

**2010 bylaws and bylaw amendments of
LMS 1866 Strata Corporation
(The Electra) Commercial Section only**

May 2010, Vancouver, BC

PART 1 – PREAMBLE AND SCOPE

Scope

- 1 - Includes Strata Act Standard Bylaws
 - a. But changes some...
 - b. ... And ignores those that don't apply to Commercial
- 2 - Includes the Electra's 2003 Bylaws
 - a. But changes some...
 - b. ... And ignores those that don't apply to Commercial
- 3 – Any Residential effect by these bylaws disclaimed
- 4 - Commercial Section resolutions only affect Section's lots
- 5 - Headings for convenience

Commercial Section Ownership

- 6 – Specific strata lots included
 - a. Forming the Commercial Section
 - b. Forming the elected Commercial Board
 - c. That have rights and duties connected to the lots.
- 7 - Contribution to Strata Lot 449
- 8 - Contribution to Strata Lot 448
- 9 - Contribution calculation for Strata Lots 448 and 449

PART 2 – EXECUTIVE COUNCIL

Formation

- 10 – The Executive Council is formed in a specific way
 - a. Owners, owners reps and long-term tenants
 - b. Between 3 and 4 directors
 - c. Council also known as Board; Member also known as Director

Quorum

- 11 - Quorum is two
- 12 - Quorum determined by presence at meeting
 - a. Boards must meet in person if practical
 - b. Electronic attendance permitted in some cases

Electronic Attendance

- 13 – Electronic attendance by directors allowed in some cases
 - a. Phone-in director must get permission, but not in consecutive meetings
 - b. Conference call meeting okay in emergency but only that topic.
 - c. Video attendance permitted, but must be good quality
- 14 – Attendance link degradation affects quorum
 - a. Quorum lost if dependent on electronic link that degrades or breaks

Executive Vacancies

- 15 – Executive may remove and replace member by vote
 - a. Directors can remove one of their own
 - b. Can replace them but only to end of term or next owners meeting
- 16 – Board may fill vacancy by appointment until AGM
 - a. Appointed director may stand for election to complete term
- 17 – Owner with Commercial Section lien barred from election...
 - a. ...Unless liened owner puts disputed money into trust

First Executive meeting after each AGM

- 18 – Procedures to elect table officers, privacy officer and Strata reps
 - a. Temporary chair appointed first
 - b. Table officers retire
 - c. Table officers elected
 - d. Privacy Officer elected from any director
 - e. President and any other director appointed to Strata Council
 - f. Meeting's chair eligible for office
 - g. Remaining directors appointed as alternates to Strata Council
 - h. Alternates may temporarily replace appointees on Strata Council
 - i. President or delegate takes chair of meeting after elections
 - j. All first-meeting business must complete before meeting's end
 - k. Chair must pass to another in certain circumstances

Board Honoraria

- 19 – Discretionary honoraria up to \$100 per member per meeting
 - a. Honorarium is discretionary
 - b. Honorarium may be declined, but only at board meeting
 - c. Honorarium may be accepted later, but only at board meeting
 - d. Honorarium resumption is not retroactive

Voting in Case of a Tie

- 20 – Votes fail unless majority achieved
- 21 – Requirements for reconsidering a vote

Order of Commercial Executive Succession

- 22 – President to appoint vice-president to act if away for more than a day
- 23 – Vice-President may assume president's powers by Executive vote
- 24 – Directors may act in absence of president and vice-president
 - a. May hold board meeting
 - b. Temporary president shall be appointed at meeting

Expenses of members of Executive or Executive committees

- 25 – Section may compensate directors for expenses with receipts
 - a. Receipts required
 - b. Payment requests may be provided in a group
 - c. Receipts need to be current
 - d. Payments must be approved by Board at public meeting

Contracting with Directors or owners

- 26 – Section not to hire owner to certain senior Commercial positions
- 27 – Section not to contract director's firm to large contract, with exceptions
 - a. Contractual cost must be less than 10,000 per year, unless bid
 - b. Director can't have prior discussions about pending contract
 - c. Approval motion must declare director's link
 - d. Conflict-of-interest rules to be followed
 - e. Goods or services must be provided at cost

Borrowing from the CRF

- 28 – CRF money may be borrowed for operations in certain cases
 - a. Expense must be routine
 - b. Expense must be approved in owner's vote on budget
 - c. Loan must be repaid by fiscal year end
 - d. Covers temporary operating account shortage caused by expense
 - e. Transfer of CEF funds by Board resolution at least
 - f. CRF legal minimums must remain after borrowing

Commercial, Executive, Spending Limitation

- 29 – Board may spend to \$10,000 for unbudgeted projects, to 50% of budget

Third-party contracts with Section

- 30 – Contracts default to one year, Board may vary, must be cancellable
- 31 – Tenders to be considered \$5,000 – \$10,000; required over \$10,000
- 32 – Sole-sourced contractor requires Executive due diligence

Impugned Executive Member

- 33 – Executive must investigate and rule on allegations against member
 - a. Board must investigate if allegation disputed
 - b. Board may appoint independent investigators
 - c. Director is presumed innocent, may continue Board work
 - d. Procedure to use if allegations prevent Board quorum
 - e. Impugned director may cure any defect until investigation ends
 - f. Allegations do not affect prior Board decisions
 - g. Allegations do not affect prior Strata Council decisions
 - h. Investigation report to be made public at earliest opportunity
 - i. Case closes if Board clears allegation, but owners may meet
 - j. Board ruling takes precedence over following bylaw portions
 - k. Fine may be levelled if allegation proved
 - l. Procedure for director's duties to end if allegations proved

In-Camera Meetings

- 34 – Council business in public with only few exceptions as listed
 - a. In camera meeting part of public meeting to validate decisions
 - b. No discussions outside meeting; fine may be imposed
 - c. Decisions must be made public as soon as possible
 - d. Voting same as in public session
 - e. List of 10 specific topics that may be discussed in camera
 - f. Procedure if additional topics to be discussed in camera
 - g. Majority vote citing section required to go in camera
 - h. Procedure for identifying those who may attend in camera session
 - i. Procedures for meeting chair when dealing with in camera
 - j. Chair may prevent someone entitled to be at in camera session
 - k. Minutes of in camera session taken and kept separately
 - l. Conflict of interest may bar access to portions of in camera minutes
 - m. In camera minutes must be approved like other minutes
 - n. Procedure for deciding when in camera decisions, minutes to be made public
 - o. Those attending in camera meeting decide how much to report

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- p. Portions of in camera minutes may be redacted when publishing
- q. Some items of an in camera meeting are always made public
- r. Names of third parties at in camera meeting may be withheld

PART 3 – OWNERS MEETINGS

Chair

35 – President is chair unless delegate is named

- a. Procedure for deciding who may be chair
- b. Situation may decide when relinquished chair may be returned
- c. Situation may decide if chair must be relinquished again

Voting in Case of a Tie

36 – Vote requires majority to pass

37 – Reconsideration must be okay with mover, seconder or 75% needed

No Meetings by Proxy Only

Strata Property Act section 44 only exception

Absentee Ballots Not Permitted

39 – Voters must be present to vote unless proxied.

Special Levies

40 – Board may present special levy for projects

41 – Accounting of levies at least quarterly, and separately

42 – Special levy late-payment interest rate same as other assessments

43 – If levied project going over budget, Board must take action

- a. Call another owner's meeting, or
- b. Request additional money from owners, or
- c. Use up to \$5,000 or up to 50% of contingency account to complete, or
- d. Halt work until next AGM to request additional levy

44 – If levied project under budget owners refunded, unless under \$100

- a. Strata Act requires \$100 threshold minimum to refund

Executive Member's Election & Terms

45 – AGM voters elect replacements for directors whose terms end

46 – Terms are for two years with half the directors elected each AGM

- a. Half of directors elected at each AGM
- b. Maximum two consecutive terms before 1-year stand-down, with exceptions

- 47 – The first time, terms for half the directors are two years, half one-year
- a. Procedure to determine which directors serve single term

PART 4 – DUTIES

Duties of a Commercial Owner or Tenant to the Commercial Section

- 48 – Owners and, through them, tenants have a range of duties
- a. Pay strata fees, levies on or before each month
 - b. Repair and maintain owner's strata lots
 - c. Repair and maintain owner's limited common property
 - d. Ways which lots or limited common may not be used
 - e. Ensure their property use doesn't interfere with others
 - f. Ensure their property isn't a nuisance or hazard
 - g. Ensure damage restricted to reasonable wear and tear
 - h. Requirement to inform Board within 2 weeks about specific info
 - i. Requirement to inform Board with 2 weeks if required info changes
 - j. Ensures tenants, within 2 weeks, acknowledges Bylaws, and provides specific info
 - k. Ensures Board permission sought before making major alterations
 - l. Ensures Board approves alternation to common types of property
 - m. Ensures Commercial reps may enter strata lots in emergency or on 48 hours notice
 - n. Owner may be fined for Bylaw violations

