



MINUTES

**Of a Meeting of the Council of the City of Kenora
Tuesday, January 16, 2018 – City Council Chambers
12:00 p.m.**

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**With** Mayor D. Canfield in the Chair, Councillor R. McMillan Councillor D. Reynard, Councillor S. Smith, Councillor C. Wasacase

**Regrets:** Councillor M. Goss, Councillor L. Roussin

**Staff:** Karen Brown, CAO, Heather Kasprick, City Clerk, Todd Skene, Manager of Fire & Emergency Services, Matt Boscariol, Manager of Community & Development Services

### **Call to Order**

Mayor Canfield called the meeting to order and Councillor McMillan delivered a blessing.

### **Public Information Notices as per By-law Number 144-2007**

#### **Mayor Canfield then read the following notices:-**

As required under Notice By-law #144 -2007, Council hereby advises the public of its intention to adopt the following at today’s meeting:-

- Establish Council remuneration rates for 2018

### **Declaration of Pecuniary Interest & General Nature Thereof**

Mayor Canfield then asked if any Member of Council had any Declarations of Pecuniary Interest and the General Nature Thereof pertaining to any items as follows:-

- i) On Today’s Agenda or from a previous Meeting
- ii) From a Meeting at which a Member was not in Attendance

Councillor McMillan declared an indirect pecuniary interest as it relates to agenda item number 12 regarding Police Services Board Minutes from September 25, 2017. His spouse was a member of the Police Services Board and received remuneration during this period.

### **Confirmation of Minutes**

#### **1. Moved by C. Wasacase, Seconded by R. McMillan & Carried:-**

That the following Minutes of the Council of the City of Kenora be adopted as circulated:-

- Regular Council – December 12, 2017

## Deputations

None

## Additions to the Agenda

### 1a. Moved by R. McMillan, Seconded by C. Wasacase & Carried:-

That approval be hereby given for the following additional item to be added to today's agenda:-

1. "Us and Them" Documentary Screenings Funding Support

## November 2017 Financial Statements

### 2. Moved by D. Reynard, Seconded by S. Smith & Carried:-

That Council hereby accepts the monthly Financial Statements of the Corporation of the City of Kenora at November 30, 2017.

## Council Remuneration

### 3. Moved by S. Smith, Seconded by D. Reynard & Carried:-

That Council hereby approves Council Remuneration to be set at the following rates effective 1 January 2018:

|         | Annual<br>Remuneration | Per<br>Diems |
|---------|------------------------|--------------|
| Mayor   | \$ 33,420              | \$ 184       |
| Council | \$ 16,710              | \$ 184       |

; and

That in accordance with Notice By-law #144-2007, notice is hereby given that Council intends to pass a by-law setting out Council remuneration rates for 2018 at its January 16<sup>th</sup>, 2018 meeting; and further

That the appropriate by-law be passed for this purpose.

## Keewatin Non Profit Housing Corporation Disbandment

### 4. Moved by C. Wasacase, Seconded by R. McMillan & Carried:-

That Council supports the Kenora District Services Board in moving forward with divesting the Keewatin Non Profit Housing Corporation.

## Kenora Hydro Corporation Merger with Thunder Bay Hydro

### 5. Moved by R. McMillan, Seconded by C. Wasacase & Carried:-

Whereas the Corporation of the City of Kenora (the "City") is the sole shareholder of Kenora Hydro Electric Corporation Ltd. ("KH"); and

Whereas the City passed By-law Number 95-99 in respect of KH dated as of October 18, 1999, as amended from time to time (the "Transfer By-law"); and

Whereas KH and Thunder Bay Hydro Electricity Distribution Inc. ("TBH") intend to amalgamate (the "Amalgamation") pursuant to section 174 of the Business Corporations Act (Ontario) (the "OBCA") to form an amalgamated entity ("LDC Mergeco"); and

Whereas in order to facilitate the Amalgamation, Thunder Bay Hydro Corporation ("TB Holdco"), TBH, KH and the City intend to enter into a merger participation agreement (the "Merger Participation Agreement"), substantially in the form of a draft merger participation agreement (the "Draft Merger Participation Agreement") previously presented to the City for review; and

Whereas pursuant to section 2.3 of the Merger Participation Agreement, KH is required to enter into an amalgamation agreement with TBH substantially in the form of the agreement attached as Schedule 2.3 to the Merger Participation Agreement (the "Amalgamation Agreement"); and

