



City of Hamilton

SOLE VOTING MEMBER OF THE HAMILTON FARMERS' MARKET AGENDA

Meeting #: 21-002
Date: September 13, 2021
Time: 11:00 a.m.
Location: Due to the COVID-19 and the Closure of City Hall (CC)

All electronic meetings can be viewed at:

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<https://www.hamilton.ca/council-committee/council-committee-meetings/meetings-and-agendas>

City's YouTube Channel:

<https://www.youtube.com/user/InsideCityofHamilton> or Cable 14

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	
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8. PRIVATE AND CONFIDENTIAL

8.1. Closed Session Minutes - January 25, 2021

9. ADJOURNMENT



City of Hamilton
**SPECIAL SOLE VOTING MEMBER
 OF THE HAMILTON FARMERS' MARKET
 MINUTES 21-001**

1:30 p.m.

Monday, January 25, 2021

Due to COVID-19 and the Closure of City Hall, this meeting was held virtually.

Present: Deputy Mayor B. Clark (Chair)
 Councillors M. Wilson, J. Farr, N. Nann, C. Collins, E. Pauls,
 J.P. Danko, M. Pearson, B. Johnson, A. VanderBeek, J. Partridge

Absent: Mayor F. Eisenberger, Councillor L. Ferguson – Other City Business
 Councillors T. Whitehead, S. Merulla, T. Jackson – Personal

THE FOLLOWING ITEMS WERE REFERRED TO COUNCIL FOR CONSIDERATION:

1. Review of the Hamilton Farmers' Market Corporation Stallholder Agreement Renewal Process (CM21001) (City Wide) (Item 8.1)

(Pearson/Partridge)

That Report CM21001, respecting the Review of the Hamilton Farmers' Market Corporation Stallholder Agreement Renewal Process, be received.

Result: Motion CARRIED by a vote of 10 to 0, as follows:

Absent	-	Mayor Fred Eisenberger
Yes	-	Ward 1 Councillor Maureen Wilson
Absent	-	Ward 2 Councillor Jason Farr
Yes	-	Ward 3 Councillor Nrinder Nann
Absent	-	Ward 4 Councillor Sam Merulla
Yes	-	Ward 5 Councillor Chad Collins
Absent	-	Ward 6 Councillor Tom Jackson
Yes	-	Ward 7 Councillor Esther Pauls
Yes	-	Ward 8 Councillor J. P. Danko
Yes	-	Ward 9 Councillor Brad Clark, Deputy Mayor
Yes	-	Ward 10 Councillor Maria Pearson
Yes	-	Ward 11 Councillor Brenda Johnson
Absent	-	Ward 12 Councillor Lloyd Ferguson
Yes	-	Ward 13 Councillor Arlene VanderBeek
Absent	-	Ward 14 Councillor Terry Whitehead
Yes	-	Ward 15 Councillor Judi Partridge

FOR INFORMATION:

(a) APPROVAL OF AGENDA (Item 2)

The Committee Clerk advised of the following change to the agenda:

13. PRIVATE & CONFIDENTIAL

**13.2 Review of the Hamilton Farmers' Market Corporation
Stallholder Agreement Renewal Process (CM21001(a)) (City
Wide)**

Pursuant to Section 8.1, Sub-sections (f) and (k) of the City's Procedural By-law 18-270, as amended, and Section 239(2), Sub-sections (f) and (k) of the *Ontario Municipal Act*, 2001, as amended, as the subject matter pertains to advice that is subject to solicitor-client privilege, including communications necessary for that purpose; and, a position, plan, procedure, criteria or instruction to be applied to any negotiations carried on or to be carried on by or on behalf of the municipality or local board.

(Pearson/Partridge)

That the agenda for the January 25, 2021 special meeting of the Sole Voting Member of the Hamilton Farmers' Market, be approved, as amended.

Result: Motion CARRIED by a vote of 10 to 0, as follows:

Absent	-	Mayor Fred Eisenberger
Yes	-	Ward 1 Councillor Maureen Wilson
Absent	-	Ward 2 Councillor Jason Farr
Yes	-	Ward 3 Councillor Nrinder Nann
Absent	-	Ward 4 Councillor Sam Merulla
Yes	-	Ward 5 Councillor Chad Collins
Absent	-	Ward 6 Councillor Tom Jackson
Yes	-	Ward 7 Councillor Esther Pauls
Yes	-	Ward 8 Councillor J. P. Danko
Yes	-	Ward 9 Councillor Brad Clark, Deputy Mayor
Yes	-	Ward 10 Councillor Maria Pearson
Yes	-	Ward 11 Councillor Brenda Johnson
Absent	-	Ward 12 Councillor Lloyd Ferguson
Yes	-	Ward 13 Councillor Arlene VanderBeek
Absent	-	Ward 14 Councillor Terry Whitehead
Yes	-	Ward 15 Councillor Judi Partridge

(b) DECLARATIONS OF INTEREST (Item 2)

There were no declarations of interest.

(c) APPROVAL OF MINUTES OF THE PREVIOUS MEETINGS (Item 3)

(i) November 23, 2020 (Item 3.1)

(Pearson/Johnson)

That the Minutes of the November 23, 2020 meeting of the Sole Voting Member of the Hamilton Farmers' Market be approved, as presented.

