

Edmonton Rally Club

Annual General Meeting Minutes

2017-02-08

Attendees: See attachments

Welcome from Mike Thorn

President's Message to the Club (see attached)

- Adam suggests clearer club house directions on front page of website

Financial Report:

- Club financials were presented, and had been reviewed by Administrative Advantage of 6007 52 Avenue, Beaumont AB, T4X 1V5
- Daniel Fricker and Logan Piper performed audit on accounts and sign
- The club will be required to perform maintenance on the bus, generator and tractor in 2017

Volunteers to count votes: Trevor King and Eric Dostie

Bylaws:

- Discussion was had over the membership types and names. Pricing was removed completely from the Bylaws. Adjustments were made and agreed upon regarding wording and types.
- It was suggested that one of the Members at Large positions be named the Rallycross Director.
 - Voted on leaving named director positions as they are in the draft: 2 opposed
- It was suggested that giving permission to vote for someone else was too vague without specified agenda items to vote on.
 - Voted on removing that portion of the proxy vote – 20 in favour of removing that wording, 3 people voted to leave it in, and 3 abstained.
- Mike Thorn moves to accept the bylaws with edits. The edited Bylaws are to be put up for review of edits, closes within 7 days. Edits may be contested by email to membership@edmontonrallyclub.ca
- Bylaw vote: unanimous in favour of accepting the bylaws as written with agreed upon edits. Edited Bylaws are attached to this document; changes have been highlighted in yellow.

Board Elections

- Terms as follows, in order to match the new bylaws next year:
 - President shall serve for 1 year
 - Vice President shall serve for 2 years
 - Treasurer shall serve for 1 year
 - Secretary shall serve for 2 years
 - Members at Large – one member shall serve for 2 years, two shall serve for 1 year. It was agreed that the member with the most votes shall serve for 2 years.

President Nominations:

- Mike Thorn
- Dave Sharp

Votes:

Mike Thorn: 15
Dave Sharp: 10
Abstain: 1

Bob Moves to destroy ballots. Daniel seconds.

Vice President Nominations:

- Dave Sharp
- Chuck Roberts

Votes:

Dave Sharp: 19
Chuck Roberts: 7

Bob moves to destroy. Logan seconds

Treasurer Nominations:

- Bob Robinson

Votes:

Bob Robinson: 26

Secretary Nominations:

- Kait Priest

Votes:

Kait Priest: 26

Members at Large Nominations and subsequent votes:

- Chuck Roberts - 19
- Eric Dostie - 17
- Tyler Coffin - 12
- Mike Elhard - 10
- Brandon Malo – 7
- Martin Guiney – 6
- Callen Schmidt – 5
- Daniel Fricker - 1

Bob moves to destroy ballots, Willie seconds

Presentation by Dave Sharp

- Mike Thorn has provided years of service to the club, including the following hours:
 - 320 = 40 @ 8 hours work at rallycross events up until 2015
 - 88 = 11 @ 8 hours working at rallycross events in 2016
 - 100 hours grooming tracks in 2016
 - 100 hours working on the Northern Loon TSD rally
 - 100 hours working on the bus
 - 200 = 2 @ 100 hours working on previous boards
 - 150 hours as president in 2016
- Dave Sharp motions that Mike Thorn be made a lifetime member of the club on basis of over 1000 hours contributed. Mike Elhard seconds the motion. Unanimous vote to bestow a lifetime membership on Mike Thorn.

Mike moves to end meeting, Kait seconds the motion.

Meeting adjourned.

2017/02/08 -- ERC Annual General Meeting Attendees

Casandra Elhard

Mike Elhard

Daniel Fricker

Kait Priest

Mike Thorn

Bob Robinson

Dave Sharp

Adriana Sharp

John Hall

Darren Lynch

Trevor King

Tyler Coffin

Shawn McCann

Martin Guiney

Adam Vokes

Robin Chapelski

Logan Piper

Jordon Dombrosky

Spencer Nelson

Eric Dostie

Callen Schmidt

Eric Ambroszlaeucz

Justin Avery

James Ryl

Kayle Ryl

Will Mo



Edmonton Rally Club

President's message for December

Membership, Outreach:

Currently 67 active members, increased from 2015's 58 members. The club will have hosted 13 Rallycross Championship events by the end of December, 2 team Rallycross events, and one Regional TSD.

