

**HAMILTON RENEWABLE POWER INC.**  
**Board of Directors**  
**Minutes**

September 16, 2019  
Immediately following the Board of Health  
Council Chambers, 2<sup>nd</sup> Floor  
Hamilton City Hall  
71 Main St. W., Hamilton

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

**Officers:**  
Rom D'Angelo, President  
Tom Chessman, Senior Vice-President  
David Oak, Accountant  
Andrea Holland, Secretary

**Absent:** Councillor T. Whitehead – Personal  
Dan McKinnon, General Manager of Public Works

**Also Present:** David McKenna, Solicitor  
Loren Kolar, Legislative Coordinator

The meeting was called to order at 2:32 p.m.

**1. APPOINTMENT OF CHAIR AND VICE-CHAIR (Item 1)**

**(Johnson/Danko)**

- (a) That Councillor J.P. Danko be appointed Chair of the Hamilton Renewable Power Inc. Board of Directors for the 2018-2022 term; and,
- (b) That Councillor B. Johnson be appointed Vice-Chair of the Hamilton Renewable Power Inc. Board of Directors for the 2018-2022 term.

**CARRIED**

**2. CHANGES TO THE AGENDA (Item 2)**

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

**(Danko/Johnson)**

That the Agenda of the September 16, 2019 meeting of the Hamilton Renewable Power Inc. (HRPI) Board of Directors be approved, as presented.

**CARRIED**

**3. DECLARATIONS OF INTEREST (Item 3)**

There were none declared.

**4. ADOPTION OF MINUTES (Item 4)**

**(a) July 30, 2018 (Item 4.1)**

**(Johnson/Danko)**

That the Minutes of the meeting of the Hamilton Renewable Power Inc. (HRPI) Board of Directors held on July 30, 2018 be approved, as presented.

**CARRIED**

**5. PRESENTATION (Item 5)**

**(a) Operations and Financial Update (Item 5.1)**

David Oak, Accountant, provided the Board with an Operations and Financial Update.

**(Danko/Johnson)**

That the Operations and Financial Update, be received.

**CARRIED**

**6. MOTIONS (Item 6)**

**(a) Removal, Resignation and Appointment of Officers (Item 6.1)**

**(Danko/Johnson)**

WHEREAS the Corporation has approved the termination of the following person, effective as of March 1, 2019:

FRANK GAZZOLA – Vice President

WHEREAS the Corporation has received and accepted the written resignation, attached hereto as Schedule 1, from the following individual, effective immediately:

JANET PILON - Secretary

That the following person is appointed to hold the office set opposite her name with all rights and obligations associated therewith, until such time as said person resigns or is replaced by the Board:

ANDREA HOLLAND – Secretary

**CARRIED**

**(b) 2018 Audited Financial Statements (Item 6.2)**

**(Johnson/Danko)**

That the audited financial statements for the 2018 fiscal year, a copy of which is attached hereto as Schedule 2, be approved.

**CARRIED**

**(c) 2019 Budget (Item 6.3)**

**(Danko/Johnson)**

That the 2019 budget, a copy of which is attached hereto as Schedule 3, be approved and adopted.

**CARRIED**

**(d) Declaration of Dividend (Item 6.4)**

**(Johnson/Danko)**

- (i) That in accordance with the Dividend Policy, a regular dividend of \$106,970 be declared for 2019 based on 80% of annual net earnings as reported on the 2018 audited financial statements;
- (ii) That the regular dividend be distributed in one payment of \$106,970 to the shareholder; and,
- (iii) That the dividend payment be made no later than December 1, 2019.

**CARRIED**

**(e) Confirmatory Actions (Item 6.5)**

**(Danko/Johnson)**

- (i) 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; and,

- (ii) 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.

**CARRIED**

**(f) Benefit of the Hamilton Renewal Power Inc. Board of Directors  
(Added Item 6.6)**

**(Johnson/Danko)**

That staff be directed to report back at a future meeting to the Hamilton Renewal Power Inc. Board of Directors on the benefits of the Hamilton Renewal Power Inc. to the City of Hamilton.

**CARRIED**

**(g) Proposed Solar Rooftop PV Systems (Added Item 6.7)**

**(Johnson/Danko)**

- (a) That staff be directed to investigate financial options and report back to the Hamilton Renewal Power Inc. Board of Directors with a detailed proposal for Solar Rooftop PV Systems; and
- (b) That the project be funded from the Hamilton Renewal Power Inc 2019 Operating Budget to an upset limit of \$100,000.

**CARRIED**

**(h) Proposed Business Case to Sequester Emissions Algae Study  
(Added Item 6.8)**

**(Johnson/Danko)**

- (a) That staff be directed to develop and assess a business case and consider options of a joint-venture, long term fixed price contract on CO<sub>2</sub>; and
- (b) That the study be funded from the Hamilton Renewal Power Inc 2019 Operating Budget to an upset limit of \$100,000.

**CARRIED**

7. **ADJOURNMENT (Item 8)**

**(Danko/Johnson)**

There being no further business, the meeting adjourned at 3:33 p.m.

**CARRIED**

Respectfully submitted,

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

Andrea Holland, City Clerk  
Secretary to Hamilton Renewable Power Inc.  
September 16, 2019