

## E-Comm Emergency Communications for British Columbia Incorporated

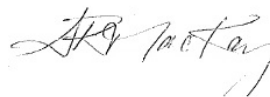
**NOTICE IS HEREBY GIVEN** that the Annual General Meeting of the Members of *E-Comm Emergency Communications for British Columbia Incorporated* (the "Company") will be held on Thursday, September 23, 2021 at the hour of 10:00 a.m. via video-conferencing for the following purposes:

1. To receive, consider and approve the minutes from the Annual General Meeting held September 17, 2020.
2. To receive, consider and approve the minutes from the Extraordinary General Meeting held June 24, 2021.
3. To receive the Financial Statements for the Company for the period ended December 31, 2020 and the report of the auditors thereon.
4. To appoint the auditors of the Company for the ensuing year, and to authorize the Directors to fix the remuneration to be paid to the auditors.
5. To set the number of Directors for the ensuing year.
6. To elect Directors to hold office until the close of the next Annual General Meeting.
7. To transact such other business as may properly come before the meeting or any adjournments or postponements thereof.

Pursuant to the Articles of the Company any entity that is a member of the Company may authorize such person as it thinks fit to act as its representative at any general meeting or class meeting. **Please provide the Company with the name of your representative at least 7 days prior to the date of the meeting.** If a member is unable to send a representative to attend the meeting in person, then that member may appoint a Proxyholder to attend and vote for it at the meeting. If you wish to appoint a Proxyholder, then you must complete and sign the enclosed form of Proxy and deliver it to Krystal Boros via email at [krystal.boros@ecomm911.ca](mailto:krystal.boros@ecomm911.ca), **no less than 48 hours prior to the meeting.**

DATED at Vancouver, British Columbia this 3rd day of September, 2021.

BY ORDER OF THE BOARD



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Sandra MacKay  
Corporate Secretary

*Enclosures:*

1. Minutes of September 17, 2020 Annual General Meeting.
2. Minutes of June 24, 2021 Extraordinary General Meeting.
3. Audited Financial Statements for the period ended December 31, 2020 and the report of the Auditors thereon.
4. Form of Proxy.

**Minutes of the Annual General Meeting of  
E-Comm Emergency Communications for British Columbia Incorporated** (the “Company”),  
held virtually on September 17, 2020, at the hour of 10:00 a.m.

**Shareholders of the Company present or represented**

City of Abbotsford	City of Maple Ridge	City of Richmond
Abbotsford Police Board	Metro Vancouver	City of Surrey
BC Emergency Health Services	City of New Westminster <i>via proxy</i>	SCBCTAPS Board
City of Burnaby	New Westminster Police Board	City of Vancouver
City of Coquitlam	City of North Vancouver <i>via proxy</i>	Vancouver Police Board
City of Delta	District of North Vancouver <i>via proxy</i>	District of West Vancouver <i>via proxy</i>
Delta Police Board	City of Pitt Meadows	West Vancouver Police Board
City of Langley	City of Port Coquitlam	City of White Rock
Township of Langley	City of Port Moody	
Village of Lions Bay <i>via proxy</i>	Port Moody Police Board	

**Meeting Chair**

Doug Campbell, Chair, E-Comm Board of Directors

**Management Present**

Oliver Grüter-Andrew, President and CEO

Sandra MacKay, Vice-President, Governance and Legal

**Invited Guests Present**

John Folka, Auditor, KPMG

**Recording Secretary**

Krystal Boros

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**1. Introduction**

E-Comm Board Chair Doug Campbell welcomed shareholders and guests to the 2020 Annual General Meeting.

**2. Formalities and Call to Order**

**Call to Order**

The Annual General Meeting was formally called to order at 10:00 a.m. Mr. Campbell, upon hearing no objection, appointed Sandra MacKay, Corporate Secretary, to act as Secretary of the Meeting.

Chair Campbell advised that the procedures followed at the Annual General Meeting are governed by the Articles of E-Comm, the Third Restatement of the Members’ Agreement, the British Columbia *Business Corporations Act* and the rules of order usually followed for meetings of Canadian companies.

**Registration of Proxies**

Section 11.6 of the Company’s Articles requires that all proxies for the meeting be delivered to the Company not less than 48 hours before the start of the meeting. All proxies delivered in accordance with those requirements were registered for use at the meeting.

It was confirmed that there were 25 Class A Shareholders in attendance, holding a total of 34 Class A shares, in person or by proxy.

**3. Notice of Meeting and Quorum**

The Notice calling the meeting was sent to all Members of record as of August 14, 2020, in addition to the Auditor of E-Comm. The shareholders waived formal reading of the Notice of Meeting.

Article 10.3 of the Company's Articles provides that the quorum for the transaction of business at a meeting of shareholders is "...two persons present and being, or representing by proxy, Members holding not less than 20% of the outstanding Class A Shares or other Shares entitled to be voted at the meeting" [7 of 35 Class A shares]. The Chair confirmed that a quorum was present.

With Notice having been duly given and a quorum being present, the Chair declared the meeting to be duly constituted for the transaction of business.

**4. Minutes of the Last Annual General Meeting of Members**

The minutes from the 2019 Annual General Meeting of Members held on June 20, 2019 were previously circulated.

**MOVED AND SECONDED**

- 4.1** THAT the minutes of the June 20, 2019 Annual General Meeting, be and are hereby approved and adopted, in the form previously circulated to Members.

**CARRIED UNANIMOUSLY**

**5. Presentation of Financial Statements for the Company**

The Financial Statements for the fiscal year ended December 31, 2019 and the Auditors Report thereon were mailed to all shareholders with the Notice of Meeting. The Chair asked if anyone had any questions regarding the financial statements. There being none, the financial statements of the Company for the fiscal period ended December 31, 2019 were received by the shareholders as presented.

**6. Appointment of Auditors**

The *BC Corporations Act* requires the shareholders of every company to appoint an auditor or to waive that appointment annually. The Chair called for a motion to appoint KPMG LLP, Chartered Accountants, as auditors of E-Comm until the next Annual General Meeting or until their successors are duly appointed.

**MOVED AND SECONDED**

- 6.1** THAT the firm of KPMG LLP, Chartered Accountants, be and is hereby appointed as auditors for the Company at a remuneration to be fixed by the Board of Directors until the next Annual General Meeting or until their successors are duly appointed.

