THE REGIONAL MUNICIPALITY OF YORK

BILL NO. 73

BY-LAW NO. 2008-71

A by-law to authorize the submission of an application to the Ontario Infrastructure Projects Corporation ("OIPC") for financing certain capital works of The Corporation of The Town of Whitchurch-Stouffville ; and to authorize long term borrowing for such works through the issue of debentures to OIPC

WHEREAS the *Municipal Act*, *2001* (Ontario), as amended, (the "**Act**") provides that a municipal power shall be exercised by by-law unless the municipality is specifically authorized to do otherwise;

AND WHEREAS the Council of The Corporation of the Town of Whitchurch-Stouffville (the "**Lower-tier Municipality**"), a lower-tier municipality that forms part of The Regional Municipality of York (the "**Upper-tier Municipality**") for municipal purposes has requested the Upper-tier Municipality to provide money for the purposes described in column (2) of Schedule "A" (individually a "**New Lower-tier Project**", collectively the "**New Lower-tier Projects**") attached hereto and forming part of this By-law (**Schedule "A"**) in the amount of the respective estimated expenditure set out in column (3) of Schedule "A";

AND WHEREAS in accordance with section 4 of Ontario Regulation 403/02, the Council of the Lower-tier Municipality has had its Treasurer update its most recent annual debt and financial obligation limit received from the Ministry of Municipal Affairs and Housing (as so updated, the "**Updated Lower-tier Limit"**), and, on the basis of the authorized expenditure for each New Lower-tier Project as set out in column (3) of Schedule "A" (referred to hereinafter as the "**Authorized Expenditure**" for each such New Lower-tier Project) the Treasurer has calculated the estimated annual amount payable in respect of each New Lower-tier Project (collectively the "**New Lower-tier Project Limits**") and has determined that the aggregate of the New Lower-tier Project Limits does not exceed the Updated Lower-tier Limit, and accordingly the approval of the Ontario Municipal Board under the Ontario Municipal Board Act is not required before any such New Lower-tier Project is authorized by Council;

AND WHEREAS subsection 405(1) of the Act provides that a municipality may authorize temporary borrowing to meet expenditures made in connection with a work to be financed in whole or in part by the issue of debentures if,

(a) the municipality is an upper-tier municipality, a lower-tier municipality in a county or a single-tier municipality and it has approved the issue of debentures for the work;

(b) the municipality is a lower-tier municipality in a regional municipality and it has approved the work and the upper-tier municipality has approved the issue of debentures for the work; or

(c) the municipality has approved the issue of debentures for another municipality or a school board under section 404;

AND WHEREAS subsection 405(4) of the Act provides that a municipality may delegate the power set out in subsection 405(1) to the head of council, to the treasurer, or to both of them;

AND WHEREAS subsection 403(1) of the Act provides that a by-law of an upper-tier municipality authorizing the issuing of debentures for the purposes or joint purposes of one or more of its lower-tier municipalities may require those lower-tier municipalities to make payments in each year to the upper-tier municipality in the amounts and on the dates specified in the by-law.

AND WHEREAS subsection 401(1) of the Act provides that a municipality may incur a debt for municipal purposes, whether by borrowing money or in any other way, and may issue debentures and prescribed financial instruments and enter prescribed financial agreements for or in relation to the debt;

AND WHEREAS subsection 401(3) of the Act provides that a lower-tier municipality in a regional municipality does not have the power to issue debentures;

AND WHEREAS the Act also provides that a municipality shall authorize long term borrowing by the issue of debentures or through another municipality under section 403 or 404 of the Act and subsection 403(7) of the Act provides that all debentures issued under a by-law passed by an upper-tier municipality under section 403 are direct, joint and several obligations of the upper-tier municipality and its lower-tier municipalities;

AND WHEREAS OIPC has invited Ontario municipalities desirous of obtaining temporary and long term debt financing in order to meet capital expenditures incurred after December 31, 2003 in connection with eligible capital projects to make application to OIPC for such financing by completing and submitting an application in the form provided by OIPC;

