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Self help module 8: Conducting meetings

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Meetings

Meetings should be the engine room of a program. They are the place where information is exchanged, ideas generated, differences resolved, decisions reached and actions identified.

The constitution of an organisation generally creates a framework of rules about meetings. Whether your organisation is incorporated or not, it is a good idea to have a clear set of rules for the different types of formal meetings that occur. For example, the Department of Fair Trading’s *Model Rules for an Incorporated Association* provides rules for:

• **Committee meetings**

The rules include: the minimum number of meetings, the notice required, quorums, who should chair and how voting should be carried.

• **Annual General Meetings (AGMs)**

The rules include: some items to be on an agenda, when AGMs should occur and how office bearers should be elected.

• **General meetings (also called extraordinary or special general meetings)**

The rules include: how they can be convened, amount of notice required, quorums, who should chair, adjournments, passing of special resolutions, and how voting should be carried out.

Details of the *Model Rules* are at the end of this module. Even if your association is incorporated there is no compulsion to adopt these model rules – they can be adapted or modified according to your needs.

However, the rules such as these are useful as a checklist for considering and clarifying the context of your meetings. Once this framework is worked out, the next step is to determine how meetings should be run. This brings us to meeting procedures.

Meeting procedures or standing orders

Meeting procedure is based on a long tradition of democratic principles and government by the will of the majority. A clear set of meeting procedures can make meetings more efficient and productive by ensuring:

- decisions are made in accordance with democratic principles
- minority opinion is respected
- a few overpowering people don’t impose their will.

According to the needs of your committee, meeting procedure can be simpler or more complex. The essential meeting procedures are also called standing orders. These are the rules of debate or methods by which meetings are conducted.

Tip
Everyone must make an effort to know the meeting procedure. This enables the chairperson to chair effectively and committee members to exercise their rights and play their roles at a meeting.

Tip
People who know and can use meeting procedure empower themselves.





Tip

Standing orders must be read in conjunction with your constitution or rules to get a clear and comprehensive idea of how your organisation approaches meetings.

Choosing the right level of formality

Your committee should choose the right level of formality for your purpose. This should be reflected in your standing orders.

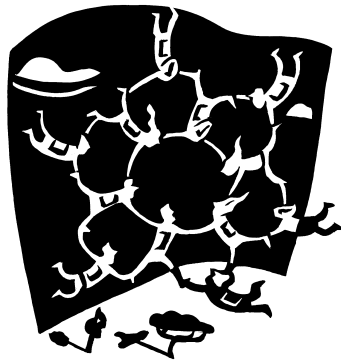
Informality is OK when the committee is:

- working as a team
- united in objectives
- observing courtesy to each other
- exercising common sense in getting to outcomes
- reporting in the simplest and most straightforward way.

More formality may be warranted when:

- the committee is new and/or on unfamiliar ground
- a high level of accountability is needed for project milestones and financing
- there is conflict or potential conflict
- disruptive or dominating members are present
- members are familiar with formal procedures and formality brings the most efficient result.

The level of formality should vary for the type of meeting. Less formality is needed for a problem solving, brainstorming or creative meeting, more is called for in an AGM or committee business meeting.



The chairperson

As there are invariably many meetings in a program, the chairperson's role is crucial. Meetings should be a means to move forward, leading to results in terms of decisions and action. Stagnation and time wasting must be avoided at all costs.

A lot depends on the skill of the chairperson and how they use the time and the people on the committee. They are managers who must do things through others, so they must be able to use and develop the abilities of the committee members and mould them into a team.

Chairpersons create productive meetings through:

- helping to train the committee in agreed meeting procedure
- being impartial and unbiased in their actions
- promoting the harmony of the committee by reconciling views when possible
- using conflict productively to generate better solutions.



The chairperson's responsibilities at meetings

The chairperson has four types of responsibilities:

General

- ensure the purpose of the meeting is achieved
- ensure the will of the majority is carried out
- uphold the constitution and ensure rules of procedure are followed
- know the constitution and meeting procedure thoroughly so they can act quickly and with confidence.

Procedural

- ensure meetings are convened in accordance with constitution, by-laws or standing orders
- see that minutes are kept
- note that a quorum is present
- start and close meetings on time.

Before the meeting

- develop an agenda in consultation with the secretary and the committee
- familiarise themselves with meeting business and correspondence
- consider matters that are likely to arise, what direction the discussion might take and deal with any problems that may occur.