Duties of the Commercial Section Board to Owners

- 49 – Commercial has a range of duties to owners and, though them, tenants
- a. Improve, maintain etc to Class A standards
 - b. Board to work with Strata, Residential councils to improve, etc.
 - c. Collect and bank maintenance fees, levies
 - d. Pay all Commercial Section bills
 - e. Work with auditor to produce annual depreciation report
 - f. Provide operational contingency in each annual budget
 - g. Provide 5-year, 10-year rolling maintenance report annually
 - h. Ensure limited common-property revenues benefit their owners
 - i. Ensure Commercial Section accounts audited annually
 - j. Owners permitted to attend Board meetings, except in camera, as observers
 - k. Ensures recordings permitted at any Commercial meeting if not disruptive
 - l. Ensure signage conforms to Board signage policy
 - m. Ensure advertising conforms to Board signage policy
 - n. Ensure owners receive at least draft minutes within two weeks
 - o. List of information to be provided to owners

PART 5 – CONSTRAINED ACTIVITIES ON COMMON AREAS

Animals

50 – Animals must be controlled

- a. Methods of control
- b. Owners responsible for control
- c. Maintained fish tanks permitted up to 140 litres within owner's lot

No smoking

51 – Smokers fined if caught on Common or Limited Common property

Political campaigning

52 – Political campaigners allowed access to Commercial Common property

- a. Campaigners normally exempt from solicitation bylaws

Commercial Section Move in, Move out; Load in, Load out

53 – \$100 admin fee for second and subsequent move-in

54 – Fines if moving or loading appointments, restrictions not followed

Commercial security and physical or electronic keys

55 – Commercial executive must only issue security clearance under policy

PART 6 – CONSTRAINED ACTIVITIES WITHIN STRATA LOTS

Commercial kitchens

56 – No deep fryers, or fines may be levied

57 – Exterior venting required

- a. Board must approve venting plans before work begins

58 – Grease traps required in sink drains

PART 6 – PROHIBITED USES OF COMMERCIAL SECTION STRATA LOTS

Legal Restrictions

59 – Only uses allowed by strata plan permitted

60 – Governmental restrictions

61 – Board may bar businesses from use or changing use

- a. Barred if Board decides use interferes with others
- b. Barred by Board if nuisance or hazard
- c. Barred by Board if lowers character or reputation Commercial

- 62 – Board must advise other owners before barring business
 - a. Decision to barr cannot be implemented for two weeks
 - b. Fines for other infractions may be levied
- 63 – Board’s decision to bar expires at AGM unless bylaw changed
- 64 – Specific types of businesses barred
 - a. School with more than 10 students serviced by elevator
 - b. Additional types of businesses
- 65 – Existing barred businesses grandfathered
 - a. Until current lease expires, or
 - b. Ownership of strata lots changes
- 66 – Owners can’t permit activities that cause nuisances without permission
 - a. Such as reno, reconstruction or construction disturbance
 - b. Unusual or dangerous use of property

Unless...

 - a. Board provided with work plan in advance, and
 - b. Provide refundable deposit of \$200
 - c. Provide Board with mitigation strategy
 - d. Board must consider how disturbance affects others
 - e. Owner must receive and abide by Board approval conditions

Deposit may be forfeit if approval plans not followed
- 67 – Deposit forfeiture’s costs or expenses may be added to assessment
- 68 – Fines for bylaw violations may be added to deposit forfeiture
- 69 – Section can apply to court to recover without owner’s resolution

PART 7 – COMMERCIAL SECTION FEES, ASSESSMENTS AND FINES

Assessments

- 70 – Assessments must be paid monthly, in advance
 - a. Owners have 15-day grace period
- 71 – Board may charge interest
- 72 – Board may adjust interest, but only in specific ways

Fines for bylaw infractions

- 73 – Board sets fines for bylaw violations
- 74 – Board must follow procedure before imposing fine
- 75 – Procedure to be followed by Board to assess fines

Levels of Fines for Bylaw Infractions

76 – Three levels of fines available to Board

- a. Level 1: \$50
- b. Level 2: \$100
- c. Level 3: \$200

77 – Board may assess lesser fine within levels

78 – Fines and offenders must be authorized by Board vote

PART 8 – CO-OPERATION WITH OTHER BOARDS

Co-operation with the Residential and Strata Executive

79 – Owners have role in assessing co-operation

80 – Board works on bylaws when Residential does

- a. Board may offer bylaw wording to strengthen co-operation
- b. Board must work with Residential to apply bylaw to both sections equally
- c. Board to adjust its own bylaws to work co-operatively with Residential bylaws
- d. Board must offer support to changes that enhance joint operations

81 – Co-operation has practical limits but...

- a. Board ensures cooperation is essential part of its goals
- b. Enhancing or maintaining ties part of fiduciary duty
- c. No fault, or no-blame attitude shall be advanced
- d. Co-operative solutions the aim even if difference of opinion
- e. Informal mediation process should be proposed first
- f. Being part of formal mediation required
- g. Owners must authorize court action against Strata or Residential

82 – Contention on one issue must not colour debate on other issues

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Part 1 – Preamble and Scope

BE IT RESOLVED by a ¾ vote of the Commercial Owners of The Owners, Strata Plan LMS-1866 that the following bylaws and amendments be passed for the Commercial Owners, also known as Section 2 of The Owners, Strata Plan LMS-1558 (“Commercial Section”).

These bylaws and amendments bind the owners, tenants and occupants in the Commercial Section to the same extent as if they had been signed by the Commercial Section and each owner, tenant and occupant in the Commercial Section and contained covenants on the part of each owner, tenant and occupant in the Commercial Section with every other owner, tenant and occupant in the Commercial Section and with the strata corporation to observe and perform their provisions.

Unless otherwise stated, all terms have the meanings prescribed in the Strata Property Act, S.B.C. 1998, c. 43 (the “Act”), as amended from time to time.

Scope

1 - Includes Strata Act Standard Bylaws

1. These bylaws of the Commercial Section of LMS 1866, The Electra, incorporate by reference the Schedule of Standard Bylaws of the BC *Strata Property Act*, [SBC 1998] Chapter 43, as amended from time to time, except:
 - a. Any of the Commercial Section bylaws that supersede any of the Schedule of Standard Bylaws, or
 - b. Any of the Schedule of Standard Bylaws that would not reasonably apply to a non-residential or commercial strata section.

2 - Includes the Electra’s 2003 Bylaws

2. These bylaws of the Commercial Section of LMS 1866, The Electra, also incorporate, by reference, as amendments to the Bylaws of The Electra LMS 1866 filed in the land title office in 2003 (the “2003 Bylaws”) as they apply to the Commercial Section except:
 - a. Any of these Commercial Section bylaws that specifically supersede any of the 2003 Bylaws, or
 - b. Any of the 2003 Bylaws that would not reasonably apply to the Commercial Section.

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3 – Any Residential effect by these bylaws disclaimed

3. These bylaws specifically make no change to the 2003 Bylaws that affect the Residential Section of LMS 1866, and where there may be an interpretation of any of these Commercial bylaws as potentially affecting the Residential Section, that effect is hereby disclaimed.

4 - Commercial Section resolutions only affect Section's lots

4. Any resolution approved by the Commercial Section shall apply only to the strata lots of the Commercial Section.

5 - Headings for convenience

5. The headings in bold of these bylaws are for convenience, and their wording is not part of these bylaws.

Commercial Section Ownership**6 – Specific strata lots included**

6. The owners of the strata lots 245 through 447, plus strata lot 449, of Strata Plan LMS 1866 shall:
 - a. Form a separate section within the Strata Corporation and have the name "Section 2 of The Owners, Strata Plan LMS 1866", to be also known herein as the 'The Commercial Section'.
 - b. Form an elected executive, called the 'Commercial Section Executive' or more commonly 'Commercial Section Board', from amongst the Commercial Section owners to represent them.
 - c. Have care and control of the rights, responsibility and property belonging to, appurtenant or pertaining to all or any of the strata lots of the Commercial Section.

7 - Contribution to Strata Lot 449

7. The owners of the Commercial strata lots shall contribute to the Commercial Section operating fund, according to their unit entitlement, for Strata Lot 449, which is the strata lot of commercial facilities, also know as the facilities strata lot.

8 - Contribution to Strata Lot 448

8. The owners of the Commercial strata lots shall contribute from time to time via the Commercial Section operating fund as decided by the Commercial Section Executive, according to the owners' unit entitlement, to Strata Lot 448, which is the common electrical/mechanical equipment

strata lot, also know as the common equipment strata lot.

9 - Contribution calculation for Strata Lots 448 and 449

9. Each strata lot's share in the Commercial Section of the contributions to the Facilities Strata Lot and the Common Equipment Strata Lot is to be calculated in accordance with the formula which has as its numerator the unit entitlement of the Commercial strata lot and as its denominator the total unit entitlement of the Commercial Section, including the unit entitlements of the Facilities Strata Lot and the Common Equipment Strata Lot.

Part 2 – Executive Council

Formation

10 – The Executive Council is formed in a specific way

10. The Members of the Commercial Section Executive:
 - a. Shall be elected by and from amongst individuals representing corporate owners, tenants with leases of more than two years remaining on commercial strata lots, and the owners of the Commercial Section; and
 - b. Shall consist of not less than three nor more than four members.
 - c. May also be referred to interchangeably as “director”, and collectively as the “Commercial Section Board of Directors” or “Commercial Board”.

