



## **Regular Meeting of Council Agenda**

**Date:** September 23, 2019  
**Time:** 6:30 pm  
**Location:** Council Chambers Level 2, City Hall

NOTE: The first hour of this meeting will be in closed session from 3:00 p.m. to 4:00 p.m. to discuss a confidential Human Resources matter. Delegations and all other items will begin at 6:30 pm.

Pages

1. **Call to Order:**
2. **National Anthem:**
3. **Regrets:**
4. **Proclamations:**
  - 4.1 Joseph Brant Museum Day – September 15, 2019
  - 4.2 Waldorf 100 Day – September 19, 2019
  - 4.3 Franco-Ontarian Day – September 25, 2019
  - 4.4 Doors Open Burlington Day – September 28, 2019
  - 4.5 National British Home Children Day – September 28, 2019
  - 4.6 Legion Week – September 15-21, 2019
  - 4.7 National Coaches Week – September 21-29, 2019
  - 4.8 Gift of Giving Back Week – September 23-29, 2019
  - 4.9 Childhood Cancer Awareness Month – September 2019
  - 4.10 Prostate Cancer Awareness Month – September 2019
  - 4.11 Sickle Cell Awareness Month – September 2019

- 4.12 National Seniors Day – October 1, 2019
- 4.13 Wrongful Conviction Day – October 2, 2019
- 4.14 International Trigeminal Neuralgia Awareness Day – October 7, 2019
- 4.15 Fire Prevention Week - October 6-12, 2019
- 4.16 Registered Veterinary Technician Month – October 2019
- 4.17 Dyslexia Awareness Month - October 2019

**5. Motion to Approve Council Minutes:**

- 5.1 Regular meeting of Council July 15, 2019

**6. Recognitions and Achievements:**

**7. Presentations:**

**8. Declarations of Interest:**

**9. Delegations:**

In order to speak at a Council meeting, individuals must register as a delegation no later than 12:00 noon on the day of the meeting. To register, complete the online application at [www.burlington.ca/delegation](http://www.burlington.ca/delegation), email [cityclerks@burlington.ca](mailto:cityclerks@burlington.ca) or phone 905-335-7600 ext. 7805.

- 9.1 Walter Galvao will speak regarding Red Tape Red Carpet Task Force recommendations (MO-10-19)

**10. Recommendations from Standing Committees:**

- 10.1 Committee of the Whole meeting of September 9, 2019
  - a. Burlassic Park – Raptors viewing party (PR-04-19)
  - b. Enterprise Resource Planning (ERP) program update (IT-04-19)
  - c. Burlington Mundialization Committee 2018 annual report (CL-07-19)
  - d. Assumption of 1429 Plains Road West subdivision (CW-49-19)
  - e. Operating budget performance report as at June 30, 2019 (F-

39-19)

- f. Association of Municipalities of Ontario (AMO) conference update (MO-13-19)
- g. Financial status report as at June 30, 2019 (F-37-19)
- h. 2020 rates and fees (F-33-19)
- i. Open air burning permit areas (MO-09-19)
- j. Stormwater management update (CW-10-19)
- k. Construction and mobility management policy (CW-27-19)
- l. Strategic Asset Management Policy (CW-30-19)
- m. Consideration for free transit for students (MO-14-19)
- n. Marina governance and operating model (CM-17-19)

10.2 Planning and Development Committee meeting of September 10, 2019 10 - 20

- a. Statutory public meeting and recommendation of refusal of rezoning application for the hydro corridor north of 1801 Walker's Line (PB-16-19)
- b. Statutory public meeting – 2085 Pine Street official plan amendment and rezoning applications (PB-63-19)
- c. Heritage Burlington 2017/2018 annual report and 2019 objectives (CL-12-19)
- d. New Skyway Community Centre (CW-48-19)
- e. Burlington Sound of Music Festival (COW-11-19)
- f. Rainbow Crosswalk (COW-13-19)
- g. Freeman Station steam locomotive and rail cars (MO-15-19)
- h. Traffic management strategies (TS-16-19)
- i. Relocation of Bingo Connection (PB-67-19)
- j. Downtown Streetscape Guidelines (PB-62-19)

	<ul style="list-style-type: none"> <li>k. Panhandling on streets in the City of Burlington (CM-19-19)</li> <li>l. Staff direction regarding Airbnb's (PD-07-19)</li> <li>m. Red Tape Red Carpet Task Force recommendations (MO-10-19)</li> <li>n. Amendment to Nuisance and Noise By-law 19-2003 and results from Halton Regional Police Service's pilot project to stop noisy moving vehicles (MO-11-19)</li> <li>o. Green parking lot design guidelines for new parking lot at John and Caroline Streets and future builds (MO-12-19)</li> <li>p. Staff direction regarding Nelson Quarry (PD-08-19)</li> </ul>	
10.3	Audit Committee meeting of September 11, 2019	21 - 24
	<ul style="list-style-type: none"> <li>a. Status of audit work plan, budget and performance metrics (CA-10-19)</li> <li>b. Summary of in progress management action plans (CA-11-19)</li> <li>c. Financial highlights for the period ended June 30 2019 (F-35-19)</li> <li>d. Evaluation of the external auditors (F-36-19)</li> <li>e. Fraudulent vendor payment update (L-20-19)</li> <li>f. Annual information technology services update (IT-02-19)</li> <li>g. Summary of audit results - GL account reconciliation follow up (CA-12-19)</li> </ul>	
10.4	Committee of the Whole Workshop meeting of September 12, 2019	25 - 26
	<ul style="list-style-type: none"> <li>a. Local input Into the Region of Halton's Integrated Growth Management Strategy (PB-19-19)</li> </ul>	
10.5	Planning and Development Public meeting of September 17, 2019	27 - 28
	<ul style="list-style-type: none"> <li>a. Zoning by-law amendments for city-wide parking rates (PB-65-19)</li> <li>b. Waldorf School site plan application (PB-66-19)</li> </ul>	

**11. Motion to Approve Standing Committee Minutes:**

- 11.1 Committee of the Whole meeting minutes of September 9, 2019
- 11.2 Planning and Development Committee meeting minutes of September 10, 2019
- 11.3 Audit Committee meeting minutes of September 11, 2019
- 11.4 Committee of the Whole Workshop meeting minutes of September 12, 2019
- 11.5 Planning and Development Public meeting minutes of September 17, 2019

**12. Reports of Municipal Officers:**

- 12.1 Burlington Hydro By-Laws for Approval 29 - 63

**13. Notices of Motion:**

**14. Motions:**

- 14.1 Motion to move into closed session
- 14.2 Motion to move into open session

**15. Motion to Receive and File Council Information Packages:**

- 15.1 Council Information Package July 18, 2019
- 15.2 Council Information Package July 25, 2019
- 15.3 Council Information Package August 1, 2019
- 15.4 Council Information Package August 15, 2019
- 15.5 Council Information Package September 5, 2019
- 15.6 Council Information Package September 12, 2019
- 15.7 Council Information Package September 19, 2019

**16. Motion to Receive and File Information Items:**

- 16.1 Memo from Heather MacDonald, Director & Chief Planner, Department 64 - 64

of City Building regarding 2019 Operating Budget Performance Report at June 30, 2019.

- 16.2 Correspondence from Walter Galvao regarding Red Tape Red Carpet Task Force recommendations (MO-10-19)

65 - 67

**17. Motion to Consider Confidential Items:**

**18. Motion to Approve By-Laws:**

- 18.1 51-2019: A by-law to assume a Plan of Subdivision know as 1429 Plains Road West, being Registered Plan 20M-1169.
- 18.2 52-2019: A by-law to impose rates and fees.
- 18.3 2020-414: A by-law to amend By-law 2020, as amended for Residential Parking Rates.
- 18.4 2020-415: A by-law to amend By-law 2020, as amended for Non-Residential Parking Rates.

**19. Motion to Confirm Proceedings of the Council Meeting:**

**20. Statements by Members:**

**21. Motion to Adjourn:**



## **Committee of the Whole Meeting**

### **Minutes**

Date: September 9, 2019  
Time: 9:30 am  
Location: Council Chambers Level 2, City Hall

Members Present: Lisa Kearns (Chair), Kelvin Galbraith, Rory Nisan, Shawna Stolte, Paul Sharman, Angelo Bentivegna, Mayor Marianne Meed Ward

Staff Present: Tim Commisso, Mary Battaglia, Laura Boyd, Sue Connor, Joan Ford, Chris Glenn, David Lazenby, Heather MacDonald, Allan Magi, Angela Morgan, Nancy Shea-Nicol, Christine Swenor, Mary Lou Tanner, Vito Tolone, David Thompson (Audio/Video Specialist), Lisa Palermo (Clerk)

#### **1. Declarations of Interest:**

None.

#### **2. Delegation(s):**

- 2.1 Myles D. Rusak, Executive Director, Sound of Music spoke regarding the Sound of Music Festival and requested that the position of council appointed ex officio member of the Sound of Music Board be reinstated. (COW-11-19)
- 2.2 Ed Dorr, Chair of the Mundialization Committee's 2018 annual report. (CL-07-19)
- 2.3 Brian Dean, Executive Director, Burlington Downtown Business Association spoke regarding the construction and mobility management policy and presented recommendations for consideration regarding parking, noise, cleanliness and communication. (CW-27-19)
- 2.4 Lorn Newton, LaSalle Park Marina Association spoke in support of the report recommendation regarding the marina governance and operating model. (CM-17-19)

- 2.5 James Thomson spoke regarding the marina governance and operating model. (CM-17-19)
- 2.6 Sarina Sarraf, Resource Coordinator, Positive Space Network - Reach Out Centre for Kids (ROCK) spoke in support of the installation of rainbow crosswalks. (COW-13-19)
- 2.7 Ron Danielsen, President, Friends of Freeman Station spoke regarding Freeman Station steam locomotive and rail cars. (MO-15-19)

**3. Consent Items:**

- 3.1 Burlassic Park – Raptors viewing party (PR-04-19)

Moved by Councillor Sharman

Receive and file parks and recreation department report PR-04-19 regarding the Burlassic Park – Raptors viewing party.

**CARRIED**

- 3.2 Enterprise Resource Planning (ERP) program update (IT-04-19)

Moved by Councillor Sharman

Receive and file information technology services report IT-04-19 providing an update on the Enterprise Resource Planning (ERP) program.

**CARRIED**

- 3.3 Burlington Mundialization Committee 2018 annual report (CL-07-19)

Moved by Councillor Sharman

Receive and file clerks department report CL-07-19 providing the Burlington Mundialization Committee's 2018 annual report and 2019 work plan.

**CARRIED**

- 3.4 Assumption of 1429 Plains Road West subdivision (CW-49-19)

Moved by Councillor Sharman

Assume the 1429 Plains Road West Subdivision, registered as Plan 20M-1169, File 510-01/13; and

Direct the City Clerk to notify the Region of Halton of this assumption; and



Authorize the City Solicitor to prepare any necessary documents and authorize the Mayor and City Clerk to sign them; and

Direct the City Clerk to present the necessary by-law to Council to accept all works of the said plan of subdivision; and

Authorize the City Solicitor or her designate, to amend the parcel designation in the by-law, if necessary, upon registration of the by-law.

**CARRIED**

3.5 Operating budget performance report as at June 30, 2019 (F-39-19)

Moved by Councillor Sharman

Direct the Director of Finance to report back on the city's retained savings strategy upon confirmation of the 2019 year-end actual.

**CARRIED**

3.6 Association of Municipalities of Ontario (AMO) conference update (MO-13-19)

Moved by Councillor Sharman

Receive and file Mayor's Office report MO-13-19 regarding activities undertaken at the 2019 Association of Municipalities of Ontario (AMO) Conference held in August 2019.

**CARRIED**

**4. Regular Items:**

4.1 Myles D. Rusak, Executive Director, Burlington Sound of Music Festival (COW-11-19)

Refer Committee of the Whole item COW-11-19 regarding Burlington Sound of Music to the Planning and Development Committee meeting on September 10, 2019.

4.2 Financial status report as at June 30, 2019 (F-37-19)

Moved by Councillor Sharman

Receive and file finance department report F-37-19 providing the financial status as at June 30, 2019.

**CARRIED**

4.3 2020 rates and fees (F-33-19)

Moved by Councillor Sharman

Approve the 2020 rates and fees as outlined in finance department report F-33-19, effective January 1<sup>st</sup>, 2020 unless otherwise indicated and;

Approve By-Law X-2019 and repeal By-Law 51-2018 effective January 1, 2020; and

**Waive sec. 41 of Procedure By-Law 64-2016 to allow council to amend rates and fees during the 2020 budget deliberations.**

**CARRIED**

Amendment:

Moved by Mayor Meed Ward

**Waive sec. 41 of Procedure By-Law 64-2016 to allow council to amend rates and fees during the 2020 budget deliberations.**

**CARRIED**

4.4 Open air burning permit areas (MO-09-19)

Moved by Mayor Meed Ward

Direct the Fire Chief to investigate revising the City of Burlington open air burn permit areas to consider including rural areas south of Dundas Street and report back to Committee of the Whole with options by December 2019.

**CARRIED**

4.5 Stormwater management update (CW-10-19)

Moved by Mayor Meed Ward

Approve the establishment of a 50% grant up to a maximum of \$250 for third party assessments for Home Flood Protection Program inspections; and

Fund the recommendation of \$5,000 annual cost from account SD0113 Storm Drainage Climate Change Adaptation.

**CARRIED**

4.6 Construction and mobility management policy (CW-27-19)

Moved by Councillor Stolte

Approve a Construction and Mobility Policy, which defines the requirements for a Construction and Mobility Management Plan, to regulate construction and mobility impacts on a public road allowance resulting from land development within the City of Burlington; and

Approve the effective date of the Construction and Mobility Management Policy to be the date the policy receives approval at council; and

Direct the Director of Transportation to include the applicable fees in the City's Rates and Fees By-law to support the Construction and Mobility Policy proposed in capital works department report CW-27-19; and

**Refer the comments received from the Burlington Downtown Business Association (BDBA) at the September 9, 2019 Committee of the Whole meeting regarding capital works department report CW-27-19, construction management policy to the Executive Director of Capital Works; and**

**Direct the Executive Director of Capital Works to meet with the Executive Director of the BDBA and report back to the Committee of the Whole on any proposed amendments to the construction management policy; and**

Amend schedule A to appendix A of the proposed construction and mobility management policy by changing the word "may" to "**shall**" in the 11th and 17th bullet items under section 1.1 Construction Management.

