

**HAMILTON RENEWABLE POWER INCORPORATED
BOARD OF DIRECTORS
HRPB MINUTES 25-001**

February 13, 2025

Room 264 (Hybrid), 2nd Floor
Hamilton City Hall

Present:

Board of Directors:

Councillors C. Cassar (Chair), T. Hwang, M. Tadeson (Vice-Chair) and M. Wilson

Officers:

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

Also Present:

C. Herstek, Director, Corporate Facilities and Energy Management, Public Works
D. McKenna, Solicitor
M. Gauthier, Legislative Coordinator
S. Salamone, Legislative Assistant

**Absent with
Regrets:**

Mayor A. Horwath – City Business

1. CALL TO ORDER

Board Chair C. Cassar called the meeting to order at 1:30 p.m.

2. APPROVAL OF THE AGENDA

(Hwang/M. Wilson)

That the agenda for the February 13, 2025, Hamilton Renewable Power Inc. Board of Directors be approved, as presented.

CARRIED

3. DECLARATIONS OF INTEREST

There were no Declarations of Interest.

4. APPROVAL OF MINUTES OF PREVIOUS MEETING

4.1 September 12, 2024

(Tadeson/Hwang)

That the Minutes of the September 12, 2024, meeting of the Hamilton Renewable Power Inc. Board of Directors be adopted, as presented.

CARRIED

5. ITEMS FOR INFORMATION

5.1 Annual Audit and Financial Statement Updates (no copy)

Shelley Hesmer, Treasurer, Hamilton Renewable Power Inc. Board of Directors addressed Committee respecting Annual Audit and Financial Statement Updates.

(Hwang/Tadeson)

That the following verbal update from Shelley Hesmer, Treasurer, Hamilton Renewable Power Inc. Board of Directors, be received.

CARRIED

5.2 Cash Flow Forecast and Financial Position Update (no copy)

Shelley Hesmer, Treasurer, Hamilton Renewable Power Inc. Board of Directors addressed Committee respecting Cash Flow Forecast and Financial Position Update.

(Hwang/Tadeson)

That the following verbal update from Shelley Hesmer, Treasurer, Hamilton Renewable Power Inc. Board of Directors, be received.

CARRIED

5.3 Operational Recovery Efforts – 6-Month View (no copy)

Carlyle Khan, President, Hamilton Renewable Power Inc. Board of Directors addressed Committee respecting Operational Recovery Efforts – 6-Month View.

(Tadeson/Hwang)

That the following verbal update from Carlyle Khan, President, Hamilton Renewable Power Inc. Board of Directors, be received.

CARRIED

6. ITEMS FOR CONSIDERATION

There were no Items for Consideration.

7. MOTIONS

7.1 Resolutions of the Hamilton Renewable Power Incorporated Board of Directors

(Hwang/M. Wilson)

(a) REMOVAL AND APPOINTMENT OF PRESIDENT

BE IT RESOLVED:

- i) That Indra Maharjan is hereby removed from the role of President of the Corporation, effective as of November 21, 2024; and
- ii) That Carlyle Khan is hereby appointed as President of the Corporation, effective as of November 21, 2024 and continuing thereafter until their successor is duly appointed.

(b) APPOINTMENT OF SENIOR VICE PRESIDENT

BE IT RESOLVED that Ioannis Simatis is hereby appointed as Senior Vice President of the Corporation commencing on the date hereof and continuing thereafter until their successor is duly appointed.

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.

CARRIED

8. ADJOURNMENT

There being no further business, the meeting was adjourned at 1:45 p.m.

Respectfully submitted,

Janet Pilon, Deputy Clerk
Acting Secretary to Hamilton Renewable
Power Inc.

Councillor Craig Cassar, Chair
Hamilton Renewable Power Inc.
Board of Directors