

BikeSauce Policy Document

1. Articles and Interpretations

2. Membership in the Corporation

2.1 Membership Qualifications

- (a) All members of public are eligible for membership in the Corporation.
- (b) To become a member of the Corporation, the following process shall be upheld:
 - (i) A potential Member must have completed a minimum of twenty (20) hours annually of service for the Corporation to be eligible for Membership Candidacy. This may include hours spent in the shop, hours spent in meetings and/or hours spent outside of the shop on projects of the Corporation;
 - (ii) The candidacy of potential Members shall be discussed and voted at a General Members' Meeting.
 - (iii) Potential members must be present at the General Members' Meeting of which their membership is discussed and deliberated.
 - (iv) During the voting of candidacy, the potential member shall leave the room.
- (c) Benefits of becoming a member of the Corporation shall be:
 - (i) to have a vote at General Members' Meetings and Annual General Meetings;
 - (ii) to receive a discounted rate on used and new parts;
 - (iii) to be eligible for a shop key, at the discretion of the Board;
 - (iv) and to be eligible for election to the Board.

2.2 Membership Termination

- (a) Membership in the Corporation may be terminated, at the discretion of the General Membership.
- (b) To be terminated as a member of the Corporation, the following process shall be upheld:
 - (i) The termination of Membership shall be discussed and voted at a General Members' Meeting or a Special Meeting of the General Membership.

(ii) Any member(s) may bring proposals of termination to the attention of the Board. In such cases, the Board shall act accordingly in resolving the issue. This may include informal reconciliation, or the onset of the termination process, as outlined below.

(iii) Potential termination of membership shall be announced to the member in question at least thirteen (13) days prior to the General Members' Meeting in which their termination will be considered.

(iv) Potential termination of membership shall be announced to the General Members at least seven (7) days prior to the General Members' Meeting in which their termination will be considered.

(v) At the General Members' Meeting, the member in consideration of termination shall have the opportunity to participate in the discussion on the issue and to address the General Membership to present their case prior to the membership's voting.

(vi) During the voting of termination, the potential member shall leave the room.

3. Annual and Special Meetings of the Members of the Corporation

3.1 Annual General Meeting

(a) The annual meeting of the Members shall be held once a year, or more frequently if necessary, for the purpose of receiving the financial statements and report, the budget of the upcoming year and to receive any other report as deemed necessary.

(b) The financial statements and report, the budget and any other report shall be made available to the General Membership at least thirteen (13) days before the annual meeting.

(c) All Members of the Corporation shall have an equal voice and vote at the Annual General Meeting.

(d) Members of the public, who are not Members of the Corporation, shall have a voice but no vote at the Annual General Meeting.

3.2 Special Meetings

(a) Special Meetings may be called by any member of the Board, and must be approved by a simple majority of the Board.

(b) The composition and rights of attendees of Special Meetings shall be the same as those outlined in Article 3.1 for the Regular General Meetings.

3.3 Notice of Annual and Special Meetings

(a) Fourteen (14) days prior notice of an annual and at least seven (7) days prior notice of a Special Meeting shall be given to each Member.

(b) The notice of a special meeting shall specify the purpose or purposes for which

it is called.

(c) Notice of any meeting where special business will be transacted shall contain sufficient information to permit the Member to form a reasoned judgment on the decision to be taken.

3.4 Voting

(a) Voting shall be done by a show of hands, where any person entitled to vote at the meeting can participate.

(b) Majority wins, where majority is 50 percent plus one of all the members present at the meeting; except in the event of ratifying by-law changes or termination of membership, in which a 'super majority' of 2/3 of the members present is required.

(c) In the event of a tie, the Chair may cast the tie-breaking vote. Otherwise, in any other situation, the chair does not have a vote.

3.5 Quorum

(a) Quorum shall be met when a minimum of seven (7) members is present.

3.6 Chair of the Meeting

The Chair of a meeting of the Corporation shall be one of the Board Members, decided by the Board before each Annual General Meeting and/or Special Meeting.

