

EGM & AGM Frequently Asked Questions

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General Questions

Where do I find my membership number?

Your membership number can be found on the emails we have sent you about the EGM and the AGM. If you do not receive emails, please contact our membership team at memberships@surreywt.org.uk who will be happy to help.

How do I register to attend?

We are always grateful for those who wish to register their attendance in advance, as this allows us to plan catering and staffing.

You can register to attend by completing the registration form <u>here</u>. Please be aware that online attendance at the Annual General Meeting will only be possible if the special resolution discussed at the EGM passes.

Can I turn up or register on the day?

Absolutely. While we do encourage registering in advance (so we can order enough tea and cake), we appreciate that plans change at the last minute.

If you would like to attend in person, please arrive at Dorking Halls 10 minutes early so we can check your membership status and assign you voting cards (if you have not already voted by proxy).

Will there be any interesting speakers and talks this year?

We are planning to have a number of staff present at this year's AGM to update members about some of the existing projects we are working on.

Details of their talks will be confirmed in September.

Will there be a refreshment break?

Yes. There will be refreshments (including tea, coffee and cake) served after the AGM and before the staff talks. We will provide a selection of drinks and snacks for the following dietary requirements (Gluten, nut and diary free). Please be aware that Dorking Halls cater for an on-site café and cannot guarantee a nut free environment.

Will there be an opportunity to meet staff and ask questions?

Yes. During the refreshment break, staff will be around at the back of the Grand Hall, and we invite you to come and ask us questions about our work.

Will there be any Christmas cards on sale this year?

Yes. Our membership team will be displaying a selection of Christmas cards and other merchandise which you will be able to purchase using cash or card.

Will there be captions?

Yes. We will be using an automated caption service during the meeting so if there any issues with the sound, you will be able to read what is being said.

Can I bring a non-member with me?

If you require someone to assist you while attending the AGM or EGM, you are more than welcome to bring a non-member with you. Just please be aware that they will not be able to vote.

What happens if I cancel my membership between now and the AGM?

For you to be able to attend and vote at the EGM and AGM, you must be a subscribing member at the time of the meeting.

If you have voted by proxy before the meeting and subsequently cancel your membership, your vote will be discounted during the reconciliation of votes.

Why are you using an external company to manage the online and proxy voting?

Surrey Wildlife Trust works hard to ensure good governance. and ensure our members can participate fully in our Annual General Meeting whether that be in person, online or by proxy.

Therefore, we have outsourced the management of online and proxy voting to UK Engage who have much of experience in running elections, ballots and online voting. They will be handling all of the proxy voting for the EGM and the AGM as well as the live online voting during the AGM. This will enable us to focus on running the technical aspects of EGM and hybrid AGM and ensure the best possible experience for our members (whether they be attending online or in person).

Who are UK Engage?

UK Engage are a leading election services provider and member engagement specialist. Acting as a trusted Independent Scrutineer or Returning Officer, they provide innovative and secure democratic voting services for elections, ballots, referendums, consultations, and AGMs.

Providing scrutineer services means that they are duty-bound to make sure they are meeting their obligations in terms of processes, people, data and system security.

Find out more about UK Engage.

Extraordinary General Meeting (EGM)

Why are you holding an EGM?

At the EGM a Special Resolution to consider and vote on amending the Articles of Association to allow 'hybrid' members meetings in which members can participate fully (including voting) both in person and virtually (i.e. online) will be considered.

To date the AGM has always been held face to face. In February we consulted with members and received strong support for introducing 'hybrid' meetings. The view of Trustees, supported by the consultation is that 'hybrid' meetings will enable more members to attend including those who find it hard to spare the time, feel uncomfortable in a crowded room because of Covid-19 or choose not to travel to reduce their carbon emissions.

To view and vote for the special resolution, please visit Governance | Surrey Wildlife Trust

What happens if the EGM does not pass?

Passing a special resolution in an EGM requires 75% of votes received being in favour of the special resolution.

If the vote is less than 75% in favour of votes received the resolution will not be passed and the Chair will run the Annual General Meeting as an in person meeting as set out in our existing Articles of Association.

If this happens, online attendees will not be able to vote or participate in the meeting and only the members in attendance in the room will be able to vote and ask questions.