**CARRIED UNANIMOUSLY**

**7. Determination of the Number, and Election of Directors**

Under the Members' Agreement and Articles of E-Comm, the Members of E-Comm designate the number of directors to be elected. Directors are nominated by the Members and the Ministry of Public Safety and Solicitor General. In addition, four independent directors are nominated by the outgoing Board of Directors.

Chair Campbell advised that shareholders will determine the number of directors for the upcoming year at 20.

Governance Committee Chair Denise Nawata reported that E-Comm had received the names of 16 nominees proposed by the Members and Ministry of Public Safety and Solicitor General, in accordance with the Members' Agreement, and the names of four independent director nominees proposed by the Board of Directors, for a total of 20 directors.

Ms. Nawata further reported that the municipalities of Belcarra, Burnaby, Coquitlam, New Westminister, Port Coquitlam and Port Moody, which form one nominating entity, had not yet named their second nominee and, accordingly, there would be one vacancy on the Board of Directors. Once the municipalities of Belcarra, Coquitlam, New Westminister, Port Coquitlam and Port Moody submit the name of their second nominee, that person would be appointed as director for the remainder of the term.

#### MOVED AND SECONDED

- 7.1** **THAT** the number of directors for the ensuing year be fixed at 20 and that the 19 persons nominated as directors as presented to the Meeting by Director Denise Nawata be elected as Directors of the Company to hold office until the next annual meeting of the Company or until their successors are elected or appointed and that it be acknowledged that there is one vacancy on the Board for the second nominee of the members Belcarra, Burnaby, Coquitlam, New Westminister, Port Coquitlam and Port Moody, such vacancy to be subsequently filled by the Directors as permitted under the Members' Agreement.

Name of Member or Designated Group	Name of Nominee(s)
BC Emergency Health Services	Neil Lilley
City of Delta Delta Police Board	Melanie Kerr
Metro Vancouver	Bill Dingwall
City of Richmond	Bill McNulty
RCMP	Lois Karr
City of Vancouver	Paul Mochrie
Vancouver Police Board	Warren Lemcke
Independent Police Boards: City of Abbotsford City of New Westminister City of Port Moody Transit Police District of West Vancouver	Mike Welte
City of North Vancouver District of North Vancouver Village of Lions Bay District of West Vancouver	Richard Walton
Village of Belcarra City of Burnaby City of Coquitlam City of New Westminister City of Port Coquitlam City of Port Moody	Joe Keithley

Name of Member or Designated Group	Name of Nominee(s)
City of Langley Township of Langley City of Surrey City of White Rock	Gayle Martin Terry Waterhouse
District of Maple Ridge City of Pitt Meadows	Mike Morden
Provincial Government	Lori Halls Mark Sieben
Independent Directors	Doug Campbell Barry Forbes Nancy Kotani Denise Nawata

**CARRIED UNANIMOUSLY**

**8. Other Business**

No additional items were tabled for consideration.

**9. Termination of Meeting**

The meeting was declared concluded at 10:40 a.m.

certified approved,

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Doug Campbell, Chair

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Sandra MacKay, Corporate Secretary

**Minutes of the Special General Meeting of  
E-Comm Emergency Communications for British Columbia Incorporated** (the “Company”),  
held virtually on June 24, 2021, at the hour of 10:00 a.m.

**Shareholders of the Company present or represented**

City of Abbotsford	Village of Lions Bay	Port Moody Police Board
Abbotsford Police Board	City of Maple Ridge	City of Richmond
BC Emergency Health Services	Metro Vancouver	City of Surrey
Village of Belcarra	City of New Westminster	SCBCTAPS Board
City of Burnaby	New Westminster Police Board	TransLink
City of Coquitlam	City of North Vancouver	City of Vancouver
City of Delta	District of North Vancouver	Vancouver Police Board
Delta Police Board	City of Pitt Meadows	District of West Vancouver
City of Langley	City of Port Coquitlam	West Vancouver Police Board
Township of Langley	City of Port Moody	City of White Rock

**Meeting Chair**

Doug Campbell, Chair, E-Comm Board of Directors

**Management Present**

Oliver Grüter-Andrew, President and CEO  
Sandra MacKay, Vice-President, Governance and Legal

**Recording Secretary**

Krystal Boros

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**1. Introduction**

E-Comm Board Chair Doug Campbell welcomed shareholders (“Shareholders” or “Members”) to the Extraordinary, or Special, General Meeting of the Members.

**2. Formalities and Call to Order**

**Call to Order**

The Special General Meeting was formally called to order at 10:00 a.m. Mr. Campbell, upon hearing no objection, appointed Sandra MacKay, Corporate Secretary, to act as Secretary of the Meeting.

Chair Campbell advised that the procedures followed at the Special General Meeting are governed by the Articles of E-Comm, the Third Restatement of the Members’ Agreement, the British Columbia *Business Corporations Act* and the rules of order usually followed for meetings of Canadian companies.

**Registration of Proxies**

Section 11.6 of the Company’s Articles requires that all proxies for the meeting be delivered to the Company not less than 48 hours before the start of the meeting. All proxies delivered in accordance with those requirements were registered for use at the meeting.

It was confirmed that there were 26 Class A Shareholders in attendance holding a total of 35 Class A shares in person or by proxy, and 16 Class B Shareholders in attendance holding a total of 20 Class B shares in person or by proxy. Accordingly, 100% of E-Comm Shareholders were in attendance.

**3. Notice of Meeting and Quorum**

The Notice calling the meeting was sent to all Members of record as of May 21, 2021.

Article 10.3 of the Company's Articles provides that the quorum for the transaction of business at a meeting of shareholders is "...two persons present and being, or representing by proxy, Members holding not less than 20% of the outstanding Class A Shares or other Shares entitled to be voted at the meeting" [7 of 35 Class A shares]. The Chair confirmed that a quorum was present.

With Notice having been duly given and a quorum being present, the Chair declared the meeting to be duly constituted for the transaction of business.

