt good and they were proud. Dee did a good job of instilling that sense of pride, eh. I used to say, "Oh, we've got numbers." The number one... if you guys feel proud of what you're doing and then ultimately if you respect it from the outside, it don't matter what the hell the numbers are, you know they're good.

PMB: I want to ask you two questions: I would love to ask you a lot of questions but we're on a time constraint.

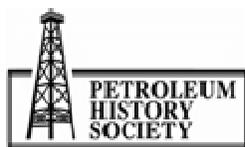
BRITCH: Go ahead.

PMB: A couple of things: Hydro-transport and I know that that wasn't specifically your area. But, it's my understanding that now hydro-transport is increasingly one of the ways you separate the bitumen and the sand.

BRITCH: It was specifically my area, yeah, absolutely.

PMB: Okay, please tell me as much about it as you can.

BRITCH: Well, Syncrude pioneered that. That's really about slurring the water. So, Syncrude pioneered that. They put a lot of work into it. I was over there looking at their operations and we actually licenced the use of that from Syncrude. So, that's their baby. There's no taking that away. Everybody uses it now. But, they're the ones that developed that. It's a simple process. It's kind of...



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PMB: They developed it in the 80s, didn't they?

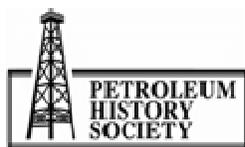
BRITCH: No. They may have been working on it. But, basically, I wasn't there in the 80s. I was there in the early 90s. So, I would say it was more came into its own in the early 90s. It's a simple process of just dumping ore into a hopper and the hopper gets mixed with water going into a... Actually, it had we called it a, toilet bowl. Just an area that you can paint your water on with high energy on the ore and then you mixed it.

PMB: Was it hot water?

BRITCH: Yeah, it's hot water. Then it got mixed into the slurry and then from there you pumped it. The other key to it was the length. You had to have enough pipe that the ore got, we called it, conditioned. So, it got broken down enough that the bitumen separated from all the sand to some degree such that when it did hit the extraction and the primary separation vessels that the bitumen would flow off and separate from the... So, that system was used to replace belts because the other way you get the ore from the mine to the extraction plant was conveyer belt which are really miserable, dirty things. This pipeline was generally the cheapest way to transport material. So, Syncrude pioneered that. We implemented that in Steepbank. But, what we added to the mix and we were willing to take credit for this was when we were looking at that thing. I come from the coal industry and I brought some guys from the coal industry. And I said, "I think we should..." In the coal industry you use a breaker, eh. It's a similar deal, you dump the trucks in a hopper and it comes down into a hopper and it goes into a huge rotation... like a rotary kiln. A huge rotary drum with holes cut in it and it's got kind of lifters. And, it lifts the coal and shale and the rock up and it lets it drop and it smashes... it just smashes on itself and you size the rotations and the lifters and the holes. There's a lot of art to it. There's a lot of experience empirical rather than science. But, there's science to it as well to make sure you get the through-put that you need in the right size product. My thought was, "Well, what if we did that and then we put a manifold across the top and we put the water in to the breaker so we created this slurry right there with this rotary motion rather than this toilet?"

With that, we could also separate out a lot of the oversize and a lot of the rock. Because, the way those breakers work, it goes around and around and the soft stuff and whatnot breaks down and it goes through the holes. Everything else, the lifters keep moving it to the back and then it goes out the back end and you send it to the dump because it's rock or... there's no, whatever. In the case of coal, there is no value, no coal in it. So, we went... I took a couple of my guys and went up to the coal fields and I showed them and we looked at it, "Geez yeah, that's neat." And, Real Doucette whose a... When I did Steepbank, I put a guy in charge of that and Real was running the maintenance, mining maintenance for me and Real was the kind of really intense kind of guy. High performer, like the get the hell out of the way sort of thing and you need that in project work. Man, they eat your lunch if you're not tough, eh.

So, I put Real as the project manager. So, he took that on and he went down to Edmonton and he got hold of an old cement thing. We brought it up to the site. Put it in the mine, we cut it full of



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bloody holes and jerry-rigged this thing together. And, we start running oil sand and we had pumps and all kinds of crap trying to make the water work, because it was all “Mickey-Moused” together. And, we ran it and ran tests and geez, it was working. So, on the basis of that we committed the whole damn project to... Then we went to the big manufacturers down in the States that make these coal breakers and we spec-ed out a couple of these breakers and they were an asset. I mean, I can’t remember the diameters of them but they’re huge, eh.

