



Standing orders for general meetings

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1 Introduction

The constitution of Alamo Housing Co-operative is set out in our rules. Because the co-operative is an Industrial and Provident Society, our rules are registered with the Financial Conduct Authority (FCA).

The rules set out the powers of the general meeting and also determine how the chair and officers will be elected, what the quorum will be, and how votes will be taken.

The standing orders for general meetings are supplementary to the rules. If there is a conflict between the rules and the standing orders, the rules will always take priority.

2 Terms of reference

The general meeting has the power to make any lawful decision on any matter that relates to the management of the co-operative and the provision of services to our members.

The general meeting may not take decisions which are unlawful, or that concern matters which are not relevant to our co-operative or our members.

The rules permit the general meeting to delegate responsibility for some decisions to the management committee or to a sub-committee.

Matters which fall under the terms of reference of the general meeting include, but are not limited to:

Our aims, values and purpose.

- Changes to the rules.
- Election (and removal) of members to the management committee and sub-committees.
- Considering and approving the annual accounts, appointing the auditor and receiving the auditor's letter.
- Standards of service, policy and strategy.
- Complaints from members. The general meeting will comprise stage 2 of the complaints procedure.
- Suspension and expulsion of members who have breached the rules.
- Winding up the co-operative.

3 Timetable

Alamo Housing Co-operative will hold an annual general meeting (AGM) each year. The AGM must be held within six months of the end of the financial year.

We may also hold ordinary general meetings. Ordinary general meetings may be called by decision of the AGM or the management committee, or at the request of three members or one tenth of the membership, whichever is the greater.

The committee will set the general meeting timetable at the start of each financial year. The secretary will give members at least 7 days written notice of the time, date and venue of meetings.



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General meetings will usually be scheduled to last two hours, although subject to the agreement of those present, the chair may propose that the meeting be extended or curtailed as necessary. Any member may propose to extend a meeting to allow time for discussion of a specific item or to complete the agenda by raising *Point of Order Number 4*.

4 Agenda and papers

Our secretary will prepare a formal written agenda for each general meeting, which will be sent to every member by post at least seven days in before the meeting. The agenda is important because only items included on the agenda may be discussed at the meeting.

Other documents relating to general meetings will either be sent by post together with the agenda, or, particularly if they are bulky or difficult to print, may be made available to members through our website. Members who are unable to access the website will always be able to request a paper copy.

Any member may propose items to be considered at a general meeting, and can do so by writing to the secretary at least 21 days before the meeting. Items can also be proposed at any general meeting for consideration at the next meeting.

The agenda for every general meeting will include the following items as a matter of course:

- Apologies for absence
- Declarations of interest
- Minutes of the previous meeting
- Matters arising out of the minutes. Any member may ask the Chair to permit discussion on a matter listed on the agenda of the previous meeting which has not been resolved.

The agenda for the annual general meeting will also include:

- Receiving and approving the annual accounts and accompanying auditor's letter.
- Appointment of the auditors for the coming year.

For each item on the agenda, it will be made clear whether a decision is required and what that decision is. For most items a summary paper will be provided. Other documents will also be supplied where relevant to assist members to form a reasoned view and to conduct proper scrutiny. At a minimum the following documents will be provided in advance:

- The minutes of the previous general meeting (or AGM).
- The annual accounts (AGM only).
- New or revised policy documents (for approval).
- A summary of any proposal to increase or decrease rents or service charges.
- A copy of any contract which it is proposed the co-operative enters into

5 Proceedings of the general meeting

Quorum

No general meeting may start until the quorum is reached. The quorum for general meetings of Alamo Housing Co-operative is set out in our rules. The quorum is 15. If the quorum has not been reached by the time the meeting is due to start, the chair will ask the members in attendance to wait for 30 minutes to see if the quorum can be achieved. If after 30 minutes there are still insufficient members, the chair will adjourn the meeting.

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In the event that it is necessary for the chair to adjourn a general meeting because the quorum is not reached, the meeting will, by default, reconvene at the same venue, at the same time and on the same day of the following week. Alternatively those present at the inquorate meeting may agree another time, date and place to reconvene the meeting.

If the quorum is not reached with 30 minutes of the start of the reconvened meeting, our rules say the quorum will be reduced so that it is equal to the number of members present.

