



*Creating a better
environment for cycling*

Bicycle NSW

AGM 2016

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Board Members 2015-2016

Jon Leighton

Graeme Edwards

Royce Lee

David Kelly

Sara Stace

Peter Lee

Melinda Tarrant

Alan Coutts

2016 ANNUAL GENERAL MEETING - AGENDA

Thursday 8th December 2016 6:00pm

Location: [Bicycle NSW Office](#), Bicentennial Drive, Sydney Olympic Park.

<u>Item</u>	<u>Topic</u>	<u>Suggested Time</u>
1	Welcome/Housekeeping/Apologies	6.00 – 6.05pm
2	To consider, and if thought fit, approve the Minutes of the Annual General Meeting held on Thursday 10 th December 2015 [^]	6.05 – 6.10pm
3	Presentations of 2015/2016 activities as follows: <ul style="list-style-type: none"> o President: Jon Leighton o CEO: Craig Meagher o Convenor Audit & Risk: David Kelly (including receipt and consideration of Audited Annual Financial statement to 30th June 2016[*]) 	6.10 – 6.30pm
	Followed by questions from the floor	
4	Responding to questions on notice or from the floor	6.30 – 6.45pm
5	Announce result of Board elections	6.45 – 6.50pm
6	Any Other Business	6.50 – 7.00pm
7	Meeting Close	7.00pm

[^]*Hard copies of 2015 AGM Minutes[^] and the 2016 Annual Financial Statement* will be available at the AGM. Alternatively copies may be downloaded from the [Bicycle NSW AGM webpages](#) at www.bicyclensw.org.au/about/governance/agm/ or by calling Bicycle NSW on 02 9704 0800

Bicycle NSW 2015 Annual General Meeting Minutes

Thursday 10 December 2015 at 6:00pm.

Bicycle NSW, Bicentennial Drive, Bicentennial Park, Sydney Olympic Park NSW 2127.

Attendance:

Board: Jon Leighton, John Richardson, David Kelly, Royce Michael Lee, Graeme Edwards, Sara Stace, Peter Lee, Alan Coutts.

Management: Ray Rice (CEO), Brian Fong (CFO), Lisa Nicholls, Jane Robertson, Matt Skinner.

A complete list of all other attendees was compiled as per constitutional requirements.

Apologies: Melinda Tarrant, John Cooper, Doug Stewart

Minutes: Royce Michael Lee

Item	Topic
1	<p>Welcome, apologies & housekeeping</p> <p>Meeting opened at 6:10pm. Welcome and Introductions</p>
2	<p>Minutes of 2014 AGM (11 December 2014)</p> <p>Minutes of the 2014 AGM were tabled as read and the President called for amendments.</p> <p>Motion: Col Jones moved that the minutes of the 2014 AGM be accepted. Alan Corven seconded and the motion was carried unanimously.</p>
3	<p>Presentations of 2014/2015 activities</p>
3.1	<p>President: Jon Leighton</p> <p>Thanks for publicly/privately supporting BNSW, we exist to create a better environment for cycling. In 2015 we faced some challenges, but have made great progress. We have a new CEO and new members in our executive team. We also said farewell to our Events Director Tony Henderson – we thank him for his years of dedicated service and wish him every success with his new endeavours.</p> <p>Our major piece of advocacy work has been and remains minimum passing distance legislation, and we have a firm commitment that there'll be a trial in 2016. We've also been lobbying hard and working with the Roads and Maritime Services on a ramp for the northern end of the Sydney Harbour Bridge, and hope to see an announcement on this in 2016. And another area of advocacy we've been working on has been diversity and increasing participation on bikes – you'll hear more about that from committee members Sara Stace and Samara Kitchener later in the presentations.</p> <p>Our disappointment this year was College Street, and we've seen some degree of disruption from Bicycle Network. Members are asking us how they can help – our message is to support Minimum Passing Distance legislation and help demonstrate how we are relevant.</p> <p>In terms of the Board we've continued to grow our skill-base, adding Alan Coutts and Melinda Tarrant to the team. We'll also see the retirement of long-standing Board member and current Vice President John Richardson at the conclusion of this AGM. John's stewardship of this organisation and commitment to creating a better environment for cycling has been unwavering. In recognition of John's outstanding contribution over many years we wish to thank him and present him with a Life Membership.</p> <p>We'd also like to similarly recognise John Cooper, a long-standing Board member and former convenor of the Audit and Risk committee. Although he retired from the Board at the last AGM, John continues to be a fabulous leader and servant to the organisation, and we'd like to recognise his contribution with a Life Membership.</p> <p>Looking toward 2016 we'll continue to build strong expert Board committees, and use this model to continue to encourage even greater diversity and bring new skills to the Board.</p> <p>In closing I'd like to wish everyone safe riding, and look forward to riding with you and creating a better environment for cycling.</p>
3.2	<p>Chief Executive Officer: Ray Rice</p> <p>I've been in the role since mid-February – and it's been a very exciting time – first thrust into organising Gear Up Girl, then College Street, then the Spring Cycle, and now Gear Up Girl again. It's been an exciting and enjoyable time, and we're getting great results. Our mission of creating a better environment for cycling is so important, with the recent tragic death of rider bringing that message home with clarity.</p> <p>We couldn't do this without our stakeholders: thanks to our members for their support and advocacy on the ground, and for being a voice. Please keep encouraging other riders to join Bicycle NSW. Thanks to the cycling advocates within the Roads and Maritime Service and Transport for NSW for continuing to influence their organisations and for their big turnout at the Spring Cycle. Thanks to the Heart Foundation for their support of Gear Up Girl, and for working with Newcastle on Safe Cycleways.</p>

