

TO:	CHAIR AND MEMBERS STRATEGIC PRIORITIES AND POLICY COMMITTEE MEETING ON NOVEMBER 21, 2016
FROM:	ART ZUIDEMA CITY MANAGER
SUBJECT:	LONDON HYDRO INC. APPOINTMENT OF AUDITORS RESOLUTION OF THE SHAREHOLDER

RECOMMENDATION

That, on the recommendation of the City Manager, the attached by-law (Attachment “A”) **BE INTRODUCED** at the Municipal Council meeting to be held November 22, 2016 to:

- a) ratify and confirm the Resolution of the Shareholder of London Hydro Inc. appointing the auditors of London Hydro Inc. attached as Schedule “1” to the by-law; and
- b) authorize the Mayor and the City Clerk to execute the Resolution of the Shareholder of London Hydro Inc. appointing the auditors as London Hydro Inc. attached as Schedule “1” to the by-law.

PREVIOUS REPORTS PERTINENT TO THIS MATTER
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May 16, 2016 - Strategic Priorities and Policy Committee

BACKGROUND

The attached Resolution of the Shareholder formalizes the appointment of KPMG LLP as auditors of London Hydro Inc.

Pursuant to the *Business Corporations Act*, R.S.O. 1990, c. B.16, at each annual meeting, the shareholder is required to appoint an auditor to hold office until the close of the next annual meeting and if an appointment is not so made, the auditor in office continues until a successor is appointed.

At the 2015 annual meeting of the shareholder for London Hydro Inc. an auditor was not appointed as the City was undergoing an RFP process for external audit services. KPMG LLP was appointed as the City’s external auditor on October 12, 2016. Such appointment includes the provision of audit services to London Hydro Inc.

RECOMMENDED BY:
ART ZUIDEMA CITY MANAGER

APPENDIX “A”

Bill No.
2016

By-law No.

A by-law to confirm and ratify the Resolution
of the Sole Shareholder of London Hydro
Inc.

WHEREAS London Hydro Inc. is a corporation incorporated under the *Business Corporations Act* R.S.O. 1990, c.B.16;

AND WHEREAS The Corporation of the City of London is the sole shareholder of London Hydro Inc.;

AND WHEREAS Subsection 9 of the *Municipal Act, 2001* provides that a municipality has the capacity, rights, powers and privileges of a natural person for the purpose of exercising its authority under this or any other Act;

AND WHEREAS Subsection 5(3) of the *Municipal Act, 2001* provides that a municipal power shall be exercised by by-law;

The Municipal Council of The Corporation of the City of London enacts as follows:

1. The Resolution of the Sole Shareholder of London Hydro Inc. attached as Schedule “A” appointing KPMG LLP as auditors of London Hydro Inc. is hereby confirmed and ratified.
2. The Mayor and Clerk BE AUTHORIZED to execute the Resolution of the Sole Shareholder of London Hydro Inc. ratified and confirmed under section 1 of this By-law.
3. This by-law comes into force on the day it is passed.

PASSED in Open Council on the day of , 2016.

Matt Brown
Mayor

Catharine Saunders
City Clerk

First reading -
Second reading -
Third reading -

LONDON HYDRO INC.
(the “Corporation”)

WHEREAS subsection 104(1)(b) of the *Business Corporations Act* (Ontario) (the “Act”) provides that a resolution in writing dealing with all matters required by the Act to be dealt with at a meeting of shareholders, and signed by all the shareholders or their attorney authorized in writing entitled to vote at the meeting, satisfies all the requirements of the Act relating to that meeting of shareholders;

The following resolutions, signed by the sole shareholder of the Corporation entitled to vote thereon, are hereby passed pursuant to the provisions of the Act:

APPOINTMENT OF AUDITORS

RESOLVED THAT:

KPMG LLP are hereby appointed auditors of the Corporation to hold office until the close of the next annual meeting of the shareholders or until a successor is appointed by the shareholder at such remuneration as may be fixed by the directors and the directors are hereby authorized to fix such remuneration.

DATED this _____ day of _____, 2016.

The Corporation of the City of London

By: _____
Name: Matt Brown
Title: Mayor

By: _____
Name: Catharine Saunders
Title: City Clerk