



City of Hamilton
HAMILTON RENEWABLE POWER INCORPORATED
BOARD OF DIRECTORS
AGENDA

Meeting #: 23-001
Date: February 24, 2023
Time: 3:00 p.m.
Location: Room 264, 2nd Floor, City Hall (hybrid) (RM)
71 Main Street West

1. **APPOINTMENT OF THE CHAIR AND VICE CHAIR**
2. **APPROVAL OF AGENDA**
3. **DECLARATIONS OF INTEREST**
4. **ADOPTION OF MINUTES**
 - 4.1 August 30, 2022
5. **OPERATIONS UPDATE**
6. **STAFF PRESENTATIONS**
 - 6.1 Hamilton Renewable Power Inc. Board of Directors Overview
7. **MOTIONS**
 - 7.1 Resolutions of the Hamilton Renewable Power Inc. Board of Directors
8. **ADJOURNMENT**

HAMILTON RENEWABLE POWER INC.
Board of Directors
Minutes

August 30, 2022

Council Chambers
Hamilton City Hall
71 Main Street West

Present: **Board of Directors:**
 Councillors J. P. Danko and B. Johnson

Officers:
Rom D'Angelo, President
Tom Chessman, Senior Vice-President
Linda Campbell, Vice-President, Operations
Carlyle Khan, Non-Voting Member
Isabela Herman, Accountant
Janet Pilon, Acting Secretary

Absent: Councillor T. Whitehead – Personal

Also Present: David McKenna, Solicitor
 S. Hesmer, Manager, Accounting Services
 Loren Kolar, Legislative Coordinator

THE FOLLOWING ITEMS WERE REFERRED TO THE HAMILTON RENEWABLE POWER INC. SHAREHOLDERS:

1. Change to the Acronym for Hamilton Renewable Power Inc. (Item 7.1)

(Johnson/Danko)

WHEREAS, an acronym is an informal construction, and does not impact on the legal name of Hamilton Renewable Power Inc.

THEREFORE, BE IT RESOLVED:

That the acronym for the Hamilton Renewable Power Inc. be changed to HRP Inc.

CARRIED

2. Resolutions of the Hamilton Renewable Power Inc. Board of Directors (Item 7.2)

(Johnson/Danko)

(i) **Hamilton Renewable Power Inc. Renewable Natural Gas Development (HRP202201)**

- (a) That the consultant report identified as “Renewable Energy Options Assessment”, prepared by Jacobs Engineering Group Inc., dated June 2, 2022, attached as Appendix “A” to Report HRP202201, be received; and
 - (b) That the following recommendation be referred to the September 13, 2022 Hamilton Renewable Power Inc. Shareholder meeting for consideration:
 - (ii) That staff proceed to advance the concept design and develop both a financial business case, including funding options and an environmental benefit for renewable natural gas (RNG) production, at a cost not to exceed \$100,000 to be drawn from the HRP Inc, ‘cash reserve’.
- (ii) **Confirmatory Actions**
- (a) That the officers of the Corporation are, and each acting alone is, hereby authorized to do and perform any and all such acts, including execution of any and all documents and certificates, as such officers shall deem necessary or advisable, to carry out the purposes and intent of the foregoing resolutions.
 - (b) That any actions taken by such officers prior to the date of the foregoing resolutions adopted hereby that are within the authority conferred thereby are hereby ratified, confirmed and approved as the acts and deeds of the Corporation; and
 - (c) That the foregoing resolutions are hereby consented to by all of the directors of the Corporation pursuant to the Business Corporations Act (Ontario), R.S.O. 1990, c. B.16, as evidenced by such directors’ signatures hereto.

CARRIED

FOR INFORMATION:

The meeting was called to order at 11:00 a.m.

1. CHANGES TO THE AGENDA (Item 2)

The Secretary advised the Board Chair that there were no changes to the agenda.

(Johnson/Danko)

That the Agenda of the August 30, 2022 meeting of the Hamilton Renewable Power Inc. (HRPI) Board of Directors be approved, as presented.

CARRIED

2. DECLARATIONS OF INTEREST (Item 3)

There were none declared.

3. ADOPTION OF MINUTES (Item 4)

(a) June 7, 2022 (Item 4.1)

(Johnson/Danko)

That the Minutes of the meeting of the Hamilton Renewable Power Inc. (HRPI) Board of Directors held on June 7, 2022 be approved, as presented.

CARRIED

4. OPERATIONS UPDATE (Item 5)

There was no Operations Update at this meeting.

