

CARLETON CONDOMINIUM CORPORATION NO. 60
ANNUAL GENERAL MEETING OF OWNERS
Zoom Meeting
7:00 p.m., Thursday, September 10, 2020
DRAFT MINUTES

PRESENT:	David Grant	President
	Marc Bouchard	First Vice-President
	Hugh Thorne	Director
	Bernard Scobie	Director
	Emily Bayrachny	Director
	Réjean D'Aoust	Property Manager, CI Management Group
	Nancy Houle	Legal Counsel, Davidson Houle Allen
	Kevin Vroom	Auditor, BDO Canada
	Carol Slack	Recording Secretary

1. CALL TO ORDER AND OPENING REMARKS; INTRODUCTIONS

David Grant (President) called the meeting to order at 7:04 p.m. and apologized for the delay of the meeting due to very unusual circumstances. He noted that, given the timing of the meeting, 2019/2020 fiscal year ending soon, along with the change to the make-up of the Board, the Board decided not to present individual reports. A summary of areas and activities of concern was provided, that might be more interesting for discussion.

Nancy Houle (Legal Counsel/host) set out the technical aspects of the virtual meeting including the procedures for voting (polls) and for questions and answers.

2. CERTIFICATION OF QUORUM AND PROXIES

Nancy Houle confirmed that quorum requirements (15) were met, as 32 units were represented in person (virtual) and 4 by proxy.

3. CONFIRMATION OF NOTICE OF MEETING

The Chair confirmed that the Preliminary Notice of Meeting and Notice of Meeting were sent to all owners, in accordance with the requirements of the *Condominium Act*.

4. REVIEW OF AUDITED FINANCIALS FOR YEAR ENDING 2019 SEPTEMBER 30TH

Kevin Vroom, Auditor, BDO, presented the Audited Financial Statements that were included in the AGM package. He reviewed and explained the Auditors' Report, Statement of Financial Position, Statement of Operating Fund Operations, Statement of Reserve Fund Operations, Statement of Cash Flows, and the Notes. He confirmed that it was a clean audit.

The Auditor noted that interior and exterior repairs and maintenance were over budget by \$6,000 and \$23,000, respectively. Hydro and gas costs were under budget by \$12,000 and \$7,000, respectively. The year-end operating fund balance was \$64,779.

Aniss Amdiss (Unit 403-proxy) asked for clarification with respect to the \$254,817 amount set out in the accounts receivable line, in the Statement of Financial Position. The Auditor confirmed that this amount was for special assessment receivables.

The Auditor noted that the significant items expensed to the reserve fund were: electrical (\$954,352); HVAC (\$79,647); windows and doors (\$26,962); and balconies and decks (\$40,551). The year-end reserve fund balance was \$2,285,048.

Marcia Clement (704) asked for further clarification of the windows and doors expensed to the reserve fund. The Auditor clarified that the amount of \$26,962 should have been allocated to fire protection work and not windows and doors. The President recalled that the replacement cost of the Pyron fire protection panel replacement in the front vestibule was around this amount.

The Auditor referred to Note 2, confirming that the projected reserve fund balance for September 30, 2019 was \$2,421,936 and the actual balance was \$2,285,048. The Auditor also noted that a special assessment totalling \$2,300,000 is due over a five-year period and is payable by September 30th of each year beginning in 2016. The remaining assessment in 2020 is \$400,000. The assessment will be reviewed as part of the next reserve fund study.

Annette Traynor (406) asked when the draft Reserve Fund Study was presented to the Board. The President confirmed that the report had been provided and that the Board spent considerable time with Morrison Hershfield discussing the report, with a view to minimize the impact. Once clarified, he confirmed that the Update was issued to owners, as a "Notice of Future Funding". Nancy Houle (Legal Counsel) advised that owners could contact Réjean (Property Manager) to obtain a copy.

