

WINDSOR ESSEX



COMMUNITY HOUSING CORPORATION

WINDSOR ESSEX COMMUNITY HOUSING CORPORATION

ANNUAL GENERAL MEETING MINUTES

OF THE

BOARD OF DIRECTORS

June 27, 2024



WINDSOR ESSEX COMMUNITY HOUSING CORPORATION

NOTICE OF ANNUAL GENERAL MEETING

JUNE 27, 2024

TO: Sole shareholder, The Corporation of the City of Windsor

AND TO: Directors,

- (a) **Councillor Fabio Costante**
- (b) **Deputy Mayor Joe Bachetti**
- (c) **Councillor Kieran McKenzie**
- (d) **Ms. Linda Kathleen Coltman**
- (e) **Ms. Ann Paul**
- (f) **Mayor Sherry Bondy**
- (g) **Ms. Kathleen Amy Hay**
- (h) **Mr. Rio Anzolin**
- (i) **Mr. Teddy Kwan**
- (j) **Mr. Paresh Kumar Ratila Jariwala**
- (k) **Mr. David Ennis**

It is with pleasure that we present you with the 2024 Annual General Meeting of Windsor Essex Community Housing Corporation (CHC) as follows.

Date: **June 27, 2024**

Location: **945 McDougall St, Main Boardroom**

Time: **Annual General Meeting will follow regular business at 1:30 pm.**

June 27, 2024

ITEM NO	AGENDA ITEM
1.0	WELCOME
2.0	CALL TO ORDER
2.11	A motion was made by Kathleen Hay and seconded by Rio Anzolin to commence the meeting at 2:33 pm.
2.12	Declaration of Conflict of Interest – None
3.0	APPROVAL OF MINUTES FROM PREVIOUS AGM MEETING
3.11	<p><u>CHC BOARD RESOLUTION AGM NO. 06-27 2024-A</u> BE IT RESOLVED THAT THE BOARD OF DIRECTORS OF THE WINDSOR ESSEX COMMUNITY HOUSING CORPORATION in accordance with the Shareholder Declaration section 3.8 has accepted the Annual General Meeting Minutes from June 22, 2023, as presented.</p> <p>Moved by Linda Coltman Seconded by Ann Paul CARRIED</p>

4.0	BOARD GOVERNANCE BUSINESS
4.11	<p>APPOINTMENT OF BOARD DIRECTORS The Board of Director's has accepted the continuation of the current Board Members to act as Directors of the Windsor Essex Community Housing Corporation (CHC) Board.</p> <p><u>CHC BOARD RESOLUTION AGM 06-27 2024-B</u> BE IT RESOLVED THAT THE BOARD OF DIRECTORS OF THE WINDSOR ESSEX COMMUNITY HOUSING CORPORATION In accordance with the Shareholder Declaration section 3.2 has approved the continuation of the following individuals to act as the Board Directors of the Corporation:</p> <p>Councillor Fabio Costante Councillor Kieran McKenzie Deputy Mayor Joe Bachetti Ms. Linda Coltman Ms. Ann Paul Mayor Sherry Bondy Ms. Kathleen Hay Mr. Rio Anzolin Mr. Teddy Kwan Mr. Paresh Kumar Ratila Jariwala Mr. David Ennis</p> <p>Moved by Rio Anzolin Seconded by David Ennis CARRIED</p> <p>All Directors of the Corporation hereby pass the foregoing resolutions hereto pursuant to the provisions of the Ontario Business Corporations Act.</p>
4.12	<p>APPOINTMENT OF OFFICERS OF THE BOARD The Board of Director's has accepted the appointment of following Directors as Officer's of the Windsor Essex Community Housing Corporation Board.</p> <p><u>RESOLUTION AGM 06-27 2024-C</u> BE IT RESOLVED THAT THE BOARD OF DIRECTORS OF THE WINDSOR ESSEX COMMUNITY HOUSING CORPORATION, in accordance with the Shareholder Declaration section 3.2, has approved the following Directors to continue in their appointment as Officer's of the Board.</p> <p>Chair: Councillor Fabio Costante Vice-Chair: Deputy Mayor Joe Bachetti Treasurer: Mayor Shery Bondy Secretary: Councillor Kieran McKenzie</p> <p>Moved by Rio Anzolin Seconded by Linda Coltman CARRIED</p>
4.13	<p>CERTIFICATION OF THE NEWLY AMENDED BY-LAW #4 EFFECTIVE FEBRUARY 20, 2024</p> <p><u>CHC BOARD AGM RESOLUTION-06-27-2024-G</u> BE IS RESOLVED THAT THE BOARD OF DIRECTORS OF THE WINDSOR ESSEX COMMUNITY HOUSING CORPORATION authorizes the repeal and replacement of all past versions of By-Law No 4 with the newly Amended By-Law No. 4 approved on February 20, 2024, as presented.</p> <p>Moved by David Ennis Seconded by Ann Paul CARRIED</p>