**CARRIED**

Amendment:

Moved by Councillor Kearns

**Refer the comments received from the Burlington Downtown Business Association (BDBA) at the September 9, 2019 Committee of the Whole meeting regarding capital works department report CW-**

**27-19, construction management policy to the Executive Director of Capital Works; and**

**Direct the Executive Director of Capital Works to meet with the Executive Director of the BDBA and report back to the Committee of the Whole on any proposed amendments to the construction management policy.**

**CARRIED**

Amendment:

Moved by Mayor Meed Ward

Amend schedule A to appendix A of the proposed construction and mobility management policy by changing the word "may" to "**shall**" in the 11th and 17th bullet items under section 1.1 Construction Management.

**CARRIED**

**4.7 Strategic Asset Management Policy (CW-30-19)**

Approve the City of Burlington's Strategic Asset Management Policy, included as Appendix A to capital works department report CW-30-19.

**CARRIED**

**4.8 Consideration for free transit for students (MO-14-19)**

Moved by Mayor Meed Ward

Direct the Mayor and Director of Transit to develop a **draft report** including a Memorandum of Understanding (MOU) regarding free transit for Burlington students, outlining the program, costs, **revenue impacts**, eligibility, and commitments in more detail, in partnership with Halton Region and the four school boards that serve Halton students: Halton District School Board, Halton Catholic District School Board, and the two French school boards, Conseil scolaire Viamonde and Conseil scolaire catholique MonAvenir, and report back to council for a decision.

**CARRIED**

**4.9 Marina governance and operating model (CM-17-19)**

Moved by Councillor Galbraith

Direct the Director of Parks and Recreation to finalize a long-term licence agreement with the LaSalle Park Marina Association for the operation of the Marina at LaSalle Park substantially in accordance with confidential Appendix B based on Council's approval of the purchase of a new floating wave break (capital works department report CW-31-19) and approval of a preferred operating model for the Marina at LaSalle Park (city manager's office report CM-17-19); and

Authorize the Mayor and City Clerk to sign the licence agreement with the LaSalle Park Marina Association prepared to the satisfaction of the City Solicitor, Director of Parks and Recreation and Director of Finance for the operation of the Marina at LaSalle Park; and

Direct the Director of Finance to issue refunds from the City held LaSalle Park Marina reserve fund to charter members and undepreciated senior members on a pro-rata basis; and

**Direct the Senior Manager of Government Relations and Strategic Communications to develop updated web/other communications outlining and highlighting key elements of the license agreement with the LaSalle Park Marina Association.**

**CARRIED**

4.10 New Skyway Community Centre (CW-48-19)

Moved by Mayor Meed Ward

Refer capital works department report CW-48-19 regarding Skyway Community Centre to the Planning and Development Committee meeting on September 10, 2019.

**CARRIED**

4.11 Rainbow Crosswalk (COW-13-19)

Moved by Mayor Meed Ward

Refer memo regarding rainbow crosswalks to the Planning and Development Committee meeting on September 10, 2019.

**CARRIED**

4.12 Freeman Station steam locomotive and rail cars (MO-15-19)

Moved by Mayor Meed Ward

Refer mayor's office report MO-15-19 regarding Freeman Station steam locomotive and rail cars to the Planning and Development Committee meeting on September 10, 2019.

**CARRIED**

**5. Confidential Items:**

- 5.1 Confidential verbal update regarding a human resource matter
- 5.2 Confidential appendix B regarding marina governance and operating model (CM-17-19)
- 5.3 Confidential verbal update regarding a parks and recreation human resource matter

**6. Procedural Motions:**

- 6.1 Proceed beyond the adjournment hour

Moved by Councillor Sharman

Suspend the rules of procedure to allow the meeting to proceed beyond the hour of 10 p.m., in accordance with procedure by-law 64-2016 s. 26.

**CARRIED**

- 6.2 Proceed into closed session

Moved by Councillor Stolte

Move into closed session in accordance with the following provisions under the Municipal Act, section 239 (f) advice that is subject to solicitor-client privilege, including communications necessary for that purpose, with respect to appendix B to city manager's office report CM-17-19 regarding the marina governance and operating model, and section 239 (b) personal matters about identifiable individuals, including municipal or local board employees regarding a confidential verbal update on a parks and recreation human resource matter and a confidential verbal update from the City Manager on a human resource matter.

**CARRIED**

**7. Information Items:**

Moved by Councillor Stolte

Receive and file the following five items, having been given due consideration by the Committee of the Whole.

**CARRIED**

- 7.1 Staff presentation regarding storm water management update (CW-10-19)
  - 7.2 Consultant presentation from Todd MacDonald, Performance Concepts Consulting and Darla Campbell, Dillon Consulting, regarding provincial audit and accountability fund, service delivery review project (COW-12-19)
  - 7.3 Correspondence from Conservation Halton to the Premier of Ontario and Minister of Environment regarding Association of Municipalities of Ontario conference update (MO-13-19)
  - 7.4 Delegation material from Brian Dean, Executive Director, Burlington Downtown Business Association, regarding construction and mobility management policy (CW-27-19)
  - 7.5 Correspondence from Ron Danielson, Friends of Freeman Station, regarding Freeman Station steam locomotive and rail cars (MO-15-19)
  - 7.6 Delegation material from Lorn Newton, LaSalle Park Marina Association regarding the marina governance and operating model (CM-17-19)
- 8. **Staff Remarks:**
  - 9. **Committee Remarks:**
  - 10. **Adjournment:**

11:05 a.m. (recessed), 11:15 a.m. (reconvened), 12:00 p.m. (recessed), 1:00 p.m. (reconvened), 1:02 p.m. (closed), 3:55 p.m. (public), 4:02 p.m. (recess), 6:30 p.m. reconvened, 9:13 p.m. (recess), 9:22 p.m. (reconvened)

Chair adjourned the meeting at 10:33 p.m.



## **Planning and Development Committee Meeting**

### **Minutes**

Date: September 10, 2019

Time: 9:30 am

Location: Council Chambers Level 2, City Hall

Members Present: Paul Sharman (Chair), Rory Nisan, Kelvin Galbraith, Lisa Kearns, Shawna Stolte, Angelo Bentivegna, Mayor Marianne Meed Ward

Staff Present: Tim Commisso, Mary Battaglia, Joan Ford, Chris Glenn, Heather MacDonald, Allan Magi, Vito Tolone, David Thompson (Audio/Video Specialist), Suzanne Gillies (Clerk)

#### **1. Declarations of Interest:**

None.

#### **2. Statutory Public Meetings:**

##### **2.1 Statutory public meeting and recommendation of refusal of rezoning application for the hydro corridor north of 1801 Walker's Line (PB-16-19)**

The Planning and Development Committee, in accordance with Section 34 of the Planning Act, as amended, held Public Meeting No. 14-19 on September 10, 2019 regarding the refusal of the proposed Zoning By-law amendment for 1801 Walker's Line. Having considered the oral and written comments received from staff and delegations, the Development and Infrastructure Committee received PB-16-19 for consideration.

Moved by Mayor Meed Ward

Refuse the application for a zoning by-law amendment submitted by Greg Poole & Associates Inc. on behalf of Walker's Mews Limited, for the establishment of a parking lot within a portion of the hydro corridor located at the southeast corner of Walker's Line and Upper Middle Road.

**CARRIED**



- a. Staff presentation regarding refusal of rezoning application for the hydro corridor north of 1801 Walker's Line (PB-16-19)
- 2.2 Statutory public meeting – 2085 Pine Street official plan amendment and rezoning applications (PB-63-19)

The Planning and Development Committee, in accordance with Section 34 of the Planning Act, as amended, held Public Meeting No.15-19 on September 10, 2019 to receive the proposed plan of condo building and zoning by-law amendment for 2085 Pine Street. Having considered the oral and written comments received from staff and delegations, the Development and Infrastructure Committee received PB-63-19 for consideration.

Moved by Mayor Meed Ward

Receive and file department of city building report PB-63-19 regarding official plan amendment and rezoning application for 2085 Pine Street.

**CARRIED**

- a. Staff presentation regarding 2085 Pine Street official plan amendment and rezoning applications. (PB-63-19)
- b. Roland Tanner, Engaged Citizens of Burlington, expressed concerns with the proposed plan for a condo building and zoning by-law amendment for 2085 Pine Street as it relates to density and compatibility with existing community. (PB-63-19)
- c. Karen Bennett, Glen Schnarr and Associates provided information and a presentation regarding the application for official plan amendments and rezoning regarding 2085 Pine Street. (PB-63-19)
- d. Alex Temporale, ATA Architects Inc. provided information and a presentation regarding the design of the proposed condo building for 2085 Pine Street. (PB-63-19)
- e. Gary Care expressed concerns with the proposed plan for a condo building and zoning by-law amendment for 2085 Pine Street as it relates to density and compatibility with existing community. (PB-63-19)
- f. Don Wilson expressed concerns with the proposed plan for a condo building and zoning by-law amendment for 2085 Pine Street as it relates to density and compatibility with existing community. (PD-63-19)

- g. Norman Chang expressed concerns with the proposed plan for a condo building and zoning by-law amendment for 2085 Pine Street as it relates to density and compatibility with existing community. (PB-63-19)

**3. Delegation(s):**

- 3.1 Brian Dean spoke regarding Downtown Streetscape Guidelines (PB-62-19)
- 3.2 Mary Alice St. James, Active Community Teamwork, spoke in support of staff direction regarding Airbnb's (PD-07-19)
- 3.3 Resident of Ward 4 written submission read by Mary Alice St. James in support of the staff direction regarding Airbnb's (PD-07-19)

**4. Consent Items:**

- 4.1 Heritage Burlington 2017/2018 annual report and 2019 objectives (CL-12-19)

Moved by Councillor Nisan

Receive and file clerks department report CL-12-19 providing Heritage Burlington Citizen Advisory Committee's 2017/2018 annual report and objectives for 2019.

**CARRIED**

**5. Regular Items:**

- 5.1 New Skyway Community Centre (CW-48-19)

Moved by Mayor Meed Ward

Direct the Executive Director of Capital Works and the Director of Parks and Recreation to report back on the Class B<sup>1</sup> costing for the new Skyway Community Centre based on the conceptual design as outlined in report capital works department report CW-48-19; and

Direct the Executive Director of Capital Works to review the new Skyway Community Centre project for inclusion in the 2020 Capital Budget based on the estimated costing; and

Direct the Office of the City Manager to seek any additional senior government and other funding opportunities for the new Skyway Community Centre should they arise.

**CARRIED**

5.2 Burlington Sound of Music Festival (COW-11-19)

Moved by Mayor Meed Ward

Reinstate a non-voting ex-officio Council member on the Sound of Music Festival Board of Directors.

**CARRIED**

5.3 Rainbow Crosswalk (COW-13-19)

Moved by Mayor Meed Ward

Direct the Director of Transportation Services to work with Councillor Kelvin Galbraith and the Aldershot Community in determining the most suitable location(s) to install rainbow crosswalks in the City of Burlington in recognition of Pride and inclusivity; and

That the installation(s) be completed prior to Pride Month 2020. (SD-27-19)

**CARRIED**

5.4 Freeman Station steam locomotive and rail cars (MO-15-19)

Moved by Mayor Meed Ward

Direct the Director of Finance to provide a funding commitment of \$150,000 from the Tax Rate Stabilization Reserve Fund to acquire and relocate a vintage steam engine and 2 passenger cars, with the expectation that future fundraising by the Friends of Freeman Station for this project be used to fully repay the city's funding commitment; and

Authorize the Mayor and City Clerk to write a letter confirming the city's funding commitment to be included in the Friends of Freeman Station's application package to the St. Lawrence Parks Commission to receive and relocate these items; and

Request that the Friends of Freeman Station report back to Committee on the outcome of their application and associated fundraising plans; and

Direct the City Manager to report back on a long term sustainable business plan for the Freeman Station and associated Rail assets.

**CARRIED**

5.5 Traffic management strategies (TS-16-19)

Moved by Councillor Kearns

Receive and file transportation services department report TS-16-19 regarding traffic management strategies.

**CARRIED**

5.6 Relocation of Bingo Connection (PB-67-19)

Moved by Mayor Meed Ward

Approve the proposed relocation of Bingo Connection from 484 Plains Road East to 1881 Fairview Street as submitted in Appendix A in department of city building report PB-67-19.

**CARRIED**

5.7 Downtown Streetscape Guidelines (PB-62-19)

Moved by Councillor Kearns

Approve the Downtown Streetscape Guidelines, **using Option 3 amended to modify the heritage theme for the Mixed-use Commercial District from Burlington to Martha**, included as Appendix A to department of city building report PB-62-19 dated July 2019; and

Direct the Director of City Building to proceed with the next steps outlined in department of city building report PB-50-19 including updating the engineering / urban design detail standards to implement the Downtown Streetscape Guidelines; and

**Direct the City Manager to report back on the development of a multi-year downtown public realm infrastructure revitalization plan including opportunities for funding from the other levels of government; and**

**Direct the Director of City Building to report back prior to construction on opportunities to install unit pavers at select intersections and potentially with funding from upper levels of government.**

**CARRIED**

5.8 Panhandling on streets in the City of Burlington (CM-19-19)

Moved by Councillor Nisan

Direct the City Manager and the Director of City Building to:

- Continue to work with the Halton Poverty Roundtable (part of the United Way) as part of their broader communication to residents about poverty; and
- Update the city's website to provide information on how residents can assist those in need including donating money; and
- Prepare communication material for ward-specific newsletters with information for residents; and
- Continue to work with the Halton Regional Police to monitor panhandling on streets in the City; and

**Create a social media campaign to provide information to the public that will link to the information on the City website; and**

**Provide information in an issue of the City Talk newsletter with in the next year that will also provide a link with how to get more information on the City website; and**

**Report back to the Planning and Development Committee by Q3 2020 on what initiatives have been completed and what impact they have had.**

**CARRIED**

Amendment:

Moved by Councillor Nisan

**Create a social media campaign to provide information to the public that will link to the information on the City website; and**

**Provide information in an issue of the City Talk newsletter with in the next year that will also provide a link with how to get more information on the City website; and**

**Report back to the Planning and Development Committee by Q3 2020 on what initiatives have been completed and what impact they have had.**

**CARRIED**

Amendment:

Moved by Councillor Nisan

Report back to the Planning and Development Committee by the end of 2019 on the possibility of a by-law that would target drivers donating money to panhandlers.