Quorum

11 - Quorum is two

11. A quorum of the Commercial Section Executive is two.

12 - Quorum determined by presence at meeting

12. To be counted in establishing a quorum, Executive members must be at the council meeting:
 - a. Present in person or
 - b. Present per Commercial Bylaw 13 (Electronic Attendance).

Electronic Attendance

13 – Electronic attendance by directors allowed in some cases

13. Members of the Commercial Executive shall conduct any duly called Executive meeting in person, except:
- a. A director may attend by telephone only by permission provided at the beginning of the meeting by either a decision of the Chair or a vote of the Executive, and approval may be given for no more than two meetings consecutively to the same director.
 - i. A director who attends in this case may be counted in determining a quorum.
 - b. Only one director at a time may attend by telephone, however, in an emergent or urgent situation, a conference call of directors is specifically permitted provided:
 - i. Only the urgent or emergent issue is discussed.
 - ii. Minutes are taken of the meeting, or a recording is made from which minutes can be created.
 - iii. A director who attends in this case may be counted in determining a quorum.
 - c. A director is exempt from this bylaw if their attendance is by any device that allows the director to see and hear all of the other directors comfortably, and the other directors are able to see and hear the remote director comfortably.

14 – Attendance link degradation affects quorum

14. If the electronic link that allows the remote attendance is severed or becomes too degraded for a director to be seen or heard comfortably, the remote director is considered to have left the meeting at the time of the occurrence until the connection is properly re-established.
- a. If a quorum is dependent upon the participation of the remote director in this case, the quorum is lost while the link is broken.

Executive Vacancies

15 – Executive may remove and replace member by vote

15. The Commercial Section owners may, by resolution passed by a majority vote at any general meeting of the Section:
- a. Remove a member or members of the Section executive before expiry of their term of office, and

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- b. May elect another owner in their place, to hold office until the completion of the term or the next owners meeting.

16 – Board may fill vacancy by appointment until AGM

16. A vacancy on the Commercial Section Council may be filled by the remaining members of the Council by appointment but only until the next Annual General Meeting, even if the term is longer than one year, however,
 - a. The appointed person may stand for election at that AGM to complete the appointment term if it continues past the AGM.

17 – Owner with Commercial Section lien barred from election...

17. No person may stand for council if the Commercial Section has registered a lien against their strata lot as part of an arrears collection of debt to the Commercial Section per the *Strata Property Act*, however:
 - a. This bylaw shall not apply if the person has undertaken a payment under conditions satisfactory to the Commercial Executive into the trust account of a lawyer, should there be a dispute over the lien.

First Executive meeting after each AGM

18 – Procedures to elect table officers, privacy officer and Strata reps

18. At the first meeting of the Commercial Executive following each Annual General Meeting:
 - a. The executive members shall appoint a temporary meeting chair as the first order of business after accepting the minutes of the previous meeting.
 - b. All directors of the Executive shall retire from their Executive office.
 - c. The executive members shall elect new table officers from among themselves whose terms in these positions shall continue until the next Annual General Meeting, and they shall be:
 - i. A president and a vice-president, and
 - ii. A Corporate Secretary and a Treasurer but
 1. These two positions may also be held by the president or vice-president.
 - d. Elect a director to be the Privacy Officer for the Section, as required under BC's *Freedom of Information and Protection of Privacy Act*, to ensure the Commercial Section and its Executive implement that Act's requirements.

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1. This position may also be held by any of the table officers or directors.
 - e. Appoint the new president and any one other of its members to represent the Commercial Section on the Strata Council.
 - f. The meeting's chair, if an elected member of the Commercial Executive, is eligible to stand for election to office and to the Strata Council at the meeting.
 - g. The Commercial executive members shall appoint the remaining executive members as alternates to the Strata Council.
 - h. The president and the other executive member appointed to represent the Commercial Section on the Strata Council may, from time to time, temporarily appoint one of the alternates to attend the Strata Council meeting in their stead with the same authority and responsibility as the president or primary director themselves have, but,
 - i. The temporary appointment must be reported to the next Commercial Board meeting so that the change in representation may be included in the Board's minutes.
 - i. Once the executive elections are concluded, the president or the president's delegate shall assume the chair of the meeting.
 - j. The first meeting may be separated into sessions for the convenience of directors, but the meeting shall not be considered completed, nor shall any business be discussed beyond that noted in this section, until elections and appointments are completed.
 - k. The president or other executive member, if chair of a Commercial Executive meeting, shall pass the chairmanship to another of the chair's choosing for the duration of the situation if the person holding the chair:
 - i. Is to give an report to the Board that requires an operational motion, or
 - ii. Decides to take a position on a motion before the Commercial Executive.

Board Honoraria

19 – Discretionary honoraria up to \$100 per member per meeting

19. The Commercial Section Executive may grant, upon a motion at an Executive Board meeting, an honorarium of up to \$100 per meeting to any or all of its members, provided:
 - a. Any such honorarium is discretionary.
 - b. Any person qualified to receive an honoraria is not required to

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accept it, but must decline on the public record of the first qualifying meeting.

- c. A person who decides not to accept the honoraria may request the honoraria to start at any time, but must make the request on the record of a Commercial Executive meeting;
- d. A request for the resumption of a halted honorarium shall not be retroactive.

Voting in Case of a Tie

20 – Votes fail unless majority achieved

20. A vote on a resolution at the Commercial Section Executive fails if:
- a. Less than a majority of the executive members present approves it, or
 - b. If there is a tie vote.

21 – Requirements for reconsidering a vote

21. A vote to reconsider an Executive resolution requires:
- a. A simple majority if the original mover and seconder agree to reconsider the motion, or
 - b. A 75% majority.

Order of Commercial Executive Succession

22 – President to appoint vice-president to act if away for more than a day

22. If the president of the Commercial Section is unable to carry out their duties for more than a day, whether in a Board Meeting or between Board meetings, the president shall appoint the vice-president to act as the president and have all the duties and powers of the president while so acting, until the president is able to resume the duties.

23 – Vice-President may assume president's powers by Executive vote

23. If the president of the Commercial Section is unable to act or fails to make such an appointment, or in the case of an emergency or emergent matter the president is permanently unable to act, the vice-president may temporarily assume the president's duties and powers by a majority vote of the Commercial Section Board, until such time as a new President is elected from amongst the Commercial Board.

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24 – Directors may act in absence of president and vice-president

24. In the absence of both the president and the vice-president and alternate arrangements have not been made, the directors of the Commercial Executive:
- a. May hold a duly called Executive meeting.
 - b. Those present at the meeting shall, at the beginning of the meeting, appoint from among themselves a president, who shall have all the duties and powers of the president while so acting, and who may continue in that office until:
 - i. The president or vice president return from their absence.
 - ii. The next duly called Executive Meeting.

Expenses of members of Executive or Executive committees**25 – Section may compensate directors for expenses with receipts**

25. The Commercial Executive shall compensate members of the Executive or a member of a duly established Executive advisory committee for any expenses reasonably incurred in the course of their duties, but:
- a. Each request for compensation shall be accompanied by a receipt documenting the request.
 - b. Requests may be submitted as a group for convenience.
 - c. A receipt may not be older than the end of the director's term or the end of the Section's fiscal year in which the expense occurs, whichever is earlier;
 - d. Each request or group of requests for payment shall be approved by a motion of the Board in public session documenting the amount, the recipient and, in general terms, the nature of the expenses.

Contracting with Directors or owners**26 – Section not to hire owner to certain senior Commercial positions**

26. The Commercial Board may not hire as any type of employee, nor enter into any contract with, a Commercial Section owner, nor a company where the owner is a controlling director or management executive, if:
- a. The work involves:
 - a. A Commercial Section management position, or
 - b. An Electra building-management position or

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- c. A senior Commercial Section financial position.

27 – Section not to contract director’s firm to large contract, with exceptions

27. A company owned or controlled by a Commercial Section director may be hired or contracted by the Commercial Executive providing:

- a. The total contractual cost, excluding taxes, is less than \$10,000 per year for a directed contract, however,
 - i. The contract may exceed this limit if the owner wins a formal Request for Proposals or Request for Quote issued by the Commercial Section Executive and there are at least two other proponents who competed for the bid.
- b. The director has not been involved in any substantive Executive discussions about the pending contract offer prior to submitting a bid.
- c. The director’s connection to the firm is declared in the Board’s public resolution authorizing the contractual relationship, and
- d. The director shall not be present for any discussion by the Executive pertaining to the actual or potential relationship, and nor shall they vote or be present for any discussions on anything to do with the relationship, and
- e. A term of the agreement between the Executive and the director shall be that the goods or services are provided at the cost incurred by the director or their firm, and without a profit component.

Borrowing from the CRF

28 – CRF money may be borrowed for operations in certain cases

28. The Commercial Executive may borrow money from the Contingency Replacement Reserve (CRF) for the operation fund to pay, as per Section 95 (4) of the Strata Property Act, a large operational expense if:
- a. The expense is routine and recurring, or is expected to be recurring.
 - b. The expense is approved in the annual budget after it is specifically drawn to the owners’ attention during budget discussions.
 - c. The loan is to be repaid by the end of that fiscal year.
 - d. The loan is for the purpose of covering temporary shortages in the operating fund resulting from expenses becoming payable before the budgeted monthly contributions to the operating fund to cover these expenses have been collected.
 - e. The transfer of the funds is by way of a resolution at a meeting of the Commercial Executive, plus any additional procedure that may

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be required by the Section's auditors.

