



February 8th 2018

Members of the Aurora Homeowners Association
Aurora Airdrie, Alberta

Dear Members:

**RE: Notice of the 2018 First Annual General Meeting
Thursday February 22, 2018 @ 7:00 PM
The Orchards Residents Association
4059 Orchards Drive SW Edmonton, AB**

Enclosed please find the Notice of the First Annual General Meeting (AGM) for the Association, the Report of the Board of Directors, the Information Circular, and a Proxy Form.

Please review the enclosed information and plan to attend the AGM or submit your proxy form, as indicated. The AGM will be held on Thursday February 22, 2018 @ 7:00 PM at The Orchards Residents Association, 4059 Orchards Drive SW Edmonton, AB. Please assist your Board of Directors by attending the AGM or sending in your proxy form.

Please note that the Aurora Association currently has vacancy for up to Four (4) Resident Directors. If you are interested in being nominated for the Board of Directors, or have any questions about the enclosed, please contact Triona at 780-945-2816 or by e-mail at tcosgrave@melcor.ca.

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

Yours truly,

AURORA HOMEOWNERS ASSOCIATION

**MICHAELA
DAVIS**
President &
Melcor
Director

**DARIN
RAYBURN**
Vice President &
Melcor
Director

**ANDRE
BANKS**
Vice President &
Melcor
Director

**KAREN
ALDEBRA**
Vice President &
Melcor
Director

**NAOMI
STEFURA**
Treasurer/Secretary
& Melcor
Director



**NOTICE OF THE AURORA HOMEOWNERS ASSOCIATION
2018 FIRST ANNUAL GENERAL MEETING OF MEMBERS**

Please take notice that the 2018 First Annual General Meeting of the Members of the **AURORA HOMEOWNERS ASSOCIATION** (the "Company"), will be held at **The Orchards Residents Association, 4059 Orchards Drive SW Edmonton, AB on Thursday February 22, 2018 @ 7:00 PM (MST)** for the following purposes:

- 1) To receive the Report of the President of the Company;
- 2) To receive the unaudited Financial Statements for the fiscal year ended December 31, 2017;
- 3) To establish the number of Directors to hold office until the next Annual General Meeting and elect such Directors;
- 4) To appoint an Auditor of the Company;
- 5) To transact such other business as may properly come before the Meeting or any adjournment thereof.

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

Dated at Edmonton, Alberta this 8th day of February, 2018.

BY ORDER OF THE BOARD OF DIRECTORS

MICHAELA DAVIS, President

TO ALL MEMBERS:

IF YOU ARE UNABLE TO ATTEND THIS MEETING, PLEASE COMPLETE THE ACCOMPANYING PROXY FORM AND RETURN AS INDICATED IN THE INSTRUCTIONS FOR PROXY FORMS INCLUDED IN THIS PACKAGE.



AURORA
Aurora Homeowners Association
Presidents Report
January 2018-December 2018

The Aurora Homeowners Association (AHOA) was incorporated as a non-profit corporation in February 2008, registered under the Societies Act of Alberta.

The purpose of the Association is to own and maintain for the benefit of the members various subdivision features and amenities within the Aurora Development. The Melcor Board of Directors administers the AHOA, which consists of three (3) Melcor Developments appointed Directors. The Board recommends a maximum of Seven (7) Board members, made up of four (4) resident members of the community and three (3) members from Melcor. The Board will meet quarterly to: ensure policies are properly set and Rules & Regulations are legislated; be the voice of their fellow residents for AHOA-related issues. During Melcor's term of management, the power of the Board is limited.

Financial

The annual operating costs of the AHOA - including the various subdivision features/amenities, is the responsibility of the Members through the payment of mandatory fees, pursuant to a Rent Charge Encumbrance registered on each lot title (the amount is exempt from GST) in Aurora. After careful review of the 2018 operating budget, the AHOA Board of Directors approved the 2018 fees be set at \$200 per standard lot. Fees were invoiced February 1st 2019.