Whereas subsection 176(4) of the OBCA provides that an amalgamation agreement is adopted when the shareholders of each amalgamating corporation have approved of the amalgamation by a special resolution of the holders of the shares of each class or series entitled to vote thereon; and

Whereas pursuant to section 185 of the OBCA, a holder of shares of any class or series entitled to vote on the resolution approving an amalgamation may dissent, in which case such shareholder, in addition to any other right the shareholder may have, is entitled to be paid by the corporation the fair value of the shares held by the shareholder subject to compliance with the dissent procedure contained in section 185 of the OBCA; and

Whereas the City declares that it is not exercising such right of dissent in connection with the Amalgamations and waives its right to receive notice of a meeting of shareholders pursuant to subsection 176(2) of the OBCA in connection with the Amalgamation; and

Whereas after the Amalgamation has taken place, LDC Mergeco, TB Holdco and the City intend to enter into a unanimous shareholders' agreement governing the affairs of LDC Mergeco (the "Unanimous Shareholders' Agreement"), substantially in the form of a unanimous shareholders' agreement (the "Draft Unanimous Shareholders' Agreement") previously presented to the City for review; and

Whereas pursuant to the Merger Participation Agreement the City is required to execute a letter agreement confirming LDC Mergeco's right to continue to use all City real property to the same extent and in the same manner as KH is using it (the "Easements Letter") substantially in the form of draft letter agreement attached as Schedule 4.2(g) of the Merger Participation Agreement (the "Draft Easements Letter");

Now Therefore Be It Resolved That:

- (a) The City approves the Amalgamation;

(b) The City hereby confirms that the Transfer By-law duly conveyed, assigned, and otherwise transferred all of the assets of The Hydro Electric Commission of the Corporation of the Town of Kenora, including land, building, distribution lines, distribution transformers and meters, substation equipment and other assets of the said business, to KH as of December 31, 1999;

(c) The terms and conditions of the Merger Participation Agreement, the Unanimous Shareholders' Agreement and the transactions contemplated thereby are reasonable and fair to the City;

(d) The City and KH are authorized to enter into the Merger Participation Agreement, substantially in the form of the Draft Merger Participation Agreement;

(e) KH is authorized to enter into the Amalgamation Agreement, substantially in the form set out in Schedule 2.3 to the Merger Participation Agreement;

(f) The City is authorized to enter into the Unanimous Shareholders' Agreement, substantially in the form of the Draft Unanimous Shareholders' Agreement;

(g) The City is authorized to enter into the Easements Letter, substantially in the form of the Draft Easements Letter;

(h) The execution and delivery by the City of the Merger Participation Agreement, the Unanimous Shareholders' Agreement and the Easements Letter and the performance by it of its obligations thereunder, substantially in the form and on the terms set out in the Draft Merger Participation Agreement, the Draft Unanimous Shareholders' Agreement and the Draft Easements Letter, respectively, with such deletions, amendments or additions thereto as the Chief Administrative Officer, or other duly authorized representative, of the City (the "Authorized Representative") may determine, is authorized and approved, the execution of such agreements in accordance with the provisions of the paragraph immediately below being conclusive evidence of such determination;

(i) The Authorized Representative is authorized and directed, for and in the name of and on behalf of the City, to execute and deliver the Merger Participation Agreement, the Unanimous Shareholders' Agreement and the Easements Letter, substantially in the form and on the terms set out in the Draft Merger Participation Agreement, the Draft Unanimous Shareholders' Agreement and the Draft Easements Letter respectively, with such deletions, amendments or additions thereto as the Authorized Representative may in his or her absolute discretion determine, the execution of such agreement in accordance with the provisions of this paragraph being conclusive evidence of such determination; and

(j) The Authorized Representative is authorized and directed, for and in the name of and on behalf of the City, to execute and deliver all such other agreements, amendments, instruments, certificates, resolutions and other documents, including a resolution of the shareholder of KH approving the Amalgamation, and to do all such other acts and things as the Authorized Representative may determine to be necessary or advisable in connection with the Merger Participation Agreement, the Unanimous Shareholders' Agreement and the Easements Letter,

or to carry out the intention of the foregoing resolution, the execution and delivery of any such agreement, amendment, instrument, certificate, resolution or other document or the doing of any such other act or thing by the Authorized Representative being conclusive evidence of such determination.

