



RESIDENTS  
ASSOCIATION

October 3, 2023

Members of the Auburn Bay Residents Association  
Auburn Bay, Calgary, Alberta

Dear Members:

**RE: Notice of the 2023 Annual General Meeting  
Thursday, November 2nd, 2023 @ 7:00 P.M.  
In-Person @ Auburn House**

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Enclosed please find, the Notice of the Annual General Meeting (AGM) for the Association, the Meeting Minutes of the AGM held on November 3, 2022, the Report of the Board of Directors, the Audited Financial Statements for the 2022-2023 fiscal year, the Information Circular, and a Proxy Form.

Please review the enclosed information and plan to attend the AGM or send your proxy form in as indicated. The AGM is being held at **7:00 P.M. on Thursday, November 2<sup>nd</sup>, 2023** at Auburn House, located at 200 Auburn Bay Blvd S.E.

**Please assist your volunteer Board of Directors by attending the AGM or sending in your proxy form.** Please note that the Auburn Bay Residents Association currently has vacancy for **seven (7) Resident Directors**. If you are interested in being nominated for the Board of Directors, or have any questions about the enclosed, please contact the General Manager, Chrissie Rozak by email at [gm@auburnbay.org](mailto:gm@auburnbay.org).

On behalf of your Board of Directors, we look forward to your participation.

Yours truly,

**AUBURN BAY RESIDENTS ASSOCIATION**

**TASHA  
STEVENSON**  
President

**ANDREW  
LEWIS**  
Vice-President

**EDWARD  
OKE**  
Treasurer

**DAVID  
BISSETT**  
Secretary

**CARLA  
OBUCK**  
Resident  
Director

**ROBERT  
GRAY**  
Resident  
Director

**KARLA  
GAE-STERLING**  
Resident  
Director

**DAVID  
FIDA**  
Resident  
Director

**TARA  
STEELL**  
Resident  
Director

**VICTORIA  
WINDER**  
Resident  
Director



# Notice of 2023 Annual General Meeting & Information Circular

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## AUBURN BAY RESIDENTS ASSOCIATION NOTICE OF ANNUAL MEETING OF VOTING MEMBERS

TAKE NOTICE, that the Annual Meeting of the Voting Members of the AUBURN BAY RESIDENTS ASSOCIATION (the "Company") will be held at AUBURN HOUSE, 200 Auburn Bay Blvd S.E., Calgary, Alberta, on **Thursday, November 2, 2023 at 7:00 P.M.** (MST) for the following purposes:

- 1) To receive the minutes of the AGM held on November 3, 2022;
- 2) To receive the Report of the Directors of the Company;
- 3) To receive the Audited Financial Statements for the fiscal year ended March 31<sup>st</sup>, 2023;
- 4) To establish the number of Directors to hold office until the next Annual General Meeting and to elect such Directors;
- 5) To appoint BDO Canada LLP as Auditor for the fiscal year ending March 31<sup>st</sup>, 2024;
- 6) To transact such other business as may properly come before the Meeting or any adjournment thereof.

THIS NOTICE SHOULD BE READ IN CONJUNCTION WITH THE INFORMATION CIRCULAR ACCOMPANYING THIS NOTICE.

Dated at Calgary, Alberta, this 3<sup>rd</sup> day of October 2023:

BY ORDER OF THE BOARD OF DIRECTORS

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DAVID BISSETT, Secretary

### TO ALL VOTING MEMBERS:

**IF YOU ARE NOT ABLE TO BE PRESENT AT THE ABOVE MEETING, PLEASE DATE, SIGN AND RETURN THE ACCOMPANYING PROXY IN PERSON TO AUBURN HOUSE:**

200 AUBURN BAY BLVD. S.E.  
CALGARY, ALBERTA, T3M 0A4  
Or by facsimile at (403) 930-6456  
"ATTENTION: CHRISSIE ROZAK"

**PROXIES ARE TO BE RECEIVED AT AUBURN HOUSE NO LATER THAN 5:00 P.M. ON TUESDAY, OCTOBER 31, 2023.**  
**ALL PROXIES MUST BE IN WRITING AND SIGNED BY THE VOTING MEMBER.**



## 2022 ANNUAL GENERAL MEETING OF MEMBERS MEETING MINUTES

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Place: Virtual Meeting via Zoom

Date: November 3, 2022

Time: 7:00 P.M.

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1. Tasha Stevenson acted as Chairperson of the meeting. The Annual General Meeting was called to Order at 7:06pm.
2. The Chairperson asked David Bissett to act as Secretary of the meeting.
3. The Chairperson requested Ed Oke to act as Scrutineer for the meeting, with the consent of the Voting Members. As there was no objection, the Chairperson appointed Ed Oke as Scrutineer.
4. The Chairperson stated that unless otherwise specified, all items to be approved by the Voting Members are by way of ordinary resolution, requiring the lesser of 20 of the Voting Members or ten percent (10%) present in person or by proxy to vote in favor. The Chairperson stated that votes are to be by show of voting cards, or by poll if demanded by 10% of the Voting Members.
5. The Chairperson asked for a motion dispensing with reading of the Notice calling the meeting. **Ed Oke** so moved. **David Bissett** seconded the motion. The Chairperson declared the motion carried.
6. The Chairperson asked the Secretary to provide proper proof of mailing the Notice of the Meeting to the Members. David Bissett confirmed he had a Certificate signed by Ms. Wendy Publicover from Carbon Graphics Group, as well as a receipt from Canada Post, proving proper mailing the Notice of the Meeting to the Members. In addition to a report from Mail Chimp for those households who received their AGM packages via email. The Chairperson asked that it be filed in the Minute Book along with the Minutes of this Meeting.
7. The Chairperson then stated that pursuant to the Association's articles, the lesser of twenty (20) or ten percent (10%) of the Voting Members either personally present or represented by proxy constitutes a quorum, and that at least 20 Voting Members either present or represented by proxy would constitute a quorum. The Chairperson asked the Scrutineer for his report. The Scrutineer reported that there were **41** Voting Members either present at the meeting, or represented by proxy.
8. The Chairperson declared the meeting to be duly called and properly constituted for business.
9. The Chairman proposed that the Members approve the Minutes of the Annual General Meeting held on November 4, 2021, appended to the Notice of Meeting and Information Circular. **Andrew Lewis** motioned to approve the Minutes of the Annual General Meeting held on November 4, 2021. **Ed Oke** seconded the motion. The Chairperson declared the motion carried.
10. The Chairman asked for a motion to dispense with reading of the Directors' Report for the fiscal year of April 1, 2021 through March 31, 2022, also appended to the Notice of Meeting and Information Circular. **Curtis Scott** moved that the reading of the Director's Report be dispensed with. **Ed Oke** seconded the motion. The Chairperson declared the motion carried.

