

**SPECIAL GENERAL MEETING MINUTES
STRATA PLAN LMS 4456 - "ONE WALL CENTRE"
938 NELSON STREET, VANCOUVER, BC**

HELD: Saturday, November 19, 2011

PLACE: The Azure Room – 3rd floor South Tower
Sheraton Wall Centre Hotel, Vancouver, BC

MANAGING AGENT: Derrin Geisheimer, *Strata Agent, Ascent Real Estate Management Corporation*

REGISTRATION

Upon arrival, all owners were asked to sign in next to their strata lot on the registration sheet provided to determine a tally for quorum. Voting cards were issued to all eligible voters.

CALL TO ORDER

The meeting was called to order at 10:00 a.m.

QUORUM REPORT

Registration confirmed that there were thirty-two (32) owners present in person or by proxy. This exceeded the 1/3 quorum requirement of the *Strata Property Act of British Columbia* and the meeting was declared competent to proceed.

PROOF OF NOTICE

The Notice of Call was mailed to all owners on October 14, 2011. It was **MOVED** and **SECONDED** to accept the notice as delivered.

MOTION CARRIED UNANIMOUSLY.

APPROVAL OF PREVIOUS GENERAL MEETING MINUTES

It was noted that the title of the minutes was incorrect and should have stated "Special General Meeting". There being no further errors or omissions noted in the minutes of the Special General Meeting held on March 11, 2011, it was **MOVED** and **SECONDED** to approve the minutes.

MOTION CARRIED UNANIMOUSLY.

PRESIDENT'S REPORT

The Council President presented his report for the owner's information and asked the owners to approve the resolutions proposed in the package. The Council President introduced the RDH representatives, Ed Thiessen and Kevin Ganzert. He also introduced Nick Milkovich, the liaison with the city for the Strata Corporation LMS 4456, and Garry Papers, the representative from the Vancouver City Planning Department.

RDH REPORT

Ed Thiessen, an engineer with RDH Building Engineering in charge of the Window Replacement Program (the "Program"), reviewed in depth with the owners the reasons why we must replace our

glazing. He showed a number of slides which can be seen on the website (www.onewallcentre.ca) under Reports. He provided a short summary of the results of the multi-year studies of the defective seals on our windows, the increased fogging and the heat build-up especially in the south facing suites.

Kevin Ganzert, the construction manager of our Program who is also with RDH, reported on the results of the Request for Proposals which closed on November 10, 2011. The Request for Proposals specified a very tight time schedule that would support completing the Program in 2012. Five trade contractors were asked to provide the prices for the staging which will be used as a platform by the workers installing the new glazing. Four trade contractors were asked to provide prices for the re-glazing. Viracon was the company who supplied the glass for the hotel. The proposal to re-glaze with Viracon glass was \$1.9 million more than re-glazing with other available glass. RDH will negotiate further with the trade contractors.

LEGAL REPORT

Legal counsel, Tim Peters, briefed the owners on the status of the litigation. Tim continues to believe the Strata Corporation has a strong case. The discovery of relevant documents is now complete. The documents disclosed by Wall Financial revealed some very helpful evidence for our case. The oral discovery of Bruno Wall is planned for early 2012, and the mediation of our claim is still planned for late winter of 2012. If the mediation does not result in a settlement agreement, then the trial is set for September 2012. Any serious offers of settlement will be brought before the owners for a vote. If you sell your suite in the meantime, be sure to consider a possible settlement or judgement amount to which you may be entitled.

a. Start the repairs to enhance our legal and negotiating position

Tim encouraged the owners to move forward with the Program next year to satisfy our duties under the Strata Property Act [Section 72] [and our own bylaw 3.4] to repair and maintain our common property. If the Strata Corporation does not move forward next year, Tim also said that the claim would be compromised, because the defendants and the courts will be sceptical that the Strata Corporation may ever complete the Program and incur the damages for which we seek reimbursement. Tim also said the mediation and the trial would probably not proceed if we have not at least started the work next year.

b. We must fix our building

Tim was asked what happens if our vote fails again as happened in the January 2010 AGM. Tim said that the Strata Corporation must repair the building even in the face of another failed vote and must take further steps to satisfy this duty [Section 72, Strata Property Act]. The available steps include:

1. Add the Program budget to the annual budget and pass it with a simple majority; or
2. Any owner can commence an action to seek an order of the court that the Strata Corporation repair the building and assess the owners the cost to do the repairs [Section 163]. And, the Strata Corporation may join in the law suit those owners who voted against the Program budget and ask that the costs of the action be assessed against them [Section 168]; or
3. The Strata Corporation or any owner may seek a court order to appoint an administrator to exercise the powers and perform the duties of the Strata Corporation [Section 174], again with the added costs awarded against those who voted against the Program.