If you are intending to attend online for the Annual General Meeting, please ensure you have placed your proxy vote for the EGM to enable online voting at the AGM.

Annual General Meeting (AGM)

What is an Annual General Meeting?

Surrey Wildlife Trust is a registered charity managed by Trustees who are appointed by members. Our Trustees are a group of volunteers who hold the financial and legal responsibility for everything the Trust does.

Our Trustees bring a wide range of knowledge, expertise and experience to the charity and are responsible for approving our strategic plans, annual budget and Annual Report & Accounts.

Members are invited to attend, participate and vote at Annual General Meetings (AGM). At AGMs members have the opportunity to understand and influence the direction of the Trust, take part in its governance by voting and hear about the great work we are doing for nature through our dedicated staff and volunteers.

Matters discussed and approved at the AGM are set out in the Trust's Articles of Association. You can view the Articles of Association below under 'Other Governance Documents and Report & Accounts'.

Why does my vote matter?

See Why are you asking me to vote

Attending online

Can I attend the EGM online?

Please see What happens if the EGM does not pass?

I want to attend the AGM online, but don't have access to a computer

If you have your membership number, you can join the meeting online from anywhere, using the link you used to vote. So, if you have a friend or family member with a smart phone, tablet, iPad or computer you can access the meeting online or view the recording at a later date. Don't forget, you can attend in person.

Is there help available for those who wish to attend online?

We have created a user guide to help members familiarise themselves with the voting system and the format of the meeting which will be available by 15th October.

We are also happy to help you on the phone or by email, so if you have any concerns about taking part online, please do not hesitate to contact us in advance of the meeting.

Will you send me a Zoom link?

We will send you the link to join the meeting and instructions on how to vote online. You will need your membership number and postcode for joining the meeting.

Voting

I am a new member, can I vote?

New members who joined before 28th October 2022 can vote If they have paid their membership subscription or completed the direct debit instructions.

What browsers can I use to access the voting site?

This site supports all common browsers such as Microsoft Edge, Internet Explorer, Chrome, Firefox, & Safari. If you encounter any difficulties with these or any other browsers, please send a report to support@uk-engage.org

Why am I unable to access the voting site?

There may be a local connectivity problem – try opening <u>www.uk-engage.org</u> or <u>www.google.com</u> – if these websites do not open it is most likely that your device is not connected to the internet. Initially you may want to try closing your browser and trying again, however, more serious cases may require you to reboot your device.

If your connection problems persist, please contact your Internet Service Provider (ISP) for further guidance.

What happens to my data?

Surrey Wildlife Trust has entered into an agreement to provide the following data to UK Engage in order to provide a way of verifying legitimate votes: full member name, postcode and membership number. This data

will be sent via a secure data service and will not be used for any other purposes other than the management of the EGM and AGM voting service on behalf of Surrey Wildlife Trust.

Your individual votes cast are secure and will not be known by the Surrey Wildlife Trust. However, summarised voting data will be provided to Surrey Wildlife Trust.

Related questions: Who are UK Engage?

How do I know any details I submit will be kept secure?

The only data you will submit to UK Engage's is your postcode and your membership number. Once you have placed your vote, the vote is stored in their online voting system's ballot box and cannot be changed by any other voter within the system.

Related questions: Where is my data stored? What happens to my data?

Where is my data stored?

Surrey Wildlife Trust has signed a data agreement with UK Engage which precludes your data being passed on to third parties.

Related questions: What happens to my data?

How long will my data be kept for?

Member information used to administer the voting will be stored for up to 30 days after the declaration of result in case the voting result is challenged, after which it will be deleted.

Can I vote using my mobile device?

The site is optimised to work with most common mobile devices. If you experience any difficulties while using a smartphone or tablet to access the site, please try from another device or send a report to <u>support@uk-engage.org</u>

Why won't the voting system accept my Membership Number, Password (Postcode)

Make sure you have entered your membership number and password (which is your postcode) correctly. The password (postcode) is case sensitive and must be entered including the space e.g. GU24 0JN. For international members please enter the code in the correct format for your registered location. If you have any issues, please contact our <u>membership team</u>.

There is a document on the website that I cannot open.

Throughout the site there are documents for you to view, such as notices and documents that have been saved as PDFs. In order to open any PDF documents on the website you will need to have Adobe Reader installed. It can be downloaded for free from the Adobe website.