11. The Chairperson then proposed to receive, as information, the Auditor's Report and Financial Statements of the Association for the year ended March 31<sup>st</sup>, 2022. Ed Oke then reviewed the Financial Statements and the Board answered related questions.
12. The Chairperson indicated that the next item of business was the election of Directors. The Chairperson stated that ten (10) Directors be elected and serve until the next Annual General Meeting of the Association. The Chairperson asked for a motion to this effect. **Andrew Lewis** moved that ten (10) Directors be elected to serve until the next Annual General Meeting of the Association. **David Bissett** seconded the motion. The Chairperson declared the motion carried.
13. The Chairperson announced that there are currently three (3) vacant positions on the Board. As per the newly approved Articles of Association 50% of the Directors will remain and serve another one (1) year, and 50% of the Directors will be newly elected to serve a full two (2) year term. The following Directors will remain on the board for one (1) year:
  - Tasha Stevenson
  - Ed Oke
  - David Bissett
  - Rob Gray
  - Carla Obuck
  - Tara Steell
  - Victoria Winder
14. The following Members in Good Standing have indicated an interest in being nominated as Directors of the Association, to hold office for a two (2) term or until their successors are elected or appointed:
  - Andrew Lewis
  - Curtis Scott
  - David Fida
15. The Chairperson then asked for a motion to nominate these individuals. **Victoria Winder** moved to nominate the above persons as Directors of the Association, to hold office until the next Annual General Meeting or until their successors are elected or appointed. **Tara Steell** seconded the motion. The Chairperson declared the motion carried.
16. The Chairperson announced that the following members in good standing have also put their name forward to be nominated as Directors of the Association:
  - Fabiano Guerra
  - Karla Gae-Sterling
  - Michelle Freer
  - Gregory Peterson
17. The Chairperson asked if there were any further nominations. The Secretary noted that there were no further nominations.
18. The Chairperson then asked for a motion to nominate these individuals to the Board. **David Bissett** moved to nominate these individuals to the Board. **Robert Gray** seconded the motion. The Chairperson declared the motion carried.
19. The Chairperson then asked for a motion that nominations be closed. **Tara Steell** moved that the nominations for Directors be closed. **David Bissett** seconded the motion. The Chairperson declared the motion carried.
20. The Chairperson stated that the nomination of Directors requires an election, as seven (7) persons have been nominated and there are three (3) Resident Directors are required. The vote was then moved to a ballot – each Voting Member in attendance of the AGM was given a poll online. All the votes were casted and given to the Scrutineer who then announced the results. The Scrutineer then declared that **Andrew Lewis, David Fida, and Karla**

**Gae-Sterling** had all been elected to serve on the Auburn Bay Residents Association Board of Directors for a two (2) year term, or until their successors are elected or appointed.

21. The Chairperson then asked for a motion to elect as Directors, the persons nominated, to hold office for a two (2) year term or until their successors are elected or appointed. **Ed Oke** so moved. **Victoria Winder** seconded the motion. The Chairperson declared the motion carried.
22. The Chairperson then stated that the next item on the Agenda was the appointment of the Auditor. The Chairperson asked for a motion that the Board of Directors appoint BDO Canada as Auditor of the Association for the fiscal period ending March 31<sup>st</sup>, 2023, and that the Directors be authorized to fix remuneration. **Rob Gray** so moved. **David Bissett** seconded the motion. The Chairperson declared the motion carried.
23. The Chairperson then asked for a motion to destroy the proxy votes and ballots from this year's Annual General Meeting immediately following the conclusion of the meeting. **Tara Steell** moved that the proxy votes and ballots be destroyed. **Victoria Winder** seconded the motion. The Chairperson declared the motion carried.
24. The Chairperson then asked if there was any further business to transact at the Annual General Meeting of the Association. There was none.
25. The Chairperson then asked for a motion to terminate the meeting.
26. At 7:53 p.m., **Ed Oke** moved that the meeting be terminated. **David Bissett** seconded the motion. The Chairperson declared the motion carried, and the meeting adjourned.



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DAVID BISSETT, Secretary



# Report of the Auburn Bay Residents Association Board of Directors

April 1, 2022 – March 31, 2023

The Auburn Bay Residents Association (ABRA) is a not-for-profit company incorporated under the Alberta Companies Act. All homeowners (including members of their family and tenants) in Auburn Bay are consequentially members of the Association.

