

Minutes of the  
Edmonton Bicycle Commuters Society's  
Annual General Meeting (AGM)  
Sunday October 3<sup>rd</sup>, 2010.

Presenters: Chris Chan, President  
Neil Carey, Treasurer  
Molly Turnbull, former President, currently a board member of Velo (Bikeology)  
Alex Hindle, BikeWorks Coordinator  
Keith Halgren, Director, Membership

Meeting Start Time: 1:45 pm

Minutes:

Agenda Item	Subject	Key Points	Presenter
1	Call to Order, Welcome	The meeting was called to order at 1:45 pm and Chris Chan welcomed everyone and reviewed the agenda items.	Chris Chan
2	Organizational Overview	<p>EBC was founded 30 years ago. Though BikeWorks is the most visible program of EBC, it is more than just BikeWorks.</p> <p>Over the past year, the board has worked to move away from an administrative model (substantial organisational work falling on the shoulders of each board member). Now that EBC has an Executive Director (full time as of January part time at present) and the BikeWorks coordinator, it will operate according to a governance model, where the board sets the direction, but is not single handedly carrying the organisation. As a volunteer driven organization, the staff's role is to organize and support volunteers, and ensure that they are working towards a common goal.</p> <p>Interestingly enough EBC has been run out of:</p> <ul style="list-style-type: none"> <li>• A quansa hut</li> <li>• The Back of a van</li> <li>• A former brothel</li> </ul>	Chris Chan and Molly Turnbull

3.1	Introduction of Board Members	<ul style="list-style-type: none"> <li>• Christopher Chan President</li> <li>• Michael Janz Vice-President</li> <li>• Neil Carey Treasurer</li> <li>• Bill Sellers Secretary</li> <li>• Erich Welz, BikeWorks Director</li> <li>• Keegan McEvoy, Communications Director</li> <li>• Sharon Barker, Community Events Director</li> <li>• Lauren Price, Volunteer Director</li> <li>• Derek Plum, Sponsorship and Fundraising Director</li> <li>• Keith Hallgren, Membership Director</li> <li>• Jason Ponto, Policy Director</li> </ul> <p>Bill and Erich have completed their terms, and Michael, Sharon, Lauren and Jason are stepping down due moves or other commitment</p>	Chris Chan
3.2	Description of the Roles	<p><b>Item Skipped:</b> We used to have a lot of board positions, but are removing them from the bylaws, allowing more flexibility, so there is no longer a reason to explain each role in detail.</p>	Chris Chan

4.1	President's Report	<p>Over 700 memberships were purchased either as new or renewals this year. This is more than 100% greater than last year's membership purchases (approximately 300 total).</p> <p><b>Relationships with the Broader Community:</b> EBC has taken on a new direction and is connecting and beginning to develop relationships with the broader community encouraging a wide range of bicycle culture involvement. The goal: to make cycling more sustainable and meaningful to Edmontonians</p> <p>Examples include</p> <p><i>Relationships with:</i></p> <ul style="list-style-type: none"> <li>• Mustard Seed</li> <li>• International Student Groups</li> <li>• Marginalized &amp; Aboriginal Youth</li> </ul> <p><i>Partnerships with:</i></p> <ul style="list-style-type: none"> <li>• King's College</li> <li>• Grant MacEwan</li> <li>• University of Alberta (for e.g. ECOS)</li> <li>• Student groups</li> <li>• Businesses (such as formal relationships with MEC and DDB who have donated tens of thousands of dollars in merchandise, grants and services to EBC)</li> </ul> <p><i>Involvement with:</i></p> <ul style="list-style-type: none"> <li>• Municipal Government &amp; programs (for e.g. EPS Spokes program)</li> <li>• Other non-profit groups such as International Centre and ABA</li> </ul> <p>All of these organizations been heavily cross-promoting EBC too.</p> <p><b>Advocacy:</b> Major projects included lobbying the city last November to properly fund their \$100 million bicycle transportation strategy. Unfortunately met with limited success, as the bike strategy was combined with the walking strategy, and the combined total funded to about 1/3 of required levels.</p> <p><b>Outreach:</b> – Most people know us as a place to get their bike fixed. Now we are moving towards also</p>	Chris Chan
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		<p>engaging those not interested in fixing their own bikes. This has involved:</p> <p>Running <i>promotions</i> that appeal to other aspects of cycling. The Bike to the Symphony for example had 55 riders in formal ware. EBC's promotional campaign, referred to as 'Ding Ding' is being run entirely pro bono by advertising company "DDB". They have donated over \$25,000 in services to date. The goal of the campaign is to get more people cycling.</p> <p>Participating in the <i>election campaign</i> in a non-partisan way – providing questionnaires and publishing results on how municipal politicians score on all things bikely. No criticisms are made of the political responses. EBC promotes the concept of looking at the facts and drawing your own conclusions. Questionnaires went to all of the candidates – mayoral, school trustees and councillors</p> <p>Extending <i>educational offerings</i> – to the point that the board has applied for space for an additional BikeWorks location at the Alberta Cycle building on 118<sup>th</sup> Ave.</p> <p><b>Preparing for the Future:</b> As renters EBC is in a precarious scenario. Due to market fluctuations and the appeal to condo developers of our current location we have applied for the second location not just for the added space. We know that we could lose our current location at any time.</p>	
4.2	Annual Report	Touched on in President's report, complete report is available on website.	Chris Chan