**4. Item 1: Amendment of Members' Agreement to provide E-Comm Vancouver Island Agencies with the right to appoint a Director**

**MOVED AND SECONDED**

- 4.1 BE IT RESOLVED THAT** an amendment to section 4.2 of the Members' Agreement to include, as new section 4.2.4, the following provision:

"4.2.4. The group comprised of: the Capital Regional District and those Vancouver Island police agencies, including any RCMP detachment, to which the Company provides police dispatching services, shall be entitled to designate one individual to act as director."; and

as consequential amendments, by adding reference to section 4.2.4, in sections 4.2.6, 4.2.7 and 4.3,

**BE APPROVED.**

**CARRIED UNANIMOUSLY**

**5. Item 2: Amendment to the Company's Purpose to align with the *Emergency Communications Corporations Act***

**MOVED AND SECONDED**

- 5.1 BE IT RESOLVED THAT** amendments to section 2.1 of the Members' Agreement and Article 25 of the Company's Articles, as described in the Information Circular accompanying the Notice of Extraordinary Meeting, in order to make the language setting out the Company's Purpose, and its permitted activities, fully consistent with the language of the *Emergency Communications Corporations Act*, **BE APPROVED.**

**CARRIED UNANIMOUSLY**

**6. Item 3: Additional amendments to the Members' Agreement and Articles of the Company**

**MOVED AND SECONDED**

- 6.1 BE IT RESOLVED THAT** those further amendments to the Members' Agreement and the Articles of the Company ) which are described in the Information Circular accompanying the Notice of Extraordinary Meeting **BE APPROVED.**

**CARRIED UNANIMOUSLY**

**7. Other Business**

The Chair thanked all Members for their consideration of the matters which came before the Meeting and for their attendance. The Chair advised that the Members' Agreement amendments which were voted upon

remain conditional upon approval from the Minister of Public Safety and Solicitor General and advised that a submission seeking that approval had been submitted to the Minister in anticipation of, and subject to, the requisite Member support.

No additional items were tabled for consideration.

**8. Termination of Meeting**

The meeting was declared concluded at 10:35 a.m.

certified approved,

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Doug Campbell, Chair

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Sandra MacKay, Corporate Secretary



Financial Statements of

**E-COMM EMERGENCY COMMUNICATIONS  
FOR BRITISH COLUMBIA INCORPORATED**

And Independent Auditors' Report thereon

Year ended December 31, 2020



KPMG LLP  
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Vancouver BC V7Y 1K3  
Canada  
Telephone (604) 691-3000  
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## INDEPENDENT AUDITORS' REPORT

To the Shareholders of E-Comm Emergency Communications for  
British Columbia Incorporated

### ***Opinion***

We have audited the financial statements of E-Comm Emergency Communications for British Columbia Incorporated (the "Entity"), which comprise:

- the statement of financial position as at December 31, 2020;
- the statement of operations and net assets (deficit) for the year then ended;
- the statement of cash flows for the year then ended; and
- notes to the financial statements, including a summary of significant accounting policies

(hereinafter referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Entity as at December 31, 2020, and its results of operations and its cash flows for the year then ended in accordance with Canadian accounting standards for not-for-profit organizations.

### ***Basis for Opinion***

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the "**Auditors' Responsibilities for the Audit of the Financial Statements**" section of our auditors' report.

We are independent of the Entity in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada and we have fulfilled our other ethical responsibilities in accordance with these requirements.

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

## ***Responsibilities of Management and Those Charged with Governance for the Financial Statements***

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Canadian accounting standards for not-for-profit organization, 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.

In preparing the financial statements, management is responsible for assessing the Entity's ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Entity or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Entity's financial reporting process.

## ***Auditors' Responsibilities for the Audit of the Financial Statements***

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.

The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit 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.



- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

*KPMG LLP*

Chartered Professional Accountants

Vancouver, Canada  
May 6, 2021

# E-COMM EMERGENCY COMMUNICATIONS FOR BRITISH COLUMBIA INCORPORATED


## Statement of Financial Position

December 31, 2020, with comparative information for 2019

	2020	2019
<b>Assets</b>		
Current assets:		
Cash and cash equivalents	\$ 13,954,167	\$ 16,254,126
Accounts receivable (note 4)	5,280,525	8,002,820
Prepaid expenses	2,225,529	1,617,339
Investment in direct finance leases receivable (note 6)	5,443,415	5,422,176
	26,903,636	31,296,461
Investment in PRIMECorp (note 2(a))	1	1
Debt reserve fund (note 3)	2,477,914	2,427,953
Long-term prepaid land lease	1,919,192	1,944,445
Long-term portion of prepaid expenses	1,718,903	1,452,903
Long-term receivable for decommissioned assets (note 5)	58,514	83,922
Long-term portion of investment in direct finance leases receivable (note 6)	21,008,065	23,982,248
Tangible capital assets (note 7)	48,834,616	53,825,307
	\$ 102,920,841	\$ 115,013,240
<b>Liabilities and Net Assets (Deficiency)</b>		
Current liabilities:		
Accounts payable and accrued liabilities (note 8)	\$ 28,165,618	\$ 24,831,874
Deferred revenue	11,457	95,435
Accrued interest payable (note 9)	1,066,497	1,066,497
Current portion of long-term debt (note 9)	12,833,223	14,023,940
Other liabilities (note 10)	12,333,771	12,886,698
	54,410,566	52,904,444
Long-term debt (note 9)	47,104,885	59,783,235
Asset retirement obligation (note 11)	1,825,449	1,802,764
Total liabilities	103,340,900	114,490,443
Net assets (deficiency):		
Share capital (note 12)	550	540
Unrestricted net assets (deficit)	(420,609)	522,257
	(420,059)	522,797
Contingency (note 3)		
Commitments (note 14)		
	\$ 102,920,841	\$ 115,013,240

See accompanying notes to financial statements.

Approved on behalf of the Board:

 Director

 Director

# E-COMM EMERGENCY COMMUNICATIONS FOR BRITISH COLUMBIA INCORPORATED

Statement of Operations and Net Assets (Deficit)

Year ended December 31, 2020, with comparative information for 2019

	2020	2019
Revenue:		
Radio system	\$ 15,481,905	\$ 14,608,999
Consolidated dispatch and 9-1-1 call taking system	47,859,618	45,283,584
Contract service fees and miscellaneous revenue	7,575,459	7,424,118
CAD system	1,591,580	1,455,141
Records management system	1,010,324	978,981
Financing revenue from direct finance leases	650,979	712,699
Tenant recoveries rental	522,780	417,760
Interest income	5,101,022	4,592,554
	79,793,667	75,473,836
Direct operating expenses:		
Salaries and benefits	57,316,965	54,013,630
Maintenance and technology	5,243,892	4,744,232
Premises	4,178,990	3,877,911
Professional fees	982,913	1,050,551
Employee related	1,040,841	1,335,416
Office supplies and communication	854,228	841,672
Other	316,119	577,227
	69,933,948	66,440,639
Other (income) expenses:		
Amortization of tangible capital assets and prepaid land lease	6,217,168	6,121,195
Amortization of deferred financing costs	154,873	150,890
Interest on long-term debt	4,421,759	4,151,638
Accretion of asset retirement obligation (note 11)	42,564	73,574
Loss (gain) on disposal of equipment	(16,671)	14,522
Gain on decommissioning of site lease (note 11)	(17,108)	(18,733)
	10,802,585	10,493,086
	80,736,533	76,933,725
Deficiency of revenue over expenses	(942,866)	(1,459,889)
Unrestricted net assets, beginning of year	522,257	1,982,146
Unrestricted net assets (deficit), end of year	\$ (420,609)	\$ 522,257

See accompanying notes to financial statements.

