



RESIDENTS  
ASSOCIATION

September 3, 2024

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

Dear Members:

**RE: Notice of the 2024 Annual General Meeting  
Thursday, October 3rd, 2024 @ 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 2, 2023, the Report of the Board of Directors, the Audited Financial Statements for the 2023-2024 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, October 3<sup>rd</sup>, 2024** at Auburn House, located at 200 Auburn Bay Blvd S.E.

During the Annual General Meeting being held on Thursday, October 3, 2024, the ABRA Board of Directors will be requesting your approval of the revised Articles of Association (by-laws) which require consent of membership by Special Resolution.

**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 **two (2) 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**

**ANDREW  
LEWIS**  
President

**DAVID  
FIDA**  
Vice-President

**EDWARD  
OKE**  
Treasurer

**DAVID  
BISSETT**  
Secretary

**CARLA  
OBUCK**  
Resident  
Director

**ROBERT  
GRAY**  
Resident  
Director

**VICTORIA  
WINDER**  
Resident  
Director

**MARC  
DEMETER**  
Resident  
Director

**FRED  
LAUZON**  
Resident  
Director

**HEATHER  
COOK**  
Resident  
Director



# Notice of 2024 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, October 3, 2024 at 7:00 P.M.** (MST) for the following purposes:

- 1) To receive the minutes of the AGM held on November 2, 2023;
- 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>, 2024;
- 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>, 2025;
- 6) To approve by Special Resolution, the revisions to the Auburn Bay Residents Association's Articles of Association (by-laws).
- 7) 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 September 2024:

BY ORDER OF THE BOARD OF DIRECTORS

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 1, 2024.**  
ALL PROXIES MUST BE IN WRITING AND SIGNED BY THE VOTING MEMBER.



## 2023 ANNUAL GENERAL MEETING OF MEMBERS MEETING MINUTES

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Place: In-Person Meeting at Auburn House

Date: November 2, 2023

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 7:02pm.
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 **62** 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 3, 2022, appended to the Notice of Meeting and Information Circular. **Heather Cook** motioned to approve the Minutes of the Annual General Meeting held on November 3, 2022. **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, 2022 through March 31, 2023, also appended to the Notice of Meeting and Information Circular. **David Fida** moved that the reading of the Director's Report be dispensed with. **Rhonda Lauzon** 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>, 2023. 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. **Ed Oke** moved that ten (10) Directors be elected to serve until the next Annual General Meeting of the Association. **David Fida** seconded the motion. The Chairperson declared the motion carried.
13. The Chairperson announced that there are currently eight (8) vacant positions on the Board. As per the Articles of Association the current Directors will remain and serve another one (1) year, and remaining 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:
  - Andrew Lewis
  - David Fida
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:
  - Ed Oke
  - David Bissett
  - Carla Obuck
  - Rob Gray
  - Victoria Winder
15. The Chairperson then asked for a motion to nominate these individuals. **David Fida** 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. **Andrew Lewis** 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:
  - Bethany Haberman
  - Erin Wolfe
  - Fred Lauzon
  - Marc Demeter
  - Prince Arora
  - Rob Sullivan
  - Valerie Watson
  - Alyssa Paul
  - Heather Cook
17. The Chairperson asked if there were any further nominations. The Secretary noted that there were three (3) nominations from the floor.
  - JP Sandhu
  - Paul Meyer
  - Ashish Rangari
18. The Chairperson then asked for a motion to nominate these individuals to the Board. **Heather Cook** moved to nominate these individuals to the Board. **JP Sandhu** seconded the motion. The Chairperson declared the motion carried.
19. The Chairperson then asked for a motion that nominations be closed. **David Bissett** moved that the nominations for Directors be closed. **Carla Obuck** seconded the motion. The Chairperson declared the motion carried.

20. The Chairperson stated that the nomination of Directors requires an election, as seventeen (17) persons have been nominated and there are eight (8) Resident Directors are required. The vote was then moved to a ballot – each Voting Member in attendance of the AGM was given a poll sheet. All the votes were casted and given to the Scrutineer who then announced the results. The Scrutineer then declared that **Ed Oke, David Bissett, Carla Obuck, Victoria Winder, Rob Gray, Fred Lauzon, Marc Demeter, and Heather Cook** 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. **Tara Steell** so moved. **Rob Gray** 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>, 2024, and that the Directors be authorized to fix remuneration. **Ed Oke** so moved. **Heather Cook** 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. **David Fida** moved that the proxy votes and ballots be destroyed. **Carla Obuck** 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 8:41 p.m., **Katrina Cook** moved that the meeting be terminated. **Ed Oke** 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, 2023 – March 31, 2024

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, 2024 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 ten (10) part-time Customer Service Representatives and eight (8) 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 2023-24 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 2024-25 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>, 2024.