- f. The minimum amount of the CRF required by law for the Commercial Section remains in the account following the temporary withdrawal.

Commercial, Executive, Spending Limitation

29 – Board may spend to \$10,000 for unbudgeted projects, to 50% of budget

29. The council may authorize single expenditures of up to \$10,000 which are not set out in the annual budget, but:
 - a. The total of these projects shall not exceed 50% of the annual operating budget.

Third-party contracts with Section

30 – Contracts default to one year, Board may vary, must be cancellable

30. The term of any contract for goods or services for the Commercial Section shall not exceed one year unless otherwise determined by the Commercial Executive, and no matter what the term, it must include a cancellation clause for the benefit of the Commercial Section.

31 – Tenders to be considered \$5,000 – \$10,000; required over \$10,000

31. The Commercial Executive shall tender all contracts to at least three competing companies using a standard Request for Proposals, Request for Quote or Request for Expressions of Interest process if the value of the contract exceeds \$10,000, and must consider whether to do so for those between \$5,000 and \$10,000:
 - a. Prior to entering the contract, or
 - b. Prior to the expiration of an existing contract where the supply of goods or service is to continue.

32 – Sole-sourced contractor requires Executive due diligence

32. If there are insufficient competing companies for adequate comparison, the contract may be sole-sourced providing the Commercial Executive contacts other customers of the contractor, before letting the contract, to evaluate the company's reliability and any other aspects of the proposed arrangement the Executive may see fit.

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Impugned Executive Member

33 – Executive must investigate and rule on allegations against member

33. If one or more members of the Commercial Executive is alleged to be ineligible for office at the time of their election or acclamation, or at some point during their term in office:
- a. The remaining Executive members shall investigate the allegation, but only if the allegation is disputed by the impugned director.
 - b. The Executive may investigate as a group or appoint one or more directors, or others, to conduct the investigation as it sees fit so long as other investigators are at arm's length in their relationship with the impugned Executive member, however only the Executive, except the impugned director, shall make a ruling on the matter as soon as practical.
 - c. The impugned executive member shall be considered innocent of the allegation and may continue their duties on the Commercial Executive during such an investigation, except those which are in conflict with the investigation or ruling, until an Executive ruling finds otherwise.
 - d. If a quorum of the Executive is unable to be formed as a result of the allegations, either:
 - i. The remaining Executive member may hire the Section's primary lawyer on behalf of the Commercial Section, or
 - ii. The Section's primary lawyer on their own may be hired and act when contacted by a Section owner.
 - iii. Either the remaining Executive Member or the lawyer shall appoint at least three arm's length Commercial owners to assist in implementing this Bylaw, with time of the essence.
 - e. The impugned director may cure the alleged defect but:
 - i. The start of such action shall only be available before the end of the Executive's investigation;
 - ii. The impugned director must notify the Executive of the cure;
 - iii. Such action does not end the investigation, and,
 - iv. Such action shall be one of the factors considered by the investigative committee and included in its report.
 - f. All Commercial Executive decisions, as per Section 30 of the Strata Property Act, made during the term of the executive member shall remain valid if the allegation is proved.
 - g. If the impugned director represented Commercial Executive on the

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Strata Council and the allegation is proved, all Strata Council decisions made during the term of the Executive member shall remain valid, as per Section 30 of the Strata Property Act, so far as Commercial Executive is concerned.

- h. The results of the investigation and the Executive's decision, or the lawyer's decision, shall be recorded in the public minutes of the Executive at the earliest opportunity.
- i. If the allegation is disproved to the Executive's satisfaction, the matter shall be considered closed unless owners call a special owners meeting to set aside the decision and by resolution substitute a decision of their own, however:
 - i. The request to call such a meeting, with its accompanying resolution, must be received by the Commercial Executive in accordance with Section 43 of the Strata Property Act within 30 days from publication of the Executive's decision.
- j. The Commercial Executive's investigation may result in a decision or ruling that may differ in part or in whole from the requirements of the remainder of this section and, if so:
 - i. Any of the requirements in that ruling shall take precedence over their equivalents in the remainder of this section.
 - ii. Those that do not are incorporated by reference into the ruling if not specifically mentioned.
- k. A Level 1, 2 or 3 Fine per Commercial Bylaw 76 may be assessed at the Executive's discretion if the allegation is proved, in addition to other requirements of this Bylaw or the Executive's ruling.
- l. If the allegation is proved to the Executive's satisfaction:
 - iii. The impugned director shall immediately cease exercising Executive duties, and shall either:
 - 1. Submit their written resignation, effective immediately, to a Executive director or,
 - 2. The Executive Council by resolution may deem the person to have resigned at a specific time and date, and the impugned director shall not take part in such a vote.
 - 3. Once removed from the Executive Council, the person may not be appointed to the Council until being eligible for election, but is eligible at the next or any subsequent owners meeting at which an election for Executive Council is called.

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In-Camera Meetings

34 – Council business in public with only few exceptions as listed

34. The business of the Commercial Section Executive shall be conducted in meetings open to owners or their designates as observers, however any duly called meeting of the Electra Commercial Section Executive, its committees or a general meeting of the Commercial Section may include an in-camera portion which shall be held in accordance with the following:
- a. No decisions of an in-camera meeting are valid unless the in-camera session is part of a duly called public meeting of the Section or its Executive.
 - b. All those in attendance are proscribed from discussing any aspect of the topics or information disclosed during an in camera meeting, except as may be required by those in attendance at the meeting, and those in attendance may by resolution impose a Level 3 fine against for any violation of this part of the bylaw.
 - c. If a decision is made in camera, the decision and as much relevant information as possible shall be made public when:
 - i. The meeting returns to public session, or;
 - ii. At the next regular meeting of the Commercial Section Executive, its committees or a general meeting of the Commercial Section, as the case may be, or
 - iii. As soon as possible under the circumstances of the issue.
 - d. Voting on motions during an in-camera session shall take place according to the same provisions governing the public portion of the meeting, save any disclosure requirements that are inconsistent with the in-camera concept.
 - e. The only topics which may be discussed in-camera are:
 - i. Those identified by the resolution to go in-camera
 - ii. Assessing or disciplining:
 4. A director or table officer of the Commercial Board;
 5. The manager of the Commercial Section; or
 6. An employee of the Commercial Section.
 - iii. Discussions about an entity or person (or their plural) where the information being discussed is likely, as defined by the voters attending the public session, to compromise or be prejudicial to the relationship of the Commercial Section with the entity or person, or the Section's relationship with its owners, if disclosed prematurely.

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- iv. Financial, personnel, contractual or similar matters for which a decision must be made but the premature disclosure of the decision or disclosure of the debate leading to it would be prejudicial, as defined by the voters attending the in-camera session, to the interests of the Commercial Section, but
 - 1. This part shall not relieve the Commercial Council of its obligation to keep the owners regularly informed about the financial status of the Section or the name or names of the financial institutions holding Section financial assets.
- v. Matters, including those that involve privileged communications, related to the strategy or interests of the Commercial Section in any legal or court proceedings in which the voters at the in-camera session perceive the Section or the Strata may be an active participant in the proceedings, however:
 - 1. This part does not relieve the Commercial Council from reporting to the owners as provided by law the existence, status or implications of a court action by or against the Strata.
- vi. Personal information related to an individual, strata property owner or Commercial Section employee, but:
 - 1. Only such information as defined as personal by federal or provincial privacy legislation, as applicable in the circumstances, shall be kept in-camera per disclosure restrictions of applicable privacy legislation.
 - 2. The balance of the information, discussion or decision involving that person shall be made public in the normal course of events.
- vii. Specific details of how the Commercial Section secures its strata lots, assets, personnel or temporary property of LMS 1866, The Electra building, or the Commercial Section.
- viii. Acquisition or disposition of land or improvements, if the Commercial Council considers that premature disclosure could reasonably be expected to harm the interests of the Section in negotiations with the seller or buyer.
- ix. Discussion and motions dealing with the draft minutes of a previous in-camera meeting by the group.
- x. Discussion related to the wording of a report by the group to the public portion of the meeting about the results and decisions of the in-camera meeting.

