

# SECTION 3

## Meetings

Meetings are the lifeblood of any Association. It's where the Committee gets together to discuss issues and strategy and to make decisions on behalf of the members. Most people are time poor and while volunteer Committee members are happy to donate their time, they don't want it wasted! Ensuring effective and constructive meetings where everyone's time is well spent is important for all involved.

### Meetings Checklist



<b>Do you have an annual schedule of Committee meetings?</b>	<i>Your Constitution will generally provide for the minimum number of Committee meetings to be held each year. Meeting dates should be scheduled well in advance so that all members can ensure regular attendance.</i>	<input type="checkbox"/>
<b>Are agendas distributed well in advance of each meeting date?</b>	<i>Committee members have a responsibility to be fully prepared for each meeting. This can only be done if agendas are distributed with enough time for Committee members to read and understand the issues to be discussed.</i>	<input type="checkbox"/>
<b>Are written reports on specific issues or areas of responsibility distributed with the agenda?</b>	<i>It is not enough for the agenda alone to be distributed well in advance of the meeting. There will be a number of standing reports, such as the financial report, and a number of issues based or functional reports that must also be distributed. Good meeting preparation is a fundamental responsibility of all Committee members!</i>	<input type="checkbox"/>
<b>Do you know the minimum number of Committee members that need to be present for the meeting to be valid?</b>	<i>The minimum number needed for a meeting to be held is called the quorum. A quorum <b>MUST</b> be present for the decisions of any meeting to be valid.</i>	<input type="checkbox"/>
<b>Are all decisions made by vote and/or in the manner required by your Constitution or Rules?</b>	<i>Your Constitution will most likely call for decisions to be made by a show of hands or, if it's a contentious issue, by a poll. The Chairman may also have a second or casting vote in the case of a tied vote so it's important to know how decisions should be made.</i>	<input type="checkbox"/>
<b>Do all Committee members understand the principles of ethical decision making?</b>	<i>The Committee makes decisions on behalf of the members, so must understand and abide by principles of ethical decision making.</i>	<input type="checkbox"/>



<p><b>Are minutes recorded for each meeting and then confirmed at the commencement of the following meeting?</b></p>	<p><i>Minutes are the official record of your meetings. They must contain a record of who was present, what was discussed and the decisions made. They should also contain a list of action items to be completed before the next meeting. One of the first items of business at each meeting is to confirm the minutes of the previous meeting as a true and correct record. Once confirmed, the minutes must be signed by the person Chairing that meeting.</i></p>	<input type="checkbox"/>
<p><b>Are the minutes of each meeting distributed to Committee members in a timely fashion?</b></p>	<p><i>The minutes provide a record of the meeting and will also identify the actions to be taken after the meeting. As people need to be given some time to complete their action items, the minutes need to be distributed with enough time for them to do so.</i></p>	<input type="checkbox"/>
<p><b>Are signed copies of all minutes kept in a central place?</b></p>	<p><i>It is a legal requirement that a signed copy of all minutes be kept in a safe and central place. This will be your office if you have one, otherwise the Secretary will generally take on the responsibility of keeping the minutes safe and accessible.</i></p>	<input type="checkbox"/>



## Section 3

# Tips & Techniques

The Agenda  
Committee Reports  
Decision Making  
Minutes





# TIPS & TECHNIQUES

## Agenda

The Agenda is the simplest and most powerful tool you have at your disposal to embed good governance into your Association. A well prepared and well-structured agenda will guide your meetings and ensure that you are discussing all the essential items required to run a healthy organisation. Your agenda should be divided into four distinct sections:

### SECTION 1 – THE FORMALITIES

This section includes four items:

**Welcome and Apologies** - the Chair formally welcomes all members to the meeting and records any apologies. **TIP** - if a member simply doesn't show up and has not notified the President or Secretary that they will not be there they should not be noted as an apology, but rather as ABSENT.

**Minutes of the Previous Meeting** - the minutes of the previous meeting are approved by the Committee. This is the place where any amendments to the minutes can be raised and, if agreed, the minutes can be approved subject to those amendments. Minutes of the previous meeting should be distributed with the agenda so that they can be reviewed prior to the meeting. **TIP** - members should be encouraged to advise minor typographical errors to the President or Secretary prior to the meeting so that these small changes can be made out of session.

