

Helping Youth Scotland Members Prepare for their Annual General Meetings

Last year, like many organisations, Youth Scotland was unable to hold its Annual General Meeting physically due to Coronavirus restrictions. Instead, thanks to OSCR's understanding and temporary legislation as the charity regulator, a successful virtual AGM was held last October using the digital platform Zoom. To allow us to mitigate against similar future issues we made an amendment to our Articles of Association to allow virtual and hybrid meetings to take place this year. These amendments were approved at an EGM in April this year.

With Coronavirus ongoing in the country, our Trustees are considering hosting the 2021 AGM virtually again and this will be held on **Thursday 28 October** (we'd love to see you there so please save the date and we'll be sending more information later!).

Many of our member youth groups will also be considering how best to manage their AGM this year but have you thought about whether your legal governing document (e.g., your constitution, trust deed, articles of association etc.) allows for virtual meetings if required? If you are a charity, OSCR has produced a helpful guide to support you in planning a virtual AGM or in changing your constitution to allow these virtual general meetings to take place. This can be found on the [OSCR website](#)

If you are a charity and decide to change your constitution, you will have to complete and submit a '[Notification of Changes Made' application form](#) to OSCR once the constitution has been amended and ratified.

As a suggestion, Youth Scotland used the following new wording to change our articles of association which was accepted by OSCR. Please note these are technical amendments specific to Youth Scotland's articles of association. You may need to make wider changes to your constitution.

You should make sure that any wording you use should be checked for its legal compliance before you proceed to hold a virtual AGM regardless of being a charity or an unincorporated association.

Proposed Change for General Meetings

Current wording:

Clause XX: states that "XXXXXXXXXX"

Proposed wording:

Clause XX will state that "A notice calling a meeting shall specify the time, date and place of the meeting, and any details to allow for virtual participation of members as decided by the Board"

Insert New Clause XX:

Clause XX will state that "A member or members may participate in a meeting of the members by means of a conference telephone, video conferencing facility or similar communications equipment whereby all the members participating in the meeting can communicate with each other; a member or members participating in a meeting in this manner shall be deemed, for the purposes of calculating the quorum, to be present in person at the meeting".

Recommendation

Members are asked to approve the proposed change.

We hope this short guide is helpful. If you are in any doubt about holding virtual general meetings or are making changes to your constitution / articles then please do consult with OSCR, if a registered charity, or do get in touch with Youth Scotland on office@youthscotland.org.uk



Ian McLaughlan
Chief Executive

4 August 2021