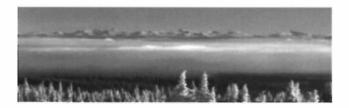
REQUEST FOR MINISTER APPROVALS FOR THE SILVER STAR RESORT ASSOCIATION



PREPARED FOR THE HONOURABLE SELINA ROBINSON Minister of Municipal Affairs and Housing

By the Silver Star Marketing Task Force

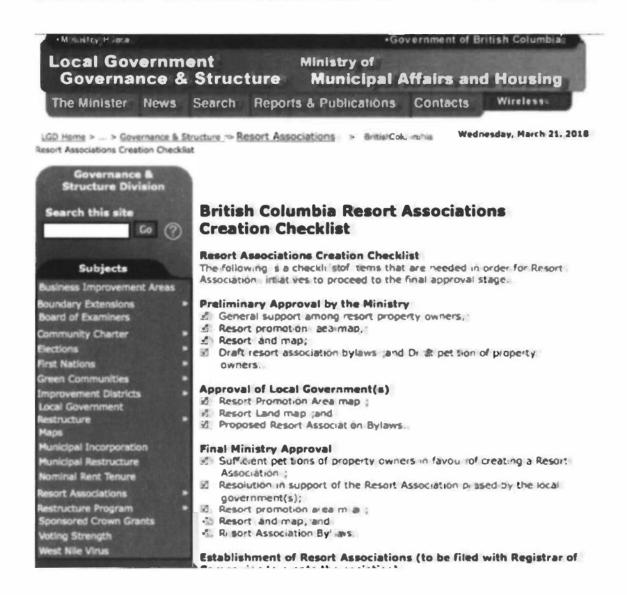
FEBRUARY 2019

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SCHEDULE 5 - BC RESORT ASSOCIATION CREATION CHECKLIST



SCHEDULE 6-

PROPOSED SILVER STAR ASSOCIATION BRIEFING NOTE

FOR THE MINISTRY OF COMMUNITY, SPORT AND CULTURAL DEVELOPMENT

BRIEFING NOTE

PROPOSED SILVER STAR RESORT ASSOCIATION



PREPARED FOR THE MINISTRY OF COMMUNITY, SPORT AND CULTURAL DEVELOPMENT

FEBRUARY 2016

Page 100 to/à Page 175

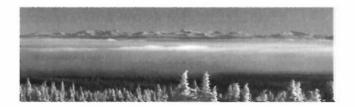
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SCHEDULE 8

BRIEFING NOTE

PROPOSED SILVER STAR RESORT ASSOCIATION



PREPARED FOR THE REGIONAL DISTRICT OF NORTH OKANAGAN

FEBRUARY 2016

Page 177 to/à Page 240

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SCHEDULE 9

RDNO COMMITTEE OF THE WHOLE PRESENTATION



SILVER STAR MARKETING TASK FORCE

FEBRUARY 2017

Building A Stronger Resort Community

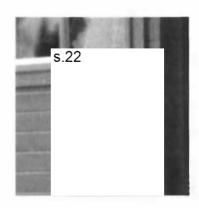
Today's Presentation

- The Opportunity
- Process Overview
- Recommended Model
- Stakeholder Engagement
- What We Have Heard and How We Are Responding
- The Approval Process
- Next Steps



The Challenge

- Competition is increasing
- Brand awareness is critical
- Investment and reinvestment in the mountain experience is essential
- Our product has to remain fresh and current
- We do not have some of the tools enjoyed by our competition



Building A Stronger Resort Community

The Opportunity

Finding the 'right' model for the 'right' time that allows us to:

- Work together
- Seize opportunities
- Re-invent ourselves
- Increase brand awareness
- Invest in our future
- Continue to be a significant contributor to the regional economy



Task Force Goals

- Explore and evaluate models for marketing the resort
- Develop and present recommendations as appropriate
- Develop and implement a stakeholder engagement program
- Consider stakeholder input in developing next steps



Building A Stronger Resort Community

Alternative Models Considered

- Resort Area Management Fee
- Business Improvement Area
- Regional District Service
- Resort Association



Comparison of Alternative Models

Key steps in the process:

- Guiding principles developed
- Presentations/discussions to inform the Task Force
 - Tourism Sun Peaks Resort Associations
 - Regional District Regional District Service/BIA/Resort Association
- Evaluation criteria developed
- Comparative analysis conducted by Task Force using guiding principles and evaluation criteria
- Selection of recommended model

Building A Stronger Resort Community

Comparison of Alternative Models

	Fair and Equitable	Value for Money	Engaged Decision Making	Local Autonomy	Ease of Implementation
Resort Area Management Fee	X		X	Х	V
Business Improvement Area					
Regional Service Area					4
Resort Association			V	V	

The check-marks/colours represent the relative score each model received for each principle.

The Recommended Model

Creation of a Resort Association

- A not-for- profit accountable to its members
- Responsible for funding and administering marketing and sales programs, research, communication, special event planning and execution and advocating on behalf of the resort community
- Not directly involved with the operation of the Ski Resort or in the delivery of services through the RDNO



Building A Stronger Resort Community

Silver Star Resort Association Proposed Resort Promotion Area

The SSRA is responsible for marketing the 'Resort Promotion Area'

The proposed 'Resort Promotion Area' mirrors the current Silver Star Controlled Recreation Area



The Value Proposition



Building A Stronger Resort Community

Other Benefits

- Provides access to incremental funding opportunities like the Municipal and Regional District Tax, Tourism Co-op Programs (Provincial and Regional), Government Grant/Support Programs and Partnerships with local businesses
- These types of funds have benefited other resort communities through festivals, events, village shuttle and many other initiatives
- Enables engaged decision-making by all members of the resort community
- Provides a lobby group that can advocate on behalf of the resort community with regional, provincial and federal governments
- Provides an added 'voice' in support of resort community amenities and services

Incremental Funding

- The Resort Association would provide incremental funding for the marketing and sales programs, communications, research and event planning and execution
- Silver Star Mountain Resort would continue with its significant marketing and sales programs and event planning and execution
- The Resort Association would work closely with Silver Star Mountain Resort to maximize value

Building A Stronger Resort Community

Proposed Board of Directors

Eleven directors with sector representation as follows:

Sector	No. of Directors			
Residential	1			
Residential Lodging	2			
At Large	2			
Hotel Lodging	2			
Commercial/Tenant/Independent Operator	1			
Single Owner Hotel Lodging	1			
Silver Star Mountain Resort	2			

Association Membership

Members

- All Owners of Resort Lots within designated 'Resort Lands'
- Silver Star Mountain Operator

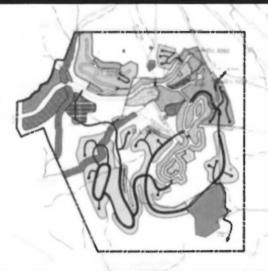
Others who may apply to become a member

- Owners of land, whose land is within the Resort Promotion Area, but not specified as Resort Land
- Non-Resident Business Owners
- Occupier of a Resort Lot
- Agents of owners of Resort Lots

Building A Stronger Resort Community

Resort Lands

The proposed 'Resort Lands' mirrors the area defined in the Silver Star Official Community Plan



Stakeholder Engagement

- Numerous one-on-one meetings
- Numerous emails/letters
- Several newsletters/notices
- Two workshops with the Silver Star Property Owner's Association
- Several presentations to Strata Councils
- Two open houses
- Stakeholder survey



Building A Stronger Resort Community

Stakeholder Survey Overview

- Input to be used to continue shaping the resort association model
- Online January 21 31
- 144 responses
- Full results have been made available

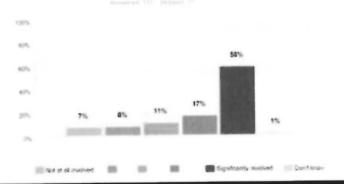


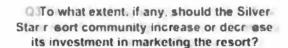
Stakeholder Survey Results

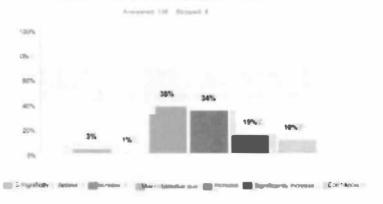
- There were a mix of responses, both positive and negative
- Most input provided very valuable insights that will be considered through the next round of revisions to the SSRA model
- Some responses were repeated throughout the survey; their opposition to the model is clear and has been heard

Building A Stronger Resort Community

Q2 To what degree, if any, do you think Silver Star homeowners; business owners and residents should be involved in shaping the future of the resort community?

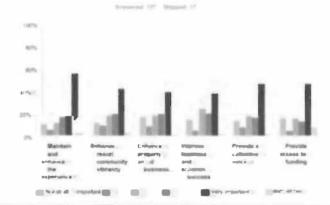


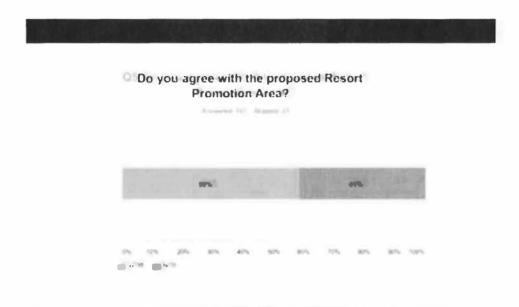




Building A Stronger Resort Community

O How important to you are each of the following resort community benefits of the SSRA model? (not lelabels below have been shortened)

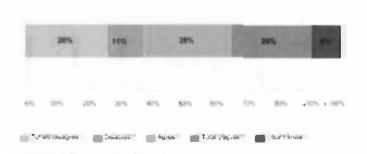


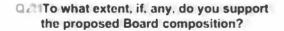


Building A Stronger Resort Community

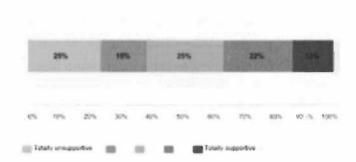
O7To what extent do you agree that all properties within the Silver Star Official Community Plan should be included within the designated Resort Land?

American 124 - Mappel 19



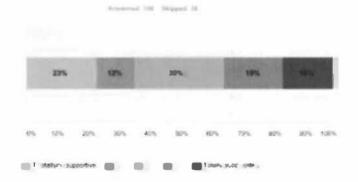


Americal III. Deposit 16



Building A Stronger Resort Community

Q23To what extent, if, any, do you support the Board election/appointment process?



What We've Heard and How We're Responding



- The draft Silver Star bylaw was consistent with the bylaws in place at Tourism Whistler, Tourism Sun Peaks and Rossland
- The Task Force is listening to the concerns and is exploring changes to the bylaws to reflect the specific needs of the Silver Star resort community
- Several changes have been proposed and more are anticipated in response to input

Building A Stronger Resort Community

Major Proposed Changes

- Deleting the proposed assessment for a non-renting residential property
- Limiting borrowing provisions without the approval of the membership
- Limiting the amount assessments can be increased without the approval of the membership
- Requiring approval of the membership for the addition of a function beyond marketing, sales, communication, research and event planning and execution



Major Proposed Changes

- Moving from a flat assessment rate for properties offered for rent to a sliding assessment scale based on the number of bedrooms
- Amending bylaws to distinguish between short-term (nightly) rental and long-term rental
- Establishing a maximum assessment on a residential property whether or not the property is being offered for rent and/or conducting one or more home-based business

Building A Stronger Resort Community

Approval Process

Regional District

- · Approves the 'resort promotion area'
- Approves the proposed resort association bylaws

Property owners

 Support the creation of the resort association through a valid property owner petition, which must have the support of the majority of the owners representing at least one-half of the assessed value of the parcels within the 'resort promotion area'

Province

- Minister's Order signed to create Resort Promotion Area
- Minister's Order signed that incorporates Resort Association for the Resort Promotion Area and designates Resort Land
- · Minister approves the first bylaws of the resort association

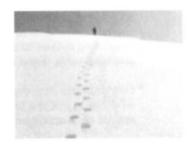
Next Steps

Continue To Review Stakeholder Input

- Refine model
- Refine member assessments
- Refine draft Constitution and Bylaws

Open House No. 3 and Survey No. 2

Dates TBD



Building A Stronger Resort Community

The Task Force Ask

The RDNO works with the Task Force to:

- Define a Resort Promotion Area that could be supported by the RDNO
- Refine the draft Silver Star Resort Association bylaws such that they could be supported by the RDNO in the event there is a successful property owner petition

In Closing

Silver Star

- Is an important part of the regional economy
- It employs over 1,500 people
- Attracts annually 400,00 +/- visitors
- Estimated visitor spending of +/- \$62,000,000
- It contributes in a positive way to the social infrastructure of the region
- It should be able to benefit from the same tools its competitors are enjoying

Building A Stronger Resort Community

Discussion/Questions



Working Together To Build A Stronger Resort Community

Thank You

SCHEDULE 10

SILVER STAR MARKETING TASK FORCE BACKGROUND INFORMATION

To: The Regional District of North Okanagan
Committee of the Whole Meeting

The Silver Star Marketing Task Force appreciates the opportunity to appear before the Committee of the Whole on February 22 to discuss the proposed Silver Star Resort Association.

The Task Force <u>is not</u> requesting any approvals. The Task Force simply wants to discuss the proposed Silver Star Resort Association, share the results of the stakeholder engagement program to date (with a focus on changes that are being proposed as a result of stakeholder engagement and issues that are still being reviewed by the Task Force), and to discuss next steps.

The following background information is provided for the Committee (headings are links to each document):

- Newsletter 3 and Newsletter 5 Newsletter 3 provides significant information about the proposed resort association and changes that are being proposed as a result of input received at the time of its distribution. Newsletter 3 updates some of the information included in the RDNO Briefing Note that was provided to the RDNO in February of last year. Newsletter 3 was distributed in advance of the Open House No. 1. Newsletter 5 includes some additional proposed changes as a result of Open House No. 1 and subsequent input, as well as additional information concerning the approval process. Newsletter 5 was distributed in advance of Open House No. 2.
- <u>Display Boards</u> These are an aggregate of the boards that were available at Open House No. 1 and 2, and they complement the information contained in Newsletter 3 and 5, and the presentations made at the open houses.
- Stakeholder Survey No. 1 Results The stakeholder survey was online from January 21 till midnight on January 31. A total of 144 responses were received.
- Annotated Draft Bylaws The annotated draft bylaws reflect the initial draft bylaws provided to the RDNO last February, with notes marking the proposed changes resulting from the stakeholder engagement process to date. The initial draft bylaws were based on the bylaws in place for Sun Peaks, Whistler (two of the most successful resorts in the province) and Red Mountain. The proposed changes are helping shape the proposal to reflect the specific needs of Silver Star. The bylaws will be updated to take into consideration the proposed changes (and further changes from additional input) and the new Societies Act.

The Task Force appreciates the opportunity to meet with the Committee of the Whole, and is looking forward to the discussion.

The Silver Star Marketing Task Force

SILVER STAR RESORT ASSOCIATION NEWSLETTER 3 AND FACT SHEET

Page 261 to/à Page 284

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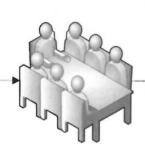
Silver Star Marketing Task Force Newsletter 5

Page 286 to/à Page 288

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Proponents Draft Resort Association Bylaws



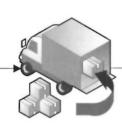
Council Or Board Approves Resort Promotion Area And Proposed Bylaws



Proponents Petition Property Owners To Establish A Resort Association



Droponent Determines Petition
To Be Valid And Sufficient



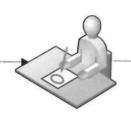
Proposed Resort Promotion Area, Resort Association Bylaws, Resort Land And Petition Sent To Minister for Approval



Minister's Order Establishes A Resort Promotion Area



Minister's Order Specifies Resort Land And Incorporates Resort Association



Minister Approves First Bylaws Of Resort Association



Resort Association Files Minister's Orders And Approved Bylaws With Registrar Of Companies



Resort Association

Welcome. Thanks for coming!

A Task Force of local representatives has been exploring alternative approaches to marketing and promoting Silver Star, and they have identified a recommended model.

There are 7 stations around the room.

Please start at #1 and move in order to #7 to learn more about the Task Force process and the recommended model.

1.	What We've Heard So Far	Input received and responses to date
2.	Current Situation	Today's challenges and opportunities
3.	Process Overview	A look at how the Task Force's work has unfolded
4.	Alternative Models	Models evaluated and criteria used
5.	Recommended Model	What, why, how and who
6.	Approval Process	Next steps in the process
7.	Tell us what you think	Please comment and stay tuned for Open House 3

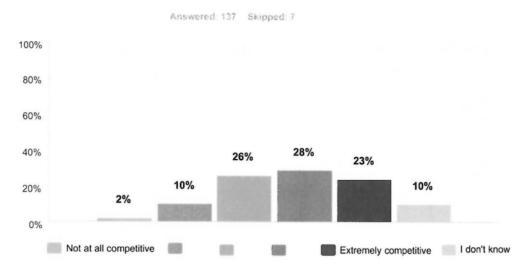
Page 291 to/à Page 314

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Silver Star Marketing Task Force Building A Stronger Resort Community

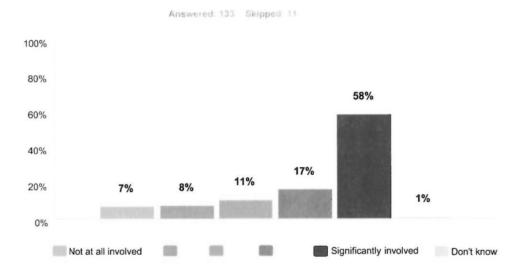
Stakeholder Survey No. 1 Results

Q1 To what degree do you believe Silver Star is competitive with other BC ski destinations?



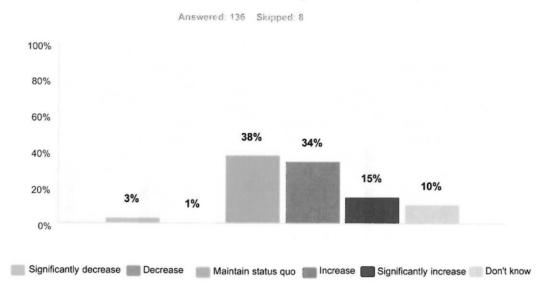
Not at all competitive	(no label)	(no label)	(no label)	Extremely competitive	I don't know	Total	Weighted Average
2%	10%	26%	28%	23%	10%		
3	14	35	39	32	14	137	3.30

Q2 To what degree, if any, do you think Silver Star homeowners; business owners and residents should be involved in shaping the future of the resort community?



Not at all involved	(no label)	(no label)	(no label)	Significantly involved	I don't know	Total	Weighted Average
7%	8%	11%	17%	58%	1%		
9	10	14	22	77	1	133	4.09

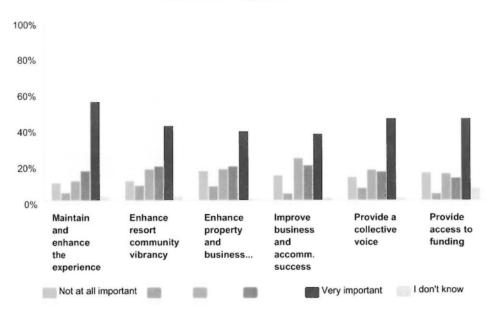
Q3 To what extent, if any, should the Silver Star resort community increase or decrease its investment in marketing the resort?



	Significantly decrease	Decrease	Maintain status quo	Increase	Significantly increase	I don't know	Total	Weighted Average
	3%	1%	38%	34%	15%	10%		
	4	1	51	46	20	14	136	3.26

Q4 How important to you are each of the following resort community benefits of the SSRA model? (note: labels below have been shortened)

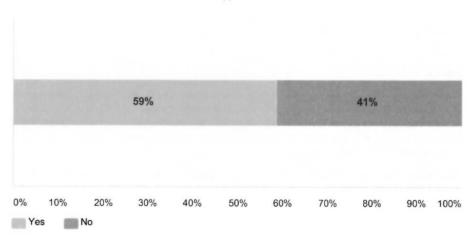




	Not at all important	(no label)	(no label)	(no label)	Very important	I don't know	Total	Weighted Average
Maintain and enhance the experience	10%	5% 6	11%	17% 21	55% 70	2% 3	127	3.94
Enhance resort community vibrancy	11% 14	9% 11	17% 22	19% 24	42% 53	2% 3	127	3.65
Enhance property and business values	17% 21	8% 10	17% 22	19% 24	39% 49	1% 1	127	3.53
Improve business and accomm. success	14% 18	4% 5	24% 30	20% 25	37% 47	2% 2	127	3.57
Provide a collective voice	13% 16	7% 9	17% 21	16% 20	46% 57	2% 2	125	3.70
Provide access to funding	16%	4% 5	15%	13%	46% 58	7% 9	127	3.47

Q5 Do you agree with the proposed Resort Promotion Area?





Answer Choices	Responses	
Yes	59%	71
No	41%	50
Total		121

Q6 If no (you do not agree with the proposed Resort Promotion Area), how would you change it?

Answered: 46 Skipped: 98

#	Responses	Date
1	It's obvious that a lot of thought has gone into this proposal and we are trying to catch up. Is it a good thing or not? There are those with a vision and there are those who just want to enjoy the area and have fun. It is not easy to all be on the same page when we are not. Can Silver Star handle such an expansion and still remain profitable? We just don't know if all this is good or do we stay with the status quo which is working. How many times have we seen expansion become the downfall of a business?	1/31/2017 11:45 PM
2	Needs to respect those of us that did not sign on to fees such as RAM. It is insulting for us to have to be included in this process to begin with. Under what authority does the task force (formed by Silver Star Mountain Resort) assume to include non-RAM properties on its maps and in its petition?	1/31/2017 10:27 PM
3	Alpine Meadows was a land grab and should not have been developed. Property owners along Pinnacles Rd. are deprived of their pristine mountain view, a great area to ski, and the development is not consistent with what Phase 1 property owners were promised in the early 1980's, "Your properties will always be the boundary edge of the Provincial Park." Alpine Meadows development also compromises one of the main headwater flows of BX Creek. What a shame. Why was it developed when lots on the Knoll and Ridge are still available? Shades of Big White, ski between buildings.	1/31/2017 10:20 PM
4	I could not open the news letter and fact sheet. There has not been sufficient notice or time for meaningful involvement in the process	1/31/2017 10:02 PM
5	Remove fee simple non-RAM properties. Those of us that bought these titles already paid for the value of having no levies and are governed by RDNO bylaws. Our community is larger than the resort and extends across the north okanagan (visible in where we shop, work, play, etc). Our community is not resort-centric.	1/31/2017 9:48 PM
6	Impossible to read the map due to its tiny size and no labels. Unsure what you were delineating.	1/31/2017 9:40 PM
7	As I have told you numerous times since June 2016 - REMOVE MY FEE SIMPLE PROPERTY from your resort lands and promotion area maps.	1/31/2017 8:49 PM
3	REMOVE fee simple properties that haven't given permission and don't pay RAM already	1/31/2017 8:33 PM
)	Remove Knoll, mid tee and any other areas that do not currently pay into RAM. Including them is illegal.	1/31/2017 8:21 PM
10	Remove my existing fee simple property from the resort promotion area map and the resort lands map. You do not have the right to infringe on my legal ownership entitlement and I will protect it at any cost. If no RAM currently on title, membership should be voluntary. I have no interest in this scheme - stop forcing my involvement.	1/31/2017 7:56 PM
11	Divide commercial operators into a separate association	1/31/2017 5:34 PM
2	It is dead on arrival.	1/31/2017 4:20 PM
3	I would have the business and property management rentals work on this themselves. This should not be carried by homeowners. Shame on you for bringing in this form. Go back to the drawing board.	1/31/2017 1:45 PM
14	Owners of property not engaged in renting or business should be a second, non-voting member class where any changes in bylaws/constitution affecting them would require Special Resolution of that class of members. They would also have one non-voting Director from that class.	1/31/2017 9:06 AM
15	No Resort Association	1/30/2017 4:55 PM
6	I see this more for the businesses than the home owners. as a home owner I feel no need to advertise more. Keep the lift lines small this is why I own property here. My own little mtn.	1/30/2017 2:42 PM
7	I do not agree with the Resort idea/proposal	1/30/2017 1:45 PM
8	I would have checked "I don't know" in the above question, if that was a choice.	1/30/2017 10:34 AM
9	Business core area only	1/30/2017 9:22 AM
0	I find it difficult to believe the Ridge is include but the resort ares shuttle does not service that area.	1/29/2017 6:48 PM

21	keep silverstar the same as it is now, small vibrant little hill. We have never rode the lift with any visitor that said we would love to come back here if it was bigger, everyone says they come to SS because of its size and friendly people if they want big they go elsewhere big white, whistler, sunpeaks.	1/29/2017 6:12 PM
2	There is not enough information to answer questions 1-3. And the survey seems to be biased towards a SSRA. I would exclude the non RAM properties from the Resort Promotion Area, unless the non RAM properties vote separately from the RAM properties to be a part of the RPA.	1/28/2017 2:50 PM
23	The diagram on page 7 was not readable	1/27/2017 9:59 PM
24	Have SSH provide additional funding to address the residential component as they will be the ones benefitting from increased exposure and more rentals.	1/27/2017 10:18 AM
25	Leave out the residents	1/26/2017 8:43 PM
26	too much change too fast	1/26/2017 6:07 PM
27	Not willing to pay additional tax	1/26/2017 5:24 PM
28	Better clarification regarding this as just found out about this on January 26th, 2017. Creek Side Strata corporation did not advise until today. A brief should be sent out to the owners in the mail so they are aware. I have already spoken with a couple of others and they have become glazed until I reference a \$750 if rented. This should be proportionate to amount rented / revenue and if places are a 1 bdr, 2bdr etc.	1/26/2017 5:01 PM
29	Why would you not include Sovereign Lake in the resort promotion area? You have an amazing nordic area on your doorstep. It is not marketed AT ALL. I cannot believe the number of times over 15 years I have x-country skiled and had the trails all to myself	1/26/2017 3:22 PM
30	The budget proposed is too high and does not reflect what I feel is reasonable for the region. Ambition is great but this seems unrealistic.	1/26/2017 3:17 PM
31	I am not sure if you are asking about just the area on the map, or the entire proposed plan. I do not have knowledge of the history behind this map and what the resort area actual means.	1/26/2017 1:24 PM
32	Democratically elected board of directors, accountable to the resort association membership at annual election of all directors. Annual levy for non-commercial accommodation providers such as residential and strata should be proportional to income. Or, membership should be commercial businesses and accommodation providers only - Business Improvement Area.	1/26/2017 1:16 PM
33	1) Must give rate-payers chance to vote for all directors. Only one appointed director - RDNO. Otherwise "taxation without representation". If all rate-payers had the opportunity to democratically elect the board of directors, inequities could be sorted out. Otherwise, exclude all homeowners; and have business owners only as ratepayers, since the current model puts the control of the SSRA in the hands of the business owners only.	1/26/2017 1:03 PM
34	The map should only include those properties currently obliged to pay under a RAM covenant.	1/26/2017 12:54 PM
35	not sure about any of this; need to hear more arguement	1/26/2017 11:47 AM
36	Remove non-rental units or highlight them.	1/26/2017 8:54 AM
37	No further expansion in knoll area	1/26/2017 6:07 AM
38	Remove the Knoll, cabin colony and anywhere else where there are no existing encumbrances (RAM covenant) on these lots. These properties were bought fee simple with no encumbrance and should stay that way.	1/25/2017 9:35 PM
39	Feel that SSM property owners that don't rent their unit/home pay an annual fee. If we don't pay then unable to vote. Pay to Play. Regarding rental property fee structure somewhat like the Silver Hawk pillow charge or size of unit rented by number of bedrooms,	1/25/2017 9:12 PM
40	put responsibility on businesses not on private homes to pay their way	1/25/2017 9:01 PM
11	DON'T DRAW YOUR MAP AROUND FEE SIMPLE PROPERTY. THIS HAS BEEN SAID TO YOU MANY TIMES. START LISTENING	1/25/2017 8:42 PM
42	I is being done entirely for the benefit of the Resort There is no recognition of the investment the homeowner has made in the community and it is just another way to gouge the residents and homeowners.	1/25/2017 8:33 PM
13	Properties who are not currently charged a fee (i.e. not having an existing RAM fee) should be exempt	1/25/2017 8:09 AM
1	Would the properties currently except from the RAM be included in the promotion area . Would the proposed SSRA assessment apply to these properties.	1/23/2017 9:33 PM
45	the proposal need to makes some changes as per the local owners voice and be prepared to adapt	1/22/2017 5:49 PM

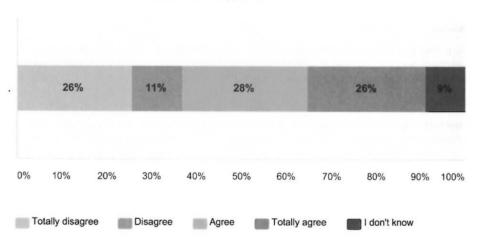
Somehow exclude the Mid Tee, Cabin Colony, and the private land sales on the Knoll or grandfather these titles or devise a system based on the RDNO zoning bylaw/OCP.

46

1/22/2017 8:48 AM

Q7 To what extent do you agree that all properties within the Silver Star Official Community Plan should be included within the designated Resort Land?





Totally disagree	Disagree	Agree	Totally agree	I don't know	Total	Weighted Average
26%	11%	28%	26%	9%		
32	14	35	33	11	125	2.38

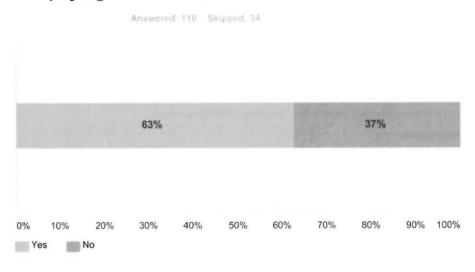
Q8 What properties, if any, do you think should be excluded from the designated Resort Land?

Answered 59 Skipped: 85

#	Responses	Date
1	Needs to respect those of us that did not sign on to fees such as RAM. It is insulting for us to have to be included in this process to begin with. Under what authority does the task force (formed by Silver Star Mountain Resort) assume to include non-RAM properties on its maps and in its petition?	1/31/2017 10:27 PM
2	Reference above.	1/31/2017 10:20 PM
3	Remove fee simple non-RAM properties. I chose the knoll when I bought because I do not want to be involved in the resort operations in any way except as a customer. This initiative is making me a very unhappy customer and I have and will take my business elsewhere (this includes the friends, family and clients I host here) if this unlawful attempt at expropriation continues.	1/31/2017 9:48 PM
4	what options are you giving? some examples, please	1/31/2017 9:40 PM
5	all private homes and homes that are rented out only at break even point	1/31/2017 9:19 PM
6	As I have told you numerous times since June 2016 - REMOVE MY FEE SIMPLE PROPERTY from your resort lands and promotion area maps.	1/31/2017 8:49 PM
7	REMOVE fee simple properties that haven't given permission and don't pay RAM already	1/31/2017 8:33 PM
8	Remove Knoll, mid tee and any other areas that do not currently pay into RAM. Including them is illegal.	1/31/2017 8:21 PM
9	Remove my existing fee simple property from the resort promotion area map and the resort lands map. You do not have the right to infringe on my legal ownership entitlement and I will protect it at any cost. If no RAM currently on title, membership should be voluntary. I have no interest in this scheme - stop forcing my involvement.	1/31/2017 7:56 PM
10	Perhaps a sliding scale of fees, based on year round "primary residence" (as opposed to an investment property)	1/31/2017 5:35 PM
11	Existing	1/31/2017 5:34 PM
12	This opinion would/should be dependent on the all round benefits set out in the Association KPIs.	1/31/2017 4:49 PM
13	The status quo should be maintained. The homeowners have already suffered enough confiscatory overreach.	1/31/2017 4:20 PM
14	homes used for long term rental or principal residence	1/31/2017 3:09 PM
15	None	1/31/2017 2:30 PM
16	Anyone who does not want to be part of this. 51% of the people could make this happen, it is not a true indication of support, ask for 75% support. At the current acceptance rate we run to risk of dividing a great little community	1/31/2017 1:45 PM
17	No exclusion from the designated Resort Land, but voluntary inclusion in a SSRA.	1/31/2017 1:40 PM
18	See #6.	1/31/2017 9:06 AM
19	All residential	1/30/2017 10:04 PM
20	Non-rental properties.	1/30/2017 9:48 PM
21	The document says schedule "a" to follow. Without that I can't really answer that question.	1/30/2017 9:04 PM
22	Residential properties	1/30/2017 4:55 PM
23	None	1/30/2017 3:45 PM
24	only the properties profiting should be included. Personal residents (unless running it as a rental property) should be excluded, including if they have room and boarders that are staff.	1/30/2017 2:42 PM
25	Nonenon-renters will benefit equally from proposed improvements and cooperation.	1/30/2017 1:02 PM
26	I don't know.	1/30/2017 10:34 AM
27	Anywhere where the shuttle does not operate.	1/29/2017 6:48 PM

28	cabin colony, spencer lane, creek side, alpine meadows.	1/29/2017 6:12 PM
9	Non RAM properties unless the non RAM properties vote separately from the RAM properties to be a part of the designated Resort Land.	1/28/2017 2:50 PM
30	free-hold properties	1/27/2017 9:59 PM
31	Residential properties	1/27/2017 7:22 PM
32	residential properties not in SSH's rental pool. Plus SSH should pay 50% of the cost of the residential unit costs for the units in their rental pool, over and above Silver Star Mountain's contribution.	1/27/2017 10:18 AM
33	Any property that is privately owned where the current owners have never rented it out to paying guests and and have no intention of ever renting it out. This may not be practical though given properties change hands perhaps there is a way of including a property in the bigger picture but distinguishing it from rented properties so long as the owner has made a written commitment to the MTF that the property will not be rented out.	1/26/2017 10:45 PM
4	Full time residents	1/26/2017 8:43 PM
35	All privately owned homes and condos	1/26/2017 8:37 PM
6	Residential	1/26/2017 8:10 PM
7	Private homes, homes out of rental property pool.	1/26/2017 8:06 PM
8	Current freehold	1/26/2017 8:00 PM
9	Private owners who rent when property is vacant	1/26/2017 5:24 PM
10	There needs to be more monitoring of who is exactly renting their properties and to what level, there should be an exclusion for the individual owners that only rent to friends or on occasion or minimum supplemental income.	1/26/2017 5:01 PM
11	Not that any should be eliminated but all should be treated as to their unique use. Strata condos are different than houses and not all units are used for commercial purposes.	1/26/2017 3:17 PM
2	I don't know the scope of that designated resort land actually means. I am just learning about this from scratch and a lot of what was talked about at the open house was new to me.	1/26/2017 1:24 PM
3	Residential and single owner strata lots. All properties available, and advertised, for rent should be licensed as a business. Only licensed businesses should be included in Resort or Business Improvement Area.	1/26/2017 1:16 PM
14	All properties not currently subject to RAM. To be fair, the individually owner properties currently subject to RAM should be excluded, to be fair	1/26/2017 1:03 PM
5	All properties that are not obligated under RAM	1/26/2017 12:54 PM
6	Perhaps properties that do not receive a revenue stream. However policing that issue may be impossible?	1/26/2017 12:17 PM
7	Freehold	1/26/2017 11:47 AM
3	Non rental units	1/26/2017 8:54 AM
9	nine	1/26/2017 6:07 AM
)	See answer #6, Purchasers bought fee simple land it should stay that way. Voluntary membership could be offered.	1/25/2017 9:35 PM
ı	Fire Hall	1/25/2017 9:12 PM
2	private and private properties offering long term rentals	1/25/2017 9:01 PM
3	MY PROPERTY. DO WHAT YOU BUSINESS OWNERS WANT TO TO EACH OTHER BUT DO NOT INCLUDE MY LANDS IN YOUR SCAM	1/25/2017 8:42 PM
4	All of it. I think this will destroy the Silverstar Brand and devalue everything that makes the mountain a desirable place to be. I don't believe Ross Fodden is acting impartially and I don't trust what he is saying.	1/25/2017 8:33 PM
5	See above	1/25/2017 8:09 AM
5	would need to think this through	1/22/2017 5:49 PM
7	Not sure that private freehold residencies should be charged at the same level as income producing residencies. consider charging one fee for apartments and a higher fee for stand alone residencies	1/22/2017 9:02 AM
3	none	1/22/2017 8:50 AM
9	See my comment at #6	1/22/2017 8:48 AM

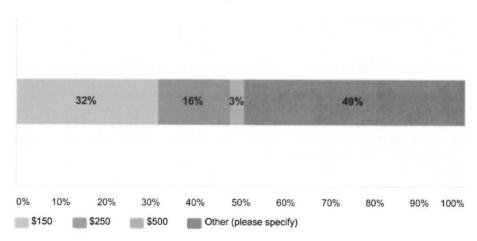
Q9 Should an owner of a developing lot (a vacant or undeveloped lot) be exempt from paying a member assessment fee?