Role of the chair

General meetings will be chaired by the co-operative's chair. If the chair is unable to attend the meeting, or attends but is unable or unwilling to act, the vice-chair of the co-operative will stand-in. In the event that the vice-chair is unable to stand-in, the meeting shall elect a chair for that meeting only from amongst the members in attendance.

The chair is responsible for ensuring that each item on the agenda is allotted a fair amount of time; that decisions are made according to the rules; that elections are open and democratic; and that members abide by the *Code of Conduct*.

Declaration of interests

The chair will ask members to declare relevant interests before the first item of business. A member will be considered to have an interest if:

- A decision will affect them (or their friends or family) personally and will not have a similar impact on other members of the co-operative;
- The meeting is discussing its relationship with an company or other organisation in which the member has an interest (such as a financial stake or employment);

Ideally, members with an interest will make a declaration to the chair before the meeting, but if this is not possible, it will be acceptable for members to make a declaration at the start of the meeting. Members will be asked by the chair to leave the meeting while the matter in which they have an interest is discussed.

Point of Order 7 may be raised if a member considers that another member has failed to declare a relevant interest.

Our policy on declaration of interests can be found in the Code of Conduct.

Minutes

Every general meeting will be minuted and the minutes will be retained as a permanent record of the decisions taken at the meeting. It is the responsibility of the secretary to take the minutes and keep the minute book.. However, with the agreement of the committee this duty may be delegated to another member or to a professional minute taker.

The purpose of the minutes is to record decisions and action points. They are not intended to be "verbatim minutes". However, if a member feels strongly about a subject, they may ask for their views to be minuted.

Votes

Alamo Housing Co-operative conducts votes at general meetings by show of hands. Other than where specifically provided for in our rules, we approve all decisions by a simple majority vote.

Any member may ask for a secret ballot by raising *Point of Order 3*. If a majority of members present vote in favour of the point, the chair will arrange for a secret ballot to be held.

Members who are unable to attend a general meeting are not permitted under our rules to cast a proxy vote.

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Breach of the Code of Conduct

All members attending general meetings shall respect the code of conduct at all times. In particular members should treat each other with respect, refrain from abusive and discriminatory language and respect the democratic process.

Any member who fails to abide by the code may be asked by the chair to apologise and give an undertaking to desist, or alternatively, may be excluded from the meeting.

Point of Order 8 may be raised if a member believes that a fellow member's actions are a breach of the code.

6 Points of order

Any member, including the chair, may raise a "point of order" at any time during a general meeting.

Points of order should only be raised with the aim of contributing to the proper conduct of the meeting or to progress the agenda in the event that time is short or an argument has become circular. Points of order should not be used to frustrate the democratic process or to undermine the right of the general meeting to hold a proper debate before taking a decision.

When a member raises a point of order, the chair shall immediately put the point to the vote, and will then implement the decision of the meeting.

All members will be entitled to vote on points of order, except that if *Point 7* (conflict of interest) or *Point 8* (breach of the Code of Conduct) is raised, the subject of the point shall not be accorded a vote.

Points of order will be decided by a simple majority vote, except on point 8, where a two thirds majority shall be required if the vote will result in the member concerned being excluded from the meeting.

Point	
1.	That the meeting should end a discussion and put the matter to a vote.
2.	That the meeting should vote on whether to over-rule the chair on a procedural matter.
3.	That a decision should be taken by secret ballot.
4.	That the meeting should be extended beyond its agreed duration in order to decide on a specific question, or to complete the agenda.
5.	That the meeting should be adjourned for a certain period. The adjourned meeting must be reconvened in seven days as set out in our rules, unless agreed otherwise at the meeting.
6.	That consideration of an agenda item be deferred until a future meeting. The general meeting may request that the committee or individual who proposed the item provide additional information.
7	That a member in attendance at the meeting has a conflict of interest and should be asked by the chair to leave the meeting while a specific matter is discussed and / or a vote is taken.
8	That a member in attendance at the meeting has breached the code of conduct in such a manner so as to disrupt the meeting or to interfere with the democratic process. The meeting may instruct the chair to ask the member for an apology and an undertaking to desist, or may decide to exclude the member for the rest of the meeting.

7 Policy review

This policy will be reviewed annually. It will also be reviewed if there are changes to relevant legislation or to the regulatory framework.