

Draft			Tuesday Feb. 26, 2019 CHH Board Meeting 12noon – 2:00pm City Hall, Meeting Room 264, 2nd Floor
The Board of Directors for CityHousing Hamilton - Regular meeting			
There were present:		Councillor Collins , President Councillor J. Farr , Vice President Councillor Nann , Treasurer Tom Hunter , CEO/Secretary Councillor Jackson Councillor Wilson Tony C. Lemma Patricia Reid Jacqueline Aird	
Regrets:			
Also Present:		CHH Staff: Rochelle Desouza, Donna Kirchknopf, Matt Bowen, Bernice Lilley, Brian Kinaschuk, Kathy McInnes, Kate Mannen, Sean Botham, Chris Shilton Housing: Edward John, Guest: David McKenna, City Legal for agenda item, 5b Public: J. Novak Media: Spec, Matthew Donovan, Independent Reporter, Joey Coleman	
1.	<u>CALL TO ORDER</u> (Quorum is five) Councillor Collins, President, called the meeting to order at 12:02 pm.		
2.	<u>Conflict of Interest Declaration</u> In response of a call from the President for conflict of interest declarations: None received.		
3.	<u>Delegation Request</u>		
a)	Holly McKean requesting to attend March 28 th CHH Board meeting Re: positive suggestions for building alliances Motion by Councillor Wilson, seconded by Patricia Reid and carried to have delegation attend the March 28 th , 2019 Board meeting.		
4.	<u>Delegation</u>		
a)	CityLAB and CHH Partnership Re: Engaging CHH Residents in Sustainability Project Tom Hunter gave background of the partnership and introduced Patrick Byrne, Project Manager, City Lab; Andrea McKinney, Chief Digital Officer, CMO; Chris Shilton introduced the students who were engaged in the CityLab project, 226 Rebecca focus on waste and energy: Zoe Davidson,		

	<p>Christiana Kiervin, Jaron Su, Lindsay Nooren, Corey McKibbin.</p> <p>The students presented a slide show to the Board, including but not limited to:</p> <ul style="list-style-type: none"> - Research - Goal - 3 Step Plan - Multi-Lingual Cards - Educational Materials - Green Bins and Liners - Session, 30 page Manual, project details - Next Steps: Feasibility of scaling / Shared Resources <p>The Board thanked the group for the presentation and the wonderful pilot project work.</p> <p>Motion by Patricia Reid, seconded by Tony Lemma and carried:</p>	
		To receive the presentation for information
5.	<u>Confirmation of Minutes</u>	
	a) Special meeting held December 20, 2018	
	Motion by Tony Lemma, seconded by Patricia Reid and carried to approve meeting notes of December 20, 2018 as distributed.	
	b) Special Election meeting held January 11, 2019	
	<p>David McKenna, City Legal, addressed the Board regarding the change to the Shareholder Resolution renewal process. The appointment of Directors will be done on an annual basis at the Shareholder Annual General Meeting (AGM). The annual renewal process will be implemented for all the City Committee's due to the <i>Business Corporations Act</i> (Ontario), limited 3 year term. City of Hamilton will add a line item to the Board member resolution at each annual general meeting that the terms are in compliance with the <i>Business Corporations Act</i> (Ontario).</p> <p>Motion by Councillor Jackson, seconded by Patricia Reid and carried to approve meeting notes of January 11, 2019 as distributed.</p>	
6.	<u>Finance</u>	
	a) Operating Variance for November 30, 2018	
	<p>The Board was in receipt of Recommendation Report #19004 from the CEO/Secretary dated February 26, 2019.</p> <p>Rochelle Desouza gave an overview of the report, highlighting favourable, Service Manager funds, trends, utilities, replace & reserve and balance sheet appendices.</p> <p>It was moved by Councillor Wilson, seconded by Councillor Nann and carried:</p>	
		That Report #19004 be received for information.

