



City of Hamilton

CITYHOUSING HAMILTON CORPORATION SHAREHOLDER MEETING AGENDA

Meeting #: 23-002
Date: May 23, 2023
Time: 9:30 a.m.
Location: Council Chambers
Hamilton City Hall
71 Main Street West

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

Pages

1. CEREMONIAL ACTIVITIES
2. APPROVAL OF AGENDA
(Added Items, if applicable, will be noted with *)
3. DECLARATIONS OF INTEREST
4. APPROVAL OF MINUTES OF PREVIOUS MEETING
 - 4.1 March 27, 2023
5. COMMUNICATIONS
6. DELEGATION REQUESTS
7. CONSENT ITEMS
8. PUBLIC HEARINGS / DELEGATIONS
9. STAFF PRESENTATIONS
10. DISCUSSION ITEMS
11. MOTIONS

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11.1 Shareholder Resolutions

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Discussion of Private & Confidential Appendix "A" to the Shareholder Resolutions would be pursuant to Section 9.3, Sub-section (h) of the City's Procedural By-law 21-021, as amended, and Section 239(2), Sub-section (h) of the *Ontario Municipal Act, 2001*, as amended, as the subject matter pertains to information explicitly supplied in confidence to the municipality or local board by Canada, a province or territory or a Crown agency of any of them.

12. NOTICES OF MOTION

13. GENERAL INFORMATION / OTHER BUSINESS

14. PRIVATE AND CONFIDENTIAL

14.1 Confidential Appendix A to Shareholder Resolutions - 1620 Main St E - Authorizations (Report #23003(a))

Pursuant to Section 9.3, Sub-section (h) of the City's Procedural By-law 21-021, as amended, and Section 239(2), Sub-section (h) of the *Ontario Municipal Act, 2001*, as amended, as the subject matter pertains to information explicitly supplied in confidence to the municipality or local board by Canada, a province or territory or a Crown agency of any of them.

15. ADJOURNMENT



**CITYHOUSING HAMILTON CORPORATION
SHAREHOLDER
MINUTES 23-001
9:00 a.m.
Monday, March 27, 2023
Council Chambers
Hamilton City Hall, 71 Main Street West**

- Present:** Deputy Mayor T. Jackson (Chair)
Councillors J. Beattie, C. Cassar, B. Clark, J.P. Danko, M. Francis, T. Hwang, C. Kroetsch, T. McMeekin, N. Nann, E. Pauls, M. Wilson
- Absent** Mayor Horwath, Councillors Spadafora and Tadeson - Personal
Councillor A. Wilson - City Business

THE FOLLOWING ITEMS WERE REFERRED TO COUNCIL FOR CONSIDERATION:

1. Shareholder Resolutions (Item 11.1)

(Hwang/Pauls)

WHEREAS the City of Hamilton is the sole shareholder of the Corporation ("Sole Shareholder");

AND WHEREAS the Sole Shareholder is authorized to hold shares in the Corporation and to exercise the rights attributed thereto, pursuant to Subsection 203(1) of the *Municipal Act, 2001*, SO 2001, c25 ("Act"), but the Corporation is not an Offering Corporation within the meaning ascribed to that term in the *Business Corporations Act*, R.S.O. 1990, c. B.16 ("OBCA");

AND WHEREAS the Corporation is currently developing a vacancy renewal and management plan to support its commitment to maintain an appropriate and acceptable pace of unit turnover work to ensure there are no future backlogs of affordable units;

AND WHEREAS the existing backlog of units requiring unit turnover work is estimated to be approximately 476 units, which requires additional funding of up to \$5.7M to address, as further outlined in CityHousing Hamilton Report #23005 (attached hereto);

AND WHEREAS the Corporation has been engaged in co-developing a housing project located at 8 Roxanne Drive since 2016 (the "Roxborough Development");

AND WHEREAS in order to finalize the funding structure for the Roxborough Development the Corporation is seeking approval of certain loans and/or grants from the Canada Mortgage and Housing Corporation, the Federation of Canadian Municipalities and the City of Hamilton, as further outlined in CityHousing Hamilton Report #17029(f) (attached hereto);

NOW THEREFORE the Council of the City of Hamilton, acting in its capacity as representative of the Sole Shareholder of the Corporation, RESOLVES AS FOLLOWS:

1. FINANCIAL SHORTFALL RE: UNIT TURNOVER WORK BACKLOG

BE IT RESOLVED:

- (a) That CityHousing Hamilton Report #23005 (attached hereto as Appendix A) be and the same is hereby received by the Sole Shareholder; and
- (b) That CityHousing Hamilton Report #23005 be forthwith referred to the City of Hamilton's General Manager of Healthy and Safe Communities for further action.