**Declarations of Interest** - it is good practice to give members an opportunity to declare an interest they may have in any of the items to be discussed at the meetings. Conflicts of Interest will be dealt with in accordance with your organisation's policy.

**Matters Arising from the Minutes** - every set of minutes should contain a list of items to be actioned by individuals, subcommittees or working groups. This agenda item allows the action list to be reviewed, completed items noted and an update received on items that are not yet complete. These items are carried forward to the next action list.

### SECTION 2 – STRATEGIC DISCUSSION

All Committees should understand the difference between strategy and operations. As a Committee in a small organisation you may need to deal with both aspects of the organisation, but you must clearly separate your strategic and operational discussions. This section can be broken into three parts:

**Current Issues Update** - being issues of immediate importance and having arisen or developed since the agenda was distributed. Agendas should be distributed 5 working days prior to the meeting, so this allows members to discuss important updates.

**Matters for Discussion/Decision** - involve discussions on the strategic direction of the Association and any new or important items requiring decision. Items here may come from current issues of significance, your Strategic Plan or may be extracted from operational reports. For example, one of your strategic goals may be to advocate on behalf of your members. This would be the place to discuss your position on a particular matter and your approach to government and/or the media.

Subcommittee/Portfolio reports may include items requiring decision from the Committee so, again, this is the place to put that discussion.



# TIPS & TECHNIQUES

## Agenda

For example, your fundraising report may note a sponsorship proposal that has the potential to be controversial. A decision would be required from the Committee on whether to proceed given the possible reputational risk. This item is for matters of strategic importance and should not be confused with your operational discussions.

**Governance** - this is where various governance items can be discussed, often in reference to your Compliance Calendar. Over the course of the year there will be a variety of governance items for review or discussion. These can include policy review, review of the risk register, review of your Constitution and other items. Time at each meeting should be set aside for these items so that you are not faced with a huge governance agenda at a single meeting or, worse, don't have the time to address these important issues at all!

### SECTION 3 – REPORTS

Written reports, including the financial reports, should be distributed with the agenda well in advance of the meeting. These reports provide the Committee with the information and updates on issues, programs and activities necessary for them to have a good understanding of what the Association is doing.

It is the responsibility of all Committee members to READ the reports prior to the meeting. It is therefore not necessary for reports to be read or summarized at the meeting - the Chair should ask only for questions or points of clarification. With the exception of these, reports should be for noting ONLY. Items for discussion or decision arising from the reports will have already been identified and put elsewhere in the agenda.

It is a common mistake made by Committee to spend far too much time receiving and regurgitating the contents of reports. Committee members are happy to give their time but are usually not so happy to have their time wasted. It is certainly not the best use of time to go over written reports everyone has already read. For this to work, however, two things must happen:

1. all Committee members must have read the reports prior to the meeting as part of their preparation, and
2. the person writing the report must highlight important issues or matters requiring decision so they can be dealt with under Strategic or Management Items as appropriate.

### SECTION 4 – MANAGEMENT ITEMS

As a Management Committee you may not have the luxury of focusing solely on the strategic and broader issues of your Association. You also actually have to do the work! This section of the meeting is where you can discuss current activity, allocate tasks and report on progress.

This part of the meeting can be far more informal and you can, in fact, close the formal Committee Meeting prior to your management discussions if you want. This means that you could take notes rather than formal minutes and release any members not directly involved in the projects being discussed.

### FINAL NOTE – OTHER BUSINESS

Other business should be confined to urgent matters that have arisen since the agenda was distributed. Otherwise, they should already be there! **TIP:** Chairs, be tough on Other Business! If it is neither urgent nor important, then hold it over and put it on the agenda for the next meeting. This is also a good opportunity to ask members if there are items they want to include on future agendas.