During the meeting

- model appropriate behaviour and preserve order
- be fair by providing all with an equal chance to put their views within the time constraints
- guide the business of the meeting to avoid distractions or talking at cross purposes
- keep business moving without dampening discussion
- clarify matters with questions or comments
- exercise their right to bring discussion to a close by putting the question to a vote after appropriate debate.

Tip

The ideal chairperson is:

- impartial and objective
- even tempered and patient
- firm but friendly
- confident but considerate
- tactful and courteous
- a quick thinker
- well versed in procedure.



Assess your skills as a chairperson

If you answer yes to the following questions, consider yourself a well skilled chairperson.

| Yes | No | |
|--------------------------|--------------------------|---|
| <input type="checkbox"/> | <input type="checkbox"/> | Do I know the rules and am I clear about meeting procedures? |
| <input type="checkbox"/> | <input type="checkbox"/> | Do I have clear objectives for the meeting? |
| <input type="checkbox"/> | <input type="checkbox"/> | Do I work out the most important items on the agenda and how long it will take to get through them? |
| <input type="checkbox"/> | <input type="checkbox"/> | Do I start the meeting on time? |
| <input type="checkbox"/> | <input type="checkbox"/> | Do I involve everyone by asking those who have not spoken for their views? |
| <input type="checkbox"/> | <input type="checkbox"/> | Do I let everyone have their turn, but not let everyone talk at once? |
| <input type="checkbox"/> | <input type="checkbox"/> | Do I keep discussion on the topic? |
| <input type="checkbox"/> | <input type="checkbox"/> | Do I listen carefully and clarify and summarise when necessary? |
| <input type="checkbox"/> | <input type="checkbox"/> | Do I ask if anyone can put forward a motion when a topic has been discussed enough? |
| <input type="checkbox"/> | <input type="checkbox"/> | Do I make sure everyone is really clear about what they are deciding on/voting on? |
| <input type="checkbox"/> | <input type="checkbox"/> | Do I clarify any action to be taken? |
| <input type="checkbox"/> | <input type="checkbox"/> | Do I mediate if there is conflict by encouraging those involved to explain their position? |
| <input type="checkbox"/> | <input type="checkbox"/> | Do I stay neutral and hand over the chair for the part of the meeting when I wish to take a strong viewpoint? |



The agenda

The agenda ensures:

- important matters are dealt with in appropriate order
- that committee members have notice of business so they can contribute and not be taken by surprise.

Agenda items

The items listed below feature regularly on agendas.

Minutes

- A brief official record of the business of the committee
- An account of decisions taken and action to be carried out as a result with the responsibility and date for completion specified
- A way of ensuring that agreed decisions are implemented and that action has taken place between meetings.

Correspondence

- Inward correspondence should be grouped by subject and summarised for the committee
- The content of outward correspondence is discussed by the committee and handled by the secretary
- Letters received well before a meeting can be acknowledged and the writer informed when the letter will be discussed
- Urgent letters containing important business may require a special meeting or decision by the chairperson or executive between meetings.

Reports

- A secretary's, coordinator's or sub-committee's report shows how instructions at the previous meeting were carried out, other actions that were taken and costs incurred. They also flag new issues.
- A treasurer's report includes receipts and expenditure for the period, balance in hand and accounts due. A treasurer's report at an Annual General Meeting is a full audited account. The annual financial accounts of an incorporated association must be lodged with the Department of Fair Trading after the AGM.

Adjourned business

- Adjourned business is business that was not begun or completed at the previous meeting. Adjourned business takes precedence over all other business.

General business

- General business is matters or questions raised by the committee. It is often flagged by a 'motion on notice'.

Sample formal and informal agendas are on pages 7 and 9.

Tip

A quorum is:

- the number of committee members that must be present for the business to be valid
- a way of ensuring that meetings are democratically representative of members.

Decisions made at a meeting without a quorum are not binding on members.

Quorums can vary in number for different types of meetings. See the *Model rules* at the end of this module for some options.



