Minutes of the 2024 Annual General Meeting
Sunday, December 8, 2024
10:00am – 11:15am

1) Welcome & Introductions

In the Chair's (Rick Jeffery #30) absence, Lloyd Ferguson (#7) chaired the meeting. Lloyd welcomed everyone to the meeting and reviewed the agenda.

There were several changes to the Board of Directors during 2024. Lloyd thanked Directors Jay Thomas (#12) and Kim Chadwick (#20) for their service to the Park, and welcomed Matt Rutherford (#1B) and Shay Williams (#1A) to the Board.

Note: Directors Rick Jeffery (#30), Elaine Dagg-Jackson (#50) and Matt Rutherford (#1B) were not able to attend the meeting.

2) Attendance/Quorum

Of 59 Class A shares:

- Class A shares represented in person – 29 (49%)
- Class A shares represented by proxy – 11 (19%)

19 shares (32%) were not represented.

Quorum achieved (68%); AGM declared official.

Articles of Incorporation, Section 10.3: A quorum shall be two persons present and being, or represented by proxy, members holding not less than one-twentieth of the issued shares entitled to be voted at the meeting.

3) Approval of the Minutes of 2022 AGM

MOTION: To approve Minutes of the 2023 Annual General Meeting (January 14, 2024)
Proposed by Sean Gibbs (#52)
Seconded by Randy Sanderson (#28)
Carried unanimously; 2023 AGM Minutes APPROVED

4) President's Report – Rick Jeffery

Lloyd presented Rick's report.

a) New Shareholders

Welcome to:

- Raj & Amardeep Rai (#17)

b) Board Priorities

The key responsibilities of the CLRC Board are governance; legal compliance; fiscal management; capital planning; and business operations. The completion of the Water/Wastewater Project (WWP) was a significant achievement in 2024.

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c) Volunteer Recognition

Lloyd spoke to the contributions of those Shareholders who helped with work parties with a shout-out to Steve Curnow (#57), and thanked the Directors, and specifically **Jim Bourne** (Caretaker) for his ongoing work. Thank you!

5) Infrastructure Report – Rick Jeffery

Lloyd presented Rick's report.

a) 2024 Capital Projects - Completed

- Redevelopment of Site 13 for seasonal rental
  - Redevelopment cost - $10,600
  - 2024 rental revenue - $3,500
- Temporary development of Site 9 for seasonal rental
  - Temporary development cost - $10,183
  - 2024 rental revenue - $5,500

b) 2025 Capital Projects – Planned or In Progress

- Replacement of water outlets for Sites 46-53 & 17
  - Rusty water due to inappropriate fixtures
- Subdivision of Site 9
  - Site leveled
  - Sewer, water and hydro to be split
  - $6,000-$8,000 (est)
- Replacement of electrical shed on Site 11 (panel overloaded)
- Electrical upgrage for Sites 18-22; 33-45
  - Site plan being developed for BC Hydro feedback
  - SH will be engaged to consider options
- Exterior finishing for WWTP shed
- Completion of basement suite at Site #8 (Caretaker's House)
- Marina Improvements (see also 6c below)
  - Repair boat launch
  - Expand marina (docks) for rentals and personal watercraft (PWC)
  - Redevelop swim area and swim dock to optimize safety and use
  - Handicap access plan
  - SH engagement plan to be developed re: marina improvements

c) Rental Revenue

- Proposed 2025 rental revenue:
  - Shoulder season (May/Sep): $1,500
  - High season (Jun/Jul/Aug): $2,000
  - Fully rented site (May-Sept): $9,000
  - Three seasonal rentals (9A, 9B, 13): $27,000

Shareholders had questions/comments as follows:

- Washrooms are in bad shape; please add to capital project list.
- What is intention for basement suite @ Site #8?

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6) Operations Report – Mike Bourne

a) 2024 Projects

- Ongoing clean-up post WWTP project
- Retaining wall near garbage bins
- Lawn re-seeding
- Dock maintenance (rotten boards, rubber transitions)

b) 2025 Projects

- Roadways – sweep and patch with asphalt fines as needed - $3,000
- Roadways @ Sites 18-22 – level and add material - $1,000
- Retaining walls @ boat launch - $1,500
- Washroom pathway – safety upgrade - $500
- Uplands Rd completion (lawn/gravel)
- WWTP Maintenance
  - Monitoring periodic odours; options for mitigation are being pursued
  - Maintenance monitoring contract to MySeptic at an annual savings of $14,000. MSR
- Marina improvements with SH engagement (see 5b above and 6c below).
- Community gathering place with propane fire table

c) Marina Improvements

- Shareholder engagement to address marina issues:
  - better access to swim area from beach
  - better separation of swimming and power boating areas
  - create more swim dock space to alleviate overcrowding
  - remove partially submerged log from harbour
  - address the hazardous crumbling sections of the concrete retaining wall in front of Sites 51 & 52
  - address shortage of personal watercraft (Seadoo) moorage
  - create one additional boat slip (63 slips required)
  - reinstall the breakwater logs to the piles securely and more permanently

Shareholders had questions/comments as follows:

- Will WWTP warranty be compromised by switch to MySeptic? No, MSR built and maintained the WWTP system for a full year per the contract.
- Will there be SH training for WWTP monitoring, as previously discussed?

7) Treasurer's Report – Linda Fox

a) 2024 Draft Financial Statements

Linda outlined the challenges in receiving the YE2024 Draft Financial Statements with adequate time to prepare for a December AGM. The Board will be considering options to ensure SH are able to review Financial Statements prior to approving. The Board will review and share the YE2024 Draft Financial Statements with a Special General Meeting in February 2025 (date to be confirmed) to review and approve.