7.	<u>Asset Renewal & Maintenance / Property Management / Resident Engagement & Partnership Development</u>	
	a)	<p>Key Performance Indicators as of January, 2019</p> <p>The Board was in receipt of Recommendation Report #19002 from the CEO/Secretary dated February 26, 2019.</p> <p>Kathy McInnes gave an overview of the report, highlighting revenue, arrears, vacancy and Appendix A data.</p> <p>It was moved by Tony Lemma, seconded by Jacqueline Aird and carried:</p>
		That Report #19002 be received for information.
	b)	<p>CHH Policies</p> <p>The Board was in receipt of Recommendation Report #19003 from the CEO/Secretary dated February 26, 2019.</p> <p>Kathy McInnes gave an overview of the policies:</p> <ul style="list-style-type: none"> -Authorization Limits increase to \$600 -Surveillance Systems: records management and release of information <p>It was moved by Councillor Jackson, seconded by Councillor Nann and carried:</p>
		<p>That the following CHH policies be approved:</p> <ul style="list-style-type: none"> • Authorization Limits for Approval • Video and Audio Surveillance Systems
	c)	<p>Vanier Tower Business Case</p> <p>The Board was in receipt of Recommendation Report #19006 from the CEO/Secretary dated February 26, 2019.</p>
		<p>Tom Hunter introduced Vicki Woodcox and Deb Clinton to comment on the report. Vicki Woodcox addressed the Board and gave background information and the service model for Vanier Towers Community Hub project.</p> <p>Discussion ensued regarding the needs of the resident, the challenging social issues and the aging structure of the building. The partnerships in place for the community hub will provide support services for the resident. The long term strategy will need to include capital repair, security, strengthened supports and tenant engagement and to identify other appropriately sized buildings across the City to prioritize housing availability for the profile of a resident that would benefit from the supports similar to Vanier Towers community hub. A motion to the Board will be forwarded in the near future regarding the long term plan.</p> <p>It was moved by Councillor Farr, seconded by Councillor Jackson and carried:</p>
		The Vanier Towers Community Hub Project Report is received for information.

	<p>d) Energy and Water Efficiency Initiatives</p> <p>The Board was in receipt of Recommendation Report #19007 from the CEO/Secretary dated February 26, 2019.</p> <p>Chris Shilton gave an overview of the past, present and future energy and water efficiency initiatives. Reviewed the statistical charts of the energy and water retrofits, energy management plan and the energy benefits.</p> <p>Councillor Collins commented that this report will be referred to the City of Hamilton Council in the near future.</p> <p>Chris Shilton reviewed the new heating system and the resident communication engagement, tracking of complaints and system repair or temperature adjustments that have been done over the winter season.</p> <p>It was moved by Councillor Wilson, seconded by Tony Lemma and carried:</p>
	<p>The Energy and Water Efficiency Initiatives (2017 – 2019) Report #19007 is received for information.</p>
	<p>e) CHH Riverdale New Development</p> <p>The Board was in receipt of Recommendation Report #19005 from the CEO/Secretary dated February 26, 2019.</p> <p>Sean Botham gave an overview of the report, highlighting the infrastructure Ontario loan negotiated terms, amortization period, debt financing, develop plans and security agreement for assessing loan programs. Pages 5 of 7 include the addition of Riverdale to CHH projects.</p> <p>Councillor Farr took the Chair.</p> <p>Councillor Collins thanked the staff for the work and the community consultation that was done for this community development.</p> <p>It was moved by Councillor Collins, seconded by Patricia Reid and carried:</p> <p>Councillor Collins resumed Chair.</p>
	<p>That the Board of Directors approve the following resolution:</p> <p>WHEREAS CITYHOUSING HAMILTON CORPORATION (CHH) is renewing focus on new development and portfolio revitalization of social and affordable housing;</p>
	<p>AND WHEREAS the City has proposed the Dominic Agostino Riverdale Community Hub Community Centre Expansion and Affordable Housing Development in the Riverdale neighbourhood, and has invited CHH to partner in this development;</p> <p>AND WHEREAS a requirement of the Shareholder's Direction is the approval of any debt;</p>

AND WHEREAS a requirement of the Shareholder's Direction is the approval of redevelopment;

AND WHEREAS CHH can access Infrastructure Ontario (IO) loan programs at a discounted municipal interest rate through the City as sole shareholder of CHH;

AND WHEREAS CHH can enter into debt/debenture/mortgage agreements under terms and conditions that are approved by the Board of Directors and Sole Shareholder;

THEREFORE BE IT RESOLVED THAT:

- (i) That the Board of Directors approve CityHousing Hamilton Corporation staff to proceed with development plans for the Riverdale new development according to the parameters established within the indicative financial targets outlined in Report #19005 for gross project costs of \$11,040,000 as per Appendix "A" to Report #19005.
- (ii) That Board of Directors approve CityHousing Hamilton Corporation staff to negotiate the terms and debt for the projects in the amount of \$11,040,000 as per Appendix "A" to Report #19005.
- (iii) That the City of Hamilton as Sole Shareholder be requested to:
 - a) Approve development plans outlined in Report #19005; and
 - b) Guarantee the debt financing for the projects listed above to the upset limit of \$3,540,000; and
 - c) Enter into an agreement with CHH and a security agreement with a collateral on the properties with the City of Hamilton for the purpose of accessing loan programs, with the potential requirement for the City of Hamilton to be in second place; and
 - d) Apply for an Infrastructure Ontario (IO) loan on behalf of CHH and collect approved loan payments from CHH in accordance with terms and conditions in the IO Loan agreement, should this be the preferred loan instrument; and
 - e) Approve an amortization period of up to thirty-five years on behalf of CHH; and
 - f) Prepare the necessary agreements with the terms and conditions that ensure that CHH is responsible for all debt or loan payments included in Report #19005, including right to allow a creditor to register security agreements against the property being mortgaged and seeking legal opinions where necessary.