# E-COMM EMERGENCY COMMUNICATIONS FOR BRITISH COLUMBIA INCORPORATED

## Statement of Cash Flows

Year ended December 31, 2020, with comparative information for 2019

	2020	2019
Cash provided by (used in):		
Operating:		
Deficiency of revenue over expenses	\$ (942,866)	\$ (1,459,889)
Items not involving cash:		
Amortization of tangible capital assets	6,191,915	6,095,943
Amortization of prepaid land lease	25,253	25,252
Accretion of asset retirement obligation	42,564	73,574
Gain on decommissioning of site lease	(17,108)	(18,733)
Adjustment due to revaluation of ARO	(16,125)	(649,979)
Additions to ARO for new site lease	22,145	24,997
Amortization of deferred financing costs	154,873	150,890
Interest earned on debt reserve fund	(49,961)	(50,362)
Interest earned on investment in direct finance leases receivable	(650,979)	(712,699)
Loss (gain) on disposal of equipment	(16,671)	14,522
Expenditures on asset retirement obligation	(8,791)	(31,615)
Changes in non-cash operating items:		
Accounts receivable and long term receivables	2,747,703	(5,734,656)
Prepaid expenses	(874,190)	754,033
Costs recoverable from future billings		-
Accounts payable, accrued liabilities and interest payable	3,333,744	8,832,036
Deferred revenue	(83,978)	(76,993)
Other liabilities	(552,927)	1,099,989
	9,304,601	8,336,310
Financing:		
Proceeds from long-term debt	-	25,245,000
Proceeds from issuance of share capital	10	10
Repayment of long-term debt	(14,023,940)	(17,277,031)
	(14,023,930)	7,967,979
Investing:		
Acquisition and construction of tangible capital assets	(1,184,553)	(4,974,191)
Payments received on direct finance leases receivable	7,256,189	6,476,585
Acquisition of assets for direct finance leases	(3,652,266)	(5,538,030)
	2,419,370	(4,035,636)
Increase (decrease) in cash and cash equivalents	(2,299,959)	12,268,653
Cash and cash equivalents, beginning of year	16,254,126	3,985,473
Cash and cash equivalents, end of year	\$ 13,954,167	\$ 16,254,126

See accompanying notes to financial statements.

# E-COMM EMERGENCY COMMUNICATIONS FOR BRITISH COLUMBIA INCORPORATED

Notes to Financial Statements

Year ended December 31, 2020

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## 1. Operations:

E-Comm Emergency Communications for British Columbia Incorporated (the "Corporation") was created in 1997 under legislation known as the Emergency Communications Corporations Act. On September 22, 1997, the Corporation was incorporated under the Business Corporations Act (British Columbia).

The Corporation provides centralized emergency communications and related public safety and public service to municipalities, regional districts, the provincial and federal governments and their agencies, and emergency service organizations throughout British Columbia. Primary services are provided to shareholder members of the Corporation pursuant to the Members' Agreement, and to the Royal Canadian Mounted Police ("RCMP") pursuant to a Special User Agreement.

The Corporation is exempt from income tax under the Income Tax Act.

In 2020, the COVID-19 outbreak was declared a pandemic by the World Health Organization. This pandemic has had an impact to the Corporation's business, specifically financially as it relates to decreases to certain operating expenditures; however, due to the essential nature of the Corporation's services, there has not been an impact to the Corporation's revenues and cashflow as a result of this pandemic. The situation is dynamic and the ultimate duration and magnitude of the impact on the economy and the Corporation are not determinable.

## 2. Significant accounting policies:

These financial statements have been prepared in accordance with Canadian Accounting Standards for Not-for-Profit Organizations and incorporate the following significant accounting policies:

### (a) Basis of presentation:

In March 2003, the Corporation established Police Records Information Management Environment Incorporated ("PRIMECorp"), a wholly-owned company, to ensure that the records management system and computer aided dispatch system are delivered and consistent in all police agencies throughout British Columbia. As the operations are controlled by the Province of British Columbia, Minister of Public Safety and Solicitor General, the net assets and operations of PRIMECorp have not been included in these financial statements.

### (b) Revenue recognition:

Revenue from the provision of services is recognized in the period that the services are provided through operating activities or the consumption of tangible capital assets over their useful lives, irrespective of the period in which the service is billed. The Members' Agreement specifies the manner in which members are obligated to pay for services rendered by the Corporation. Finance income related to direct-financing type leases is recognized in a manner that produces a constant rate of return over the terms of the leases. Amounts received for future services are deferred until the service is provided.



# E-COMM EMERGENCY COMMUNICATIONS FOR BRITISH COLUMBIA INCORPORATED

Notes to Financial Statements (continued)

Year ended December 31, 2020

## 2. Significant accounting policies (continued):

### (c) Cash and cash equivalents:

Cash and cash equivalents consist of cash on hand, cash held in banks and term deposits maturing within 90-days from the date of acquisition, net of bank overdrafts, if any.

### (d) Costs recoverable through future billings:

Costs recoverable through future billings represent services provided through the utilization of tangible capital assets, the cost of which is recoverable through future payments in accordance with the Members' Agreement.

### (e) Prepaid land lease:

The land on which the Corporation's building is located has been leased from the City of Vancouver for a period of 99-years commencing 1999. The prepaid amount is being amortized, and recovered through billings, over the term of the lease.

### (f) Tangible capital assets:

Tangible capital assets are stated at cost, net of accumulated amortization. Interest costs directly attributable to major projects are capitalized and, commencing at project completion, are amortized over the estimated life of the underlying assets.