Answer Choices	Responses	
Yes	63%	69
No	37%	41
Total		11

Q10 If no (i.e, you think they should pay a fee), what should the fee be? Fee options:





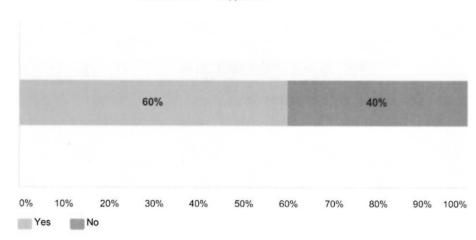
Answer Choices	Responses	
\$150	32%	20
\$250	16%	10
\$500	3%	2
Other (please specify)	49%	31
Total		63

#	Other (please specify)	Date
1	the same as everyone else	2/1/2017 12:45 AM
2	I dont' support the proposed fee structure at all. I beleive Silver star resort is the main beneficiary of this process and am not in support of any private property owner being charged a feein the rental pool, I already pay Silver Star Holidays a hefty amout of my revenue for marketingI should no talso be expected to pay more wages for soemoen to promote the same building and services	2/1/2017 12:09 AM
3	Did they agree to pay RAM? Then they should pay based on their purchase agreement.	1/31/2017 11:41 PM
4	If the owner did not agree to encumbrances/fees/levies/covenants upon purchase then they should not pay.	1/31/2017 11:02 PM
5	0	1/31/2017 10:29 PM
6	As I have told you numerous times since June 2016 - REMOVE MY FEE SIMPLE PROPERTY from your resort lands and promotion area maps.	1/31/2017 9:51 PM
7	I dont care as long as you REMOVE fee simple properties that haven't given permission and don't pay RAM already	1/31/2017 9:37 PM
8	Knoll, mid tee and any other areas that do not currently pay into RAM should be excluded from paying fees. Including them is illegal.	1/31/2017 9:27 PM
9	If no RAM currently on title, membership should be voluntary.	1/31/2017 9:03 PM
10	Don't know	1/31/2017 8:29 PM
11	An incremental fee structure may be required for all properties.	1/31/2017 6:00 PM
2	Only once a rental property is established/developed.	1/31/2017 2:46 PM
13	Why should they pay!? They are not gaining anything for it. There should be a minimum amount of time a lot can set vacant.	1/30/2017 3:49 PM

14	Why don't you have, "I don't know" as a choice above?	1/30/2017 11:37 AM
15	50	1/28/2017 7:23 PM
6	as they will rep benefit later from work today fee should be proportional to other similar developed properties	1/28/2017 6:57 PM
17	Fixed % of the 'full' fee	1/28/2017 6:57 PM
8	Non RAM properties should be exempt.	1/28/2017 3:56 PM
9	0	1/27/2017 12:35 PM
20	Question 9 is a tricky one and I answer it from the slightly biased point of view of \$.22 none of which I ever intend on benefiting from commerically. I will either build and keep and build and sell. But then, if Silver Star is marketed more effectively it is arguable that the selling price of these lots would increase and therefore perhaps I should be paying a fee. On balance, given these properties have currently cost more than they are worth, I would have to say that owners of vacant lots should be exempt, at least until such time as the property market in Silver Star improves dramatically, otherwise I expect owners on The Ridge and Alpine Meadows would justifiably be up in arms at yet another holding cost for an already bad investment.	1/26/2017 11:51 PM
1	don't know	1/26/2017 9:27 PM
22	Depends on the intent	1/26/2017 6:30 PM
23	proportional to the value of the lot	1/26/2017 4:34 PM
24	relative to the increased value of their property directly due to resort association initiatives and developments	1/26/2017 2:52 PM
25	x	1/26/2017 7:11 AM
6	it depends if the property is already subject to ram. perhaps they should pay	1/25/2017 10:05 PM
27	THEY SHOULD NOT BE ON THE MAP ERGO THEY CANT BE A MEMBER. BIAS QUESTION JUST LIKE A BUNCH OF THEM. WHY DO YOU GUYS KEEP THINKING THAT FEE SIMPLE PROPERTIES DON'T SEE THROUGH YOUR SCAM???	1/25/2017 9:47 PM
28	Zero	1/25/2017 9:36 PM
9	50	1/25/2017 9:11 AM
0	Minimum amount for non income member depending on benefits	1/22/2017 5:50 PM
1	100.00	1/22/2017 1:46 PM

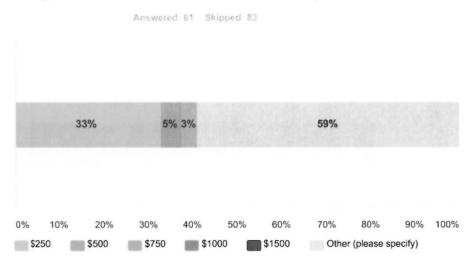
Q11 If a residential property owner does not offer their property for rent, should they be exempt from a member assessment fee?





Answer Choices	Responses	
Yes	60%	68
No	40%	46
*otal		114

Q12 If no (i.e, you think they should pay a fee), what should the fee be? Fee options:



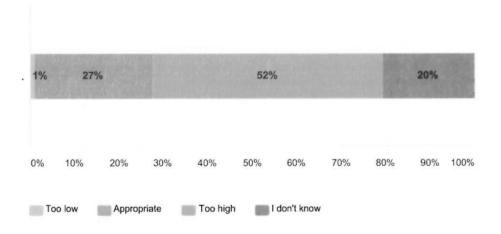
swer Choices	Responses	
\$250	33%	20
\$500	5%	3
\$750	3%	2
\$1000	0%	
\$1500	0%	0
Other (please specify)	59%	36
tal		61

#	Other (please specify)	Date
1	Rental owners should not be charged either as we are already paying marketing fees!!!	2/1/2017 12:09 AM
2	Did they agree to pay RAM? Then they should pay based on their purchase agreement.	1/31/2017 11:41 PM
3	If the owner did not agree to encumbrances/fees/levies/covenants upon purchase then they should not pay.	1/31/2017 11:02 PM
4	0	1/31/2017 10:29 PM
5	As I have told you numerous times since June 2016 - REMOVE MY FEE SIMPLE PROPERTY from your resort lands and promotion area maps.	1/31/2017 9:51 PM
6	I dont care as long as you REMOVE fee simple properties that haven't given permission and don't pay RAM already	1/31/2017 9:37 PM
	Knoll, mid tee and any other areas that do not currently pay into RAM should be excluded from paying fees. Including them is illegal.	1/31/2017 9:27 PM
3	If no RAM currently on title, membership should be voluntary. Whatever I do out of my fee simple property is none of your business.	1/31/2017 9:03 PM
)	Don't know	1/31/2017 8:29 PM
0	100	1/31/2017 8:21 PM
11	See above. Costs vs Benefits require better presentation.	1/31/2017 6:00 PM
2	100	1/31/2017 5:32 PM
3	minimal fee to promote the Mountain eg.\$25 per year	1/31/2017 4:14 PM

14	Supporter membership \$100	1/31/2017 2:46 PM
15	Offering Staff accommodation should be exempt as well	1/30/2017 3:49 PM
3	Part time occupancy \$350, full time occupancy \$500	1/30/2017 2:13 PM
17	50	1/28/2017 7:23 PM
18	not sure, but they benefit and should pay	1/28/2017 6:57 PM
19	A small % of the 'full' fee: they benefit from the marketing activities through their property values. So it is reasonable that they pay a portion of the fee, but it shouldn't be the 'full' amount	1/28/2017 6:57 PM
20	Non RAM properties should be exempt.	1/28/2017 3:56 PM
21	But this should be assessed and updated on a regular basis.	1/26/2017 11:51 PM
22	I'm leaning towards simplicity of all properties contribute but a smaller amount of 250. Avoids proving what businesses or rentals are happening. More privacy and less administration work.	1/26/2017 9:27 PM
23	No existing owners should pay any substantial fee as being proposed. A nominal fee for paperwork/voting rights etc \$ 20. As there was no prior disclosure this would be occurring for current owners. This then becomes in essence a tax grab as owners whom do not rent out their place see no benefit. In fact this becomes a detriment as the hill will become busier due to the marketing.	1/26/2017 6:30 PM
24	proportional to the value of the lot	1/26/2017 4:34 PM
25	minimal compared to business operators but they still benefit from developments	1/26/2017 2:52 PM
26	Absolutely no fee should be charged to residents who just live at their property and do not rent it out.	1/26/2017 2:39 PM
27	If residential owners can vote for the board, then they should all pay a nominal fee - say \$100/yr - whether they rent or not.	1/26/2017 2:13 PM
8	rental tax to a max of \$750	1/26/2017 8:32 AM
29	\$150.00	1/25/2017 10:26 PM
)	AGAIN ANOTHER LOADED QUESTION. IF THE PROPERTY IS FEE SIMPLE IT SHOULDN'T BE IN YOUR ASSOCIATION. THEREFORE IT DOESN'T NEED TO BE EXEMPT	1/25/2017 9:47 PM
1	Property owners have already made their investment. There is no recognition of this in this scheme.	1/25/2017 9:36 PM
32	100	1/25/2017 9:11 AM
13	Fee should be assessed according to square footage.	1/23/2017 10:36 PM
34	Fee that maximizes participation and enables benefit opportunities	1/22/2017 5:50 PM
5	100.00	1/22/2017 1:46 PM
36	\$250 for apartments and \$500 for stand alone residencies	1/22/2017 10:09 AM

Q13 Is the proposed annual fee of \$750 for residential property owners who do offer their properties for rent too low, appropriate, too high?

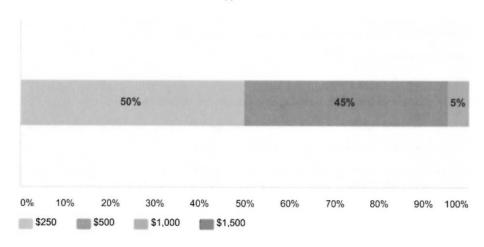
Answered 108 Skipped: 36



Too low	Appropriate	Too high	I don't know	Total	Weighted Average
1%	27%	52%	20%		
1	29	56	22	108	2.10

Q14 If too low or too high, what do you think they should be?

Answered: 22 Skipped: 122



Answer Choices	Responses	
\$250	50%	1
\$500	45%	10
\$1,000	5%	
\$1,500	0%	
Total		2:

#	Other (please comment)	Date
1	Should be a percentage (5%) of net income	2/1/2017 1:35 AM
2	ZERO!!!! This entire process is frustrating and short of swearing-a complete joke. If Sliver Star Resorts owners and stake holders who are making money off of this want to access more monies, they should do so of their own accord. I am not in support of paying wages and drumming up more business where I am already paying for marketing services. This is considered double dipping in the fields where I work.	2/1/2017 12:09 AM
3	Did they agree to pay RAM? Then they should pay based on their purchase agreement. Are they renting long-term or short-term? What about renters that are not here to ski (housing shortage makes silver star attractive in off season when rent is lower). How big are the rentals (one bedroom vs 5 bedroom)?	1/31/2017 11:41 PM
4	Fees should be based onrevenues. I have never made money on my unit. At best it covers some of the expenses. It is only in the rental pool part time. \$750 is excessive and I will never realize benefit to off set the expense.	1/31/2017 11:06 PM
5	If the owner did not agree to encumbrances/fees/levies/covenants upon purchase then they should not pay.	1/31/2017 11:02 PM
6	The fee should be based on gross revenue of all rental properties owned. There should also be a guarantee that property owners that do not rent their properties can never pay these fees.	1/31/2017 10:51 PM
7	As I have told you numerous times since June 2016 - REMOVE MY FEE SIMPLE PROPERTY from your resort lands and promotion area maps.	1/31/2017 9:51 PM
В	I don't care as long as you REMOVE fee simple properties that haven't given permission and don't pay RAM already	1/31/2017 9:37 PM
9	Knoll, mid tee and any other areas that do not currently pay into RAM should be excluded from paying fees. Including them is illegal.	1/31/2017 9:27 PM
10	If no RAM currently on title, membership should be voluntary. Whatever I do out of my fee simple property is none of your business.	1/31/2017 9:03 PM

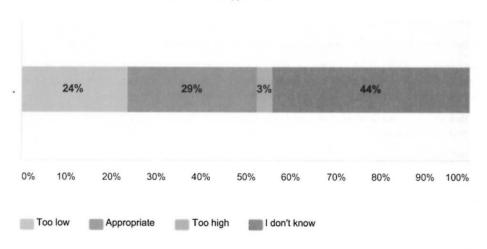
	Silver Suit Marketing Task Force Building 11 Stronger Meson Communic	5
11	I would not support a single flat fee for all property owners. A small one bedroom suite should not be assessed the same fee as a 5 or 6 bedroom house. It should be based on \$ rate size or square footage or number of bedrooms. Otherwise totally unjust.	1/31/2017 8:35 PM
12	Different classes required	1/31/2017 8:21 PM
13	There is an element of cart before the horse here. It is difficult to get stakeholder buy-in on a fee structure without a clear picture of benefits. Currently the impression is the resort is looking for cash to shore up what is perceived as failed marketing plan. In my opinion the ideas necessary to engage emotion - are missing.	1/31/2017 6:00 PM
14	should be graduated to size of property	1/31/2017 5:32 PM
15	The status quo should be maintained.	1/31/2017 5:21 PM
16	would have to be measured by annual income eg if over \$5,000 - \$10,000 and more	1/31/2017 4:14 PM
17	NEXT MEETING please explain to us all If a person does not vote for this legally how you can make them pay?	1/31/2017 2:57 PM
18	For 1-2 bedrooms, \$250; 3-4 bedrooms \$500; over 5 bedrooms \$750.	1/31/2017 2:46 PM
19	This is difficult to answer. We rent only for the summer season, and our total revenues after deduction of the current fees amount to only \$2200 to \$2500 per annum. So \$750 is a large percentage of that. However, I am in agreement with a Resort Association, and we are willing to pay the \$750 levy, in the hope of a brighter, better future for Silver Star. We have seen what Whistler and Sun Peaks have achieved with their Resort Associations, and feel that it's high time Silver Star moved forward with its vision, in order to realistically compete in the market place.	1/31/2017 1:11 PM
20	base fee on size of property; should be less than commercial properties	1/31/2017 11:50 AM
21	Vary depending on size of the place for rent. i.e. how many people does it sleep. how many pillows.	1/31/2017 11:06 AM
22	We aren't keen on paying more to advertise to increase traffic to village accommodations. Currently the skisilverstar website does not offer many links to booking strata properties in areas like creekside. More information is needed on how strata properties would benefit from this levy, because current advertising does not target the creekside community.	1/30/2017 10:14 PM
23	Residential owners who rent their properties for limited amount of time and who accumulate low annual rental revenues should not have to pay the same amount as those who rent their property for much longer periods of time. The proposed fee of \$750 for everyone, independent of rental revenue is unacceptable. It should be based on annual rental revenue, possibly with a minimum, e.g., of \$150.	1/30/2017 5:20 PM
24	there should be NO fee	1/30/2017 2:45 PM
25	One size fits all does not worksuggest based on advertised capacity 1-4 \$250, 5-8 \$500, 9-12 \$750 and 13+ \$1,000.	1/30/2017 2:13 PM
26	If successful, the RA will improve the value of all properties, including undeveloped lots. Owners/Residents of homes not offered for rent also benefit from services such as the resort shuttle. Thus, I think the fee should be spread across a larger base. Maybe the \$750 for rented properties is OK, but just suggesting you consider some reasonable ratio between the categories of properties.	1/30/2017 12:04 PM
27	I don't know.	1/30/2017 11:37 AM
28	you should be able to choose if you want a part of it, in our mind it is the business that should be paying as they have the most to gain from this venture. Why should the little home owner that rents 2 or 3 times a year be put in the same group as a realtor, developer, straight rental properties or resturart owner.	1/29/2017 7:24 PM
29	There should be a base fee of \$50 to belong to the association and every property should pay this. Rental properties should be assessed 5% of gross rental income on top of the base \$50. This system will more fairly distribute the cost of operating the association between those properties that are primarily owner-occupied and rented for only a few days in the season, and those which are purely for rental income.	1/28/2017 7:23 PM
30	It is absolutely unfair, unreasonable and inequitable that it is the same amount fpr every property. The proposal means that a studio hotel room pays the same fee as a 6 bedroom house on the knoll. Commerical property is proposed to vary based on square footage. The same principal MUST apply to residential property. Your own principles say that fairness and equity and value for money are important. Yet this ridiculous and exorbitant fixed fee is not fair, inequitable and not value for money. It will be approximately 15% of rental income (compared to 5% now), and I will remove my property from the rental pool. I fully support the development of Silver Star, but I should not be expected to pay unfair and unreasonable amount for this.	1/28/2017 6:57 PM
		4/20/2047 2.56 DM
31	Non RAM properties should be exempt.	1/28/2017 3:56 PM

33	No fee	1/26/2017 9:41 PM
4	Will there be a differentiation between nightly rental, monthly rental or long term residence, and renting to SS staff?	1/26/2017 9:27 PM
5	don't know as I have never rented	1/26/2017 7:10 PM
6	This fee as referenced should be paid based on the level of commercial activity which is conducted. In essence the individuals whom benefit from the marketing. I don't know where others believe that the ski resort is falling behind as it appears to be busier than other years. The falling behind would be based on the view on where individuals and the level the hill is being brought too. With greater infrastructure more individuals would come as you have seen at Sun Peaks with the development. If you have a one bedroom and you are getting \$8,000 a year profit before mortgage then this \$750.00 is substantial at almost 10%.	1/26/2017 6:30 PM
7	Should be a percentage of rent	1/26/2017 6:27 PM
8	The commercial businesses should be paying RAM at the same level that they are now. The small business owner/home owner who rent occasionally should not be assessed at a full commercial level.	1/26/2017 5:52 PM
9	- proportional to the value of the lot AND the unit's participation in the rental pool the current proposal of \$750 is only good value for units that are generating >\$15,000 in annual rents and are currently paying the RAM you are going to have a hard time tracking down everybody that is "renting" if you push this too hard. It is already very expensive to own and rent on the hill. I personally think that official renters are increasingly being treated like a set of wallets that can be reached into at will. There is a tendency to forget that folks have invested significant \$\$\$ in their properties on the hill and that they are renting them AT THEIR RISK. If you make the potential upside of renting too punitive, folks will pull their units from the rental pool and just keep them for their own use. The other comment that bears mentioning is that there is no distinguishing in this documentation for folks offering their units for short-term rent VS those offering their units for long-term rent. Long-term rent is usually treated as residential (i.e., not a business) under tax laws, but these documents are silent on that distinction. Long-term renters are probably making more \$\$\$ than those renting short-term, but they are subject to much more favourable treatment under the provincial and federal tax laws.	1/26/2017 4:34 PM
)	dependent on their income level; percentage should be less than bigger business because at the moment we lack long term accommodation for people	1/26/2017 2:52 PM
1	I think that rental units that are small and only rent out a few times per year should not be charged the same fee as one that is massive and rents out often. This doesn't seem fair to the little guy.	1/26/2017 2:39 PM
2	Annual levy should be based on revenue, or capacity (sq ft, or number of beds).	1/26/2017 2:19 PM
	Same as if they don't offer their property for rental. Not fair to fix an amount that is the same whether the rental income is minor or major.	1/26/2017 2:13 PM
1	There would need to be a sliding scale, on the basis of equity, if a property owner uses the official resort rental agencies, does he/she not already surrender 40 percent to the rental agency? Put these together and that is a helluva slug. May be some investigation of the elasticities of Supply and Demand could be useful.	1/26/2017 12:59 PM
5	You did not include an evaluation of HOW the fee is assesssed! The \$750 flat fee is entirely inappropriate and UNfair and INequitable. There are some owners who rent their suites to staff (for example) at a rate that the renter can easily afford; as a consequence the expenses of owning the suite are covered but not much else. In my case if I owned a home downtown rather than on the mountain, I would charge the same rent: I do NOT make a profit and especially do not take advantage of SilverStar's brand, marketing, sales and events. My tenant is year round, which is advantageous to me because he cares for my house when I am away at our second home or travelling. He gets a suite set up for year round use at a low rent that is what he might pay in town or lower. For me to be required to pay a flat rate resort tax is not equitable when compared to other homes in the resort that charge much more than I do. Similar to the way property taxes and income taxes are assessed in Canada the resort tax should be based on a percentage of the profit (or at the very least of the rental charged). To call a flat fee "fair and equitable" belies a simplistic way of defining these terms, in my opinion.	1/26/2017 11:12 AM
6	5% of rental income after management fees	1/26/2017 9:57 AM
	rental tax to a max \$750	1/26/2017 8:32 AM
	There needs to be at least a two tier system. If people are renting only a small suite in a home that they themselves live in, the situation is different than someone "making a business" of renting a large home, etc.	1/26/2017 8:08 AM
•	i don't think there should be any fee	1/25/2017 10:44 PM
)	There should be a delineation between the rental - house rental (up/down) perhaps \$750 but if it is a suite, then perhaps an incremental charge so \$250 for house that is owner occupied and \$250 for suite that is rented nightly. NO charge for long term rental.	1/25/2017 10:41 PM
	Based on the number of bedrooms, the number of beds or similar to Silver Hawk # of pillows.	1/25/2017 10:26 PM

The resort should pay the home owner something for bringing them customers	1/25/2017 10:06 PM
it depends if they do short or long term rentals and income received	1/25/2017 10:05 PM
Just like your scam called SSRA, this survey is bias.	1/25/2017 9:47 PM
Zero.	1/25/2017 9:36 PM
based on number of bedrooms	1/25/2017 9:11 AM
Annual fee should be based on sleeping accommodation and/or square footage. Generally opposed to the flat fee .	1/23/2017 10:36 PM
I suggest you need to look at the gross rental income. Most owners rent their properties to cover costs there should be acknowledgement of this. Most owners I know who rent do not rent as a business platform this needs to be understood by the task force and approached with empathy, perhaps it should be a percentage rate	1/22/2017 6:53 PM
Flat fee for everyone + factor based on size and revenue	1/22/2017 5:50 PM
Not sure what the level should be but I do agree with the comment at Open House 1 that a flat fee is probably the best way to keep it as simple as possible but still seen to be fair to those offering their properties for rent, whether short term rentals of longer term rentals/leases for the ski season	1/22/2017 9:53 AM
	it depends if they do short or long term rentals and income received Just like your scam called SSRA, this survey is bias. Zero. based on number of bedrooms Annual fee should be based on sleeping accommodation and/or square footage. Generally opposed to the flat fee. I suggest you need to look at the gross rental income. Most owners rent their properties to cover costs there should be acknowledgement of this. Most owners I know who rent do not rent as a business platform this needs to be understood by the task force and approached with empathy, perhaps it should be a percentage rate Flat fee for everyone + factor based on size and revenue Not sure what the level should be but I do agree with the comment at Open House 1 that a flat fee is probably the best way to keep it as simple as possible but still seen to be fair to those offering their properties for rent, whether short

Q15 Are the proposed annual fees for commercial properties too low, appropriate or too high, don't know? (Please see the Newsletter/Fact Sheet for fee examples based on square footage.)

Answered: 118 Skipped: 26



Too low	Appropriate	Too high	I don't know	Total	Weighted Average
24%	29%	3%	44%		
28	34	4	52	118	0.92

Q16 If too low or too high, what do you think they should be?

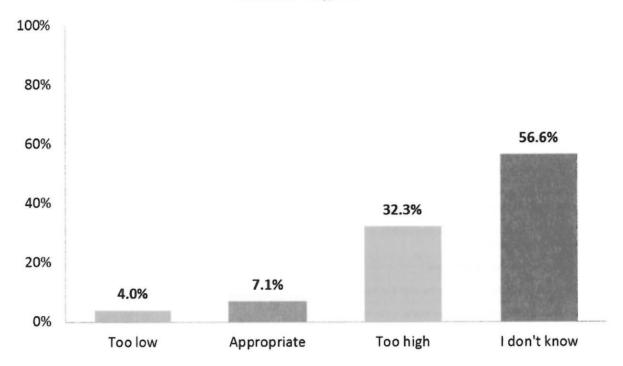
Answered: 40 Skipped: 104

#	Responses	Date
1	I co believe that if commercial properties are not currently paying for this type of service they should be. I am not aware of the current fee structures.	1/31/2017 11:09 PM
2	Did they agree to pay RAM? Then they should pay based on their agreement.	1/31/2017 10:41 PM
3	Brian James pays \$25K annually now but only \$6500 annually under the proposed agreement? That is ridiculous. Shame on him for trying to offload his current marketing fees on the backs of his neighbours who already are the keystone support of his business (same goes for the other 8 business owners in the group).	1/31/2017 10:02 PM
4	As I have told you numerous times since June 2016 - REMOVE MY FEE SIMPLE PROPERTY from your resort lands and promotion area maps.	1/31/2017 8:51 PM
5	CORPORATE TAX GRAB!!!!!	1/31/2017 8:37 PM
6	5% is retail industry standard	1/31/2017 8:27 PM
7	Unsure, need more info	1/31/2017 7:21 PM
8	I'm no expert on the matter, but some may be too low	1/31/2017 5:39 PM
9	Further to the above, given apparent resistance, it is likely a staggered introduction of fees and benefits will need to be worked out.	1/31/2017 5:00 PM
10	for business to sustain with such short season the rate charged on Gross Income has to be realistic would have to determined	1/31/2017 3:14 PM
11	It is business and developers that profit from this marketing and funding, If we had wanted bigger we would have purchased property at whilter or sunpeaks the two ski resorts you are so hard trying to copy. I have never rode the lift with a visitor that said they would come back to silverstar if it was bigger, they ALL say they come here because of the friendly small town feel.	1/31/2017 1:57 PM
12	Commercial property should remain at 5%, if they are above the GST threshold; escalating based on square footage.	1/31/2017 1:46 PM
13	I don't know how many businesses pay RAM fees and how much these are at this time. I don't have any comparables to evaluate these numbers.	1/31/2017 12:11 PM
14	with the current model their fee goes down significantly which ups their profits significantly. This is being made up by homeowners who never paid prior but need to know. commercial needs to be significantly more than homeowners.	1/31/2017 10:06 AM
15	It should be based on net income and not square footage.	1/30/2017 9:14 PM
16	Some times it is not about square footage but their annual income.	1/30/2017 2:49 PM
17	The suggestions are ridiculously low. Currently one restaurant is paying between \$500,000 & \$600,000. Dropping to your suggestion is bizarre. Suggest the following 0-\$30,000 \$0, \$100,000=\$3000, \$300,000=\$6,000, \$500,000=\$10,000, \$750,000=\$15,000, \$1,000,00 and up 2%.	1/30/2017 1:13 PM
18	Depends on their profitability. % of gross profit?	1/30/2017 12:02 PM
19	I don't know.	1/30/2017 10:37 AM
20	It was stated at the meeting that at least one business currently pays \$25,000. A free standing hospitality or retail shop in Vernon would have a advertising budget of say \$30,000pa. To set a max. of \$6,500 is to low and should be reconsidered as to my knowledge the Silver Star businesses do not use radio,TV, or newspaper advertising in the wider community	1/29/2017 7:05 PM
21	they should be the ones paying this, they have the most to gain,	1/29/2017 6:24 PM
22	I would have to see what the present fees are in comparison to the proposed fees in order to answer this question.	1/28/2017 6:23 PM
23	The square footage principle MUST be applied to residential properties as well as commercial.	1/28/2017 5:57 PM

24	It appears that the commercial property fees will be lower than under RAM even though the commercial properties get the benefit of not having to disclose its gross revenue, having the charge on title removed, and having extensive input and transparency into how and where the money is spend.	1/28/2017 2:56 PM
5	\$150	1/27/2017 6:08 PM
26	I don't think the area used is proportionate to revenue and therefore fees charged. Property management needs little space compared to a restaurant or retail. Not sure of a simple answer to that.	1/26/2017 8:27 PM
27	Again this depends on the business It should be waited on a percent of sales/profit. Just like you would see in retail. If the percent is obtained then greater the fee.	1/26/2017 5:30 PM
28	see 14 above	1/26/2017 4:52 PM
29	I don't know what they should be. I think that it is mad that a short-term rental earning \$10K or so is going to be paying nearly the same as an actual business with a 6 figure income. I would also note that short-term rentals that are tied to the hill's management program have very little control over their actual income (as the mountain takes all the reservations, manages the buildings, etc.) whereas a business has a greater say in its own fate.	1/26/2017 3:34 PM
30	less than current 5% on gross but more than proposed fee	1/26/2017 1:52 PM
31	The businesses seem to be the ones benefiting the most from this. Business owners at SS have their share of fees to pay and are fully aware of this from the beginning. The proposed assessments seem really out of context with what the business owners have been paying. The entire proposal looks to be to the pure benefit of the businesses, excluding of course the small home based business owners and the offsite operations.	1/26/2017 1:39 PM
32	RAM fees at 5% were too high. Probably should have been about 2.5 - 3%, which is what franchise owners pay for marketing fees so I think the RA fees for the businesses should be somewhere around what they'd have paid for RAM fees if RAM fees were based on 3%.	1/26/2017 1:13 PM
3	The resort association provides immediate benefits to the commercial community, their fees should reflect the level of benefits that they feel appropriate.	1/26/2017 8:57 AM
4	Challenging question, but the proposed low fees, in conjunction with the fact that the task force is predominantly "business" dominated, looks bad.	1/26/2017 7:08 AM
5	i don't think there should be any fees	1/25/2017 9:44 PM
6	Don't know but the businesses are the ones that reap the rewards	1/25/2017 9:41 PM
37	Based on type of business retail, service or restaurant	1/25/2017 9:26 PM
8	should be a percentage if turnover. fixed fee is not fair, if the marketing works then they should pay more to further promote mountain	1/25/2017 9:05 PM
9	I am not a commercial property owner so I cannot comment. What I can say is food beverages and other goods are already expensive so if this trickles down into consumer costs it will further impact the affordability of the visitor experience	1/25/2017 8:36 PM
10	Determine the relative benefits to the commercial operations as as % of the total and assign based on agreed to factors	1/22/2017 4:50 PM

Q17 Is the proposed annual fee of \$750 for a home-based business owner too low, appropriate or too high? (Please note that the Task Force is proposing to limit the assessment to one home-based business regardless of how many operate from the home.)

Answered: 99 Skipped: 45

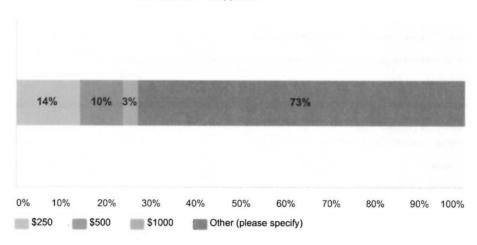


Please note: The 'appropriate' option was mistakenly omitted from the multiple choice answers to this questions in the online survey. The 'appropriate' result above was calculated using the open ended responses to Question 18, where some respondents indicated they would have selected 'appropriate' had it been an option.

There is a possibility that the percentage of 'appropriate' responses is lower and the percentage of 'I don't know' responses is higher for this question due to the error/omission.

Q18 If too low or too high, what do you think they should be?

Answered: 63 Skipped: 81



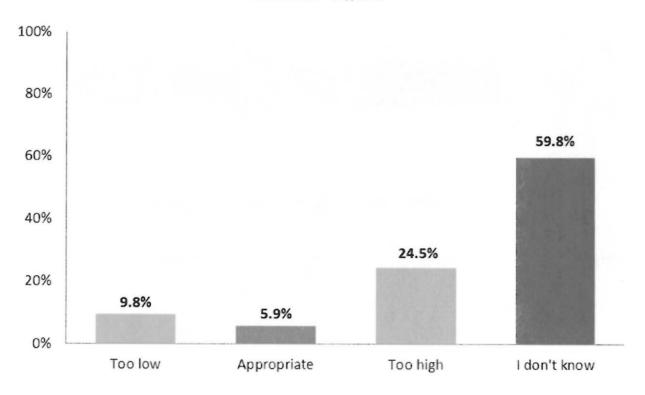
Answer Choices	Responses	
\$250	14%	9
\$500	10%	6
\$1000	3%	2
Other (please specify)	73%	46
Total		63

#	Other (please specify)	Date
1	Did they agree to pay RAM? Then they should pay based on their purchase agreement.	1/31/2017 11:41 PM
2	750	1/31/2017 11:31 PM
3	Appropriate, there is no selection circle available.	1/31/2017 11:26 PM
4	Does a home based business not include running a rental suite? why are these separate? why are we discouraging services and rentals on the mountain when there is a desperate need for them?	1/31/2017 11:02 PM
5	As I have told you numerous times since June 2016 - REMOVE MY FEE SIMPLE PROPERTY from your resort lands and promotion area maps.	1/31/2017 9:51 PM
6	I dont care as long as you REMOVE fee simple properties that haven't given permission and don't pay RAM already	1/31/2017 9:37 PM
7	Knoll, mid tee and any other areas that do not currently pay into RAM should be excluded from paying fees. Including them is illegal.	1/31/2017 9:27 PM
8	It should be based on the GST Modle. Pay after your revenue is greater than 30,000\$. Then they pay 5% like the current RAM rules	1/31/2017 9:19 PM
9	If no RAM currently on title, membership should be voluntary. Whatever I do out of my fee simple property is none of your business.	1/31/2017 9:03 PM
10	Dependent on size of business	1/31/2017 8:29 PM
11	I think it may be appropriate	1/31/2017 8:21 PM
!	You didn't offer 'just right' as an option.	1/31/2017 8:03 PM
13	Home-based business likely need to feel some benefit alongside central resort businesses.	1/31/2017 6:00 PM
14	about right	1/31/2017 5:32 PM

15	should be more like business license fee	1/31/2017 4:14 PM
16	the person with a small accounting office should not be paying the same as someone that does fixit and repairs on rental units	1/31/2017 2:57 PM
17	\$750 if the GST threshold is achieved; \$100-\$200 if not.	1/31/2017 2:46 PM
18	Should pay at least as much as rental properties, I think	1/31/2017 1:11 PM
19	depends if the business relies on silver star for survival.	1/31/2017 11:06 AM
20	It should be based on net income and not on whether or not they are a home based business.	1/30/2017 10:14 PM
21	Depends what the revenue is. \$750 May be too high for certain businesses	1/30/2017 5:05 PM
22	The reason from home business is to save cost and again it all depends on annual income. \$750 may eat into a large part of their income and force people not to run that business.	1/30/2017 3:49 PM
23	Missing "appropriate" choice in #17, so chose IDK	1/30/2017 12:04 PM
24	I don't know.	1/30/2017 11:37 AM
25	should be based on the income and this is a hard one to prove or monitor	1/29/2017 7:24 PM
26	Not enough information to answer this question.	1/28/2017 3:56 PM
27	They are appropriate but that option was not offered for question 17.	1/28/2017 12:53 PM
28	It's appropriate	1/27/2017 6:55 PM
29	No fee	1/26/2017 9:41 PM
30	Again this is should not be a flat rate. For example a minimum of \$250 to a max of \$750. This could be based on sales and/or if the residential unit has 1,2,3 or 4 bedrooms etc.	1/26/2017 6:30 PM
31	I actually do not know what home-based businesses may be operating on the hill and what sort of revenue they may be generating. I have to imagine that they are earning more than the rental businesses that you are proposing to tax at \$750 each.	1/26/2017 4:34 PM
32	dependent on income level	1/26/2017 2:52 PM
33	Someone who operates a small home based business should not have to pay the this fee. What difference does it make to them if their business has nothing to do with SS. Seems like a tax grab to me and small businesses already have enough to deal with.	1/26/2017 2:39 PM
34	These places can already bring value to the Resort, eg. \$.22	1/26/2017 12:59 PM
35	See comment question 14	1/26/2017 11:12 AM
36	Should reflect the level of service provided	1/26/2017 9:57 AM
37	I have no idea	1/26/2017 8:11 AM
38	Perhaps could be tiered with GST?	1/26/2017 8:08 AM
39	i don't think there should be any fee	1/25/2017 10:44 PM
40	Depends on if there is money made from SSM guests, exempt working from home accountants, IT, lawyers etc.	1/25/2017 10:26 PM
41	see above	1/25/2017 10:05 PM
42	I am not ah Home based business owner so I cannot comment.	1/25/2017 9:36 PM
43	Based on square footage devoted to business	1/23/2017 10:36 PM
44	gain need to determine what is a home base business	1/22/2017 6:53 PM
45	Has to have a revenue size factor	1/22/2017 5:50 PM
46	750 is appropriate	1/22/2017 9:52 AM

Q19 Is the proposed fee of \$1,500 for a nonresident business owner too low, appropriate or too high?

