

DOWNTOWN VANCOUVER BUSINESS IMPROVEMENT ASSOCIATION

**ANNUAL GENERAL MEETING
TUESDAY, JUNE 18, 2019, AT 4:12 PM
Rosewood Hotel Georgia
Spanish Ballroom, Second Floor
801 West Georgia Street
VANCOUVER BC**

PRESENT: 95 registered voting members as attached and 27 proxies.

MINUTES

1. INTRODUCTION

Gary Pooni, Chair of the Downtown Vancouver Business Improvement Association (DVBIA) welcomed everyone to the 2019 Annual General Meeting and served as Chair of the meeting.

Syexwaliya Ann Whonnock, Squamish Nation, addressed the members and welcomed everyone.

2. COMMENCEMENT OF THE MEETING

The Chair informed the members in attendance, that there was a quorum present pursuant to the Society's Bylaws and accordingly declared that the Annual General Meeting was regularly called and properly constituted for the transaction of business. The procedure for voting was reviewed.

3. MINUTES OF THE LAST ANNUAL GENERAL MEETING:

The last meeting of the Society was held on June 14, 2018.

3.1 It was MOVED and SECONDED

THAT the meeting dispense with the reading of the minutes of the Annual General Meeting held June 14, 2018.

CARRIED

3.2 It was MOVED and SECONDED

THAT the minutes of the Annual General Meeting held on June 14, 2018 be adopted as circulated.

CARRIED

4. ADOPTION OF THE 2018/2019 AUDITED FINANCIAL STATEMENTS:

The Chair informed the members that the audited financial statements were circulated to the registered voting members prior to the meeting.

4.1 It was MOVED and SECONDED

THAT the audited financial statements of the Association, together with the report from BDO Canada, for the year ending March 31, 2019, be received and approved.

CARRIED

5. APPOINTMENT OF AN AUDITOR

The meeting appointed the auditors and fixed the remuneration:

5.1 It was MOVED and SECONDED

THAT BDO Canada of Vancouver, BC, is appointed auditors of the Association until the next Annual General Meeting or until a successor is appointed, at a remuneration to be fixed by the Directors, the Directors being hereby authorized to fix such remuneration.

CARRIED

6. MOTION APPROVING THE ACTIONS OF THE BOARD

The meeting approved the actions of the Board since the last Annual General Meeting:

6.1 It was MOVED and SECONDED

THAT all acts, contracts, resolutions, proceedings, appointments, elections and payments enacted, made, done and taken by the Directors and Officers of the Society since the last Annual General Meeting be approved, ratified and affirmed.

CARRIED

7. MOTION TO DECLARE THE NOMINATED PERSONS ELECTED AS DIRECTORS

Dani Pretto, Chair of the Nominating Committee and a past President of the DVBIA, reported on the election of the Directors.

The Bylaws also permit voting members of the Association to nominate candidates 28-days prior to the Annual General Meeting and the record notes that no nominations were received from the voting members. The Bylaws do not permit nominations from the floor.

Accordingly, the following persons were nominated to the Board:

Vera Liu, Pacific Reach Properties
Christopher Lythgo, BDC
Lorenzo Pederzani, Westmount Wealth Group
Gary Pooni, Brook Pooni Associates
Dani Pretto, Vanterre Projects Corp.
David Roche, Bentall Kennedy
Chris Stokes, QuadReal Property Group
Chuck We, Hudson Pacific Properties

7.1 ACKNOWLEDGEMENT OF OTHER BOARD MEMBERS

Board Members who are in mid-term were acknowledged:

Graham Blank, Tom Lee Music
Luca Citton, Broughton Law
Kim Ficocelli, Cadillac Fairview
Gwen Hardy, Electra Communications
Melissa Higgs, HCMA Architecture & Design
Damon Holowchak, Donnelly Group
Rob Kavanagh, GWL Realty Advisors

7.2 It was MOVED and SECONDED

THAT the persons nominated be declared duly elected as Directors of the Society.

CARRIED

7.3 SLATE OF OFFICERS

Members were informed that the Bylaws require that the Board of Directors elect from amongst themselves; a Chair, Vice-Chair and Secretary-Treasurer.

Accordingly, the members were advised that the Board has elected:

Gary Pooni as Chair
Luca Citton as Vice Chair
Lorenzo Pederzani as Secretary-Treasurer

7.4 RETIRING DIRECTORS LEAVING THE BOARD

The retiring board member Rose Ma, Rose Square was thanked for her contributions to the Board of Directors.

8. MOTION TO RENEW ASSOCIATION'S MANDATE FOR TEN YEARS

To approve the renewal of the DVBIA's mandate for another ten years effective April 1, 2020.

