



AGENDA

ANNUAL MEETING FOR THE YEAR 2018

St. Andrew's Place

Sunday March 25, 2018

1. Opening
2. Minutes of Previous Annual Meeting, March 26, 2017
3. Business Arising
4. President's Report
5. Audited Financial Statements – December 31, 2017
6. Auditor's Appointment
7. Approval of all actions of the Corporation in 2017
8. Confirmation and Election of Directors
9. Other Business
10. Adjournment

MINUTES
ANNUAL MEETING FOR THE YEAR 2017
St. Andrew's Place
Sunday March 26, 2017

Chair: Scott Darling

Recording Secretary: Scott Jeffrey

1. Opening

Board President Scott Darling called the meeting to order at 12:10 pm and thanked Director Scott Jeffrey for taking the minutes of this Annual General Meeting (AGM). Rev. Dr. William Steadman opened the Annual General meeting with words of prayer.

MOTION: Moved by J. Baggs, Seconded by K. Brankley, that the agenda be approved as presented. Carried.

2. Minutes of Previous Annual Meeting, March 20, 2016

MOTION: Moved by S. Carscadden, Seconded by J. Dickson, that the minutes of the 2016 Annual General Meeting be approved as presented. Carried.

3. Business Arising

4. President's Report

Scott Darling highlighted some of the key developments from his report for 2016. The renewal in the west tower and new commercial tenants were pointed out.

Note from Place Board meeting March 22, 2017 re: Board Succession Plan: St. Andrew's Place Bylaws 2007 Sections 22 & 23 Term of Office/Rotating Terms, in light of the general difficulty of appointing new Directors and the willingness of existing Directors to remain on the Board:

MOTION made by the Place Board on March 22, 2017: Moved by B. Humphrey, Seconded by S. McClure to amend Sections 22 & 23 to allow Directors to remain on the Board beyond their two consecutive terms. Carried unanimously.

Discussion ensued regarding this request.

MOTION: Moved by B. Humphrey, Seconded by B. Chapman to amend Corporate Bylaws 2007, Sections 22 & 23 (term of office/rotating terms) to allow Directors to remain on the Place Board beyond their two consecutive terms. Carried.

Gratitude was expressed to our Property Manager, Jean Leblanc and his staff for their dedication and commitment to St. Andrew's Place.

Retiring Board members were thanked and appreciation was expressed to all Directors for their time and service to St. Andrew's Place.

5. Audited Financial Statements – December 31, 2017

Cameron Crawford our auditor walked us through our 2016 financial statements. Questions were answered from the floor.

MOTION: Moved by S. McClure, Seconded by S. Darling that the Audited Financial Statements for St. Andrew's Place, Sudbury, for the fiscal year 2017 as prepared by the firm of McLelland, Crawford and Topp be accepted as presented. Carried.

6. Auditor's Appointment

MOTION: Moved by D. McIntosh, Seconded by M. Winckel that the firm of McLelland Crawford and Topp be appointed as auditors of St. Andrew's Place for the fiscal year 2018. Carried.

7. Approval of all actions of the Corporation in 2017

MOTION: Moved by P. Thurston, Seconded by S. Carscadden that all the actions of the Directors of St. Andrew's Place, Sudbury carried on for the benefit of the Corporation, both recorded in the Minutes of the meetings, and those not recorded, but having been completed at this time, be and the same, are hereby ratified and confirmed. Carried.

8. Confirmation and Election of Directors

MOTION: Moved by B. Brankley, Seconded by j. Warner-Smith that in accord with the nominations made by St. Andrew's United Church at its Annual Meeting, that the following be confirmed as Directors of St. Andrew's Place, Sudbury for the 2016. Carried.

Phil Thurston, Scott Darling, Bob Humphrey, Wayne Cassidy, Janey Hall, Scott McClure, Kim Wahamaa, Jane Baggs, Herb Fines, Rev. Catherine Somerville, Robert Topp, Scott Jeffrey

9. Other Business

10. Adjournment

MOTION: Moved to adjourn by B. Humphrey at 12:50 pm. Carried.

