



## MINUTES OF THE 21ST ANNUAL GENERAL MEETING OF Cycling New Zealand

5:00pm, 19<sup>th</sup> May 2024

Virtual – Microsoft Teams

### 1. WELCOME

### 2. ATTENDANCE AND APOLOGIES

#### **Cycling New Zealand Board members in attendance:**

- Phil Holden (Chair)
- John Baddiley
- Robyn Clements
- Jenny Gibbs
- Michelle Henderson
- Melanie Short

#### **Member Organisation Presidents/Representatives in attendance:**

- Warren Boggiss (BMX New Zealand Inc President)
- Erin Criglington (Cycling New Zealand Road and Track Inc President)
- Waine Harding (New Zealand Schools Cycling Association Inc President)
- Ryan Hunt (Mountain Bike NZ Inc President)

#### **Cycling New Zealand staff in attendance**

- Simon Peterson (Chief Executive)
- Rachele Stoddart (General Manager - Finance and Partnerships)
- Sally Miller (People and Culture Manager)
- Ryan Hollows (High Performance Director)
- Rochelle Fisher (Office Administrator)

## **Other**

- Heidi Addington (new Board member)
- Garry Bell
- Greg Bouwer (MTB Otago)
- Vicki Campbell (new Board member)
- Tony Mitchell (President Oceania Cycling)
- Gareth Osmond
- Camillo Spath
- Malcolm Thomas

## **AGM attendance:**

- Total attendance: 23
- A quorum as required by clause 25.13 of the constitution was met.

The chair introduced each of the board members and member organisation presidents.

## **3. APOLOGIES**

- No apologies

## **4. CONFIRMATION OF ELIGIBILITY TO VOTE AND PROXIES**

The board noted that as per the constitution, clause 25.1 Eligibility to Vote: The following members and persons are eligible to vote at a General Meeting in accordance with this constitution:

- a. Member Organisations
- b. The Chairperson, but solely for the purposes of a casting vote (Rule 25.3)

25.2 Voting Entitlement – Member Organisations – Each Member Organisation shall be entitled to one (1) vote provided that the Member Organisation has complied with the requirements specified in the constitution.

## **5. CONFIRMATION OF 2023 AGM MINUTES**

**Proposed Resolution:** The Chair sought a motion for the adoption of the 2023 AGM minutes.

Cycling New Zealand Road and Track Inc / BMX New Zealand Inc **Carried**

## 6. CHAIRMAN’S WELCOME & REPORT

The Chair Phil Holden presented his report and reflected on the positive final CISC report received along with the validation of the significant work completed by the board, chief executive and the senior management team.

The chair thanked Jenny Gibbs for being a stalwart during her 8 years on the board and acknowledged the legal expertise she brought to the board table.

The chair also thanked Melanie Short for her support and acknowledged her vision for the BMX World Cup and seeing that goal being accomplished.

The chair acknowledged the work the board has done in laying the foundation for transformation and given this is his final report, looks forward to watching the continued positive growth of Cycling New Zealand moving forward.

**Proposed Resolution:** It was moved that the chair’s report be adopted.

BMX New Zealand Inc / Cycling New Zealand Road and Track Inc **Carried**

## 7. PROGRESSION PLAN 2024 UPDATE

The Chief Executive Simon Peterson provided a PowerPoint presentation update on the overview of tasks and progress to date.



### CISC’s 11 Recommendations for CNZ

1. Sustained commitment and leadership to continue the journey	
2. Development and CNZ board approval of the Progression Plan (PP)	
3. Risks associated with 2 to be added to the CNZ Risk Register	
4. Progression Plan to be a standing item on the CNZ board agenda	
5. Quarterly updates to stakeholders to continue and CNZ board Annual Report to include a report on the Progression Plan	CJ
6. Independent check in (end of June and December)	Simon Wickham (CISC member)
7. People and Culture Manager to be a permanent role	
8. Stress test strategies/processes	CJ
9. Promote athlete voice (engagement and empowerment)	CJ, SM, RH, SP
10. Prioritise the Constitutional Review	CNZ Board & SP
11. Work with the Integrity of Sport and Recreation Commission	SP



as of May 2024

**8. FINANCIAL STATEMENTS FOR YEAR ENDING DECEMBER 2023**

Robyn Clements (Chair of ARCC) presented an overview of the Statements of Financial Performance and Financial Position and key elements of the Cycling New Zealand financials.

Robyn thanked Rachelle Stoddart and acknowledged the significant work involved in completing the annual financial statements.

**Proposed Resolution:** That the annual financial statements for the period 1 January – 31 December 2023 be adopted.

Mountain Bike NZ Inc / New Zealand Schools Cycling Association Inc **Carried**

**9. APPOINTMENT OF INDEPENDENT AUDITOR**

**Proposed Resolution:** That BDO be appointed as Cycling New Zealand Incorporated’s auditors for 2024.

New Zealand Schools Cycling Association Inc / BMX New Zealand Inc **Carried**

**10a. ELECTION OF ELECTED BOARD MEMBERS**

**Elected Positions**

No valid nominations received.

**10b. RATIFICATION OF APPOINTED BOARD MEMBERS**

**Appointed Positions**

Michelle Henderson (Chair of the Board Appointment Panel) provided an update of the full and robust recruitment process undertaken and recommended Heidi Addington as the preferred candidate.

**Proposed Resolution:** That the appointment of Heidi Addington to the Cycling New Zealand board be ratified.

Mountain Bike NZ Inc / Cycling New Zealand Road and Track Inc

All ratified – all agreed **Carried**

### **Acknowledgement of Vicki Campbell – Co-opted Position**

Michelle Henderson (Chair of the Governance Committee) provided an update on the co-option of Vicki Campbell to the Cycling New Zealand Board, effective from the AGM 2024 through until the AGM 2026.

#### **11. REMITS**

No remits received.

#### **12. GENERAL BUSINESS**

Jenny Gibbs expressed her appreciation for the opportunity to serve on the board of Cycling New Zealand and reflected on her time covering 3 Olympics, 3 Chief Executives and 3 Chairs.

Jenny thanked Phil Holden for steering the ship as Chair with integrity, authenticity, and wisdom.

Melanie Short acknowledged her time on the board and the positive progress made. Melanie looks forward to continuing working on the Cycling New Zealand Culture and Wellbeing committee.

The Chief Executive Simon Peterson acknowledged Chair Phil Holden retiring from the board along with Jenny Gibbs and Melanie Short. The chief executive reflected on Cycling New Zealand being stronger for Phil's leadership during a period of turmoil and challenges across governance and operations and Phil's continued commitment when times were tough was a credit to him. The chief executive thanked Phil on behalf of the staff and board.

Phil Holden concluded it had been a privilege to be on the Cycling New Zealand Board and acknowledged the significant journey Cycling New Zealand had been on.

#### **13. CLOSING**

The Chair thanked everyone for their support and attendance.

Meeting closed at 5.34pm