

Corporate Services Committee

Report

16th Meeting of the Corporate Services Committee
August 13, 2019

PRESENT: Councillors J. Morgan (Chair), J. Helmer, P. Van Meerbergen, S. Hillier, Mayor E. Holder
ABSENT: A. Kayabaga
ALSO PRESENT: M. Hayward, M. Butlin, K. Campbell, I. Collins, B. Coxhead, M. Daley, A. Hagan, L. Kolodiansky, L. Livingstone, P. McKague, S. Miller, D. Mounteer, K. Murray, J. Raycroft, C. Saunders, S. Spring, M. Stone, S. Swance, B. Warner and B. Westlake-Power.

The meeting is called to order at 12:33 PM.

1. Disclosures of Pecuniary Interest

Councillor J. Morgan discloses a pecuniary interest in clause 5.1 having to do with an appointment to the London Hydro Board of Directors, by indicating that one of the candidates has a direct role in his employment with Western University.

2. Consent

Moved by: S. Hillier
Seconded by: E. Holder

That items 2.1 to 2.3 BE APPROVED.

Yeas: (4): J. Morgan, J. Helmer, S. Hillier, and E. Holder

Absent: (2): P. Van Meerbergen, and A. Kayabaga

Motion Passed (4 to 0)

2.1 Council Policy - Use of Corporate Resources for Election Purposes

Moved by: S. Hillier
Seconded by: E. Holder

That, on the recommendation of the City Clerk, the proposed by-law appended to the staff report dated August 13, 2019 as Appendix "A" BE INTRODUCED at the Municipal Council meeting to be held on August 27, 2019 to amend By-law No. CPOL.-230-519, being "Policy for the Use of City of London Resources For Municipal Election Purposes" by renaming the Council Policy "Use of City of London Resources For Election Purposes" and to update the Policy to provide additional clarity, particularly as it relates to provincial and federal election campaigns and Registered Third Parties.

Motion Passed

2.2 Website Redesign Development and Implementation for the City of London

Moved by: S. Hillier
Seconded by: E. Holder

That, on the recommendation of the Director, Strategic Communications, Government Relations and Public Engagement and of the Director, Information Technology Services, Finance and Corporate Services, the following actions be taken with respect to the selection of a vendor for the Website Redesign Development and Implementation for City of London:

- a) the proposal submitted by Echidna Corp. O/A Digital Echidna, 200-365 Talbot Street, London, Ontario N6A 2R5 for the Website Redesign Development and Implementation for the City of London BE ACCEPTED in accordance with the Procurement of Goods and Services Policy;
- b) the price submitted by Digital Echidna for the first year cost of \$473,750 (excluding H.S.T.), and subsequent years annual cost of \$78,750 (excluding H.S.T.), for three (3) years as the initial term, and the optional renewal term of four (4) years at one (1) year each, at sole discretion of the City, BE ACCEPTED;
- c) the financing for the project BE APPROVED in accordance with the “Sources of Funding Report” appended to the staff report dated August 13, 2019 as Appendix “A”;
- d) the Civic Administration BE AUTHORIZED to undertake all administrative acts that are necessary in connection with this purchase;
- e) approval herein BE CONDITIONAL upon the Corporation entering into a formal agreement or having a purchase order, or contract record relating to the subject matter of this approval; and
- f) the Mayor and City Clerk BE AUTHORIZED to execute any contract, statement of work or other documents, if required, to give effect to these recommendations.

Motion Passed

2.3 2018 Annual Reporting of Lease Financing Agreements

Moved by: S. Hillier
Seconded by: E. Holder

That, on the recommendation of the Managing Director, Corporate Services and City Treasurer, Chief Financial Officer, the staff report dated August 13, 2019 with respect to the 2018 annual reporting of lease financing agreements BE RECEIVED for information.

Motion Passed

2.4 Demolition - UTRCA Owned - City Managed Property - 1318 Old Bridge Road

Moved by: J. Helmer
Seconded by: S. Hillier

That, on the recommendation of the Managing Director of Corporate Services and City Treasurer, Chief Financial Officer, on the advice of the Manager of Realty Services, with respect to the property owned by the Upper Thames River Conservation Authority (UTRCA) and managed by the City, located at 1318 Old Bridge Road, as shown on Schedule “A” as appended to the staff report dated August 13, 2019, the following actions be taken:

- a) the subject property BE RECOMMENDED for demolition; and
- b) the Civic Administration BE DIRECTED to take all necessary steps to action the above-noted demolition, including completing a request for quotation for work to be completed, obtaining a demolition permit and any other activities to facilitate the demolition;

it being noted that existing capital accounts and operating accounts will be drawn upon as a source of financing to carry out the subject demolitions.