**LOST**

5.9 Staff direction regarding Airbnb's (PD-07-19)

Moved by Councillor Stolte

Direct the Director of City Building to report back to the Planning and Development Committee meeting of October 8, 2019 with options to regulate operations related to Short-Term Accommodation rentals, including immediate, medium term and long-term options. (SD-28-19)

**CARRIED**

5.10 Red Tape Red Carpet Task Force recommendations (MO-10-19)

Moved by Mayor Meed Ward

Direct the City Manager to begin implementation of the following recommendations as listed below and develop an implementation dashboard with task, point agency and timelines, providing progress updates to council each month.

Cutting Red Tape:

1. Establish a position at City Hall to act as our Chief of Business Development, serving as a primary outreach for attracting new businesses to Burlington, overseeing and expediting applications through the system and reporting progress and obstacles regularly to City Council and the City Manager **via a monthly dashboard**(See Appendix A for roles and responsibilities).

2. Develop and implement targets and Key Performance Indicators (KPIs), including timelines for processing business applications, for all staff in planning, building & development teams.
3. Streamline and optimize the zoning, site grading and Committee of Adjustment processes for faster execution and resolution, considering recommendations from industry professionals (see Appendix B).
4. Optimize the City of Burlington website with relevant, informative and easy-to-find content that is search-optimized and externally marketed in order to support businesses through their journey with us.
5. Implement improved customer service technology including a self-serve online portal for applicants including the ability to submit and check on the status of their applications.
6. Explore additional paid “Fast Track” options for rush projects and business applications in areas in addition to the existing fast track for building permits, while also ensuring the delivery date results in a firm decision.
7. Foster a strong and meaningful culture of high performance and employee recognition.
8. Review the agribusiness rules, zoning, and definitions to encourage diversified use and help support economic sustainability for our rural/farming businesses.
9. Establish a rural-point-of-contact person who can navigate agriculture requests (business or otherwise) with other agencies.
10. Target completion of all minor site plan reviews and zoning clearances within 30 days.
11. Implement an acceptable Standard Deviation for development related plans and drawings that better accounts for the use of imperial measurements (e.g. 0.00m or 3/16”).

#### **Rolling out the Red Carpet:**

1. Develop a clear vision and associated branding strategy at the City of Burlington with respect to business attraction and development.
2. Mayor and leadership team act as Chief Salespeople, actively seeking out opportunities to bring new business to Burlington.

3. Make business attraction/retention a standing item for discussion at all Planning & Development Committee meetings.
4. Launch monthly Subject Matter Expert (SME) drop-in sessions where businesses can come ask questions and get advice and guidance from experts from the City of Burlington and partner organizations.
5. Create an “Open for Business” customer service window, ideally on the first floor of City Hall, co-locating key staff from different business-related departments for easy public access and on-the-spot collaboration & problem solving.
6. Review the efficiency, effectiveness and optimal structure of the Burlington Economic Development Corporation and TechPlace, as well as the opportunity for a Municipal Development Corporation, in achieving the city’s business attraction and retention goals (see companion report listed on July 8, 2019 COW agenda: M0-04-19).
7. City Manager to review and implement changes to the City’s organizational structure and business processes to give priority strategic focus to enhanced economic and business development working closely with the BEDC.
8. Explore opportunities to use city parking supply as a leverage for business attraction and address existing downtown parking challenges.
9. Consider the establishment of a venture capital fund to support business attraction (use Innisfil Accelerates as an example/model – [innisfilaccelerates.ca](http://innisfilaccelerates.ca)).
10. Increase municipal advocacy by the Mayor and senior leaders at the City of Burlington with other levels of government and partner agencies to speed up their approvals as part of the overall development process.
11. **Develop a Brownfield Community Improvement Plan for the City of Burlington with said plan to include redevelopment goals, specific targets, actions, and an implementation and monitoring strategy.**

**CARRIED**



- 5.11 Amendment to Nuisance and Noise By-law 19-2003 and results from Halton Regional Police Service's pilot project to stop noisy moving vehicles (MO-11-19)

Moved by Mayor Meed Ward

Direct the Director of City Building to amend Nuisance and Noise By-Law 19-2003 to include language that prohibits the use of air horns at all public events; and

Direct the Director of Transportation, in partnership with Halton Regional Police Service to report back on the results of the Halton Regional Police Service's blitz on excessively noisy moving vehicles this summer/fall.

**CARRIED**

- 5.12 Green parking lot design guidelines for new parking lot at John and Caroline Streets and future builds (MO-12-19)

Moved by Councillor Sharman

Refer Mayor's Office report MO-12-19 regarding green parking lot design guidelines to the Council meeting on September 23, 2019.

**CARRIED**

- 5.13 Staff direction regarding Nelson Quarry (PD-08-19)

Moved by Councillor Nisan

Direct the Director of City Building to report back to the Planning and Development Committee on the land use development application and review process related to the proposed Nelson Quarry expansion, including but not limited to the following:

- summary of the process including decision points
- anticipated timeline for process steps
- roles and responsibilities of review agencies
- a summary of process and outcomes of the previous proposal for expansion
- a summary of any new provincial legislation related to aggregate resources (SD-29-19)

**CARRIED**

**6. Confidential Items:**

None.

**7. Procedural Motions:**

None.

**8. Information Items:**

Moved by Councillor Kearns

Receive and file the following 2 items, having been given due consideration by the Planning and Development Committee.

**CARRIED**

8.1 Staff presentation regarding new Skyway Community Centre (CW-48-19)

8.2 Staff presentation regarding Downtown Streetscape Guidelines (PB-62-19)

**9. Staff Remarks:**

**10. Committee Remarks:**

**11. Adjournment:**

10:30 a.m. (recessed), 10:35 a.m. (reconvened), 12:00 p.m. (recessed), 1:00 p.m. (reconvened), 3:17 p.m. (recessed) 3:25 p.m. (reconvened) 4:01 p.m. (recessed) 6:30 p.m. (reconvened)

Councillor Nisan left at 4:01 p.m.

Chair adjourned the meeting at 8:39 p.m.



## **Audit Committee Meeting**

### **Minutes**

Date: September 11, 2019  
Time: 3:30 pm  
Location: Council Chambers Level 2, City Hall

Members Present: Angelo Bentivegna, Lisa Kearns (Vice Chair), Mayor Marianne Meed Ward, Phillip Chisulo, Aaron Mendaglio, Etienne Durafour  
Member Regrets: Paul Sharman (Chair), Mathew Moore  
Staff Present: Tim Commisso, Joan Ford, Sheila Jones, Sandy O'Reilly, Nancy Shea-Nicol, Christine Swenor, David Thompson (Audio/Video Specialist), Suzanne Gillies (Clerk)

#### **1. Declarations of Interest:**

None.

#### **2. Delegation(s):**

None.

#### **3. Consent Items:**

##### **3.1 Status of audit work plan, budget and performance metrics (CA-10-19)**

Moved by: Aaron Mendaglio

Receive and file city auditor's office report CA-10-19 providing the status of the 2019 audit work plan (Appendix A), performance metrics (Appendix B), and budget as of July 31, 2019.

**CARRIED**

##### **3.2 Summary of in progress management action plans (CA-11-19)**

Moved by: Aaron Mendaglio

Receive and file city auditor's office report CA-11-19 providing a summary of the management action plans in progress to address high- and low- risk issues as detailed in Appendix A.

**CARRIED**

3.3 Financial highlights for the period ended June 30 2019 (F-35-19)

Moved by: Aaron Mendaglio

Receive and file report F-35-19 providing financial highlights for the period ended June 30 2019

**CARRIED**

3.4 Evaluation of the external auditors (F-36-19)

Moved by: Aaron Mendaglio

Receive and file finance department report F-36-19 providing an evaluation of the external auditors

**CARRIED**

**4. Regular Items:**

4.1 Fraudulent vendor payment update (L-20-19)

Moved by: Mayor Meed Ward

Receive and file legal department report L-20-19 regarding fraudulent payment update.

**CARRIED**

4.2 Cyber security update (staff presentation) (A-03-19)

4.3 Annual information technology services update (IT-02-19)

Moved by: Mathew Moore

Receive and file information report IT-02-19 providing an annual information technology assurance update.

**CARRIED**

4.4 Summary of audit results - GL account reconciliation follow up (CA-12-19)

Moved by: Councillor Bentivegna

Receive and file city auditor's office report CA-12-19 providing summary of audit results – GL account reconciliation follow-up audit in Appendix A.

**CARRIED**

**5. Confidential Items:**

5.1 Confidential appendices to fraudulent vendor payment update (L-20-19)

**6. Procedural Motions:**

Moved by: Mayor Meed Ward

Move into closed session at 4:35 pm.m in accordance with the following provisions under the Municipal Act:

section 239(2) (a) the security of the property of the municipality or local board, with respect to confidential appendices A & B of legal department report L-20-19 regarding fraudulent payment updates; and

section 239(2)(a) litigation or potential litigation, including matters before administrative tribunals, affecting the municipality or local board, with respect to confidential appendix A of legal department report L-20-19 regarding fraudulent payment updates; and

section 239(2)(f) advise that is subject to solicitor-client privilege, including communications necessary for that purpose with respect to legal department report L-20-19 regarding fraudulent payment updates

**CARRIED**

Moved by: Mayor Meed Ward

Motion to proceed into public session at 5:34 p.m..

**CARRIED**

**7. Information Items:**

Moved by: Councillor Bentivegna

Receive and file the following 1 item, having been given due consideration by the Audit Committee.

7.1 Cyber security staff presentation (A-03-19)

**8. Staff Remarks:**

**9. Committee Remarks:**

**10. Adjournment:**

Chair adjourned the meeting at 5:37 p.m.



## **Committee of the Whole - Workshop Meeting**

### **Minutes**

Date: September 12, 2019  
Time: 9:30 am  
Location: City Hall (room 247 and Council Chambers)

Members Present: Shawna Stolte (Chair), Angelo Bentivegna, Kelvin Galbraith, Lisa Kearns, Paul Sharman, Mayor Marianne Meed Ward

Member Regrets: Rory Nisan

Staff Present: Tim Commisso, Mary Battaglia, Laura Boyd, Sue Connor, Joan Ford, Chris Glenn, Sheila Jones, Heather MacDonald, Allan Magi, Angela Morgan, Nancy Shea-Nicol, Christine Swenor, Vito Tolone, David Thompson (Audio/Video Specialist), Suzanne Gillies (Clerk)

#### **1. Declarations of Interest:**

None.

#### **2. Regular Items:**

- 2.1 Workshop on good governance and respect in the workplace part 2 - Lauren Bernardi, Bernardi Human Resource Law
- 2.2 Local input Into the Region of Halton's Integrated Growth Management Strategy (PB-19-19)

Moved by: Councillor Kearns

Receive and file department of city building report PB-19-19 regarding the "City of Burlington Growth Analysis Study, (June 2019)", prepared by Dillon Consulting and Watson and Associates for the purpose of informing the growth analysis work being undertaken by Halton Region through the Integrated Growth Management Strategy (IGMS);

Direct the City Clerk to forward a copy of Report PB-19-19 on the City of Burlington Growth Analysis Study to Halton Region; and

Direct the Director of City Building to report back to Council on Halton Region's IGMS in the Fall of 2019.

**CARRIED**

**3. Procedural Motions:**

Moved by: Councillor Kearns

Moved into closed session at 9:39 a.m. in accordance with the following provision under the Municipal Act: section 239(3.1) educational or training of the members where at the meeting, no member discusses or otherwise deals with any matter in a way that materially advances the business or decision-making of the council, local board or committee with respect to good governance and respect in the workplace training part 2.

**CARRIED**

Moved by: Mayor Meed Ward

Motion to move into public session.

**CARRIED**

**4. Information Items:**

Moved by: Mayor Meed Ward

Receive and file the following 1 item, having been given due consideration by the Committee of the Whole Workshop.

**CARRIED**

4.1 Staff presentation regarding local input into the Region of Halton's Integrated Growth Management Strategy (PB-19-19)

**5. Staff Remarks:**

**6. Committee Remarks:**

**7. Adjournment:**

11:15 a.m. (recessed), 1:00 p.m. (reconvened)

Chair adjourned the meeting at 3:42 p.m.





## **Planning and Development Committee - Public**

### **Minutes**

Date: September 17, 2019  
Time: 6:30 pm  
Location: Council Chambers Level 2, City Hall

Members Present: Paul Sharman (Chair), Rory Nisan, Kelvin Galbraith, Lisa Kearns, Shawna Stolte, Angelo Bentivegna, Mayor Marianne Meed Ward

Staff Present: Tim Commisso, Heather MacDonald, David Thompson (Audio/Video Specialist), Lisa Palermo (Clerk)

#### **1. Declarations of Interest:**

None.

#### **2. Statutory Public Meeting:**

The Planning and Development Committee, in accordance with Section 34 of the Planning Act, as amended, held Public Meeting No. 16 -19 on September 17, 2019 to approve the proposed Zoning By-law amendments to amend city-wide residential and non-residential parking rates. Having considered the oral and written comments received from staff and delegations, the Planning and Development Committee approved report PB-65-19.

##### **2.1 Zoning by-law amendments for city-wide parking rates (PB-65-19)**

Moved by Councillor Bentivegna

Approve Zoning By-law 2020.414 attached as Appendix A to department of city building report PB-65-19 to amend City-wide residential parking rates; and

Approve Zoning By-law 2020.415 attached as Appendix B to department of city building report PB-65-19 to amend City-wide non-residential parking rates; and

Deem that Zoning By-law 2020.414 and Zoning By-law 2020.415 conform to the City of Burlington Official Plan.

**CARRIED**

**3. Delegation(s):**

- 3.1 Cora MacLeod spoke regarding the Waldorf School site plan application and expressed concerns regarding the removal of trees. (PB-66-19)
- 3.2 Susan Ramsay spoke on behalf of a group of neighbours regarding the Waldorf School site plan application and expressed concerns with safety due to increased traffic. (PB-66-19)

**4. Consent Items:**

None.

