



# WHISTLER

## REPORT | ADMINISTRATIVE REPORT TO COUNCIL

**PRESENTED:** March 3, 2020

**REPORT:** 20-029

**FROM:** Corporate and Community Services

**FILE:** Vault

**SUBJECT:** WHISTLER.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 (Municipality) in open meeting assembled, hereby resolve that the Municipality, as one of the shareholders of Whistler.com Systems Inc. (Whistler.com), pass the Consent Resolutions of the shareholders of Whistler.com, copies of which are attached to Administrative Report to Council No. 20-029 as Appendix "A", and that the Mayor and Municipal Clerk execute and deliver the attached resolutions on behalf of the Municipality.

### REFERENCES

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

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

Appendix "C" – Whistler.com Systems Inc. – 2019 Annual Report

Appendix "D" – Whistler.com Systems Inc. – Financial Statements ended June 30, 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 Whistler.com on behalf of the Municipality.

### DISCUSSION

Whistler.com is a reservations, call centre and event booking system; 51 per cent of its shares are owned by the Municipality and 49 per cent of its shares are owned by Tourism Whistler. The Municipality purchased half of the shares from a private owner in 2004. The Directors of Whistler.com have approved the June 30, 2018 financial statements and the consent resolution is attached for reference as Appendix "B".

The 2019 Annual Report of Whistler.com is now due for filing with the BC Registrar of Companies. A copy of the 2019 Annual Report is attached for reference as Appendix "C".

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

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 Whistler.com:

- Barrett Fisher,
- Mike Furey, and
- Roger Soane.

## **POLICY CONSIDERATIONS**

Pursuant to Section 182 of the *Business Corporations Act*, a company may consent in writing to all of the business required at the Annual General Meeting of a company.

Pursuant to Section 203 of the *Business Corporations Act*, a company 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 accommodated within the existing Legislative Services Department budget.

## **SUMMARY**

This Report seeks Council's approval of the Shareholders' Consent Resolutions of Whistler.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 OF CORPORATE AND COMMUNITY SERVICES