Sample formal agenda

| |
|--|
| <p>Name of organisation:</p> <p>Date:</p> <p>Time: (start and finish)</p> <p>Location:</p> <ol style="list-style-type: none">1. Chairperson opens meeting2. Apologies3. Minutes of previous meeting and confirmation of minutes4. Business arising from minutes5. Correspondence – inward and outward. Endorsed by committee6. Business arising from correspondence7. Coordinator's report<ol style="list-style-type: none">a) Computer upgradeb) Value adding feasibility studyc) Sponsorship8. Treasurer's report9. Report from sub-committees<ol style="list-style-type: none">a) Gala May Day eventb) Bikefest10. Adjourned business<ol style="list-style-type: none">a) Appointment of coordinator11. General business<ol style="list-style-type: none">a) Approach by Southwood Council traffic sub-committee12. Date of next meeting13. Chairperson closes meeting |
|--|

Sample of informal agenda of an event sub-committee

| |
|--|
| <p>Name of sub-committee:</p> <p>Date:</p> <p>Time: (start and finish)</p> <p>Location:</p> <ol style="list-style-type: none">1. Open2. Report on minutes – progress on actions that were decided and delegated at the last meeting3. Financial statement from treasurer4. Reports from work groups/individuals on the annual fair:<ul style="list-style-type: none">• parade• gumboot race• buskers• helicopter and rides• street party• kids bike biz5. Business arising from reports6. General business7. Date of next meeting8. Close. |
|--|



Minutes

Minute taking has a long tradition and formal minutes are similar to those used by parliamentary committees.

Your committee must decide how formal and comprehensive it needs the minutes to be. This decision will be influenced in part by the level of accountability that is required – either by legislative obligations or by the need to report to funders.

Minutes also exist to ensure that a record of decisions and those who agreed to them is kept. In the situation where a committee or its members are the subject of litigation, the minutes become evidence. For this reason, formal minutes, once approved and signed as a true and correct record by the appropriate committee members, must never be altered. They also must be kept permanently by the secretary (or other officer, if appropriate) and their successors.

Finally, minutes are good means of ensuring that action to carry out decisions occurs between meetings. Often because full minutes take some time to complete, an 'Action Sheet' is sent out well before the minutes. The sheet summarises action to be taken, who is responsible, time for completion and permitted resources. It gives committee members (and others) a reminder of the work they have agreed to complete.

Sample Informal Minutes

Meeting:

Date:

Time:

Place:

| Agenda item | Decision | Action to be taken | Who's responsible | Resources needed | Date completed |
|---------------|---|---|-------------------|------------------|----------------|
| Street Fair | That a large balloon be hired at a cost of no more than \$400 | Cost of balloons to be investigated and balloon hired if under cost limit | John Smith | Bank cheque | 2 July |
| Bikefest, etc | etc. | | | | |



Sample Formal Minutes

Minutes of Northwood Main Street Committee

Wednesday, 8 June 1999, Northwood Community Centre

Meeting: The meeting was opened by the chairperson Mr Peter Smith at 7.00 pm

Present: Peter Smith, Joan Lee, Fred McKay, Bob Prentice, Emile Jonet, Piers Townsil

Apologies: Kristine Lorange

Adoption of the minutes:

'That the minutes of the previous meeting be confirmed.'

Moved: F. McKay
Seconded: B. Prentice

Business arising from the minutes:

Nil

Correspondence:

A. Inward

- 1. NSW Premier: Congratulations on Gala May Day event
- 2. Ozemail: Internet account
- 3. DSRD: Approval of funding for coordinator

B. Outward

- 1. Robyn Archer: Request to perform at November cabaret night

'That the inward correspondence be received and the outward correspondence be endorsed.'

Moved: J. Lee
Seconded: B. Prentice

Reports:

A. Coordinator

No coordinator report pending appointment of coordinator

B. Financial report

(Report attached to these minutes)

'That the financial report as circulated be accepted and the Ozemail account be paid.'

Moved: P. Townsil
Seconded: E. Jonet

General business:

A. Recruitment of a coordinator

The chairperson reported as convenor of the selection panel for the coordinator. He tabled a draft job description and advertisement. These were discussed by the committee and changes made (revised version is attached to these minutes).

'That the revised version of the position description and advertisement be endorsed and recruitment of the coordinator proceed along the lines agreed at the last meeting, and that the Department of State & Regional Development is forwarded a copy of the advertisement and position description for final approval and thanked for the funding offer.'

Moved: F. McKay
Seconded: P. Townsil

Tasks:

Treasurer: Pay Ozemail account

Chairperson: Proceed with recruitment of coordinator

Secretary: Write to the Department of State & Regional Development acknowledging and accepting funding for coordinator

The chairperson declared the meeting closed at 8.45 pm.

The next meeting is to be held on Wednesday 9 July 1999 from 7.00 pm to 9.00 pm

Confirmed:

Chairperson

Date

Some secrets of procedures

Motions and amendments

Motions are proposals put to a meeting to obtain decisions. The important business of a formal meeting is achieved through a series of motions. Motions begin with 'that . . .' and are worded in a positive form that proposes a definite action. Motions must generally be moved and seconded.