8.1 It was MOVED and SECONDED

THAT the Association's mandate be renewed for a further ten-years commencing on April 1, 2020.

CARRIED

9. ADOPTION OF THE 2020/2021 BUDGET

The Secretary-Treasurer informed the members that a copy of the proposed 2020/2021 Budget was distributed to the registered voting members prior to the meeting.

9.1 It was MOVED and SECONDED

THAT the budget be taken as read, approved and adopted.

CARRIED

10. MOTION TO SET THE TEN-YEAR LEVY FUNDING CEILING
To approve the ten-year BIA levy funding ceiling at \$64,109,527.

10.1 It was MOVED and SECONDED
THAT the ten-year BIA levy funding ceiling be set at \$64,109,527.

CARRIED

11. CLOSURE OF MEETING
Motion to close the Annual General Meeting:

11.1 It was MOVED and SECONDED
THAT the meeting be declared closed.

CARRIED

The Chair announced that the meeting was now closed and thanked everyone for their attendance.

The meeting closed at 4:56 p.m.

I HEREBY CERTIFY THAT THE MINUTES OF THE 2019 ANNUAL GENERAL MEETING ARE CORRECT

Lorenzo Pederzani
Secretary-Treasurer

AGM 2019 - LIST OF REGISTERED VOTING MEMBERS

| | FIRST NAME | LAST NAME | ORGANIZATION |
|----|-------------------|------------------|---|
| 1 | ALAN | WALROND | MONTROSE MORTGAGE CORPORATION LTD |
| 2 | ALASTAIR | FERGUSON | CUSHMAN & WAKEFIELD |
| 3 | AMAR | AL-KHLIL | EVEREST BARBERS |
| 4 | ANGELO | KHOSHABA | REGAL BARBERS |
| 5 | ANNA | LILLY | FLEISHMAN-HILLARD CANADA |
| 6 | ANNE | CHOPRA | C3 CAPITAL INC. |
| 7 | BRENDAN | LADNER | SMAK HEALTHY FAST FOOD |
| 8 | BRITANYA | HODGE | MAXAM DESIGN INTERNATIONAL INC |
| 9 | CARLOS | RAMIREZ | XIXO LEATHER ARTISTRY BOUTIQUE |
| 10 | CHRIS | STOKES | QUADREAL PROPERTY GROUP |
| 11 | CHRISTOPHER | LYTHGO | BUSINESS DEVELOPMENT BANK OF CANADA |
| 12 | CHUCK | WE | HUDSON PACIFIC PROPERTIES |
| 13 | CINDY | LIAO | URBAN SUSHI |
| 14 | CYNTHIA | SKABAR | FUTURE HAIR TRAINING CENTRE |
| 15 | DAMIAN | STATHONIKOS | BUILDING OWNERS AND MANAGERS ASSOCIATION OF BRITISH COLUMBIA (BOMA) |
| 16 | DAMON | HOLLOWCHAK | DONNELLY GROUP |
| 17 | DANI | PRETTO | VANTERRE PROJECTS CORP |
| 18 | DARCY | VERMEULEN | CONTEXT RESEARCH |
| 19 | DAVE | SPEAR | WARRINGTON PCI MANAGEMENT |
| 20 | DAVID | HEMMINGS | WILLIAM WRIGHT COMMERCIAL |
| 21 | DAVID | ROCHE | BENTALL KENNEDY LP |
| 22 | DAVID | BUDDLE | PRIMA PROPERTIES |
| 23 | DEENA | MCNEILL | BIRKS JEWELLERS |
| 24 | DESIREE | DREWITT | HOLBORN GROUP OF COMPANIES |
| 25 | DOUG | ALLAN | BURRARD GROUP |
| 26 | ELAIN | NG | WEALTH ONE BANK OF CANADA |
| 27 | ERIC | FANG | ARTINO - THE RIMOWA & TUMI STORE |
| 28 | EVAN | SLADE | LEVEL FURNISHED LIVING |
| 29 | FRANK | LORNE | NEW YORK INSTITUTE OF TECHNOLOGY |
| 30 | GARY | POONI | BROOK POONI ASSOCIATES INC |
| 31 | GEORGE | MATHEW | FESTAL CAFE |
| 32 | GINA | HENDERSON | DERMAL LASER CENTRE |
| 33 | GREGORY | PINCH | IMPARK |
| 34 | GWEN | HARDY | ELETTRA COMMUNICATIONS |
| 35 | GWENDAL | CASTELLAN | TOURISM VANCOUVER |
| 36 | HARVEY | LAWSON | WEST NEVADA RESOURCES INC. |
| 37 | HEVERTON | OLIVEIRA | MEDIATE BC |
| 38 | HUMPHREY | NG | JUUGA MARKETING |
| 39 | ISABELLE | KAO | RESAAS VANCOUVER |
| 40 | JAMIE | HA | BELL CANADA |
| 41 | JANA | YACKEL | ROSEWOOD HOTEL GEORGIA |
| 42 | JATINDER | MALHI | WHITE SPOT - DRAKE |
| 43 | JEFF | GUIGNARD | ALLIANCE OF BEVERAGE LICENSEES |
| 44 | JEFFREY | VAN WYK | RICHARDS BUELL SUTTON LLP |
| 45 | JESSE | HAGUE | OXFORD PROPERTIES |
| 46 | JUDITH | MOSLEY | VANCOUVER HERITAGE FOUNDATION, THE |
| 47 | KATANEH | SHERKAT | PEEPLER INC |
| 48 | KEYIA | YAMADA | HIS CANADA INC - HORNBY |
| 49 | KEN | CRETNEY | VANCOUVER CONVENTION CENTRE |
| 50 | KENAN | GOV | ROMANOS PIZZA |
| 51 | KIM | FICOCELLI | CADILLAC FAIRVIEW |
| 52 | KRISTIAN | MILLER | HOLIDAY INN & SUITES VANCOUVER DOWNTOWN |
| 53 | KRISTINE | ST-LAURENT | BUSINESS COUNCIL OF BRITISH COLUMBIA |