Michael Graham (304) asked about the almost double amount of cleaning expenses in the operating fund. The Chair confirmed that some of this was accountable to the fact that some cleaning tasks were shifted from the superintendent to cleaning staff. It was also noted that costs were incurred for cleaning costs on weekends and vacation taken by the superintendent.

Mr. Graham further asked for clarification of the substantial increases in interior (\$17,000 to \$50,000) and mechanical expenditures (\$27,000 to \$52,000). Hugh Thorne (Director) noted that costs were heavily aggregated (at this level) by the Auditor; that is, plumbing costs were grouped into maintenance. He recalled that there were a number of leaks that resulted in plumbing costs. He also noted that the mechanical costs included the significant issues with respect to the generator, the vault, the elevator, and other electrical problems. These were the reasons that the vault was finally replaced.

5. RE-APPOINTMENT OF AUDITOR

The President proposed that the corporation continue with BDO Canada as Auditors.

Hugh Thorne (701) moved, seconded by Marcia Clement (704), to re-appoint BDO Canada, as the corporation's Auditor for the current fiscal year. Motion carried.

6. APPROVAL OF PREVIOUS ANNUAL GENERAL MEETING MINUTES HELD ON 2019 JUNE 27TH

Helene Boivin (606) moved, seconded by Marc Bouchard (205) to approve the minutes of the Annual General Meeting held on June 27, 2019. Motion carried.

7. REPORT OF BOARD OF DIRECTORS

The President noted that due to a number of resignations within the Board, they decided to provide a single report from the Board; as opposed to provision of individual reports, which was included in the AGM package.

The President thanked all Committee members (Gardening, Social, Decorating) who assist the Board in many ways, throughout the year. A Pool Committee was struck due to a new regulation by the City with respect to testing. Volunteer work saved all owners in operating expenses and keeps the building looking well.

The President confirmed that the Reserve Fund Study Update (no site inspection) was completed. The Board collaborated with the engineers and were able to modify the study to reflect work that was required. He noted that the next study would be a comprehensive study and will be more in depth.

The President noted that many significant projects have been delayed because of Covid-19. They were able to move forward on some of the recommendations for the pool area, including installation of the glass panel in the door. Baxtec reconfigured the new Decktron equipment and hoped that going forward, they will not have to close the pool this year. This should be the final repair to the damage done behind the drop ceiling.

The electrical vault work was completed, and the Board was very impressed with the contractor. Although Hydro Ottawa was a little slow; overall it was a great job. The final stage was the reinstatement of the lockers.

The Board recently agreed to carrying out the retaining wall repair. To save costs and optimize the work, the concrete podium at the rear of the building would be repaired simultaneously. A geotechnical study was carried out to remediate the repairs, which should be completed by the end

of November (2020).

The emergency generator requirement is being rolled into a comprehensive engineering study that was currently underway with respect to the make-up air unit. The big-ticket item is the hydronic pipe replacement, which triggered the special assessment.

The final work underway was the front-door entry system. The existing system is outdated, and replacement parts were no longer available. Replacement keys were expensive and lost keys increased security risks. A fob-based entry system would be installed. Higher quality cameras would be installed throughout the building and in the elevators with a view to minimize damage during unauthorized moves.

Emily Bayrachny (801) asked if there was an update with respect to the Bell Fibe installation (halted with Covid shutdown). The President set out that the next step was for Bell to advertise the service within the building. Marc Charron (Director) said that he would look to obtain an "official" response. Hugh Thorne (Director) tried to connect with Bell who said that they had one last step; that is, they brought the technology to the building, but had to install a "node". He was advised that this step would be taken in the summer of 2020, as they were "piggy-backing" on a neighbouring building. He had not heard anything further since the Covid shutdown. If owners connected to Bell now, they would be getting Fibre not Fibe.