			<p>(iv) That Report #19005 be forwarded to the City of Hamilton in its capacity as Service Manager for approval of all necessary consents.</p> <p>(v) That Report #19005 be presented to the next Shareholder's meeting for approval of development/redevelopment projects and approval of debt in accordance with the Shareholder Direction.</p> <p>(vi) That if required by a lender, the City of Hamilton as municipality be requested to guarantee the debt financing for Riverdale.</p>
8.	<u>CEO Written Updates</u>		
	1.0	Development Update	
		<p>The Board was in receipt of CEO Written Update from the CEO/Secretary dated February 26, 2019.</p> <p>Tom Hunter gave an overview of the projects, status and next steps.</p> <p>It was moved by Tony Lemma, seconded by Patricia Reid and carried:</p>	
			That the CEO update be received for information.
9.	In Camera / Confidential		
	<p>It was moved by Councillor Jackson, seconded by Councillor Wilson and carried to move In-Camera for items 9a and 9b at 2:08pm.</p>		
	Councillor Farr took the Chair as Councillor Collins exited the Board meeting.		
	<p><u>Attendees for Item 9a:</u> Councillors Farr, Jackson, Nann, Wilson and Patricia Reid, Tony Lemma, Jacqueline Aird, Tom Hunter, Rochelle Desouza, Bernice Lilley, Sean Botham, Teresa Herechuk (recorder).</p>		
	a)	500 MacNab Funding (Report #18012b)	
		(In-Camera / Confidential)	
		<p>Discussion of the entirety of this Report and Appendices in closed session is subject to the following requirement(s) of the City of Hamilton's Procedural By-Law and the <i>Ontario Municipal Act, 2001</i>;</p> <ul style="list-style-type: none"> • A trade secret or scientific, technical, commercial, financial or labour relations information, supplied in confidence to the municipality or local board, which, if disclosed, could reasonably be expected to prejudice significantly the competitive position or interfere significantly with the contractual or other negotiations of a person, group of persons, or organization. 	

	<p>The Board was in receipt of Report #18012b from the CEO/Secretary dated February 26, 2019.</p> <p>The Board received, by email in advance, a copy of Confidential Report #18012b (excluding Appendix A&B) in order to peruse prior to meeting.</p> <p>Sean Botham gave an overview of the report.</p> <p>Motion by Councillor Nann, seconded by Tony Lemma and carried to approve the recommendations as written in Report #18012b and that the report remain as confidential.</p>
	<p><u>Attendees for item 9b (started at 2:16pm):</u> Councillors Farr, Jackson, Nann, Wilson and Patricia Reid, Tony Lemma, Jacqueline Aird, Tom Hunter, Rochelle Desouza, Bernice Lilley, Sean Botham, Teresa Herechuk (recorder).</p>
b)	<p>Exterior Insulation Finishing System (EIFS) Litigation (Report #19008)</p> <p>(In-Camera / Confidential)</p> <p>Discussion of the entirety of Report #19008 and Appendices be held in closed session is subject to the following requirement(s) of the City of Hamilton's Procedural By-Law and the <i>Ontario Municipal Act, 2001</i>;</p> <ul style="list-style-type: none"> • as amended, as the subject matter pertains to litigation or potential litigation, including matters before administrative tribunals, affecting CityHousing Corporation; and, the receiving of advice that is subject to solicitor-client privilege, including communications necessary for that purpose. <p>The Board was in receipt of Report #19008 from the CEO/Secretary dated February 26, 2019.</p> <p>The Board received, by email in advance, a copy of Confidential Report #19008 (excluding Appendix A, B and C) in order to peruse prior to meeting.</p> <p>Bernice Lilley gave an overview of the report.</p> <p>Board direction to amend the wording by adding '<i>and litigation</i>'.</p> <p>Motion by Councillor Jackson, seconded by Jacqueline Aird and carried to amend wording.</p> <p>Motion by Jacqueline Aird, seconded by Patricia Reid and carried to approve as amended and proceed with the recommendation.</p>
	<p>It was moved by Councillor Nann, seconded by Councillor Jackson and carried to move in Public session at 2:25pm.</p>
10.	<p>ADJOURNMENT at 2:25pm.</p>
	<p>Motion by Tony Lemma, seconded by Patricia Reid and carried that the meeting be adjourned.</p>

	TAKEN AS READ AND APPROVED
	CHAD COLLINS, PRESIDENT CityHousing Hamilton Corporation
	Teresa Herechuk CityHousing Hamilton Corporation February 26, 2019