**5. Regular Items:**

- 5.1 Waldorf School site plan application (PB-66-19)

Moved by Councillor Galbraith

Approve the site plan application submitted by Green Propeller Design Inc. on behalf of the Halton Waldorf School subject to the conditions as attached in Appendix A to department of city building report PB-66-19.

**CARRIED**

**6. Confidential Items:**

None.

**7. Procedural Motions:**

None.

**8. Information Items:**

None.

**9. Staff Remarks:**

**10. Committee Remarks:**

**11. Adjournment:**

Chair adjourned the meeting at 7:53 p.m.



**SUBJECT: Burlington Hydro By-Laws for Approval**

**TO: Mayor and Members of Council**

**FROM: City Manager's Office**

Report Number: CM-21-19

Wards Affected: All

File Numbers: 155-03-01

Date to Committee: September 23, 2019

Date to Council: September 23, 2019

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**Recommendation:**

Approve report CM-21-19.

**Purpose:**

A City that Grows

- Promoting Economic Growth

A Healthy and Greener City

- Environmental and Energy Leadership

An Engaging City

- Good Governance
- 

**Background and Discussion:**

Report CM-21-19 is a follow up to report CM-10-19 which went to Committee of the Whole on June 10, 2019 and was approved at Council on June 17, 2019. The only items not included in the original report were the two by-laws which required some minor adjustments as required by the City of Burlington as the sole shareholder.

This work has now been completed, and so the by-laws are presented to Council for approval, before they are signed by the Board of Burlington Hydro Inc. and Burlington Enterprises Corporation.

### **Financial Matters:**

Not applicable

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### **Connections:**

The City of Burlington is the sole shareholder of Burlington Hydro Inc.

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### **Public Engagement Matters:**

CM-21-19 is a follow up report to CM-10-19 which was on a public standing committee agenda for the community.

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### **Conclusion:**

Report CM-21-19 is presenting the final by-laws for Burlington Hydro Inc. and Burlington Enterprises Corporation for Council approval.

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Respectfully submitted,

Leah Bisutti

Manager of Corporate Policy Initiatives

(905) 335-7600, x 7790

### **Appendices:**

- A. By-law for Burlington Hydro Inc.
- B. By-law for Burlington Enterprises Corporation

### **Notifications:**

Gerry Smallgange, CEO Burlington Hydro

### **Report Approval:**

All reports are reviewed and/or approved by Department Director, Director of Finance and Director of Legal. Final approval is by the City Manager.

## BY-LAW 1

A by-law relating generally to the transaction of the business and affairs of:

**BURLINGTON HYDRO INC.**

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## ARTICLE ONE – INTERPETATION

### 1.1 DEFINITIONS

In this by-law and all other by-laws, unless the context otherwise requires:

- (a) “Act” means the *Business Corporations Act* (Ontario) or any successor statute, as amended from time to time, and the regulations thereunder;
- (b) “appoint” includes “elect” and vice –versa;
- (c) “articles” means the original or restated articles of incorporation, articles of amalgamation, articles of continuance, articles of reorganization or other instrument of incorporation of the Corporation, as from time to time amended;
- (d) “board” means the board of directors of the Corporation
- (e) “by-laws: means all by-laws of the Corporation from time to time in effect;
- (f) “Corporation” means Burlington Hydro Inc.;
- (g) “directors” means directors of Corporation;
- (h) “holiday” means Sunday and any other day that is a holiday as defined in the *Interpretation Act* (Ontario) or any successor statute, as amended from time to time;
- (i) “person” includes an individual, body corporate, sole proprietorship, partnership, syndicate, an unincorporated association or organization, joint venture, trust, employee benefit plan, government or any agency or political subdivision thereof, and a natural person acting as trustee, executor, administrator or other legal representative;
- (j) “recorded address” means, with respect to a single shareholder, his or her latest address as recorded in the securities register of the Corporation; with respect to joint shareholders, the first address appearing in the securities register in respect of their joint holding; and with respect to any other person, but subject to the Act, his or her latest address as recorded in the records of the Corporation or otherwise known to the secretary;
- (k) “signing officer” means, in relation to any contract or document, any one of the persons authorized to sign the same on behalf of the Corporation by this by-law or by a resolution passed; and pursuant to it, and

### 1.2 FURTHER INTERPRETATION

- (a) Subject to the foregoing, words or expressions that are defined in the Act have the same meaning when used in the by-laws, unless otherwise defined herein
- (b) Words importing the singular include the plural and vice-versa, words importing any gender include the masculine, feminine and neuter genders, and headings are for convenience of reference only and shall not affect the interpretation of the by-laws.

## ARTICLE TWO - BUSINESS OF THE CORPORATION

### 2.1 REGISTERED OFFICE

The registered office of the Corporation shall be located at such address within the requisite municipality or geographic township as the board may determine from time to time.

### 2.2 SEAL

The Corporation may have a seal in such form as the board may determine from time to time.

### 2.3 FINANCIAL YEAR

The financial year of the Corporation shall end on such day of the year as the board may determine from time to time.

### 2.4 EXECUTION OF INSTRUMENTS

Contracts or documents requiring execution by the Corporation may be signed by any two officers. All contracts or documents so signed shall be binding upon the Corporation without further authorization or formality. However, the board may direct from time to time the manner in which and the person by whom any particular contract or document or class of contracts or documents may or shall be signed. Any officer of the Corporation may affix the seal, if any, of the Corporation to any contract or document, and may certify a copy of any resolution or of any by-law or contract or document of the Corporation to be a true copy thereof. Subject to the provisions of this by-law relative to share certificates and to the Act, and if authorized by the board, the corporate seal, if any, of the Corporation and the signature of any signing officer may be mechanically or electronically reproduced upon any contracts or documents of the Corporation. Any such facsimile signature shall bind the Corporation notwithstanding that any signing officer whose signature is so reproduced may have ceased to hold office at the date of delivery or issue of such contracts or documents. The term “contracts or documents” shall include deeds, mortgages, hypothecs, charges, conveyances, transfers and assignments of property (real or personal, immovable or movable, legal or equitable), agreements, releases, receipts and discharges for the payment of money, share certificates and other securities, warrants and all instruments in writing.

### 2.5 EXECUTION IN COUNTERPART

Any articles, notice, resolution, requisition, statement or other document required or permitted to be executed by more than one person may be executed in several documents of like form, each of which is executed by one or more of such persons, and such documents, when duly executed by all persons required or permitted, as the case may be, to do so, shall be deemed to constitute one document and to bear date as of the date of execution thereof by the last such person.

### 2.6 EXERCISE OF CORPORATION'S VOTING RIGHTS

Except as otherwise directed by the board, the person authorized to sign contracts or documents on behalf of the Corporation may execute and deliver instruments of proxy and may arrange for the issuance of voting certificates or other evidence of the right to exercise the voting rights attaching to any securities held by the Corporation and such instruments, certificates or other evidence shall be in favour of such person as may be

determined by the signing officers. However, the board may direct from time to time the manner in which and the person by whom any particular voting rights may or shall be exercised.

## 2.7 BANKING AGREEMENTS

The banking business of the Corporation shall be transacted with such banks, trust companies or other persons as the board may designate from time to time and all such banking business shall be transacted on behalf of the Corporation by such persons and to such extent as the board may determine from time to time.

# ARTICLE THREE - BORROWING AND SECURITIES

## 3.1 BORROWING POWER

Without limiting the borrowing powers of the Corporation as set forth in the Act, the board may from time to time on behalf of the Corporation, without authorization of the shareholder:

- (a) borrow money on the credit of the Corporation;
- (b) issue, reissue, sell or pledge bonds, debentures, notes or other evidences of indebtedness or guarantee of the Corporation, whether secured or unsecured;
- (c) to the extent permitted by the Act, give a guarantee on behalf of the Corporation to secure performance of any present or future indebtedness, liability or obligation of any person; and
- (d) mortgage, hypothecate, pledge or otherwise create a security interest in all or any currently owned or subsequently acquired real or personal, movable or immovable, property of the Corporation including book debts, rights, powers, franchises and undertakings, to secure any such bonds, debentures, notes or other evidences of indebtedness or guarantee or any other present or future indebtedness, liability or obligation of the Corporation.

Nothing in this section limits or restricts the borrowing of money by the Corporation on bills of exchange or promissory notes made, drawn, accepted or endorsed by or on behalf of the Corporation.

## 3.2 DELEGATION

The board may from time to time delegate to a committee of the board, a director or an officer of the Corporation or any other person as may be designated by the board all or any of the powers conferred on the board by section 3.1 or by the Act to such extent and in such manner as the board may determine at the time of each such delegation.

# ARTICLE FOUR – DIRECTORS

## 4.1 POWERS OF THE BOARD OF DIRECTORS

The board of directors shall manage or supervise the management of the business and affairs of the Corporation.

## 4.2 NUMBER OF QUORUM OF DIRECTORS

The number of directors, including the number to be elected at the annual meeting, shall be seven (7). The number of directors from time to time required to constitute a quorum for the transaction of business at a meeting if the board shall be majority.

## 4.3 QUALIFICATIONS

No person shall be a director if the person is not an individual or is less than 18 years of age or is bankrupt or is found by a court to be of unsound mind. Except as permitted by the Act a majority of the directors shall be resident Canadians but when the required number of directors is two, only one of them need be a resident Canadian.

## 4.4 ELECTION AND TERM

- a) Five directors shall be independent directors elected to hold office for a maximum of three (3) consecutive two (2) year terms, unless otherwise permitted to service additional terms by special resolution of the shareholders. An independent director shall be further eligible to serve an additional two (2) year term if, during the director's appoint, the director serves as Chair or Vice-Chair. The incumbent directors continue in office until their respective successors are duly elected, unless their respective offices are earlier vacated. A director ceases to hold office when he or she dies, resigns, is removed or ceases to be qualified to be a director or when his or her successor is duly elected.
- b) Ex Officio Directors: The Mayor and City Manager of the City of Burlington shall be ex officio directors of the board, with full voting and participation rights

## 4.5 RESIGNATION

An independent director may resign his or her office by delivering or sending his or her resignation in writing to the Corporation and such resignation shall be effective when it is received by the Corporation or at such time as may be specified in the resignation, whichever is later.

## 4.6 REMOVAL

Subject to the Act, the shareholders entitled to elect a director may, by resolution at a meeting of shareholders, remove any director from the office and may at the same meeting fill the vacancy created by such removal, failing which the vacancy may be filled by the remaining directors if a quorum of the board remains in office.

## 4.7 VACANCIES

Notwithstanding vacancies but subject to the Act, the remaining directors may exercise all the powers of the board as long as a quorum of the board remains in office. Subject to the articles, any vacancy in the board among directors whose election is not the exclusive right of the holders of any class or series of shares may be filled for the remainder of the unexpired term by:

- (a) the shareholders at a special meeting called for the purpose; or

- (b) the remaining directors (notwithstanding that a majority of those acting are not resident Canadians), unless: (i) there is no quorum; (ii) the vacancy results from a failure to elect the number of directors required to be elected at any meeting of shareholders; (iii) the vacancy results from an increase in the number or maximum number of directors fixed by the articles; or (iv) the directors have been empowered by special resolution of the shareholders to determine the number of directors within the range provided for in the articles and the number of directors in office after the filling of the vacancy would be greater than one and one-third times the number of directors required to be elected at the last preceding annual meeting of shareholder; in any of which events the directors then in office shall forthwith call a special meeting of shareholders to fill the vacancy, and if they fail to call the meeting or if there are no directors then in office, the meeting may be called by any shareholder.

#### 4.8 CALLING MEETINGS

Meetings of the board shall be held from time to time at such places within or outside Ontario (or by such communications facilities as are permitted by law) on such days and at such times as the Chair or any two directors may determine, and the secretary shall give notice of any such meeting when directed by the person calling it as aforesaid. In any financial year of the Corporation a majority of the meetings of the board may be held within or outside Canada.

#### 4.9 NOTICE

Notice of the time and of the place or manner of participation for every meeting of the board shall be sent to each director not less than 48 hours (excluding Saturdays and holidays) otherwise, before the time of the meeting. A meeting of the board may resume without further notice following an adjournment if the time and place for resuming the meeting are announced at the meeting prior to the adjournment. Reference is made to Article Eleven.

#### 4.10 FIRST MEETING OF NEW BOARD

Each newly constituted board may hold its first meeting without notice for routine organizational purposes on the same day as the meeting of shareholders at which such board is elected.

#### 4.11 REGULAR MEETING

The board may appoint a day or days in any months for regular meetings of the board to be held at a place or by communications facilities and at an hour to be named. A copy of any resolution of the board fixing the time and place or manner of participations for such regular meetings shall be sent to each director forthwith after being passed and to each director elected or appointed thereafter, but no other notice shall be required for any such regular meeting.

#### 4.12 CANADIAN MAJORITY

No business other than the filling of vacancy on the board shall be transacted at a meeting of the board unless a majority of the directors present are resident Canadians, except as permitted by the Act or where a resident Canadian director who is unable to be present approves in writing or by telephone or other communication facilities the business transacted at the meeting and a majority of resident Canadian directors would have been present had that director been present at the meeting.

#### 4.13 MEETINGS BY TELEPHONE

If all directors present at or participating in the meeting consent (which consent may be given at any time), a meeting of the board may be held by means of such telephone, electronic or other communication facilities as permit all persons participating in the meeting to communicate with each other simultaneously and instantaneously, and each director participating in such a meeting by such means shall be deemed to be present at the meeting.

#### 4.14 CHAIR

The Chair or, in his or her absence, the Vice-Chair shall be chair of any meeting of the board. Should neither the Chair nor the Vice-Chair be present at a meeting, the directors at any such meeting shall, subject to quorum, designate a director to chair such meeting.

#### 4.15 VOTING

At all meetings of the board every question shall be decided by a majority of the votes cast on the question. In case of an equality of votes the chair of the meeting shall not be entitled to a casting vote.

#### 4.16 SIGNED RESOLUTIONS

When there is a quorum of directors in office, a resolution in writing signed by all the directors entitled to vote thereon at a meeting of the board or any committee thereof is as valid as if passed at such meeting. Any such resolution may be signed in counterparts and if signed as of any date shall be deemed to have been passed on such date.

#### 4.17 REMUNERATION

Directors may be paid such remuneration for acting as directors and such sums in respect of their out of pocket expenses incurred in performing their duties as the shareholders may determine from time to time. Any remuneration or expenses so payable shall be in addition to any other amount payable to any director acting in another capacity.

