

**THE CORPORATION OF THE CITY OF PETERBOROUGH  
BY-LAW NUMBER 01-100**

**A BY-LAW TO AUTHORIZE THE BORROWING OF 7,300,000 UPON  
INSTALMENT DEBENTURES TOWARDS THE COST OF CERTAIN  
CAPITAL PROJECTS**

**WHEREAS** the Council of The Corporation of the City of Peterborough (the "Corporation") has enacted the various authorizing by-laws set forth in column (1) of Schedule "A" attached hereto and forming part of this By-law ("Schedule "A""), such authorizing by-laws authorizing the owner supported projects numbered 1 and 2 and the tax supported projects numbered 3 through 15, both inclusive, described in column (2) opposite such by-law numbers, for which it is now desirable to issue debentures in the respective amounts set out in column (5) of Schedule "A";

**AND WHEREAS** in respect of each of the projects described in column 2 of Schedule "A", the Council of the Corporation has respectively authorized each such project and the issue of debentures therefor in an amount at least equal to the respective amounts set out in column (5) of Schedule "A". Before authorizing each such project, the Council of the Corporation had its Treasurer update its most recent annual debt and financial obligation limit provided by the Ministry of Municipal Affairs and Housing and the Treasurer determined that the estimated annual amount payable in respect of each such project, would not cause the Corporation to exceed its updated limit with the result that the Council of the Corporation authorized each such project, without the approval of the Ontario Municipal Board;

**AND WHEREAS** it is expedient to issue debentures within the term of years set out in column (7) of Schedule "A" on the credit of the Corporation in the principal amount of \$7,300,000 in order to provide the amounts set out in column (5) of Schedule "A";

**AND WHEREAS** it is expedient that the said debentures bear interest at the rates set out below, payable semi-annually on February 16 and August 16 with the principal amount of such debentures payable within the term of ten years.

**NOW THEREFORE**, the Council of The Corporation of the City of Peterborough hereby enacts as follows:

1. The borrowing of the sum of \$7,300,000 in lawful money of Canada for the purposes set out in column (2) of Schedule "A" and the issue of instalment debentures therefor on the credit of the Corporation to be repaid in annual instalments during the period of years set out in column (7) of Schedule "A" as hereinafter set forth, are hereby authorized and approved.
2. The Mayor and the Treasurer of the Corporation are hereby authorized to cause any number of instalment debentures to be made for such sums of money as may be required for the purposes aforesaid in global and definitive forms, not exceeding in total the said sum of \$7,300,000 (the "said debentures") and the said debentures shall be sealed and signed in accordance with the provisions of the *Municipal Act*, R.S.O. 1990, c.M.45, as amended (the "Act"). The said debentures shall initially be issued in global fully registered form as one certificate in the principal amount of \$7,300,000, in the name of the nominee of The Canadian Depository for Securities Limited ("CDS"), being CDS & Co., and held by CDS with provision for payment of principal and interest by cheque sent by post to the registered address of the registered holder or, if authorized in writing, by electronic transfer (the "Global Debenture").

3. The said debentures shall be dated the 16<sup>th</sup> day of August, 2001, shall be issued within two years after the date on which this by-law is enacted, and as to both principal and interest shall be expressed and be payable in lawful money of Canada. The said debentures (and in the case of the Global Debenture, the annual amount of principal payable thereunder in respect of the said debentures) shall bear interest from the date thereof at the annual rates hereinafter set forth, which interest shall be payable semi-annually on the 16<sup>th</sup> day of February and the 16<sup>th</sup> day of August during the currency of the said debentures.
4. The said debentures shall mature (and in the case of the Global Debenture, the annual amount of principal in respect of the said debentures thereunder shall be payable) in varying instalments of principal on August 16 in each of the years 2002 to 2011, both inclusive. The amounts of principal payable in each year of the currency of the said debentures are set out in Schedule "B" attached hereto and forming part of this by-law ("Schedule "B""). The said debentures maturing (principal payable) in the year 2002 shall bear interest at the rate of four and three-quarters percent (4.750%) per annum, the said debentures maturing (principal payable) in the year 2003 shall bear interest at the rate of five percent (5.000%) per annum, the said debentures maturing (principal payable) in the year 2004, shall bear interest at the rate of five and three-eighths percent (5.375%) per annum, the said debentures maturing (principal payable) in the year 2005 shall bear interest at the rate of five and five-eighths percent (5.625%) per annum, the said debentures maturing (principal payable) in the year 2006 shall bear interest at the rate of five and seven-eighths percent (5.875%) per annum, the said debentures maturing (principal payable) in the year 2007 shall bear interest at the rate of six percent (6.000%) per annum, the said debentures maturing (principal payable) in the year 2008 shall bear interest at the rate of six and one-eighth percent (6.125%) per annum, the said debentures maturing (principal payable) in the year 2009 shall bear interest at the rate of six and one-quarter percent (6.250%) per annum, the said debentures maturing (principal payable) in each of the years 2010 and 2011 shall bear interest at the rate of six and three-eighths percent (6.375%) per annum.
5. Interest shall be payable to the date of maturity of the said debentures and shall be payable on default both before and after default and judgment. Any amounts payable by the Corporation as interest on overdue principal or interest in respect of the said debentures shall be paid out of current revenue.
6. In limited circumstances (as set out in the letter of representations addressed to CDS referred to below) the Global Debenture shall be exchangeable for debentures in definitive fully registered form in denominations of \$1,000 and any multiples thereof upon surrender of the Global Debenture to the Treasurer of the Corporation provided that there is at least one definitive debenture which matures in each of the remaining years of the currency of the Global Debenture. The definitive debentures shall aggregate the same principal amount as the principal outstanding balance of the Global Debenture as at the date of exchange, shall bear the same interest rates and maturity dates, shall bear all unmatured interest obligations and shall be the same substantially in every respect to the Global Debenture. In issuing definitive debentures no change shall be made in the amount which would otherwise be payable in each year under the Global Debenture. The definitive debentures shall be in fully registered form payable as to principal in lawful money of Canada at any specified branch of the bank designated therein with provision for payment of interest by cheque sent through the post to the registered addresses of the registered holders or, if authorized in writing, by electronic transfer. In the case of joint registered holders of any of the said

