



Policy: Special General Meeting

The following Special General Meeting (SGM) Policy is the code with which we all will follow while in a meeting.

1. STANDING ORDER

- 1.1. A meeting must meet standing order before it commences.
- 1.2. A Quorum of Trustees **must** be in attendance **throughout** an SGM in order to vote.
 - 1.2.1. A Quorum is **1/3 + 1**.
- 1.3. Should the attendance drop beneath a quorum the Chair will adjourn.
- 1.4. The following documents should be available at all meetings:
 - 1.4.1. The Deed of Trust .
 - 1.4.2. This Policy.
 - 1.4.3. The latest prepared Accounts.
 - 1.4.4. Management Accounts.
 - 1.4.5. Minutes of the **last** SGM.

2. ATTENDANCE

- 2.1. No persons other than Trustees may attend an SGM without prior invitation from the Chair.
 - 2.1.1. This includes the Public, Professional Advisors and Regulators.
 - 2.1.2. Consent can be sought any time prior to the meeting by contacting the Charity.
 - 2.1.3. The Chair must allow attendance wherever possible.
- 2.2. No less than 2 SGM's will be held in any 12 month period.
- 2.3. Decisions within an SGM are **collective and binding**.
- 2.4. Only Trustees may call an SGM.
 - 2.4.1. The Chair must be contacted to do so and will arrange the meeting.
- 2.5. All attendees of an SGM **must be noted in the minutes**.

2.6. Should a member not be able to attend a meeting they should try to notify the Chair immediately as apologies for non-attendance are given by the Chair at the start of a meeting prior to the business of the meeting.

2.7. NOTICE

2.7.1. All invitees will be given an email notice of an SGM.

2.7.1.1. A notice will be accepted as being delivered by the time the due delivery medium would take to reach the member being notified.

2.8. An agenda must be published to all attendees prior to the meeting, preferably with the notice of the meeting.

2.9. Within reason a timetable must be drawn up and published with or as part of the agenda which the Chair should work to.

3. MINUTES

3.1. A person **must** be nominated to take minutes at each meeting, due to absences this will not be the provision of one office. It is this person's responsibility to see the minutes are entered into the Charites records.

3.2. Minutes from an SGM must be formally passed at the following SGM.

3.3. Minutes from the previous meeting should be discussed and signed off on by the Chair as being true and accurate representation of the meeting to which they refer.

3.4. Any Trustee not happy with the minutes should request a postscript stating this.

4. THE CHAIR

4.1. The meeting shall be Chaired **by the Trustee holding the office of Chairman.**

4.1.1. Should the Chair be absent any Trustee may take **The Chair.**

4.2. Should the Chair not be occupied a meeting **cannot continue.**

5. SPEAKING

5.1. All attending will be granted a fair and **equal opportunity** to speak.

5.2. A member must declare a private interest or conflict in any item on a meeting agenda being discussed. And follow the [Conflict Of Interest Policy](#).

6. VOTING

- 6.1. Within an SGM elections of Patrons and offices take place via Vote.
- 6.2. Votes will be taken by show of hands unless one member calls for a private poll.
- 6.3. The Chair always has the casting vote.
- 6.4. A simple majority will pass a vote.

7. ADJOURNMENT

- 7.1. The Chair may adjourn a meeting and set the time and date at which it will resume.
- 7.2. No new business will be entered into an adjourned meeting.
- 7.3. An adjournment should be entered into the minutes.
- 7.4. Up until an adjournment decisions are to be treated as **valid and binding**.
- 7.5. If the Standing Order is not satisfactorily complied to, the Chair may adjourn a meeting until compliance has been met.

8. DOCUMENTS

- 8.1. All documents must be prepared and distributed **in advance** and entered into the agenda by the Chair.
- 8.2. Documents cannot be submitted to a meeting formally and entered into the records if not distributed by the Chair prior to a meeting (giving all an equal chance for prior review).
- 8.3. Any documents being submitted to the meeting should be complete and whole.

9. RESERVED POWERS OF AN SGM

- 9.1. Accounts and the Annual Report (Interactive Report) must be signed off on within an SGM.
 - 9.1.1. Distribution **cannot** take place until this is done.
 - 9.1.1.1. This includes filing the annual return.

10. CLOSING

- 10.1. Before closing a meeting the date, time and venue should be recorded for the following meeting where possible.
- 10.2. The Chair will close a meeting at their discretion.

11. CODE OF CONDUCT

- 11.1. Behave at all times in a professional manner.
 - 11.1.1. Good order is expected.
- 11.2. Treat each other with mutual respect.
- 11.3. Attend meetings on time and **send apologies, if unable to attend a meeting.**
- 11.4. Respect the views of others (let people have their say **without** interruption).
 - 11.4.1. The Chair will adjourn should one attendee refuse to let another speak for a short break to let matters settle.
- 11.5. Avoid the use of offensive language.
 - 11.5.1. Bad language must be withdrawn or be in breach.
- 11.6. All remarks should be concise and to the point where possible.
- 11.7. Stick to the agenda.
- 11.8. Listen and make responses in an accordance with this policy.
- 11.9. Ensure that criticism is constructive and **well founded.**

12. BREACHES OF POLICY

- 12.1. The Chair may ask an individual to **withdraw** if they break the Code of Conduct above.
- 12.2. If this reduces the level of Trustees below a quorum the Chair must adjourn the meeting and only open once the Chair has been assured of good order will be restored.
- 12.3. The Chair's ruling on the **interpretation** of the Code of Conduct **shall be final.**