



HAMILTON UTILITIES CORPORATION SHAREHOLDER ANNUAL GENERAL MEETING MINUTES 19-001

June 5, 2018, 2:03 p.m.

Council Chambers, Hamilton City Hall, 71 Main Street West

Present: Mayor F. Eisenberger (Chair), Deputy Mayor B. Johnson
Councillors M. Wilson, J. Farr, N. Nann, S. Merulla, C. Collins, T. Jackson, J. P. Danko, B. Clark, M. Pearson, L. Ferguson, A. VanderBeek, J. Partridge

Absent: Councillor T. Whitehead – Other City Business
Councillors C. Collins, E. Pauls - Personal

THE FOLLOWING ITEMS WERE REFERRED TO COUNCIL FOR CONSIDERATION:

- 1. Consolidated Financial Statements of the Hamilton Utilities Corporation and Alectra Inc. for the year ended December 31, 2018 (Item 5.1)**

(Merulla/Jackson)

That the audited Consolidated Financial Statements of the Hamilton Utilities Corporation and Alectra Inc. for the year ended December 31, 2018, as approved by the Board of Directors of the Corporation, be received by the Shareholder.

Result: Motion CARRIED by a vote of 10 to 1, as follows:

YES - Councillor Maureen Wilson
NOT PRESENT - Councillor Jason Farr
YES - Councillor Nrinder Nann
YES - Councillor Sam Merulla
NOT PRESENT - Councillor Chad Collins
YES - Councillor Tom Jackson
NOT PRESENT - Councillor Esther Pauls
YES - Councillor John-Paul Danko
YES - Deputy-Mayor Brenda Johnson
YES - Mayor Fred Eisenberger
NOT PRESENT - Councillor Judi Partridge
NOT PRESENT - Councillor Terry Whitehead
YES - Councillor Arlene VanderBeek
NO - Councillor Lloyd Ferguson
YES - Councillor Maria Pearson
YES - Councillor Brad Clark

2. Appointment of KPMG LLP as the Auditor of the Hamilton Utilities Corporation (Item 5.2)

(Eisenberger/Danko)

That KPMG LLP, Chartered Accountants, be appointed auditors of the Hamilton Utilities Corporation (the Corporation) for the fiscal year 2019 at a remuneration to be settled by the President of the Corporation.

Result: Motion CARRIED by a vote of 11 to 0, as follows:

YES - Councillor Maureen Wilson
NOT PRESENT - Councillor Jason Farr
YES - Councillor Nrinder Nann
YES - Councillor Sam Merulla
NOT PRESENT - Councillor Chad Collins
YES - Councillor Tom Jackson
NOT PRESENT - Councillor Esther Pauls
YES - Councillor John-Paul Danko
YES - Deputy-Mayor Brenda Johnson
YES - Mayor Fred Eisenberger
NOT PRESENT - Councillor Judi Partridge
NOT PRESENT - Councillor Terry Whitehead
YES - Councillor Arlene VanderBeek
YES - Councillor Lloyd Ferguson
YES - Councillor Maria Pearson
YES - Councillor Brad Clark

3. Appointment of the Board of Directors of Hamilton Utilities Corporation (Item 7.1)

(Merulla/Eisenberger)

- (a) That the appointments to the Board of Directors of the Hamilton Utilities Corporation, be approved; and,
- (b) That the appointments to the Board of Directors of Hamilton Utilities Corporation remain confidential until approved by Council.

Result: Motion CARRIED by a vote of 11 to 0, as follows:

YES - Councillor Maureen Wilson
NOT PRESENT - Councillor Jason Farr
YES - Councillor Nrinder Nann
YES - Councillor Sam Merulla
NOT PRESENT - Councillor Chad Collins
YES - Councillor Tom Jackson
NOT PRESENT - Councillor Esther Pauls
YES - Councillor John-Paul Danko

YES - Deputy-Mayor Brenda Johnson
YES - Mayor Fred Eisenberger
NOT PRESENT - Councillor Judi Partridge
NOT PRESENT - Councillor Terry Whitehead
YES - Councillor Arlene VanderBeek
YES - Councillor Lloyd Ferguson
YES - Councillor Maria Pearson
YES - Councillor Brad Clark

4. Appointment of Board of Directors of Alectra Inc. (Item 7.2)

(Merulla/Eisenberger)

- (a) That the appointments to the Board of Directors of Alectra Inc., be approved; and,
- (b) That the appointments to the Board of Directors of Alectra Inc., remain confidential until approved by Council.