A copy of the 2018 Operating Budget is available for review online at <http://auroraedmonton.com/> or upon request at tcosgrave@melcor.ca. The enclosed (unaudited) Financial Statements are prepared up to December 31st 2017.

Appointment of Auditor

The Board of Directors proposes to appoint BDO Canada LLP as Auditor for the Society for the 2018 Fiscal Year.

Summary/Management Transition

Melcor, in co-operation with the Resident Board of Directors, will start the process of working towards a seamless transition of the turnover of the management of the Aurora Homeowners Association at the AGM. The Management of the AHOA will be completely turned over in February 2019.

In anticipation of the turnover, Melcor is preparing to implement an exit strategy that consists of Board development training, and moving all accounting and administrative functions to the Aurora Homeowners Association Resident Directors. The administrative and accounting systems that are currently in place have been carefully applied to ensure a seamless transition of full management duties to the AHOA. As well, the Melcor Directors will be established an Executive Committee that will work closely with the Melcor Executive Directors. Melcor is committed and dedicated to leaving behind a successful legacy in Aurora.

Respectfully submitted February 8th 2018

MICHAELA DAVIS	DARIN RAYBURN	ANDRE BANKS	KAREN ALDEBRA	NAOMI STEFURA
President & Melcor Director	Vice President & Melcor Director	Vice President & Melcor Director	Vice President & Melcor Director	Treasurer/Secretary & Melcor Director

**AURORA HOMEOWNERS ASSOCIATION 2018 INFORMATION CIRCULAR
GENERAL INFORMATION & PROXY STATEMENT**



SOLICITATION OF PROXIES

This Information Circular is furnished in connection with the solicitation of proxies by management of the AURORA HOMEOWNERS ASSOCIATION (the "Society") for use at the First Annual General Meeting (the "Meeting") of Members of the Society to be held at **The Orchards Residents Association, 4059 Orchards Drive SW Edmonton, AB, on Thursday February 22, 2018 at 7:00 PM**. All expenses incurred in connection with the solicitation of proxies will be borne by the Society. Solicitation will be made primarily by mail, but proxies may also be solicited by Directors, officers and employees of the Society.

APPOINTMENT AND REVOCATION OF PROXIES

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

EXERCISE OF DISCRETION BY PROXY

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

VOTING BY MEMBERS

Only Members of record at the close of business on February 8, 2018 are entitled to vote at the Meeting, each Member being entitled to one (1) vote. Members are defined in the Articles of Association (the "Articles") of the Society as restricted to Commercial Owners, Homeowners and Rental Project Owners.

Where there is more than one owner of a property, there shall be only one Member who shall be the person designated as the Member by all the owners of the property. In the absence of such designation, the first person named as owner in the Certificate of Title or as Purchaser in an Agreement for Sale, shall be the Member.

Where a residential property is occupied by a tenant, such tenant may be designated as the Member by and instead of the owner of such property.

Where a rental project is involved, the registered owner shall be the Member and notwithstanding how many tenants are residing in the rental project, it shall have only one (1) vote.

As at the close of business on **February 8, 2018** the Society had **595** members in good standing. In addition, there are **400** Melcor votes in respect of lots registered in the name of Melcor.

ELECTION OF DIRECTORS

At the Meeting, it is proposed that the total number of Directors for the Society be established as no more than **SEVEN (7)** until the next Annual General Meeting. Pursuant to the Articles of the Society, Melcor is entitled to appoint up to **three (3)** Directors with the remaining Resident Directors elected at the Meeting. The following persons are the current Directors of the Society:

NAME	PERIOD SERVED AS DIRECTOR OF THE SOCIETY
Michaela Davis (Melcor)	5 years
Darin Rayburn (Melcor)	5 years
Andre Banks (Melcor)	5 years
Karen Aldebra (Melcor)	5 years
Naomi Stefura (Melcor)	5 years

It is proposed that four (4) Members in good standing be elected at the AGM in accordance with the Articles of Association.

