



## Proposal to defer the 2020 AGM for one year

### FAQs

#### Is there any basis in the fotpin [Management Rules](#) for asking members to defer the AGM?

Not as such. However the requirement for the AGM is set by the Rules and can be changed by changing the Rules. While that also requires a meeting (a Special General Meeting) we can maintain the spirit of that by applying the same conditions to this email voting procedure as are required for calling a Special General Meeting to change the Rules, namely:

- (a) Provide at least 21 days' notice of the proposal and date that the ballot will be finalised;
- (b) Provide members with the case for the proposal at least 14 days prior to the date of finalising the ballot;
- (c) Require a quorum of 10 members (in this case at least 10 votes to be received); and
- (d) Require a majority of votes to be in favour of the proposal in order to carry it.

#### When does the AGM have to be?

The [Management Rules](#) state that there has to be an AGM "once every year".

#### What business has to be conducted at the AGM?

The [Management Rules](#) state that the business of the AGM is:

- (a) to confirm the minutes of the preceding AGM and of any intervening general meeting whose minutes had not been confirmed;
- (b) to receive reports from the Committee on the group's activities since the preceding AGM, and other reports as deemed appropriate by the Committee;
- (c) to elect the members of the Committee for the next year. Where the AGM does not elect office bearers at the time of electing the Committee the elected Committee will then set a time to meet and appoint the office bearers of the group. All members of FOTPIN will be notified of the persons appointed as office bearers and their respective positions; and
- (d) to receive and consider the statement of accounts and reports of the group.

#### What happens to these business items if we vote to defer the AGM for a year?

These items cannot be formally conducted without a meeting but the Coordinating Committee feels that the spirit of the requirements for these business items, namely transparency of governance, can be satisfied without an AGM, although skipping more than one AGM might be of concern.

Items (a), (b) and (c) are primarily for the Coordinating Committee and Office Bearers to demonstrate

- (a) The draft [minutes of the last AGM](#) (19<sup>th</sup> May 2019) have been available to all members on our website for over a year and the Committee is always open to challenges on their correctness. Members will be confirm them at the next AGM.
- (b) The Convenor's Report to the AGM is always a summary of the Convenor's Reports provided at Coordinating Committee meetings at 3 month intervals (and included in the [minutes](#) of those meetings that are posted on our website soon after) and included in the 3-monthly [Updates](#) made available to members.
- (c) This raises slightly more difficulty. By accepting the deferral of the AGM, members are automatically accepting continuation of the current Committee for a further year. However there are clauses in the [Management Rules](#) that provide for mid-term changes to the Committee that could be used if required.
- (d) The statement of accounts has been prepared for the period 1<sup>st</sup> May 2019 to 30<sup>th</sup> April 2020 (aligned with the Committee's objective of moving the AGM from July to May), has been audited in the normal way and are available on our website ([fotpin.org.au/minutes/fotpin\\_Audited-Financial-Statement\\_2019-2020.pdf](http://fotpin.org.au/minutes/fotpin_Audited-Financial-Statement_2019-2020.pdf))

Other reports are generally included in the Convenor's Report.

**When it is proposed to hold the next AGM?**

In 2019 the Committee decided to move the AGM from July to May when the weather is generally more favourable to encouraging attendance. This was in response to the failure to obtain a quorum for the AGM in the previous year.

It is therefore proposed that in accordance with this new schedule the next AGM will be held in the middle of May 2021.

Should the need arise, a Special General Meeting can be called at any time in accordance with the [Management Rules](#).

**What happens if the proposal to defer the AGM is rejected by members?**

We sincerely hope that this will not be the case, but if so we will attempt to hold the AGM as soon as possible after the conclusion of the voting period. This will be either by video conferencing or by organising an in-person meeting, subject to the restrictions on public gatherings at the time. Should we fail to get a quorum at that meeting then the business of the AGM will in effect be held over until next year, as any decisions made in the absence of a quorum will need to be ratified at that meeting.

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*Copies of all links to on-line documents and web pages referred to above:*

Management Rules: [https://fotpin.org.au/docs/fotpin\\_Management-Rules\\_19-May-2019.pdf](https://fotpin.org.au/docs/fotpin_Management-Rules_19-May-2019.pdf)

Minutes of the last AGM: [https://www.fotpin.org.au/minutes/Minutes\\_fotpin-AGM\\_19-May-19.pdf](https://www.fotpin.org.au/minutes/Minutes_fotpin-AGM_19-May-19.pdf)

Minutes of Coordinating Committee Meetings: <https://www.fotpin.org.au/governance.html#CC>

Updates: <https://www.fotpin.org.au/newsletters.html>

Audited statement of accounts for the period 1 May 2019 to 30 April 2020:

[https://www.fotpin.org.au/minutes/fotpin\\_Audited-Financial-Statement\\_2019-2020.pdf](https://www.fotpin.org.au/minutes/fotpin_Audited-Financial-Statement_2019-2020.pdf)