

MINUTES
THE MANSION HOUSE ESTATES LTD. (MHE)
EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS

Held on Wednesday, February 6, 2013 at 7:00 p.m.
Within the Cabana Room, 6076 Tisdall Street
Vancouver, BC.

MEETING PROCEEDINGS

- ❖ Registration commenced at 6:20 p.m. officiated by Mary Witt and Sue Flett.
- ❖ At time of registration there were a total of 35 eligible voting Shareholders represented in person or by proxy (23 in person and 12 via proxy).
- ❖ Board of Directors present for the 2012-2013 term: Sandi Evans - President, Mark Goodall - Vice-President, Dan Feliciano - Secretary, Peggy Hillman - Treasurer and Doreen Dawson - Director
- ❖ Corporate Representatives: Property Manager, Beverly Kapush, ColyVan Pacific Real Estate Management Services Ltd.

CALL TO ORDER

A quorum represented in person or by proxy, the meeting was called to order by President, Sandi Evans at 7:10 p.m. to proceed with the business at hand. The President chaired the meeting.

APPOINT RECORDING SECRETARY

Property Manager, Beverly Kapush was appointed as Minute Taker,

APPOINTMENT OF TELLERS AND SCRUTINEER

Chair appointed Marcelle Lacasse, Shelley Metcalfe and Krista Melland as Tellers and Scrutineers.

PROOF OF NOTICE OF MEETING

MOVED (606)/SECONDED (106); Notice for the Extraordinary General Meeting had been circulated to all Shareholders in accordance with the Company's Articles of Association, which must be posted fourteen (14) days prior to the holding of the meeting.

Following discussion, the Chairperson called for the vote, the result being **ALL IN FAVOUR; CARRIED**



APPROVE THE AGENDA

MOVED (505)/SECONDED (701); the term 'Resolution' in Resolutions' "A", "B" and "C" be amended to read Special Resolution "A", "B" and "C" which require a 2/3 majority vote of MHE Shareholders.

Following discussion, the Chairperson called for the vote, the result being ALL IN FAVOUR; **CARRIED**

ADOPTION OF THE MINUTES OF THE LAST GENERAL MEETINGS

MOVED (606)/SECONDED (105); there being no errors and/or omissions, the minutes of the Extraordinary General Meeting held December 1, 2011, be approved as previously circulated.

Following discussion, the Chairperson called for the vote, the result being ALL IN FAVOUR; **CARRIED**

PRESENTATION OF PROPOSED OPERATING BUDGET

Treasurer, Peggy Hillman reiterated to Shareholders that the Board of Directors as was noted in their meeting minutes dated January 16, 2013, passed a resolution regarding recovery and repayments to residents based on budget surpluses and deficits. The Board unanimously approved to cease processing both recovery statements and repayments to Shareholders. In the future, surpluses will be entered into the Contingency Reserve Fund and all deficits will roll over into the next year's budget. As the recovery statements and issuing of repayment cheques to residents is a very expensive and time consuming procedure, the Board considered it prudent to eliminate these practices.

P. Hillman thanked Shareholders, Marcelle Lacasse and Barb Mitchell for volunteering their assistance to the Board throughout the year as from time to time as required.

Treasurer presented and reviewed in detail, the budget for fiscal year ending December 2013, the result being several proposed amendments put forth for Shareholders consideration and vote:

- 1) **MOVED (606)/SECONDED (105);** Account 6180 – Post/Copies/Bank be reduced from \$1,800 to \$1,000 - Following discussion, the Chairperson called for the vote, the result being 19 in FAVOUR, 12 OPPOSED, 4 ABSTAIN; **CARRIED**
- 2) **MOVED (606)/SECONDED (403);** Account 6190 – Professional Fees be reduced from \$10,000 to \$8,000 - Following discussion, the Chairperson called for the vote, the result being 12 in FAVOUR, 20 OPPOSED, 3 ABSTAIN; **DEFEATED**
- 3) **MOVED (606)/SECONDED (106);** Account 8068 – Leakage/Leak Repair be reduced from \$20,000 to \$10,000 - Following discussion, the Chairperson called for the vote, the result being 0 in FAVOUR, 35 OPPOSED, 0 ABSTAIN. **DEFEATED**
- 4) **MOVED (606)/SECONDED (106);** Account 8141 – Boiler/Mechanical be reduced from \$10,000 to \$8,000 - Following discussion, the Chairperson called for the vote, the result being 0 in FAVOUR, 35 OPPOSED, 0 ABSTAIN; **DEFEATED**
- 5) **MOVED (606)/SECONDED (403);** Account 9087 – Tree Maintenance be reduced from \$1,500 to 1,000 - Following discussion, the Chairperson called for the vote, the result being 10 in FAVOUR, 24