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- f. If another permitted topic is identified for discussion during the in-camera meeting, those attending it must:
 - i. Follow the process of returning to the public session to identify the type of topic in the public minutes, and then,
 - ii. Follow the process of going in-camera again under the new topic.
- g. A resolution approved by a simple majority vote of those in attendance who are entitled to vote at a duly convened public meeting of the Commercial Section is required to move into and rise from an in-camera portion of the meeting:
 - i. The motion to go in-camera must cite the section or sections of this Bylaw that cover the applicable topics to be discussed in-camera, and must be a part of the public minutes of the meeting.
- h. Those who may attend the in-camera portion of the meeting shall be determined only by:
 - i. The chair of the public portion of the meeting, or
 - ii. By motion and vote in the public portion of the meeting, and
 - 1. A vote shall override any decision of the chair in the matter.
 - 2. To avoid discussing the topic of the in-camera session:
 - a. There shall be no debate over whether a person may be included or prevented from attending, and a vote shall immediately follow the statement of the motion when seconded.
 - b. A person who is determined by the chair to be one of the topics of the in-camera session may not take part in the debate, nor vote on attendance at the session.
- i. The chair shall announce that the meeting is about to go in-camera and shall then identify those who may attend or be excluded from the in-camera session, having regard for:
 - i. The continuation of a quorum during the in-camera meeting;
 - ii. The timing within a meeting of conducting the in-camera portion by considering the convenience of those attending the public session, including guests;
 - iii. The requirement of minute-taking in the in-camera meeting
 - iv. Any vote on attendance that took place during the public portion of the meeting.

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- j. One or more of those who are entitled to vote at the public portion of the meeting may be prevented by the chair from taking part in the in-camera portion if allowing them to participate would negate the reason for the in-camera portion, given the topic or topics to be discussed during it;
- k. Minutes of the in-camera session, and any supporting documentation for the topics discussed, shall be:
 - i. Recorded in the same way and same detail as the public session of the meeting and distributed separately from the minutes of the public portion of the meeting.
 - ii. Kept separately, confidentially and securely by the Commercial Section president unless:
 - 1. The president has a conflict of interest in any of the discussions in-camera, in which case, the minutes shall be retained in this way by the corporate secretary of the Section or by any other person designated to do so by a resolution of those entitled to vote during the in camera meeting; or
 - 2. The President's term ends or expires, in which case the out-going President shall transfer the in-camera materials, and any notes concerning their publication status, to the in-coming President as soon as practical after the in-coming President takes office.
- l. The minutes shall be available, in draft or approved version, to any of those who attended the meeting, under an attendant provision of confidentiality, but:
 - i. If any of those attendees has a conflict of interest in any of the topics:
 - 1. Those topics shall be redacted from their distribution of the draft or final minutes, and
 - 2. They shall absent themselves from any discussions related to approval of the draft in-camera minutes.
- m. The minutes shall be presented, when in draft form, for approval at the next meeting, which may go in-camera briefly to do so.
- n. The in camera minutes may be made part of the regular minutes of the meeting and published to those who normally receive the regular minutes of the meeting at the earliest opportunity after conditions make it possible for them to be published, and,
 - i. Any person who has custody of the in-camera minutes shall place them before an in-camera portion of a subsequent Council meeting to determine if they should be published:

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1. At least quarterly, unless a specific consideration date is part of a motion to set aside this requirement.
 2. The person with custody is responsible for noting which portions have been made public, including at least the time and date, and by whose authority.
- ii. Disclosed to any person or entity that has a legal or legislative right to view the material, but such disclosure must be communicated as soon as practicable to those who have the right to vote on release of the material, and,
 1. Only that portion of the minutes of an in-camera session that is specifically included in the legal or legislative right shall be released under this clause, and the balance of the contents of the minutes, if any, shall be redacted.
- o. Following an in-camera meeting, a report shall be made to the public portion of the meeting and recorded in the public minutes, if practical, about the decisions made, the debate and related documentation, but
 - i. The amount of detail of such disclosure, and how the disclosure is to be made, shall be determined at the end of the in-camera meeting by those entitled to vote.
- p. A portion of the approved minutes of an in-camera meeting may be published if it is appropriate to do so, but:
 - i. The rest of the meeting shall be redacted or withheld from the public version until it is possible to release that material as well;
- q. The following shall always be part of the public record of an in-camera meeting:
 - i. The date, starting and end times of the session;
 - ii. The names of those entitled to vote and their positions within the group, such as president, vice-president, etc.
 - iii. The name of the person who took the in-camera minutes.
- r. The names of those attending but not entitled to vote at the in-camera session, and the session's location, may be held confidential at the discretion of the chair until the minutes of the meeting at which they attended are made public.

Part 3 – Owners Meetings

Chair

35 – President is chair unless delegate is named

35. The president of the Commercial Section shall chair any Executive or General meetings of the Section, however:
- a. The president may appoint any Commercial Section executive member, or any other owner, or section building manager, to be the chair in the president's place at any time during the meeting, and that appointment shall remain in place until:
 - i. The end of the meeting, or
 - ii. A resolution and vote of the owners determines a new chair, or
 - iii. The president requests return of the chair.
 - b. If the chair was relinquished in order for the president to take a position on a matter currently before the owners which involves a vote, the president may not request the return of the chair until the vote occurs or the matter is tabled.
 - c. If the matter, having been tabled, is lifted from the table and the president has taken or intends to take a position on it, but the president has regained the chair in the meantime, the president must again relinquish the chair until the matter is decided or further tabled.

Voting in Case of a Tie

36 – Vote requires majority to pass

36. A vote on a Commercial Section resolution in an owners meeting or a Section Executive meeting fails if:
- a. Less than a majority of the voters present approves it, or
 - b. If there is a tie vote.

37 – Reconsideration must be okay with mover, seconder or 75% needed

37. A vote to reconsider a resolution requires:
- a. A simple majority if the original mover and seconder agree to reconsider the motion, or
 - b. A 75% majority.

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No Meetings by Proxy Only

Strata Property Act section 44 only exception

38. Except as contemplated by Section 44 of the Strata Property Act (Waiver of Special General Meeting), no decision of a Commercial Section owners meeting is valid if the conduct of the decision-making occurs entirely by proxy.

Absentee Ballots Not Permitted

39 – Voters must be present to vote unless proxied.

39. Absentee ballots are not permitted in a general meeting of the Commercial Section.

Special Levies

40 – Board may present special levy for projects

40. The Commercial Executive may present, from time to time at an annual or special general meeting, a resolution for a special levy to raise an amount that is in addition to the usual operations of the building in order to pay for a project.

41 – Accounting of levies at least quarterly, and separately

41. The accounting of all projects subject to a special levy shall be reported to the Executive meetings at least quarterly, but the accounting must be shown separately from the normal operational expenses and revenues of the building, each levy shall be listed separately, and shall show any deductions or expenses incurred to that date.

42 – Special levy late-payment interest rate same as other assessments

42. The rate of interest to be paid if an owner is late in paying their strata lot's share of the special levy shall be the same as the rate charged by the Commercial Executive on owner's assessments as set from time to time.

43 – If levied project going over budget, Board must take action

43. If the cost of the project becomes, or is expected to become, more than 115% of the levy raised, the Board shall proceed with only one of these options, the decision of which shall be recorded in the minutes of a Commercial Section meeting:

- a. Call a further special general meeting to ask for direction on how to

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proceed; or

- b. Present a resolution to a special general meeting for an additional levy; or
- c. Decide by Board motion to use up to \$5,000 or 50%, whichever is less, of an operational contingency account, but not the Contingency Reserve Fund, in the current fiscal year's budget to complete the project; or
- d. Halt work on the project at a convenient point until the next Annual General Meeting, where a resolution for an additional levy may be presented for permission complete the job.

44 – If levied project under budget owners refunded, unless under \$100

44. If the money collected exceeds the amount required, or for any other reason is not fully used for the purpose set out in the resolution, the Commercial Executive must pay to each owner of a Commercial strata lot the portion of the unused amount of the special levy that is proportional to the contribution made to the special levy in respect of that strata lot, however:
 - a. As per the Strata Property Act, if no owner is entitled to receive more than \$100 in total under this bylaw, the Commercial Executive may deposit the excess in the Commercial Contingency Reserve Fund.

Executive Member's Election & Terms

45 – AGM voters elect replacements for directors whose terms end

45. At each Annual General Meeting, the members of the Commercial Executive whose terms are expiring shall retire from office and the Commercial Section shall elect new directors to replace them from amongst the owners within the Commercial section.

46 – Terms are for two years with half the directors elected each AGM

46. The term for a duly elected Commercial Section Executive member shall be from the date of the Annual General Meeting at which they are elected to the date of the second Annual General Meeting following provided that:
 - a. Up to one-half of the number of executive members required under these bylaws shall be elected at each annual general meeting to allow for continuity of experience, planning and knowledge.
 - b. A director shall serve no more than two consecutive terms before becoming ineligible to stand for election until the following Annual

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General Meeting, but:

- i. Such a person is allowed to serve on or be appointed to an advisory committee of the Board during the stand-aside year.
- ii. The person may serve up to one additional two-year term before stepping aside for a year if:
 1. A motion to that effect is introduced just before or during the Executive election nomination process of the AGM at which their second term ends and,
 2. The motion is approved by three-quarters of those in attendance.

47 – The first time, terms for half the directors are two years, half one-year

47. The first time this bylaw is invoked, half of the elected executive members shall serve only a single term that ends at the next Annual General Meeting, in order to begin a procedure where half of the directors are elected at each Annual General Meeting.

- a. Assignment of that single term may be determined by the meeting's chair through a choice or mixture of:
 - i. A voluntary decision of one or more executive members.
 - ii. By a ranking produced by the number of consecutive terms of any incumbent executive member(s) serving on the Board.
 - iii. By a ranking produced by the number of votes received by each executive member.
 - iv. By the toss of a coin.

