



**CITY OF VAUGHAN  
SPECIAL COUNCIL MINUTES  
TUESDAY, MAY 18, 2004**

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**CITY OF VAUGHAN**  
**SPECIAL COUNCIL MEETING**  
**TUESDAY, MAY 18, 2004**  
**MINUTES**

Council convened at the Joint Operations Centre in the Hydro Boardroom, 2800 Rutherford Road in Vaughan, Ontario, at 10:45 a.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 Peter Meffe  
Councillor Sandra Yeung Racco

MOVED by Regional Councillor Frustaglio  
seconded by Councillor Yeung Racco

That Section 3.13 of Procedural By-Law 400-2002 be waived to permit the meeting to be held in the Hydro Boardroom.

CARRIED

**164. CONFIRMATION OF AGENDA**

MOVED by Councillor Meffe  
seconded by Councillor Carella

THAT the agenda be confirmed.

CARRIED

**165. DISCLOSURE OF INTEREST**

There was no disclosure of interest by any member.

**166. CITY OF VAUGHAN NOMINEES TO AMALCO BOARD OF DIRECTORS**

MOVED by Councillor Di Vona  
seconded by Councillor Meffe

That, in accordance with the terms of the Merger Agreement, the following 6 nominees be appointed to the Board of Directors of Amalco:

Councillor Carella  
Mayor Di Biase  
Councillor Di Vona  
Regional Councillor Ferri

Regional Councillor Frustaglio  
Councillor Meffe

CARRIED

**167. REMUNERATION OF HOLDCO DIRECTORS**

MOVED by Councillor Meffe  
seconded by Councillor Di Vona

That the following resolution be approved:

WHEREAS the City of Vaughan and the Town of Markham have entered into a Merger Agreement for the merge of Hydro Vaughan Distribution Inc, Markham Hydro Distribution Inc., and Richmond Hill Hydro Inc., herein further referred to as Amalco; and

WHEREAS The Board of Directors of HVDI consists of all 9 Members of City of Vaughan Council; and

WHEREAS the City of Vaughan shall name 6 nominees to the Board of Directors of Amalco in accordance with the terms of the Merger Agreement; and

WHEREAS it is the intention of the Shareholder to create a Holdco that will eventually hold all shares of its ownership interest in Amalco, once appropriate commercial arrangements have been made; and

WHEREAS it is the Shareholders intention that all Members of Council shall serve as Directors of Hydro Holdco, effective on the closing date of the Merger; and

WHEREAS at present the Directors of HVDI are compensated as follows:

Chair:	\$13,261
Vice-Chair:	\$12,200
Directors:	\$10,609

THEREFORE IT IS RESOLVED that those Members of Council who are not appointed to the Board of Amalco shall be remunerated for their Directorship in Holdco on the same basis as their existing remuneration in HVDI; and

FURTHER, that all Members of Council appointed to the Amalco Board shall receive no remuneration for their Directorship in Holdco and shall be remunerated for their Directorship in Amalco as approved by its Shareholders.

CARRIED

**168. CONFIRMING BY-LAW**

MOVED by Councillor Carella  
seconded by Regional Councillor Frustaglio

THAT By-law Number 138-2004, being a by-law to confirm the proceedings of Council at its meeting on May 18, 2004, be read a First, Second and Third time and enacted.

CARRIED

**169. ADJOURNMENT**

MOVED by Councillor Carella  
seconded by Councillor Yeung Racco

THAT the meeting adjourn at 11:05 a.m.

CARRIED

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Michael Di Biase, Mayor

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Rose Magnifico, Acting City Clerk