PUrpose

The purpose of this document is to assist clubs with the preparation of their annual general meeting (“AGM”). While there are formal proceedings which must be conducted during the meeting, an AGM can also be a great way to celebrate the club’s successes, acknowledge the contribution of its volunteers and inform and engage with its members. This document aims to assist clubs in optimising the outcomes of their AGMs.

overview

The AGM is an important event for every organisation. It gives management an opportunity to provide a broad overview of the organisations’ current directions and financial health to its members, and to confirm the organisation’s purpose. It is also a chance to revitalise the organisation through engagement between the committee and members and, most importantly, by ensuring that participants leave the meeting firmly committed to the organisation and its goals.

The *Associations Incorporations Act 1981* (the “Act”) requires an AGM to be held within 6 months of the end of the club’s financial year. Additionally, clubs must ensure their AGM is held within the timeframe outlined in their constitution.

preparing for the meeting

*Timeline of key dates*

Clubs may wish to consider preparing a timeline leading into their AGM that outlines key dates for providing notices, circulating proposed resolutions, accepting nominations for committee positions, etc. This document can prove useful in assisting with the effective management of the AGM process.

*Notice requirements*

Clubs must ensure notice of their AGM is given to members in accordance with the requirements set out in their constitution. Such notice should include notice of the date, time and place of the meeting as well as the general business to be conducted at the meeting.

Key documents and other information should also be considered when communicating details of the AGM to the club’s members. Examples include:

* president’s and/or treasurer’s reports;
* club financial statements;
* any changes proposed to the club’s constitution;
* the way in which a member can appoint a proxy for the meeting (if applicable); and
* the proposed agenda for the meeting, including any items of business and resolutions to be considered at the meeting.

conducting the meeting

*AGM Agenda Template*

A simple ‘AGM Agenda Template’ has been attached to this document at Annexure A. Clubs may find this document useful in assisting to prepare for and conduct their AGMs.

Clubs should consult the ‘AGM Agenda Template’ for guidance on the conduct of their AGM or, alternatively, contact Racing Queensland’s (RQ) Partnerships & Development team at: clubdevelopment@racingqueensland.com.au.

*Committee elections*

At each AGM of a club, a committee election is to be conducted. Under the Act, the management committee must have at least 3 members, including a president and a treasurer (1 person cannot be both). A club’s constitution should outline further committee requirements.

It may be that nominations for election to the committee are required by a certain time prior to the AGM; this information should be provided to members in the notice of the meeting.

The club must ensure any applicants for nomination to the management committee are eligible under the club’s constitution, the Act and any requirements or policies of RQ.

Being a committee member comes with responsibilities, so it’s important to ensure all candidates are aware of these responsibilities and are appropriately skilled to fulfil the key tasks required ahead of the election. Clubs should refer to the published ‘role descriptions’ on RQ’s Club Portal (<http://rqclubportal.com.au/>) for outlines of key positions on the management committee and consider making these available to prospective candidates.

*Other business*

Clubs should be sure to set aside enough time for their AGM so that all items of business can be properly considered at the meeting.

A club’s audited financials must be considered (and adopted) at the AGM. Other key matters such as the president’s report and the treasurer’s report should be tabled at the meeting and given adequate consideration. The meeting should also provide the members with an opportunity to discuss the club’s progress against business objectives and key risks or issues.

All resolutions and motions should be proposed and seconded by members, and subsequently discussed and decided by a vote of the association. A club should check its constitution to confirm procedural requirements for general meetings.

It is important to note that a proposed resolution or motion shouldn’t be presented to the club for the first time at the meeting, but rather should be set out in the notice of the AGM sent to members. in order to include any proposed resolutions or motions in this notice, members should be sure to give the secretary sufficient notice of the relevant item of business well in advance of when the meeting is to be called.

after the MEETING

*Finalising the minutes*

The secretary of the club is responsible for ensuring that all questions, matters, resolutions and other proceedings at the AGM are clearly recorded in the minutes of the meeting, including the names of the any proposers and seconders.

To ensure an accurate record of the AGM, the secretary of the club is encouraged to draft the minutes at or as soon as possible after the AGM and distribute these to all necessary parties for review prior to finalisation.

Typed and signed minutes of the AGM must be submitted to RQ by January 31 in the calendar year following the AGM, noting:

* the election of management committee positions;
* the number of financial members of the club;
* the president’s report, including progress updates against key actions for the previous financial year; and
* the treasurer’s report, including the acceptance of audited financials for the previous financial year.

*Facilitating changes to the management committee*

All committee members are required to be aware of and comply with the Racing Act, any RQ policies or terms and conditions applicable to licensed clubs, as well as their obligations under the Act.

Management committees should consider the following to facilitate smooth transitions for new committee members:

* creating induction packs to consolidate new members’ knowledge and understanding of club background, rules, roles and processes;
* providing a USB with key documents to new committee members or, alternatively, using of a ‘committee portal’ to facilitate a smooth handover;
* ensuring persons authorised to access club accounts and sign or approve club payments are amended to reflect the new composition of the committee; and
* obtaining club equipment such as mobile phones or laptops from outgoing committee members and providing these to new members to assist them to perform their duties and exercise their functions.

