



COVID-19 and Annual General Meetings

"We've received updates from the Government of Alberta in regards to Annual General Meetings (AGM) during the production of this document. This is the announcement we have received from Service Alberta:

- *Both for-profit and non-profit entities may postpone their annual general meetings for a period of three + months. This is effective immediately and runs to the end of June 2020.*
- *Corporate Registry will suspend the monthly processes used to dissolve or cancel registrations for both profit and non-profit entities, including cooperatives, for a period of three months beginning April 2020.*

We are waiting for an official communication from the Government of Alberta on their website and will link it here once we have it."

An annual general meeting, AGM or annual meeting, is a meeting that official bodies and associations involving the general public (including companies with shareholders), are often required by the law (Societies Act for example), constitution, charter, by-laws, etc., governing the body to hold every year for members in good standing to fulfill various board duties including electing new members, receiving information from the previous year, reviewing financial health of the organization, making changes to the incorporation objects and bylaws, and provide a forum for members to ask questions.

Unfortunately, due to the outbreak of COVID-19, many AGMs are not able to be held due to the [public health measures put in place](#).

The Edmonton Chamber of Voluntary Organizations along with regional partners have been in conversation with [Service Alberta to address this very issue. We are still waiting for information to be posted on the Alberta website, and will link it here as soon as it is available](#).

We also wanted to provide you with options and information that we currently have.

Now you may be worried because you have an AGM coming shortly or in a few weeks and do not know how to proceed. First thing you should do is reference your organization's bylaws.

It is important to understand the limitations your bylaws set for your AGM. There are many details in your bylaws to consider and specific language to watch out for. Following that you generally have two options:

1. Defer your AGM to a later date in 2020 - if your bylaws are vague and do not set a restriction on a time period or date, you do have an option to delay the AGM further into the year, as to allow you to prepare to a better degree, and also to the possibility that it may be virtual later down the road as well depending how long these public health measures are in place.



2. Hold a virtual AGM – if your bylaws set a strict date or dates range for your AGM, and there are no issues in your bylaws, you do have an option of holding a virtual AGM. This is not uncommon as more and more organizations across Canada have been hold virtual AGMs. This document will help provide some resources for you.

Here are some common questions we thought we would address right from the start:

Q: How do I know if I can host a virtual AGM if my bylaws do not mention it?

A: If your bylaws do not state that the meeting MUST be physically in person or that virtual means are NOT allowed, then you should be able to host a virtual AGM.

Q: My bylaws specifically say in person, or do not allow virtual meetings?

A: Hold tight, we are in conversations with Service Alberta to address this piece as it is not an uncommon issue. Feel free to check out this article as it may set precedent in this trying time. Additionally, during the current situation many governance advisers are evaluating the context around “in person.” For example, I can be present virtually at a live event rather than an AGM that is a list of voting items and information posted behind a secure link, or a mail in voting ballot.

Q: If I choose to hold my meeting virtually, what should I be looking at within my bylaws?

A: Make sure to be thorough when looking at the language of your bylaws. Consider your attendance and quorum, how will it be verified virtually? What is your method of voting? What is your method of motions as well, can motions be brought on from the floor? Does your virtual system have the capability to do that? It may seem like quite a bit task, but so is planning an AGM take it step by step to ensure that you do have the capability to host one virtually.

Q: How do I even begin to plan a virtual AGM?

A: Well the first thing you will need to do is identify a software that would work best for you, a few choices to consider are [Zoom](#) or [GoToWebinar](#). Following that, you will need to contact your membership with enough notice and explain the process to the best of your ability. Here's a [link](#) that can be helpful in answering some of your questions in pertaining to specifics of virtual AGMs. One quick piece of advice is to ensure that you have staff or volunteers dedicated to tech support throughout your AGM to assist those that need it.

If you decide to hold an AGM virtually, let us know how it goes, pass your learnings to us so we can share more broadly with the sector and learn from each other. Community is essential to keep us moving forward.