4. Standing and Ad Hoc Committees of General Membership

4.1 Establishment of Standing Committees

The following shall be Standing Committees of the Corporation:

- (a) Board
- (b) Finance Committee
- (c) Advocacy Committee
- (d) Shop Committee
- (e) such other committees as the Corporation may determine from time to time

4.2 Members of Standing Committees

(a) Any Member of the Board may be a member of all Standing Committees.

(b) Other Members of the Corporation may be considered for Standing Committee membership, at the discretion of the chair of the Standing Committee.

4.3 Responsibilities of Chairs of Standing Committees

The Chairs of committees shall be responsible for:

- (a) informing the Board of the date, time and location of all meetings of their committees;
- (b) ensuring that notes of all meetings are written and kept; and
- (c) submitting a copy of the minutes to the Board as soon as possible after their meetings.

4.4 Establishment and Dissolution of Ad Hoc Committees

- (a) The Board may form Ad Hoc Committees at any time, as they deem necessary.
- (b) Ad Hoc Committees shall be subject to appropriate sections of Articles 4.1 through 4.3 concerning committees of the Board.
- (c) After the final report of the Ad Hoc Committee has been accepted by the Board, the committee shall be deemed to have dissolved unless the Board specifically rules otherwise.

4.4 Privileges and Responsibilities of Sub-Committees

- (a) Sub-Committees are membership-driven and have the autonomy to:
 - (i) initiate new projects;
 - (ii) spend the relevant line item in the budget, allocated to each sub-committee;
 - (iii) present the Board with recommendations.
- (b) The responsibilities of the Sub-Committees include frequent reports to the Board and to the General Membership.

5. The Board

5.1 Composition

- (a) The Board shall consist of:
 - (i) Treasurer
 - (ii) Resource Coordinator
 - (iii) External Programming and Events Coordinator
 - (iv) Advocacy Director
 - (v) Public Relations and Communications Coordinator
 - (vi) Volunteer Coordinator
 - (vii) Shop Coordinator

- (b) The Board may also include Directors-at-Large or Directors Emeritus, where required and/or relevant. These positions shall be approved by the Board, with majority.

5.2 Qualifications of Board Members

- (a) All Board Members of the Corporation shall be Active Members of the Corporation (defined in section 2.1) for several months before seeking election and shall continue to be Active Members of the Corporation while in office. Should a Board Member of the Corporation cease to be an Active Member of the Corporation, s/he shall resign from office immediately.
- (b) The Board Members of the Corporation shall hold their respective offices for at least six (6) months, and will hold office for a term of two (2) years.
- (c) The elections of the Board of the Corporation shall follow the procedure set out in Article 6.

(d) All Board Members are eligible for re-election.

5.3 Conduct of Board Meetings

(a) Board Members shall chair the meetings in rotation.

(b) Voting will be done by simple majority (fifty (50) percent plus one).

(c) The Chair of the Board Meeting has the right to cast a tie-breaking vote. Otherwise, the chair does not have a vote.

(d) A quorum at Board meetings will be half the number of the current members of the Board.

5.4 Duties of the Board

(a) The Board shall be delegated the management and administration of the day-to-day affairs of the Corporation. The Board is hereby vested with all executive powers including the right to negotiate contracts on behalf of the Corporation, staffing, and the right to delegate authority. Without limiting the generality of the foregoing, the Board will:

(i) authorize the reimbursement of the reasonable expenses incurred by the Board Members of the Corporation in carrying out their duties;

(ii) recommend to the General Membership a budget for the allocation of Corporation funds;

(iii) allocate the shop keys.

5.5 Duties of Treasurer

The duties of the Treasurer shall be:

(a) to be responsible for keeping records of all monetary transactions of the Corporation and to make these available to any member of the Corporation;

(b) to present the Board's and Finance Committee's recommendations about financial policy to the General Membership;

(c) to be responsible for calling and chairing meetings of the Finance Committee and for providing information and agenda necessary for the meeting;

(d) to be responsible for the preparation, completion and submission to the General Membership of a full and complete financial report at the end of every year, or more frequently if the General Membership should decide so;

(e) to ensure the timely reimbursement of expenses incurred by Members on behalf of the Corporation;

(f) and to perform such other duties as may in be assigned from time to time.