ST. ANDREW'S PLACE REPORT 2017

SENIOR TENANTS - The St. Andrew's Place Board is the corporate arm of St. Andrew's United Church. Its mission is to provide affordable housing for seniors in downtown Sudbury. The Board strives to support the 148 tenants in various ways. It subsidizes the One-Eleven Senior Citizens' Centre and provides the office and amenity space (111 Lounge) for this community centre. One-Eleven, which recently signed a new lease, provides important programming for our seniors - social, recreational and health-related programs, and organizes fundraisers and special events. The Place hosts an annual Christmas Dinner for the tenants and occasionally Body & Soul lunches in conjunction with the Church. There is a waiting list for seniors' apartments.

COMMERCIAL TENANTS - Since the departure of the Laurentian University McEwen School of Architecture in December 2016, we have managed to fill 80% of the space it had occupied. The fourth floor underwent a major renovation. Our new tenants, Réseau ACCESS Network had their official opening in June. This marked a return of this important community organization whose outreach aligns well with the mission and goals of our congregation. The Bischoff Lounge was repurposed as a Board Room and is rented out to Réseau ACCESS Network and other organizations. A tour of the fourth floor will be offered following a Sunday service in 2018.

DOWNTOWN PRESENCE AND PARTNERSHIPS - The Downtown Sudbury Business Improvement Area (BIA) Association, dedicated to the growth of downtown, has joined our complex this year. It occupies two street-front suites adjacent to the main lobby.

Kuppajo Espresso Bar is evolving as a downtown meeting spot and has been an asset for both tenants and for those attending functions held at St. Andrew's Place.

Having The Nickel Range Hairstyling Barber Shop and the Pandemonium Salon in the building has been convenient for our tenants. ErgoCentric office furnishing has been a street-front tenant since 2016.

St. Andrew's Place is a community hub. Our multi-purpose sanctuary has been an important venue for CBC programs, municipal town hall gatherings, Laurentian University events, Kiwanis festival, lectures series and a variety of concerts. Our second floor activity hall is known for Out of the Cold dinners, large meetings and receptions. Although the lower level space remains unoccupied, there are several prospective tenants.

UPGRADES TO BUILDING - Phase 1 of the West Tower renewal has been completed. The elevator landing areas on ten floors received new paint, flooring, lighting and wall tiles. Apartment upgrades continued regarding kitchens, bathrooms and flooring.

We are currently costing and saving for Phase 2, which will be underway in 2018. It will involve the replacement of hallway carpets, lights, wall coverings and millwork in the West Tower. New electronic security entrances to the residential areas will be installed.

On the ground floor, additional washrooms accessed from the main lobby are now available for public events.

The Place continues to partner with the Church for projects related to the sanctuary improvements - the sound system, lighting, and the re-upholstery of over 400 chairs. A Joint Church-Place Lease team reviewed the occupancy model and renegotiated the use of space. This led to a 5-year lease extension.

MANAGEMENT - The 45 year old building is being well maintained and is actively marketed in terms of apartments and rental spaces. The Place Board wishes to acknowledge the important contributions of on-site staff and of the management team at Luxor Management. Much appreciation goes to Superintendent Rick Lachapelle, Marketing and Facilities Manager Alicia Lachance, and Property Manager Jean Leblanc as well as other Luxor staff.

The Board of Directors is grateful to the twelve members of St. Andrew's United Church who provide oversight for the business end of our complex. Janey Hall's resignation was accepted with considerable regret in September. Janey has provided wisdom and expertise over her tenure as Director. Her advice and enthusiasm is greatly missed. We wish her all the best.

Scott Darling

Scott Jeffrey

Scott McClure

Janey Hall

Jane Baggs

Herb Fines

Bob Humphrey

Wayne Cassidy

Kim Wahamaa

Rev. Catherine Somerville

Phil Thurston

Robert Topp

Respectfully submitted,

Scott Darling, President of Board of Directors

ST. ANDREW'S PLACE, SUDBURY
FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2017

ST. ANDREW'S PLACE, SUDBURY
YEAR ENDED DECEMBER 31, 2017
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McLelland Crawford Topp LLP