Yeas: (4): J. Morgan, J. Helmer, S. Hillier, and E. Holder

Absent: (2): P. Van Meerbergen, and A. Kayabaga

Motion Passed (4 to 0)

3. Scheduled Items

None.

4. Items for Direction

None.

5. Deferred Matters/Additional Business

5.1 Appointment to the London Hydro Board of Directors

Moved by: E. Holder

Seconded by: S. Hillier

That, on the recommendation of the Corporate Services Committee, the attached proposed by-law BE INTRODUCED at the Municipal Council meeting to be held August 27, 2019 to:

- a) ratify and confirm the Resolution of the Shareholder of London Hydro Inc., appended as Schedule "A" to the by-law; and
- b) authorize the Mayor and the City Clerk to execute the Resolution of the Shareholder of London Hydro Inc. appended as Schedule "A" to the by-law;

it being noted that Andrew Hrymak was selected for appointment to the London Hydro Inc. Board of Directors.

Yeas: (3): J. Helmer, S. Hillier, and E. Holder

Recuse: (1): J. Morgan

Absent: (2): P. Van Meerbergen, and A. Kayabaga

Motion Passed (3 to 0)

6. Confidential (Enclosed for Members only.)

Moved by: S. Hillier

Seconded by: E. Holder

That the Corporate Services Committee convene, In Closed Session, for consideration of the following:

6.1 Land Disposition/Solicitor-Client Privileged Advice/Position, Plan, Procedure, Criteria or Instruction to be Applied to Any Negotiations

A matter pertaining to the proposed or pending disposition of land by the municipality, including communications necessary for that purpose; advice that is

subject to solicitor-client privilege; commercial and financial information, that belongs to the municipality and has monetary value or potential monetary value and a position, plan, procedure, criteria or instruction to be applied to any negotiations carried on or to be carried on by or on behalf of the municipality.

6.2 Land Acquisition/Disposition/Solicitor-Client Privileged Advice/Position, Plan, Procedure, Criteria or Instruction to be Applied to Any Negotiations

A matter pertaining to the proposed or pending lease of land by the municipality, including communications necessary for that purpose; advice that is subject to solicitor-client privilege; commercial and financial information, that belongs to the municipality and has monetary value or potential monetary value and a position, plan, procedure, criteria or instruction to be applied to any negotiations carried on or to be carried on by or on behalf of the municipality.

6.3 Land Disposition/Solicitor-Client Privileged Advice/Position, Plan, Procedure, Criteria or Instruction to be Applied to Any Negotiations

A matter pertaining to the proposed or pending disposition of land by the municipality, including communications necessary for that purpose; advice that is subject to solicitor-client privilege; commercial and financial information, that belongs to the municipality and has monetary value or potential monetary value and a position, plan, procedure, criteria or instruction to be applied to any negotiations carried on or to be carried on by or on behalf of the municipality.

6.4 Land Acquisition/Disposition/Solicitor-Client Privileged Advice/Position, Plan, Procedure, Criteria or Instruction to be Applied to Any Negotiations

A matter pertaining to the proposed or pending lease of land by the municipality, including communications necessary for that purpose; advice that is subject to solicitor-client privilege; commercial and financial information, that belongs to the municipality and has monetary value or potential monetary value and a position, plan, procedure, criteria or instruction to be applied to any negotiations carried on or to be carried on by or on behalf of the municipality.

6.5 Labour Relations/Employee Negotiations / Solicitor-Client Privileged Advice

A matter pertaining to reports, advice and recommendations of officers and employees of the Corporation concerning labour relations and employee negotiations in regard to one of the Corporation's unions and advice which is subject to solicitor-client privilege and communications necessary for that purpose and for the purpose of providing directions to officers and employees of the Corporation.

6.6 Personal Matters/Identifiable Individual / Solicitor-Client Privileged Advice

A matter pertaining to personal matters, including information regarding identifiable individuals, with respect to employment-related matters, advice or recommendations of officers and employees of the Corporation, including communications necessary for that purpose and for the purpose of providing instructions and directions to officers and employees of the Corporation; and advice subject to solicitor-client privilege, including communications necessary for that purpose.

