

# General Meeting Policy and Process

Approved by the Board: September 2024

Review due: September 2026

## Introduction

A General Meeting is a meeting of the general membership of an organisation. Such a meeting can be a scheduled annual general meeting (AGM), or a non-routine extraordinary meeting (EGM) called for a specific purpose by the Trustees or requisitioned by 3% of Corporate Members.

LI General Meetings are held in accordance with the [LI governing documents](#).

As outlined in those governing documents:

- Corporate Members comprise of Fellows, Chartered Members, Academic Members, Associates and Technicians.
- Corporate members are entitled to receive notice of general meetings and attend, speak and vote.
- Non-corporate members which include Students, Affiliates and Retired Members can receive notice of general meetings and can attend and speak but cannot vote.

## Annual General Meeting (AGM)

The business of an AGM is set out in the By-Laws (BL 13) and is an opportunity to bring all members together to receive reports on the past year's results and activity as well as updates on the coming year's activities.

An AGM must be held within 15 months of the previous AGM.

## Engagement of Corporate Members in an AGM

Corporate Members may request additional business to be put to an AGM. Notice of such a request, signed by 3% of the Corporate Members, needs to be received by the Board not less than 28 days before the AGM. **Appendix 1** outlines the process of how this can be done.

Once the membership renewal process has been completed each year, the total membership and the total for 3% of the Corporate Members will be published. This will be the number that will be relied on for that year for any business that requires/references 3% of Corporate Members.

## Extraordinary General Meeting (EGM)

An EGM is normally called by the Board to discuss a specific issue of importance or membership business that cannot wait until the next AGM.

## **Corporate Members wishing to requisition an EGM**

As a first step, all members are encouraged to raise any matters of concern with the LI at any point in the year. It is hoped that the concern may be resolved quickly as it may:

- already be a commitment within the Corporate Strategy
- already be in development in the Business Plan or another project
- be contrary to LI governance documents, policies, processes which are in place.

If such a resolution is not possible and a Corporate Member still wishes to requisition an EGM they must submit a written requisition, signed by 3% of Corporate Members, which sets out the motion to be put to the meeting.

To be eligible, the motion must:

- Comply with the Charter and By-Laws.
- Not be contrary to, or in competition with, the Corporate Strategy, the Business Plan or other LI commitment or project.
- Be in the public interest.

The requirements for requisitioning an EGM are set out in By-Law 14.

The process to follow for requisitioning an EGM is set out in **Appendix 2**.

## **General Meeting Format**

General Meetings (both AGM/EGM) may be held in any format (digital, hybrid or in-person) as determined by the Board for each event.

## **Notice**

Notice of a general meeting will be sent in accordance with the relevant By-Laws and Regulations. In addition to the required information, members will also be informed of:

- the process for registration
- how to ask questions in advance
- any other relevant information as may be required as relevant to the meeting.

## **Voting**

Voting for any general meeting will be conducted in accordance with the By-Laws and Regulations:

- All Corporate Members (Chartered, Fellows, Technicians, Associates, and Academic Members) will be able to cast their vote in advance of a meeting via the online voting site up to 48 hours in advance of the general meeting
- Corporate Members attending the meeting will be able to cast their vote at the meeting via the online voting site up to the time voting closes.

The results of the vote will be declared at the meeting and published within 14 days of the meeting.

## **Attendance**

Any member who wishes to attend the general meeting will be asked to register in advance and details of how to do so will be provided in the formal notice of the meeting.

## **Questions and Answers**

There are three routes for members wishing to ask questions in relation to a general meeting:

1. Questions can be submitted in advance of any general meeting via the email address or online platform as published. Questions and responses raised in advance will be published after the meeting.
2. Questions can be asked throughout the meeting via the online platform. Where possible these questions will be responded to during the meeting via the online platform. If not, then the question and response will be published after the meeting.
3. Questions can be asked within the formal Questions and Answers (Q&A) session held at any general meeting. This formal session will be chaired by the Chair of the meeting. Please see Appendix 3 for details of how Q&A sessions will be run.

