



**Minutes of Guelph City Council as  
Shareholder of Guelph Municipal Holdings Inc.  
Held in the Council Chambers, Guelph City Hall on  
Tuesday, June 13, 2017 at 4:00 p.m.**

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**Attendance**

Council: Mayor C. Guthrie  
Councillor P. Allt  
Councillor B. Bell  
Councillor C. Billings  
Councillor C. Downer  
Councillor D. Gibson  
Councillor J. Gordon  
Councillor J. Hofland  
Councillor M. MacKinnon  
Councillor L. Piper  
Councillor M. Salisbury  
Councillor A. Van Hellemond  
Councillor K. Wettstein

Staff: Mr. D. Thomson, Chief Administrative Officer  
Ms. T. Sprigg, General Manager, Corporate Communications and Customer Service  
Ms. T. Agnello, Deputy Clerk  
Ms. D. Tremblay, Council Committee Coordinator

Also present:

Mr. T. MacDonald, Financial Advisor GMHI, Grant Thornton  
Mr. R. Clark, Solicitor for GMHI, Aird & Berlis, Solicitor  
Ms. J. Armstrong, Chairperson of GHESI Board  
Mr. R. Bell, Co-Chair GHESI Board and Member of the Strategies & Options Committee  
Mr. P. Sardana, Chief Financial Officer, GMHI  
Mr. M. Goldberg, Community Member of the Strategies & Options Committee

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**Call to Order (4:02 p.m.)**

Mayor Guthrie called the Special Council meeting as Shareholder of Guelph Municipal Holdings Inc. to order.

**Authority to Resolve into Closed Meeting of Council**

1. Moved By Councillor Allt  
Seconded By Councillor Hofland

That Council of the City of Guelph now hold a special meeting that is closed to the public, pursuant to Section 239(f) of the Municipal Act with respect to advice that is subject to solicitor-client privilege, including communications necessary for that purpose.

Carried

**Closed Meeting (4:05 p.m.)**

**Rise and recess from Closed Meeting (6:00 pm)**

Council recessed.

## **Open Meeting (6:30 p.m.)**

Mayor Guthrie called the meeting to order.

## **Closed Meeting Summary**

Mayor Guthrie spoke regarding the matters addressed in closed and identified the following:

### **C-GHMI-2017.2            Environmental Scan regarding Guelph Hydro Merger Options**

Direction was provided to staff on this matter

## **Disclosure of Pecuniary Interest and General Nature Thereof**

There were no disclosures.

## **GMHI-2017.2 Environmental Scan regarding Guelph Hydro Merger Options**

Mr. Derrick Thomson, Chief Administrative Officer, Co-Chair Strategies and Options Committee (SOC) provided an overview of the work carried out by the SOC and its advisors with respect to Phase 2: Environmental Scan.

Ms. J. Armstrong, Chairperson of the GHESI Board, advised of the appointment of a new community member to the SOC Board, Mr. Douglas Auld and also advised that that the GHESI Board endorses the recommendations of the SOC.

Ms. Tara Sprigg, General Manager of Corporate Communications and Customer Service, outlined the various engagement activities that have been conducted during Phase 2 and the next steps in the engagement plan.

Mr. R. Clark, Solicitor, Aird & Berlis, Solicitor for GMHI, and Mr. Tory McDonald, Financial Advisor, GMHI, Grant Thornton, provided an overview of the presentation.

The SOC and their advisors were requested to consider the following: a local work station presence and preservation of the local workforce, possible synergies, veto powers over future sales, investment allocation and mergers . It was also requested that communications and information be provided in plain language with explanations of reasons why the City is exploring these options and public engagement is to include Town Hall meetings.

Councillor MacKinnon left the meeting (8:29 p.m.)

2. Moved by Councillor Salisbury  
Seconded by Councillor Allt

1. That the Strategies and Options Committee (the "SOC") of Guelph Municipal Holdings Inc. ("GMHI") be directed to conduct further discussions, engage in

further due diligence, and prepare preliminary business cases to assess potential mergers between Guelph Hydro Electric Systems Inc. ("Guelph Hydro") and potential merger partners.

2. That the SOC continue its communications and community engagement to inform its work.
3. That the SOC report back to Council in early fall 2017 with the results of further discussions and due diligence, communications and community engagement and preliminary business case, including recommendations regarding next steps.

**Voting in Favour:** Mayor Guthrie, Councillors, Allt, Downer, Gibson, Gordon, Hofland, Piper, Salisbury, Wettstein (9)

**Voting Against:** Councillors Bell, Billings and Van Hellemond (3)

Carried

**Adjournment** (9:08 p.m.)

3. Moved by Councillor Bell  
Seconded by Councillor Hofland

That the meeting be adjourned.

Carried

Minutes to be confirmed on Monday, July 24, 2017.

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Mayor Guthrie

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Tina Agnello- Deputy Clerk