| | | | |
|----|---------|-----------|--|
| 54 | LAURIE | BUCKLEY | ARTSTARTS IN SCHOOLS |
| 55 | LIN | SCHATZ | HYATT REGENCY VANCOUVER |
| 56 | LINDA | ARBUCKLE | LINDT CHOCOLATE SHOP - EXCHANGE TOWER |
| 57 | LINDSAY | TERRY | OLIVER PEOPLES |
| 58 | LORENZO | PEDERZANI | WESTMOUNT WEALTH GROUP |
| 59 | LUCA | CITTON | BOUGHTON LAW CORPORATION |
| 60 | LUIZ | DITTERT | ALTERI INSURANCE |
| 61 | MARLON | MURR | HART LEGAL |
| 62 | MARNIE | TAMAKI | WSP CANADA INC |
| 63 | MARTHA | WELSH | SANDERSON + WELSH PLANNING LTD |
| 64 | MEGAN | GRAYSTON | CONCORD PACIFIC DEVELOPMENTS INC. |
| 65 | MELISSA | HIGGS | HCMA ARCHITECTURE + DESIGN |
| 66 | MICHAEL | SANDERSON | SANDERSON PLANNING LTD |
| 67 | MIMI | VONG | PONTIER |
| 68 | NAZANIN | SHOJA | GREATER VANCOUVER SOCIETY TO BRIDGE ARTS AND COMMUNITY |
| 69 | NIGEL | BULLERS | EASYPARK |
| 70 | NORM | LEE | OPEN EDGE |
| 71 | PATRICK | DAVIDSON | JOHN FLUEVOG BOOTS & SHOES LTD |
| 72 | PETER | JACKMAN | TERMINAL CITY CLUB INC |
| 73 | PETER | RAPTIS | THE PAWN SHOP "TACOS TAPS & TEQUILA" |
| 74 | PHILIP | BONAME | URBANICS CONSULTANTS LTD. |
| 75 | RICHARD | LIAO | 1STDATARECOVERY |
| 76 | ROB | KAVANAGH | GWL REALTY ADVISORS INC |
| 77 | RON | ORR | GRANVILLE ENTERTAINMENT GROUP |
| 78 | ROSE | MA | BLOCK 81 HOLDINGS LIMITED |
| 79 | ROSS | MOORE | CRESA VANCOUVER |
| 80 | SAGE | DAVIES | OVER THE EDGE DISIGN AND PRINT |
| 81 | SANTO | SANDHU | PI FINANCIAL |
| 82 | SARA | CLARK | SMALL BUSINESS BC |
| 83 | SHELLEY | HAYASHI | PAN PACIFIC HOTEL |
| 84 | SHERRY | OLSEN | CRANKY KNOT WELLNESS CENTRE |
| 85 | SONYA | REGINATO | RBC ROYAL BANK OF CANADA |
| 86 | STACEY | SELLARS | BC HOTEL ASSOCIATION |
| 87 | STEVE | PELMAN | SAMSON WARDROBES |
| 88 | SUSAN | WU | O&W INT'L GROUP |
| 89 | SUSANNA | STREM | CHALI-ROSSO ART GALLERY |
| 90 | TONY | HUNT | LONDON DRUGS LIMITED |
| 91 | TYLER | JENSEN | BLUEPRINT NIGHTCLUBS |
| 92 | TYLER | DAVIS | VANCOUVER FOUNDATION |
| 93 | VERA | LIU | PACIFIC REACH PROPERTIES |
| 94 | VERA | SURANYI | FLIGHT CENTRE |
| 95 | WILL | FAN | VLING INC |

