

**Present:** Mayor Mitchell  
Councillor Drumm  
Councillor Emm (left at 5:31 p.m.)  
Councillor Gleed  
Councillor Leahy  
Councillor Mulcahy  
Councillor Roy  
Councillor Yamada (arrived at 5:45 p.m.)

**Also Present:** M. Gaskell, Chief Administrative Officer  
W. Mar, Commissioner of Legal and By-law Services/Town Solicitor  
K. Nix, Commissioner of Corporate Services/Treasurer  
C. Siopis, Manager of Corporate Communications  
Members of the Whitby Hydro Energy Corporation Board  
Whitby Hydro Staff and Consultants  
C. Harris, Town Clerk  
S. Dave, Legislative Coordinator (Recording Secretary)

**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 a family member that sits on the Whitby Hydro Board. Councillor Emm left Council Chambers for the duration of the meeting.

Moved By Councillor Drumm  
Seconded By Councillor Roy

That Council move in-camera in accordance with Procedure By-law # 7279-17, Closed Meeting Policy G 040, and the Municipal Act, 2001, Section 239 (2)(f) advice that is subject to solicitor-client privilege, including communications necessary for that purpose; (i) a trade secret or scientific, technical, commercial, financial or labour relations information, supplied in confidence to the municipality or local board,

which, if disclosed, could reasonably be expected to prejudice significantly the competitive position or interfere significantly with the contractual or other negotiations of a person, group of persons, or organization; and (k) 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 or local board.

**Carried**

2. Closed Session

- 2.1** Office of the Chief Administrative Officer and Corporate Services Department and Legal & By-law Services Department Joint Confidential Report, CAO 04-18  
Re: Proposed Merger of Whitby Hydro and Veridian Connections – Confidential Legal and Financial Information

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. Rising and Reporting

**3.1** Motion to Rise

Moved By Councillor Roy  
Seconded By Councillor Gleed

That Council rise from the closed portion of the Special Council Meeting.

**Carried**

**3.2** Reporting Out

Mayor Mitchell advised that during the closed portion of the meeting, Council discussed confidential legal and financial matters, including but not limited to: trade secrets, financial information, and a position/plan to be applied to any negotiations carried on behalf of the municipality, in relation to the proposed merger of Whitby Hydro and Veridian Connections. Council also received advice subject to solicitor-client privilege.

**Resolution # 01-18**

Moved By Councillor Roy

Seconded By Councillor Gleed

That Council receive Confidential Report CAO 04-18 for information.

**Carried**

4. Adjournment

4.1 Motion to Adjourn

Moved By Councillor Gleed  
Seconded By Councillor Mulcahy

That the meeting adjourn.

**Carried**

The meeting adjourned at 6:51 p.m.

---

Christopher Harris, Town Clerk

---

Don Mitchell, Mayor