

<b>TO:</b>	<b>CHAIR AND MEMBERS CORPORATE SERVICES COMMITTEE MEETING OF NOVEMBER 29, 2016</b>
<b>FROM:</b>	<b>MARTIN HAYWARD MANAGING DIRECTOR, CORPORATE SERVICES &amp; CITY TREASURER, CHIEF FINANCIAL OFFICER</b>
<b>SUBJECT:</b>	<b>AMENDING AGREEMENT: LONDON COMMUNITY PLAYERS LOAN AGREEMENT</b>

<b>RECOMMENDATION</b>
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That, on the recommendation of the Managing Director, Corporate Services and City Treasurer, Chief Financial Officer, the following actions be taken with respect to the City of London's \$100,000 loan agreement with the London Community Players:

- a) the attached proposed by-law (Appendix 'A') **BE INTRODUCED** at the Municipal Council meeting of December 6, 2016 to:
  - i) authorize and approve an Amending Agreement, substantially in the form attached as Schedule "1" to the by-law and to the satisfaction of the Managing Director, Corporate Services and City Treasurer, Chief Financial Officer and the City Solicitor, between The Corporation of the City of London and London Community Players (LCP), to amend the original Loan Agreement by deleting all mortgage references to "\$400,000.00" and by replacing them with "\$350,000.00"; and,
  - ii) authorize the Mayor and the City Clerk to execute the Amending Agreement authorized and approved in a) above.

<b>PREVIOUS REPORTS PERTINENT TO THIS MATTER</b>
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"Subordination Agreement Request: Libro Credit Union and London Community Players," Corporate Services Committee, November 15, 2016.

"Interest-Free Loan – London Community Players (Palace Theatre)," Corporate Services Committee, July 21, 2015.

<b>BACKGROUND</b>
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On November 15, 2016, Corporate Services Committee received a report from the Managing Director, Corporate Services and City Treasurer, Chief Financial Officer regarding a request from Libro Credit Union (Libro) and the London Community Players (LCP) to subordinate the City's security interest associated with the \$100,000 loan to the LCP to the LCP's mortgage with Libro. Committee approved the subordination agreement and submitted it for Council consideration on November 22, 2016.

The original Loan Agreement between the City and the LCP referenced a mortgage amount of \$400,000; however, the LCP and Libro have since renegotiated the mortgage for a value of \$350,000. This amount is also referenced in the subordination agreement described above.

Staff recommend amending the original Loan Agreement to provide consistent mortgage amounts between the Loan Agreement and the Subordination Agreement, as outlined in Schedule 1 of Appendix 'A'.

<b>CONCLUSION</b>
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An Amending Agreement has been prepared to revise the original mortgage amount of “\$400,000” described in the City’s Loan Agreement with the LCP and to replace it with “\$350,000”. The revised amount reflects the value of the LCP’s renegotiated mortgage with Libro and is consistent with the amount described in the Subordination Agreement between the City, Libro and the LCP.

Schedule 1 of the attached proposed by-law (Appendix ‘A’) constitutes the Amending Agreement for execution by the Mayor and the City Clerk.

<b>PREPARED BY:</b>
<b>PAUL YEOMAN BUSINESS PLANNING PROCESS MANAGER FINANCE AND CORPORATE SERVICES</b>
<b>REVIEWED AND RECOMMENDED BY:</b>
<b>MARTIN HAYWARD MANAGING DIRECTOR, CORPORATE SERVICES AND CITY TREASURER, CHIEF FINANCIAL OFFICER</b>

- cc. Anna Lisa Barbon, Director, Financial Services
- Sharon Swance, Manager, Accounting
- Dave Munteer, Solicitor

**Appendix ‘A’: By-law to authorize and approve the Amending Agreement (Schedule 1)  
Between the City of London and the London Community Players**

## Appendix 'A'

Bill No.  
2016

By-law No. A.-

A by-law to authorize and approve an Amending Agreement with respect to the Loan Agreement Between The Corporation of the City of London and the London Community Players and to authorize the Mayor and the City Clerk to execute the Amending Agreement.

