

**CYCLING BC
ANNUAL GENERAL MEETING
MINUTES**

Sunday, October 5th, 2014
10:00 AM to 2:00 PM
Firefighter's Club
6515 Bonsor Ave, Burnaby, BC

1. CALL TO ORDER

John Noonan and Bruce Denis called the meeting together.

#	Last Name	First Name	Club / Team / Business	VOTING?
1	WOOLLES	Richard	Executive Director	Voting
2	HARDIE	Diana	Staff - Finance Director	Non-Voting
3	KROEKER	Vanessa	Staff – Membership /Communications	Non-Voting
4	CLARKE	Jeff	VP BMX	Voting
5	KLYMSON	Matt	VP Cyclo-cross	Voting
6	MARTIN	Tony	VP Financial Oversight	Voting
7	ABERCROMBIE	Tim	VP Road & EV/DEVo p/b Catalyst Kin.	Voting
8	BECKSTEAD	Patrick	VP Mountain Bike & Mighty Riders	Voting
9	MARTINDALE	Graeme	VP Para-Cycling & TNA	Voting
10	DENIS	Bruce	Burnaby Velodrome Club	Voting
11	REDDY	Gordon	Phoenix Velo Training Group	Voting
12	LYNNE	Stuart	Escape Velocity / Burnaby Velodrome	Voting
13	ORAM	Geoff	Phoenix Velo Training Group	Voting
14	BONIN	Claire	n/a	Voting
15	BUCKOSKY	Mike	Team Coastal & ATAC	Voting
16	CHALMERS-OWEGA	Dean	Abbotsford BMX	Voting
17	ELLSAY	Gillian	Comox Valley Cycling Club	Voting
18	ELLSAY	Richard	Comox Valley Cycling Club	Voting
19	ELLSAY	Nigel	Comox Valley Cycling Club	Voting
20	DOBIE	Ryan	Ridge Meadows BMX	Voting
21	MACDONALD	Andy	Maple Ridge BMX	Voting
22	McDELL	Mac	West Coast Cycling	Voting
23	GRANT	Meghan	Local Ride Racing	Voting
24	COLES-LYSTER	Maggie	Local Ride Racing	Voting
25	LYSTER	Barry	Local Ride Racing	Voting
26	REAMS	Jesse	Trek Red Truck	Voting
27	FELT	Wanda	EV/DEVo p/b Catalyst Kinetics	Voting
28	FINNIGAN	Cameron	EV/DEVo p/b Catalyst Kinetics	Voting
29	GILLAM	David	Glotman Simpson	Voting
30	GRONROSS	Dan	Steed Cycles & NSMBA	Voting
31	STOREY	Brian	EV/DEVo p/b Catalyst Kinetics	Voting
32	HARVEY	Erich	Atomic Racing Club	Voting
33	HORROBIN	Fergus	EV/DEVo p/b Catalyst Kinetics	Voting
34	HOTCHKISS	Stephanie	Action BMX	Voting
35	KEABLE	Thierry	n/a	Voting
36	LALIBERTE	Scott	n/a	Voting
37	McBEATH	Geoffrey	EV/DEVo p/b Catalyst Kinetics	Voting
38	McLAUGHLIN	George	Burnaby Velodrome Club	Voting
39	PICKELL	Jackson	Local Ride Racing	Voting
40	RATCLIFF	Billy	Abbotsford BMX	Voting
41	LANDERS	Michelle	Abbotsford BMX	Voting
42	LANDERS	Cindy	Abbotsford BMX	Voting
43	RUDERT	Klaus	n/a	Voting
44	SCHWINGBOTH	Jacob	Accent Inns/Russ Hays	Voting
45	DAERENDINGER	Michael	Glotman Simpson Cycling Club	Non-Voting
46	MANSELL	Brian	Action BMX	Voting
47	MANSELL	Jeannie	Action BMX	Voting
48	KREUZKAMP	Georges	Action BMX	Voting