The board created a fresh website for the club, including an online shop in order to pre-register for events, purchase swag and memberships. The website brought in \$14,435 in sales this year. The website receives an average of 67 hits per day, with the highest views in one day at 279.

The ERC increased its Facebook presence as well. The Edmonton Rally Club page went from approximately 360 followers to 643. The Facebook group went from around 400 members to 690. A new ERC Buy and Sell page was started, and currently has 344 members. We have made inroads with the Edmonton Subaru Club, who actively encourage their members to compete with us instead of driving in an unsafe and illegal manner, and we've seen many of their members come and race at events with us.

Performance Rally:

Numerous members of the ERC have been competing and succeeding at the Regional and National levels of Rally in Canada and the US.

ERC Members involved in performance rally:

Boris Djodjevic

John Hall

Garrett Mealing

Roger Sieber

Justin Bayliff

Chrissy Bayliff

Robin Chapelsky

Andrew Avery

Adam Vokes

Jeff Canavan

TSD Rally:

The ERC held a very successful Northern Loon rally on July 9 that ran from Nisku through Drayton Valley and out to Rocky Mountain House via the Brazeau Dam area. The event was well attended and relationships were founded between the ERC and:

Blackjack's Roadhouse (hosted our breakfast and drivers meeting)

Premier Building Solutions (Title Sponsor)

Tamarack Motor Inn (facility in Rocky, incl. discounted room rates)

Priority Printing / Robin Chapelsky / Laserline Graphics (printing vendor/sponsor)

19 teams participated, 17 teams finished. The weather was challenging with the first leg run in sunshine with a deluge of rain at lunch turning into a hail storm of epic proportion during leg 2. This made for a very compelling leg 3 run on very muddy roads. Many lessons were learned during this newly formed organizational team, but all in all, this event was very much a success. The ERC is looking forward to hosting the Northern Loon Regional TSD (July) and the Frozen Loon (December) in 2017.

47 of 49 checkpoints operated successfully and the club would like to thank:

Linda Sakaluk

Blake Sakaluk

Werner Mannert

Brandon Malo

Christine Ferguson

Keith Landra

Kurt Schantz

Bob Robinson

AJ Vogrinetz

Shelby Anderson

Adam Vokes

Dave Sharp

Kait Priest

Mike Thorn

2016 TSD competitors from the ERC include:

Thomas Chichak

Dave Sharp

Chuck Pifko

Jeremy Pifko

Chuck Roberts

Rick E Seward

Kait Priest

Mike Thorn

Rallycross:

The Championship season started out on Roy's Lake, south of Stoney Plain, in February with Event 1 on Feb 14 with 29 competitors, Event 2 on Feb 28 had 23 entrants, at a very soggy Castrol Raceway. Event 3 ran Mar 6 on a 3km winding track back at the lake with 25 entrants. On the Saturdays before the Championship Event, a Team Event was offered. These were less popular and were discontinued after 3 events. Event 4 moved back to Castrol Raceway on April

10 with 25 competitors in the oval on a very different dry and dusty track. Event 5 was held on the freshly graded field at Bill's, south of Devon, on Jun 18 and saw 16 competing for the title of the muddiest car. Events 6, 7 and 8 also ran at Bill's over the summer with 18, 20 and 21 participants respectively. The field offered challenges this year which resulted in numerous postponements and cancellations. With the looming possibility of yet another postponement the board decided to search for other venue options. An agreement was made with Blackjack's Roadhouse in Nisku to host Event 9 on October 16. With a small amount of fresh snow in the morning and a day of melting, 33 competitors put the surface to the test. The recycled asphalt and gravel held up very well, and the management at Blackjack's was happy with the turnout. They have since welcomed us back for Event 10 on November 6 with 29 cars challenging the rain and puddles, and 30 cars slip-sliding around on the frozen ground on November 20 for Event 11. We closed the season at Blackjack's with the double header on the extremely cold weekend of December 10th & 11th. With a total of 25 cars on Saturday and 18 on Sunday, we were grateful for all those who braved the cold and came out to play anyway.