AND WHEREAS the Lower-tier Municipality requested the Upper-tier Municipality to issue debentures for the Projects and in this connection the Upper-tier Municipality and the Lower-tier Municipality submitted an Application (hereinafter the **"Application")** to OIPC to request financing in order to meet capital expenditures incurred after December 31, 2002 in connection with the Projects (the **"Project Expenditures"**) by way of long term borrowing pursuant to section 403 of the Act through the issued of debentures to OIPC and by way of temporary borrowing pursuant to section 405 of the Act;

AND WHEREAS OIPC has accepted and has approved such Application;

NOW THEREFORE the Council of The Regional Municipality of York enacts as follows:

1. The Upper-tier Municipality hereby approves the issue of debentures for the Lower-tier Projects in the maximum aggregate principal amount of $13,400,000 and the Council of the Upper-tier Municipality hereby confirms, ratifies and approves the completion by the Regional Clerk or the Treasurer of the Application and the submission by such authorized official of the Application by the Upper-tier Municipality, duly executed by such authorized official, to OIPC for the financing of the Lower-tier Projects through the issue of debentures in such maximum aggregate principal amount substantially in the form of Schedule "B"

attached hereto and forming part of this By-law, with such changes thereon as such authorized official approved.

2. The Regional Chair and the Treasurer are hereby authorized to negotiate and enter into, execute and deliver a financing agreement (a "**Financing Agreement**") with OIPC that provides for long term borrowing from OIPC in respect of the Lower-tier Projects on such terms and conditions as such authorized officials approved.

3. Subject to the terms and conditions of the Financing Agreement and such other terms and conditions as OIPC may otherwise require, the Regional Chair and the Treasurer are hereby authorized to enter into long term borrowing in respect of the Lower-tier Projects and to issue debentures to OIPC on the terms and conditions provided in the Financing Agreement and on such other terms and conditions as such authorized officials may agree (the "**Debentures**"); provided that the principal amount of such Debentures in respect of a Lower-tier Project does not exceed the Authorized Expenditure for such Lower-tier Project and does not exceed the loan amount set out in column (4) of Schedule "A" in respect of such Lower-tier Project.

4. In accordance with the provisions of section 18 of the *Ontario Infrastructure Projects Corporation Act, 2006* (Ontario), as security for the payment by the Upper-tier Municipality of any indebtedness of the Upper-tier Municipality to OIPC incurred under any Debentures, the Upper-tier Municipality is hereby authorized to agree in writing with OIPC that the Minister of Finance is entitled to deduct from any money appropriated by the Legislative Assembly of Ontario for payment to the Upper-tier Municipality or from money appropriated by the Assembly for payment to the Upper-tier Municipality in respect of specified matters, amounts not exceeding the amounts that the Upper-tier Municipality fails to pay to OIPC on account of the outstanding indebtedness evidenced by any Debentures issued by the Upper-tier Municipality to OIPC, and to pay such amounts to OIPC.

5. For the purposes of meeting the obligations of the Upper-tier Municipality in respect of any Debentures to the extent that such amounts relate to Project Expenditures, the Upper-tier Municipality shall, in accordance with the Act, provide for raising in each year as part of the general upper-tier levy, the amounts of principal and interest payable in each year under any outstanding Debenture, to the extent that the amounts have not been provided for by any other available source including other taxes or fees or charges imposed on persons or property by a by-law of any municipality. Without limiting the generality of the foregoing, the Lower-tier Municipality shall pay the aforesaid amounts to the Upper-tier Municipality one (1) business day before the date payment is due as such amounts are, under the Act, a debt of the Lower-tier Municipality to the Upper-tier Municipality and such amounts shall, when combined with any amount payable by the Upper-tier Municipality in the year for the repayment of the debt for which the Debentures will be issued, be sufficient to meet the total amount of principal and interest payable in each year by the Upper-tier Municipality in respect of the Debentures, all in accordance with the provisions of the Act. Furthermore, if the Lower-tier Municipality fails to make any payment or portion of it as provided in the by-law pursuant to which the Debentures are issued (the "**Debenture By-law**"), the Lower-tier Municipality shall, if the Act permits, pay interest to the Upper-tier Municipality on the amount in default at the rate of 15% per annum, from the date that the payment is due until it is made. In addition, if the Act provides that such is the case, there shall be raised pursuant

to the Debenture By-law, in each year of the currency of the Debentures, as part of the general upper-tier levy, the amounts required to be paid to the Upper-tier Municipality in any previous year by the Lower-tier Municipality to the extent that the amounts have not been paid to the Upper-tier Municipality in accordance with the Debenture By-law.

