



Board Information & Role Descriptions

Core Responsibilities of the Board

The Board of Cycling PEI is responsible for:

- Setting the strategic direction of the organization and ensuring that strategic plans are implemented;
- Hiring and exercising oversight over the work of the Executive Director;
- Exercising financial oversight of the organization;
- Ensuring that CPEI is meeting its legal obligations, and managing risks to the organization;
- Setting organizational policies that are not purely operational in nature.

Board Structure

The Cycling PEI Board of Directors consists of Executive members elected to two-year terms at Annual General Meetings, as well as Directors-at-large who are appointed by the Executive members to one-year terms following each AGM. Directors-at-large may be appointed as chairs or liaisons of CPEI committees, or to add additional skill sets and/or diversity to the Board.

Executive positions consist of:

- President
- Vice President
- Secretary
- Treasurer
- Past President

See role descriptions below.

The Executive Director of CPEI is a non-voting member of the Board.

In 2023/2024, Cycling PEI is participating in the Youth on Board program, and will thus be joined at meetings (at least until May 2024) by two high school students. The students will not have voting rights and would not be able to participate in in camera board discussions, but are otherwise encouraged to participate in discussion topics.



The Board may invite additional members (eg. committee members) to participate in board meetings in a non-voting capacity.

Time Commitment

The Board typically meets on a monthly basis, on a recurring day and time selected to work for most board members most of the time. Meetings typically take only 1 hour, but in some cases may take up to 2 hours. Special sessions may also be organized for activities such as strategic planning.

In recent years, most meetings have been conducted online using Google Meet, with the occasional in-person or hybrid meeting.

Board members are asked to take time in advance of meetings to review written reports and financial information, review the agenda and request agenda items, and to submit written reports if they have updates they wish to share that are for information only and do not necessarily require board discussion or decision-making.

Board meetings require a quorum of more than 50% of voting board members to be present, so it is very important that anyone considering joining the board has the intention of attending the majority of board meetings throughout the year.

Those Board members serving on committees may have additional time commitments related to their committee work.

Directors & Officers Insurance

Cycling PEI maintains a \$5 million Directors & Officers insurance policy, as well as a \$10 million Commercial General Liability policy, to protect board members and other volunteers in the course of their work for the organization.

Free Cycling PEI membership

Board members are entitled to a free annual Cycling PEI membership for as long as they serve!



Board Executive Role Descriptions

Specific roles and responsibilities of the board executive positions are outlined as follows:

President:

- According to the bylaws, “The President shall preside at meetings of the Corporation and of the Board of Directors and shall provide leadership in executing the basic and specific objectives of the Corporation as outlined in the Constitution and Bylaws. The President shall also be required to prepare an Annual Report which shall be submitted at the Annual General Meeting of the Corporation.”
- Note that in practice, the work of preparing the Annual Report is performed by the Executive Director.

Vice President:

- According to the bylaws, “the Vice-President shall preside at meetings in the absence of the President.”
- Essentially, the Vice President is a sort of deputy of the President, assisting them in their role. This could be a good role for someone considering running for the President role one day.

Secretary:

- According to the bylaws, “the Secretary shall give notice to all meetings of the Corporation to members entitled thereto. The Secretary shall attend all meetings of the Board of Directors and all Annual General, Semi-Annual and Special Meetings of the Corporation, and shall keep a correct register of the members of the Corporation and otherwise perform all other duties usually performed by a Secretary. The Secretary shall also be required to prepare an Annual Report which shall be submitted at the Annual General Meeting of the Corporation.”
- In practice, the secretary may choose to delegate certain of these roles to the Executive Director or another board member.
- In practice, the registry of members of CPEI is maintained by the Executive Director, compiled from the various registration forms in which memberships may be purchased.
- In practice, the Executive Director prepares the Annual Report.

Treasurer:



- According to the bylaws, “The Treasurer shall have custody of all funds of the Corporation and shall make disbursements as ordered by the Board of Directors. The Treasurer shall keep the accounts of the Corporation, receive all funds belonging to the Corporation and shall keep the same deposited in a chartered bank. The Treasurer shall collect the fees payable by members and other monies and revenues accruing to the Corporation and otherwise shall perform all duties pertaining to the office of a Treasurer. The Treasurer shall submit his report to the Annual General Meeting together with the report of the auditor of the Corporation. The Treasurer shall render an accounting of all financial transactions at all meetings of the membership and meetings of the Board of Directors and shall exhibit the books of the Corporation when called upon to do so. The Treasurer shall return to the Corporation all books and papers belonging to his office as the Treasurer of the Corporation.”
- In practice:
 - We have developed a spreadsheet system maintained by the ED to record expenses and revenues and keep track of payments. We maintain a Sage Accounting Online subscription for the maintenance of our formal accounting records; ideally the Treasurer is able to maintain the books themselves, but if they lack the time or ability to do so this task could be delegated either to staff or to a contracted bookkeeper, while the Treasurer maintains close oversight and presents regular financial updates at board meetings, and the year-end financial reports at AGMs.
 - CPEI currently has a largely paperless financial management system, with images of all receipts invoices stored in Google Drive and easily accessible via links from our Expense tracking spreadsheet, and virtually all outgoing payments being of electronic nature (e-transfers and online bill payments that for the most part initiated by the ED, then reviewed and approved by the Treasurer). While CPEI continues to receive a certain number of payments by cheque, most payments are effected by means of credit card, e-transfer or direct deposit, minimizing trips to the bank.

Past President:

- The Past President position may be filled by the person who most recently held the President role prior to the current president. This is, of course, assuming that the past president wishes to stay involved in this way. There are no specific duties assigned to the Past President in the bylaws, but the position is intended to benefit the current board with the institutional knowledge of the past president.

**Directors-at-Large**

- Directors-at-large (i.e. those appointed to the board for 1-year terms and not occupying one of the Executive positions above) participate in core responsibilities of the board as described above.
- Additionally, most directors-at-large will tend to serve as the chair or liaison to a CPEI committee.