



THE CORPORATION OF THE CITY OF BRAMPTON

BY-LAW

245-2000

Number _____

To authorize the entering into of a Fibre
Disposition Agreement with Hydro One
Telcom Inc.

WHEREAS The Corporation of the City of Brampton (the "City") wishes to sell to Hydro One Telcom Inc. all of its rights with respect to certain fibre assets as described in and substantially in accordance with the terms and conditions set forth in a fibre disposition agreement (the "Fibre Disposition Agreement") and an interim fibre operations agreement (the "Operations Agreement"), both between the City as Vendor and Hydro One Telcom Inc. as Purchaser, copies of which were presented to City Council.

NOW THEREFORE the Council of The Corporation of the City of Brampton **ENACTS** as follows:

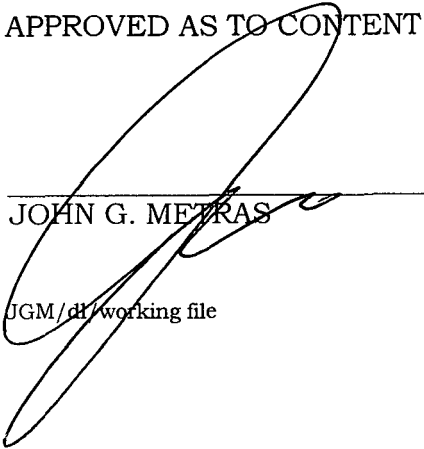
1. Either (a) the Mayor and the Clerk or (b) the Chief Information Officer and the Commissioner of Legal Services and City Solicitor are hereby authorized and directed on behalf of the City to:
 - 1.1 execute and deliver the Fibre Disposition Agreement and the Operations Agreement substantially in the forms presented to City Council with such minor changes as the City Manager, the Chief Information Officer, and the Commissioner of Legal Services and City Solicitor may approve in their discretion;
 - 1.2 execute and deliver all of the other agreements substantially in the forms of the agreements described in and/or attached as exhibits to the Fibre Disposition Agreement and the Operations Agreement (the "Other Agreements") with such minor changes as the City Manager, the Chief Information Officer, and the Commissioner of Legal Services and City Solicitor may approve in their discretion; and
 - 1.3 do all things and to execute and deliver all other documents necessary to complete the transactions and perform the obligations of the City set forth in the Fibre Disposition Agreement, the Operations Agreement, and the Other Agreements.
2. The Fibre Disposition Agreement, the Operations Agreement, and the Other Agreements, and all other documents authorized for execution by section 1 of this by-law shall be approved by the City Manager, the Chief Information Officer, and the Commissioner of Legal Services and City Solicitor before they are executed by the authorized signing officers set forth in this by-law.

3. The City Clerk or the Commissioner of Legal Services and City Solicitor is authorized to affix the seal of the City to all agreements and documents authorized by this by-law.

READ a FIRST, SECOND, AND THIRD TIME and passed in Open Council this **30th day of October, 2000.**


PETER ROBERTSON MAYOR

APPROVED AS TO CONTENT


JOHN G. METRAS

JGM/dj/working file


LEONARD J. MIKULICH CLERK