



MORE PEOPLE BIKING
MORE OFTEN

MINUTES OF THE ANNUAL GENERAL MEETING

April 11th, 2023 | 7:00pm | Sport 4 Life Centre, 145 Pacific Ave

The 2023 Annual General Meeting of Bike Winnipeg was held at the Sport 4 Life Centre, 145 Pacific Ave, on Tuesday, April 11th, 2023 at 7:00pm CDT. The meeting was also streamed online through Zoom and Facebook Live. Members were required to attend in-person to vote on motions. Misty Bromley, Treasurer, acted as Chair of the meeting and Benjamin Meek, Co-Chair, as Recording Secretary.

1.0 Call to Order

The Chair called the 2023 Annual General Meeting to order at 7:03pm.

2.0 Land Acknowledgment Statement

3.0 Introductions

The Chair introduced Bike Winnipeg's Board of Directors, Committee Chairs, and Program Managers:

Misty Bromley: Director, Treasurer, and Chair of AGM

Benjamin Meek: Director, Secretary and acting Co-Chair

Mark Cohoe: Executive Director and AGM Co-Host

Julia Schroeder: Director and Chair of Outreach Committee

Katheryn Loewen: Director and Board representative for Advocacy Committee

Corey Dyck: Director and Chair of Measurement, Audit, and Compliance Committee

Luke Lorentz: Director

Adam Johnston: Director

Robyn Dyck: Director

Steve Snyder: Director

4.0 Adoption of the 2023 AGM Agenda

It was **MOVED** by Adam Johnston that the Agenda be adopted. Seconded by Dave Elmore. Carried.

5.0 Approval of 2022 AGM Minutes

It was **MOVED** by Kaye Grant that the Minutes of the 2022 AGM be approved. Seconded by Adam Johnston. Carried.

6.0 Guest Speaker: Chris Baker, Senior Active Transportation Planner, City of Winnipeg

7.0 Reports

7.1 Executive Director

Presented by Mark Cohoe, Executive Director.

- The Executive Director's work this year has focused on three big projects:
 1. **Transportation Master Plan.** This is the blueprint for how the City develops the transportation system. Through public engagement and feedback from our Local Bike Groups, Bike Winnipeg put together a set of over 100 recommendations to improve the proposed network.
 2. **Local Bike Groups (LBG).** Bike Winnipeg had a fantastic LBG Coordinator - Nic Robataille - last summer, and we are planning to hire another LBG Coordinator this summer to continue growing our LBG. Currently, we have three active LBG, representing the City Centre, North-East, and North-West. These groups work to expand engagement at the community level and enable Bike Winnipeg to source grass-roots feedback on where we should build and prioritize.
 3. **2022 Civic Election.** Bike Winnipeg met with Mayoral and Council candidates, engaged with various groups (e.g. through Bike for the Future rides, the Environment Committee debate at the University of Manitoba, Alternative Budget, Budget for All). These initiatives seemed fruitful, as there is three million dollars more in the budget this year for active transportation plus four million dollars for the Keewatin underpass.
- The Executive Director encouraged members to read the full report online for more detail on last year's work.

7.2 Treasurer

Presented by Misty Bromley, Treasurer.

- Last year was a big year for Bike Winnipeg; We obtained approximately \$40,000 for grant-supported projects, which approximately doubles our pre-pandemic revenue.
- We are currently showing an operating loss for the year of close to \$3,000, although some of that is non-cash expenses. Our general goal is to come out to zero.
- We continue to retain custody of our assets.
- Our Bike Valet program was slow last year due to ongoing uncertainty regarding events in the COVID era as well as operating without a dedicated Bike Valet Manager for some of the year. Our aim moving forward is to grow Bike Valet which will generate more revenue for the organization.
- We were able to fully fund our LBG Coordinator position through grants.
- We were able to divert some of our Executive Director hours to grant-supported activities, which provided additional security in his position.
- We did not take advantage of the bike parking contract through the City of Winnipeg. These funds are still available, so will roll these activities into 2023.
- Overall, the Treasurer feels that Bike Winnipeg should be proud of the work we've done.
- We have already been awarded two grants in 2023 that were applied for in 2022, so we have approximately \$60k in grant funded activities that we can start working on right now.
- It was noted that we don't budget for grants until we have been awarded them, so as to avoid unfavorable variances should grants not be awarded.

7.3 Committee Reports

7.3.1 Finance

Presented by Misty Bromley, Chair of the Finance Committee.