**Appointment of Auditor**

The Board of Directors proposes to appoint BDO Canada LLP as Auditor for the company for the 2024-2025 Fiscal Year.

Dated this 3<sup>rd</sup> day of September, 2024

BY ORDER OF THE BOARD OF DIRECTORS



DAVID BISSETT, Secretary

**ANDREW  
LEWIS**  
President

**DAVID  
FIDA**  
Vice-President

**EDWARD  
OKE**  
Treasurer

**DAVID  
BISSETT**  
Secretary

**CARLA  
OBUCK**  
Resident  
Director

**ROBERT  
GRAY**  
Resident  
Director

**VICTORIA  
WINDER**  
Resident  
Director

**MARC  
DEMETER**  
Resident  
Director

**FRED  
LAUZON**  
Resident  
Director

**HEATHER  
COOK**  
Resident  
Director

**AUBURN BAY RESIDENTS ASSOCIATION**

**FINANCIAL STATEMENTS**

**March 31, 2024**





Tel: 403 266 5608  
Fax: 403 233 7833  
www.bdo.ca

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

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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, 2024, 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, 2024, and the results of its 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.



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  
August 9, 2024

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

	<u>2024</u>	<u>2023</u>
<b>CURRENT ASSETS</b>		
Cash and cash equivalents	\$ 1,571,421	\$ 2,580,958
Accounts receivable	33,252	24,385
Short-term investment (Note 2)	450,000	300,000
Prepaid expenses	47,641	46,047
	<u>2,102,314</u>	<u>2,951,390</u>
<b>CAPITAL ASSETS (Note 3)</b>	15,630,101	15,427,867
<b>LONG TERM INVESTMENT (Note 2)</b>	<u>780,000</u>	<u>150,000</u>
	<u><b>\$ 18,512,415</b></u>	<u><b>\$ 18,529,257</b></u>
<b>CURRENT LIABILITIES</b>		
Accounts payable and accrued liabilities (Note 4)	\$ 189,565	\$ 265,552
Demand loan (Note 5)	1,825,107	2,080,993
Deferred revenue	1,172,933	1,112,307
	<u>3,187,605</u>	<u>3,458,852</u>
<b>DEFERRED CONTRIBUTIONS RELATED TO CAPITAL ASSETS (Note 6)</b>	1,207,932	1,350,847
<b>LOAN PAYABLE (Note 7)</b>	<u>-</u>	<u>30,000</u>
	<u>4,395,537</u>	<u>4,839,699</u>
<b>NET ASSETS INVESTED IN CAPITAL ASSETS</b>	12,627,062	11,996,027
<b>UNRESTRICTED NET ASSETS</b>	1,489,816	1,693,531
	<u>14,116,878</u>	<u>13,689,558</u>
	<u><b>\$ 18,512,415</b></u>	<u><b>\$ 18,529,257</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>2024</u>	<u>2023</u>
<b>REVENUES</b>		
Membership fees	\$ 3,275,848	\$ 3,139,755
Programming	256,235	228,816
Amortization of deferred contributions (Note 6)	142,915	142,915
Facility rental	82,003	70,732
Interest and other	64,086	65,442
Maintenance contracts	10,450	9,995
	<u>3,831,537</u>	<u>3,657,655</u>
<b>EXPENSES</b>		
Administration	235,691	287,935
Amenity maintenance	271,576	240,322
Amortization of capital assets:		
Contributed (Note 6)	142,915	142,915
Purchased	237,063	230,957
Facility operations and maintenance	1,981,305	1,823,738
Interest on demand loan	144,312	118,912
Maintenance contracts	100,739	78,082
Programming	290,616	283,902
	<u>3,404,217</u>	<u>3,206,763</u>
<b>EXCESS OF REVENUES OVER EXPENSES BEFORE THE FOLLOWING ITEM</b>	427,320	450,892
<b>LOSS ON DISPOSAL OF CAPITAL ASSETS</b>	<u>-</u>	<u>(39,872)</u>
<b>EXCESS OF REVENUES OVER EXPENSES</b>	<u><u>\$ 427,320</u></u>	<u><u>\$ 411,020</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>2024</b>	<b>2023</b>
Net assets, beginning of year	\$ 11,996,027	\$ 1,693,531	\$ 13,689,558	\$ 13,278,538
Excess of revenues over expenses	(237,063)	664,383	427,320	411,020
Payment of debt on capital assets	285,886	(285,886)	-	-
Invested in capital assets	582,212	(582,212)	-	-
<b>NET ASSETS, END OF YEAR</b>	<b>\$ 12,627,062</b>	<b>\$ 1,489,816</b>	<b>\$ 14,116,878</b>	<b>\$ 13,689,558</b>