## Board of Directors

The purpose of the Association is to own and operate, for the exclusive use of the members, the Auburn House facility, Auburn Lake & Park, and various subdivision features and amenities within. The Board of Directors administers the ABRA, which currently consists of ten (10) members-in-good-standing (residents) of the community. The Board recommends a maximum of ten (10) Directors. This governing body meets on a regular basis to ensure policies are properly set and Rules & Regulations are legislated; review and approve the annual operating budget (including setting annual fees); be the voice of their fellow residents for ABRA-related issues and participate in community events.

## Auburn House Facility, Lake & Park

Auburn House is a 13,000+ square foot facility within a 13-acre park, which contains:

- Large Banquet Room
- Office Space
- Skate Change Area
- Full Size Gymnasium
- 43 acre Lake
- Large Sandy Beach
- Boat Dock
- Fishing Dock
- Boathouse
- Irrigation Building
- Volleyball Courts
- Splash Park
- Tennis Courts
- Basketball Nets
- Picnic Shelters – Six (6)
- Waterfall & Creek
- Amphitheatre
- Pathways
- Pleasure Skating Rink
- Toboggan Hill
- Gatehouse

Auburn House provides a space for rentals, and quality programming and events to nurture an active connected community, offering valuable amenities for the ABRA member residents and guests.

As of March 31, 2023 Auburn House was operating with eleven (11) full time staff which consisted of:

- General Manager
- Program & Events Manager
- Landscape & Amenities Manager
- Administrative Supervisor
- Resident Relations Coordinator
- Programs Coordinator
- Safety Coordinator
- Facility Rental Coordinator
- Two (2) Foremen

In addition, there were eight (8) part time Customer Service Representatives and six (6) part time Maintenance employees. The Auburn Bay RA staff are responsible for the day-to-day operations of Auburn House facility, lake, and park, along with the planning and delivery of exceptional programs and events throughout the year and maintaining Auburn Bay community features.

**Financial**

The annual operating costs of the ABRA - including Auburn House Facility, Lake & Park, and the various subdivision features/amenities, are the responsibility of the Members through the payment of mandatory fees, pursuant to a Rent Charge Encumbrance registered on each lot title. The amount is subject to an annual review. After careful review of the 2022-23 operating budget, the ABRA Board of Directors approved no increase to the fees over the prior year. The 2022-2023 fee structure is as follows (not including GST): \$452.24 Standard Lot; \$621.85 Lake Access Lot; \$904.44 Lake Shore Lot.

A copy of the 2022-23 Operating Budget is available for review online at [www.AuburnBayRA.ca](http://www.AuburnBayRA.ca) or upon request at Auburn House. The enclosed Audited Financial Statements are prepared up to March 31<sup>st</sup>, 2023.

**Appointment of Auditor**

The Board of Directors proposes to appoint BDO Canada LLP as Auditor for the company for the 2023-2024 Fiscal Year.

Dated this 3<sup>rd</sup> day of October, 2023

BY ORDER OF THE BOARD OF DIRECTORS



DAVID BISSETT, Secretary

**TASHA  
STEVENSON**  
President

**ANDREW  
LEWIS**  
Vice-President

**EDWARD  
OKE**  
Treasurer

**DAVID  
BISSETT**  
Secretary

**CARLA  
OBUCK**  
Resident  
Director

**ROBERT  
GRAY**  
Resident  
Director

**KARLA  
GAE-STERLING**  
Resident  
Director

**TARA  
STELL**  
Resident  
Director

**DAVID  
FIDA**  
Resident  
Director

**VICTORIA  
WINDER**  
Resident  
Director

**AUBURN BAY RESIDENTS ASSOCIATION**

**FINANCIAL STATEMENTS**

**March 31, 2023**





Tel: 403-266-5608  
Fax: 403-233-7833  
Toll-free: 1-888-444-4840  
www.bdo.ca

BDO Canada LLP  
903 - 8<sup>th</sup> Avenue SW, Suite 620  
Calgary, Alberta  
T2P 0P7

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## Independent Auditor's Report

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To the Board of Directors of Auburn Bay Residents Association

### Opinion

We have audited the financial statements of Auburn Bay Residents Association (the "Association"), which comprise the statement of financial position as at March 31, 2023, and the statements of operations, changes in net assets and cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Association as at March 31, 2023, and its results of operations and its cash flows for the year then ended in accordance with Canadian accounting standards for not-for-profit organizations.

### Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Association in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Canadian accounting standards for not-for-profit organizations, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Association's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Association or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Association's financial reporting process.

### Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.



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BDO Canada LLP  
903 - 8<sup>th</sup> Avenue SW, Suite 620  
Calgary, Alberta  
T2P 0P7

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Association's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Association's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Association to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

