

GENERAL MEETINGS

1. BACKGROUND

- 1.1 CQI Bye-laws 12 through 16 describe the requirements for General Meetings of the Chartered Quality Institute.
- 1.2 Bye-law 13 requires the Board to prescribe, in Regulations, the form for calling a General Meeting (whether Annual or Extraordinary).
- 1.3 Bye-law 15 requires a Regulation to address the consequence of a General Meeting being inquorate – its dissolution, adjournment and reconvening.
- 1.4 Bye-law 16 allows the Board to issue Regulations to define the conduct of business at General Meetings, including notice and attendance, submission of proposed resolutions, voting, chairmanship, adjournment and reconvening.

2. REGULATION

2.1 PURPOSE

This Regulation sets out such matters above as deemed appropriate by the Board.

2.2 REQUIREMENTS

- i) Annual General Meetings (AGM) of the Institute normally occur following the conclusion of the September Board meeting.
- ii) Extraordinary General Meetings (EGM) may be called under the terms defined in Bye-law 14.
- iii) Formal notice for both of the above shall be given to voting members through Quality World (QW).
 - Inclusion of notice in the July edition of QW will comply with the 21-day requirement for an AGM.
 - The notice for an EGM shall be published in line with planned QW publication dates ensuring delivery to all voting members no less than 21 days ahead of the meeting.
 - The notice to include time and place, the agenda, requirements regarding proxy attendance and voting, and rules for submission of any other business (AOB).
- iv) The published AGM agenda shall include as a minimum:
 1. Acceptance of the minutes of the prior year's meeting.
 2. Receipt of the accounts and balance sheet, and reports of the Board and of the Auditors.

3. Appointment of the Auditors and authorisation of the Board to determine remuneration.
 4. Declaration of results of elections to the Board and Council since the previous AGM.
 5. Current proposals for resolution and AOB.
- v) Any proposals for resolution or AOB at an AGM must be lodged with CEO no later than five working days before the meeting.
- vi) The EGM agenda is to include the specific proposal(s) for resolution at such meeting. No further business may be added.
- vii) An inquorate meeting (per Bye-law 15) shall be adjourned by the Chairman; discretion shall be given regarding late arrival of members. Where so adjourned, the Chairman shall rule and declare at the adjournment which business shall require a further meeting to be called and instruct such accordingly. Special proposals for resolution shall, in the case of an inquorate meeting, be deemed to have been defeated.
- viii) The Chairman of any General Meeting shall, by default, be the Chairman of the Board; in his/her absence, the Chair shall fall to the President, Honorary Treasurer or Chairman of Council in sequence.
- ix) Voting at meetings shall be by a show of hands of voting members present, or in the event of a virtual meeting via the voting system for the technical platform used, plus a count of valid proxy votes entered and cast for items on the agenda published in the calling notice; only voting members personally present may vote on business subsequently added to the agenda. Notwithstanding the foregoing, voting to resolve a tied election shall be by secret ballot amongst voting members present.

3. ADOPTION

3.1 This regulation is approved by the Board of Trustees for implementation.