

HAMILTON RENEWABLE POWER INC.
Board of Directors
Minutes 24-001
June 13, 2024
Room 264, 2nd Floor
Hamilton City Hall

Present:

Board of Directors:

Mayor A. Horwath
Councillors T. Hwang, M. Tadeson (Vice-Chair) and M. Wilson

Officers:

C. Khan, President
I. Maharjan, Senior Vice-President
L. Campbell, Vice-President, Operations
S. Hesmer, Treasurer
I. Herman, Accountant
J. Pilon, Acting Secretary

Also Present:

J. Simatis, Senior Project Manager
M. Gauthier, Legislative Coordinator
J. Versace, Legislative Assistant

**Absent with
regrets:**

Councillor C. Cassar (Chair) – City Business

THE FOLLOWING ITEMS WERE REFERRED TO THE HAMILTON RENEWABLE POWER INC. SHAREHOLDERS FOR INFORMATION:

**1. Hamilton Renewable Power Inc. Operating and Financial Update
(Item 6.1)**

(Horwath/Hwang)

(a) That the Information Report respecting the Hamilton Renewable Power Inc. Operating and Financial Update, be received;

(b) *That staff be directed to report back to the Hamilton Renewable Power Inc. Board of Directors at their next meeting with the work plan and governance options necessary to sustain, build and implement the strategy, including identifying resources required; and*

(c) *That staff be authorized to engage with a consultant to develop the work plan for the strategy, to be funded from the Cash Reserve Account at an upset limit, including contingency, not to exceed \$150,000.*

Result: Main Motion, as Amended, CARRIED by a vote of 4 to 0, as follows:

Yes	-	Mayor Andrea Horwath
Absent	-	Ward 12 Councillor Craig Cassar
Yes	-	Ward 4 Councillor Tammy Hwang
Yes	-	Ward 11 Councillor Mark Tadeson
Yes	-	Ward 1 Councillor Maureen Wilson

2. Resolutions of the Hamilton Renewable Power Inc. Board of Directors (Item 7.1)

(Hwang/Horwath)

(i) 2024 BUDGET

(a) BE IT RESOLVED that the 2024 budget (attached hereto as Schedule "A") be approved and adopted.

(ii) CONFIRMATORY ACTIONS

(a) BE IT RESOLVED that the officers of the Corporation are, and each acting alone is, hereby authorized and directed to do and perform any and all such acts, including execution of any other agreements, documents, notices, articles and/or certificates, as such officers shall deem necessary or advisable, to carry out the purposes and intent of the foregoing resolutions.

(b) THE FOREGOING RESOLUTIONS are hereby consented to by all of the directors of the Corporation pursuant to the *Business Corporations Act* (Ontario), R.S.O. 1990, c. B.16, as evidenced by such directors' signatures hereto.

Result: Motion CARRIED by a vote of 4 to 0, as follows:

Yes	-	Mayor Andrea Horwath
Absent	-	Ward 12 Councillor Craig Cassar
Yes	-	Ward 4 Councillor Tammy Hwang
Yes	-	Ward 11 Councillor Mark Tadeson
Yes	-	Ward 1 Councillor Maureen Wilson

FOR INFORMATION:

The meeting was called to order at 11:00 a.m.

(a) CHANGES TO THE AGENDA (Item 2)

The Secretary advised the Board of the following changes to the agenda.

4. ADOPTION OF MINUTES

4.1 December 12, 2023 - REVISED

(Hwang/Horwath)

That the Agenda of the June 13, 2024, meeting of the Hamilton Renewable Power Inc. Board of Directors be approved, as amended.

Result: Motion CARRIED by a vote of 4 to 0, as follows:

Yes	-	Mayor Andrea Horwath
Absent	-	Ward 12 Councillor Craig Cassar
Yes	-	Ward 4 Councillor Tammy Hwang
Yes	-	Ward 11 Councillor Mark Tadeson
Yes	-	Ward 1 Councillor Maureen Wilson

(b) DECLARATIONS OF INTEREST (Item 3)

There were no declarations of interest.

(c) ADOPTION OF MINUTES (Item 4)

(i) December 12, 2023 REVISED (Item 4.1)

(Hwang/M. Wilson)

That the REVISED Minutes of the meeting of the Hamilton Renewable Power Inc. (HRP Inc.) Board of Directors held on December 12, 2023, be approved, as presented.