# Sample Agenda

**A MEETING OF THE [NAME OF ASSOCIATION] COMMITTEE WILL BE HELD ON [DAY], [DATE] AT [LOCATION] COMMENCING AT [TIME]**

- 1. Welcome and Apologies**
- 2. Minutes of the Previous Meeting**  
Minutes of the meeting held on [LAST MEETING DATE] for approval
- 3. Matters Arising from the Minutes/Action List**
- 4. Declarations of Interest**

## **STRATEGIC ITEMS**

- 5. Matters for discussion/decision**
  - 5.1 Current Issues Update
  - 5.2 Items arising from the Strategic Plan
  - 5.3 Items for discussion/decision arising from reports
- 6. Governance**  
Items referenced from the Compliance Calendar

## **OPERATIONAL REPORTS**

- 7. Financial Reports**
- 8. Reports (for noting)**
  - 8.1 Sub-Committee/Activity Report1
  - 8.2 Sub-Committee/Activity Report2
  - 8.1 Sub-Committee/Activity Report 3

## **MANAGEMENT ITEMS**

9. Management Item 1
10. Management Item 2
11. Management Item 3
- 12. Other Business and Future Agenda Items**
- 13. Meeting close and next meeting**  
Date and time of the next meeting

All the details of the meeting including date, time and venue should be included here

Each set of minutes should contain an action list of items. The meeting only needs to note completed items and be advised the status of incomplete actions that will then roll over to the next action list.

Members must declare any Conflicts of interest.

Ample time should be given to the discussion of strategic items and any matters requiring decision from the Committee. Often these will be extracted from the reports that can otherwise be for noting only.

At each meeting there will be items from the Compliance Calendar to be addressed.

Reports are distributed with the agenda and should be read by all members in advance of the meeting. Only questions or points of clarification should be raised. Substantive or strategic items will have been dealt with in the strategic section of the meeting.

As you are a management committee, there will be management items for discussion. This where you can work through current activity, allocate tasks and report on progress. This section of the meeting can be far less formal.

Other business should be limited to items that have arisen since the agenda was distributed. This is also an opportunity to raise discussion items for the next or future meetings



# TIPS & TECHNIQUES

## Committee Reports

**Committee reports are an integral part of the meeting process. They provide all members with the information they need to make effective decisions. Having a standard reporting format can make the process of reading and understanding reports easier and more efficient.**

Reports provide the information every Committee needs to keep up-to-date with programs and projects and to make decisions on issues of importance. All reports should be distributed with the agenda and form part of the 'Meeting Package' that members need to read and understand prior to each meeting. This can add up to a lot of reading, but it will save a lot of time at your meeting!

### **STANDARD REPORTING FORMAT**

Reports are written by different people, including Office-bearers, Portfolio or Subcommittee Chairs and staff, if you have them. This means that there will likely be significant differences in style between the various report writers and this can lead to some confusion amongst readers.

Having a standard template for reporting can overcome these problems and ensure that everyone has a clear understanding of the key issues.

A good way to approach this is to have a standard cover page for reports that contains the following:

- Date of the meeting, name of the report and the person who wrote it
- An indication of whether the report is for information or for action
- Overview/context
- Key messages
- Recommendations

All of this information should fit on one page, with additional information included as attachments. A sample Committee Report follows.

### **NOTES ON REPORTS**

#### **Distribution:**

All reports should be finalised and distributed with the agenda. Best practice would be to have the Meeting Package out to members at least 5 working days prior to the meeting to give everyone a chance to read it. Three working days should be an absolute minimum.

#### **Presenting:**

As discussed in the Agenda worksheet, a lot of time can be wasted at meetings if members are invited to 'speak to their report'. There's no need to do this as everyone will have read the report before the meeting. Instead, the Chair should only invite points of clarification or questions from the meeting.

#### **Information or Action:**

A lot of reports will be for information only, meaning that no decisions or discussion is required by the meeting. Unless there are questions, these reports can simply be 'taken as read'. Reports requiring action will be discussed and decisions made on the key recommendations.

#### **Verbal Reports:**

The only circumstances in which a verbal report should be allowed are when the matter is urgent and has arisen since the agenda was circulated, or if the issues to be discussed are so sensitive that a verbal update is necessary.