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

	<u>2024</u>	<u>2023</u>
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>		
Cash received from membership fees and other	\$ 3,366,475	\$ 2,854,625
Cash received from facility rental	80,740	59,366
Cash received from programming	237,946	261,597
Cash received from maintenance contracts	10,450	20,444
Cash received from interest and other	53,636	65,442
Cash spent on operations	(2,966,374)	(2,441,557)
Cash spent on interest payments	(144,312)	(118,912)
	<u>638,561</u>	<u>701,005</u>
<b>CASH FLOWS USED IN FINANCING ACTIVITIES</b>		
Cash repayments on demand loan	(285,886)	(281,288)
<b>CASH FLOWS USED IN INVESTING ACTIVITIES</b>		
Cash spent on acquisition of capital assets	(582,212)	(299,376)
Cash spent on purchase of investments	(1,080,000)	(2,150,000)
Cash received from redemption of investments	300,000	2,150,000
	<u>(1,362,212)</u>	<u>(299,376)</u>
<b>NET CHANGE IN CASH AND CASH EQUIVALENTS</b>	(1,009,537)	120,341
<b>CASH AND CASH EQUIVALENTS, BEGINNING OF YEAR</b>	<u>2,580,958</u>	<u>2,460,617</u>
<b>CASH AND CASH EQUIVALENTS, END OF YEAR</b>	<u><u>\$ 1,571,421</u></u>	<u><u>\$ 2,580,958</u></u>

**AUBURN BAY RESIDENTS ASSOCIATION**  
**Notes to the Financial Statements**  
**March 31, 2024**

**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, 2024**

**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 is 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, and demand loan. 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, 2024**

**2. INVESTMENTS**

Short-term investment includes guaranteed investment certificates of \$450,000 maturing on September 2024 and March 2025 (2023 - \$300,000) with an interest rate of 4.20% and 4.80% (2023 - 1.00%).

Long-term investment includes guaranteed investment certificate of \$780,000 maturing on March 2026, March 2027 and March 2029 (2022 - \$150,000) with an interest rate of 4.40%, 4.30% and 4.05% (2023 - 4.20%).

**3. CAPITAL ASSETS**

	<b>March 31, 2024</b>		
	Cost	Accumulated Amortization	Net Book Value
Auburn House	\$ 4,920,115	\$ 1,531,214	\$ 3,388,901
Furniture and equipment	677,107	557,393	\$ 119,714
Vehicles	384,718	187,746	\$ 196,972
Park amenities	4,776,641	2,602,127	\$ 2,174,514
	10,758,581	4,878,480	5,880,101
Land	9,750,000	-	9,750,000
	<b>\$ 20,508,581</b>	<b>\$ 4,878,480</b>	<b>\$ 15,630,101</b>

	<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>

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, 2024**

**4. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES**

Government remittances of \$40,189 (2023 - \$32,180) 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 (2023 - 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 (2023 - \$33,350), maturing December 31, 2024. 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>2024</u>	<u>2023</u>
ATB demand loan	<u>\$ 1,825,107</u>	<u>\$ 2,080,993</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	\$ 273,403
2025	294,482
2026	317,186
2027	341,505
2028	367,969
Thereafter	<u>230,562</u>
	<u>\$ 1,825,107</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 (2023 - \$3,479,810) less accumulated amortization of \$2,271,878 (2023 - \$2,128,963). 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"). Eligible CEBA Loan Holders in good standing were able to qualify for partial loan forgiveness if the non-forgivable principal of their CEBA Loan was repaid on or before January 18, 2024. The CEBA loan of \$30,000 was repaid on January 12, 2024 and \$10,000 was forgiven.

**AUBURN BAY RESIDENTS ASSOCIATION**  
**Notes to the Financial Statements**  
**March 31, 2024**

**8. COMMITMENTS**

The Association has lease commitments for office equipment, software and service contracts. Future minimum payments over the remaining terms of the leases are as follows:

2025	\$	65,621
2026		64,236
2027		21,125
	<u>\$</u>	<u>150,982</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.

