



**POLICY TITLE:**

**Annual General Meeting**

**Board Approval: August 9, 2016**

**Board Review:**

**POLICY:**

1. The Annual General Meeting (AGM) shall be held within 6 months of the end of the each fiscal year.
2. A minimum of 21 days shall be given in writing to each member own good standing at the end of the fiscal period under report. The notice shall not be sent out more than 50 days in advance of the meeting.
3. All proposed resolutions will be provided to members along with their notice and the organization's annual report and financial statements.
4. All members will be provided with voting proxies in the vent that they cannot attend the meeting.
5. The Secretary of the Board will record minutes of members meetings and ensure they are filed as part of the permanent corporate records.
6. In addition to the AGMs, the Board of Directors may decide at any time to call a special meeting of all the mebmers. Notice of the meeting shall be sent to all such members with a minimum of 30 days notice unless circumstances prevent this.
7. Members meeting are the private business of the organization its members. The Board of Directors reserves the right to invite non-members into the meeting. Non-members will be allowed into the meeting only upon invitation.

**RESPONSIBILITY:**

1. It is the responsibility of the Secretary to arrange for appropriate notice of meetings to be given and related materials to be provided to all members in good standing.
2. It is the responsibility of the Chair of the Board of Directors to chair the AGM and any special general meeting of members.
3. It is the responsibility of the Executive Director to make a full report on the activities of the organization to the members.
4. It is the responsibility of member relations staff to apply appropriate registration procedures.

## **DEFINITIONS:**

1. A “**Resolution**” is a director or decision that will be put before the members as a motion at the shareholder’s meeting.
2. “**Robert’s Rules of Order**” are standard parliamentary procedures outlining a generally accepted protocol to be followed in formal meetings for dealing with motions that are put forward.
3. “**Proxy**” or “**voting proxy**” is a legal document signed by a member assigning his or her vote to another individual.

## **PROCEDURES:**

### **1. Pre-Annual Meeting General Meeting Procedures**

- 1.1. At a meeting following the end of the fiscal period, the Board of Directors will set a date and location for the annual general meeting (AGM).
- 1.2. The Executive Director will arrange for:
  - 1.2.1. A list of the members in good standing at the end of the fiscal year to be produced.
  - 1.2.2. Bookings for the AGM venue including A/V equipment, refreshments, etc.
- 1.3. The Operations Manager will arrange for:
  - 1.3.1. The review of financial statements and other materials by the external auditors.
  - 1.3.2. The development and production of the annual report, in consultation with the Board of Directors, the audit committee of the Board and the Executive Director.
- 1.4. The Finance Committee of the Board will meet with the external auditors to review any finding and recommend appropriate action to the Board of Directors.
- 1.5. The Board of Directors will review and approve financial statements and the annual report.
- 1.6. A member’s package will be produced and distributed containing:
  - 1.6.1. Notice of the AGM, including date, time and location.
  - 1.6.2. Agenda for the AGM.
  - 1.6.3. Compilation and explanation of any proposed resolutions by members.
  - 1.6.4. A voting proxy providing voting inclinations for each resolution including standard resolution, election of directors and appointment of external auditors.
- 1.7. The Executive Director will prepare a presentation for the members outlining the significant activities of the organization and financial results.
- 1.8. The Secretary will arrange for the validation of returning voting proxies and produce a tally of votes by individual resolution plus a tally of votes assigned to the board.

### **2. Annual General Meeting Procedures**

- 2.1. Staff will register members by validating their identities and proxies, if any.
- 2.2. The Chair will preside over the meeting, beginning by calling the meeting to order.
- 2.3. The Secretary of the Board will record the minutes of the meeting.
- 2.4. The Chair will adjourn the meeting.

### **3. Post Annual General Meeting Procedures**

- 3.1. The Board of Directors will ensure that action is taken on all passed resolutions arising from the AGM.
- 3.2. The Secretary of the Board will certify the minutes of the meeting by his/her signature and add the minutes to the permanent corporate record.