

**Capital Bike  
Annual General Meeting Agenda  
6:30-8:30 PM February 1, 2023  
Norway House & Online Teams Meeting**

<b>Board Members Present:</b>	<b>Rebecca Freedman, Kaye Lowe, Mark Milotay, Niki Sutherland, John Alexander, Ed Pullman, Corey Burger, Joan Stonehocker, Stephen McMurray, Steve McKay, Carling Helander</b>
<b>Staff Present:</b>	Adam Krupper

Number	Item:	Action:
1	Call to Order and quorum	Call to order: 6:37 Quorum: 27 in person and 16 online.
2	Introductions and Welcome	Rebecca started the meeting with housekeeping and introductions from staff and board.
3	Acknowledgement of Traditional Territories	Provided by Rebecca.
4	Approval of Agenda	Motion to approve agenda – Member L. moved the motion. Motion approved.
5	Approval of 2022 AGM Minutes	Kaye Lowe moved to approve the minutes of the 2022 AGM. Motion approved.
6	Reports Co-Chair Report Committee Reports – Events, Membership, Governance, Advocacy activities summary	Committee Chairs provided details of the work done over 2022 to complement the reports.
7	Executive Director’s Report + Year in Review	Adam Krupper shared details of programs and services that Capital Bike has built or worked on in 2022, including the Bike Locker, Bike Valet Service in Downtown Victoria, partnered with BEST, launching an App; our cycling courses – public courses partnered with Community and Recreation centers.  Capital Bike provided Everyone Rides grades 4/5, which is teaching cycling skills through the school system; The all aboard program for family cycling

		<p>and community rides with the City of Victoria. Go By Bike Weeks, in winter, spring, and fall.</p> <p>Our National Day of Truth and Reconciliation Ride connected us with Songhees Nation members as well as Victoria Orange Shirt Day Society.</p> <p>The Sticker Challenge became its own event. Capital Bike published Cycle Therapy in spring and fall. We obtained Charity status.</p> <p>Adam thanked Laurel Collins for her support, and thanked the staff and co-op students.</p> <p>Motion to accept reports: Hu Wallis moved. Motion approved.</p>
8	2022 Year-End Financial Statements	<p>Steve McKay presented the financial report, describing our financial projections and different assets. Revenue increased in 2022.</p> <p>Ed Pullman described an increase in donations in 2022. No questions were brought forward.</p>
9	2023 Draft Budget	<p>Steve McKay presented the draft budget.</p> <p>Jim Moffat moved the motion. Motion approved.</p>
10	<p>Special Resolution package</p> <ul style="list-style-type: none"> <li>- Quorum check, poll, and results</li> </ul>	<p>Rebecca introduced the special resolution to alter our bylaws. After our bylaw change in December to obtain charitable status, there are a couple amendments we are looking to make on Director remuneration.</p> <p>Board Director John Alexander discussed the need for the changes to explicitly allowing electronic meetings.</p> <p>John Alexander described the history and rationale behind the change to bylaws to have unanimous consent, the last provision of changes to bylaw point 8.</p> <p>Concerns with change to point 8.4 were raised were seen as limiting the ability of the board to also work as instructors. There is a provision which allows the board to agree to this type of work.</p>

Hu Wallis spoke to concerns around 8.4 Rebecca shared concerns of Lana Tavis around bylaw 8.4

Patrick Schreck asked about the process of 8.4. John Alexander explained that voting can happen by email.

Doug Baer spoke the bylaw needing unanimous consent.

Ed spoke to Joan Stonehocker's comment online: unanimous consent is needed to ensure no conflicts of interest.

Corey Burger spoke to 8.4 as providing the option for bike skills instructors to serve on the board as well as providing a check to ensure compensation is well considered.

Ed spoke to member Nick Dickinson's online comment that his opinion is that the board needed  $\frac{3}{4}$  vote.

Gordon Hunter asked about the term "officers". John explained that the executive positions are often considered "officers" and that is the context of this term here.

Adam asked about adding some clarification to the text. John suggested that clarifications are acceptable, including "All members present at the meeting" and to remove the term "officer" to reduce any confusion.

**Motion to amend 8.4** to "all directors present at a meeting" and to remove the term officer.

Patrick Schreck moved the motion to amend 8.4 to the clarifications above.

Motion passed - yay = 25 members in person; yay = 14 online.

**Hu Wallis moved to sever 8.4 Seconded by John**

Moved – yay 13 nay 8 in person

		<p>Yay 12 nay 4</p> <p><b>Motion passed.</b></p> <p><b>John moved a motion to approve a bylaw package as presented without 8.4 and without the removal of 7.1</b></p> <p>Motion passed: approved unanimous in person and 14 online</p> <p><b>Motion: John moved to include 8.4 as amended and with the removal of 7.1</b></p> <p><b>Motion passed</b> - yay = 17 Nay = 5 In in person</p> <p>Online yay = 14 online nay = 0</p>
11	<p>Election of Directors (bios attached)</p> <p>Quorum check, poll, and results</p>	<p>Stephen McMurray spoke to the election of directors and the process of the nominations committee and recruitment work undertaken.</p> <p>Slate of recommended candidates:</p> <p><b>Gordon Hunter</b>  <b>Doug Baer</b>  <b>Ariana Klus</b>  <b>Kim Samson</b>  <b>Patrick Schreck</b>  <b>Niki Sutherland</b>  <b>Carling Helander.</b></p> <p>Stephen McMurray moved to approve the candidates as presented and approved by the board.</p> <p>Motion passed - unanimous approval in person  - 16 yay votes online.</p>
12	<p>Tim Schober Presentation</p>	<p>Adam Krupper described Tim Schober’s story of catastrophic injury due to a driver hitting him with their vehicle and the next steps the organization plans to take.</p>
13	<p>Q&amp;A (Advocacy continued – action focused)</p>	<p>Ed Pullman provided thanks to Steve McKay and Adam for their work on our charitable status application. Ed</p>

announced that Steve McKay will be stepping away from the board in the coming year.

Rebecca Mersereau spoke to the possibility of a future forum featuring Tim's story and asked a question about Capital Bike providing more direct advocacy to the province on the MVA and ICBC? As well as the need to consider red light cameras and more.

Rebecca Freedman spoke to the need for structure to what we advocate for. Corey Burger spoke to MVA – BC cycling and HUB cycling have met to discuss these issues. Traffic Safety Commission meets to discuss some issues around accident and injury prevention, and to work towards improvements to roadway rather than focus on education and enforcement. It is noted that this is slow work.

Adam –notes that Capital Bike is looking to build an advocacy team.

Josh – spoke to the experience of riding in Victoria as a messenger. Folks need to know what to do in an accident; spoke to the need to have collision reports. Mentioned the need for instructional and educational videos.

Corey Burger mentioned that there is a discussion around post collision incident reporting. A round of data with the Traffic Safety Commission has been completed. Work can be done there to collect and disseminate information.

Member asked if a special general meeting was needed to appoint a treasurer. Ed Pullman answered that that can be completed by the board.

14	<b>Adjournment</b>	Motion to adjourn – unanimous. <b>8:38 pm</b>
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