Tip
A motion is put before the meeting.
An amendment is a change to an original motion.
A substantive motion is a motion that has been altered by amendments.
A resolution is a motion that has been passed by a meeting.

Some names of publications on formal meeting procedure are provided at the end of this module. Discuss procedures with an expert as well to get up to speed. The crib sheet below will then be a useful summary to jog your memory.

A crib sheet for motions and amendments

Handling motions

- Treat each clause as a separate motion which may be debated, amended and voted on
- The proposer moves each motion
- No discussion can be allowed until a motion is seconded, the chairperson then states that the motion is open for discussion
- The mover may speak for the motion first
- If there has been no opposition to a motion, there is no need to reply
- No member should be allowed to speak more than five minutes – a limit of three minutes is ample

Amendments

- Several amendments may be moved to the same original motion – but each one must be moved, seconded and discussed separately
- Only one amendment can be placed before the meeting at any one time – and each one must be disposed of before the next one is debated
- All amendments are voted on before the substantive motion is put to the vote

- Amendments must not conflict with decisions already made – they must be relevant to the original motion and not introduce new ideas
- Amendments must be handled by the chairperson in the correct order – in sequence as they affect the various sections of the motion
- Movers are called on to speak in order in which their amendment affects the motion. Four types of amendments are:
 - i) To leave out certain words
 - ii) To leave out certain words in order to add others
 - iii) To add certain words
 - iv) To leave out all the words after the first word 'that' and substitute others with a different meaning
- Once an amendment is moved, discussion must be confined to the section of the original motion which it proposes to alter. The whole motion can no longer be debated
- Besides the question of sequence, the chairperson must keep in mind that some members may be in favour of one part of the amendment and not the other. After several opinions have been heard from both sides, the chairperson may ask for one or more speaker from each side – then give the mover a chance to exercise a right of reply.

Putting the amendment

- The chairperson reads the original motion, followed by the amendment, and says, 'All those in favour, please raise the right hand.' 'All those against?' (counts hands) 'The amendment is carried. The substantive motion now reads'
 'The substantive motion is now open for further amendment.'
- All amendments, i.e. types 1, 2, 3, 4 are moved and debated, and if carried, there is no further possibility of further amendment or discussion. The chairperson then puts the substantive motion to the vote.

Tip
A counter amendment leaves out nearly all the words of the motion and offers an alternative proposal with the same object.
A reasoned amendment leaves out nearly all the words and offers an alternative proposed with a different objective.





Tip

A proxy vote is a written authorisation for a person to vote on behalf of another person.

A casting vote is a vote that is exercised by the chairperson to create a result when the voting is equal. The constitution should clarify the rules about the use of casting votes.

Closing discussion

Although every person has a right to his or her say, in practice this would take too much meeting time. Therefore, a chairperson must find a compromise. Some ways to close discussion without appearing to dampen member's rights to speak are:

- asking for opposing views if the discussion has become one-sided
- asking for new viewpoints if arguments are being repeated
- restricting discussion which has gone on for some time to two more speakers – one for, one against.

Then the chairperson generally asks that the motion be put to the vote.

Voting

The matter can be voted on:

- at the time
- postponed until a future date
- postponed indefinitely.

Voting can be by voice, show of hands or if necessary, by standing, depending on the size of the meeting and the closeness of the numbers for and against. A count should be taken again if there is any doubt about the result.



Disputes and resolving conflict

The *Model Rules for an Incorporated Association* also provide suggested rules for dealing with the resolution of internal disputes and the disciplining of members. It is important to have established processes for these matters as they can become the business of meetings.

However, on a day-to-day level, conflict is a normal part of teaming and can be a creative as well as disruptive force. Resolution of conflict and disputes at meetings rests with people – the goodwill of participants and the skill of the chairperson.

Another module in this series *Conflict resolution* gives some guidance on managing this important ingredient of productive meetings.

Annual General Meetings

Agenda

An AGM may use an agenda similar to the 'sample formal agenda' on page 7. However:

- the chairperson may wish to report on the year's progress
- the treasurer would deliver their Annual Statement and Balance Sheet
- other reports may also be delivered by other office bearers, e.g. the secretary and/or public officer, or sub-committees
- there would be an election of office bearers and a vote of thanks to the outgoing executive
- special business would be on matters that would require a vote of all members, eg. a change of constitution
- there would not be any general business
- a guest speaker may give a presentation and be thanked.