OPPOSED, 0 ABSTAIN; **DEFEATED**

Shareholder, Marcelle Lascasse pointed out that there were significant over budgeted sums paid out i.e. Account 8068 – Leakage/Leak Repairs (\$17,346.29 vs. budget \$5,000); and Account 8140 – Plumbing (\$28,832.35 vs. budget \$5,000) and that perhaps the sums may not have been reflected accurately. Plumbing would be for minor leaks whereas leakage repairs would reflect significant items such as the recent re-piping of several floors.

Prior to the annual audit, Treasurer will review the general ledger detail and reallocate any sums as deemed necessary.

There being no further amendments, the Chairperson called for the vote on the budget as hereinbefore amended, the result being 34 in FAVOUR, 0 OPPOSED, 1 ABSTAIN; **CARRIED**

Shareholders thanked Treasurer, Peggy Hillman for her management of the financial aspects of the Corporation.

Please note: "**Maintenance Fees**" consist of both operating costs and property taxes. Only the operating costs part of the equation is multiplied by the co-efficient factor. Shareholders need to take the property taxes into consideration. By adding the property taxes, you will find that those who are under 65 and not eligible for the maximum homeowner grant will generally pay a few hundred dollars more, while those who are over 65 and eligible for the maximum grant will pay several hundred less; hence, the variance between units with the same co-efficient factor.

PAYMENT OPTIONS (Monthly Maintenance Fees ONLY)

1. **SHAREHOLDERS CURRENTLY ON PRE-AUTHORIZED PAYMENT (PAD):** There is no action required from these owners as any new strata fees and/or retroactive fee adjustments (if any) will be automatically adjusted by ColyVan's Accounting Dept.
2. **SHAREHOLDERS WHO PAY BY POST-DATED CHEQUE:** Please remit to ColyVan's Accounting Dept., 12 post-dated cheques payable to '**Mansion House Estates Ltd.**' for the new amount. Any change in strata fees is effective January 1, 2013; therefore, owners may also be required to send in a cheque for the retroactive fee increase (if any).

2/3 VOTE SPECIAL RESOLUTION "A" APPROVING SMALL VISITING PETS AT MANSION HOUSE ESTATES

PREAMBLE:

Small pets such as a small dog should be allowed to visit residents of MHE. No rodents or reptiles would be permitted. The visiting pet would not be allowed to remain in the building overnight or left alone at any time. The visiting pet must be carried (restrained) in the common areas of the building, (hallways, elevator and lobby) in addition to the property surrounding the building. The visiting pet must not cause an annoyance to other Shareholders (i.e.: constant barking or whining). There would be a \$25.00 fine for non-compliance. Complaints would be dealt with by the Board of Directors.

BE IT THEREFORE RESOLVED BY 2/3 VOTE OF THE SHAREHOLDERS OF THE MANSION HOUSE ESTATES LTD. THAT; THE FOLLOWING SPECIAL RESOLUTION "A" be approved:
Small pets such as a small dog should be allowed to visit residents of MHE. No rodents or reptiles are

permitted. The visiting pet would not be allowed to remain in the building overnight or be left alone at any time. The visiting pet must be carried (restrained) in the common areas of the building, (hallways, elevator and lobby) in addition to the property surrounding the building. The visiting pet must not cause an annoyance to other Shareholders (i.e.: constant barking or whining). There would be a \$25.00 fine for non-compliance. Complaints would be dealt with by the Board of Directors.

Following discussion, the Chairperson called for the vote on 2/3 vote Special Resolution “A” the result being 14 IN FAVOUR, 19 OPPOSED, 2 ABSTAIN. **DEFEATED**

**2/3 VOTE SPECIAL RESOLUTION “B” APPROVING INDIVIDUAL SHAREHOLDERS
HAVING CONTROL OF THEIR OWN BALCONY LIGHTS**

PREAMBLE:

Some Shareholders want to control when their balcony lights are on/off. The Board has investigated the cost of installing new switches so that Shareholders could turn their balcony lights on and off at their discretion. The cost would be approximately \$1,500 or about \$38 per switch for the 39 balconies in the building.

