***Annotated Agenda for an AGM***

This tool is designed to help you guide you co-op’s members through an annual meeting. Below is a sample agenda annotated with reminders of when to call for a motion, what needs a resolution, and other tips to help keep things on track. Modify this tool to match the business at your AGM and adjust the process to reflect your style of board leadership.

**Meeting Chair Outline**

This sample AGM agenda identifies standard procedure for each step. Customize this to match your co-op’s agenda and processes to help guide the Chair through the meeting.

1. **Call to order**

Formally open the meeting, indicating the time for the meeting minutes.

1. **Approval of the agenda**

Ask if there are any additions or amendments that need to be made to the agenda.

* Call for a motion to accept the agenda either ‘as amended’ or ‘as presented’.
* Call for someone to second the motion.
* Ask for a show of hands for those in favour; those opposed; those abstaining.

1. **Outline the rules of order**

Give an overview of the rules that will govern the meeting, like:

* Making motions and voting
  + The Chair will call for someone to make a motion
  + The Chair will call for someone to second the motion
  + The Chair will open the floor to any discussion on the motion
  + The Chair will call for a vote
  + Members will show their support by raising a hand
  + Votes will not be counted unless requested; the Chair will exercise discretion to declare when a motion/resolution is carried or defeated
* Speaking at the meeting:
  + Members should be respectful and allow one member to speak at a time, in turn. A member that wishes to speak will raise their hand and will be given the floor when recognized by the chair.
  + The chair will use discretion when determining who has the floor.
  + Discussion on motions will wait until the motion has been moved and seconded.

1. **Review minutes of the last members’ meeting**

Minutes from the previous members’ meeting can be read aloud if requested by members. If anyone suggests revisions to these minutes, the secretary should make a note of them.

* Motion: that the co-operative accept the minutes of [DATE] members’ meeting ‘as presented’ or ‘as amended’.
  + Call for someone to second the motion.
  + Open the floor to discussion or questions.
  + Call for a vote (“All in favour?”).
  + Announce whether “carried” or “defeated”

1. **Reports**

The Chair can now call on the person in charge of presenting the first report. Reports that focus on operations can be accepted together in a single resolution or separately after each report is presented. After each report, give the members time to ask questions.

Once the reports have been presented, the Chair calls for a motion to accept the reports.

* Motion: that the reports be accepted as presented.
* Call for someone to second the motion.
* Open the floor to discussion or questions.
* Call for a vote.
* Announce whether carried or defeated

1. **New Business**
2. **Resolutions**

If there are any resolutions, present them to the members in writing *and* have the Chair read them aloud. Include a general description of each resolution with the notice to members. For the meeting, the full text of the resolution should be in the agenda or as a separate handout.

After reading each resolution, call for a motion to accept it. There are two kinds of resolutions: Ordinary and Special. Ordinary resolutions need a simple majority to pass (ie. 50% + 1 of the voters need to approve), while a Special resolution needs 2/3rds of the voters to approve. ([Click here for more details on the types of resolutions](https://coopcreator.ca/resource/sample-resolution/))

* Motion: that the members accept the resolution to ...
* Call for someone to second the motion.
* Open the floor to discussion or questions.
* Call for a vote.
* If the resolution is accepted, the Chair can sign and date the paper copy of the resolution and give it to the secretary.

1. **Appointment of Auditor**

Appointing an auditor, if you need one, is an ordinary resolution.

* Motion: that the members accept the resolution to appoint [AUDITOR’S NAME] to hold the office of auditor of the co-operative and fulfill all responsibilities of that office until the next annual general meeting.
* Call for someone to second the motion.
* Open the floor to any discussion or questions.
* Call for a vote. A simple majority (50% +1) is needed to carry the motion.
* If the resolution is accepted, the chair can sign and date the paper copy of the resolution.

1. **Election of officers**

Explain the process for selecting the board of directors.

* Read the names of those who will let their name stand. Ask each candidate to stand when their name is read. Each candidate could say a few words if permitted by the Chair.
* If there are more people running for the board than available seats, you need to hold an election. The election should follow the procedure set out in the co-op’s bylaws. If no seats are contested, you only need an ordinary resolution to accept the nominees to the board.
* If you need to vote, distribute ballots to the members and allow 5-10 minutes for the members to vote.
* Have an impartial person/people collect and count the ballots.
* Announce the winners

1. **Adjournment**

The Chair can now call for a motion to adjourn the meeting. It’s not necessary to second or vote on the motion to adjourn. State the time of adjournment so the secretary can record it in the minutes.

After the meeting, make sure the reports and signed resolutions are given to the secretary to accompany the meeting minutes.