Amortization begins when assets are put into use and is provided on a straight-line basis over the estimated useful lives of the assets as follows:

Asset	Rate
Building	40.0 years
Furniture, fixtures and building equipment	3.0 years to 25.0 years
Radio	5.0 years to 20.5 years
Dispatch consoles and voice systems	7.0 years to 10.0 years
Records management system - Fire	5.0 years to 10.0 years
Computer aided dispatch - Fire	5.0 years to 10.0 years
User equipment	7.5 years to 12.5 years
Leasehold improvements	Over the term of the lease

The Corporation reviews its tangible capital assets for impairment whenever events or changes in circumstances indicate that the tangible capital asset no longer contributes to the Corporation's ability to provide services, or that the value of future economic benefits or service potential associated with the asset is less than its carrying amount. If such condition exists, an impairment loss is measured and recorded in the statement of operations at the amount by which the carrying amount of the tangible capital asset exceeds its fair value or replacement cost.

# E-COMM EMERGENCY COMMUNICATIONS FOR BRITISH COLUMBIA INCORPORATED

Notes to Financial Statements (continued)

Year ended December 31, 2020

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## 2. Significant accounting policies (continued):

### (g) Asset retirement obligations:

The Corporation recognizes the liability for an asset retirement obligation that results from acquisition, construction, development or normal operations in the year in which it is incurred and when a reasonable estimate of fair value can be made. The amount recognized is the best estimate of the expenditure required to settle the present obligation. The corresponding cost is capitalized as part of the related asset and is amortized over the asset's useful life. In subsequent years, the liability is adjusted for changes resulting from the passage of time and revisions to either the timing or the amount of the original estimate of the undiscounted cash flows. The accretion of the liability to its fair value as a result of the passage of time is charged to earnings while changes resulting from the revisions to either the timing or the amount of the original estimate of the undiscounted cash flows are accounted for as part of the carrying amount of the related long-lived asset.

### (h) Financial instruments:

Financial instruments are recorded at fair value on initial recognition. Freestanding derivative instruments that are not in a qualifying hedging relationship and equity instruments that are quoted in an active market are subsequently measured at fair value. All other financial instruments are subsequently measured at cost or amortized cost, unless management has elected to carry the instruments at fair value. The Corporation does not hold any financial instruments that it is required to carry at fair value nor has not elected to carry any financial instruments at fair value.

The Corporation's financial instruments carried at amortized cost include cash and cash equivalents, accounts receivable, debt reserve fund, costs recoverable from future billings, accounts payable and accrued liabilities, and long-term debt.

Transaction costs incurred on the acquisition of financial instruments measured subsequently at fair value are expensed as incurred. All other financial instruments are adjusted by transaction costs incurred on acquisition and financing costs. These costs are amortized using the effective interest rate method.

Financial assets carried at cost or amortized cost are assessed for impairment on an annual basis at the end of the fiscal year if there are indicators of impairment. If there is an indication of impairment, the Corporation determines if there is a significant adverse change in the expected amount or timing of future cash flows from the financial asset. If there is a significant adverse change in the expected cash flows, the carrying value of the financial asset is reduced to the highest of the present value of the expected cash flows, the amount that could be realized from selling the financial asset or the amount the Corporation expects to realize by exercising its right to any collateral. If events and circumstances reverse in a future period, an impairment loss will be reversed to the extent of the improvement, not exceeding the initial impairment charge.

# E-COMM EMERGENCY COMMUNICATIONS FOR BRITISH COLUMBIA INCORPORATED

Notes to Financial Statements (continued)

Year ended December 31, 2020

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## 2. Significant accounting policies (continued):

### (i) Related party transactions:

Transactions with related parties are in the normal course of operations and are recorded at the agreed upon exchange amount. Contractual arrangements and service agreements with related parties are subject to the Corporation's tendering and proposal processes.

### (j) Employee future benefits:

The Corporation participates in a multi-employer defined benefits pension plan. Defined contribution plan accounting is applied to this plan because the actuary does not attribute the deficit or surplus of the plan to specific employers. The pension expense associated with this plan is equal to the Corporation's contributions during the reporting period.

### (k) Measurement uncertainty:

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of financial statements. Significant areas requiring the use of management estimates relate to the measurement of asset retirement obligations. Actual results could differ from those estimates.

## 3. Debt reserve fund and contingency:

The Corporation is required to maintain 1% of the initial borrowings through the Municipal Finance Authority of British Columbia ("MFA") in a debt reserve fund administered by the MFA. The original amount is presented together with interest earned on the reserve fund investments.

Demand notes in the aggregate amount of \$11,484,274 (2019 - \$11,484,274) are also provided by the Corporation to the MFA as a requirement of the borrowings. The debt agreement with the MFA provides that if at any time the scheduled payments provided for in the agreement are not sufficient to meet the MFA's obligations in respect to such borrowing, the deficiency becomes the joint and several liability of the Corporation and all other participants to the agreement through the MFA. The Corporation is similarly liable on a contingent basis for the debt of other entities secured through the MFA. These contingent demand loans are not recorded in the Corporation's financial statements as they are not likely to be paid.

If at any time the Corporation does not have sufficient funds to meet payments due on its obligations, the payments shall be made from the debt reserve fund. The amounts due to the Corporation from the debt reserve fund are repaid to the Corporation when the respective loan agreements mature. There were no additions to the debt reserve fund during the year (2019 - \$255,000). Interest earned on the debt reserve fund at 2.06% per annum (2019 - 2.37%) amounts to \$49,961 (2019 - \$50,362).

# E-COMM EMERGENCY COMMUNICATIONS FOR BRITISH COLUMBIA INCORPORATED

Notes to Financial Statements (continued)

Year ended December 31, 2020

## 4. Accounts receivable:

	2020	2019
Dispatch and 9-1-1 call taking levies	\$ 2,739,461	\$ 4,594,832
Radio levies	1,042,223	1,920,820
Technology support services fees	1,293,238	850,090
Other receivables	205,603	637,078
	<u>\$ 5,280,525</u>	<u>\$ 8,002,820</u>

## 5. Long-term receivable for decommissioned assets:

	2020	2019
Microwave Network	\$ 83,922	\$ 101,931
Less current portion	25,408	18,009
	<u>\$ 58,514</u>	<u>\$ 83,922</u>

The current portion of receivable for decommissioned assets is recorded in accounts receivable.

The long-term receivable for decommissioned assets relates to the Microwave Network. The Microwave Network was comprised of three rings that were used to connect the Corporation's radio sites to each other and to the central voice radio network switch housed in the Corporation's main building. The rings were replaced in 2012 and the original microwave backbone system was taken out of service. As the unamortized capital cost of the original system is recoverable from all committed agencies, the carrying value at the out-of-service date has been reclassified to a long-term receivable to be recovered through future billings. The receivable was initially recorded at fair value using the discounted cash flow model and subsequently recorded at amortized cost.