5.0	APPOINTMENT OF AUDITORS
5.11	<p><u>CHC BOARD AGM RESOLUTION-06-27-2024-D</u> BE IT RESOLVED THAT THE BOARD OF DIRECTORS OF THE WINDSOR ESSEX COMMUNITY HOUSING CORPORATION, In accordance with the Shareholder Declaration section 5.3 has approved the appointment of KPMG as the CHC Auditor for the year 2024 as follows:</p> <p>As per Board Responsibilities relating to the monitoring of CHC’s finances and costs under Section 3.1(f) of the Declaration of the Sole Shareholder, any two Directors are hereby authorized and directed to sign the balance sheet as evidence of the foregoing as required in the Board Responsibilities of the Declaration of the Sole Shareholder relating to:</p> <p>(1) the monitoring of CHC’s finances and costs under Section 3.1(f); and (2) the responsibility to deliver the Auditors’ Report, Audited Financial Statements and an Auditor’s Findings Report within 150 days after the end of each fiscal year to the Shareholder under Section 4.3.</p> <p>Moved by Linda Coltman Seconded by Rio Anzolin CARRIED</p>
6.0	APPROVAL OF THE 2023 ANNUAL REPORT
6.11	<p><u>CHC BOARD RESOLUTION-AGM 06-27-2024-E</u> BE IT RESOLVED THAT THE BOARD OF DIRECTORS OF THE WINDSOR ESSEX COMMUNITY HOUSING CORPORATION, in accordance with the Shareholder Declaration section 4.1 has received and approved the Windsor Essex Community Housing Corporation (CHC) 2023 Annual Report as presented.</p> <p>Moved by David Ennis Seconded by Teddy Kwan CARRIED</p>
7.0	APPROVAL OF THE 2023 KPMG AUDIT
7.11	<p><u>APPROVAL OF THE KPMG 2023 AUDIT FINDINGS REPORT & AUDITED CHC FINANCIAL STATEMENTS</u></p> <p><u>CHC BOARD AGM RESOLUTION-06-27-2024-F</u> BE IT RESOLVED THAT THE BOARD OF DIRECTORS OF THE WINDSOR ESSEX COMMUNITY HOUSING CORPORATION In accordance with the Shareholder Declaration section 4.3 has received and accepts the following reports as presented:</p> <p>a. KPMG WEHC Audit Findings Report for year ended December 31, 2023. b. KPMG WEHC Audited Financial Statements for year ended December 31, 2023. c. KPMG Report on Applying Specified Auditing Procedures to the Annual Information Return for the year ended December 31, 2023. d. Windsor Essex CHC Annual Information Return (AIR) for the year ended December 31, 2023. e. Management Representation Letter addressed to KPMG for year ended December 31, 2023.</p> <p>Moved by Mayor Sherry Bondy Seconded by Councillor Kieran McKenzie CARRIED</p>
8.0	A motion was made by Linda Coltman and seconded by Rio Anzolin to adjourn the Annual General Meeting at 2:36 pm.