City of Hamilton
SOLE VOTING MEMBER OF THE HAMILTON FARMERS’ MARKET
ANNUAL GENERAL MEETING
REPORT 19-001
July 8, 2019, 6:55 p.m.
Council Chambers, Hamilton City Hall, 71 Main Street West

Present: Mayor F. Eisenberger (Chair)
Councillors M. Wilson, J. Farr, N. Nann, C. Collins, T. Jackson, E. Pauls,
J. P. Danko, B. Clark, B. Johnson, J. Partridge

Absent: Councillors S. Merulla, T. Whitehead, M. Pearson, L. Ferguson – Personal
Councillor A. VanderBeek – Other City Business

THE SOLE VOTING MEMBER OF THE HAMILTON FARMERS’ MARKET PRESENTS REPORT 19-001 AND RESPECTFULLY RECOMMENDS:

1. Financial Statements of the Hamilton Farmers’ Market Corporation, year ended December 31, 2017 (Item 5.1)

   That the Financial Statements of the Hamilton Farmers’ Market Corporation, year ended December 31, 2017, be received.

2. Financial Statements of the Hamilton Farmers’ Market Corporation, year ended December 31, 2018 (Item 5.2)

   That the Financial Statements of the Hamilton Farmers’ Market Corporation, year ended December 31, 2018, be received.

3. Hamilton Farmers’ Market Board Resolution, respecting the Transfer of Year-end Surplus of the Hamilton Farmers’ Market Board (Item 5.3)

   That $39,419, the full amount of the 2018 year-end surplus, be transferred from the Hamilton Farmers’ Market operating account (720400) to the Hamilton Farmers’ Market Reserve Account (1004006).

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4. Hamilton Farmers’ Market Board of Directors Resolution (Item 5.4)

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

WHEREAS by the Corporation’s Letters Patent, the City of Hamilton is the sole voting member of the Corporation (“Sole Voting Member”);

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;

(a) 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.

(b) MINUTES OF PREVIOUS ANNUAL MEETING

BE IT RESOLVED:

That the minutes of the annual meeting held May 2, 2018 be approved.

(c) 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:

(i) Councillor Esther Pauls November 30, 2020
(ii) Eric Miller May 13, 2021
(iii) Wilf Arndt December 14, 2020

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FINANCIAL STATEMENTS AND AUDITOR’S REPORT

BE IT RESOLVED:

That the financial statements of the Corporation for the fiscal years ended December 31, 2017 and December 31, 2018 together with the auditor's report, be and the same are hereby received and approved.

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 by fixed by the Directors and the Directors are hereby authorized to fix such remuneration.

FOR INFORMATION:

APPROVAL OF THE AGENDA (Item 1)

The Shareholder Clerk advised that there were no changes to the agenda.

The agenda for the July 8, 2019 Sole Voting Member of the Hamilton Farmers’ Market Corporation Annual General Meeting was approved, as presented.

DECLARATIONS OF INTEREST (Item 2)

There were no declarations of interest.
(c) APPROVAL OF MINUTES OF PREVIOUS MEETING (Item 3)

(i) May 2, 2018 (Item 3.1)

The Minutes of the May 2, 2018 meeting of the Sole Voting Member of the Hamilton Farmers’ Market Corporation Annual General Meeting were approved, as presented.

(d) Hamilton Farmers’ Market Update (Item 4.1)

The presentation respecting the Hamilton Farmers’ Market was received.

(e) ADJOURNMENT (Item 7)

There being no further business, the Sole Voting Member of the Hamilton Farmers’ Market Corporation adjourned at 7:02 p.m.

Respectfully submitted,

Mayor Fred Eisenberger

Stephanie Paparella
Legislative Coordinator
Office of the City Clerk