PMB: This eliminated a really huge problem in the...

BRITCH: Well, it replaced what Syncrude was doing... We still used the hyro-transport but rather than use that kind of mixing bowl thing, we put it through this breaker so it broke the material down and ejected a lot of the waste at the same time and we thought we got a better kind of mix... slurring operation with more control on it. We use that and we actually licenced that with Shell. Shell got a hold of one when they started building their mine. They started looking at it. They liked it. So, we made an arrangement with them and I think you see a bunch of the oil sands operators using that. Then you see some of the... Syncrude still uses the mixing bowl. I’m not sure whether the...

PMB: Well, I’m really glad I asked that question. I’d heard about that. Now I found the guy who invented it.

BRITCH: Real Doucette who ran the Steepbank, he did a terrific job running that project for me.

PMB: I’ve never met him. Is he a vice-president of the company or something now?

BRITCH: No. He’s a big wheel with CNRL.

PMB: Oh, yes.

BRITCH: CNRL hired him.

PMB: His name is very, very familiar to me.

BRITCH: Real was the executive in charge of the whole CNRL oil sands expansion. I don’t know if he’s still there or not. But, he ran that whole job.

PMB: I’ve encountered his name fairly recently. Sorry, but continue with your story.

BRITCH: It was just a little tidbit on hydro-transport you were asking. I was just saying we used the hydro-transport. We changed the front-end of it but other than that. It works fine. It works...

PMB: Historically, the biggest problem that the oil sands projects have had is separation of the sand and the bitumen.



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BRITCH: It's like any mineral project is the same. The good Lord put this stuff... There are trillions of dollars of gold in the ocean, but you go and try and get it out. I mean all the Earth is made out of valuable commodities. It's a matter of what the concentration is and how difficult it is to separate from whatever's holding it there. That's the key. The hardest part of the oil sands business, I mean I'm a mining guy. It's a hole in the ground, people have been doing that forever whereas it's a matter of how much it costs and how well it runs. No big deal. The back-end of refineries and whatnot, you can build that stuff out of textbooks. It is chemistry and you've got a formula, those things run themselves. Oil guys don't. I used to tell them that that, "You don't know what you're talking about." Well, I'm probably over-simplifying it. But, the middle piece of it, the extraction piece. That's where the heart comes from, that's the key to the oil sands business is separating that bitumen from the sand and doing it in a cost effective, environmentally friendly, safe, et cetera manner.

that's the toughest part of that business. It's in the ground. It was put down millions of years ago, the seas creeps, there's clay and there's course and there are fines, some of it has been oxidized, some of it hasn't. There's even coal in some of those deposits. So, you take all of that mishmash of stuff and then you try and put it through an engineered process that's designed to do this, that or the other but it doesn't have a button on it saying, "Oh, you got that kind of ore. Turn it here, turn there." One time I was doing some work. I proposed to the company after I retired, we should look at building two plants because there's such deviation. Build one plant that just handles really low grade ore because you do it one way. Build another plant that handles... And, it's not so much low grade it's geological as the faeces. Whether it is clay or the way it was deposited and all that versus the easiest ore process is the stuff that it is in core sand, because the sand is course there's lot of bitumen in it and it separates. You can put it in your washing machine almost and it separates, it's easy, eh. What you wind up doing, is your compromising on both ends to get everything one type of plant. That's the toughest part, the costs are in moving all those huge volumes but that's easy to do. It's just a matter of how expensive it is. The harder part... you talk to a lot of oil sands guys that understand it through and through. The most difficult and part of it where you get the most variability is, actually trying to make the separation from the bitumen to the sand. That's the toughest part.

PMB: Now, I'm going to ask you to tell me a little bit about Dee Parkinson and her contributions, in your opinion, to Suncor. We had a very long interview with her which we did about a year ago. So, we have a lot of her take on it. But then, while you've got that... while you're talking about that. If you think about anything else that you think is really important. You know, you're an unusually articulate subject and I'd love to hear pretty much anything you think is important to say.

