

## PROPOSED REGULATIONS FOR VIRTUAL GENERAL MEETINGS

### RESOLUTIONS - Schedule 7: Virtual General Meetings (VGM)

In accordance with the Rules and Regulations 2018, Rule 7.1 (a), the proposed draft Regulations shall become binding on the general membership after 30 days' clear notice of their being circulated to members i.e. Monday June 22, 2020;

1. **Login information:** Notice of a decision to convene a VGM of the Institute shall be circulated to each member by electronic mail within the fourteen (14) days period agreed for a general meeting. To be eligible to join the meeting, members shall be required to register at least thirty (30) minutes in advance of the meeting so as to confirm their attendance to login.
2. **Financial standing:** In order to be entitled to vote at a VGM, all outstanding subscriptions and sums payable to the Institute must be received by the Secretariat one (1) working day preceding the date of the meeting. In accordance with *Rule 10.4.10: No member shall be entitled to vote at any general meetings who is in arrears with any subscription or sum payable by him to the Institute.*
3. **Login time:** The meeting platform shall be available for login at least thirty (30) minutes before the start of the meetings.
4. **Quorum:** In accordance with *the Rule, 10.4.2. the quorum at any general meeting shall be twenty-five (25) Members.* The initial and continued presence of a quorum shall be determined by Corporate Secretary from the record of the list of participating members generated at login.
5. **Voting at VGM:** Where members wish to attend a VGM, votes in respect of resolutions to be discussed shall be cast electronically on or before 12.00 noon of the second day preceding the date set for holding the meeting. Within the VGM, the online voting platform will be reopened at an appropriate time to allow eligible members present to vote for resolutions proposed for adoption.

At the VGM, having discussed the circulated agenda, eligible members shall be invited to vote. The Chairman shall notify the eligible members when the online voting platform is reopened and shall state the time to be allowed for voting. At the end of the allotted time, voting shall be closed.

6. **Technical requirements for attending the a VGM:** Each member shall be responsible for ensuring that their electronic equipment meets the technical requirements and internet capability so as to allow participation in the meeting. No decisions taken at the meeting shall be invalidated or found void on the grounds that the loss of, or poor quality of, a member's individual technical connection prevented participation in the meeting. In the event of the meeting host loses electrical power or internet connectivity for more than 15 mins, the meeting will be adjourned to be resumed within seven (7) working days. No business shall be transacted at any adjourned meeting other than the business left unfinished at which the adjournment took place.
7. **Meetings interference/Disruption:** Courtesy and professionalism shall be paramount. The Chairman reserves the right to cause or direct the muting of a member's connection if, in the Chairman's view, it unduly interferes with or seriously disrupts the meeting. A member may appeal the Chairman's decision(s) under this rule, which appeal is not subject to debate on the floor nor shall it be put to a vote. The Chairman's decisions under this rule, shall be announced during the meeting and recorded in the minutes.
8. **Assignment of the floor:** Members shall automatically be muted on joining a VGM. To seek recognition by the Chairman or to ask a question, a member shall use the "raise hand" feature of the platform and wait to be recognised by the Chairman. Once recognised, the member shall be "unmuted" and allowed to speak.
9. **Display:** Given the large number of expected participants, only the President (Chairman), the Corporate Secretary, the Chief Executive Officer, the Auditor and the Scrutineer shall be displayed during the course of VGM. The list of members who have logged into the VGM shall be visible to all participants.
10. **Scrutineer:** A non-member of ICATT shall be appointed as the scrutineer for verify the votes cast in respect of the polls being demanded for the Resolutions to be adopted at the VGM. The responsibilities of the scrutineer shall be to liaise with the third party service provider of the voting platform to verify that the votes cast online in accordance with these Rules, and confirm the summary of votes cast and such other duties as determined by the Chairman of the meeting in accordance with the Rules of the Institute.
11. **Announcement of votes in respect of Resolutions to be adopted:** When the voting process is concluded, the Scrutineer shall notify the Chairman of the outcome in respect of all items voted upon. The Chairman shall announce the voting result. The announcement shall include the number of members voting for and against each Resolution raised and the number of any abstentions. A member who was in attendance at the VGM but chose not to vote shall be deemed as having abstained.
12. **Closure of meeting:** After the announcement of the Resolutions passed, the meeting shall be duly closed.