Chartered Professional Accountants

Stephen P. McLelland, CPA, CA
Licensed Public Accountant

Cameron M. Crawford, CPA, CA
Licensed Public Accountant

Robert D. Topp, CPA, CA
Licensed Public Accountant

Michael D. Lalonde, CPA, CGA

Dijana Z. Crawford, CPA, CA

Jimmy S. Mensour, CPA, CGA

Lora A. McBain, CPA, CA

Richard J. Lindquist, CPA, CGA
Member - Canadian Tax Foundation

INDEPENDENT AUDITOR'S REPORT

To the Directors of **St. Andrew's Place, Sudbury**

We have audited the accompanying financial statements of **St. Andrew's Place, Sudbury**, which comprise the statement of financial position as at **December 31, 2017**, and the statements of operations and changes in unrestricted net assets and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements in accordance with Canadian accounting standards for not-for-profit organizations, and for such internal control as Management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audits in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by Management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained in our audits is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, these financial statements present fairly, in all material respects, the financial position of **St. Andrew's Place, Sudbury** as at **December 31, 2017**, and the results of its operations and changes in unrestricted net assets and cash flows for the year then ended in accordance with Canadian Accounting Standards for Not-For-Profit Organizations.

Sudbury, Ontario
March 5, 2018

McLelland Crawford Topp LLP
CHARTERED PROFESSIONAL ACCOUNTANTS
Licensed Public Accountants

ST. ANDREW'S PLACE, SUDBURY
STATEMENT OF FINANCIAL POSITION
AS AT DECEMBER 31, 2017

	ASSETS	2017	2016
CURRENT			
Cash and Cash Equivalents		\$ 176,861	\$ 300,637
HST Receivable		20,810	22,651
Accounts Receivable		4,355	7,982
Due From Related Party (Note 6)		3,639	2,607
Prepaid Expenses		<u>9,236</u>	<u>8,797</u>
		<u>214,901</u>	<u>342,674</u>
PROPERTY AND EQUIPMENT (Note 2)		11,148,969	10,583,137
Less Accumulated Amortization		<u>4,327,711</u>	<u>4,065,892</u>
		<u>6,821,258</u>	<u>6,517,245</u>
		\$ 7,036,159	\$ 6,859,919
LIABILITIES			
CURRENT			
Accounts Payable and Accrued Liabilities		\$ 106,301	\$ 94,608
Note Payable - Related Party (Note 6(d))		83,609	-
Deferred Revenue		<u>104,754</u>	<u>87,161</u>
		<u>294,664</u>	<u>181,769</u>
NET ASSETS			
RESTRICTED (Note 3)			
Restricted Provincial Subsidy		3,993,618	3,993,618
Contributed Surplus		1,068,633	1,068,633
Endowment		<u>9,681</u>	<u>9,681</u>
		5,071,932	5,071,932
UNRESTRICTED		<u>1,669,563</u>	<u>1,606,218</u>
		<u>6,741,495</u>	<u>6,678,150</u>
		\$ 7,036,159	\$ 6,859,919

COMMITMENTS (Note 4)

APPROVED BY THE BOARD:

_____ Director

_____ Director

See Accompanying Notes to the Financial Statements

ST. ANDREW'S PLACE, SUDBURY
STATEMENT OF OPERATIONS
AND
CHANGES IN UNRESTRICTED NET ASSETS
YEAR ENDED DECEMBER 31, 2017

	<u>2017</u>	<u>2016</u>
REVENUE		
Rent - Social Housing, Including Parking	\$ 1,248,627	\$ 1,197,371
- Commercial, Including Parking	165,757	201,097
Commercial Miscellaneous Rental	28,127	22,479
HST Rental Revenue	21,696	12,232
Other - Residential Revenues	14,405	8,702
Commercial Recovery Revenues	-	30,000
	<u>1,478,612</u>	<u>1,471,881</u>
EXPENSES		
Utilities	403,882	395,238
Repairs, Maintenance and Cleaning	194,712	156,674
Municipal Taxes	187,429	173,382
Salaries and Benefits	182,199	180,468
Professional Fees		
Management	69,387	68,788
Accounting and Audit	12,842	12,242
Other - Design, Lease Commissions	29,360	5,231
Architect and Engineering	-	690
Insurance	39,868	35,931
Office	23,369	19,598
Advertising	7,109	4,109
Bank Charges and Interest	1,899	1,301
Bad Debt	1,391	4,055
	<u>1,153,447</u>	<u>1,057,707</u>
Excess of Revenues over Expenses Before Amortization	325,165	414,174
Amortization	<u>261,820</u>	<u>251,209</u>
EXCESS OF REVENUE OVER EXPENSES	63,345	162,965
Unrestricted Net Assets, Beginning of Year	<u>1,606,218</u>	<u>1,443,253</u>
UNRESTRICTED NET ASSETS, END OF YEAR	<u>\$ 1,669,563</u>	<u>\$ 1,606,218</u>