Valérie Gravière (703) asked when the fob system would be installed. The President confirmed that the Board was meeting with the company on Monday. They were working out the aesthetics, as the Board would like to keep the brick panel. The vendor said that once they begin, it would only take about 4 weeks. The new system would cover the front, back and garage doors, as well as the garage doors into the building. There would be two fobs per unit and an APP system would be available for those owners with smart phones.

Marcia Clement (704) asked if the security deposits for the garage door openers would be returned to owners and the President confirmed that they would be. He added that there would be no security deposit for the fobs, as they are easily replaced.

8. APPOINTMENT OF SCRUTINEERS

Jeanette Scobie (204) moved, seconded by Jared Keil (1101) to appoint Davidson Houle Allen as scrutineers. The motion was carried by a show of hands.

9. VOTE FOR BY-LAW NO. 6

The President explained that the Condominium Authority of Ontario provided temporary authority for condominium corporations to carry out meetings electronically, without a by-law. Nancy Houle (Legal Counsel) noted that their firm was preparing about five of these by-laws daily, just in case the government did not extend the virtual meeting deadline (November 21st).

Michael Graham (304) agreed that the virtual meeting was working well, but he preferred to have an "in person" meeting. In February 2020, the President was amid booking space for the AGM and then Covid hit. He thought that the by-law was good to have as an option. Nancy Houle added that hybrid meetings would prove beneficial in some cases, as she noticed there were a few people attending from outside Canada. There was further discussion with respect to preferences of "in-person" and virtual meetings.

JM Cassie (502) moved, seconded by Armando Santos (601) to pass By-law No. 6, being a by-law to authorize electronic and telephonic attendance; and voting at meetings of the owners. Motion carried.

10. ELECTION OF BOARD OF DIRECTORS

Nancy Houle (Legal Counsel) confirmed that there were no further nominations from owners after the meeting package had been provided to owners. The President asked if there were further nominations from the floor and there were none.

Marc Bouchard (205) moved, seconded by Kelly Masterson (1006) to close the floor to nominations. Motion carried.

Bernard Scobie (1001) consented to a two-year term and had no further disclosures apart from the form included in the package. Mr. Scobie briefly addressed the owners.

JM Cassie (502) moved, seconded by Veronika Huta (205) to acclaim Bernard Scobie (1001) as Director. Motion carried.

Hugh Thorne (701) consented to a two-year term. It was noted that there was an error in the disclosure form set out in the package. Mr. Thorne answered "no" to all of the items set out in the Director Disclosure form, apart from confirming that he was an owner who lived in the building. Mr. Thorne briefly addressed the owners.

Jared Keil (1101) moved, seconded by Jeannette Scobie (204) to acclaim Hugh Thorne (701) as a Director. Motion carried.

Marc Bouchard (205) consented to a two-year term and had no further disclosures apart from the form included in the package. Mr. Bouchard briefly addressed the owners.

Joseph Michniewicz (604) moved, seconded by Rhoda Attwood (902) to acclaim Marc Bouchard (205) as Director. Motion carried.

Nancy Houle (Legal Counsel) confirmed that there was still an existing vacancy that would be available for anyone to volunteer for, until the next AGM.

Ms. Houle further confirmed that Davidson Houle Allen would hold the ballots for a 90-day period and destroy them if they had not received a request for review.

11. CORPORATION BUSINESS DISCUSSION

Marcia Clement (704) asked why there was such a delay for the audit to be completed (in prior years it was completed by December and, in this case May). She was aware that there had been changes to financial systems and errors by the controller. The President clarified that the property manager undertook a second change in financial systems. The initial delay was outsourcing their accounting to a different arm of BDO; however, this made things worse (including significantly worse delays in monthly statements). CI Management then reincorporated the financial system "in house". Hugh Thorne was a huge help in accelerating the "clean-up" of this process. This year, the financials were submitted to the Auditor in January 2020. The Board was just finishing up some accounts receivable when COVID hit. Signing off the final copy was delayed until Réjean (Property Manager) was cleared to enter the building. He confirmed that the monthly reports were being delivered timelier (with some prompting) and was hopeful that the process would improve this year. Hugh Thorne (Director) agreed that the delay was not a result of BDO; that is, the property management company was having a very difficult timing with their accounting system.