Result: Motion CARRIED by a vote of 10 to 0, as follows:

Absent	-	Mayor Fred Eisenberger
Yes	-	Ward 1 Councillor Maureen Wilson
Absent	-	Ward 2 Councillor Jason Farr
Yes	-	Ward 3 Councillor Nrinder Nann
Absent	-	Ward 4 Councillor Sam Merulla
Yes	-	Ward 5 Councillor Chad Collins
Absent	-	Ward 6 Councillor Tom Jackson
Yes	-	Ward 7 Councillor Esther Pauls
Yes	-	Ward 8 Councillor J. P. Danko
Yes	-	Ward 9 Councillor Brad Clark, Deputy Mayor
Yes	-	Ward 10 Councillor Maria Pearson
Yes	-	Ward 11 Councillor Brenda Johnson
Absent	-	Ward 12 Councillor Lloyd Ferguson
Yes	-	Ward 13 Councillor Arlene VanderBeek
Absent	-	Ward 14 Councillor Terry Whitehead
Yes	-	Ward 15 Councillor Judi Partridge

(d) STAFF PRESENTATIONS (Item 8)

(i) Review of the Hamilton Farmers' Market Corporation Stallholder Agreement Renewal Process (CM21001) (City Wide) (Item 8.1)

Cyrus Tehrani, Chief Digital Officer, provided the presentation respecting Report CM21001 - Review of the Hamilton Farmers' Market Corporation Stallholder Agreement Renewal Process.

(Pearson/VanderBeek)

That the presentation, respecting Report CM21001 - Review of the Hamilton Farmers' Market Corporation Stallholder Agreement Renewal Process, be received.

Result: Motion CARRIED by a vote of 10 to 0, as follows:

Absent	-	Mayor Fred Eisenberger
Yes	-	Ward 1 Councillor Maureen Wilson
Absent	-	Ward 2 Councillor Jason Farr
Yes	-	Ward 3 Councillor Nrinder Nann
Absent	-	Ward 4 Councillor Sam Merulla
Yes	-	Ward 5 Councillor Chad Collins
Absent	-	Ward 6 Councillor Tom Jackson
Yes	-	Ward 7 Councillor Esther Pauls
Yes	-	Ward 8 Councillor J. P. Danko
Yes	-	Ward 9 Councillor Brad Clark, Deputy Mayor
Yes	-	Ward 10 Councillor Maria Pearson
Yes	-	Ward 11 Councillor Brenda Johnson
Absent	-	Ward 12 Councillor Lloyd Ferguson
Yes	-	Ward 13 Councillor Arlene VanderBeek
Absent	-	Ward 14 Councillor Terry Whitehead
Yes	-	Ward 15 Councillor Judi Partridge

(e) PRIVATE & CONFIDENTIAL (Item 13)

(i) Closed Session Minutes – November 23, 2020 (Item 13.1)

(VanderBeek/Johnson)

- (a) That the Closed Session Minutes of the November 23, 2020 General Issues Committee meeting, be approved, as presented; and,
- (b) That the Closed Session Minutes of the November 23, 2020 General Issues Committee meeting remain confidential.

Result: Motion CARRIED by a vote of 10 to 0, as follows:

Absent	-	Mayor Fred Eisenberger
Yes	-	Ward 1 Councillor Maureen Wilson
Absent	-	Ward 2 Councillor Jason Farr
Yes	-	Ward 3 Councillor Nrinder Nann
Absent	-	Ward 4 Councillor Sam Merulla
Yes	-	Ward 5 Councillor Chad Collins
Absent	-	Ward 6 Councillor Tom Jackson
Yes	-	Ward 7 Councillor Esther Pauls
Yes	-	Ward 8 Councillor J. P. Danko
Yes	-	Ward 9 Councillor Brad Clark, Deputy Mayor
Yes	-	Ward 10 Councillor Maria Pearson
Yes	-	Ward 11 Councillor Brenda Johnson

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Absent	-	Ward 12	Councillor Lloyd Ferguson
Yes	-	Ward 13	Councillor Arlene VanderBeek
Absent	-	Ward 14	Councillor Terry Whitehead
Yes	-	Ward 15	Councillor Judi Partridge

(Johnson/Pauls)

That Committee move into Closed Session respecting Item 13.2, pursuant to Section 8.1, Sub-sections (f) and (k) of the City's Procedural By-law 18-270, as amended, and Section 239(2), Sub-sections (f) and (k) of the *Ontario Municipal Act*, 2001, as amended, as the subject matter pertains to advice that is subject to solicitor-client privilege, including communications necessary for that purpose; and, a position, plan, procedure, criteria or instruction to be applied to any negotiations carried on or to be carried on by or on behalf of the municipality or local board.

