



HAMILTON STREET RAILWAY COMPANY SHAREHOLDER ANNUAL GENERAL MEETING

REPORT 22-001

10:00 a.m.

Tuesday, September 13, 2022

Council Chambers, Hamilton City Hall, 2nd Floor
71 Main Street West, Hamilton, ON

Present: Mayor F. Eisenberger, Deputy Mayor R. Powers (Chair)
Councillors J. Farr, N. Nann, T. Jackson, E. Pauls, J.P. Danko,
B. Clark, M. Pearson, B. Johnson, L. Ferguson, A. VanderBeek

Absent: Councillors S. Merulla, T. Whitehead – Personal
Councillors M. Wilson, J. Partridge – Other City Business

THE HAMILTON STREET RAILWAY COMPANY SHAREHOLDER PRESENTS REPORT 22-001, AND RESPECTFULLY RECOMMENDS:

1. **Audit Exemption, Approval of Minutes and Confirmatory Actions (Item 5.1)**

WHEREAS, the City of Hamilton is the sole and beneficial shareholder of the Corporation (“Shareholder”);

WHEREAS, the City of Hamilton is authorized to hold shares in the Corporation and to exercise the rights attributed thereto, pursuant to Subsection 11.9(1) of the *City of Hamilton Act*, 1999, S.O. 1999, c.14, Sched. C (“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 City of Hamilton has a duty to manage the affairs of the Corporation, pursuant to Subsection 11.9(2) of the Act; and,

WHEREAS, the Council of the City of Hamilton are sitting as representatives of the Shareholder (City of Hamilton) for the Corporation;

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

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(a) AUDIT EXEMPTION

That, in accordance with the provisions of the OBCA, the Shareholder hereby consents to the Corporation being exempt from the requirements of Part XII of the OBCA regarding the appointment and duties of an auditor for the financial year of the Corporation ending December 31, 2021.

(b) APPROVAL OF MINUTES

That the following Minutes of the Hamilton Street Railway Company Shareholder, be approved:

September 13, 2021

(c) CONFIRMATORY ACTIONS

- (i) That the officers of the Corporation be, 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.

FOR INFORMATION:

(a) APPROVAL OF THE AGENDA (Item 1)

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

The agenda for the September 13, 2022 Hamilton Street Railway Company Shareholder, was approved, as presented.

(b) DECLARATIONS OF INTEREST (Item 2)

There were no declarations of interest.

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

(i) September 13, 2021 (Item 3.1)

The September 13, 2021 Minutes of the Hamilton Street Railway Company Shareholder meeting, were approved, as presented.

(d) ADJOURNMENT (Item 9)

There being no further business, the Hamilton Street Railway Company Shareholder meeting adjourned at 10:04 a.m.

Respectfully submitted,

Mayor Fred Eisenberger
Chair, Hamilton Street Railway
Company Shareholder

Stephanie Paparella
Legislative Coordinator
Office of the City Clerk