

<b>DRAFT</b>				<b>Tuesday, May 28<sup>th</sup>, 2019</b> <b>1:30 – 2:30pm</b> <b>City Hall, 2<sup>nd</sup> Floor, Rooms 264</b>
The Board of Directors for CityHousing Hamilton - Special meeting				
There were present:			<b>Councillor C. Collins, President</b> <b>Councillor J. Farr, Vice President</b> <b>Councillor N. Nann, Treasurer</b> <b>Tom Hunter, CEO/Secretary</b> <b>Councillor T. Jackson</b> <b>Councillor M. Wilson</b> <b>Nicholas But</b> <b>Adriana Harris</b> <b>Patricia Reid</b>	
Regrets:			<b>Jacqueline Aird</b>	
Also Present:			CHH staff: Rochelle Desouza, Matt Bowen; Donna Kirchknopf; Bernice Lilley Public: J. Novak	
<b>1.</b>	<b><u>CALL TO ORDER (Quorum is five) at 1:12pm</u></b>			
	<p>Councillor Chad Collins, President called the meeting to order.</p> <p>Regrets received from Jacqueline Aird.</p> <p>Welcome and congratulations to the new citizen members.</p>			
<b>2.</b>	<b><u>Conflict of Interest Declaration</u></b>			
	<p>In response to call from the President for conflict of interest declarations.</p> <p>None received.</p>			
<b>3.</b>	<b><u>Delegation Request</u></b>			
	<b>a)</b>	<p>James Novak requesting to present to the Board at the next meeting.</p> <p>Motion by Councillor Farr, seconded by Patricia Reid and carried for delegate, James Novak, to present at the next Board meeting.</p>		
<b>4.</b>	<b><u>Confirmation of Minutes</u></b>			
	<b>a)</b>	<p>Regular meeting held on April 23, 2019</p> <p>It was moved by Councillor Jackson, seconded by Councillor Wilson and carried that the minutes of the meeting held on April 23, 2019 be approved as distributed.</p>		
	<b>b)</b>	<p>Audit &amp; Finance Committee meeting held on April 16, 2019</p> <p>It was moved by Councillor Nann, seconded by Councillor Farr and carried that the minutes of the meeting held on April 16, 2019 be approved as distributed.</p>		

<b>5.</b>	<b><u>Election/Appointment of Officers Update</u></b>	
	<p>Resolution on Appointment of the Board for the term to 2022 updated to include four Citizen Members:</p> <p style="text-align: center;">Jacqueline Aird Nicholas But Adriana Harris Patricia Reid</p> <p>It was moved by Councillor Nann, seconded by Councillor Jackson and carried:</p>	
	<b>a)</b>	<p><b><u>Resolution on the Sole Shareholder, as of January 23, 2019</u></b></p> <p>It was moved by Patricia Reid, seconded by Councillor Nann and carried to receive the resolution on the Sole Shareholder Appointment of Directors.</p>
	<b>b)</b>	<p><b><u>Resolution on Appointment of the Board of Directors</u></b></p> <p>Resolution on Appointment of the Board of Directors for the City of Hamilton Election term 2018 to 2022 updated to include four Citizen Members: Jacqueline Aird, Nicholas But, Adriana Harris and Patricia Reid.</p> <p>It was moved by Councillor Wilson, seconded by Councillor Jackson and carried to receive the citizen appointments.</p>
	<b>c)</b>	<p><b><u>Conflict of Interest</u></b></p> <p>The Board was in receipt of Recommendation Report #19018 from the CEO/Secretary dated May 28, 2019.</p> <p>Rochelle Desouza referred to the directive under the Government insurance act and every Board, to be in compliance.</p> <p>It was moved by Councillor Farr, seconded by Patricia Reid and carried:</p>
		<p>That the Conflict of Interest Directive provided by the Ontario Ministry of Municipal Affairs and Housing be reviewed by each member of the Board of Directors and that each Director sign a declaration.</p>
<b>6.</b>	<b><u>Finance</u></b>	
	<b>a)</b>	<p><b><u>Mortgage Renewal 1884 &amp; 1900 Main St. W.</u></b></p>
		<p>The Board was in receipt of Recommendation Report #19016 from the CEO/Secretary dated May 28, 2019.</p> <p>Rochelle Desouza gave an overview of the report.</p> <p>It was moved by Councillor Farr, seconded by Councillor Wilson and carried:</p>

