

**CITY OF VAUGHAN**

**EXTRACT FROM COUNCIL MEETING MINUTES OF MAY 17, 2016**

Item 31, Report No. 21, of the Committee of the Whole, which was adopted without amendment by the Council of the City of Vaughan on May 17, 2016.

**31                    THE SOCCER CENTRE (ONTARIO) (SCO) GOVERNANCE REVIEW**

**The Committee of the Whole recommends approval of the recommendation contained in the following resolution submitted by Councillor Carella, dated May 3, 2016:**

**Member's Resolution**

Submitted by Councillor Tony Carella.

**WHEREAS** The Soccer Centre (Ontario) (SCO) is the sub-tenant of the City of Vaughan in respect of portions of former Parkway Belt lands on Martin Grove Road, which lands the City leases from the Province of Ontario; and

**WHEREAS** the City is the guarantor of a loan from the Canadian Imperial Bank of Commerce to the SCO, in the amount of approximately \$5 million, secured by the building known as the Ontario Soccer Centre; and

**WHEREAS** the agreement between the City and the sub-tenant SCO (and The Ontario Soccer Association Incorporated, or OSA, a party to the agreement) provides for two representatives appointed by the City to the Board of the SCO (those current representatives being Councillor Tony Carella, of Ward 2/Woodbridge, in which the Centre is located, and Jamie Bronsema, Director of Parks Development); and

**WHEREAS** the SCO has been the subject of an independent governance review conducted by John T. Dinner Board Governance Services, as commissioned by the SCO board of directors on behalf of the SCO's members; and

**WHEREAS** the City has an interest in the ongoing governance of SCO in the context of the City's relationships related to SCO; and

**WHEREAS** the recommendations of the governance review may be, inter alia, an item for discussion at SCO's annual general meeting, set for Saturday, June 11, 2016, at 8.30 am, at the Ontario Soccer Centre;

**NOW THEREFORE BE IT RESOLVED**

That a representative of the Office of the City Solicitor attend the annual general meeting for purposes of

- (1) hearing the discussion of the governance issues, and
- (2) providing counsel to the City's representatives in their discharge of their fiduciary duty to the citizens of Vaughan, in light of their fiduciary duty to SCO as directors of that corporation.