WHEREAS section 5(3) of the *Municipal Act, 2001*, S.O. 2001, c.25, as amended, provides that a municipal power shall be exercised by by-law;

AND WHEREAS section 9 of the *Municipal Act, 2001*, S.O. 2001, c.25, as amended, 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 in 2015, The Corporation of the City of London and the London Community Players jointly agreed to a loan agreement to support capital upgrades to the Palace Theatre;

AND WHEREAS Section 4.2 of the 2015 loan agreement provides for the City's subordination to the pre-existing London Community Players mortgage with Libro Credit Union Limited;

AND WHEREAS Libro Credit Union has requested that the City enter into a subordination agreement to the London Community Players mortgage and line of credit;

AND WHEREAS a financial and legal review of the proposed subordination agreement has not identified any concerns with the request;

AND WHEREAS the Municipal Council wishes to amend the Loan Agreement to revise the original mortgage amount of \$400,000 to reflect the current mortgage amount of \$350,000, consistent with the value identified in the Subordination Agreement;

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

1. The Amending Agreement between The Corporation of the City of London and the London Community Players, with respect to the Loan Agreement between the City of London and the London Community Players, attached hereto as Schedule "1", is hereby authorized and approved.
2. The Mayor and the City Clerk are hereby authorized to execute the Amending Agreement, authorized and approved in section 1, above.
3. This by-law comes into force and effect on the day it is passed.

PASSED in Open Council on December 6, 2016.

Matt Brown  
Mayor

Catharine Saunders  
City Clerk

First Reading – December 6, 2016  
Second Reading – December 6, 2016  
Third Reading – December 6, 2016

Schedule "1"

AMENDING AGREEMENT

THIS AMENDING AGREEMENT

B E T W E E N:

LONDON COMMUNITY PLAYERS  
(the "LCP")

- and -

THE CORPORATON OF THE CITY OF LONDON  
(the "City")

WHEREAS the LCP and the City entered into an Agreement with effect as of September 1, 2015, regarding the City's \$100,000 loan to the LCP to support capital upgrades to the Palace Theatre (the "Agreement");

AND WHEREAS the LCP and the City wish to amend certain terms of the Agreement;

NOW THEREFORE THIS AGREEMENT WITNESSES that in consideration of the premises and the mutual covenants contained in the Agreement, and subject to the terms and conditions of this Amending Agreement, the parties agree as follows:

1.0 AMENDMENTS

- 1.1 The principal amount of "\$400,000.00" for the Libro Credit Union Limited charge described in section 4.2 of the Agreement is deleted and replaced with "\$350,000.00", consistent with the amount identified in the Subordination Agreement between the LCP, the City and Libro Credit Union Limited.
- 1.2 The principal amount of "\$400,000.00" for the Libro Credit Union Limited charge described in Schedule "B", item 1 of the Agreement is deleted and replaced with \$350,000.00", consistent with the amount identified in the Subordination Agreement between the LCP, the City and Libro Credit Union Limited.

2.0 AGREEMENT BINDING

- 2.1 Except as amended in accordance with the provisions of this Amending Agreement, the Agreement shall remain binding and in full force and effect.
- 2.2 This Amending Agreement shall be binding on the parties and their respective successors and assigns.

3.0 EXECUTION

- 3.1 The City and the LCP acknowledge that it has each read this Amending Agreement, understands it and agrees to be bound by its terms and conditions.

IN WITNESS WHEREOF the City has hereunto signed this Amending Agreement by its duly authorized representatives and the LCP has hereunto affixed its corporate seal under the hands of its duly authorized representatives.

THE CORPORATION OF THE CITY OF LONDON

Date: \_\_\_\_\_  
Matt Brown, Mayor

Date: \_\_\_\_\_  
Catharine Saunders, City Clerk

LONDON COMMUNITY PLAYERS

Date: \_\_\_\_\_ -  
\_\_\_\_\_  
Name:  
Title:

Date: \_\_\_\_\_  
\_\_\_\_\_  
Name:  
Title:

I/We have authority to bind the corporation.