



September 18, 2023

Members of the McKenzie Towne Council
McKenzie Towne, Calgary, Alberta

Dear Residents of McKenzie Towne:

RE: Notice of Annual General Meeting – 7:00 PM, Wednesday, October 18, 2023

McKenzie Towne Council (MTC) is a not-for-profit company incorporated under the Alberta Companies Act. All homeowners (including members of their family and tenants) in McKenzie Towne are consequentially members of MTC. The purpose of MTC is to own and operate the McKenzie Towne Hall, and various other subdivision features and amenities within the community of McKenzie Towne.

Enclosed please find the Notice of the Annual General Meeting (AGM) for McKenzie Towne Council (MTC), an Information Circular and a Proxy Form. The following information regarding MTC which you may wish to review is available on our website at www.mtcouncil.com under the “Council” tab then under “Annual General Meeting”:

- Audited Financial Statements for the 2022/2023 fiscal year and the Independent Auditor’s Report and President’s Report.
- the Report of the Board of Directors.
- the Minutes of the AGM held on October 19, 2022

Please note that to attend the AGM you must be a “Member in Good Standing” according to Article 2(n) of the Articles of Association. The AGM is being held at **7:00 PM on Wednesday, October 18, 2023** at the McKenzie Towne Hall, located at 40 McKenzie Towne Blvd SE (at the traffic circle), Calgary, AB. **Doors open at 6:30 pm; doors close at 7:01 pm sharp! If you are unable to attend, please date, sign and return the enclosed Proxy in accordance with the Proxy instructions.**

If you are interested in being nominated for the Board of Directors, or have any questions about the enclosed, please contact Darvin Zuch, President – McKenzie Towne Council, via e-mail at president@mtcouncil.com.

On behalf of your 2022/23 Board of Directors, we look forward to your participation.

Yours truly,
McKenzie Towne Council:

President – Darvin Zuch
Vice-President – Farooq Qadir
Secretary – Nancey Yip
Treasurer – Keith D’Souza
Teresa Hargraves
Shahzad Khan
Nicole Myrie
Neha Ashani

**TO ALL MEMBERS IN GOOD STANDING: IF YOU ARE NOT ABLE TO BE PRESENT AT THE AGM,
PLEASE DATE, SIGN AND RETURN THE ACCOMPANYING PROXY.**

40 McKenzie Towne Blvd. S.E., Calgary, AB T2Z 4X5 PH: (403) 781-6612 FAX: (403) 930-1551

MCKENZIE TOWNE COUNCIL
NOTICE OF ANNUAL GENERAL MEETING OF MEMBERS IN GOOD STANDING

TAKE NOTICE, that the Annual General Meeting of the Members in Good Standing of **MCKENZIE TOWNE COUNCIL** (the "Company") will be held at the McKenzie Towne Hall, located at 40 McKenzie Towne Blvd SE (at the traffic circle), Calgary, Alberta, on **Wednesday, October 18, 2023 at 7:00 PM.** (Mountain Standard Time) **Doors open at 6:30 pm; doors close at 7:01 pm sharp!** for the following purposes:

- 1) To receive the minutes of the AGM for the Company held on October 19, 2022.
- 2) To receive the Report of the Board of Directors of the Company.
- 3) To receive the audited financial statements of the Company for the fiscal year ended May 31st, 2023.
- 4) To establish the number of Directors to hold office until the next Annual General Meeting and elect such Directors.
- 5) To appoint BDO Canada LLP, as Auditor of the Company;
- 6) To transact such other business as may properly come before the Meeting or any adjournment thereof.

The Audited Financial Statements for the 2022/2023 Fiscal Year and the Independent Auditor's Report, Report of the Board of the Directors, Draft Minutes of the AGM held on October 19th, 2022 are available on our website at www.mtcouncil.com.

THIS NOTICE SHOULD BE READ IN CONJUNCTION WITH THE INFORMATION CIRCULAR ACCOMPANYING THIS NOTICE.

Dated at Calgary, Alberta, this 18 day of September 2023.