*BDO Canada LLP*

Chartered Professional Accountants

Calgary, Alberta

July 27, 2023

**AUBURN BAY RESIDENTS ASSOCIATION**  
**Statement of Financial Position**  
**As at March 31**

	<u>2023</u>	<u>2022</u>
<b>CURRENT ASSETS</b>		
Cash and cash equivalents	\$ 2,580,958	\$ 2,460,617
Accounts receivable	24,385	138,435
Short-term investment (Note 2)	300,000	150,000
Prepaid expenses	46,047	67,232
	<u>2,951,390</u>	<u>2,816,284</u>
<b>CAPITAL ASSETS (Note 3)</b>	15,427,867	15,542,237
<b>LONG TERM INVESTMENT (Note 2)</b>	<u>150,000</u>	<u>300,000</u>
	<u><b>\$ 18,529,257</b></u>	<u><b>\$ 18,658,521</b></u>
<b>CURRENT LIABILITIES</b>		
Accounts payable and accrued liabilities (Note 4)	\$ 265,552	\$ 128,366
Demand loan (Note 5)	2,080,993	2,362,281
Deferred revenue	1,112,307	1,365,574
	<u>3,458,852</u>	<u>3,856,221</u>
<b>DEFERRED CONTRIBUTIONS RELATED TO CAPITAL ASSETS (Note 6)</b>	1,350,847	1,493,762
<b>LOAN PAYABLE (Note 7)</b>	<u>30,000</u>	<u>30,000</u>
	<u>4,839,699</u>	<u>5,379,983</u>
<b>NET ASSETS INVESTED IN CAPITAL ASSETS</b>	11,996,027	11,686,194
<b>UNRESTRICTED NET ASSETS</b>	<u>1,693,531</u>	<u>1,592,344</u>
	<u>13,689,558</u>	<u>13,278,538</u>
	<u><b>\$ 18,529,257</b></u>	<u><b>\$ 18,658,521</b></u>

Commitments (Note 8)

Approved on behalf of the Association:

\_\_\_\_\_, Director

\_\_\_\_\_, Director

**AUBURN BAY RESIDENTS ASSOCIATION**  
**Statement of Operations**  
**For the year ended March 31**

	<u>2023</u>	<u>2022</u>
<b>REVENUES</b>		
Membership fees	\$ 3,139,755	\$ 3,092,687
Programming	228,816	168,080
Amortization of deferred contributions (Note 6)	142,915	142,915
Facility rental	70,732	23,678
Interest and other	65,442	34,547
Maintenance contracts	9,995	9,995
Government assistance (Note 10)	-	393,697
	<u>3,657,655</u>	<u>3,865,599</u>
<b>EXPENSES</b>		
Administration	287,935	256,694
Amenity maintenance	240,322	230,003
Amortization of capital assets:		
Contributed (Note 6)	142,915	142,915
Purchased	230,957	225,250
Facility operations and maintenance	1,823,738	1,772,025
Interest	118,912	85,778
Maintenance contracts	78,082	82,388
Programming	283,902	225,964
	<u>3,206,763</u>	<u>3,021,017</u>
<b>EXCESS OF REVENUES OVER EXPENSES BEFORE THE FOLLOWING ITEM</b>	450,892	844,582
<b>(LOSS) GAIN ON DISPOSAL OF CAPITAL ASSETS</b>	<u>(39,872)</u>	<u>1,575</u>
<b>EXCESS OF REVENUES OVER EXPENSES</b>	<u><u>\$ 411,020</u></u>	<u><u>\$ 846,157</u></u>

**AUBURN BAY RESIDENTS ASSOCIATION**  
**Statement of Changes in Net Assets**  
**For the year ended March 31**

	<b>Net Assets</b>			
	<b>Invested in</b>			
	<b>Capital</b>	<b>Unrestricted</b>	<b>2023</b>	<b>2022</b>
Net assets, beginning of year	\$ 11,686,194	\$ 1,592,344	\$ 13,278,538	\$ 12,432,381
Excess of revenues over expenses	(270,831)	681,851	411,020	846,157
Payment of debt on capital assets	281,288	(281,288)	-	-
Invested in capital assets	299,376	(299,376)	-	-
<b>NET ASSETS, END OF YEAR</b>	<b>\$ 11,996,027</b>	<b>\$ 1,693,531</b>	<b>\$ 13,689,558</b>	<b>\$ 13,278,538</b>

**AUBURN BAY RESIDENTS ASSOCIATION**  
**Statement of Cash Flows**  
**For the year ended March 31**

	<u>2023</u>	<u>2022</u>
<b>CASH FLOWS FROM (USED IN) OPERATING ACTIVITIES</b>		
Cash received from membership fees and other	\$ 2,854,625	\$ 3,320,025
Cash received from facility rental	59,366	44,427
Cash received from programming	261,597	215,819
Cash received from maintenance contracts	20,444	9,995
Cash received from interest and other	65,442	34,547
Cash received from government assistance	-	393,697
Cash spent on operations	(2,441,557)	(2,396,629)
Cash spent on interest payments	(118,912)	(85,778)
	<u>701,005</u>	<u>1,536,103</u>
<b>CASH FLOWS FROM (USED IN) FINANCING ACTIVITIES</b>		
Cash repayments on demand loan	<u>(281,288)</u>	<u>(1,214,422)</u>
<b>CASH FLOWS FROM (USED IN) INVESTING ACTIVITIES</b>		
Cash spent on acquisition of capital assets	(299,376)	(195,874)
Cash spent on purchase of investments	(2,150,000)	(300,000)
Cash received from redemption of investments	2,150,000	1,100,000
Proceeds on disposal of capital assets	-	1,575
	<u>(299,376)</u>	<u>605,701</u>
<b>NET CHANGE IN CASH AND CASH EQUIVALENTS</b>	120,341	927,382
<b>CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR</b>	<u>2,460,617</u>	<u>1,533,235</u>
<b>CASH AND CASH EQUIVALENTS, END OF YEAR</b>	<u>\$ 2,580,958</u>	<u>\$ 2,460,617</u>

**AUBURN BAY RESIDENTS ASSOCIATION**  
**Notes to the Financial Statements**  
**March 31, 2023**

**1. SIGNIFICANT ACCOUNTING POLICIES**

a) Purpose

The Auburn Bay Residents Association (the "Association") was incorporated as a not-for-profit corporation on February 24, 2005 under Section 9 of the Companies Act of the Province of Alberta, R.S.A. 1980. As such, the Association is exempt from income tax under Section 149 of the Income Tax Act. The Association owns and operates amenities for the use of its members, the residents of Auburn Bay.

b) Basis of accounting

The financial statements of the Association have been prepared by management in accordance with Canadian accounting standards for not-for-profit organizations ("ASNPO").

c) Revenue recognition

The Association uses the deferral method of accounting for contributions. Contributions of capital assets or funds for the purchase of capital assets which are subject to amortization are deferred and amortized on the same basis of those capital assets. Contributions of capital assets or funds for the purchase of assets which are not subject to amortization are recorded as a direct increase to net assets.