5. STAFF PRESENTATIONS (Item 6)

(a) Hamilton Renewable Power Inc. (HRP Inc.) Renewable Natural Gas Development (HRP202201) (City Wide) (Item 6.1)

Rom D'Angelo, Director, Energy, Fleet & Facilities Management and Taryn Davis of Jacobs, provided the Board with a presentation respecting the Hamilton Renewable Power Inc. (HRP Inc.) Renewable Natural Gas Development (HRP202201) (City Wide).

(Johnson/Danko)

That the presentation respecting the Hamilton Renewable Power Inc. (HRP Inc.) Renewable Natural Gas Development (HRP202201) (City Wide), be received.

CARRIED

For disposition of this item, refer to Item 2

(b) Tele-Protection Communication at Glanbrook Landfill (Item 6.2)

Jeffrey Cowan, President and CEO of Hamilton Community Enterprises provided the Board with a presentation respecting the Tele-Protection Communication at Glanbrook Landfill.

(Johnson/Danko)

That the presentation and communication from Jeffrey Cowan, President and CEO of Hamilton Community Enterprises respecting the Tele-Protection Communication at Glanbrook Landfill, be received.

CARRIED

6. ADJOURNMENT (Item 8)

(Johnson/Danko)

There being no further business, the meeting adjourned at 11:33 a.m.

CARRIED

Respectfully submitted,

Chair, Councillor J. P. Danko
Hamilton Renewable Power Inc.

Janet Pilon, Acting City Clerk
Acting Secretary to Hamilton Renewable Power Inc.
August 30, 2022



HRP Inc. Board Meeting

Linda Campbell

Vice President of Operations, HRP Inc

Acting Manager, Energy Initiatives

Linda.Campbell@Hamilton.ca

Ext 2810



Agenda

- Introductions
 - Background on HRP Inc.
 - Board of Directors – purpose and roles
 - Benefits of HRP Inc.
 - Renewable Generation
 - Historical Financial Results
 - Plans for the Future
 - Resolutions for Board
 - Questions?
-



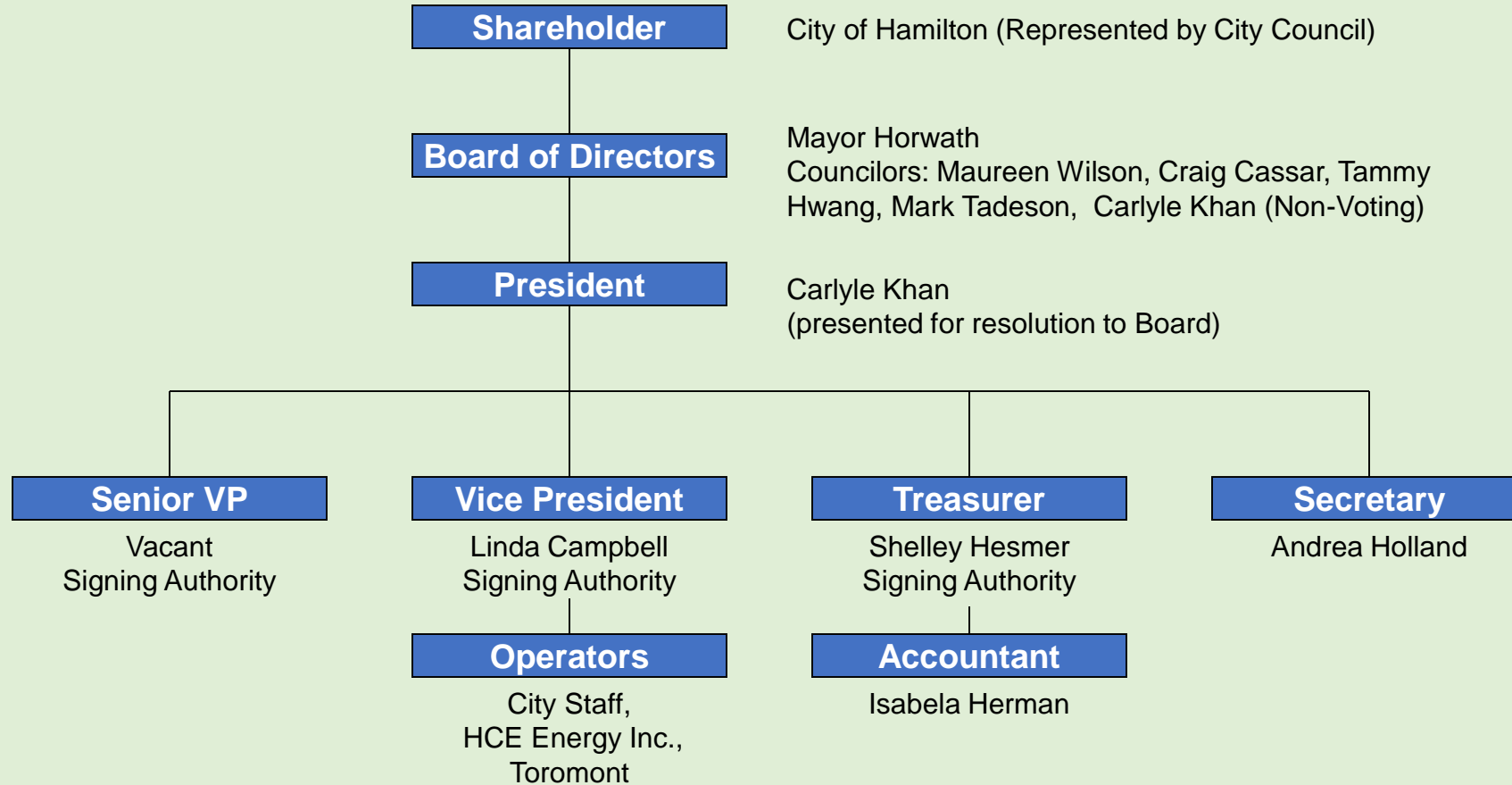
Hamilton Renewable Power Inc.