Answered: 102 Skipped: 42



Please note: The 'appropriate' option was mistakenly omitted from the multiple choice answers to this questions in the online survey. The 'appropriate' result above was calculated using the open ended responses to Question 20, where some respondents indicated there that they would have selected 'appropriate' had it been an option.

There is a possibility that the percentage of 'appropriate' responses is lower and the percentage of 'I don't know' responses is higher for this question due to the error/omission

Q20 If too low or too high, what do you think they should be?



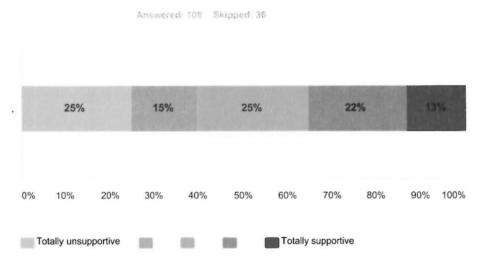


swer Choices	Responses	
\$250	2%	1
\$500	5%	3
\$750	3%	2
\$1000	5%	
\$2000	12%	7
Other (please specify)	72%	42
tal		58

#	Other (please specify)	Date
1	Define non-resident business. Someone who services the silver star resort community is far too broad and will mean essential services or products are hard to get.	1/31/2017 11:41 PM
2	1500	1/31/2017 11:31 PM
3	Appropriate, again there is no selection circle.	1/31/2017 11:26 PM
1	We need to encourage business on the mountain in all shapes and forms. Charging fees will not do this - if anything, attractive incentives to bring business to the mountain should be offered.	1/31/2017 11:02 PM
	As I have told you numerous times since June 2016 - REMOVE MY FEE SIMPLE PROPERTY from your resort lands and promotion area maps.	1/31/2017 9:51 PM
	\$0 - its already hard to get services on the mountain	1/31/2017 9:37 PM
	If we want plumbers, electricians, etc we better not charge them anything. Already have to pay their mileage.	1/31/2017 9:27 PM
	Don't choke the incidental businesses who make under 30,000\$	1/31/2017 9:19 PM
	Don't know	1/31/2017 8:29 PM
0	See my comment for 18.	1/31/2017 8:03 PM
1	depends on business	1/31/2017 5:32 PM
2	depends on the income	1/31/2017 4:14 PM
3	Depends on business	1/31/2017 3:40 PM

14	business should be the major driver here, they are clearly the ones that benifit form this purposal.	1/31/2017 2:57 PM
15	Same as above.	1/31/2017 2:46 PM
3	again this depends on the nature of the business and if they rely on silverstar for their business survival	1/31/2017 11:06 AM
17	Why would you pay more for not living on the mountain?	1/30/2017 10:14 PM
18	missing the button appropriate - check	1/30/2017 3:49 PM
19	Does this mean that a trade must pay \$1500 to do a repair on the mountain	1/30/2017 2:13 PM
10	appropriate	1/30/2017 12:04 PM
?1	I don't know.	1/30/2017 11:37 AM
22	we think this sucks, who is this really for?	1/29/2017 7:24 PM
23	I do not understand why you propose the fee for non-resident business owners as double that of resident business owners. Again, this is unfair, inequitable and unreasonable.	1/28/2017 6:57 PM
24	Not enough information to answer this question.	1/28/2017 3:56 PM
25	They are appropriate but that option was not offered for question 19.	1/28/2017 12:53 PM
26	I'm not entirely sure of the logic of non-resident business owners paying so much more than resident business owners given we would have to pay tax on any income at the prevailing rate in our home country which for more Australian owners would be 49% at present.	1/26/2017 11:51 PM
7	I prefer to encourage more locals to live at SS. There's no affordable housing for young families. Only small apartments with no storage. These people would be here year round and not just in January or weekends and holidays.	1/26/2017 9:27 PM
8	The rates as listed appear too high. It should also be based on sales and size	1/26/2017 6:30 PM
29	Again, I think that these need to be proportionate based on revenue/income. You risk taxing the businesses right out of business.	1/26/2017 4:34 PM
)	dependent on income level	1/26/2017 2:52 PM
1	I would hate to see these people paying this fee. This is about the hot tub service people etc. They already pay enough just to access the mountain in vehicle maintenance and fuel. This increase would then be passed on to the residents!!	1/26/2017 2:39 PM
2	I would like to hear arguement on this before deciding	1/26/2017 12:59 PM
3	Should reflect the benefits received	1/26/2017 9:57 AM
4	No idea	1/26/2017 8:11 AM
5	Difficult to break down without tiering.	1/26/2017 8:08 AM
6	\$0	1/25/2017 10:44 PM
17	There needs to be more independent business at Silver Star so far they have all been removed. How many are there here, hot tub, cleaning, what else?	1/25/2017 10:41 PM
8	again depends on type of business and income received from mountain	1/25/2017 10:05 PM
9	I am not a non-resident business owner so I cannot comment.	1/25/2017 9:36 PM
0	Why the distinction between resident and nonresident?	1/23/2017 10:36 PM
1	Has to have a revenue factor	1/22/2017 5:50 PM
2	1500 is appropriate	1/22/2017 9:52 AM

Q21 To what extent, if, any, do you support the proposed Board composition?



Totally unsupportive	2	3	4	Totally supportive	Total	Weighted Average
25%	15%	25%	22%	13%		
27	16	27	24	14	108	2.83

Q22 If you aren't supportive, what changes would you suggest to the composition?

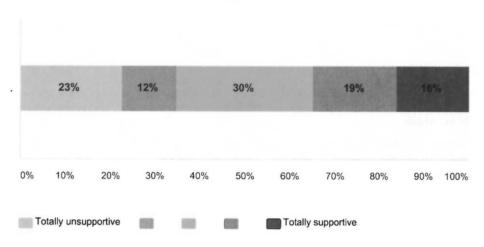
Answered: 46 Skipped: 98

#	Responses	Date
	Two residential representatives	2/1/2017 12:37 AM
2	We are not sure what this annual fee covers. Do not strata fees cover the operation of the Silver Star area. Silver Star has been operating without this annual fee, why is such a drastic fee introduced all of a sudden?	1/31/2017 11:46 PM
3	Scrap it and approach more slowly and cautiously.	1/31/2017 11:10 PM
4	There appear to be a far more board members representing commercial interests. This ratio should be reconsidered.	1/31/2017 10:08 PM
5	It is biased in favour of commercial businesses at the expense of residents.	1/31/2017 10:07 PM
3	This question is way too far ahead of the process. The first issue that needs to be dealt with is the maps. Only by confirming who the board represents can you compose the board membership.	1/31/2017 10:05 PM
7	As I have told you numerous times since June 2016 - REMOVE MY FEE SIMPLE PROPERTY from your resort lands and promotion area maps.	1/31/2017 8:51 PM
3	Broader range, need female representation with business acumen.	1/31/2017 5:57 PM
	The non-profit sector should have representation i.e Vernon Ski Club have a seat at the Board	1/31/2017 5:40 PM
10	It is irrelevant. The proposal should be withdrawn.	1/31/2017 4:22 PM
11	It is for business and should be made up of business owners, if you take the small rental units out of your purposal	1/31/2017 1:58 PM
12	Less sectoral, more general.	1/31/2017 1:47 PM
3	I feel that there should be at least one female on the Board	1/31/2017 12:15 PM
14	Women	1/31/2017 11:05 AM
5	More representation of residential property owners	1/31/2017 10:51 AM
6	a more balanced board. ie. more residential	1/31/2017 10:08 AM
7	See #6 above.	1/31/2017 9:08 AM
8	Uncertain about its necessity or viability	1/30/2017 10:08 PM
9	the election process and break down outlined by Creekside Strata President Kim Young	1/30/2017 9:15 PM
20	Consideration should be given to a wider variety of residential property owners. Given that there are more residential owners than business owners, there should be more residential directors than business directors.	1/30/2017 4:29 PM
1	representatives from the residential community	1/30/2017 1:45 PM
22	Board members should be elected. Several of these members have severe conflicts.	1/30/2017 1:15 PM
3	See letter from Kim Young (Creek Side). I agree with the points made in that letter.	1/30/2017 10:38 AM
24	for the one the small rental units or self rentals should not be included as the non rentals should not be also included so why have them with a spot on the board?	1/29/2017 6:26 PM
25	This question is biased to there being a SSRA as opposed to another option. Too weighted to commercial, hotel and SSM.	1/28/2017 3:04 PM
16	Still to understand fully why the SSRA as it is currently defined is needed. I am still to see a full statement of the problem that is to be solved and why the SSRA is the best model to address this.	1/28/2017 1:29 PM
27	if free-hold owners pay a fee then the board composition should represent all fee paying members proportionally.	1/27/2017 10:05 PM
3	More residential directors.	1/26/2017 8:34 PM
9	too many business owners	1/26/2017 6:12 PM
0	1 small home based business owner	1/26/2017 4:54 PM

31	The current board reads like an old boys club. I don't actually know how folks would get elected (e.g., would our strata put someone forward? would the electoral process tie in to the AGM time frame? does someone need to live on the hill to participate?)	1/26/2017 3:36 PM
32	more wholestic representation; business reps overriding the residential at present	1/26/2017 1:56 PM
33	There are some ideas that I like. The collective voice being one. I do not like e fact that the businesses are th ones to gain from this the most. The "time for a divorce" argument at the open house did nothing but cement my feeling about this. I also feel that the assessments are not fair with regards to one flat fee regardless of how much rent you bring in. Also, long term rentals should have a different assessment than short term.	1/26/2017 1:54 PM
34	Each constituency should nominate one to three directors, and the members elect the board of directors from all nominations. The composition should be based on member selection at the AGM.	1/26/2017 1:24 PM
35	Board to be elected by all ratepayers. One appointed member - from RDNO. If ratepayers are the business owners, then they can appoint whoever they want.	1/26/2017 1:14 PM
36	The Board members should be voted in by all owner's so that the most capable in the eyes of the stakeholders are the decision makers. If the voters choose primarily business owners because they are most capable so be it. One exception is that SSMR should have a board member. I however would like to hear the task forces reason for their current proposal. I am uncertain as to why non levied owners should get a vote but I am open to a discussion.	1/26/2017 1:14 PM
37	The model should be more democratic, it is total mis-information to suggest that business owners who are home owners will vote against their business interest	1/26/2017 8:59 AM
38	i don't think there should be a ssra	1/25/2017 9:46 PM
39	It will be hard to fill positions given the nature of the silver star population	1/25/2017 9:42 PM
40	private owners not represented enough if they are expected to fund this. board should not be able to vote on fee increases it should go back to membership	1/25/2017 9:07 PM
41	Ha ha ha. I wouldn't suggest any one go on this Board. This association scam has been the most divisive issue the Community has had since inception	1/25/2017 8:50 PM
42	I don't think we need a board.	1/25/2017 8:37 PM
43	Add younger representation as well as female Also take out some business representation and add homeowners	1/25/2017 8:12 AM
44	either one director for each sector or 2 directors for each sector	1/22/2017 5:54 PM
45	Not sure yet. It is clear than overhead and administration is way too high. The task force is business heavy and the staff numbers and roles too expensive given the lack of a clear value proposition	1/22/2017 4:55 PM
46	I think there should be a greater definition of these categories and who is electing/appointing the directors, particularly the members at large.	1/22/2017 8:55 AM

Q23 To what extent, if, any, do you support the Board election/appointment process?





Totally unsupportive	2	3	4	Totally supportive	Total	Weighted Average
239	% 12%	30%	19%	16%		
2	24 13	32	20	17	106	2.93

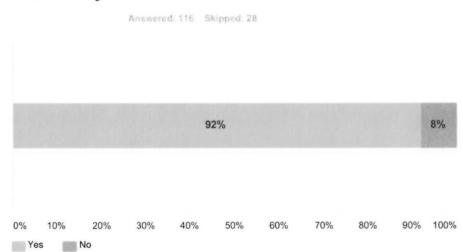
Q24 If you aren't supportive, what changes would you suggest to the election/appointment process?

Answered: 29 Skipped: 115

#	Responses	Date
1	It should be governed by a democratically elected board that is held to account at an annual election in which every owner has the opportunity to vote for all members of the board. Has a Resort Municipality been considered as is Sun Peaks and Whistler	1/31/2017 10:08 PM
2	This question is way too far ahead of the process. The first issue that needs to be dealt with is the maps. Only by confirming who the board represents can you compose the board membership.	1/31/2017 10:05 PM
3	how were these people chosen in the first place?	1/31/2017 9:43 PM
4	As I have told you numerous times since June 2016 - REMOVE MY FEE SIMPLE PROPERTY from your resort lands and promotion area maps.	1/31/2017 8:51 PM
5	More details on how board is elected	1/31/2017 7:22 PM
6	The proposal should be withdrawn.	1/31/2017 4:22 PM
7	same as above	1/31/2017 1:47 PM
8	I am not clear on how the Board were elected.	1/31/2017 12:15 PM
9	recommend democratically elected board annually	1/31/2017 10:51 AM
10	See #6 above.	1/31/2017 9:08 AM
11	the election process and break down outlined by Creekside Strata President Kim Young	1/30/2017 9:15 PM
12	Newsletter 3 does not provide sufficient information.	1/30/2017 4:29 PM
13	Board members should be elected. Several of the members have conflicts	1/30/2017 1:15 PM
14	Some members may belong to more than 1 sector; would they vote in each sector or be required to choose?	1/30/2017 11:05 AM
15	See letter from Kim Young.	1/30/2017 10:38 AM
16	I do not know how the board was originally decided upon	1/29/2017 7:06 PM
17	This question is biased to there being a SSRA as opposed to another option. Not a democratic process as the Board is not answerable to an elected governmental body such as the RDNO or the Provincial Government.	1/28/2017 3:04 PM
18	home ownership should have some privileges even if they never rent their unit	1/26/2017 6:12 PM
19	In reviewing the bylaws there should be more emphasis on ethics and enforcement against the directors. Just looking at the situation what happens with individuals on a Strata Corporation Council that that should not be in any form of authority. The individuals being elected need to have a minimum experience level in business, degree etc. They need to have a certain ethical responsibility and not self serving. There needs to be enforcement where they can be responsible for their actionsor for example brought before the CRT etc bylaws established ahead of any elected also be reasonably compensated for their time. Will these individuals then fall under the Financial Institutions commission?	1/26/2017 5:31 PM
20	elected	1/26/2017 1:56 PM
21	I don't understand what the "at large" directors is for. Need clarity on this.	1/26/2017 1:54 PM
22	Each constituency should nominate one to three directors. All association members should be eligible to vote for up to 11 directors, from those nominated, based on their experience, success in fulfilling the mandate of the association, and position on issues.	1/26/2017 1:24 PM
23	Board must be elected by the ratepayers.	1/26/2017 1:14 PM
24	See above	1/26/2017 1:14 PM
25	Not democratic, material is misleading. If it is a community organisation it should reflect the composition of the community	1/26/2017 8:59 AM

26	i don't support the ssra	1/25/2017 9:46 PM
27	Quit the Scam. Withdraw from going in front of NORD.	1/25/2017 8:50 PM
3	See answer to 22.	1/25/2017 8:37 PM
29	See my comment to #22.	1/22/2017 8:55 AM

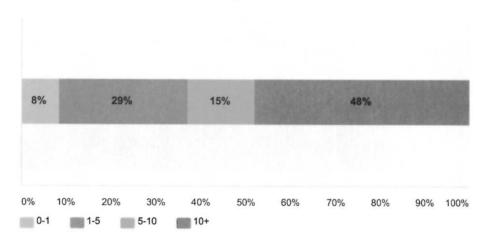
Q25 Do you own a home in Silver Star?



Answer Choices	Responses	
Yes	92%	107
No	8%	9
Fotal		116

Q26 If yes, for how many years?

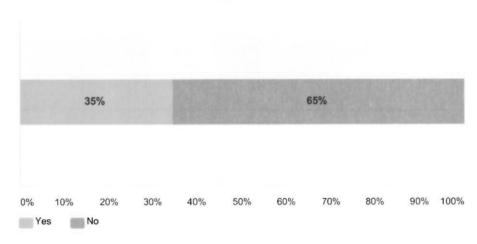
Answered: 108 Skipped: 36



Answer Choices	Responses	
0-1	8%	9
1-5	29%	31
5-10	15%	16
10+	48%	52
otal		108

Q27 If yes, do you rent your home or a portion of your home as tourist accommodation?

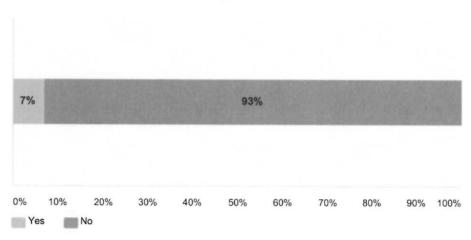




Answer Choices	Responses	
Yes	35%	35
No	65%	66
Total		10

Q28 Do you own a business in Silver Star?

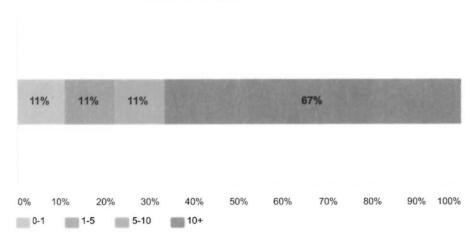




Answer Choices	Responses	
Yes	7%	8
No	93%	105
Total		113

Q29 If yes, for how many years?

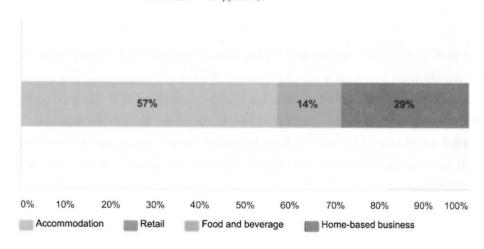




Answer Choices	Responses	
0-1	11%	1
1-5	11%	1
5-10	11%	1
10+	67%	6
Fotal		

Q30 If yes, in which sector?

Answered: 7 Skipped: 137



Answer Choices	Responses	
Accommodation	57%	4
Retail	0%	0
Food and beverage	14%	1
Home-based business	29%	2
otal		7

#	Other (please specify)	Date
1	As I have told you numerous times since June 2016 - REMOVE MY FEE SIMPLE PROPERTY from your resort lands and promotion area maps.	1/31/2017 9:52 PM
2	Everything I do from my home complies with NORD zoning and is NONE OF YOUR BUSINESS	1/31/2017 9:28 PM
3	My fee simple property is none of your business.	1/31/2017 9:04 PM
4	General Contracting	1/31/2017 2:48 PM
5	we were thinking of starting a business but with this proposal on the table, it is put totally to the back burner.	1/29/2017 7:29 PM
6	In the future when kids are older we may.	1/26/2017 6:32 PM

DRAFT SILVER STAR RESORT ASSOCIATION CONSTITUTION AND BYLAWS

The draft constitution and bylaws for the proposed Silver Star Resort Association are based on the constitution bylaws in place for Tourism Whistler, Tourism Sun Peaks and Red Mountain. The initial constitution and bylaws were drafted in December of 2015 using the aforementioned models by the firm of Farris, Vaughan, Wills & Murphy LLP. The Task Force recognizes, that well benefitting from the experience of other successful resort associations, each community is different and the constitution and bylaws should meet the specific needs of that community.

The Task Force has received significant input on the draft bylaws and expects to receive more through the stakeholder engagement program. Collectively this input will be used to redraft the bylaws. In addition, the constitution and bylaws will be amended to reflect the new Societies Act of BC, which came into force on November 18, 2016.

The draft constitution and bylaws that follow are the original draft bylaws with notations in **bold** that highlight the **Proposed Changes** thus far.

DRAFT SILVER STAR RESORT ASSOCIATION CONSTITUTION

FORM 3 SOCIETY ACT

CONSTITUTION OF THE SILVER STAR RESORT ASSOCIATION

- 1. The name of the Society is The Silver Star Resort Association (the "SSRA").
- 2. The SSRA represents all areas of Silver Star Resort included within the resort promotion area, as established pursuant to the Resort Association Act, R.S.B.C. 1996, ch. 320, which resort promotion area may be amended by the provincial government from time to time.
- 3. The purposes of the SSRA are to promote, facilitate and encourage the development, maintenance and operation of the Silver Star resort promotion area. Without limiting

the generality of the foregoing, the following programs and/or services may be provided:

- a) Marketing and sales;
- b) Communications;
- c) Research;
- d) Central booking;
- e) Signage;
- f) Common area development and maintenance;
- g) Special event planning and execution;
- h) Visitor information services; and
- i) Advocating for the resort community.
- 4. The income and property of the SSRA, whence so ever derived, shall be applied solely towards the promotion of the purposes of the SSRA and no portion thereof shall be paid or transferred directly or indirectly, by way of a dividend, bonus or otherwise howsoever by way of profit to the members of the SSRA.
- 5. Provided that nothing herein shall prevent the payment in good faith of remuneration to any officer or servant of the SSRA or to any member of the SSRA in return for any services actually rendered to the SSRA, nor to prevent the payment of interest on money lent or the payment of reasonable and proper rent for premises demised or let by any member to the SSRA. This provision shall be unalterable.
- 6. In the event of a winding up or dissolution of the SSRA the funds and property remaining after the payment of all costs, charges and expenses properly incurred in the winding-up or dissolution, including the remuneration of the liquidator, after payment to employees of the SSRA of any arrears of salaries or wages, and after payment of any debts of the SSRA, shall be distributed to another not for profit society or organization situated in British Columbia the purposes of which are similar to those of the SSRA (or if not possible, some other organization whose purpose is beneficial to a British Columbia community) and such organization shall be determined by a majority of the members attending a meeting called for such purpose. This provision shall be unalterable.

PROPOSED CHANGE

The Task Force is proposing that the addition of a function (beyond marketing, sales, communication, research, event planning and execution and advocating for the resort community) would require the approval of the membership by a special resolution.

DRAFT SILVER STAR RESORT ASSOCIATION BYLAWS

BY-LAWS

Of

The Silver Star Resort Association

Part 1

INTERPRETATION

1. INTERPRETATION

1.1 In these By-laws, unless there is something in the subject or context inconsistent therewith:

"Act" means the Resort Association Act, R.S.B.C. 1996, c. 320, as amended from time to time;

"Assessments" or "Assessment" means all amounts paid or required to be paid to the SSRA by members and stipulated as levies pursuant to Part 19 of these By-laws;

"Board" means the Board of Directors of the SSRA, in office from time to time;

"Carry on Business" or "Carries on Business" means, in regards to any Person, conducting or offering to conduct a business of any scale or magnitude, including without limitation any commercial business, home based business, property booking or property management business, other than the direct rental of such Person's own Resort Lots to the Public;

PROPOSED CHANGE

The Task Force is proposing to tighten the definition for home-based business by limiting it to services provided to the Silver Star resort community.

"Commercial Owner" means an Owner of a Commercial Resort Lot;

"Commercial Resort Lot" means any Resort Lot, or any portion thereof, which is used for any commercial, industrial or institutional activity other than the rental of accommodation to the Public;

"Developing Resort Lot" means any Resort Lot which is bare land or on which improvements are being constructed, but are not yet substantially complete;

"Director" means a member of the Board, and "Directors" means more than one of them;

"Hotel Lodging" means a facility comprised of one or more buildings, and more than one Resort Lot, which:

- a) provides accommodation to the Public; and
- b) has the services on its premises of a front desk that is manned continuously at least 2 hours a day for more than 75 days in any consecutive 365-day period;

"Hotel Lodging Resort Lot" means a Resort Lot which is part of an Hotel Lodging that has been substantially completed or operates;

"Land Title Act" means the Land Title Act, R.S.B.C. 1996, c. 250, as amended from time to time;

"Non-Resident Business Owner" is any Person that Carries on Business within the Resort Promotion Area, which is either:

- a) not physically located on a Resort Lot; or
- b) operates from a Resort Lot whose Owner pays an Assessment pursuant to By-law 19 for either:
 - i. some class other than a Commercial Owner; or
 - ii. in the case where they have been classified as a Commercial Owner in relation to another business enterprise;

"Occupier" means any Person who exclusively occupies a Resort Lot by a contractual or licensed right, but is not the Owner thereof;

"Ordinary Resolution" means:

- a) a resolution passed by the members of the SSRA in a general meeting by a simple majority of votes cast in person or by proxy; or
- b) a resolution that has been submitted to the members of the SSRA who would have been entitled to vote thereon in person or by proxy at a general meeting of the SSRA whose membership carries not less than ¾ of the votes entitled to cast thereon; and a resolution so consented to shall be deemed to be an Ordinary Resolution passed at a general meeting of the SSRA;

"Owner" has the same meaning as "owner" under the Act;

"Person" includes an individual, corporation, body corporate, partnership, joint venture, association, trust or unincorporated organization, or any trustee, executor, administrator or other legal representative thereof;

"Public", in respect to a Resort Lot, means any Person other than the Owner, or an Occupier, of that Resort Lot;

"Residential Lodging" means that part of a facility that is not a Hotel Lodging or a Single Owner Hotel Lodging, that offers rental accommodation to the Public and, without restricting the generality of the foregoing, includes any facility which contains strata title condominiums which can be rented through a rental management service or rented by the Owner, pensions and bed and breakfast type lodgings;

PROPOSED CHANGE

The Task Force is proposing to amend the bylaws to distinguish between short-term (nightly) rental and long-term rental.

"Residential Lodging Resort Lot" means a Resort Lot on which a Residential Lodging has been substantially completed or operates;

"Residential Resort Lot" means a Resort Lot which is never offered as rental accommodation for the Public, and which is not a Developing Resort Lot or a Commercial Resort Lot;

"Resort Land" means, collectively:

- a) the land located in the Resort Promotion Area that has been specified as "resort land" by the minister pursuant to the Act, all as shown outlined in bold black on the map attached as Schedule "A" to these By-laws; and
- the land located in the Resort Promotion Area that has not been specified as "resort land" by the minister pursuant to the Act, but the Owner of which becomes a member of the SSRA pursuant to By-law 2.1 c);

"Resort Lot" means, collectively:

- a) any lot, block or other area in which Resort Land is held, or into which Resort Land is subdivided; and
- any portion of such lot, block or other area which is divided by contract and not by legal subdivision thereof, where possession of such divided portions are granted by contract or license to a Person other than the Owner thereof;

"Resort Promotion Area" means an area that has been established as a "resort promotion area" by order of the minister pursuant to the Act, as shown outlined in bold black on the map attached as Schedule "B" to these By-laws;

"Seal" means the common seal of the SSRA;

"Silver Star Mountain Operator" means the Person that is the principal operator from time to time of the skiing facilities and ancillary business, functions or activities on the Resort Land at Silver Star Mountain, British Columbia;

"Single Owner Hotel Lodging" means a facility in one (1) location which has more than twenty (20) rooms all owned by the same Person or Persons, which are offered to the Public as rental accommodation, and if such lodging otherwise qualifies as an Hotel Lodging, then it shall be deemed for the purposes of these By-laws to not qualify as an Hotel Lodging;

"Single Owner Hotel Lodging Resort Lot" means a Resort Lot on which a Single Owner Hotel Lodging has been constructed or commenced operations;

"Society Act" means the Society Act, R.S.B.C 1996, c. 433, as amended from time to time;

"Special Resolution" means:

- a) a resolution passed by majority of not less than ¾ of the votes cast by such members of the SSRA as, being entitled so to do, vote in person or by proxy at a general meeting of the SSRA:
 - iii. of which 21 days' notice specifying the intention to propose the resolution as a special resolution, has been duly given; or
 - iv. if every member entitled to attend and vote at any such meeting so agrees, at a meeting of which less than 21 days' notice has been given; or
- b) a resolution consented to in writing by every member of the SSRA who would have been entitled to vote thereon in person or by proxy at a general meeting of the SSRA and a resolution so consented to shall be deemed to have been duly passed at a general meeting of the SSRA; and

"SSRA" means The Silver Star Resort Association.

- 1.2 Expressions referring to writing shall be construed as including references to printing, lithography, typewriting, photography and other modes of representing or reproducing words in the visible form.
- 1.3 Words importing the singular include the plural and vice versa, and words importing male persons include female persons and words importing persons shall include corporations.
- 1.4 The meaning of any words or phrases defined in the Society Act shall, if not inconsistent with the subject context, bear the same meaning in these Bylaws.

1.5 The Rules of Construction contained in the *Interpretation Act* on the date these By-laws take effect shall apply, mutatis mutandis to the interpretation of these By-laws.

PART 2

MEMBERSHIP

2. MEMBERSHIP

- 2.1 The following Persons shall become members of the SSRA:
 - a) the Silver Star Mountain Operator;
 - b) each Owner of a Resort Lot; and
 - c) Persons who qualify to apply for membership under By-law 2.2 and who are accepted as members by the Board.
- 2.2 The following Persons may apply to be members:
 - a) an Owner of land, whose land is within the Resort Promotion Area, but which land has not been specified as "resort land" by the minister pursuant to the Act;
 - b) a Non-Resident Business Owner;
 - c) an Occupier; and
 - d) Persons who are an agent of an Owner of a Resort Lot.

Such prospective members may apply to become a member of the SSRA by filing an application with the SSRA in such form as the Board may from time to time prescribe together with such further information as may be required by the Board. The Board shall consider each application for membership and may accept or reject any such application, in their arbitrary and sole discretion. If the application for membership is accepted, the applicant shall become a member of the SSRA immediately upon paying the Assessment levied by the Board for such membership.

- 2.3 Every member shall pay Assessments to the SSRA in the amount and manner specified in Part 19 of these By-laws, and shall otherwise comply with these By-laws.
- 2.4 A Person shall cease to be a member of the SSRA:
 - a) in the case of members admitted pursuant to By-law 2.2:
 - upon their written resignation as member;
 - ii. when the Board notifies him in writing that he no longer meets the requirements for membership and is no longer a member;
 - iii. when that Person has been a member not in good standing for a period in excess of four consecutive months;
 - iv. on his death or in the case of a member that is not a natural person, on dissolution or similar action; or
 - v. on being expelled;
 - b) in the case of a particular Person that is the Silver Star Mountain Operator, immediately when they cease to be the principal operator from time to time of the skiing facilities and ancillary business, functions or activities within the Resort Promotion Area; or
 - in the case of an Owner, immediately when they cease to be an Owner of a Resort Lot.
- 2.5 A member, other than the Silver Star Mountain Operator and the RDNO, may be expelled by a special resolution of the members passed at a general meeting on the following conditions:
 - The notice of special resolution for expulsion shall be accompanied by a brief statement of the reason for the proposed expulsion; and

b) The member who is the subject of the expulsion shall be given an opportunity to be heard at the general meeting before the special resolution is put to a vote.

In the event of the expulsion of a member that is an Owner of a Resort Lot, they shall still be liable for Assessments.

- 2.6 All members are in good standing except a member who has failed to pay his current annual Assessments or any other debt due and owing by him to the SSRA and he is not in good standing so long as the debt remains unpaid.
- 2.7 Each Owner must give the SSRA written notice of any disposition of their interest in a Resort Lot.
- 2.8 The Board has the discretion to designate different classes of membership for existing members, or create or add classes of membership, having such rights and privileges and subject to such restrictions as the Board shall by resolution determine, from time to time.

PROPOSED CHANGE

The Task Force is proposing that changes to the class of membership or the creation of new classes of membership would require the approval of the membership by a special resolution.

PART 3

BORROWING POWERS

3. BORROWING POWERS

- 3.1 Without in any way limiting the powers of the Board contained in By-law 8.1, the Board may from time to time on behalf, and in furtherance of carrying out the purposes, of the SSRA:
 - borrow money in such manner and amount, on such security, from such sources and upon such terms and conditions as they deem necessary to carry out the purposes of the SSRA;
 - issue bonds, debentures and other debt obligations either outright or as a security for any liability or obligations of the SSRA or any other Person,

but no debenture may be issued without the sanction of a special resolution;

- c) mortgage, charge, whether by way of specific or floating charge, or give other security on the undertaking, or on the whole or any part of the property and assets, of the SSRA (both present and future); and
- d) guarantee the repayment of any sum of money borrowed by any Person and guarantee the performance of any obligation of any Person and may secure the repayment of any sum of money or any obligations so guaranteed in any manner upon any terms and conditions as they may think fit including, without limitation, by the granting of any mortgages or other security on the property of the SSRA.

PROPOSED CHANGE

The Task Force is proposing to limit the borrowing authority of the Board of Directors to \$250K (excluding borrowing for cash flow purposes), beyond which the approval of the membership would be required by a special resolution. The Task Force is also proposing that the borrowing sections of the bylaws be rewritten to be more restrictive.

3.2 Every bond, debenture or other debt obligations of the SSRA shall be signed manually by at least one Director or officer of the SSRA or by or on behalf of a trustee, registrar, branch registrar, transfer agent or branch transfer agent for the bond, debenture or debt obligation appointed by the SSRA or under any instrument under which the bond, debenture or other debt obligation is issued and any additional signatures may be printed or otherwise mechanically reproduced thereon and, in such event, a bond, debenture or other debt obligation so signed is as valid as if signed manually notwithstanding that any person whose signature is so printed or mechanically reproduced shall have ceased to hold the office that he is stated on such bond, debenture or other debt obligation to hold at the date of the issue thereof.

PART 4

GENERAL MEETINGS

4. GENERAL MEETINGS

- 4.1 The first annual general meeting of the SSRA shall be held within 15 months from the date of incorporation and thereafter an annual general meeting shall be held once in every calendar year at such time (not being more than 15 months after the holding of the last preceding annual general meeting) and place as may be determined by the Board.
- 4.2 Every general meeting other than an annual general meeting is an extraordinary general meeting.
- 4.3 The Board may, whenever they deem necessary, convene a general meeting. If requisitioned by the members in accordance with the *Society Act*, a general meeting shall be convened by the Board or, if not convened by the Board, may be convened by the requisitionists as provided under the *Society Act*.
- 4.4 A notice convening a general meeting specifying the place, the day, and the hour of the meeting, and in case of special business, the general nature of that business, shall be given as required pursuant to the Society Act and in the manner hereinafter mentioned in these By-laws, to such Persons as are entitled by law or under these By-laws to receive such notice from the SSRA. Accidental omission to give notice of a meeting to or the non-receipt of notice of a meeting by any member shall not invalidate the proceedings at that meeting.
- 4.5 All the members of the SSRA entitled to attend and vote at a general meeting may, by unanimous consent in writing given before, during or after the meeting, or if they are present at the meeting by a unanimous vote, waive or reduce the period of notice of such meeting and an entry in the minute book of such waiver or reduction shall be sufficient evidence of the due convening of the meeting.
- 4.6 Except as otherwise provided by the *Society Act*, where any business at a general meeting includes considering, approving, ratifying, adopting or authorizing any document or the execution thereof or the giving of effect thereto, the notice convening the meeting shall, with respect to such document, be sufficient if it states that a copy of the document or proposed document is or will be available for inspection by members at the registered office, head office of the SSRA or at such other place in British Columbia designated in the notice during usual business hours up to the date of such general meeting.