All totalled, there have been 99 individual competitors registered for Rallycross events this year. The club has maintained good relationships with all venue possibilities, including Bill's Field, Roy's Lake, Blackjack's Roadhouse, and Castrol Raceway. With the very cold temperatures in early December, we have good ice conditions for the lake, putting the club in an excellent position for successful Rallycross events in 2017.

On January 21, the ERC hosted our Annual Awards Banquet at Blackjack's Roadhouse. 23 people attended the event, and a good time was had by all.

Club Assets:

We sold the timing trailer to the NASCC who have been long term renters, to the satisfaction of both parties. On the 2015 list of assets, there was a utility trailer listed that the club no longer owned, which has been removed from the 2016 listing.

The club has also purchased a bus that is the new home for our timing and scoring at events. Proper renovation of the bus interior should be a priority for next season, as well as having a mechanic inspection done, as that has not happened.

Banners and decals have been printed for use on the bus and at events, and some promotional merchandise has been created. It is the recommendation of the board that more promotional items be purchased and made available for sale to competitors. Initial plans include t-shirts, stickers/car decals, magnetic car number plates, and hats.

The tractor is operating well, although should have some weights made/purchased for the front to aid in blading. The Honda generator has been working fine, but requires servicing, as does the tractor.

The sea can is in good condition, as is the porta-potty. We have lost some cones but still have a good number remaining. The timing system is functioning well and the digital display board was repaired and a battery and charger were made by Marcel Chichak. The board acquired a solid-state hard-drive laptop, and mirrored all the software. This allows the club to have a good

primary device with a good battery, and we will keep the older laptop as a back-up. The new laptop is still not to be connected to the internet, however it was a very cost effective way to upgrade our hardware. We also purchased a large monitor to display timing for participant perusal.

The club amplifier is only working on one channel; however an FM transmitter was purchased to communicate with competitors, but has not been in operation yet. The club also purchased 6 small battery operated hand-held FM radios for club members to rent during events (in the case of the vehicle not having a working stereo). Club radios for marshal/organizer communications (5 hand held, 6 batteries, 6 chargers - 1 broken charge wire) have been being used at Rallycross and have been functioning well. The club also owns 4 small, local range walkie-talkies, as an alternative to the larger radios.

Financial State:

The ERC is ending the year with increased funds. The current board repaid all debts, including purchasing a new bus, gear, and promotional items. Overall, the club has made a bit of money this year.

A Paypal account was created for the club (membership@edmontonrallyclub.ca), and a Square device was also activated to offer more payment opportunities to our members. Both additions allow the club to collect payment through credit card for much lower fees than using a standard POS terminal.

Club Policies and Procedures:

The 2016 Board instituted a Code of Conduct for all members and competitors. The board has been hard at work to create a Policies and Procedures manual for events and for new board members. New bylaws have been written, and will be ratified at the AGM. New forms have been created, including an Expense Claim form for transparency and simple tracking reimbursement of members, a Helmet Rental form, Financial Breakdown form for event income, Tech forms, and Membership forms – including a form that can be filled out on the computer and emailed, reducing the ERC's use of paper.