BRITCH: Well, I just finished my piece on it. I think I told all the most exciting parts of my involvement. And then, once we got kind of going then it became a big operation. All the emphasis was on steady state. My approach to this was, I learned some stuff from the oil guys. The oil guys were really good at safety. Man, the safety we did in the mining there was second to none. I really learned that because they're really process oriented. In the mining business, there are so many



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variables. You need good people with good judgement because it's changing constantly. Any process you put in place for today seems to be useless tomorrow.

PMB: Just to go back a bit. The phrase you used was, Steady State which basically means, keeping things going.

BRITCH: I used to say, a place has got to run itself. If we've got to be here 24 hours a day with all these people, making all this stuff happen we haven't done our job. We've got to be able to go golfing and come back and it's still where we left it when we went golfing. I mean, that's the whole game. I mean, you never get there but that's what you got to get to and in the mining business, it's harder to do than in upgrading. But, you learn a lot of stuff from those guys. They have really processes. The safety is the one that stands out for me. We took oil industry safety kinds of process and standards, applied to the mining and that mining safety performance in the oil sands is world class, it's second to none. It's really good. And, a lot of that came from the oil guys. So, that's what you're trying to do with the operation as well. So, then once we got all this exciting stuff we built the project, we spent the money, we sorted the problems out and look at us, what heroes we are...what great a job.

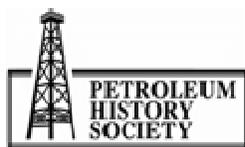
Now, this thing is okay. I want 150,000 barrels a day every day, day in, day out and I don't want to come in one day and see 120,000 and the next day... So, "Oh, yeah but I'll make it up two days later." I mean oil... those plants from the front like refineries, upgraders you got to have steady state feed to those things. That's the way they run. The extraction is the same thing. If you're up and down with the feed and varying ore, it doesn't work worth a damn. But, if you can feed it a nice uniform feed, consistent kind of quality within range and consistent volumes and not... when the guy shut down for a coffee in the mine, boom, there's zero. Then they start up with all the big trucks, "Here it comes." And, the place is just going crazy. So, that's where we put a lot, a lot of effort because, that gets you the higher recoveries and the low costs and the kind of in control operation. So, you never seem to get there. I mean, they're still struggling with it. I used to...

Anyway, they're doing way better than we did. But, that's really the focus in oil sands is making production and you see a lot of those operations, Suncor included have some big issues. Then all of a sudden, whomp, you use a big chunk of production. As an investor, well you kind of... "God, do I want to invest all my money in one of these things going gang busters and then it blow up or catch on fire." You don't know whether it's going to be running for three months or not. Mine has some, not to that scale, but similar big issues. So, that's kind of the tail end of my story there. But, getting back...

PMB: When did you retire exactly?

BRITCH: I retired on April Fool's Day, 2003.

PMB: 2003.



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BRITCH: So, I started there in late November. What did I say? '92? And, I retired in April, 2003. So, just about 11 years.

PMB: So, you were retired at the tender age of 54?

BRITCH: 56.

PMB: 56, okay.

BRITCH: Well, not quite. I turned 56 a month later. Best job I've ever had.

PMB: The retiring bit.

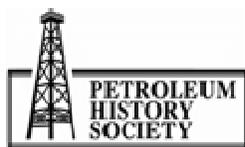
BRITCH: Yeah.

PMB: My wife has just retired and a friend of ours sent her some advice. He said, "It took me a whole weekend to get used to retirement."

BRITCH: I had a big job. I was fortunate early in my life. Like I said, I built this big mine I was 31 years old, so. I worked hard and had lots of responsibility my whole life. My life has been work. My family kind of... as much as they come first, they just got fit in. I went where I got the work and we got the good jobs. Then when I was retiring, it was kind of scary though. What the hell am I going to do? Boy, I got to tell you a week later I couldn't remember how to spell Suncor. I just... it was an easy transition. I keep busy. I'm really busy. I have lots on the go. Less now, but I did some consulting and I still do a little bit but enough to really count but, yeah. Anyways, back to Dee and the whole bit. My take on it and everybody has a little different one. I think the key thing is Rick coming in. He was key thing is Rick coming in was key because he just brought that, "Well, let's just figure out what we're here to do and what makes sense, okay." He changed his take on it too with time.

