



# WHISTLER

## REPORT | ADMINISTRATIVE REPORT TO COUNCIL

**PRESENTED:** March 3, 2020

**REPORT:** 20-028

**FROM:** Corporate and Community Services

**FILE:** Vault

**SUBJECT:** TOURDEX.COM SYSTEMS INC. 2019 ANNUAL FILING

### COMMENT/RECOMMENDATION FROM THE CHIEF ADMINISTRATIVE OFFICER

**That** the recommendation of the General Manager of Corporate and Community Services be endorsed.

### RECOMMENDATION

**That** the Council of the Resort Municipality of Whistler in open meeting assembled, hereby resolve that the Municipality, as one of the shareholders of Tourdex.com Systems Inc. (Tourdex.com), pass the Consent Resolutions of the shareholders of Tourdex.com, copies of which are attached to this Administrative Report No. 20-028 as Appendix "A", and that the Mayor and Municipal Clerk execute and deliver the attached resolutions on behalf of the Municipality.

### REFERENCES

Appendix "A" – Tourdex.com Systems Inc. – 2019 Shareholders' Consent Resolutions

Appendix "B" – Tourdex.com Systems Inc. – 2019 Directors' Consent Resolution

Appendix "C" – Tourdex.com Systems Inc. – Financial Statements ended July 31, 2018  
(CONFIDENTIAL)

### PURPOSE OF REPORT

The purpose of this Report is to ask that Council approve the Shareholders' Consent Resolutions and to demonstrate approval by directing the Mayor and Municipal Clerk to sign the 2019 Shareholders' Consent Resolutions of Tourdex.com on behalf of the Municipality.

### DISCUSSION

Tourdex.com is a reservations and event booking system; 51 per cent of its shares are owned by the Resort Municipality of Whistler and 49 per cent of shares are owned by Tourism Whistler. Tourdex.com is a holding company that owns the URL [www.whistler.com](http://www.whistler.com) and has no other assets. The Directors of Tourdex.com have approved the 2018 financial statements and the consent resolution is attached as Appendix "B".

The Shareholders' Consent Resolutions include resolutions selecting December 10, 2019 as the annual reference date for Tourdex.com; acknowledging the receipt of the financial statements of Tourdex.com for its last completed fiscal year (attached as Appendix "C"); and waiving the appointment of an auditor for Tourdex.com.

In addition, the Shareholders' Consent Resolutions ask that the shareholders appoint the following persons (each of whom has consented in writing to act) as Directors of Tourdex.com:

- Barrett Fisher
- Mike Furey
- Roger Soane

## **POLICY CONSIDERATIONS**

Pursuant to Section 182 of the *Business Corporations Act*, Tourdex.com may consent in writing to all of the business required at the annual meeting of Tourdex.com.

Pursuant to Section 203 of the *Business Corporations Act*, Tourdex.com may consent in writing to waive the appointment of an auditor.

## **BUDGET CONSIDERATIONS**

There are minimal costs incurred for the annual filings (less than \$300). All costs are included within the existing Legislative Services Department budget.

## **SUMMARY**

This Report seeks Council's approval of the Shareholders' Consent Resolutions of Tourdex.com and permits affirming this approval by signature of the Mayor and Municipal Clerk.

Respectfully submitted,

Pauline Lysaght  
LEGISLATIVE AND PRIVACY COORDINATOR

for

Alba Banman  
MUNICIPAL CLERK

for

Ted Battiston  
GENERAL MANAGER, CORPORATE AND COMMUNITY SERVICES