



The Corporation of the Township of Huron-Kinloss
Committee of the Whole Meeting Minutes

Date: December 6, 2021
Time: 7:00 pm
Location: Electronic Meeting

Members Present Mitch Twolan, Mayor
Don Murray, Deputy Mayor
Lillian Abbott, Councillor
Jeff Elliott, Councillor
Ed McGugan, Councillor
Carl Sloetjes, Councillor

Members Absent Jim Hanna, Councillor

Staff Present Mary Rose Walden, Chief Administrative Officer
Emily Dance, Clerk
Jodi MacArthur, Treasurer
Chris Cleave, Fire Chief
John Yungblut, Director of Public Works
Mike Fair, Director of Community Services
Matt Farrell, Building & Planning Manager/ CBO
Grant Collins, Drainage Superintendent

1. Call to Order

Mayor Twolan called the meeting to order at 7:00 p.m.

2. Disclosure of Pecuniary Interest

Ed McGugan declared a conflict on this item. (Closed Session item, reason not required to be noted in open minutes. ;)

2.1 Mitch Twolan - Pierson Site Plan Agreement BLDG-2021-12-31

Client

2.2 Mitch Twolan - Bruce Beach Municipal Drain Ph 1 – Tribunal Hearing and Construction Update DRAIN-2021-12-26

Client

2.3 Ed McGugan - Disclosure of Pecuniary Interest

Closed Session item, reason not required to be noted in open minutes.

3. Delegations

3.1 Kincardine and Community Health Care Foundation

Dr. Jason Murray and Murray Elston on behalf of the Kincardine and Community Health Care Foundation's Capital Campaign Committee presented the Foundation's new capital campaign to raise funds for the Kincardine Hospital redevelopment project.

Dr. Murray explained the need for redevelopment is to respond to the growing population and increased healthcare needs, increase space and treatment rooms, reduce ER wait times for patients, and decrease wait times for lab appointments and ultrasound exams.

Mr. Elston further noted that the redevelopment will provide safer care in the emergency department, reduce wait times, bolster physician recruitment and retention, and improve the morale of the health care team.

He explained fundraising target of the Community Health Care Foundation Capital Campaign Committee is \$12,000,000, requesting overall municipal funding in the amount of \$3 million dollars. They have requested 2.4M from the Municipality of Kincardine and are requesting \$600,000 from Huron-Kinloss over 4 years at \$150,000 per year or are open to other breakdowns of financial commitment.

Council asked how the Foundation came to the requested amount. Mr. Elston explained that it represents an estimated share of 25% of people using the services at this point or a 3:1 ratio with the Municipality of Kincardine.

Council noted they have lobbied the province in the past for funding and asked if they have received funding from the province for the project. Mr. Elston thanked the support of politicians for requesting funding and noted they have received funding from the province for the project. He

explained that there are some parameters with provincial funding and it is typically capital in nature not for equipment.

Mayor Twolan thanked the group for the presentation and their dedication throughout the pandemic. He explained that the Township of Huron Kinloss's first budget meeting is scheduled for February 18, 2022, where it will be discussed.

3.2 Pine River Watershed Initiative Network

David Grant on behalf of the Pine River Watershed Initiative Network (PRWIN) provided a review of 2021 projects and programming challenges and opportunities. He began by explaining PRWIN mandate by reducing chemical contaminants and reducing nutrient and bacterial contamination and encouraging community-based action.

Due to the pandemic, the group had limited funding opportunities however were successful in a cattle fencing project, spring seedling program, and reforestation projects. He explained the PRWIN programming and reviewed the outreach projects the group was able to complete in 2021.

Mr. Grant explained that today the province announced the PRWIN will be receiving \$60,000 for the COA program today to do the wetlands improvement program. The PRWIN has requested the same funding as was received last year.

Council thanked Grant and the PRWIN for the presentation and the \$1M investment in projects that have been completed locally in the Township. The Mayor explained that the Township of Huron-Kinloss budget meeting is scheduled for February 18, 2022, where the request will be discussed.