definitive debentures, the principal moneys and interest thereon may be paid to the holder whose name first appears in the Corporation's debenture registry whose receipt thereof shall constitute a valid discharge to the Corporation.

7. (a) In each year in which an amount of interest or an instalment of principal of the said debt and interest becomes due in respect of the projects numbered as 1 and 2 described in column (1) of Schedule "A", there shall be levied and raised for the payment of principal and interest the specified sums shown for the respective year as set forth in Schedule "C" hereto ("Schedule "C"). Such amounts shall be levied and raised by a special rate sufficient therefor, over and above all other rates, on all the rateable property in the City of Peterborough, but no greater rate shall be levied in any year than is required to pay the said amount after taking into account receipts from the special assessments provided in sub-section (b) hereof, or from any other source in respect of the said projects;
  - (b) For the payment of the owners' portion of the cost and interest thereon, the special assessments set forth in the special assessment rolls are hereby imposed upon the lands liable therefor as therein set forth, which said special assessments with a sum sufficient to cover interest thereon at the rates aforesaid, shall be payable in equal instalments during the currency of the said debentures and for that purpose the special rates per metre frontage are hereby imposed upon each lot entered in the said special assessment rolls for such projects according to the assessed frontage thereof, over and above all other rates and taxes, which said special rates shall be collected annually by the collector of taxes for the Corporation at the same time and in the same manner as other rates.
8. In each year during the currency of the said debentures, there shall be levied and raised in respect of the projects numbered 3 through 15, both inclusive, described in column (1) of Schedule "A", by a special rate sufficient therefor, over and above all other rates, on all the rateable property in the City of Peterborough, the amount of the instalment of principal and interest payable in that year as set forth in Schedule "D" hereto ("Schedule "D"); but no greater rate shall be levied in any year for such projects than is required to pay the said amount after taking into account receipts from any other source in respect of the said projects.
9. In light of the foregoing sections 7 and 8 of this by-law, there shall be raised in each year during the ten year period from the date of the debentures in respect of all of the projects described in column (1) of Schedule "A", the yearly sum of principal and interest set out in the last column of Schedule "B" hereto, the said yearly sum being equal to the aggregate of the yearly sums payable for principal and interest in respect of projects numbered 1 and 2 described in column (1) of Schedule "A" and in respect of projects numbered 3 through 15, both inclusive, described in column (1) of Schedule "A".
10. The said debentures may contain any provision for their registration authorized by law.
11. (a) The Mayor and the Treasurer are hereby authorized to cause the said debentures to be sold or hypothecated at such price or prices as they may determine and the Treasurer is hereby authorized to enter into a purchase letter in respect of the said debentures setting that the said price or prices, to enter into a letter of representations addressed to CDS and generally to do all things and to execute all documents and other papers in the name of the Corporation in order to carry out the sale or hypothecation of the said debentures and the Treasurer is authorized to affix the seal of the Corporation to all or any of such documents and papers including the letter of representations addressed to CDS.

- (b) The proceeds of the sale or hypothecation of the said debentures, after providing for the discount, if any, and the expenses of negotiation and sale thereof, shall be apportioned and applied for the respective projects set forth in Schedule "A" and for no other purpose except as permitted by the Act.
12. Subject to the foregoing, the holder of any of the said debentures may exchange such debenture for fully registered debentures of authorized denominations upon surrender of such debenture to the Treasurer of the Corporation. Debentures issued in substitution for any such debenture surrendered shall aggregate the same principal amount as the debenture surrendered, bear all unmatured interest obligations, bear the same interest rate and maturity date and be the same in every respect except in denomination to such debenture surrendered.
13. This by-law shall come into force and take effect on the date of its passing.

By-law read a first and second time this 13<sup>th</sup> day of August, 2001

By-law read a third time and finally passed this 13<sup>th</sup> day of August, 2001

(Sgd.) Sylvia Sutherland, Mayor

(Sgd.) Doris Neufeld, Deputy City

Clerk