

Running an Annual General Meeting

July 2021



**Community
Waikato**

He piko he kaainga



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About this Guide

Meetings This guide highlights key hints and information, for community organisations, about preparing and running their Annual General Meetings ("AGM").

An AGM is a significant, annual meeting that involves accountability, transparency and various responsibilities to be fulfilled by an organisation's board and management. The purpose of an AGM, generally, is to annually inform members of previous and future activities about the organisation, including its annual financial



statements and position for the past year. Also, it often involves the election of the board, discussion about the organisation's direction and activities, and at times, the appointment of an auditor and/or solicitor for the upcoming year of an organisation.

A well-organised, well-run AGM entails planning in advance and focused discussion by the Chair, board and management about such topics as: compliance matters (e.g., financial reporting), achievements in the past year, and any challenges to overcome or to acknowledge for attention at the AGM, or in the coming year.

Setting a positive tone at the AGM, and being well prepared before the meeting starts can be incredibly helpful for the Chair, board and management, in terms of:

- ⚡ Respective roles, responsibilities and expectations of the Chair, board and management in the lead up to, and during, an AGM
- ⚡ Understanding and application of AGM processes and procedures
- ⚡ Readiness and willingness to respond to questions and challenges that attendees may raise at an AGM.

We note that every organisation is different and so we encourage users of this guide to 'tailor-use' this information to suit their own style, needs, capacity and compliance requirements, regarding the agenda (content and the order the meeting is conducted) and the processes and procedures to use before, and during, the AGM.

Helpful Hints

1. Plan a timeline '3 to 6 months' or even, 'a year' in advance of holding the AGM – that way, your organisation can be well-prepared, knowing that 'key factors' (see #3 below) are scheduled for completion, leading up to an AGM.
2. Always check your organisation's Rules or Trust Deed for any specified AGM processes or requirements, e.g., when to hold the first and subsequent AGMs, election of board members, whether nominations for Board positions occur at AGM or at an ordinary board meeting, etc.
3. 'Key factors' leading up to an AGM often includes –
 - ⤴ Setting the AGM date, time and venue.
 - ⤴ Informing members and/or the public (if required for the latter) in writing of AGM details in advance. Note: advance notice may be specified in Rules or Trust Deed. Check if 'in writing' suits better via email, post and/or newspaper advertisement.
 - ⤴ Members' attendance is vital for achieving the AGM quorum, so encourage & remind people to come, weeks & then days prior to AGM.
 - ⤴ Ensuring reports are prepared and completed so the entire Annual Report can be compiled for printing purposes, for example, Chair's report, CEO/Management report and a financial report.
 - ⤴ Ensuring financial accounts and statements are up-to-date so they are ready for auditing and/or financial review purposes by an auditor or accountant s/he can prepare the AGM's Financial report.
 - ⤴ Preparing the motions in advance, e.g., for standard agenda items.
 - ⤴ Printing copies of Annual Report and deciding whether to circulate them prior to, or at, the AGM.
 - ⤴ Deciding whether to invite a guest speaker to attend, and providing a thankyou gift and/or acknowledgements for their attendance.
 - ⤴ Organising refreshments for the AGM.
4. On-going, sound communications between the Chair (e.g., on the Board's behalf) and the organisation's CEO/Management is vital for pre-planning the AGM, deciding the AGM agenda and being clear about each other's roles and responsibilities at the AGM.
5. Checking required quorum is met at the start e.g., see Attendance Register.
6. After the AGM, it's a good idea for the Board/Management to have a debrief to identify what worked well and what areas to improve on in the future.

Sample AGM Agenda

(Organisation's Name)

ANNUAL GENERAL MEETING (year)

(Date and Time), (Venue)

AGENDA

All members are welcome

1. Welcome by Chair & Introduction of current Board members
2. Apologies
3. Minutes of previous AGM
4. Matters arising (from previous AGM)
5. Annual Report presentation
6. Chair's Report
7. Manager's Report
8. Financial Report
9. Election of Board members
10. Proposed changes to the Rules/Constitution (if applicable)
11. Any other business
12. Close of meeting

** Introduce Guest Speaker after close of meeting.

Thank you for attending

Refreshments are provided at the Close of Meeting



[NOTE 1: Tailor the content and order of the Agenda to suit the needs, capacity, style and compliance requirements of your organisation.

[NOTE 2: Refer to the 'AGM Plan Guide' for more guideline details about each agenda item.]



AGM Plan Guide

The following AGM Plan Guide relates to the Agenda and the general running of the AGM 'on the day'. It may also be a useful 'checklist tool' at the AGM for the Chair, secretary and/or management personnel.

Outlined are guide notes for each agenda item, various motions to cover, role(s) that are likely responsible for each item along with approximate timeframes for each. Timewise, an AGM may take ½ hour, or 1 to 2 hours – it depends on how it is chaired, AGM processes, compliance, preparing and passing motions, and the preparation and availability of information before and during the meeting.

It is essential that organisations adapt this guide to suit:

- ⚡ their Rules or Constitution requirements
- ⚡ what is relevant to their needs, capacity and respective roles
- ⚡ compliance matters they need to meet
- ⚡ the agenda they have decided on and have prepared for in advance.

So, plan and prepare well before the AGM's scheduled date and encourage members to attend. As well, enjoy the occasion to reflect, update and engage with fellow members who share the same vision and interests as that of your organisation!