- The City of Hamilton created Hamilton Renewable Power Inc. in 2005.
- Originated with the City's desire to construct, operate and maintain a cogeneration facility; a source of renewable energy.
- Under legislation at the time, the City was not able to participate in this venture directly. Therefore, a city owned corporation, Hamilton Renewable Power Inc, was established to carry out the construction, operation and maintenance of this renewable energy facility. Governed by members of Council.
- Hamilton was the first municipality in Ontario to be accepted by the Ontario Energy Financial Corporation to build a generator for sustainable green energy.

The Board of Directors

- All corporations in Ontario must establish and maintain a Board of Directors.
- The board is composed of members of council.
- The purpose of the board is to govern and supervise the management of the business and affairs of the corporation and in doing so act honestly and in good faith with a view to the best interests of the corporation.
- AGM is once a year, board meetings and special shareholder meetings occur as required according to the business requirements of the corporation.
- Staff supports include operations, financial statements, presentations, business developments and potential future initiatives and strategies.
- The City of Hamilton is the sole shareholder of the corporation.

Hamilton Renewable Power Inc. Organizational Chart



HRPI Benefits to the City



As of 2022 , \$3,947,019 million in cumulative shareholder value.(Dividends).



The annual net financial benefit is over \$1,000,000 since 2009 except for the last two years.

Enough generating capacity to power 3,400 homes.



Annual CO2 emission reductions of approximately 60,000 tonnes (or 12,000 cars).



Renewable Generation

- HRP Inc. has a total of three 1.6 MW biogas-fueled systems.
 - One cogeneration unit at Hamilton Water site at Woodward.
 - Two units at Glanbrook landfill site.
- Provide renewable power to Ontario's electricity grid through long-term contracts with the province.

Background- Woodward

- **Staff & Contractors:**
 - Administration through City staff
 - Outsourced operations and maintenance to HCE Energy Inc.
- **Facility:**
 - 1.6 MW generator
 - Methane gas from the WWTP digesters
 - Heat harvested from the engine
- **Services:**
 - Electricity generation of enough electricity to power approx. 1,300 homes
 - Facilities heating



Woodward (Cogen)

- Production of 1.6 MW of renewable energy. A co-generation unit producing electricity and heat.
- Initial cost of approximately \$4.4 million.
- 20-year term contract signed with Ontario Electricity Financial Corp. to provide green energy. Contract expiration December 31, 2025.
- The reduction of over 1.5 million cubic meters (m³) of natural gas annually as a product of heat reclaim.
- Reduction of 6,500 tonnes of carbon dioxide equivalent (Co2eq) annually.

Background - Glanbrook

- **Staff:**
 - Outsourced operation and maintenance with Toromont Inc.
 - Administration through City staff
- **Facility:**
 - 2 combustion engines generating 3.2 MW of Energy
 - Runs on methane gas
 - Horizontal and vertical collectors
 - 3 condensate traps
 - Perimeter header that conveys methane to engines
- **Services:**
 - Power Generation of enough electricity to power 2,100 homes



Glanbrook (Cogen)

- Production of 3.2 MW of renewable energy. A co-generation unit producing electricity
- Initial cost of approximately \$8.2 million.
- 20-year term contract signed with the Independent Electrical Supply Operators (IESO) to provide green energy. Contract expiration Dec 31, 2027
- Reduction of 58,127 tonnes of carbon dioxide equivalent (Co2eq) annually.



