

7. Running the AGM

The AGM of your local infrastructure organisation (LIO) is both a constitutional necessity and an opportunity that can be exploited in a variety of ways: to raise your profile, debate local issues or address the current concerns of the LIO. As a leading local infrastructure organisation, the way in which you conduct your AGM is also an important example to other local voluntary and community organisations.*

Constitutional requirements

The LIO's governing document will give specific instructions on the following aspects of the AGM:

- ✦ its timing in relation to the previous AGM (usually a maximum of a 15-month gap)
- ✦ the amount of notice to be given to members to let them know that the AGM is happening (usually 21 clear days' notice AND in writing)
- ✦ what business has to be conducted (see below)
- ✦ how the nomination and election of Honorary Officers and Trustee Board are to be conducted (see below)
- ✦ what the quorum is (the number of members who have to be present for voting to be valid) and what to do if there isn't one
- ✦ what majority there has to be for any vote to be valid, including any exceptions to the general rule (usually to do with dissolving the organisation or altering its governing document).

Timing of the AGM

The AGM should be held long enough after the end of the year for the annual report and accounts to be prepared, but not so long that the year under review has become history. For LIOs with an end of March year-end, this probably means June/early July (before the school holidays) or possibly early September, although this can be a very busy time for LIOs and assumes that staff are around to do the necessary preparation during August.

The other timing issue is that of day-of-the-week/time-of-day. The debates about weekday/weekend and daytime/evening are well rehearsed and the reality will vary from LIO to LIO. However, just a reminder that the basis for this decision is how to maximise members' attendance.

Location

It is obvious to say that the venue needs to be accessible for people with disabilities and large enough for the anticipated audience and any activities, be they small group discussions, socialising over food, and/or simply an informal room layout.

The other aspect of location worth considering is whether the venue moves each year in order to make it more accessible to different groups in the area the LIO covers, e.g. if the LIO covers two towns, the AGM alternates between the two.

Other equal opportunities considerations

- ✦ paperwork in other languages, including braille/tape
- ✦ a signer at the meeting for people who have a hearing impairment
- ✦ creche/childcare provision
- ✦ transport

Who to invite

As well as LIO members, the AGM is an opportunity to present LIOs to voluntary and community groups with which it has worked during the year, partners in various pieces of work, local authority personnel, funders, and other LIOs. Invitations can also go to national bodies, such as NACVS and the Charity Commission.

An advert in the local press also technically makes the AGM open to the general public, but it is worth monitoring how many attendees it actually attracts.

Purpose and style of the meeting

Whilst there is a certain amount of formal business to conduct – some of which, even so, can be presented with a degree of informality (see below) – there are various ways in which to ‘lighten’ the event.

However, these need to sit in the context of what you are trying to use the meeting for (apart from business). So, is the AGM also about:

- ✦ raising the profile of LIO/getting feedback?
- ✦ providing an opportunity for voluntary organisations and others to network?
- ✦ debating/raising an issue?

Does this change from year to year?

Therefore, should there be:

- ✦ speaker(s)
- ✦ a panel debate
- ✦ food
- ✦ exhibition(s)
- ✦ entertainment, e.g. a local youth drama group?

A decision needs to be made – early enough in the planning to book people if necessary – about whether to do any of the above, or to keep the meeting to the basic business. One of the disadvantages, for example, of having a speaker, is that the focus of the meeting can become the speaker, not the review of the LIO’s year and activities.

Food and/or an exhibition can provide an opportunity for people to mingle which, given who could be turning up at a LIO AGM, may provide some interesting mixing of ideas and interests.

Business to be conducted

The usual business that has to be conducted at an AGM is:

Election of Honorary Officers and Trustee Board

1. The governing document will say which officers have to be appointed (usually Chair – possibly also Vice-Chair – Secretary and Treasurer). It may also state a minimum and/or maximum size for the Trustee Board as a whole.

The governing document should also state the maximum period for which an Honorary Officer or Trustee Board member may serve, i.e. some may have to stand down at this particular AGM. It will also state whether people are being elected for one year or three (or whether there is an option). If it is for three years, then there should be a three-year rolling cycle of members standing down in place.

Nominations for LIO Office/the Trustee Board (see Information Sheet). An indicator of organisational health is a greater number of nominations for election to the Board than there are places.

Voting - see below.

2. Consideration (approval) of the annual report

Ideally, the Annual Report will have been circulated to members in advance of the AGM. However, no assumption can be made that it will have been read.

A balance needs to be struck between a meeting where the annual report is put out on the chairs at the beginning of the meeting and nodded through at the appropriate point on the agenda, without it ever being opened, or its content referred to, and one where it is read out loud to the meeting line by line.

The presentation needs to give an overview of the report's contents but then focus on a few key points, possibly presented by different people, and allowing time for questions and comments.

Breaking the meeting up into small groups to discuss some questions arising from the report and/or undertaking a feedback exercise would make the meeting more interactive than simply expecting questions or comments following the presentation.

3. Consideration (approval) of the (audited/examined) annual accounts

Much as with the annual report, the presentation of the accounts needs to give the meeting an overview, and then focus on a couple of key points. It is usually the Treasurer who speaks to the accounts. However, the presentation needs to combine a thorough grasp of the accounts with clear communication

to non-financial experts, so, depending on the Treasurer, it may be worth sharing the presentation and/or using visual aids.

Even when your constitution, or Memorandum and Articles, empowers the Trustees or Company Directors to approve the annual report and accounts, it is good practice to ask the members at the AGM to approve them as well.

4. Appointment of auditors/financial examiners

If the current auditors are satisfactory, the usual practice is to check with them in advance of the meeting that they would be willing to audit the next accounts, and then to recommend them to the AGM.

If they have not been satisfactory, then an alternative auditor needs to have been found in advance of the meeting in order to be able to propose them to the AGM.

In either case, it can be an opportunity to ask for an 'all other things being equal' price for next year's audit.

Voting/telling/quorums

Only members are entitled to vote at the AGM, so members should be identified as they sign in for the meeting and ideally given a voting card to avoid confusion about who can/not vote later in the meeting.

There needs to be an agenda item near the outset of the AGM for counting the number of members present – a chance to check and clarify who can/not vote. If the AGM is large/formal enough, there may be another agenda item which formally appoints the tellers. If not, it needs to be clear who is counting the votes and that the meeting is happy with these people. Ideally, the tellers should be people who have no direct personal interest in the AGM business, and there should be at least two of them.

The LIO governing document will give details of what the quorum is for the AGM. It is worth asking members to let you know in advance whether or not they will be attending, so that the quorum is assured – or, if it is not, to have the opportunity to ring round members to encourage them to attend, if it is looking as if the meeting may be inquorate. An inquorate meeting has to be reconvened unless the governing document allows for postal ballots and this option can possibly be used.

The governing document will also state how voting is conducted – show of hands and/or written ballot – and what, if any, casting vote the Chair has. Obviously, any paper-based ballot needs to be prepared in advance.

If the governing document is not clear, then it is usual to vote by show of hands, saving written ballots for any vote which is likely to be difficult.

Minutes

The AGM should be formally minuted.

Press coverage

As well as a possible advert in the press (see ‘Who to invite’), the AGM may be an opportunity to publicise the LIO – submit a press release and a couple of photos.

Further information

National Hub of Expertise on Governance – refer to the NACVS website for updates: www.nacvs.org.uk/resources/cbis/hubdevelopment.shtm

* *LIOs include CVS.*