5.6 Duties of Resource Coordinator

The duties of the Resource Coordinator shall be:

- (a) to be responsible for keeping records of all resources needed and received by the Corporation;
- (b) to ensure that all resources needed by the Corporation, for either the repair shop or the social space, are made available;
- (c) and to perform such other duties as may in be assigned from time to time.

5.7 Duties of External Programming and Events Coordinator

The duties of the External Programming and Events Coordinator shall be:

- (a) to be responsible for and oversee all external programming of the Corporation;
- (b) to be responsible for all large-scale events of the Corporation;
- (c) to conduct outreach to external cycling groups and community projects;
- (d) to create positive and productive partnerships with external cycling groups and community projects;
- (e) to be responsible for representing the Corporation at meetings of external programs;
- (f) to work with other Board members in planning and organizing large-scale events that may fall within their portfolios;
- (g) to work with the Public Relations and Communications Coordinator to ensure wide advertisement of all large-scale events;
- (h) and to perform such other duties as may in be assigned from time to time.

5.8 Duties of Advocacy Director

The duties of the Advocacy Director shall be:

- (a) to be responsible for advocacy efforts of the Corporation;
- (b) to present advocacy reports to the General Membership from time to time;
- (c) to be responsible for calling and chairing meetings of the Advocacy Committee and for providing information and agenda necessary for the meeting;
- (d) to coordinate meetings with other advocacy groups;

(e) to assist external advocacy groups in booking meeting's in the Corporation's meeting space and providing any other resources that the Corporation may have to offer;

(f) and to perform such other duties as may in be assigned from time to time.

5.9 Duties of Public Relations and Communications Coordinator

The duties of the Public Relations and Communications Coordinator shall be:

(a) to be responsible for Public Relations and Communications of the Corporation;

(b) to be responsible for recording in typewritten form the minutes of all meetings of the Board and General Members, and to present them for approval at the following meeting of the respective body;

(c) to make available to the General Membership all minutes in a timely fashion following their approval;

(d) to issue notices calling meetings of the Corporation, General Membership, and the Board, as required;

(e) to keep a roll of attendance at meetings of the Board and General Members;

(f) to keep an up-to-date record of contacts and possible media outlets/sources;

(g) to oversee press-releases and interviews with various media sources;

(h) and to perform such other duties as may in be assigned from time to time.

5.10 Duties of Volunteer Coordinator

The duties of the Volunteer Coordinator shall be:

(a) to be responsible for keeping up-to-date records/register of current volunteers and members of the Corporation, and their areas of interest and/or specialty;

(b) to ensure that information about meetings and events are made available to all volunteers and members of the Corporation;

(c) to work with other Board members in recruiting volunteers for specific projects and activities that fall within their portfolio;

(d) to actively recruit new members and volunteers to the Corporation;

(e) to ensure that there is a timely follow-up with all new members and volunteers of the Corporation;

(f) and to perform such other duties as may in be assigned from time to time.

5.11 Duties of Shop Coordinator

The duties of the Shop Coordinator shall be:

- (a) to oversee the daily operations of the diy shop;
- (b) to ensure that all shifts are properly staffed;
- (c) to ensure that the physical facilities of the entire shop, including social space, are well maintained. This includes, but is not limited to, addressing issues such as plumbing, heating, garbage disposal, composting, recycling, etc.;
- (d) to ensure that all bike donations and sales are properly logged;
- (e) and to perform such other duties as may in be assigned from time to time.

5.12 Notice of Board Meetings

- (a) Notification of regular and special Board meetings shall be at least three (3) days in advance of the meeting. Notification may be given in writing, in person, by phone, or by e-mail.
- (b) Notice of any meeting where special business will be transacted shall contain sufficient information to permit the Member of the Board to form a reasoned judgment on the decision to be taken.
- (c) An emergency Board meeting may be called by any majority of current Board members, with notification to every Member one day (1) in advance.
- (d) Such notification of an emergency meeting shall include the reason for calling the meeting.

5.13 Attendance at Board Meetings

- (a) Any Board member who misses a total of five (5) Board and/or General Volunteer meetings in any three (3) month period, for any reason, shall be required to resign immediately following the fifth missed meeting. This does not apply to pre-approved leave of absences.