



**City of Hamilton
HAMILTON RENEWABLE POWER INC.
SHAREHOLDER ANNUAL GENERAL MEETING
MINUTES 17-001**

11:42 a.m.

October 20, 2017

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

Present: Mayor F. Eisenberger, Deputy Mayor M. Green (Chair)
Councillors D. Skelly, C. Collins, S. Merulla, A. Johnson, D. Conley,
M. Pearson, B. Johnson, A. VanderBeek, R. Pasuta

**Absent
with Regrets:** Councillor J. Partridge, L. Ferguson – Other City Business
Councillor J. Farr, T. Whitehead, T. Jackson – Personal

Mayor F. Eisenberger called the meeting to order.

1. Operational Update (HRPI 17-001) (City Wide) (Item 5.1)

(Merulla/Pearson)

That the Report HPRI 17-002, respecting the Operational Update for Hamilton Renewable Power Inc., be received.

CARRIED

2. Hamilton Renewable Power Inc. Shareholder Resolution (Item 6.1)

(Green/VanderBeek)

WHEREAS, the Council of the City of Hamilton are sitting as representatives of the beneficial Shareholder (City of Hamilton) for Hamilton Renewable Power Inc. (the "Corporation");

WHEREAS, by Section 203 (1) of the *Municipal Act, 2001*, S.O. 2001, c. 25, as amended, the City of Hamilton is authorized to hold the shares in the Corporation and to exercise the rights attributed thereto;

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

1. That, in accordance with the provisions of the *Business Corporations Act*, R.S.O. 1990, c.B.16 and Section 12.07 of By-law no. 1 of the Corporation, the Shareholder hereby waives any notice requirement for the manner or time of notice required to be given under any provision of any Act, any regulations thereunder, the articles, the by-laws or otherwise and such waiver shall cure any default in the manner or time of such notice, as the case may be;
2. That all by-laws, resolutions, contracts, acts, and proceedings of the Board of Directors, Shareholder and Officers of the Corporation enacted, passed, made, done or taken since the last meeting of the Shareholder as the same are set forth or referred to in the minutes of the Corporation or in the financial statements submitted to the Shareholder of the Corporation are hereby approved, ratified, sanctioned and confirmed;
3. That the auditors for the Corporation for the 2017 Financial Year shall be same auditors as appointed by the City of Hamilton and said auditors shall continue as auditors for the Corporation until such time as their successors are appointed by a resolution of the Shareholder; and,
4. That the President and Secretary of the Corporation are hereby authorized and directed to sign this Resolution of the Shareholder in writing formalizing the items contained herein.

CARRIED

FOR THE INFORMATION OF THE SHAREHOLDER:

(a) APPROVAL OF THE AGENDA (Item 1)

There were no changes to the agenda.

(Collins/A. Johnson)

That the agenda for the October 20, 2017 Hamilton Renewable Power Inc. Shareholder Annual General Meeting, be approved.

CARRIED

(b) DECLARATIONS OF INTEREST (Item 2)

There were no declarations of interest.

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

(i) December 5, 2016 (Item 3.1)

(Merulla/Pearson)

That the December 5, 2016 Minutes of the Hamilton Renewable Power Inc. Shareholder Annual General Meeting be approved, as presented.

CARRIED

(d) PRESENTATIONS (Item 5)

(i) Operational Update (HRPI 17-001) (City Wide) (Item 5.1)

(Merulla/Pearson)

That the presentation regarding Report HPRI 17-002, respecting the Operational Update for Hamilton Renewable Power Inc., be waived.

CARRIED

(e) ADJOURNMENT (Item 7)

(Pearson/Pasuta)

That, there being no further business, the Hamilton Renewable Power Inc. Shareholder Annual General Meeting, be adjourned at 11:49 a.m.

CARRIED

Respectfully submitted,

Mayor Fred Eisenberger

Stephanie Paparella
Legislative Coordinator
Office of the City Clerk