# Sample Report

## XYZ Association

Meeting Date: 28th March, 2019

Report: Annual Fun Run  
Prepared by: Sue Smith

Report for: Information ☐  
Action ☒

### Overview:

The Annual Fun Run is our major fundraising event for the year. As per our Operational Plan, we are aiming for 150 participants and 10 sponsors to ensure the success of the event. We are also aiming to gain media support and coverage by inviting some celebrities to become involved.

### Key Messages:

- Planning is on track and preparations are running smoothly
- Printed and on-line registration packages are being prepared and will be available no later than 30th June
- An information page has been added to our website
- The database of participants from previous years has been updated and will be used for a direct mailing campaign
- The Events Committee has discussed suitable 'celebrity' participants and arrived at the following short list:
  - Matt Shervington, Cathy Freeman, State Premier, Local football stars
- The Committee understands that an appearance fee may be requested by some high profile sporting figures

### Recommendations:

- 1 **THAT** the Committee agree that we not pay appearance fees for celebrity endorsement and that this decision be included in our Events Policy.
- 2 **THAT** we approach Mr Shervington and Ms Freeman requesting participation on a 'no fee' basis.
- 3 **THAT** we approach the Premier and the local football club requesting participation.

### Attachment/s:

Event Committee minutes of the last meeting Draft registration package

Meeting date at which the report is to be discussed.

Name of the Report and the person who prepared it.

Whether the report is for information or action.

A brief overview and background for the report.

The key points of the report

Recommendations for the Committee to discuss. It's a good idea to put these in the form of motions so they can be put to the meeting or amended as required.

Supporting documentation for the information of the Committee.



# TIPS & TECHNIQUES

## Decision Making

**A fundamental role of the Committee is to make decisions on behalf of the members and in the best interests of the Association.**

The best governance in the world can't completely 'error-proof' your Association. While you will always aim to make the right decisions, every once in a while things may not work out. It's at times like these that the Committee may come under increased scrutiny and having confidence in your decision making processes becomes even more important.

### PRINCIPLES OF DECISION MAKING

There are five principles of good decision making that the Committee should abide by at all times. You should ask yourselves these questions:

- Did you take reasonable care?
- Did you act in good faith and for a proper purpose?
- Were you not influenced by personal interest?
- Did you make reasonable enquiry?
- Did you rationally believe that the decision was in the best interests of the Association?

If you can confidently answer "yes" to all these questions then you have made a responsible decision - whether or not it turns out to have been the right one.

### WHAT IS 'REASONABLE'?

There are a number of references here to the concept of 'reasonable'. The 'reasonable person' test is fairly well known. Basically it poses the question of what a reasonable person, given the same circumstances, would do or decide. This allows the test of reasonableness to evolve over time, taking into account circumstances and the expectations of society. After all, there are many things that were considered reasonable a decade or more ago that are completely unacceptable now!

### WHAT IS REASONABLE ENQUIRY?

Of all the principles of decision making it is the one about 'reasonable enquiry' that can be the most difficult for Committees. Not having all of the necessary information can adversely affect decision making and many bad decisions have been caused by what the Committee **didn't** know.

It is essential that the Committee exercise due diligence in decision making and make appropriate enquiry to inform the process. So how much enquiry is 'reasonable'?

This will depend on the context and significance of the decision. If you have a small or simple decision that is routine or for which the issues are well known then little additional enquiry may be required. However if you are faced with a complex decision that could have significant consequence for the organisation, a far greater level of enquiry will be expected.

The main thing to remember here is that you can't assume that you already have all the information you need to make important decisions. You need to ask the tough questions and identify any gaps in your knowledge so you can be satisfied that your decision making is robust and will stand up to scrutiny.

**TIP!** Make sure you record the reasons for your decisions in your minutes and include supporting documentation as appropriate.



# TIPS & TECHNIQUES

## Minutes

Minutes are the official record of your meetings so must give an accurate overview of what was discussed and decided.

### FORMALITY

As the official record of proceedings, the minutes should be prepared with a degree of formality. Names should be recorded in full in the attendance record and members should be referred to with title and surname throughout; Mr Smith and Ms Jones is appropriate — Bob and Sally is not!