2. SOLE SHAREHOLDER APPROVAL RE: CERTAIN LOANS

BE IT RESOLVED:

- (a) That the Sole Shareholder approves the Corporation entering into agreements with the Canada Mortgage and Housing Corporation and the Federation of Canadian Municipalities for grant and/or loan funding (as the case may be), as further outlined in CityHousing Hamilton Report #17029(f) (attached hereto as Appendix B), which, in the case of the Federation of Canadian Municipalities agreement, contemplates the registration of a general security interest on title against 8 Roxanne Dr. as collateral;
- (b) That the Sole Shareholder approves the Corporation entering into a credit agreement with the City of Hamilton to facilitate the Corporation's borrowing of (CAD) \$19,396,979 as further outlined in CityHousing Hamilton Report #17029(f) (attached hereto);
- (c) That the Sole Shareholder approves the preparation of all necessary documents and/or agreements to give effect to the foregoing and the Corporation's Chief Executive Officer (or designate) is authorized and directed to execute, on behalf of the Corporation, all such necessary documents and/or agreements; and
- (d) That the Mayor and City Clerk are hereby authorized and directed to sign and/or dispatch and deliver all other agreements, documents, notices,

articles and/or certificates to be signed and/or dispatched or delivered under or in connection with the Declaration and Direction of the Sole Shareholder or to take any action deemed necessary in respect of any of the foregoing.

THE FOREGOING RESOLUTIONS are hereby consented to by the Sole Shareholder of the Corporation entitled to vote on such resolutions and are hereby passed as resolutions of the Corporation pursuant to the OBCA.

Result: Motion CARRIED by a vote of 12 to 0, as follows:

YES - Ward 10 Councillor Jeff Beattie
YES - Ward 12 Councillor Craig Cassar
YES - Ward 9 Councillor Brad Clark
YES - Ward 8 Councillor John-Paul Danko
YES - Ward 5 Councillor Matt Francis
NOT PRESENT - Mayor Andrea Horwath
YES - Ward 4 Councillor Tammy Hwang
YES - Ward 6 Councillor Tom Jackson
YES - Ward 2 Councillor Cameron Kroetsch
YES - Ward 15 Councillor Ted McMeekin
YES - Deputy Mayor - Ward 3 Councillor Nrinder Nann
YES - Ward 7 Councillor Esther Pauls
NOT PRESENT - Ward 14 Councillor Mike Spadafora
NOT PRESENT - Ward 11 Councillor Mark Tadeson
NOT PRESENT - Ward 13 Councillor Alex Wilson
YES - Ward 1 Councillor Maureen Wilson

FOR INFORMATION:

(a) APPROVAL OF AGENDA (Item 2)

The Committee Clerk advised there were no changes to the agenda:

(Hwang/Kroetsch)

That the agenda for the March 27, 2023 meeting of the CityHousing Hamilton Corporation Shareholder be approved, as presented.

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

YES - Ward 10 Councillor Jeff Beattie
YES - Ward 12 Councillor Craig Cassar
YES - Ward 9 Councillor Brad Clark
YES - Ward 8 Councillor John-Paul Danko
YES - Ward 5 Councillor Matt Francis
NOT PRESENT - Mayor Andrea Horwath
YES - Ward 4 Councillor Tammy Hwang

YES - Ward 6 Councillor Tom Jackson
YES - Ward 2 Councillor Cameron Kroetsch
NOT PRESENT - Ward 15 Councillor Ted McMeekin
NOT PRESENT - Deputy Mayor - Ward 3 Councillor Nrinder Nann
YES - Ward 7 Councillor Esther Pauls
NOT PRESENT - Ward 14 Councillor Mike Spadafora
NOT PRESENT - Ward 11 Councillor Mark Tadeson
NOT PRESENT - Ward 13 Councillor Alex Wilson
YES - Ward 1 Councillor Maureen Wilson

(b) DECLARATIONS OF INTEREST (Item 3)

There were no declarations of interest.

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

(i) August 15, 2022 (Item 4.1)

(Clark/Danko)

That the Minutes of the August 15, 2022 meeting of the CityHousing Hamilton Shareholder, be approved, as presented.

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

YES - Ward 10 Councillor Jeff Beattie
YES - Ward 12 Councillor Craig Cassar
YES - Ward 9 Councillor Brad Clark
YES - Ward 8 Councillor John-Paul Danko
YES - Ward 5 Councillor Matt Francis
NOT PRESENT - Mayor Andrea Horwath
YES - Ward 4 Councillor Tammy Hwang
YES - Ward 6 Councillor Tom Jackson
YES - Ward 2 Councillor Cameron Kroetsch
NOT PRESENT - Ward 15 Councillor Ted McMeekin
NOT PRESENT - Deputy Mayor - Ward 3 Councillor Nrinder Nann
YES - Ward 7 Councillor Esther Pauls
NOT PRESENT - Ward 14 Councillor Mike Spadafora
NOT PRESENT - Ward 11 Councillor Mark Tadeson
NOT PRESENT - Ward 13 Councillor Alex Wilson
YES - Ward 1 Councillor Maureen Wilson

(g) ADJOURNMENT (Item 15)

(Francis/Beattie)

That there being no further business the CityHousing Hamilton Corporation Shareholder meeting be adjourned at 9:20 a.m.