Financial Results

- Net Income= revenue *less* expenses, interest and taxes
- Dividends=distribution of the company's earnings to its Shareholders
- City Net Benefit=revenue from sale of methane gas to HRP, recovery of salaries and dividends paid to City

Year	Net Income	Dividend	City Net Benefit
2006	\$ (218,363)	\$ -	\$ 11,257
2007	\$ 184,301	\$ -	\$ 591,719
2008	\$ (28,544)	\$ -	\$ 447,373
2009	\$ 834,850	\$ -	\$ 2,000,345
2010	\$ 816,973	\$ 1,257,963	\$ 2,213,378
2011	\$ 635,185	\$ 736,920	\$ 2,033,743
2012	\$ 399,710	\$ 626,642	\$ 1,708,212
2013	\$ 306,585	\$ 306,122	\$ 1,686,137
2014	\$ 279,202	\$ 295,816	\$ 1,633,667
2015	\$ 75,935	\$ 249,150	\$ 1,517,245
2016	\$ 76,892	\$ 60,748	\$ 1,301,246
2017	\$ 128,821	\$ 61,514	\$ 1,210,308
2018	\$ 133,711	\$ 103,057	\$ 1,131,862
2019	\$ 177,646	\$ 106,970	\$ 1,169,466
2020	\$ (66,331)	\$ 142,117	\$ 1,210,916
2021	\$ (264,527)	\$ -	\$ 963,239
2022*	\$ (474,989)	\$ -	\$ 734,038
Total	\$ 2,997,057	\$ 3,947,019	\$ 21,564,152

* un-audited

Immediate Plans for the future...

On September 13th, HRP Inc Board approved the following for future development at the Woodward Site. This work will be done in collaboration with Hamilton Water.

- *(ii) That staff proceed to advance the concept design and develop both a financial business case, including funding options and an environmental benefit for renewable natural gas (RNG) production, at a cost not to exceed \$100,000 to be drawn from the HRP Inc, 'cash reserve'.*
- *Preliminary work for a Glanbrook Landfill Gas Future report is being done by Waste with recommendations and any field work to be completed by Q2 by that group. The results of this study will form the basis for future considerations of strategic plans for Glanbrook operations.*

Resolutions

1. To appoint an officer (President) for a vacant position due to recently departed staff.
2. To approve an extension of the Toromont maintenance services agreement for Woodward Cogen.

Questions?



HRP Inc.

HAMILTON RENEWABLE POWER INC.
(the "Corporation")

RESOLUTIONS OF THE BOARD OF DIRECTORS OF THE CORPORATION

1. APPOINTMENT OF OFFICER

BE IT RESOLVED that Carlyle Khan, having consented to act as President of the Corporation, is hereby appointed as President of the Corporation commencing on the date hereof and continuing thereafter until their successor is duly appointed.

2. EXTENSION OF TOROMONT MAINTENANCE SERVICES AGREEMENT

WHEREAS the decision to allow the Corporation to execute an amending agreement in order to extend the term of the Maintenance Services Agreement between the Corporation and Toromont Inc. (the "Agreement", attached hereto as Schedule "A") is a business decision to be approved by the Board of Directors by written resolution signed by all the Directors entitled to vote on such resolution at a meeting of the Board of Directors;

BE IT RESOLVED that the Directors of the Corporation hereby authorize and direct the President of the Corporation to execute, on behalf of the Corporation, together with all necessary ancillary documents, the Agreement.

3. CONFIRMATORY ACTIONS

BE IT RESOLVED that the officers of the Corporation are, and each acting alone is, hereby authorized to do and perform any and all such acts, including execution of any and all documents and certificates, as such officers shall deem necessary or advisable, to carry out the purposes and intent of the foregoing resolutions.

BE IT FURTHER RESOLVED that any actions taken by such officers prior to the date of the foregoing resolutions adopted hereby that are within the authority conferred thereby are hereby ratified, confirmed and approved as the acts and deeds of the Corporation.

THE FOREGOING RESOLUTIONS are hereby consented to by all of the Directors of the Corporation pursuant to the *Business Corporations Act* (Ontario), R.S.O. 1990, c. B.16, as evidenced by such Directors' signatures hereto.

DATED the 27th day of February, 2023.

Andrea Horwath

Maureen Wilson

Tammy Hwang

Mark Tadeson

Craig Cassar