4. Staff Reports

4.1 November 2021 Monthly Building Report BLDG-2021-12-30

Resolution No.: 856

Moved by: Don Murray

Seconded by: Lillian Abbott

That the Township of Huron-Kinloss Committee of the Whole hereby receives for information Report Number BLDG2021-12-30 prepared by Matt Farrell, Building and Planning Manager/CBO

Carried

4.2 Pierson Site Plan Agreement BLDG-2021-12-31

Mitch Twolan declared a conflict on this item. (Client)

Mayor Twolan left the meeting, Deputy Mayor Murray assumed the Chair.

Resolution No.: 857

Moved by: Jeff Elliott

Seconded by: Ed McGugan

That the Township of Huron-Kinloss Committee of the Whole hereby approves Report Number BLDG2021-12-31 prepared by Matt Farrell, Building and Planning Manager/CBO AND approves entering into a site plan agreement AND FURTHER that the appropriate By-Law come forward.

Carried

4.3 November 2021 Staff Report BLE-2021-12-19

Mayor Twolan returned to the meeting and resumed the Chair.

Resolution No.: 858

Moved by: Carl Sloetjes

Seconded by: Don Murray

That the Township of Huron-Kinloss Committee of the Whole hereby receives for information Report Number BLE-2021-12-19 prepared by Heather Falconer, By-Law Enforcement Officer.

Carried

4.4 Fire & Emergency Services Monthly Activity Report – November 2021 FIRE-2021-12-23

Resolution No.: 859

Moved by: Lillian Abbott

Seconded by: Jeff Elliott

That the Township of Huron-Kinloss Committee of the Whole hereby receives for information Report Number FIRE2021-12-23 prepared by Chris Cleave, Fire Chief / CEMC.

Carried

4.5 Ripley-Huron FD – New SCBA – pre–Budget Approval FIRE-2021-12-24

Resolution No.: 860

Moved by: Ed McGugan

Seconded by: Carl Sloetjes

That the Township of Huron-Kinloss Committee of the Whole hereby approves Report Number FIRE-2021-12-24 prepared by Chris Cleave, Fire Chief / CEMC AND authorizes pre-budget approval for the purchase of 4 new sets of Self-Contained Breathing Apparatus.

Carried

4.6 Bruce Beach Municipal Drain Ph 1 – Tribunal Hearing and Construction Update DRAIN-2021-12-26

Mitch Twolan declared a conflict on this item. (Client)

Mayor Twolan left the meeting, Deputy Mayor Murray assumed the Chair.

The Drainage Superintendent noted that he had spoken to the contractor and they are intending to have the detention pond constructed by Christmas then will continue the work on the east side of the road and road crossing following the holiday break. They intend to have the work complete by the end of January 2022.

Resolution No.: 861

Moved by: Jeff Elliott

Seconded by: Lillian Abbott

THAT the Township of Huron-Kinloss Committee of the Whole hereby receives for information Report DRAIN-2021-12-26 prepared by Emily Dance, Clerk and Grant Collins, Drainage Superintendent.

Carried

4.7 2022 Saugeen Valley Conservation Authority Budget TR-2021-12-81

Mayor Twolan returned to the meeting and resumed the Chair.

The Committee held a discussion on the proposed Saugeen Valley Conservation Authority Budget. Concerns were raised regarding the funds being moved from the reserves to operating in order to reduce the overall levy and the actual percentage increase. Overall the Committee did not support the budget as presented.

Resolution No.: 862

Moved by: Jeff Elliott

Seconded by: Ed McGugan

That the Township of Huron-Kinloss Committee of the Whole hereby reviews and receives Report Number TR-2021-12-81 prepared by Jodi MacArthur, Treasurer and provides direction to representative Deputy Mayor Murray to support the 2022 Saugeen Valley Conservation Authority draft budget as presented.

Defeated

Resolution No.: 863

Moved by: Ed McGugan

Seconded by: Carl Sloetjes

THAT the Township of Huron-Kinloss Committee of the Whole hereby directs Deputy Mayor Murray to reject the 2022 Saugeen Valley Conservation Authority Budget as presented.

Carried

4.8 Point Clark Lighthouse Parks Canada Lease Agreement CS-2021-12-39

Resolution No.: 864

Moved by: Carl Sloetjes

Seconded by: Don Murray

That the Township of Huron-Kinloss Committee of the Whole hereby approves Report Number CS-2021-12-39 prepared by Mike Fair, Director of Community Services, and authorizes the Point Clark Lighthouse five-year Lease Agreement with Minister of the Environment for the purposes of the Parks Canada Agency AND FURTHER approves the appropriate By-law coming forward.