### ARTICLE FIVE - COMMITTEES OF THE BOARD

#### 5.1 STANDING COMMITTEES

The following standing committees, being committees whose duties are continuous, shall be appointed by the board annually:

- a) Governance and Risk Committee
- b) Audit and Finance Committee
- c) Human Resources and Compensation Committee

#### 5.2 AD HOC COMMITTEES

The Board may, by resolution, establish ad hoc committees from time to time, which committees shall be constituted for specific purpose and have appointed specific duties, whose mandate shall expire with the completion of the tasks assigned.

### 5.3 MEMBERS

Committee members shall be appointed by the board from amongst its numbers.

### 5.4 AUTHORITY

Each committee may exercise only those powers lawfully delegated to it by the board under the Act, subject to the further understanding that the board's standing committees and ad hoc committees are advisory committees and, notwithstanding any purported delegation of duties or power, shall have nothing more than advisory powers.

### 5.5 FUNCTIONS, DUTIES, RESPONSIBILITIES AND POWERS OF COMMITTEES

The functions, duties, responsibilities and powers of committees shall be provided in the resolution of the Board by which such committee is established or in terms of reference adopted by the Board.

### 5.6 COMMITTEE MEMBERS, CHAIR

Unless otherwise provided by by-law or by board resolution, the board shall appoint the members of the committee, the chair of the committee (who shall be appointed from amongst the independent directors) and, if desirable, the vice-chair thereof (who shall be appointed from amongst the independent directors).

### 5.7 PROCEDURE

The members of each committee shall hold office while directors during the pleasure of the board or until their successors shall have been appointed. The board may fill any vacancy in a committee from among the directors. Unless otherwise determined by the board, each committee may fix its quorum, elect its chair and adopt rules to regulate its procedure. Subject to the foregoing, the procedure of each committee shall be governed by the provisions of this by-law which govern proceedings of the board so far as the same can apply except that a meeting of a committee may be called by any member thereof (or by any member or the auditor, in the case of an audit committee), notice of any such meeting shall be given to each member of the committee (or each member and the auditor, in the case of an audit committee) and the meeting shall be chaired by the chair of the committee or, in his or her absence, some other member of the committee. Each committee shall keep records of its proceedings and transactions and shall report all such proceedings and transactions to the board in a timely manner.

## ARTICLE SIX – OFFICERS

### 6.1 APPOINTMENT OF OFFICERS

From time to time the board may appoint a chair of the board from amongst the independent directors, a vice-chair who shall be appointed from amongst the independent directors, a president, one or more vice-presidents (to which title may be added words indicating seniority or function) a secretary, and such other officers as the board may determine, including one or more assistants to any of the officers so appointed. One person may hold more than one office. Except for the Chair and Vice-Chair of the board, the officers so appointed need not be directors.

## 6.2 APPOINTMENT OF NON-OFFICERS

The board may also appoint other persons to serve the Corporation in such other positions and with such titles, powers and duties as the board may determine from time to time.

## 6.3 TERMS OF EMPLOYMENT

The board may settle from time to time the terms of employment of the officers and other persons appointed by it and may remove at its pleasure any such person without prejudice to his or her rights, if any, to compensation under any employment contract. Otherwise each such person shall hold his or her office or position until he or she resigns or ceases to be qualified for his or her office or position or until his or her successor is appointed.

## 6.4 POWERS AND DUTIES OF OFFICERS

The board may from time to time specify the duties of each officer, delegate to him or her powers to manage any business or affairs of the Corporation (including the power to sub-delegate) and change such duties and powers, all insofar as prohibited by the Act. To the extent not otherwise so specified or delegated, and subject to the Act, the duties and powers of the officers of the Corporation shall be as follows:

- (a) Chair: The Chair shall, when present, preside at all meetings of the board and the shareholders.
- (b) Vice-Chair: During the absence or inability of the Chair to act, the Chair's duties and powers may be exercised by the Vice-Chair.
- (c) President: The president shall be the chief executive officer of the Corporation and shall have, subject to the authority of the board, general supervision and control of the business and affairs of the Corporation. He or she shall report to the board in a timely manner on the exercise of his or her powers. The president shall have, subject to the authority of the board, general management and direction of the operations of the Corporation.
- (d) Vice-President: Each vice-president shall exercise such powers and discharge such duties as the chief executive officer may prescribe from time to time. During the absence or disability of the president, his or her powers may be exercised and his or her duties may be discharged by the vice-president, or if there are more than one, by a vice-president in order of seniority (as determined by the board).
- (e) Secretary: The secretary, or his or her delegate, shall attend and act as secretary of all meetings of the board, its committees and shareholders. He or she shall send or cause to be sent all notices and documents the Corporation is required to send to shareholders, directors, the auditor, and governmental or regulatory officers, bodies or agencies. He or she shall prepare or cause to be prepared all lists of shareholders and all registers and records (other than accounting records) required under the Act and shall be the custodian of all books, papers, records, documents and other instruments belonging to the Corporation except to the extent that some other person has been appointed for that purpose, and of the stamp used for affixing the corporate seal, if any, of the Corporation. He or she shall also exercise such other powers and discharge such other duties as the board may prescribe from time to time.
- (f) Other Officers: The powers and duties of all other officers of the Corporation shall be such as the terms of their engagement call for or as the board may prescribe from time to time. Any of the powers and duties



of an officer to whom an assistant has been appointed may be exercised and discharged by such assistant, unless the board otherwise directs.

## 6.5 AGENTS AND ATTORNEYS

The board or any officer designated by it may from time to time appoint agents or attorneys for the Corporation in or out of Canada with such lawful powers (including the power to sub delegate) as may be thought fit.

# ARTICLE SEVEN - CONDUCT OF DIRECTORS AND OFFICERS & INDEMNITY

## 7.1 STANDARD OF CARE

Every director and officer of the Corporation in exercising his or her powers and discharging his or her duties shall act honestly and in good faith with a view to the best interests of the Corporation and shall exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.

## 7.2 DISCLOSURE OF INTEREST

A director or officer who now or in future is a party to, or is a director or officer of or has a material interest in another person who is a party to, any existing or proposed material contract or transaction with the Corporation shall in accordance with the Act disclose in writing to the Corporation or request to have entered in the minutes of meetings of the board the nature and extent of his or her interest. Except as permitted by the Act a director so interested shall not vote on any resolution to approve such contract or transaction. A general notice to the board by a director or officer that he or she is a director or officer of or has a material interest in a person and is to be regarded as interested in any contract made or transaction entered into with that person is a sufficient disclosure of interest in relation to any contract or transaction so made or entered into.

## 7.3 INDEMNITY

Every person who at any time is or had been a director or officer of the Corporation or who at any time acts or had acted at the Corporation's request as a director or officer of a body corporate of which the Corporation is or was a shareholder or creditor, and the heirs and legal representatives of every such person, shall at all times be indemnified by the Corporation in every circumstance where the Act so permits or requires. In addition and without prejudice to the foregoing and subject to the limitations in the Act regarding indemnities in respect of derivative actions, every person who at any time is or has been a director or officer of the Corporation or properly incurs or has properly incurred any liability on behalf of the Corporation or who at any time acts or has acted at Corporation's request (in respect of the Corporation or any other person), and his or her heirs and legal representatives, shall at all times be indemnified by the Corporation against all costs, charges and expenses, including an amount paid to settle an action or satisfy a fine or judgment, reasonably incurred by him or her in respect of or in connection with any civil, criminal or administrative action, proceeding or investigation (apprehended, threatened, pending, under way or completed) to which he or she is or may be made a party, or in which he or she is or may become otherwise involved, by reason of being or having been such a director or officer or by reason of so incurring or having so incurred such liability or by reason of so acting or having so acted (or by reason of anything alleged to have been done, omitted or acquiesced in by him or her in any such capacity or otherwise in respect of any of the foregoing), and all appeals therefrom, if:

- (a) He acted honestly and in good faith with a view to the best interests of the Corporation; and
- (b) In the case of a criminal or administrative action or proceeding that is enforced by a monetary penalty, he or she had reasonable grounds for believing his or her conduct was lawful.

Nothing in this section shall affect any other right to indemnity to which any person may be or become entitled by contract or otherwise, and no settlement or plea of guilty in any action or proceeding shall alone constitute evidence that a person did not meet a condition set out in clause (a) or (b) of this section or any corresponding condition to the Act. From time to time the board may determine that this section shall also apply to the employees of the corporation who are not directors or officers of the Corporation or to any particular one or more or class of such employees, either generally or in respect of a particular occurrence or class of occurrences and either prospectively or retroactively. From time to time thereafter the board may also revoke, limit or vary such application of this section.

#### 7.4 LIMITATION OF LIABILITY

So long as he or she acts honestly and in good faith with a view of the best interests of the Corporation, no person referred to in section 7.3 (including, to the extent it is then applicable to them, any employees referred to therein) shall be liable for any damage, loss, cost or liability sustained or incurred by the Corporation, except where so required by the Act.

#### 7.5 INSURANCE

Subject to the act, the Corporation may purchase liability insurance for the benefit of any person referred to in section 7.3.

## ARTICLE EIGHT – SHARES

### 8.1 DEALINGS WITH REGISTERED SHAREHOLDER

Subject to the Act, the Corporation may treat the registered owner of a share as the person exclusively entitled to vote, to receive notices, to receive any dividend or other payment in respect of the share and otherwise to exercise all the rights and powers of a holder of the share. The Corporation may, however, and where required by the Act shall treat as the registered shareholder any executor, administrator, heir, legal representative, guardian, committee trustee, curator, tutor, liquidator or trustee in bankruptcy who furnishes appropriate evidence to the Corporation establish his or her authority to exercise the rights relating to a share of the Corporation.

## ARTICLE NINE - DIVIDENDS AND RIGHTS

### 9.1 DIVIDENDS

Subject to the Act and the articles the board may from time to time declare dividends payable to the shareholders according to their respective rights and interests in the Corporation. Dividends may be paid in money or property or by issuing fully paid shares of the Corporation or options or rights to acquire such shares. The board shall determine the value of any such property, shares, options or rights and such determination shall be conclusive evidence of the value thereof.

## 9.2 DIVIDEND CHEQUES

A dividend payable to any shareholder in money may be paid by cheque payable to the order of the shareholder and shall be mailed to the shareholder by prepaid mail addressed to him or her at his or her recorded address unless he or she directs otherwise. In the case of joint holders the cheque shall be made payable to the order of all of them, unless such joint holders direct otherwise in writing. The mailing of a cheque as aforesaid, unless it is not paid on due presentation, shall discharge the Corporation's liability for the dividend to the extent of the amount of the cheque plus the amount of any tax thereon which the Corporation has properly withheld. If any dividend cheque sent is not received by the payee, the Corporation shall issue to such person a replacement cheque for a like amount on such reasonable terms as to indemnity, reimbursement of expenses and evidence of non-receipt and of title as the board or any person designated by it may require.

## 9.3 RECORD DATE FOR DIVIDENDS AND RIGHTS

The board may fix in advance a date preceding by not more than 50 clear days the date for the payment of any dividend or the making of any distribution or for the issue of any warrant or other evidence of right to acquire securities of the Corporation, as a record date for the determination of the persons entitled to receive payment of such dividend or distribution or to receive such right. In every such case only the persons who are holders of record of the relevant shares at the close of business on the date so fixed shall be entitled to receive payment of such dividend or distribution or to receive such right. Notice of any such record date fixed by the board shall be given as and when required by the Act. Where no such record date is fixed by the board, the record date for the determination of the persons entitled to receive payment of such dividend or distribution or to receive such right shall be the close of business on the day on which the board passes the resolution relating thereto.

# ARTICLE TEN - MEETINGS OF SHAREHOLDERS

## 10.01 SIGNED RESOLUTIONS

Subject to the Act, a resolution in writing signed by all the shareholders entitled to vote thereon at a meeting of shareholders is as valid as if passed at such a meeting and a resolution in writing dealing with all matters required by the Act to be dealt with at a meeting of shareholders and signed by all shareholders entitled to vote thereat satisfies all requirements relating to that meeting. Any such resolution may be signed in counterparts and if signed as of any date shall be deemed to have been passed on such date.

# ARTICLE ELEVEN – NOTICES

## 11.1 METHOD OF GIVING NOTICES

Any notice (which term includes any communication or document) to be given (which term includes sent, delivered or served) pursuant to the Act, the regulations thereunder, the articles, the by-laws or otherwise to a shareholder, director, officer, auditor or member of a committee of the board shall be sufficiently given if: (i) delivered personally to the person to whom it is to be given; (ii) if delivered to his or her recorded address; (iii) if mailed to him or her at his or her recorded address by prepaid ordinary or air mail; (iii) if sent to him or her at his or her recorded address by any means of prepaid transmitted or recorded communication; or (iv) if delivered by email to his or her last known email address. A notice so delivered shall be deemed to have been given when it is delivered personally or to the recorded address as aforesaid; a notice so mailed shall be deemed to have been given when deposited in a post office or public letter box; and a notice so sent by any means of transmitted or recorded communication shall be deemed to have been given when dispatched or delivered to the appropriate

communication company or agency or its representative for dispatch. The secretary may change or cause to be changed the recorded address of any shareholder, director, officer, auditor or member of a committee of the board in accordance with any information believed by him or her to be reliable

## 11.2 CHANGES IN RECORDED ADDRESS

The secretary may change the recorded address of any person in accordance with any information the secretary believes to be reliable.

## 11.3 COMPUTATION OF DAYS

In computing any period of days or clear days under the by-laws or the Act, the period shall be deemed to commence on the day following the event that begins the period and shall be deemed to end at midnight on the last day of the period except that if the last day of the period falls on a holiday, the period shall end at midnight of the day next following that is not a holiday.

## 11.4 OMISSIONS AND ERRORS

The accidental omission to give any notice to any person or the non-receipt of any notice by any person or any immaterial error in any notice shall not invalidate any action taken at any meeting held pursuant to such notice or otherwise founded thereon.