PART 5

PROCEEDINGS AT GENERAL MEETINGS

5. PROCEEDINGS AT GENERAL MEETINGS

- 5.1 All business shall be deemed special business which is transacted at:
 - a) a general meeting other than the adoption of any rules of order; and
 - b) an annual general meeting, with the exception of: (i) the consideration of the financial statements; (ii) the respective reports of the Board and auditor, if any; (iii) the election of Directors; (iv) the appointment of the auditor, if required; and, (v) such other business as by these By-laws or the Society Act which ought to be transacted at an annual general meeting without prior notice thereof being given to the members of any business which is brought under consideration by the report of the Board.
- No business, other than election of the Chair or the adjournment of the meeting, shall be transacted at any general meeting unless a quorum of members, entitled to attend and vote, is present at the commencement of the meeting, but the quorum need not be present throughout the meeting.
- 5.3 The quorum at all general meetings shall be ten (10) members entitled to vote, present in person, by proxy, or, if not a natural person, by appointed representative. The Directors, officers and the lawyer of the SSRA shall be entitled to attend at any general meeting but no such person shall be counted in the quorum or be entitled to vote at any general meeting unless he shall be a member or proxy holder entitled to vote thereat.
- 5.4 If within half an hour from the time appointed for a general meeting a quorum is not present, the meeting, if convened upon the requisition of members, shall be dissolved. In any other case it shall stand adjourned to the same day in the next week, at the same time and place, and, if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the persons present and:

- a) being a member, or
- b) representing a member by proxy, or
- being the appointed representative of a member that is not a natural person,

shall be a quorum.

- 5.5 Subject to By-law 5.6, the Chair of the Board, the Vice-Chair, or in the absence of both, one of the other Directors or the lawyer of the SSRA present, shall preside as Chair of a general meeting.
- 5.6 If at a general meeting:
 - there is no Chair of the Board, Vice-Chair, other Director or the lawyer of the SSRA present within 15 minutes after the time appointed for holding the meeting; or
 - the Chair of the Board, Vice-Chair, all the other Directors and the lawyer for the SSRA present are unwilling to act as Chair of the meeting;

The members present shall choose one of their number to be Chair of the meeting.

- 5.7 The Chair may and shall, if so directed by the meeting, adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for 28 days or more, 14 days' notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid, it shall not be necessary to give any notice to an adjourned meeting or of the business to be transacted at an adjourned meeting.
- No motion proposed at a general meeting need be seconded and the Chair may propose or second a motion.
- 5.9 Subject to the provisions of the *Society Act* and these By-laws, at any general meeting a resolution put to the vote of the meeting shall be decided on a show of hands, unless (before or on the declaration of the result of the show of hands) a poll is directed by the Chair of the meeting. The Chair of the meeting

shall declare to the meeting the decision on every question in accordance with the result of the show of hands or the poll, and such decision shall be entered in the book of proceedings of the SSRA. A declaration by the Chair of the meeting that a resolution has been carried, or carried unanimously, or by a particular majority, or lost or not carried by a particular majority and an entry to that effect in the minutes of the meeting of the SSRA shall be conclusive evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.

- 5.10 In case of an equality of votes, whether on a show of hands or on a poll, if they are also a member with voting rights, the Chair of the meeting at which the show of hands takes place or at which the poll is demanded shall not be entitled to a second or casting vote arising from their role as Chair of the meeting.
- 5.11 No poll shall be demanded on the election of a Chair of a meeting. A poll demanded on a question of adjournment shall be taken forthwith. A poll demanded on any other question shall be taken as soon as, in the opinion of the Chair of the meeting, is reasonably convenient, but in any event within 14 days and at such time and place and in such manner as the Chair of the meeting directs. The result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded. Any business other than that upon which the poll has been demanded may proceed pending the taking of the poll. A demand for a poll may be withdrawn. In any dispute as to the admission or rejection of a vote the decision of the Chair of the meeting made in good faith shall be final and conclusive.
- 5.12 Every ballot cast upon a poll and every proxy appointing a proxy holder who casts a ballot upon a poll shall be retained by the SSRA for such period and be subject to such inspection as the Society Act may provide.
- 5.13 Unless the Society Act or these By-laws otherwise provide, any action to be taken by a resolution of the members may be taken by an Ordinary Resolution.

PART 6

VOTES OF MEMBERS

6. VOTES OF MEMBERS

- 6.1 Subject to the provisions set forth in these By-laws and the Society Act:
 - a) on a show of hands, every member present in person, by proxy or by authorized representative, who is entitled to vote at a general meeting, shall have one vote; and
 - b) on a poll, every member entitled to vote on that poll at a general meeting, who is present in person, by proxy or by authorized representative, shall:
 - in the case of an Owner, have one vote for each Resort Lot that it is the Owner of; and
 - ii. in the case of any other member, have one vote;

Notwithstanding anything in these By-laws to the contrary, only members who are in good standing shall be entitled to vote at a general meeting.

- 6.2 Any member of the SSRA which is not a natural person, may provide the SSRA with written notification it has authorized a person, as it thinks fit to act as its representative at any general meeting or class meeting. The person so authorized shall be entitled to exercise in respect of and at such meeting the same powers on behalf of the member which he represents as that member could exercise if it were an individual member personally present, including, without limitation, the right, unless restricted by such resolution, to appoint a proxy holder to represent such member, and shall be counted for the purpose of forming a quorum if present at the meeting. Evidence of the authorization of any such representative may be sent to the SSRA by written instrument, telegram, facsimile, or any method of transmitting legibly recorded messages.
- 6.3 In the case of members who are joint Owners of a Resort Lot, such members shall collectively have only one vote arising out of their respective interests in such Resort Lot. The vote of the person who exercises a vote of a joint Owner, whether in person or by proxy holder, shall be accepted to the exclusion of the votes of the other members who are joint Owners of that Resort Lot; and for this purpose seniority shall be determined by the order in which the names stand in the register of members. Several legal personal representatives of a

deceased member who is an Owner of a Resort Lot shall be deemed to be joint Owners of such Resort Lot for the purpose of this By-law.

- 6.4 A member of unsound mind entitled to attend and vote, in respect of whom an order has been made by any court having jurisdiction, may vote, whether on a show of hands or on a poll, or by his committee, curator bonus, or other person in the nature of a committee or curator bonus appointed by that court, or any such committee, curator bonus, or other person may appoint a proxy holder.
- 6.5 A member is entitled to appoint one or more proxies to attend, act and vote for him at any meeting, which the member is entitled to attend and vote as a member. Such a member shall specify the voting rights a proxy shall be entitled to vote. The appointment of a proxy is revocable.
- A form of proxy shall be in writing under the hand of the appointor or of his attorney duly authorized in writing or, if the appointor is not a natural person, under the hand of an authorized signatory. A proxy holder need not be a member of the SSRA.
- 6.7 A form of proxy shall be deposited at the registered office of the SSRA or at such other place specified for that purpose in the notice convening the meeting, not less than 48 hours (excluding Saturdays, Sundays and holidays) or such lesser period as the Board may from time to time determine before the time for holding the meeting in respect of which the person named in the instrument is appointed. If the appointor of the form of proxy appoints by way of an attorney, then power of attorney under which the appointment has been made shall be deposited together with the proxy form. If the Board determine proxies may be deposited less than 48 hours (excluding Saturdays, Sundays and holidays) prior to a meeting (or an adjournment thereof), then the proxies (together with power of attorney, if any) may be sent by facsimile may be acted upon as though the proxies themselves were deposited as required by this Part and votes given in accordance with such regulations shall be valid and shall be counted.
- 6.8 Unless the Society Act or any other statute or law which is applicable to the SSRA requires any other form of proxy, a proxy, whether for a specified meeting or otherwise, shall be in the form following, but may also be in any other form that the Board or the Chair of the meeting shall approve.

PROXY THE SILVER STAR RESORT ASSOCIATION

6.9

6.10

The undersigned, being a member of the Silver Star Resort Association hereby appoints or failing him, as
proxy holder of the undersigned to attend, act and vote for and on behalf of the undersigned at the general meeting of the SSRA to be held on the day of, and at any adjournment thereof. Signed the day of,
Signature of Member
A vote given in accordance with the terms of a proxy is valid notwithstanding the previous death or incapacity of the member giving the proxy or the revocation of the proxy or of the authority under which the form of proxy was executed or the transfer of the membership in respect of which the proxy was executed or the transfer of the membership in respect of which the proxy is given, provided that no notification in writing on such death, incapacity, revocation or transfer shall have been received at the registered office of the SSRA or by the Chair of the meeting or adjourned meeting for which the proxy was given before the vote is taken.
Every proxy may be revoked by an instrument in writing:
a) executed by the member giving the same or by his attorney authorized in writing or, where the member is not a natural person, under the hand of an authorized signatory; and
b), delivered either to the registered office of the SSRA at any time up to and including the last business day preceding the day of the meeting, or any adjournment thereof at which the proxy is to be used, or to the Chair of the meeting on the day of the meeting or an adjournment thereof before any vote in respect of which the proxy is to be used shall have been taken; or
c) in any other manner provided by law.

PART 7

DIRECTORS

7. DIRECTORS

- 7.1 Directors shall not be entitled to receive Director's fees or any other remuneration either for holding the office and discharging the duties of Director or any other services rendered in their capacity as Director. Directors shall be entitled to recover reasonable travelling, hotel and other expenses incurred in and about the business of the SSRA provided however that:
 - a) all expenses for which any Director seeks reimbursement must be approved in advance by the Board; and
 - expenses for which any Director receives reimbursement shall be limited to actual out of pocket expenses documented by adequate receipts or other supporting documentation;

Provided further however, that the Board may in their sole discretion resolve to reimburse a Director for expenses which have not been approved in accordance with the By-law 7.1 a) above or which are not documented in accordance with By-law 7.1 b) above.

- 7.2 A Director shall not be required to be a member of the SSRA as qualification for his office, but shall be qualified to become a Director as required by the Society Act.
- 7.3 The SSRA shall have the following Directors who shall be elected or appointed in accordance with this Part 7:
 - a) as long as the Silver Star Mountain Operator is not in default of its payment obligations to the SSRA that may be due pursuant to By-law 19, the Silver Star Mountain Operator shall be entitled to appoint 2 Directors, provided that the tenure of any Director appointed by the Silver Star Mountain Operator pursuant to this By-law 7.3 a) shall terminate at the same time as the Silver Star Mountain Operator ceases for any reason whatsoever to be a member of the SSRA or loses for any reason whatsoever the right to appoint Directors;

b) the Regional District of North Okanagan (the "RDNO") shall be entitled to appoint 1 Director, provided that the tenure of any Director appointed by the RDNO pursuant to this By-law 7.3 b) shall terminate at the same time as the RDNO ceases for any reason whatsoever to be a member of the SSRA or loses for any reason whatsoever the right to appoint a Director; and

PROPOSED CHANGE

The Task Force is proposing to remove the RDNO appointment and replace it with a second director At Large.

- c) the members of the SSRA, as provided in By-laws 7.4 and 7.5, shall elect 8 Directors (the "Elected Directors").
- 7.4 The following definitions and criteria will apply to Part 7 of these By-laws:
 - a) Subject to By-law 7.4 c), for the purpose of this Part 7 the following definitions shall apply:
 - a "Commercial Director" means a Director elected by the vote of all members of the SSRA who:
 - (A) are Commercial Owners; provided that:
 - the Silver Star Mountain Operator shall not qualify to vote as a Commercial Owner for any Resort Lot of which the Silver Star Mountain Operator is the Owner; and
 - the Owner of any Resort Lot on which commercial activities are carried out under the management of the Silver Star Mountain Operator shall not be qualified to vote as Commercial Owner in respect to such Resort Lot;
 - (B) are Non-Resident Business Owners; or
 - (C) are Occupiers who have become members in their own right pursuant to By-law 2.1;

- ii. a "Hotel Lodging Director" means a Director elected by those members of the SSRA who are Owners of a Hotel Lodging Resort Lot:
- iii. a "Residential Lodging Director" means a Director elected by those members of the SSRA who are Owners of a Residential Lodging Resort Lot;
- iv. a "Residential Director" means a Director elected by those members of the SSRA who are Owners of a Residential Resort Lot;
- v. a "Single Owner Hotel Lodging Director" means a Director elected by those members of the SSRA who are Owners of a Single Owner Hotel Lodging Resort Lot; and
- vi. an "At Large Director" means a Director elected by all members of the SSRA including those members of the SSRA who are Owners of a Developing Resort Lot.

PROPOSED CHANGE

The Task Force is proposing to add a second director At Large.

- b) If any member is qualified under more than one provision of By-law 7.4 a) i. to v. inclusive, then it shall be entitled to vote for each class of Directors for which it is qualified to vote. Notwithstanding the foregoing, the Silver Star Mountain Operator shall not be entitled to vote for Directors in the Commercial Director class.
- c) Any dispute as to the qualifications of a member to vote for any class of Director under By-law 7.4 a) i. to v. inclusive, or the interpretation of any one or more of the definitions of Commercial Owner, Carry on Business, Commercial Resort Lot, Hotel Lodging, Non-Resident Business Owner, Occupier, Residential Lodging, Single Owner Hotel Lodging, Hotel Lodging Resort Lot, Residential Lodging Resort Lot, Residential Resort Lot, Single Owner Hotel Lodging Resort Lot, Developing Resort Lot or any of the other defined terms used in this By-law 7.4, shall be referred to the Board who shall determine the issue, which shall be binding upon

all the members. The Board shall not be obligated to give reasons for their determination.

- 7.5 The Elected Directors shall be elected and retire in rotation as follows:
 - a) at incorporation, the incorporators shall appoint the 8 Elected Directors on the following basis:
 - 1 Residential Director whose term shall expire at the first annual general meeting after incorporation;
 - 2 Residential Lodging Directors, one of whose term shall expire at the first annual general meeting after incorporation, and the other whose term shall expire at the annual general meeting two years after incorporation;
 - iii. 2 Hotel Lodging Directors, one of whose term shall expire at the first annual general meeting after incorporation, and the other whose term shall expire at the annual general meeting two years after incorporation;
 - iv. 1 Commercial Director whose term shall expire at the first annual general meeting after incorporation;
 - v. 1 Single Owner Hotel Lodging Director whose term shall expire at the annual general meeting held two years after incorporation; and
 - vi. 1 At Large Director whose term shall expire at the annual general meeting held two years after incorporation.
 - b) at the first annual general meeting of the members following incorporation, the following Directors appointed on incorporation:
 - i. the Residential Director;
 - ii. the one of the Residential Lodging Directors who has the first alphabetical last name;

- the one of the Hotel Lodging Directors who has the first alphabetical last name; and
- iv. the Commercial Director;

shall be deemed to resign and elections shall be held for such positions, with the persons elected to hold office for a new two (2) year term;

- at the second annual general meeting of the members following incorporation, the remainder of the first Directors appointed on incorporation shall be deemed to resign and elections shall be held for such positions, with the persons elected to hold office for a new two (2) year term;
- d) at each successive annual general meeting of the members thereafter, those Directors whose terms then expire shall be deemed to resign and elections shall be held for such positions, with the persons elected to hold office for a new two (2) year term; and
- a retiring Director may stand for re-election at the meeting at which they retire.
- 7.6 A Director appointed by the Silver Star Mountain Operator shall remain a Director of the SSRA until such time as the Silver Star Mountain Operator revokes such an appointment, he resigns, dies or is otherwise disqualified from continuing to act. If there is a vacancy in the office of such Director, then the Silver Star Mountain Operator shall have the right to provide a written notification of appointment of a person to fill that vacancy.
- 7.7 The Director appointed by the RDNO shall remain a Director of the SSRA until such time as the RDNO revokes such an appointment, he resigns, dies or is otherwise disqualified from continuing to act. If there is a vacancy in the office of such Director, then the RDNO shall have the right to provide a written notification of appointment of a person to fill that vacancy.
- 7.8 The following provisions apply to Elected Directors:
 - a) Where the SSRA fails to hold an annual general meeting in accordance with the Society Act, the Directors then in office shall be deemed to have

been elected or appointed as Directors on the last day on which the annual general meeting could have been held pursuant to these By-laws and they may hold office until other Directors are appointed or elected or until the day on which the next annual general meeting is held.

- b) If at any general meeting at which there should be an election of Directors, the places of any of the retiring Directors are not filled by such election, the retiring Directors who are not re-elected, may be requested by the newly-elected Directors and if willing to do so, continue in office to complete the number of Directors until further new Directors are elected at a general meeting convened for that purpose. If any such election or continuance of Directors results in the election or continuance of less than the number of Directors required to be elected such number shall be fixed at the number of Directors actually elected or continued in office.
- c) The SSRA may by Special Resolution remove any Director before the expiration of his period of office, and may by an Ordinary Resolution appoint another person in his stead.
- d) The provisions of this By-law 7.8 apply only to the Elected Directors.
- Any Director who is not an Elected Director may by instrument in writing delivered to the SSRA appoint any person to be his alternate to act in his place at meetings of the Board at which he is not present. Every such alternate Director shall be entitled to notice of every meeting at which the person appointing him is not personally present and, if he is a Director, to have a separate vote on behalf of the Director he is representing in addition to his own vote. A Director who is not an Elected Director may at any time by instrument, telegram, facsimile or any method of transmitting legibly recorded messages delivered to the SSRA revoke the appointment of an alternate Director appointed by him.
- 7.10 The office of any Elected Director shall be vacated if the Director:
 - resigns his office by notice in writing delivered to the registered office of the SSMRA; or

- is convicted within or without the Province of an offence in connection with the promotion, formation or management of a corporation or of an offence involving fraud; or
- c) ceases to be qualified to act as a Director pursuant to the Society Act; or
- d) dies.
- 7.11 The Board may act notwithstanding any vacancy on the Board. Any vacancy on the Board of Elected Directors may be filled by the Board. The term of office of a Director filling a vacancy, shall expire at the next annual general meeting following his appointment.

PART 8

POWERS AND DUTIES OF DIRECTORS

8. POWERS AND DUTIES OF DIRECTORS

- 8.1 The Board shall manage, or supervise the management of, the affairs and business of the SSRA and shall have the authority to exercise all such powers of the SSRA as are not, by the *Society Act* or by these By-laws, required to be exercised by the SSRA in general meeting, subject, nevertheless, to these By-laws and all laws affecting the SSRA and to any regulations, not inconsistent with these By-laws, made from time to time by Ordinary Resolution, but no such regulation shall invalidate any prior valid act of the Board.
- 8.2 The Board may from time to time by power of attorney or other instrument under the Seal, appoint any person to be the attorney of the SSRA for such purposes, and with such powers, authorities and discretion (not exceeding those vested in or exercisable by the Board under these By-laws and excepting the powers of the Board relating to the constitution of the Board and of any of its committees and the appointment or removal of officers) and for such period, with such remuneration and subject to such conditions as the Board may think fit, and any such appointment may be made in favour of any of the Directors, officers or members of the SSRA or in favour of any corporation, firm or joint venture and any such power of attorney may contain such provisions for the protection or convenience of Persons dealing with such

attorney as the Board think fit. Any such attorney may be authorized by the Board to sub-delegate all or any of the powers, authorities and discretion for the time being vested in him.

PART 9

DISCLOSURE OF INTEREST OF DIRECTORS

9. DISCLOSURE OF INTEREST OF DIRECTORS

- 9.1 A Director who is, in any way directly or indirectly interested in an existing or proposed contract or transaction with the SSRA or who holds any office or possesses any property whereby, directly or indirectly, a duty or interest might be created to conflict with his duty or interest as Director shall declare the nature and extent of his interest in such contract or transaction or of the conflict or potential conflict with his duty and interest as a Director, as the case may be, in accordance with the provisions of the Society Act.
- 9.2 Subject to the provisions of the Society Act, no Director shall be disqualified by his office from holding any office or place of profit under the SSRA or under any company in which the SSRA shall be a shareholder or otherwise interested, or from contracting with the SSRA either as vendor, lessor, purchaser or otherwise, nor shall any such contract, or any contract or arrangement entered into by or on behalf of the SSRA in which any Director shall be in any way interested, either directly or as a shareholder or director of any company, be avoided, nor shall any Director be liable to account to the SSRA for any profit arising from any such office or place of profit or realized by any such contract or arrangement by reason only such Director holding that office or of the fiduciary relations thereby established. A Director shall not be entitled to vote at any meeting of the Board in respect to any contract or arrangement in which he is interested as aforesaid, but shall be counted for the purpose of computing the quorum necessary for the transaction of the business at any such meeting notwithstanding his interest. A Director of the SSRA may be or become a director of any company promoted by the SSRA or in which it may be interested in as a vendor, shareholder or otherwise, and no such Director shall be accountable for any benefits received as a director or member of such company.

- 9.3 A Director may hold any office or place of profit with the SSRA (other than the office of auditor of the SSRA) for such period and on such terms (as to remuneration or otherwise) as the Board may determine and no Director or intended Director shall be disqualified by his office from contracting with the SSRA either with regard to his tenure of any such other office or place of profit or as vendor, purchaser or otherwise and, subject to compliance with the provisions of the Society Act, no contract or transaction entered into by or on behalf of the SSRA in which a Director is in any way interested shall be liable to be voided by reason thereof.
- 9.4 Subject to compliance with the provisions of the Society Act a Director or any corporation or firm in which he has an interest may act in a professional capacity for the SSRA(except as auditor of the SSMRA) and he or such corporation or firm shall be entitled to remuneration for professional services as if he were not a Director.
- 9.5 A Director may be or become a director or other officer or employee of, or otherwise interested in, any corporation or firm in which the SSRA may be interested as a shareholder or otherwise and, subject to compliance with the provisions of the Society Act, such Director shall not be accountable to the SSRA from any remuneration or other benefits received by him as director, officer or employee of, or from his interest in such other corporation or firm.

PROPOSED CHANGE

The conflict of interest provisions under the new Societies Act have changed. This section of the draft bylaws will be revised to meet the new provisions.

PART 10

PROCEEDINGS OF DIRECTORS

10. PROCEEDINGS OF DIRECTORS

10.1 The Chair of the Board shall preside as Chair at every meeting of the Board, or if the Chair of the Board is not present within 15 minutes of the time appointed for holding the meeting or is not willing to act as Chair or, if the Chair of the Board has advised the Board that he will not be present at the

- meeting and the Vice-Chair is not in attendance, the Directors present shall choose one of their number to be Chair of the meeting.
- 10.2 The Board may meet together for the dispatch of business, adjourn and otherwise regulate their meetings as they think fit. Questions arising at any meeting shall be decided by a majority of votes, and in case of an equality of votes, the Chair of the meeting shall not have a second or casting vote. Meetings of the Board held at regular intervals may be held at such place, as such time and upon such notice (if any) as the Board may by resolution from time to time determine.
- Directors may hold a meeting of the Board or of any committee of the Board by means of conference telephones or other communications facilities by means of which all Directors participating in the meeting can hear each other and provided that all such Directors agree to such participation. Directors holding a meeting in accordance with this By-law shall be deemed to be present at the meeting and to have so agreed and shall be counted in the quorum therefore and be entitled to speak and vote thereat.
- 10.4 Meetings of the Board may be called by the Chair, the Vice-Chair or upon the request of a Director. Reasonable notice of such meeting specifying the place, day and hour of such meeting shall be given by mail, postage paid, addressed to each of the Directors and alternate Directors at his address as it appears on the books of the SSRA or by leaving at his usual business or residential address or by telephone, telegram, facsimile, email or any method of transmitting legibly recorded messages. It shall not be necessary to give notice of a meeting of the Board to any Director or alternate Director if such meeting is to be held immediately following a general meeting at which such Director shall have been elected or is the meeting of the Board at which such Director is appointed.
- Any Director of the SSRA may file with the Board a document executed by him waiving notice of any past, present or future meeting or meetings of the Board being, or required to have been, sent to him and may at any time withdraw such waiver with respect to meetings held thereafter. After filing such waiver with respect to future meetings and until such waiver is withdrawn no notice need to be given to such Director and, unless the Director otherwise requires in writing to the Board, to his alternate Director of any meeting of the Board and all meetings of the Board so held shall be deemed not to be improperly

called or constituted by reason of notice not having been given to such Director or alternate Director.

10.6 The quorum necessary for the transaction of the business of the Board may be fixed by the Board and if not fixed shall be a majority of the Directors then in office.

PROPOSED CHANGE

The Task Force is proposing to remove the discretion of the Board and to have the quorum fixed at the majority of the Directors then in office.

- 10.7 The continuing Directors may act notwithstanding any vacancy in their body but, if and so long as their number is reduced below the number fixed pursuant to these By-laws as the necessary quorum of the Board, the continuing Directors may act for the purpose of increasing the number of Directors to that number (provided always that the Board shall not be authorized to appoint a Director who would otherwise be appointed by the Silver Star Mountain Operator or RDNO), or of summoning a general meeting of the SSRA, but for no other purpose.
- Subject to the provisions of the Society Act, all acts done by any meeting of the Board or of a committee of the Board, or by any person acting as a Director, shall, notwithstanding that it be afterwards discovered that there was some defect in the qualification, election or appointment of any such Directors or of the members of such committee or person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such person had been duly elected or appointed and was qualified to be a Director.
- 10.9 A resolution consented to in writing, whether by document, telegram, email, facsimile or any method of transmitting legibly recorded messages or other means, by all Directors shall be as valid and effectual as if it had been passed at a meeting or the Board duly called and held. Such resolution may be in two or more counterparts, which together shall be deemed to constitute one resolution in writing. Such resolution shall be filed with the minutes of the proceedings of the Board and shall be effective on the date stated thereon or on the latest date stated on any counterpart.
- 10.10 The Board may from time to time permit any person: (i) to attend meetings of the Board or Committees of the Board; (ii) to receive notices of such meetings

and all materials distributed to the Board for the purposes of such meetings; (iii) to receive copies of all minutes of such meetings and of all resolutions of the Board or any committee of the Board consented to in writing; and, (iv) to examine the financial statements and records of the SSRA.

PART 11

COMMITTEES

11. COMMITTEES

- 11.1 The Board may by resolution appoint:
 - a) committees consisting of such Directors as they think fit and may delegate to any such committee between meetings of the Board such powers of the Board (except the power to change the membership of or fill vacancies in any such committee and the power to appoint or remove officers appointed by the Board) subject to such limitations as may be prescribed in such resolution; and
 - b) such other committees consisting of such Directors, such members of the SSRA who need not be a member of the Board, and/or such members of the community that the Board believes can provide value to the SSRA, for such purposes as the Directors shall think fit, but may not delegate to any such committee any of the powers of the Board.
- All committees so appointed shall keep regular minutes of their meetings and shall cause them to be recorded in books kept for that purpose, and shall report the same to the Board at such time as the Board may from time to time require. The Board shall also have power at any time to revoke or override any authority given to or acts to be done by any such committees except as to acts done before such revocation or overriding, and to terminate the appointment or change the membership of a committee and to fill vacancies in it. Committees may make rules for the conduct of their business as they may deem necessary. Subject as aforesaid, a majority of the members of a committee shall constitute a guorum thereof.

- 11.3 Committees may meet and adjourn as it thinks proper. Questions arising at any meeting shall be determined by a majority of votes of the members of the committee present, and in case of an equality of votes the chair shall not have a second or casting vote. A resolution approved in writing by all the members of a committee shall be as valid and effective as if it had been passed at a meeting of such committee duly called and constituted. Such resolution may be in two or more counterparts which together shall be deemed to constitute one resolution in writing. Such resolution shall be filed with the minutes of the proceedings of the committee and shall be effective on the date stated thereon or on the latest date stated in any counterpart.
- 11.4 No resolution proposed at a meeting of a committee need be seconded and the chair of a meeting may move or propose a resolution.
- 11.5 A resolution in writing, signed by all the committee members and placed with the minutes of the Board is as valid and effective as if regularly passed at a meeting of such committee.

PART 12

OFFICERS

12 OFFICERS

- 12.1 At the first Board meeting after an annual general meeting, the Directors shall elect a Chair, Vice-Chair, or such other officers as they see fit, from amongst the Directors; all of whom shall hold office until their successors are duly elected, they resign or they are removed from office by the Board at any time with or without cause and with or without notice.
- 12.2 The Chair, or in his absence, the Vice-Chair or in their absence, such person as a meeting may elect, shall preside as chair at all meetings of the Directors.
- 12.3 If the Chair or the Vice-Chair is not present within fifteen minutes after the time appointed for holding any meeting or, if present, is unwilling to act as chair, the Directors present shall choose someone of their number to be chair of the meeting.

- 12.4 The Vice-Chair shall assist the Chair at all times in any or all of his duties of office as the Chair shall decide, and shall also carry out the duties of the Chair in the absence of the Chair.
- 12.5 When someone is elected as Chair pursuant to By-law 12.1, they shall hold that office until: they resign; they are removed from office by the Board of Directors at any time; or, their successor is elected pursuant to By-law 12.1.
- 12.6 If the office of Chair becomes vacant, the Vice-Chair shall automatically become Chair, and shall hold that office until: they resign; they are removed from office by the Board at any time; or, their successor is elected pursuant to By-law 12.1.
- 12.7 The Chair shall, or shall cause the President (if any is appointed), to prepare, maintain and have charge of the financial books and records of the SSRA and to cause to be recorded therein all sums of money received and expended by the SSRA and the matters in respect of which the receipt and expenditure took place, the assets and liabilities of the SSRA and all other transactions affecting the financial position of the SSRA.
- 12.8 The Chair shall, or shall cause the President (if any is appointed), to prepare, maintain and have custody of the minutes of proceedings of meetings of the members and the Board, and the books and records of the SSRA other than the financial books and records and shall record or cause to be recorded therein a copy of the Constitution of the SSRA and any special resolution altering or adding to the same, a copy of the By-laws of the SSRA and any resolution altering or adding thereto, copies or originals of all contracts, resolutions and other documents as are required by law to be so recorded.
- 12.9 The duties and functions of other officers shall be as determined from time to time by the Board.
- 12.10 No officer that also holds office as a Director shall receive any remuneration from the SSRA for services rendered as an officer but any expenses incurred by an officer on behalf of the SSRA may be reimbursed with the approval of the Board.

- 12.11 Separate elections shall be held for each office to be filled. An election may be by acclamation; otherwise it shall be by ballot. If no successor is elected the person previously elected or appointed continues to hold office.
- 12.12 Every officer of the SSRA who holds any office or possesses any property whereby, whether directly or indirectly, duties or interests might be created in conflict with his duties or interests as an officer of the SSRA shall, in writing, disclose to the Board the fact and the nature, character and extent of such conflict.
- 12.13 The Board may select and employ an officer (for the purposes of these By-laws, known as the "President"), who shall not be a Director and who shall be the direct representative of the Board in the management of the affairs of the SSRA. The President shall be given the necessary authority and be held responsible for the day-to-day operations and affairs of the SSRA, subject to the policies and procedures that may be approved from time to time by the Board or the members. Subject to the foregoing, the authority of the President shall be as specified and approved in writing by the Board from time to time in their discretion. All other staff of the SSRA (if any), whether salaried or contracted, shall be responsible to the President, who shall be designated as their supervisor.

PROPOSED CHANGE

The Task Force is proposing more flexibility in the title of the senior position by amending the bylaws to provide that the Board may select and employ an officer known as the "President" or other title as determined by the Board from time-to-time.

PART 13

INDEMNITY AND PROTECTION OF DIRECTORS, OFFICERS AND EMPLOYEES

13. INDEMNITY AND PROTECTION OF DIRECTORS, OFFICERS AND EMPLOYEES

Subject to the provisions of the Society Act, and except in the case where the Director or former Director has been found, by the express terms of a final judgement, to have been grossly negligent or to have wilfully misconducted himself or herself, the Board shall cause the SSRA to indemnify such Director or former Director and their heirs and personal representatives, against all

costs, charges and expenses, including an amount paid to settle an action or satisfy a judgement, actually and reasonably incurred by him or them including an amount paid to settle an action or satisfy a judgement in a civil, criminal or administrative action or proceeding to which he is or they are made a party by reason of his being or having been a Director, including any action brought by the SSRA. Each Director on being elected or appointed shall be deemed to have contracted with the SSRA on the terms of the foregoing indemnity.

- 13.2 Subject to the provisions of the *Society Act*, and except in the case where any officer, employee or agent of the SSRA has been found, by the express terms of a final judgement, to have been grossly negligent or to have wilfully misconducted himself or herself, the Board shall cause the SSRA to indemnify such officer, employee or agent of the SSRA, and their heirs and personal representatives (not withstanding that he is also a Director) and his heirs and personal representatives, against all costs, charges and expenses, including an amount paid to settle an action or satisfy a judgement, actually and reasonably incurred by him or them including an amount paid to settle an action or satisfy a judgement in a civil, criminal or administrative action or proceeding to which he is or they are made a party by reason of his being or having been an officer, employee or agent of the SSRA. Each officer on being hired, elected or appointed shall be deemed to have contracted with the SSRA on the terms of the foregoing indemnity.
- 13.3 The failure of a Director or officer of the SSRA to comply with the provisions of the Society Act, the Act or these By-laws, shall not invalidate any indemnity to which he is entitled under this part.
- 13.4 The Board may cause the SSRA to purchase and maintain insurance for the benefit of any person who is or was serving as Director, officer, employee or agent of the SSRA or as a director, officer, employee or agent of any corporation of which the SSRA is or was a shareholder, against any liability incurred by him as such Director, officer, employee or agent.

PART 14

DOCUMENTS, RECORDS AND REPORTS

14. DOCUMENTS, RECORDS AND REPORTS

- 14.1 The SSRA shall keep at its head office or at such other place as the Society Act may permit, the documents, copies, registers, minutes, and records, which the SSRA is required by the Society Act to keep at its head office or such other place, as the case may be.
- 14.2 The SSRA shall cause to be kept proper books of account and accounting record in respect of all financial and other transactions of the SSRA in order to properly record the financial affairs and conditions of the SSRA and to comply with the Society Act.
- 14.3 Upon a request to, and with the approval of the Board, a member of the SSRA shall be entitled to inspect the accounting records of the SSRA.
- 14.4 The Board shall from time to time at the expense of the SSRA cause to be prepared and laid before the SSRA at each annual general meeting such financial statements and reports as are required by regulations under the Society Act and all other applicable laws.
- 14.5 Every member shall be entitled to be furnished once gratis on demand with a copy of the latest annual financial statement of the SSRA and, if so required by the *Society Act*, a copy of each such annual financial statement shall be mailed to each member.

PART15

NOTICES

15. NOTICES

A notice, statement or report may be given or delivered by the SSRA to any member either by delivery to him personally or by sending it by mail to him to his address as recorded in the register of members, or by such other means as any member may stipulate from time to time in writing to the SSRA (which means may include facsimile transmission or email). Where a notice, statement or report is sent by mail, service or delivery of the notice, the statement or report shall be deemed to be effected by properly addressing, prepaying and mailing the notice, statement or report and to have been given on the day, Saturdays, Sundays and holidays excepted, following the date of

mailing. Where a notice, statement or report shall be deemed to be effected by the manner stipulated by the member in the aforesaid notice and to have been given on the day, Saturdays, Sunday and statutory holidays excepted, following the date of transmission. A certificate signed by an officer of the SSRA or any Director, or agent acting in that behalf for the SSRA, that the letter, envelope or wrapper containing the notice, statement or report was so addressed prepaid and mailed shall be conclusive evidence thereof.

- 15.2 A notice, statement or report may be given or delivered by the SSRA to the joint owners of a Resort Lot by giving the notice to the joint owner first named in the register of members in respect of the Resort Lot.
- A notice, statement or report may be given or delivered by the SSRA to the Persons entitled to a membership in consequence of the death, bankruptcy or incapacity of a member by sending it through the mail prepaid addressed to them by name or by the title of representatives of the deceased or incapacitated person or trustee of the bankrupt, or by any like description, to the address (if any) supplied to the SSRA for the purpose by the persons claiming to be so entitled, or (until such address has been so supplied) by giving the notice in a manner in which the same might have been given if the death, bankruptcy or incapacity had not occurred.
- Notice of every general meeting or meeting of members of a specific class shall be given in a manner hereinbefore authorized to every Person being a member at the time of the issue of the notice or the date fixed for determining the members entitled to such notice, whichever is the earlier. No other Person except the auditor of the SSRA and the Board shall be entitled to receive notices of any such meeting.

