



## City of Hamilton

# CITYHOUSING HAMILTON CORPORATION SHAREHOLDER MEETING

**Meeting #:** 19-002  
**Date:** August 14, 2019  
**Time:** Immediately following the Board of Health Meeting  
**Location:** Council Chambers, Hamilton City Hall  
 71 Main Street West

Tamara Bates, Legislative Coordinator (905) 546-2424 ext. 4102

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	<b>Pages</b>
<b>1. APPROVAL OF AGENDA</b>	
(Added Items, if applicable, will be noted with *)	
<b>2. DECLARATIONS OF INTEREST</b>	
<b>3. APPROVAL OF MINUTES OF PREVIOUS MEETING</b>	
3.1 June 25, 2019	3
<b>4. SHAREHOLDER RESOLUTIONS</b>	
4.1 CityHousing Hamilton Development Strategy	7
<b>5. GENERAL INFORMATION / OTHER BUSINESS</b>	
<b>6. PRIVATE AND CONFIDENTIAL</b>	
6.1 Roxborough Park Development Opportunity (Report #17029(d)) (Distributed under separate cover)	
<p>Pursuant to Sub-section (c) of the City's Procedural By-law 18-270, and Section 239(2), Sub-section (c) of the Ontario Municipal Act, 2001, as amended, as the subject matter pertains to a proposed or pending acquisition or disposition of land by the municipality or local board.</p>	

- 6.2 500 MacNab Tower Renewal Update (Report #18012 (c)) (Distributed under separate cover)

Pursuant to Sub-section (i) of the City's Procedural By-law 18-270, and Section 239(2), Sub-section (i) of the Ontario Municipal Act, 2001, as amended, as the subject matter pertains to a trade secret or scientific, technical, commercial, financial or labour relations information, supplied in confidence to the municipality or local board, which, if disclosed, could reasonably be expected to prejudice significantly the competitive position or interfere significantly with the contractual or other negotiations of a person, group of persons, or organization.

## 7. ADJOURNMENT



**CITYHOUSING HAMILTON CORPORATION  
SHAREHOLDER MEETING  
MINUTES**

**12:30 p.m.**

**Tuesday, June 25, 2019**

**Room 264**

**Hamilton City Hall, 71 Main Street West**

**Present:** Deputy Mayor B. Johnson (Chair)  
Councillors, M. Wilson, J. Farr, S. Merulla, C. Collins, T. Jackson, J. Danko, B. Clark, L. Ferguson, A. VanderBeek, T. Whitehead, J. Partridge

**Absent** Mayor Eisenberger, Councillors N. Nann and M. Pearson – City Business  
Councillor E. Pauls - Personal

**THE FOLLOWING WERE REFERRED TO COUNCIL FOR CONSIDERATION:**

**1. Shareholder Resolution – Notice (Item 11.1)**

**(Whitehead/Ferguson)**

That, in accordance with the provisions of the Ontario Business Corporations Act, the Sole Voting Member hereby waives any notice requirement for the manner or time of notice required to be given under any provision of any Act, any regulations thereunder, the articles, the by-laws or otherwise and such waiver shall cure any default in the manner or time of such notice, as the case may be.

**CARRIED**

**2. Financial Statements and Auditor's Report I (Item 11.1)**

**(Whitehead/Ferguson)**

That the financial statements of the Corporation for the fiscal year ended December 31, 2018 together with the auditor's report, if applicable, be and the same are hereby received and approved.

**CARRIED**

**3. Audit Appointment (Item 11.1)**

**(Whitehead/Ferguson)**

That the undersigned, being the Sole Voting Member, hereby authorizes the Directors of the Corporation to appoint an auditor of the Corporation to hold office until the next following annual meeting at such remuneration as may be fixed by the Directors and the Directors are hereby authorized to fix such remuneration.

**CARRIED**

**4. Appointment of Citizen Directors of CityHousing Hamilton (Added Item 14.1)**

**(Jackson/Wilson)**

(a) That the appointments of citizen directors to CityHousing Hamilton Corporation, be approved; and,

(b) That the appointments of citizen directors to CityHousing Hamilton Corporation remain confidential until approved by Council.

**CARRIED**

**FOR INFORMATION:**

**(a) APPROVAL OF THE AGENDA (Item 2)**

The Committee Clerk advised the following changes.

**1. PRIVATE AND CONFIDENTIAL (Added Item 14)**

14.1 Appointment of Citizen Directors

**(Partridge/VanderBeek)**

That the agenda for the June 25, 2019 meeting of the CityHousing Hamilton Corporation Shareholder be approved, as amended.

