

## OREC AGM

Monday, December 9, 2019 at Ottawa Impact Hub, Ottawa

Time (PM)	Agenda Item	Speaker
6:15– 6:20	<p><b>Welcome</b></p> <ul style="list-style-type: none"><li>• Opening of the meeting at 6:15 with 63 members present.</li><li>• Land acknowledgement, Housekeeping items</li></ul> <p><b>Motion:</b> To approve 2018 AGM Minutes</p> <ul style="list-style-type: none"><li>• Moved by Nick Lapan, seconded by Matthew Chisolm, approved by all, none opposed or abstained.</li></ul>	<p><b>Susan Tanner</b></p>
6:20 – 6:30	<p><b>President’s Annual Report</b></p> <ul style="list-style-type: none"><li>• OREC helped launch CoEnergy this year to expand on the work of OREC’s renewable electricity with building retrofits. This is to allow continuous growth even with the lack of market for green electricity.</li><li>• Provincial policies limit the future growth of OREC but projects in line with OREC’s risk profile will continue to be sought.</li><li>• Dividend was 2.25% this year.</li><li>• Staffing changes this year were to reflect the need to reduce costs, Aaron has taken on more responsibility, Janice took a leave of absence, Eric and Vadim have moved on.</li></ul>	<p><b>Dick Bakker</b></p>
6:30 – 6:40	<p><b>Project Report</b></p> <ul style="list-style-type: none"><li>• Project Report</li><li>• Tornado grid outages and long snow coverage affected the production this year.</li><li>• Downtime was 2% when adjusted for weather.</li></ul>	<p><b>Nate Preston</b></p>
6:40 – 6:50	<p><b>Financial Report</b></p> <ul style="list-style-type: none"><li>• Explained some items on the balance sheet that are non-intuitive.</li><li>• Main difference on income statement was the reduced solar revenues.</li><li>• Loans to CoEnergy are all paid back.</li></ul>	<p><b>Nick LePan</b></p>

	<ul style="list-style-type: none"> <li>Dividend decision was based on the net income of the corporation. Retained earnings deficit of \$10k from last year will remain.</li> </ul> <p><b>Question:</b></p> <ul style="list-style-type: none"> <li>HST audits are common, according to auditors, but they think we are in very good standing to appeal it. The issue is CRA charging HST on preference shares, which is not defined as revenue</li> </ul> <p><b>Motion:</b> To accept audited financial statements</p> <ul style="list-style-type: none"> <li>Moved by Keith Shackleton, seconded by Johan Hamels, all approved, none opposed or abstained.</li> </ul> <p><b>Motion:</b> To appoint Frouin Group as auditor for 2019-20 Fiscal Year</p> <ul style="list-style-type: none"> <li>Moved by Johan Hamels, seconded by David Chernushenko, all approved, none opposed or abstained.</li> </ul>	
6:50	<p><b>Budget Presentation</b></p> <ul style="list-style-type: none"> <li>Review of budget for 2019-2020</li> <li>Budget has a cushion of the timeline for solar generation from 2 new school projects</li> <li>Contingency is being increased from 5% to 7% to be prudent</li> <li>OREC is in maintenance mode rather than project development mode, so expenses reflect</li> <li>Repayment of member notes results in reduced interest costs</li> </ul> <p><b>Questions:</b></p> <ul style="list-style-type: none"> <li>Staff salary reduction was due to 75% cost sharing with CoEnergy.</li> <li>Deprecation is calculated by the cost of the solar projects over 20 years. We will continue to own the panels after 20 years, however, so some of the projects will have residual value or extended revenue streams, but this depends on the policies at that time.</li> <li>Replacement reserve is for inverters and repairs, not full replacement.</li> </ul> <p><b>Motion:</b> To accept the proposed 2019-20 budget</p>	<p><b>Brian Mitchell</b></p>

	<ul style="list-style-type: none"> <li>Moved by Keith Shackleton, seconded by Johan Hamels, abstained by Diane McIntyre, rest approved.</li> </ul>	
7:00 – 7:20	<p><b>Election of New Board Directors</b></p> <ul style="list-style-type: none"> <li>Presentation of nomination report</li> <li>Candidates up for election and re-election to give a 60 sec. introduction</li> <li>Call for new nominations from the floor</li> <li>Thanks to outgoing Board Members and present gift to Roger Peters</li> </ul> <p><b>Motion:</b> to elect those nominated for the Board of directors for the terms proposed</p> <ul style="list-style-type: none"> <li>Moved by Josh Snider, seconded by Diane McIntyre, abstained by Graeme Cunningham, approved by the rest.</li> </ul>	<b>Janice Ashworth</b>
7:20 – 7:35	<p><b>Q&amp;A and closing</b></p> <ul style="list-style-type: none"> <li>Offering statements include a 20-year forecast to show that we will have funds to repay capital and dividends for remainder of term.</li> <li>Beneficiary of the revenues after the preference share terms may the members at large at that time.</li> <li>Special recognition of Roger Peters’s leadership.</li> </ul> <p><b>Motion:</b> To adjourn the official business meeting at 7:35, moved by Johan Hamels, seconded by Graeme Cunningham, approved by all.</p>	<b>Susan Tanner</b>