Result: Motion CARRIED by a vote of 10 to 0, as follows:

Absent	-	Mayor Fred Eisenberger
Yes	-	Ward 1 Councillor Maureen Wilson
Absent	-	Ward 2 Councillor Jason Farr
Yes	-	Ward 3 Councillor Nrinder Nann
Absent	-	Ward 4 Councillor Sam Merulla
Yes	-	Ward 5 Councillor Chad Collins
Absent	-	Ward 6 Councillor Tom Jackson
Yes	-	Ward 7 Councillor Esther Pauls
Yes	-	Ward 8 Councillor J. P. Danko
Yes	-	Ward 9 Councillor Brad Clark, Deputy Mayor
Yes	-	Ward 10 Councillor Maria Pearson
Yes	-	Ward 11 Councillor Brenda Johnson
Absent	-	Ward 12 Councillor Lloyd Ferguson
Yes	-	Ward 13 Councillor Arlene VanderBeek
Absent	-	Ward 14 Councillor Terry Whitehead
Yes	-	Ward 15 Councillor Judi Partridge

The following matter was put before Council for consideration at its special meeting of January 25, 2021:

(ii) Review of the Hamilton Farmers' Market Corporation Stallholder Agreement Renewal Process (CM21001(a)) (City Wide) (Item 13.2)

(Partridge/Pearson)

That Report CM21001(a), respecting the Review of the Hamilton Farmers' Market Corporation Stallholder Agreement Renewal Process, remain confidential.

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Result: Motion CARRIED by a vote of 6 to 5, as follows:

Absent	-	Mayor Fred Eisenberger
No	-	Ward 1 Councillor Maureen Wilson
Yes	-	Ward 2 Councillor Jason Farr
No	-	Ward 3 Councillor Nrinder Nann
Absent	-	Ward 4 Councillor Sam Merulla
Yes	-	Ward 5 Councillor Chad Collins
Absent	-	Ward 6 Councillor Tom Jackson
Yes	-	Ward 7 Councillor Esther Pauls
No	-	Ward 8 Councillor J. P. Danko
No	-	Ward 9 Councillor Brad Clark, Deputy Mayor
Yes	-	Ward 10 Councillor Maria Pearson
Yes	-	Ward 11 Councillor Brenda Johnson
Absent	-	Ward 12 Councillor Lloyd Ferguson
Yes	-	Ward 13 Councillor Arlene VanderBeek
Absent	-	Ward 14 Councillor Terry Whitehead
No	-	Ward 15 Councillor Judi Partridge

(f) ADJOURNMENT (Item 14)

(Pearson/Farr)

That there being no further business, the Sole Voting Member of the Hamilton Farmers' Market be adjourned at 3:23 p.m.

Result: Motion CARRIED by a vote of 10 to 0, as follows:

Absent	-	Mayor Fred Eisenberger
Yes	-	Ward 1 Councillor Maureen Wilson
Yes	-	Ward 2 Councillor Jason Farr
Yes	-	Ward 3 Councillor Nrinder Nann
Absent	-	Ward 4 Councillor Sam Merulla
Yes	-	Ward 5 Councillor Chad Collins
Absent	-	Ward 6 Councillor Tom Jackson
Absent	-	Ward 7 Councillor Esther Pauls
Yes	-	Ward 8 Councillor J. P. Danko
Yes	-	Ward 9 Councillor Brad Clark, Deputy Mayor
Yes	-	Ward 10 Councillor Maria Pearson
Yes	-	Ward 11 Councillor Brenda Johnson
Absent	-	Ward 12 Councillor Lloyd Ferguson
Yes	-	Ward 13 Councillor Arlene VanderBeek
Absent	-	Ward 14 Councillor Terry Whitehead
Yes	-	Ward 15 Councillor Judi Partridge

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Respectfully submitted,

Deputy Mayor Brad Clark
Chair, General Issues Committee

Stephanie Paparella
Legislative Coordinator,
Office of the City Clerk



2021 Annual General Meeting Hamilton Farmers' Market Corporation

Presented on September 13, 2021 by Elly Bowen (HFM Vice Chair/Secretary)

Hamilton Farmers' Market - Hamilton's Hidden Gem

- Hamilton Farmers' Market has been a community hub since 1837
- Agriculturally based in its early years, the Market has evolved to include a broad range of 51 local businesses from artisans to prepared foods and everything in between.
- Surveys indicated that Market patrons come from all Wards and beyond City boundaries bringing shoppers to the downtown core
- Customers expressed their appreciation for the Market's efforts to remain open and provide the safest shopping experience possible in the face of an invisible foe in COVID-19



A Community!



Agro Seafood . Angela's Fine Deli . Anissa's Chicken Centre . Apothecary Kitchen . Artisan Market . Blackberry Hill Farm . British Baked Goods . Buttrum Family Farm . Charlie's Corner Market . Country Green Garden . De La Terre Bakery . Dilly's Farmacy . Folk Art Prints . Fritter Shop . Hieng's Produce . Huong Trang Fish Market . Jantzi Cheese . Jean's Originals . Jepson's Fresh Meats . Joshy's Good Eats . Josie Syer's Plants & Flowers . JT Pets . Julia's Poultry & Eggs . Karlik Pastry . Latin Food & Products . Lee's Fresh Produce . Lesley's Flowers . Leslie's European Deli . Lina's European Pastries . Local Egg Limited . Luscious D's . Mystic Ramen . Pierogi Me! . Relay Coffee . Roasters . Ridge Road Estate Winery . Romano Cheese . Rosa's Gourmet Foods . Sam & Son International Cheese . Sam's Cheese and Meats . Thango Meats . That Planted Fork . Flyin' G'Nosh . Mexican Kitchen . Truong's Produce . Vinnie's Fresh Pasta Factory . Williams Brothers . Ye Olde Fudge Pot