Timing

If an organisation is an incorporated association, it must hold its first AGM within 18 months of incorporation and within six months after the end of its first financial year. It is then required to hold an AGM every calendar year and within six months of the end of each financial year. If an association wishes to delay an AGM, its public officer should lodge a form before the due date with the Department of Fair Trading applying for an extension of time. (See the *Associations – A Guide to Incorporation* at the end of this module.)

Calling an AGM

The Department of Fair Trading's *Model Rules for an Incorporated Association* stipulate the amount of warning a member must receive for an general meeting (including an AGM) i.e. that:

- 14 days' notice must be given for a general meeting at which no special resolution is to be considered
- 21 days' notice must be given for general meetings requiring a special resolution of the association.

All members must be contacted at their address shown on the membership register and the notice must include notice of:

- the fact that it is and AGM
- the place
- the date and time
- the nature of the business to be transacted including whether special resolutions are to be considered and what the resolutions are.





Speaking at a Council meeting

At times a coordinator or committee member has the opportunity to speak at a full Council meeting or subcommittee meeting. It is important to take best advantage of these opportunities as the support and resources of Council can make a major difference to a program.

Councils operate using formal meeting procedures. You will need to be prepared by understanding these and other aspects of Council operation if you wish to influence the decision making. Here are some actions that you could take to maximise your chances of success.

1. Know the decision-makers

- Know what decisions people can make and which are beyond their responsibility. Approach the appropriate people.
- Approach the General Manager for advice. He or she will be able to advise whether a presentation to a Council meeting, a subcommittee meeting or another course of action is best.
- Make sure that your Councillors and Council staff are familiar with your program's Strategic Plan. Your proposal may not even need to go to Council, staff may be willing to incorporate it in their work plan.

2. Know what Councils' priorities and interests are

- These are in Council's management plan and forward budget and can be found out from elected representatives and staff.

3. Understand Council processes

- Be aware of Council's time horizons and fit in with these. For example, a request for funding for street improvements must be made before the management plan and budget are finalised.
- The proposal referred to a subcommittee could be discussed prior to going before full Council.

4. Get your subject on the agenda

- Always try to get your item on the official agenda and in the Council papers. If you have Councillors on your committee, they may be able to assist, or put recommendations to Council on the committee's behalf. A letter to the General Manager requesting an opportunity to address Council is another alternative.
- If this is not possible, try other means that Council processes offer, i.e. the tabling of letters, or time for public comment.

5. Understand Council meeting procedures

- Attend meetings before your matter comes up so you are familiar with the procedures.
- Get someone who is familiar with Council procedures to coach you, so you know exactly what is happening when the meeting takes place.
- Know the protocols for addressing Council.
- Be aware that your proposal may receive no comment from Council at the time of your presentation and merely be noted.

6. Know your own subject

- Know your issue well. Prepare a succinct proposal with strong arguments and evidence. Be clear and specific about what you want done. Anticipate questions and opposing arguments.

7. Get support beforehand

- When you have prepared a case, secure support from the decision makers and those who advise them
- Test the position of others discreetly. If they are ready to hear your position, be sure to have your reasons assembled and have arguments against opposing views prepared.

8. Timing is important

- Don't go ahead until you have the necessary support.
- If possible, avoid presenting your case on an occasion when other matters will overwhelm it, or when the climate is not appropriate.

9. Plan your approach to presenting your proposal

- Rehearse your presentation with a friend or colleague.
- Be there at least 15 minutes before you are due to present. Better still attend the whole meeting. You will know what has gone before and be better able to gauge the mood of the evening and adjust accordingly.

10. Support your proposal with written material or visual aids, if possible

- If you have not been able to get your documentation in the Council papers, make sure the written information you supply contains only the key aspects of the proposal, arguments and evidence, and a clear statement of the request
- Support your presentation with visual aids if possible – use professional overheads, graphs, photos or videos. A picture is worth a thousand words.



Contacts

Incorporation: An explanation of the Associations Incorporation Act

Revised Fourth Edition 1997
Graham Wheeler
Available from
the Council of Social Services of New South Wales
66 Albion Street
Surry Hills NSW 2010
Phone 02 9211 2599
Facsimile 02 9281 1968

Associations: a guide to incorporation

Available from
the NSW Department of Fair Trading

Model rules of association

Available from
the NSW Department of Fair Trading

Guide for meetings and organisations: Volume 2 – meetings

6th edition
N E Renton
ISBN 0455212953
Available from The Lawbook Co Australia
(1800 650 522) or bookshops
Used by Toastmasters International