

Minutes of the 2021 Special General Meeting
Thursday, January 28, 2021
Virtual Meeting, Hosted online using GoToWebinar

Date: Thursday, January 28, 2021

Format: Virtual meeting, hosted online using GoToWebinar

Agenda:

- Call to Order, Land Acknowledgement, Introductions & Virtual Instructions
- Adoption of Meeting Rules
- In Conversation with the VPD
- SBIA Executive Director on Safety in Strathcona
- Board Resolution
- Proposed Member Resolutions
- Adjournment

Present:

- 30 registered voters and 13 registered voters through proxies, representing 80 properties and businesses.

Commencement of the Meeting

As SBIA bylaws require at least 15 voting members in attendance to conduct a meeting, Emma Carscadden, SBIA President and Chair of the meeting welcomed everyone to the meeting and announced there was quorum in place for the Special General Meeting (SGM) and it was properly constituted for the transaction of business.

The meeting was recorded and minutes transcribed by Sam Hamilton, Manager of Member Services & Operations.

Meeting called to order: 9:02am

Emma Carscadden acknowledged that Strathcona is on the unceded territory of the Musqueam, Squamish and Tsleil-Waututh Nations.

It was explained to members that due to COVID-19 the meeting was being held virtually and information was provided on how members can contact technical support if they were having any issues.

Emma Carscadden explained that the Strathcona BIA (SBIA) is governed by the Societies Act and under the Act we are required to convene our membership for an SGM if a meeting is requested by at least 10% of voting members.

17 society members in good standing have signed onto a requisition calling for an SGM to consider changes to our safety and security model as well as changes to where our physical office is located.

Emma Carscadden then explained the agenda and motions that will be discussed and voted on during the meeting. The SBIA Board of Directors then introduced themselves followed by Emma Carscadden introducing special guests: Vancouver Police Department (VPD) Inspector, Kevin Bernardin, SBIA lawyer, City of Vancouver Representatives, Chair of the Strathcona CPC, and Adam Hayashi, Executive Director of the Hastings Crossing BIA and SBIA-appointed scrutineer for the meeting.

Pam Ryan (Technical Support) explained to members the features of the virtual platform including: how they can engage with the platform, ask questions, unmute themselves, how to vote, and how to contact technical support during the meeting.

Executive Director Theo Lamb noted that there were questions coming in and that they will be answered during the appropriate agenda item.

To close, Emma Carscadden mentioned to members that they received their SGM package through Canada Post or email and that it was sent prior to the meeting and that all materials can be found on the SBIA website. She also took the time to explain how voting worked including proxies, authorized representatives, how many votes could be used by each member, and that staff have noted down the number of votes held by each member and that they only needed to raise their virtual hand once.

Meeting Rules of Order

Emma Carscadden called the members' attention to the meeting rules of order that could be downloaded in the handouts tab of the platform. She also verbally read each rule during the meeting.

Member Discussion included:

- Clarification on the three minute time period, per speaker, on each motion. Previously it had been a two minute rule. It was explained that most societies in their meeting rules put some boundaries on speaking. The SBIA had a request from a member prior to the SGM to increase the time limit to three minutes.

- A member asked how many voting members were present at the meeting. Response: Due to the nature of a virtual meeting this number changes. People leave the meeting and sign in at different times. At the time of the question 26 people were present plus board members. The SBIA committed to reporting out how many members were present and the results of each motion post SGM.
- Clarification on the voting process and how proxy votes were counted. The process was explained to the members.
- Clarification on the chat and question function. It was explained that questions and comments were private and only came to technical support, board members, and SBIA staff and that all comments and questions were documented. Questions and comments would be read out for consideration and discussion as related to the appropriate agenda item to ensure all member voices are heard.

Tammy Tsang requested that the motion be voted on by poll (private ballot).

Motion: A motion by Director Jason Gilron seconded by Director Peter Joe to accept the meeting rules of order. Motion carried.

In Conversation with the VPD

SBIA Executive Director, Theo Lamb and VPD Inspector, Kevin Bernardin discussed Safety in Strathcona including the challenges and focus areas moving forward.

Strathcona BIA Board Proposal

Emma Carscadden presented the board proposal that tried to address what the member signatories raised in their proposals while incorporating the best practises and governance of the SBIA. She also noted that the SBIA was founded on a model of safety and security and the vision to support businesses operating in the neighbourhood. The board takes member feedback seriously and makes it a priority to integrate feedback into strategic planning and programming that benefits all members of the SBIA.

Member Discussion included:

- A comment from a member that the SBIA was formed to help address safety in Strathcona and business concerns. Over the years some of the ideas in the member proposals had been done before. The SBIA had worked with alarm companies and it was a challenge to meet the needs of the individual businesses and to do it in a cost effective manner.
- A comment in support of a member survey and to better understand what the SBIA can do.

- A question from a member asking if the member proposals could be explained and discussed before voting on the board proposal.

To encourage discussion, Executive Director Theodora Lamb recommended the review and discussion of member proposal 1 first and then return to vote on the board proposal. Speakers and the member signatories were invited to speak to the member proposal. Theodora Lamb provided context around the board and member proposal. Member Proposal 1 was presented to the members.