### HOW MUCH OR HOW LITTLE?

One of the biggest challenges in writing minutes is to decide how much detail to include. Minutes should not be verbatim records of everything that was said, but should not be so brief that no-one can follow what was discussed and decided. The trick is to give enough detail to provide a background and context for decisions and action items so that the minutes make sense to anyone reading them, even if they didn't attend the meeting. It is also good practice to avoid attributing comments or questions to individual committee members where possible. Here's an example of how to do it:

*There were questions raised regarding [the current issue]. Some members were concerned that insufficient information had been made available. It was suggested that further enquiry be made and agreed that Mr Smith would source additional information and report to the next meeting.*

### RESOLUTIONS

All decisions made at each meeting must be recorded in the minutes. A suggested format for resolutions is as follows:

**THAT** the minutes of the previous meeting be approved as a true and correct record.

**MOVED:** R Smith

**SECONDED:** J Brown

**CARRIED**

Traditionally, all resolutions included the name of the person that moved the motion and the name of the seconder. Motions should be framed as a proposition and should start with the word "THAT". Whether the resolution was carried or not carried must be recorded. That the motion was carried by a particular margin (e.g. unanimously) or the names of members voting against or abstaining from the vote may be included on the request of the meeting or the members concerned.

### SIGNING AND RECORD KEEPING

Every set of minutes must be signed by the Chairman of that or subsequent meeting after they have been approved. Once signed, the minutes can be entered into the minute book. A minute book (or folder) must be kept with a hard copy of every signed set of minutes and it is generally the responsibility of the Secretary to ensure this is done. Electronic storage alone is not acceptable!

### ACTION LIST

It is recommended that an action list be prepared and included with each set of minutes. This can be done as a separate list at the end of the minutes, or by including a column to the right and including the name or initials of the person assigned to each action as recorded.

### DISTRIBUTION

Make sure that minutes are prepared immediately after the meeting and distributed promptly. Within five working days of the meeting is recommended to allow members time to read and action items as necessary. A sample set of minutes follows.



# Sample Minutes

## MINUTES OF A [INSERT TYPE OF MEETING] COMMITTEE OF THE [NAME OF ORGANISATION] HELD AT [ADDRESS] ON THE [DATE] COMMENCING AT [TIME]

**PRESENT:** David Smith (Chairman), Carmen Garcia, John Brown,  
Mari Leu, Leonie Field & Chris Lenarcik

**APOLOGIES:** Jason Richards & Helena Golding

**IN ATTENDANCE:** Karen Campbell (Executive Officer),  
James Jeffries (Guest)

### 1. Welcome

The Chairman opened the meeting and welcomed all present.

### 2. Minutes of the Previous Meeting

**MOVED:** S Garcia

**SECONDED:** L Field

**THAT** the minutes of the meeting held on [previous meeting date] be  
approved as a true and correct record

**CARRIED**

### 3. Matters Arising from the Minutes

All matters included on the action list had been completed or are included  
In this agenda.

### 4. Declarations of Interest

There were no conflicts of interest declared.

## STRATEGIC ITEMS

### 5. Matters for discussion/decision

#### 5.1 Current Issues

Ms Leu reported on recent advice that the State Government would be  
reviewing current regulations with regard to child protection. The meeting  
agreed that this review could have a significant impact on current practices  
and that a position statement should be developed, together with a media  
and member communication strategy. Mr Lenarcik offered to draft a position  
statement for review at the next meeting. Ms Campbell will draft the media  
and member communication materials for approval at the next meeting.

#### 5.2 Strategic Plan

The meeting discussed progress towards Goal 1.1 from the Strategic Plan. It  
was generally agreed that while the goal remains achievable, some  
additional resource should be applied to several projects to ensure the  
association remains on track. It was agreed that these projects would be  
closely monitored over the coming months with regular reports provided to  
the Committee.

All the details of the meeting  
must be included at the top of the  
minutes.

The names of all Committee  
members present must be  
recorded, together with  
members who have tendered  
their apologies. If apologies are  
not received, then a member  
should be noted as "Absent". If  
you have a staff member or  
guest present they should be  
noted as "in attendance" rather  
than present.

