

**THE CORPORATION OF THE
TOWNSHIP OF EDWARDSBURGH CARDINAL**

BY-LAW NO. 2021-28

**“A BY-LAW TO AUTHORIZE THE MAYOR, CLERK AND PORT GENERAL
MANAGER TO EXECUTE A TERMINATION AGREEMENT OF THE OPERATING
AGREEMENT WITH HER MAJESTY THE QUEEN IN RIGHT OF CANADA,
REPRESENTED BY THE MINISTER OF TRANSPORT”**

WHEREAS the Municipal Act 2001, SO 2001, Chapter 25, Section 8(1) states that the powers of a municipality shall be interpreted broadly so as to confer broad authority on municipalities to govern their affairs as they consider appropriate and to enhance their ability to respond to municipal issues; and

WHEREAS the Municipal Act 2001, SO 2001, Chapter 25, Section 8(2) states that in the event of ambiguity, the ambiguity shall be resolved so as to include, rather than exclude, municipal powers that existed before the Municipal Act, 2001 came into force; and

WHEREAS the Municipal Act 2001, SO 2001, Chapter 25, Section 9 gives the municipality the capacity, rights, powers and privileges of a natural person for the purpose of exercising its authority under this Act; and

WHEREAS under Section 139(1) of the Canada Marine Act, the Canada Ports Corporation was dissolved and the assets and obligations associated with the Port of Prescott devolved to the Crown under the administration of the Minister of Transport; and

WHEREAS Her Majesty and the Port Operator entered into an Agreement to Transfer as of the 11th day of October 2000 for the Port of Prescott; and

WHEREAS under the Agreement to Transfer, a Contribution Agreement was entered into where Her Majesty provided the Port of Prescott with two contributions in the amount of \$1,350,000.00 each; and

WHEREAS under the agreement to transfer, Her Majesty and the Port of Prescott entered into an Operating Agreement that took effect on the Transfer date and shall terminate on the 11th day of October, 2035; and

WHEREAS the Contribution Agreement terminated on the 11th day of October, 2004 and Her Majesty conducted an audit that confirmed the Port Operator is in compliance with the terms and conditions of the Agreement to Transfer; and

WHEREAS the Port Operator no longer has ongoing obligations under the Agreement to Transfer, the Parties have agreed to terminate the Operating Agreement; and

WHEREAS the Port Management Committee has recommended that, and Municipal Council deems it desirable, to enter into a Termination Agreement of the Operating Agreement with Her Majesty the Queen in Right of Canada, represented by the Minister of Transport.

NOW THEREFORE the Council of the Corporation of the Township of Edwardsburgh Cardinal enacts as follows:

1. That the Mayor, Clerk and Port General Manager are hereby authorized to execute the Termination Agreement of the Operating Agreement attached hereto as Schedule “A” on behalf of the Township of Edwardsburgh Cardinal and the Port of Johnstown.

2. That the Termination Agreement of the Operating Agreement is attached thereto shall form part of this by-law.
3. This by-law will come into force and take effect on its passing.

Read a first and second time in open Council this 25 day of May, 2021.

Read a third and final time, passed, signed and sealed in open Council this 25 day of May, 2021.

Mayor

Clerk