The Hamilton Farmers' Market Board

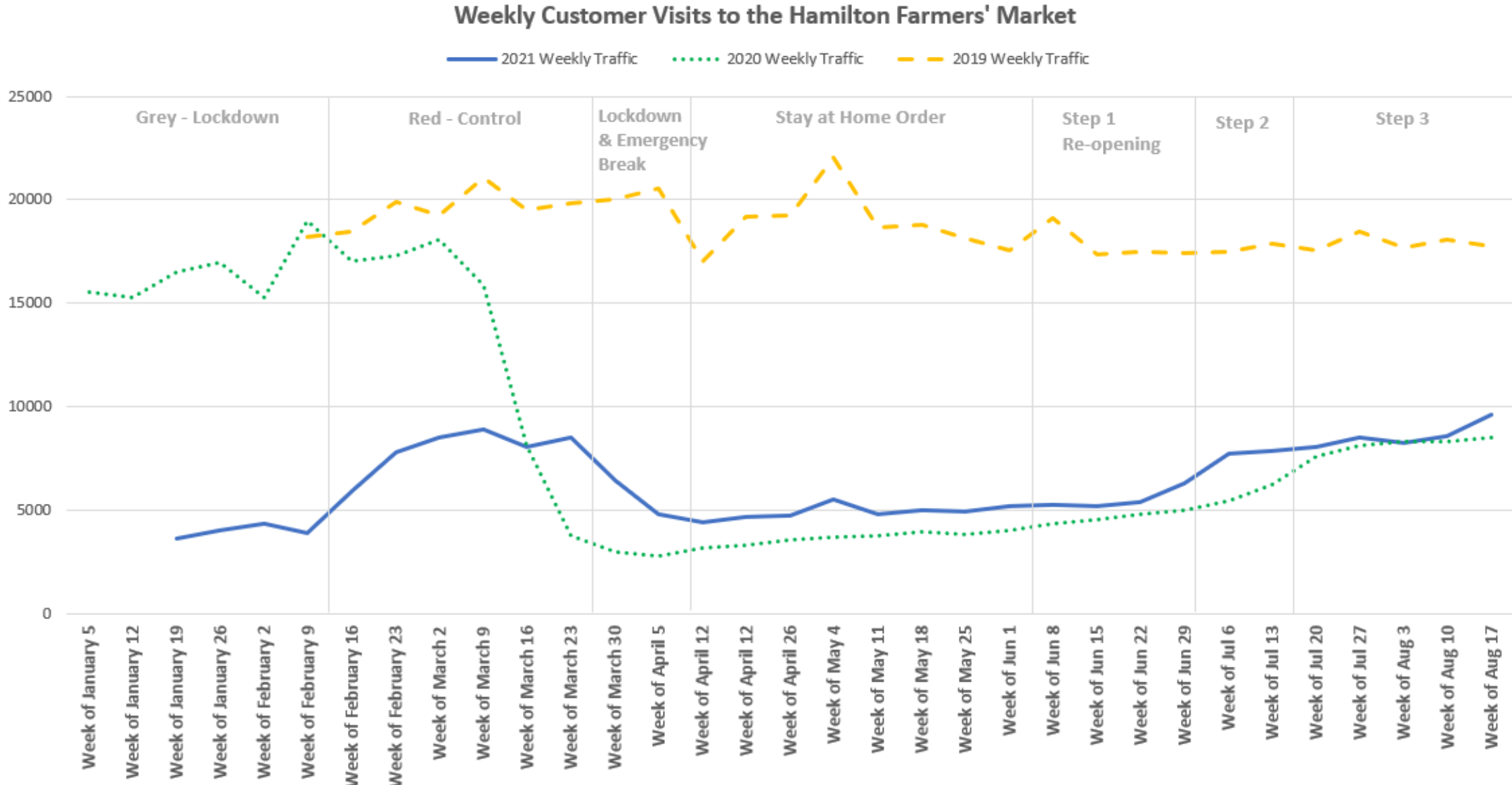
- The Hamilton Farmers' Market Board was created in 2015 to oversee the Market
- The Board structure is composed of 11 Seats; 2 City Councilors, 5 Citizen Directors (appointed) and 4 Vendor Directors (elected). Significant turnover in the past year.
 - Councillor Esther Pauls – *Council Member*
 - Elly Bowen - *Citizen Member, Acting Chair, and Secretary*
 - Wilfred Arndt - *Citizen Member*
 - Joshua Czerniga - *Citizen Member*
 - Eva Marsden - *Citizen Member*
 - Anne Miller - *Vendor Member*
 - Damian Wills - *Citizen Member*
 - Jason Hofing, Brandon Linares & Celina Masoudi - *Vendor Directors (Pending)*
 - Seeking a 2nd City Councilor



Impact of COVID on HFM

- The Market remained open throughout 2020 in the face of operational and financial challenges as reflected in our 2020 AGM presentation and 2021 budget presentations.
- Our Market Staff and vendors worked closely with local Public Health officials to ensure that Covid guidelines were implemented and strictly adhered to.
- Federal CECRA program was not available to the Market Corporation as it was to other businesses in Hamilton.
- Foot traffic declined dramatically as a result of the Jackson Square Market access being closed, occupancy restrictions, reduced hours and people being told to work from home.