Membership, program, facility rental and maintenance fees are recognized as revenue in the year to which they relate. Restricted contributions are recognized as revenue in the year in which related expenses are incurred. Unrestricted contributions, such as grants and donations not designated for a specific purpose, are recognized as revenue when received, or if the amount can be reasonably estimated and collection is reasonably assured.

Interest and other income is recorded on an accrual basis in the period in which it is earned.

Deferred revenue includes membership, rental and program fees that arise from receipt of payments in advance of the period in which they will be earned.

Government assistance is recognized on a monthly basis when it is earned, when the amount is estimable and collection is reasonably assured.

d) Use of estimates

In accordance with ASNPO, estimates and assumptions are made by management in the preparation of these financial statements. These estimates may impact the amounts included in the financial statements. The most significant of these estimates are related to the estimated useful life of the capital assets and accounts payable and accrued liabilities. Actual results could differ from these estimates.

**AUBURN BAY RESIDENTS ASSOCIATION**  
**Notes to the Financial Statements**  
**March 31, 2023**

**1. SIGNIFICANT ACCOUNTING POLICIES, CONTINUED**

e) Capital assets

Capital assets purchased by the Association are recorded at cost. Capital assets contributed to the Association are recorded at fair value on the date of contribution.

Amortization is based on estimated useful life calculated on a straight-line basis as follows:

Auburn House	40 years
Furniture and equipment	5 years
Vehicles	10 years
Park amenities	25 years

Land and work in progress are not subject to amortization.

f) Cash and cash equivalents

Cash and cash equivalents consists of balances held at financial institutions and guaranteed investment certificates with a maturity date that is less than 90 days after year-end.

g) Investments

Investments are initially recorded at fair value and subsequently accounted for at cost plus accrued interest. Short-term investments include guaranteed investment certificates that mature within 12 months from the year-end date. Long-term investments include guaranteed investment certificates that mature more than 12 months after the year-end date.

h) Impairment of long-lived assets

Capital assets are tested annually for impairment where impairment indicators are present. This would occur if an item no longer contributes to the Association's ability to provide services. Any excess of the item's carrying value, with no long-term service potential, over its residual value is recognized as an expense of the period.

i) Financial instruments

The Association's financial instruments consist of cash and cash equivalents, accounts receivable, short and long term investments, accounts payable and accrued liabilities, demand loan, and loan payable. All financial instruments are initially measured at fair value and subsequently measured at amortized cost.

Financial assets are tested for impairment when changes in circumstances indicate that the asset could be impaired. Transaction costs on the acquisition and sale of financial instruments are expensed for those items re-measured at fair value at each balance sheet date and charged to the financial instrument for those measured at amortized cost.



**AUBURN BAY RESIDENTS ASSOCIATION**  
**Notes to the Financial Statements**  
**March 31, 2023**

**2. INVESTMENTS**

Short-term investment consists of a guaranteed investment certificate for \$300,000 maturing on December 2023 (2022 - \$150,000) with an interest rate of 1.00% (2022 - 1.05%) and accrued interest of \$921 (2022 - \$2,572) which is included in accounts receivable.

Long-term investment consists of a guaranteed investment certificate for \$150,000 maturing on September 2024 (2022 - \$300,000) with an interest rate of 4.20% (2022 - 1.00%) and accrued interest of \$3,538 (2022 - \$921) which is included in accounts receivable.

**3. CAPITAL ASSETS**

	<b>March 31, 2023</b>		
	Cost	Accumulated Amortization	Net Book Value
Auburn House	\$ 4,409,909	\$ 1,414,962	\$ 2,994,947
Furniture and equipment	630,041	519,073	110,968
Vehicles	384,718	152,408	232,310
Park amenities	4,751,701	2,412,059	2,339,642
	10,176,369	4,498,502	5,677,867
Land	9,750,000	-	9,750,000
	<b>\$ 19,926,369</b>	<b>\$ 4,498,502</b>	<b>\$ 15,427,867</b>

	<b>March 31, 2022</b>		
	Cost	Accumulated Amortization	Net Book Value
Auburn House	\$ 4,306,507	\$ 1,313,398	\$ 2,993,109
Furniture and equipment	595,561	488,242	107,319
Vehicles	330,292	121,605	208,687
Park amenities	4,705,717	2,222,595	2,483,122
	9,938,077	4,145,840	5,792,237
Land	9,750,000	-	9,750,000
	<b>\$ 19,688,077</b>	<b>\$ 4,145,840</b>	<b>\$ 15,542,237</b>

Brookfield Residential (Alberta) LP ("Brookfield Residential") transferred to the Association title for land and park amenities on January 29, 2007, for a nominal amount. The land and additional assets were recorded at fair value at the transfer date.

**AUBURN BAY RESIDENTS ASSOCIATION**  
**Notes to the Financial Statements**  
**March 31, 2023**

**4. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES**

Government remittances of \$32,180 (2022 - \$48,456) are included in accounts payable and accrued liabilities at year-end.