See Accompanying Notes to the Financial Statements

ST. ANDREW'S PLACE, SUDBURY
STATEMENT OF CASH FLOWS
YEAR ENDED DECEMBER 31, 2017

CASH PROVIDED BY (USED IN)	<u>2017</u>	<u>2016</u>
OPERATIONS		
Excess of Revenues Over Expenses	\$ 63,345	\$ 162,965
Add: Amortization Which Does Not Involve Cash	<u>261,820</u>	<u>251,209</u>
	325,165	414,174
Changes in Non-cash Operating Working Capital		
Accounts and Other Receivables	4,437	32,924
Prepaid Expenses	(439)	(390)
Accounts Payable and Accrued Liabilities	11,691	(74,572)
Deferred Revenue	<u>17,593</u>	<u>(8,849)</u>
	<u>358,447</u>	<u>363,287</u>
FINANCING		
Note Payable - Proceeds	100,000	-
- Repayments	<u>(16,391)</u>	<u>-</u>
	<u>83,609</u>	<u>-</u>
INVESTING		
Expenditures on Property and Equipment	<u>(565,832)</u>	<u>(291,252)</u>
INCREASE (DECREASE) IN CASH	(123,776)	72,035
Cash, Beginning of Year	<u>300,637</u>	<u>228,602</u>
CASH, END OF YEAR	\$ <u>176,861</u>	\$ <u>300,637</u>

See Accompanying Notes to the Financial Statements

ST. ANDREW'S PLACE, SUDBURY
NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2017

St. Andrew's Place, Sudbury ("The Place") is a not-for-profit organization incorporated without share capital under the laws of Ontario. The Place owns and operates a multi purpose facility providing residential housing to seniors, worship and amenity areas for **St. Andrew's United Church** ("The Church") and commercial occupancy for business. The Place is also a registered charity under the Canadian Income Tax Act and therefore is not subject to either federal or provincial income taxes.

1. SIGNIFICANT ACCOUNTING POLICIES

These financial statements present the assets, liabilities, net assets and operations of the Place and are prepared in accordance with Canadian Accounting Standards for Not-for-Profit Organizations and includes the significant accounting principles set out below.

(a) Revenue recognition

The Place follows the deferral method of accounting for contributions and tenant deposits.

Rental revenues are recognized when received, or receivable if the amount to be received can be reasonably estimated and collection is reasonably assured.

(b) Cash and cash equivalents

The Place's policy is to disclose bank balances and short term deposits with a maturity period of three months or less under cash and cash equivalents.

(c) Property and equipment

Significant capital assets are recorded at cost. Contributed capital assets are recorded at fair value at the date of contribution. Amortization is provided on the basis and annual rates as follows:

Assets	Rates	Basis
Building and improvements	4%	Declining balance
Furniture and equipment	10%	Straight line

(d) Deferred revenue

Deferred revenue is comprised of tenant deposits for last months rent and prepaid commercial rents.

ST. ANDREW'S PLACE, SUDBURY
NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2017

1. SIGNIFICANT ACCOUNTING POLICIES (Cont'd)

(e) Donated materials and services

Donated materials and services which would otherwise be paid for by The Place are recorded at fair value when provided.

The work of The Place is dependent on the voluntary services of many members and others. Since these services are not normally purchased by The Place and because of the difficulty in determining their fair market value, these donated services are not recognized in these financial statements.