(Organisation's Name) ANNUAL GENERAL MEETING
(Year)
(Date & Time & Venue)

	Agenda topic & Guide notes	Time (approx.)	Motions	Who?
	AGM Register – Attendees to sign register when they arrive & so Chair/Management can check that AGM quorum is met.			
1.	<p>Welcome by Chair – to all attendees.</p> <p>Introduction of current Board members</p> <p>Chair, to introduce board members (or, invite them to introduce selves, e.g., name, position, duration on Board). Chair can also:</p> <p><i>Highlight all key Agenda items</i> <i>Invite attendees to request if any "Other Business" topics to add to Agenda (i.e., refer to item #9)</i></p> <p>SPECIAL NOTE 1: Add "Other Business" items if they're new & relevant. If they relate to current items, then indicate which item they'll be discussed under.</p>	5 mins	n/a	Chair
				Chair
2.	<p>Apologies</p> <p>Invite Apologies from attendees & Secretary.</p> <p>Ensure all 'Apologies' names are recorded.</p>	5 mins	<p>Motion – To accept AGM apologies.</p> <p>Moved?</p> <p>Seconded?</p> <p>Unanimous/Majority/Lost</p>	Chair Secretary
3.	<p>Minutes of previous AGM</p> <p>Ensure sufficient time set aside for attendees to read minutes, especially if it's not circulated prior to the AGM</p> <p>The Chair/Secretary can read the minutes to attendees.</p> <p>SPECIAL NOTE 2: Ensure the person 'moving' motion attended previous AGM.</p>	5-10 mins	<p>Motion – That minutes of previous AGM (year) is a true & accurate record.</p> <p>Moved?</p> <p>Seconded?</p> <p>Unanimous/Majority/Lost</p>	Chair Secretary
4.	<p>Matters arising (from previous AGM)</p> <p>Record all matters of 'Question & Answer' (Q&A) discussion</p>	5-10 mins		

	<p>If any additions/changes/omissions need to be noted, consider if motion needs to be drafted.</p> <p>Ensure motions are clear & specific.</p>			
5.	<p>Annual Report presentation Chair can give an overview of Annual Report content & any key highlights to bring to attention of attendees.</p> <p>After Q&A discussion, move motion to accept Annual report.</p>	5-10 mins	<p>Motion – To accept the Annual Report as a true, accurate record. Moved? Seconded? Unanimous/Majority/Lost</p>	<p>Chair Manager</p>
6.	<p>Chair's Report presentation Chair presents report of the year.</p> <p>After Q&A discussion, move motion to accept Chair's report.</p>	5-10 mins	<p>Motion – To accept the Chair's Report. Moved? Seconded? Unanimous/Majority/Lost</p>	Chair
7.	<p>Manager's Report presentation Manager presents report of the year.</p> <p>After Q&A discussion, move motion to accept Manager's report.</p>	5-10 mins	<p>Motion – To accept the Manager's Report. Moved? Seconded? Unanimous/Majority/Lost</p>	Manager
8.	<p>Financial Report Chair may introduce it &/or then it be presented by the Treasurer or auditor or accountant. Record all matters & 'Q&A' discussion about the Financial report After discussion, move motion to accept financial report.</p> <p>Financial Report (continued) SPECIAL NOTE 3: Check whether Rules/Constitution requires that an Auditor and/or a Solicitor needs to be appointed for the following year, if yes, have motion prepared.</p>	10-20 mins	<p>Motion – To accept the Financial Report as a true and accurate record. Moved? Seconded? Unanimous/Majority/Lost</p> <p>Motion – To appoint [company/person] as auditor for the year ended (next year) Moved? Seconded? Unanimous/Majority/Lost</p>	<p>Chair Treasurer (or other) Chair Secretary</p>
9.	<p>Election of Board Members Ensure election process of Board occurs as per Rules/constitution Move motion(s) to accept elected members to the Board. SPECIAL NOTE 4: Ensure motion(s) are passed and noted for all elected Board members, whether individually or collectively. SPECIAL NOTE 5: Check if the Rules/ Constitution require board appointments to occur at the AGM, or, at an ordinary meeting – prepare motions if needed.</p>	5-10 mins	<p>Motion – To accept (member's name) as elected Board member. Moved? Seconded? Unanimous/Majority/Lost</p> <p>Motion(s) [For appointed roles?]</p>	<p>Chair Secretary</p>

10.	<p>Proposed changes to the Rules / Constitution (if applicable) <i>Draft motion(s) prior to AGM.</i> <i>Ensure motion is clear & specific for decision-making.</i></p>	5-10 mins	<p>Motion – To amend the Rules/Constitution by changing clause (#) from ('current wording') to ('new wording'). Moved? Seconded? Unanimous/Majority/Lost</p>	Chair
11.	<p>Any other business <i>Note – these items were identified at start of AGM (#1 item)</i> <i>Record all matters & 'Q&A' discussion raised about the 'other business' items added to Agenda.</i> <i>If necessary, draft a motion.</i></p>	5 mins	<p>Motion [As relevant to business item that needs a decision.] Moved? Seconded? Unanimous/Majority/Lost</p>	Chair
12.	<p>Close of meeting Check that all Agenda items and motions were addressed Acknowledge newly elected Board Wrap up & close the meeting Invite guest speaker to speak Thank attendees for coming & invite to stay for refreshments.</p>	5-10 mins		Chair
<i>Refreshments provided</i>				

