

MINUTES OF A SPECIAL MEETING OF COUNCIL FOR THE PURPOSES OF THE SHAREHOLDERS OF WHITBY HYDRO ENERGY CORPORATION HELD ON MONDAY, JANUARY 9, 2012, AT THE HOUR OF 5:00 P.M., IN COMMITTEE ROOM ONE OF THE WHITBY MUNICIPAL BUILDING

PRESENT: On behalf of the Shareholder, the Corporation of the Town of Whitby and Its Council

Mayor Perkins

Councillor Coe
Councillor Drumm
Councillor Emm
Councillor Hanson
Councillor Mitchell
Councillor Montague
Councillor Roy

Mayor Perkins in the Chair

ALSO PRESENT: R. Batten, Chair, Whitby Hydro Energy Corporation
R. Petrie, Chief Administrative Officer, Town of Whitby
S. Pitchforth, Director, Whitby Hydro Energy Corporation
J. Sanderson, President & Chief Executive Officer, Whitby Hydro Energy Corporation
D. Wilcox, Town Clerk, Town of Whitby

Mayor Perkins called the meeting to order at 5:04 p.m.

1. DISCLOSURES OF INTEREST

Councillor Emm made a declaration of interest under the *Municipal Conflict of Interest Act* with respect to Item 2.1 a) Review/Approval of recommendations of the Whitby Hydro Director Selection Committee as he has a family member that submitted an Application for Appointment. Councillor Emm did not take part in the discussion or vote on the matter.

2. ITEM FOR CONSIDERATION

2.1 Whitby Hydro Energy Corporation Shareholders Meeting

a) Review/Approval of recommendations of the Whitby Hydro Director Selection Committee

R. Petrie, Chief Administrative Officer and R. Batten, Chair, outlined the process that was taken by the Selection Committee with respect to the applicants, noting that a ranking system, along with an interview process was completed. Based on this process, the Whitby Hydro Director Selection Committee had made a confidential recommendation of two candidates for consideration by Council.

MINUTES OF A SPECIAL MEETING OF COUNCIL FOR THE PURPOSES OF THE SHAREHOLDERS OF WHITBY HYDRO ENERGY CORPORATION HELD ON MONDAY, JANUARY 9, 2012, AT THE HOUR OF 5:00 P.M., IN COMMITTEE ROOM ONE OF THE WHITBY MUNICIPAL BUILDING

RESOLUTION NO. 01-12

MOVED BY Councillor Mitchell
Seconded by Councillor Hanson

That Council go In Camera in accordance with the provisions of the Municipal Act and Procedural By-law 6125-08 in that the matters to be discussed relate to personal matters about an identifiable individual, including municipal or local board employees.

CARRIED

A confidential detailed review of the four short listed candidates was completed and a question/answer period ensued.

MOVED BY Councillor Coe
Seconded by Councillor Montague

That Council rise from the In Camera session of the Special Meeting of Council.

CARRIED

RESOLUTION NO. 02-12

MOVED BY Councillor Mitchell
Seconded by Councillor Coe

That Council approve the following;

- a) That Patrick McNeil be appointed as a Director to the Whitby Hydro Energy Corporation Board for a three (3) year term commencing February 1, 2012 and ending on November 30, 2014 or until a successor is appointed;
- b) That Reg Webster be appointed as an Independent Director to the Whitby Hydro Electric Corporation Board for a three (3) year term commencing February 1, 2012 and ending on November 30, 2014 or until a successor is appointed; and
- c) That the Town Clerk notify the Corporate Secretary of Whitby Hydro Energy Corporation accordingly.

CARRIED

MINUTES OF A SPECIAL MEETING OF COUNCIL FOR THE PURPOSES OF THE SHAREHOLDERS OF WHITBY HYDRO ENERGY CORPORATION HELD ON MONDAY, JANUARY 9, 2012, AT THE HOUR OF 5:00 P.M., IN COMMITTEE ROOM ONE OF THE WHITBY MUNICIPAL BUILDING

3. CONFIRMING BY-LAW -6569-12

RESOLUTION NO. 03-12

Councillor Mitchell, seconded by Councillor Coe, move for leave 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 January 9, 2012, and that the same be considered read a first, second and third time and finally passed and that the Mayor and the Clerk sign the same and the Seal of the Corporation be thereto affixed.

CARRIED

4. ADJOURNMENT

RESOLUTION NO. 04-12

MOVED by Councillor Coe
Seconded by Councillor Mitchell

That this Special Meeting of Council be adjourned.

CARRIED

The meeting adjourned at 5:36 p.m.

Debi A. Wilcox, Town Clerk

Patricia Perkins, Mayor