

**LOC Support Unit’s Guidance to LOCs in England**

**on the holding of AGMs**

**under the terms of the 2016 Model Constitution**

**Updated April 2017**

**Foreword**

As per the updated 2016 Model Constitution, proposed by LOCSU on behalf of ABDO, AOP and FODO and approved by NHS England, LOCs shall arrange an AGM of all local contractors and local performers within three months of the end of the Committee’s financial year. This guidance is designed to assist LOCs with the planning of their AGMs.

The AGM is above all an opportunity for the Officers to update contractors and performers on the activities of the LOC and of plans for the future. Whilst not part of the formal proceedings, it is also an opportunity to have a guest speaker (possibly with CET points arising) and the more attractive the agenda and speaker topic the greater the opportunity to attract a good attendance.

The new Model Constitution reflects improvements suggested by LOCs through a consultation exercise conducted by LOCSU in 2016. The changes include staggered membership elections for the purposes of transition and secession planning, election of officers at the first committee meeting rather than at the AGM itself and a recommendation that co-opted committee members should include at least one locally practising Dispensing Optician.

The newly-published constitution also states that all LOCs should establish a website where contractors and performers can obtain information. The Memorandum of Understanding between the LOC and Primary Eyecare Company has been included under a new section in the constitution called “LOC Provider Company”. This section should be deleted if there is no PE Company in place. Adoption of the revised LOC Model Constitution LOCs should be included as an agenda item at all 2017 LOC AGMs.

This guidance necessarily goes into some detail not all of which will be appropriate to all LOCs. LOCs will need to use their judgement to decide what parts are relevant to their own local circumstances. We hope that LOCs will find this guidance and wish them all successful AGMs.

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**1. Introduction**

The purpose of an AGM is for LOCs to report on the Committee’s activities of the past year, present the audited accounts of the past year, appoint auditors for the following year, vote on any resolutions, and elect the members of the committee. According to the 2016 Model Constitution, the AGM must take place within three months of the end of the LOC’s financial year.

A minimum period of 21 days’ notice must apply to the AGM plus a further 21 days for postal votes (making 42 days in total), so it becomes vital to have appropriate information to hand well in advance of the chosen date, particularly the audited accounts.

The existing Chairman of the LOC should advise the NHS England Area/Regional Team of the date of the AGM.

The Model Constitution was proposed by LOCSU on behalf of ABDO, AOP and FODO and has been approved by NHS England. Any proposed changes to the Model Constitution should be discussed with LOCSU in the first instance and agreed with the NHS England Area/Regional Team.

**2. Pre-notification**

All local Contractors and Performers need to be notified 42 days prior to the date of the AGM.

The LOC should have all the names and contact addresses (postal and email) for all the local Contractors and Performers in your area. We recommend that you ask the appropriate manager of the NHS England Area/Regional Team for help if you do not have a comprehensive list of local Contractors and Performers.

**3. Nominations/Elections**

The new model constitution provides for elections of one third of committee members at each AGM. This new annual electoral cycle is designed to stagger committee elections for reasons of continuity and secession planning. The most pragmatic way to deal with the transition is for the committee to divide itself into three groups with a third of members having a reduced term of one year (standing for election at the 2017 AGM), a third having a reduced term of two years (standing for election at the 2018 AGM) and the final third completing the full three years.

All those attending the AGM must on entry identify themselves as either a local Contractor (or nominated representative) or a local Performer. An optometrist who is both a local Contractor and a Performer must decide which category s/he wishes to belong to.

We recommend that local Contractors and Performers sit in separate sections of the meeting room in order to facilitate the voting process.

The Chairman of the meeting should appoint a Returning Officer to oversee the counting of votes. The Returning Officer should not be a candidate for election nor an elector.

Nominations must be sought for candidates for election to the committee from both local Contractors and Performers. The committee must have a minimum of six elected members and should be made up of equal numbers of local Contractors and Performers.

Only local Contractors may vote for local Contractors and only local Performers may vote for local Performers. Therefore, each person present can only exercise one vote.

The Model Constitution provides for proxy votes for election of Members, Officers and voting on published resolutions. It also provides for postal votes for election of Officers and voting on published resolutions (see Appendices). At the end of the 21-day period, proxy and postal vote forms should be issued complete with the names of the candidates standing for election.

To achieve the required balance between local Contractors and Performers the maximum number of candidates available as either local Contractors and Performers should be determined in advance if possible in order to ensure a corresponding number of candidates for the other category.