BY ORDER OF THE BOARD OF DIRECTORS



Darvin Zuch, PRESIDENT

INFORMATION CIRCULAR
GENERAL INFORMATION AND PROXY STATEMENT

SOLICITATION OF PROXIES

This Information Circular is furnished in connection with the solicitation of proxies by management of the MCKENZIE TOWNE COUNCIL (the "Company") for use at the Annual General Meeting (the "Meeting") of Members in Good Standing of the Company to be held at the McKenzie Towne Hall, located at 40 McKenzie Towne Blvd SE, Calgary, Alberta, on **Wednesday, October 18, 2023 at 7:00 PM** (Mountain Standard Time). All expenses incurred in connection with the solicitation of proxies will be borne by the Company. Solicitation will be made primarily by mail, but proxies may also be solicited by Directors, officers, and employees of the Company.

APPOINTMENT AND REVOCATION OF PROXIES

Each Member in Good Standing entitled to vote at the Meeting may, by means of a form of proxy in writing executed by the Member in Good Standing or his attorney, authorized in writing, appoint a proxy to attend and vote on his/her behalf at the Meeting. In order to be acted upon at the Meeting, a form of proxy must be returned as indicated in the INSTRUCTIONS FOR PROXY FORMS included in this package. A Member in Good Standing may revoke a form of proxy previously given by returning another proper form of proxy bearing a later date than the previously given form of proxy as indicated in the INSTRUCTIONS FOR PROXY FORMS included in this package.

EXERCISE OF DISCRETION BY PROXY

Proxies will be voted or withheld from voting in accordance with the Member in Good Standing's instructions contained therein. The form of Proxy also confers authority on the persons named therein to vote with respect to any other matters which may properly be brought before the Meeting. At the date hereof, management knows of no other such matters.

VOTING BY MEMBERS IN GOOD STANDING

Only Member in Good Standing of record at the close of business on the 18th day of September 2023, are entitled to vote at the Meeting, each Member in Good Standing being entitled to one (1) vote. Members in Good Standing are defined in the Articles of Association (the "Articles") of the Company as restricted to Commercial Members, Homeowner Members, Rental Members and Other Members. No Member is entitled to vote at the Meeting if at the close of business on September 18, 2023 any sum due or payable to the Company by such Member remains unpaid for at least thirty days (30) days following the original demand for payment of same.

Where there is more than one owner of a property, there shall be only one Member who shall be the person designated as the Member by all the owners of the property. In the absence of such designation, the first person named as owner in the Certificate of Title or as Purchaser in an Agreement for Sale, shall be the Member. Where a residential property is occupied by a tenant, such tenant may be designated as the Member by and instead of the owner of such property. Where a rental project is involved, the registered owner shall be the Member and notwithstanding how many tenants are residing in the rental project, it shall have only one (1) vote. As at the close of business on September 19, 2023, the Company had **6279 voting Members**.

ELECTION OF DIRECTORS

At the Meeting, it is proposed that the total number of Directors for the Company be established as no more than FIFTEEN (15) until the next Annual General Meeting. The following individuals, current Resident Directors "Members in Good Standing" have expressed an interest in letting their name stand for nomination:

Darvin Zuch	Keith D'Souza	Teresa Hargraves
Nancey Yip	Shahzad Khan	

Nominations will also be sought at the meeting for Directors from the Members in Good Standing. Individuals should be aware of the fiduciary responsibilities of Directors. Any other Members in Good Standing interested in standing for election at the meeting are invited to contact Darvin Zuch, President - McKenzie Towne Council, in advance of the meeting via e-mail at president@mtcouncil.com.

The term of office for each person shall be from the date of the Meeting until the next Annual General Meeting of Members in Good Standing or until his/her successor is elected or appointed. Information is given below with respect to each nominee as a Director, including the length of time each has been a Director of the Company.

NAME	PERIOD SERVED AS DIRECTOR OF THE COMPANY	PRINCIPAL OCCUPATION
Darvin Zuch	4 years	Telecommunications
Nancey Yip	1 year	Administration
Keith D'Souza	1 year	Controller
Shahzad Khan	1 Year	Controller
Teresa Hargraves	3 years	Administration

DIRECTORS COMPENSATION	Nil
PENSION PLAN	Nil
EXECUTIVE COMPENSATION AND PLANS	Nil
INCENTIVE SHARE OPTION PLAN FOR OFFICERS AND KEY EMPLOYEES	Nil

APPOINTMENT OF AUDITORS

Management proposes that BDO Canada LLP, be appointed as Auditor of the Company and that the Directors be authorized to fix the remuneration of the Auditor.