**5. DEMAND LOAN**

In May 2013, ATB provided the Association with a demand loan. This loan bears interest at the ATB prime rate plus 0.25% per annum (2022 - ATB prime rate plus 0.25% per annum), is due on demand and is payable in blended monthly interest and principal payments of \$33,350 (2022 - \$33,350), maturing December 31, 2023. The loan is secured by a general security agreement covering the Association's present and after acquired property and proceeds, a first mortgage agreement registered against the property, and a postponement from Maximum Financial Services Inc.

	<u>2023</u>	<u>2022</u>
ATB demand loan	<u>\$ 2,080,993</u>	<u>\$ 2,362,281</u>

The loan is expected to be renewed each year under similar terms, and as such the principal payments estimated to be required in each of the next five years and thereafter are as follows:

2024	\$ 268,555
2025	287,454
2026	307,316
2027	328,551
2028	351,142
Thereafter	<u>537,975</u>
	<u>\$ 2,080,993</u>

**6. DEFERRED CONTRIBUTIONS RELATED TO CAPITAL ASSETS**

Deferred contributions are related to capital assets contributed to the Association by Brookfield Residential and a government grant received for the construction of park amenities.

The balance consists of \$3,479,810 (2022 - \$3,479,810) less accumulated amortization of \$2,128,963 (2022 - \$1,986,048). The land contributed by Brookfield Residential in 2008 is not subject to amortization and was therefore recorded as a direct increase to net assets.

**7. LOAN PAYABLE**

The Association received a loan in the amount of \$40,000 through the Canada Emergency Business Account ("CEBA loan"). The loan is non-interest bearing with no scheduled payments until December 31, 2023. If the Association repays \$30,000 by December 31, 2023, \$10,000 is forgiven. If the \$30,000 in loan payments have not been made by December 31, 2023, the full outstanding balance will be converted to a 5% interest bearing loan to be repaid in monthly instalments over a two-year period ending December 31, 2025. The \$10,000 was recorded as government assistance in 2021 as the Association intends to repay the CEBA loan by December 31, 2023.

**AUBURN BAY RESIDENTS ASSOCIATION**  
**Notes to the Financial Statements**  
**March 31, 2023**

**8. COMMITMENTS**

The Association has lease commitments for office equipment, software and service contracts. Future minimum payments remaining under these agreements for the next five years are as follows:

2024	\$	505,903
2025		23,468
2026		23,069
2027		683
2028		683
Thereafter		342
		<u>\$ 554,148</u>

**9. OPTIONAL AMENITY AGREEMENT**

The Association signed an Optional Amenity Agreement with the City of Calgary on September 13, 2016, in which the Association intends to build additional amenities on lands owned by the City of Calgary. Under the terms of the Agreement, the amenities shall be deemed to be owned by the Association; the Association shall maintain the amenities for a period of 5 years after the City issues its final acceptance certificate for the lands; if the Association fails to make necessary repairs and maintenance during the term, the City shall undertake the repairs and maintenance and be reimbursed by the Association; and payment to the City of Calgary in the amount of \$146,638 must be made which will be kept by the City in a bank account separate from general revenue and used only for the repair, maintenance or removal of the amenities when the Agreement ends or is earlier terminated.

As the developer of the community, Brookfield Residential paid the initial \$146,638 in the Optional Amenity Agreement and does not expect to recover the amounts upon termination of the Agreement.

**10. GOVERNMENT ASSISTANCE**

In 2022, the Association received and recognized wage subsidies as a result of the COVID-19 pandemic under the Canadian Emergency Wage Subsidy ("CEWS") program and the Hardest-Hit Business Recovery Program ("HHBRP") totalling \$393,697. No government subsidies were received in 2023 by the Association.

**AUBURN BAY RESIDENTS ASSOCIATION**  
**Notes to the Financial Statements**  
**March 31, 2023**

**11. FINANCIAL INSTRUMENTS**

The Association, through its financial assets and liabilities, has exposure to the following risks from its use of financial instruments: interest rate risk, credit risk and liquidity risk. The Association manages its exposure to these risks by operating in a manner that minimizes its exposure to the extent practical. There has been no change in the risk exposure since prior year. The risks and related management strategies are discussed below:

a) Interest rate risk

The Association is exposed to interest rate cash flow risk as a result of its floating rate debt, whereby the cash flows required to service the debt will fluctuate with changes in market rates.

b) Credit risk

The Association is exposed to credit risk through its cash and accounts receivable.

The Association's credit risk is primarily attributable to its accounts receivable. The accounts receivable represents annual charges not collected from members. The risk is mitigated due to the fact that the Association takes legal action on overdue accounts and places a lien on the property of the member and will collect the annual charge upon sale of the home if the member chooses not to pay the annual charge. The credit risk on cash is limited because the counterparty is a major Canadian financial institution.

c) Liquidity risk

Liquidity risk is the risk that the Association would encounter difficulty in meeting its financial obligations.

Liquidity risk includes the risk that the Association will not have sufficient funds to settle a transaction on the due date. Liquidity risk arises from the accounts payable and accrued liabilities and demand loan.



# Information Circular

## GENERAL INFORMATION & PROXY STATEMENT

### **SOLICITATION OF PROXIES**

This Information Circular is furnished in connection with the solicitation of proxies by management of the AUBURN BAY RESIDENTS ASSOCIATION (the "Company") for use at the Annual General Meeting (the "Meeting") of Voting Members of the Company, to be held at **AUBURN HOUSE, 200 Auburn Bay Blvd. S.E.**, Calgary, Alberta, on **Thursday, November 2<sup>nd</sup>, 2023 at 7:00 P.M.** (MDT). All expenses incurred in connection with the solicitation of proxies will be borne by the Company. Solicitation will be made primarily by mail, but proxies may also be solicited by Directors, officers, and employees of the Company.