## 11.5 WAIVER OF NOTICE

Any person entitled to attend a meeting of shareholders or directors or a committee thereof may in any manner and at any time waive notice thereof, and attendance of any shareholder or his or her proxyholder or authorized representative or of any other person at any meeting is a waiver of notice thereof by such shareholder or other person except where the attendance is for the express purpose of objecting to the transaction of any business on the grounds that the meeting is not lawfully called. In addition, where any notice or document is required to be given under the articles or by-laws or the Act, the notice may be waived or the time for sending the notice or document may be waived or abridged at any time with the consent in writing of the person entitled thereto. Any meeting may be held without notice or on shorter notice than that provided for in the by-laws if all persons not receiving the notice to which they are entitled waive notice of or accept short notice of the holding of such meeting.

**[SIGNATURES FOLLOW]**

**ENACTED** this 6<sup>th</sup> day of May, 2019.

\_\_\_\_\_  
PRESIDENT

\_\_\_\_\_  
SECRETARY

The foregoing by-law is hereby enacted by the directors of the Corporation as evidenced by the respective signatures hereto of all of the directors of the Corporation in accordance with the provisions of section 129(1) of the *Business Corporations Act* (Ontario).

**DATED** the 6<sup>th</sup> day of May, 2019.

\_\_\_\_\_  
JOHN MAHEU

\_\_\_\_\_  
DAVID KERR

\_\_\_\_\_  
SUSAN KILBURN

\_\_\_\_\_  
PATRICIA VOLKER

\_\_\_\_\_  
SHERRY SMITH

\_\_\_\_\_  
MARIANNE MEED WARD

In lieu of confirmation at a general meeting of the shareholder, the foregoing by-law is hereby confirmed by the shareholders of the Corporation entitled to vote at a meeting of shareholders in accordance with the provisions of section 104(1) of the *Business Corporations Act* (Ontario), this 6<sup>th</sup> day of May, 2019.

**BURLINGTON ENTERPRISES CORPORATION**

Per: \_\_\_\_\_  
Gerry Smallegange, President

## **BY-LAW 1**

**A by-law relating generally to the transaction of the business and affairs of:**

### **BURLINGTON ENTERPRISES CORPORATION**

**(the "Corporation")**

#### **ARTICLE ONE INTERPRETATION**

1.01. Definitions: In this by-law and all other by-laws, unless the context otherwise requires:

- (a) "Act" means the *Business Corporations Act* (Ontario) or any successor statute, as amended from time to time, and the regulations thereunder;
- (b) "appoint" includes "elect" and vice-versa;
- (c) "articles" means the original or restated articles of incorporation, articles of amalgamation, articles of continuance, articles of reorganization or other instrument of incorporation of the Corporation, as from time to time amended;
- (d) "board" means the board of directors of the Corporation;
- (e) "by-laws" means all by-laws of the Corporation from time to time in effect;
- (f) "Corporation" means Burlington Enterprises Corporation;
- (g) "Council" means the City of Burlington Council;
- (h) "Director" means the Director appointed under the Act;
- (i) "directors" means directors of the Corporation;
- (j) "holiday" means any Saturday, Sunday or other day that is prescribed by legislation or regulation as a holiday in the Province of Ontario;
- (k) "meeting of Shareholder" includes an annual meeting of the Shareholder, a special meeting of the Shareholder and a meeting of the holders of any class or series of shares of the Corporation;
- (l) "person" includes an individual, body corporate, sole proprietorship, partnership, syndicate, an unincorporated association or organization, joint venture, trust, employee benefit plan, government or any agency or political subdivision thereof, and a natural person acting as trustee, executor, administrator or other legal representative;

- (m) "Procedural By-law" means By-law No. 64-2016 of the City of Burlington and any by-law that may be substituted therefor, as from time to time amended;
- (n) "recorded address" means, with respect to the Shareholder, its latest address as recorded in the securities register of the Corporation and with respect to any other person, but subject to the Act, his latest address as recorded in the records of the Corporation or otherwise known to the secretary;
- (o) "Shareholder" means the City of Burlington, and its successors and assigns, but only if the Shareholder is the sole shareholder of the Corporation;
- (p) "Shareholder Direction" means the document entitled "Shareholder Direction Relating to Burlington Enterprises Corporation " executed by the City of Burlington, as from time to time amended;
- (q) "signing officer" means, in relation to any contract or document, any one of the persons authorized to sign the same on behalf of the Corporation by this by-law or by a resolution passed pursuant to it;
- (r) subject to the foregoing, words and expressions that are defined in the Act have the same meanings when used in the by-laws; and
- (s) words importing the singular include the plural and vice-versa, words importing any gender include the masculine, feminine and neuter genders, and headings are for convenience of reference only and shall not affect the interpretation of the by-laws.

1.02. Shareholder Direction and Articles Govern: If any conflict shall appear between the by-laws of the Corporation and the provisions of the Shareholder Direction, the provisions of the Shareholder Direction shall govern.

## **ARTICLE TWO BUSINESS OF THE CORPORATION**

2.01. Registered Office: The registered office of the Corporation shall be located at such address within the requisite municipality or geographic township as the board may determine from time to time.

2.02. Seal: The Corporation may have a seal in such form as the board may determine from time to time.

2.03. Financial Year: The financial year of the Corporation shall end on such day of the year as the board may determine from time to time.

2.04. Execution of Instruments: Contracts or documents requiring execution by the Corporation may be signed by any two officers. All contracts or documents so signed shall be binding upon the Corporation without further authorization or formality. However, the board may direct from time to time the manner in which and the person by whom any particular contract or document or class of contracts or documents may or shall be signed. Any officer of the Corporation may affix the seal, if any, of the Corporation to any contract or document, and may certify a copy of any resolution or of any by-law or contract or document of the Corporation to be a true copy thereof. Subject to the provisions of this by-law relative to share certificates and to the Act, and if authorized by the board, the corporate seal, if any, of the Corporation and the signature of any signing officer may be mechanically or electronically reproduced upon any contracts or documents of the Corporation. Any such facsimile signature shall bind the Corporation notwithstanding that any signing officer whose signature is so reproduced may have ceased to hold office at the date of delivery or issue of such contracts or documents. The term "contracts or documents" shall include deeds, mortgages, hypothecs, charges, conveyances, transfers and assignments of property (real or personal, immovable or movable, legal or equitable), agreements, releases, receipts and discharges for the payment of money, share certificates and other securities, warrants and all instruments in writing.

2.05. Execution in Counterpart: Any articles, notice, resolution, requisition, statement or other document required or permitted to be executed by more than one person may be executed in several documents of like form, each of which is executed by one or more of such persons, and such documents, when duly executed by all persons required or permitted, as the case may be, to do so, shall be deemed to constitute one document and to bear date as of the date of execution thereof by the last such person.

2.06. Exercise of Corporation's Voting Rights: Except as otherwise directed by the board, the persons authorized to sign contracts or documents on behalf of the Corporation may execute and deliver instruments of proxy and may arrange for the issuance of voting certificates or other evidence of the right to exercise the voting rights attaching to any securities held by the Corporation and such instruments, certificates or other evidence shall be in favour of such person as may be determined by the signing officers. However, the board may direct from time to time the manner in which and the person by whom any particular voting rights may or shall be exercised.

2.07. Banking Arrangements: The banking business of the Corporation shall be transacted with such banks, trust companies or other persons as the board may designate from time to time and all such banking business shall be transacted on behalf of the Corporation by such persons and to such extent as the board may determine from time to time.



### **ARTICLE THREE BORROWING AND SECURITIES**

3.01. Borrowing Power: Without limiting the borrowing powers of the Corporation as set forth in the Act, but subject to the articles and the Shareholder Direction, the board may from time to time on behalf of the Corporation, without authorization of the Shareholder:

- (a) borrow money on the credit of the Corporation;
- (b) issue, reissue, sell or pledge bonds, debentures, notes or other evidences of indebtedness or guarantee of the Corporation, whether secured or unsecured;
- (c) to the extent permitted by the Act, give a guarantee on behalf of the Corporation to secure performance of any present or future indebtedness, liability or obligation of any person; and
- (d) mortgage, hypothecate, pledge or otherwise create a security interest in all or any currently owned or subsequently acquired real or personal, movable or immovable, property of the Corporation including book debts, rights, powers, franchises and undertakings, to secure any such bonds, debentures, notes or other evidences of indebtedness or guarantee or any other present or future indebtedness, liability or obligation of the Corporation.

Nothing in this section limits or restricts the borrowing of money by the Corporation on bills of exchange or promissory notes made, drawn, accepted or endorsed by or on behalf of the Corporation.

3.02. Delegation: The board may from time to time delegate to a committee of the board, a director or an officer of the Corporation or any other person as may be designated by the board all or any of the powers conferred on the board by section 3.01 or by the Act to such extent and in such manner as the board may determine at the time of each such delegation.

### **ARTICLE FOUR DIRECTORS**

4.01. Powers of the Board of Directors: Subject to the Shareholder Direction, the board of directors shall manage or supervise the management of the business and affairs of the Corporation.

4.02. Number and Quorum of Directors: The number of directors, including the number to be elected at the annual meeting, shall be five (5). The number of directors from time to time required to constitute a quorum for the transaction of business at a meeting if the board shall be majority.

4.03. Qualifications: No person shall be a director if the person is not an individual

or is less than 18 years of age or is bankrupt or is found by a court to be of unsound mind. Except as permitted by the Act a majority of the directors shall be resident Canadians but when the required number of directors is two, only one of them need be a resident Canadian.

4.04. Election and Term:

- (a) Two directors shall be independent directors elected to hold office for two (2) year terms. The incumbent directors continue in office until their respective successors are duly elected, unless their respective offices are earlier vacated. A director ceases to hold office when he or she dies, resigns, is removed or ceases to be qualified to be a director or when his or her successor is duly elected.
- (b) The Mayor of the City of Burlington, the City Manager of the City of Burlington and the President of the Corporation shall be ex officio directors of the board, with full voting and participation rights

4.05. Resignation: An independent director may resign his or her office by delivering or sending his or her resignation in writing to the Corporation and such resignation shall be effective when it is received by the Corporation or at such time as may be specified in the resignation, whichever is later.

4.06. Removal: Subject to the Act, the Shareholder may, by written resolution or at a meeting of the Shareholder, remove any director from office and may fill the vacancy created by such removal, failing which the vacancy may be filled by the remaining directors if a quorum of the board remains in office

4.07. Vacancies: Notwithstanding vacancies but subject to the Act, the remaining directors may exercise all the powers of the board as long as a quorum of the board remains in office. Subject to the articles, any vacancy in the board among directors whose election is not the exclusive right of the holders of any class or series of shares may be filled for the remainder of the unexpired term by:

- (a) the Shareholder at a special meeting called for the purpose; or
- (b) the remaining directors (notwithstanding that a majority of those acting are not resident Canadians), unless: (i) there is no quorum; (ii) the vacancy results from a failure to elect the number of directors required to be elected at any meeting of the Shareholder; (iii) the vacancy results from an increase in the number or maximum number of directors fixed by the articles; or (iv) the directors have been empowered by special resolution of the Shareholder to determine the number of directors within the range provided for in the articles and the number of directors in office after the filling of the vacancy would be greater than one and one-third times the number of directors required to have been elected at the last preceding annual meeting of the Shareholder; in any

of which events the directors then in office shall forthwith call a special meeting of the Shareholder to fill the vacancy, and if they fail to call the meeting or if there are no directors then in office, the meeting may be called by any shareholder.

4.08. Calling Meetings: Meetings of the board shall be held from time to time at such places within or outside Ontario (or by such communications facilities as are permitted by law) on such days and at such times as the chair of the board, the president if a director, or any two directors may determine, and the secretary shall give notice of any such meeting when directed by the person calling it as aforesaid. In any financial year of the Corporation a majority of the meetings of the board may be held within or outside Canada.

4.09. Notice: Notice of the time and of the place or manner of participation for every meeting of the board shall be sent to each director not less than 48 hours (excluding Saturdays and holidays) if the meeting is held in Ontario, or 96 hours (excluding Saturdays and holidays) otherwise, before the time of the meeting. A meeting of the board may resume without further notice following an adjournment if the time and place for resuming the meeting are announced at the meeting prior to the adjournment. Reference is made to Article Eleven.

4.10. First Meeting of New Board: Each newly constituted board may hold its first meeting without notice for routine organizational purposes on the same day as the meeting of the Shareholder at which such board is elected.

4.11. Regular Meetings: The board may appoint a day or days in any months for regular meetings of the board to be held at a place or by communications facilities and at an hour to be named. A copy of any resolution of the board fixing the time and place or manner of participation for such regular meetings shall be sent to each director forthwith after being passed and to each director elected or appointed thereafter, but no other notice shall be required for any such regular meeting.

4.12. Canadian Majority: No business other than the filling of a vacancy on the board shall be transacted at a meeting of the board unless a majority of the directors present are resident Canadians, except as permitted by the Act or where a resident Canadian director who is unable to be present approves in writing or by telephone or other communication facilities the business transacted at the meeting and a majority of resident Canadian directors would have been present had that director been present at the meeting.

4.13. Meetings by Telephone: If all the directors present at or participating in the meeting consent (which consent may be given at any time), a meeting of the board may be held by means of such telephone, electronic or other communication facilities as permit all persons participating in the meeting to communicate with each other simultaneously and instantaneously, and each director participating in such a meeting by such means shall be deemed to be present at the meeting.

4.14. Chair: The chair of the board, or in his absence the president if a director, or in their absence a vice-president who is a director, shall be chair of any meeting of the board. If no such officer is present, the directors present shall choose one of their number to be chair of the meeting.

4.15. Voting: At all meetings of the board every question shall be decided by a majority of the votes cast on the question. In case of an equality of votes the chair of the meeting shall not be entitled to a casting vote.

4.16. Signed Resolutions: When there is a quorum of directors in office, a resolution in writing signed by all the directors entitled to vote thereon at a meeting of the board or any committee thereof is as valid as if passed at such meeting. Any such resolution may be signed in counterparts and if signed as of any date shall be deemed to have been passed on such date.

4.17. Remuneration: Directors may be paid such remuneration for acting as directors and such sums in respect of their out-of-pocket expenses incurred in performing their duties as the Shareholder may determine from time to time. Any remuneration or expenses so payable shall be in addition to any other amount payable to any director acting in another capacity.

## **ARTICLE FIVE COMMITTEES OF THE BOARD**

5.01. Committees of the Board: From time to time the board may appoint from among its number one or more other committees, a majority of each of which shall be resident Canadians except as permitted by the Act. Each committee may exercise those powers lawfully delegated to it by the board under the Act.