Part 4 – Duties

Duties of a Commercial Owner or Tenant to the Commercial Section

48 – Owners and, through them, tenants have a range of duties

48. A Commercial Section owner or their delegate has a duty to:

- (a) Pay strata fees and, if any, other duly authorized special levies or charges to the Commercial Section on or before the first day of the month to which the strata fees, levies or charges relate.
 - a. The order of application of a payment by an owner to the Commercial section for fees, levies, fines or other charges duly assessed shall be:

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- i. Fines
 - ii. Administrative or legal costs
 - iii. Other charges
 - iv. Levies
 - v. Maintenance fees
 - b. However, money applied to discharge a lien shall be first applied to outstanding fees, then to administrative and legal costs.
- (b) Repair and maintain their strata lot, except for repair and maintenance that is the responsibility of the Commercial Section of the strata corporation under these bylaws.
- (c) Repair and maintain Commercial Section limited common property if they have the use of it under agreement with the Commercial Section, except for repair and maintenance that is the responsibility of the Commercial Section of the strata corporation under these bylaws or that agreement.
- (d) Ensure that the owner, or their tenant, occupant or visitor does not use a strata lot, the common or limited common property or assets of the Strata Corporation, Commercial Section or Residential section in a way that:
- a. Is illegal, or
 - b. Is contrary to a purpose for which the strata lot, common property or common assets is intended, as shown expressly or by necessary implication, on the strata plan of LMS 1866.
- (e) Ensure that the owner, or their tenant, occupant or visitor use and enjoy the common property or other assets of the Commercial Section in a manner that respects, and doesn't unreasonably interfere with the use and enjoyment by other owners, their families or visitors;
- (f) Ensure that the owner, or their tenant, occupant or visitor prevents the use of their own strata property or other property in a manner that causes, as solely defined by a member of the Commercial Council or its manager, a nuisance or hazard to others in the Electra building, or the public, and:
- a. This subsection also refers specifically to music, sounds from musical instruments, amplified sound, noise, smells, pests as well as to nuisances from construction work emanating from a strata property;
 - b. This subsection also requires the owner, or their tenant, occupant or visitor from violating government laws or bylaws relating to such nuisances or hazards.

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- (g) Ensure that the owner, or their tenant, occupant or visitor causes no damage, other than reasonable wear and tear, to the common property, common assets or those parts of a strata lot which the strata corporation must repair and maintain under these bylaws or insure under Part 9 (Insurance) of the *Strata Property Act* of BC.
- (h) Informs the Commercial Executive, within two weeks of becoming an owner, of:
 - a. The owner's individual, corporate legal and, if different, common operating name
 - b. Strata lot number and entrance door number
 - c. Emergency contact information
 - d. The owner's e-mail address
 - e. Any mailing address outside the Electra building, if any.
- (i) Informs the Commercial Executive, within two weeks of making changes, of any additions, substitutions or subtractions to the information in Commercial Bylaw 48 0.
- (j) Ensures that their tenant, within two weeks of becoming a tenant, provides the Commercial Executive with:
 - a. A letter signed by the tenant in which the tenant agrees it has a copy of these Bylaws and agrees to be bound by them, as amended from time to time.
 - b. The tenant's:
 - i. Corporate or individual name, as applicable:
 - ii. The tenant's mailing address outside the Electra building, if any, and
 - iii. The name of the tenant's senior officer, their e-mail address and emergency contact information within the Electra building.
 - iv. Any changes to this information within two weeks of the changes.
- (k) Ensures the owner or their tenant obtains the written approval of the Commercial Section before making an alteration to a strata lot that involves any of:
 - a. The structure of the Electra building;
 - b. The exterior of the Electra building;
 - c. Anything attached to the exterior of the Electra building, including, without limiting:
 - i. Doors, windows or skylights on the exterior of the Electra building, or the front on the common property;

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- ii. Fences, railings or similar structures that enclose a patio or balcony;
 - iii. Common property of the strata corporation located within the boundaries of a strata lot;
 - iv. Those parts of the strata lot which the strata corporation must insure under section 149 of the *Strata Property Act*;
 - v. Anything that would require application for approval to the City of Vancouver's Heritage Committee.
- (l) Ensures the owner obtains the written approval of the Commercial Section before making an alteration to common property, including limited common property, or common assets, noting that:
- a. The Commercial Section must reasonably provide its approval, but may require, as a condition of its approval, that the owner agree in writing to take responsibility for any expenses or damages relating to the alteration.
- (m) Ensure that the owner, or their tenant, occupant or visitor allow a person authorized by the Commercial Section to enter their strata lot:
- a. At any time in an emergency and without notice, to take measures that ensure safety or prevent significant loss or damage, or
 - b. At a reasonable time upon 48 hours' notice, which shall include the date and approximate time of entry, as well as the general reason for entry to:
 - i. Inspect, improve, maintain, repair, retire, replace or renew common property, common assets and any portions of a strata lot that are the responsibility of the strata corporation under these bylaws or any property which it must insure under Part 9 of the *Strata Property Act* of BC, or
 - ii. Ensure these bylaws are being observed.
- (n) The Commercial Section Council, at its discretion, may fine an owner at Level 1, 2 or 3 as defined in Bylaw 76 for any violation of the duties included in this section, but must also take into consideration the circumstances and the seriousness of the violation before levelling a fine above Level 1.

Duties of the Commercial Section Board to Owners

49 – Commercial has a range of duties to owners and, though them, tenants

49. The Commercial Section Executive shall have the duty to the Commercial Section's strata lot owners to:

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- (a) Improve, maintain, repair, retire, replace or renew as reasonably necessary to good and serviceable standards applicable to a Class A commercial building in Vancouver:
 - i. The Commercial common property and limited Commercial common property.
 - ii. All of the physical assets of the Commercial Section.
 - iii. Any Strata Corporation assets or property for which it has an agreement, confirmed by Commercial Council resolution, with the Strata Council or Residential Council to do so.
 - iv. Any decorations or attachments on the exterior of the building adjacent to the Commercial Section property, except those where the Commercial Council, Strata Council or Residential Council has reached agreement that others will do so.
 - v. Rights, such as those appurtenant, that have traditionally derived from any Electra asset or property, including rights of access, as well as all physical connections between Commercial Section property and Strata or Residential property that are required for, connect to or relate to the Commercial common property or the strata lots of its owners, and the use thereof.
 - vi. The goodwill of the Commercial Section and The Electra as whole, within its authority or jurisdiction.
- (b) Work with the Strata Council Executive and the Residential Section Executive as necessary to properly improve, maintain, repair, retire, replace or renew as reasonably necessary to good and serviceable standards applicable in Vancouver the strata corporation common property, to its share as agreed from time to time by Commercial Board resolution with the Strata Council or the Residential Council.
- (c) Collect and receive all contributions towards the expenses common to the Commercial Section paid by the commercial strata lot owners or the Residential Section Executive and deposit the contributions in any financial institution of the Commercial Section Executive's choosing that is permitted by the Strata Property Act.
- (d) Pay all sums of money properly required to be paid on account of all goods, services and assessments pertaining to, or for the benefit of, the Commercial Section.
- (e) Produce, with the aid of the Commercial Section's auditor, an annual depreciation report estimating the repair and replacement cost for major items within the authority of the Commercial Section, and the expected life of those items.
- (f) Include, as a standard part of each annual budget, an operational

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- contingency line item and amount that is separate from the Contingency Reserve Fund, and which may be used as the Commercial Executive may direct by resolution from time to time.
- (g) Produce for each annual general meeting an updated five-year and 10-year report on improving, maintaining, repairing, replacing or renewing important building assets under its control, and
 - i. As appropriate, work with the Residential Council Executive and Strata Council Executive to develop or incorporate Commercial plans into similar plans they may develop from time to time.
 - ii. Report to Commercial owners on how the Commercial's Section's plans fit into the context of the entire building.
 - (h) Ensure that any revenues or benefits derived from the use of any limited common property by an owner shall accrue to their benefit when that property is so designated from time to time in accordance with the Strata Property Act and these bylaws.
 - (i) Ensure that the accounts of the Commercial Section are audited at least annually, and that the audited report be published for the owners as soon as practical after it has been approved by the Commercial Executive.
 - (j) Ensure that all owners are provided the opportunity to attend any Commercial Executive meeting as observers, save those portions deemed in camera by a separate bylaw.
 - (k) Ensure that recordings of the public portions of any Commercial Executive or owners meeting, by the Executive or by observing or participating owners, as the case may be, shall be permitted, providing the act of recording is not disruptive of the meeting; such disruption determined by the chair, and chair's decision may be replaced by Executive resolution.
 - (l) Ensure that signage affixed to the Commercial strata lots shall be in the form required by a signage policy of the Commercial Executive as amended from time to time.
 - (m) Ensure advertising on Commercial common property or on strata corporation common property to sell Commercial Section strata lots is permitted, but may be reasonably restricted as to size, location and use by the Commercial Executive signage policy.
 - (n) Ensure owners are informed of the minutes of all council meetings within two weeks of the meeting, whether the minutes have been approved.
 - (o) Keep, in one location, or in the possession of one person, and shall make available within one week of a request by an owner of the Commercial Section, or a person authorized by them to the satisfaction

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of the Commercial Section President, a copy of:

- i. Any of the Commercial Section's legal agreements, contracts, licences, leases, easements or rights of way that are not, by separate bylaw, in camera.
- ii. Minutes of any general meeting of the Commercial Section.
- iii. Minutes of any meeting of the executive of the Commercial Section, except those portions remaining in camera as provided by a separate bylaw.
- iv. Any monthly financial report provided to the Commercial Section Executive or Commercial Section general meeting.
- v. Any specific data that is required to be part of an Information Certificate as per the *Strata Property Act*, however such data may not be relied upon unless it is actually in a completed Information Certificate.
- vi. A mailing list of the Commercial strata lot owners, including their tenants, if any.