- For the past couple of years, the Finance Committee has been developing procedures and policies so that the Treasurer role can be held by a non-accountant.
- Finance has been working with the new Measurement, Audit, and Compliance (MAC) Committee to assess our control framework and make sure our policies and bylaws are appropriate. MAC has been providing oversight of the Treasurer role, allowing for checks-and-balances.
- Thanks to Neiva Desrochers who was the Finance Committee Chair prior to departing in 2022.

7.3.2 Measurement, Audit & Compliance (MAC)

Presented by Corey Dyck, Chair of the Measurement, Audit & Compliance Committee.

- MAC recently completed its first full year as a committee.
- MAC has worked to address items under its three core pillars:
 1. **Measurement.** Identifying Key Performance Indicators (KPIs) or metrics that BW would benefit from tracking in terms of what would be helpful to report back to the Board and to membership. KPIs include things like social media engagement, donations, membership numbers, stakeholder engagements, etc. We started tracking these in 2023 to better enable us to present data on Bike Winnipeg's impact.
 2. **Audit.** We don't engage an external auditor or reviewer, but we perform an internal financial analysis to look for material misstatements in the figures. The 2022 financial statements were reviewed and no misstatements were found.
 3. **Compliance.** Completed a thorough review of the risks that Bike Winnipeg faces, including strategic, financial, environmental, social, and operational. Performed a matching exercise to ensure that Bike Winnipeg has controls and policies in place to mitigate these risks. MAC will continue to monitor these risks going forward to ensure they remain relevant and accurate.

7.3.3 Advocacy

Presented by Ian Walker, Chair of the Advocacy Committee.

- Advocacy provides support for the Executive Director's work and helps provide feedback on City items, such as the Transportation Master Plan.
- A big initiative last year was our Bike for the Future rides, many of which were attended by Mayoral and City Council candidates. These events were an opportunity to encourage candidates to commit to active transportation spending on par with community needs and in alignment with policy; We have been asking the City to increase spending on active transportation to \$27.5 million/yr, which is approximately 20% of the transportation budget.
- We have also been involved with Safe Speeds Winnipeg, advocating for a default 30km/hr speed limit on residential roads.
- The introduction of neighbourhood greenways has been a big win for the cycling community; having roadways with lower traffic speeds will help keep our roads safe.

- Started a bike theft subcommittee which aims to help the City develop a better bike registry and is encouraging the City to adopt Bike Index or Garage 529. This subcommittee is also looking into secure bike parking downtown and providing education on how best to secure a bike.
- Supported LBG.
- Hosted a documentary viewing with Winnipeg Trails and Science First to look at why people are riding bikes and to have a panel discussion about the types of people who are using bikes.
- Helped develop a website called Anatomy of a Pothole in association with Green Action Centre, Functional Transit, and YIMBY (Yes in My Backyard). More content is planned for this website in the coming year.
- Currently working on hosting a viewing for the documentary Motherload at the University of Winnipeg. This event will include a panel discussion with Q&A on cargo bikes and trailers, as well as an opportunity for attendees to try out cargo bikes.
- Planning more Bike for the Future rides this summer.

7.3.4 Outreach & Education

Presented by Julia Schroeder, Chair of the Outreach & Education Committee.

- Role of the committee is to make sure Bike Winnipeg is connecting with the community, which is done through the organization and provision of various events, including group rides and cycling education sessions.
- In 2022 we were able to run a full ride series for the first time since before the pandemic. Our group rides attracted over 500 attendees as volunteers and riders across approximately 50 rides.
- Looking forward to another season of connecting with folks and in a wider variety of areas in the city in collaboration with our LBG.
- Members were encouraged to review the Annual Report for additional details of Outreach & Education's activities over the past year.

7.3.5 Local Bike Groups (LBG)

Presented by Adam Johnston

- We have three groups running again after the pandemic: City Centre, North-East, and North-West.
- These groups are important for allowing Bike Winnipeg to engage with local communities on priorities in their areas.
- We have a number of group rides coming up this summer that will focus on the areas covered by the LBG. For example, we have three rides planned in the North-East.

It was **MOVED** by Adam Johnston that the Committee Reports be accepted as presented. Seconded by Dave Elmore. Carried.

8.0 Questions/Discussion

- The Board was asked about the status of Bike Winnipeg's plan to apply for charitable status. It was reported that work towards this goal is ongoing: our efforts to develop and track KPIs are part of this work, and we have created a template to enable CRA reporting in the preferred format. We did prepare a draft application for charitable status, which was reviewed by a lawyer. We were advised to re-work and strengthen our application before submitting. There may be

some bylaw changes required before we can apply, which still need to be reviewed and drafted for approval.

