

**THE CORPORATION  
OF THE  
MUNICIPALITY OF HURON EAST**

**BY-LAW NO. 38 FOR 2002**

**“THE HURON EAST/SEAFORTH COMMUNITY DEVELOPMENT TRUST BY-LAW”**

Being a by-law to provide for the establishment of a Trust to manage the proceeds of the sale of the Seaforth Public Utilities by the Corporation of the Municipality of Huron East to Festival Hydro and to provide for the use of the proceeds in accordance with the Minister’s Order on Re-structuring Section 10(2);

WHEREAS Huron East Council has received one million, four hundred and seven thousand, one hundred and six dollars and ninety eight cents (\$1,407,106.98) from the sale of the Seaforth Public Utility and the existing hydro reserves;

AND WHEREAS the Seaforth Public Utility has been paid for entirely by the ratepayers of the Seaforth Ward through the years;

AND WHEREAS the Seaforth Public Utility was an asset of the Town of Seaforth, a Ward of the Municipality of Huron East, created on January 1<sup>st</sup>, 2001;

AND WHEREAS the proceeds of the sale of the Seaforth Public Utility and existing hydro reserves have been recognized by the Minister’s Order on Re-structuring made under The Municipal Act on March 31<sup>st</sup>, 2000, in Section 10(2) as monies to be received and used for the benefit of the former Town of Seaforth;

AND WHEREAS the Council of the Municipality of Huron East wishes to create a Trust for the management of the funds in accordance with The Municipal Act and the said Minister’s Re-structuring Order;

AND WHEREAS the Trust funds will be used in part for the purchase of the Post Office building and to otherwise benefit former Seaforth ratepayers;

NOW THEREFORE the Council of the Corporation of the Municipality of Huron East ENACTS

AS FOLLOWS: -

(1) Establishment of the Huron East/Seaforth Community Development Trust (HE/SCDT):

1.1 The hydro reserves of the former Town of Seaforth shall be paid to the Trustees of the Trust and managed in accordance with the Trust Deed attached as Schedule “A” when duly executed by the Trustees.

(2) Post Office Purchase:

2.1 The existing Agreement of Purchase and Sale between the Corporation of the Municipality of Huron East and Grant Bradley for the purchase of the Post Office building shall be assigned to the HE/SCDT and the HE/SCDT shall close the transaction and manage the building as Trust property under the Trust Agreement.

(3) The seventh Trustee shall be an appointment of the Municipality of Huron East for the initial term until the ending of the term of Council in 2003, and all other Trustees' terms shall end at that time except ALFRED ROSS and JOSEPH STEFFLER, whose terms shall end in 2006, at the end of the term of Council.

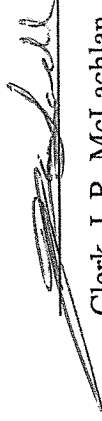
READ a first time this 2<sup>nd</sup> day of April, 2002.

READ a second time this 2<sup>nd</sup> day of April, 2002.

READ a third time and finally passed this 2<sup>nd</sup> day of April, 2002.

  
\_\_\_\_\_

Mayor, Lin Steffler

  
\_\_\_\_\_

Clerk, J. R. McLachlan

THIS DECLARATION OF TRUST is made the 2nd day of April, A.D., 2002, by:

Alfred Ross, of the Municipality of Huron East (former Town of Seaforth),  
Douglas Elliott, of the Municipality of Huron East (former Town of Seaforth),  
Richard Burgess, of the Municipality of Huron East (former Town of Seaforth),  
William Teall, of the Municipality of Huron East (former Town of Seaforth),  
James Sills, of the Municipality of Huron East (former Town of Seaforth),  
Joseph Steffler, of the Municipality of Huron East (former Town of Seaforth),  
, of the Municipality of Huron East (former Town of Seaforth).

(who are the "Trustees", which expression shall include the Trustee or Trustees for the time being of this Deed).