5.02. Procedure: The members of each committee shall hold office while directors during the pleasure of the board or until their successors shall have been appointed. The board may fill any vacancy in a committee from among the directors. Unless otherwise determined by the board, each committee may fix its quorum, elect its chair and adopt rules to regulate its procedure. Subject to the foregoing, the procedure of each committee shall be governed by the provisions of this by-law which govern proceedings of the board so far as the same can apply except that a meeting of a committee may be called by any member thereof (or by any member or the auditor, in the case of an audit committee), notice of any such meeting shall be given to each member of the committee (or each member and the auditor, in the case of an audit committee) and the meeting shall be chaired by the chair of the committee or, in his absence, some other member of the committee. Each committee shall keep records of its proceedings and transactions and shall report all such proceedings and transactions to the board in a timely manner.

## **ARTICLE SIX OFFICERS**

6.01. Appointment of Officers: From time to time the board may appoint a chair of the board from amongst the independent directors, a vice-chair who shall be appointed from amongst the independent directors, a president, a secretary, and such other officers as the board may determine, including one or more assistants to any of the officers so appointed. One person may hold more than one office. Except for the Chair and Vice-Chair of the board, the officers so appointed need not be directors.

6.02. Appointment of Non-Officers: The board may also appoint other persons to serve the Corporation in such other positions and with such titles, powers and duties as the board may determine from time to time.

6.03. Terms of Employment: The board may settle from time to time the terms of employment of the officers and other persons appointed by it and may remove at its pleasure any such person without prejudice to his rights, if any, to compensation under any employment contract. Otherwise each such person shall hold his office or position until he resigns or ceases to be qualified for his office or position or until his successor is appointed.

6.04. Powers and Duties of Officers: The board may from time to time specify the duties of each officer, delegate to him powers to manage any business or affairs of the Corporation (including the power to sub-delegate) and change such duties and powers, all insofar as not prohibited by the Act. To the extent not otherwise so specified or delegated, and subject to the Act, the duties and powers of the officers of the Corporation shall be as follows:

- (a) Chair of the Board: The chair of the board shall, when present, preside at all meetings of the board and the Shareholder.
- (b) Vice-Chair: During the absence or inability of the Chair to act, the Chair's duties and powers may be exercised by the Vice-Chair.
- (c) President: The president shall be the chief executive officer of the Corporation and shall have, subject to the authority of the board, general supervision and control of the business and affairs of the Corporation. He shall report to the board in a timely manner on the exercise of his powers. The president shall also be the chief operating officer of the Corporation and shall have, subject to the authority of the board, general management and direction of the operations of the Corporation. During the absence or disability of the chair of the board, the president, if a director, shall exercise the powers and discharge the duties of that office.
- (d) Secretary: The secretary shall attend and act as secretary of all meetings of the board, its committees and the Shareholder. He shall send or cause to be sent all notices and documents the Corporation is required to send to the

Shareholder, directors, the auditor, the Director and governmental or regulatory bodies or agencies. He shall prepare or cause to be prepared all lists of shareholders and all registers and records (other than accounting records) required under the Act and shall be the custodian of all books, papers, records, documents and other instruments belonging to the Corporation except to the extent that some other person has been appointed for that purpose, and of the stamp used for affixing the corporate seal, if any, of the Corporation. He shall also exercise such other powers and discharge such other duties as the chief executive officer may prescribe from time to time.

- (e) **Other Officers:** The powers and duties of all other officers of the Corporation shall be such as the terms of their engagement call for or as the chief executive officer may prescribe from time to time. Any of the powers and duties of an officer to whom an assistant has been appointed may be exercised and discharged by such assistant, unless the board or the chief executive officer otherwise directs.

6.05. **Agents and Attorneys:** The board or any officer designated by it may from time to time appoint agents or attorneys for the Corporation in or out of Canada with such lawful powers (including the power to sub-delegate) as may be thought fit.

## **ARTICLE SEVEN**

### **CONDUCT OF DIRECTORS AND OFFICERS AND INDEMNITY**

7.01. **Standard of Care:** Every director and officer of the Corporation in exercising his powers and discharging his duties shall act honestly and in good faith with a view to the best interests of the Corporation and shall exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.

7.02. **Disclosure of Interest:** A director or officer who now or in future is a party to, or is a director or officer of or has a material interest in another person who is a party to, any existing or proposed material contract or transaction with the Corporation shall in accordance with the Act disclose in writing to the Corporation or request to have entered in the minutes of meetings of the board the nature and extent of his interest. Except as permitted by the Act a director so interested shall not vote on any resolution to approve such contract or transaction. A general notice to the board by a director or officer that he is a director or officer of or has a material interest in a person and is to be regarded as interested in any contract made or transaction entered into with that person is a sufficient disclosure of interest in relation to any contract or transaction so made or entered into.

7.03. **Indemnity:** Every person who at any time is or has been a director or officer of the Corporation or who at any time acts or has acted at the Corporation's request as a director or officer of a body corporate of which the Corporation is or was a shareholder or creditor, and the heirs and legal representatives of every such person, shall at all times be

indemnified by the Corporation in every circumstance where the Act so permits or requires. In addition and without prejudice to the foregoing and subject to the limitations in the Act regarding indemnities in respect of derivative actions, every person who at any time is or has been a director or officer of the Corporation or properly incurs or has properly incurred any liability on behalf of the Corporation or who at any time acts or has acted at the Corporation's request (in respect of the Corporation or any other person), and his heirs and legal representatives, shall at all times be indemnified by the Corporation against all costs, charges and expenses, including an amount paid to settle an action or satisfy a fine or judgment, reasonably incurred by him in respect of or in connection with any civil, criminal or administrative action, proceeding or investigation (apprehended, threatened, pending, under way or completed) to which he is or may be made a party, or in which he is or may become otherwise involved, by reason of being or having been such a director or officer or by reason of so incurring or having so incurred such liability or by reason of so acting or having so acted (or by reason of anything alleged to have been done, omitted or acquiesced in by him in any such capacity or otherwise in respect of any of the foregoing), and all appeals therefrom, if:

- (a) he acted honestly and in good faith with a view to the best interests of the Corporation; and
- (b) in the case of a criminal or administrative action or proceeding that is enforced by a monetary penalty, he had reasonable grounds for believing his conduct was lawful.

Nothing in this section shall affect any other right to indemnity to which any person may be or become entitled by contract or otherwise, and no settlement or plea of guilty in any action or proceeding shall alone constitute evidence that a person did not meet a condition set out in clause (a) or (b) of this section or any corresponding condition in the Act. From time to time the board may determine that this section shall also apply to the employees of the Corporation who are not directors or officers of the Corporation or to any particular one or more or class of such employees, either generally or in respect of a particular occurrence or class of occurrences and either prospectively or retroactively. From time to time thereafter the board may also revoke, limit or vary such application of this section.

7.04. Limitation of Liability: So long as he acts honestly and in good faith with a view to the best interests of the Corporation, no person referred to in section 7.03 (including, to the extent it is then applicable to them, any employees referred to therein) shall be liable for any damage, loss, cost or liability sustained or incurred by the Corporation, except where so required by the Act.

7.05. Insurance: Subject to the Act, the Corporation may purchase liability insurance for the benefit of any person referred to in section 7.03.

## **ARTICLE EIGHT SHARES**

8.01. Commissions: From time to time the board may authorize the Corporation to pay a reasonable commission to any person in consideration of his purchasing or agreeing to purchase shares of the Corporation from the Corporation or from any other person, or in consideration of his procuring or agreeing to procure purchasers for such shares.

8.02. Share Certificates: The Shareholder is entitled at its option to a share certificate that complies with the Act and states the number, class and series designation, if any, of shares held by it as appears on the records of the Corporation, or a non-transferable written acknowledgement of its right to obtain such a share certificate. However, the Corporation is not bound to issue more than one share certificate or acknowledgement in respect of shares held jointly by several persons, and delivery of such certificate or acknowledgement to one of such persons is sufficient delivery to all of them. Share certificates and acknowledgements shall be in such forms as the board shall approve from time to time and, unless otherwise ordered by the board, shall be signed like a contract or document and need not be under corporate seal. However, certificates representing shares in respect of which a transfer agent has been appointed shall be signed manually by or on behalf of such transfer agent and other share certificates and acknowledgements shall be signed manually by at least one signing officer.

8.03. Replacement of Share Certificates: The board may prescribe either generally or in a particular case the conditions, in addition to those provided in the Act, upon which a new share certificate may be issued in place of any share certificate which is claimed to have been lost, destroyed or wrongfully taken, or which has become defaced.

8.04. Transfer Agent: From time to time the board may appoint or remove a trustee, transfer agent or other agent to keep the securities register and the register of transfers, one or more persons or agents to keep branch registers, and a registrar, trustee or agent to maintain a record of issued security certificates and warrants. Subject to the Act, one person may be appointed for purposes of the foregoing in respect of all securities and warrants of the Corporation or any class thereof.

8.05. Registration of Transfer: No transfer of shares need be recorded in the register of transfers except upon presentation of the certificate representing such shares endorsed by the appropriate person under the Act, together with reasonable assurance that the endorsement is genuine and effective, and upon compliance with such restrictions on transfer, if any, as are authorized by the articles and effective against the transferee, upon satisfaction of any debt for which the Corporation has a lien on the shares that is effective against the transferee, and upon compliance with all other conditions set out in the Act.

8.06. Lien for Indebtedness: The Corporation shall have a lien on the shares registered in the name of the Shareholder or its legal representative for any debt of the Shareholder to the Corporation. Subject to the Act, the Corporation may enforce such lien without notice or liability by (i) refusing to register a transfer of any such shares until the debt



is paid, (ii) setting off against the debt any dividends or other distributions payable on any such shares, (iii) redeeming any such shares, if redeemable, and applying the redemption price less costs of redemption to the debt, (iv) purchasing any such shares and applying the purchase price, less any taxes thereon and costs of purchase, to the debt, (v) selling any such shares as if the Corporation were the owner thereof, at any time and place and to any person and on any commercially reasonable terms, and applying to the debt the cash proceeds of the sale, less any taxes thereon and all reasonable expenses incurred in connection with the sale, or (vi) cancelling such shares in satisfaction of the debt, or by any other method permitted by law or by any combination of any of the foregoing.

8.07. Dealings with Registered Shareholder: Subject to the Act, the Corporation may treat the registered owner of a share as the person exclusively entitled to vote, to receive notices, to receive any dividend or other payment in respect of the share and otherwise to exercise all the rights and powers of a holder of the share. The Corporation may, however, and where required by the Act shall treat as the registered shareholder any executor, administrator, heir, legal representative, guardian, committee, trustee, curator, tutor, liquidator or trustee in bankruptcy who furnishes appropriate evidence to the Corporation establishing his authority to exercise the rights relating to a share of the Corporation.

## **ARTICLE NINE DIVIDENDS AND RIGHTS**

9.01. Dividends: Subject to the Act and the articles the board may from time to time declare dividends payable to the Shareholder. Dividends may be paid in money or property or by issuing fully paid shares of the Corporation or options or rights to acquire such shares. The board shall determine the value of any such property, shares, options or rights and such determination shall be conclusive evidence of the value thereof.

9.02. Dividend Cheques: A dividend payable to the Shareholder in money may be paid by cheque payable to the order of the Shareholder and shall be mailed to the Shareholder by prepaid mail addressed to it at its recorded address unless it directs otherwise. The mailing of a cheque as aforesaid, unless it is not paid on due presentation, shall discharge the Corporation's liability for the dividend to the extent of the amount of the cheque plus the amount of any tax thereon which the Corporation has properly withheld. If any dividend cheque sent is not received by the payee, the Corporation shall issue to such person a replacement cheque for a like amount on such reasonable terms as to indemnity, reimbursement of expenses and evidence of non-receipt and of title as the board or any person designated by it may require.

9.03. Record Date for Dividends and Rights: The board may fix in advance a date preceding by not more than 50 clear days the date for the payment of any dividend or the making of any distribution or for the issue of any warrant or other evidence of right to acquire securities of the Corporation, as a record date for the determination of the persons entitled to receive payment of such dividend or distribution or to receive such right. In every such case only the persons who are holders of record of the relevant shares at the close of business on the date so fixed shall be entitled to receive payment of such dividend or distribution or to

receive such right. Notice of any such record date fixed by the board shall be given as and when required by the Act. Where no such record date is fixed by the board, the record date for the determination of the persons entitled to receive payment of such dividend or distribution or to receive such right shall be the close of business on the day on which the board passes the resolution relating thereto.

## **ARTICLE TEN MEETINGS OF SHAREHOLDERS**

10.01.        Council Rules to Govern: The rules of procedure for meetings of the Shareholder shall be governed by the Procedural By-law. If any conflict shall appear between the by-laws of the Corporation and the Procedural By-law, the provisions of the Procedural By-law shall govern. If any conflict shall appear between the Procedural By-law and the Act as it pertains to the affairs and the governance of the Corporation, the provisions of the Act shall govern.

10.02.        Annual Meetings: The annual meeting of the Shareholder shall be held at such time in each year as the board may from time to time determine, provided, however, that the meeting shall be held during a regularly scheduled meeting of the Shareholder. The board, the chair of the board and the president shall have the power to request, by issuing a notice of meeting, an annual meeting of the Shareholder for the purpose of considering the financial statements and reports required by the Act to be placed before the annual meeting, electing directors, appointing an auditor and transacting such other business as may properly be brought before the meeting.

10.03.        Special Meetings: The board, the chair of the board or the president shall have power to request, by issuing a notice of meeting, a special meeting of the Shareholder at anytime.

10.04.        Place of Meetings: Meetings of the Shareholder shall be held at the registered office of the Corporation or at such other place as the board may determine from time to time.

10.05.        In Camera Meetings: If any business to be considered at a meeting of the Shareholder is confidential, the notice of meeting shall request that the meeting be held in camera.

10.06.        Notice of Meetings: Notice of the time and place of each meeting of the Shareholder shall be given in the manner provided in section 11.01 not less than 10 nor more than 50 days before the date of the meeting to each director, to the auditor and to the Shareholder. Notice of a meeting of the Shareholder called for any purpose other than consideration of the financial statements and auditor's report, election of directors and reappointment of the incumbent auditor shall state the nature of such business in sufficient detail to permit the Shareholder to form a reasoned judgment thereon and shall state the text of any special resolution to be submitted to the meeting.