### **APPOINTMENT AND REVOCATION OF PROXIES**

A Voting Member desiring to appoint a person (who must also be a Voting Member in Good Standing) to represent him/her at the Meeting may do so by inserting such person's name in the blank space provided. The completed proxy must be delivered, in person, by the Voting Member giving the proxy, to the address indicated below, no later than 48 hours (excluding Saturday, Sundays and Holidays) before the time of the Meeting:

**c/o: Auburn Bay Residents Association  
200 Auburn Bay Blvd. S.E., Calgary, Alberta, T3M 0A4  
Or by facsimile to 403-930-6456  
"ATTENTION: General Manager"**

Proxies must be in writing, signed and delivered in person by the Voting Member giving the proxy, no later than **5:00 P.M. on TUESDAY, October 31, 2023**, or they will be invalid.

A Voting Member may revoke a form of proxy previously given by delivering another proper form of proxy bearing a later date than the previously given form of proxy, or by delivering an instrument in writing executed by the Voting Member or by his attorney, authorized in writing, in either case, to Auburn House at:

**c/o: Auburn Bay Residents Association  
200 Auburn Bay Blvd. S.E., Calgary, Alberta, T3M 0A4  
Or by facsimile to 403-930-6456  
"ATTENTION: Chrissie Rozak"**

### **EXERCISE OF DISCRETION BY PROXY**

Proxies will be voted or withheld from voting in accordance with the Voting Member's instructions contained therein. The form of Proxy also confers authority on the persons named therein to vote with respect to any other matters that may properly be brought before the Meeting. At the date hereof, management knows of no other such matters.

### **VOTING BY VOTING MEMBERS**

Only Members on record in good standing at the close of business on the **2<sup>nd</sup> day of October 2023** are entitled to vote at the Meeting, each Voting Member being entitled to one (1) vote. Voting Members are defined in the Articles of Association (the "Articles") of the Company as restricted to the Homeowner Members and Rental Members. A Homeowner Member is defined in the Articles as the registered owner or one of the registered owners of a single-family residential property, including a condominium unit located in the Auburn Bay Lands. A Rental Member means the registered owner or one of the registered owners of a multi-family residential rental project located in the Auburn Bay Lands. No Voting Member is entitled to vote at the Meeting if at the date of the meeting any sum due or payable to the Company by such Voting Member remains unpaid for at least forty-five (45) days following a written request for payment of same.

- a. Where there is more than one owner of a property, there shall be only one Voting Member who shall be the person designated as the Voting Member by all the owners of the property. In the absence of such designation, the first person named as owner in the Certificate of Title or as Purchaser in an Agreement for Sale, shall be the Voting Member;
- b. Where a single-family residential property is owned by a corporation other than Brookfield (or another developer within the Auburn Bay Lands) the Voting Member shall be a person resident in said property and shall be designated by the corporation as the Voting Member;
- c. Where a Voting Member, including Brookfield, owns more than one single-family residential property in the Auburn Bay Lands, other than in the case of condominium units, that Voting Member shall be entitled to one (1) vote for each such property owned by the Voting Member;
- d. Where a single-family residential property or condominium unit is occupied by a tenant, such tenant may be designated by the otherwise designated Voting Member pursuant to (a) above, as the Voting Member by and instead of the owner(s) of such property;
- e. Where a rental project is involved, the registered owner or its designate, shall be the Voting Member and notwithstanding how many Tenant Members are residing in the rental project, it shall have only one (1) vote.

As at the close of business on the **2<sup>nd</sup> day of October 2023**, the Company had **6,690** Voting Members in good standing. The Company's Voting Members in-good-standing are the only Voting Members entitled to vote at the Meeting.

#### ELECTION OF DIRECTORS

At the Meeting, it is proposed that the total number of Directors for the company be established as no more than ten (10) until the next Annual General Meeting. It is proposed that seven (7) Resident Directors be elected at the Annual General Meeting. The following persons are current Resident Directors and/or Shadow Officers of the Company, and have expressed an interest to stand for re-election for the ensuing term:

- Ed Oke
- David Bissett
- Carla Obuck
- Rob Gray
- Victoria Winder

The following residents in good standing have placed their name up for nomination for the ABRA Board of Directors:

- |                    |                  |
|--------------------|------------------|
| • Bethany Haberman | • Rob Sullivan   |
| • Erin Wolfe       | • Valeria Watson |
| • Fred Lauzon      | • Alyssa Paul    |
| • Marc Demeter     | • Heather Cook   |
| • Prince Aurora    |                  |

Nominations will also be sought at the meeting for the remaining Directors from the Members. Individuals should be aware of the fiduciary responsibilities of Directors generally. Members interested in standing for election at the meeting are invited to contact Chrissie Rozak in advance of the meeting by email at [gm@auburnbay.org](mailto:gm@auburnbay.org)

The term of office for each person shall be two (2) years from the date of the Annual General Meeting of which they were elected. The following information is given with respect to the current Directors, and each nominee as a Director, including the length of time each Director has been a Director of the Company.