#	Last Name	First Name	Club / Team / Business	VOTING?
49	SCOTT	Owen	Steed Cycles	Voting
50	SLEEP	Steve	Sunshine Coast Cycling Club	Voting
51	AIN	Jeff	EV/DEVo p/b Catalyst Kinetics	Voting
52	TAM	Joseph	EV/DEVo p/b Catalyst Kinetics	Voting
53	CHATER	Mathew	Independent	Voting
54	TOLKAMP	John	Todd's Racing	Voting
55	TRACEY	Corey	Glotman Simpson	Voting
56	TRAN	Wilson	EV/DEVo p/b Catalyst Kinetics	Voting
57	UJFALUSI	Joseph	EV/DEVo p/b Catalyst Kinetics	Voting
58	WATT	Kevin	Phoenix Velo Training Group	Voting
59	WOOLLES	Richard	Cycling BC	Voting
60	SYDOR	Alison	EV/DEVo p/b Catalyst Kinetics	Voting
61	BAXTER	Steve	Abbotsford BMX	Voting
62	FRIEBEL	Diane	Abbotsford BMX	Voting
63	BARRON	Graham	n/a	Voting
64	SUNSHINE COAST C.C.	Steve Sleep	Sunshine Coast Cycling Club	Voting
65	BURNABY VELODROME	George McLaughlin	Burnaby Velodrome Club	Voting
66	EV/DEVo p/b Catalyst	Brian Storey	EV/DEVo p/b Catalyst Kinetics	Voting
67	GLOTMAN SIMSON	Michael Daerendinger	Glotman Simpson Cycling Club	Voting
68	RIDGE MEADOWS BMX	Ryan Dobie	Ridge Meadows BMX	Voting
69	PHOENIX VELO T.G.	Geoff Oram	Phoenix Velo Training Group	Voting
70	ABBOTSFORD BMX	Michelle Landers	Abbotsford BMX	Voting
TOTAL # VOTING MEMBERS = 66 and TOTAL # non-voting members = 4				
QUORUM is 1% of 3,793 so needed 38 members to meet Quorum!				

2. INTRODUCTIONS & APPROVAL OF ANNUAL GENERAL MEETING RULES as proposed by John Noonan

Bruce Denis thanked them for coming and introduced Parliamentarian John Noonan and explained his presence at AGM. John Noonan provided an introduction of himself as a professional meeting consultant hired to run society meetings. He quoted his credentials and asked if anyone objected to him running the meeting. All approved. He explained the meeting rules as posted to our website, and given out in AGM package.

MOTION#1 to approve Noonan's rules as presented by Bruce Denis.

1st Stuart Lynne, from EV/DEVo p/b Catalyst Kinetics.

Any Discussion? No.

All in Favour? Yes.

Any Opposed? No.

Motion in the Affirmative. Meeting Rules Approved as Tabled.

MOTION#2 to approve 2014 Annual General Meeting Agenda as presented.

1st Michael Daerendinger from Glotman Simpson Cycling Club.

Any Discussion? No.

All in Favour? Yes.

Any Opposed? No.

Motion in the Affirmative. Meeting Rules Approved as Tabled.

MOTION#3 to approve 2013 Annual General Meeting Minutes as presented.

1st Stuart Lynne from EV/DEVo p/b Catalyst Kinetics.

Any Discussion? No.

All in Favour? Yes.

Any Opposed? One.

Motion in the Affirmative. Meeting Rules Approved as Tabled. These minutes are now the official record of the meeting held last year.

3. Bruce Denis read the President's Report as per Annual Report.

Summary: Put in place a business plan, new 3 year strategic plan and KPIs from those used for board and staff (key performance indicators), template for board meetings, new budget & quarterly budget updates, and performance evaluation template for the Executive Director. The Board also created Standing Committees for High Performance, Nominations and Finance, with ToR Terms of Reference for each. Special thanks to the exiting board members, Tony Martin, Jeff Clarke and Matt Klymson for their volunteer work for the last 2 years.

Any Questions or Comments?

No Action? No

Report Filed as presented.

4. Richard Wooles read the Executive Director's Report as per Annual Report.

Richard Wooles thanked the membership for their patience and support. We didn't know in 2013 if we were going to pay down the debt and make all our obligations, but we Cycling BC is now on stable ground, and although we'd hoped 2014 would be a great year, it's only been a good year. We are following up on all suggestions by our government partners, by changing our policies and procedures internally and looking for increasing our cash flow.