Carried

4.9 Community Services Programming – December 2021 CS-2021-12-55

Resolution No.: 865

Moved by: Lillian Abbott

Seconded by: Jeff Elliott

That the Township of Huron-Kinloss Committee of the Whole hereby receives for information Report Number CS-2021-12-55, prepared by Maggie Young, Program Coordinator & Administration.

Carried

4.10 Director of Community Services December Status Report CS-2021-12-56

Resolution No.: 866

Moved by: Ed McGugan

Seconded by: Carl Sloetjes

That the Township of Huron-Kinloss Committee of the Whole hereby approves Report Number CS-2021-12-56 prepared by Mike Fair, Director of Community Services AND approves an amending By-Law for Crawford Loggers be brought forward.

Carried

4.11 Water and Wastewater December 2021 PW-2021-12-93

Resolution No.: 867

Moved by: Don Murray

Seconded by: Lillian Abbott

That the Township of Huron-Kinloss Committee of the Whole hereby receives for information report number PW-2021-12-93, as prepared by John Yungblut, Director of Public Works

Carried

4.12 Transportation December 2021 PW-2021-12-94

Resolution No.: 868

Moved by: Jeff Elliott

Seconded by: Ed McGugan

THAT the Township of Huron-Kinloss Committee of the Whole hereby receives for information, Report Number PW-2021-12-94, prepared by John Yungblut, Director of Public Works.

Carried

4.13 Waste Management December 2021 PW-2021-12-95

Resolution No.: 869

Moved by: Carl Sloetjes

Seconded by: Don Murray

THAT the Township of Huron-Kinloss Committee of the Whole hereby receives for information Report No. PW-2021-12-95, prepared by John Yungblut, Director of Public Works.

Carried

4.14 Veolia Contract PW-2021-12-96

Resolution No.: 870

Moved by: Lillian Abbott

Seconded by: Jeff Elliott

THAT the Township of Huron-Kinloss Committee of the Whole hereby approves Report Number PW-2021-12-06, prepared by John Yungblut, Director of Public Works AND agrees to extend the current contract for an additional six (6) months AND FURTHER authorizes the appropriate by-law comes forward.

Carried

4.15 Enhanced Spruce the Bruce Program BED-2021-12-49

Resolution No.: 871

Moved by: Don Murray

Seconded by: Lillian Abbott

THAT the Township of Huron-Kinloss Committee of the Whole hereby approves Report Number BED-2021-12-49 prepared by Taralyn Cronin, Business and Economic Officer AND FURTHER directs staff to provide comments to the County of Bruce with the concerns as outlined AND to support the principles of Business Accessibility Adaptability Grant to help businesses adapt and make renovations to accommodate those with disabilities to comply with The Accessibility for Ontarians with Disabilities Act, 2005

Carried

4.16 2022 Discovery Guide Printing BED-2021-12-50

Resolution No.: 872

Moved by: Jeff Elliott

Seconded by: Ed McGugan

THAT the Township of Huron-Kinloss Committee of the Whole hereby approves Report Number BED-2021-12-50, prepared by Michelle Goetz, Community Development Officer, AND provides pre-budget approval in the amount of \$4,000 for the printing costs for the 2022 Discovery Guide project.

Carried

4.17 December 2021 Community Development Officer Status Update BED-2021-12-51

Resolution No.: 873

Moved by: Carl Sloetjes

Seconded by: Don Murray

THAT the Township of Huron-Kinloss Committee of the Whole hereby receives for information report number BED-2021-12-51, prepared by Michelle Goetz, Community Development Officer.

Carried

4.18 November 2021, The Hub Status Report BED-2021-12-52

Resolution No.: 874

Moved by: Lillian Abbott
Seconded by: Jeff Elliott

That the Township of Huron-Kinloss Committee of the Whole hereby receives for information Report Number BED-2021-12-52 prepared by Lauren Eby, Business Development Coordinator.

