



City of Hamilton
SPECIAL CITY COUNCIL

MINUTES 15-024

October 30, 2015, 9:43 p.m.

Council Chambers, Hamilton City Hall, 71 Main Street West

Present: Mayor F. Eisenberger (Chair)
Councillors T. Whitehead, T. Jackson, C. Collins, S. Merulla, M. Green,
J. Farr, A. Johnson, D. Conley, M. Pearson, B. Johnson, A. VanderBeek,
R. Pasuta, J. Partridge

**Absent with
Regrets:** Councillors L. Ferguson – Personal

Mayor Eisenberger called the meeting to order.

APPROVAL OF THE AGENDA

The Clerk advised of the following changes to the agenda:

- (i) Added as Item 3.1 - Correspondence from Arend Kersten, Executive Director, Flamborough Chamber of Commerce, respecting the potential merger of Horizon Utilities.

The balance of the agenda was renumbered accordingly.

(Pearson/Conley)

That the agenda for the October 30, 2015 Special meeting of Council be approved, as amended.

CARRIED

DECLARATIONS OF INTEREST

There were no declarations of interest.

COMMUNICATIONS

(Partridge/Pasuta)

That Council Communication 3.1 be approved, as follows:

- 3.1 Correspondence from Arend Kersten, Executive Director, Flamborough Chamber of Commerce, respecting the potential merger of Horizon Utilities.

Recommendation: Be received.

CARRIED

MOTIONS

4.1 Proposed Merger of Horizon Utilities (LS15033/FCS15082) (Item 5.1)

(Whitehead/A. Johnson)

- (a) That the City of Hamilton approve the merger of Horizon Holdings Inc. ("Horizon"), PowerStream Holdings Inc. ("PowerStream") and a new Enersource holding corporation ("Enersource"), and any of their subsidiaries, and the acquisition of Hydro One Brampton Networks Inc. (the "Proposed Transaction"); including among other things, directing MergeCo to execute with the City, a right of way agreement and a service level agreement;
- (b) That the Mayor and City Clerk be authorized and directed to execute the Merger Participation Agreement and Unanimous Shareholder Agreement and any other ancillary documents, with content approved by the General Manager, Finance and Corporate Services, in a form satisfactory to the City Solicitor;
- (c) That the General Manager, Finance and Corporate Services, be authorized and directed to review any and all shareholder declarations with Hamilton Utilities Corporation ("HUC") in consultation with the Board of HUC, and restate, amend and replace all such shareholder declarations with a new shareholder declaration in light of the Proposed Transaction;
- (d) That the Mayor and City Clerk be authorized and directed to execute a new Hamilton Utility Corporation shareholder declaration, and any other ancillary documents that may be restated or amended, in light of the Proposed Transaction;
- (e) That, in light the Proposed Transaction, Hamilton Utilities Corporation and its subsidiaries be reorganized to a beneficial tax and governance structure with all documents, agreements, by-laws, and certificates required for such reorganization being approved for content by the

General Manager, Finance and Corporate Services, in a form satisfactory to the City Solicitor;

- (f) That the Mayor and City Clerk be authorized and directed to execute all documents, agreements, by-laws, and certificates to give effect to the reorganization of the Hamilton Utilities Corporation and its subsidiaries to a beneficial tax and governance structure;
- (g) That all plant facilities, buildings, structures, substations, transformers, etc., situate on any of the lands, premises, easements, leaseholds, rights-of-way, whether registered or unregistered, that are located on property owned by the City of Hamilton, the Commissions or the predecessor municipalities, be transferred to Horizon Holdings Inc., its subsidiaries, or, as applicable, its successors, pursuant to By-law 1-2000 of the Transition Board;
- (h) That the Mayor and City Clerk be authorized and directed to execute all documents, agreements, leases, instruments and certificates to give effect to the transfer of all plant facilities, buildings, structures, substations, transformers, etc., situate on any of the lands, premises, easements, leaseholds, rights-of-way, whether registered or unregistered, that are located on property owned by the City of Hamilton, the Commissions or the predecessor municipalities to Horizon Holdings Inc., its subsidiaries, or, as applicable, its successors, pursuant to By-law 1-2000 of the Transition Board to Horizon Holdings Inc.;
- (i) That the City Solicitor take any action reasonably necessary including the registration of any legal instrument, to give effect to the transfer of plant facilities, buildings, structures, substations, transformers, etc., situate on any of the lands, premises, easements, leaseholds, rights-of-way, whether registered or unregistered, that are located on property owned by the City of Hamilton, the Commissions or the predecessor municipalities, to Horizon Holdings Inc., its subsidiaries, or, as applicable, its successors, pursuant to By-law 1-2000 of the Transition Board to Horizon Holdings Inc.;
- (j) That the Mayor, on behalf of the Hamilton Utilities Corporation Shareholder request that the Transition Board of MergeCo include the acquisition of Hydro One customers within the municipal boundaries of the City of Hamilton as a priority in the initial Strategic Plan;
- (k) That the MergeCo Transition Board be requested to limit severance packages for any staff severances required as a result of the merger; and,
- (l) That the MergeCo Transition Board be requested to ensure that the Mayor or his designate be appointed as a Shareholder representative for the City of Hamilton.

The motion CARRIED on the following Standing Recorded vote:

Yeas: Eisenberger, Whitehead, Jackson, Farr, A. Johnson, Conley, Pearson,
B. Johnson, Pasuta, Partridge
Total: 10
Nays: Collins, Merulla, Green VanderBeek
Total: 4
Absent: Ferguson
Total: 1

BY-LAWS AND CONFIRMING BY-LAW

(Merulla/Green)

That Bill No. 15-248 be passed and that the Corporate Seal be affixed thereto, and that the By-law be renumbered and signed by the Mayor and the City Clerk to read as follows:

By-law No.

248 To Confirm the Proceedings of City Council

CARRIED

ADJOURNMENT

(Pearson/B. Johnson)

That, there being no further business, Council be adjourned at 9:50 p.m.

CARRIED

Respectfully submitted,

Mayor Fred Eisenberger

Janet Pilon
Acting City Clerk