Result: Motion CARRIED by a vote of 12 to 0, as follows:

YES - Ward 10 Councillor Jeff Beattie
YES - Ward 12 Councillor Craig Cassar
YES - Ward 9 Councillor Brad Clark
YES - Ward 8 Councillor John-Paul Danko
YES - Ward 5 Councillor Matt Francis
NOT PRESENT - Mayor Andrea Horwath
YES - Ward 4 Councillor Tammy Hwang
YES - Ward 6 Councillor Tom Jackson
YES - Ward 2 Councillor Cameron Kroetsch
YES - Ward 15 Councillor Ted McMeekin
YES - Deputy Mayor - Ward 3 Councillor Nrinder Nann
YES - Ward 7 Councillor Esther Pauls
NOT PRESENT - Ward 14 Councillor Mike Spadafora
NOT PRESENT - Ward 11 Councillor Mark Tadeson
NOT PRESENT - Ward 13 Councillor Alex Wilson
YES - Ward 1 Councillor Maureen Wilson

Respectfully submitted,

Deputy Mayor Tom Jackson
Chair, CityHousing Hamilton
Corporation Shareholder

Tamara Bates
Legislative Coordinator
Office of the City Clerk

CITYHOUSING HAMILTON CORPORATION
(the "Corporation")

RESOLUTION OF THE SOLE SHAREHOLDER OF THE CORPORATION

WHEREAS the City of Hamilton is the sole shareholder of the Corporation ("Sole Shareholder");

AND WHEREAS the Sole Shareholder is authorized to hold shares in the Corporation and to exercise the rights attributed thereto, pursuant to Subsection 203(1) of the *Municipal Act, 2001*, SO 2001, c25 ("Act"), but the Corporation is not an Offering Corporation within the meaning ascribed to that term in the *Business Corporations Act*, R.S.O. 1990, c. B.16 ("OBCA");

AND WHEREAS the Declaration and Direction of the Sole Shareholder from the Sole Shareholder to the Corporation states in subsection 5.9.1.2 that the Corporation shall not proceed with redevelopment projects without the prior approval of the Sole Shareholder;

AND WHEREAS the Declaration and Direction of the Sole Shareholder from the Sole Shareholder to the Corporation states in subsection 5.9.1.1 that the Corporation shall not create any debt without the prior approval of the Sole Shareholder.

NOW THEREFORE the Council of the City of Hamilton, acting in its capacity as representative of the Sole Shareholder of the Corporation, RESOLVES AS FOLLOWS:

1. SOLE SHAREHOLDER APPROVAL RE: REDEVELOPMENT PROJECT

BE IT RESOLVED:

- (a) that Confidential CityHousing Hamilton Report #23003(a) (attached hereto as Confidential Appendix A) be and the same is hereby received by the Sole Shareholder; and
- (b) that the redevelopment project outlined in Confidential CityHousing Hamilton Report #23003(a) be approved; and
- (c) that the Mayor and City Clerk are hereby authorized and directed to sign and/or dispatch and deliver all other agreements, documents, notices, articles and/or certificates to be signed and/or dispatched or delivered under or in connection with the Declaration and Direction of the Sole Shareholder or to take any action deemed necessary in respect of any of the foregoing.

2. SOLE SHAREHOLDER APPROVAL RE: CONTRIBUTION AGREEMENT

BE IT RESOLVED:

- (a) that the Sole Shareholder approves the Corporation entering into a contribution agreement with the City of Hamilton for loan funding, as further outlined in Confidential CityHousing Hamilton Report #23003(a) (attached hereto as Confidential Appendix A), which contemplates the registration of a first priority mortgage and assignment of rents on title, and a general security interest and notice of assignment of rents in the Personal Property Security Act ("PPSA") registry naming 1620 Main St. E as collateral; and

11.1

- (b) that the Sole Shareholder approves the preparation of all necessary documents and/or agreements to give effect to the foregoing and the Corporation’s Chief Executive Officer (or designate) is authorized and directed to execute, on behalf of the Corporation, all such necessary documents and/or agreements; and
- (c) that the Mayor and City Clerk are hereby authorized and directed to sign and/or dispatch and deliver all other agreements, documents, notices, articles and/or certificates to be signed and/or dispatched or delivered under or in connection with the Declaration and Direction of the Sole Shareholder or to take any action deemed necessary in respect of any of the foregoing.

3. **CONFIDENTIALITY RE: CHH REPORT #23003(A)**

BE IT RESOLVED that Confidential Appendix A, CityHousing Hamilton Report #23003(a) remain confidential.

THE FOREGOING RESOLUTIONS are hereby consented to by the Sole Shareholder of the Corporation entitled to vote on such resolutions and are hereby passed as resolutions of the Corporation pursuant to the OBCA.

DATED as of this 23rd day of May 2023.

CITY OF HAMILTON

Per: _____
A. Horwath, Mayor

Per: _____
A. Holland, City Clerk