## 6. Investment in direct finance leases receivable:

	2020	2019
User equipment lease receivable (a)	\$ 25,117,409	\$ 28,010,467
Computer aided dispatch lease receivable (b)	48,537	245,247
Remote dispatch equipment lease receivable (c)	1,285,534	1,148,710
	<u>26,451,480</u>	<u>29,404,424</u>
Less current portion	5,443,415	5,422,176
	<u>\$ 21,008,065</u>	<u>\$ 23,982,248</u>

# E-COMM EMERGENCY COMMUNICATIONS FOR BRITISH COLUMBIA INCORPORATED

Notes to Financial Statements (continued)

Year ended December 31, 2020

## 6. Investment in direct finance leases receivable (continued):

- (a) Specific user agencies lease user equipment from the Corporation under 7.5-year direct finance leases. The leases bear imputed interest of \$2,853,420 in aggregate (2019 - \$3,517,510) at a rate of 2.24% to 4.65%. The future minimum payments, excluding financing costs, due from the user agencies are as follows:

2021	\$ 5,247,778
2022	5,211,583
2023	5,149,207
2024	5,109,214
2025	3,024,437
Thereafter	1,375,190
	<hr/>
	\$ 25,117,409

- (b) Specific user agencies lease computer aided dispatch user equipment from the Corporation under 5-year direct finance leases. The leases bear imputed interest of \$2,858 in aggregate (2019 - \$8,616) at a rate of 0.95% to 1.45%. The future minimum payments, excluding financing costs, due from the user agencies over the remaining term are as follows:

2021	\$ 20,177
2022	14,180
2023	14,180
	<hr/>
	\$ 48,537

- (c) Specific user agencies lease remote dispatch equipment from the Corporation under 10-year direct finance leases. The leases bear imputed interest of \$182,300 in aggregate (2019 - \$169,780) at a rate of 2.24% to 2.85%. The future minimum payments, excluding financing costs, due from the remote dispatch agencies are as follows:

2021	\$ 175,480
2022	175,480
2023	173,810
2024	169,980
2025	167,390
Thereafter	423,394
	<hr/>
	\$ 1,285,534

# E-COMM EMERGENCY COMMUNICATIONS FOR BRITISH COLUMBIA INCORPORATED

Notes to Financial Statements (continued)

Year ended December 31, 2020

## 7. Tangible capital assets:

			2020	2019
	Cost	Accumulated depreciation	Net book value	Net book value
Building	\$ 9,215,032	\$ 5,100,334	\$ 4,114,698	\$ 4,361,561
Furniture, fixtures and building equipment	14,870,569	12,083,542	2,787,027	3,254,990
Radio	68,511,824	28,714,784	39,797,040	43,812,767
Dispatch consoles and voice systems	5,081,810	3,604,010	1,477,800	1,584,822
Records management system - Fire	2,314,575	2,298,988	15,587	36,162
Computer aided dispatch - Fire	3,048,682	2,775,724	272,958	220,074
User equipment	129,696	54,841	74,855	96,898
Leasehold improvements	872,503	577,852	294,651	458,033
	\$ 104,044,691	\$ 55,210,075	\$ 48,834,616	\$ 53,825,307

## 8. Accounts payable and accrued liabilities:

Included in accounts payable and accrued liabilities as at December 31, 2020 are government remittances payable of \$1,524,309 (2019 - \$1,211,443) relating to payroll related taxes.

## 9. Long-term debt:

		2020	2019
1.75% unsecured note payable, maturing June 1, 2022	(a)	\$ 1,990,069	\$ 3,132,491
2.85% unsecured note payable, maturing October 3, 2023	(b)	1,605,901	2,119,533
2.65% unsecured note payable, maturing March 24, 2024	(c)	12,887,602	18,152,516
2.85% unsecured note payable, maturing October 24, 2024	(d)	20,704,110	25,567,530
2.24% unsecured note payable, maturing October 9, 2029	(e)	23,260,448	25,500,000
		60,448,130	74,472,070
Less deferred financing costs		510,022	664,895
		59,938,108	73,807,175
Less current portion		12,833,223	14,023,940
		\$ 47,104,885	\$ 59,783,235

# E-COMM EMERGENCY COMMUNICATIONS FOR BRITISH COLUMBIA INCORPORATED

Notes to Financial Statements (continued)

Year ended December 31, 2020

## 9. Long-term debt (continued):

On March 24, 1998, the Corporation entered into an agreement with the MFA to borrow up to a maximum of \$170,000,000. Of the \$170,000,000, \$60,448,130 (2019 - \$74,472,069), inclusive of sinking fund payments, has been drawn to date. Long-term debt is currently comprised of the following:

- (a) On April 9, 2002, the Corporation obtained \$16,000,000 of financing. This loan has a final payment due on June 1, 2022, bears interest at a rate of 1.75%, with interest calculated and paid semi-annually in each year of the loan.
- (b) On September 23, 2002, the Corporation obtained \$7,684,000 of financing. This loan has a final payment due on October 3, 2023, bears interest at a rate of 2.85%, with interest calculated and paid semi-annually in each year of the loan.
- (c) On March 24, 2008, the Corporation refinanced an existing loan, leaving a balance of \$87,000,000 repayable over 16-years. This loan has a final payment on March 24, 2024 bears interest at a rate of 2.65%, with interest calculated and paid semi-annually in each year of the loan.
- (d) On October 4, 2017, the Corporation obtained \$34,873,000 in long term borrowing from the MFA for user agency radio purchases for the P25 network. This loan has an initial term of 7 years with a final payment date of October 24, 2024, bears interest at a rate of 2.85%, with interest calculated and paid semi-annually in each year of the loan.
- (e) On October 9, 2019, the Corporation obtained \$25,500,000 in long term borrowing from the MFA for user agency P25 mobile subscriber equipment, radio infrastructure and subscriber equipment for Translink's transition onto the Corporation's radio system. The loan has a term of 10 years with a final payment date of October 9, 2029, and bears interest at a rate of 2.24%, with interest calculated and paid semi-annually in each year of the loan.

The Corporation's borrowing capacity will increase in accordance with the above maturity dates.