Any Questions or Comments? No.

No Action? No

Report Filed as presented.

5. Tony Martin read the Vice President of Financial Oversight's report as per the Annual Report.

Tony Martin briefly went over the 2013 financials as presented in the AGM package, and stated that we were back on solid ground in 2014. Funding from some of our donors and sponsors wasn't as high as in 2012 because 2012 was an Olympic year. The audited statements were approved in May of 2014 by board for the Gaming report.

John Noonan stated that the 2013 Financial Statements are approved by the Board of Directors.

Any Questions or Comments? No.

No Action? No

Report Filed as presented.

Tony Martin stated that the fee schedule as presented for 2015 is the exact same as fees presented for 2014.

John Noonan stated that the 2015 Fee Schedule is approved by the Members.

Any Questions or Comments? No.

MOTION#4 to adopt 2015 Fee Schedule as presented in the AGM package.

1st Tony Martin from the Board.

Any Discussion? No.

All in Favour? Yes.

Any Opposed? No.

Motion in the Affirmative. 2015 Fee Schedule Adopted as Tabled.

MOTION#5 that the firm of D&H Group LLP be appointed as auditors for Cycling BC and that the Board of Directors be authorized to fix the remuneration for these services.

1st Tony Martin from the Board.

Any Discussion? No.

All in Favour? Yes.

Any Opposed? No.

Motion in the Affirmative. Motion adopted as presented above.

MOTION#6 that the date of the AGM occur within 6 months of the year end in May or June of every calendar year.

1st Tony Martin from the Board.

Any Discussion? Yes, just a note from Richard Wooles, that this is a recommendation from our sport partners and government funders, and so that Cycling BC has up to date statements for members and funding partners. John Noonan stated that this is an ordinary resolution so does not need to be part of the by-laws.

All in Favour? Yes.

Any Opposed? No.

Motion in the Affirmative. Motion adopted as presented above.

6. Tim read Vice President Road report as in Annual Report.

Tim stated that the road organizers are a dedicated group of volunteers. The grassroots level is strong with great clubs and a new provincial premiere series. BC Superweek is the pinnacle of racing in BC for road with a large prize purse and international riders. Demand is very high for organized road events in BC.

Any Questions or Comments?

No Action? No

Report Filed as presented.

7. Gord Reddy read Vice President Track report as in Annual Report.

Any Questions or Comments?

No Action? No

Report Filed as presented.

8. Patrick Beckstead read Vice President Mountain Bike report as in Annual Report.

Cycling BC hosted an XC Provincial Mountain Bike Champs at SFU Burnaby Mountain, and it was successful with youth and senior categories. The mountain bike season was packed with a full downhill series run by Stephen Exley and a cross country series including BC and Kootenay enduro race series run by Megan Rose.

Any Questions or Comments? Yes.

Q#1: Is Cycling BC going to put in a bid for a National Cross-Country Race? Yes, we are talking with clubs and organizers in the sea-to-sky corridor about it.

Q#2: Do we need to invest in some quality timing equipment? Yes.

No Action? No.

Report Filed as presented.

9. Matt Klymson read Vice President Cyclo-cross report as in Annual Report.

Matt Klymson stated we had a very active season in lower mainland, interior and on the island, with many youth specific races, and an overall increase in participation when you look at the initial stats.

Any Questions or Comments? No.

No Action? No

Report Filed as presented.

10. Jeff Clarke read Vice President BMX report as in Annual Report.

Jeff Clarke stated we were likely to lose North Shore BMX for 2 years, which meant about riders to the A.B.A., but that we might be able to make that up with clubs starting up in Whistler, Squamish, Fernie and Nelson. Whistler would like to build a Supercross track and host a national event in the next few years.

Any Questions or Comments? No.

No Action? No; Report Filed as presented.

11. Graeme Martindale read Vice President Para-cycling report as per Annual Report.

The Para athletes in BC (from Whistler, Lower Mainland, Prince George, and Vancouver Island) had some fantastic results this year even though no many resources allocated to them. As a member of the Board he tracked in 6 minute increments, as he would as a lawyer, he has done over 100 hours of work on the 2014 proposed by-laws. This has taken a lot of work to modernize.