Carried

**4.19 Point Clark Lighthouse Museum Revitalization Research and Design
BED-2021-12-53**

Resolution No.: 875

Moved by: Ed McGugan
Seconded by: Carl Sloetjes

THAT the Township of Huron-Kinloss Committee of the Whole hereby approves Report Number BED-2021-12-53 prepared by Taralyn Cronin, Business and Economic Officer; AND grants an exception to the Purchasing Policy AND gives pre-budget approval to hire Blue Rhino Designs for the Research and Development Phase of the Point Clark Lighthouse Museum Revitalization Project.

Deferred

**4.20 Township of Huron-Kinloss & Nuclear Waste Management
Organization Primary Significant Neighbouring Community Working
Group CAO-2021-12-37**

Resolution No.: 876

Moved by: Don Murray
Seconded by: Lillian Abbott

That the Township of Huron-Kinloss Committee of the Whole hereby receives for information Report Number CAO-2021-12-37 prepared by Mary Rose Walden, Chief Administrative Officer.

Carried

4.21 Office Renovations CAO-2021-12-34

Resolution No.: 877

Moved by: Jeff Elliott
Seconded by: Ed McGugan

That the Township of Huron-Kinloss Committee of the Whole hereby approves Report Number CAO-2021-12-34 prepared by Mary Rose Walden, Chief Administrative Officer AND authorizes proceeding with office renovations and further grants pre budget approval in the amount of \$50,000.

Carried

4.22 NWMO Site Selection December Status Report CAO-2021-12-35

Resolution No.: 878

Moved by: Carl Sloetjes
Seconded by: Don Murray

That the Township of Huron-Kinloss Committee of the Whole hereby receives for information Report Number CAO-2021-12-35, prepared by Elyse Dewar, Project Coordinator.

Carried

4.23 Bruce Botanical Food Gardens Lease Renewal CAO-2021-12-36

Resolution No.: 879

Moved by: Lillian Abbott
Seconded by: Jeff Elliott

That Township of Huron-Kinloss Committee of the Whole hereby approves Report Number CAO-2021-12-36 prepared by Mary Rose Walden, Chief Administrative Officer AND approves renewing the lease agreement with the Bruce Botanical Food Gardens Inc. for part of 62 Park Street AND FURTHER approves the appropriate By-Law coming forward.

Carried

4.24 Use of unopened Road Allowance – Porter Holdings (Lucknow) CLK-2021-12-141

Resolution No.: 880

Moved by: Ed McGugan

Seconded by: Carl Sloetjes

THAT the Township of Huron-Kinloss Committee of the Whole hereby receives for information Report CLK-2021-12-141 prepared by Emily Dance, Clerk AND authorizes entering into an amending agreement to extend the use of the unopened road allowance for an additional 15 years AND FURTHER authorizes the appropriate By-Law coming forward.

Carried

4.25 Council and Committee Meetings CLK-2021-12-135

Resolution No.: 881

Moved by: Don Murray

Seconded by: Lillian Abbott

THAT the Township of Huron-Kinloss Committee of the Whole hereby approves Report CLK-2021-12-135 prepared by Emily Dance, Clerk AND supports resuming in person Council and Committee of the Whole Meetings in, 2022 SUBJECT to the province lifting the vaccine certificate requirements for meeting spaces.

Carried

4.26 2022 Township of Huron-Kinloss Council Meeting Schedule (2) CLK-2021-12-138

Resolution No.: 882

Moved by: Jeff Elliott

Seconded by: Ed McGugan

That the Township of Huron-Kinloss Committee of the Whole hereby approves Report Number CLK-2021-12-138 prepared by Emily Dance, Clerk AND authorizes the 2022 Meeting Schedule as presented.