Edmonton Rally Club

Society Bylaws

I. Membership

- A. Membership is based on an annual yearly renewal. Members are required to fill out the current registration form and turn it, with their membership fee (if applicable), to the Secretary of the Club. Memberships can be purchased at any time during the year, and will only be valid until the next Annual General Meeting (January 15th). Advanced annual membership sales may begin any time after December 1st at the board's discretion. These advanced sales may include membership benefits and voting rights during December, if the board sees fit.
- B. All membership fees shall be reviewed every year by vote at the Annual General Meeting, based on the approved budget for the year ahead. Any members who purchased advanced annual memberships may be qualified for a refund if necessary, but would not be required to pay an increase. All members must pay membership fees up front, before receiving any benefits of membership or voting rights. The current Board of Directors may, upon consensus, and at any time, offer discounted memberships available to the public, as part of a promotion or for other agreed upon reasons.
- C. Membership types and associated fees:
 1. **Honourary** Lifetime Membership: No fees associated, continues from year-to-year. All Honourary Lifetime Members must be 18 years of age or older.
 - a) Honourary Lifetime members are required to submit the current registration form each year to ensure up to date contact information. Forms are to be returned to the Secretary for inventory and filing.
 - b) **Honourary** Lifetime Membership nominations are to be voted upon by the serving executive committee, in a blind vote and must be a unanimous decision. Record of the vote, vote count, and outcome must be recorded at the Annual General Meeting. The Lifetime Membership status is an honour to be bestowed upon a member who has shown phenomenal service and leadership in the club. Prerequisites are:
 - (1) Minimum of 5 years consecutive membership, and in that time:
 - (a) Outstanding representation of the club in all endeavours
 - (b) Promotion and facilitation of all club events
 - (c) Minimum 3 years of service on the executive committee
 - (d) Has received no disciplinary actions in any FIA/ASN affiliated body
 - (e) Has maintained focus on the financial viability of the club
 - (f) Has endeavoured to extend the reach of the club, whether through personal connections or through social media, in order to attract new members, sponsors, venues, media, etc.
 2. **Purchased Lifetime Membership: No fees associated, continues from year-to-year. All Purchased Lifetime Members must be 18 years of age or older.**
 - a) **Purchased Lifetime members required to submit the current registration form each year to ensure up to date contact information, and indicate continued interest in the club. Forms are to be returned to the Secretary for inventory and filing.**
 - b) **Purchased Lifetime Membership cost to be determined by the board, and may be changed from time to time.**
 3. Yearly Membership: All Yearly Members must be 18 years of age or older.

4. Family Membership: An additional person who lives at the same address as a Yearly Member, at a discounted rate. Proof of address must be presented upon time of purchase. Family Members must be 16 years of age or older.
 5. Non-Competing Membership: A discounted membership to allow people to participate without competing. All Non-Competing Members must be of 18 years of age or older.
 - a) This is to allow members of other clubs, or members who will not be competing in ERC events the opportunity to be involved in the club including voting.
 - b) Any Non-Competing Member may purchase a Yearly Membership at any time during the year by paying the difference between the two memberships.
 - c) Any Non-Competing Member may purchase a Daily Membership to participate in a single event.
 6. Daily Membership: All Daily members must be 16 years of age or older. Daily Memberships do not provide voting rights, or benefits beyond admission into the event for which they are purchased.
- D. Any member wishing to withdraw from membership may do either by not renewing their membership at the end of the annual year, or upon written notice to the Board through its Secretary. Any member who is in breach of the Code Of Conduct (see Section XII) may be expelled from the membership. The Board will provide written notice to the member, and a hearing will be held with the member. The Board will decide upon majority vote whether the member will be removed from the club, and will provide written notice of such. No membership fees will be returned to any member who withdraws their membership or is expelled from the Society.
- II. President
- A. The President shall be ex-officio a member of all Committees. He/she shall, when present, preside at all meetings of the society and of the Board. In his/her absence, the Vice-President shall preside at any such meetings. In the absence of both, a chairperson may be elected at the meeting to preside.
- III. Board of Directors
- A. Board of Directors, Executive Committee or Board, shall mean the Board of Directors of the society.
- B. The Board of Directors shall consist of the following positions: President, Vice-President, Treasurer, Secretary, and three (3) Members at Large. The President shall be re-elected every year, the Vice-President, Secretary, and one (1) Member at Large shall be elected on odd numbered years, and the Treasurer and two (2) Members at Large shall be elected on even numbered years.
- C. The Board shall, subject to the bylaws or directions give it by majority vote at any meeting properly called and constituted, have full control and management of the affairs of the society, and meetings of the Board shall be held as often as may be required, but at least once every three months, and shall be called by the President. A special meeting may be called on the instructions of any two members provided they request the President in writing to call such meeting, and state the business to be brought before the meeting. Meetings of the board shall be called by 10 days' notice in writing mailed to each member, or by three days' notice by telephone, text message, voicemail message, email or other channel of contact, as provided by the member. Any four board members shall constitute a quorum, and meetings shall be held without notice if a quorum of the Board is present, provided however, that any business transactions at such meeting shall be ratified at the next regular called meeting of the Board; otherwise they shall be null and void.
- D. A person elected a director becomes a director if they were present at the meeting when being elected and did not refuse the appointment. They may also become a director if

they were not present at the meeting but consented in writing to act as director before the election, or within ten days after the election.

