



**CITY OF VAUGHAN  
SPECIAL COUNCIL MINUTES (1)  
DECEMBER 8, 2003**

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**CITY OF VAUGHAN**  
**SPECIAL COUNCIL MEETING (1)**  
**MONDAY, DECEMBER 8, 2003**  
**MINUTES**  
**12:00 NOON**

Council convened in the Municipal Council Chambers in Vaughan, Ontario, at 12:20 p.m.

The following members were present:

Mayor Michael Di Biase, Chair  
Councillor Tony Carella  
Councillor Bernie Di Vona  
Councillor Susan Kadis  
Councillor Sandra Yeung Racco

**259. CONFIRMATION OF AGENDA**

MOVED by Councillor Carella  
seconded by Councillor Kadis

THAT the agenda be confirmed.

CARRIED

**260. DISCLOSURE OF INTEREST**

There was no disclosure of interest by any member.

**261. HYDRO VAUGHAN DISTRIBUTION INC., HYDRO VAUGHAN HOLDINGS INC. & HYDRO VAUGHAN ENERGY CORPORATION**

MOVED by Councillor Di Vona  
seconded by Councillor Yeung Racco

THAT the recommendation contained in the following report of the City Solicitor, dated December 8, 2003, be approved:

CARRIED

**Recommendation**

The City Solicitor, in consultation with the Vice President of Corporate Services & Secretary of Hydro Vaughan Distribution Inc., recommends:

1. That the attached Special Resolution of the Shareholder of Hydro Vaughan Distribution Inc., Hydro Vaughan Holdings Inc. and Hydro Vaughan Energy Corporation to increase the number of the Board of Directors for each Corporation from 8 to 9 and to establish a quorum of the majority of such number, be executed; and,

2. That the attached Resolution of the Shareholder of Hydro Vaughan Distribution Inc., Hydro Vaughan Holdings Inc. and Hydro Vaughan Energy Corporation to remove Gino Rosati from the Boards of Directors, effective November 30, 2003, and to appoint Councillors Tony Carella, Peter Meffe and Sandra Yeung Racco to the Board of Directors as of December 1, 2003, be executed by the City as sole shareholder.

**Purpose**

The purpose of this report is to implement the Council direction that the Boards of Directors of the three Vaughan Hydro Corporations be composed of the members of Council. Accordingly, it is necessary to remove Councillor Gino Rosati from the Boards of Directors of the Corporations as a result of him not being returned as a Councillor in the recent election; to appoint the newly elected Councillors as Directors; and to also pass a Special Resolution of the Shareholder increasing the number of Directors to nine (9), from the present number of eight (8).

**Background - Analysis and Options**

It is recommended that the attached two (2) Shareholder's Resolutions be passed by each Corporation to remove Mr. Rosati from the Boards of Directors on the date that he ceased to be a member of Council and to appoint the newly elected members of Council as Directors.

It is further recommended that the attached Special Resolution for each Corporation increasing the number of Directors to nine (9), from the present number of eight (8), be passed.

**Attachments**

1.
  - (i) Special Resolution of the Sole Shareholder of Hydro Vaughan Distribution Inc.
  - (ii) Special Resolution of the Sole Shareholder of Hydro Vaughan Holdings Inc.
  - (iii) Special Resolution of the Sole Shareholder of Hydro Vaughan Energy Corporation
2.
  - (i) Resolution of the Sole Shareholder of Hydro Vaughan Distribution Inc.
  - (ii) Resolution of the Sole Shareholder of Hydro Vaughan Holdings Inc.
  - (iii) Resolution of the Sole Shareholder of Hydro Vaughan Energy Corporation

**Report prepared by:**

Robert J. Swayze

(A copy of the attachments referred to in the foregoing have been forwarded to each Member of Council and a copy thereof is also on file in the office of the City Clerk.)

**262. CONFIRMING BY-LAW**

MOVED by Councillor Di Vona  
seconded by Councillor Carella

THAT By-law Number 380-2003, being a by-law to confirm the proceedings of Council at its meeting on December 8, 2003, be read a First, Second and Third time and enacted.

CARRIED

**263. ADJOURNMENT**

MOVED by Councillor Di Vona  
seconded by Councillor Carella

THAT the meeting adjourn at 12:22 p.m.

CARRIED

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Michael Di Biase, Mayor

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J. D. Leach, City Clerk