Part 5 – Constrained Activities on Common Areas

Animals

50 – Animals must be controlled

50. No animals, except assistant animals as defined by law, such as a seeing-eye dog, are permitted on Commercial Common property unless:
- a. They are caged, leashed or otherwise controlled and
 - b. They are accompanied by the animal's owner or their delegate while travelling directly to or from a Commercial Section strata lot.
 - c. A properly maintained fish tank of up to 140 litres may be kept within an owner's strata lot, but this permission does not exempt the owner or tenant from any damage claims caused by water from the tank.

No smoking

51 – Smokers fined if caught on Common or Limited Common property

51. Smoking is not permitted for health reasons in or on any part of the Commercial Section's common or limited common property, and:
- a. A Level 1 or Level 2 fine may be levied for violation of this bylaw.

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Political campaigning

52 – Political campaigners allowed access to Commercial Common property

52. A political campaigner for a recognized federal, provincial or municipal party shall have access to the public common areas of the Commercial Section during its business hours from the formal start of the election period as provided by the jurisdiction until the day before Voting Day, and:
- a. The campaigner shall be exempt from Bylaw or Executive restrictions on others who solicit in the Section's common areas, so long as the campaigner's activities are consistent with normal campaigning as solely determined by the Commercial Executive, but:
 - i. A person found to have not using normal campaigning by the Executive may be charged with trespassing if Executive approves by vote.
 - ii. A campaigner may not attach any electoral material to a structure of the Commercial Electra property, and any such material found so attached shall be removed by the Commercial Executive, its president or delegate.

Commercial Section Move in, Move out; Load in, Load out

53 – \$100 admin fee for second and subsequent move-in

53. The Commercial Executive shall charge an owner's account a \$100 administration fee for moving into a Commercial Section strata lot if:
- a. It is the second or subsequent time the owner or their tenant has moved into the Electra.

54 – Fines if moving or loading appointments, restrictions not followed

54. A Level 2 fine may be levied and charged to an owner's account if:
- a. The owner does has not confirmed in advance with the Commercial Executive a specific appointment for a move-in or move-out, or a load-in or load-out;
 - b. The owner fails to comply with any requirements of the management of the Commercial Section connected with the move-in or move-out, or the load-in or load-out;
 - c. Material that cannot be carried by hand or easily controlled by a one-person dolly, whether associated with a move-in or move-out, renovation or other type of load-in or load-out, is moved through any external Electra entrance except the lower main loading bay

entrance.

Commercial security and physical or electronic keys

55 – Commercial executive must only issue security clearance under policy

55. The Commercial Section shall ensure that security fobs, keys or similar devices allowing entrance to the building or specific areas within the building shall only be issued to owners and others under conditions or processes published from time to time which are designed to maintain safety and security for those permitted to be in the building, and security for the strata lots and other property of owners.

Part 6 – Constrained Activities Within Strata Lots

Commercial kitchens

56 – No deep fryers, or fines may be levied

56. A kitchen or other food preparation area in a retail strata lot shall not contain a deep fryer or similar device for cooking food with oil, except:

- a. A hotplate, stove or oven, and pots or pans or their equivalent that are used with a thin skin of cooking oil to keep food from sticking, are specifically permitted.
- b. A Level 1, 2 or 3 fine per Bylaw 76 may be assessed by the Commercial Executive for violation of this Bylaw.

57 – Exterior venting required

57. Each kitchen where food is prepared for sale in the Commercial Section shall have venting appropriate to its use to the exterior of the Electra and:

- a. The plan for such venting shall be approved by the Commercial Executive in advance of installation work beginning.

58 – Grease traps required in sink drains

58. Every sink in each kitchen where food is prepared for sale in the Commercial Section shall have a working grease trap installed in its drainage that can be readily cleaned on a prepared schedule.

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Part 6 – Prohibited Uses of Commercial Section Strata Lots

Legal Restrictions

59 – Only uses allowed by strata plan permitted

59. If the purpose for which a Commercial Section strata lot is intended to be used is shown expressly or by necessary implication within or by the registered LMS 1866 strata plan, an owner shall not use their Commercial strata lot for any other purpose, nor permit it to be so used.

60 – Governmental restrictions

60. When a government law or bylaw affecting the Electra's Commercial section excludes a commercial activity from occurring, an owner shall not use their Commercial strata lot for that excluded use, nor permit it to be so used.

61 – Board may bar businesses from use or changing use

61. If an existing business proposes to do, or changes what it does, the owner or tenant of a commercial strata lot shall not use, or may be barred by the Commercial Executive from using, one or more Commercial strata lots to:
- a. Conduct a business or occupation which, in the opinion of the Commercial Executive by resolution on a case-by-case basis, is likely to interfere with the use and enjoyment of other strata lots by their owners, employees or visitors.
 - b. Constitute a nuisance or a hazard to any occupier of any other strata lot, or to the public, in the opinion of the Commercial Executive by resolution on a case-by-case basis.
 - c. Conduct a business or occupation which is, in the opinion of the Executive of the Commercial Section by resolution on a case-by-case basis, would tend to lower the character or reputation of the commercial development generally comprising the other businesses carried on in the Commercial Section because of:
 - i. The goods being sold or likely to be sold or conducted.
 - ii. The services being sold or likely to be sold or conducted.
 - iii. The merchandising, servicing or pricing methods used or likely to be used.
 - iv. The manufacturing, processing or production methods used or likely to be used, however in this specific case:
 1. The office administrative components for such a business or occupation that is performed elsewhere

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may be permitted upon a decision of the Executive Council by resolution on a case-by-case basis.

62 – Board must advise other owners before barring business

62. Any Commercial Executive decision that occurs between owners meetings to bar a business or occupation from establishing or renewing within the Electra Commercial Section:

- a. Shall be brought specifically to the attention of the Section's owners at the earliest opportunity and,
 - i. At least 14 days from such publication shall be allowed for comment from owners or tenants regarding the matter before the decision is confirmed and implemented, and the application shall be held in abeyance until the time expires.
- b. This section does not prevent the Commercial Executive from levying fines or other restrictions assessed under other Commercial Section Bylaws.

63 – Board's decision to bar expires at AGM unless bylaw changed

63. Any decision made under Commercial Bylaw 62 ceases to have effect at the first annual general meeting held after it is made, unless the decision is incorporated into Commercial Bylaw 64, and the revised bylaw is changed by a resolution approved:

- a. At that annual general meeting, or
- b. At a special general meeting held before that annual general meeting.

And is subsequently registered with Land Titles as required for bylaws.

64 – Specific types of businesses barred

64. The following type of businesses or occupations are specifically barred:

- a. Due to excessive demand on Commercial Section services or adverse effects on neighbouring businesses:
 - i. A school with 10 or more students in attendance on any Commercial Section strata lots that are primarily serviced by an elevator except, for clarity, the lobby floor of the high rise building, 970 Burrard St.
- b. Due to their effect on the Commercial Section's reputation, any person or firm that provides:
 - i. An escort service.
 - ii. A sexually oriented business.

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- iii. A pawn service.
- iv. Sexually explicit goods or services.
- c. Due to the nature of their effect on the Commercial Section’s businesses, the operational portion of any business that deals in:
 - i. The use, rental, lease, sale or health of animals
 - ii. The Arcade or billiards businesses
 - iii. The wholesale or retail sale of alcoholic beverages where such sale is the primary occupation of the business.

However, the business office or administrative portions of the businesses in Bylaw 64 (c) are specifically permitted.

65 – Existing barred businesses grandfathered

65. If such a person, business or occupation in Commercial Bylaw 64 is in operation at the time this Bylaw is registered, that business or occupation shall be permitted to continue its operation until:
- a. The tenant’s current lease and original extension option, if any, expires, or
 - b. The ownership changes for the strata lot or lots within which it operates.

66 – Owners can’t permit activities that cause nuisances without permission

66. An owner or their tenant shall not permit Commercial Electra strata lots or Commercial Common property to be used in the following ways:
- a. Renovations, reconstruction or construction at any time that:
 - i. Produces noise that can be heard outside of the owner’s strata lots if the work is inside a Commercial Section strata lot or lots, or can be heard inside owners’ lots if the work occurs on Commercial Common property;
 - ii. Produces any other type of disturbance in the sole opinion of a member of the Commercial Executive, is likely to affect, or is adversely affecting the quiet enjoyment of other owners or the Section’s common or limited common property.
 - b. Unusual or dangerous use of Commercial common or limited common property or a strata lot.