**WHEREAS** the Corporation of the Municipality of Huron East came into existence on January 1, 2001, as a result of a Minister's Order made under The Municipal Act on March 31, 2000;

**AND WHEREAS** said Municipality holds certain reserve funds in accordance with The Municipal Act and the Minister's Order aforesaid;

**AND WHEREAS** the Minister's Order provided that the Hydro reserves of the former Town of Seaforth and the proceeds of the sale of the assets of the hydro system of the former Town of Seaforth became reserve funds of the Corporation of the Municipality of Huron East with the qualification that they shall only be used for the benefit of the rate payers of the geographic area of the former Town of Seaforth;

**AND WHEREAS** the Corporation of the Municipality of Huron East wishes to make provision for the said use of the reserve funds;

**AND WHEREAS** the Corporation of the Municipality of Huron East desires to establish a Trust to hold and manage the reserve funds for the benefit of the rate payers of the former Town of Seaforth;

**AND WHEREAS** the Trustees have agreed to hold and manage the said reserve funds and any assets derived therefrom for the benefit of the rate payers of the former Town of Seaforth;

**NOW IT IS AGREED AND DECLARED** as follows:

1. A Trust is established in the name of the Huron East/Seaforth Community

Development Trust for the benefit of the rate payers of the former Town of Seaforth, from time to time.

2. The objects of the Huron East/Seaforth Community Development Trust are:
  - (a) to manage the said Hydro reserve funds aforesaid in accordance with the provisions of The Municipal Act and the Municipal Re-structuring Order creating the Corporation of the Municipality of Huron East;
  - (b) to use the reserve funds to promote the health, safety, morality and welfare of the rate payers of the former Town of Seaforth;
  - (c) to promote the economic development of the geographic area known as the former Town of Seaforth;
  - (d) to assist the Corporation of the Municipality of Huron East in its management and government of the geographic area known as the former Town of Seaforth;
3. The Trustees shall hold the capital and income of any cash, cheques, securities, investment, personal property, real property, or other interests received or otherwise acquired for the Seaforth Community Development Trust upon trust to be used for the exclusive purpose of the objects of the Seaforth Community Development Trust.
4. The Trustees may invest in their names, as Trustees. any monies or the proceeds of any property or interests received or otherwise acquired that are not required for the immediate purposes of the Huron East/Seaforth Community Development Trust. The investments may be securities or other investments in which such trust monies or proceeds may by law be invested. The Trustees, may, from time to time, deal further with the investments and may, from time to time, reinvest any amounts that are payable.
5. Any property received or otherwise acquired shall be vested in the Trustees.
6. The Trustees shall be Seven (7) in number. Two (2) of the seven (7) Trustees shall be the elected representatives of the Ward of Seaforth. The remaining five (5) Trustees shall be appointed by the Corporation of the Municipality of Huron East; three for three (3) year terms coincident with the term of the Municipal Council of the Corporation of the Municipality of Huron East and two (2) for six year terms to assure continuity. Trustees may be re-appointed if willing and if Council so determines.

and it is the intent that at each appointment date there shall always be two (2) Trustees commencing a six (6) year term.

7. The power of appointing new Trustees shall be vested in the Corporation of the Municipality of Huron East. The power of appointing new Trustees shall be exercised concurrently with the Municipal electoral process or in circumstances where the incumbent Trustees are acting in contravention of the objects of the Huron East/Seaforth Community Development Trust or for the purpose of filling a vacancy arising from resignation, incapacity, death of a Trustee, or other like reason.
8. The following regulations shall govern the procedures of the Trustees:-
  - (a) The Trustees shall hold meetings at least once every month. The meetings may be at a place that the Trustees shall, from time to time, determine;
  - (b) Any Trustee may, at any time, convene a special meeting of the Trustees provided at least seven (7) days' written notice has been given to the other Trustees of the matters to be discussed and the time, date and location of the meeting;
  - (c) A majority of the Trustees shall form a quorum for any meeting of the Trustees;
  - (d) Meetings shall be held in person;
  - (e) The Trustees shall appoint by resolution one of the Trustees to be Chair. The Chair shall have a deciding vote in the case of a tie on any matter before the Trustees;
  - (f) Any resolution of the Trustees may, from time to time, be rescinded or varied by the Trustees;
  - (g) The Trustees shall maintain a record of their meetings. The proceedings of the Trustees shall be entered in the record. The Chair shall sign the minutes at the conclusion of each meeting or at a future meeting when the minutes have been duly confirmed by the Trustees;
  - (h) The Trustees shall maintain books of accounts to record all money received and paid out by or on behalf of the Trustees.

