

## THE INSTITUTE OF CHARTERED SECRETARIES & ADMINISTRATORS

### ICSA INTERNATIONAL AGM 2018

Our report of voting for the above AGM which took place on the 19<sup>th</sup> September 2018 is as follows:

Number of eligible voters	29,216
Total number of votes cast:	2,285
Turnout:	7.8%
Number of votes found to be invalid:	6
Total number of valid votes to be counted:	2,279

**Resolution 1: To receive and consider the report of the Council on the business of the Institute for the year ended 30 June 2018 as set out in Appendix A to this notice.**

RESULT	No. votes	% of valid vote
For	2,219	98.1%
Against	43	1.9%
Withheld	17	

**Resolution 2: To receive comprehensive financial statements of the Institute for the year ended 30 June 2018 as set out in Appendix B to this notice.**

RESULT	No. votes	% of valid vote
For	2,213	98.1%
Against	43	1.9%
Withheld	23	

**Resolution 3: That, subject to such amendments as Her Majesty in Council may require, the preamble of the Institute's Charter be amended as set out in part 1 of Appendix C to this notice.**

RESULT	No. votes	% of valid vote
For	2,049	91.0%
Against	202	9.0%
Withheld	28	

**Resolution 4: That, subject to such amendments as Her Majesty in Council may require, article 2 of the Institute's Charter be amended to provide a new name of the Institute: 'The Chartered Governance Institute' as set out in part 2 of Appendix C to this notice.**

RESULT	No. votes	% of valid vote
For	2,011	88.9%
Against	250	11.1%
Withheld	18	



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**Resolution 5: That, subject to such amendments as Her Majesty in Council may require, article 4 of the Institute's Charter be amended as set out in part 3 of Appendix C to this notice.**

RESULT	No. votes	% of valid vote
For	2,050	91.5%
Against	190	8.5%
Withheld	39	

**Resolution 6: That, subject to such amendments as Her Majesty in Council may require, article 8 and article 20 of the Institute's Charter be amended as set out in part 4 of Appendix C to this notice.**

RESULT	No. votes	% of valid vote
For	2,052	91.6%
Against	187	8.4%
Withheld	40	

**Resolution 7: That, subject to the proposed amendments to the Royal Charter set out in Resolution 3 and Resolution 4 of this notice being approved, the members agree to petition Her Majesty the Queen to grant a Supplemental Charter to reflect the Charter amendments as approved and that the Secretary be authorised to incorporate any amendments which do not materially affect the intent and meaning of the Supplemental Charter.**

RESULT	No. votes	% of valid vote
For	2,044	91.2%
Against	196	8.8%
Withheld	39	

**Resolution 8: That, subject to the proposed amendments to the Royal Charter set out in Resolution 4 of this notice being approved, and subject to such amendments as Her Majesty in Council may require, the Institute's byelaw 1.1 be amended to give effect to the new name of the Institute: 'The Chartered Governance Institute', as set out in part 1 of Appendix D to this notice.**

RESULT	No. votes	% of valid vote
For	2,014	89.8%
Against	230	10.2%
Withheld	35	

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**Resolution 9: That, subject to such amendments as Her Majesty in Council may require, the Institute's byelaw 44.1 be amended to give effect to changes within the composition of the Council, as set out in part 2 of Appendix D to this notice.**

RESULT	No. votes	% of valid vote
For	2,061	92.2%
Against	174	7.8%
Withheld	44	

**Resolution 10: That, subject to such amendments as Her Majesty in Council may require, the Institute's byelaws be amended to give effect to a number of housekeeping changes in byelaws 49.1, 49.3 and 64.18, as set out in part 3 of Appendix D and changes in byelaws 1.1, 26.7, 26.9, 60.1, 60.2, 61.14 and 82.2, as set out in part 4 of Appendix D to this notice.**

RESULT	No. votes	% of valid vote
For	2,067	92.6%
Against	165	7.4%
Withheld	46	
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**Resolution 11: That the Secretary be authorised to incorporate any amendments to the Charter as may be required by Her Majesty in Council which do not materially affect the intent and meaning of the proposed amendments to the Charter as set out in Resolutions 3 to 6.**

RESULT	No. votes	% of valid vote
For	2,063	92.2%
Against	174	7.8%
Withheld	42	

**Resolution 12: That the Secretary be authorised to incorporate any amendments to the byelaws as may be required by Her Majesty in Council which do not materially affect the intent and meaning of the proposed amendments to the byelaws as set out in Resolutions 8 to 10.**

RESULT	No. votes	% of valid vote
For	2,071	92.4%
Against	171	7.6%
Withheld	37	

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Electoral Reform Services can confirm that, as far as reasonably practicable, every person whose name appeared on the electoral roll supplied to us for the purpose of the ballot: -

- a) was sent the details of the ballot and
- b) if they chose to participate in the ballot, had their vote fairly and accurately recorded.

All voting material will be stored for twelve months.

ELECTORAL REFORM SERVICES.

