



**Rosenthal Homeowners Association**

**November 26, 2024 @ 6:00pm**

**Virtual Zoom Meeting**

**AGM Meeting Minutes**

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1. President of the Board of Directors, Pj Pescod stated that the 2024 Rosenthal HOA AGM format this year will be online only. There is no in person meeting and all voting was held in advance with Tanya Eklund & Kal Lam acting as motioner and seconder.
  2. President of the Board of Directors, Pj Pescod acted as Chairperson of the meeting and The Annual General Meeting was called to Order at 6:04 p.m.
  3. The Chairperson stated Tanya Eklund will act as Secretary of the meeting.
  4. The Chairperson stated Triona Cosgrave will act as Scrutineer for the meeting.
  5. The Chairperson stated that unless otherwise specified, all issues and Resolutions to be approved by the Voting Members are by way of ordinary resolution, which requires the majority of the Voting Members present in person or by proxy, voting in favour.
  6. The Chairperson asked for a motion dispensing with reading of the Notice calling the meeting. Tanya Eklund so moved. Kal Lam seconded the motion. The Chairperson declared the motion carried.
  7. The Secretary Tanya Eklund provided proper proof of mailing the Notice of the Meeting to the Members.
  8. The Chairperson then stated that Pursuant to the Articles of Association of the Association, a quorum for the Annual General Meeting of the Association shall be the attendance of Five (5) or more persons collectively entitled to cast Five (5) or more votes. The Chairperson asked the Scrutineer for her report. The Scrutineer Triona Cosgrave reported that there were 6,009 Voting Members represented by proxy. Specifically, there were 6,000 votes, in respect of lots registered in the name of Rosenthal Communities Inc., Lewis Estates Communities Inc. and Winterburn Developments Inc. and 9 represented by proxy.
  9. The Chairperson declared the meeting to be duly called and properly constituted for business.
  10. The Chairman asked for a motion to dispense with reading of the Presidents' Report for the period of January 1<sup>st</sup> to December 31.<sup>st</sup> 2023, also appended to the Notice of Meeting and Information Circular. Tanya Eklund moved that the reading of the Director's Report be dispensed with. Kal Lam seconded the motion. The Chairperson declared the motion carried.
  11. The Chairman asked for a motion to dispense with presentation of the financial statement for the period ending December 31, 2023 and related auditors report, also appended to the Notice of Meeting and Information Circular. Tanya Eklund moved that the presentation of the financial statements be dispensed with. Kal Lam seconded the motion. The Chairperson declared the motion carried.
  12. The Chairperson indicated that the next item of business was the election of Directors. The Chairperson stated that seven (7) Directors be elected and serve until the next Annual General Meeting of the Association. The Chairperson asked for a motion to this effect. Tanya Eklund moved that up to seven (7) Directors be elected to serve until the next Annual General Meeting of the Association. Kal Lam seconded the motion. The Chairperson declared the motion carried.
  13. The Chairperson stated that Rosenthal Communities Inc., Lewis Estates Communities Inc. and Winterburn Communities Inc. will be using their votes to nominate three (3) Directors and wish to appoint Pj Pescod as President, Triona Cosgrave as Vice-President and Tanya Eklund as Secretary/Treasurer to the Company's Board of Directors to serve until the next Annual General Meeting. The proxy has been cast in their favor.
  14. The Chairperson stated that persons The Chairperson stated that the Following seven (7) members put their names forward to be nominated to serve as Resident directors on the board of directors:

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**Kal Lam  
Sam Cheng  
Adeniyi Adebayo  
Ayodeji Awotunde  
Kayode Olalekan  
Rehan Khan  
Najmus Khan**

15. The Chairperson then declared that we have received sufficient proxies to individually elect the following nominees to serve on the Rosenthal Homeowners Association Board of Directors for a one-year term, or until their successors are elected or appointed are as follows:

**Sam Cheng  
Ayodeji Awtunde  
Kayode Olalekan  
Rehan Khan**

16. The Chairperson then asked for a motion to elect as Directors, the persons nominated, to hold office for a one-year term or until their successors are elected or appointed. Tanya Eklund so moved. Kal Lam seconded the motion. The Chairperson declared the motion carried.
17. 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 Eleion Professional Group LLP Chartered Professional Accountants, previously named Colby Steckly Accountants) as Auditor for the fiscal period ending December 31, 2024, and that the Directors be authorized to fix remuneration. Tanya Eklund so moved. Kal Lam seconded the motion. The Chairperson declared the motion carried.
18. The Chairperson then stated that the next item on the Agenda was the Recission and amendments to the Bylaws through a special resolution. The Chair explained the text of this special resolution was set out in the AGM package meeting materials and the Voting Members must approve this by the way of special resolution, this amendment proposal requires at least 75% of the Voting Members, present in person or by proxy, to vote in favour of these amendments. The Chairperson asked for a motion to approve the decision of the old Bylaws to be replaced with the new Bylaws as stated within the text of the special resolution provided in the AGM packages. Tanya Eklund so moved. Kal Lam seconded the motion. The Chairperson declared the motion carried as 100% of the voting members present at the meeting were all in favour. There were no contraries.
19. The Chairperson then asked if there was any further business to transact at the Annual General Meeting of the Association. There was none.
20. The Chairperson then asked for a motion to terminate the meeting.
21. At 6:12 p.m., Tanya Eklund moved that the meeting be terminated. Kal Lam seconded the motion. The Chairperson declared the motion carried, and the meeting adjourned.

  
**Tanya Eklund Secretary**