Impact of COVID on HFM Foot Traffic



Impact of COVID-19 on HFM ... *continued*

- Lockdowns required many businesses to close completely and imposed severe restrictions on the prepared food vendors. The Market lost ten vendors by year end 2020 as a direct impact of the pandemic.
- Thus ending 2020 with an operating deficit to budget for the first time since 2016 due to the significant number of stall vacancies and the resulting shortfall in revenues.



2020 Audited Financial Statement

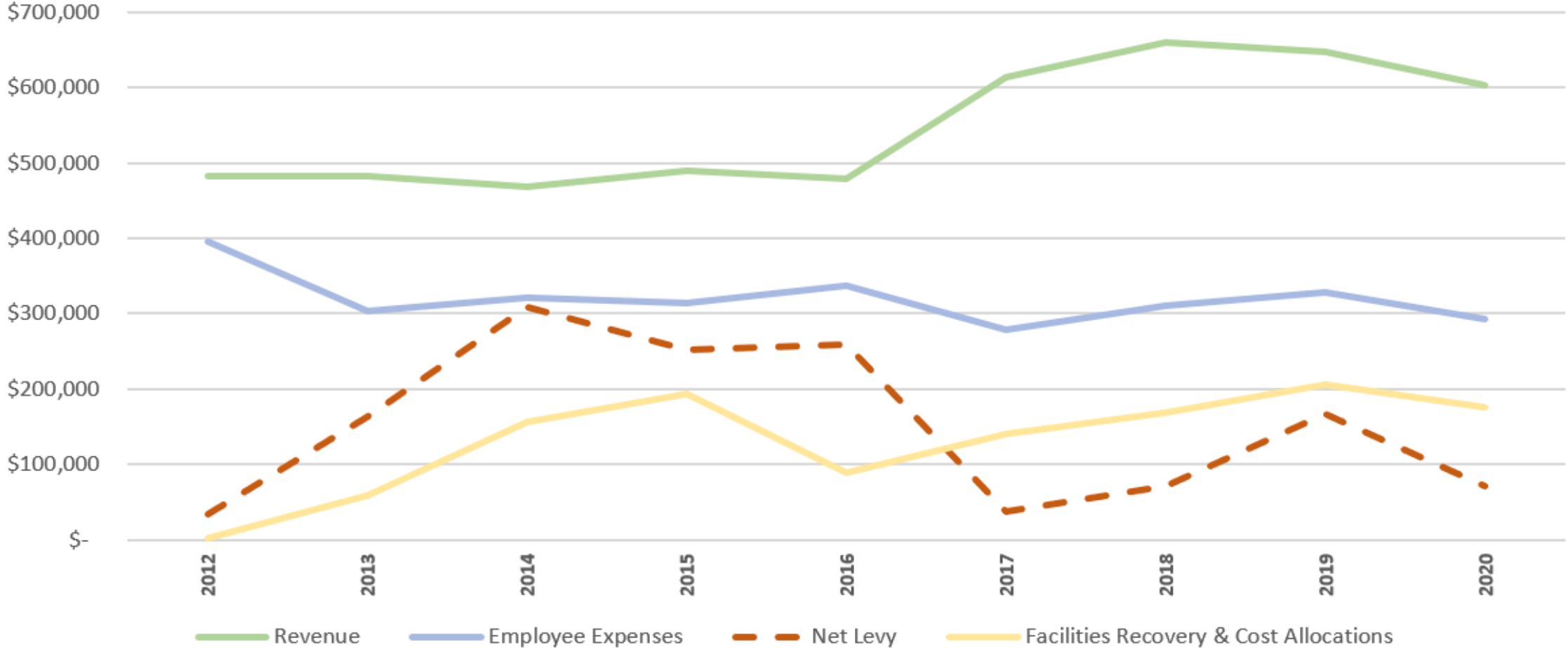
- *“In our opinion, the financial statements present fairly, in all material respects, the financial position of the Entity as at December 31, 2020. and its results of operations, and its cash flows for the year then ended in accordance with Canadian public sector accounting standards.” **KMPG LLP***
- *“The Hamilton Farmers’ Market remained open through the pandemic with reduced operating hours. During the year, the Hamilton Farmers’ Market enacted the rent deferral program to assist vendors with rent payments. This program allowed vendors to defer their rent payments for April-September 2020 to 2021 without interest. This has caused the Hamilton Farmers’ Market Accounts receivable to increase significantly in 2020.” **KMPG LLP***

2020 Audited Financial Statement

- *“As part of the federal-provincial Safe Restart Agreement, the City of Hamilton received an emergency assistance, and the Market Corporation was allocated an amount of \$144,652 in 2020. This funding was provided for the purpose of addressing COVID-19 related operating costs and financial pressures.”* **KPMG LLP**
- *“The current challenging economic climate may lead to adverse changes in cash flows, which may also have a direct impact on the Market Corporation’s operating results and financial position in the future. The situation is dynamic and the ultimate duration and magnitude of the impact on the economy and the Market Corporation’s business are not known at this time.”* **KPMG LLP**