4.3	Treasurer's Report	<p>The Financial Statement for 2010 was presented and accepted as indicated below. The 2011 Budget was presented and approved as indicated below.</p> <p><b>Discussion as follows:</b></p> <p><b>Cash Flow:</b> EBC has a \$102,000 in equity at year end (including unrestricted cash &amp; GICs &amp; restricted casino amounts). Liabilities included wages owed at the end of the year. EBC lost \$35,000 in fiscal 2010 as there was no casino last year.</p> <p><b>Grant Sources (per question):</b></p> <ul style="list-style-type: none"> <li>• \$10,000 were received via the Edmonton Community Foundation's donation to 'Action for Health in Communities' and went toward hiring staff.</li> <li>• \$3000 From the STEP (Summer Temporary Employment Program) where \$7 per hour goes towards wages and EBC makes up the remainder of the student's wages.</li> <li>• \$3,000 from MEC to seed a bicycle rental program</li> <li>• \$2,000 Community Spirit grant which matches donations EBC received</li> </ul> <p><b>Event Revenue (per question):</b> comes from sales at events EBC has held; for e.g. sales of symphony tickets; food &amp; liquor sales.</p> <p><b>Reason Projecting Increased Membership &amp; Decreased Sales Compared to Last Year? (per question):</b> At the time of preparing the budget not all the figures had been in, however sales figures were forecast as lower to be conservative. Busy season was longer than usual this year.</p> <p><b>Comment that casino revenue in some organizations is only recognized as it is spent so it evens out over time and is never reported as a loss for years there are no casinos:</b> Either reporting method is consistent with accounting principles. Depends on your interpretation of what expenses the funding is matched to. As long as it is consistent and budgets take into account the revenue spike, our system works fine.</p> <p><b>Highlight:</b> Bikeworks revenue last year was \$55,000, more than \$20,000 higher than 2009 (\$33,000)</p>	Neil Carey
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		<p><b>Greatest source of EBC revenue last year:</b> selling rebuilt bikes. In 2011 we anticipate another source of revenue from our new bike rental program.</p> <p><b>2011 Budget Forecast:</b> Anticipate \$146,535. revenue, \$128,004.62 in expenses, and \$18,530.38 in net income</p> <p><b>Insurance Costs (per question):</b> The cost seems high but it is very comprehensive. It includes WCB coverage, directors and officers insurance (without which the board would probably resign), and includes \$5 million in liability insurance for events that take place on and off site.</p>	
5.1	Budget Motions – Approval of 2010 Financial Statement	<p>Moved by Molly Turnbull that the membership accept the financial statement as presented.</p> <p>Seconded by Stephanie Gregorwich.</p> <p>Motion Carried.</p>	
5.2	Approval of 2011 Budget	<p>Moved by Neil Carey that the membership approve the 2011 Budget.</p> <p>Seconded by Derek Plum.</p> <p>Motion Carried.</p>	
6	Bike Works & Volunteer Recognition	<p><b>Summary of Achievements:</b> Over 2,400 visits to BikeWorks were recorded in 2010, and EBC's volunteer base tripled, clocking in 1300 recorded hours.</p> <p><b>Recognition of Volunteers:</b> A public thank you was made to each volunteer. (If your name was missed Alex heartily apologizes and asks you to let him know). Their tremendous support is what keeps EBC going. Special Recognition was made of the following volunteers who went above and beyond the already outstanding norm of the EBC volunteer:</p> <ul style="list-style-type: none"> <li>• Keith Hallgren</li> <li>• Jim Foley</li> <li>• Jordan Hiller</li> </ul>	Alex Hindle