Item	Topic
3.3	<p>Thanks to the City of Sydney, Sydney Olympic Park, and our other sponsors without whose support we couldn't do what we do.</p> <p>Thanks to the Board, it's great to working with such an effective and harmonious team. And lastly special praise for our staff, who again have put in an enormous effort and are immensely passionate about creating a better environment for cycling.</p> <p>Convenor of Audit & Risk Committee: David Kelly David Kelly tabled the audited Annual Financial Statements for year ending 30 June 2015 as read, and provided the following commentary:</p> <p>The AGM papers include summarised financial accounts representing a full-year's rhythm, but including last year's Spring Cycle. It's important to again note that we're not a commercial organisation that exists to make profits, but rather we need profits to be able to fund worthwhile activities aligned to our cause of Creating a Better Environment for Cycling. We have 3 key areas of engagement:</p> <ol style="list-style-type: none"> 1. The Spring Cycle, which brings awareness and participation, revenue, and new members 2. Gear Up Girl – equally important, and while it doesn't generate huge amounts of revenue we believe it's critical for increasing participation 3. Membership, which is really important to us, and our sustainability depends on it. There's a miniscule proportion of cyclists in NSW, and a very small percentage of those are members. <p>The Spring Cycle is complete for this year and financially in-line with expectations, so we expect to be in a broadly similar position next year. Our financial accounts are audited, thanks to Brian Fong for his stewardship of this. Thanks also to Ray Rice and Melinda Tarrant for their work on the Audit and Risk committee. And I'd also like to thank the staff – we're not a large organisation so everyone gets stuck in.</p> <p><i>Following David's presentation there was discussion responding to questions posed by members covering financials, sponsorship, membership numbers, insurance, advocacy, and future programs.</i></p> <p>Additional comments: We received significant pro bono work from Allens. They perform an extraordinary job and help us enormously at no cost.</p> <p>Motion: David Kelly moved that the financial statements and report for FY 2014/2015 be accepted, David Martin seconded and the motion was carried unanimously.</p>
3.4	<p>Diversity and Inclusion committee: Sara Stace and Samara Kitchener We created a new committee for diversity and inclusion with the full support of the Board. While Gear Up Girl is a positive and fantastic event, there are 800,000 people in NSW who ride at least once per week, are incredibly diverse. How do we get them riding more, becoming members, and joining us at our events? When you see the numbers you can see the opportunities...</p> <p><i>Following Sara's and Samara's presentation there was a discussion and general member support for the Diversity and Inclusion initiatives.</i></p>
4	<p>Board elections Nominations were received from Jon Leighton and Alan Coutts for the two three-year terms to be filled in accordance with rule 18.1, and from Graeme Edwards for the one-year casual vacancy to be filled in accordance with rule 16.4(b). As the number of nominations were equal to the number of positions to be filled the nominees were taken as elected accordingly at the conclusion of the AGM.</p> <p>Members present at the AGM congratulated the successful nominees.</p>
5	<p>Any other business Col Jones move vote of thanks to Board and staff for all their hard work, noting it had been pretty good year, and when we sit back and reflect it's been a fabulous effort all round.</p> <p>John Richardson moved a vote of thanks for John Holstein, for the outstanding work he has done as President of CamWest and his overall contribution to creating a better environment for cycling. Ray Rice welcomed the new President of CamWest Charlene Bordley.</p> <p>Closing comments from Jon Leighton: The Board is meeting straight after the AGM to get started now on 2016 – that's our commitment. Thanks to all at the AGM for coming, we appreciate the great support you give us and for coming together as one team. Thanks once again to Allens for all of their pro bono legal support, and thanks to our fabulous volunteers who perform tirelessly.</p>
6	<p>Meeting close The meeting was declared closed at 7.19pm.</p>