The repayment requirements for the existing borrowing agreements for long-term debt are reported net of the estimated sinking fund asset balances of \$110,608,870 (2019 - \$96,584,931). The sinking fund balance represents the principal payments made on outstanding debt to date. As such, the repayment schedule during the next 5-years and thereafter is as follows:

2021	\$ 12,833,223
2022	12,865,497
2023	12,437,245
2024	8,702,253
2025	2,596,255
Thereafter	11,013,657
	<hr/>
	\$ 60,448,130

There is \$1,066,497 (2019 - \$1,066,497) of interest accrued on outstanding amounts at year-end.

# E-COMM EMERGENCY COMMUNICATIONS FOR BRITISH COLUMBIA INCORPORATED

Notes to Financial Statements (continued)

Year ended December 31, 2020

## 10. Other liabilities:

		2020	2019
User equipment	(a)	\$ 3,297,574	\$ 3,732,813
Radio	(b)	6,718,889	6,880,308
HealthLink BC	(c)	205,304	425,223
Fire RMS & CAD	(d)	1,866,210	1,543,354
Province of British Columbia	(e)	245,794	305,000
Balance, end of year		\$ 12,333,771	\$ 12,886,698

Other liabilities consist of the following:

- (a) The Corporation has received annual payments through user equipment billings from radio member agencies starting in 2007 for future user equipment purchases for specific user agencies. The funds collected are recorded as other liabilities until they are spent on behalf of the user agencies. In 2020, \$nil (2019 - nil) was collected as billings received, \$50,000 (2019 - \$1,090,016) were repaid to user agencies, and \$385,239 (2019 - \$177,460) was drawn down for user equipment purchases on behalf of member agencies. Interest is not earned on this balance.
- (b) Starting in 2006, the Corporation has collected funds through radio billings from radio member agencies to be set aside for future radio related expenditures. The funds collected are recorded as other liabilities until they are spent. In 2020, a further \$750,000 (2019 - \$2,280,925) was collected through billings, \$928,282 (2019 - \$723,998) was authorized to be expended from the funds and was spent, and \$16,863 (2019 - \$29,995) of interest was earned by and allocated to the liability, calculated based on the average bank interest rate during the year.
- (c) The Corporation has received funds from HealthLink BC for future expenditures. These amounts are recorded as other liabilities until the funds are spent. There is no interest earned on this balance.
- (d) The Corporation has collected annual payments starting in 2011 through Fire RMS and Fire CAD billings from Fire RMS and Fire CAD member agencies for future capital use. The funds collected are recorded as other liabilities until they are spent. In 2020, \$379,000 (2019 - \$405,000) was collected through billings and \$56,144 (2019 - \$37,763) was drawn down for equipment purchases. Interest is not earned on this balance.
- (e) The Corporation received funding from the Province of British Columbia for participating in Public Safety Broadband Network trials and to create a strategic roadmap for implementing NG911 service in British Columbia. The funds received are recorded as other liabilities until the funds are spent. There is no interest earned on this balance.



# E-COMM EMERGENCY COMMUNICATIONS FOR BRITISH COLUMBIA INCORPORATED

Notes to Financial Statements (continued)

Year ended December 31, 2020

## 11. Asset retirement obligation:

The Corporation has recorded an asset retirement obligation ("ARO") for the estimated costs of restoring certain leased sites on which the Corporation's radio towers are situated to their original condition at the end of the lease terms. Changes in the asset retirement obligation during the year are as follows:

	2020	2019
Balance, beginning of year	\$ 1,802,764	\$ 2,404,520
Accretion expense	42,564	73,574
Gain on decommissioning of site lease	(17,108)	(18,733)
Adjustment due to revaluation of ARO	(16,125)	(649,979)
Additions to ARO for new site lease	22,145	24,997
Expenditures incurred	(8,791)	(31,615)
Balance, end of year	\$ 1,825,449	\$ 1,802,764

The undiscounted estimated cash flows required to settle the obligations range from \$5,600 to \$170,000 during the years 2021 to 2066. The cash flows are discounted using credit adjusted risk-free rates of 0.91% to 2.56% (2019 - 1.91% to 2.56%).

Other assumptions used by management to determine the carrying amount of the asset retirement obligation include costs to restore the leased sites to their original condition and the rate of inflation over the expected years to settlement.

There are certain leased sites with an indeterminable amount of the asset retirement obligation as adequate information is not available to estimate fair value. As such, no asset retirement obligation has been recorded in the Corporation's financial statements for these indeterminable amounts. These amounts are not considered significant.

## 12. Share capital:

(a) Authorized:

350 Class A common voting shares without par value. Following project completion, Class A shareholders are obligated to share in funding both the ongoing operations and any additional costs relating to capital assets (in accordance with a cost-sharing formula). Upon a member acquiring a Class A share, that member shall have agreed to use the Corporation's wide area radio system network to which the Class A share relates.

200 Class B common restricted voting shares without par value. Following project completion, Class B shareholders can elect to become Class A shareholders on the condition that the member agrees to use the Corporation's wide area radio system network. Class B shareholders are not obligated to share in funding the ongoing operating costs.

# E-COMM EMERGENCY COMMUNICATIONS FOR BRITISH COLUMBIA INCORPORATED

Notes to Financial Statements (continued)

Year ended December 31, 2020

## 12. Share capital (continued):

(b) Issued:

		2020		2019
35 Class A common voting shares (2019 - 34)	\$	350	\$	340
20 Class B common restricted voting shares (2019 - 20)		200		200
	\$	550	\$	540

(c) RCMP Special User Agreement:

Due to existing Federal restrictions, the RCMP cannot become a shareholder in the Corporation. Consequently, a Special User Agreement has been executed such that the RCMP has the right to participate in the Corporation's activities project on the same terms and conditions as the Class A shareholders, including the obligation to fund both the ongoing operating costs and any additional costs relating to capital assets, in accordance with a cost-sharing formula.

## 13. Related party transactions:

PRIMECorp is related by virtue of executive and technology support services agreements under which certain of the Corporation's management act in executive positions for PRIMECorp and the Corporation provides technology support services to PRIMECorp. The following table summarizes transactions between PRIMECorp and the Corporation during the year:

		2020		2019
Technical services and support	\$	3,268,419	\$	3,035,711
Employee secondments and employee related expenses		2,342,200		2,422,153
Executive services		684,300		604,595
Geographic Information Systems services		-		84,519
Shared facilities services		299,755		417,760

The above transactions, unless disclosed otherwise, are considered to be in the normal course of operations and are measured at their exchange amount, which is the amount of consideration established and agreed to by the related parties.