Carried

4.27 Legislative Update – Conservation Authorities Act CLK-2021-12-139

Resolution No.: 883

Moved by: Carl Sloetjes
Seconded by: Don Murray

THAT the Township of Huron-Kinloss Committee of the Whole hereby receives for information Report CLK-2021-12-139 prepared by Emily Dance, Clerk

Carried

4.28 Emergency Management Update (30) CLK-2021-12-140

Resolution No.: 884

Moved by: Lillian Abbott
Seconded by: Jeff Elliott

That the Township of Huron-Kinloss Committee of the Whole hereby receives for information Report Number CLK-2021-12-140 prepared by Emily Dance, Clerk

Carried

4.29 Resolutions for Consideration December 6, 2021 CLK-2021-12-143

Resolution No.: 885

Moved by: Ed McGugan
Seconded by: Carl Sloetjes

1. THAT the Township of Huron-Kinloss Committee of the Whole hereby supports the Municipality of Mattice Val Cote in urging the government of Ontario to direct MPAC to proceed with a province-wide assessment update in order for municipalities to be able to collect property taxes based on current property values.

Carried

Resolution No.: 886

Moved by: Don Murray
Seconded by: Lillian Abbott

2. THAT the Township of Huron-Kinloss Committee of the Whole hereby supports the City of Vaughan and the Township of Alnwick in their request for the Ministry of Transportation to undertake a review of the Highway

Traffic Act, R.S.O. 1990, c. H.8 with respect to measures impacting new drivers such as implementing additional training penalties and provisions, to achieve greater education, and awareness of road safety and increase responsibility and accountability.

Defeated

Resolution No.: 887

Moved by: Jeff Elliott

Seconded by: Ed McGugan

3. THAT the Township of Huron-Kinloss Committee of the Whole hereby supports the Town of Georgina in their request for the Ontario government to promote the well-being of our environment and to make recycling programs more accessible to farmers and boaters across the country.

Carried

Resolution No.: 888

Moved by: Carl Sloetjes

Seconded by: Lillian Abbott

4. THAT the Township of Huron-Kinloss Committee of the Whole hereby supports the Municipality of Kincardine and Township of Southgate in urging Saugeen Mobility and Regional Transit to reinstate holiday service over the holidays to include service on December 25 (Christmas Day), December 26 (Boxing Day), December 27 and December 28.

Defeated

Resolution No.: 889

Moved by: Jeff Elliott

Seconded by: Ed McGugan

5. THAT the Township of Huron-Kinloss hereby supports the City of Kitchener in their request to the Province of Ontario to continue the relaxed regulations in perpetuity, including, but not limited to, the following:
i) permitting extensions of licensed areas without requiring AGCO approval, subject to municipal authorization; and, ii) flexibility on the

requirements for demarcation of the limits of a patio, such as not requiring a prescribed physical barrier.

Defeated

Resolution No.: 890

Moved by: Carl Sloetjes

Seconded by: Lillian Abbott

6. THAT the Township of Huron-Kinloss Committee of the Whole hereby supports Chatham Kent and City of Kitchener in their request for the government of Ontario to take additional and meaningful steps to address the ever-increasing problem of “Renovictions”; and urge all levels of government to collaborate in data sharing and collection related to renovations, specifically the impacts of renovations on tenancy.

Defeated

Resolution No.: 891

Moved by: Jeff Elliott

Seconded by: Ed McGugan

7. THAT the Township of Huron-Kinloss Committee of the Whole hereby supports Chatham Kent and the City of Kitchener in urging the Province of Ontario to provide financial supports for businesses to cover capital and human resource costs necessary to execute the COVID-19 Passport program.

Defeated

Resolution No.: 892

Moved by: Carl Sloetjes

Seconded by: Don Murray

8. THAT the Township of Huron-Kinloss Committee of the Whole hereby support Lake of Bays and the Simcoe Muskoka District Health Unit in their request to the Province of Ontario to (1) extend COVID-19 funding in 2022; (2) establish funding in 2022 for public health recovery activities; and, (3) increase provincial funding for public health base budgets

proportional to the municipal levy increase needed in 2022 to maintain capacity for public health program delivery.

Carried

Resolution No.: 893

Moved by: Lillian Abbott

Seconded by: Jeff Elliott

9. THAT the Township of Huron-Kinloss Committee of the Whole hereby support the Township of Wainfleet, Lake of Bays, Township of Adelaide Metcalfe, Northumberland County and Township of Scugog in encouraging the Province of Ontario to provide more funding to rural municipalities to support infrastructure projects related to major bridge and culvert replacements.