Emily Bayrachny (801) asked why it took so long for owners to receive any written notice with respect to Covid protocols, as the communication with respect to deliveries and contractors was quite disjointed in March and April. The President clarified that in March and April, the building was under lockdown and the Board was still seeking guidance from Public Health. Contractors were not permitted into the building. Ms. Bayrachny noted that she was advised to take direction from the Superintendent but thought it would have been beneficial to have something in writing from the Board. Nancy Houle (Legal Counsel) added that the lockdown was a very challenging time for all Boards across the country, as they were not sure what should be presented to owners. She noted that many corporations were waiting until mid-April to obtain instructions from their Legal Counsel. She noted that many parties have learned how they could respond better in these unusual circumstances.

Marcia Clement (704) asked what the Board's plans were for a live-in superintendent. The President explained that the Board had received a very short announcement that Maurice was intending to retire this year. The community depended on Maurice for quite a lot and he was very knowledgeable about the building. Given the current work plan for extensive work in the building, the Board did not want to lose that expertise. They renegotiated a two-year contract with Maurice (for three days a week), but they still had to take steps to hire someone, as his intention is to retire. They were exploring their options for a live-in superintendent and noticed that it was rare at this time.

There was further discussion with respect to cleaning services, as Maurice had been cleaning for five days a week. It was noted that they often had problems with the weekend cleaners. The President hoped that the issues with weekend cleaners (OMS) had been resolved, as they were

engaged to carry out the weekend cleaning. The Board was working on the contract to pick up the cleaning for Mondays and Fridays (for three hours), as well. Maurice is scheduled to carry out the normal routine maintenance work on Tuesday through Thursday, instead of over five days per week.

Rhoda Attwood (902) expressed concern about opting out of a live-in superintendent, as she thought that it was important to have someone living in the building, to assure a vested interest in the maintenance of the building. It was also important in the case of an emergency. In the case of a serious flood, she was unable to contact the manager, but she was able to get to Maurice's unit and he was able to deal with it quickly. She thought that this was a major decision and hoped that the Board would include the owners' input in the decision. The President agreed that it was a major decision. He added that a live-in superintendent did not mean that they were available 24/7. He had a situation where he was not able to connect with the superintendent, but the property manager was able to assist right away. He did not think that the Board would make a decision without consulting the owners. Nancy Houle (Legal Counsel) noted that the Board has consulted Legal Counsel to assure that the appropriate legal issues are addressed.

Valérie Gravière (703) recommended that the Board overlap superintendents to Maurice's wealth of knowledge is passed on. The President confirmed that this would be a very important part of the process. The Board would have to weigh this with the cost of paying two people for the same position. Bernard Scobie was a big help in setting up the new contract for Maurice.

Michael Graham (304) agreed that a live-in contact in the case of an emergency was necessary, as the emergency response of the management company was completely ineffective in a recent case that he was involved in. The President said that the Board was also re-examining the emergency protocols.

Louise Klein (303) asked if there was a plan to open the recreational facilities. The President clarified that they were still following Ottawa Public Health guidelines. He noted that physical distancing was impossible due to the size of the area, so only one person could attend at a time. It was also difficult to clean thoroughly after every use. He added that the number of cases of Covid were trending in the wrong direction. Nancy Houle (Legal Counsel) agreed that there were risks with respect to liability at this time and that many corporations were facing the same difficulties.

The President apologized for the delay in the meeting and thanked everyone for their support, especially during the challenging time in response to initial public health guidelines. He thanked everyone for their patience in the delay of work that is scheduled over the next few years.

12. ADJOURNMENT

Helene Boivin (606) moved, seconded by Jared Keil (1101), to adjourn the meeting. Motion carried.

The meeting ended at 9:02 p.m.