It is important to note that in order to manage the volume of questions raised during a Q&A session in an equitable way, only one question can be raised by a member. If a member has more than one question, then these can be raised via the other two routes mentioned above.

Questions raised - in advance of a meeting and at the meeting itself - and the associated responses will be published via the website within 31 days of the meeting.

## **Filming, recording, streaming**

General meetings will be recorded, and the video published on the website within 31 days of the meeting.

## **APPENDICES**

**Appendix 1:** How to raise issues to an AGM

**Appendix 2:** How to request an EGM

**Appendix 3:** Process for Questions and Answers session at a General Meeting

# Appendix 1: How to raise issues to an AGM

Annual General Meetings of the LI are governed by the By-Laws and Regulations.

## Is an AGM the right approach?

As a first step, members are encouraged to raise any matters of concern with the LI at any point in the year. It is hoped that the concern may be resolved quickly as it may:

- already be a commitment within the Corporate Strategy
- already be in development in the Business Plan or another project
- be contrary to LI governance documents, policies, processes which are in place.

If such a resolution is not possible and a Corporate Member still wishes to propose a motion for vote at an AGM then they must submit a written request, signed by 3% of Corporate Members, which sets out the motion to be put to the meeting.

The Board will consider any request and decide whether it can be added to the AGM agenda. A member motion will not be accepted if the petition is invalid or inadmissible under our governing documents. To be eligible, the motion must:

- Comply with the Charter and By-Laws.
- Not be contrary to, or in competition with, the Corporate Strategy, the Business Plan or other LI commitment or project.
- Be in the public interest.

## Process for a Corporate Member to propose a motion / resolution at a General Meeting

1. A Motion Proposal Form for an AGM / EGM can be requested via [regulations@lanscapeinstitute.org](mailto:regulations@lanscapeinstitute.org) - this will be supplied within 10 days of receipt of the request.
2. The form will require the following information to be supplied:
  - An outline of the proposed motion/resolution
  - The rationale for proposing it
  - Details of the proposer
  - Authentication by at least 3% of the Corporate Members who support the motion
3. Any proposed motion must:
  - Be clear enough to enable Corporate Members voting on a resolution / motion understand the impact of the proposal.
  - Be capable of being lawfully carried into effect.
  - Not relate to any matter which must be decided by a two-thirds majority.
  - Not propose to nullify a resolution set out in the notice of the meeting.
  - Not be defamatory of any person.
  - Not be frivolous or vexatious.

4. The completed form should be returned to [regulations@landscapeinstitute.org](mailto:regulations@landscapeinstitute.org) as far in advance as possible but at least 28 days before the date of the meeting at which it is to be proposed.
5. The Board will consider the proposal and will not accept it if the form is not completed properly and / or:
  - Does not meet the requirements set out in By-Laws or Regulations.
  - Does not meet the requirements set out above for a proposed motion.The Corporate Member submitting the resolution will be informed of the Board's decision.
6. If the proposal does meet the requirements as referenced within this policy, then the Board will approve the inclusion of the proposal in the meeting notice and papers and published online.  
The Corporate Member submitting the resolution will be informed of the Board's decision.
7. Before publishing a proposal, the Board may seek to agree with the proposer how the proposal wording should be amended to meet the requirements of the governing documents and relevant policies.
8. The number of supporters required is 3% of Corporate Members. This figure will be calculated and published annually on the LI website as per the LI General Meeting Policy
9. A check will be carried out to ensure any members supporting the proposal are current.
10. A proposal made in accordance with this Regulation may be withdrawn by the proposer at any time before it is put to a vote of the Corporate Members.
11. A proposal may not be made in relation to any General Meeting where the notice for that meeting has already been made

## Appendix 2: How to request an EGM

### Is an EGM the right approach

As a first step, members are encouraged to raise any matters of concern with the LI at any point in the year. It is hoped that the concern may be resolved quickly as it may:

- Already be a commitment within the Corporate Strategy
- Already be in development in the Business Plan or another project
- Be contrary to LI governance documents, policies, processes which are in place.

If such a resolution is not possible and a Corporate Member still wishes to requisition an EGM then they must submit a written request, signed by 3% of Corporate Members, which sets out the proposal to be put to the meeting.

