

MANTEX HOLDING COMPANY, INC,
52nd ANNUAL MEETING
WEDNESDAY, JANUARY 18, 2023

The 52nd Annual Meeting of the Shareholders of Mantex Holding Company, Inc. was called to order by President and Chairperson Darryl McKenzie at 7:00p.m. on Wednesday, January 18, 2023 in the Recreation Hall, Pine to Palm Resort Park, Weslaco, Texas. The Chairperson extended a warm welcome to all present.

DECEASED SHAREHOLDEERS:

Chairperson Darryl McKenzie invited Jan Hodgson to the podium to read out the names of the deceased Shareholders since the last Annual Meeting dated January 19th, 2022, a moment of silence was observed in their honor.

INTRODUCTIONS:

Chairperson Darryl McKenzie introduced the Board of Directors.

NOTICE OF THE ANNUAL MEETING: read by Secretary Dave Gemmell.

ANNOUNCEMENT OF THE MEETING OFFICIALS AND COMMITTEES:

Nominating Committee: Orton Harrison (Chair) Claude Bru, Doug Richards

Election Inspectors: Phil Yakielashek, Noreen Coates, Terry Thomson.

Resolutions: Robert Elrick (Chair) Gary Ruka, Jim Watts

MINUTES OF THE ANNUAL GENERAL MEETING HELD JANUARY 19TH, 2022.

Minutes of the January 19th, 2022, meeting were delivered with the AGM package.

Moved by: Robert Elrick Seconded by: Gary Ruka

That the minutes of the 51st Annual Meeting of the Shareholders held on the 19th day of January, 2022 be adopted as circulated. Carried

RESOLUTIONS: There was no resolution presented to the Shareholders.

ELECTION OF SHAREHOLDERS:

Orton Harrison, chairman of the Nominating Committee, presented the three candidates that were running for the two open positions on the Board. They were Dave Canfield, Leo Desmarais and Tracey McClintock. Each candidate had 3 minutes to introduce themselves.

Secretary's Report – Presented by Dave Gemmell

AS of June 30, 2022, there were 2,465 shares outstanding, held by 347 shareholders. 1600

Shares are held by Canadians and 865 by Americans. There were 2366 Class A shares or 338 eligible voters at that date, 10 Class B shares and 89 Class C shares. Of the 89 Class C Shares, 45 are held by 7 Non-Resident shareholders.

To assist all of us in having confidence later this evening, on voting to ratify and confirm actions of the Mantex Board for the period July 1, 2021, to June 30, 2022, I'd like to recap the significant Motions approved by the Board during that period:

In July/21 the Board approved a Board Conflict of Interest Policy and approved a rule pertaining to residents engaging in abusive or harassing behavior either verbal or physical or any form of intimidation or aggression directed at other residents, guests or employees.

In September/21 the Board updated the Employee Vacation Policy and approved the development of 2RV lots on the north side of Willow.

In November/21 the Board amended the rules pertaining to Shareholders purchasing a second unit and the rules for the parking of motorized vehicles in the Park and created and published guidelines for Service and Emotional Support Animals in the Park.

In December/21 the Board stipulated that resident accounts must be in good standing prior to renting units, removed the \$5.00 guest fee, and revised the application for RV Lot Lease and the Residential Building and Concrete application.

In January/22 the Board approved the redevelopment concept of Lots 202 Ash and 202 Birch.

In March/22 the Board approved the termination of the contract for the orchard leaseholder and approved the clearing of the orchard land to facilitate an extension of the realty tax exemption.

Approved the purchase of a front-end loader, amended the incentive for moving an approved unit into the park and approved the removal of COVID precaution signage from all buildings.

In May/22 the Board approved the bids for the repair of the recreation center roof and drainage and the painting of all buildings.

In June/22 the Board approved the revised Application for Lease fee amount for new permanent residents and approved the full policy document and forms related to Service and Emotional Support animals residing in the Park.

TREASURER'S REPORT: Presented by Vicki Dickinson

Hi, I'm Vicki Dickinson, I have been your Mantex board treasurer for the past 5 years. It's nice to see the park full again after two years. As we get into this, we'll talk about how the park being full has affected the finances. I'm sure you've all read and fully absorbed the financial information that was included in your AGM packet, including the additional information I gave you on the back of that report, but I'll give you some highlights anyway, since a treasurer's report is on the agenda. First off- as of June 30 th, our cash in the bank was \$12,000 higher than it was at the end of June 2021. And we had a loss, so no taxes. You might wonder how that can be--- depreciation. That's getting a tax credit this year for capital improvements we made in prior years- some of the biggest being the shuffle/pickle courts, the infrastructure on the north end, and the new maintenance building. Because of a special tax incentive, we were able to fully depreciate some of our big purchases this year, instead of spreading them out over 5, 15, or 30 years like we've done in the past.

Among these items were the \$41,000 we paid to repair the rec hall roof \$26,000 we spent on 4 new RV lots (2 finished in late summer of 2021 and 2 in early summer of 2022) \$7,300 we spent on getting the 2 new Ash/Birch lots ready for large mobiles. Most of that was the new overhead electric poles. \$9,600 we paid for the pool furniture- which was purchased courtesy of the tourist club and \$9,500 we spent of new A/C units for the kitchen and the exercise room.

The biggest item added to assets- meaning we will write that off over years, was the tractor- \$32,000. The other big change I wanted to mention, and I alluded to it earlier. In general, comparing fiscal year end June 2022 to June 2021- like the report does, is kind of misleading. 2021 included the COVID season, when we had no RVers, and no Tourist Club- so our income was way down.

