



FACTSHEET 6

Planning your Annual General Meeting

An AGM is valuable to members and, if it is written into the constitution, an organisation must hold it whether the management committee wish to do so or not.

The AGM gives all members an opportunity to ask questions and put forward motions on their own account.

Before you begin planning your AGM *always, always, always* read through your organisation's Governing Document*

The essential functions of an AGM are:

- to approve the minutes of the previous AGM;
- to receive or approve the finished/examined/audited accounts;
- to receive any report on the accounts;
- to receive a report from the committee on the activities of the organisation - the Annual Report;
- to deal with any other matter specified in the governing document.

Other AGM functions may be:

- to elect committee members and, if appropriate, officers;
- to appoint independent examiners (or auditors if necessary);
- to consider any resolutions put forward by members;

- in addition, the business of the meeting can be expanded to include any matters which would be appropriate to a general meeting of the organisation and which the Chair of the meeting is prepared to accept as legitimate business.

Preparation

The management committee of an organisation need to prepare beforehand. It may be best for a number of members to form a sub-committee to make the necessary arrangements.

Before the meeting:

- arrange a suitable date and time well in advance;
- book/arrange a suitable location;
- if required by your Governing Document, prepare the organisation's accounts and submit them in time for the audit to be completed and for approved accounts to be sent to members;

** Governing Documents are normally either Constitutions or Memorandum & Articles of Association (sometimes known as "Mem & Arts")*

- ensure the correct notice is given of the AGM and that notices are sent in accordance with the Governing Document;
- check the rules on elections and produce any necessary voting forms;

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- if postal/proxy voting is allowed deal with those votes before the meeting; if a company limited by guarantee, ensure that the auditor is informed of the meeting (this is a legal requirement for companies);
- consult the Governing Document to ensure that the meeting will be run in accordance with the provisions made in it.

Elections

Some governing documents detail the election procedures. If not, the committee should agree the format for the election including:

- secret ballot or open show of hands;
- a method of ensuring that only those entitled to vote actually do so;
- procedures for taking nominations;
- whether nominations need to be seconded.

At the Meeting:

- record attendance and check proof of eligibility to vote;
- have originals of accounts available to be seen (if the accounts are being presented to the meeting);
- have the Governing Document and any standing orders available;
- ensure minutes of the meeting are kept.

Chairing the AGM

The Governing Document may specify who will chair the AGM. If the Chair is not specified it is sensible to ensure that a member is "lined up" to chair the meeting as no-one enjoys having this thrust upon them.

After the meeting:

- make all necessary changes to the records;
- update membership and committee lists;
- write up the minutes of the meeting;
- if the organisation is a limited company send all necessary information to Companies House within 14 days of the meeting;
- carry out induction procedures for new committee members.

NB: Charitable Companies

A minimum period of 21 days notice must be given for all general meetings of charitable companies; any provision of a company's articles is void if it calls for a shorter period of notice than the 21 days given in law. The companies articles may provide for longer notice but they cannot validly provide for shorter.

FURTHER HELP

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