**AURORA HOMEOWNERS ASSOCIATION 2018 INFORMATION CIRCULAR
GENERAL INFORMATION & PROXY STATEMENT**



Nominations will also be sought at the meeting for Directors from the Members. Individuals should be aware of the fiduciary responsibilities of Director's generally, as well as the specific limitation of the power of Directors of the Society in respect of Melcor's management contract. Members interested in standing for election at the meeting are invited to contact Triona in advance of the meeting at tcosgrave@melcor.ca

The term of office for each person is a one-year term and shall be from the date of the Meeting until the next Annual General Meeting of Members or until his/her successor is elected or appointed.

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

INTEREST OF INSIDERS IN MATERIAL TRANSACTIONS

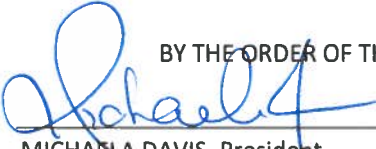
The three (3) Melcor appointed Directors are employees of Melcor, who is the operator of the Aurora Amenities. As operator of the Aurora Amenities, Melcor approves the operating budget for their proper operation.

APPOINTMENT OF AUDITORS

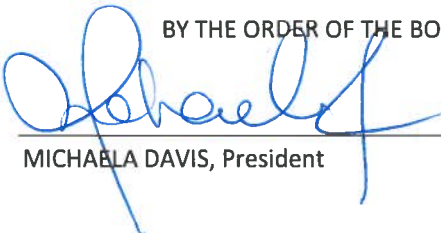
Management proposes that BDO be appointed as Auditor of the Society and that the Directors be authorized to approve their remuneration.

CERTIFICATE

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

BY THE ORDER OF THE BOARD OF DIRECTORS

MICHAELA DAVIS, President

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

BY THE ORDER OF THE BOARD OF DIRECTORS

MICHAELA DAVIS, President

EDMONTON AURORA RESIDENTS ASSOCIATION
FINANCIAL STATEMENTS
FOR THE YEAR ENDED DECEMBER 31, 2017

EDMONTON AURORA RESIDENTS ASSOCIATION**BALANCE SHEET**

(Unaudited)

As at December 31 (\$)	2017	2016
ASSETS		
Cash	Nil	Nil
LIABILITIES		
Membership Fees	Nil	Nil

STATEMENT OF EARNINGS

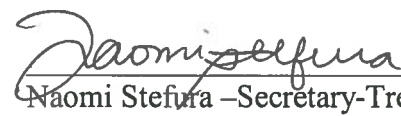
(Unaudited)

For the period ended December 31 (\$)	2017	2016
Revenue	Nil	Nil
Expenses	Nil	Nil

Financial Statements have been reviewed and approved by:



Michaela Davis- President



Naomi Stefura –Secretary-Treasurer

NOTES TO FINANCIAL STATEMENTS

FOR THE YEAR ENDED DECEMBER 31, 2017

(Unaudited)

1. Nature of the organization and basis of presentation:

The Edmonton Aurora Residents Association (the Association) was incorporated in Alberta on February 8, 2012 as a society. The Association is expected to commence operating in 2019.

The purpose of the Association is (or will be or will hereby become) the holder of leases, easements and other rights in, to and over portions of the Subdivided Lots within the Aurora Subdivision, including:

- a. easements for Perimeter Fences on Subdivided Lots on the outside perimeter of the Aurora Subdivision;
- b. easements or leases for the following subdivision common elements:
 - i) entrance gateways,
 - ii) park parcels, and
 - iii) gardens
- c. easements and other rights for maintenance of Subdivision Features, and
- d. such other leases and easements as the Homeowners Association deems appropriate for the overall benefit of the Aurora Subdivision and its owners.

