



City of Hamilton

CITYHOUSING HAMILTON CORPORATION SHAREHOLDER MEETING AGENDA

Meeting #: 24-001
Date: May 9, 2024
Time: 2:00 p.m.
Location: Room 264, 2nd Floor, City Hall (hybrid) (RM)
71 Main Street West

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

	Pages
1. APPROVAL OF AGENDA	
(Added Items, if applicable, will be noted with *)	
2. DECLARATIONS OF INTEREST	
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4. COMMUNICATIONS	
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9.1 Confidential Appendix A to Shareholder Resolutions

Pursuant to Section 9.3, Sub-section (c) and (k) of the City's Procedural By-law 21-021, as amended, and Section 239(2), Sub-section (i) 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; 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.

10. ADJOURNMENT



CITYHOUSING HAMILTON CORPORATION SHAREHOLDER ANNUAL GENERAL MEETING

MINUTES 23-004

8:30 a.m.

Monday, November 27, 2023

Council Chambers

Hamilton City Hall, 71 Main Street West

Present: Deputy Mayor (Acting Chair) C. Cassar
Mayor Horwath, Councillors J. Beattie, B. Clark, J.P. Danko, M. Francis,
T. Hwang, C. Kroetsch, T. McMeekin, N. Nann, E. Pauls, M. Spadafora,
and M. Wilson

Absent
with Regrets: Councillors T. Jackson, M. Tadeson and A. Wilson - Personal

THE FOLLOWING ITEMS WERE REFERRED TO COUNCIL FOR CONSIDERATION:

1. Shareholder Resolutions (Item 7.1)

(Kroetsch/Nann)

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

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”);

WHEREAS the Council of the City of Hamilton are sitting as representatives of the Sole Voting Member (City of Hamilton) for the Corporation; and

WHEREAS the Board of Directors of the Corporation comprises of a total of nine (9) members, five (5) of whom shall be elected members of Council of the City of Hamilton and four (4) of whom shall be members who are not Councillors of the City of Hamilton (the “Citizen Members”).

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

1. APPOINTMENT OF CITIZEN MEMBERS

BE IT RESOLVED:

That the following persons be appointed as the Citizen Members of the Corporation effective October 25, 2023 and shall hold office until October 26, 2026 or until their respective successors are elected or appointed subject to the by-laws of the Corporation:

Alice Plug-Buist
Karl Andrus
Christine Griffith
Adriana Harris

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 13 to 0, as follows:

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

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

(Hwang/McMeekin)

That the agenda for the November 30, 2023 meeting of the CityHousing Hamilton Corporation Shareholder be approved, as presented.

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

YES - Ward 10 Councillor Jeff Beattie
YES - Deputy Mayor - Ward 12 Councillor Craig Cassar
YES - Ward 9 Councillor Brad Clark
NOT PRESENT - Ward 8 Councillor John-Paul Danko
YES - Ward 5 Councillor Matt Francis
YES - Mayor Andrea Horwath
YES - Ward 4 Councillor Tammy Hwang
NOT PRESENT - Ward 6 Councillor Tom Jackson
YES - Ward 2 Councillor Cameron Kroetsch
YES - Ward 15 Councillor Ted McMeekin
YES - Ward 3 Councillor Nrinder Nann
YES - Ward 7 Councillor Esther Pauls
YES - 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 2)

There were no declarations of interest.

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

(i) July 17, 2023 (Item 3.1)

(Hwang/McMeekin)

That the Minutes of the July 17, 2023 meeting of the CityHousing Hamilton Shareholder, be approved, as presented.

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

YES - Ward 10 Councillor Jeff Beattie
YES - Deputy Mayor - Ward 12 Councillor Craig Cassar
YES - Ward 9 Councillor Brad Clark

NOT PRESENT - Ward 8 Councillor John-Paul Danko
YES - Ward 5 Councillor Matt Francis
YES - Mayor Andrea Horwath
YES - Ward 4 Councillor Tammy Hwang
NOT PRESENT - Ward 6 Councillor Tom Jackson
YES - Ward 2 Councillor Cameron Kroetsch
YES - Ward 15 Councillor Ted McMeekin
YES - Ward 3 Councillor Nrinder Nann
YES - Ward 7 Councillor Esther Pauls
YES - 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

(d) ADJOURNMENT (Item 10)

(McMeekin/Pauls)

That there being no further business the CityHousing Hamilton Corporation Shareholder meeting be adjourned at 8:34 a.m.

Result: Motion CARRIED by a vote of 13 to 0, as follows:

YES - Ward 10 Councillor Jeff Beattie
YES - Deputy Mayor - Ward 12 Councillor Craig Cassar
YES - Ward 9 Councillor Brad Clark
YES - Ward 8 Councillor John-Paul Danko
YES - Ward 5 Councillor Matt Francis
YES - Mayor Andrea Horwath
YES - Ward 4 Councillor Tammy Hwang
NOT PRESENT - Ward 6 Councillor Tom Jackson
YES - Ward 2 Councillor Cameron Kroetsch
YES - Ward 15 Councillor Ted McMeekin
YES - Ward 3 Councillor Nrinder Nann
YES - Ward 7 Councillor Esther Pauls
YES - 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 C. Cassar, 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;

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: AMENDMENTS TO A REDEVELOPMENT PROJECT

BE IT RESOLVED:

- (a) that Confidential CityHousing Hamilton Report #17007(i) (attached hereto as a confidential appendix) be and the same is hereby received by the Sole Shareholder; and
- (b) that the proposed amendments to the Master Development Agreement outlined in draft form in Confidential CityHousing Hamilton Report #17007(i) be approved; and
- (c) that the Chief Executive Officer and President of the Corporation (or their designates) be authorized and directed to negotiate and execute, on behalf of the Corporation, an amending agreement to the Master Development Agreement pursuant to the draft terms outlined in Confidential CityHousing Hamilton Report #17007(i), together with any other ancillary documentation, in a form and with final content satisfactory to the Corporation's solicitor; 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.

2. CONFIDENTIALITY RE: CHH REPORT #17007(i)

BE IT RESOLVED that Confidential CityHousing Hamilton Report #17007(i) 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 9th day of May 2024.

CITY OF HAMILTON

Per: _____
A. Horwath, Mayor

Per: _____
J. Pilon, Acting City Clerk