2012 - 2020 Key Market Financial Trends

Hamilton Farmers' Market Multi-Year Actuals



A Financial Perspective

- The primary source of HFM revenue comes from vendor rent.
- Vendor rent rate has seen one increase of 2% (2017) since 2016.
- Annual rent has been in decline due to stall occupancy being impacted by COVID;
 - 2019 (\$509K)
 - 2020 (\$473K)
 - 2021 (\$438K *forecasted*)
- Corporate Sponsorship agreement expires in April 2022.
- The cost of operating an aging facility continues to increase
- Operating reserves have kept us in the black
- To continue operating in this way we need to identify new revenue streams or modify the business model for future success

What does this mean to 2021?

- Our financial statements reflect a significant increase in accounts receivables from \$84,025 in 2019 to \$296,440 in 2020.
- Various actions are in progress to reduce these outstanding amounts;
 - External collections action for the debt of vendors who have left the Market
 - Internal collections process followed for vendors currently in the Market
- Currently, total receivables have been reduced to \$236,216. This outstanding amount includes \$59,888 in external collections and \$74,075 invoiced from within the approved deferral period of 2020. There are 29 vendors who have not signed their deferral agreements.

2021 COH \$30K Marketing Contribution

- Previous customer surveys indicated we have many loyal customers however we need to attract new ones.
- The additional \$30K for marketing will greatly help and is much appreciated. Due to Covid, it has been more difficult to engage in the types of activities that will attract new customers to the Market.
- We've successfully completed our newly created Peach festival promotion and are planning others for the Fall - Thanksgiving, Halloween/ Day of Dead and our annual Holiday season celebrations.
- Without these additional funds we would not be able to explore new marketing media buys that greatly expand our reach to new audiences in the region.



2021 ... Let's Get Back to Business

- Virtual Cooking Class with Joyce of Cooking
- Welcomed several new vendors to the Market
- Peach Festival
- Fall/ Holiday planning
- Increase advertising in Q4

Peach Festival Success

- 2- Week Radio Buy
- High Social Media Engagement
- High impact signage throughout the Market
- Peach Passport - enabled Customer participation
- 2 public newsletters were sent out to almost 800 recipients in advance
- Numerous website blog posts
- A number of vendors sold out of their offerings!



Looking to a brighter future

- Unlike many of our peers in the industry, the HFM chose to remain open during the pandemic to serve the region and provide the safest shopping experience possible.
- By staying the course, we have retained many of our long term vendors
- In spite of the negative impact from COVID, the entrepreneurial spirit is alive and well in the City of Hamilton as several of our vacant stalls have now been filled as we continue our pandemic rebound.
- Recently, we have added several new Board of Director members with a passion for the Market to continue the work in progress.

Pierogi Me!



Joshy's Good Eats



That Planted Fork



Our Newest HFM Vendors

The Fritter Shop



THANK YOU



HAMILTON FARMERS' MARKET CORPORATION
(the "Corporation")

RESOLUTION OF THE SOLE VOTING MEMBER OF THE CORPORATION

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

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

AND 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;

1. 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.

2. MINUTES OF PREVIOUS MEETING

BE IT RESOLVED:

That the minutes of the meeting held January 25, 2021, be approved.

3. 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:

- | | |
|---|-------------------|
| • Councillor Esther Pauls – Council Member | November 15, 2022 |
| • Anne Miller – Vendor Member-Second Term | August 11, 2023 |
| • Wilfred Arndt – Citizen Member-Third Term | December 14, 2022 |
| • Elly Bowen – Citizen Member-Third Term | December 14, 2022 |
| • Damian Wills – Citizen Member-First term | March 29, 2023 |
| • Joshua Czerniga – Citizen Member-First Term | March 29, 2023 |
| • Eva Marie Olsen – Citizen Member-First Term | March 29, 2023 |

DIRECTOR NOMINEES - Appointments to be approved:

- Jason Hofing – Vendor Director Nominee- First Term September 13, 2023
- Celina Masoudi – Vendor Director Nominee-First Term September 13, 2023
- Brandon Linares –Vendor Director Nominee-First Term September 13, 2023

EX OFFICIO MEMBERS

- Bill Slowka – Market Manager

4. FINANCIAL STATEMENTS AND AUDITOR’S REPORT

BE IT RESOLVED:

That the financial statements of the Corporation for the fiscal year ended December 31, 2020 together with the auditor’s report as prepared by KPMG LLP, attached hereto as Schedule “A”, be and the same are hereby received and approved.

5. 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.

The foregoing resolutions are, by signature below of the Sole Voting Member of the Corporation entitled to vote on such resolutions, passed as resolutions of the Corporation pursuant to the Act.

Dated as of this 13th day of September 2021.

