Preparing for your Annual General Meeting

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Welcome and Introductions
Who is in the room today?
OVERVIEW

Why do annual general meetings (AGMs) matter?

Understanding the legal requirements

Planning and preparation

Conducting the meeting

Helpful tips

Why do annual general meetings (AGMs) matter?
What is an annual general meeting?

An annual general meeting, AGM or annual meeting, is a meeting that official bodies and associations involving the general public (including companies with shareholders), are often required by the law, constitution, charter, by-laws etc. governing the body to hold every year for members in good standing to:

- elect the board of directors
- receive information about the past year’s activities, progress, achievements and milestones
- find out about the organization’s financial health
- make changes to the incorporation objects and bylaws
- receive information on future directions
- ask questions

Non-Profit Incorporation Options

- Society (Societies Act)
- Non-profit Company or Part 9 Company (Alberta Companies Act)
- Not-for-profit Corporation (Canada Corporations Act)
- Extra-Provincial Corporation (Business Corporation Act)
- Religious Society (Religious Societies Land Act)
- Cooperative (Cooperative Associations Act)
- Private Act of the Legislature (e.g. Libraries Act, Agricultural Societies Act).
Societies Act
Revised Statutes of Alberta 2000

Section 25: A society shall hold an annual general meeting in Alberta and shall present at that meeting a financial statement setting out its income, disbursements, assets and liabilities, audited and signed by the society’s auditor.

The Big Four

1. Annual report (year in review)
2. Special resolutions
3. Audited financial statement
4. Election of board of directors
What is a special resolution?

1. A resolution passed
   a) at a general meeting of which not less than 21 days’ notice specifying the intention to propose the resolutions has been duly given, and
   b) by the vote of not less than 75% of those members who, if entitled to do so, vote in person or by proxy

2. A resolution proposed and passed as a special resolution at a general meeting of which less than 21 days’ notice has been given, if all the members entitled to attend and vote at the general meeting so agree, or

3. A resolution consented to in writing by all the members who would have been entitled at a general meeting to vote on the resolution in person, or, where proxies are permitted, by proxy.

The AGM is a valuable opportunity for your organization to engage members more deeply in your cause and activities and to develop your brand.
FIRST AND FOREMOST:

Check and follow your bylaws

BYLAWS

Bylaws are the fundamental governing rules and regulations of any society that state how the society is to be governed and how the powers of the society are to be exercised.
QUORUM

The smallest number of people who must be present at a meeting in order for decisions to be made is called quorum.

PROXY

- a person who is given the power or authority to do something (such as to vote) for someone else

- power or authority that is given to allow a person to act for someone else
Small group activity:
What do your bylaws say that you need to know?

A few other things to check out in the bylaws....

Who must do the audit of the books for the previous year? Who appoints the auditor?

Does a special resolution have to be passed to amend the bylaws?

If the bylaws are amended at an AGM, when do the amendments take effect?

When is the fiscal year end for the society?
AGM timing considerations….

- When is your fiscal year end?
- How much time do you need to have your financial statements prepared and audited?
- What month is the anniversary of your incorporation certificate being issued?
- The last day of which month is the deadline for filing your annual return?
- What do your bylaws say about the AGM timing and amount of notice?

Planning and Preparation: Timeline and 100 Tasks Activity
Sample AGM Agenda

1. Call to order and declaration of quorum
2. Approval of agenda
3. Welcome and introductions
4. Approval of minutes of last AGM
5. Business arising from the minutes
6. Annual report – presentation and adoption
   • President’s report
   • Executive Director’s report
   • Committee reports
7. Treasurer’s / Auditor’s report – presentation and adoption
   • Appointment of auditor
   • Audited financial statement
8. Election of incoming board directors and/or officers
9. Welcome to incoming board directors and/or officers
10. Thanks and acknowledgements to outgoing directors and/or officers
11. Special Resolutions – presentation, motion and voting
12. Special acknowledgements, recognition, awards, honorary memberships
13. New business / questions
14. Announcements, upcoming events
15. Motion to Adjourn

Refreshments, guest speaker, entertainment, socializing....
Small Group Discussion:

What things could you do to entice people to come to your AGM? What would be a compelling draw?

What would make an AGM a positive, enjoyable and invigorating experience and ensure people go away firmly committed to the organization and its purpose?

What could organizations do differently for their AGMs?
Giving Notice and Promoting your AGM

*Think outside the box....*

Christ Sanctuary
http://www.youtube.com/watch?v=v0qy80Vxc-w

Eshan Victoria
http://www.youtube.com/watch?v=sNMgeVEJq4Y

Annual Report Options: Year in Review

Warwick Links
http://www.youtube.com/watch?v=pNYCYRn_WZg

Royal Life Saving
http://www.youtube.com/watch?v=PtwuubAm-qE

Scouts
http://www.youtube.com/watch?v=MI_3pGYWBBM

Hong Kong Unison
http://www.youtube.com/watch?v=LAxlV3XQGDE
Conducting the Meeting

Items to bring
- Check in list
- Member register (alphabetical order)
- Bylaws
- Rules of Order
- Membership application forms, membership cards, receipts, cashbox
- Gifts, cards, awards, prizes
- Quorum calculator sheet
- Nametags / markers
- Displays, banners
- Presentation materials / A/V
- Camera
- Contact list for new board to complete (name, address, occupation)

**Multiple copies:**
- Agenda
- Minutes of last AGM
- Audited financial statement
- Annual report
- Special resolutions
- Ballots
- Voting cards
ROLE OF THE CHAIR

• Leadership and direction
• Be prepared
• Welcome participants and guests on arrival (host role)
• Agenda
• Manage time
• Manage discussion and maintain order
• Follow up

PARLIAMENTARY PROCEDURE

Four principles of parliamentary procedure:
1. Justice and courtesy for all.
2. Do only one thing at a time.
3. The majority rules.
4. The minority has a right to be heard.

Four fundamentals of parliamentary law:
1. To facilitate action, not obstruct it.
2. To enable the assembly to express its will.
3. To give every member a fair hearing.
4. To maintain order.
QUORUM CALCULATION SHEET

Example

AGM quorum according to bylaws: 20% of voting members

Total number of members: 87

Number of voting members: 50

Quorum: 50 x .20 = 10

Number of voting members in attendance: 18

Quorum reached: yes

Detailed agenda with notes (script) for chair

Minutes template for secretary

Special resolutions on screen so amendments can be added

Post rules of order summary

Others?
What could possibly go wrong?

Questions?
“35” group activity: What is one of the most important things you will take away from today’s session?

Have questions or need assistance? Contact us!

Community Development Unit
http://culture.alberta.ca/communitydevelopment/default.aspx

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