- E. Any director, upon agreement from the rest of the board, may delegate a portion of their outlined duties to a committee, other director, or member in good standing as the board sees fit.

IV. Secretary

- A. It shall be the duty of the Secretary to attend all meetings of the society and of the Board, and to keep accurate minutes of the same. Minutes are to be made available to the membership within two weeks of the general meeting they were taken at. He/she shall have charge of the Seal of the society which whenever used shall be authenticated by the signature of the Secretary and the President, or, in the case of death or inability of either to act, by the Vice-President. In case of the absence of the Secretary, his/her duties shall be discharged by such officer as may be appointed by the Board. The Secretary shall have charge of all the correspondence of the society, under the direction of the President and the Board. The Secretary is, by nature of the position, Head of the Social Media Committee, which controls any online presence representing the ERC, including but not limited to: Facebook Pages, Facebook Groups, Twitter, Instagram, and any other Social Media not herein named that bears the logo and representation of the ERC. The Secretary, upon his/her discretion, may appoint other members in good standing to assist and act on his/her behalf in regards to Social Media presence.
- B. The Secretary shall also keep a record of all the members of the society and their contact information, send all notices of the various meetings as required, and collect and receive the annual dues or assessments levied by the society. Such monies shall be turned over to the Treasurer for deposit in a Bank, Trust Company, Credit Union or Treasury Branch as required.
- C. The Secretary is responsible for maintaining all files in a safe and reasonable condition, including membership information, and must pass this information on to the incoming board at each tenure end. Files must be kept in an orderly and usable filing system, so as to prevent information loss.

V. Treasurer

- A. The Treasurer shall receive all monies paid to the society and be responsible for the deposit of same in whatever Bank, Trust Company, Credit Union or Treasury Branch the Board may order. He/she shall properly account for the funds of the society and keep such books as may be directed. He/she shall present a full detailed account of receipts and disbursements to the Board whenever requested and shall prepare for submission to the Annual Meeting a statement duly audited of the financial position of the society and submit a copy of same to the Secretary for the records of the society.
- B. The Treasurer shall, at the AGM each year, present an operating budget for the workings of the club, based on current schedule of activities, estimated income and expenses. The budget is to approved by majority vote of the membership at the AGM.
- C. The Treasurer shall present current financial standings at each general meeting, taking into account all fees, online payments, and outgoing monies, and current budget standings.
- D. The Treasurer shall receive all expense forms from the Board or approved members. The forms shall be completed and filed prior to repayment of any expense incurred on behalf of the Society.

VI. Auditing

- A. The books, accounts and records of the Secretary and Treasurer shall be audited at least once each year by a duly qualified accountant or by two members of the society elected for that purpose at the Annual Meeting. A complete and proper statement of the standings of the books for the previous year shall be submitted by such an auditor at the Annual Meeting of the Society. The fiscal year of the society in each year shall be from the 1st of January to the 31st of December.
- B. The books and records of the society may be inspected by any member of the society at the Annual Meeting or at any time upon giving reasonable notice and arrange a time satisfactory to the officer or officers having charge of same. Each member of the Board shall at all times have access to such books and records.