To be eligible, the proposal must:

- Comply with the Charter and By-Laws.
- Not be contrary to, or in competition with, the Corporate Strategy, the Business Plan or other LI commitment or project.
- Be in the public interest.

### Process for requisitioning an EGM

LI rules for calling an EGM are set down in By-Law 14. An EGM can be called by the Board or requisitioned by 3% of the LI Corporate Members.

An EGM request must meet the requirements as set out in this policy:

1. A Motion Proposal Form for an EGM can be requested via [regulations@landscapeinstitute.org](mailto:regulations@landscapeinstitute.org) - this will be supplied within 10 days of receipt of the request.
2. The form will require the following information to be supplied:
  - An outline of the proposed motion to be put to the meeting
  - The rationale for proposing it
  - Details of the proposer
  - Authentication by at least 3% of the Corporate Members who support the motion
3. Any proposed motion must:
  - Be clear enough to enable Corporate Members voting on a resolution / motion understand the impact of the proposal.
  - Be capable of being lawfully carried into effect.
  - Not relate to any matter which must be decided by a two-thirds majority.
  - Not be defamatory of any person.
  - Not be frivolous or vexatious.
4. The completed form should be returned to [regulations@landscapeinstitute.org](mailto:regulations@landscapeinstitute.org)
5. The proposal will not be accepted, and an EGM will not be convened, if the form is not completed properly and / or:

- Does not meet the requirements set out in By-Laws or Regulations
- Does not meet the requirements set out above for a proposed motion
- Does not comply with the General Meeting Policy or associated process document

The Corporate Member submitting the resolution will be informed of the Board's decision.

6. If a valid proposal and EGM request is received the Board will formally convene an EGM within 2 months of receiving the requisition inviting all Corporate Members to attend and giving 21 days' notice of the event.

The Corporate Member submitting the resolution will be informed of the Board's decision.

7. Before publishing a proposal, the Board may seek to agree with the lead proposer how the proposal should be amended to meet the requirements of the governing documents and relevant policies.
8. The number of required supporters is 3% of the Corporate Membership. This figure will be calculated and published each year on the LI website as per the LI General Meeting Policy.
9. Members supporting the proposal and EGM request will have their credentials checked through the LIs membership system.
10. A proposal may be withdrawn by the proposer at any time before it is put to a vote of the Corporate Members.
11. A proposal may not be made in relation to any General Meeting where the notice for that meeting has already been made

## Appendix 3: How a Questions and Answers session will be run at a General Meeting

There are three routes for members wishing to ask questions in relation to a general meeting:

1. Questions can be submitted in advance of any general meeting via the email address or online platform as published. Questions and responses raised in advance will be published after the meeting.
2. Questions can be asked throughout the meeting via the online platform. Where possible these questions will be responded to during the meeting via the online platform. If not, then the question and response will be published after the meeting.
3. Questions can be asked within the formal Questions and Answers (Q&A) session held at any general meeting.

### **Live Q&A session**

During any programmed Q&A session members will be able to ask questions verbally or in writing.

Questions related to the business of the AGM will be considered first and then any other matters.

Any question that requires additional information or reference to material not available on the day will be noted and responded to outside of the meeting, the question and response will be published after the meeting

Member questions should be phrased clearly and as succinctly as possible to ensure as many members as possible have the opportunity to raise questions. Long statements or addresses will not be allowed.

In order to equitably manage the volume of questions raised during a Q&A session, only 1 question can be raised by a member. If a member has more than 1 question, then these can be raised via the other routes mentioned above.

### **Written questions**

Written questions to be submitted via the digital meeting platform Q&A facility.

### **Verbal questions**

All attendees either online or in person will be asked to raise their hand on the online platform to form a digital queue in order to ask a verbal question.

Those attending in person may then use the microphone in the room when invited to speak.

If the session overruns with multiple members still queuing, the Chair may declare that any further questions must be made in writing and will be responded to outside of the meeting.

### **Publishing Q&A**

A report of questions raised (both in advance of a meeting and at the meeting itself) and the associated responses will be published via the website within 31 days of the meeting.