**CARRIED**

**(b) DECLARATIONS OF INTEREST (Item 3)**

There were no declarations of interest.

**(c) APPROVAL OF MINUTES OF PREVIOUS MEETING (Item 4)**

**(i) June 21, 2018 (Item 4.1)**

**(Colins/Farr)**

That the Minutes of the April 11, 2018 meeting be approved, as presented.

**CARRIED**

**(d) STAFF PRESENTATIONS (Item 9)**

**(i) 2018 Annual Report (Item 9.1)**

Tom Hunter, CEO of CityHousing Hamilton, addressed the Shareholder, with the aid of a PowerPoint Presentation.

A copy of the presentation is available online at [www.hamilton.ca](http://www.hamilton.ca) or through the Office of the City Clerk.

**(Collins/Ferguson)**

That the presentation from Tom Hunter, CEO of CityHousing Hamilton, respecting the 2018 CityHousing Hamilton Corporation Annual Report, be received.

**CARRIED**

**(Farr/Merulla)**

That the 2018 CityHousing Hamilton Corporation Annual Report, be received.

**CARRIED**

**(e) DISCUSSION ITEMS (Item 10)**

**(i) 2018 Audited Consolidated Financial Statements and Management Letter (Item 10.1)**

**(Wilson/Danko)**

That the 2018 Audited Consolidated Financial Statements and Management Letter, be received.

**CARRIED**

**(f) PRIVATE AND CONFIDENTIAL (Item 14)**

The Committee determined that discussion of Item 14.1 respecting the Appointment of Citizen Directors of CityHousing Hamilton Corporation was not required in Closed Session, so the matter was addressed in Open Session.

**(i) Appointment of Citizen Directors of CityHousing Hamilton (Added Item 14.1)**

For disposition of this matter, refer to Item 4.

**(g) ADJOURNMENT (Item 15)**

**(Whitehead/Danko)**

That there being no further business the CityHousing Hamilton Shareholder meeting be adjourned at 1:07 p.m.

**CARRIED**

Respectfully submitted,

Councillor B. Johnson  
Deputy Mayor

Tamara Bates  
Legislative Coordinator  
Office of the City Clerk

# CITY OF HAMILTON

## SHAREHOLDER RESOLUTION

CityHousing Hamilton Shareholder: August 14, 2019

**MOVED BY COUNCILLOR .....**  
**SECONDED BY COUNCILLOR .....**

### CityHousing Hamilton Development Strategy

WHEREAS the City of Hamilton is the sole shareholder of CityHousing Hamilton Corporation (CHH);

WHEREAS CHH is applying for certain loans from certain lenders to renovate wholly owned CHH properties;

WHEREAS a requirement of funding applications for CHH is the guarantee of the debt and confirmation of the amortization period by City of Hamilton in its capacity as sole shareholder of CHH;

WHEREAS CHH can access Infrastructure Ontario (IO) loan programs at a discounted municipal interest rate through the City of Hamilton as sole shareholder of CHH; and

WHEREAS CHH can enter into debt/debenture/mortgage agreements under terms and conditions that are approved by the Board of Directors and Sole Shareholder;

THEREFORE BE IT RESOLVED:

- (i) That the City of Hamilton, in its capacity as sole shareholder of CHH:
  - (a) Approve the respective development plans outlined in Reports 18012(c) and 17029(d) (attached);
  - (b) Guarantee the debt financing for the projects listed above in Reports 18012(c) and 17029(d) to a cumulative upset limit of (CAN) \$24,741,020;
  - (c) Approve CHH entering into loan agreements with certain lenders that would contemplate using wholly owned CHH properties as collateral;
  - (d) Apply for Infrastructure Ontario (IO) loan programs on behalf of CHH and collect approved loan payments from CHH in accordance with terms and conditions in IO Loan agreements;
  - (e) Approve amortization periods of up to thirty-five years on behalf of CHH; and
  - (f) Prepare the necessary agreements with the terms and conditions that ensure that CHH is responsible for all debt or loan payments included in Reports 18012(c) and 17029(d), including right to allow a creditor to register security agreements against wholly owned CHH properties and seeking legal opinions where necessary.

## **4.1**

- (ii) That, if required by a lender, CHH request City of Hamilton, the body corporate created pursuant to the *City of Hamilton Act* (Ontario), guarantee the debt financing of certain wholly owned CHH property.
  
- (iii) That the Mayor and Secretary/Clerk are hereby authorized and directed to sign and/or dispatch and deliver all other documents, notices, articles, certificates to be signed and/or dispatched or delivered under or in connection with the Shareholder Declaration or to take any action deemed necessary in respect of any of the foregoing.