

**Board of Directors Meeting Minutes  
Classroom – Civic Centre  
September 18th, 2018 – Special Meeting  
3:30p.m. – 5:00 p.m.**

**Board Members in Attendance:** Dan Sparks Chantal Branchaud  
John Borrowman Peter Musil  
Samantha McConnery Jeff Hilstad  
Todd Kunst Sue Anderson  
Steve Ashton

**Board members Absent:** N/A

**Others in Attendance:** Dougal Forteath, CCHC  
Cathy Robinson  
Michael Fark

Steve Ashton called the meeting to order at 3:35pm

**1) Agenda Approval**

**Motion 2018.092 Moved by Samantha McConnery to approve the agenda as presented.**

**CARRIED**

**2) Approval of Minutes**

There were no minutes provided

**3) Business Arising from Minutes:**

None

**Motion 2018.093 Moved by Dan Sparks to go in-camera at 3:37pm to discuss a matter whose disclosure could be harmful to business interests of a third party (s. 16).**

**CARRIED**

**4) a. Mountain Haven Co-operative Homes**

**Motion 2018.094 Moved by Steve Ashton to come out of camera at 4:35pm**

**CARRIED**

**The following motion was postponed September 6<sup>th</sup> per motion 2018.090:**

**Motion 2018.089 Moved by John Borrowman to accept MHCH's \$4,210,704 Letter of Intent, subject to Council approval, and negotiate the purchase conditions that best protect CCHC.**

**Amending Motion to 2018.089**

Moved by John Borrowman to amend Motion 2018.089 to reflect the following purchaser conditions:

1. CCHC requires free and clear Title upon closing, November 1, 2018;
2. The replacement reserve fund shall be funded to \$350,000 upon closing;
3. Each unsecured creditor that the vendor has identified (per MHCH excel doc provided with the LOI ) must provide a statutory declaration indicating: the payment amount they've agreed to 5 days prior to closing and that they will accepted payment of such from the proceeds of sale; or that they no longer have a claim against MHCH (e.g. this would mean the MHCH members have agreed to waive repayment of their membership fees moving forward);
4. CCHC will not be held responsible for MHCH conversion to a condominium corporation (however CCHC will work to support it through the CCC), however will require a statutory declaration from MHCH executive confirming MHCH's willingness to convert to a condominium corporation;
5. CCHC is not responsible to pay the MHCH membership fee (\$5,000) for the units it acquires (\$85,000(17\*\$5,000));
6. CCHC cannot be held responsible to meet the restrictive covenant conditions registered on Title (e.g. that the tenants of the units we acquire, or CCHC, are members of MHCH);
7. CCHC will have 5 business days from signing the PSA to review the permitted encumbrances that remain on Title, and its sole discretion can terminate the PSA should it not be willing to assume the same;
8. Within 10 business days of signing the PSA, CCHC will receive a statutory declaration from MHCH that the existing membership has agreed to convert from a Co-operative to a condominium corporation post November 1, 2018, and will continue to support the same, in a timely manner;

Vote on Amending motion to 2018.089:

**CARRIED**

**2<sup>nd</sup> Amending motion to 2018.089**

Moved by Peter Musil to amend 2018.089 to reflect a purchase price of \$3,860,704 for the 17 rental units that MHCH holds as inventory

Discussion

John Borrowman: indicated that he feels that \$4,210,704 is an appropriate purchase price for the 17 rental units at MHCH

Vote on the 2nd amendment to 2018.089:

**For:** Dan Sparks/Chantal Branchaud/ /Peter Musil/Samantha McConnery/Jeff Hilstad/Todd Kunst/Sue Anderson/Steve Ashton

**Opposed:** John Borrowman/ Sue Anderson

**CARRIED**

Motion 2018-089 - Amended

**Motion 2018.089 Moved by John Borrowman, as amended, to offer MHCH \$3,860,704 to acquire the 17 rental units it holds in inventory, subject to Council approval, with the following purchaser conditions:**

1. CCHC requires free and clear Title upon closing, November 1, 2018;
2. The replacement reserve fund shall be funded to \$350,000 upon closing;
3. Each unsecured creditor that the vendor has identified (per MHCH excel doc provided with the LOI ) must provide a statutory declaration indicating: the payment amount they've agreed to 5 days prior to closing and that they will accepted payment of such from the proceeds of sale; or that they no longer have a claim against MHCH (e.g. this would mean the MHCH members have agreed to waive repayment of their membership fees moving forward);
4. CCHC will not be held responsible for MHCH conversion to a condominium corporation (however CCHC will work to support it through the CCC), however will require a statutory declaration from MHCH executive confirming MHCH's willingness to convert to a condominium corporation;
5. CCHC is not responsible to pay the MHCH membership fee (\$5,000) for the units it acquires (\$85,000(17\*\$5,000));
6. CCHC cannot be held responsible to meet the restrictive covenant conditions registered on Title (e.g. that the tenants of the units we acquire, or CCHC, are members of MHCH);
7. CCHC will have 5 business days from signing the PSA to review the permitted encumbrances that remain on Title, and its sole discretion can terminate the PSA should it not be willing to assume the same;
8. Within 10 business days of signing the PSA, CCHC will receive a statutory declaration from MHCH that the existing membership has agreed to convert from a Co-operative to a condominium corporation post November 1, 2018, and will continue to support the same, in a timely manner;

**For:** Peter Musil/Samantha McConnery/Jeff Hilstad/Todd Kunst/Sue Anderson/Steve Ashton/ John Borrowman/ Sue Anderson/: Dan Sparks

**Opposed:** Chantal Branchaud

**CARRIED**

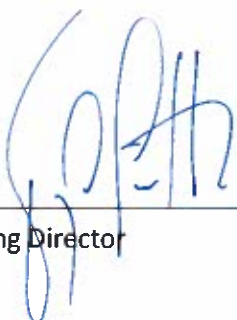
**Motion 2018.095 Moved by Peter Musil that CCHC offer to loan MHCH \$350,000.00 to fund its replacement reserve fund. Loan repayment would be made in equal annual payments over a ten- year term, at zero percent interest. These funds could be provided to MHCH prior to November 1, 2018.**

**CARRIED**

**7) Meeting Adjournment**

**Motion 2018.096 Moved by Steve Ashton to adjourn the meeting at 4:50pm.**

**CARRIED**




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Managing Director




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Chair

APPROVED September 20, 2018 Motion 2018.099  
CANMORE COMMUNITY HOUSING CORPORATION