



Cycling BC - Board of Directors 2016

Request for interested candidates

Deadline May 15, 2016

Cycling BC is seeking interested members to volunteer and be nominated for election to the Board of Directors for a term of one year, beginning at its Annual General Meeting, to be held June 15, 2016.

Questions can be directed to: Jim Richards at jim@cyclingbc.net
Richard Wooles at richard@cyclingbc.net

Candidates

Interested individuals are invited to refer to the Cycling BC website at cyclingbc.net to complete the **Notice of Interest Form** and provide the additional required information. Reference should be made to the Cycling BC Bylaws found on the site. Information below should also be considered when determining interest as a candidate.

Cycling BC is seeking Directors who are qualified and skilled persons capable of and committed to providing effective policy governance oversight and leadership.

All nominations must be received by May 15, 2016 through the online form:

<http://goo.gl/forms/5aCyzMU5VM>

Structure

Historically, the Cycling BC Board of Directors has operated as a working board with directors assuming functional roles under each cycling discipline. Given the nature of Cycling BC programs and the paid staff in place, best practice suggested a 'policy' board structure focused on organizational accountability, planning, oversight and risk management as a better structure.

2015 was the first year for the Directors to operate as a policy board. Working in this new manner required some time for implementation, as a result, overall success was limited.

As a policy board, the Directors are able to guide the business operations and ensure the sustainability of the organization. The Executive Director and staff conduct the organization's day-to-day operations, the Board of Directors provide oversight and participate in standing committees that support the organization's disciplines, regions and special interest areas. These standing committees include members from the Board of Directors, along with members and participants from the cycling community.

Objectives

The Cycling BC policy Board of Directors has the following objectives and duties:

- To continually assess the guiding principles and policies for the organization
- To steward the organization's business operations
- To delegate the day to day responsibility and authority for enacting the principles and policies
- To monitor accountability and compliance with those guiding principles, policies, and government requirements
- To ensure that staff and Board of Directors alike are held accountable for their performance
- To assess risks faced by Cycling BC
- To engage with stakeholders

Composition

The Cycling BC Board is composed of the following Directors: Chair; Vice Chair; Treasurer; Secretary; and up to five Directors-at-large. The specific roles are described as follows:

- **Chair of the Board** – the Directors will determine who, from a group comprised of the Directors, will be the Chair. The Chair will preside at meetings of the Board, the annual general and extraordinary meetings of the Society, will be the official representative of the Society with Cycling Canada, and will perform such other duties as may from



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time to time be established by the Board. The Chair along with the Board is responsible to oversee the Executive Director.

- **Vice Chair** – in the absence or disability of the Chair, perform the duties and exercise the powers of the Chair, and will perform such other duties as may from time to time be established by the Board.
- **Secretary** – responsible for the documentation of all amendments to the Society's By-laws, will ensure that all official documents and records of the Society are properly kept, cause to be recorded the minutes of all meetings, will cause to be prepared and submitted to each meeting of the Board or Members, as applicable, and other meetings a report of all activities since the previous meeting of the Board or Members, as applicable or other meetings, and will perform such other duties as may from time to time be established by the Board.
- **Treasurer** – subject to the powers and duties of the Board, cause to be maintained proper accounting records as required by the Act, will supervise the management and the disbursement of funds of the Society, when required will provide the Board with an account of financial transactions and the financial position of the Society, will oversee the preparation by the Executive Director of annual budgets and periodic reports to the Board and will perform such other duties as may from time to time be established by the Board. The Treasurer will chair the Financial Oversight and Audit Committee.

Term and number of Board meetings

Directors will serve terms of one (1) year, to a maximum of 5 (five) consecutive terms, and will hold office until their successors have been duly elected in accordance with these By-laws, unless they resign, are removed from or vacate their office.

The Bylaws state that at least 4 meetings per year will be conducted, in the recent past, Board meetings have been held monthly.

Quarterly meetings are the preferred solution. In this way, Directors will be more available to participate on committees and use their participation on the Board to ensure committee progress is on track with vision through the provision of periodic updates.

Committees

The current list of Standing Committees includes: Track; Mountain Bike; Cyclocross; Road; BMX; Paracycling; Nominations and Governance; Financial Oversight and Audit; High Performance and Cycling For All.

Adjusting the list of committees to focus and reflect on the broader needs of the community and organization, such as Youth Engagement, Provincial Team and High Performance, Events, Revenue Generation, Membership and so forth should be a priority of the new Directors.

Commitment

Participation on the Committees will be mandatory for all Directors and each Committee will require at least one Director to be among the Committee members. The goal of freeing Directors time by reducing the number of Board meetings is to allow for more robust participation on the Committees which should be meeting monthly and making policy recommendations for the Organization to follow.

Background

- Any notice of new business is to be received at least 60 days prior to the AGM (April 15)
- Quorum is 21 members including proxy (10 proxy per person maximum).
- Electronic or telephonic participation will be assured.
- 2016 Agenda to include: 2015 Minutes, Audit, Membership Fees, Resolutions, Elections, New Business

Timeline

- April 27 – May 25 - Notice of AGM published
- May 15 – closing call for nominations
- May 15 – date to determine list of members
- June 8 – notice of proxy vote appointment required
- June 15 – AGM