CERTIFICATE

The foregoing contains no misstatement of a material fact and does not omit to state a material fact that is required to be stated or that is necessary to make a statement not misleading in the light of the circumstances in which it was made.

BY THE ORDER OF THE BOARD OF DIRECTORS



Darvin Zuch, PRESIDENT

The management of the Company knows of no amendment, variation, or other matters to come before the Annual General Meeting other than the matters referred to in the Notice of Meeting. However, if any other matter properly comes before the Meeting the accompanying proxy will be voted on such matter in accordance with the best judgment of the person or persons voting such proxy.

DATED this 18 day of September 2023.

BY THE ORDER OF THE BOARD OF DIRECTORS



Darvin Zuch, PRESIDENT

INSTRUCTIONS FOR PROXY FORMS

Appointment and Revocation of Proxies

A Member desiring to appoint a person (who must also be a qualified Member) to represent him/her at the Meeting may do so by inserting such person's name in the blank space provided. The completed proxy should be forwarded to:

McKenzie Towne Council
40 McKenzie Towne Blvd. SE, Calgary, Alberta T2Z 4X5
Or by facsimile to 403-930-1551 or email at: gm@mtcouncil.com
Attention: EXECUTIVE COMMITTEE

All proxies must be in writing, signed by the Member and received at McKenzie Towne Hall no later than 5:00 P.M. on Wednesday, October 18, 2023.

Alternatively, the completed proxy may be delivered to the Chairman of the Meeting on the day of the Meeting.

A Member who has given a proxy may revoke it at any time before it is exercised. A proxy may be removed by instrument in writing or, if the Member is a corporation, by an officer or attorney thereof duly authorized, and delivered as indicated above, at any time up to and including the last business day preceding the Meeting.

Voting and Exercise of Discretion by Proxies

The persons named in the form of proxy will vote the Membership in respect of which they are appointed in accordance with the instructions indicated therein.

BY THE ORDER OF THE BOARD OF DIRECTORS



Darvin Zuch, PRESIDENT



MCKENZIE TOWNE COUNCIL
ANNUAL GENERAL MEETING OF MEMBERS-IN-GOOD-STANDING
On the 18th day of October 2023 at 7:00 PM (Mountain Daylight Time)

PROXY SOLICITED BY MANAGEMENT

The undersigned Member in Good Standing of the MCKENZIE TOWNE COUNCIL (the "Company") hereby appoints Darwin Zuch or failing him, Farooq Qadir as proxy to attend and vote on behalf of the undersigned at the Annual General Meeting of Members in Good Standing and at any adjournment thereof, and my proxy is instructed to vote:

- 1) **FOR** ____ OR **AGAINST** ____ (and if no specification is made, **FOR**)
 The setting of the total number of Directors for the Company until the next Annual General Meeting at fifteen (15).
- 2) **FOR OR AGAINST** the election of the following resident member(s) as Director(s):
Please mark in favour of a maximum of fifteen (15) selections clearly.

NOMINEE	FOR	Against
Darvin Zuch		
Keith D'Souza		
Nancey Yip		
Shahzad Khan		
Teresa Hargraves		

If no individual(s) are specified my proxy may vote at his/her discretion.

- 3) **FOR** ____ OR **AGAINST** ____ (and if no specification is made, **FOR**)
 That BDO Canada LLP be appointed as Auditor of the Company for the 2023-2024 fiscal year by the Board of Directors..
- 4) **FOR** ____ OR **AGAINST** ____ (and if no specification is made, **FOR**)
 And in his/her discretion with respect to any amendments, variations or additions with respect to any of the matters noted above or with respect to any other matter which may properly be brought before the meeting or any adjournment thereof.

DATED this _____ day of _____, 2023.