PART 16

RECORD DATES

16. RECORD DATES

16.1 The Board may fix in advance a date, which shall not be more that 49 days preceding the date of any meeting of members or any class thereof or of the proposed taking of any other proper action requiring the determination of

members as the record date for the determination of the members entitled to notice of, or to attend and vote at, any such meeting and any adjournment thereof, or for any other proper purpose. Only members of record on the date so fixed shall be deemed to be members for the purposes aforesaid.

16.2 Where no record date is so fixed for the determination of members as provided in the preceding By-law the date on which the notice is mailed shall be the record date for such determination.

PART 17

SEAL

17. SEAL

- 17.1 The Board may adopt a Seal for the SSRA and, if they do so, shall provide for the safe custody of the Seal which shall not be affixed to any instrument except in the presence of the following persons, namely:
 - a) any two Directors, or
 - any such person or persons as the Board may from time to time by resolution appoint, and

such Directors or persons, in whose presence the Seal is so affixed to an instrument, shall sign such instrument. For the purpose of certifying under Seal true copies of any document or resolution the Seal may be affixed in the presence of any one of the foregoing persons.

PART 18

AMENDMENT OF BY-LAWS

18. AMENDMENT OF BY-LAWS

18.1 These By-laws may only be added to, amended or repealed by a Special Resolution and in accordance with the *Society Act* and the Act.

PART 19

ASSESSMENTS PAYABLE BY MEMBERS

19. ASSESSMENTS PAYABLE BY MEMBERS

- 19.1 The total Assessment the Silver Star Mountain Operator shall be required to pay to the SSRA during each fiscal year of the SSRA, commencing with the first full fiscal year of the SSRA, is the lesser of:
 - a) \$200,000; and
 - twenty-five percent (25%) of the total of all Assessments levied by the SSRA in each fiscal year of the SSRA;

PROPOSED CHANGE

The Task Force is proposing (and the Mountain Operator has agreed) that the Mountain Operator's assessment would not exceed 25% of the total membership assessment but shall not be less than \$200K.

The Assessment amount levied to the Silver Star Mountain Operator is irrespective of how many Resort Lots the Silver Star Mountain Operator may be an Owner or the Occupier of.

- 19.2 The SSRA shall levy Assessments to its members, other than the Silver Star Mountain Operator, as follows:
 - a) All members who are Owners of a Developing Resort Lot shall be levied an Assessment of \$125 per year for each Developing Resort Lot they are an Owner of.

PROPOSED CHANGE

The Task Force is proposing to amend the bylaws by deleting the member assessment for a developing lot.

- b) All members who are Occupiers or an agent of an Owner of a Resort Lot shall be levied an Assessment of \$750 per year.
- All members who operate a home-based business shall be levied an Assessment of \$750 per year.

PROPOSED CHANGE

The Task Force is proposing to amend the bylaws to limit the assessment to one home-based business regardless of how many operate from the home.

- All members who are Non-Resident Business Owners shall be levied an Assessment of \$1,500 per year.
- e) All members who are Commercial Owners shall be levied an Assessment per year, for each Commercial Resort Lot they are an Owner of, based on the square footage of the buildings and improvements on each such Commercial Resort Lot as follows:

Square footage	Annual Assessment	
0-799	\$1,500	
800-1,399	\$3,500	
1,400-1,999	\$4,000	
2,000-2,499	\$5,000	
2,500 or more	\$6,500	

Provided however, that in calculating the square footage, corridors, stairways, kitchen, laundry and utility rooms, public portions of lobby areas, washrooms, storage areas and other similar areas shall not be considered.

- f) All members who are Owners of a Single Owner Hotel Lodging Resort Lot shall be levied an Assessment for each Single Owner Hotel Lodging Resort Lot they are an Owner of, which is the aggregate of:
 - \$750 per year for each room within their facility which is offered for rental accommodation to the Public; and

PROPOSED CHANGE

The Task Force is proposing to move from a flat rate for properties offered for rent to a sliding scale based on the number of bedrooms.

ii. the amount per year based on the square footage of the buildings and improvements on each such Single Owner Hotel Lodging Resort Lot, excluding the rooms for which a levy was paid in subparagraph i. above, as follows:

Square footage	Annual Assessment
0-799	\$1,500
800-1,399	\$3,500
1,400-1,999	\$4,000
2,000-2,499	\$5,000
2,500 or more	\$6,500

Provided however, that in calculating the square footage of such space, corridors, stairways, kitchen, laundry and utility rooms, public portions of lobby areas, washrooms, storage areas and other similar areas shall not be considered.

g) All members, other than:

- a. Owners of a Developing Resort Lot;
- b. Non-Resident Business Owners;
- c. Operator of a home-based business;
- d. Occupiers;
- e. agents of an Owner of a Resort Lot;
- f. Commercial Owners; and
- g. Owners of a Single Owner Hotel Lodging Resort Lot;

shall be levied an Assessment of \$250 per year for each Resort Lot that they are the Owner of, except for such members whose Resort Lot, or any portion thereof, is offered for rent, in which event such members shall be levied an Assessment of \$750 per year for each Resort Lot that they are the Owner of.

PROPOSED CHANGE

The Task Force is proposing to amend the bylaws by deleting the member assessment for a non-renting residential property whether or not the property has a RAM Rent Charge Agreement on title.

PROPOSED CHANGE

The Task Force is proposing to move from a flat rate for properties offered for rent to a sliding scale based on the number of bedrooms.

PROPOSED CHANGE

The Task Force is proposing to amend the bylaws to establish a maximum assessment on a residential property whether or not the property is being offered for rent and/or conducting one or more home-based business.

- 19.3 All Assessments shall be levied quarterly or as otherwise determined by the Board and shall be payable within thirty (30) days after being levied. Late payments will be assessed interest at the rate determined by the Board.
- 19.4 The amount of the Assessments payable by the members may be changed by a resolution of the Board and with agreement of the Silver Star Mountain Operator.

PROPOSED CHANGE

The Task Force is proposing to limit the ability of the Board of Directors to increase assessments to the change in the British Columbia Consumer Price Index (annual average change for all items) plus 2 points without the approval of the membership. The requirement for the agreement of the Mountain Operator is proposed to be deleted.

19.5 For greater certainty:

- for members who are joint Owners of any Resort Lot, the above fees are payable in respect of each Resort Lot, not each such Owner;
- other than the Silver Star Mountain Operator, an Owner will be provided with an Assessment for each Resort Lot that it is the Owner of; and
- c) an Owner may be Assessed during the same period for both being a Non-Resident Business Owner and for being an Owner of a Resort Lot, if the Assessment for the Owner's Resort Lot is for a different purpose or enterprise than the business for which the Owner is being classified as a Non-Resident Business Owner.

PART 20

WINDING UP

20. WINDING UP

20.1 Subject to requirements specified in the Society Act, the members may wind up the SSRA by special resolution or may amalgamate the SSRA with one or more other societies created under the Society Act or other relevant legislation.

Dated the * day of *, 2016.

APPLICANTS FOR INCORPORATION SIGNING IN COUNTERPART, WITH EACH SUCH COUNTERPART, SO EXECUTED DEEMED TO BE AN ORIGINAL AND SUCH COUNTERPARTS TOGETHER SHALL CONSTITUTE ONE AND THE SAME INSTRUMENT.

SCHEDULE A to follow
SCHEDULE B to follow
SCHEDULE C
FORM OF NOTICE
TO: Silver Star Resort Association
FROM:
(Name & address of Member)
RE:
(Legal description & residential address of Resort Lot)
THIS IS TO NOTIFY YOU, I no longer own or lease the above-noted Resort
Lot, nor do I carry on business at the Resort Lot. The rights to own/lease/carry on business at the Resort Lot are now owned by:
(Name & address of new Resort Lot owner/tenant/business)
Dated:

Ву:	
	(Signature of Member

RDNO COMMITTEE OF THE WHOLE PRESENTATION



SILVER STAR MARKETING TASK FORCE

NOVEMBER 2017

Building A Stronger Resort Community

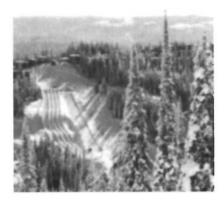
Today's Presentation

- Stakeholder engagement
- Developing the resort association model
- Aspects of the model that have changed
- Aspects of the model that have not changed
- Proposed board structure
- A rationale for approving the Resort Promotion Area and the SSRA Bylaws
- Our ask



Stakeholder Engagement

- Extensive Engagement
 - Newsletters
 - Presentations
 - Workshops
 - Open houses
 - One-on-one contact
 - Survey
 - RDNO
- Silver Star Property Owners Association
- Input has helped shape the proposed model



Building A Stronger Resort Community

Developing the Silver Star Resort Association Model

- Resort associations are not new
- Based on best practices
- Experienced legal firm
- Stakeholder input has been invaluable



Aspects Of The Model That Have Changed

- Governance changes
- Assessment changes



Building A Stronger Resort Community

Governance Changes

- Changes to the membership
- Auditor and an auditor's report
- Adding functions
- Adjustments to member assessments
- Borrowing authority
- Board structure



Assessment Changes

- Removing the assessment for non-renting properties
- Sliding scale for rental property assessments
- Limiting the assessment to one home-based business
- Capping the assessment for a residential property



Building A Stronger Resort Community

Assessment Changes

- Increasing commercial property assessments
- Removing the assessment for developing lots
- Changing the Mountain Operator's minimum assessment to \$200K
- Narrowing the definition of 'carrying on a business'
- Introducing a 'Contributing Member' category



Aspects Of The Model That Have Not Changed

- Non-RAM properties being included in the Resort Land
- RAM properties participating in the property owner petition
- Changing the nature of fee simple property



Building A Stronger Resort Community

Non-RAM Properties Included In The Resort Land

- Purchased property knowing there was not a RAM Rent Charge
- Would be unfair if owners were now subject to an assessment
- Paid a premium for property
- Provide a benefit to commercial operators



Non-RAM Properties Included In The Resort Land

- Nightly and long-term rental is permitted in all residential zones
- Both RAM and non-RAM properties are offered for nightly and long-term rental
- Both RAM and non-RAM rental properties are benefiting from marketing and events
- Only properties deriving a commercial benefit would be assessed



Building A Stronger Resort Community

Including RAM Properties in Property Owner Petition

- Do RAM properties have a conflict of interest
- Do non-RAM properties have a vested interest
- Technically difficult if not impossible to exclude RAM properties



Fee Simple Property Status

- A resort association would not change the nature of fee simple property
- Not necessary to place a notation on the property



Building A Stronger Resort Community

Proposed Board Structure

- 1 Residential Director
- 2 Residential Lodging Directors
- 2 Hotel Lodging Directors
- 1 Single Owner Hotel Lodging Director
- 1 Commercial Director
- 2 Mountain Operator Directors
- 2 Directors At Large



A Rationale For Approving The Resort Promotion Area And SSRA Bylaws

The SSRA will:

- Support the Silver Star community as it faces the challenges presented by today's competitive environment
- Be an important part of the community's future while delivering positive economic benefits
- Provide a platform for residents, homeowners and business to have a say in shaping Silver Star as a strong and vibrant community



Building A Stronger Resort Community

A Rationale For Approving The Resort Promotion Area And SSRA Bylaws

- The SSRA could:
 - Be a vehicle for access to external grants and funding
 - Become the eligible authority for the MRDT (Hotel Tax)
 - Become an advocate on behalf of the Silver Star community
- Silver Star is the cornerstone of the region's winter tourism economy and should benefit from some of the same tools its competitors are enjoying



Our Ask

- In accordance with the Resort Associations Act
 - The RDNO Board approve the Resort Promotion Area
 - The RDNO Board approve the SSRA Bylaws



Building A Stronger Resort Community

Discussion/Questions



Working Together To Build A Stronger Resort Community

Thank You

SILVER STAR MARKETING TASK FORCE RDNO INFORMATION PACKAGE

To: The Regional District of North Okanagan

Committee of the Whole Meeting – November 1, 2017

The Silver Star Marketing Task Force appreciates the opportunity to appear again before the Committee of the Whole to discuss the proposed Silver Star Resort Association and to seek Board approval of the proposed Resort Promotion Area and the proposed Silver Star Resort Association Bylaws to allow the property owner petition process in accordance with the Resort Associations Act.

The Task Force will provide a comprehensive presentation at the Committee of the Whole Meeting and will be pleased to respond to any questions the Board may have. The presentation will include:

- The stakeholder engagement program
- Developing the resort association model
- Aspects of the model that have changed
- Aspects of the model that have not changed
- The proposed board structure
- A rationale for approving the Resort Promotion Area and the Silver Star Resort Association Bylaws; and
- The Task Force Ask.

At the Committee of the Whole Meeting in February of this year, the Task Force provided the Board with significant background material. This included key newsletters and fact sheets, an aggregate of the display boards used in open houses 1 and 2; the results of stakeholder survey one; and an annotated copy of the draft bylaws noting proposed changes.

This covering letter provides summary information on a number of important elements of the resort association model and its development process. In addition to this summary information, a number of documents are attached to provide more detailed information. Links are provided to allow the reader to connect to each section in this package. A 'back to beginning' button at the end of each appended document brings the reader back to this page.

The documents contained in this package include: the presentation by the Task Force at the Committee of the Whole meeting in February, Newsletter 9, Silver Star Resort Association Model Overview, Resort Promotion Area map, and the proposed Silver Star Resort Association Bylaws. Each of these is briefly described below.

SILVER STAR MARKETING TASK FORCE RDNO INFORMATION PACKAGE

STAKEHOLDER ENGAGEMENT OVERVIEW

The stakeholder engagement process was extensive. It involved one-on-one contact, presentations to a number of groups and organizations, workshops with the Silver Star Property Owners Association, a stakeholder survey, three open houses, advertorials and advertisements promoting the open houses and the Task Force URL together with nine newsletters.

The third open house provided an opportunity for round table discussion around the proposed Resort Promotion Area, the proposed Resort Lands and the proposed members assessments. Both supportive and unsupportive views were expressed for each of the round table topics. The input was similar in nature to the input received at the previous two open houses and the stakeholder survey.

Newsletter 9 was released to stakeholders/the public on October 5th and provides the following information:

- How a resort association will benefit Silver Star
- A link to the Silver Star Resort Association Model Overview
- Stakeholder engagement
- Key changes to the model
- Aspects of the model that have not changed and why
- Next steps
- The property owner petition process
- Task Force changes; and
- Where more information can be found.

The Silver Star Property Owners Association has also provided a number of questions and answers relative to the proposed resort association on their website.

The stakeholder engagement process has been invaluable with the input helping shape the revised resort association model.

SILVER STAR MARKETING TASK FORCE RDNO INFORMATION PACKAGE

SILVER STAR RESORT ASSOCIATION MODEL OVERVIEW

The Silver Star Resort Association Model Overview provides an updated version of the proposed model. It was released to stakeholders/the public on October 5th along with Newsletter 9 and includes information related to:

- Core purposes of the Silver Resort Association
- Key benefits of the model
- The Resort Promotion Area
- The board of directors
- Membership
- Resort Lands
- Organizational structure
- Preliminary budget
- Member assessments; and
- Appendices outlining the Task Force process and an organization and budget backgrounder

SILVER STAR PROMOTION AREA

The Resort Promotion Area defines the area that the Silver Star Resort Association will be responsible for marketing. The proposed Resort Promotion Area mirrors the current Silver Star Controlled Recreation Area.

The Resort Promotion Area also defines the properties that will be included within the property owner petition process if RDNO approvals are provided.

SILVER STAR RESORT ASSOCIATION BYLAWS

The proposed Silver Resort Association Bylaws are based on best practices already in place and modified to reflect the specific needs Silver Star community as a result of the stakeholder engagement process.

Changes have been made in relation to the governance model, the assessment and membership structure, and changes required to comply with the new *Societies Act*.

SILVER STAR MARKETING TASK FORCE RDNO INFORMATION PACKAGE

There are also changes that have been requested but have not been made. They relate primarily to including non-RAM properties within the Resort Land and allowing RAM properties to participate in the property owner petition process.

The major changes are outlined in Newsletter 9 together with the rationale for not making some of the changes requested. The Task Force will speak to these important matters during its presentation.

Overall, more than 20 changes have been made to the initial bylaws as a result of the stakeholder engagement input.

THE TASK FORCE REQUEST

The Task Force is requesting that the Board approve the Resort Promotion Area and the Silver Star Resort Association Bylaws in accordance with *Resort Associations Act*.

The RDNO Board approval of the Resort Promotion Area and the Silver Star Resort Association Bylaws is **not** approval of the Silver Star Resort Association.

RDNO approval of the Resort Promotion Area and the Silver Star Resort Association Bylaws allows for the property owner petition process to proceed and if the property owner petition is successful, the opportunity to seek approval of the Minister would follow.

This is an important community initiative and in the view of the Task Force, the community should have the opportunity to demonstrate its support or non-support through the property owner petition process.

Silver Star Marketing Task Force Newsletter 9

Conveigh

Page 417 to/à Page 420

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SILVER STAR RESORT ASSOCIATION Model Overview – Fall 2017

INTRODUCTION

This document presents the fall 2017 version of the proposed Silver Star Resort Association (SSRA) model, which was based on best practices in BC and then shaped over a period of more than a year by Silver Star stakeholder input. The refined model is still consistent with other leading resort associations, which have been operating successfully for over 20 years. Appendices contain the following information:

- A. Proposed member assessments
- B. Task Force process summary
- C. Organization and budget backgrounder

This Model Overview document is accompanied by Newsletter 9, which provides a summary of key changes made to the model, an overview of the stakeholder engagement opportunities, and next steps, including the property owner petition process. It is online at goo.gl/8QyZZE.

SSRA CORE PURPOSE

The core purpose of a Silver Star Resort Association would be to elevate the strength of Silver Star's reputation as a year-round, family destination that delivers choice, quality and safety centered upon an integrated and supportive community. Accountable to its members, the SSRA would focus on these key activities and provide incremental funding for them:

- Marketing and sales
- Research
- Communications
- Special event planning and execution

 Advocating on behalf of the resort community

Silver Star Mountain Resort would continue with its significant marketing and sales programs and event planning and execution. The Resort Association would work closely with Silver Star Mountain Resort to maximize value.

KEY BENEFITS OF THE MODEL

Consideration of a resort association model was prompted by a number of key factors, including:

- The opportunity to access incremental funding from government, government funded agencies and destination tourism organizations that would be available to the proposed resort association;¹
- Recent and planned investment in infrastructure by other resorts in the region that will create greater diversity of their offerings and activities making them more attractive to visitors and residents;
- The opportunity to create a platform for inclusive discussion with residents, businesses and other stakeholders on the future of Silver Star.

The increased awareness of Silver Star in the destination resort market will help to attract more visitors, delivering multiple benefits, including:

Maintaining and Enhancing the Silver Star
 Experience – Strong visitor numbers will enable continued investment in the Silver Star

¹ Examples of possible funding sources that could be pursued by the resort association include: the MRDT/hotel tax; Southern Interior Development Initiative Trust economic development grants; and Destination BC's co-operative marketing funding program.

SILVER STAR RESORT ASSOCIATION — MODEL OVERVIEW — FALL 2017

experience, amenities and infrastructure, including trails/runs, facilities and programs for the enjoyment of both residents and visitors.

- Enhancing Resort Community Vibrancy –
 Visitors help create the critical mass of people
 needed to keep programs viable and the resort
 community feeling lively and fun.
- Enhancing Property and Business Values A
 stronger local economy and more vibrant resort
 will help enhance and/or protect property and
 business values for the whole resort
 community.
- Improving Business and Accommodation
 Success Residents and visitors benefit from
 the amenities, products and services that are
 made locally available.



THE RESORT PROMOTION AREA

It is proposed that the SSRA would be responsible for marketing the 'Resort Promotion Area,' which would mirror the current Silver Star Controlled Recreation Area.



STAY CONNECTED

Please sign up to receive notices and project updates at goo.gl/8QyZZE or use the QR code:



BOARD OF DIRECTORS

The proposed Board is comprised of eleven directors with sector representation as follows:

Sector	No.
Residential	1
Residential Lodging	2
At Large	2
Hotel Lodging	2
Commercial/Tenant/Independent	1
Operator	
Single Owner Hotel Lodging	1
Silver Star Mountain Resort	2

It is proposed that each sector, with the exception of directors from Silver Star Mountain Resort, would elect their respective directors. The Silver Star Mountain Resort would appoint their two directors.

MEMBERSHIP

The proposed membership provides that Members of the Resort Association shall include each Owner of a Resort Lot within designated Resort Lands and the Silver Star Mountain Operator. Others who may apply to become a member include: owners of land, whose land is within the Resort Promotion Area, but not specified as Resort Land; non-resident business owners; occupier of a Resort Lot; and agents of owners of Resort Lots.



PROPOSED RESORT LANDS

The proposed Resort Lands mirror the Silver Star Official Community Plan boundaries.



ORGANIZATIONAL STRUCTURE

The proposed organizational structure is based on the experience of other destination marketing organizations. It is envisioned that the SSRA will require 2.5 staff positions: an Executive Director, a Marketing/Sales Specialist, and a half time Web/Communication Specialist. Background information on the organizational structure is contained in Appendix B.



PRELIMINARY BUDGET

The following table outlines the preliminary Silver Star Resort Association budget. Background information on the preliminary budget is contained in Appendix C.

REVENUE		
Member Assessments	\$695,000.00	
Hotel Tax*	150,000.00	
Co-op Programs	25,000.00	
Investments	100.00	
Other	45,500.00	
Total	\$915,600.00	
EXPENDITURES		
Staffing	\$262,200.0	
Office	51,200.00	
Marketing	377,800.00	
Sales	125,800.00	
Co-op Programs	25,000.00	
Events	40,750.00	
Capital	25,000.00	
Total	\$907,750.00	
Surplus	\$7,850.00	

^{*}The Hotel Tax (Municipal and Regional District Tax) is a tax of up to 3% applied to sales of short-term accommodation and is used to provide funding for local tourism marketing, programs and projects.

PROPOSED MEMBER ASSESSMENTS

The proposed member assessments used to fund the operations of the Silver Star Resort Association were originally based on a modification of the Red Resort Association and are now closer to the Sun Peaks model. The proposed annual assessment amounts

are included in summary here and in detail in Appendix A.

- Silver Star Mountain Operator: An amount that is not greater than 25% of the total of all assessments, provided such amount is not less than \$200,000.
- Commercial owners based on square footage (after some spaces are exempted), e.g.:

0 - 799 sq. ft.	\$2,000
800 - 1,399 sq.ft.	\$4,000
1,400 - 1,999 sq.ft.	\$5,500
2,000 - 2,499 sq.ft.	\$6,500
2,500 sq.ft. or more	\$7,000

- Home-based business: \$750*
- Non-resident business owners: \$1,500
- Owners of Resort Land who offer their resort lands for rent, based on the number of sleeping rooms:**

1	\$400
2	\$650
3+	\$800

Contributing Member assessment: \$250

*The Task Force has amended the bylaws to limit the assessment to one home-based business regardless of how many operate from the home.

**The Task Force has amended the bylaws to establish a maximum assessment of \$1,000 for a property that is both offered for rent and is operating one or more home-based businesses.

The Task Force has amended the bylaws to limit the ability of the Board of Directors to increase assessments without membership approval to the change in the British Columbia Consumer Price Index (annual average change for all items) plus 2 points.

APPENDIX A: PROPOSED MEMBER ASSESSMENTS

Please see Section 20 of the final draft SSRA Bylaws (online at goo.gl/8QyZZE) for more detail.

MEMBER	PROPOSED ANNUAL FEE		
Owner of a Residential Lodging Resort Lot and Hotel Lodging Resort Lot (a resort lot that is offered for rental	Number of Sleeping Rooms	Proposed Assessment	
accommodation to the public)*	1	\$400	
Note: Properties not offered for rent are not subject to	2	\$650	
an assessment.	3+	\$800	
Owner of a Resort Lot <i>not offered</i> for rent can become a 'contributing member'	\$25		
Occupier of a Resort Lot (any person who carries on a business and who exclusively occupies a Resort Lot by contractual or licensed right)		\$750/Lot	
An Agent of an Owner of a Resort Lot		\$7507200	
Home-based business**			
A Non-Resident Business Owner (a person that carries on business within the Resort Promotion Area but is not physically located on a Resort Lot)	\$1,50		
Owner of a Commercial Resort Lot (a resort lot or any	Square Footage	Annual Assessment	
portion used for any commercial, industrial or institutional activity other than rental of accommodation	0 - 799	\$2,000	
institutional activity other than rental of accommodation to the public)	800 - 1,399	\$4,000	
Note - When calculating the square footage - corridors, stairways, kitchen, laundry and utility rooms, public	1,400 - 1,999	\$5,500	
portions of lobby areas, washrooms, storage areas and	2,000 - 2,499	\$6,500	
other similar areas shall not be included	2,500 or more	\$7,000	
Owner of a Single Owner Hotel Lodging Resort Lot (a facility in one (1) location which has more than twenty (20) accommodation units that are all owned by the same person or persons and are offered for rent to the public.	Each accommodation unit within the facility is assessed based on the number of sleeping rooms as per the Residential and Hotel Lodging Resort Lot rates. The commercial spaces within the facility are assessed based on square footage as per the Commercial Resort Lot rates.		
Silver Star Mountain Resort	\$200,000 at a minimum, but not exceeding 25% of the total of al assessments levied.		

^{*} The Task Force is proposing to establish a maximum assessment of \$1,000 for a property that is both offered for rent and is operating one or more home-based businesses.

[↑] The Task Force is proposing to amend the bylaws to limit the assessment to one home-based business regardless of how many operate from the home.

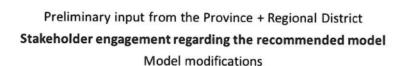
APPENDIX B: TASK FORCE PROCESS SUMMARY

This section provides an overview of the process undertaken by the Silver Star Marketing Task Force, including: an exploration of alternative models and the evaluation process used to assess them, as well as the stakeholder engagement process used.

Note: The Task Force will be requesting Regional District approval of the SSRA Resort Promotion Area and the Bylaws at the November 1st 2017 meeting with the Regional District Committee of the Whole. If approval is received, the Task Force will then proceed with the property owner petition process in the winter when the majority of property owners are in Silver Star.

PROCESS OVERVIEW

Task Force established
Alternative marketing models identified and researched
Task Force evaluates alternative models
Task Force selection of recommended model



Regional District Approval: The Regional District must approve both the 'Resort Promotion Area' and the resort association bylaws.

Property Owner Petition: A valid property owner petition must have the support of the majority of the property owners representing at least one-half of the assessed value of the parcels within the 'Resort Promotion Area'.

Provincial Approval: The Province must order the establishment of a 'Resort Promotion Area; it must specify 'Resort Land' within the 'Resort Promotion Area' which will be subject to the levies of the resort association; and it must approve the bylaws of the resort association.

SILVER STAR RESORT ASSOCIATION — MODEL OVERVIEW — FALL 2017

TASK FORCE MEMBERS

The Task Force is currently comprised of 10 members and includes a broad representation of the Silver Star community with representation from the residential community; and the retail, food and beverage, accommodation sectors; and the mountain operator. Task Force member bios can be found online at goo.gl/8QyZZE.

THE ALTERNATIVE MODELS CONSIDERED

The Task Force reviewed the marketing structure and funding sources for other successful destination marketing organizations and has reviewed different models including the existing Resort Area Management Program, a Business Improvement Area, a Resort Association and a Regional District Service.

THE EVALUATION PROCESS

In reviewing options for moving forward, the Task Force was guided by these five principles:

- Fairness and Equity;
- Value for money;
- Engaged decision making;
- Enhanced local autonomy; and
- Ease of Implementation.

After the development of the guiding principles, the key steps in the Task Force process to evaluate the models included:

- Presentations by Tourism Sun Peaks and the Regional District;
- The development of specific evaluation criteria; and
- A comparative analysis using the guiding principles and evaluation criteria.

THE RECOMMENDED MODEL: A RESORT ASSOCIATION

After the extensive evaluation process, the Task Force unanimously decided to explore further the formation of a Silver Star Resort Association (SSRA), which went through a number of iterations and modifications informed by the stakeholder engagement process (see section below). The current version of the model is presented in the SSRA Model Overview document (online at goo.gl/8QyZZE).

STAKEHOLDER ENGAGEMENT

The Task Force followed best practices in the design of the resort association structure and member assessments, as well as the stakeholder engagement process throughout the project. The initial SSRA model

SILVER STAR RESORT ASSOCIATION - MODEL OVERVIEW - FALL 2017

was based on best practices in BC and then shaped by Silver Star stakeholder input. The refined model (see SSRA Model Overview) is still consistent with other leading resort associations, which have been operating successfully for over 20 years.

The stakeholder engagement opportunities, which were designed to engage a broad range of stakeholders, helped shape the current proposal. The engagement opportunities have included: three open house events (January 21, February 8 and April 8); an online survey from January 21 to 31; presentations and workshops with the Silver Star Property Owners Association; presentations and meetings with strata councils and individuals; and input received directly via email and conversations with Task Force members.

Aspects of the SSRA model that were changed based on stakeholder input, not changed, and why are summarized in Newsletter 9. Please see Newsletters 3, 5 and 7 for more detail on the stakeholder input received and the changes made or responses provided by the Task Force. All previous newsletters are online at goo.gl/8QyZZE.

APPENDIX C: ORGANIZATION AND BUDGET BACKGROUNDER

This document provides background information that has informed the development of the Silver Star Resort Association (SSRA) model. It includes three sections:

- Organization Design and Budget Briefing Note Introduces the preliminary SSRA organizational design and budget.
- Organizational design backgrounder Provides the preliminary division of responsibilities, which is
 the basis for the preliminary organizational design and the preliminary budget contained in the briefing
 note.
- 3. <u>Budget backgrounder</u> Provides the basis for the preliminary SSRA Budget.

(1) ORGANIZATION DESIGN AND BUDGET BRIEFING NOTE

PURPOSE

This Briefing Note introduces the preliminary Silver Star Resort Association organizational design and budget.

KEY CONSIDERATIONS

The following 'Key Considerations' have been used in the development of the preliminary Silver Star Resort Association organizational design and budget.

- Minimize administrative structure;
- Understand that Silver Star Mountain Resort will continue to provide an extensive marketing, sales and event program;
- Work cooperatively and closely with Silver Star Mountain Resort;
- Learn from other destination resort marketing organizations;
- Use a fair and equitable member assessment program;
- Maximize non-member assessment revenues; and
- Act on advice provided by the Province.

In looking at alternative organizational designs, a review of other small-scale tourism marketing organizations has been conducted to gain an insight into their management/ administrative structures, functions and supporting budgets. In addition, the functions performed by Tourism Sun Peaks and Sun Peaks Mountain Resort and the interrelationships between the two organizations have been explored with possible lessons for Silver Star.

Although lessons can be learned from Tourism Sun Peaks, the scale and scope of their operation is beyond the capacity of Silver Star at this stage of its development.

The following table illustrates the staffing, functions performed and budgets for Tourism Golden, Tourism Tofino, Tourism Fernie, Tourism Rossland and Tourism Mt. Washington.

STAFFING, FUNCTION AND BUDGET COMPARISON FOR SELECTED TOURISM MARKETING ORGANIZATIONS

ORGANIZATION	STAFFING	FUNCTIONS	BUDGET
Tourism Golden ²	Executive Director, Marketing/Admin Coordinator, Communications/ Social Media Coordinator	Marketing and Promotion – 75% of expenditures Operations – 25% of expenditures	Revenue - \$496K Expenditures - \$496K MRDT ³ - \$387K
Tourism Tofino⁴	Executive Director/GM, Special Projects/ Visitor Service Coordinator, Media/Marketing Coordinator	Marketing/Advertising - \$290K - Visitor Program - \$146K - Program Dev/Investment - \$76K Admin - \$215K	Revenue - \$885K MRDT - \$752K
Tourism Fernie ⁵	Executive Officer, Administrative/ Marketing Coordinator, Social Media & Content Coordinator	Marketing - \$333K Marketing Development - \$125K Special Projects - \$109K Staffing - \$166K	Revenue - \$635K Expenditures - \$739K MRDT - \$315K Resort membership - \$165K Business members - \$55K
Tourism Rossland ⁶	Executive Director	Marketing - \$116K Town Shuttle - \$76K RMI Project - \$9K Staffing - \$80K	Revenues - \$315+ Expenditures - \$301K
Tourism Mt. Washington ⁷		Marketing, Advertising and Promotion - \$82K Membership Events and Expenses - \$15K Staffing - \$86K	Revenues - \$223K Expenditures -\$223K Membership fees - \$165K MRDT - \$23K

² Golden – 2013/13 Fiscal Year – Staffing current year

³ MRDT - Municipal and Regional District Tax

⁴ Tofino - 2014 Actuals

⁵ Fernie – 2014/15 Fiscal Year

⁶ Rossland - 2014/2015 Fiscal Year

⁷ Mt. Washington - 2014/15 Budget

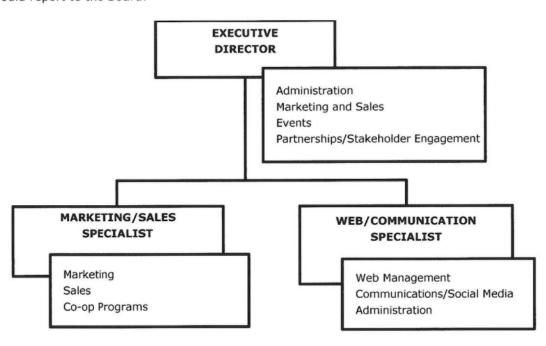
The preceding table provides some insight into the scale and scope that Silver Star Resort Association may wish to consider and has been used in developing the model that follows.

PRELIMINARY ORGANIZATIONAL DESIGN

The draft organization model that follows is predicated on the Silver Star Resort Association performing the following functions – marketing, sales, co-op programs, website support, communications and events. In order to fulfill these functions, it is envisioned that the Resort Association will require 2.5 staff positions – an Executive Director, a Marketing/Sales Specialist and a half time Web/Communication Specialist. It is anticipated that the staff will work together as a small cohesive team and in addition to their main functions will share administrative functions as required.

The Silver Star Resort Association should work extremely closely with Silver Star Mountain Resort (and other partners) to maximize value to the resort by clearly defining areas of responsibility to ensure coordination and integration are maximized and duplication is minimized. A preliminary assessment of the division of responsibilities between the Association and the Resort has been prepared and is included in the next section. It will be important to be flexible and be prepared to make changes to reflect the on the ground reality as both organizations manage the transition and operationalize their respective functions.

The following organization chart illustrates the draft staff structure and envisioned roles. The Executive Director would report to the Board.



The size of the organization is comparable to the other tourism marketing organizations reviewed and significantly smaller than Tourism Sun Peaks with a staff of 13 full time people together with additional seasonal support.

PRELIMINARY SILVER STAR RESORT ASSOCIATION BUDGET

The primary revenue drivers for the preliminary Resort Association budget are member assessments, the Municipal and Regional District Tax and to a lesser extent, co-op programs while the primary expenditure drivers are staff, marketing and sales and events.

The following table outlines the preliminary Silver Star Resort Association budget and reflects the second year of operation recognizing the time required to implement the Municipal and Regional District Tax. For comparison purposes, the 2012 Tourism Sun Peaks budget has also been provided.

REVENUE	SILVER STAR	TOURISM SUN PEAKS
	RESORT ASSOCIATION	COMPARISON (2012)
Member Assessments	\$695,000.00	\$1,567,871.00
Municipal and Regional District Tax	150,000.00	204,491.00
Co-op Programs	25,000.00	40,801.00
Investments	100.00	8,142.00
Other	45,500.00	325,099.00
Total	\$915,600.00	\$2,146,404.00
EXPENDITURES		
Staffing	\$262,200.00	\$692,676.00
Office	51,200.00	149,541.00
Marketing	377,800.00	759,613.00
Sales	125,800.00	116,785.00
Co-op Programs	25,000.00	60,000.00
Events	40,750.00	292,145.00
Capital	25,000	
Total	\$907,750.00	\$2,070,760.00
Surplus	\$7,850.00	\$75,644.00

The following sections outlines the basis for the preliminary revenue and expenditure estimates.

