



**MINUTES OF THE ANNUAL GENERAL MEETING OF 1135215 SOCIETY
o/a THE ROCKY RIDGE RANCH HOMEOWNERS ASSOCIATION
THURSDAY NOVEMBER 2RD, 2017
THE RANCH CENTRE, 10709 ROCKY RIDGE BLVD, CALGARY, AB. T3G 4G1**

PRESENT: 6 members plus 46 proxies (52 in total)

GUESTS: Roshni Norum (General Manager) and Neha Naik acting as Recording Secretary of the AGM

1. QUORUM (MIN. 15) ESTABLISHED, CALL TO ORDER

Proposer:	Garett Wohlberg (GW)
Seconder:	Val Ostopowich (VO)
Motion approved by show of hands	Meeting called to order at 7:04pm

2. ADOPTION OF AGENDA

Proposer:	#2100
Seconder:	#4334
Motion approved unanimously	Agenda for 2017 AGM as presented

3. APPROVAL OF MINUTES OF 2016 AGM

Proposer:	#1048
Seconder:	#751
Motion approved unanimously	Minutes of 2016 AGM approved as presented

4. PRESIDENT'S REPORT: Garett Wohlberg (GW)

a) Recap of 2017:

- As follow up to the assessment conducted in January 2016, an external process review of the organizational structure was conducted in February/March of 2017. The new structure (Management and transition to Governance Board) has proven to be effective and the organization is running smoothly.
- Another large crew was hired over the summer to tend to the flower beds that were planted and maintained between May and September. Drier weather conditions resulted in more frequent watering.
- The pool opened on schedule in May 2017, compared to mid July 2016 when unexpected delays were encountered. New trees planted to absorb the excess moisture in the park, and dock stairs built to provide more stable access to the lake when frozen.

b) Bylaws:

- Required changes as outline in Notice of Special Resolution
- Directors and/or Officers are unpaid volunteers.
- Notice of meetings - Mail-out costs over \$10K a year. To be fiscally prudent we want to move to an email notification. If don't use email, then can mail. Not applicable to invoices, board will discuss.
- Quorum: existing bylaws indicate that 100 needed – 50 proposed.

Question by member #2100: How many properties in total? Is 50 too low? It seems disproportionate to the total number of properties.

Response from (RN): There are 2200 properties. Given past turnout and capacity restrictions 50 is a more practical number. First time in 5-10 years we haven't established quorum.

Comment from member #1048: reducing to 50 is not a large number percentage-wise.

Member # 751: Why no email sent out notifying about re-scheduling of AGM?

Response from RN: Oversight on my part

Response from GW: People had the opportunity to voice their concerns at the Q&A session last week.

Question from member #4334: Where do we have signs put out? Haven't seen any. Mail goes in one ear and out the other. If we had a great big board in two spots we get in and out of the community.

Response from RN: RRRHA has 3 road signs in the community. Prior admin used to apply for sign permits however the previous board felt they didn't add much value. We haven't quite hit the right mark in terms of how to best communicate with our members.

Comment from member #4334: Condo board has a prominent sign you can't miss. Also, what is point of proxies?

Response from GW: Proxies allow members that are not in attendance to have a vote.

MOTION TO REPEAL PREVIOUS BYLAWS/APPROVE REVISED BYLAWS

Proposer:	GW
Seconder:	#1048
Motion approved unanimously by show of hands with no votes against nor abstentions.	Previous bylaws repealed, and revised Bylaws approved as presented

5. TREASURER'S REPORT: Val Ostopowich (VO)

a) Audited Financials

VO: Nancy Murdoch has been auditor for past 4-5 years. Inexpensive compared to previously used Meyers Norris Penny which cost \$15K. Nancy has cut that in half, \$6K one year, costs have gone up but economical. Everyone's been provided a copy, any questions?

Question from #2100: Numbers vary quite a bit. Salaries and benefits double, contract work one year and one year low. Why the variances?

VO: In 2015 RRRHA utilized a contracted Facilities Manager (FM) and an external accounting firm to do the bookkeeping which is why the contractor fees were high in 2015 compared to 2016. In 2016 we moved to having employees in place for GM and FM which decreased contractor fees but increased salaries

Question from Member #2100: Office supplies and admin also increased?

Response from RN: Bylaw mailout in 2016 impacted that GL compared to 2015 when there wasn't a mailout.

Question from Member #2100: Are the legal fees for bylaw revision under professional fees?

Response from RN: Osler Hoskin Harcourt LLP had done the revisions for the board in 2015 and in 2016 the revisions were undertaken by board committee.

Question from member #2100: How do the reserve funds work? Is a study needed similar to condo corps?

Response from GW: Study planned for 2018. Rough budget.

Comment from VO: Contribution to reserve fund is dependent on annual surplus. To date this year \$50K has been transferred and there could be another \$25-50 more.

Question from member #2100: What is reserve fund sitting at? What is the unrestricted number?

Response from VO: Currently \$389K. Our operating budget is essentially our unrestricted number.

MOTION TO APPROVE 2016 AUDITED FINANCIALS

Proposer:	VO
Seconder:	#806
Motion approved unanimously	2016 Audited Financials approved as presented

b) Year to date financials up to September 2017 (internally audited), cash position and operating budget:

VO: RRRHA is in a good cash position. The Association is well managed, and fiscally responsible. Over past couple of years things have turned around. Questions? (none).