We recommend that the newly elected committee should use its powers of co-option in order to achieve an exact balance between local Contractors and Performers if required. Section 4.5 of the Model Constitution states ‘The Committee may co-opt up to three members who may or may not be local Contractors or Performers’. This should include at least one dispensing optician practicing locally who is not eligible to stand for election as a contractor or contractor’s representative.

A Chairman, Treasurer and Secretary (where a lay secretary has not been appointed) shall be elected by the committee at the first meeting following the Annual General Meeting. They shall serve for one year and be eligible for re-election. A Vice-Chairman may also be elected on the same terms.

***Example documentation***

When using the example documentation attached LOC name, date of AGM and relevant addresses, etc need to be filled in as appropriate. In addition, candidates’ names should be filled in on the postal voting form.

**4. Attendees**

A full list of those attending the AGM should be kept and as much information as possible of those attending should be obtained for future correspondence. Each person should sign in and leave their full contact details including their email address.

The Model Constitution provides for postal votes and proxies and determines who can act as a proxy in specific cases.

**5. Model Agenda for AGM**

The Agenda for the AGM would normally include the following:

1. Chair’s welcome

2. Apologies for absence

3. Minutes of previous AGM

4. Matters arising from previous minutes

5. Chair’s report

6. Treasurer’s report

7. Adoption of reports

8. Confirmation of adoption of new Model Constitution

9. Appointment of Returning Officer and two scrutineers

10. Election of the new committee

11. Elected Chair’s address

12. Adoption of the statutory levy including LOCSU Levy for the coming financial year

13. Appointment of the Auditors for the forthcoming financial year

14. Promotion of voluntary levy (for Central Fund)

15. Resolution (if any)

16. Primary Eye Care company update/report

17. Any Other Business

18. Introduction of guest speaker (if any)

**6. Reports and Minutes**

A summary account of what was discussed and concluded at an AGM should be recorded. This should be available to all local Contractors and Performers.

A Chair’s report including the previous year’s activity should be sent out with the AGM notification so that colleagues have an overview of what the committee has done (or tried to do) over the preceding 12 months.

The Treasurer’s report (an overview of the financial year) and audited accounts should be sent out in advance with the Notification of the AGM.

The Model Constitution states that the accounts should be independently inspected by a suitable person or persons. An accountant or another suitable person should be appointed as auditor.

**7. Extra-ordinary General Meeting**

According to the Model Constitution (Section 13.2) an Extraordinary General Meeting may be held at any time, providing 21 days’ notice is given, if called either by the Committee or at least 20 local Contractors and/or local Performers.

The notice calling the Extraordinary General Meeting should specify the purpose of calling the meeting, agenda items to be discussed and resolutions, if any, which are proposed.

**Appendix A: Example Notification Covering Letter**

Date: ..........................................

To all local Contractors and Performers in the [insert name] LOC area:

**Notification of Annual General Meeting**

The Annual General Meeting (AGM) of the [insert name] LOC will be held on [date and time] at [insert venue details]. Following the meeting, a clinical lecture will be given by [insert name].

The Agenda for the AGM, Chair’s Report and the Audited Accounts are enclosed.

We hope that as many local contractors and performers as possible will attend the meeting to hear all about the LOC’s activities in the past year.

If you wish to be nominated for a position on the Committee, you should complete the enclosed Nomination paper. If you are uncertain as to which category you may wish to be considered for, please contact me for further advice.

**Please confirm your intention to attend, details of a nominated proxy or request for a postal vote to [insert contact details] by [insert date].**

The results of the nominations will be circulated in advance of the AGM along with a postal voting or proxy paper for those of you unable to attend the meeting.

Yours sincerely,

[insert name]

LOC Secretary

Encs: Agenda

Model Constitution

Nomination Papers

Chair’s Report

Treasurer’s Report & Audited Accounts

**Appendix B: Example Committee Nomination Paper**

**Committee Nomination Paper for [name] LOC [date]**

Name of Candidate: ...................................................................

*Please tick*

Local Contractor  Local Performer 

Address of Candidate: ................................................................

.....................................................................................................

.....................................................................................................

............................................ Postcode: ........................................ Email address: ............................................................................

GOC number: *(if relevant)* ............................................................

Date: ........................................................................................... Proposed by: ...............................................................................

*(Please print full name)*

Please return to the Returning Officer c/o [insert LOC name and address]

All nominations must be received by the Returning Officer at least 21 days prior to the AGM which will be held on [insert date].