(2) ORGANIZATIONAL DESIGN BACKGROUNDER

The following chart outlines a preliminary division of responsibilities between the Silver Star Resort Association and Silver Star Mountain Resort. This preliminary division of responsibilities is the basis for the preliminary organizational design and the preliminary budget contained in the previous backgrounder.

TACTICS	PRELIMINARY DIVISION OF RESPONSIBILITIES
Website	One website for the entire resort. SSMR manages all aspects and content. SSRA pays fee for inclusions and any updates. SSRA provides content for SSRA related pages and is responsible for proofing material.
E-communications	Each organization maintains and collects their own databases and they are kept separate (particularly with CANSI anti-spam rules).
Sales	SSRA hires and manages a sales team and they attend all consumer and trade shows on behalf of all partners. May be accompanied by other partners.
Marketing	SSRA manages the marketing of the resort as a destination. SSMR focuses on marketing its primary products – ski and My1Pass and all summer activities.
Media	SSRA manages all media relations and creates media releases. SSMR maintains existing media relations with local media.
Social Media	SSRA creates and uploads content/posts on behalf of the resort as a whole and includes all partners and events. Partners maintain their own pages (e.g. 1609, the Den, etc.)
Wholesaler Program	Ideally, all rates are contracted through Cen Res with one contact. It is a competitive advantage to offer such one-stop shopping (identical seasonality) and preferred by many wholesalers.
Industry FAMS	Each participating party absorbs own costs, whether lodging or F&B. SSRA coordinates and hosts all visits on an equitable rotation.
Central Reservations	SSMR will continue to manage Central Reservations. SSMR and SSRA may enter into discussions about the transfer of the function. Note – approval of the membership would be required before SSRA could take on the function.
Winter Brochure	SSRA budgets for, designs and prints. SSRA works with a committee to provide input.
Winter Trail Maps	SSMR budgets for, designs and prints. SSMR has final approval with SSRA input.
Summer Brochure	SSRA budgets for, designs and prints. SSRA works with a committee to provide input.

TACTICS	PRELIMINARY DIVISION OF RESPONSIBILITIES
Summer Trails Maps	SSMR budgets for, designs and prints. SSMR has final approval with SSRA input.
Consumer & Trade Shows	SSRA pays for and staffs all shows. Partners can assist as necessary and pay own travel costs.
Photography/Video	SSRA budgets for annually. SSMR budgets for annually for core product shots.
Graphic Designer	SSRA and SSMR jointly employ one main designer, with junior designer for back up of smaller projects.

(3) BUDGET BACKGROUNDER

This information has been prepared to provide the basis for the preliminary Silver Star Resort Association Budget.

If a decision is made to proceed with the introduction of the Silver Star Resort Association, the preliminary budget will likely require greater scrutiny. The budget is preliminary in nature and there will be a need to test some of the assumptions and estimates. This task will fall to the initial board of directors and their Executive Director.

PRELIMINARY REVENUE ESTIMATES

The primary revenue drivers in the preliminary budget are member assessments and the proposed Hotel Tax (Municipal and Regional District Tax).

MEMBER ASSESSMENTS

The member assessments have been modified from the initial proposal based on stakeholder input. The original proposal was based on a modified Red Mountain approach and now is closer to the Sun Peaks model. In developing the modified approach, a balance between the 'Guiding Principles' of fairness and equity, value for money and ease of implementation has been sought. The proposed membership assessments are outlined in Appendix A and in more detail in section 20 of the final draft SSRA Bylaws.

A model has been prepared to provide a preliminary estimate of the revenue that would be generated by this approach. In preparing the model, some assumptions/estimates were made in relation to the number of permanent and part time residents renting their properties and in the case of some commercial spaces, estimates related to the square footage were made.

HOTEL TAX (MUNICIPAL AND REGIONAL DISTRICT TAX)

The Municipal and Regional District Tax is based on 3% of estimated room revenue in the resort of \$5 million. The estimated room revenue is derived from a review of central reservation bookings and an estimate of bookings not captured by central reservations.

The estimate provides for a Hotel Tax (Municipal and Regional District Tax) of \$150 thousand if assessed at a 3% tax. The estimated revenue would be \$100 thousand if a 2% tax were used.

CO-OP PROGRAMS

A nominal provision of \$25 thousand is included for co-op programs with other destination marketing organizations or in-resort partners for special marketing programs.

OTHER

The 'Other' revenue provision includes revenue from one major event like 5K Foam Fest and one other festival like the Summer Wine Festival and other miscellaneous revenue.

PRELIMINARY EXPENDITURE ESTIMATES

The primary expenditure drivers are staffing, marketing, sales and events. Other marketing organizations; the preliminary staffing structure for the Silver Star Resort Association and the preliminary division of responsibilities between the Silver Star Mountain Resort Operator and the Silver Star Resort Association have guided the preparation of the preliminary expenditure budget.

STAFFING

The staffing estimate at \$262,200 makes provision for three staff members – an Executive Director (\$110,000 plus a potential bonus of \$11,000), a Marketing/Sales Specialist (\$70,000 plus a potential bonus of \$2,800) and a half time Web/Communication Specialist (\$22,500 plus a potential bonus of \$900). The remaining allocation provides for staff overhead/burden.

OFFICE

The preliminary office budget is \$51,200. The office budget components are provided in the following chart.

OFFICE	
AUDIT/FINANCIAL REVIEW	\$8,000.00
INSURANCE	2,000.00
OFFICE SUPPLIES	4,100.00
POSTAGE/FREIGHT	2,300.00
TELEPHONE	1,700.00
COMMUNICATIONS	600.00
DUES & SUBSCRIPTIONS	2,500.00
DONATIONS	2,000.00
FURNITURE AND FIXTURES	1,000.00
OPERATING SUPPLIES	2,000.00
RENT	18,000.00
MEMBER ASSESSMENTS	7,000.00
TOTAL	\$51,200.00

MARKETING

The preliminary marketing budget is \$377,800. The marketing budget components are provided in the following chart.

MARKETING	3
ADVERTISING	\$151,900.00
BROCHURE DISTRIBUTION	7,300.00
PRINTING	49,300.00
PROMOTIONAL SUPPLIES	13,000.00
RADIO ADVERTISING	65,900.00
ONLINE ADVERTISING	24,000.00
PHOTOGRAPHY	7,000.00
IN-RESORT TV	6,000.00
WEBSITE DESIGN AND	
MAINTENANCE	36,000.00
WEBSITE HOSTING	8,400.00
E-COMMUNICATION	4,200.00
SIGNS AND DISPLAYS	4,800.00
TOTAL	\$377,800.00

SALES

The preliminary Sales budget is \$125,800. The Sales budget components are provided in the following chart.

SALES	
SALES TRAVEL	\$14,000.00
SALES SHOW FEES (VENUE FEES)	23,600.00
SALE SHOWS - WEDDINGS	2,700.00
SALES TRAVEL - MEALS	6,800.00
MEDIA AND TRADE FAMS	17,200.00
SALES INITIATIVES	33,500.00
SALES LEAD GENERATION	10,000.00
MEALS & ENTERTAINMENT	1,300.00
COMPUTER R & M	2,000.00
VEHICLE EXPENSE	13,000.00
FUEL AND LUBE	1,700.00
TOTAL	\$125,800.00

EVENTS

The preliminary Events budget is \$40,750. The events Budget provides for the offsetting costs for events and festivals shown in Revenue together with funding to support limited special events production and village celebrations and/or activities throughout the year.

Back to beginning

SILVER STAR - RESORT PROMOTION AREA



DRAFT SILVER STAR RESORT ASSOCIATION BYLAWS

BY-LAWS

Of

The Silver Star Resort Association

Part 1

INTERPRETATION

1. INTERPRETATION

1.1 In these By-laws, unless there is something in the subject or context inconsistent therewith:

"Act" means the Resort Associations Act, R.S.B.C. 1996, c. 320, as amended from time to time;

"Assessments" or "Assessment" means all amounts paid or required to be paid to the SSRA by members and stipulated as levies pursuant to Part 20 of these By-laws;

"Auditor" means a person qualified to act as an auditor of a society in accordance with the *Societies Act*;

"Board" means the Board of Directors of the SSRA, in office from time to time;

"Carry on Business" or "Carries on Business" means, in regards to any Person, conducting or offering to conduct a business of any scale or magnitude, including without limitation any commercial business, Home Based Business, property booking or property management business, other than the direct rental of such Person's own Resort Lots to the Public;

"Commercial Owner" means an Owner of a Commercial Resort Lot;

"Commercial Resort Lot" means any Resort Lot, or any portion thereof, which is used for any commercial, industrial or institutional activity other than the rental of accommodation to the Public;

"Contributing Member" means a member who irrevocably agrees to pay the Assessment as set out in 20.2(b) and is designated by the SSRA as a Contributing Member;

"Developing Resort Lot" means any Resort Lot which is bare land or on which improvements are being constructed, but are not yet substantially complete;

"Director" means a member of the Board, and "Directors" means more than one of them;

"Home Based Business" means a commercial undertaking carried on for gain or profit which is accessory and subordinate to the principal residential use of the dwelling unit and such commercial undertaking provides good or services to the SSRA community;

"Hotel Lodging" means a facility comprised of one or more buildings, or more than one Resort Lot, which:

- a) provides accommodation to the Public; and
- has the services on its premises of a front desk that is manned continuously at least 2 hours a day for more than 75 days in any consecutive 365-day period;

"Hotel Lodging Resort Lot" means a Resort Lot which is part of a Hotel Lodging that has been substantially completed or operates;

"Joint Owners" means Owners who share the ownership of a Resort Lot including Owners registered with the BC Land Titles Office as "joint tenants" or as "tenants in common" in respect to a Resort Lot and "Joint Owner" means any one of them;

"Land Title Act" means the Land Title Act, R.S.B.C. 1996, c. 250, as amended from time to time;

"Non-Resident Business Owner" is any Person that Carries on Business within the Resort Promotion Area that is not physically located on a Resort Lot;

"Occupier" means any Person who exclusively occupies a Resort Lot by a contractual or licensed right, but is not the Owner thereof;

"Ordinary Resolution" means:

- a) a resolution passed by the members of the SSRA in a general meeting by
 a simple majority of votes cast in person or by proxy; or
- b) a resolution that has been submitted to the members of the SSRA who would have been entitled to vote thereon in person or by proxy at a general meeting of the SSRA whose membership carries not less than ¾ of the votes entitled to cast thereon; and a resolution so consented to shall be deemed to be an Ordinary Resolution passed at a general meeting of the SSRA;

"Owner" means

- the owner of an estate in fee simple registered under the Land Title Act;
 or
- a person in possession of Crown land under a lease, license, agreement for sale, easement statutory right of way or other instrument under the BC Land Act; or
- the tenant under a Lease for a term of thirty (30) years or more.

"Person" includes an individual, corporation, body corporate, partnership, joint venture, association, trust or unincorporated organization, or any trustee, executor, administrator or other legal representative thereof;

"Public", in respect to a Resort Lot, means any Person other than the Owner, or an Occupier, of that Resort Lot;

"RDNO" means the Regional District of North Okanagan;

"Residential Lodging" means that part of a facility or other dwelling unit that is not a Hotel Lodging or a Single Owner Hotel Lodging, that offers rental accommodation to the Public and, without restricting the generality of the foregoing, includes the following:

- any facility which contains strata title condominiums which can be rented through a rental management service or rented by the Owner;
- b) pensions and bed and breakfast type lodgings;
- single family dwelling units;
- d) duplex units;

"Residential Lodging Resort Lot" means a Resort Lot on which a Residential Lodging has been substantially completed or operates;

"Residential Resort Lot" means a Resort Lot which is never offered as rental accommodation for the Public, and which is not a Developing Resort Lot or a Commercial Resort Lot;

"Residential Tenant" means an individual who is an Occupier of the same Residential Lodging Resort Lot for a period that is equal to or greater than 28 consecutive days, but such individual is not a Tourism Agent of the Owner such Residential Lodging Resort;

"Resort Land" means, collectively:

- a) the land located in the Resort Promotion Area that has been specified as "resort land" by the minister pursuant to the Act, all as shown outlined in bold black on the map attached as Schedule "A" to these By-laws; and
- the land located in the Resort Promotion Area that has not been specified as "resort land" by the minister pursuant to the Act, but the Owner of which becomes a member of the SSRA pursuant to By-law 3.1 c);

"Resort Lot" means, collectively:

 a) any lot, block or other area in which Resort Land is held, or into which Resort Land is subdivided; and any portion of such lot, block or other area which is divided by contract and not by legal subdivision thereof, where possession of such divided portions are granted by contract or license to a Person other than the Owner thereof;

"Resort Promotion Area" means an area that has been established as a "resort promotion area" by order of the minister pursuant to the Act, as shown outlined in bold black on the map attached as Schedule "B" to these By-laws;

"Seal" means the common seal of the SSRA;

"Services" has the meaning as set out in By-law 2.1;

"Silver Star Mountain Operator" means the Person that is the principal operator from time to time of the skiing facilities and ancillary business, functions or activities on the Resort Land at Silver Star Mountain, British Columbia;

"Single Owner Hotel Lodging" means a facility in one (1) location which has more than twenty (20) rooms all owned by the same Person or Persons, which are offered to the Public as rental accommodation, and if such lodging otherwise qualifies as an Hotel Lodging, then it shall be deemed for the purposes of these By-laws to not qualify as an Hotel Lodging;

"Single Owner Hotel Lodging Resort Lot" means a Resort Lot on which a Single Owner Hotel Lodging has been constructed or commenced operations;

"Sleeping Room" means:

- a) a room used primarily for sleeping; or
- a room that is advertised to the public as a "bedroom" or advertised to the public as a room used primarily for sleeping;

"Societies Act" means the *Societies Act*, S.B.C. 2015, c. 18, as amended from time to time;

"Special Resolution" means:

- a) a resolution passed by majority of not less than ¾ of the votes cast by such members of the SSRA as, being entitled so to do, vote in person or by proxy at a general meeting of the SSRA:
 - of which 21 days' notice specifying the intention to propose the resolution as a special resolution, has been duly given; or
 - ii. if every member entitled to attend and vote at any such meeting so agrees, at a meeting of which less than 21 days' notice has been given; or
- a resolution consented to in writing by every member of the SSRA who would have been entitled to vote thereon in person or by proxy at a general meeting of the SSRA and a resolution so consented to shall be deemed to have been duly passed at a general meeting of the SSRA;

"SSRA" means The Silver Star Resort Association; and

"Tourism Agent" means a person who:

- a) purchases accommodation from a vendor and
- for payment, makes all or any part of that accommodation available for use
 by one or more Persons as part of a tourism service or rental management
 service.
- 1.2 Expressions referring to writing shall be construed as including references to printing, lithography, typewriting, photography and other modes of representing or reproducing words in the visible form.
- 1.3 Words importing the singular include the plural and vice versa, and words importing male persons include female persons and words importing persons shall include corporations.
- 1.4 The meaning of any words or phrases defined in the *Societies Act* shall, if not inconsistent with the subject context, bear the same meaning in these By-laws.

1.5 The Rules of Construction contained in the *Interpretation Act* on the date these By-laws take effect shall apply, mutatis mutandis to the interpretation of these By-laws.

PART 2

PROGRAMS AND SERVICES

2. PROGRAMS AND SERVICES

- 2.1 The purposes of the SSRA are to promote, facilitate and encourage the development, maintenance and operation of the Silver Star Resort Promotion Area. Without limiting the generality of the foregoing, the following programs and/or services may be provided by the SSRA:
 - a) Marketing and sales;
 - b) Communications;
 - c) Research;
 - d) Central booking;
 - e) Signage;
 - f) Common area development, maintenance and operation;
 - g) Special event planning and execution;
 - h) Visitor information services; and
 - Advocating for the resort community.

(the above-listed programs and services are collectively, the "Services")

- 2.2 Upon incorporation of the SSRA, the SSRA shall provide and include in its budget the following Services:
 - a) Marketing and sales;
 - b) Communications;
 - c) Research;
 - d) Special event planning and execution; and
 - e) Advocating for the resort community.
- 2.3 Subject to approval by a Special Resolution, the SSRA may add to its annual budget any or all of the Services as it deems necessary to carry out its purposes.

2.4 Subject to approval by a Special Resolution, the SSRA may, in addition to the above listed Services, undertake such other programs and/or services as it deems necessary to carry out its purposes.

PART 3

MEMBERSHIP

3. MEMBERSHIP

- 3.1 The following Persons shall become members of the SSRA:
 - a) the Silver Star Mountain Operator;
 - b) each Owner of a Resort Lot; and
 - c) Persons who qualify to apply for membership under By-law 3.2 and who are accepted as members by the Board.
- 3.2 The following Persons may apply to be members:
 - a) an Owner of land, whose land is within the Resort Promotion Area, but which land has not been specified as "resort land" by the minister pursuant to the Act;
 - b) a Non-Resident Business Owner;
 - c) an Occupier; and
 - d) Persons who are a Tourism Agent of an Owner of a Resort Lot.
- 3.3 Such prospective members may apply to become a member of the SSRA by filing an application with the SSRA in such form as the Board may from time to time prescribe together with such further information as may be required by the Board. The Board shall consider each application for membership and may accept or reject any such application, in their arbitrary and sole discretion. If the application for membership is accepted, the applicant shall become a member of the SSRA immediately upon paying the Assessment levied by the Board for such membership.

- 3.4 On becoming a member of the SSRA, the land owned by an Owner referred to in By-law 3.2 a) above is deemed to be "resort land'.
- 3.5 Every member shall pay Assessments to the SSRA in the amount and manner specified in Part 20 of these By-laws, and shall otherwise comply with these Bylaws.
- 3.6 A Person shall cease to be a member of the SSRA:
 - a) in the case of members admitted pursuant to By-law 3.2:
 - i. upon their written resignation as member;
 - ii. when the Board notifies him in writing that he no longer meets the requirements for membership and is no longer a member;
 - iii. when that Person has been a member not in good standing for a period in excess of four consecutive months;
 - iv. on his death or in the case of a member that is not a natural person,
 on dissolution or similar action; or
 - v. on being expelled;
 - in the case of a particular Person that is the Silver Star Mountain Operator, immediately when they cease to be the principal operator from time to time of the skiing facilities and ancillary business, functions or activities within the Resort Promotion Area; or
 - in the case of an Owner, immediately when they cease to be an Owner of a Resort Lot.
- 3.7 A member, other than the Silver Star Mountain Operator, may be expelled by a special resolution of the members passed at a general meeting on the following conditions:
 - a) The notice of special resolution for expulsion shall be accompanied by a brief statement of the reason for the proposed expulsion; and

b) The member who is the subject of the expulsion shall be given an opportunity to be heard at the general meeting before the special resolution is put to a vote.

In the event of the expulsion of a member that is an Owner of a Resort Lot, they shall still be liable for Assessments.

- 3.8 All members are in good standing except a member who has failed to pay his current annual Assessments or any other debt due and owing by him to the SSRA and he is not in good standing so long as the debt remains unpaid.
- 3.9 Each Owner must give the SSRA written notice of any disposition of their interest in a Resort Lot.
- 3.10 Subject to approval of the members of the SSRA by a Special Resolution and the approval of the Ministry and the RDNO, the Board may designate different classes of membership for existing members, or create or add classes of membership, having such rights and privileges and subject to such restrictions as the Board shall by resolution determine.

PART 4

BORROWING POWERS

4. BORROWING POWERS

- 4.1 Subject to the Act, the Directors may, by resolution, cause the SSRA to borrow such sums of money on such terms and on such security as the Directors may determine and as specified in the resolution of the Directors, provided always that the SSRA shall not issue any debentures.
- 4.2 To raise or secure the payment of any sum of money borrowed by the SSRA in accordance with Bylaw 4.1, the Board may mortgage, pledge, hypothecate and charge all or any part of the property of the SSRA.
- 4.3 The persons entitled to sign documents on behalf of the SSRA shall be those authorized in the applicable resolution of the Board. If no persons are authorized

- in a resolution of the Board, then documents may be executed on behalf of the SSRA by any two officers of the SSRA.
- 4.4 Notwithstanding any of the above provisions, other than for cash-flow purposes, the SSRA must obtain approval by a Special Resolution to borrow amounts greater than \$250,000.

PART 5

GENERAL MEETINGS

5. GENERAL MEETINGS

- 5.1 The first annual general meeting of the SSRA shall be held within 12 months from the date of incorporation and thereafter an annual general meeting shall be held once in every calendar year at such time and place as may be determined by the Board.
- 5.2 Every general meeting other than an annual general meeting is an extraordinary general meeting.
- 5.3 The Board may, whenever they deem necessary, convene a general meeting. If requisitioned by the members in accordance with the Societies Act, a general meeting shall be convened by the Board or, if not convened by the Board, may be convened by the requisitionists as provided under the Societies Act.
- A notice convening a general meeting specifying the place, the day, and the hour of the meeting, and in case of special business, the general nature of that business, shall be given as required pursuant to the *Societies Act* and in the manner hereinafter mentioned in these By-laws, to such Persons as are entitled by law or under these By-laws to receive such notice from the SSRA. Accidental omission to give notice of a meeting to or the non-receipt of notice of a meeting by any member shall not invalidate the proceedings at that meeting.
- 5.5 All the members of the SSRA entitled to attend and vote at a general meeting may, by unanimous consent in writing given before, during or after the meeting, or if they are present at the meeting by a unanimous vote, waive or reduce the period of notice of such meeting and an entry in the minute book of such waiver or reduction shall be sufficient evidence of the due convening of the meeting.

5.6 Except as otherwise provided by the *Societies Act*, where any business at a general meeting includes considering, approving, ratifying, adopting or authorizing any document or the execution thereof or the giving of effect thereto, the notice convening the meeting shall, with respect to such document, be sufficient if it states that a copy of the document or proposed document is or will be available for inspection by members at the registered office, head office of the SSRA or at such other place in British Columbia designated in the notice during usual business hours up to the date of such general meeting.

PART 6

PROCEEDINGS AT GENERAL MEETINGS

6. PROCEEDINGS AT GENERAL MEETINGS

- 6.1 All business shall be deemed special business which is transacted at:
 - a) a general meeting other than the adoption of any rules of order; and
 - b) an annual general meeting, with the exception of: (i) the consideration of the financial statements; (ii) the respective reports of the Board and Auditor; (iii) the election of Directors; (iv) the appointment of the Auditor; and, (v) such other business as by these By-laws or the Societies Act which ought to be transacted at an annual general meeting without prior notice thereof being given to the members of any business which is brought under consideration by the report of the Board.
- No business, other than election of the Chair or the adjournment of the meeting, shall be transacted at any general meeting unless a quorum of members, entitled to attend and vote, is present at the commencement of the meeting, but the quorum need not be present throughout the meeting.
- 6.3 The quorum at all general meetings shall be ten (10) members entitled to vote, present in person, by proxy, or, if not a natural person, by appointed representative. The Directors, officers, the Auditor and the lawyer of the SSRA shall be entitled to attend at any general meeting but no such person shall be counted in the quorum or be entitled to vote at any general meeting unless he shall be a member or proxy holder entitled to vote thereat.

- 6.4 If within half an hour from the time appointed for a general meeting a quorum is not present, the meeting, if convened upon the requisition of members, shall be dissolved. In any other case it shall stand adjourned to the same day in the next week, at the same time and place, and, if at the adjourned meeting a quorum is not present within half an hour from the time appointed for the meeting, the persons present and:
 - a) being a member, or
 - b) representing a member by proxy, or
 - being the appointed representative of a member that is not a natural person,

shall be a quorum.

- 6.5 Subject to By-law 6.6, the Chair of the Board, the Vice-Chair, or in the absence of both, one of the other Directors or the lawyer of the SSRA present, shall preside as Chair of a general meeting.
- 6.6 If at a general meeting:
 - there is no Chair of the Board, Vice-Chair, other Director or the lawyer of the SSRA present within 15 minutes after the time appointed for holding the meeting; or
 - the Chair of the Board, Vice-Chair, all the other Directors and the lawyer for the SSRA present are unwilling to act as Chair of the meeting;

The members present shall choose one of their number to be Chair of the meeting.

6.7 The Chair may and shall, if so directed by the meeting, adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for 28 days or more, 14 days' notice of the adjourned meeting shall be given as in the case of an original meeting. Save as aforesaid, it shall not be necessary to give any notice to an adjourned meeting or of the business to be transacted at an adjourned meeting.

- 6.8 No motion proposed at a general meeting need be seconded and the Chair may propose or second a motion.
- 6.9 Subject to the provisions of the *Societies Act* and these By-laws, at any general meeting a resolution put to the vote of the meeting shall be decided on a show of hands, unless (before or on the declaration of the result of the show of hands) a poll is directed by the Chair of the meeting. The Chair of the meeting shall declare to the meeting the decision on every question in accordance with the result of the show of hands or the poll, and such decision shall be entered in the book of proceedings of the SSRA. A declaration by the Chair of the meeting that a resolution has been carried, or carried unanimously, or by a particular majority, or lost or not carried by a particular majority and an entry to that effect in the minutes of the meeting of the SSRA shall be conclusive evidence of the fact, without proof of the number or proportion of the votes recorded in favour of, or against, that resolution.
- 6.10 In case of an equality of votes, whether on a show of hands or on a poll, if they are also a member with voting rights, the Chair of the meeting at which the show of hands takes place or at which the poll is demanded shall not be entitled to a second or casting vote arising from their role as Chair of the meeting.
- 6.11 No poll shall be demanded on the election of a Chair of a meeting. A poll demanded on a question of adjournment shall be taken forthwith. A poll demanded on any other question shall be taken as soon as, in the opinion of the Chair of the meeting, is reasonably convenient, but in any event within 14 days and at such time and place and in such manner as the Chair of the meeting directs. The result of the poll shall be deemed to be the resolution of the meeting at which the poll was demanded. Any business other than that upon which the poll has been demanded may proceed pending the taking of the poll. A demand for a poll may be withdrawn. In any dispute as to the admission or rejection of a vote the decision of the Chair of the meeting made in good faith shall be final and conclusive.
- 6.12 Every ballot cast upon a poll and every proxy appointing a proxy holder who casts a ballot upon a poll shall be retained by the SSRA for such period and be subject to such inspection as the *Societies Act* may provide.

6.13 Unless the *Societies Act* or these By-laws otherwise provide, any action to be taken by a resolution of the members may be taken by an Ordinary Resolution.

PART 7

VOTES OF MEMBERS

7. VOTES OF MEMBERS

- 7.1 Subject to the provisions set forth in these By-laws and the Societies Act:
 - a) on a show of hands, every member present in person, by proxy or by authorized representative, who is entitled to vote at a general meeting, shall have one vote; and
 - on a poll, every member entitled to vote on that poll at a general meeting,
 who is present in person, by proxy or by authorized representative, shall:
 - in the case of an Owner, have one vote for each Resort Lot that it is the Owner of; and
 - ii. in the case of any other member, have one vote;

Notwithstanding anything in these By-laws to the contrary, only members who are in good standing shall be entitled to vote at a general meeting.

- 7.2 Any member of the SSRA which is not a natural person, may provide the SSRA with written notification it has authorized a person, as it thinks fit to act as its representative at any general meeting or class meeting. The person so authorized shall be entitled to exercise in respect of and at such meeting the same powers on behalf of the member which he represents as that member could exercise if it were an individual member personally present, including, without limitation, the right, unless restricted by such resolution, to appoint a proxy holder to represent such member, and shall be counted for the purpose of forming a quorum if present at the meeting. Evidence of the authorization of any such representative may be sent to the SSRA by written instrument, telegram, facsimile, or any method of transmitting legibly recorded messages.
- 7.3 In the case of members who are Joint Owners of a Resort Lot, such members shall collectively have only one vote arising out of their respective interests in

such Resort Lot. The vote of the person who exercises a vote of a Joint Owner, whether in person or by proxy holder, shall be accepted to the exclusion of the votes of the other members who are Joint Owners of that Resort Lot; and for this purpose seniority shall be determined by the order in which the names stand in the register of members. Several legal personal representatives of a deceased member who is an Owner of a Resort Lot shall be deemed to be Joint Owners of such Resort Lot for the purpose of this By-law.

- 7.4 A member of unsound mind entitled to attend and vote, in respect of whom an order has been made by any court having jurisdiction, may vote, whether on a show of hands or on a poll, or by his committee, curator bonus, or other person in the nature of a committee or curator bonus appointed by that court, or any such committee, curator bonus, or other person may appoint a proxy holder.
- 7.5 A member is entitled to appoint one or more proxies to attend, act and vote for him at any meeting, which the member is entitled to attend and vote as a member. Such a member shall specify the voting rights a proxy shall be entitled to vote. The appointment of a proxy is revocable.
- 7.6 A form of proxy shall be in writing under the hand of the appointor or of his attorney duly authorized in writing or, if the appointor is not a natural person, under the hand of an authorized signatory. A proxy holder need not be a member of the SSRA.
- 7.7 A form of proxy shall be deposited at the registered office of the SSRA or at such other place specified for that purpose in the notice convening the meeting, not less than 48 hours (excluding Saturdays, Sundays and holidays) or such lesser period as the Board may from time to time determine before the time for holding the meeting in respect of which the person named in the instrument is appointed. If the appointor of the form of proxy appoints by way of an attorney, then power of attorney under which the appointment has been made shall be deposited together with the proxy form. If the Board determine proxies may be deposited less than 48 hours (excluding Saturdays, Sundays and holidays) prior to a meeting (or an adjournment thereof), then the proxies (together with power of attorney, if any) may be sent by facsimile may be acted upon as though the proxies themselves were deposited as required by this Part and votes given in accordance with such regulations shall be valid and shall be counted.

7.8 Unless the *Societies Act* or any other statute or law which is applicable to the SSRA requires any other form of proxy, a proxy, whether for a specified meeting or otherwise, shall be in the form following, but may also be in any other form that the Board or the Chair of the meeting shall approve.

PROXY THE SILVER STAR RESORT ASSOCIATION

PROXY APPOINTMENT

[Single meeting, unlimited by default]

[I/We], [specify], being members of the SSRA, appoint [specify], or failing [him/her], [specify] to act as [my/our] proxy at the general meeting to be held on [month, day, year].

Limitations on Proxy, if any [nil unless otherwise stated]		
Date: [month, day, year].		
	Ciaratura of Marshau	
	Signature of Member	
	Print Name	

7.9 A vote given in accordance with the terms of a proxy is valid notwithstanding the previous death or incapacity of the member giving the proxy or the revocation of the proxy or of the authority under which the form of proxy was executed or the transfer of the membership in respect of which the proxy was executed or the transfer of the membership in respect of which the proxy is given, provided that no notification in writing on such death, incapacity, revocation or transfer shall have been received at the registered office of the SSRA or by the Chair of the meeting or adjourned meeting for which the proxy was given before the vote is taken.

- 7.10 Every proxy may be revoked by an instrument in writing:
 - executed by the member giving the same or by his attorney authorized in writing or, where the member is not a natural person, under the hand of an authorized signatory; and
 - b) delivered either to the registered office of the SSRA at any time up to and including the last business day preceding the day of the meeting, or any adjournment thereof at which the proxy is to be used, or to the Chair of the meeting on the day of the meeting or an adjournment thereof before any vote in respect of which the proxy is to be used shall have been taken; or
 - c) in any other manner provided by law.

PART 8

DIRECTORS

8. <u>DIRECTORS</u>

- 8.1 No Director shall be paid for serving as a Director but may be reimbursed for reasonable expenses incurred by him or her in the performance of his or her duties as a Director of the SSRA.
- 8.2 The SSRA shall have the following Directors who shall be elected or appointed in accordance with this Part 8:
 - as long as the Silver Star Mountain Operator is not in default of its payment obligations to the SSRA that may be due pursuant to By-law 19, the Silver Star Mountain Operator shall be entitled to appoint 2 Directors, provided that the tenure of any Director appointed by the Silver Star Mountain Operator pursuant to this By-law 8.3 a) shall terminate at the same time as the Silver Star Mountain Operator ceases for any reason whatsoever to be a member of the SSRA or loses for any reason whatsoever the right to appoint Directors; and

- b) the members of the SSRA, as provided in By-laws 8.4 and 8.5, shall elect 9 Directors (the "Elected Directors").
- The following definitions and criteria will apply to Part 8 of these By-laws:
 - a) Subject to By-law 8.4 c), for the purpose of this Part 8 the following definitions shall apply:
 - i. a "Commercial Director" means a Director elected by the vote of all members of the SSRA who:
 - (A) are Commercial Owners; provided that:
 - the Silver Star Mountain Operator shall not qualify to vote as a Commercial Owner for any Resort Lot of which the Silver Star Mountain Operator is the Owner; and
 - the Owner of any Resort Lot on which commercial activities are carried out under the management of the Silver Star Mountain Operator shall not be qualified to vote as Commercial Owner in respect to such Resort Lot;
 - (B) are Non-Resident Business Owners; or
 - (C) are Occupiers who have become members in their own right pursuant to By-law 3.1;
 - ii. a "Hotel Lodging Director" means a Director elected by those members of the SSRA who are Owners of a Hotel Lodging Resort Lot;
 - iii. a "Residential Lodging Director" means a Director elected by those members of the SSRA who are Owners of a Residential Lodging Resort Lot;
 - iv. a "Residential Director" means a Director elected by those members of the SSRA who are Owners of a Residential Resort Lot;

- a "Single Owner Hotel Lodging Director" means a Director elected by those members of the SSRA who are Owners of a Single Owner Hotel Lodging Resort Lot; and
- vi. an "At Large Director" means a Director elected by all members of the SSRA including those members of the SSRA who are Owners of a Developing Resort Lot.
- b) If any member is qualified under more than one provision of By-law 8.4 a) i. to v. inclusive, then it shall be entitled to vote for each class of Directors for which it is qualified to vote. Notwithstanding the foregoing, the Silver Star Mountain Operator shall not be entitled to vote for Directors in the Commercial Director class.
- c) Any dispute as to the qualifications of a member to vote for any class of Director under By-law 8.4 a) i. to v. inclusive, or the interpretation of any one or more of the definitions of Commercial Owner, Carry on Business, Commercial Resort Lot, Hotel Lodging, Non-Resident Business Owner, Occupier, Residential Lodging, Single Owner Hotel Lodging, Hotel Lodging Resort Lot, Residential Resort Lot, Single Owner Hotel Lodging Resort Lot, Developing Resort Lot or any of the other defined terms used in this By-law 8.4, shall be referred to the Board who shall determine the issue, which shall be binding upon all the members. The Board shall not be obligated to give reasons for their determination.
- 8.4 The Elected Directors shall be elected and retire in rotation as follows:
 - a) at incorporation, the incorporators shall appoint the 9 Elected Directors on the following basis:
 - 1 Residential Director whose term shall expire at the first annual general meeting after incorporation;
 - 2 Residential Lodging Directors, one of whose term shall expire at the first annual general meeting after incorporation, and the other whose term shall expire at the annual general meeting two years after incorporation;

- iii. 2 Hotel Lodging Directors, one of whose term shall expire at the first annual general meeting after incorporation, and the other whose term shall expire at the annual general meeting two years after incorporation;
- iv. 1 Commercial Director whose term shall expire at the first annual general meeting after incorporation;
- v. 1 Single Owner Hotel Lodging Director whose term shall expire at the annual general meeting held two years after incorporation; and
- vi. 2 At Large Directors, one of whose term shall expire at the first annual general meeting after incorporation, and the other whose term shall expire at the annual general meeting two years after incorporation.
- b) at the first annual general meeting of the members following incorporation, the following Directors appointed on incorporation:
 - the Residential Director;
 - ii. the one of the Residential Lodging Directors who has the first alphabetical last name;
 - iii. the one of the Hotel Lodging Directors who has the first alphabetical last name;
 - iv. the Commercial Director; and
 - the one of the At Large Directors who has the first alphabetical last name

shall be deemed to resign and elections shall be held for such positions, with the persons elected to hold office for a new two (2) year term;

 at the second annual general meeting of the members following incorporation, the remainder of the first Directors appointed on incorporation shall be deemed to resign and elections shall be held for such positions, with the persons elected to hold office for a new two (2) year term;

- d) at each successive annual general meeting of the members thereafter, those Directors whose terms then expire shall be deemed to resign and elections shall be held for such positions, with the persons elected to hold office for a new two (2) year term; and
- e) a retiring Director may stand for re-election at the meeting at which they retire.
- 8.5 A Director appointed by the Silver Star Mountain Operator shall remain a Director of the SSRA until such time as the Silver Star Mountain Operator revokes such an appointment, he resigns, dies or is otherwise disqualified from continuing to act. If there is a vacancy in the office of such Director, then the Silver Star Mountain Operator shall have the right to provide a written notification of appointment of a person to fill that vacancy.
- 8.6 The following provisions apply to Elected Directors:
 - a) Where the SSRA fails to hold an annual general meeting in accordance with the Societies Act, the Directors then in office shall be deemed to have been elected or appointed as Directors on the last day on which the annual general meeting could have been held pursuant to these By-laws and they may hold office until other Directors are appointed or elected or until the day on which the next annual general meeting is held.
 - b) If at any general meeting at which there should be an election of Directors, the places of any of the retiring Directors are not filled by such election, the retiring Directors who are not re-elected, may be requested by the newly-elected Directors and if willing to do so, continue in office to complete the number of Directors until further new Directors are elected at a general meeting convened for that purpose. If any such election or continuance of Directors results in the election or continuance of less than the number of Directors required to be elected such number shall be fixed at the number of Directors actually elected or continued in office.
 - c) The SSRA may by Special Resolution remove any Director before the expiration of his period of office, and may, in accordance with the voting method and criteria as set out in By-law 8.3 and 8.4, appoint another person in his stead.

