

## **Special Council**

### **Date**

2016/03/23

### **Time**

9:03 AM Immediately Prior to General Committee Meeting

### **Location**

Civic Centre, Council Chamber,  
300 City Centre Drive, Mississauga, Ontario, L5B 3C1 Ontario

### **Members Present**

Mayor Bonnie Crombie	
Councillor Jim Tovey	Ward 1
Councillor Karen Ras	Ward 2
Councillor Chris Fonseca	Ward 3
Councillor John Kovac	Ward 4
Councillor Carolyn Parrish	Ward 5
Councillor Ron Starr	Ward 6
Councillor Nando Iannicca	Ward 7
Councillor Matt Mahoney	Ward 8
Councillor Sue McFadden	Ward 10
Councillor George Carlson	Ward 11

### **Members Absent**

Councillor Pat Saito	Ward 9 (personal matter)
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### **Staff Present**

Janice Baker, City Manager and Chief Administrative Officer  
Gary Kent, Commissioner of Corporate Services and Chief Financial Officer  
Paul Mitcham, Commissioner of Community Services  
Martin Powell, Commissioner of Transportation and Works  
Ed Sajecki, Commissioner of Planning and Building  
Mary Ellen Bench, City Solicitor, Legal Services  
Diana Rusnov, Manager of Legislative Services and Acting City Clerk  
Carmela Radice, Legislative Coordinator, Legislative Services Division

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<http://www.mississauga.ca/portal/cityhall/councilcommittees>

11. **CALL TO ORDER**

The meeting was called to order at 9:03 a.m. by Mayor Crombie.

2. **APPROVAL OF AGENDA**

2.1 Verbal Motion

Moved by: K. Ras

Seconded by: N. Iannicca

That the agenda be approved as presented.

Carried

3. **DECLARATION OF CONFLICT OF INTEREST -Nil**

4. **PUBLIC QUESTION PERIOD - 15 Minute Limit - Nil**

(In accordance with Section 43 of the City of Mississauga Procedure By-law 0139-2013, as amended, Council may grant permission to a person who is present at Council and wishes to address Council on a matter on the Agenda. Persons addressing Council with a question should limit preamble to a maximum of two statements sufficient to establish the context for the question. Leave must be granted by Council to deal with any matter not on the Agenda.)

5. **RESOLUTIONS**

0045-2016

Moved by: R. Starr

Seconded by: N. Iannicca

WHEREAS the *Municipal Act, 2001*, as amended (the "Act"), requires Council to pass a resolution prior to closing part of a meeting to the public;

AND WHEREAS the Act requires that the resolution states the act of the holding of the closed meeting and the general nature of the matter to be considered at the closed meeting;

NOW THEREFORE be it resolved that a portion of the Council meeting held on March 23, 2016 shall be closed to the public to deal with the following matters:

(a) Pursuant to the *Municipal Act*, Section 239 (2)

6.1. Peter Gregg, President and Chief Executive Officer will provide a verbal update on Enersource/MergeCo.

- 6.2. Security of the property of the municipality or local board re: **Loan Guarantee to Enersource to Complete MergeCo Transaction.**

Carried

6. **CLOSED SESSION**

Pursuant to Resolution 0045-2016. Council moved into Closed Session at 9:06 a.m.

- 6.1. Peter Gregg, President and Chief Executive Officer will provide a verbal update on Enersource/MergeCo.

Peter Gregg, President and Chief Executive Officer and Norm Loberg, Chair of Enersource provided a verbal update on the Enersource/MergeCo merger and Dan Gormely, Counsel for Enersource presented additional information. Members of Council inquired about the update. Mr. Gregg, Mr. Loberg, Mr. Gormely and Janice Baker, City Manager and Chief Administrative Officer responded.

- 6.2. Security of the property of the municipality or local board re: **Loan Guarantee to Enersource to Complete MergeCo Transaction.**

Jeff Jackson, Director of Finance and Treasurer spoke to the loan guarantee to Enersource to complete the MergeCo transaction. Members of Council inquired about the loan guarantee and Mr. Jackson responded.

**RESOLUTIONS (AS A RESULT OF CLOSED SESSION)**

Councillor Kovac left at 10:08 a.m.

Council moved out of closed session at 10:08 a.m. The following resolutions were passed pursuant to the Closed Session:

0046-2016 Moved by: R. Starr Seconded by: N. Iannicca

That the verbal update by Peter Gregg President and Chief Executive Officer regarding Enersource/MergeCo, be received.

Carried

0047-2016 Moved by: R. Starr Seconded by: N. Iannicca

1. That the following independent Enersource Board members be appointed to the MergeCo Transitional Committee for a term of office ending November 30, 2018:
  - a) Norm Loberg
  - b) Gerald Beasley

2. That the following independent Enersource Board members be appointed to the MergeCo Board for a term of Office ending November 30, 2018:
  - a) Norm Loberg
  - b) Gerald Beasley

Carried

0048-2016 Moved by: R. Starr

Seconded by: N. Iannicca

That a by-law be enacted to authorize the City Treasurer and City Clerk to execute agreements, as outlined in the report dated March 14, 2016 from The Commissioner of Corporate Services and Chief Financial Officer, in a form subject to the satisfaction of the City Solicitor, supporting a \$70 million bank loan guarantee to Enersource/Holdco which will directly finance the necessary cash infusion to complete the transaction to create MergeCo.

Carried

**By-law (AS A RESULT OF CLOSED SESSION)**

0042-2016 A by-law to authorize the execution of the agreements necessary to provide a \$70 million bank loan guarantee to Enersource to finance its contribution for the acquisition of Hydro One Brampton Networks Inc.

Resolution 0048-2016

Councillor Kovac returned at 10:12 a.m.

Councillor Iannicca indicated that this merger will be a legacy for the City of Mississauga. He commented on information in the press and provided clarification. Councillor Starr spoke to the future growth as a result of the merger. Councillor Ras thanked the Enersource Board for respecting the Enersource employees during the merger and building up the City's assets. Councillor Parrish thanked City staff for representing the City during the merger discussions. Mayor Crombie thanked City staff and spoke to the City being a trailblazer in this industry.

7. **CONFIRMATORY BILL**

0043-2016 A by-law to confirm the proceedings of the Council of The Corporation of the City of Mississauga at its meeting held on March 23, 2016.

8. **ADJOURNMENT** - 10:19 a.m.

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Mayor

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Clerk