6. (a) The Regional Chair and the Treasurer are hereby authorized to enter into, execute and deliver the Financing Agreement and to cause Debentures to be issued, the Clerk and the Treasurer are severally hereby authorized to generally do all things and execute all other documents and papers in the name of the Upper-tier Municipality in order to perform the obligations of the Upper-tier Municipality under the Financing Agreement and to carry out the issue of the Debentures, and the Treasurer is authorized to affix the Upper-tier Municipality's municipal seal to any such documents and papers.

(b) The proceeds realized in respect of the Debentures, after providing for the expenses related to their issue, if any, shall be apportioned and applied for the respective Lower-tier Projects and for no other purpose except as permitted by the Act.

7. This By-law takes effect on the day of passing.

ENACTED AND PASSED this 20th day of November, 2008.

Denis Kelly
Regional Clerk

Bill Fisch
Regional Chair

Authorized by Clause 5, Report 8 of the Finance and Administration Committee, adopted by Regional Council at its meeting on October 23, 2008.

Schedule "A"

(1)	(2)	(3)	(4)
Project Number	**Description of Capital Work**	**Estimated Expenditure**	**Loan Amount**
7517	Double Ice Pad Arena	$22,198,874	$11,600,000
7531	Fire Hall	$6,265,298	$ 1,800,000

Schedule "B"

Attached separately

Schedule "B"

ONTARIO INFRASTRUCTURE PROJECTS CORPORATION (OIPC)
LOAN APPLICATION

Application ID: 8083 **Program Year:** 2008/2009

Application Submit Date: Oct-22-2008

A. GENERAL INFORMATION - Borrowing Municipality

Name:	York R	ID:	19000
Address:	17250 Yonge Street	City:	Newmarket
		Postal Code:	L3Y 6Z1
Name of Treasurer(or equivalent):	Lloyd Russell	Title:	Commissioner of Finance and Regional Treasurer
Telephone Number:	905-895-1231 x 1600	Fax No.:	905-836-0299
Email:	lloyd.russell@region.york.ca		

GENERAL INFORMATION - Lower Tier Municipality

Name:	Whitchurch - Stouffville T	ID:	19044
Address:	37 Sandiford Drive, 4th Floor	City:	Stouffville, On
		Postal Code	L4A 7X5
Name of Treasurer(or equivalent):	Marc J. Pourvahidi	Title:	Director of Finance and Treasurer
Telephone Number:	(905)640-1910 x 245	Fax No.:	(905)640-7957
Email:	marc.pourvahidi@townofws.com		

B. CONTACT INFORMATION

Questions regarding the information contained in the application form should be addressed to:

Name:	Bonny Tam	Title:	Finance and Reserve Specialist

Telephone: 905 830 4444 x1642 Fax No.: 905.895.0679
Email: bonny.tam@york.ca

C. PROJECT SUMMARY INFORMATION

No.	Project Name	Category	Type	Loan Amount
1	Double Ice Pad Arena	Recreation Infrastructure	Other Recreation Infrastructure Project	$11,600,000.00
2	Fire Hall	Municipal Other Infrastructure	Fire	$1,800,000.00
		Total Loan Amount		$13,400,000.00

ONTARIO INFRASTRUCTURE PROJECTS CORPORATION (OIPC)
LOAN APPLICATION

Project Details - Recreation Infrastructure

Project Name	Double Ice Pad Arena
Category	Recreation Infrastructure
Construction Start Date	Nov-03-2008
Construction End Date	Jan-29-2010

Please indicate the type of infrastructure project. Please select only one.