**\*attach Schedule 4.2(g) Draft Easements Letter forms part of this resolution**

**Discussion:** There was question why no other smaller utilities are not moving in this direction. President & CEO, Dave Sinclair advised he can't speak as to why specific other utilities are not moving in this direction, however, he advised that they have done a thorough review and does not see any other direction for the utility. Council then called for a recorded vote:

| <b>Recorded Vote</b> | <b>AYE</b> | <b>NAY</b> | <b>Dec. of Interest</b> | <b>Absent</b> |
|----------------------|------------|------------|-------------------------|---------------|
| Councillor Goss      |            |            |                         | <b>X</b>      |
| Councillor McMillan  | <b>X</b>   |            |                         |               |
| Councillor Reynard   | <b>X</b>   |            |                         |               |
| Councillor Roussin   |            |            |                         | <b>X</b>      |
| Councillor Smith     | <b>X</b>   |            |                         |               |
| Councillor Wasacase  | <b>X</b>   |            |                         |               |
| Mayor Canfield       | <b>X</b>   |            |                         |               |

**“Us & Them” Documentary Screenings Funding Support**

**5a. Moved by D. Reynard, Seconded by S. Smith & Carried:-**

That Council authorize a \$500 donation from the 2018 Council discretionary donations to assist with the cost associated with two screenings of the “Us & Them” documentary which focuses on homelessness; and further

That this documentary is an excellent addition to bring awareness to homelessness during the Making Kenora Home annual Week of Action Against Poverty events February 12-16<sup>th</sup>, 2018; and further

That the goal of the “US & Them” documentary screenings is to educate people on the realities of homelessness and to encourage proactive solutions for our community by working together to combat homelessness.

**Coney Island Music Festival Funding Application Support**

**6. Moved by S. Smith, Seconded by D. Reynard & Carried:-**

That Council of the City of Kenora hereby supports the Coney Island Music Festival’s request to name the City of Kenora as a sponsor in their application for funds through the Kenora & Lake of the Woods Regional Community Foundation for support of the 2018 festival.

**D14-17-06 Zoning Bylaw Amendment – 116 Fifth Avenue South**

**7. Moved by R. McMillan, Seconded by D. Reynard & Carried:-**

That Council accepts the recommendation of the Kenora Planning Advisory Committee and the City Planner for approval of the Application for Zoning By-law Amendment, File No. D14-17-06 for property located at 116 Fifth Avenue South; and further

That Council gives three readings to a by-law to authorize approval of the amendment within the "I" - Institutional Zone.

**Discussion:** Concerns were expressed that we work together as a community as well as agencies to ensure this new location is a success. Council then called for a recorded vote:

| <b>Recorded Vote</b> | <b>AYE</b> | <b>NAY</b> | <b>Dec. of Interest</b> | <b>Absent</b> |
|----------------------|------------|------------|-------------------------|---------------|
| Councillor Goss      |            |            |                         | <b>X</b>      |
| Councillor McMillan  | <b>X</b>   |            |                         |               |
| Councillor Reynard   | <b>X</b>   |            |                         |               |
| Councillor Roussin   |            |            |                         | <b>X</b>      |
| Councillor Smith     | <b>X</b>   |            |                         |               |
| Councillor Wasacase  | <b>X</b>   |            |                         |               |
| Mayor Canfield       | <b>X</b>   |            |                         |               |

### **D14-17-07 Zoning Bylaw Amendment – Vacant property**

#### **8. Moved by C. Wasacase, Seconded by R. McMillan & Carried:-**

That Council accepts the recommendation of the Kenora Planning Advisory Committee and the City Planner to approve the zoning bylaw amendment application D14-17-07; and further

That Council gives three readings to a by-law to authorize approval of the amendment to enable a change in zoning from R2 to R3.

### **Black Sturgeon Water Quality Monitoring**

#### **9. Moved by D. Reynard, Seconded by S. Smith & Carried:-**

That Council hereby accepts the 2017 Black Sturgeon Lakes Water Quality Monitoring Report, as prepared by Kenora Resource Consultants Inc.

### **Changes to Multi Year Accessibility Plan**

#### **10. Moved by S. Smith, Seconded by D. Reynard & Carried:-**

That Council hereby approves the amended City of Kenora 2014 – 2018 Multi-Year Accessibility Plan.