BE IT THEREFORE RESOLVED BY 2/3 VOTE OF THE SHAREHOLDERS OF THE MANSION HOUSE ESTATES LTD. THAT THE FOLLOWING SPECIAL RESOLUTION “B” be approved:
MHE proceeds with installing switches throughout the building to allow individual Shareholder control over balcony lights.

Discussion: Shareholder informed Owners of a prior 2/3 vote special resolution approve at an AGM dated May 28, 2009:

“Pursuant to the provisions of Article 10.2 of the Articles of Association of The Mansion House Estates Ltd., the approval of the following special resolution by a 2/3 vote of the Shareholders present to consider the following ADDENDUM to the MHE House Rules regarding balcony lights:

Moved/Seconded to resolve that; the automatic timer will be programmed for lights to turn on generally at 8:00 p.m. PST and shut off at approx. 11:00 p.m. PST (will adjustments to be made for Daylight Savings Time and Standard Time).

Moved/Seconded to Resolve that; the resolution as written be AMENDED as follows:

The automatic timer will be programmed for balcony lights to turn on generally at 8:00 p.m. PST and shut off at approx. Midnight PST (with adjustments to be made for Daylight Savings Time and Standard Time). 28 in favour, 10 opposed, 0 abstain.”

Following discussion, the Chairperson called for the vote on 2/3 vote Special Resolution “B” the result being 14 IN FAVOUR, 19 OPPOSED, 3 ABSTAIN. **DEFEATED**

[It was noted that there were a total of 36 votes counted versus 35 only attendees; however, as the vote in favour and opposed was so close, there was no request for a recount.]

2/3 VOTE SPECIAL RESOLUTION “C” APPROVING RESTRICTING NON-RESIDENT PARKING TO A TWO WEEK PERIOD

PREAMBLE:

Long-term parking at MHE should be for resident Shareholders only. Non-compliance to this rule should result in the towing of the respective vehicle. Visitor parking should be limited to a maximum of two weeks.

BE IT THEREFORE RESOLVED BY THE SHAREHOLDERS OF THE MANSION HOUSE ESTATES LTD. THAT THE FOLLOWING 2/3 VOTE SPECIAL RESOLUTION “C” be approved: MHE enforce a maximum two week limit on visitor parking, with the right to tow vehicles that exceed the specified time limit.

Following discussion, the Chairperson called for the vote on 2/3 vote Special Resolution “B” the result being 11 IN FAVOUR, 18 OPPOSED, 6 ABSTAIN. **DEFEATED**

TRANSACT SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE MEETING

Directors presented the following items for Shareholders information and/or discussion purposes only at this time. Shareholder consideration and vote on some of these items may be required at a future general meeting.

1) Fire Inspection

Fire inspection by Vancouver Fire Department will occur on **Tuesday, February 12**, commencing at 8:00 a.m. Shareholders are reminded to please ensure that; if unable to arrange access to their unit on this date, they have an alternate to act in their behalf as any call back charges will be to the respective Shareholder.

2) Key Registry

Shareholders should ensure they have currently valid keys on file at the MHE central key file in case of:
(i) loss of keys; or (ii) emergency.

3) Current Contact Information

Shareholders need to provide current information on their phone numbers and emergency contacts so that MHE’s information is up-to-date.

4) Boiler

The MHE boiler is very old and needs continual costly maintenance. MHE needs to come up with a proactive replacement plan.

5) Sale of Suite 103

The sale of Suite 103 could help build up the Contingency Reserve Fund and pay for a new boiler.

Due to time constraints, the Board of Directors proposed calling a Town Hall Meeting for Shareholders to attend within the next few weeks at which will be discussed in more detail, the proposed boiler replacement project and financing for same. Shareholders may wish to consider selling the rental suite in order to fund the boiler

replacement costs.

In the meantime, the Board will conduct further research on the boiler project including engaging the expertise of boiler consultant/engineer to assist with the process.

MEETING TERMINATION

MOVED (606)/SECONDED (106) and CARRIED; there being no further business to discuss, the meeting terminate at 10:18 p.m.

