



MINUTES OF THE 12TH ANNUAL GENERAL MEETING OF BIKE NZ

Venue: Peppers Clearwater Resort, Christchurch

24th May, 2015

Meeting commenced 11:04am

1. ATTENDANCE

BikeNZ Board Members in attendance:

- Simon Perry (BikeNZ Board Chair)
- David Bennett (BikeNZ Board)
- Malcolm Thomas (BikeNZ Board)
- Richard Leggat (BikeNZ Board)
- Brian Broad (BikeNZ Board)
- Alison Shanks (BikeNZ Board)
- Tony Mitchell (BikeNZ Board)

Member Organisation Presidents/Representatives in attendance:

- Ivan Aplin (Cycling New Zealand Road and Track)
- Bruce Northwood (BMX NZ)
- Gil Peters (MTB NZ)
- Brynn Gilbertson (Cycling New Zealand Schools)

BikeNZ Staff in Attendance

- Andrew Matheson (Chief Executive)
- Julie Richards (Finance Manager)
- Mark Elliott (High Performance Director)
- Faye Christensen (Executive Assistant)

AGM Attendance:

- Total Attendance: 48
- A quorum as required by clause 25.13 of the Constitution was met.

2. APOLOGIES

- Graham Sycamore (BikeNZ Board)
- Gordon Sharrock (Cycling New Zealand Road and Track Patron)
- Kevin Searle (Cycling New Zealand Schools President)

- Warren Boggiss (BMX NZ)
- Bill Maine (Cycling New Zealand Road and Track Life Member)
- Allan Rice (Cycling New Zealand Road and Track Life Member)

3. CHAIRMAN'S WELCOME & REPORT

The Chair (Simon Perry) welcomed all attendees and asked for any General Business items.

Proposed Resolution: The Chair raised a motion for adoption of the 2014 AGM Minutes

Ivan Aplin/Brynn Gilbertson

Carried

The Chair presented and spoke to his report and thanked the Board for their contribution last year, the MO Presidents for their support and Sport New Zealand and HPSNZ as key stakeholders and funders.

Proposed Resolution: It was moved that the Chairman's Report be adopted:

Brynn Gilbertson/Ivan Aplin

Carried

4. CHIEF EXECUTIVE'S REPORT

AM presented and spoke to the Chief Executive's Annual Report and thanked the Member Organisations, HPSNZ, Sport NZ, Cycling New Zealand staff and the Board Members for their support over the previous year.

5. SPORT NEW ZEALAND'S REPORT

Paul Heron (Sport New Zealand Relationship Manager) addressed the members.

Sport New Zealand's goals are to win more medals at the Olympic Games and World Championships, and to increase participation. Paul suggested the single most important thing that Cycling New Zealand can do is form clear strategic alignment with its Members around their reason for being.

Paul acknowledged Richard Leggat's contribution to the Board in previous years, and continuing support.

Paul also acknowledged the strong progress of Cycling New Zealand in building good Governance, good leadership and good people, supported by a good plan.

Paul highlighted the challenges ahead for Cycling New Zealand, and thanked the Board for the opportunity to speak.

6. FINANCIAL STATEMENTS

The financial statements were presented by Tony Mitchell (BikeNZ Board).

Tony presented an overview of the Statements of Financial Performance and Financial Position and key elements of the BikeNZ financials.

There were several questions and comments from the floor and these were responded to.

It was suggested from the floor that it would be good to have a line under Events indicating the Member Organisation's non cash investment aligned to delivering events as this currently doesn't sit within BikeNZ's accounts.

Proposed Resolution: That the financial statements for the period 1 January – 31 December 2014 be adopted.

Ivan Aplin/Brynn Gilbertson

Carried

7. APPOINTMENT OF AUDITOR

Proposed Resolution: That Crowe Horwath be reappointed as BikeNZ Incorporated's auditors.

Ivan Aplin/Bruce Northwood

Carried

8. APPOINTMENT OF SCRUTINEERS

Paul Heron (Sport NZ) as the returning officer to be appointed as the Scrutineer

9. APPOINTMENT & ELECTION OF BOARD MEMBERS

David Bennett (BikeNZ Board) gave an overview of the Board environment and the Board Terms for Appointed and Elected Members.

David Bennett advised on the appointment process for the Appointed and Elected Board Member positions to be filled in 2015.

The Board Appointments Panel made the decision that Richard Leggat be reappointed as the Appointed Board Member, to remain on the Board for a term of four years.

BRT raised the point that the time requirements for advising appointments for the Board were not met however they were happy to proceed noting this.

Nominations were called for the vacant Elected Board Member position. The meeting attendees were advised that nominations that had been received for the position were:

- Malcolm Thomas
- Mike Doyle

The individual nominees presented an overview of their personal biographies to the meeting.

Voting Result: Malcolm Thomas was elected to the BikeNZ Board for a term of four years.

10. ADOPTION OF PROPOSED REVISED CONSTITUTION

David Bennett summarised the proposed revised Constitution including the following amendments proposed by Cycling New Zealand Schools:

- 4.2a – after “Cycling NZ” insert “provided, however, that this will not apply to Member Schools”
- 5.3d – after “Clubs” insert “or in the case of Cycling New Zealand Schools, Member Schools”.
- 5.3e (i) – after “Cycling NZ” insert “provided, however, that this will not apply to Member Schools”.
- 5.3e (iii), 5.3 g, 5.3.i, 5.3.l. – after “Member Club” or “Member Clubs” insert “(if any)”.
- 9.4a. delete and replace with:
 - For the Competitive category, by applying:
 - (i) to a Member Club to be a member of that Club, its Member Centre/Region (if any), its Member Organisation and Cycling NZ in a form and manner prescribed by the Board; or
 - (ii) in the case of individuals who are full time students of New Zealand domiciled schools, to Cycling New Zealand Schools to be a member of that Member Organisation and Cycling New Zealand in a form and manner prescribed by the Board.
- 35.1
 - Insert new definition – “Member School(s) means a New Zealand domiciled school that has applied to and been accepted as a member of Cycling New Zealand Schools.”
 - Insert after “NZSCA”, the words “or Cycling New Zealand Schools”.

Proposed Resolution: To adopt the revised Constitution subject to the amendments provided by Cycling New Zealand Schools.

Ivan Aplin / Gil Peters

Carried

It is noted that BMX requested to abstain from voting. Bruce Northwood outlined the circumstances in relation to this request.

Proposed Resolution: That a working party be formed to review the membership/licensing provisions of the Constitution in partnership with all Member Organisations, to develop a proposal for implementation and appropriate timelines.

Ivan Aplin / Gil Peters

Carried

Proposed Resolution: It was moved that the members endorse to lodge this Constitution with the Registrar of Incorporated Societies.

Ivan Aplin / Brynn Gilbertson

Carried

11. REMITS

No remits were received

12. GENERAL BUSINESS

It was suggested from the floor that Cycling New Zealand review its insurance cover to ensure there is appropriate cover for members.

The venue for next year' Annual General Meeting was discussed, and it was suggested it returns to the North Island for 2016. Auckland or Wellington to be considered to ensure the cost to delegates and the organisation is kept to a minimum.

Meeting closed at 12:42pm