Carried

Resolution No.: 894

Moved by: Ed McGugan

Seconded by: Carl Sloetjes

10. THAT the Township of Huron-Kinloss Committee of the Whole hereby support the Town of LaSalle in their request that the Federal Government remove the requirement for Canadian Travelers to be tested for COVID-19 when using a land border crossing into the United States and then returning to Canada after the November 8, 2021 re-opening.

Defeated

Resolution No.: 895

Moved by: Don Murray

Seconded by: Lillian Abbott

11. THAT the Township of Huron-Kinloss Committee of the Whole support Chatham-Kent in their request to the Province of Ontario and Government of Canada to provide further financial support for housing and homelessness programs as well as increase funding to mental health and addiction services due to the substantial increase in chronic homelessness not only in Huron County but across Ontario and Canada

and request to the Province of Ontario and the Government of Canada to identify Homelessness a “Provincial” and “National Crisis” across the Province of Ontario and Canada

Carried

4.30 Pine River Water Monitoring Reports September 2021 CLK-2021-12-144

Resolution No.: 896

Moved by: Don Murray

Seconded by: Lillian Abbott

That the Township of Huron-Kinloss Committee of the Whole hereby receives for information Report Number CLK-2021-12-144 prepared by Kelly Lush, Deputy Clerk.

Carried

4.31 Information on the Table December 6, 2021 CLK-2021-12-142

Resolution No.: 897

Moved by: Jeff Elliott

Seconded by: Ed McGugan

That the Township of Huron-Kinloss Committee of the Whole hereby receives for information Report Number CLK-2021-12-142 prepared by Kelly Lush, Deputy Clerk

Carried

5. Information

5.1 Grey Bruce Public Health

5.2 EPCOR - Construction Update

5.3 Ministry of Agriculture, Food and Rural Affairs - Canadian Agricultural Partnership (CAP) Targeted Cost-Share Initiative

5.4 OMERS - Response to letters by CUPE Ontario

5.5 Drainage Superintendent Resignation

5.6 Motion to Receive Information

Resolution No.: 898

Moved by: Carl Sloetjes

Seconded by: Don Murray

THAT the Township of Huron-Kinloss Committee of the Whole hereby receives for information all items listed in Section 5 AND accepts with regret the resignation of Grant Collins from the position of Drainage Superintendent.

Carried

6. New Business/Council Reports

Mayor Twolan brought forward a proposal to close the Municipal Administration Office for the full day on December 24, 2021, as a show of gratitude and support for staff for their hard work and dedication through these difficult pandemic times. As the landfill site and Ripley-Huron Community Centre will remain open and winter road maintenance will proceed as required, Staff that are affected by this will be given time off in lieu or compensation for the regularly scheduled hours.

CAO Mary Rose Walden on behalf of the staff thanked Council for the kind gesture.

Resolution No.: 899

Moved by: Carl Sloetjes

Seconded by: Don Murray

THAT the Township of Huron-Kinloss Committee of the Whole hereby approves closing the Township of Huron-Kinloss Administration Office for a full day on Friday December 24, 2021 AND grant an exemption to Section 3.0 Christmas Holiday of the Time Off Policy for 2021 to indicate that "The Christmas Holiday season be defined at Christmas Eve to New Years Day inclusive AND THAT employees shall not have to use accumulated overtime or vacation time to compensate for December 24, 2021 AND FURTHER THAT a exemption to Section 8 Vacation Time to include with approval from the CAO, employees may carry forward a maximum of six days of vacation time to the year of 2022 AND FURTHER THAT employees that are scheduled to work on December 24, 2021 to be given time -off in lieu.

Carried

7. Closed Session

Resolution No.: 900

Moved by: Lillian Abbott

Seconded by: Jeff Elliott

That the Township of Huron-Kinloss Committee of the Whole hereby moves into a Closed Meeting pursuant to [s. 239(2)(i)] Third-party information supplied in confidence to the municipality (e.g., a trade secret or scientific, technical, commercial, financial or labour relations information) Westario Power AND [s. 239(2)(b)] Personal matters about an identifiable individual, including municipal employees - personnel issues AND [s. 239(2)(d)] Labour relations or employee negotiations - Union Negotiations AND FURTHER return to open session upon completion.