- d) The provisions of this By-law 8.8 apply only to the Elected Directors.
- 8.7 Any Director who is not an Elected Director may by instrument in writing delivered to the SSRA appoint any person to be his alternate to act in his place at meetings of the Board at which he is not present. Every such alternate Director shall be entitled to notice of every meeting at which the person appointing him is not personally present and, if he is a Director, to have a separate vote on behalf of the Director he is representing in addition to his own vote. A Director who is not an Elected Director may at any time by instrument, telegram, facsimile or any method of transmitting legibly recorded messages delivered to the SSRA revoke the appointment of an alternate Director appointed by him.
- 8.8 The office of any Elected Director shall be vacated if the Director:
 - a) resigns his office by notice in writing delivered to the registered office of the SSRA; or
 - is convicted within or without the Province of an offence in connection with the promotion, formation or management of a corporation or of an offence involving fraud; or
 - c) ceases to be qualified to act as a Director pursuant to the Societies Act;
 or
 - d) dies.
- 8.9 The Board may act notwithstanding any vacancy on the Board. Any vacancy on the Board of Elected Directors may be filled by the Board. The term of office of a Director filling a vacancy, shall expire at the next annual general meeting following his appointment.

PART 9

POWERS AND DUTIES OF DIRECTORS

9. POWERS AND DUTIES OF DIRECTORS

9.1 The Board shall manage, or supervise the management of, the affairs and business of the SSRA and shall have the authority to exercise all such powers of the SSRA as are not, by the *Societies Act* or by these By-laws, required to be exercised by the SSRA in general meeting, subject, nevertheless, to these By-laws and all laws affecting the SSRA and to any regulations, not inconsistent with these By-laws, made from time to time by Ordinary Resolution, but no such regulation shall invalidate any prior valid act of the Board.

PART 10 CONFLICTS OF INTERESTS OF DIRECTORS

10. CONFLICT OF INTERESTS OF DIRECTORS

- 10.1 Subject to the provisions of the Societies Act, A Director who has a direct or indirect material interest in:
 - a) a contract or transaction, or a proposed contract or transaction of the SSRA; or
 - a matter that is or is to be the subject of consideration by the Board if that interest could result in the creation of a duty or interest that materially conflicts with that Director's duty or interest as a Director of the SSRA;

must:

- disclose fully and promptly to the other Directors the nature and extent of the Director's interest;
- abstain from voting on a Director's resolution or consenting to a consent resolution of the Directors in respect of the contract, transaction or matter referred to in sections a) and b) above;
- leave the Directors' meeting, if any, when the contract, transaction or matter is discussed or voted on, unless asked by the other directors to be present to provide information; and

- f) refrain from any action intended to influence the discussion or vote.
- 10.2 A disclosure under By-law 10.1 c) above must be evidenced in at least one of the following records:
 - a) The minutes of a meeting of directors;
 - b) A consent resolution of directors;
 - c) A record addressed to the directors that is delivered to the delivery address, or mailed by registered mail to the mailing address, of the registered office of the SSRA.
- 10.3 If all of the Directors of the SSRA have disclosed under By-law 10.1 c) above a direct or indirect material interest, described in 10.1 a) and b), in a contract, transaction or matter than any or all of the Directors may despite By-law 10.1 d), vote on a Director's resolution or consent to a consent resolution of the Directors in respect of the contract, transaction or matter and By-laws 10.1 e) and f) do not apply.
- 10.4 A Director of the SSRA to whom By-laws 10.1 and 10.2 applies must pay to the SSRA an amount equal to any profit made by the Director as a consequence of the SSRA entering into or performing a contract or transaction unless:
 - a) The Director discloses the Director's interest in the contract or transaction in accordance with, and otherwise complies with, By-laws 10.1 and 10.2, and, after the disclosure, the contract or transaction is approved by a Directors' resolution; or
 - b) the contract or transaction is approved by Special Resolution after the nature and extent of the Director's interest in the contract or transaction has been fully disclosed to the members.
- 10.5 A Director shall not be entitled to vote at any meeting of the Board in respect to any contract or arrangement in which he is interested as aforesaid, but shall be counted for the purpose of computing the quorum necessary for the transaction of the business at any such meeting notwithstanding his interest.

PART 11

PROCEEDINGS OF DIRECTORS

11. PROCEEDINGS OF DIRECTORS

- 11.1 The Chair of the Board shall preside as Chair at every meeting of the Board, or if the Chair of the Board is not present within 15 minutes of the time appointed for holding the meeting or is not willing to act as Chair or, if the Chair of the Board has advised the Board that he will not be present at the meeting and the Vice-Chair is not in attendance, the Directors present shall choose one of their number to be Chair of the meeting.
- The Board may meet together for the dispatch of business, adjourn and otherwise regulate their meetings as they think fit. Questions arising at any meeting shall be decided by a majority of votes, and in case of an equality of votes, the Chair of the meeting shall not have a second or casting vote. Meetings of the Board held at regular intervals may be held at such place, as such time and upon such notice (if any) as the Board may by resolution from time to time determine.
- Directors may hold a meeting of the Board or of any committee of the Board by means of conference telephones or other communications facilities by means of which all Directors participating in the meeting can hear each other and provided that all such Directors agree to such participation. Directors holding a meeting in accordance with this By-law shall be deemed to be present at the meeting and to have so agreed and shall be counted in the quorum therefore and be entitled to speak and vote thereat.
- 11.4 Meetings of the Board may be called by the Chair, the Vice-Chair or upon the request of a Director. Reasonable notice of such meeting specifying the place, day and hour of such meeting shall be given by mail, postage paid, addressed to each of the Directors and alternate Directors at his address as it appears on the books of the SSRA or by leaving at his usual business or residential address or by telephone, telegram, facsimile, email or any method of transmitting legibly recorded messages. It shall not be necessary to give notice of a meeting of the Board to any Director or alternate Director if such meeting is to be held

- immediately following a general meeting at which such Director shall have been elected or is the meeting of the Board at which such Director is appointed.
- 11.5 The quorum necessary for the transaction of the business of the Board shall be a majority of the Directors then in office.
- 11.6 The continuing Directors may act notwithstanding any vacancy in their body but, if and so long as their number is reduced below the number fixed pursuant to these By-laws as the necessary quorum of the Board, the continuing Directors may act for the purpose of increasing the number of Directors to that number (provided always that the Board shall not be authorized to appoint a Director who would otherwise be appointed by the Silver Star Mountain Operator), or of summoning a general meeting of the SSRA, but for no other purpose.
- Subject to the provisions of the Societies Act, all acts done by any meeting of the Board or of a committee of the Board, or by any person acting as a Director, shall, notwithstanding that it be afterwards discovered that there was some defect in the qualification, election or appointment of any such Directors or of the members of such committee or person acting as aforesaid, or that they or any of them were disqualified, be as valid as if every such person had been duly elected or appointed and was qualified to be a Director.
- A resolution consented to in writing, whether by document, telegram, email, facsimile or any method of transmitting legibly recorded messages or other means, by all Directors shall be as valid and effectual as if it had been passed at a meeting or the Board duly called and held. Such resolution may be in two or more counterparts, which together shall be deemed to constitute one resolution in writing. Such resolution shall be filed with the minutes of the proceedings of the Board and shall be effective on the date stated thereon or on the latest date stated on any counterpart.
- 11.9 The Board may from time to time permit any person: (i) to attend meetings of the Board or Committees of the Board; (ii) to receive notices of such meetings and all materials distributed to the Board for the purposes of such meetings; (iii) to receive copies of all minutes of such meetings and of all resolutions of the Board or any committee of the Board consented to in writing; and, (iv) to examine the financial statements and records of the SSRA.

PART 12

COMMITTEES

12. COMMITTEES

- 12.1 The Board may establish any committees of Directors that they consider in the best interests of the SSRA and may delegate to such committees any of the powers of the Board. Any committee so appointed may, subject to a resolution of the Board and these Bylaws, meet for the transaction of business, adjourn and otherwise regulate its meetings as it sees fit.
- 12.2 The Board may by resolution appoint such other committees consisting of such Directors, such members of the SSRA who need not be a member of the Board, and/or such members of the community that the Board believes can provide value to the SSRA, for such purposes as the Directors shall think fit, but may not delegate to any such committee any of the powers of the Board.
- 12.3 Every committee constituted by the Board shall have the authorities, powers and discretion which may be delegated to it and shall act in accordance with any requirements, including reporting, which the Board may impose upon such committee.
- 12.4 The Board may, by resolution, at any time remove any person appointed to any committee by the Board.
- 12.5 The members of a committee may meet and adjourn as they think fit.

PART 13

OFFICERS

13 OFFICERS

13.1 At the first Board meeting after an annual general meeting, the Directors shall elect a Chair, Vice-Chair, or such other officers as they see fit, from amongst the Directors; all of whom shall hold office until their successors are duly elected, they resign or they are removed from office by the Board at any time with or without cause and with or without notice.

- 13.2 The Chair, or in his absence, the Vice-Chair or in their absence, such person as a meeting may elect, shall preside as chair at all meetings of the Directors.
- 13.3 If the Chair or the Vice-Chair is not present within fifteen minutes after the time appointed for holding any meeting or, if present, is unwilling to act as chair, the Directors present shall choose someone of their number to be chair of the meeting.
- 13.4 The Vice-Chair shall assist the Chair at all times in any or all of his duties of office as the Chair shall decide, and shall also carry out the duties of the Chair in the absence of the Chair.
- 13.5 When someone is elected as Chair pursuant to By-law 13.1, they shall hold that office until: they resign; they are removed from office by the Board of Directors at any time; or, their successor is elected pursuant to By-law 13.1.
- 13.6 If the office of Chair becomes vacant, the Vice-Chair shall automatically become Chair, and shall hold that office until: they resign; they are removed from office by the Board at any time; or, their successor is elected pursuant to By-law 13.1.
- 13.7 The Chair shall, or shall cause the President (if any is appointed), to prepare, maintain and have charge of the financial books and records of the SSRA and to cause to be recorded therein all sums of money received and expended by the SSRA and the matters in respect of which the receipt and expenditure took place, the assets and liabilities of the SSRA and all other transactions affecting the financial position of the SSRA.
- 13.8 The Chair shall, or shall cause the President (if any is appointed), to prepare, maintain and have custody of the minutes of proceedings of meetings of the members and the Board, and the books and records of the SSRA other than the financial books and records and shall record or cause to be recorded therein a copy of the By-laws of the SSRA and any resolution altering or adding thereto, copies or originals of all contracts, resolutions and other documents as are required by law to be so recorded.
- 13.9 The duties and functions of other officers shall be as determined from time to time by the Board.

- 13.10 No officer that also holds office as a Director shall receive any remuneration from the SSRA for services rendered as an officer but any expenses incurred by an officer on behalf of the SSRA may be reimbursed with the approval of the Board.
- 13.11 Separate elections shall be held for each office to be filled. An election may be by acclamation; otherwise it shall be by ballot. If no successor is elected the person previously elected or appointed continues to hold office.
- 13.12 Every officer of the SSRA who holds any office or possesses any property whereby, whether directly or indirectly, duties or interests might be created in conflict with his duties or interests as an officer of the SSRA shall, in writing, disclose to the Board the fact and the nature, character and extent of such conflict.
- 13.13 The Board may select and employ an officer (for the purposes of these By-laws, known as the "President" or such other title as determined by the Board from time to time), who shall not be a Director and who shall be the direct representative of the Board in the management of the affairs of the SSRA. The President shall be given the necessary authority and be held responsible for the day-to-day operations and affairs of the SSRA, subject to the policies and procedures that may be approved from time to time by the Board or the members. Subject to the foregoing, the authority of the President shall be as specified and approved in writing by the Board from time to time in their discretion. All other staff of the SSRA (if any), whether salaried or contracted, shall be responsible to the President, who shall be designated as their supervisor.

PART 14

INDEMNITY AND PROTECTION OF DIRECTORS, OFFICERS AND EMPLOYEES

14. INDEMNITY AND PROTECTION OF DIRECTORS, OFFICERS AND EMPLOYEES

14.1 Subject to the provisions of the Societies Act, and except in the case where the Director or former Director has been found, by the express terms of a final judgement, to have been grossly negligent or to have wilfully misconducted himself or herself, the Board shall cause the SSRA to indemnify such Director

or former Director and their heirs and personal representatives, against all costs, charges and expenses, including an amount paid to settle an action or satisfy a judgement, actually and reasonably incurred by him or them including an amount paid to settle an action or satisfy a judgement in a civil, criminal or administrative action or proceeding to which he is or they are made a party by reason of his being or having been a Director, including any action brought by the SSRA. Each Director on being elected or appointed shall be deemed to have contracted with the SSRA on the terms of the foregoing indemnity.

- 14.2 Subject to the provisions of the *Societies Act*, and except in the case where any officer, employee or agent of the SSRA has been found, by the express terms of a final judgement, to have been grossly negligent or to have wilfully misconducted himself or herself, the Board shall cause the SSRA to indemnify such officer, employee or agent of the SSRA, and their heirs and personal representatives (not withstanding that he is also a Director) and his heirs and personal representatives, against all costs, charges and expenses, including an amount paid to settle an action or satisfy a judgement, actually and reasonably incurred by him or them including an amount paid to settle an action or satisfy a judgement in a civil, criminal or administrative action or proceeding to which he is or they are made a party by reason of his being or having been an officer, employee or agent of the SSRA, including any action brought by the SSRA. Each officer on being hired, elected or appointed shall be deemed to have contracted with the SSRA on the terms of the foregoing indemnity.
- 14.3 The failure of a Director or officer of the SSRA to comply with the provisions of the *Societies Act*, the Act or these By-laws, shall not invalidate any indemnity to which he is entitled under this part except where the Director did not act honestly and in good faith with a view to the best interest of the SSRA.
- 14.4 The Board may cause the SSRA to purchase and maintain insurance for the benefit of any person who is or was serving as Director, officer, employee or agent of the SSRA or as a director, officer, employee or agent of any corporation of which the SSRA is or was a shareholder, against any liability incurred by him as such Director, officer, employee or agent.

PART 15

DOCUMENTS, RECORDS AND REPORTS

15. DOCUMENTS, RECORDS AND REPORTS

- 15.1 The SSRA shall keep at its head office or at such other place as the Societies Act may permit, the documents, copies, registers, minutes, and records, which the SSRA is required by the Societies Act to keep at its head office or such other place, as the case may be.
- 15.2 The SSRA shall cause to be kept proper books of account and accounting record in respect of all financial and other transactions of the SSRA in order to properly record the financial affairs and conditions of the SSRA and to comply with the Societies Act.
- 15.3 Upon a request to, and with the approval of the Board, a member of the SSRA shall be entitled to inspect the accounting records of the SSRA.
- 15.4 The Board shall from time to time at the expense of the SSRA cause to be prepared and laid before the SSRA at each annual general meeting such financial statements and reports as are required by regulations under the *Societies Act* and all other applicable laws.
- 15.5 Every member shall be entitled to be furnished once gratis on demand with a copy of the latest annual financial statement of the SSRA and, if so required by the *Societies Act*, a copy of each such annual financial statement shall be delivered to each member by sending it by mail to him to his address as recorded in the register of members, or by such other means as the SSRA may stipulate from time to time in writing to the members.

PART 16

NOTICES

16. NOTICES

- 16.1 A notice, statement or report may be given or delivered by the SSRA to any member either by delivery to him personally or by sending it by mail to him to his address as recorded in the register of members, or by such other means as the SSRA may stipulate from time to time in accordance with the Societies Act (which means may include facsimile or electronic transmission or email, where a member has provided an email address). Where a notice, statement or report is sent by mail, service or delivery of the notice, the statement or report shall be deemed to be effected by properly addressing, prepaying and mailing the notice, statement or report and to have been given on the day, Saturdays, Sundays and holidays excepted, following the date of mailing. Where a notice, statement or report shall be deemed to be effected by the manner stipulated by the member in the aforesaid notice and to have been given on the day, Saturdays, Sunday and statutory holidays excepted, following the date of transmission. A certificate signed by an officer of the SSRA or any Director, or agent acting in that behalf for the SSRA, that the letter, envelope or wrapper containing the notice, statement or report was so addressed prepaid and mailed shall be conclusive evidence thereof.
- 16.2 A notice, statement or report may be given or delivered by the SSRA to the Joint Owners of a Resort Lot by giving the notice to the Joint Owner first named in the register of members in respect of the Resort Lot.
- 16.3 A notice, statement or report may be given or delivered by the SSRA to the Persons entitled to a membership in consequence of the death, bankruptcy or incapacity of a member by sending it through the mail prepaid addressed to them by name or by the title of representatives of the deceased or incapacitated person or trustee of the bankrupt, or by any like description, to the address (if any) supplied to the SSRA for the purpose by the persons claiming to be so entitled, or (until such address has been so supplied) by giving the notice in a manner in which the same might have been given if the death, bankruptcy or incapacity had not occurred.

Notice of every general meeting or meeting of members of a specific class shall be given in a manner hereinbefore authorized to every Person being a member at the time of the issue of the notice or the date fixed for determining the members entitled to such notice, whichever is the earlier. No other Person except the Auditor and lawyer of the SSRA and the Board shall be entitled to receive notices of any such meeting.

PART 17

RECORD DATES

17. RECORD DATES

- 17.1 The Board may fix in advance a date, which shall not be more that 49 days preceding the date of any meeting of members or any class thereof or of the proposed taking of any other proper action requiring the determination of members as the record date for the determination of the members entitled to notice of, or to attend and vote at, any such meeting and any adjournment thereof, or for any other proper purpose. Only members of record on the date so fixed shall be deemed to be members for the purposes aforesaid.
- 17.2 Where no record date is so fixed for the determination of members as provided in the preceding By-law the date on which the notice is mailed shall be the record date for such determination.

PART 18

SEAL

18. <u>SEAL</u>

- 18.1 The Board may adopt a Seal for the SSRA and, if they do so, shall provide for the safe custody of the Seal which shall not be affixed to any instrument except in the presence of the following persons, namely:
 - a) any two Directors, or

any such person or persons as the Board may from time to time by resolution appoint, and

such Directors or persons, in whose presence the Seal is so affixed to an instrument, shall sign such instrument. For the purpose of certifying under Seal true copies of any document or resolution the Seal may be affixed in the presence of any one of the foregoing persons.

PART 19

AMENDMENT OF BY-LAWS

19. AMENDMENT OF BY-LAWS

19.1 These By-laws may only be added to, amended or repealed by a Special Resolution with the approval of the minister and the RDNO.

PART 20

ASSESSMENTS PAYABLE BY MEMBERS

20. ASSESSMENTS PAYABLE BY MEMBERS

20.1 The total Assessment the Silver Star Mountain Operator shall be required to pay to the SSRA during each fiscal year of the SSRA, commencing with the first full fiscal year of the SSRA shall be an amount that is not greater than twenty-five percent (25%) of the total of all Assessments levied by the SSRA in each fiscal year of the SSRA, provided that such amount is not less than \$200,000 in each fiscal year of the SSRA;

The Assessment amount levied to the Silver Star Mountain Operator is irrespective of how many Resort Lots the Silver Star Mountain Operator may be an Owner or the Occupier of.

20.2 The SSRA shall levy Assessments to its members, other than the Silver Star Mountain Operator, as follows:

- a) All members who are Occupiers or a Tourism Agent of an Owner of a Resort Lot, and who are not Residential Tenants, shall be levied an Assessment of \$750 per year.
- All members who are Contributing Members shall be levied an Assessment of \$250 per year.
- c) All members who operate any number of Home Based Businesses shall each be levied an aggregate Assessment of \$750 per year.
- All members who are Non-Resident Business Owners shall be levied an Assessment of \$1,500 per year.
- e) All members who are Commercial Owners shall be levied an Assessment per year, for each Commercial Resort Lot they are an Owner of, based on the square footage of the buildings and improvements on each such Commercial Resort Lot as follows:

Square Footage	Annual Assessment
0-799	\$2,000
800-1,399	\$4,000
1,400-1,999	\$5,500
2,000-2,499	\$6,500
2,500 or more	\$7,000

Provided however, that in calculating the square footage, corridors, stairways, kitchen, laundry and utility rooms, public portions of lobby areas, washrooms, storage areas and other similar areas shall not be considered.

f) All members who are Owners of a Single Owner Hotel Lodging Resort Lot shall be levied an Assessment for each Single Owner Hotel Lodging Resort Lot they are an Owner of, based on the number of Sleeping Rooms as follows:

i.	Number of Sleeping Rooms	Annual Assessment
	One Sleeping Room	\$400
	Two Sleeping Rooms	\$650
	Three Sleeping Rooms	\$800

or more; and

ii. the amount per year based on the square footage of the buildings and improvements on each such Single Owner Hotel Lodging Resort Lot, excluding the rooms for which a levy was paid in sub-paragraph i. above, as follows:

Square footage	Annual Assessment
0-799	\$2,000
800-1,399	\$4,000
1,400-1,999	\$5.500
2,000-2,499	\$6,500
2,500 or more	\$7,000

Provided however, that in calculating the square footage of such space, corridors, stairways, kitchen, laundry and utility rooms, public portions of lobby areas, washrooms, storage areas and other similar areas shall not be considered.

- g) All members who are:
 - a. Owners of a Residential Lodging Resort Lot; or
 - b. Owners of a Hotel Lodging Resort Lot;

shall be levied an Assessment based on the number of Sleeping Rooms for rent of each Resort Lot that they are the Owner of as follows:

Number of Sleeping Rooms	Annual Assessment
One Sleeping Room	\$400
Two Sleeping Rooms	\$650
Three Sleeping Rooms	\$800
or more	

Provided that, such Assessment shall not be greater than \$1,000 for a member who is an Owner of a Residential Lodging Resort Lot and operates a Home-Based Business.

- 20.3 All Assessments shall be levied quarterly or as otherwise determined by the Board and shall be payable within thirty (30) days after being levied. Late payments will be assessed interest at the rate determined by the Board.
- 20.4 The Board may, by resolution, increase the amount of the Assessments in accordance with the British Columbia Consumer Price Index (annual average change for all items) plus 2 points. Any other change in the Assessments must be approved by a Special Resolution.

20.5 For greater certainty:

- for members who are Joint Owners of any Resort Lot, the above fees are payable in respect of each Resort Lot, not each such Owner;
- other than the Silver Star Mountain Operator, an Owner will be provided with an Assessment for each Resort Lot that it is the Owner of; and
- c) an Owner may be Assessed during the same period for both being a Non-Resident Business Owner and for being an Owner of a Resort Lot, if the Assessment for the Owner's Resort Lot is for a different purpose or enterprise than the business for which the Owner is being classified as a Non-Resident Business Owner.

PART 21

WINDING UP

21. WINDING UP

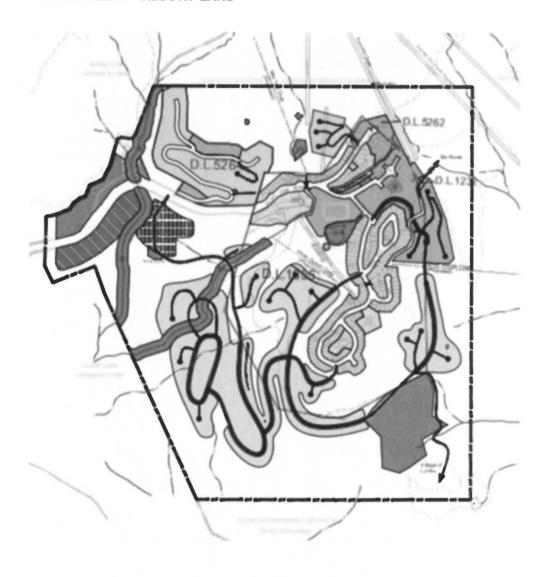
- 21.1 Subject to requirements specified in the *Societies Act*, the members may wind up the SSRA by special resolution or may amalgamate the SSRA with one or more other societies created under the *Societies Act* or other relevant legislation.
- In the event of a winding up or dissolution of the SSRA the funds and property remaining after the payment of all costs, charges and expenses properly incurred in the winding-up or dissolution, including the remuneration of the liquidator, after payment to employees of the SSRA of any arrears of salaries or wages, and after payment of any debts of the SSRA, shall be distributed to another not for profit society or organization situated in British Columbia the

purposes of which are similar to those of the SSRA (or if not possible, some other organization whose purpose is beneficial to a British Columbia community) and such organization shall be determined by a majority of the members attending a meeting called for such purpose.

Dated the * day of *, 2018.

APPLICANTS FOR INCORPORATION SIGNING IN COUNTERPART, WITH EACH SUCH COUNTERPART, SO EXECUTED DEEMED TO BE AN ORIGINAL AND SUCH COUNTERPARTS TOGETHER SHALL CONSTITUTE ONE AND THE SAME INSTRUMENT.

SCHEDULE A - RESORT LAND



SCHEDULE B - RESORT PROMOTION AREA



SCHEDULE C

FORM OF NOTICE

OM:	
ON.	
ame & address of Member)	
: :	
egal description & residential address of Re	sort Lot)
IIS IS TO NOTIFY YOU, I no longer own	
t, nor do I carry on business at the Resort I	
t, nor do I carry on business at the Resort I	
t, nor do I carry on business at the Resort I business at the Resort Lot are now owned	by:
t, nor do I carry on business at the Resort I business at the Resort Lot are now owned	by:
t, nor do I carry on business at the Resort I business at the Resort Lot are now owned ame & address of new Resort Lot owner/ter	by:
t, nor do I carry on business at the Resort I business at the Resort Lot are now owned ame & address of new Resort Lot owner/ter	by:
t, nor do I carry on business at the Resort I business at the Resort Lot are now owned ame & address of new Resort Lot owner/tented:	by:
t, nor do I carry on business at the Resort I business at the Resort Lot are now owned ame & address of new Resort Lot owner/tented:	nant/business)
t, nor do I carry on business at the Resort I business at the Resort Lot are now owned ame & address of new Resort Lot owner/tented:	nant/business) Back to begin

RDNO COMMITTEE OF THE WHOLE PRESENTATION



SILVER STAR MARKETING TASK FORCE

FEBRUARY 2017

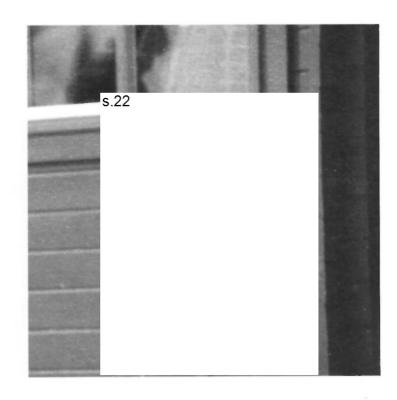
Today's Presentation

- The Opportunity
- Process Overview
- Recommended Model
- Stakeholder Engagement
- What We Have Heard and How We Are Responding
- The Approval Process
- Next Steps



The Challenge

- Competition is increasing
- Brand awareness is critical
- Investment and reinvestment in the mountain experience is essential
- Our product has to remain fresh and current
- We do not have some of the tools enjoyed by our competition



The Opportunity

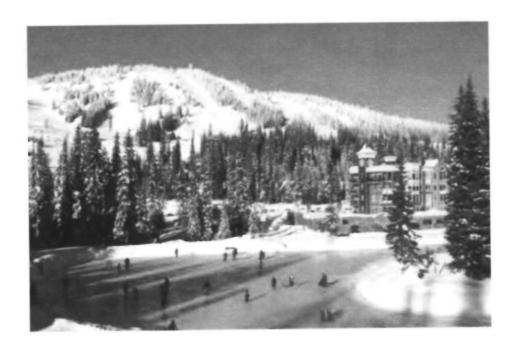
Finding the 'right' model for the 'right' time that allows us to:

- Work together
- Seize opportunities
- Re-invent ourselves
- Increase brand awareness
- Invest in our future
- Continue to be a significant contributor to the regional economy



Task Force Goals

- Explore and evaluate models for marketing the resort
- Develop and present recommendations as appropriate
- Develop and implement a stakeholder engagement program
- Consider stakeholder input in developing next steps



Alternative Models Considered

- Resort Area Management Fee
- Business Improvement Area
- Regional District Service
- Resort Association



Comparison of Alternative Models

Key steps in the process:

- Guiding principles developed
- Presentations/discussions to inform the Task Force
 - Tourism Sun Peaks Resort Associations
 - Regional District Regional District Service/BIA/Resort Association
- Evaluation criteria developed
- Comparative analysis conducted by Task Force using guiding principles and evaluation criteria
- Selection of recommended model

Comparison of Alternative Models

	Fair and Equitable	Value for Money	Engaged Decision Making	Local Autonomy	Ease of Implementation
Resort Area Management Fee	X	with the	X	X	√
Business Improvement Area	$\sqrt{}$	$\sqrt{}$	V	V	√
Regional Service Area	for Gindir ig marketi	ig and a	ales 1	$\sqrt{}$	$\sqrt{}$
Resort Association	\checkmark	$\sqrt{}$			√

The check-marks/colours represent the relative score each model received for each principle.

The Recommended Model

Creation of a Resort Association

- A not-for- profit accountable to its members
- Responsible for funding and administering marketing and sales programs, research, communication, special event planning and execution and advocating on behalf of the resort community
- Not directly involved with the operation of the Ski Resort or in the delivery of services through the RDNO



Silver Star Resort Association Proposed Resort Promotion Area

The SSRA is responsible for marketing the 'Resort Promotion Area'

The proposed 'Resort Promotion Area' mirrors the current Silver Star Controlled Recreation Area



The Value Proposition

Enhance the Experience and Amenities for All

Enhance Resort Community Vibrancy

Increased

Visitation

Resort

Enhance Property and Business Values Improve Business and Accommodation Success

Other Benefits

- Provides access to incremental funding opportunities like the Municipal and Regional District Tax, Tourism Co-op Programs (Provincial and Regional), Government Grant/Support Programs and Partnerships with local businesses
- These types of funds have benefited other resort communities through festivals, events, village shuttle and many other initiatives
- Enables engaged decision-making by all members of the resort community
- Provides a lobby group that can advocate on behalf of the resort community with regional, provincial and federal governments
- Provides an added 'voice' in support of resort community amenities and services

Incremental Funding

- The Resort Association would provide <u>incremental</u> funding for the marketing and sales programs, communications, research and event planning and execution
- Silver Star Mountain Resort would continue with its significant marketing and sales programs and event planning and execution
- The Resort Association would work closely with Silver Star Mountain Resort to maximize value

Proposed Board of Directors

Eleven directors with sector representation as follows:

Sector	No. of Directors
Residential	1
Residential Lodging	2
At Large	2
Hotel Lodging	2
Commercial/Tenant/Independent Operator	1
Single Owner Hotel Lodging	1
Silver Star Mountain Resort	2

Association Membership

Members

- All Owners of Resort Lots within designated 'Resort Lands'
- Silver Star Mountain Operator

Others who may apply to become a member

- Owners of land, whose land is within the Resort Promotion Area, but not specified as Resort Land
- Non-Resident Business Owners
- Occupier of a Resort Lot
- Agents of owners of Resort Lots

Resort Lands

The proposed 'Resort Lands' mirrors the area defined in the Silver Star Official Community Plan



Stakeholder Engagement

- Numerous one-on-one meetings
- Numerous emails/letters
- Several newsletters/notices
- Two workshops with the Silver Star Property Owner's Association
- Several presentations to Strata Councils
- Two open houses
- Stakeholder survey



Stakeholder Survey Overview

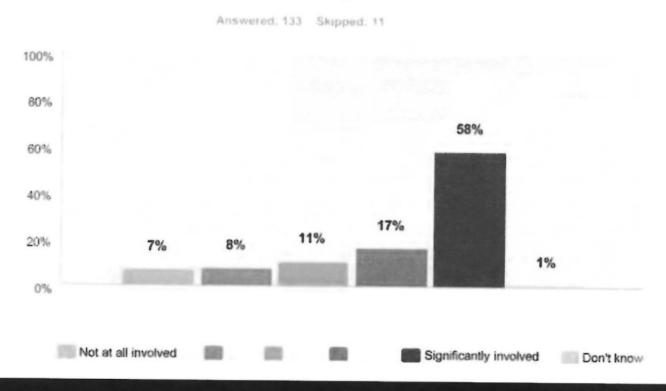
- Input to be used to continue shaping the resort association model
- Online January 21 31
- 144 responses
- Full results have been made available



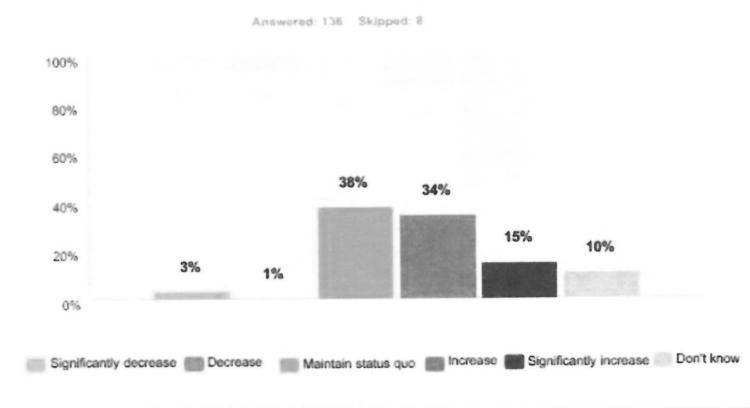
Stakeholder Survey Results

- There were a mix of responses, both positive and negative
- Most input provided very valuable insights that will be considered through the next round of revisions to the SSRA model
- Some responses were repeated throughout the survey; their opposition to the model is clear and has been heard

Q2 To what degree, if any, do you think Silver Star homeowners; business owners and residents should be involved in shaping the future of the resort community?

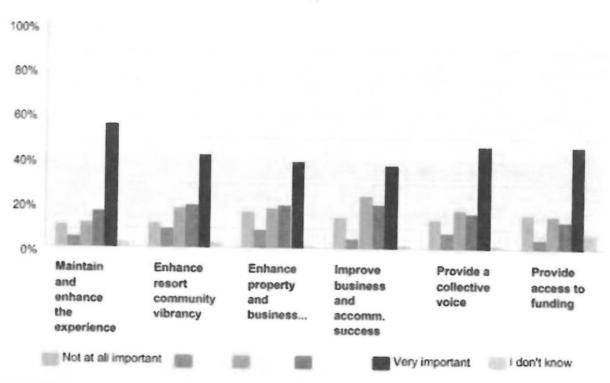


Q3 To what extent, if any, should the Silver Star resort community increase or decrease its investment in marketing the resort?