I remember when he interviewed me he was one of the guy interviewing me in the oil sands. I remember he said a strange thing. It was kind of like it's a big piece of your operations and although we want you to come and do this, but we're going to have to trim that back. We can't have so many eggs in one basket, particularly such a risky basket; which is probably an obvious thing for a CEO to say when he's looking at his portfolio there. So, he was the key and then he brought in some key people. And a lot of it being the right person at the right time and that doesn't... the right time is the key, because not all of us... As you get older you get to know what you're good at and what you're not. Generally, I find it's the things you're really good at in different environments and circumstances that were going to eat your lunch, right. Because, you're just so strong and good at those, you keep trying to push that but it requires something different. But, bringing Dee in, she is the diminutive... you have met Dee...

PMB: I've never met her.



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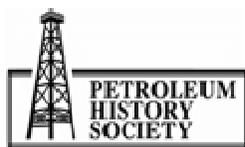
BRITCH: Oh, really? She's terrific. I mean, I've got a lot of time for Dee. She came in and if you asked people who have been there for a long period of time like, "Who is your favourite person that ran this place?" You're going to get Dee Parkinson.

PMB: Really?

BRITCH: Yeah. Over everybody else including Rick George, anybody in the field that in the operation side that's been there for 20-30 years through the old days, not too many left anymore. But, you will probably get Dee Parkinson. They loved her. She had a way. She asked a question. She didn't interfere. She was very strong in terms of what needed to be done. I think a little bit, brought a different perspective. I mean, it's the first I've ever worked for a woman. And, I had a lot of women working for me and they were way more women in senior position than when I first started my career. But, I really learned through that they kind of bring a little different perspective. It's hard to put your finger on, but it's a little more... I don't know how many times I go to Dee with something... I think men are more impulsive, like just make it happen. I'm one of these guys, "Make a damn decision." I tend to just do it and let's get on with it. But, something 80% right is better than nothing. She would kind of not say, "No" but kind of "Let's think about it a bit more." Generally, she was right. We found a better solution. So, she was really good at that. People... she didn't interfere. I had never had so much autonomy with my wife, as I had... particularly in the first five years or so. Nobody second guessed you, questioned you, they were just 100% behind you. Rick was there and Dee, for sure. It was big but it was still not too big bureaucracy it is today. She was good to work for. I think everybody liked working for her. She had a really good rapport and reputation with the workforce and with most of her senior people. Like I said, there was her and I think five of us. We ran the whole place. She didn't count on anybody and I think she ran a file at head office because she was so strong. That was her domain. And, don't anybody come up here and tell me what to do or second guess me, sort of thing.

PMB: I'm really glad to hear that because as I told you earlier on, I heard a different opinion from somebody else. So, I'm really glad.

BRITCH: I think with time she outgrew the job. She did a really good job. We were really successful. To be frank, people claimed credit. I think Rick deserves a credit like I said and he supported that strong. It wasn't the hands-on guy. Dee was there more hands-on and whatnot. But, then some really good people, not just myself, I came in brought a lot of new... But, I had a pretty strong staff. I had a group of people that I was really close with and I trusted. I operate like, I just presume you think like I do and you're on my side. If you are not, I'm the first guy to send you down the road. I'll get caught but only once. We had a lot of good people across the whole place. Some other VPs that were up there at the time, I think everybody got really enthused behind Dee and the place started turning around. We all started feeling like, "Holy geez, look what we're doing? We're a bunch of winners. This really feels good." I mean, you worked your ass off. But, there were some pretty good... sometimes, "What the hell am I doing here." But, the other side of it, you've got a fair amount of satisfaction by having a lot of autonomy, a lot of authority and good support to get it done.



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PMB: Do you still have a lot of contact with people from Suncor?

BRITCH: No, I don't. I had pretty, yeah.

PMB: It's behind you.

BRITCH: Pretty much. There's a bunch of people in Kelowna. Like, there are a lot of retirees in Kelowna and I see those guys but people that are working, no; none.

PMB: You would still have contact with them. You'd be getting newsletters and that kind of thing. How would you characterize the company today?