Member's Name (please print)

Signature of Member

Member's McKenzie Towne Address (required)

This form should be signed by the Member in Good Standing or his/her attorney, authorized in writing, and if the Member is a corporation, this form of proxy should be signed by a duly authorized officer under corporate seal.

RETURN PROXIES NO LATER THAN 5:00 PM WEDNESDAY, OCTOBER 18, 2023
 Attention: EXECUTIVE COMMITTEE - 40 McKenzie Towne Blvd. SE, Calgary, Alberta T2Z 4X5
 OR by facsimile to 587-870-2609 OR by email: president@mtcouncil.com
 ALTERNATIVELY, PROXIES MAY BE DELIVERED TO THE CHAIRMAN ON THE DAY OF THE MEETING

MCKENZIE TOWNE COUNCIL DIRECTORS' REPORT

For the Oct 20, 2022, to Oct 18, 2023, Board Year

The Board of Directors administers McKenzie Towne Council and currently consists of eight (8) volunteer members of the community (the "Board"). As a member of MTC, you are involved with an organization that has more than \$5 million in debt free assets including McKenzie Towne Hall and the Council Park. Additionally, we provide stewardship of the various city owned parks and green spaces in our community through various maintenance agreements with the City of Calgary. We hope you will continue to visit and enjoy these amenities with family and friends. We are very proud of them. This past year has been quite busy for the Board.

Multiple initiatives are underway, being implemented, or are complete to benefit the membership:

- Window replacement of long-time broken windows to new environmentally responsible windows
- Environmental program to transition park maintenance equipment to a no-carbon battery powered equipment.
- New architectural and seasonal lighting for the hall
- HVAC replacements and efficiency upgrades in progress
- Roof replacement on hall
- 4 times the engagement from corporate event sponsorship program.
- Reboot of the volunteer program that has been absent for multiple years.
- Implement a new structured RFP program to ensure a fair and transparent bidding process.
- Increase in daycare capacity by 25%
- Over 50% increase engagement in annual Stampede breakfast (4600 attendees)
- New and successful Movie-in-the-Park event.
- Significant increase in engagement on August Community Clean-up event (460 vehicles)
- Renewal of Butterfly Park in Prestwick.
- Significant repairs to the Splash Park leading to record high usage and operating times.
- Ensuring an operating concession stand at the splash park.

Your fees go towards programming and event support at the Towne Hall, enhanced grounds maintenance of city parks, snow clearing of city walkways in parks, operation of the splash park, Christmas lights, and the maintenance of our Towne Hall. What makes McKenzie Towne unique and differentiates your amenities from other communities are that we are completely open and accessible to all Calgarians.

We continue to work closely with the City of Calgary for such things as watering of the city-owned parks, tree replacement, playground equipment repair, and pond issues. Although MTC is not responsible for these things, we have a vested interest to act on behalf of the membership to advocate for maintenance and initiate improvements which are funded by property tax dollars, not your McKenzie Towne Council fees.

Board members continue to be conscientious in maintaining their good standing regarding annual fees. As of September 18th, 417 households were delinquent and most expected to go to collections. To ensure fiscal governance, a vigilant approach has been adopted to fee collection overseen by the Board; and absent the collection program, all members would suffer as we would have shortfalls in the budget and an inability to deliver services. Having said this, the Board does take into consideration individual circumstances and payment plans have been made in order to prevent the collection process from occurring.

We have made an ongoing effort to establish a permanent General Manager through our GM Selection Committee and have had multiple rounds of interviews without finding an appropriate person. Jim Clement, who has been a long-time member of this organization and a past board member has graciously stepped in as interim general manager. A positive 360 review process including staff, customers and members completed this September has shown an engaged organization under Mr. Clement's stewardship. The board HR committee has initiated a review process which will be completed by the next board and with a successful outcome will facilitate the permanent placement with Mr. Clement as GM.

The MTC Directors would like to thank past Directors Rick Leigh, Shawn MacDougall, Margaret McPherson, Brian Marconi, Robin Van Gastel, Debra Klippenstein, Jim Clement, Patrick Giroux.

And all our MTC sponsors, staff, and event volunteers for yet another great year!

Dated this 18th day of September 2023

McKenzie Towne Council Board of Directors