			<p>That the following Resolution be approved:</p> <p>WHEREAS CITYHOUSING HAMILTON CORPORATION (the "Corporation" and/or "Housing Provider") has requested the Ministry of Municipal Affairs and Housing (the "Ministry") to arrange on its behalf a refinancing of the existing charge/mortgage of land (the "Mortgage") for its project municipally known as 1884 and 1900 Main Street West, Hamilton maturing on August 1, 2019 in the approximate amount of \$ 5,557,337.99</p> <p>AND WHEREAS the Ministry has agreed to arrange said mortgage financing and the Housing Provider agrees to be bound for those purposes by the terms and conditions contained in the said Mortgage or any amendments thereto.</p> <p>THEREFORE BE IT RESOLVED THAT:</p> <ol style="list-style-type: none"><li>1. The Housing Provider hereby authorizes the Ministry to solicit and arrange on its behalf such Mortgage(s) or Mortgage facilities with a lender or its authorized agent (the "Lender") as it deems necessary, appropriate or advisable for the project identified above and for the maturity date aforementioned;</li><li>2. The Housing Provider hereby agrees to be bound to the Lender for such mortgage purposes and upon the terms and conditions contained in the said Mortgage, or any amendments thereto, and the Housing Provider hereby further agrees to mortgage its property and assets to secure its present and future obligations under the said Mortgage, or any amendments thereto, to the Lender, as deemed necessary or advisable;</li><li>3. The Housing Provider hereby authorizes the designated signing Officers to enter into such agreement or agreements amending the terms of the said Mortgage and to deliver to the Lender such document or documents as may be deemed necessary, advisable or required by the Lender to give effect thereto;</li><li>4. The Housing Provider hereby confirms that this Resolution has been ratified and approved by its Board of Directors and it agrees to deliver this resolution to the Ministry and to the Lender; and</li><li>5. The Housing Provider further confirms that this resolution shall continue in force and effect until written notice to the contrary is delivered to the Lender and the Ministry with receipt acknowledged by the Lender and the Ministry.</li></ol>
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	<p><b>b) <u>Mortgage Renewal, 25 Towercrest Drive</u></b></p> <p>The Board was in receipt of Recommendation Report #19017 from the CEO/Secretary dated May 28, 2019.</p> <p>Rochelle Desouza gave an overview of the report</p> <p>It was moved by Nicholas But, seconded by Patricia Reid and carried:</p>
	<p>That the following Resolution be approved:</p> <p>WHEREAS CITYHOUSING HAMILTON CORPORATION (the “Corporation” and/or “Housing Provider”) has requested the Ministry of Municipal Affairs and Housing (the “Ministry”) to arrange on its behalf a refinancing of the existing charge/mortgage of land (the “Mortgage”) for its project municipally known as 25 Towercrest Drive, Hamilton maturing on August 1, 2019 in the approximate amount of \$ 3,345,735.33</p> <p>AND WHEREAS the Ministry has agreed to arrange said mortgage financing and the Housing Provider agrees to be bound for those purposes by the terms and conditions contained in the said Mortgage or any amendments thereto.</p> <p>THEREFORE BE IT RESOLVED THAT:</p> <ol style="list-style-type: none"> <li>1. The Housing Provider hereby authorizes the Ministry to solicit and arrange on its behalf such Mortgage(s) or Mortgage facilities with a lender or its authorized agent (the “Lender”) as it deems necessary, appropriate or advisable for the project identified above and for the maturity date aforementioned;</li> <li>2. The Housing Provider hereby agrees to be bound to the Lender for such mortgage purposes and upon the terms and conditions contained in the said Mortgage, or any amendments thereto, and the Housing Provider hereby further agrees to mortgage its property and assets to secure its present and future obligations under the said Mortgage, or any amendments thereto, to the Lender, as deemed necessary or advisable;</li> <li>3. The Housing Provider hereby authorizes the designated signing Officers to enter into such agreement or agreements amending the terms of the said Mortgage and to deliver to the Lender such document or documents as may be deemed necessary, advisable or required by the Lender to give effect thereto;</li> </ol>

			<p>4. The Housing Provider hereby confirms that this Resolution has been ratified and approved by its Board of Directors and it agrees to deliver this resolution to the Ministry and to the Lender; and</p> <p>5. The Housing Provider further confirms that this resolution shall continue in force and effect until written notice to the contrary is delivered to the Lender and the Ministry with receipt acknowledged by the Lender and the Ministry.</p>
	<b>c)</b>	<p><b><u>LHIN Schedule G, Declaration of Compliance</u></b></p> <p>The Board was in receipt of Recommendation Report #19017 from the CEO/Secretary dated May 28, 2019.</p> <p>Rochelle Desouza gave an overview of the report</p> <p>It was moved by Councillor Nann, seconded by Nicholas But and carried:</p>	
			<p>That the Board of Directors approve the updated April 1, 2018 to March 31, 2019, 2018 Schedule G- Declaration of Compliance per attached Appendix 1.</p>
<b><u>Other Business</u></b>			
		<p>An urgent Board meeting is scheduled for June 10 at 11:00am Re: Roxborough Development In-Camera/Confidential Report Report #17029(d).</p> <p>May 21, 2019, the Federal Government made a \$10million funding announcement re: 500 MacNab Street North. The Board thanked Sean Botham and Tom Hunter for the good work in getting the 'Passive House' to this development stage and the continued hard work it will take to have this building reopen in 2020.</p>	
<b>7.</b>	<b><u>ADJOURNMENT 1:35pm</u></b>		
	<p>Motion by Councillor Farr, seconded by Adriana Harris and carried that the meeting be adjourned.</p>		
<b>TAKEN AS READ AND APPROVED</b>			
<b>CHAD COLLINS, PRESIDENT CityHousing Hamilton Corporation</b>			
	<p>Teresa Herechuk CityHousing Hamilton Corporation Tuesday May 28, 2019</p>		