BRITCH: I don't know. I've lost track of it. I think what... I mean I'm pretty active in the stock market, investing and stuff like that. I think on the one hand, the deal with Petro-Canada was probably on a high level, good. I would support... I thought it was a good idea because Suncor was consuming cash like crazy. Petro-Canada was producing it but not doing much useful with it that I could see. So, I think that was a good use. That was a good marriage in terms of bringing all their cash into Suncor's portfolio of stuff. But having said that, these things have gotten so big and bureaucratic that share prices have gone nowhere. If anything, it's gone down.

PMB: Well, they try to absorb.

BRITCH: That absorption thing has gone on for quite a while.

PMB: If you look at the 15 years before that, Petro-Canada's price performed at about 1/15th of what Suncor did.

BRITCH: Well, all of our price appreciation. You be careful how long, because it all happened over a really short period of time. When I was up there in '92, I think the shares in Suncor got rid of Sun Oil. Then went public and I forget, \$16.00 or something like that. We had all the splits. But, from about '92, I think it was about ten year period or something in there, that that's when it was huge.

PMB: It absolutely went crazy. Well, the funny thing is that in 1991 Sun Oil in essence said, "Goodbye to Suncor."

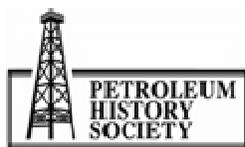
BRITCH: And, you've got to give Rick credit. Rick engineered all that.

PMB: He arranged that.

BRITCH: Then he got his freedom to run the place.

PMB: Well, one of the people that I interviewed is Bob McClements...

BRITCH: Oh yeah, yeah.



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PMB: And he said, he absolutely wouldn't have done that. But today, Suncor's market cap is around \$50 billion.

BRITCH: Not quite yet.

PMB: Sun Oil's is around \$4 billion. It was just a minor asset that they got rid of.

BRITCH: No. In retrospect, I mean part of this it's like every little decision you make in life takes you down a different path. So, it was a combination of all these little things. And, if Sun Oil had kept it... I don't think this would have happened because frankly, Suncor was a darling. I mean Suncor made history with the oil sands, really. Then everybody else got on the bandwagon. That's my take on it. I think it proved it could be done, give other companies confidence to go and do it. It probably would have happened eventually as the price of oil went through the roof. But, I think it accelerated the whole process because Suncor went at it really aggressively with these expansions, made them work, the Millennium was a big one.

PMB: The Millennium expansion.

BRITCH: Yeah, which was the second upgrader; we thought it was a disaster. Geez, the costs... but if you look back at what that cost and what it's cost in a day, it's cost them five times that much.

PMB: Well, one of things...

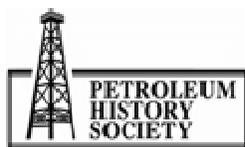
BRITCH: And, that gives people... like CNRL is another... I think they're good operators but even they're having trouble. They're probably one of the tightest operators out there but even they're struggling with their Horizon project. These things just got to seem so big.

PMB: Well, one of the things that Rick George told me in our interview was that it was really important to double track the systems. So, that if you had an upgrader, if you only had one upgrader that went down you were screwed. So, you had to have two and that was a big part of the expansions, double tracking everything.

BRITCH: Yeah, yeah. I think to be honest; I'd have trouble working there now, today. I just come from the old... I mean, my career has all been kind of hands-on, small type... the big bureaucracies like there are today, you couldn't have them. They didn't exist back in those days.

PMB: Well, I'm going to say something to confirm that but not until I've turned this recording off. Have you got anything else that you really want to say about the company?

BRITCH: No. You know, I just really have to tell you it was in my lifetime, it was not long, 11 years. But, boy was it intense. And, the majority that was really, really good I mean not at the time, but you look back and even through; a lot of satisfaction, a lot of making up, a lot of difference and a lot of authority. And, some of us are around today and I know I left at the right time because it was through the growth stage and you still knew everybody in town. And, there was us and Syncrude and



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you'd have these great social events and you knew everybody. Now, I go up there once in a while... geez, it's a nightmare. Then it was still... it was big, but for mining it was big in mining, you know mining town. But, it was still quite local.

PMB: I'm going to turn this off unless you have something else.

BRITCH: Sure.

[END OF RECORDING]



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