Why are you asking me to vote?

Surrey Wildlife Trust is a membership organisation and members have the right to influence the activities of the Trust and take part in its governance. Members have the right to vote on resolutions set out in the Notice of the AGM.

What does a appointing a proxy mean?

Members may appoint the Chair of the meeting or another person to participate in the meeting, including voting on their behalf. The appointed person is called a proxy. Usually, appointing a proxy is done by members who are unable to attend a meeting, but members who want to attend a meeting can still appoint a proxy to participate on their behalf if they wish. The Guidance for appointing a proxy is <u>here</u>.

Why do I need to vote by proxy?

If you are not sure if you are able to attend the EGM, please place your proxy vote in advance. You can appoint the Chair of the meeting to vote on your behalf or another person. You can register your vote <u>online</u> or contact <u>finance@surreywt.org.uk</u> to request a paper proxy vote.

Proxy votes must be received online by UK Engage or via the paper form by email to <u>finance@surreywt.org.uk</u> or by post to the Trust's Head Office at School Lane, Pirbright, GU24 0JN no later than 24 hours before the start of the EGM (Friday 11th November at 10am)

How do I vote by proxy?

Instructions on how to use the vote online can be found this user guide. If you do not have access online you can contact finance@surreywt.org.uk to request a paper proxy vote.

Can I vote online during the AGM Meeting?

If you would prefer to attend the AGM online, please register your place online. Once the EGM resolution has passed, online voting will be enabled for online attendees at the AGM.

Don't forget to vote in support of Hybrid meetings before the EGM deadline for proxy voting. Register my proxy vote for the EGM.

How will I know my proxy vote has been accepted?

Once you have confirmed your vote the last screen you will see has a large green circle with a tick in it. It will also say thank you for confirming your vote.

Can I vote on behalf of another member?

Yes. To be allowed to vote on behalf of another member, the voting member will have to appoint you as their proxy either online or by post before the deadline of 11th November at 10am.

If you are voting on someone's behalf in person, when you register in person you will be given additional voting cards to hold up at the relevant point.

If you are voting on someone's behalf online during the live vote, UK engage will assign an additional vote to you at the relevant point.

How are you compiling the online and in-the-room votes?

Once we have collected and counted all the in-the-room and online votes, the company secretary will compile the votes and present them to the Chair to announce.

All votes will be double checked against the proxy list and the final count will be minuted in the minutes of the meeting.

Asking Questions

Can I ask questions if I attend online?

There are two options for asking questions online during the meeting:

- 1. Use the Q & A feature to type your question, which will be read out by the Chair at the appropriate time.
- 2. Ask a question in person:
 - a. Raise your virtual hand (this is found under the 'participants' menu in Zoom, at the bottom of your screen).
 - b. A member of staff will ask if you would like to ask a question in person.
 - c. If the answer is yes.
 - d. At the appropriate time the chair will ask you to unmute yourself to ask your question.
 - e. After your question has been answered a member of staff will move you to being an attendee again. Don't forget to then lower your virtual hand!

Ask your question before the meeting

Before the meeting you can either email us in advance at <u>finance@surreywt.org.uk</u>,

Ask your question in person at Dorking Halls

To ask a question in person at Dorking Halls, please raise your hand and the Chair will direct a member of staff to bring you a roaming microphone for you to speak into.

Technical Queries

A brief list of the most common technical problems is included below. UK Engage would urge you to attempt some of these troubleshooting methods first, as there is often a simple explanation to most technical queries. If your query cannot be resolved by following these suggestions, please contact UK Engage at <u>support@uk-engage.org</u>

We will need as much information as possible to investigate the problem, including:

- The name of the election and/or constituency in which you are entitled to vote;
- Your Unique Security Code (Membership number);
- Details of any error message you have received please try to explain the error message accurately;
- The date and time you tried to vote;
- The browser that you are using (e.g. Microsoft Edge, Internet Explorer, Chrome, Firefox, Safari);
- What type of connection you are using (e.g. broadband, public Wi-Fi, 3G/4G).

Please email details of your technical query to <u>support@uk-engage.org</u>. We will investigate the problem and let you know what we find as soon as we can.