



THE CORPORATION OF  
HALDIMAND COUNTY

**SPECIAL COUNCIL MINUTES**

**DATE:** June 1, 2015

**TIME:** 5:00 p.m.

**PLACE:** Cayuga Municipal Administration Building, Council Chambers

**PRESENT:**

<b>Council</b>	K. Hewitt	Mayor
	L. Bartlett	Councillor
	C. Grice	Councillor
	T. Dalimonte	Councillor
	B. Corbett	Councillor
<b>SMT</b>	D. Boyle	Chief Administrative Officer
	T. Haedrich	Director, Engineering Services & Roads Operations
<b>Haldimand County Utilities</b>	A. Marshall	Chair
	P. Smuk	Director
<b>Haldimand County Hydro Inc.</b>	L. Bergstrand	Director
	D. Miller	Director
	F. Moodie	Director
	B. Snyder	Director
	J. Albert	President & CEO
	P. Heeg	Engineering Manager
	N. Mitchell	Corporate Secretary
	J. Scott	Finance Manager
	D. Leake	Operations Manager
	S. Bechar	Consumer Services Manager
	T. Fenton	Legal Counsel, Aird & Berlis LLP
	L. Ouellette	Auditor
<b>Clerk</b>	J. Shaw	Deputy Clerk

**CALL TO ORDER**

Mayor Hewitt called the Special Council meeting to order.

**ROLL CALL**

The Mayor and all Members of Council were in attendance except Councillor Morison and Councillor Shirton who were absent due to personal reasons. Councillor Bartlett arrived at 5:25 p.m.

## DISCLOSURES OF PECUNIARY INTEREST

None.

## CONVENE THE ANNUAL GENERAL MEETING OF THE SOLE SHAREHOLDER – HALDIMAND COUNTY UTILITIES INC.

1. Closed Session - the security of the property of the municipality or local board & personal matters about an identifiable individual, including municipal or local board employees

### **Resolution 97-15**

Moved By: Councillor Corbett  
Seconded By: Councillor Dalimonte

THAT pursuant to Section 239 of the *Municipal Act*, as amended, Council convene in a meeting at 5:06 p.m. closed to the public, to discuss:

- the security of the property of the municipality or local board
- personal matters about an identifiable individual, including municipal or local board employees

CARRIED (Unanimously 4-0)

2. Adjourn Annual and General Meeting and reconvene in open session

### **Resolution 98-15**

Moved By: Councillor Grice  
Seconded By: Councillor Corbett

THAT this closed meeting now adjourn at 5:17 p.m. and reconvene in open session.

CARRIED (Unanimously 4-0)

## DELEGATIONS

### Haldimand County Utilities Inc.

1. Albert Marshall, Chair

Mr. Marshall reviewed the history and mandate of Haldimand County Utilities Inc., highlighting 2014 challenges, dividends and the introduction of their conservation/demand management plan.

2. R. Jane Albert, President & CEO

Ms. Albert provided Council with an overview of the annual report, noting the 2014 priorities including: reliability, customer experience, cost effectiveness, safety and the people behind the power.

Councillor Bartlett was present for the meeting at this time.

## **MOTIONS**

1. Arising from Closed Session Meeting

**Resolution 99-15**

Moved By: Councillor Corbett

Seconded By: Councillor Grice

BE IT RESOLVED THAT the consolidated financial statements of the Corporation of Haldimand County Utilities Inc. for the fiscal year ended December 31, 2014, together with the Auditor's Report, be received.

CARRIED (Unanimously 5-0)

**Resolution 100-15**

Moved By: Councillor Grice

Seconded By: Councillor Dalimonte

BE IT RESOLVED THAT KPMG LLP be appointed as the Auditors of the Corporation of Haldimand County Utilities Inc. until the date of close for the sale of Haldimand County Utilities Inc. and Its Subsidiary Companies to Hydro One or until their earlier removal;

AND THAT the Directors are authorized to fix the auditor's remuneration.

CARRIED (Unanimously 5-0)

**Resolution 101-15**

Moved By: Councillor Bartlett

Seconded By: Councillor Grice

BE IT RESOLVED THAT the following directors of the Corporation of Haldimand County Utilities Inc. continue their elected term of office as noted:

Albert Marshall

June 1, 2015 to Date of Close

Peter Smuk

June 1, 2015 to Date of Close

May Ken Hewitt

December 1, 2014 to Date of Close

Councillor Tony Dalimonte

December 1, 2014 to Date of Close

CARRIED (Unanimously 5-0)

**Resolution 102-15**

Moved By: Councillor Corbett  
Seconded By: Councillor Grice

THAT the correspondence from Jacqueline Scott, Finance Manager, Haldimand County Utilities Inc. dated May 1, 2015 Re: Haldimand County Utilities Inc. 2014 Annual Financial Statements be received as information and remain confidential.

CARRIED (Unanimously 5-0)

**Resolution 103-15**

Moved By: Councillor Bartlett  
Seconded By: Councillor Corbett

THAT the PowerPoint presentation from Jane Albert, President and CEO, Re: 2014 Annual Report for Haldimand County Utilities Inc. dated June 1, 2015 be received as information.

CARRIED (Unanimously 5-0)

**Resolution 104-15**

Moved By: Councillor Grice  
Seconded By: Councillor Dalimonte

THAT the notice provision of the Procedural By-law be waived in order to consider a motion Re: The Provision of an Indemnity for Directors and Officers of HCUI and Its Subsidiaries.

CARRIED (Unanimously 5-0)

The subsequent motion was withdrawn to be considered in Closed Session at the regular Council meeting at 6:00 p.m.

**OTHER BUSINESS**

None.

**CONFIRMING BY-LAW**

**Resolution 105-15**

Moved By: Councillor Grice  
Seconded By: Councillor Corbett

THAT the Confirming By-law be hereby introduced and given a first and second reading.

CARRIED (Unanimously 5-0)

**Resolution 106-15**

Moved By: Councillor Bartlett  
Seconded By: Councillor Dalimonte

THAT the Confirming By-law be hereby introduced and given a third and final reading, be signed by the Mayor and the Clerk, the corporate seal affixed thereto and numbered.

CARRIED (Unanimously 5-0)

**ADJOURNMENT**

**Resolution 107-15**

Moved By: Councillor Bartlett  
Seconded By: Councillor Grice

THAT this meeting is now adjourned at 5:54 p.m.

CARRIED (Unanimously 5-0)

\_\_\_\_\_  
MAYOR

\_\_\_\_\_  
ACTING CLERK