Carried

8. Business Arising from the Closed Session

Resolution No.: 905

Moved by: Don Murray

Seconded by: Jeff Elliott

THAT Mayor Twolan reported a closed session was held where third-party information regarding Westario was supplied in confidence AND staff was directed to bring forward a motion in open session AND personal information was received regarding personnel AND information related to Labour relations or employee negotiations was discussed with direction given to staff to bring forward a By-Law regarding Union Negotiations.

Carried

Resolution No.: 906

Moved by: Lillian Abbott

Seconded by: Ed McGugan

1. The Corporation of the Township of Huron-Kinloss is a shareholder of Westario Power Inc. ("Westario").
2. Westario is governed by the terms and conditions of a shareholders' agreement between The Corporation of the Township of Huron-Kinloss, The Corporation of the Municipality of Kincardine, The Corporation of the

Municipality of South Bruce, The Corporation of the Town of Saugeen Shores, The Corporation of the Town of Wingham, The Corporation of the Municipality of Brockton (the "Specified Municipalities"), The Corporation of the Town of Hanover, 1445674 Ontario Inc., Hanover Electric Services Inc., The Town of Minto (The Corporation of the Town of Hanover and The Town of Minto are referred as the "Amalgamated Municipality", and together with the Specified Municipalities, the "Municipalities"), Minto Hydro Inc., Minto Hydro Services Inc., Canadian Niagara Power Company Limited, 1446563 Ontario Inc., Westario Power Holdings Inc., Westario Power Services Inc. and Westario Power Inc. dated October 26, 2000 (the "Westario Shareholders Agreement").

3. The Westario Shareholders Agreement sets forth an ownership structure that consists of a holding company (defined in the Westario Shareholders Agreement as the Corporation or Holdco) held by the Municipalities and two wholly owned subsidiaries of the holding company, with one operating a regulated local distribution company pursuant to the Electricity Act, 1998 (defined in the Westario Shareholders Agreement as Wiresco) and an unregulated subsidiary that would operate business as permitted by the Energy Competition Act, 1998 and other applicable legislation (defined in the Westario Shareholders Agreement as Servco).
4. It is not known why the shareholders of Westario deviated from the terms and conditions of Westario Shareholders Agreement or if there are any amendments to the Westario Shareholders Agreement, oral or written, that authorize Westario's current ownership and operating structure.
5. The Corporation of the Township of Huron-Kinloss has determined that it is advisable and in the best interest of Westario to implement a reorganization and to carry out the original intent of the Westario Shareholders Agreement which includes, among other things, the transfer of all of the issued and outstanding shares of Westario to Holdco following its incorporation by the shareholders of the Corporation (the "Reorganization").

RESOLVED THAT:

1. The Reorganization, described in Schedule A attached hereto, is hereby authorized and approved.
2. The execution, delivery and performance of all agreements, documents, certificates and instruments contemplated by the Reorganization (the "Reorganization Documents") is hereby authorized and approved.

3. The Chief Administrative Officer or his or her delegate is authorized and directed, on behalf of the Township of Huron-Kinloss, to execute and to deliver all documents, instruments and other writings and to perform and do all acts and things as that director or officer considers necessary or desirable to give effect to these resolutions.
4. The Chief Administrative Officer or his or her delegate is authorized and directed, on behalf of the Township of Huron-Kinloss, to negotiate, finalize, execute and deliver the Reorganization Documents, and with any additions, deletions, amendments or other changes which Chief Administrative Officer or his or her delegate officer may approve, that approval to be conclusively evidenced by the execution and delivery of the final form of the Reorganization Documents by the Chief Administrative Officer or his or her delegate.
5. The Chief Administrative Officer or his or her delegate is authorized and directed, on behalf of the Township of Huron-Kinloss, to execute and to deliver all documents, instruments and other writings and to perform and do all acts and things as that director or officer considers necessary or desirable to give effect to these resolutions.
6. All current members of the Westario board are hereby appointed as directors for all newly created companies pursuant to the Reorganization with a governance review to occur in the future depending on the new areas of business to be pursued and formalized.

Carried

9. Adjournment

Resolution No.: 907

Moved by: Ed McGugan

Seconded by: Carl Sloetjes

THAT the Township of Huron-Kinloss Committee of the Whole hereby adjourns at 9:41 pm

Carried

Mayor

Clerk