



City of Hamilton

SOLE VOTING MEMBER OF THE HAMILTON FARMERS' MARKET

Meeting #: 19-001
Date: September 18, 2019
Time: 3:00 p.m.
Location: Council Chambers, Hamilton City Hall
71 Main Street West

Stephanie Paparella, Legislative Coordinator (905) 546-2424 ext. 3993

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|---|--------------|
| 1. APPROVAL OF AGENDA | |
| (Added Items, if applicable, will be noted with *) | |
| 2. DECLARATIONS OF INTEREST | |
| 3. APPROVAL OF MINUTES OF PREVIOUS MEETING | |
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**City of Hamilton
SOLE VOTING MEMBER OF THE
HAMILTON FARMERS' MARKET CORPORATION**

**6:55 p.m.
MINUTES 19-001
July 8, 2019**

Council Chambers, Hamilton City Hall, 71 Main Street West
Stephanie Paparella, Legislative Coordinator 905 546-2424 x3993

Present: Mayor F. Eisenberger (Chair)
Councillors M. Wilson, J. Farr, N. Nann, C. Collins, T. Jackson, E. Pauls,
J. P. Danko, B. Clark, B. Johnson, J. Partridge

Absent: Councillors S. Merulla, T. Whitehead, M. Pearson, L. Ferguson – Personal
Councillor A. VanderBeek – Other City Business

THE FOLLOWING ITEMS WERE REFERRED TO COUNCIL FOR CONSIDERATION:

- 1. Financial Statements of the Hamilton Farmers' Market Corporation, year ended December 31, 2017 (Item 5.1)**

(Johnson/Partridge)

That the Financial Statements of the Hamilton Farmers' Market Corporation, year ended December 31, 2017, be received.

CARRIED

- 2. Financial Statements of the Hamilton Farmers' Market Corporation, year ended December 31, 2018 (Item 5.2)**

(Farr/Jackson)

That the Financial Statements of the Hamilton Farmers' Market Corporation, year ended December 31, 2018, be received.

CARRIED

3. Hamilton Farmers' Market Board Resolution, respecting the Transfer of Year-end Surplus of the Hamilton Farmers' Market Board (Item 5.3)

(Clark/Farr)

That \$39,419, the full amount of the 2018 year-end surplus, be transferred from the Hamilton Farmers' Market operating account (720400) to the Hamilton Farmers' Market Reserve Account (1004006).

Result: Motion CARRIED by a vote of 11 to 0, as follows:

YES - Councillor Maureen Wilson
 YES - Councillor Jason Farr
 YES - Councillor Nrinder Nann
 NOT PRESENT - Councillor Sam Merulla
 YES - Councillor Chad Collins
 YES - Councillor Tom Jackson
 YES - Councillor Esther Pauls
 YES - Councillor John-Paul Danko
 NOT PRESENT - Deputy-Mayor Lloyd Ferguson
 YES - Mayor Fred Eisenberger
 YES - Councillor Judi Partridge
 NOT PRESENT - Councillor Terry Whitehead
 NOT PRESENT - Councillor Arlene VanderBeek
 YES - Councillor Brenda Johnson
 NOT PRESENT - Councillor Maria Pearson
 YES - Councillor Brad Clark

4. Hamilton Farmers' Market Board of Directors Resolution (Item 5.4)

(Johnson/Collins)

WHEREAS the Corporation is a corporation without share capital to which the *Corporations Act*, R.S.O. 1990, c.38 (the "Act") applies;

WHEREAS by the Corporation's Letters Patent, the City of Hamilton is the sole voting member of the Corporation ("Sole Voting Member");

WHEREAS by section 5 of the Corporation's By-Law No.1, the board of directors shall consist of a minimum of seven (7) and a maximum of thirteen (13) or such other number of directors as may be determined from time to time by the Sole Voting Member; and,

WHEREAS by section 15 of the Corporation's By-Law No.1, the City of Hamilton, as the sole voting member, is authorized to or may require the Directors of the Corporation to appoint an auditor;

(a) NOTICE

BE IT RESOLVED:

That the Sole Voting Member hereby waives its right to receive general or special notice of an annual meeting of the members of the Corporation.

(b) MINUTES OF PREVIOUS ANNUAL MEETING

BE IT RESOLVED:

That the minutes of the annual meeting held May 2, 2018 be approved.

(c) DIRECTORS

BE IT RESOLVED:

That the following persons are affirmed or appointed as directors of the Corporation and shall hold office until the date specified below, unless further extended as permitted by the by-laws of the Corporation or until their respective successors are elected or appointed subject to the by-laws of the Corporation:

| | | |
|--------|---------------------------|-------------------|
| (i) | Councillor Esther Pauls | November 30, 2020 |
| (ii) | Eric Miller | May 13, 2021 |
| (iii) | Wilf Arndt | December 14, 2020 |
| (iv) | Elly Bowen | December 14, 2020 |
| (v) | Charlie Chiarelli | June 9, 2021 |
| (vi) | Ron Jepson | June 9, 2021 |
| (vii) | Shane Coleman | June 9, 2021 |
| (viii) | Seth Waterman | May 22, 2021 |
| (ix) | Gordon Albini | May 22, 2021 |
| (x) | Bill Slowka (Ex-Officio) | November 30, 2020 |
| (xi) | Sue Bennison (Ex-Officio) | November 30, 2020 |

(d) FINANCIAL STATEMENTS AND AUDITOR'S REPORT

BE IT RESOLVED:

That the financial statements of the Corporation for the fiscal years ended December 31, 2017 and December 31, 2018 together with the auditor's report, be and the same are hereby received and approved.