- ☐ Municipal Indoor and Outdoor Capital infrastructure
- ☐ Public Parks and Public Trails
- ☑ Other Recreation Infrastructure Project

Please indicate below if any aspect of the project pertains to:

Energy Conservation: ☐ Yes ☑ No

The Municipal Eco Challenge Fund (MECF) is a three year, $20 million grant and $200 million loan initiative to help municipalities reduce Green House Gas (GHG) emissions from their infrastructure.

Please indicate whether the loan is for a project that will reduce energy consumption or GHG emissions from a municipally-owned facility (building, arena, etc.).

☐ Yes ☑ No

Is this project also being considered for an MECF grant?

☐ Yes ☑ No

Please provide :

An estimate of the reduction in energy consumption or GHG emissions as a result of the project.

NA

or

A short description of the energy conservation benefits.

Address of the project: 120 Weldon Road
Whitchurch-Stouffville

Type of work (e.g. new construction, renovation of existing facilities, redevelopment, deferred maintenance, etc.): New construction

Description of the project:

The construction of a a double ice pad arena that consists of 2 ice pads - 200ft. x 85 ft. (61m x 26m). It is a 77,124 sq. ft. facility (7,165 sq. m) with barrier free accessibility.

Additional comments:

What is the life span of the project in years? (i.e. the physical asset) 50

Please identify your Ministry contact (If applicable)

Ministry:

Contact Name:

Contact Phone:

ONTARIO INFRASTRUCTURE PROJECTS CORPORATION (OIPC)
LOAN APPLICATION

Project Information

Project Name Double Ice Pad Arena

Category Recreation Infrastructure

Project Cost (A) $22,198,874.00

Project Funding/Financing

List existing and expected Funding/Financing sources for the project (eg. Reserves, other cash on hand, approved grants, etc.).

Source/Description	Timing	Amount
Development Charges	Expected	$10,598,874.00
	Total Amount (B)	$10,598,874.00
	OIPC Loan Amount (A-B)	$11,600,000.00

Please enter your long-term borrowing requirements including the estimated date the funds are required. Only include long-term borrowing in this section. If you anticipate that you will require short-term financing during the construction phase of the project, the information will be gathered as part of the Financing Agreement.

Estimated Date Required	Amount	Term (in years)	Type
Dec-31-2009	$11,600,000.00	25	Amortizing
Total Long-Term Financing	$11,600,000.00		

Project Details - Municipal Other Infrastructure

Project Name	Fire Hall
Category	Municipal Other Infrastructure
Construction Start Date	Nov-03-2008
Construction End Date	Dec-31-2009

Please indicate the type of infrastructure project. Please select only one.

- ☑ Fire
- ☐ Police
- ☐ Ambulance
- ☐ Administration
- ☐ Others

Please indicate below if any aspect of the project pertains to:

Energy Conservation: ☐ Yes ☑ No

The Municipal Eco Challenge Fund (MECF) is a three year, $20 million grant and $200 million loan initiative to help municipalities reduce Green House Gas (GHG) emissions from their infrastructure.

Please indicate whether the loan is for a project that will reduce energy consumption or GHG emissions from a municipally-owned facility (building, arena, etc.).

☐ Yes ☑ No

Is this project also being considered for an MECF grant?

☐ Yes ☑ No

Please provide :

An estimate of the reduction in energy consumption or GHG emissions as a result of the project.

NA

or

A short description of the energy conservation benefits.

ONTARIO INFRASTRUCTURE PROJECTS CORPORATION (OIPC)
LOAN APPLICATION

Address of the project:	100 Weldon Road Whitchurch-Stouffville
Type of work (e.g. new construction, renovation of existing facilities, redevelopment, deferred maintenance, etc.):	New Construction

Description of the project:

The construction of a fire hall that is 19,580 sq. ft (1,819 sq. m) including EMS with barrier free accessibility.

Additional comments:

What is the life span of the project in years? (i.e. the physical asset) 50

Please identify your Ministry contact (If applicable)

Ministry:

Contact Name:

Contact Phone:

ONTARIO INFRASTRUCTURE PROJECTS CORPORATION (OIPC)
LOAN APPLICATION

Project Information

Project Name Fire Hall

Category Municipal Other Infrastructure

Project Cost (A) $6,265,298.00

Project Funding/Financing

List existing and expected Funding/Financing sources for the project (eg. Reserves, other cash on hand, approved grants, etc.).

