

Bicycle Victoria Incorporated
ABN 41 026 835 903 Reg. No. A0008607J
Minutes of 34th Annual General Meeting 2009
Held in the Yarra Room, Melbourne Town Hall
Monday 16 November 2009

Attendees:

- Simon Crone *President*, Rick Barry *Vice President*, Liz Delbridge, David Levin, Janice Simpson, Ruth Paterson, Helen Millicer *Board Members*
- Harry Barber *Chief Executive Officer*, Steve Reynolds *General Manager – Corporate Services*, Craig Richards *General Manager Marketing*, Vincent Ciardulli *General Manager Rides*, Sarah Dalley *Minutes* and other Bicycle Victoria employees and volunteers
- Bicycle Victoria Members as listed in the register of attendance

Apologies were received from:

- Phil Bezemer
- John Matthews
- Adam Smith
- Megan Hallowes
- Catherine James - Board Member
- Kathy Baquie

Meeting opened at 7.09pm by the President. The president noted that the meeting was being filmed and would be posted on the website for the benefit of those members who were not able to attend.

The President noted the notice of meeting had been in Members hands for the more than twenty one days and was included in the October/November *RideOn* received in early October. The President declared the meeting open.

The President noted the necessary quorum was present.

The President reminded members of the procedure for the meeting, and that the meeting may only consider other business of which notice has been given in accordance with clause 20.2(c). It was noted no such notice had been received.

The President pointed out that question slips were handed out to members as they entered and would be collected later and answered on the night if able or an answer would be provided on the website after the meeting.

The following items of business were dealt with at the meeting.

2008 Bicycle Victoria Annual General Meeting Minutes

That the 2008 Bicycle Victoria Annual General Meeting Minutes be accepted as a true and accurate record.

Moved: Albie Heintz

Seconded: Ruth Paterson

Motion carried unanimously on a show of hands

Annual Report

The President proposed that the Annual Report encompassing the Chief Executive Officers Report, Presidents Report and the Financial Reports having been available on the website since October 2009 be taken as read.

That the Presidents Report, Chief Executive Report and Financial Reports together with Directors declarations and Directors and Auditors reports for 2008 – 2009 be accepted.

Moved: David Levin

Seconded: Rick Barry

Motion carried on a show of hands

Special Resolution

The President said that the special resolution having the required 21 days notice is now before the meeting.

The President made a presentation on the merits of the proposed resolution and invited the meeting to discuss. Members spoke both against and for the resolution. The President and various Board Members responded to requests for further information. Having exhausted the discussion and answering all questions the President then put the motion to a vote.

1 That the purpose of the association be changed from 'More People Cycling More Often' To:

The purpose of the association is to promote the health of the community through the prevention and control of disease by "More People Cycling More Often"

2 That in clause 63.3 a new subclause be added as follows:

"(d) is endorsed by the Commissioner of Taxation as a Deductible Gift Recipient.";

And by inserting a new clause after clause 63.3 as follows:

"63.4 This clause must not be amended without the consent of the Commissioner of Taxation."

Moved: David Levin

Seconded: Ruth Paterson

89 Members in favour of the resolution and 8 Members against.

The President declared that in excess of a 75% majority was attained and therefore the motion was carried.

Motion carried on a show of hands and polling of voting cards/proxies held.

Volunteer Recognition

The President noted volunteers are acknowledged in a variety of ways, from a quiet word of thanks; through public thanks on an activity; through naming on the *Roll Of Contributors* on the website; naming on the honour board and awarding life membership.

He noted the volunteers have continued to make an extraordinary contribution throughout the year to *More People Cycling More Often*. They are our most important contributor group without whom we would be much less effective.

He noted that at the meeting a number of volunteers will be recognised, however, we thank all volunteers for their contribution to More People Cycling More Often.

Roll of Contributors

The following volunteers have made significant consistent contribution during the previous year and will be placed on the *Roll Of Contributors* on the website

- Kathy Baquie
- Helen Wilson
- Joe Ursi
- Glennys Jones
- Clive Shipley
- Rob Priestley
- Liz Dalton
- Doug Brown
- John Matthews
- Phil Bezemer
- Adam Smith
- Sarah Collin
- Megan Hallowes
- Joan Rogers
- Frank Kinnersley
- Melissa Stobbart

Those present were asked to stand and were thanked appropriately by the meeting. On behalf of Bicycle Victoria and all bike riders, the President thanked all volunteers for their outstanding contribution.

Q&A

Members were asked in advance to provide questions on notice. No questions in advance were received. Attendees were provided an opportunity to ask questions on the night by completing a question slip. Two questions were received and were briefly addressed. The two questions and their responses will be made available on the website.

Board Election

The President noted that David Larsen resigned during the year and that Ruth Paterson, David Levin QC and Liz Delbridge held three year terms that expired this year. Ruth stood for re-election.

The President announced that as a result of the election Ruth Paterson, Eytan Lenko and Tony Maughan have been elected for three year terms and Jeremy Brand has been elected for a one year term.

The President asked the meeting to welcome Eytan, Tony and Jeremy to the Board.

The President then reflected on the contributions of the retiring Board Members.

David Larsen was elected in 2004, and served as Vice President and served on and during the time was Convenor of the Boards Audit and Risk Committee and Remuneration Committee, he served on the Constitution Committee. The President noted his particular thanks to David for his support as Vice President over a number of years.

David Levin QC was elected to the Board in 2003 and served two terms during which time he was Convenor of the Board's Constitution Committee, Convenor of the Board's Remuneration Committee and served on the Board's Election Committee. The President noted David's significant contribution to the new constitution and the current changes in relation to the health aspects of cycling.

Liz Delbridge was elected in 2006, and served on the Board's Audit and Risk, the Board's Renewal Committee and the Board's Remuneration Committee. The President noted Liz's consistent contribution in particular to the health debate.

The President noted that all of these people made very effective and valuable contributions to Bicycle Victoria during their terms and on behalf of all members and stakeholders, he thanked them.

The President went on to thank the staff of Bicycle Victoria for a strong consistent contribution to the mission often above that expected.

The President thanked all the Members for their attendance and their participation in the discussion around the special resolution and closed the meeting.

Meeting closed at 8.05pm.