



Annual General Meeting
7:00 pm June 21, 2023
Via video conference

AGENDA

1. Establish Presence of Quorum & Meeting
2. Adoption of Agenda
3. Approval of Minutes of 2022 AGM
4. Chair Remarks Deb Intas
5. CEO Remarks - Erin Waugh
6. Finance & Audit Committee
 1. Audited Financial Statements for the year ending December 31, 2022
 2. Board Motion: *That the audited consolidated financial statements for the year ended December 31, 2022 be accepted.*
 3. Board Motion: *That DH Group, LLP, be appointed to perform an audit of Cycling BC for the year 2023 and the Board of Directors be empowered to set the remuneration.*
7. Bylaw Changes
 1. Motion: that the housekeeping changes presented in the redline version of the Bylaws be approved.
 2. Motion: that Bylaw 3.13 a) (vii) be removed.
 3. Motion: that Bylaw 4.02 be revised as follows: Addition of Section 4.02 (b) "At its discretion, and if there are vacancies, the Board may appoint two (2) additional Directors at Large to the Board provided that at least three (3) Directors were elected at the most recent Annual Meeting. The appointed Directors shall be reviewed and suggested by the Nominations Committee and approved by the board. The term for such Appointed Directors shall be no more than three (3) years."
 4. Motion: To revise Bylaw 4.08 a) as follows: From:

1. Where the position of a Director becomes vacant for whatever reason and there is still a quorum of Directors as defined in 4.09 (f) the Board may appoint a qualified individual to fill the vacancy for a term expiring not later than the close of the next Annual General Meeting. The total number of Directors so appointed may not exceed one third of the total number of Directors.” To: “Where the position of a Director becomes vacant for whatever reason and there is still a quorum of Directors as defined in 4.09 (f) the Board by resolution, fill the vacancy with a Participant in good standing as a Member; otherwise, such vacancy shall be filled at the next Members' meeting; and any Director appointed or elected to fill such vacancy shall hold office for the unexpired term of the vacant seat.”
5. Motion: To revise Bylaw 6.03 with the Addition of Ethics and Risk and DE&I Committees as standing committees.
8. 2023 Membership Fees: Per Bylaws ***Section 2.02 Membership Dues and Duration b) Dues-membership dues will be determined annually by Cycling BC Staff, recommended for approval by the Board and ratified by the Members at a General Meeting***
 1. Motion: *“That any changes to the fee structure for 2023 be presented to the membership for ratification at a General Meeting held no later than the first week of November.”*
9. Announcement of new Directors
10. Adjournment

MEETING RULES

The following Meeting Standing Rules are designed to facilitate progress at this Annual General Meeting of Cycling British Columbia, to include members in orderly discussion and to ensure courtesy, fairness and equity for all.

1. This Meeting will be conducted in accordance with the Society Act, By-Laws of the Society and Robert's Rules of Order, Newly Revised.
2. The Meeting is for the purposes of discussing the business of Cycling British Columbia. Issues of a personal nature will not be considered or debated.
3. All speakers will practice justice and courtesy at all times.
4. Members, who wish to speak, will do so after being recognized by the Chair.
5. Only one item, the immediately pending agenda item and/or the matter under discussion will be considered at a time.
6. Comments or questions must be related to the pending motion or report.
7. Discussion shall be limited to three minutes for each speaker for each question.
8. No member may speak a second time, which includes asking a follow up question, unless and until all those who desire to speak a first time, have had the opportunity to do so.