6.7 Personal Matters/Identifiable Individual

A matter pertaining to personal matters about an identifiable individual, including municipal or local board employees.

6.8 ADDED - Land Acquisition/Solicitor-Client Privileged Advice/Position, Plan, Procedure, Criteria or Instruction to be Applied to Any Negotiations

A matter pertaining to the proposed or pending acquisition of land by the municipality, including communications necessary for that purpose; advice that is subject to solicitor-client privilege; commercial and financial information, that belongs to the municipality and has monetary value or potential monetary value

and a position, plan, procedure, criteria or instruction to be applied to any negotiations carried on or to be carried on by or on behalf of the municipality.

Yeas: (4): J. Morgan, J. Helmer, S. Hillier, and E. Holder

Absent: (2): P. Van Meerbergen, and A. Kayabaga

Motion Passed (4 to 0)

The Corporate Services Committee convened, In Closed Session, from 12:48 PM to 2:35 PM.

7. Adjournment

The meeting adjourned at 2:36 PM.

APPENDIX “A”

Bill No.
2019

By-law No. A.-

A by-law to ratify and confirm the Annual Resolutions of the 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 subsection 104(1)(b) of the *Business Corporations Act* provides that a resolution in writing dealing with all matters required by this 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 this Act relating to that meeting of shareholders;

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;

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

1. The Annual Resolutions of the Shareholder of London Hydro Inc. for the fiscal year ended December 31, 2018, attached as Schedule “A” are ratified and confirmed.
2. The Mayor and the City Clerk are authorized to execute the Annual Resolutions of the Shareholder 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 27th day of August, 2019.

Ed Holder
Mayor

Catharine Saunders
City Clerk

First Reading – August 27, 2019
Second Reading – August 27, 2019
Third Reading – August 27, 2019

SCHEDULE “A”

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:

FINANCIAL STATEMENTS

It is hereby acknowledged that the balance sheet of the Corporation as at December 31, 2018, and the other audited financial statements, together with Auditors’ Report, of the Corporation for the financial year ended on such date have been received by the undersigned shareholder of the Corporation.

ELECTION OF DIRECTORS

WHEREAS pursuant to an Amended and Restated Shareholder Declaration, as amended (the “Amended and Restated Shareholder Declaration”), the board of directors of the Corporation shall consist of seven directors, six of which shall be composed of various classes of directors, each serving for a three-year term, and the seventh member of the fourth class shall serve as the representative of the municipal council of The Corporation of the City of London;

AND WHEREAS the terms of the directors that are members of the third class expire at the annual meeting of shareholders held in 2018 pursuant to paragraph 4.4 of the Shareholder Declaration;

NOW THEREFORE BE IT RESOLVED THAT:

1. Each of the following persons, being directors that are members of the first and third class pursuant to paragraph 4.4 of the Amended and Restated Shareholder Declaration, are hereby elected as a director of the Corporation to hold office for a term with the expiry as set out below, provided that when a successor is not duly elected at the close of the annual meeting described below, such director shall hold office until his or her successor is elected:

<u>Class</u>	<u>Name of Director</u>	<u>Term</u>
Third	Andrew Hrymak	the close of the annual meeting of shareholders to be held in 2021 for the financial year ending December 31, 2020

CONFIRMATION OF CONTINUING TERMS

2. Each of the following persons, being directors that are members of the second, third and fourth class, as provided for below, pursuant to paragraph 4.4 of the Shareholder Declaration, is hereby confirmed as having a term continuing until the expiry as set out below, provided that when a successor is not duly elected at the close of the annual meeting described below, such director shall hold office until his or her successor is elected:

<u>Class</u>	<u>Name of Director</u>	<u>Term</u>
First	Gabe Valente	the close of the annual meeting of the shareholders to be held in 2022 for the financial year ending December 31, 2021
First	Jack Smit	the close of the annual meeting of the shareholders to be held in 2022 for the financial year ending December 31, 2021
Second	Guy Holburn	the close of the annual meeting of shareholders to be held in 2020 for the financial year ending December 31, 2019
Third	Marilyn Sinclair	the close of the annual meeting of shareholders to be held in 2021 for the financial year ending December 31, 2020
Fourth	Michael van Holst	the term ending November 15, 2022

APPOINTMENT OF AUDITORS

3. 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 _____, 2019.

The Corporation of the City of London

By: _____
Name: Ed Holder
Title: Mayor

By: _____
Name: Catharine Saunders
Title: City Clerk