CITY OF HAMILTON

Per: _____
F. Eisenberger
Mayor

Per: _____
A. Holland
Secretary

Financial Statements of

**HAMILTON FARMERS'
MARKET CORPORATION**

And Independent Auditors' Report thereon

Year ended December 31, 2020



KPMG LLP
Commerce Place
21 King Street West, Suite 700
Hamilton ON L8P 4W7
Canada
Tel 905-523-8200
Fax 905-523-2222

INDEPENDENT AUDITORS' REPORT

To the Chairman and Members of the Board of Management of the Hamilton Farmers' Market Corporation and Members of Council of the City of Hamilton.

Opinion

We have audited the financial statements of The Hamilton Farmer's Market Corporation (the Entity), which comprise:

- the statement of financial position as at December 31, 2020
- the statement of operations for the year then ended
- the statement of cash flows for the year then ended
- and notes to the financial statements, including a summary of significant accounting policies

(Hereinafter referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Entity as at December 31, 2020, and its results of operations, and its cash flows for the year then ended in accordance with Canadian public sector accounting standards.

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the "Auditors' Responsibilities for the Audit of the Financial Statements" section of our auditors' report.

We are independent of the Entity in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.



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Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Canadian public sector accounting standards and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Entity's ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Entity or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Entity's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.

The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.



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- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Entity's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

A handwritten signature in black ink that reads 'KPMG LLP'. The signature is written in a cursive, slightly slanted style. Below the signature is a horizontal line that starts under the 'K' and ends under the 'P', with a small upward tick at the end.

Chartered Professional Accountants, Licensed Public Accountants

Hamilton, Canada

June 7, 2021

HAMILTON FARMERS' MARKET CORPORATION

Financial Statements Index

Year ended December 31, 2020

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HAMILTON FARMERS' MARKET CORPORATION

Statement of Financial Position

December 31, 2020, with comparative information for 2019

	2020	2019
Financial assets		
Cash	\$ 2,100	\$ 2,100
HST recoverable	27,130	22,547
Accounts receivable (note 3)	296,440	84,025
Inventory	959	4,473
	<u>326,629</u>	<u>113,145</u>
Financial liabilities		
Accounts payable and accrued liabilities	10,465	10,204
Deferred revenues	8,283	2,886
Due to City of Hamilton (note 2)	295,726	89,835
Unredeemed gift certificates	12,155	10,220
	<u>326,629</u>	<u>113,145</u>
COVID-19 (note 5)		
Net financial assets and accumulated surplus	\$ —	\$ —

See accompanying notes to financial statements.

On behalf of the Board:

_____ Director

_____ Director

HAMILTON FARMERS' MARKET CORPORATION

Statement of Operations

Year ended December 31, 2020, with comparative information for 2019

	Budget (note 4)	2020	2019
Revenue:			
Safe restart agreement funding (note 5)	\$ —	\$ 144,652	\$ —
Merchandise sales	4,500	1,646	3,512
Rental income	520,160	476,710	519,225
Other revenues	168,000	168,657	165,542
	692,660	791,665	688,279
City levy funded deficit (note 2)	112,800	112,800	112,800
Hamilton Farmers Market reserve (note 2)	—	(39,672)	58,189
	805,460	864,793	859,268
Expenses:			
Employee related costs	325,070	292,590	328,804
Building and grounds	243,890	391,305	306,187
Contractual	144,200	85,296	115,402
Materials and supplies	81,850	84,735	92,553
Financial	10,450	10,867	16,322
	805,460	864,793	859,268
Annual surplus, being net financial assets and accumulated surplus, end of year	\$ —	\$ —	\$ —

See accompanying notes to financial statements.

HAMILTON FARMERS' MARKET CORPORATION

Statement of Cash Flows

Year ended December 31, 2020, with comparative information for 2019

	2020	2019
Cash provided by:		
Operating activities:		
Annual surplus	\$ —	\$ —
Changes in non-cash assets and liabilities:		
Increase in HST receivable	(4,583)	(8,115)
Increase in accounts receivable	(212,415)	(21,870)
Decrease in inventory	3,514	3,542
Increase (decrease) in accounts payable and accrued liabilities	261	(1,567)
Increase in deferred revenue	5,397	2,886
Increase in due to City of Hamilton	205,891	22,855
Increase in unredeemed gift certificates	1,935	2,769
Net change in cash	—	500
Cash, beginning of year	2,100	1,600
Cash, end of year	\$ 2,100	\$ 2,100

See accompanying notes to financial statements.

HAMILTON FARMERS' MARKET CORPORATION

Notes to Financial Statements

Year ended December 31, 2020

The Hamilton Farmers' Market Corporation referred to herein as (the "Market Corporation") was established on December 21, 2015 by the Council of the City of Hamilton (the "City") and has been entrusted to provide the public with access to high quality, nutritious and locally grown food. The Market Corporation also provides opportunities for farmers and food producers to serve the general public. The City owns the market facilities and arranges with the Market Corporation to exclusively manage and operate the facilities on the City's behalf.

1. Significant accounting policies:

The financial statements of the Market Corporation are prepared by management in accordance with Canadian public sector accounting standards ("PSAS") as recommended by the Public Sector Accounting Board of the Chartered Professional Accountants of Canada. Significant accounting policies adopted by the Market Corporation are as follows:

(a) Basis of accounting:

These financial statements are prepared in accordance with Canadian public sector accounting standards as recommended by the Public Sector Accounting Board of the Chartered Professional Accountants of Canada.