**Appendix C: Example Proxy Voting Paper**

**Insert Name of LOC**

**20\*\* Annual General Meeting**

|  |
| --- |
| **TO VOTE BY PROXY IMPORTANT:** Only complete this section if you wish to nominate a Proxy. |
| \* Full name & address to be inserted in block capitals\*\* Delete as appropriate | I \*, of \_being a local Contractor\*\*/local Performer\*\*, hereby appoint the Chairman of the Meeting or of  (local Contractor\*\*/local Performer\*\*) (or in his/her absence, the Chairman of the Meeting—*delete if not acceptable*)as my proxy to vote for me on my behalf at the Annual General Meeting of **[NAME OF LOC]**being held on **[DATE]** and at any adjournment thereof.*If you wish you may indicate how you wish your proxy to vote via the grid below.**If this ballot paper is returned without an indication as to how the proxy should vote on any particular matter the proxy will exercise his/her discretion as to whether, and if so how, he/she votes.* |
| + If you wish to nominate your own proxy (who must be a local contractor or a local Performer attending the AGM) please delete ‘the Chairman of the Meeting’ and insert his/her name & address in block capitals in the space provided |

|  |
| --- |
| **IMPORTANT** Only complete this section if you wish to indicate how you wish your Proxy to vote.Please complete the voting grid below, sign your name and return your ballot paper immediately in an envelopemarked LOC Proxy Vote to (insert Returning Officer’s contact details). **All papers must be received no later than****[TIME am on DATE 20\*\*].** |
| **Resolutions** | Vote **‘X’** Here |
| **FOR** | **AGAINST** |
| 1. To approve the Chairman’s Report
 |  |  |
| 1. To approve the Treasurer’s Report & Audited Accounts
 |  |  |
| 1. To approve adoption of the Statutory Levy inc LOCSU payments for the forthcoming year
 |  |  |
| 1. Other Resolutions (if any)
 |  |  |
|  |  |  |

|  |
| --- |
| **Election to the Committee** *(place an ‘x’ in the column to the right of your chosen persons)* |
| **Local Contractor Nominations** | **X** | **Local Performer Nominations** | **X** |
| Insert nominations |  | Insert nominations |  |
|  |  |  |  |
|  |  |  |  |
|  |  |  |  |
|  |  |  |  |
|  |  |  |  |

Signature

Dated 20\*\*

**Appendix D: Example Postal Voting Paper**

**[Insert Name] LOC**

**20\*\* Annual General Meeting**

I, of

being a local Contractor\*\*/local Performer\*\* and unable to attend the AGM on (insert date)

hereby vote as follows:

\*\* Delete as appropriate

|  |
| --- |
| **LOC POSTAL VOTE****IMPORTANT:** Please complete the voting grid below, sign your name and return your ballot paper immediately in an envelope marked LOC Postal Vote to (insert Returning Officer’s contact details). **All papers must be received no later than [TIME am on DATE 20\*\*].** |
| **Resolutions** | Vote **‘X’** Here |
| **FOR** | **AGAINST** |
| 1. To approve the Chairman’s Report
 |  |  |
| 1. To approve the Treasurer’s Report & Audited Accounts
 |  |  |
| 1. To approve adoption of the Statutory Levy inc LOCSU payments for the forthcoming year
 |  |  |
| 1. Other Resolutions (if any)
 |  |  |
|  |  |  |

|  |
| --- |
| **Election to the Committee** *(place an ‘x’ in the column to the right of your chosen persons)* |
| **Local Contractor Nominations** | **X** | **Local Performer Nominations** | **X** |
| Insert nominations |  | Insert nominations |  |
|  |  |  |  |
|  |  |  |  |
|  |  |  |  |
|  |  |  |  |
|  |  |  |  |

Signature

Dated 20\*\*

**Appendix E: AGM Countdown**

**AGM Countdown (in days)**

|  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- |
| **42** | **35** | **28** | **21** | **14** | **7** |
| **Send out Notification of Annual General Meeting along with:****- Agenda****- Nomination Papers****- Chair’s Report****- Treasurer’s Report & Audited Accounts****Allow 21 days for response** |  |  | **Send out results of nominations asking those unable to attend to use the Postal Voting/Proxy papers** |  |  |
|  |  | **Arrange CET accreditation as appropriate****Confirm speaker and ask for copy of presentation seven days before AGM** |  |  | **Confirm receipt of speaker presentation** **Confirm numbers to venue re food, equipment, layout****Collate Nominations** **Print attendance sheet Print certificates for** **CET attendees** |

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