

# VELO NB CONSTITUTION UPDATE

## Summary of Key Changes

The proposed 2026 Constitution modernizes Velo NB's governance structure while preserving its mandate and member authority. Below is a summary of the most important changes from the current Constitution last amended in 2022.

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### Governance Structure Modernized

**Old:**

- Large Executive Committee with discipline-based and regional positions (Road, MTB, Touring, Youth, Advocacy, Technical Directors, Zones, etc.).
- Governance and operational responsibilities blended.

**New:**

- Board of up to nine (9) Directors elected at large.
- No discipline or regional seats.
- Directors govern the organization as a whole.

**Why:**

Creates a skills-based, strategic Board aligned with modern sport governance best practices.

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### Clear Separation of Governance and Operations

**Old:**

Officers and committee members held operational duties (banking, scheduling, program oversight).

**New:**

- Board sets strategy and provides oversight.
- Full-time Executive Director manages day-to-day operations.

**Why:**

Clarifies accountability and reflects Velo NB's evolution as a staffed organization.

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## **Officers Simplified**

**Old:**

Multiple officer and portfolio positions embedded in the Constitution.

**New:**

Four Officers only:

- President
- Vice-President
- Treasurer
- Secretary

Officers are elected by and from the Board.

**Why:**

Focuses officers on governance leadership, not program management.

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## **Committees Streamlined**

**Old:**

Standing committees and discipline chairs embedded in governance structure.

**New:**

Two Standing Committees:

- Finance
- Governance & Nominations

All other committees are ad hoc and advisory.

**Why:**

Provides flexibility and avoids unnecessary structural complexity.

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## **Geographic Zones Removed**

**Old:**

Province divided into eight (8) constitutional zones.

**New:**

No zone structure.

**Why:**

Zones were no longer operationally relevant. Engagement can occur through programs rather than governance seats.

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## Membership & Voting Clarified

**Old:**

- Individual membership model.
- All members in good standing could vote.
- No age requirement.

**New:**

- Individual membership model retained.
- Voting limited to members in good standing who are 19 years or older.
- Quorum = lesser of:
  - 5% of voting members, or
  - 15 voting members.

**Why:**

Improves legal clarity and ensures AGMs remain achievable and valid.

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## Financial Governance Strengthened

**Old:**

Financial management primarily embedded in officer roles.

**New:**

Board explicitly responsible for:

- Budget approval
- Internal controls
- Financial review or audit

**Why:**

Aligns with funder expectations and modern fiduciary standards.

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## Conflict of Interest & Indemnification Added

**Old:**

No explicit conflict of interest or indemnification provisions.

**New:**

- Formal conflict of interest obligations.
- Director and Officer indemnification.
- Directors & Officers insurance requirement.

**Why:**

Protects volunteers and strengthens governance accountability.

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## **What Has Not Changed**

- ✓ Velo NB remains the recognized provincial representative of Cycling Canada.
  - ✓ Members continue to elect Directors.
  - ✓ Constitutional amendments still require a 2/3 vote.
  - ✓ Velo NB's mandate to promote and develop cycling remains unchanged.
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## **Overall Impact**

The 2026 Constitution:

- Modernizes governance
- Clarifies roles and accountability
- Strengthens financial oversight
- Improves flexibility and sustainability
- Aligns with best practices for provincial sport organizations