Original signed by: _____

Original signed by: _____

Reviewed and approved by:

Reviewed and approved by:

President: _____

Director: _____

MANSION HOUSE ESTATES
OPERATING BUDGET APPROVED AT THE EGM HELD FEB. 6, 2013
Fiscal Year Ending December 31, 2013

Estimated Year ending Dec 31, 2012	Approved 2012 Budget	Proposed 2013 Budget
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INCOME

5050	Interest Income	618.33	\$ -	\$ -
5060	Late Payment Charges	750.00	-	-
5080	Maintenance Fees	244,423.44	245,269	243,806
5120	Other Income	2,149.80	-	-
5170	Rental Income	13,200.00	-	-
TOTAL INCOME		261,141.57	\$ 245,268.61	\$ 243,805.61

EXPENSES

ADMINISTRATIVE

6010	Administration	253.82	500	300
6036	Audit	296.80	5,000	5,000
6050	Bank charges included in #6180	0.00	-	-
6110	Insurance /Appraisal	15,060.01	17,600	16,200
6116	Insurance Deductible	(7,500.00)		-
6150	Miscellaneous	10.00		-
6160	Management Fees	19,544.00	20,073	20,073
6180	Post/Copies/Bank	1,799.40	1,500	1,000
6190	Professional fees	224.00	10,000	10,000
6191	Legal	5,000.00	10,000	2,000
TOTAL		34,688.03	64,673.00	54,573.00

6225	Rental Suite Repairs		1,000	-
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BUILDING - INTERIOR

8013	Carpet Cleaning	0.00	650	400
8141	Boiler/Mechanical	5,927.19	10,000	10,000
8040	Elevator	5,365.52	2,000	2,000
8045	Emergency Generator	1,092.42	600	1,100
8050	Fire Safety Systems	848.99	900	900
8080	Improvements	1,086.40	1,000	1,000
8100	Janitorial Services	12,511.52	13,500	13,500
8110	Laundry Equipment	774.55	500	500
8068	Leakage/Leak Repair	17,346.29	5,000	20,000
8120	Locks & Keys	36.94	500	500
8130	Pest Control	134.40	500	500
8140	Plumbing	28,832.35	5,000	5,000
8030	Repairs & Maintenance - Electrical	911.68	600	2,000
8065	Repairs & Maintenance - General	8,930.48	5,000	8,500
8125	Repairs & Maintenance - Interior	830.25	4,000	1,000
8025	Supplies	357.28	800	400
TOTAL		84,986.26	50,550	67,300

BUILDING - EXTERIOR

8520	R & M General	3,280.88	10,000	5,000
8538	Painting	0.00	1,000	1,000
8540	Roof Repairs	252.00	1,000	2,000
8550	Window Cleaning	0.00	1,500	1,500

MANSION HOUSE ESTATES
OPERATING BUDGET APPROVED AT THE EGM HELD FEB. 6, 2013
Fiscal Year Ending December 31, 2013

		Estimated Year ending Dec 31, 2012	Approved 2012 Budget	Proposed 2013 Budget
8551	Window Repairs	0.00	1,500	500
	TOTAL	3,532.88	15,000	10,000

EXTERIOR

9046	Carport/Fencing	0.00	300	300
9041	Concrete/Pool Deck Repairs	0.00	500	500
9060	Landscape - Equipment	65.80	300	300
9020	Landscape - Improvements	289.15	300	300
9030	Landscape - Irrigation	634.31	900	650
9040	Landscape - Maintenance	8,766.03	6,000	8,000
9087	Landscape - Tree Pruning	500.00	1,500	1,500
9080	Snow Removal	0.00	100	100
	TOTAL	10,255.29	9,900	11,650

RECREATION CENTRE

9330	Pool/Jacuzzi Mtnce	3,766.14	4,500	4,000
	TOTAL	3,766.14	4,500	4,000

UTILITIES

9410	Electricity	8,131.66	7,500	8,200
9420	Enterphone	388.53	600	400
9430	Garbage Disposal/Recycling	3,536.40	2,500	3,500
9440	Natural Gas / Hot Water	27,688.90	35,000	30,000
9470	Water / Sewer	7,255.58	8,000	8,000
	TOTAL	47,001.07	53,600	50,100

OPERATING EXPENSES	184,229.67	199,223.00	197,623.00
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6245	CRF Contribution: 7% of Operating Exp.	16,045.92	16,046	13,834
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2011 Deficit Recovery

1,362

6210	Net Property Tax	29,571.58	30,000	30,987
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TOTAL EXPENSES	229,847	245,269	243,806
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NET INCOME/LOSS (LESS RESERVES)	31,294.40	\$	\$
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