



**CITY OF VAUGHAN
SPECIAL COUNCIL MINUTES
MARCH 10, 2004**

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CITY OF VAUGHAN
SPECIAL COUNCIL MEETING
WEDNESDAY, MARCH 10, 2004

MINUTES

4:30 P.M.

Council convened in the Municipal Council Chambers in Vaughan, Ontario, at 5:05 p.m.

The following members were present:

Mayor Michael Di Biase, Chair
Regional Councillor Mario F. Ferri
Regional Councillor Joyce Frustaglio
Regional Councillor Linda D. Jackson
Councillor Tony Carella
Councillor Bernie Di Vona
Councillor Susan Kadis
Councillor Peter Meffe
Councillor Sandra Yeung Racco

MOVED by Councillor Yeung Racco
seconded by Councillor Kadis

THAT section 4.2 of Procedure By-law 400-2002 be waived with respect to 48 hours written notice for a Special meeting of Council.

CARRIED

88. CONFIRMATION OF AGENDA

MOVED by Councillor Di Vona
seconded by Regional Councillor Frustaglio

THAT the agenda be confirmed.

CARRIED

89. DISCLOSURE OF INTEREST

There was no disclosure of interest by any member.

MOVED by Councillor Meffe
seconded by Councillor Carella

THAT Council resolve into Committee of the Whole (Closed Session) for the purpose of discussing the following matters:

- i) the security of property of the City or local board; and
- ii) the receiving of advice that is subject to solicitor/client privilege, including communications necessary for that purpose.

CARRIED

SPECIAL COUNCIL MEETING MINUTES – MARCH 10, 2004

Council recessed at 5:07 p.m.

MOVED by Regional Councillor Frustaglio
seconded by Regional Councillor Ferri

THAT Council reconvene at 5:22 p.m.

CARRIED

Council reconvened at 5:22 p.m. with all members present.

**90. CONSIDERATION OF RESOLUTION AUTHORIZING APPROVAL
AND EXECUTION OF MERGER AGREEMENT**

MOVED by Councillor Kadis
seconded by Regional Councillor Ferri

That the following resolution be adopted:

- “1. The City of Vaughan enter into a Merger Agreement with the Town of Markham, Hydro Vaughan Distribution Inc., Markham Energy Corporation, Markham Hydro Distribution Inc. and Richmond Hill Hydro Inc., substantially in the form of the draft Merger Agreement submitted to Council, with such further changes and amendments as are approved by the City Manager and the President and Chief Executive Office of Hydro Vaughan Distribution Inc. (the “Merger Agreement”);
2. The execution and delivery of the Merger Agreement by the Mayor and City Clerk for and on behalf of City of Vaughan is hereby authorized and approved;
3. Closing and completion of the transactions described in the Merger Agreement, including without limitation the Shareholders Agreement in the form annexed as a schedule thereto, be and is hereby authorized and approved;
4. The City Manager and the President and Chief Executive Officer of Hydro Vaughan Distribution Inc. is hereby authorized and directed to do all things and execute all instruments and documents necessary or desirable to give effect to these resolutions, including the Merger Agreement in accordance with the terms of these resolutions, such authorization to be in addition to any authority already specifically granted by this resolution to such officers.”

CARRIED UNANIMOUSLY UPON A RECORDED VOTE

YEAS

NAYS

Councillor Carella
Mayor Di Biase
Councillor Di Vona
Regional Councillor Ferri
Regional Councillor Frustaglio
Regional Councillor Jackson
Councillor Kadis
Councillor Meffe
Councillor Yeung Racco

91. CONFIRMING BY-LAW

MOVED by Regional Councillor Frustaglio
seconded by Councillor Di Vona

THAT By-law Number 84-2004, being a by-law to confirm the proceedings of Council at its meeting on March 10, 2004, be read a First, Second and Third time and enacted.

CARRIED

92. ADJOURNMENT

MOVED by Councillor Carella
seconded by Regional Councillor Jackson

THAT the meeting adjourn at 5:36 p.m.

CARRIED

Michael Di Biase, Mayor

Rose Magnifico, Acting City Clerk