

Authority: Executive Committee Item 3.3, adopted as amended,
by City of Toronto Council on February 23 and 24, 2011
Enacted by Council: February 24, 2011

CITY OF TORONTO

BY-LAW No. 330-2011

To authorize agreements for the year 2011, 2012, 2013 and 2014 respecting the issue of debentures.

WHEREAS section 7 of the *City of Toronto Act, 2006* (the "Act") provides that the City has the capacity, rights, powers and privileges of a natural person for the purpose of exercising its authority under this or any other Act; and

WHEREAS subsection 8(2) of the Act provides that the City may pass by-laws respecting the financial management of the City and its local boards; and

WHEREAS, paragraph 1 of section 245 of the Act provides that, without limiting sections 7 and 8 of the Act, those sections of the Act authorize the City to undertake financial activities related to borrowing and investing money in accordance with such conditions and restrictions as may be prescribed; and

WHEREAS Ontario Regulation 610/06 (the "Regulation") provides that the City may for its purposes borrow money to obtain or provide long-term financing for any capital work by, amongst other means, issuing debentures; and

WHEREAS pursuant to City of Toronto Municipal Code Chapter 30, Debenture Committee, City Council has delegated to the Debenture Committee the authority to approve debenture issues and to enact the requisite borrowing by-laws in accordance with the terms and conditions set out in any agreement for the issuance of debentures entered into by the Mayor and the Deputy City Manager and Chief Financial Officer in accordance with Council's by-law delegating authority to enter into any such agreements up to an annual limit established by Council (the "Borrowing Authority By-law"); and

WHEREAS at its meeting of February 7 and 8, 2011, City Council enacted an interim Borrowing Authority By-law for 2011 (By-law No. 205-2011); and

WHEREAS City Council wishes to delegate to the Mayor and the Deputy City Manager and Chief Financial Officer the power to enter into an agreement, or agreements during each of the years 2011, 2012, 2013 and 2014, with a purchaser or purchasers for the issuance, or the sale and issuance, of the City's debentures in an amount not to exceed \$900 million per year, and to enact Borrowing By-law for 2011, 2012, 2013 and 2014 to provide such authority;

The Council of the City of Toronto HEREBY ENACTS as follows:

1. The Mayor and Deputy City Manager and Chief Financial Officer are authorized to enter into an agreement or agreements with a purchaser or purchasers, during each of the years 2011, 2012, 2013 and 2014 for the issue, or the sale and issue, of debentures upon such terms and conditions including price or prices as they deem expedient to provide an amount not exceeding \$900,000,000.00 for the City's purposes, including purposes of the

former Municipality of Metropolitan Toronto. For clarification and confirmation the debenture can be issued at any time in the year the agreement is entered into or thereafter without affecting the \$900,000,000.00 limit because the limit shall be reduced during the year the agreement is entered into by the amount of debentures specified in any such agreement regardless of the year in which the debentures are issued.

2. Any agreement or agreements entered into under the authority contained in section 1 may provide that the debentures to be issued may be expressed and be payable in lawful money of Canada and the Mayor and Deputy City Manager and Chief Financial Officer are authorized to enter into any additional agreements, as described in the Regulation, to provide for the reduction of interest rate risk with respect to all or a portion of the interest payable under the debentures, to provide for the reduction of currency risk with regard to the entire amount of principal and interest payable under the debentures or to minimize the cost or risk associated with the debentures due to fluctuations in interest rates.
3. Any agreement or agreements entered into under the authority contained in section 1 may provide that the debentures to be issued, to the extent permitted by applicable law, may provide for a variable rate of interest, for the payment of other amounts, and may include any additional authorized agreements.
4. The Mayor and Deputy City Manager and Chief Financial Officer are authorized to apply on behalf of the City of Toronto to any regulatory body in Canada or outside Canada for any approvals required in connection with any such agreement or agreements or for the issue of debentures thereunder.
5. Where the Mayor and the Deputy City Manager and Chief Financial Officer have entered into an agreement or agreements in accordance with section 1, the Deputy City Manager and Chief Financial Officer shall report the terms of the agreement to the Debenture Committee for approval, and the Deputy City Manager and Chief Financial Officer shall report the terms of any such agreements approved by the Debenture Committee to City Council for information once every calendar year for Council's information.

ENACTED AND PASSED this 24th day of February, A.D. 2011.

FRANCES NUNZIATA,
Speaker

ULLI S. WATKISS
City Clerk

(Corporate Seal)