(e) AUDIT APPOINTMENT

BE IT RESOLVED:

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.

Result: Motion CARRIED by a vote of 11 to 0, as follows:

YES - Councillor Maureen Wilson
 YES - Councillor Jason Farr
 YES - Councillor Nrinder Nann
 NOT PRESENT - Councillor Sam Merulla
 YES - Councillor Chad Collins
 YES - Councillor Tom Jackson
 YES - Councillor Esther Pauls
 YES - Councillor John-Paul Danko
 NOT PRESENT - Deputy-Mayor Lloyd Ferguson
 YES - Mayor Fred Eisenberger
 YES - Councillor Judi Partridge
 NOT PRESENT - Councillor Terry Whitehead
 NOT PRESENT - Councillor Arlene VanderBeek
 YES - Councillor Brenda Johnson
 NOT PRESENT - Councillor Maria Pearson
 YES - Councillor Brad Clark

FOR INFORMATION:

(a) APPROVAL OF THE AGENDA (Item 1)

The Shareholder Clerk advised that there were no changes to the agenda.

(Pauls/Danko)

That the agenda for the July 8, 2019 Sole Voting Member of the Hamilton Farmers' Market Corporation Annual General Meeting, be approved, as presented.

Result: Motion CARRIED by a vote of 11 to 0, as follows:

YES - Councillor Maureen Wilson
 YES - Councillor Jason Farr
 YES - Councillor Nrinder Nann

NOT PRESENT - Councillor Sam Merulla
 YES - Councillor Chad Collins
 YES - Councillor Tom Jackson
 YES - Councillor Esther Pauls
 YES - Councillor John-Paul Danko
 NOT PRESENT - Deputy-Mayor Lloyd Ferguson
 YES - Mayor Fred Eisenberger
 YES - Councillor Judi Partridge
 NOT PRESENT - Councillor Terry Whitehead
 NOT PRESENT - Councillor Arlene VanderBeek
 YES - Councillor Brenda Johnson
 NOT PRESENT - Councillor Maria Pearson
 YES - Councillor Brad Clark

(b) DECLARATIONS OF INTEREST (Item 2)

There were no declarations of interest.

(c) APPROVAL OF MINUTES OF PREVIOUS MEETING (Item 3)

(i) May 2, 2018 (Item 3.1)

(Partridge/Johnson)

That the Minutes of the May 2, 2018 meeting of the Sole Voting Member of the Hamilton Farmers' Market Corporation Annual General Meeting be approved, as presented.

Result: Motion CARRIED by a vote of 11 to 0, as follows:

YES - Councillor Maureen Wilson
 YES - Councillor Jason Farr
 YES - Councillor Nrinder Nann
 NOT PRESENT - Councillor Sam Merulla
 YES - Councillor Chad Collins
 YES - Councillor Tom Jackson
 YES - Councillor Esther Pauls
 YES - Councillor John-Paul Danko
 NOT PRESENT - Deputy-Mayor Lloyd Ferguson
 YES - Mayor Fred Eisenberger
 YES - Councillor Judi Partridge
 NOT PRESENT - Councillor Terry Whitehead
 NOT PRESENT - Councillor Arlene VanderBeek
 YES - Councillor Brenda Johnson
 NOT PRESENT - Councillor Maria Pearson
 YES - Councillor Brad Clark

(d) Hamilton Farmers' Market Update (Item 4.1)

(Pauls/Farr)

That the presentation respecting the Hamilton Farmers' Market, be received.

CARRIED

(e) ADJOURNMENT (Item 7)

(Clark/Danko)

That, there being no further business, the Sole Voting Member of the Hamilton Farmers' Market Corporation, be adjourned at 7:02 p.m.

CARRIED

Respectfully submitted,

Mayor Fred Eisenberger

Stephanie Paparella
Legislative Coordinator
Office of the City Clerk



Hamilton Farmers' Market
35 York Blvd
Downtown Hamilton

4.1

August 21, 2019

Members of the Sole Voting Member of the Hamilton Farmers' Market:

At its meeting of August 12, 2019, the Hamilton Farmer's Market Board approved the following resolution, which has been forwarded for your consideration.

Resolution of August 12, 2019:

2. Vendor Director Nominee

Motion – To endorse the nomination of Anne Miller as the fourth vendor director.

Carried. E. Bowen/S.Coleman

Thank you for your consideration

A handwritten signature in black ink, appearing to read "Wilf Arndt", written over a horizontal line.

Wilf Arndt
Chair, Hamilton Farmers' Market Board