Minutes of the previous meeting  
can be approved subject to  
amendments agreed at the  
meeting as long as those  
amendments are minuted in  
this section. However, it's good  
practice to distribute the  
minutes with plenty of time for  
amendments to be notified prior  
to the meeting so an amended  
set can be circulated with the  
agenda.

Members must be given the  
opportunity to declare any  
conflicts of interest they may  
have in reference to particular  
agenda items.

This is the area where strategic  
items are discussed and should  
comprise the bulk of your  
meeting.

# Sample Minutes (Cont)

## 5.3 Matters for Decision arising from Reports

The Treasurer spoke to the Delegations Policy as previously distributed with the financial reports. He reported that the policy would give certainty to the Association on spending protocols and limits and invited questions from the meeting. After some further discussion it was:

**MOVED:** C Garcia

**SECONDED:** J Brown

**THAT** the Delegations Policy be adopted and a 12 month review date established.

**CARRIED**

## 6. Governance

The meeting reviewed the current risk management policy and register as scheduled in the Compliance Calendar. It was noted that no critical incidents had been reported and no new issues had arisen for inclusion. Current controls were reviewed and a number of suggestions for improvement noted. Ms Campbell will incorporate new controls as a matter of urgency and update the register as agreed.

## OPERATIONAL REPORTS

### 7. Financial Reports

The Treasurer noted the financial reports as previously distributed and invited questions from the meeting. A question was raised about the treatment of membership pre-payments and the Treasurer clarified that they would be taken up as income in the new financial year. There being no further questions it was:

**MOVED:** J Brown

**SECONDED:** M Leu

**THAT** the financial reports be accepted.

**CARRIED**

### 8. Reports for noting

The Chairman noted the operational reports as previously distributed and invited questions from the meeting. There being no questions, the reports were taken as read.

## MANAGEMENT ITEMS

### 9. State Conference

Ms Garcia gave a brief update on conference registrations and confirmed speakers. She outlined a number of tasks requiring attention and these were allocated to a number of committee members. Ms Garcia will distribute an action plan and task list by the end of the week.

Matters requiring decision should be extracted from the reports and discussed in this section of the meeting. This allows issues of strategic importance to be clearly separated from the rest of the operational information for noting in the reports.

Motions include details of the mover and seconder, the proposition being decided and the result.

Your compliance calendar will allocate one or more governance items for review at each meeting.

As reports are distributed with the agenda and well in advance of the meeting, there is no need to do more than invite questions or points of clarification. This will save a lot of meeting time for more important discussions.

If there are no questions, all reports can be taken as read

This is the section of the meeting where the Committee can discuss management or operational issues, report on progress and allocate tasks.

# Sample Minutes (Cont)

## 10. Juniors' Program

Mr Lenarcik reported on progress with the new Juniors' Program and noted that response to date had exceeded expectations. He ran through the program details and the meeting discussed the availability of members to attend the registration desk. He will prepare a roster and distribute to all members.

## 11. Other Business and Future Agenda Items

There were no other items of business raised. Ms Garcia suggested that the potential for a strategic alliance with several regional clubs be put on the agenda for the next meeting and undertook to write a discussion paper on the issue.

## 12. Next Meeting

The next meeting will be held on [date] at [venue].

There being no further business, the Chairman thanked all for attending and declared the meeting closed at [time].

Signed as a true and correct record,

\_\_\_\_\_  
Chairman

\_\_\_\_\_  
Date

## ACTION LIST

	Action Item	Who	When
5.1	Draft position statement	CL	Next Meeting
5.1	Draft media and member communication strategy	KC	Next Meeting
6	Incorporate new controls in Risk Register	KC	Immediately
9	State Conference action plan	CG	By [date]
10	Junior's program roster	CL	By [date]
11	Put strategic alliance proposal on next agenda	DS	Next Meeting

Other business should be discouraged as members will not have time to prepare for discussion. Only urgent and important items that have arisen since the agenda was distributed should be considered. Items for strategic discussion at the next meeting can be nominated.

Minutes are signed at the next meeting after they are accepted by the meeting, with or without amendment.

The action list details all the tasks allocated to members over the course of the meeting. It should include details of the action item, who is doing it and when completion is expected.