Member Discussion (Prior to board proposal vote) included:

- A comment from a member that it might have been easier to vote on the member proposal first. If the member proposal is approved it implies the board proposal isn't. If the member proposal is defeated the board proposal gives a way forward.
- A concern was raised by a member that we are trying to find savings for members and the member proposal is proposing additional expenses. It might save individual businesses money but it will result in higher BIA fees.
- A comment from a member that the current program response is acceptable. Sometimes the service is really good and sometimes you want them to respond faster.
- Confusion around the intent of the member proposal was raised and whether there was an underlying issue that they were trying to address.
- A recommendation that this go to a committee and that committee makes a recommendation at the next AGM. The board said this was the intent behind the board proposal.
- A member asked what a "security token" was. As this was a question regarding a specific point in member proposal 1 it was directed to the member signatories and if they would like to provide a response. A response wasn't provided.
- A member commented that alarm monitoring is very costly and the SBIA is limited by how funds can be spent on private property. In the past the SBIA had negotiated a discounted rate with a previous security contractor. There were limitations to using one contractor and it was difficult to transition or change to a different contractor.
- A member commented that the service and needs are different for every member that having a committee and survey was needed to determine what would and wouldn't work.
- A member asked if there was day time security foot patrol anywhere in the area. Response: The community patrol operates seven days a week , 16 hours a day and is a mix of vehicle and foot patrol. The SBIA also has a relationship with the Strathcona

Community Policing Centre (SCPC) where the SBIA safety team and SCPC volunteers walk around the area. All sub-districts are patrolled each week.

- A member asked if the SCPC volunteers wear different uniforms. Response: The SBIA safety team and SCPC volunteers have different uniforms.

Anu Kainth requested that the motion be voted on by poll (private ballot).

Motion: A motion by Director Kathy Tuulos seconded by Director Tammy Tsang to research the security tactics proposed by members in a special requisition received by the SBIA Board of Directors on Tuesday, December 15, 2020, on an advisory basis, including investigation into alarm monitoring services and overnight mobile patrol for all SBIA-levy paying members as part of a larger engagement and report-out to members in advance of the 2021 AGM. Motion carried.

Member Proposal 1

The Board of Directors reviewed Member Proposal 1 and did not support the proposal. The board had concerns that it would result in a greater expense than what we currently pay for safety and security and that the proposal benefits only voting members of the SBIA. Not all members would receive the same support and services and only members in good standing would receive all services. The board felt that programming should support all SBIA members. The board will review the tactics suggested in the proposal as part of the larger revisioning of the safety and security model.

Member Discussion included:

- A question by a member asking if there have been technology changes in alarm monitoring that has made this more feasible today than it has been in the past and if member signatories could share any information. Reponse: The SBIA is researching alarm monitoring services as part of our research into new programming. It works in concert with patrols, security response, and environmental security. We are learning more about the technology and how it has changed.
- It was suggested by a city representative that any property owner/business can become a society member by applying free of charge.
- A question from one of the member signatories about why the SBIA didn't present a proposal from the security company, Fusion Security. Response: One of the signatories reached out to a private vendor to get a quote on alarm monitoring and security services. When the board makes a financial decision that is at the expense level of the safety and security programming there is a Request for Proposal (RFP) process that takes place. This allows the board to do their due diligence, get

references, and compare different options. This would only happen after the program has been reviewed and considered by the membership.

- A question from one of the member signatories about why the SBIA didn't ask Fusion Security to present at the meeting. Response: Fusion Security isn't yet a selected vendor. We need to complete an RFP process and compare quotes.
- A question from a member about when and where the RFP will be posted. Response: Need to determine if it will be an open or closed RFP process. It was asked that if members had vendors they would like the SBIA to look at to send them to the SBIA office.

Monic Reyes requested that the motion be voted on by poll (private ballot).

Motion: A motion by Member Angela Giannoulis seconded by Member Elijah Fast that:

1. The SBIA does not renew the existing contract with Paladin Security that expires March 31, 2021.
2. The SBIA enters into a one year renewable agreement with a security contractor to provide all businesses in the SBIA area with alarm monitoring service, guard response service, mobile patrol service from 11 PM to 7 AM 365 days per year and the installation of security tokens and security signage on all buildings. A reporting system will email reports to voting members only.
3. Until businesses in the SBIA area can cancel their existing alarm monitoring contracts and switch to the new security contractor the SBIA will pay for all existing alarm monitoring contracts in the SBIA area.
4. Only voting members of the SBIA will be eligible for any alarm monitoring service paid for by the SBIA.

This motion was not carried.

Member Proposal 2

The Board of Directors remarked that this proposal delves into operational decisions for which the Executive Director is responsible. The SBIA office is slated for redevelopment and the work to consider an office relocation is underway. The Board of Directors did not support the second member proposal. SBIA staff will work to ensure the office is based in Strathcona, is affordable, and accessible by members.

Member Discussion Included:

- A member asked if the SBIA could provide a pro's and con's list. Response: Cancelling the lease would have a cost associated with that. If the motion is about saving

money for the organization it would not achieve that. We pay a very reasonable rent. We will explore co-working spaces but we could potentially pay more than what we are now. We will look at all options that work for the organization, members, and our team. It will be transparent and reported out in the audited financials.

- A member asked what the cost of rent was. Response: Generally the terms of a lease are between the tenant and the property owner, due to the demolition clause it is significantly below market rate.

Peter Joe requested that the motion be voted on by poll (private ballot).

Motion: A motion by Member Floyd Wong seconded by Member Yvonne de Valone that the SBIA terminate its lease for its office space and not renew or extend any lease term. The staff continue to work from home. When a temporary office is required, a co-working space is used. This motion was not carried.

Meeting Adjournment

Motion: A motion by Kathy Tuulos to adjourn the 2021 SBIA Special General Meeting.

Meeting Adjournment: 10:32am