| AGM 2019 PROXY VOTERS | | | | |
|-----------------------|------------------|----------------------------------|--------------------|-------------------------------------|
| | MEMBER | ORGANIZATION | PROXY VOTER | ORGANIZATION |
| 1 | ALDO VELAD | HUNGRY GUYS KITCHEN | CHRISOPHER LYTHGO | BUSINESS DEVELOPMENT BANK OF CANADA |
| 2 | DAN REID | COAST HOTELS | CHRISTOPHER LYTHGO | BUSINESS DEVELOPMENT BANK OF CANADA |
| 3 | JOHN LAIRES | WESTPARK | CHRISTOPHER LYTHGO | BUSINESS DEVELOPMENT BANK OF CANADA |
| 4 | JAIN J S BLACK | GREATER VANCOUVER BOARD OF TRADE | CHRISTOPHER LYTHGO | BUSINESS DEVELOPMENT BANK OF CANADA |
| 5 | ED FURLAN | ALTUS GROUP | CHUCK WE | HUDSON PACIFIC PROPERTIES |
| 6 | NERISSA YAN | HAKEMI & RIDGEDALE | DANI PRETTO | VANTERRE PROJECTS CORP |
| 7 | BRENDA LEA BROWN | BC SECURITIES COMMISSION | GWEN HARDY | ELETTRA COMMUNICATIONS |
| 8 | IGOR FALETSKI | MOBIFY | KIM FICOCELLI | CADILLAC FAIRVIEW |
| 9 | LOREDANA GRAMA | NORDTSTROM | KIM FICOCELLI | CADILLAC FAIRVIEW |
| 10 | GLENN GARDNER | AVISON YOUNG | KIM FICOCELLI | CADILLAC FAIRVIEW |
| 11 | MICHAEL WALKER | MORGUARD INVESTMENTS LTD. | KIM FICOCELLI | CADILLAC FAIRVIEW |
| 12 | MILAN DRAGER | SHANGRI-LA HOTEL | KIM FICOCELLI | CADILLAC FAIRVIEW |
| 13 | RON SCHUSS | DORSET PROPERTIES | LORENZO PEDERZANI | WESTMOUNT WEALTH GROUP |
| 14 | BART SLOTMAN | UPTOWN PROPERTY GROUP | MELISSA HIGGS | HCMA ARCHITECTURE + DESIGN |
| 15 | GRAHAM BLANK | TOM LEE MUSIC | PETER JACKMAN | TERMINAL CITY CLUB INC |
| 16 | CYNTHIA SHORE | THE PROGRESSIVE GROUP | PETER JACKMAN | TERMINAL CITY CLUB INC |
| 17 | BENNET MAK | CARMANA PLAZA | PETER JACKMAN | TERMINAL CITY CLUB INC |
| 18 | JACK WONG | REAL ESTATE FOUNDATION OF BC | PETER JACKMAN | TERMINAL CITY CLUB INC |
| 19 | ERIK GRAFF | HOSTELLING INTERNATIONAL | PETER JACKMAN | TERMINAL CITY CLUB INC |
| 20 | MAURY DUBUQUE | COLLIERS INTERNATIONAL | ROB KAVANAGH | GWL REALTY ADVISORS INC |
| 21 | RICHARD LUI | POLARIS REALTY | ROSE MA | BLOCK 81 HOLDINGS LIMITED |
| 22 | BRENDA LEADLAY | BC ALLIANCE FOR ARTS AND CULTURE | ROSE MA | BLOCK 81 HOLDINGS LIMITED |
| 23 | PAUL SULLIVAN | BCS | ROSE MA | BLOCK 81 HOLDINGS LIMITED |
| 24 | DAVID GOLDMAN | GOLDMAN INVESTMENTS | ROSE MA | BLOCK 81 HOLDINGS LIMITED |
| 25 | DAN TURNER | PCI DEVELOPMENTS | TONY HUNT | LONDON DRUGS LIMITED |
| 26 | PATRICK NANGLE | MODO COOPERATIVE | TYLER DAVIS | VANCOUVER FOUNDATION |
| 27 | JEFF FISHER | URBAN DEVELOPMENT INSTITUTE | GWEN HARDY | ELETTRA COMMUNICATIONS |