2. Membership:

There are 3 classes of voting membership, namely, Class A, Class B and Class C. Class A members are subscribers to the Homeowners Association's incorporation and charter documents and all owners other than the Developer of Subdivided Lots, excluding the Multi-Family Land as long as it is not subdivided or condominiumized. Class B members are owners of the Multi-Family Land. Class C members are the developer.

The turnover date will be determined by the Class C member whose intention is to turnover control once the development of the community has reached that point of completion whereby the integrity of the community is established as intended and ongoing maintenance is effectively the only requirement of the Association.

3. Startup and Rent:

There has been few costs incurred regarding the operation of the Association and those costs which have been incurred have been borne by Melcor Developments Ltd.

4. Turnover of Control:

Melcor Developments Ltd. will be responsible for the costs of the landscape specific items of the Association until final acceptance certificates are issued by the City of Edmonton.

By resolution in writing and signed by all of the Directors of Edmonton Aurora Residents Association the Audit for December 31, 2017 was waived.



AURORA
AURORA HOMEOWNERS ASSOCIATION
2018 ANNUAL GENERAL MEETING OF MEMBERS
On the 8TH day of February 2018 at 7:00 PM

RETURN PROXIES NO LATER THAN AT CLOSE OF BUSINESS (5:00 P.M.) ON TUESDAY FEBRUARY 20TH 2018

INSTRUCTIONS FOR PROXY FORMS

Appointment and Revocation of Proxies

A Member desiring to appoint a person to represent him/her at the Meeting may do so by inserting such person's name in the blank space provided. The completed proxy should be sent in to the address indicated below in time to reach such address not less than twenty-four (24) hours (excluding Saturdays, Sundays and Holidays) before the time of the Meeting:

Mail to: Melcor Developments
Suite 900, 10310 Jasper Avenue Edmonton, AB T5J 1Y8
Attention: Triona Cosgrave

or e-mail this completed form to tcosgrave@melcor.ca

All proxies must be in writing, signed by the Member and returned no later than at close of business Tuesday February 20, 2018.

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

Voting and Exercise of Discretion by Proxies

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



AURORA
AURORA HOMEOWNERS ASSOCIATION
2018 ANNUAL GENERAL MEETING OF MEMBERS
On the 8TH day of February 2018 at 7:00 PM
PROXY SOLICITED BY MANAGEMENT

The undersigned Member of the AURORA HOMEOWNERS ASSOCIATION (the "Society") hereby appoints **Michaela Davis** or failing her, _____, as proxy to attend and vote on behalf of the undersigned at the Annual General Meeting of Members and at any adjournment thereof and my proxy is instructed to vote:

1) **FOR _____ OR AGAINST _____** (and if no specification is made, FOR)

The setting of the total number of Directors for the Society until the next Annual General Meeting at seven (7) composed of four (4) Resident Directors to be elected at this Meeting and three (3) Melcor appointees.

2) **FOR _____ OR AGAINST _____** the election of the following resident(s) as Directors, for a one-year term, in accordance with their nomination: **Please mark a maximum of four (4) candidates.**

NAME OF NOMINEES	FOR	AGAINST
Chris Holtz		
Paul Rosich		
Joseph Malachi		
Kan Mah-Paulson		
Brandon Pambianco		
Pam Kelly		
Funke Olokude		
Aidyle Jonathan		
Sylvia Campbell		
Bijaya Dahal		
Ronny Fenrich		
Dany Kassis		
David Thompson		
Sivarama Krishnan Chembai Narayana		

3) **FOR _____ OR AGAINST _____** (and if no specification is made, FOR)

That BDO Canada be appointed as Auditor of the Society for the 2018 fiscal year.

4) And in his/her discretion with respect to any amendments, variations or additions with respect to any of the matters noted above or with respect to any other matter which may properly be brought before the Meeting or any adjournment thereof.

DATED this _____ day of _____, 2018.

 Member's Name (Please Print)

 Member Signature

 Member Address (*required)

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