(f) Use of estimates

The preparation of the financial statements in conformity with Canadian accounting standards for not-for-profit organizations requires Management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. By their nature these estimates are subject to measurement uncertainty and actual results could differ from those estimates.

(g) Impairment of long-lived assets

Long-lived assets, including property and equipment subject to amortization, are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not become recoverable. Recoverability is measured by comparison of the carrying amount to the estimated undiscounted future cash flows expected to be generated by the asset. If the carrying amount of the asset exceeds its estimated future cash flows, an impairment charge is recognized by the amount by which the carrying amount of the asset exceeds the fair value of the asset.

2. PROPERTY AND EQUIPMENT

	<u>Cost</u>	<u>Accumulated Amortization</u>	<u>Net 2017</u>	<u>Net 2016</u>
Land	\$ 200,000	\$ -	\$ 200,000	\$ 200,000
Building and improvements	10,394,223	3,921,405	6,472,818	6,145,167
Furniture and equipment	<u>554,746</u>	<u>406,306</u>	<u>148,440</u>	<u>172,078</u>
	<u>\$11,148,969</u>	<u>\$ 4,327,711</u>	<u>\$ 6,821,258</u>	<u>\$ 6,517,245</u>

The land, building and improvements are recorded at amortized historical cost which does not reflect current market value. They are also security for the restricted provincial subsidy (Note 3).

ST. ANDREW'S PLACE, SUDBURY
NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2017

3. ENDOWMENT AND OTHER RESTRICTED FUNDS

(a) Restricted Provincial Subsidy

Under a "Special Subsidy Agreement" entered into on March 17, 2005 between The Place and the Ministry of Municipal Affairs and Housing, the Province of Ontario provided The Place with a special one time subsidy payment in an amount sufficient to pay all amounts outstanding on the then existing CMHC mortgage. The total subsidy amounted to \$3,993,618.

Under this fifteen year agreement, which can be extended at the Ministry's discretion, the Place agrees not to encumber or dispose of any part of the property and continue to operate The Place as a non-profit housing facility. A notice of this agreement has been registered on title. It is The Place's intention to honour this agreement and as a result, the special subsidy payment has been recorded as a restricted net asset.

(b) Contributed Surplus

This contributed surplus consists of the following amounts:

Donations from St. Andrew's United Church

Land	\$ 200,000
Funds for building	<u>383,587</u>
	583,587
Solar project grants and donations	109,500
RRAP grant	358,000
Ontario Mortgage Corporation	<u>17,546</u>
	<u>\$ 1,068,633</u>

As noted above, The Place agrees not to encumber or dispose of any part of the property and as such contributed surplus is restricted so as to comply with the requirements of the Restricted Provincial Subsidy.

(c) Endowment

During a previous year, the Senior's Rent Subsidy Endowment Fund was transferred from The Church to The Place. Contributions and expenses of this restricted endowment fund are made directly to this fund. There were no contributions to or expenses of the fund since the transfer.

ST. ANDREW'S PLACE, SUDBURY
NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2017

4. COMMITMENTS

(a) Tenant arrangement

The Place renewed and extended the lease of its premises to The Church at an annual cost of \$12,000 for 2017, \$14,400 for 2018, \$15,600 for 2019 and \$16,800 for 2020 & 2021 (plus any applicable HST). (included in Rent - Commercial in the statement of operations). The Sanctuary and the Second floor activity area are covered under a "time of use schedule". (included in commercial miscellaneous monthly rentals in the statement of operations and changes in unrestricted net assets).

(b) Restricted provincial subsidy

Under the terms of the "Special Subsidy Agreement" (Note 3), the Place is not required to make any future principal or interest payments on the balance outstanding of \$3,993,618. However, should the Place not live up to, or violate the terms of the agreement with the Ontario Ministry of Municipal Affairs and Housing, the deferred subsidy could become repayable in full.

(c) Refurbishing commitments

Significant commercial capital improvement commitments have been made to prepare for a significant long term commercial tenant. The Place continues to undergo a refurbishing program to upgrade and repair all aspects of the building, including common areas and social housing apartment units. As a result, at any point in time, major construction or other commitments may be outstanding, and, or, significant short term cash balances may exist.