CITY PLANNING DEPARTMENT – Garry Papers

Garry Papers gave the owners an overview of his department's role and his outlook on the window glazing replacement project. He was positive about the progress that the Strata Corporation LMS 4456 has made and looks forward to seeing the mock-up of the chosen glass sample(s).

The Council President asked him if he could speak with someone at the city and request the fees be waived by the city for associated building permits and fees for the project.

GLAZING SAMPLES

The owners had an opportunity to view a few samples provided by RDH. The owners asked a number of questions in regards to the triple glazing versus the double glazing provided. Owners also asked questions about sound and light ratings for the products presented.

THE THIRTY-FIRST FLOOR

The owners considered the unique nature of floor 31.

The arguments against including the 31st floor were that it was unique:

1. The glazing was dark tinted like the hotel and not like the resident floors;
2. The failure rate was slower like the hotel;
3. The re-glazing could be done whenever the hotel does its re-glazing;
4. The cost would be higher due to the Viracon glass on the north and south elevations and clear in the notch; and
5. The re-glazing would require some special one-off glass panels.

The arguments in favour of including floor 31 in the Program at this time included the facts that:

1. Floor 31's windows are as faulty as the rest of the Strata Corporation's floors;
2. The Strata Corporation's duty to maintain and repair the common property applies equally to floor 31 as it does to the other floors;
3. The hotel has no plans to re-glaze, and it may be a very long time before hotel does so, during which the owners on 31st floor will have to suffer with the faulty windows;
4. The cost to do the replacement of floor 31's windows will be cheaper now with the stage platform, the glass and the workers in place and will be more expensive if done in the future when we would have to pay again to reassemble all these resources;
5. Like the other floors, the market value of the suites on floor 31 will not be regained until their windows are replaced;
6. If permitted by the City, we could use the same kind of glass as the rest of the resident floors.

After a thorough discussion, the owners directed the Council to include floor 31 in the Program, but to use the same glass as the rest of the resident floors if the City approves. However if the City will not approve the same glass as used in the floors above, Viracon glass will have to be used on the 31st floor.

The owners also directed Council not to use the more expensive Viracon glass on floors 32 through 48, and to use Viracon glass on the 31st ONLY if required by the City.

After further discussion Council moved on to item #8 on the agenda, the special resolutions:

¾ VOTE RESOLUTION #1: Pre-Construction Items

WHEREAS, the Strata Corporation LMS 4456 would like to use RDH Engineering to fit the elevator cab and make adjustments to the elevator cab for transporting the replacement glass units (trial of proposed system) and RDH proposes to provide a large scale mock-up of the optional glazing for the pre-construction phase of the window replacement program.

BE IT RESOLVED, by a ¾ vote of the Owners of Strata Corporation LMS 4456 – "One Wall Centre", that RDH Engineering be approved to fit the elevator cab and make adjustments to the elevator cab

for transporting the replacement glass units (trial of proposed system) and RDH will provide a large scale mock-up of the optional glazing for the pre-construction phase of the window replacement program. These pre-construction items and services proposed by RDH Building Engineering Ltd. for the pre-construction phase of the window replacement program to be authorized at a cost of \$100,000.00 (one hundred thousand dollars) to be funded by the Contingency Reserve Fund.

It was **MOVED** and **SECONDED** to approve the resolution as presented.

A vote was called with thirty (30) owners in favour, two (2) opposed and zero (0) abstentions.

MOTION CARRIED.

¾ VOTE RESOLUTION #2: Additional Window Vents

WHEREAS, the Strata Corporation LMS 4456 has been provided information by RDH Engineering on additional window vents (see attached email dated March 29, 2011 from RDH).

BE IT RESOLVED, by a ¾ vote of the Owners of Strata Corporation LMS 4456 – “One Wall Centre”, that RDH Engineering be approved to include in their tender package the request for additional window vents for the Strata Corporation LMS 4456 – “One Wall Centre”.

It was **MOVED** and **SECONDED** to approve the resolution as presented.

A vote was called with twenty-three (23) owners in favour, nine (9) opposed and zero (0) abstentions.

MOTION DEFEATED.

The ¾ Vote Resolutions #3 and #4 were only to be presented if ¾ Vote Resolution #2 is approved by a ¾ vote. As it was defeated these resolutions, detailed in the notice of call, were not presented.

ADJOURNMENT

There being no further business, the meeting was adjourned at 1:09PM.

Ascent Real Estate Management Corporation
Managing Agents
On Behalf of Owners' Strata Plan LMS 4456

Derrin Geisheimer
Strata Agent

DG/cd

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When you sell your property, you may be requested to produce at least two years of strata council meeting minutes. Therefore, it is recommended to properly file and retain the entire year's strata records. Service charges apply to obtain additional copies of the strata meeting minutes from the managing agency.
Copies of meeting minutes are posted on the strata corporation's website shortly after they are distributed by mail. Contact the concierge for your login credentials.

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