



September 25, 2018

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 24, 2018

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 2017/2018 fiscal year and the Independent Auditor’s Report and Treasurer’s Report;
- the Report of the Board of Directors;
- the Minutes of the AGM held on October 25, 2017.

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 24, 2018** 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 Rob Van Gastel, President – McKenzie Towne Council, via e-mail at president@mtcouncil.com.

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

Yours truly,

McKenzie Towne Council:

President – Rob Van Gastel	Ute Davies	Jackolynn Coughlin
Vice President – Margaret McPherson	Laura St. Croix	Jessica Smith
Secretary – Shawn MacDougall	Gwyn Schorno	Adam Noble-Johnson
Treasurer – Malik Amery	Rick Leigh	Joseph Burke
	Rob Lapierre	Wade Keller

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.

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 24, 2018 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 25th, 2017;
- 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, 2018;
- 4) To establish the number of Directors to hold office until the next Annual General Meeting and elect such Directors;
- 5) To appoint BDO, 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 2017/2018 Fiscal Year and the Independent Auditor's Report, Report of the Board of the Directors, Minutes of the AGM held on October 25, 2017 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 25th day of September, 2018.

BY ORDER OF THE BOARD OF DIRECTORS



MALIK AMERY –Treasurer

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 24, 2018 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 25th day of September 2018, 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 25, 2018 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 25, 2018, the Company had **6146** 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:

**Wade Keller
Margaret McPherson
Shawn MacDougall
Malik Amery**

**Ute Davies
Joseph Burke
Rick Leigh
Rob Lapiere**

**Jackolynn Coughlin
Jessica Smith
Adam Noble-Johnson**

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 Rob Van Gastel, 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
Wade Keller	1 Year	Integrity Engineer
Malik Amery	8 Years	Director of Corporate Finance
Rick Leigh	4 Years	Auditing

Ute Davies	4 Years	Retired
Jackolynn Coughlin	2 Years	Retired
Margaret McPherson	4 Years	Accounting
Shawn MacDougall	2 Years	Oil and Gas
Jessica Smith	3 Years	Property Manager
Joseph Burke	1 Year	Realtor
Adam Noble-Johnson	1 Year	Public Sector
Rob LaPierre	1 Year	Contractor

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, 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



MALIK AMERY - Treasurer

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 25 day of September, 2018.

BY THE ORDER OF THE BOARD OF DIRECTORS



MALIK AMERY - Treasurer

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 Tuesday, October 23, 2018.**

**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



MALIK AMERY - Treasurer



MCKENZIE TOWNE COUNCIL
ANNUAL GENERAL MEETING OF MEMBERS-IN-GOOD-STANDING
On the 24th day of October 2018 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 **Rob Van Gastel** or failing him _____, 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		NOMINEE	FOR
Malik Amery			Shawn MacDougall	
Wade Keller			Jessica Smith	
Ute Davies			Jackolynn Coughlin	
Rick Leigh			Adam Noble-Johnson	
Margaret McPherson			Joseph Burke	
Rob LaPierre				

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 be appointed as Auditor of the Company for the 2018-2019 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 _____, 2018.

 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 TUESDAY, OCTOBER 23, 2018
 Attention: EXECUTIVE COMMITTEE - 40 McKenzie Towne Blvd. SE, Calgary, Alberta T2Z 4X5
 OR by facsimile to 403-930-1551 OR by email: gm@mtcouncil.com
 ALTERNATIVELY, PROXIES MAY BE DELIVERED TO THE CHAIRMAN ON THE DAY OF THE MEETING

MCKENZIE TOWNE COUNCIL DIRECTORS' REPORT

For the June 1, 2017 to May 31, 2018 Fiscal Year

Sixty cents a day per household. That is what it costs each resident member to operate and keep our community looking great, provide enhanced amenities as well as programs and events. McKenzie Towne has more than \$5 million in assets in the form of amenities such as Inverness Square and Clock Tower, Elgin Hill, Prestwick Common, and the Towne Hall, to name just a few. Programming and event support at the Towne Hall, the Stampede Breakfast, enhanced grounds keeping, flooding of Prestwick Common and the skating rink behind High Street, Christmas lights, and the maintenance of our Towne Hall are also covered by your fees. What makes McKenzie Towne unique, and differentiates your amenities from other communities is that we are completely open and accessible to anyone. For the 4th straight year, we recognized that members may be having tough financial times and the fees were held at prior levels.

Although it took a little longer than anticipated to open, Prestwick Common and Canada 150 Splash Park was officially opened on December 20, 2017, with a well-attended skating party. With a warm spring, we opened the waterpark on May 8, a month ahead of any other waterpark in the city. The first 6 weeks saw huge numbers of families enjoying this long-awaited and updated amenity. The Board intends to have this paid off within 2 years, again well ahead of the 10 years originally planned in our schedule and original plans.

Each January, the Board holds a Strategic Planning meeting that we use to vision for the future. Some of the results of these meetings are now starting to be realized through increased revenues from other streams such as programming, rentals and maintenance agreements in other communities. Our staff have done a fantastic job improving service delivery and the customer experience, and this is an ongoing evolving commitment to continuous improvement. These changes in practices as well as increased marketing has meant that we have seen revenues from programming increase 26.6% and rentals increase 135.8% above the year before which equated to over \$60k in extra revenue over budget projections.

We ended this fiscal year with having no members in arrears for multiple years and only 23 from last year. Residents who are delinquent in payment only impact the remainder of us who pay our fees on time. Currently, 600 households have not paid, which is an 8% decrease from 2017. To ensure fiscal governance, a vigilant approach to fee collection occurs, and absent the collection program, all members would suffer as we would have shortfalls in the budget and an inability to deliver services. The Board does take into consideration individual circumstances and arrangements, such as payment plans, have been made for some in order to prevent the collection process from occurring.

The MTC Directors would like to thank past Directors Preston Thirlwall, Laura St. Croix and Gwyn Schorno, MTC sponsors, staff and event volunteers for yet another great year!

The volunteer Board of Directors administers McKenzie Towne Council (“MTC” or “the Council”) and currently consists of fourteen (14) members of the community (the “Board”). We hope you will continue to enjoy all that we have to offer and enjoy these offerings with family and friends. We are very proud of what we have, and hope you are as well.

Dated this 25th day of September 2018

McKenzie Towne Council Board of Directors

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