5. FINANCIAL INSTRUMENTS

The Place initially measures its financial assets and financial liabilities at fair value, and then subsequently measures all its financial assets and financial liabilities at amortized cost.

The Place's financial assets and financial liabilities, all measured at amortized cost, consist of cash, receivables, amount due from related party, accounts payable, accrued liabilities and note payable. Unless otherwise noted, it is Management's opinion that the The Place is not exposed to significant interest, currency, and credit risks arising from these financial instruments due to their relatively short-term nature.

6. RELATED PARTY TRANSACTIONS

(a) Relationship

The Place is a corporation, incorporated without share capital under the laws of Ontario, and whose Board of Directors is made up entirely of members of St. Andrew's United Church.

ST. ANDREW'S PLACE, SUDBURY
NOTES TO FINANCIAL STATEMENTS
YEAR ENDED DECEMBER 31, 2017

6. RELATED PARTY TRANSACTIONS (Cont'd)

(b) Significant transactions

The Place received rental and parking revenue from The Church in the amount of \$27,523 plus HST (2016 - \$25,507 plus HST). These transactions are measured at exchange values.

During the year, the Place also made payments to the Church for miscellaneous piano rentals in the amount of \$2,305 plus HST (2016 - \$1,825 plus HST)

(c) Due from related party

At year end, the amounts due to The Place from The Church was \$3,639 (2016 - \$2,607).

(d) Note Payable to Related Party

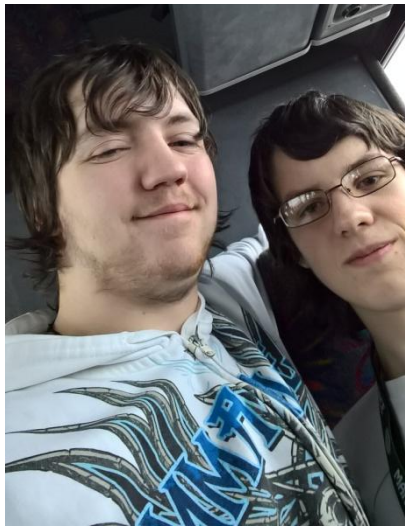
4% St. Andrew's United Church note payable due October 2018 payable \$8,515 monthly (Blended interest and Principal)	\$ <u>83,609</u>	\$ <u>-</u>
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7. COMPARATIVE FIGURES

Certain prior year figures have been restated to conform to the presentation adopted for the current year.



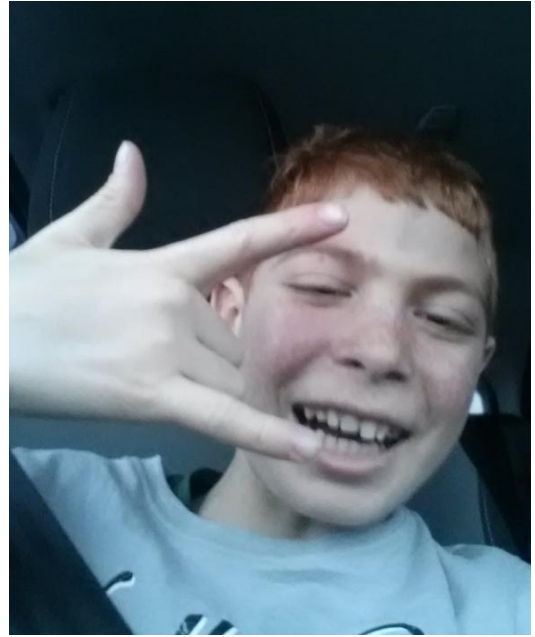
January: "Push for Change" with Joe Roberts.



January: "The Boys" at Worshiplude in Ottawa.



February: Qarqouz Family at Food Sale



Nabil having fun with Rev. Catherine.



August: Family Camp



MORE Family Camp!



October: Ray Laporte's Art Installation at McEwen School of Architecture



Church School



Nativity Walk



Santa Parade Party!



Sounds of the Season with CBC!



Blessing Bags



Youth Group



Tenant Veggie Share.



Downtown Churches Advent collection and delivery to Off the Street program.



Longest Night



Ministry and Personnel Christmas Lunch