



**STRATA CORPORATION KAS 2662**  
**Meeting Minutes**

December 5, 2021

Attending: Mickey Patryluk, Dave Willis, Lee Hollaar, David McKenzie, Richard Thomson (by zoom)  
Meeting called to order at 3:17.

1. Motion to approve amended agenda with addition of Speculation and vacancy tax in OMC section. Willis/Hollaar. Carried
2. Motion to confirm electronic approval of minutes of September 24, 2021.  
Hollaar/ Willis. Carried.
3. Date and location of 2022 AGM  
Given the continuing uncertainty about Covid and the enhanced attendance at last year's Zoom AGM, we considered doing that again.  
Motion: Hold the 2022 AGM by zoom on Thursday, March 3, 7:00 pm.
4. OMC Report:
  - a) Duties of directors follow-up. We wished to be clear about fiduciary duty vs. duty of care in the material Dave presented last meeting, as they seemed quite similar. It appears that fiduciary duty is a general orientation that treats the corporation's interests as if they were the director's own. Duty of care seems to apply in a specific situation with a specific set of facts where the corporation's judgement was exercised. After the meeting, Mickey sent a helpful article reporting on a Supreme Court of Canada decision that drew the distinction thus:  
  
**The SCC was keen to distinguish the duty of care from the duty of loyalty (fiduciary duty) in holding that the duty of care was an objective standard, affected by the particularities of factual circumstances, whereas fiduciary duty was a subjective standard, focusing mainly on the motivation of the director or officer.**
  - b) General Manager's Report

Evacuation orders/alerts for Pemberton three times this fall. Water from the creek behind the Lodge did not overflow the banks. Even if the parkade flooded, no damage would be done; the laundry equipment is all up off the floor.

Trains are now going through Pemberton, having been diverted from lines damaged by the landslides and flooding.

RCMP and commercial vehicle safety inspection people are now staying regularly.

Staffing is OK now; the new maintenance person starts November 15. It is a lean staff, so a few more to provide some overlap would be helpful.

Boiler replacement evaluation is complete; it is a complicated installation.

Vaccination policy: all staff are vaccinated and now guests must also prove vaccination. A check with regular corporate guests found no resistance to that policy.

November results have been very good. All year, attention has been paid to keeping rates as high as possible, and there has been little resistance to that.

c) Motion: to receive at the proposed 2022 budget. Willis/Roberts. Carried

d) Speculation and vacancy taxes.

The province's exemption from these taxes for strata hotels expires at the end of 2021. We note the submission of the BC Hotel Association requesting continuation of the exemption, ideally permanently, or if not, for another two years.

Meeting adjourned at 5:44.

Respectfully submitted,

Mary Roberts