Revenues are recorded on the accrual basis of accounting, whereby revenues are recognized as they are earned and measurable. Expenses are recognized in the period goods and services are acquired and a liability is incurred.

(b) Cash:

Cash is comprised of cash on hand.

(c) Inventory:

Inventory is valued at the lower of cost and net realizable value.

(d) Government transfers:

Government transfers received relate to operating grants from the City of Hamilton. Government transfers are recognized in the financial statements as revenues when the transfer is authorized, any eligibility criteria are met and a reasonable estimate of the amounts can be made except when, and to the extent that, stipulations by the transferors give rise to an obligation that meet the definition of a liability. Government transfers that meet the definition of a liability are recognized as revenue as the liability is extinguished.

(e) Rental and other revenues:

Rental and other revenues are reported as revenue in the period earned. Other revenues are comprised of merchandise sales, utility recovery and sponsorships.

HAMILTON FARMERS' MARKET CORPORATION

Notes to Financial Statements (continued)

Year ended December 31, 2020

1. Significant accounting policies (continued):

(f) Non-financial assets:

Non-financial assets are not available to discharge existing liabilities and are held for use in the provision of services. They have useful lives extending beyond the current year and are not intended for sale in the ordinary course of operations.

(g) Gift Certificates:

Hamilton Farmers' Market issues gift certificates. These gift certificates make up the Unredeemed gift certificates balance on the statement of financial position. They have an indefinite life and do not expire.

(h) Use of estimates:

The preparation of financial statements required management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the year. Actual results could differ from those estimates.

2. Related party transactions:

(a) Transactions with related parties:

	2020	2019
Revenue:		
City levy funded deficit	\$ 112,800	\$ 112,800
Hamilton Farmers Market reserve adjustment	(39,672)	58,189
	<u>\$ 73,128</u>	<u>\$ 170,989</u>

These transactions have been reflected in the annual surplus for the current year and were measured at the exchange amount of consideration established and agreed to by the related parties.

(b) Reserves held by related party:

The City of Hamilton holds a reserve fund on behalf of the Hamilton Farmers' Market Corporation. Use of the funds requires approval of both the Market Corporation's Board as well as the Council of the City of Hamilton. The funds are permitted to be used to ensure the viability of the Market Corporation if other sources of funding are not available. The balance of the reserve fund as at December 31, 2020 is \$71,919 (2019 - \$115,106).

HAMILTON FARMERS' MARKET CORPORATION

Notes to Financial Statements (continued)

Year ended December 31, 2020

2. Related party transactions (continued):

(c) Outstanding balances due to related party:

	2020	2019
City of Hamilton	\$ 295,726	\$ 89,835

The amount due to City of Hamilton is non-interest bearing and has no fixed terms of repayment.

3. Accounts receivable:

During the year, the Market Corporation presented a motion to the City requesting a 75% fee reduction in stallholders' rental fees. The request was meant to mirror the available Federal Government's Canada Emergency Commercial Rent Assistance (CECRA) program, under which municipal entities were not eligible. In line with this request, the Market Corporation adjusted fee invoices for April, May, and June 2020, equating to 25% of the contracted fee ahead of the request was considered by the City. However, the City determined that the fee reduction request was not consistent with the City-wide COVID-19 Occupancy Framework for tenancies and licenses and the request was denied. As a result, the Market Corporation issued invoices equal to 75% of contracted rent for April, May, and June 2020.

The Market Corporation later approved an optional deferral plan that allows stallholders to pay their fees for April through September 2020 in 2021 without interest. In total, there are 32 stallholders that did not sign the deferral program agreement.

4. Budget data:

The budget data presented in these financial statements is based upon the 2020 budget approved by Council.

HAMILTON FARMERS' MARKET CORPORATION

Notes to Financial Statements (continued)

Year ended December 31, 2020

5. COVID-19:

During the year ended December 31, 2020, the novel coronavirus ("COVID-19") outbreak was declared a pandemic by the World Health Organization. This has resulted in governments worldwide, including the Canadian and Ontario governments, enacting emergency measures to combat the spread of the virus. These measures, which include the implementation of travel bans, self-imposed quarantine periods and social distancing, have caused material disruption to businesses globally and in Ontario resulting in an economic slowdown. Governments and central banks have reacted with significant monetary and fiscal interventions designed to stabilize economic conditions however the success of these interventions is not currently determinable.

The Hamilton Farmers' Market remained open through the pandemic with reduced operating hours. During the year, the Hamilton Farmers' Market enacted the rent deferral program to assist vendors with rent payments. This program allowed vendors to defer their rent payments for April-September 2020 to 2021 without interest. This has caused the Hamilton Farmers' Market Accounts receivable to increase significantly in 2020.

As part of the federal-provincial Safe Restart Agreement, the City of Hamilton received an emergency assistance, and the Market Corporation was allocated an amount of \$144,652 in 2020. This funding was provided for the purpose of addressing COVID-19 related operating costs and financial pressures.

The current challenging economic climate may lead to adverse changes in cash flows, which may also have a direct impact on the Market Corporation's operating results and financial position in the future. The situation is dynamic and the ultimate duration and magnitude of the impact on the economy and the Market Corporation's business are not known at this time.