**AUBURN BAY RESIDENTS ASSOCIATION**  
**Notes to the Financial Statements**  
**March 31, 2024**

**10. 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, October 3<sup>rd</sup>, 2024 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 1<sup>st</sup>, 2024**, 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 September 2024** 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 September 2024**, the Company had **6,642** 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 two (2) 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:

- David Fida

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

- Paul Meyer
- J.P. Sandhu
- Charles Miron
- Robert Jolly

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
Andrew Lewis, President	7 years	Business Technology Manager Bennett Jones SLP
David Fida, Vice-President	4 years	Restaurant Experience Manager The Glencoe Club
Edward Oke, Treasurer	14 years	Vice President, Human Resources & Business Services Stampede Drilling Inc.
David Bissett, Secretary	12 years	President Alien Engineering Technologies Ltd.
Carla Obuck	11 years	Business Owner Personally, C.D. Ventures 1998 Inc.
Robert Gray	5 years	City of Calgary Police Officer
Victoria Winder	3 years	Facility Manager Mahogany Homeowners Association
Marc Demeter	1 year	Chief Science Officer OSP Microcheck
Fred Lauzon	1 year	Retired
Heather Cook	1 year	Licensed Practical Nurse Alberta Health Services

**DIRECTORS COMPENSATION - Nil**

**PENSION PLAN – Nil**

**EXECUTIVE COMPENSATION AND PLANS - Nil**

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

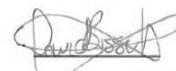
**APPOINTMENT OF AUDITORS**

Management proposes the Board of Directors appoint BDO Canada as Auditor for the Company for the 2024-2025 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 3<sup>rd</sup> day of September 2024.

BY ORDER OF THE BOARD OF DIRECTORS



DAVID BISSETT, Secretary

### **SPECIAL RESOLUTION**

The ABRA Board of Directors will be requesting your consent of the revised Articles of Association (by-laws). Revisions of the Articles of Association require approval of the membership by Special Resolution. The company proposes to amend the Articles of Association of the Company filed with the Corporate Registry:

1. Set or affirm the expiry of the current term for the following directors to expire at the 2025 Annual General Meeting of the Members so as to avoid a substantial turnover of the board in 2025:
  - a. Ed Oke
  - b. David Bissett
  - c. Fred Lauzon
  - d. The newly elected director from the 2024 AGM
  - e. The newly elected director from the 2024 AGM
2. Set the expiry of the current term for the following directors to expire at the 2026 Annual General Meeting of the Members so as to avoid a substantial turnover of the board in 2025:
  - a. Marc Demeter
  - b. Carla Obuck
  - c. Heather Cook
  - d. Vicky Winder
  - e. Rob Gray

Article 28. To be amended as follows:

(a) "At the first (2025) election of Directors following the approval of this by-law, of the five (5) Directors positions which have been vacated: two (2) directors shall be elected for a three-year term, two (2) directors shall be elected for a two-year term and one (1) director shall be elected for a one-year term, or any such manner by which the terms of the newly elected directors are as close to equal as possible amongst 1 year, 2 year, and 3 year terms. Thereafter, except where an election is held to fill the unexpired portion of a term, newly elected directors shall be elected for three-year (3) terms."

(b) "At the second (2026) election of Directors following the approval of this by-law, of the five (5) Directors whose terms have expired at each meeting one (1) director shall be elected for a three-year term, two (2) directors shall be elected for a two-year term and two (2) directors shall be elected for a one-year term, or any such manner by which the terms of total directors are as close to equal as possible amongst 1 year, 2 year, and 3 year terms, such that on an ongoing basis 3 or 4 directors will turnover as each annual general meeting in perpetuity. Thereafter, except where an election is held to fill the unexpired portion of a term, newly elected directors shall be elected for three-year (3) terms."

Article 32. To be amended as follows:

"A Director who resigns in accordance with this section shall cease to be eligible for election or appointment as Director for a period of Five (5) years from the effective date of their resignation, unless a majority of Directors agree otherwise, in their sole and absolute discretion."

Article 36. To be amended as follows:

"Subject to section 35, any Director may serve only three (3) consecutive terms, and thereafter shall not again be eligible for election until the expiration of two (2) years."

### **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 1, 2024**, 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 1, 2024**.

#### **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 3<sup>rd</sup> day of October, 2024 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 **Andrew Lewis** 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 two (2) nominees.**

NAME	FOR
DAVID FIDA	
PAUL MEYER	
J.P. SANDHU	
CHARLES MIRON	
ROBERT JOLLY	

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

That BDO Canada be appointed as Auditor for the 2024-25 fiscal year by the Board of Directors.

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

To approve the revisions that are proposed for the Auburn Bay Residents Association's Articles of Association, in the form in which the revisions have been presented to the members by the Board of Directors.

5) **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 \_\_\_\_\_, 2024.

\_\_\_\_\_  
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 1, 2024 TO:**

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