Included in accounts receivable is an amount of \$656,482 (2019 - \$705,314) due from PRIMECorp.

# E-COMM EMERGENCY COMMUNICATIONS FOR BRITISH COLUMBIA INCORPORATED

Notes to Financial Statements (continued)

Year ended December 31, 2020

## 14. Commitments:

### (a) Operating leases:

- (i) The Corporation has entered into leases of land for certain radio tower sites. These leases expire in future years from 2021 to 2066 and are renewable at the option of the Corporation. Future minimum payments under these leases, excluding option periods, are approximately as follows:

2021	\$ 1,330,380
2022	1,279,527
2023	1,282,517
2024	1,248,540
2025	1,228,430
Thereafter	15,679,738
	<hr/>
	\$ 22,049,132

- (ii) The Corporation is committed under vehicle and office equipment operating leases having varying expiry dates to the year 2023. The future minimum payments under the terms of such leases are as follows:

2021	\$ 90,527
2022	90,527
2023	46,282
	<hr/>
	\$ 227,336

- (iii) The Corporation has entered into leases for office premises. The leases expire in future years from 2023 to 2025 and are renewable at the option of the Corporation. The future minimum payments, excluding the renewals at the option of the Corporation, are approximately as follows:

2021	\$ 2,019,329
2022	2,034,196
2023	2,049,063
2024	769,965
2025	700,682
	<hr/>
	\$ 7,573,235

# E-COMM EMERGENCY COMMUNICATIONS FOR BRITISH COLUMBIA INCORPORATED

Notes to Financial Statements (continued)

Year ended December 31, 2020

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## 14. Commitments (continued):

### (b) Municipal Pension Plan:

The Corporation and its employees contribute to the Municipal Pension Plan (the "Pension Plan"), a jointly trustee pension plan. The Board of Trustees, representing Plan members and employers, is responsible for overseeing the management of the Pension Plan, including investment of the assets and administration of benefits. The Pension Plan is a multi-employer defined benefit pension plan. Basic pension benefits provided are based on a formula. As at December 31, 2020, the Pension Plan has about 213,000 active members and approximately 106,000 retired members.

The most recent valuation, as at December 31, 2018, indicated a surplus of \$2,866,000,000 for basic pension benefits.

Defined contribution plan accounting is applied to the Pension Plan as the Pension Plan exposes the participating entities to actuarial risks associated with the current and former employees of other entities, with the result that there is no consistent and reliable basis for allocating the obligation, Pension Plan assets, and costs to individual entities participating in the Pension Plan.

During the year ended December 31, 2020, the Corporation paid \$4,260,710 (2019 - \$3,778,832) for employer contributions to the Pension Plan.

## 15. Financial risks:

### (a) Interest rate risk:

It is management's opinion that the Corporation is not exposed to significant interest rate risk as its long-term debt has fixed interest rates. Fluctuations in rates could impact future payments upon renewal. There has been no change to the risk exposure from the prior year.

### (b) Liquidity risk:

Liquidity risk is the risk that the Corporation will be unable to fulfill its obligations on a timely basis or at a reasonable cost. The Corporation manages its liquidity risk by monitoring its operating and capital requirements. The Corporation prepares budget and cash flow forecasts to ensure it has sufficient funds to fulfill its obligations. There has been no change to the risk exposure from the prior year.

### Notes to proxy

1. Every Member has the right to appoint some other person or company of their choice, who need not be a Member, to attend and act on their behalf at the meeting or any adjournment or postponement thereof. If you wish to appoint a person or company other than the persons whose names are printed herein, please insert the name of your chosen Proxyholder in the space provided (see below).
2. The shares represented by this Proxy will be voted as directed by the shareholder, however, if such direction is not made in respect of any matter, this Proxy will be voted as recommended by Management.
3. This Proxy confers discretionary authority in respect of amendments or variations to matters identified in the Notice of Meeting or other matters that may properly come before the meeting or any adjournment or postponement thereof.

### Appointment of Proxyholder

Please choose one of the two options below:

- ☐ The undersigned hereby appoints Sandra MacKay, Corporate Secretary of E-Comm Emergency Communications for British Columbia Incorporated, or failing her, Doug Campbell, Board Chair

**OR**

- ☐ The undersigned hereby appoints \_\_\_\_\_ of \_\_\_\_\_

as the undersigned's Proxy to attend, act, and vote for all of the undersigned's for the undersigned and on the undersigned's behalf at the Annual General Meeting of the Members to be held on the 23<sup>rd</sup> day of September, 2021 or at any adjournment or postponement thereof.

### Voting (Recommendations are noted by **highlighted** text)

<b>1. Approval of Meeting Minutes</b>	<b>For</b>	<b>Against</b>
Approve the minutes of the E-Comm Annual General Meeting held September 17, 2020.	<input type="checkbox"/>	<input type="checkbox"/>
<b>2. Approval of Meeting Minutes</b>	<b>For</b>	<b>Against</b>
Approve the minutes of the E-Comm Extraordinary General Meeting held June 24, 2021.	<input type="checkbox"/>	<input type="checkbox"/>
<b>3. Appointment of Auditors</b>	<b>For</b>	<b>Against</b>
Appoint KPMG as the Auditors of the Company for the ensuing year and authorize the Directors to fix their remuneration.	<input type="checkbox"/>	<input type="checkbox"/>
<b>4. Number of Directors</b>	<b>For</b>	<b>Against</b>
Set the number of Directors for the 2021-2022 year at 22.	<input type="checkbox"/>	<input type="checkbox"/>
<b>5. Election of Directors</b>	<b>For</b>	<b>Against</b>
Appoint the slate of Directors proposed by those Members entitled to nominate directors, as presented to the Meeting.	<input type="checkbox"/>	<input type="checkbox"/>

DATED this \_\_\_\_\_ day of \_\_\_\_\_, 2021

\_\_\_\_\_  
Name of Shareholder (Municipality/Organization)

\_\_\_\_\_  
Signature of Authorized Representative

\_\_\_\_\_  
Print Name and Title of Authorized Representative

### Instructions

Submitted proxies must be signed and delivered by 10:00 a.m. on September 21, 2021 to [krystal.boros@ecomm911.ca](mailto:krystal.boros@ecomm911.ca).

*This Proxy may be revoked by instrument in writing delivered to the registered office of E-Comm prior to the date of the meeting, or delivered to the chair of the meeting on the date of the meeting prior to any vote being cast utilizing the proxy.*