

How to Plan Successful Annual General Meetings (AGMs)



Running a successful charity Annual General Meeting (AGM) involves two key aspects: ensuring that trustees have fulfilled their responsibilities and making the most of the opportunity for your organisation. This requires an understanding of the Charity Commission guidelines for running AGMs, as well as identifying who is classed as a member in the organisation's governing document.

These notes are designed to help Trustees plan and organise a successful, compliant AGM.

What is the purpose of an AGM?

- To provide the charity trustees and/or officers the opportunity to present the charity's accounts and reports, to explain their management of the charity to the members;
 - It also provides the members of the charity with an opportunity to ask questions before voting on business items on the agenda;
 - It provides opportunity for appointment of new trustees, process for any allowed changes to the constitution or any other business.
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Your governing document and your structure

Check your governing document (also known as your constitution) for any rules about your AGM. The governing document also sets out what type (or 'structure') of group it is. For example, you need to know if you are a charity, or a company, or both, or something else. This is because the rules and laws are different for different structures of group. We have put together this guide with charities in mind (much of the content may also apply to other structures but this is for you to check).

For example, your governing document may have rules for:

- Who do you have to notify about the AGM?
- How often do you have to hold AGMs?

AGMs are usually held annually!



If it is a new charity, the first AGM can usually be held up to 18 months after the charity starts. Thereafter, charities should hold their AGMs no more than 15 months apart.

- How much notice are you required to give for the meeting?
- Do you have to send the notice of the AGM to your members' homes?
- How many people must be at the meeting to make it official?

The quorum!



The number of people to invite is called the 'quorum'. When the right number of people are at a meeting, the meeting is a 'quorate'; this means that there are enough of the right people present to vote and make decisions.

- Do the group's accounts have to be independently examined (or audited) before the AGM?
- How much notice is required if anyone wants to propose an amendment to the constitution?
- Do nominations for new trustees have to be taken in advance or can you take them at the meeting?



Nominations

It is usual to have a 'proposer' and a 'seconder' for each nomination.

If your organisation is a registered charity, you must follow the regulations concerning the Trustees' Report and Accounts, which can be found on the Charity Commission website. This also applies for any constitutional changes you wish to make.

The business that must be addressed at the AGM is usually specified in the governing document or by underlying legislation. However, trustees may include additional items of business they consider appropriate.

What governance structure is my organisation?

If you are unsure about your charity's governance structure, this information may help you identify where to find relevant details and what to consider for compliance during AGMs or general meetings.

An **Unincorporated Association** is an organisation formed by an agreement between a group of people who come together for a reason other than to make a profit (for example, a voluntary group or a sports club).

Charitable Trusts are established specifically for a charitable purpose and benefit from favourable tax treatment. A charitable purpose must be of value and importance to the wider community.

Incorporated bodies: Incorporation is the process by which a new business or existing business or charity registers as a limited company. A company is a legal entity with a separate identity from those who own or run it. Most companies are limited liability companies, meaning the liability of members is limited by shares or by guarantee.

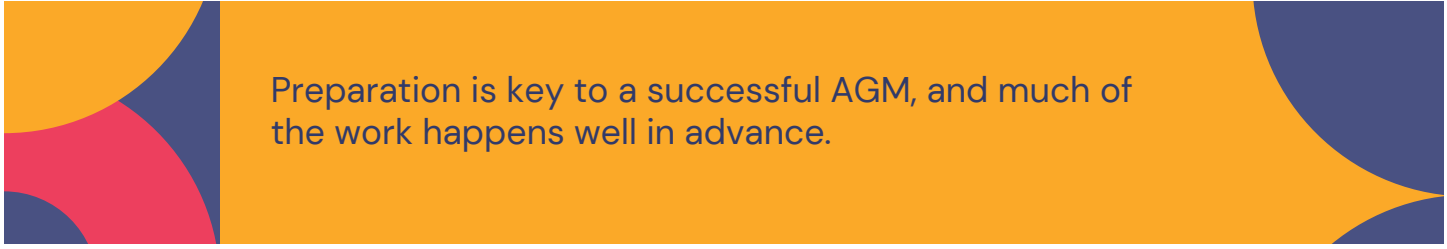
Types of incorporated bodies:

- Charities without share capital, typically governed by articles of association.
- Some have a Royal Charter: e.g. NCS, The BBC, Duke of Edinburgh award.
- Some are established through Act of Parliaments: e.g. The Salvation Army (passed in 1963, 1980).
- There are also Mutual Societies: these are Community Benefit Societies and Co-operatives, also known as Mutuels.

A CIO (Charitable Incorporated Organisation) is a corporate body which is not a company incorporated under the Companies Acts; it is therefore not subject to company regulation. Neither its existence nor any charges it creates have to be registered at Companies House. ***For a CIO, the Governing Document is a Constitution.***

Members of your charity are entitled to attend AGMs and other general meetings. The governing document should define who qualifies as a member. In some cases, individuals must apply for membership, while in others, they may qualify automatically, such as by living in the local area.

Preparation and notice required



Preparation is key to a successful AGM, and much of the work happens well in advance.

Decide on the format

The first step is to decide what type of AGM you want to run. This could range from a simple 30-minute business meeting to a larger-scale event. The location could be anything from a local coffee shop or museum to a fully online meeting (if your governing document permits online meetings). If the AGM includes trustees of a charitable trust, it might precede a full business meeting with the trustees.