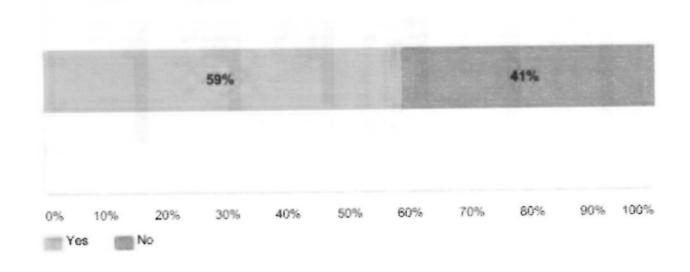
Q4 How important to you are each of the following resort community benefits of the SSRA model? (note: labels below have been shortened)

Answered: 127 Skipped: 17



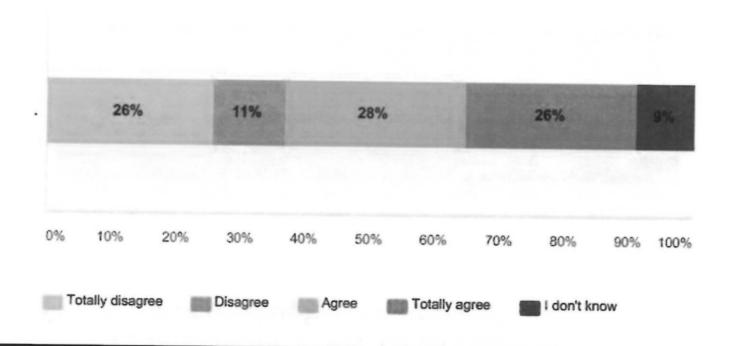
Q5 Do you agree with the proposed Resort Promotion Area?

Answered: 121 Skipped: 23



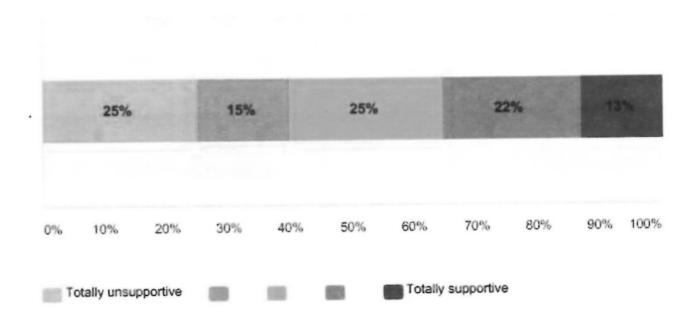
Q7 To what extent do you agree that all properties within the Silver Star Official Community Plan should be included within the designated Resort Land?





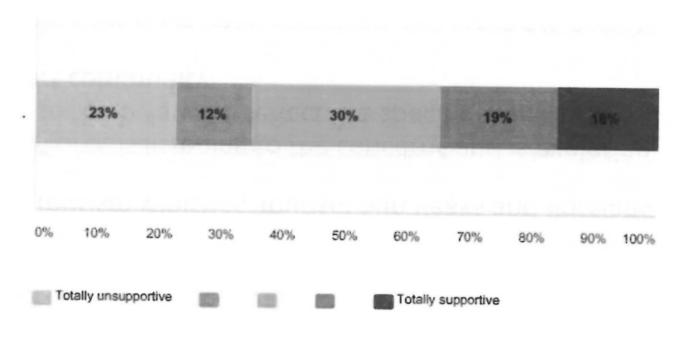
Q21 To what extent, if, any, do you support the proposed Board composition?

Answered: 108 Skipped: 36



Q23 To what extent, if, any, do you support the Board election/appointment process?

Answered: 106 Skipped: 38



What We've Heard and How We're Responding



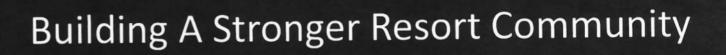
- The draft Silver Star bylaw was consistent with the bylaws in place at Tourism Whistler, Tourism Sun Peaks and Rossland
- The Task Force is listening to the concerns and is exploring changes to the bylaws to reflect the specific needs of the Silver Star resort community
- Several changes have been proposed and more are anticipated in response to input

Major Proposed Changes

- Deleting the proposed assessment for a non-renting residential property
- Limiting borrowing provisions without the approval of the membership
- CHANGES
- Limiting the amount assessments can be increased without the approval of the membership
- Requiring approval of the membership for the addition of a function beyond marketing, sales, communication, research and event planning and execution

Major Proposed Changes

- Moving from a flat assessment rate for properties offered for rent to a sliding assessment scale based on the number of bedrooms
- Amending bylaws to distinguish between short-term (nightly) rental and long-term rental
- Establishing a maximum assessment on a residential property whether or not the property is being offered for rent and/or conducting one or more home-based business



Approval Process

Regional District

- Approves the 'resort promotion area'
- Approves the proposed resort association bylaws

Property owners

 Support the creation of the resort association through a valid property owner petition, which must have the support of the majority of the owners representing at least one-half of the assessed value of the parcels within the 'resort promotion area'

Province

- Minister's Order signed to create Resort Promotion Area
- Minister's Order signed that incorporates Resort Association for the Resort Promotion Area and designates Resort Land
- Minister approves the first bylaws of the resort association

Next Steps

Continue To Review Stakeholder Input

- Refine model
- Refine member assessments
- Refine draft Constitution and Bylaws

Open House No. 3 and Survey No. 2

Dates TBD



The Task Force Ask

The RDNO works with the Task Force to:

- Define a Resort Promotion Area that could be supported by the RDNO
- Refine the draft Silver Star Resort Association bylaws such that they could be supported by the RDNO in the event there is a successful property owner petition

In Closing

Silver Star

- Is an important part of the regional economy
- It employs over 1,500 people
- Attracts annually 400,00 +/- visitors
- Estimated visitor spending of +/- \$62,000,000
- It contributes in a positive way to the social infrastructure of the region
- It should be able to benefit from the same tools its competitors are enjoying

Discussion/Questions



Working Together To Build A Stronger Resort Community

Thank You

Back to beginning



Splatsin

PO Box 460 Enderby BC V0E 1V0 5775 Old Vernon Road

Tel: (250) 838-6496 Fax: (250) 838-2131 www.splatsin.ca

EMAIL: Kderpak@skisilverstar.com

May 17, 2017

Mr. Ken Derpak 123 Shortt Street

Silver Star Mountain BC V1B 3M1

Dear Mr. Foden,

Reference: Letter of Support for Silver Star Resort Association

The purpose of this letter is to confirm Splatsin's support of the Silver Star Task Force's proposal to establish a Resort Association at Silver Star, British Columbia.

We, the Splatsin people, are committed to the continued development of a long term working relationship with Silver Star and their businesses based on mutual understanding and respect. As you may be aware these sentiments were formalized in a Memorandum of Understanding that both parties entered into on February 17, 2017.

Subject to Silver Star meeting its commitments in the MOU, Splatsin fully supports the establishment of a Resort Association. This will create an official channel to represent the common interest of all stakeholders, home owners, commercial businesses such as restaurants, hotels, and retail shops, as well as the ski area operator.

Sincerely,

Wenecwtsin

Kukpi7 Christian - Splatsin

Tribal Chief - Secwepemc Nation

"We are the ones who we have been waiting for"

Kulepi7 6le

Our Vision: "We are Splatsinaca (people), members of the Secwepemc Nation, prospering from the wealth of our territories, following in the footprints of our ancestors for those yet unborn."

CC: Brad Baker bbaker@skisilverstar.com

REGIONAL DISTRICT OF NORTH OKANAGAN

Extract from the Minutes of a Meeting of the

Board of Directors

Held on

Wednesday, February 21, 2018

Draft Silver Star Resort Association Bylaw and Maps

That the Silver Star Resort Association Bylaws, Resort Promotion Area Map and the Resort Lands Map be approved as presented subject to the following condition:

- That lands owned by the Regional District of North Okanagan or lands owned for the provision of utilities and utility infrastructure services be exempt from fees; and further
- 2. That clarity be provided in the bylaws regarding the maximum borrowing power to a maximum limit of \$250,000 for the Silver Star Resort Association.

I hereby certify the foregoing to be a true and correct copy of a resolution passed by the Board of Directors at its meeting held February 21, 2018.

Dated at Coldstream, BC this 24th day of January, 2019.

Paddy Juniper

Corporate Officer

SCHEDULE 15 - Property Owner Petition

Dear Silver Star Property Owner

Establishing the Silver Star Resort Association (SSRA) - Your participation matters

The Silver Star Task Force (Task Force) has recommended the creation of the Silver Star Resort Association (SSRA). The SSRA model proposed to the community was based on practices used by other resort associations in British Columbia and then shaped over a period of more than a year by Silver Star stakeholder input. The SSRA's core purpose would be to elevate the strength of Silver Star's reputation as a year-round, family destination that delivers choice, quality and safety centered upon an integrated and supportive community. Accountable to its members, the SSRA may focus on the following proposed activities: advocating for the resort community, special event planning and execution, communications, marketing and sales, visitor information services, signage, common area development and maintenance and central booking to ensure a strong and vibrant future.

The Task Force consideration of a resort association model was prompted by a number of key factors, including:

- The opportunity to access incremental funding from government, government funded agencies and destination tourism organizations that would be available to the proposed resort association;
- Recent and planned investment in infrastructure by other resorts in the region that will
 create greater diversity of their offerings and activities making them more attractive to
 visitors and residents;
- The opportunity to create a platform for inclusive discussion with residents, businesses and other stakeholders on the future of Silver Star.

Further background on the Task Force, the process, key information and all documents can be found on line at www.ILoveSilverStar.com.

The Property Owner Petition - Your Opportunity to Demonstrate Support or Opposition to the SSRA

The creation of a resort association is an important initiative. As such, members of the community have the opportunity to demonstrate their support or opposition by participating in the property owner petition process. This is a required step in the resort association approval process, along with approvals by the Regional District of North Okanagan and the Province. The Regional District, at their regular meeting on February 21 2018, approved both the 'Resort Promotion Area' and the Silver Star Resort Association Bylaws.

We have reached the next step in the approval process, which is the property owner petition. If the property owner petition process is in favour of establishing the resort association, the Minister will be asked to establish the Resort Promotion Area, specify the Resort Land, and incorporate the resort association. Detailed information about the approval and petition process is available at www.iloveSilverStar.com.

A valid property owner petition must have the support of the majority of the property owners representing at least one-half of the assessed value of the parcels within the 'Resort Promotion Area'. Points to note:

- If there are two or more owners of a property, all owners will be listed, and a majority of the owners must sign the petition if they are in favour of establishing the resort association.
- A strata council cannot sign on behalf of the strata. Individual strata members have to sign
 the petition if they are in favour of establishing the resort association.
- A company, if it is an owner of land, can have their signing authority sign the petition if they are in favour of establishing the resort association.

Please review the petition content herein.

If you are in favour of establishing the resort association, please complete page 5 and return it ASAP, but no later than October 31, 2018 as follows:

- By scan to silverstarmarketingtaskforce@gmail.com;
- By mail to PO Box 3156, Vernon, BC, Canada V1B 3M1

NOTE: If you do not fill in the form and do not send it to the above address, you will be deemed to be <u>against</u> the proposal.

A number of Frequently Asked Questions have been posted on the web site www.ILoveSilverStar.com, however, if you have further questions for the Task Force representatives, email your question to silverstarmarketingtaskforce@gmail.com.

We look forward to your anticipated support for this very important initiative for the Silver Star community!

Yours truly

Don Kassa and Tim Dekker Co-Chairs Silver Star Task Force

PETITION

For Establishment of the Silver Star Resort Association

To: The Minister of Municipal Affairs and Housing

- Pursuant to section 3(2) of the Resort Associations Act we petition the Minister of Municipal Affairs and Housing to create a Resort Association having the name Silver Star Resort Association (the "Resort Association") to promote, facilitate and encourage the development, maintenance and operation of the Resort Promotion Area as further described in this Petition.
- 2. The boundaries of the Resort Promotion Area are outlined in the map attached to this Petition as Schedule 1.
- 3. The activities to promote, facilitate and encourage the development, maintenance and operation of the Resort Promotion Area may include:
 - a. Marketing and Sales
 - b. Communications
 - c. Research
 - d. Central booking
 - e. Signage
 - f. Common area development and maintenance
 - g. Special event planning and execution
 - h. Visitor information services, and
 - i. Advocating for the resort community.
- 4. If the Resort Association is established, each member of the Resort Association will be required to pay the assessments described in the bylaws of the Resort Association. The annual assessments on members are summarized in the following table.

MEMBER	ANNUAL ASS	ANNUAL ASSESSMENTS			
	Number of Sleeping Rooms	Proposed Assessment			
Owner of a Residential Lodging Resort Lot and Hotel Lodging Resort Lot (a resort lot that is offered for rental accommodation to the public)*	1	\$400			
	2	\$650			
	3+	\$800			
Owner of a Resort Lot <i>not offered</i> for rent		\$0			
Owner of a Resort Lot <i>not offered</i> for rent who voluntarily chooses to become a 'contributing member'		\$250			
Occupier of a Resort Lot (any person who carries on a pusiness and who exclusively occupies a Resort Lot by contractual or licensed right)	\$750/Lot				
An Agent of an Owner of a Resort Lot					
Home-based business					
A Non-Resident Business Owner (a person that carries on business within the Resort Promotion Area but is not obysically located on a Resort Lot)	\$1,500				
	Square Footage	Annual Assessment			
Owner of a Commercial Resort Lot (a resort lot or any contion used for any commercial or industrial activity other	0-799	\$2,000			
han rental of accommodation to the public)	800 - 1,399	\$4,000			
Note - When calculating the square footage - corridors, stairways, kitchen, laundry and utility rooms, public	1,400 - 1,999	\$5,500			
portions of lobby areas, washrooms, storage areas and other similar areas shall not be included	2,000 - 2,499	\$6,500			
	2,500 or more	\$7,000			
Owner of a Single Owner Hotel Lodging Resort Lot (a facility in one (1) location which has more than twenty (20) accommodation units that are all owned by the same person or persons and are offered for rent to the public.	Each accommodation unit within the facility is assessed based on the number of sleeping rooms as per the Residential and Hotel Lodging Resort Lot rates. The commercial spaces within the facility are assessed based on square footage as per the Commercial Resort Lot rates.				
Silver Star Mountain Resort	\$200,000 at a minimum, but not exceeding 25% of the total of all assessments levied.				

[•] A maximum assessment of \$1,000 is established for a property that is both offered for rent and is operating one or more home based businesses.

Assessments will be levied quarterly or as otherwise determined by the Board and shall be payable within thirty (30) days after being levied. Late payments will be assessed interest at the rate determined by the Board.

5. The boundaries of the Resort Land are outlined in the map attached to this Petition as Schedule 2.

Home-based businesses are limited to one assessment regardless of how many home-based businesses operate from the home.

- Only owners of land within the Resort Promotion Area are eligible to sign the petition.If there are two or more owners on the title, all owners should be listed and a majority of owners must sign.
- 7. We the undersigned are owners of land within the Resort Promotion Area and having reviewed pages 3 through 8 of the Petition, we submit this Petition in FAVOUR of establishing the Resort Association.

Property Address	
Legal Description	
PID Number/Lease Registration Number	
Name of Property Owner (Print Full Name)	_
Signature of Property Owner	Date
Name of Property Owner (Print Full Name)	_
Signature of Property Owner	Date
Name of Property Owner (Print Full Name)	_
Signature of Property Owner	Date
Name of Property Owner (Print Full Name)	_
Signature of Property Owner	Date

NOTE: For the purposes of this petition, parties holding a leasehold interest in land for a term of 30 years or more shall be included as a Property Owner.

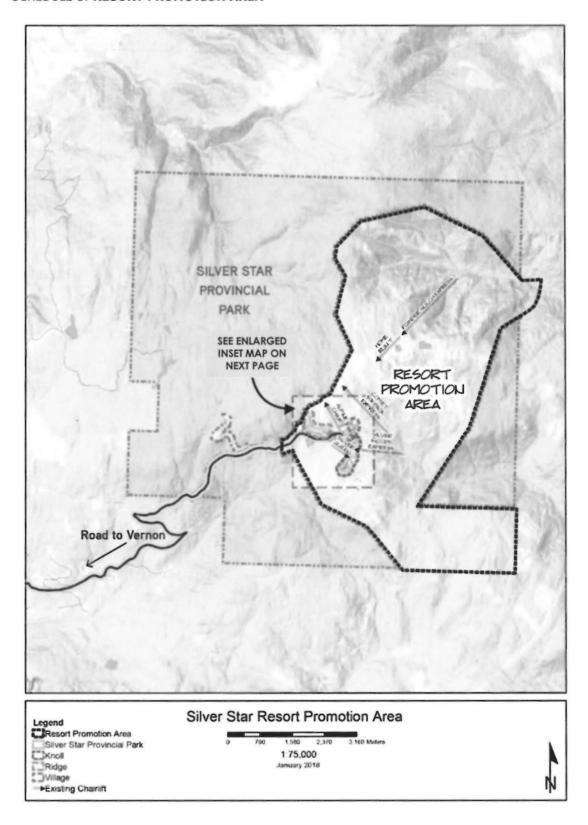
Corporate Signing Page

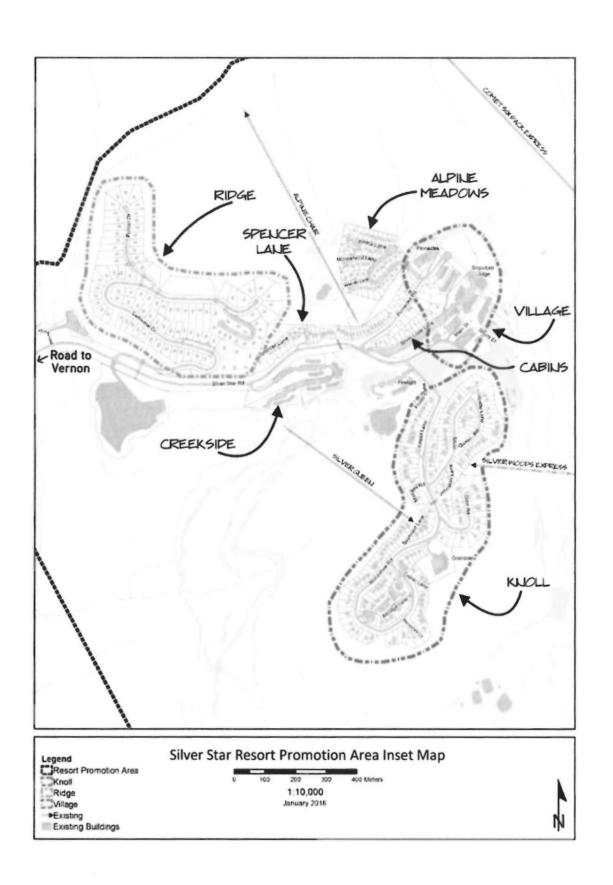
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- 7. We the undersigned are owners of land within the Resort Promotion Area and having reviewed pages 3 through 8 of the Petition, we submit this Petition in FAVOUR of establishing the Resort Association.

Property Address	
Legal Description	
PID Number/Lease Registration Number	
Name of Property Owner (Print Full Name)	
I,	rank in corporation
Signature of Authorized Signing Officer of Corporation	Date
Print legibly witness name	
Print legibly witness address	
Witness signature	Date

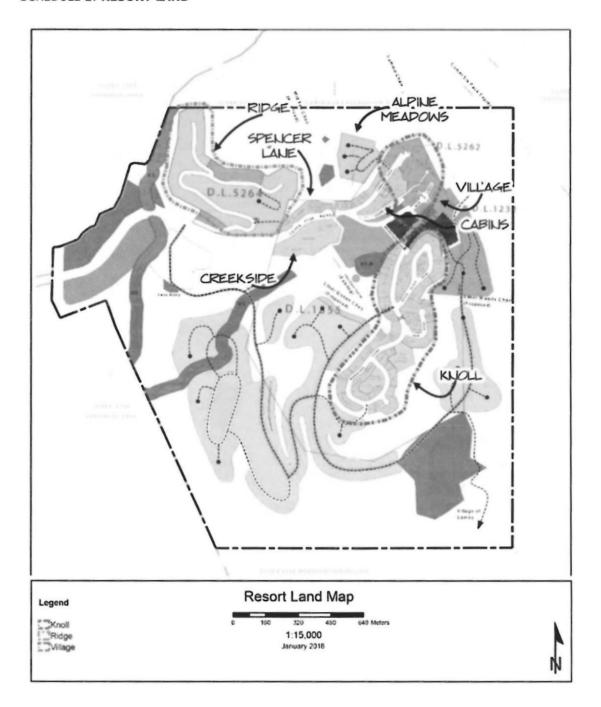
NOTE: For the purposes of this petition, parties holding a leasehold interest in land for a term of 30 years or more shall be included as a Property Owner.

SCHEDULE 1: RESORT PROMOTION AREA





SCHEDULE 2: RESORT LAND



CERTIFICATE OF SUFFICIENCY

FOR ESTABLISHMENT OF THE SIVER STAR RESORT ASSOCIATION

I HEREBY CERTIFY that sufficient Petitions (as summarized below) <u>HAVE</u> been received for properties located within the Silver Star Resort Promotion Area (as outlined in the map attached to the Petition as Schedule 1) to proceed with the establishment of the Silver Star Resort Association in accordance with section 3 of the *Resort Associations Act* and section 212 of the *Community Charter*.

Project Name	Number of Properties	50% Majority Required for Project to Proceed	Number of Petitions Received as of December 14, 2018	Total Assessment - Land and Improvements	50% of Assessments Required for Project to Proceed	Total of Petitioners Assessments Received as of December 14, 2018
Establishment of the Silver Star Resort Association	994	497	529	\$356,049,947	\$178,024,974	\$200,698,950

EXECUTION(S):

EXECUTION DATE:

OFFICER CERTIFICATION:

January 3/4, 2019

Officer Signature(s)

Certified by:

DATISTO & SOLICITOR

ONT COQUITAM, B.C., TO S.

(604) 944-4115 CSIMILE (604) 944-4124 Rick Beauchamp, President R.A. Beauchamp & Associates

Local Government Consultants

OFFICER CERTIFICATION:

Your signature constitutes a representation that you are a solicitor, notary public or other person authorized by the Evidence Act, 1996 R.S.B.C., C. 124, to take affidavits for use in British Columbia and certifies the matters set out in Part 5 of the Land Title Act as they pertain to the execution of this instrument.

SCHEDULE 17 - Silver Star Property Owner Association Review

The Silver Star Property Owners Association (SSPOA) has held the position of remaining neutral on the creation of a Silver Star Resort Association (SSRA). Our stated policy has been:

"While the SSPOA has adopted a neutral position on the subject of a Resort Association at Silver Star, it remains committed to facilitating community discussion on the proposal."

The SSPOA has reconsidered its role. The discussion and debate to date has seen some clear differences of opinion, mainly on the subject of the RAM versus non-RAM properties at Silver Star. The SSPOA represents both RAM and non-RAM members. A discussion that pits one against the other is not in the association's interests or in the long term interests of the Silver Star community. Therefore, the SSPOA will engage in questioning and assessing the proposal with the view of what is best for all the owners of property at Silver Star. To that end, the SSPOA will aim to insure that:

- 1. The information being presented is complete and addresses the issue at hand
- 2. The proposed financial assessments are equitable
- 3. The proposed operating budget is value for money
- The proposed Board governance structure is reflective of the communities marketing needs

The SSPOA must make sure the answers to these issues are presented in an impartial yet critically reviewed manner; that is what the new role of the SSPOA will be. It is not to advocate but to ensure the information presented is complete and has received a critical peer review to give confidence to the members in making their decision. We can remain neutral but ensure that the information presented is complete and provides for an informed decision.

The SSRA proposal has the potential to divide this community. If not handled properly, a failed petition process could alienate the lift operator and RAM members. A successful petition could leave the non-RAM residents resenting the new association. It is clear that these divisions are already becoming reality, often based on lack of or on incorrect information or misunderstanding of the facts.

Silver Star Ski Resort Central Reservations is the primary vehicle for the booking of the majority of village hotel properties which have RAM covenants on title. The first undertaking by the SSPOA under the new policy was to complete an inventory of the

properties not obligated under RAM that are engaged in short term rentals. In addition, the SSPOA has been in discussion with Central Reservations to determine the number of RAM properties that are renting nightly through them.

Up to this point, this question has been addressed in generalities, either by using an estimate or modeling. Some argue that it is not the responsibility of the non-RAM properties to participate in the marketing of the resort. Without firm numbers, the debate will be founded on assumptions. In order to provide an accurate understanding of our accommodation demographics a data mining exercise was undertaken by volunteers of the SSPOA.

The data was acquired by accessing the following websites:

Vacation Rental By Owner (VRBO) also known as "Home Away"

Owner Direct

Silver Star Stays

Airbnb

Silver Star Mountain Central Reservations

OK Chalets

The Bulldog (Silverstarmountain.com)

In total, these websites have over 560 listings; many of the listings were duplicated from one website to another and even multiple listings within one website. The goal was to have a single listing which is accurate, verified and therefore reliable.

The Results (to date): (Number of suites / houses

Creekside 53

Cabin Colony 28

Grandview 6

Knoll 120

TOTAL 207 Rental Units

Many of the listings were multiple units, (house offered separately from the suite or house and suite offered together), so the total above reflects the separate units and not the combined property.

There are 18 properties offering more than one suite resulting in **188 titled parcels** engaged in short term rentals.

Within these 207 rental units, the total number of bedrooms was 468 and the total number of guests that can be accommodated (also known as pillows) is 1468

The numbers of RAM properties renting nightly through the Silver Star Mountain Resort Central Reservations is **211 Rental Units** representing **188 titled parcels**. To say the results are surprising to all involved in this project is an understatement.

The Board of the SSPOA hopes this information assists our members in their discussions and helps the Task Force in its presentation of the Resort Association proposal.

SCHEDULE 18



REPLY TO: DIRECT LINE: email: LEGAL ASSISTANT: DIRECT LINE: JESSICA J. FISHER (250) 372-4969 jjm@mjblaw.com Debbie Marlow (250) 372-4931 debbie@mjblaw.com

Our File:

JJF 29621-01

November 10, 2017

VIA E-MAIL kdcrpak@skissilverstar.com jim.f.godfrey@gmail.com tim.dekker@shaw.ca

Tim Dekker and Don Kassa Co-Chairs, Silver Star Marketing Task Force c/o P.O. Box 3002 Silver Star Mountain, Vernon, BC V1B 3M1

Dear Sirs:

RE: Bylaws (the "Bylaws") of the Silver Star Mountain Resort Association (the "SSRA") and Applicable Legislation

As requested at the Regional District of North Okanagan ("RDNO') Committee of the Whole meeting on November 1, 2017 (the "Meeting"), I am enclosing the proposed Bylaws of the SSRA with the provisions that are required by the British Columbia Societies Act and the Resort Associations Act (collectively, the "Legislation") highlighted in yellow and pink. The highlighted portions of the Bylaws are those provisions that **cannot be changed** as they are mandatory requirements of the Legislation applicable to Resort Associations. The colours reflect the appropriate Legislation as follows:

Yellow - Resort Associations Act requirements; and

Pink - Societies Act requirements.

It should also be noted that the majority of the remaining provisions of the Bylaws that are not highlighted are taken from, or based off of, precedent Bylaws for other non-profit Societies and/or other Resort Associations in British Columbia. In fact, many of the provisions of the proposed Bylaws for the SSRA are more restrictive in delegating power to the Board of Directors than those contained in the bylaws of other Resort Associations.

Another important item to note is that, except for the mandatory provisions prescribed by the Legislation, the provisions contained in the Bylaws can be changed by a 3/4 vote of all



of the <u>members</u> in favour of such change with the approval of the RDNO and the Ministry. Therefore, after incorporation, the <u>members</u> of the SSRA have the power to change the Bylaws if there is a need to do so in the future. For clarity, all changes to the Bylaws would need member approval. The Directors do not have any power to unilaterally make changes the Bylaws.

I am also enclosing a summary of some key provisions of the Legislation applicable to Resort Associations that are not expressly reflected in the Bylaws that the RDNO should be aware of when assessing the Bylaws.

Additionally, I think it is important to address the incorrect statements made about the Bylaws at the Meeting and, in particular, the incorrect statements contained in Mike Lindsay's presentation. Accordingly, I have enclosed a summary of, and reference to, the provisions of the Bylaws that contradict the statements made by Mr. Lindsay.

Please do not hesitate to contact me with any questions or concerns with the above and enclosed.

I trust you will find this to be in order.

Yours very truly,

MAIR JENSEN BLAIR LLP

JESSICA J. FISHER

JJF/dam

Encls (2)



SILVER STAR MOUNTAIN RESORT ASSOCIATION

Key Provisions of the Societies Act (the "SA") and the Resort Associations Act (the "RAA")

- The purpose of a resort association <u>must</u> be to promote, facilitate and encourage the development, maintenance and operation of the resort promotion area (s. 4(1) of the RAA);
- A resort association <u>must</u> not carry on any activity or exercise any power
 that the resort association is restricted by its bylaws from carrying on or
 that is contrary to its purposes; or exercise any of the resort association's
 powers in a manner inconsistent with those restrictions or purposes (s. 7(1)
 of the SA);
- a director of a resort association <u>must</u> act honestly and in good faith with a
 view to the best interest of the society; exercise care, diligence and skill that
 a reasonably prudent individual would exercise in comparable
 circumstances; and act in accordance with the SA and the Bylaws (s. 53(1))
 of the SA);
- a member of a resort association may, without charge, inspect the records
 of the resort association, which records include all financial statements,
 meeting minutes, documented disclosure of conflict of interests of
 directors, copies of member resolutions, register of directors, etc. (s.24(1)
 of the SA). The Bylaws may restrict a member's ability to inspect the dayto-day accounting and transactional records of the resort associations,
 minutes of director meetings and director resolutions (s. 24(2)(b) of the SA)
- the minimum quorum a resort association is required to have is 3 members (s. 82(1)(a) of the SA)
- the minimum notice period for general meetings (annual and extraordinary)
 of a resort association is 7 days if specified in the Bylaws and 14 days if the
 Bylaws are silent (s. 77(1) of the SA);
- resort associations must have an auditor (s. 1 of the Societies Act Regulation)
- a member of a resort association may apply to Supreme Court for relief if
 the member considers that the affairs of the resort association are being
 conducted or the powers of the association are being exercised in a manner
 oppressive to the member and one or more other members; or that an act of
 the resort association has been done or is proposed or that a resolution of

the members has been passed or is proposed that is unfairly prejudicial to the member or to the member and one or more other members (s. 8 of the RAA)

SILVER STAR MOUNTAIN RESORT ASSOCIATION Key Provisions of the Bylaws

- Board Composition (Part 8): The Board Composition is set out in section 8.2,
 8.3 and 8.4 of the Bylaws as follows:
 - 2 appointed Board members form the Silver Star Mountain Operator;
 - 1 elected Residential Director;
 - 2 elected Residential Lodging Directors;
 - 2 elected Hotel Lodging Directors;
 - 1 elected Commercial Director;
 - 1 elected Single Owner Hotel Lodging Director; and
 - 2 elected at large Directors give description of composition.

The Board is not dominated by purely commercial interests. Pure commercial interests are represented by commercial (one Director); the single hotel owner (one Director); and the mountain operator (two Directors) for a total of four out of eleven Directors,

Shared community and commercial interests are represented by residential lodging (two Directors) and hotel lodging (two Directors) for a total of four out of eleven Directors. Both residential lodging and hotel lodging include residential owners of strata or freehold properties that offer their properties out for rent. These owners will likely use their properties for both commercial and personal purposes.

Pure community interests are represented by residential owners of strata or freehold properties that do not offer their properties for rent. These owners are represented by one Director out of eleven. As noted below, these owners are not required to pay any assessments.

Finally, the two At Large Directors could represent pure commercial interests, pure residential interests, or shared residential and commercial interests for a total of two out of eleven Directors.

Therefore, the Board composition as per the Bylaws of the SSRA allow for a fair representation of both community and commercial interests. Essentially, seven of the eleven Directors could have pure community interests or shared community and commercial interests.

- 2. Part 2 Programs and Services. As per sections 2.3 and 2.4 of the Bylaws, the programs and services of the SSRA can only be changed by Special Resolution (3/4 vote in favour at a general meeting) of the members of the SSRA. Additional programs and services can only be added to the budget by a Special Resolution (3/4 vote in favour at a general meeting) of the members of the SSRA. The Board does not have the power to change the programs and services nor can the Board add new programs and services to the budget as both changes require member approval. This is more restrictive than the bylaws of other resort associations in BC which give discretion to the Board to add programs and services to promote the resort association's purposes and to add items to the budget without member approval.
- 3. Part 3 Membership. Section 3.7 of the Bylaws sets out that members (other than the Silver Star Mountain Operator) can only be expelled from the SSRA by a Special Resolution (3/4 vote in favour at a general meeting) of all of the members of the SSRA. The Board does not have the power to expel members. Additionally, a member can only be expelled if the notice of the Special Resolution is accompanied by an explanation as to why the member is subject to expulsion and the member who is subject to the expulsion is given an opportunity to be heard at the general meeting before the Special Resolution is put to a vote.

The Membership of the SSRA is comprised of those members who automatically become members upon the incorporation of the SSRA (the Silver Star Mountain Operator and owners of Resort Lots) and those members who may apply for membership and are admitted by the Board of the SSRA in accordance with section 3.2 of the Bylaws. With respect to those persons who may apply for membership, most standard form bylaws allow Directors to accept or reject membership applications. Legally, Directors must act in good faith and in the best interest of the SSRA and are therefore given discretion to make decisions with respect to the admission of members.

4. Part 4 – Borrowing Powers. Section 4.4 sets out that, other than for cash-flow purposes, the Board must obtain approval by a Special Resolution (3/4 vote in favour at a general meeting) of the members of the SSRA to borrow amounts greater than \$250,000. The Directors do not have the power to borrow more than

\$250,000 without member approval (unless it is for cash-flow purposes). Most standard form bylaws allow Directors to borrow funds on behalf of the society or association. Legally, Directors must act in good faith and in the best interest of the SSRA and are therefore given discretion to make borrowing decisions. It should be noted that the provisions of the SSRA Bylaws with respect to borrowing powers of the Board are more restrictive than the borrowing powers contained in the bylaws of other B.C. resort associations and societies which give the Directors full discretion to borrow on any terms and for any amounts the Directors deem appropriate.

5. Part 8 – Directors. Section 8.6(c) sets out that the members may remove an elected Director by a Special Resolution and the members may, in accordance with the voting method set out in sections 8.3 and 8.4, appoint another person in his/her stead. The Board does not have the power to remove Directors.

Most standard form Bylaws of a resort association or society give the Directors flexibility in where, when and how they hold their meetings. This is because Directors often need to be able to conduct business efficiently and expediently, sometimes on an emergency basis.

- 6. Part 13 Officers. Under the SSRA Bylaws, management consists of two separate and distinct types of offices: Directors and Officers. The Directors are appointed or elected by the members in accordance with Part 8. The Officers are members of the Board who are elected by the Board to fill the offices of Chair, Vice-Chair, Secretary, etc. Since Officers are elected by the Board, the Board can remove a Director from his/her position as an Officer at any time by a majority vote. The Board cannot unilaterally remove a Director from the Board as Directors may only be removed from office in accordance with Part 8 of the Bylaws. This is standard of bylaws of other resort associations and societies.
- 7. Part 15 Documents, Records and Reports. As per the Societies Act, a member does not require approval from the Board to inspect the annual financial Statements (prepared in accordance with the Societies Act). However, the Board does have the ability to restrict the members' right to inspect the day-to-day accounting and transactional records of the SSRA and therefore, Board approval is required.
- 8. Part 20 Assessments Payable by Members. Since Part 20 does not provide for any assessment required to be paid by owners of residential lots (not offered for rent), those owners do not have to pay any assessments. This commitment is in the Bylaws. Further, the Bylaws were amended on instructions from the Task Force to expressly include section 19 in order to make it clear that adding additional classes of members to be subject to assessments can only be done by a Special Resolution of the members and with the approval of the RDNO and the

Ministry. The Board cannot unilaterally add additional classes of members to be subject to assessments without member approval.