- (i) The Trustees shall make an annual report to the Council of the Corporation of the Municipality of Huron East, which shall contain audited Financial Statements.
9. The Trustees may, from time to time, open and maintain an account or accounts at a financial institution or institutions. The Trustees may, at any time, pay any monies forming part of the Huron East/Seaforth Community Development Trust to the credit of the account or accounts or place the monies on deposit with any financial institution or institutions. All cheques and orders for payment shall be signed by the Chair and at least one (1) other Trustee. The Trustees shall have the right to lend money to the Corporation of the Municipality of Huron East for municipal purposes.
10. The Trustees may be reimbursed for any reasonable expenses incurred personally in carrying out their duties as Trustees in fulfilling the objects of the Huron East/Seaforth Community Development Trust.
11. The Trustees may engage any legal, accounting, or other professional assistance that they consider appropriate to administer and preserve the Huron East/Seaforth Community Development Trust. The Trustees may pay any fees, expenses or other charges with respect to the administration and preservation of the Huron East/Seaforth Community Development Trust.
12. The Trustees may appoint a solicitor or other person to be their agent and to receive and give a discharge for any money or valuable consideration or property receivable by the Trustees under the Trust. The Trustees may insure against loss or damage any insurable property held by the Trustees and any premiums, taxes, fees or other charges arising from the insurance contract shall be paid out of the income of the Trust. The Trustees may insure against negligence in the operation of the Trust and the Trust shall pay for such insurance. The Trustees may enter into and renew any leases for real or personal property on terms that the Trustees consider reasonable and may pay any rents, taxes, fees or other charges arising from the lease out of the income of the Trust.
13. The Trustees, their heirs, executors and administrators and estate and effects shall be indemnified and saved harmless individually and severally from time to time, and at all times from and against:

- (a) all costs, charges and expenses which a Trustee sustains or incurs in or about any action, suit or proceeding brought, commenced or prosecuted against him or her or in respect of any act, deed, matter or thing whatsoever made, done or permitted by him or her, in or about the execution of the duties of his or her office or in respect of such liability and,
- (b) all other costs, charges and expenses that he or she sustains or incurs in, about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his or her own willful neglect or default.

The Trustees may obtain indemnification insurance for errors and omissions and may pay for this insurance out of the Trust.

- 14. The Trustees may invest in any security or other investment in which Trust monies or proceeds may by law be invested and in mutual funds or similar securities available from a financial institution.
- 15. The Trustees may apply for incorporation as a non-profit Corporation under The Ontario Corporations Act with the consent of the Council of the Corporation of the Municipality of Huron East. The expenses related to the Application may be paid from the Seaforth Community Development Trust. Upon incorporation, the Huron East/Seaforth Community Development Trust shall be dissolved and the property shall be transferred to the Corporation.
- 16. Upon dissolution of the Seaforth Community Development Trust other than by incorporation and after payment of all debts and liabilities, the remaining property and money of the Seaforth Community Development Trust shall be returned to the reserve funds of the Corporation of the Municipality of Huron East to be dealt with in

accordance with the Minister's Restructuring Order.


IN WITNESS whereof this Declaration of Trust is signed and sealed this 2nd day of April,

A.D., 2002.

Signed, sealed and delivered in  
the presence of:

  
(signature) Witness


  
(signature) Witness

  
(signature) Witness

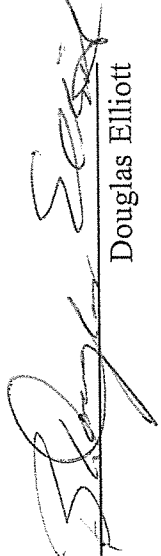
  
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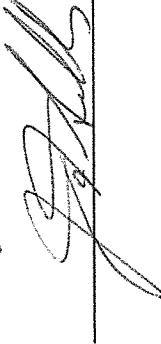
  
(signature) Witness


  
Alfred Ross

  
Douglas Elliott

  
Richard Burgess

  
William Teall

  
James Sills

  
Joe Steffler

  
Elizabeth Cardno