Creative ways to make your AGM an event

To make your AGM more engaging, consider turning it into a special event. You could:

- Host a book launch sharing stories of your beneficiaries or release new research findings from your charity's work to members and supporters.
- Invite a guest speaker to discuss relevant topics aligned with your charity's objectives.
- Tailor the content to what your members and stakeholders would find interesting and beneficial, ensuring it reflects your charity's goals.

Invites for the AGM should be sent to all required, as per your constitution, but you may also invite others. If this is the case, then consider which stakeholders to invite. You can invite beneficiaries, members, volunteers, staff, funders, commissioners, local dignitaries, councillors and anyone whom the charity touches and impacts.

Representation and inclusion

Hearing the voices of your stakeholders is critical. At an AGM, there may be additional ways to include stakeholder input. This can be simply having post its or surveys for people to write on. You could consider creative ways to represent the views of your beneficiaries, whether through in-person engagement, video presentations, or other artistic or creative formats.

Meaningful consultation is key—avoid tokenism by planning realistically within your capacity and resources.

Planning your AGM and agenda

Date, time and venue	<ul style="list-style-type: none">● Set the date, time and venue● Include these details in the agenda
Agenda structure	<ul style="list-style-type: none">● Consider including your charitable purpose or objectives in every agenda● Pace the agenda to keep people engaged, especially for a public meeting● Identify any challenging discussions or decisions, and strategically place them in the agenda with enough time to cover them
Venue considerations	<ul style="list-style-type: none">● Ensure the venue is accessible for all members (e.g wheelchair access, service dog access)● Confirm whether you need an induction loop system (a sound system that helps people with hearing impairments hear what's going on) or a PA system (collection of equipment that amplifies and projects sound to large groups).● Book an appropriate meeting room in advance
Health and Safety	<ul style="list-style-type: none">● Assess the venue for potential hazards and ensure familiarity with fire exits
Refreshments	<ul style="list-style-type: none">● Decide what refreshments to provide and check if the venue has the necessary equipment (cups, kettles, etc).
Reports and documents	<ul style="list-style-type: none">● The Charity Commission recommends sending the charity's annual report and accounts to each member or making them available at the venue prior to the meeting● Anyone may request a copy of the accounts at any time, with the charity entitled to charge a reasonable fee
Auditors or accountants	<ul style="list-style-type: none">● Consider whether you need to appoint accountants or auditors –your governing document and income inform this decision. If yes, research in advance for quotes and review whether staying with your existing provider offers value● Best practise is to review this every three years.
Conflict of interest	<ul style="list-style-type: none">● Identify any potential conflicts of interest and how you will manage these● Use your AGM cycle to keep your register of interests up to date, including declarations from all relevant parties

Calling an AGM

Unless specified otherwise by your governing document, AGM notices must be sent to all members and anyone entitled to receive them. Some charities, such as village hall charities, may need to follow alternative advertising guidelines outlined in their governing documents.

Key points

- The governing document may specify how many days' notice is required to call an AGM
- The Charity Commission recommends sending the notice and relevant documents at least 21 days in advance (20 working days)
- Ensure the notice includes:
 - Date, time and venue of the AGM;
 - Details of business to be covered;
 - Invitation to propose resolutions and requests for officer nominations;
 - Instructions on how to vote or propose agenda items.
- Make the notice and proposed resolutions clear and accessible – write them in plain language to ensure there are no misunderstandings. If necessary, provide translations for multi-lingual memberships
- For trustee elections, include the full names and relevant background of candidates
- Maintain an up-to-date membership list, and for charities with websites, consider posting the notice online.

Who can attend an AGM?

The governing document typically specifies who is allowed to attend and vote at an AGM. In charities with memberships, different types of members may have varying voting rights. It is essential for charities to maintain an accurate and up-to-date list of members. Failure to do so may result in current members not receiving AGM invitations, leading to criticism, challenges to decisions made, or even the need to call an Extraordinary General Meeting (EGM) or Special General Meeting (SGM) to resolve the issue.

Even when individual members have been contacted, the Charity Commission recommends that trustees consider whether broader publicity is necessary. For instance, placing an advertisement in a local or national newspaper, posting notices on community bulletin boards, or displaying them in public spaces like libraries or shops can help ensure all members are informed. This is not essential but if wanting to hold a larger event, it not only ensures members are aware of the AGM but can also attract public interest and potential donors. For charities without formal membership, general publicity can boost attendance.

Charity trustees may also invite professional advisers, such as accountants or solicitors, to the AGM. However, non-members do not have voting rights. Similarly, members who require carers to attend with them should note that carers, unless they are members themselves, are not permitted to vote.

Sample AGM invite

You are invited to the Annual General Meeting of Chorlton Photography Association

On: Thursday 20th October, 7.30 to 9pm

At: The Bowling Green (Function Room), Chorlton, Manchester

Agenda

1. Apologies for absence
2. Minutes of previous AGM
3. Chair's report
4. Secretary's report
5. Financial report (appointment of auditors)
6. Election of trustees (including Register of Pecuniary Interests – financial interests)
7. Date of next meeting (DONM)

While there is typically no general business item on the agenda, but adding one can encourage discussion among attendees.

Source Guidance

A These notes were prepared by experienced trustees and chairs for Macc, based on Charity Commission guidance. You can find the full Charity Commission guidance on AGMs and meetings [here](#).

(Charity Commission guidance website address:

<https://www.gov.uk/government/publications/charities-and-meetings-cc48/charities-and-meetings>).

**For questions and concerns,
reach out to us at Macc!**

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