

## ANNUAL GENERAL MEETING PLANNING TOOL

### 1. Requirements under the Societies Act (Physician Societies Only)

The society must hold an annual general meeting (AGM) once every calendar year.

A society is not required to hold an AGM in the calendar year in which it is incorporated.

If the society cannot hold an AGM on or before 31 December of the calendar year in which it must hold an AGM, it may apply to the Registrar to hold the AGM later.<sup>1</sup>

Financial statements for a period ending not more than 6 months before the AGM must be presented at each AGM.

It is recommended that an AGM be held within 6 months of the physician society's fiscal year-end (to avoid having to present interim financial statements).

### 2. AGM Planning and Preparation

The executives should hold a meeting or sign consent resolutions to:

- Approve the annual financial statements to be sent to the members and presented at the AGM.
- Authorize any two executives to sign the financial statements evidencing such approval.
- Approve the Executives' report that will go to the members.
- Determine if there will be any vacancies in executive positions.
- Set the AGM's date and location and approve the notice form, including any materials, that will be sent to the members.

### 3. AGM Materials

#### **Before the AGM**

**Written AGM Notice:** To be sent by mail or e-mail no less than 14 days before the date of the meeting. Notice is sent to each member on the Register of Members and posted in the medical staff lounge at the facility. You cannot count the date of mailing or the date of the AGM in the calculation. For example, if the AGM date is 31 May, the AGM Notice must be sent on 16 May.

If any special business is to be brought before the AGM, please contact your legal counsel for advice on what information should be included in the notice.

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<sup>1</sup> The Registrar may authorize the society to hold its AGM on or before a specified date which will be no later than 31 March. (In this case, the AGM will be deemed to have been held in the preceding calendar year and not in the year in which it is held.)

**Annual Financial Statements:** These can be included with AGM notices for members. If the statements are audited, they must include the auditor's report. If they are not available to send out the notice, they should be on hand for members to review at the meeting.

**At the AGM**

**Agenda:** Should include at least:

- Draft minutes of previous meetings, if held, for approval.
- A report of the executives to the members.
- Presentation of the financial statement.
- Appointment of accountants or auditors, if any.
- Election/appointment of executives, if any.
- Changes to the Constitution and Bylaws, if any.

**4. Minutes**

Minutes should be drafted as soon as practicable after the meeting to be approved at the next meeting of members. Once the minutes are approved, they should be signed by the chair and secretary of that meeting and filed in the minute book together with the financial statements as presented at the meeting.

**5. Filings with the Registrar of Companies (Physician Societies Only)**

Please provide copies of your AGM materials (including the minutes) to your registered records office, including details of the names and addresses of the society directors. The Annual Report must be filed online within 30 days of the AGM. Your registered records office will be able to do this for you.