Unless the owner or tenant has:

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- a. Provided the Executive Council in advance with an overview of the work to be done, with plans and copies of permits as necessary or appropriate;
- b. Provided the Executive Council with a refundable \$200 deposit in the Council’s favour, effective for the duration of the project;
- c. Provided the Executive Council with a mitigation strategy for the noise or other disturbance which confirms that work that produces the disturbance shall only take place:
 - 1. Within the hours and on the days permitted by the Commercial Executive that are appropriate for the area surrounding that lot, noting if:
 - a. The strata lot or Commercial Common property is adjacent to a residential strata lot, or
 - b. The work is on a hall, conduit, elevator, or shaft that is likely to carry the sound or other disturbance to other strata lots.
- d. The Commercial Executive shall specifically consider whether the work noise, dust, fumes or other emanations will affect Residential, Commercial or both types of adjacent areas in deciding on the permitted working hours and mitigation strategy.
- e. Received written approval from the Executive Council which may, as it sees fit from application to application, impose additional conditions on the owner or tenant in carrying out the use, including, but not limited to, modifications of the proposed mitigation strategy, but such permission shall not be unreasonably denied.

And that if the owner or tenant fails to comply with any of the conditions of the Commercial Executive’s approval requirements, and the mitigation strategy as approved or modified by the Commercial Executive, the deposit shall be forfeit, otherwise it shall be returned upon application at the completion of the use.

67 – Deposit forfeiture’s costs or expenses may be added to assessment

- 67. Any costs or expenses incurred by the Commercial Executive in connection with the property use in Commercial Bylaw 66 that caused the forfeiture of the deposit, as well as any fine or fines connected with the use, may be invoiced to the owner at the Commercial Executive’s discretion, and are in addition to the deposit forfeiture.

68 – Fines for bylaw violations may be added to deposit forfeiture

- 68. A Level 1, 2 or 3 fine per Bylaw 76 may be charged by the Commercial

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Council, and any fine or expense so charged shall incur the same interest rate and conditions for non-payment as the Commercial Section's maintenance fees.

69 – Section can apply to court to recover without owner's resolution

69. The Commercial Executive may recover from an owner by an action for debt in court any unpaid fine, fines or expenses duly assessed herein, without requiring authorization by an owners' resolution.

Part 7 – Commercial Section fees, assessments and fines

Assessments

70 – Assessments must be paid monthly, in advance

70. Strata maintenance fees, special levies and other charges that may be assigned to an owner's account by the Board per the Commercial Bylaws, collectively known as an owner's assessment, are due on the first of each month as assessed with at least 30 days' notification, however:

- a. Owners shall be offered a grace period to the nearest business day not exceeding the 15th of a month in which the assessment is due to pay the assessment without incurring interest, and,
 - i. A Level 1 fine per Bylaw 76 for failing to pay on time or by the end of the grace period shall be charged to the owner's account in addition to any interest, and that fine shall be included in the Commercial assessment.

71 – Board may charge interest

71. The Commercial Section Executive may charge up to the maximum rate of interest provided for this bylaw.

72 – Board may adjust interest, but only in specific ways

72. The Commercial Section Executive may, from time to time, adjust the interest charged on late assessment payments, so long as the rate does not exceed twice the prevailing short-term business-loan rate used by Commercial Section's usual bank, or 10% as per the Strata Property Act, whichever is less, and the rate is not changed more than twice per year and:

- a. Such interest shall be charged on the balance of a late assessment payment, calculated from the first of the month in which it's due to the date it's paid in full.

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- b. If an interest rate is changed while an assessment payment is outstanding, the rate used shall be based on the rate in effect when the assessment began, unless the new rate is less, in which case it shall replace the existing rate on the late assessment.

Fines for bylaw infractions**73 – Board sets fines for bylaw violations**

73. The Commercial Executive may set and impose fines on a Commercial owner or owners of a specific strata property (per Commercial Bylaw 76, Levels of Fines) for a violation of any of these Bylaws or the Rules made from time to time by the Executive and approved by the owners, and:
 - a. The fine may be imposed if the violation was incurred by an owner, their tenant, any of their employees, agents or invitees to the strata property.

74 – Board must follow procedure before imposing fine

74. The Commercial Executive shall follow the procedure in Commercial Bylaw 75 (Procedure to Assess) before imposing a fine, and the fine plus any associated expense then:
 - a. Becomes due immediately.
 - b. Becomes an addition to the monthly assessment fee of that owner.
 - c. Becomes payable on the next maintenance-fee due date after the date the fine or fines are levied.

75 – Procedure to be followed by Board to assess fines

75. The procedure the Commercial Executive shall follow to assess fines:
 - a. The first violation requires the President of the Commercial section to issue a warning letter to the violator, copy to the owner if necessary, which cites:
 - i. The alleged violation by Bylaw or Rule section number, what happens next if the violation doesn't end, and, if necessary, sets the time and date, which must be at least one business day after delivery of the letter, by which the violation must end to avoid a fine.
 - b. A second or continuing violation requires the President to impose and add a fine charged to the owner that shall not exceed half of the base amount of a violation, accompanied by a letter that explains what happens next if the violation does not stop by a specific deadline that shall be at least one business day after the delivery of the letter.

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- c. A third or continuing violation requires the President to impose and add the full fine charged to the owner at least once every seven working days until the violation stops to the President's satisfaction.

Levels of Fines for Bylaw Infractions**76 – Three levels of fines available to Board**

76. The Commercial Executive may assess only three levels of fines against Commercial Section owners and others per these Bylaws, and, except for item (0) below, the levels are only applicable to bylaws which have a Fine Level identified within them:
 - a. Level 1 is \$50 and applicable to every bylaw that does not specifically have a Fine Level identified within them.
 - b. Level 2 is \$100.
 - c. Level 3 is \$200.

77 – Board may assess lesser fine within levels

77. The assessed fine may be less than the maximum within each level, at the Commercial Executive's discretion.

78 – Fines and offenders must be authorized by Board vote

78. Each occurrence of a fine save weekly continuing must be approved by resolution in the public minutes of the Commercial Executive, along with the violation and the name of the owner or tenant fined.

Part 8 – Co-operation with other Boards**Co-operation with the Residential and Strata Executive****79 – Owners have role in assessing co-operation**

79. Owners must do their best at an Annual general meeting to elect representatives to the Commercial Executive who have a strong interest in co-operating with the Residential Executive and the Strata Executive when dealing with issues about how best to manage the Electra.

80 – Board works on bylaws when Residential does

80. Whenever the Residential Section of LMS 1866 wishes to make changes to the Bylaws of LMS 1866, The Electra, the Commercial executive of the

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Commercial Section shall review the Commercial set of bylaws, and:

- a. Co-operate as much as practical with the Residential Section to offer bylaw wording that strengthens co-operation between the Residential Section and the Strata Council,
- b. Work with the Residential Section to make as much of the bylaw wording as practical apply to both sections equally.
- c. Adjust these bylaws accordingly in ways that work as co-operatively as practical with bylaws proposed or approved by the Residential Section.
- d. Offer as much support as practical at an ownership meeting for any changes to LMS 1866 bylaws that the Commercial Executive agree enhance the joint operations of LMS 1866, The Electra building or the Strata Corporation's common assets.

81 – Co-operation has practical limits but...

81. The members of the Commercial Section Executive shall be as co-operative and respectful as is practical with the Residential Executive and its members, and that the Commercial Executive's representatives when on the Strata Executive, and the Commercial Section Executive members in their own meetings shall:
- a. Ensure this goal is an essential part of their goals when advancing the interests of the Commercial Section in their dealings with the Residential representatives.
 - b. Understand that the range of unified underpinnings and operations of The Electra building require close operational ties with the Residential Section and its Strata Executive representatives and that enhancing or maintaining these ties are part of the fiduciary duty of each Commercial director.
 - c. Convey a no-fault or no-blame attitude during any discussions or negotiations with Residential representatives, or when preparing public reports on any issue.
 - d. Ensure that if there is a difference of opinion between the Commercial and Residential Section executives, their representatives on the Strata Executive, or their management about any issue, the Commercial section shall either:
 - a. Choose the most co-operative solution to resolve the difference if more than one satisfactory option is offered, or
 - b. Do its best to create and offer one or more co-operative solutions to resolve the difference.
 - e. Propose an informal arms-length mediation process, using volunteer owners as mediators or facilitators, to help resolve one or

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more major differences before taking more drastic courses of action to resolve one or more issues.

- f. Propose, fund and take part in any independent and formal mediation with the Strata Executive or the Residential Executive per the *Strata Property Act* before taking more drastic courses of action to resolve one or more difficult issues.
- g. Call a special owner's meeting to propose a resolution for approval of any court action against the Strata Executive or Residential Executive, as applicable.

82 – Contention on one issue must not colour debate on other issues

82. If an issue between the Commercial Executive and the Residential Executive or Strata Executive is contentious, that contention must not colour any Commercial Executive discussion, debate or action on any other issue between it and the Residential Executive or the Strata Executive.

— END OF BYLAWS DOCUMENT —