

## **Summary of Proposed Bylaw Changes – 2025 AGM**

After a careful review of its governance practices by SportLaw, Cycling BC is undertaking an update of its bylaws to ensure they reflect current best practices in governance, align with the BC Societies Act and support the evolving needs of our membership. The proposed changes, some minor, others more substantive, will be brought forward for member approval at the upcoming Annual General Meeting (AGM) on June 16.\*

### **1. Minor Housekeeping Changes**

Many of the proposed bylaw updates are small refinements intended to modernize language and improve clarity. These include:

- Updating terminology to be more inclusive and current (e.g., replacing “his or her” with “their,” “Chief Executive Officer” with “Executive Director,” and “Society Act” with “Societies Act”).
- Replacing “Extraordinary General Meeting” with the simpler “General Meeting.”
- Adjusting grammar and formatting in several sections for consistency.

### **2. Substantive Proposed Changes**

#### **A) Membership Dues (Section 2.02)**

**What’s Changing:** The Board, rather than the membership, would set membership and license fees annually.

**Why:**

- The current process of member voting on fee changes consumes significant staff and Board resources to prepare, present, and administer votes, diverting time from programs, events, and member services. It also delays setup of membership signup and club affiliation for the upcoming year.
- This change aligns with how most other provincial sport organizations operate in Canada.
- The Board remains accountable to members through elections, and member input will continue to be sought through other channels like surveys, forums, and direct outreach throughout the year and ensure we hear from members on an ongoing basis.

- If members are dissatisfied with this new model, they retain the right to reverse the change via a future Special Resolution (2/3 majority).

## **B) Board Composition and Governance (Section 4.01, 4.04, 4.06, 4.08, 4.09)**

These updates clarify how many Directors can be elected vs. appointed, allow flexibility in elections to maintain Board diversity and skills, and align our governance with best practices.

- **Section 4.01 and 4.04:** Clarifies the number of elected vs. appointed Directors and grants the Board flexibility in determining how many positions will be up for election annually.
- **Section 4.06:** Board members would begin their terms upon election, rather than waiting until September 15, bringing immediate impact and aligning with best practice.
- **Section 4.08:** Vacant Board positions filled by appointment must be re-contested at the next AGM, rather than holding the appointment for the full remaining term, ensuring more open and democratic participation.
- **Section 4.09:** Removes the Chair's ability to break tie votes with a second vote. Under the new rule, tied votes would simply fail, consistent with standard Board practices.

## **C) Conflict of Interest (Section 7.12)**

**What's Changing:** Clarifying language that requires all Board members to comply with Cycling BC's Conflict of Interest Policy along with the Society's Act.

**Why:** This ensures greater accountability and strengthens ethical standards.

## **D) Amending the Bylaws (Section 8.01)**

**What's Changing:** All future bylaw amendments would require a Special Resolution (2/3 majority) rather than a simple majority vote.

**Why:** This brings us into alignment with the BC Societies Act and reinforces the importance of consensus for governance changes.

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**Updated: June 13, 2025** - We have added a bylaws change motion (Motion 6) which would strike the language requiring that General Meetings sometimes be held outside the GVRD from Section 3.01a.

## Next Steps

\*Please note: A vote on the proposed 2025 Bylaws will take place electronically after the Annual General Meeting (AGM) using the CCN membership platform. Voting will be open from June 16 to June 22, 2025.

A detailed redline version of the bylaws and a summary of the bylaws information session that was held on June 9 are available on the AGM webpage at <https://cyclingbc.net/about/agm/> for your review in advance of the meeting.

If you have any questions about the proposed changes, please don't hesitate to reach out to Cycling BC at [info@cyclingbc.net](mailto:info@cyclingbc.net). Thank you for helping shape the future of cycling in British Columbia.