



# Policy Statement 006 – General Meetings

## 1. Notice of Meeting

All general meetings other than annual general meetings shall be called 'special general meetings'.

The minimum period of notice to hold any general meeting of the Charity is 21 days.

A general meeting may be called by shorter notice, if it is so agreed by all the members entitled to attend and vote.

The notice must specify the type of meeting, the date, time and place of the meeting and the general nature of the business to be transacted. If the meeting is to be an annual general meeting, the notice must say so.

The notice must be given by electronic mail or by hand or by post to all the members and Trustees.

See appendix I for template notice/agenda.

## 2. Scope of AGM

Members should be aware:

*The charity Trustees are only bound to act on decisions taken by the members where the governing document directs that those matters HAVE to be decided at such a meeting. This is because the Trustees are personally jointly and severally responsible in law for the administration of the charity.*

To be clear, any other decisions will be *advisory* and not binding on the committee.

- Trustees explain their management of the charity to members – written reports from Chairman and Treasurer, and Musical Director, and others as necessary/desired.
- Members have the opportunity to ask questions of Trustees
- Matters of business as required by the Governing Document (Rules) (hereafter 'GD'):
  - a. Confirmation of Officers appointed by committee on annual basis
  - b. Election of committee members for 3 year term
  - c. Any changes to rules (GD) or Policy Statements
- Other resolutions proposed by Trustees and included in agenda
- Any resolutions/amendments proposed and seconded by members: these must be submitted to the Secretary in writing together with any supporting documentation 14 days in advance of the meeting. The Secretary will then circulate the revised agenda 7 days in advance of the meeting.
- If there are committee/Trustee vacancies for which there are no candidates in advance of the meeting, then members can be proposed from the floor, seconded, voted on at the AGM.

### 3. Date of AGM

- There is no date specified in the GD.
- There should be no more than 15 months between AGMs (Charities Commission “CC”).
- Financial Accounts: the TCS financial year is Jan-Dec and audited financial accounts are not available until March, and must be submitted to the Charities Commission within 10 months of year end. Neither the GD nor the CC require the audited accounts to be presented to the AGM before submission.

The AGM should be held in March at a rehearsal as close to the start of season as practicable; this to allow any new committee members elected at the AGM to take up their posts at the beginning of the year’s activities.

### 4. Quorum

No business shall be transacted at any general meeting unless a quorum is present.

The quorum for GMs shall be one half of the current membership roll.

Changes to governing document can only be effected at an AGM by a two thirds majority of those members in attendance and voting.

Other decisions: for decisions not affecting the governing document (GD), a simple majority of those attending and voting is required.

Vote counting: If a show of hands is inconclusive, then a poll (a formal count of votes submitted in writing) may be demanded or required.

In the event that a member is unable to attend a GM, a written copy of a resolution on the agenda, with an indication of the member’s yes or no vote, and signed by that member, shall be acceptable and counted.

### 5. Conduct of meetings

- Participation: All members, including Hon Secretary (if taking minutes), must be able to participate fully and freely in any discussion. The conductor, although not a member of the society, may also attend meetings and speak if invited by the chairman; he/she may not vote on any issue.
- Seating: All Trustees to sit facing the membership (as far as practicable), to make identities clear and to facilitate questioning. The chairman, at his/her discretion, may invite the conductor to sit with the Trustees.
- Members’ proposals: Members who have put forward proposed resolutions should, at the discretion of the chairman, be invited to address the meeting.
- The Chair explains the purpose and effect of each proposed resolution, and whether the decision of the meeting is binding on the Charity Trustees, before putting it to a vote.

### 6. Adjournment

**Non-discretionary/inquorate meeting:** If a quorum is not present within 30 minutes from the time appointed for the meeting, or during a meeting a quorum ceases to be present, the meeting shall be adjourned to such time and place as the Trustees shall determine. The Trustees must give at least 7 days’ notice of the reconvened meeting. At that reconvened meeting, if no quorum is present within 15 minutes of the appointed start time, then the members present at that time shall constitute the quorum for that meeting.

**Discretionary/quorate meeting:** The members present at a quorate meeting may resolve that the meeting shall be adjourned, and the date/time/venue set for the meeting to be reconvened. If after more than 7 days, then 7 days' notice must be given of the reconvened meeting. When reconvened, the business must be that which could properly have been conducted had the adjournment not taken place (no fresh business).

## 7. Special General Meetings

SGMs to be held for the consideration of non-recurring business requiring members' approval between AGMs.

SGMs can be called by the committee, or be called by full society members on submission of a written request by a minimum of 10 members, stating the nature of the business that is to be discussed. The Trustees must hold the meeting within 28 days of the request.

Members can use an SGM

- To seek explanations from the Trustees for a course of action
- To encourage fuller discussion on an issue
- If they feel that the Trustees are not fulfilling the charity's aims and objectives
- If they feel the charity is not being administered effectively

Template for Notice:

Tyndale Choral Society Registered Charity no. 284840  
Notice of meeting

NOTICE IS HEREBY GIVEN that the AGM of the Tyndale Choral Society will be held at (venue) at (time) on (date) to transact the following business:

#### AGENDA

1. Minutes of the previous meeting

2. Reports and accounts

To receive and consider the accounts for the year ended (insert date) and the reports of the charity Trustees and auditors.

3. Auditors

To appoint (insert name) as the auditors.

4. Auditors' remuneration

To authorise the charity Trustees to set the level of the auditors' fees.

5. Confirmation of Officers

To appoint (insert name) Chairman for a period of one year.

To appoint (insert name) Hon Treasurer for a period of one year.

To appoint (insert name) Hon Secretary for a period of one year.

6. Appointment of charity Trustees

To appoint (insert name) as (insert portfolio) for a period of 3 years.

[Nominations are required in writing for the following officers/Trustees and must be received by (insert date). Nominations should also be signed by a seconder and by the nominee to show his/her agreement.]

7. Alteration to the Governing Document

To consider and vote upon the following resolution:

That clause ... of the Governing Document be amended to read .....

8. Members' proposed resolutions

Details will be given once proposed resolutions are received. These should be sent to the Secretary no later than 14 days prior to the date of meeting, together with seconder's signature and supporting documentation. A revised agenda will be issued 7 days prior to the meeting.

9. Any other business

To deal with any matters raised at the meeting.

By order of the Charity Trustees

Secretary

Date