VII. Meetings

- A. The Society shall hold an Annual Meeting after December 1st and before January 14th in each year, of which announcement must be provided minimum of 28 days prior to the meeting. At this meeting, the elections of the President, Vice-President, Treasurer, Secretary and three Members at Large shall be elected as outlined in Section III.B. The officers and directors so elected shall form the Board, and shall serve until their successors are elected and installed.
- B. All files, banking information and signing authority, operations manual and all other club property whether physical or digital, shall be turned over to the new board prior to January 31st.
- C. Any vacancy occurring during the year shall be filled at the next meeting, provided it is so stated in the notice calling such meeting. Any member in good standing shall be eligible to any office in the society.
- D. General meetings of the society may be called at any time by the Secretary upon the instructions of the President or Board by notice in writing to the last known address of each member, delivered in the mail or by email eight days prior to the date of such meeting. If there is a set schedule of meetings laid out and communicated by the Board at the beginning of the year, no such notice must be given. A special meeting shall be called by the President or Secretary upon receipt of a petition signed by one-third of the members in good standing, setting forth the reasons for calling such meeting, which shall be by letter or email to the last known address of each member, delivered eight days prior to the meeting.
- E. Five (5) members in good standing shall constitute a quorum at any meeting.

VIII. Voting

- A. Any member who has not withdrawn from membership nor has been neither suspended nor expelled shall have the right to vote at any meeting of the society.
- B. Votes, for any meeting, may be made in person or **by proxy ballot**.
 1. Voting may be considered "in person" by physical attendance, video conference, or telephone conference. The onus to provide those options is upon the member, and not the society.
 2. **Proxy ballots, a document released by the executive committee when deemed necessary, must be received by mail or email a minimum of 2 hours before the meeting starts, or brought by another member in good standing. Ballots must be made available to the membership a minimum of 72 hours before the meeting.**
 3. Any member found to be forging ballots may be immediately expelled from the club.

IX. Remuneration

- A. Unless authorized at any meeting and after notice for same shall have been given, no officer or member of the Society shall receive any remuneration for his/her services.

- B. Any expenses exceeding \$100/month incurred on behalf of the club by the Board shall have prior approval of the Board of Directors. All expenses shall be turned into the Treasurer by receipt with associated expense forms.
- X. Borrowing Powers
 - A. For the purpose of carrying out its objects, the society may borrow or raise or secure the payment of money in such manner as it sees fit, and in particular by the issue of debentures, but this power shall be exercised only under the authority of the society, and in no case shall debentures be issued without the sanction of a special resolution of the society.
- XI. Bylaws
 - A. The Bylaws may be rescinded, altered or added to by a "Special Resolution", as defined by the Alberta Societies Act.
- XII. Code of Conduct
 - A. All Edmonton Rally Club (ERC) members and all participants in ERC events shall conduct themselves according to the highest standards of behaviour and sportsmanship and in a manner that shall not be prejudicial to the interests and the reputation of the ERC or its sanctioning bodies or of motorsport generally. Failure to do so shall be deemed a breach of the Canadian Association of Rallysport (CARS) General Competition Rules and may result in penalties being applied.

The purpose of this document is to provide a clear statement of the beliefs, expectations and ideals of the ERC. In addition to any precepts provided in CARS Rules and Regulations, ERC Bylaws or other Policies, the following specific statements further delineate principles of individual conduct that the ERC believes should be exemplified:

1. All participants in ERC events, including CARS sanctioned activities, shall be bound by this Code of Conduct;
2. All participants in ERC events, including CARS sanctioned activities, shall accept that motorsport can be dangerous and entails inherent risks;
3. All participants in ERC events, including CARS sanctioned activities, shall be treated with consideration and respect;
4. All participants in ERC events, including CARS sanctioned activities, shall endeavour to portray a positive image of rallysport through their exemplary driving habits;
5. All competitors in ERC events, including CARS sanctioned activities, shall assure that their vehicle complies with the regulations of the event and the class that it is registered for and that their vehicle is presented in roadworthy condition;
6. All participants in ERC events, including CARS sanctioned activities, shall not knowingly place themselves or others in a position of undue risk. Consideration of safety shall be placed before competitive goals;
7. ERC members shall pledge to demonstrate in their actions care and concern for the environment;
8. All ERC members shall strive to set exemplary standards of behaviour as they are all ambassadors for rallysport;
9. All ERC members and associated persons must not by words, acts, or omissions abuse, intimidate or threaten any other person. Any of the above infractions assessed by the board will result in persons being removed from the ERC and any affiliation with CARS and FIA recognized clubs.