BICYCLE NEW SOUTH WALES INCORPORATED AND CONTROLLED ENTITY
ABN 26 511 801 801

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 30 JUNE 2016

	Note	2016 \$	2015 \$
Revenue	2	1,626,565	1,357,166
Less: expenses			
Administration and office expenses		(69,964)	(67,757)
Advertising expense		(135,329)	(127,413)
Advocacy		(21,704)	(18,448)
Depreciation and amortisation expense		(6,007)	(6,821)
Employee benefits expense		(715,868)	(510,629)
Event costs		(426,618)	(417,896)
Finance costs		(12,690)	(34,683)
Insurance expense		(125,572)	(111,526)
Loss on disposal of plant and equipment		(818)	(922)
Occupancy expense		(25,000)	(26,217)
Website and social media		(21,193)	(31,035)
		<u>(1,560,763)</u>	<u>(1,353,347)</u>
Surplus / (deficit) for the year		<u>65,802</u>	<u>3,819</u>
Other comprehensive income for the year		<u>-</u>	<u>-</u>
Total comprehensive income		<u><u>65,802</u></u>	<u><u>3,819</u></u>

BICYCLE NEW SOUTH WALES INCORPORATED AND CONTROLLED ENTITY
ABN 26 511 801 801

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 30 JUNE 2016

	Note	2016 \$	2015 \$
Current assets			
Cash and cash equivalents		209,383	724,421
Receivables		10,655	15,414
Other assets		<u>37,992</u>	<u>146,518</u>
Total current assets		<u>258,030</u>	<u>886,353</u>
Non-current assets			
Other financial assets		30,000	30,000
Property, plant and equipment		17,749	19,018
Other assets		<u>1</u>	<u>1</u>
Total non-current assets		<u>47,750</u>	<u>49,019</u>
Total assets		<u>305,780</u>	<u>935,372</u>
Current liabilities			
Payables		24,742	100,154
Provisions		35,609	35,937
Other liabilities		<u>7,881</u>	<u>621,410</u>
Total current liabilities		<u>68,232</u>	<u>757,501</u>
Non-current liabilities			
Provisions		<u>7,654</u>	<u>13,779</u>
Total non-current liabilities		<u>7,654</u>	<u>13,779</u>
Total liabilities		<u>75,886</u>	<u>771,280</u>
Net assets		<u>229,894</u>	<u>164,092</u>
Members funds			
Accumulated surplus		<u>229,894</u>	<u>164,092</u>
Total members funds		<u>229,894</u>	<u>164,092</u>

NOTE 1: ACCOUNTING POLICIES

The summary financial statements have been prepared from the audited financial report of Bicycle New South Wales Incorporated and controlled entity for the year ended 30 June 2015.

A copy of the Association's full financial report, including the independent audit report, is available at request from Bicycle New South Wales Incorporated.

The financial Statements, specific disclosures and the other information included in the summary financial statements are derived from and are consistent with the full financial report of Bicycle New South Wales Incorporated and controlled entity.

The Summary financial statements cannot be expected to provide as detailed an understanding of the financial performance, financial position and financing and investing activities of Bicycle New South Wales Incorporated and controlled entity as the full financial report.

The accounting policies have been consistently applied to Bicycle New South Wales Incorporated and controlled entity and are consistent with those of the financial year in their entirety.

The presentation currency used in the financial report is Australian dollars.

There have been no changes to the accounting policies of the Association from the previous financial year.

	2016	2015
	\$	\$
NOTE 2: REVENUE AND OTHER INCOME		
Membership fees	787,892	654,704
Event entry fees	382,030	346,226
Interest income	8,492	11,572
Donations	17,424	36,902
Sponsorship	358,463	261,479
Merchandising sales	30,907	26,656
Profit on sale/revaluation of non-current assets	27	-
Other income	41,330	19,627
	<u>1,626,565</u>	<u>1,357,166</u>



PITCHER PARTNERS

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**INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF BICYCLE NEW SOUTH WALES INCORPORATED**

We have audited the accompanying summary financial statements which comprises the summary statement of financial position as at 30 June 2016 and the summary statement of profit or loss and other comprehensive income for the year then ended and related notes, are derived from the audited financial report of Bicycle New South Wales Incorporated and its controlled entity. We expressed an unmodified opinion on that financial report in our report dated 2 December 2016.

The summary financial statements do not contain all the disclosures required by Australian Accounting Standards. Reading the summary financial report, therefore, is not a substitute for reading the audited financial report of Bicycle New South Wales Incorporated.

Board's Responsibility for the Summary Financial Statements

The Board is responsible for the preparation of a summary of the audited financial report on the basis described in Note 1.

Auditor's Responsibility

Our responsibility is to express an opinion on the summary financial statements based on our procedures, which were conducted in accordance with Auditing Standard ASA 810 *Engagements to Report on Summary Financial Statements*.

Opinion

In our opinion, the summary financial statements derived from the audited financial report of Bicycle New South Wales Incorporated for the year ended 30 June 2015 are consistent, in all material respects, with that audited financial report, on the basis described in Note 1.

Carl Millington

Partner

2 December 2016

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SYDNEY