- It was asked what the business case was for seeking charitable status. It was reported that it would improve our ability to bring in money for two reasons: i) allowing individual donations to be tax deductible may encourage donations, and ii) charitable status is required to receive funding from certain sources, e.g. Winnipeg Foundation.
- It was asked whether an external audit would be required once we have charitable status and whether that expense would need to be considered as part of the business case. It was reported that, yes, an external audit may be required, the expense of which would need to be offset.

9.0 Approval of Bylaw Changes

9.1 Mission & Vision

Current wording:

Mission

We are an inclusive group of people and organizations working to make cycling in Winnipeg a safe, enjoyable, accessible, and convenient transportation choice year-round.

Vision

We envision a city where every road is safe for cycling, all bike paths are connected, and riding a bike is commonplace and always fun.

Proposed wording:

Mission

Bike Winnipeg engages with citizens, community organizations, and governments to create a healthy, sustainable, and equitable city where year-round cycling is accessible to all. We work towards a Winnipeg that embraces everyday cycling through our outreach, education, and advocacy.

Vision

We envision a Winnipeg where cycling is equitable and accessible for everyone. A place where every road is safe for children and grandparents to ride, planning a route is as simple as knowing where you want to go, and doing the weekly grocery shop by bicycle isn't just possible, it's preferable!

- Proposed new Mission and Vision statements were created by the board with input from select partners as part of BW's recent strategic planning activities.
- The rationale for this change was to differentiate the Mission and Vision statements while being more specific with regards to what BW does and how.
- It was noted that there is a grammatical error in the second sentence of the Vision, in that it is missing a verb.

It was **MOVED** by Terry Woods that the proposed Bylaw change to the Mission and Vision be accepted with an allowance that the Board may adjust the wording of the Vision slightly to make it grammatically correct. Seconded by Kristine Hayward. Carried

9.2 Director term lengths

Current wording:

Length of Office

2.12 The length of office of each director shall be a two-year term.

2.13 Directors may be elected for a total of three consecutive two-year terms. After serving at least two consecutive years, a director who is re-elected may choose to serve a one year term.

Proposed wording:

Length of Office

2.12 The length of office of each director shall be a one-year or two-year term as indicated by the nominee at the time of election. Term lengths shall be selected such that a maximum of 50% of directors be serving a one-year term concurrently.

The default is that directors are nominated to two-year terms, but one-year terms are allowed. (could have directors at large – 2 or 3).

2.13 Directors may be elected for a total of six consecutive years.

- The rationale for this change is to correct a potential conflict in the bylaws created by the fact that 2.12 states that director terms shall be two years in length whereas 2.13 states that terms may be one year in length. Additionally, allowing board members to serve an initial one year term enables the board to accept new directors through Volunteer Manitoba's Board Connect program, which stipulates a one year term.
- Membership discussed potential benefits and drawbacks of the proposed changes. Consensus could not be reached regarding the necessity for the changes.

It was **MOVED** by Ian McCausland that proposed changes to bylaws 2.12 and 2.13 be tabled to allow the Board to reconsider the changes and bring back to membership the following year. Seconded by Luke Lorentz. Carried.

It was **MOVED** by Julia Schroeder that the membership allows the BW Board to accept board members through the Board Connect program for a 1 year term. Seconded by Ian Walker. Carried.

10.0 Board Nominations

Three calls for nominations from the floor were made. There were no nominations from the floor.

The following individuals seeking election to the Board of Directors were introduced:

Jaya Beange - new to the Board
Patty Boge - new to the Board
Patrick Krawec - new to the Board
Ian McCausland - new to the Board
Benjamin Meek - seeking renewal (end of first two-year term)
Julia Schroeder - seeking renewal (end of second two-year term)

It was **MOVED** by Misty Bromley that the slate of directors be approved as presented: Julia Schroeder, Benjamin Meek, Jaya Beange, Patty Boge, Patrick Krawec, Ian McCausland. Carried.

11.0 Preview of new cycling education videos

The presentation of BW's new cycling videos was deferred until immediately after the AGM was adjourned.

12.0 Adjournment

It was **MOVED** by Charles Fever that the 2023 Annual General Meeting of Bike Winnipeg be adjourned at 8:54pm. Carried.