**2021 ANNUAL MEETING OF**

**HAMILTON TOWNSHIP MUTUAL INSURANCE COMPANY**

**HELD MARCH 13, 2022 AT COBOURG BEST WESTERN**

**930 BURNHAM STREET COBOURG, ONTARIO**

The meeting was called to order by Chairman, Dave Rutherford. The group stood for the playing of O Canada to open the meeting.

**Quorum**

The Chairman declared a quorum being that more than 12 policyholders were present. The meeting was regularly constituted.

Barb Dinnage was appointed secretary of the meeting and Brian Kehoe was appointed parliamentarian of the meeting.

**Notice of Meeting**

The notice of meeting dated February 11, 2022 was read.

Mr. Rutherford introduced the head table: Alec Harmer (CEO/President), Brian Kehoe (Wilkinson & Company), Donna White (VP Finance) and Barb Dinnage (Secretary)

**Chairman’s Remarks**

Dave Rutherford read the chairman’s report and welcomed all the policyholders to the in person Annual General Meeting. Mr. Rutherford acknowledged 2 retired directors Bob Burley and Bruce Buttar.

Nancy Brown spoke about the make up and purpose of the nominating Committee. Nancy explained the role the committee had in filling the vacancies on the board.

Mr. Rutherford highlighted activities of HTM over the past year. He spoke on governance and the part the board of directors take in the processes of Enterprise Risk Management. Mr. Rutherford noted that for the first time in the history of HTM the Board of Directors approved a refund to our policyholders.

**Minutes of the 2020 Annual Meeting**

The 2020 minutes were read

Motion: To approve the minutes as read.

Moved by Van Darling

Seconded by Richard Barrett

Motion Carried

**2021 FINANCIAL STATEMENT AND AUDITOR’S REPORT**

Brian Kehoe of Wilkinson & Co. presented the auditor’s report dated February 11, 2022, for the year ended December 31, 2021. Mr. Kehoe stated that, in his opinion, the statements were fairly presented in accordance with International Financial Reporting Standards.

Donna White, VP Finance presented highlights from the financial statements.

Motion: To approve the annual financial statement and auditors report.

Moved by Allan Sheppard

Seconded by Don Honey

Motion carried

**By-Law Amendment**

Mr. Rutherford read the proposed by law change:

To consider the following amendments to section 61 of the Company’s By-law #4, passed by the Board of Directors January 20th, 2022:

It is moved that section 61 of By-law #4 be deleted and replaced with the following: The directors may, subject to the applicable legislation, declare a refund at the end of a fiscal year upon such terms and subject to such conditions as the Directors may determine.

The reason for the By-law change was explained.

This change will allow a refund from surplus to be given to policyholders in a manner the directors deem fit. We represent the policyholders, so it’s beneficial to have a by-law that allows us to make the best decision based on the information at hand.

Dave asked for a motion to accept the proposed by law change.

Moved by: Bob Burley

Seconded by: Tim Pearson

Carried

**Election of Directors**

As per company bylaws, 1/3 of the directors retire annually.

This year Trish Baird, Richard Barrett and Susan Treverton were the only candidates that filed their Notice of Intention for election in accordance with the Company’s By-laws.

Dave Rutherford read the three Directors who were elected. Trish Baird, Richard Barrett and Susan Treverton thanked their nominators and gave a thank you speech.

**CEO/President’s Report**

Alec Harmer presented his report. Alec reported on the financial year of 2021 and indicated that HTM is in a strong financial position for the policyholders. Alec acknowledged the retirement of Tim & Sharon Pearson of Pearson Insurance. Tim has been an agent of HTM and highlighted the long history with the Tim and his father Ron. Alec welcomed Amanda Hartin, Tim’s daughter as a new agent of HTM. She will continue to work from the Lindsay location of Pearson Insurance. Alec also acknowledged new staff Melody Johnston, Shawna Dudley, Katherine Nemeth, Nick Ainsworth and Karli Bobiash. Alec acknowledged many service anniversaries presented over the past year. Lindsay Reinhart and Jennifer Coghill received 5 years plaques, Alec Harmer and Bobi McGrath received 10 year plaques and Tiffany Courcelles and Carolynn Rylance received 35 year plaques. Alec mentioned the accomplishment of the migration of the Underwriting department to Cognition+ software. The project continues in the claims and accounting departments in 2022.

**Appointment of Auditors**

The Board of Directors recommended Wilkinson & Company.

Dave asked for a motion to approve the appointment of Auditors for 2022.

Moved by Mackenzie Haig

Seconded by Nancy Brown

Motion carried

**Memoriam**

A few minutes was taken to reflect on the loss of Brandon Watt and Pat Burley from our HTM family in 2021.

**Other Business**

No other business.

Adjournment

Motion to adjourn.

Moved by Bruce Buttar

Respectfully Submitted

Mr. Dave Rutherford Ms. Barbara Dinnage

Chairman Recording Secretary