

**Old Grace Housing Co-op Membership Meeting**  
January 21, 2017, 10am  
First Unitarian Church, 603 Wellington Crescent, Winnipeg

**Members Present (41):** Marcia Barkman, Phil Barnett, Shelly Blanco, Denis Bracken, Evelyn Braun, Jack Cram, Carolyn Crisp, Victor Dobchuk, Lueba Franko, Mario Grande, Raafat Hamed, Sandra Hardy, Robert Haverluck, Ellen Henry, Katherine Hlady, Peter Hudson, Sue Hudson, Carole Jantz, Karen Kozelko, Deborah Lake, Paul LaPorte, Kim McCallum, Alex Merrill, Glenn Morison, Val Paape, Deborah Patterson, Jotham Penner, Jason Pinkney, Elaine Pinto, Laura Rempel, Kim Routledge-Blondal, Nicola Schaefer, Laura Sevenhuysen, Carlos Sosa, Randa Stewart, Emily Ternette, Bonnie Theissen, Susan Titterington, Lee Titterington, Carl von Baeyer, Geraldine Wolfram

**Guests Present (2):** Harry Haid, Karl Falk (DSI Tandem).

- 1. MOTION: Approval of the agenda as circulated with a friendly amendment to include the Financial Institutions Regulation Branch (FIRB) motion re-approval under Old Business.**

**Laura Rempel/Carlos Sosa**

**Carried.**

- 2. MOTION: Approval of the minutes of the Membership Meeting on September 17, 2016.**

**Carlos Sosa/ Denis Bracken**

**Carried.**

- 3. Old Business- FIRB amendments- Laura Sevenhuysen**

These amendments to OGHC's Bylaws were approved at the February 27, 2016 membership meeting. They involved changing the notice of withdrawal from the co-op from 60 days to 3 months, and repurchase of member shares within 6 months of giving notice, when financially feasible. After re-wording the amendments per FIRB request, they were submitted in mid-May. Due to the further delays, FIRB has asked the Board to reaffirm the motion with our members.

**Discussion**

One member asked for clarification if not having a fixed repayment date left us open to risk regarding when the co-op has the financial capacity to pay back. If we didn't have the capacity to pay members back within the 6 months, we would likely be bankrupt. To the best of the co-op's ability, it will pay the Member Share back within 6 months.

**MOTION: BE IT RESOLVED THAT** the current wording of Sections 6.06 and 6.07 of the Organizational Bylaws:

**Withdrawal of Membership**

**6.06** A member may withdraw their membership in the Co-operative by giving the Co-operative thirty (30) days' notice from the end of the current month of their intention to withdraw. The board or a person authorized by the board may, in writing, accept the member's withdrawal on shorter notice.

**Deemed Withdrawal of Membership**

**6.07** Unless the board determines otherwise, a member will be deemed to have given notice of withdrawal of his or her membership if the member:

- (a) terminates the occupancy agreement; or
- (b) surrenders possession of the unit or abandons the unit; or
- (c) dies.

be deleted and be replaced by the following wording:

**Withdrawal of Membership**

**6.06** A member may withdraw their membership in the Co-operative by giving the Co-operative three (3) months' notice of their intention to withdraw. The board or a person authorized by the board may, in writing, accept the member's withdrawal on shorter notice. The death of a member will have the same force and effect to withdraw except that the notice period will be thirty (30) days from the date of death.

**Deemed Withdrawal of Membership**

**6.07** Unless the board determines otherwise, a member will be deemed to have given notice of withdrawal of his or her membership if the member:

- (a) terminates the occupancy agreement; or
- (b) surrenders possession of the unit or abandons the unit.

**Laura Sevenhuysen/Carl von Baeyer  
Carried.**

**MOTION: BE IT RESOLVED THAT** the current wording of Section 6.13 of the Organizational Bylaws:

**Repurchase of Membership Shares or Repayment of Deposit and Member Loans**

**6.13** Within a reasonable time, but no later than three (3) months after a person's withdrawal or termination of membership, the Co-operative must repurchase the person's membership shares that were bought as a condition of membership or repay to the person any member loans (paid as a condition of membership in the Co-operative) or deposit (paid as a condition of occupying a residential unit) in accordance with section 246 of the Act.

be deleted and be replaced by the following wording:

**Repurchase of Membership Shares or Repayment of Deposit and Member Loans**

**6.13** *Request for Repurchase of Member Shares*

- (a) A member who has served a notice of intention to withdraw may request that the Co-operative buy back the member's shares no later than six (6) months from the date of receipt of the notice to withdraw.