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UPDATE (2025.06.24) - A virtual resolution to approve the YE2024 Financial Statements was proposed to Shareholders via e-mail. The resolution required 50% +1 and there were 54 "yes" votes, so the resolution was approved.

b) 2025 Draft Operating Budget

Linda reviewed the proposed operating budget and assessments (see attached). She noted several key points:

- 2025 fee assessments are projected to decrease
- Quarterly fee reminders will be issued to assist SH in remaining current
- Payments can be made as follows:
  - CLRC c/o PO Box 378, Lantzville, BC, V0R 2H0
  - treasurerCLRC@gmail.com (please note Site #)

Shareholders had questions/comments as follows:

- Rental sites: would CLRC consider longer-term rentals? The preference is for seasonal rentals, ideally for the whole season; shorter periods would be considered.
- How often are the hydro meters read? BC Hydro invoices bi-monthly, however Lloyd explained the master/slave meters infrastructure at CLRC and noted that the slave meters are read annually unless there is indication otherwise. Linda also noted that the hydro assessments are based on prior useage and reconciled to actuals at year end.

MOTION: To approve the YE2025 Draft Operating Budget
Proposed by Tim Chadwick (#20)
Seconded by Mike Lidgate (#30)
Carried unanimously; YE2025 Draft Operating Budget APPROVED

8) Communications Report – Elaine Dagg-Jackson

Michele presented Elaine's report.

Elaine highlighted the Board's efforts to provide regular communications in a timely and accurate manner, and thanked SH for their commitment to a friendly and respectful atmosphere, and for bringing questions, suggestions and concerns to the Board by email.

Shareholders were invited to join the Social Committee (aka Fun Committee) and plan events for 2025 that contribute to the wonderful community at CLRC.

Ideas:

- July 1 Canada Day Party
- Pig Roast
- Appie Night
- Movie Night
- Golf Tourney
- Jam Session

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9) Rules & Regulations – Michele Gibbs

Michele apologized that the Rules & Regulations were not ready to be sent with adequate time for review in advance of the AGM. Every effort will be made to share the Rules & Regulations in advance of the Special General Meeting in February (with the 2024 Financial Statements)

10) Standard Resolutions

a) Confirmation of Acts - THAT all acts, contracts, resolutions, proceedings, appointments, elections and payments made, done and taken by the Directors and Officers of the Company since the last meeting of the Shareholders referred to in the Reports of the Company be, and the same are hereby approved, ratified and confirmed

b) Appointment of Accountants - THAT Roset Lanyon be appointed Accountants of the Company, until the next annual reference date at the remuneration to be fixed by the Directors, the Directors being hereby authorized to fix such remuneration.

c) Selection of Annual Reference Date - THAT the 8th day of December, 2024 be selected as the annual reference date for the company for its current annual reference period.

MOTION: Approve Standard Resolutions A, B & C (as a package).
Proposed by Ray Riddell (#35)
Seconded by Tim Christy (#44)
Carried unanimously; Confirmation of Acts, Appointment of Accountants, and Selection of Annual Reference Date APPROVED

d) Waiving Appointment of Auditors

- Under the BC Business Corporations Act, this waiver needs to be in writing and requires unanimous written consent of all shareholders.
- Once Financial Statements are reviewed and approved by the shareholders the Board will be seeking unanimous approval in writing to waive the appointment of an Auditor.
- Auditing the financial statements is expensive and given the non-profit and straightforward nature of CLRC Inc. finances the Board believes the expense of annual audits is unwarranted.

UPDATE (2025.06.24) - A virtual resolution to waive the appointment of Auditor was proposed to Shareholders via e-mail. There were 54 responses (of 59), with one NO, one ABSTAIN, and five DID NOT VOTE. As the resolution required a unanimous vote, the Board initiated an Audit.

11) Election of Directors

As is required, the current Board of Directors resigned. The following Shareholders put their names forward for election for 2024/2025:

- Mike Bourne (#11)
- Elaine Dagg Jackson (#50)
- Michele Gibbs (#52)
- Rick Jeffrey (#30)

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- Lloyd Ferguson (#7)
- Linda Fox (#41)
- Sue Fox (#15)
- Matt Rutherford (#1A)
- Shay Williams (#1B)

There were three calls for nominations from the floor. There were none. CLRC Rules allow for a minimum of seven (7) and maximum of nine (9) Directors.

MOTION: Nominees be appointed by acclamation.
Carried unanimously; Directors appointed by acclamation APPROVED

12) Other Business

Questions and Comments from Shareholders were addressed as follows:

- Could Sites 42-45 also have replacement roadway material when addressing Sites 18-22?
- Boom Log Repair – when/how will this project move forward? Mike reviewed general plans, including materials required, and proposed a January 2025 date pending weather.
- Waterslide – Linda provided a brief overview of the insurer's response regarding waterslides, including lifeguard requirements, which effectively prohibits a waterslide at CLRC due to insurance costs.
- Uplands Road – is further completion required? The new material has addressed the dust issue and packs well. SH engagement is required.
- Electrical Upgrade delays – Lloyd and Mike outlined the process to date and acknowledged there has been a delay in acquiring the electrician's plan in order to commence work with BC Hydro to determine costs for SHs. Effort will be made to ensure this project proceeds ASAP.

13) Adjournment

DECISION: Motion to adjourn (11:15am).

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