7	Jack Grainge & Dale Allsopp Awards	<p>The Jack Grainge<sup>1</sup> Award for people who have made a commitment to the wider community of cycling went to: Shaughn Butts for his work on the “Crank &amp; File” report for the Edmonton Journal.</p> <p>The Dale Allsopp<sup>2</sup> Award for people who have brought something extraordinary into the biking community went to Jordan Hiller for his dedication to Bikeworks &amp; the inner city bike repair program:</p> <p>Nominees for the awards included:</p> <ul style="list-style-type: none"> <li>• Alex Hindle</li> <li>• Jordan Hiller</li> <li>• Molly Turnbull</li> <li>• Michael Kalmanovitch</li> <li>• Sue Brewer – for enthusiasm and ambassadorship as a greeter</li> <li>• Shaughn Butts</li> <li>• Janine Halayko &amp; John Collier for reaching out to the special needs children with their Learn to Ride program</li> <li>• Ian Helgesen</li> <li>• Keith Halgren – who has helped so many and is avidly committed to cycling</li> <li>• Loop Frame Love Blog Ladies: who dress up in fashionable wear and ride around town in their retro loop frames. Proving that lycra and money are not required to enjoy cycling.</li> <li>• Neil MacDonald – initiating various bike related activities – including bike polo, ‘tweed ride’ – wearing wool and cycling</li> <li>• Kevin Schmidt</li> <li>• Keegan McEvoy – for his unlimited energy</li> <li>• Leila Sidi (who won an award last year)</li> <li>• Adrian Pearce</li> <li>• James Phillips – for his tireless support. Volunteered at just about every event with EBC – and was often on his own doing so for hours at a time</li> </ul>	
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<sup>1</sup> Jack Grainge passed away several years ago in his 80s. He was an avid advocate for cyclists and wrote a book on women and cycling and their emancipation.

<sup>2</sup> Dale Allsopp used creativity to make useful trailers out of old bike parts. He was a former EBC board member.

8	Bikeology & Bike Month	Bikeology runs through Bike Month and consists of a range of fun events that draws attention to and expands the cycling community.	Molly Turnbull
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9.1	Special Resolution to Amend the Objects	<p><b>Why do we need an amendment to the objects?</b></p> <p>Reason: The spirit of the objects is not being amended only the language. In order for EBC to pursue charitable status with Canada Revenue, our objects must be exclusively charitable. We feel that they are, but the current language does not readily communicate that.</p> <p>The existing objects are:</p> <ol style="list-style-type: none"> <li>a. to increase the awareness of the public and public authorities of the reasonable requirements for the safe bicycling of the public.</li> <li>b. to reduce pollution of the atmosphere by reducing dependence on the internal combustion engine.</li> <li>c. to assist the public in the registration, choosing and maintenance of bicycles.</li> <li>d. to organise community events calculated to popularize the bicycle.</li> <li>e. to encourage the provision of bicycle parking.</li> <li>f. to educate the public in safe bicycle riding.</li> <li>g. to educate the public in the promotion of health through bicycling.</li> <li>h. generally, to increase the quality of life by encouraging the daily use of the bicycle.</li> </ol> <p>Discussion:</p> <p><b>Why is EBC Pursuing Charitable Status?</b> The reason charitable status is being pursued is because it will allow us access to a tremendously greater pool of private grant money. Tax-deductible donations may also allow us great fundraising ability from individuals and corporations. Grant dollars from private foundations are not normally available to non-charitable organizations.</p> <p><b>How much extra work will be required if we are to maintain charitable donation status?</b> A tremendous amount of work needs to be extended on an ongoing basis in order to maintain charitable status. However it doesn't take many \$10,000 grants to make it worth all the extra work.</p> <p><b>Discussion:</b> Discussion about the wording of the objects ensued, resulting in motions to amend the proposal.</p>	
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9.2	Motion to Amend the Amendment to Object 1	<p>Moved by Rebekah Rooney “to amend the amendment to object one to include ‘ ..... environmentally sustainable economical means of ...’”</p> <p>Seconded by Micah Cooper.</p> <p>Motion Carried.</p>	
9.3	Motion to Amend the Amendment to Object 4	<p>Moved by Jas Darrah “to amend object four by striking the word ‘work’ and add after infrastructure “and policy”</p> <p>Seconded by Sue Brewer.</p> <p>Motion Carried.</p>	
9.4	Motion to Amend the Amendment to Object 5	<p>Moved by Molly Turnbull “to amend the amendment to object five by striking the words ‘all aspects of’”</p> <p>Seconded by Steve Anderson.</p> <p>Motion Carried.</p>	
9.5	Special Resolution to Amend the Objects	<p>Moved by Chris Chan “to adopt the proposed objects as amended”.</p> <p>Seconded by Neil Carey.</p> <p>Motion Carried with only 1 dissenting vote.</p>	