Obligation to Act

(b) The Co-operative is obligated to act on the request if, after buying back the member shares that were bought as a condition of membership, or repaying any member loans (paid as a condition of membership in the Co-operative), or repaying any deposit (paid as a condition of occupying a residential unit) in accordance with section 246 of the Act, the Co-operative is in a financial position to meet its obligations when due.

Repurchase of Shares Following Member Withdrawal or Termination

c) In the event of member withdrawal, or termination of membership by the Co-operative, the member can sell its shares subject to the Articles, By-laws and the Act. These provide that the Co-operative is not required to purchase the member shares if the Co-operative is unable to pay its liabilities as they become due, or if as a result of the purchase of the member shares, the Co-operative would be unable to pay its liabilities as they become due.

**Laura Sevenhuysen/Alex Merrill**

**Carried.**

**4. President's Report/Project Update - Sandra Hardy**

The presentation is available on the Member's Only section of the OGHC website, posted under today's date. The password required is oghcmember

- Thus far we have had a number of Supplementary information (SI) requests, 32 Project Change Notices PCNs, and 30 Change Orders (CO)
- There has been a change in the contract in order to add the \$106,000 second elevator back into the budget. The original budget was \$12.8 million, now increased to \$12.92 million. Additions to and subtractions from the contract will occur throughout construction
- We have not touched our \$450,000 contingency fund which is 5% of the total construction budget, and will not do so voluntarily until much later in construction
- The City of Winnipeg City Centre Community Committee approved \$15,000 for landscaping of the streetscape through the Community Incentives Grant Program.
- Manitoba Housing and Renewal Corporation 2017 affordable housing levels are slightly lower than we expected so this will impact our estimated budget and will likely change again in 2018.
- The Board applied to Community Forward Fund, based in Ottawa, whose purpose is to loan money to non-profits and co-operatives, for a secondary loan of \$200,000 This loan, which we hope not to have to draw down, provides flexibility in cash flow management for the co-op. The interest rate is about 7% which is higher than our other loans
- The Mennonite Central Committee will sponsor three- four bedroom suite and All Saints Anglican Church will sponsor one-four bedroom suite with the support of the Winnipeg Foundation matching grant. This will raise \$110,000 of the 200,000 shortfall!
- Preston Site
  - We have been told that MHRC will approve 10 affordable units based on the same funding model with the Province as the main complex but they have not yet confirmed in writing. We have also been told we will be allocated a maximum of 12 RGI spaces for the two sites.

## Discussion

- In relation to fundraising, OGHC is not currently looking at getting charitable status for the affordable housing component of the project as it would be a very long process. In the future we would like to establish a fund that supports the subsidized units and makes them more secure.
- A member asked about the location of the wheel chair lift. This will be at the south entrance of the Arlington wing from the parking area. The second elevator is beside the first elevator shaft at the main entrance, 200 Arlington.
- A member asked what the succession plan to cover member shares is when members who have RGI or affordable subsidies leave the co-op? The answer is, it depends. If it is sponsored suite the subsidy stays with the suite. If the member raises some of their share funds through SEED, they take those funds with them assuming they have met the SEED requirement of living in the co-op for a minimum of 5 years. We will make members on the waiting list aware of the money they need to raise to be able to buy their share.
- There was a question on what the housing mix will be for the Preston site. The original plan was for all one bedroom units; the co-op will need to revisit after we receive MHRC conditions
- A member asked why OGHC is paying Peg City Car Co-op to have 2 cars on our site while they maintain ownership of the cars? Our City of Winnipeg zoning and conditional use approvals require us to have 2 co-op cars to offset the reduced number of parking spaces on our site. Peg City reduced our costs for having a car on the site early so we are only paying about \$67,000 in total (reduced from our budgeted amount of \$70,000) An agreement with Peg City is a much more efficient way of offering co-op cars than trying to manage them ourselves
- A member commented that the governments don't put enough money into affordable housing.