A template Committee Induction Pack is available on RQ’s Club Portal and can be accessed directly through the following link:

<http://rqclubportal.com.au/media/10678/committee-induction-pack-template.docx>

*National Police Certificates*

All new executive officers of a club must provide a copy of a national police certificate (“NPC”) issued within the last 12 months to RQ. The ‘*executive officers*’ of a club include its management committee members.

Some options for providers of NPCs are presented below:

* [Clear to Work](https://check.cleartowork.com.au/)
* [Australia Post](https://auspost.com.au/police-checks)
* [Queensland Police](https://www.police.qld.gov.au/documents-for-purchase/national-police-certificates)

Useful Links and Reference Documents

More information and club resources can be found here:

* https://www.racingqueensland.com.au/about/clubs-venues-wagering/club-compliance-licensing
* <http://rqclubportal.com.au/club-management/committees/>
* <https://www.qld.gov.au/law/laws-regulated-industries-and-accountability/queensland-laws-and-regulations/associations-charities-and-non-for-profits/incorporated-associations/running-an-incorporated-association/incorporated-association-management-committee/who-on-committee>
* <https://www.qld.gov.au/law/laws-regulated-industries-and-accountability/queensland-laws-and-regulations/associations-charities-and-non-for-profits/incorporated-associations/running-an-incorporated-association/incorporated-association-management-committee/who-on-committee>
* <https://www.qld.gov.au/law/laws-regulated-industries-and-accountability/queensland-laws-and-regulations/associations-charities-and-non-for-profits/incorporated-associations/financial-responsibilities-for-incorporated-associations>

Annexure a - AGM Agenda Template

*Please note, this document should be amended by a club as it considers appropriate to suit the club’s particular circumstances. Priority must always be given to the club’s constitution when determining the appropriate manner for conducting an AGM.*

[Club Name], Annual General Meeting, Agenda

|  |  |
| --- | --- |
| Date: |  |
| Time: |  |
| Place: |  |
| Item | Description |
| Meeting opening | * The chairperson (usually the president) opens the meeting and welcomes members and invited guests.
* The secretary notes members who are present.
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| Apologies | * The secretary notes members who have submitted their apologies for not attending the meeting.
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| Review of actions | * The secretary may provide a report on any relevant incoming and outgoing items.
* The management committee reports on the status of any actions arising out of the last general meeting and identifies any conflicts of interest disclosed at committee meetings since that meeting.
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| Consideration of minutes of last general meeting | * Depending on the requirements of the club’s constitution, the secretary submits the minutes of the last annual general meeting (or general meeting) to the members for review and adoption.
* Members consider whether the minutes are accurate and discuss any perceived anomalies.
* The chairperson signs and dates the minutes verifying their accuracy, ensuring that all resolutions of the meeting regarding their amendment are properly implemented beforehand.
* The secretary must ensure all resolutions of the meeting regarding the minutes of the previous general meeting are recorded in the minutes of the current meeting and corresponding amendments are made to all necessary documents.
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| President’s address | * The president updates the members on any matters the management committee has dealt with since the last general meeting, providing a progress report against the club’s strategic objectives and detailing the number of financial members of the club (“president’s report”).
* The president raises strategic objectives proposed for the upcoming financial year and discusses these with the members.
* The secretary must ensure all resolutions of the meeting regarding the president’s report are recorded in the minutes and corresponding amendments are made to all necessary documents.
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| Treasurer’s address | * The treasurer submits a report to the member’s outlining the financial position of the club and including the audited financial statements (“treasurer’s report").
* The treasurer moves for the report to be received, another member seconds the motion, and then the report can be discussed.
* The secretary must ensure all resolutions of the meeting regarding the treasurer’s report are recorded in the minutes and corresponding amendments are made to all necessary documents.
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| General business | * This part of the meeting should address any other items of business (including proposed resolutions) included in the notice of the meeting.
* A club should refer to its constitution for any items of business which must be considered at their AGM.
* Other items may include:
* proposed amendments to the club’s constitution (note: these require the prior approval of RQ and a special resolution of members);
* any items of business submitted by a member to the secretary for consideration at a general meeting and included in the notice of the meeting.
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| Committee election | * The election of the management committee is to take place at the AGM.
* Clubs should refer to their constitution to determine the appropriate method for electing the management committee (including executive officeholders). It may be that the election is to be conducted by secret ballot prior to the AGM, and in this case the results should be announced at the AGM.
* Clubs must ensure a fair and transparent committee election is carried out. If required, clubs should arrange for someone to oversee the election (sometimes called a ‘returning officer’) to make sure a fair and ethical election is held.
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| Meeting closure | * The Chairperson closes the meeting (noting the time of such closure).
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