10.1	Special Resolution to Amend the Bylaws	<p>A copy of the proposed bylaws (as amended) is attached. A summary of changes from the existing bylaws follows:</p> <ul style="list-style-type: none"> <li>• Honorary membership has been clarified to mean lasting a lifetime.</li> <li>• The existing bylaws require that a member will not be considered in good standing until 1 month after joining. The amended bylaws allow a recently lapsed member (expired within last 6 months) to immediately achieve good standing once their dues have been paid up.</li> <li>• The bylaws now make it clear that dues may be waived, at the discretion of the board, in recognition of services rendered to EBC.</li> <li>• The size of the board has changed from 5 to 11 members and is now 7 to 12 members.</li> <li>• The existing bylaws required secret ballot elections in most cases. The new bylaws allow board members to be elected by acclamation if not enough nominees are put forward to require competition. If someone is unhappy with a board member being put forward for election they have the opportunity to nominate enough people to force an election. Intended to force constructive criticism instead of just complaining from the sidelines.</li> <li>• Payments are no longer required to be by cheque.</li> <li>• The deadline for submitting the societies return is now “as required by societies act,” instead of previous deadline which was much earlier.</li> <li>• Now allow borrowing of money up to approximately 1/3 of annual revenue (current estimate would make this limit approximately \$40k.) This allows the establishment of a corporate credit card, purchases on account, etc.</li> <li>• Requirements for Special Resolutions now match the Societies Act.</li> </ul>	
10.2	Motion – bank reconciliation	<p>Moved by Neil MacDonald “To add item 10c stating that ‘a person without authority to make payments must complete a bank reconciliation on a monthly basis.’”</p> <ul style="list-style-type: none"> <li>• As we are removing the requirement for paper cheques with two signatures, would like someone who’s not in a position to steal money to check the bank statements.</li> </ul> <p>Seconded by Sue Brewer. Motion Carried.</p>	

11	Election & Nominations	<p>The following people were nominated to the Board of Directors:</p> <ul style="list-style-type: none"> <li>• Stephanie Gregorwich</li> <li>• Adrian Pearce</li> <li>• Alexandra Choby</li> <li>• Kevin Schmidt</li> <li>• Bernadette Elakey</li> <li>• James Phillips</li> <li>• Brett Rosenberger</li> </ul> <p>Sue Brewer and Coreen Shewfelt declined nominations.</p> <p>As seven nominees were put forward for seven positions, all were acclaimed.</p>	
12	Announcement	Need for casino volunteers Dec 28 <sup>th</sup> and 29 <sup>th</sup>	
13	Door Prizes	<p>Prizes were drawn and issued</p> <p>Huge thank you to MEC for over \$400 in prizes donated.</p>	

Meeting adjourned at 4:35 pm

The Board was asked to meet for a few minutes after the adjournment.