10.07. Persons Entitled to Attend: The only persons entitled to attend a meeting of the Shareholder shall be those entitled to attend pursuant to the Procedural By-law, the chair of the board, the president, the directors and auditor of the Corporation and others who, although not entitled to vote, are entitled or required under any provision of the Act or the articles or by-laws to attend the meeting. Any other person may be admitted only on the invitation of the chair of the meeting or with the consent of the meeting.

10.08. Proxyholders: The Shareholder may appoint a proxyholder, or one or more alternate proxyholders, to attend and act at the meetings of the Shareholder in the manner and to the extent authorized and with the authority conferred by the proxy. A proxy shall be in writing executed on behalf of the Shareholder and shall conform with the requirements of the Act. The authority of a proxyholder shall be established by depositing with the Corporation a copy of the by-law or instrument duly authorized by the Shareholder from time to time naming such proxyholder, or in such other manner as may be satisfactory to the secretary of the Corporation.

10.09. Time for Deposit of Proxies: There shall be no restrictions on the time for deposit of proxies by the Shareholder.

10.10. Voting: Any approvals and decisions of the Shareholder are subject to a duly passed resolution of Council and shall be evidenced in writing by the Director of Finance of the City of Burlington, or as otherwise determined by the Shareholder.

10.11. Adjournment: If a meeting of the Shareholder is adjourned for less than 30 days, it shall not be necessary to give notice of the adjourned meeting, other than by announcement at the earliest meeting that is adjourned. If a meeting of shareholders is adjourned by one or more adjournments for an aggregate of 30 days or more, notice of the adjourned meeting shall be given as for an original meeting.

10.12. Resolution in Writing: A resolution in writing signed by the Shareholder is as valid as if it had been passed at a meeting of the Shareholder unless a written statement with respect to the subject matter of the resolution is submitted by a director or the auditors in accordance with the Act.

## **ARTICLE ELEVEN NOTICES**

11.01. Method of Giving Notices: Any notice (which term includes any communication or document) to be given (which term includes sent, delivered or served) pursuant to the Act, the regulations thereunder, the articles, the by-laws or otherwise to a shareholder, director, officer, auditor or member of a committee of the board shall be sufficiently given if delivered personally to the person to whom it is to be given or if delivered to his recorded address or if mailed to him at his recorded address by prepaid ordinary or air mail or if sent to him at his recorded address by any means of prepaid transmitted or recorded communication. A notice so delivered shall be deemed to have been given when it is delivered personally or to the recorded address as aforesaid; a notice so mailed shall be deemed to have

been given when deposited in a post office or public letter box; and a notice so sent by any means of transmitted or recorded communication shall be deemed to have been given when dispatched or delivered to the appropriate communication company or agency or its representative for dispatch. The secretary may change or cause to be changed the recorded address of any shareholder, director, officer, auditor or member of a committee of the board in accordance with any information believed by him to be reliable.

11.02. Notice to the Shareholder: Notice to the Shareholder shall be given in accordance with the provisions of this by-law in care of the Clerk of the City of Burlington at the recorded address of the Shareholder.

11.03. Computation of Days: In computing any period of days or clear days under the by-laws or the Act, the period shall be deemed to commence on the day following the event that begins the period and shall be deemed to end at midnight on the last day of the period except that if the last day of the period falls on a holiday, the period shall end at midnight of the day next following that is not a holiday.

11.04. Omissions and Errors: The accidental omission to give any notice to any person, or the non-receipt of any notice by any person or any immaterial error in any notice shall not invalidate any action taken at any meeting held pursuant to such notice or otherwise founded thereon.

11.05. Waiver of Notice: The Shareholder and any director, officer, auditor or member of a committee of the board may at any time waive any notice, or waive or abridge the time for any notice, required to be given to him under any provision of the Act, the regulations thereunder, the articles, the by-laws or otherwise and such waiver or abridgement, whether given before or after the meeting or other event of which notice is required to be given, shall cure any default in the giving or in the time of such notice, as the case may be. Any such waiver or abridgement shall be in writing except a waiver of notice of a meeting of the board or of a committee of the board which may be given in any manner.

11.06. Shareholder Direction: Reference is made to the Shareholder Direction. If any conflict shall appear between the by-laws of the Corporation and the provisions of the Shareholder Direction, the provisions of the Shareholder Direction shall prevail and govern.

**[SIGNATURES FOLLOW]**

ENACTED this \_\_\_\_ day of \_\_\_\_\_, 2019.

\_\_\_\_\_  
PRESIDENT

\_\_\_\_\_  
SECRETARY

The foregoing by-law is hereby enacted by the directors of the Corporation as evidenced by the respective signatures hereto of all of the directors of the Corporation in accordance with the provisions of section 129(1) of the Business Corporations Act (Ontario).

DATED the \_\_\_\_ day of \_\_\_\_\_, 2019.

\_\_\_\_\_  
JOHN MAHEU

\_\_\_\_\_  
ARCHIE BENNETT

\_\_\_\_\_  
GERRY SMALLEGANGE

\_\_\_\_\_  
MARIANNE MEED WARD

\_\_\_\_\_  
TIM COMMISSO

In lieu of confirmation at a general meeting of the shareholder, the foregoing by-law is hereby confirmed by the shareholders of the Corporation entitled to vote at a meeting of shareholders in accordance with the provisions of section 104(1) of the Business Corporations Act (Ontario), this \_\_\_\_ day of \_\_\_\_\_, 2019.

**BURLINGTON ENTERPRISES CORPORATION**

Per: \_\_\_\_\_  
Gerry Smallegange, President

**Department of City Building**

TO: Mayor and Members of City Council

FROM: Heather MacDonald, Director and Chief Planner, Department of City Building

DATE: September 13, 2019

SUBJECT: Appendix B of Report F-39-19 City of Burlington  
2019 Operating Budget Performance Report at June 30, 2019

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This is in response to the request made by Mayor Meed Ward at the Committee of the Whole meeting on Monday, September 9, 2019 for clarification on the commentary provided regarding the unfavourable variance in Site Plan Application fees as of June, 2019.

Appendix B of Report F-39-19 City of Burlington 2019 Operating Budget Performance Report at June 30, 2019 Development Application Revenues shows an unfavourable variance in Site Plan Application fees. It is indicated that this is due to a delay in applications as a result of the Interim Control Bylaw (ICBL). Site Plans submitted after the ICBL was enacted can be accepted but not processed, so it is possible that some applicants may be choosing to delay submitting applications and paying the associated fees; however, Site Plan Application revenues being lower than projected as of June, is largely the result of site plan approval no longer being required for infill detached dwellings. This decrease is partially offset by the higher than projected revenues from the new Grading and Drainage fees brought into effect as the result of site plan approval of infill detached dwellings no longer being required.

It is important to note that in 2018, there was a shortfall in projected Building Permit revenues. As of June of this year, Building Permit revenues were stronger than expected and are anticipated to remain so with a yearend surplus projected.

Heather MacDonald  
Director and Chief Planner  
Department of City Building

Correspondence from Walter Galvao regarding:

Red Tape Red Carpet Task Force recommendations (MO-10-19)

**RE: Red Carpet Red Task Force Recommendations:**

I would like first like to take this opportunity to congratulate all parties who have created and contributed to the works and efforts to start this initiative. The recommendations that have been submitted and approved will be a great starting point to build on to better improve our current situation.

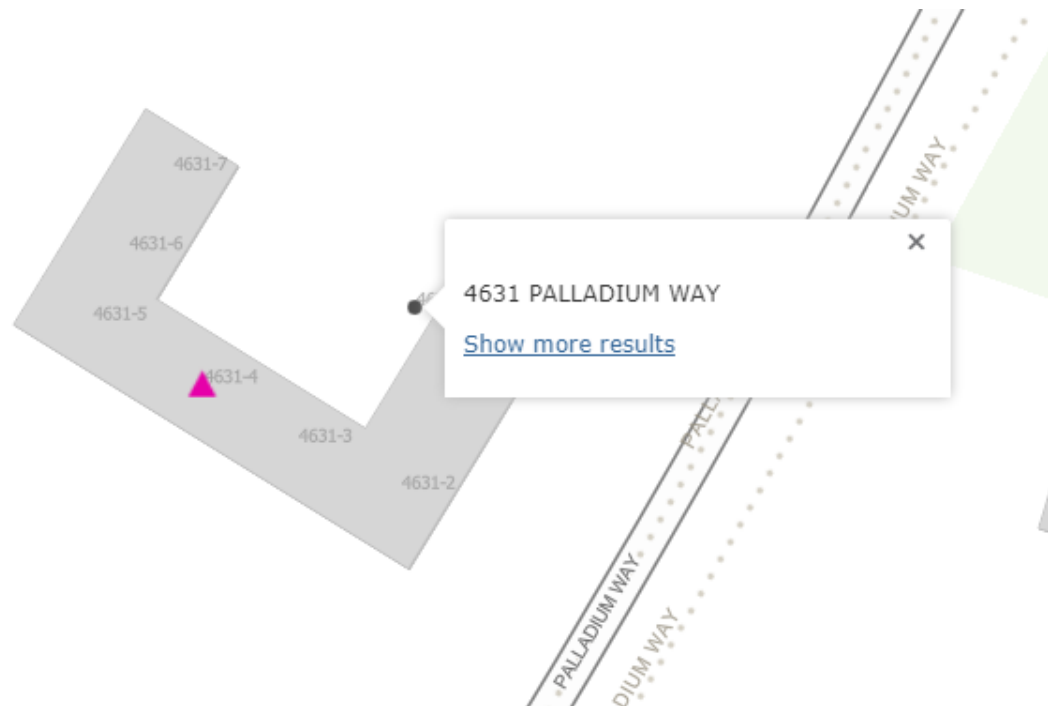
**Cutting Red Tape:**

1. **Fast Tracking:** To further add to this section, I would like to suggest “FAST TRACKING” which means that the project takes priority due to the very quick timelines to execute a development. I feel that with every step that is outlined with an estimated processing time period that maximum time frames should be listed so that the applicant has recourse to follow back and state their claim.
2. **Sharing Inquiries with Appropriate Industry Sectors:** The inquiries that are coming from prospects should be shared with a network of professionals who might be able to assist and expedite the prospects needs. One example would be a mass e-mail database to real estate broker/agents from the local area who can respond and assist BEDC or this new point of contact with inventory to accommodate their needs. The City of Hamilton is a great example of this system and it works,

**Rolling Out The Red Carpet”**

3. **Outcomes of Inquiries:** Item 16: Review the efficiency – In a recent published document submitted to Committee of the Whole Meeting dated July 8, 2019 there were stats on the inquiries that came through BEDC. One of particular interest was from a company called Visitor Chat. What was the outcome of this inquiry as I had a commercial listing at that time that was more than suitable for this inquiry and yet no one contacted me from BEDC and this particular listing was actually listed in the BEDC website. I think progress reports should be issued to specify outcomes and how each inquiry was handled. Addendum A Attached.
4. **Research and Compile Own Study - For the BEDC Comparable Research Study:** Regional Best Practises in Investment Attraction – There were only 4 cities chosen which included Toronto, Mississauga, Markham and London. I feel that Hamilton, Oakville and Milton should have been included as they are neighboring municipalities and we are competing with them due to our location proximity.
5. **This same report speaks to investment attraction:** “Attracting investments to a new geography. It is the process by which companies locate to a new city, country, or even continent”. I feel we are missing an opportunity by neglecting organizations within the City of Burlington with existing organizations looking to expand or become asset owners of their space rather than tenants. This also applied to neighboring cities and townships that may also be overlooked.

6. **Task Force Team:** Add other industry sectors to the team such as developers and real estate brokers/agents to provide input on the industry and demands in the market place. As well as inviting other groups such as NEC, Conservation Halton, Tourism Burlington, Tech Place, BEDC, Region of Halton and Burlington Chamber of Commerce. We need to share and express our daily challenges and how to better improve the experience for prospects who want to do business in Burlington.
7. **Dealing with Complaints Due to Processing Delays:** What is the process and how will they be handled and by whom. This will create transparency and ease of stress to know this in advance.
8. **Real Time Updates:** I searched for an address which I know has three building permits that have been submitted to the City for quite some time now. Please check into 4631 Palladium Way when I checked the on-line search which is to assist the general public on their current status of permit nothing has been updated. There needs to be a protocol to update information as its being received and transferred to other departments. We need to be updated in REALTIME.





#### VisitorChat



Employees	15 (Within first 18 months)
Industry	Customer Service/ ICT
Lead Source	Website
Date Engaged	Q4 2018
Current Status	Engaged (Currently working through conditions)
SqF	TBD

UK based Visitor Chat contacted BEDC in Q4 2018 to better understand Burlington's market and discuss opportunities for their first North American office. The CEO of Visitor Chat is evaluating locations and should be in ready in Q2 2019 to better explore local market conditions. One of the key differentiating factors for Burlington is TechPlace's soft landing program which provides temporary space for companies to set up their Canadian headquarters and begin incorporating in Canada while they begin the search for a permanent headquarters location. TechPlaces's soft landing program has been a primary differentiator for Burlington in attracting international investment.

#### Site Selection Key Insights

Office and Retail companies interested in Burlington are typically looking for under 5,000 SqF on average. This is in-line with the lower SqF per employee trends that Deloitte found in the Retail and Office Study.

Industrial companies are interested in all sizes of spaces that can fit their needs. This can be attributed to the tight market of industrial lands and spaces both in Burlington and the west GTA.

U.S. companies in particular are focused on incentives to help offset the cost of locating in a new geography.

Access to talent is a key issue in site selection. For smaller industrial and office companies, BEDC primarily services companies relocating within the GTA where they can continue to access their existing talent pool when moving to Burlington. For larger companies, access to talent is a primary driver in location decisions.

The limited supply of shovel ready lands available constrains the sites that are available to companies looking to locate to Burlington. BEDC has had to develop creative solutions in finding spaces including a database of off-market opportunities and activating land through severances and other means.

Once a company has selected a site and begins the development process, BEDC typically remains hands-on throughout the process to ensure the company is able to develop within their required timelines. Timelines can be unpredictable and even be significantly delayed when lands are subject to regulation by outside agencies such as the Ministry of Transportation and Conservation Halton.