Any Questions or Comments? No.

No Action? No

Report Filed as presented.

12. Brett Boniface read Vice President Cycling for All report as in Annual Report.

Brett Boniface stated that the Gran Fondos are growing in popularity and number. They would like to create a Fondo Cup, and grow it at the younger levels with the iRide program. This year the big push has been to get 24/7 insurance to market for all riders so that they can access insurance for bike theft, for out of country coverage and for riding a bike at any time, without needing to be on a group ride or partaking in a Cycling BC sanctioned race. Everyone should check out the coverage.

Any Questions or Comments? No.

No Action? No

Report Filed as presented.

13. The Proposed Special Resolution, which needed 14 days notice prior to Annual General Meeting and 75% in favour for it to be adopted.

Tim Abercrombie moves that as a substitute for the present by-laws that the new ones presented in the AGM package be adopted. The new by-laws were created in hopes getting all areas of the province represented through equal distribution of voting rights.

Brian Storey from EV/DEVo pb Catalyst Kinetics got up and spoke to the substitution of EV's proposed amendments to these by-laws (where EV/DEVo's amendments ("B") would be substituted for Cycling BC's amendments ("A"). Brian thanked all the board, and mentioned that with the proposed amendments Cycling BC would have the ability to appoint and dismiss persons from committees, that any group with 5 members could form a club with voting power, and not matter what the size large or small would only have ONE vote under the new Cycling BC rules.

On the motion to AMEND BY SUBSTITUTION of B for A, the tallies showed:

35 in room and 18 from mail-in ballot = 53 votes for substitution of EV/DEVo's "B" for "A" and 35 in room and 33 from mail-in ballot = 68 votes for Cycling BC's amendments "A"

MOTION DEFEATED (as 43.8% FOR and 56.2% AGAINST amendment by substitution)

On the motion to ADOPT THE CYCLING BC BY-LAW AMENDMENTS as in the AGM package, the tallies showed:

63 votes FOR Cycling BC's amendments & 54 votes AGAINST Cycling BC's amendments

MOTION DEFEATED (as 53.8% FOR and 46.2% AGAINST amendment; thus, <75% FOR)

14. The Annual Cycling BC's Elections of 4/9 Officers to the Board:

This year the following positions end their 2 year term, but we thank them for their service.

- | | |
|------------------------|---|
| VP Financial Oversight | – Tony Martin, not currently returning to office |
| VP BMX | – Jeff Clarke, not currently returning to office |
| VP Cyclo-cross | – Matt Klymson, not currently returning to office |
| VP Road | – Tim Abercrombie, would like to run again for office |

Election - VP Financial Oversight:

Accepting nominations from the floor: Klaus Rudert an independent rider nominated himself. No other persons stepped forward, so KLAUS RUDERT is the new Vice President Financial Oversight by acclamation.

Elections - VP BMX:

Accepting nominations from the floor and from AGM package: Brian Mansell nominates Jeannie Mansell from Action BMX and she accepts the nomination. No other persons stepped forward, so JEANNIE MANSELL is the new Vice President BMX by acclamation.

Elections - VP Cyclo-cross:

Accepting nominations from the floor: Dan Gronross from Steed Cycles & North Shore Mountain Bike Association nominated himself and Thierry Keable and independent rider nominated himself. Both gave a brief synopsis of their qualifications. Vanessa Kroecker and Lister Farrar were appointed as scrutineers, and collected the ballots. Diana Hardie and John Noonan oversaw the counting of the ballots, and Thierry Keable had 38 ballots and Dan Gronross had 23 ballots. So THIERRY KEABLE elected to the position of Vice President of Cyclo-cross.

Elections - VP Road:

Accepting nominations from the floor: Tim Abercrombie from EV/DEVo p/b Catalyst Kinetics nominated himself. No other persons stepped forward, so TIM ABERCROMBIE is the new Vice President Road by acclamation.

Motion to adjourn.
Meeting adjourned.