### **Funding Agreement with Ministry of Transportation – Dedicated Gas Tax**

#### **11. Moved by R. McMillan, Seconded by C. Wasacase & Carried:-**

That Council of the City of Kenora gives three readings to a by-law to authorize the execution of a letter of agreement between the City of Kenora and the Ministry of Transportation with respect to the Dedicated Gas Tax Funds for Public Transportation Program for 2017-2018; and further

That the Mayor and Treasurer be authorized to enter into the agreement.

### **Various Committee Minutes**

#### **12. Moved by C. Wasacase, Seconded by D. Reynard & Carried:-**

That Council hereby adopts the following Minutes from various City of Kenora Committees:

- December 5 – Lake of the Woods Museum Board
- December 7 – Environmental Advisory Committee; and

That Council hereby receives the following Minutes from other various Committees:

- September 25 – Kenora Police Services Board
- September 26 – District of Kenora Home for the Aged Board of Management
- October 20 – Northwestern Health Unit Board of Health
- November 21 & December 5 – Planning Advisory Committee; and further

That these Minutes be circulated and ordered filed.

**Councillor McMillan declared a pecuniary interest.**

### **November 2017 Water & Wastewater Monthly Summary**

#### **13. Moved by D. Reynard, Seconded by S. Smith & Carried:-**

That Council of the City of Kenora hereby accepts the November 2017 Kenora Water and Wastewater Systems Monthly Summary Report, as prepared by City administration.

### **Kenora Emergency Management Compliance Report**

#### **14. Moved by S. Smith, Seconded by D. Reynard & Carried:-**

That Council hereby acknowledges the City of Kenora's Emergency Management Program Committee has completed all of its requirements under the Emergency Management and Civil Protection Act (EMCPA) and is compliant for 2017; and further

That Council accepts the current members of the City of Kenora Municipal Control Group as the members of the Emergency Program Committee for the City of Kenora.

### **4<sup>th</sup> Quarter Fire & Emergency Services Report**

#### **15. Moved by C. Wasacase, Seconded by R. McMillan & Carried:-**

That Council hereby accepts the 2017 Fourth Quarter Summary Report from the Kenora Fire and Emergency Services Department for the period of July 1 to September 30, 2017.

### **Approval of By-laws**

#### **16. Moved by R. McMillan, Seconded by C. Wasacase & Carried:-**

That the following By-laws be now read a First & Second Time, and approved in their present form and presented for Third & Final Reading:~

- #1-2018 – Confirmatory
- #2-2018 – Council Remuneration
- #3-2018 – D14-17-06 Zoning Bylaw Amendment
- #4-2018 – D14-17-07 Zoning Bylaw Amendment
- #5-2018 – Funding Agreement with Ministry of Transportation

### **Notices of Motion**

Mayor Canfield presented a notice of motion at the December 12, 2017 Meeting (tax increase):

### **Tax Increases – Notice of Motion**

#### **17. Moved by D. Reynard, Seconded by R. McMillan**

That for 2018, and forward, that we (Council) limit tax increases to 2% or the cost of living; and further

That we (Council) will factor in the residential assessment increase to come up with the proper percentage; and further

That new assessment will not be factored in.

**Discussion:** It should be staff and administrative team to bring a budget to Council for consideration. It is a fairness issue to staff and setting it to a set limit, restricts the staff on how they draft a budget to Council. We need to send a message to upper levels of government that we can't afford these downloaded services. It was felt that the entire picture on annual budgets come forward to Council for them to make the decision.

**Motion Defeated.**

### **Proclamations**

- Eating Disorder Awareness Week – February 1-7, 2018

### **Announcements**

**The following was highlighted by Council:**

1. Mayor Canfield will not be at KDMA and no other members of Council can attend.

### **Adjourn to Closed Session**

#### **18. Moved by S. Smith, Seconded by D. Reynard & Carried:-**

That pursuant to Section 239 of the Municipal Act, as amended, authorization is hereby given for Council to move into a Closed Session at 12:53 p.m. to discuss items pertaining to the following:-

**Education & Training Members of Council (1 item)**

### **Reconvene to Open Meeting**

Council reconvenes to open session at 2:49 p.m. with no reports from its closed session.



**Close of Meeting**

**19. Moved by R. McMillan, Seconded by C. Wasacase & Carried:-**

That this meeting be now declared closed at 2:49 p.m.

**The Corporation of the City of Kenora:**

**Confirmed As Written This .....Day**

**Of.....2018**

.....

**Mayor**

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**City Clerk**