Source/Description	Timing	Amount
Development Charges	Existing	$2,679,179.00
Tax Levy	Existing	$1,786,119.00
	Total Amount (B)	$4,465,298.00
	OIPC Loan Amount (A-B)	$1,800,000.00

Please enter your long-term borrowing requirements including the estimated date the funds are required. Only include long-term borrowing in this section. If you anticipate that you will require short-term financing during the construction phase of the project, the information will be gathered as part of the Financing Agreement.

Estimated Date Required	Amount	Term (in years)	Type
Dec-31-2009	$1,800,000.00	25	Amortizing
Total Long-Term Financing	$1,800,000.00		

D. DEBT AND REPAYMENT SUMMARY

Financial Information Returns (FIR)

Please be aware that OIPC will be unable to complete the processing of your application until you have filed your most current FIR with the Ministry of Municipal Affairs and Housing. If you have not filed your FIR, you should submit your application to OIPC and send your FIR to MMAH as soon as possible.

ARL

Please provide a copy of the Borrower's most recent ARL issued by MMAH.

Existing Borrowing:

Please provide the following details on the existing debt, including capital leases and unsecured debt.

Loan #	Loan Purpose	Initial Amount Borrowed	Amount Outstanding as per Most Recent Audited Financials	Annual Interest Rate (%)	Date Borrowed (mm/dd/yyyy)	Maturity Year	Summary of Existing Pledges, Conditions, Covenants	Payment Type	Periodic Amount Payable	Payment Frequency

Please elaborate on re-financing plans and options for any existing "interest only" debt, if applicable

Existing Encumbrances:

Does the Borrower have any existing liens, pledges and any other encumbrances on existing assets?

☐ Yes ☐ No

If yes, please provide details:

OIPC Loan Repayment Information

Please indicate the source(s) of revenue you plan to use to repay the OIPC Loan.

Source	Contribution to OIPC Loan Payments (%)
Taxation	5.37
User Fees	
Service Charges	
Development Charges	94.63
Connection Fees	
Subsidies	
Other	
Total	100.00

Description of Other Source

Audited Financial Statements

A copy of the most recent audited financial statements must be attached with this loan application.

E. LITIGATION

Is there any litigation threatened or existing which would affect any projects or substantially impair the Borrower's ability to pay debt service costs on its general obligation indebtedness? Please indicate Yes or No.

☐ Yes ☑ No

Please complete the Certificate of Litigation template found under the Forms menu.

F. NON-REPAYMENT OF LOANS OR DEBENTURES

In the last 10 years has the Borrower ever failed to make a loan or debenture repayment on time to any lender, including to the Provincial Government?

☐ Yes ☑ No

If yes, please provide details. If necessary, attach details.

G. PROVINCIAL GRANTS AS SECURITY

Pursuant to OIPC's enabling legislation, the Minister of Finance may deduct funds from provincial grants to the Borrower appropriated by the Legislative Assembly of Ontario for payment to OIPC to satisfy any outstanding unpaid amounts owed by the Borrower to OIPC.

H. ATTACHMENTS

Please ensure all required documents are submitted with the signed application. OIPC requires originals as noted below to be mailed or couriered. Also, please retain a copy of all documents submitted to OIPC for your records.

- Completed application signed and dated by the appropriate individuals (original)
- Certified and sealed copy of OIPC template by-law authorizing project borrowing and applying for a loan (original)
- Certificate of No Litigation using the OIPC template (original)
- Updated Certified Annual Repayment Limit Calculation (original)
- OMB approval if exceeding debt repayment limit, if applicable
- Current Audited Financial Statements

- Capital Plan if applicable
- Project management letter

☑ I acknowledge and agree that all of the above referenced documents must be submitted in the form required by OIPC and understand that the application will not be processed until such documents have been fully completed and received by Infrastructure Ontario.

Please note: OIPC retains the right to request and review any additional information or documents at its discretion.

☑ I acknowledge that I have read and understood the Project Management and Best Practices Reporting Requirements