Moving on, copy of draft operational budget and draft budget. Have a proposed budget for 2018, changed utilities, wages about the same, office expenses down because no mailout. Surplus of \$66K so again can add \$50K to reserve. Some big items:

- \$15K for irrigation. Somewhere along the way irrigation lines were cut and we would like to examine the possibility of having them repaired or bypassed
- Fence painting - paint fences around Ranch over 5 years at a cost of \$45K for this year.

- Looking at new flat-bed truck for watering similar to what City uses. Cuts down on watering time for staff. Lots of watering this summer. Could also be used in the winter.
- (RN) – upper hall reno. One washroom stall for a hall with a 72 people seating capacity. Not having access to lower washrooms has deterred renters. Previous board member wanted upgrade to kitchen and added washroom that would enhance the facility which would ultimately allow us to increase rental rates as aside from encumbrance fees rental fees are next largest source of income.
- VO: tennis court and retaining walls – not able to get done this year. Unable to finish in 2017, get that started in Spring 2018, convert to multi-purpose court.
Member #1048: grew up with multicourt. 15 years ago. No lawsuits. What about tennis posts?
GW: Maybe movable posts. Or one court tennis, other multi-sport.

c) Strategic plan:

No motion needed as just for information, voting will be required to approve large projects. Earmarked some items that have to be looked after.

Comment from RN: Updated lifecycle report has not been included in the SP. Initial report done in 2003, second one in 2013 was just a report/study. A lot has changed so even though not needed for another 5 years in light of big-ticket items that are starting to crop up it may be advisable to have it conducted sooner. Study - \$15K - \$50K estimates.

Comment from member #1048: might be best to do now when firms aren't as busy.

Response from GW: Wait until Spring for snow melt.

Question from member #2100: Can you expand on revenue and tax-exempt status?

Response from GW: Province is bringing in new legislation to make HOA's pay property taxes. My company has been lobbying against this as it represents an increase of potentially \$55K in property taxes. City has warned us that \$40K maintenance agreement might be clawed back.

Question from member #2100: Isn't there a petition that could be sent out to encumbered properties?

Response from GW: Petition stage was a couple weeks ago and has been undertaken by the group representing the HOAs.

Comment from RN: Roughly 20 HOA's in Calgary (RRRHA included) have signed a document that is being presented to the Alberta Legislature signed. Edmonton has made decision, Calgary has not. City looks at us as one organization when they want to. Right now they give us grant funds for grass maintenance but want to charge us for watering their property.

Question from member #2100: Is Ward Sutherland an option? Chameleon. Can he help as a member of our HOA? I don't have a problem with phoning/emailing.

Response from RN: As soon as we have concrete details we will send it out however the City is generally not forthcoming until it's too late. Group of us an HOA's that meet regularly that discuss these issues that affect us all.

Comment from member #2100: More than willing to email/phone rather than fee increase. Don't feel \$250/year is worth it for me.

GW: Email template is ignored by government usually.

6. APPOINTMENT of AUDITOR

VO motions to appoint the Federation of Calgary Communities (FCC) as the auditor for 2018.

Proposer:	VO
Seconder:	#1806
Motion approved unanimously	FCC approved as appointed Auditor for 2018

7. ELECTION OF DIRECTORS

GW comments that several people have expressed interest in joining the Board, and asks the three that are present for a brief introduction, which they then do. GW mentions that two potential members are not in attendance. Also not in attendance is existing board member Amanda Tischer-Dees who is standing up for nominations as she was appointed and not elected onto the Board in November of 2016. GW and VO are one year into their two-year term so no re-election is needed.

Six nominations:

Michael Morrison: Chartered accountant at E&Y. Lived here since 2009. Looking to get involved locally now that I have more time.

Collin Smith: Lived here 3 years. Work in IT. Participate in community and work on challenges.

Priya Kharat: Since 2006. Not much involvement in community work. Social work. PhD at U of C. Kids are growing up have more time.

Amanda Tischer-Dees: Economist with previous professional experience with Federal Govt.

Tony Scherpenisse, - works for City and is an engineer.

Bunmi Oyebanji - family doctor.

MOTION TO APPROVE SLATE AS PRESENTED:

Proposer:	GW
Seconder:	VO
Motion approved unanimously by show of hands	Approval of slate as presented for the election of six Directors to the RRRHA Board.

8. ANY OTHER BUSINESS

Question from member #1446: AGM discussions available online?

RN: AGM Minutes will be posted online, however discussion points such as renos are not posted because no concrete plans. Something like petitions could be. Mass emails to be utilized to communicate updates.

Comment from member #751: Thanks to new team. Thanks to Roshni and team things have really changed and things came through as asked. Thanks for good work.

Member #4334: So quick to criticize. Within 48 hours issue was addressed. Thank you.

Member asks about PACE car program, and Board members clarify what the program is about and that it is not RRRHA but RRROCA (Rocky Ridge Royal Oak Community Association) that runs it.

Question from member #2100: SNIC?

Response from GW: SNIC has been signed and based on the City's regulation that a COR certified contractor be used we have engaged with the same contractor that is currently doing the City pathways.

RN: Green Meadows Landscaping will be clearing the approved RRRHA pathways.

Question from member #2100: cost?

Response from RN: Monthly retainer vs. per event contract. Board went with per event contract this season to gauge - \$15K. Liability is with core-certified contractor not us. Same route – will be up on website. Ice hill still not addressed.

Comment from member #2100: Their condo is also looking into it. City is not sure what issue is and need more studies.

9.ADJOURNMENT

Proposer:	GW
Seconder:	#1048
Motion approved	Meeting Adjourned at 8:20pm