But, since that's what the report shows, let's talk about increased gross income- That went up by \$60,000 compared to last year. I was thinking after that really. low COVID year, it was back to a "normal level". But let's face it- with the constant. changes in our lives, there is no such thing as normal. Even though we had a big jump up, we were down by \$50,000 from the year 2000 and I thought- what the

heck? Looking back, 2000 was the last year we had the extra \$100 assessment. because of the North End loan repayments, and it was the last year of \$100 per month rental fees rather than \$100 per rental contract. That decision cost the park almost \$10,000. But, back to this year- most of the increase in the last fiscal year compared to 2021 was the RV income, the tourist club profits, and the reimbursement we got for the gas and electric we provide for some units. The reimbursement we get for the gas and electric are considered income, but the amount we pay to Magic Valley is an expense.

Speaking about utility expenses, that was up by almost \$40,000. Electric, gas, water and garbage all increased. That's to be expected with so many more people back in the park.

Other expense increases are salary and wages- up 12,000- partly raises, and partly. the end of fiscal year 2021 we were down a maintenance man, and when we found new ones (twice), we treated them as contractors until we were sure we wanted to hire them.

Another big jump was repairs- biggest expenses there were clearing the orchard and painting, welding, fixing stucco, generally- doing some maintenance to make the park look better.

Other than those things I mentioned, the finances are pretty stable. If you have any questions, you can stop me after the meeting, stop by the office to see me, stop by my house, call, or email me. My contact information is in the book. I'll be glad to explain further.

Moved by: Jim Watts

Seconded by: Noreen Coates

That the Financial Statement of the company for the fiscal year ending June 30, 2022, and the report of the Secretary and the Treasurer each be received. Carried

Park Manager's Report: Presented by J. R. Vodden

Hi, I am Rocky Vodden V/P of the board of directors, I will be attempting giving the managers' report this evening. This report will cover the work done in the past season and some of the things we hope to get completed in the next two months. Painting of pedestrian lines on Swan Blvd. Seal coating of the north end of Dakota, Roof on rec center completely replaced, eve troughs, or gutters, and stucco repairs.

Roof on laundry/washroom building on Sunflower completely replaced.

Painting of outside of buildings: Entire outside of the Rec Centre Building, Oak Room, , painting signs at the entrance of the park, painting main entrance gates, of swimming pool fencing, inside the Oak room, painting and drywall in the laundromat. The joint project with the Tourist Club replacing the Pool furniture, replaced kitchen cupboards, and install sink by the coffee machine.

Shuffle courts have had 18" of concrete added to the north end of the north courts, and the water fountain has been removed and a sink has been added.

Maintenance Department – We bought new tractor with FEL, chain saw, and weed whipper, removed old outside bathroom facility in the maintenance area.

Orchard: Entire orchard citrus trees have been removed, we now have 12 piles of trees drying and as of the end of December we now have a burn permit in place to burn these piles. This process will take some time as we can only burn one pile at a time, and before any burning can start the Hidalgo County fire department must approve burning in our location for that day. Burning can only take place from 8:00 to 12:00 noon. We now have someone in place to burn these piles.

Four lots on Ash and Birch have been made into two for bigger mobiles. This included removal of old concrete, and install new power. This project is ongoing and we hope to have it complete for the Open House on Feb. 26th, 2023.

MOTION TO RATIFY AND CONFIRM ACTIONS OF THE BOARD:

Moved by: Gary Ruka **Seconded by:** Robert Elrick

That the action of the Board of Directors carried out on behalf of Shareholders of Mantex Holding Company, Inc. since the annual Meeting of the Company held on the January 19th, 2022, are ratified, and confirmed. Carried

Questions:

Ken Thomson: A request for an explanation as to why the park manager was released. He also asked for the explanation to dispel the many rumors that have been circulating, in the park, since her departure. The rumors also include the board members and that the board should be concerned with that. He requested a clarification of the term “different direction”, used by the board, to justify the action taken and commented that it was a vague term. Also that the residents/shareholders deserve and have a right to know why the board took this action.

President Darryl Mackenzie responded that we were going on a different direction in the management of the park. That being the office would be more responsible for inside duties, clerical and bookkeeping while we were looking at a change in building and park maintenance management responsibilities.

Bill Laughlin asked if the Mantex Board would hire more office Staff: President Mackenzie said that the office staff would remain as two persons.

Linda Small had concerns regarding no audit was done on our financial statements.

Treasurer Vicki Dickinson responded that she did a detail review on all income, receivables a payables. All Directors review financial statements monthly. Vicki also did two surprise audits on debit transactions and found no irregularities. The board use two different companies to do our yearly financials and does our tax returns.

APPRECIATIONS:

Chairperson Darryl McKenzie acknowledged past Presidents and past Board members that were in attendance.

Vice-President J. R. Vodden, on behalf of the Board and all shareholders thanked outgoing Directors Tom Moloney and Dave Gemmell for their years of service on the Board.

REPORT ON ELECTION OF DIRECTOR RESULTS.

Dave Canfield: 1470

Leo Desmarais: 1316

Tracey McClintock: 413

Elected to the Board of Directors – Dave Canfield and Leo Desmarais.

MOTION TO DESTROY BALLOTS:

Moved by: Robert Elrick Seconded by: Jim Watts

That all ballots used in the annual meeting together with the pool lists, be destroyed at the expiration of thirty (30) days from this date, subject to any recount or other legal proceeding that may become necessary. Carried

MOTION TO ADJOURN

Moved by: Jim Watts Seconded by: Gary Ruka

That this meeting is now adjourned.

Secretary

President