## 5. Finance Committee- Glenn Morrison

- The committee serves an advisory capacity to the Board. They meet every month to review monthly financial and Quantity Surveyor reports and recommend on other matters. They recommended who should conduct the review engagement, and how to have a unified fundraising approach for the whole co-op. The Board consulted the committee about applying for the Community Forward Grant and hiring a bookkeeper through DSI Tandem.
- Capital Report- Sandra Hardy
  - The updated **Capital Cost Monitoring Report** was briefly reviewed. This report is posted on the Members Only section of the OGHC website.
  - To date the co-op has spent about \$2.1 million on Construction and \$1.1 million on Design, Financing and Development.
  - If members have questions about any expenditures or want to see the Quantity Surveyor Report, they should email [oldgracehousingcoop@gmail.com](mailto:oldgracehousingcoop@gmail.com)
- Per the motion at the AGM regarding the financial review engagement, MNP was selected from the proposals received
- Donations- If anyone wants to donate to the co-op to fill in our budget gap of about \$90,000, we would be happy to assist!
  - Donations can also be made to All Saints Anglican Church who are working to collect about \$7000 for their portion of Winnipeg Foundation matching funds for the one-four bedroom unit.

**6. Amenities and Common Areas-** No report.

**7. Fundraising-** No report.

**8. Governance Committee – Laura Sevenhuysen**

- The occupancy agreement is being worked on using model documents from Co-op Housing Federation. Approval of the agreement, and related policies will come back to the whole membership hopefully by the next membership meeting.

**9. Marketing Committee – Randa Stewart**

- Carlos Sosa moved from the Governance Committee to Marketing and Communication this fall, joining Victor Dobchuk, Doug Smith and Randa Stewart.
- The committee completed their Terms of Reference
- Activities: Following the 2016 marketing ‘push’ that saw spring and fall promotion of our suites, the committee moved into more of a maintenance mode in November and December.
- Marketing the Co-op: Given the successful filling of the suites, and the shift from mass marketing to targeted sponsorships, committee members feel there is no further need to engage in paid advertising. Word of mouth, existing materials, leafleting and watching for opportunities to pitch articles will form the basis for their marketing efforts in the foreseeable future. They will also support the co-op’s fundraising efforts.
- A more general brochure (more informational, less suite oriented) was developed and a small quantity was printed.
- The Website and Facebook pages are being maintained and improved. Regular construction photos are being posted; more testimonials are being sought; a ‘community supporter’ page is being developed; and Google discussion groups are being explored and created.
- The committee has been exploring ways to expand upon the monthly member newsletter, including regular columns like: Message from the Chair; updates on the Preston property; fundraising initiatives; amenities & common areas; testimonials; Peg City news; etc.
- Communication and Issues Management  
Committee members monitor the OGHG website, Facebook and email for beefs and bouquets. There hasn’t been many of either, but our latest issues involved:
  - A couple of complaints about construction work taking place in the ‘off-hours’ in November. In addition to addressing the issue on the website and Facebook with a message from the Chair, 250 flyers were created and distributed to homes around the site.
  - Two neighbours expressed concerned about the cutting down of one elm, removal of a sick tree, and trimming of others around the property. Again, communication was issued from the Chair, the website content regarding landscaping was and the committee developed an informational leaflet and dropped it to neighbours on Evanson, Arlington and Preston.

**10. Membership- Shelly Blanco**

- The committee is responsible for processing and updating the co-op’s membership systems including member applications and the waiting list for suites. The committee is arms length from the board. Member orientation about the co-op is done by phone or

email. The Committee communicates with new members and responds to general inquiries.

- The rate of new memberships has gone down since all units are now filled. There are currently 370 members in the co-op!
- The committee is now focusing their attention on updating the membership application form, master membership list and the waiting list.

### **Discussion**

A member asked what the waiting list numbers are like? It depends, as there are two waiting lists based on the 50% of units that are affordable and 50% that are market. Then waiting lists are divided into categories based on the number of bedrooms members are looking for. Members who would like a ballpark idea of where they are on the waiting lists, or if there are specific details that need to be discussed, should contact shelly.blanco2@gmail.com

### **11. Other Business**

Leuba Franko announced that the Unitarian Universalist Church is supporting a refugee family from Afghanistan that includes a mother, four sons in their twenties, and a daughter in her thirties. If you would like to offer any support in the form of household items or financial contributions, please contact Leuba directly, email leubaf@shaw.ca

### **12. Motion: Meeting Adjourned at 11:30am.**

**Carole Jantz**

### **13. Next Initial Residents Meeting is on March 1, 2017, 7-9pm** in the sanctuary at the First Unitarian Universalist Church.

### **14. The next membership meeting will be communicated over email but will likely be in April.**