Result: Motion CARRIED by a vote of 4 to 0, as follows:

Yes	-	Mayor Andrea Horwath
Absent	-	Ward 12 Councillor Craig Cassar
Yes	-	Ward 4 Councillor Tammy Hwang
Yes	-	Ward 11 Councillor Mark Tadeson
Yes	-	Ward 1 Councillor Maureen Wilson

(d) STAFF PRESENTATIONS (Item 6)

(i) Hamilton Renewable Power Inc. Operating and Financial Update (Item 6.1)

- (a)** C. Khan, President, Hamilton Renewable Power Inc. introduced I. Maharjan, Senior Vice-President. Hamilton Renewable Power Inc. and I. Herman, Accountant, Hamilton

Renewable Power Inc, who provided the Board with a presentation respecting Hamilton Renewable Power Inc. Operating and Financial Update, with the aid of a PowerPoint presentation.

(Horwath/Hwang)

That the presentation respecting the Hamilton Renewable Power Inc. Operating and Financial Update, be received.

Result: Motion CARRIED by a vote of 4 to 0, as follows:

Yes	-	Mayor Andrea Horwath
Absent	-	Ward 12 Councillor Craig Cassar
Yes	-	Ward 4 Councillor Tammy Hwang
Yes	-	Ward 11 Councillor Mark Tadeson
Yes	-	Ward 1 Councillor Maureen Wilson

(b) (Horwath/Hwang)

(a) That the Information Report respecting Hamilton Renewable Power Inc. Operating and Financial Update, be received.

(c) (Horwath/Hwang)

That the Information Report respecting Hamilton Renewable Power Inc. Operating and Financial Update, **be amended**, by adding sub-sections (b) and (c), as following:

(b) That staff be directed to report back to the Hamilton Renewable Power Inc. Board of Directors at the next meeting with the work plan and governance options necessary to sustain, build and implement the strategy, including identifying resources required; and

(c) That staff be authorized to engage with a consultant to develop the work plan for the strategy, to be funded from the Cash Reserve Account at an upset limit, including contingency, not to exceed \$150,000.

Result: Amendment, CARRIED by a vote of 4 to 0, as follows:

Yes	-	Mayor Andrea Horwath
Absent	-	Ward 12 Councillor Craig Cassar
Yes	-	Ward 4 Councillor Tammy Hwang
Yes	-	Ward 11 Councillor Mark Tadeson

Yes - Ward 1 Councillor Maureen Wilson

(d) **(Horwath/Hwang)**

(a) That the Information Report respecting the Hamilton Renewable Power Inc. Operating and Financial Update, be received;

(b) *That staff be directed to report back to the Hamilton Renewable Power Inc. Board of Directors at their next meeting with the work plan and governance options necessary to sustain, build and implement the strategy, including identifying resources required; and*

(c) *That staff be authorized to engage with a consultant to develop the work plan for the strategy, to be funded from the Cash Reserve Account at an upset limit, including contingency, not to exceed \$150,000.*

Result: Main Motion, as Amended, CARRIED by a vote of 4 to 0, as follows:

Yes - Mayor Andrea Horwath
Absent - Ward 12 Councillor Craig Cassar
Yes - Ward 4 Councillor Tammy Hwang
Yes - Ward 11 Councillor Mark Tadeson
Yes - Ward 1 Councillor Maureen Wilson

For disposition of this matter, please refer to Item 1.

(e) **ADJOURNMENT (Item 8)**

(Hwang/M. Wilson)

There being no further business, the meeting adjourned at 12:43 p.m.

Result: Motion CARRIED by a vote of 4 to 0, as follows:

Yes - Mayor Andrea Horwath
Absent - Ward 12 Councillor Craig Cassar
Yes - Ward 4 Councillor Tammy Hwang
Yes - Ward 11 Councillor Mark Tadeson
Yes - Ward 1 Councillor Maureen Wilson

Respectfully submitted,

Chair, Councillor M. Tadeson
Hamilton Renewable Power Inc.
Board of Directors

Janet Pilon, Acting City Clerk
Acting Secretary to Hamilton Renewable Power Inc.
June 13, 2024