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**THE CORPORATION OF THE
TOWN OF NIAGARA-ON-THE-LAKE**
OFFICE OF THE TOWN CLERK

THAT the minutes of the last Niagara-on-the-Lake Energy Inc. Annual General Meeting held May 14, 2024, be approved.



May 14, 2024, 5:30 p.m.

Council Members Present: Councillor Tim Balasiuk, Councillor Gary Burroughs, Councillor Wendy Cheropita, Councillor Sandra O'Connor, Councillor Adriana Vizzari, Councillor Erwin Wiens, Lord Mayor Gary Zalepa

Council Members Absent: Councillor Maria Mavridis, Councillor Nick Ruller,

Staff Present: Shaunna Arenburg - Deputy Clerk, Kirsten McCauley - Director of Community and Development Services, Kyle Freeborn - Director of Corporate Services/ Treasurer, Grant Bivol - Town Clerk/Manager of Legislative Services, Bruce Zvaniga, CAO (Interim)

1. CALL TO ORDER

Lord Mayor Zalepa called the meeting to order at 5:30 p.m.

Councillor Erwin Wiens joined the meeting virtually at 5:31 pm.

2. ADOPTION OF THE AGENDA

Moved by: Councillor Gary Burroughs

Seconded by: Councillor Tim Balasiuk

That the agenda be adopted as presented.

APPROVED

3. CONFLICT OF INTEREST

None were declared.

4. DELEGATIONS

4.1 Agenda Delegation

4.1.1 Tim Curtis, President, Niagara-on-the-Lake Energy Inc.

Tim Curtis, President, Niagara-on-the-Lake Energy Inc., introduced the members of the board and gave his presentation.

Council asked questions of clarification.

Mr. Curtis answered the questions from Council.

5. MOTIONS

5.1 2023 Annual General Meeting Minutes

Moved by: Councillor Gary Burroughs

Seconded by: Councillor Tim Balasiuk

That the minutes of the last Niagara-on-the-Lake Energy Inc. Annual General Meeting held June 13, 2023, be approved.

APPROVED

5.2 Appointment of Directors

Moved by: Councillor Adriana Vizzari

Seconded by: Councillor Sandra O'Connor

That the Town Clerk be authorized to vote all shares of Niagara-on-the-Lake Energy Inc. held by The Corporation of the Town of Niagara-on-the-Lake in support of the Niagara-on-the-Lake Energy Inc. Corporate Resolution approving the appointment of:

- Lord Mayor Gary Zalepa - term of council
- Councillor Adriana Vizzari - term of council
- Bruce Zvaniga - term of council
- Jim Ryan (Chair) - 2021-2025
- Philip Wormwell (NOTL Hydro only) - 2023-2027
- Marc Devlin (NOTL Hydro only) - 2024-2028
- Marcelo Gruosso (NOTL Hydro only) - 2024-2028

to the Board of Directors of Niagara-on-the-Lake Energy Inc. attached as Appendix A.

APPROVED

Councillor Wendy Cheropita joined the meeting at 5:50 pm.

5.3 2023 Financial Statements

Moved by: Councillor Gary Burroughs

Seconded by: Councillor Tim Balasiuk

That the Financial Statements of the Corporation for the year ended December 31, 2023 be approved.

APPROVED

5.4 Appointment of Auditors

Moved by: Councillor Gary Burroughs

Seconded by: Councillor Adriana Vizzari

That KPMG, LLP are hereby appointed the auditors of the Corporation to hold office until the close of the next annual general meeting of the shareholders or until a successor is appointed, at such remuneration as may be fixed by the directors, and the directors are hereby authorized to fix such remuneration.

APPROVED

6. PROCEEDINGS BY-LAW

6.1 Proceedings By-law No. 2024-036

Moved by: Councillor Tim Balasiuk

Seconded by: Councillor Sandra O'Connor

That all acts, contracts, by-laws, proceedings, appointments, elections, payments and any other acts enacted, made, done, and taken by the directors and by the officers of the Corporation to the date hereof, are hereby approved, sanctioned and confirmed; and

That leave be given to introduce By-law No. 2024-036, and that the same be considered read a first, second and third time and passed any ruling of this Council to the contrary notwithstanding.

APPROVED

7. ADJOURNMENT

Moved by: Councillor Gary Burroughs

Seconded by: Councillor Wendy Cheropita

That this Council adjourn at 5:52 p.m. to the next regular Committee of the Whole meeting of May 14, 2024, and if a special meeting is required, it will be held at the call of the Lord Mayor.

APPROVED