Result: Motion CARRIED by a vote of 11 to 0, as follows:

YES - Councillor Maureen Wilson
NOT PRESENT - Councillor Jason Farr
YES - Councillor Nrinder Nann
YES - Councillor Sam Merulla
NOT PRESENT - Councillor Chad Collins
YES - Councillor Tom Jackson
NOT PRESENT - Councillor Esther Pauls
YES - Councillor John-Paul Danko
YES - Deputy-Mayor Brenda Johnson
YES - Mayor Fred Eisenberger
NOT PRESENT - Councillor Judi Partridge
NOT PRESENT - Councillor Terry Whitehead
YES - Councillor Arlene VanderBeek
YES - Councillor Lloyd Ferguson
YES - Councillor Maria Pearson
YES - Councillor Brad Clark

FOR INFORMATION:

(a) CHANGES TO THE AGENDA (Item 1)

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

(Wilson/Pearson)

That the agenda for the June 5, 2019 Hamilton Utilities Corporation Shareholder Annual General Meeting be approved, as presented.

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

YES - Councillor Maureen Wilson
NOT PRESENT - Councillor Jason Farr
YES - Councillor Nrinder Nann
YES - Councillor Sam Merulla
NOT PRESENT - Councillor Chad Collins
YES - Councillor Tom Jackson
NOT PRESENT - Councillor Esther Pauls
YES - Councillor John-Paul Danko
YES - Deputy-Mayor Brenda Johnson
YES - Mayor Fred Eisenberger
YES - Councillor Judi Partridge
NOT PRESENT - Councillor Terry Whitehead
YES - Councillor Arlene VanderBeek
YES - Councillor Lloyd Ferguson
YES - Councillor Maria Pearson
YES - Councillor Brad Clark

(b) DECLARATIONS OF INTEREST (Item 2)

There were no declarations of interest.

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

(i) June 6, 2018 (Item 3.1)

(Merulla/Jackson)

That the Minutes of the June 6, 2018 Hamilton Utilities Corporation Shareholder meeting be approved, as presented.

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

YES - Councillor Maureen Wilson
NOT PRESENT - Councillor Jason Farr
YES - Councillor Nrinder Nann
YES - Councillor Sam Merulla
NOT PRESENT - Councillor Chad Collins
YES - Councillor Tom Jackson
NOT PRESENT - Councillor Esther Pauls
YES - Councillor John-Paul Danko
YES - Deputy-Mayor Brenda Johnson

YES - Mayor Fred Eisenberger
YES - Councillor Judi Partridge
NOT PRESENT - Councillor Terry Whitehead
YES - Councillor Arlene VanderBeek
YES - Councillor Lloyd Ferguson
YES - Councillor Maria Pearson
YES - Councillor Brad Clark

(d) PRESENTATIONS (Item 4)

(i) Hamilton Utilities Corporation (Item 4.1)

Joe Rinaldo, Chair of the Hamilton Utilities Corporation Board of Directors, addressed Committee and provided a PowerPoint presentation respecting Hamilton Utilities Corporation.

(Merulla/Pearson)

That the presentation respecting Hamilton Utilities Corporation, be received.

CARRIED

(e) PRIVATE & CONFIDENTIAL (Item 7)

The Shareholder determined that discussion of Items 7.1 and 7.2 in Closed Session was not required. Therefore, both matters were approved in Open Session, as shown in Items 3 and 4 above:

- (i) Appointment of the Board of Directors of Hamilton Utilities Corporation (Item 7.1)
- (ii) Appointment of Board of Directors of Alectra Inc. (Item 7.2)

(f) ADJOURNMENT (Item 8)

(Merulla/Eisenberger)

That, there being no further business, the Hamilton Utilities Corporation Shareholders Annual General Meeting, be adjourned at 2:59 p.m.

CARRIED

Respectfully submitted,

Deputy Mayor, B. Johnson, Chair

Stephanie Paparella
Legislative Coordinator
Office of the City Clerk