Name	Period Served as Director of Company	Principal Occupation
Tasha Stevenson, President	8 years	Communication Coordinator RE/MAX Cliff Stevenson Group
Andrew Lewis, Vice-President	6 years	Business Technology Manager Bennett Jones SLP
Edward Oke, Treasurer	13 years	Vice President, Human Resources Calfrac Well Services
David Bissett, Secretary	11 years	Vice President, Field Services CANA High Voltage Ltd.
Carla Obuck	10 years	Business Owner Personally, C.D. Ventures 1998 Inc.
Robert Gray	4 years	City of Calgary Police Officer
David Fida	3 years	Restaurant Experience Manager The Glencoe Club
Tara Steell	2 years	General Manager, Calgary Land Dream Asset Management
Victoria Winder	2 years	Facility Manager Mahogany Homeowners Association
Karla Gae-Sterling	1 year	Lawyer & Business Owner Virtual Law Group Canada; YYC Caribbean Treats

**DIRECTORS COMPENSATION - Nil**

**PENSION PLAN – Nil**

**EXECUTIVE COMPENSATION AND PLANS - Nil**

**INCENTIVE SHARE OPTION PLAN FOR OFFICERS AND KEY EMPLOYEES - Nil**

**APPOINTMENT OF AUDITORS**

Management proposes the Board of Directors appoint BDO Canada as Auditor for the Company for the 2023-2024 fiscal year.

**CERTIFICATE**

The foregoing contains no misstatement of a material fact and does not omit to state a material fact that is required to be stated or that is necessary to make a statement not misleading in light of the circumstances in which it was made.

BY ORDER OF THE BOARD OF DIRECTORS



DAVID BISSETT, Secretary

The management of the Company knows of no amendment, variation or other matters to come before the Annual Meeting of Voting Members other than the matters referred to in the Notice of Meeting. However, if any other matter properly comes before the Meeting, the accompanying proxy will be voted on such matter in accordance with the best judgement of the person or persons voting such proxy.

DATED this **3rd day of October 2023**.

BY ORDER OF THE BOARD OF DIRECTORS



DAVID BISSETT, Secretary

**INSTRUCTIONS FOR PROXY FORMS**

**Appointment and Revocation of Proxies**

A Voting Member desiring to appoint a person (who must also be a Voting Member in Good Standing) to represent him/her at the Meeting may do so by inserting such person's name in the blank space provided. The completed proxy must be delivered, in person, by the Voting Member giving the proxy, to the address indicated below, no later than 48 hours (excluding Saturday, Sundays and Holidays) before the time of the Meeting:

**Auburn Bay Residents Association  
200 Auburn Bay Blvd S.E., Calgary, Alberta T3M 0A4  
Or by facsimile to 403-930-6456  
"Attention: Chrissie Rozak"**

Proxies must be in writing, signed and delivered in person by the Voting Member giving the proxy, no later than **5:00 P.M. on TUESDAY, OCTOBER 31, 2023**, or they will be invalid. A Member who has given a proxy may revoke it any time before it is exercised. A proxy may be revoked by instrument in writing or, if the Member is a corporation, should be signed by a duly authorized officer under corporate seal, by an officer or attorney thereof duly authorized, and delivered as indicated above, no later than **5:00 P.M. on TUESDAY, OCTOBER 31, 2023**.

**Voting and Exercise of Discretion by Proxies**

The persons named in the form of proxy will vote the Membership in respect of which they are appointed in accordance with the instructions indicated therein.

BY ORDER OF THE BOARD OF DIRECTORS



DAVID BISSETT, Secretary



# ANNUAL GENERAL MEETING OF VOTING MEMBERS

On the 2<sup>nd</sup> day of November, 2023 at 7:00 P.M. (Mountain Standard Time)  
PROXY SOLICITED BY MANAGEMENT

The undersigned Voting Member of the AUBURN BAY RESIDENTS ASSOCIATION (the "Company") hereby appoints **Tasha Stevenson** or failing him \_\_\_\_\_, as proxy to attend and vote on behalf of the undersigned at the Annual General Meeting of Voting Members and at any adjournment thereof, and my proxy is instructed to vote:

1) FOR \_\_\_\_ OR AGAINST \_\_\_\_ (and if no specification is made, FOR)

The setting of the total number of Directors for the Company until the next Annual General Meeting at ten (10).

2) FOR or AGAINST the election of the following resident(s) as Director(s): Please vote in favour of a maximum of seven (7) nominees.

<u>NAME</u>	<u>FOR</u>
ED OKE	
DAVID BISSETT	
CARLA OBUCK	
ROB GRAY	
VICTORIA WINDER	
BETHANY HABERMAN	
ERIN WOLFE	
FRED LAUZON	
MARC DEMETER	
PRINCE AURORA	
ROB SULLIVAN	
VALERIE WATSON	
ALYSSA PAUL	
HEATHER COOK	

3) FOR \_\_\_\_ OR AGAINST \_\_\_\_ (and if no specification is made, FOR)

That BDO Canada be appointed as Auditor for the 2023-24 fiscal year by the Board of Directors.

4) FOR \_\_\_\_ OR AGAINST \_\_\_\_ (and if no specification is made, FOR)

And in his/her discretion with respect to any amendments, variations, or additions with respect to any of the matters noted above or with respect to any other matter which may properly be brought before the meeting or any adjournment thereof.

DATED this \_\_\_\_\_ day of \_\_\_\_\_, 2023.

\_\_\_\_\_  
Voting Member's Name (please print)

\_\_\_\_\_  
Signature of Voting Member

\_\_\_\_\_  
Voting Member's Auburn Bay Address (required)

This form should be signed by the Voting Member or his attorney, authorized in writing, and if the Member is a corporation, this form of proxy should be signed by a duly authorized officer under corporate seal.

**RETURN PROXIES IN PERSON NO LATER THAN 5:00 P.M. ON TUESDAY, OCTOBER 31, 2023 TO:**

**Auburn Bay Residents Association  
200 Auburn Bay Blvd. S.E., Calgary, Alberta, T3M 0A4  
"ATTENTION: CHRISSIE ROZAK"**