Special Council Minutes June 29, 2015 -6:00 pm Committee Room One Whitby Municipal Building

**Present:** Mayor Mitchell

Councillor Coe Councillor Drumm Councillor Emm Councillor Gleed

Councillor Leahy (arrived at 6:06 p.m.)

Councillor Roy

Councillor Yamada (arrived at 6:02 p.m.)

**Also Present:** R. Petrie, Chief Administrative Officer

J. Sanderson, CEO, Whitby Hydro Energy Corporation Board

R. Abi-Rashed, Treasurer, Whitby Hydro

R. Batten, Director, Whitby Hydro Energy Corporation Board J. Longfield, Director, Whitby Hydro Energy Corporation Board P. McNeil, Chair, Whitby Hydro Energy Corporation Board P. Murphy, Director, Whitby Hydro Energy Corporation Board

S. O'Dwyer, Director, Whitby Hydro Electric Corporation Board

D. Wilcox, Town ClerkS. Cassel, Deputy Clerk

Regrets: None noted

1. Declarations of Pecuniary Interest

- 1.1 Councillor Emm made a declaration of pecuniary interest under the Municipal Conflict of Interest Act regarding all matters pertaining to the Whitby Hydro Energy Corporation as he has family that sits on the Whitby Hydro Board. Councillor Emm left the room during the discussion and voting on these matters.
- 2. Appointment of Director to the Board of Whitby Hydro Electric Corporation Whitby Hydro Energy Corporation Shareholders Meeting
  - 2.1 Appointment of Auditor for External Audit Services

Resolution # 309-15

Moved By Councillor Coe Seconded By Councillor Gleed

The Board of Directors of Whitby Hydro Energy Corporation recommends that the shareholder, Whitby Town Council, appoint KPMG as auditor for Whitby Hydro for the 2015 fiscal year end audit.

## **Carried**

2.2 Appointment of Director Sean O'Dwyer to the Board of Whitby Hydro Electric Corporation (Independent Director)

#### Resolution # 310-15

Moved By Councillor Coe Seconded By Councillor Gleed

That Director Sean O'Dwyer be appointed to the Board of Whitby Hydro Electric Corporation (Independent Director).

#### Carried

## **Resolution # 311-15**

Moved By Councillor Coe Seconded by Councillor Gleed

That Council move In-Camera in accordance with Procedural By-law #6794-13 and the Municipal Act, 2001, Section 239 (2) (g) a matter in respect of which a council, board, committee or other body may hold a closed meeting under another Act.

## **Carried**

- Confidential Matters
  - 3.1 Audited Financial Statements and Auditor's Report Whitby Hydro Energy Corporation (Consolidated) and Whitby Hydro Electric Corporation for the period ending December 31, 2014

This portion of the meeting was closed to the public. [Refer to the In Camera minutes of the meeting - Town Clerk has control and custody.]

# 3.2 Confidential Whitby Hydro Energy Corporation Options Report

This portion of the meeting was closed to the public. [Refer to the In Camera minutes of the meeting - Town Clerk has control and custody.]

#### Resolution # 312-15

Moved By Councillor Coe Seconded By Councillor Leahy

That Council rise and ratify the direction to Administration from the In-Camera session of the Special Meeting of Council.

#### Carried

## **Resolution # 313-15**

Moved By Councillor Gleed Seconded By Councillor Coe

That the audited financial statements and auditor's report for the Whitby Hydro Energy Corporation (consolidated) and Whitby Hydro Electric Corporation for the period ending December 31, 2014 be received.

## **Carried**

## 4. Confirmatory By-law

## **4.1** Confirmatory By-law

## **Resolution # 314-15**

Moved By Councillor Coe Seconded By Councillor Leahy

That leave be granted to introduce a by-law and to dispense with the reading of the by-law by the Clerk to confirm the proceedings of the Council of the Town of Whitby at its special meeting held on June 29, 2015, and that the same be considered read and passed and that the Mayor and the Clerk sign the same and the Seal of the Corporation be thereto affixed.

#### Carried

A	Adjournment		
5.	.1	Motion to Adjourn	
		Resolution # 315-15	
		Moved By Councillor Coe Seconded By Councillor Leahy	
		That the meeting adjourn.	
		Carried	
		The meeting adjourned at 6:37 p.m.	
_	Achi A	A. Wilcox, Town Clerk Do	on Mitaball Mayor
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