Running effective meetings

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Please get involved!

Submit comments and ask questions at any time

Click on the chat box & type your question during the webinar

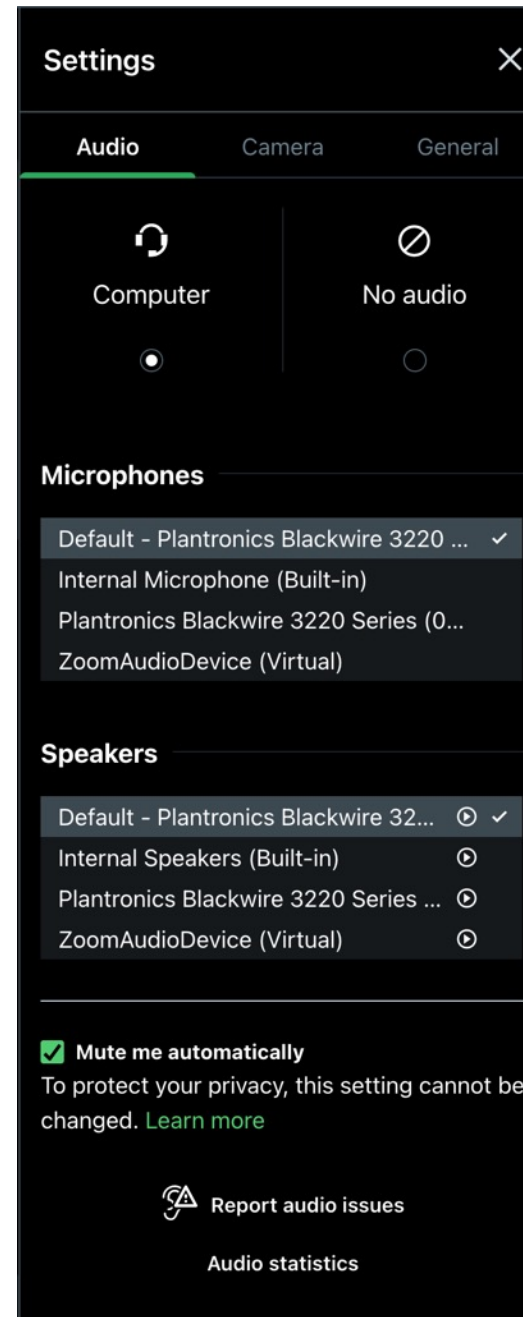You can download a copy of the slides from the materials section

Any audio/visual issues can usually be fixed in settings

NB: Today's webinar is being recorded and will be available for watching at a later stage

Audio problems

If you have no sound, please open the "Audio" section of the panel.

Then click "No Audio" and then "Computer audio"

Audio problems

If you still have no sound, please check the "Chat" section of the panel for a message from the Organiser for assistance.

What we'll cover

Better meetings enable better governance

1. Legal context

2. Ingredients of good meetings

3. Specific roles in meetings

4. Key elements of good decision-making and meeting tools

5. Resources

Why do we have meetings?

Share your ideas in the chat box

As well as statutory duties, you have common law duties

Legal Duties

- **Duty to act bona fide in the best interests of your organisation**
- Duty to exercise powers for proper purposes
- **Duty to retain discretion**
- **Duty to avoid conflict of interest, including:**
    - Improper use of position on the committee
    - Use of confidential information
    - Related-party transactions
- **Duty of care, skill and diligence**
- **Duty to prevent insolvent trading**

2. INGREDIENTS OF GOOD MEETINGS

Understanding core
governance functions
(What we do!)

Shared culture and approach
(The way we do it!)

Understanding core governance functions

Carrying out the objects of being an effective board
member rests on

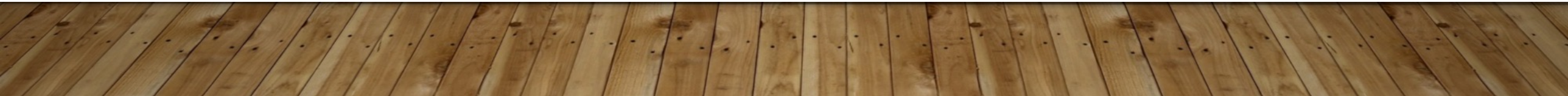Encouraging a **culture** of respect, compliance & achievement

Forward-looking and imaginative **planning**

Protective **financial supervision**

Efficient and effective **management**

Knowing what is **important**

Prompt and clear **decision making**

What happens in meetings?

- Plans are reviewed

- Different perspectives have a chance to be heard

- Information flows are tracked

- Decisions are made

- Decisions are recorded

- Decision-makers are held accountable

Shared culture and approach

As a Committee, you must:

- Set the tone for your organisation
- Set an example to all
- Enforce the standards

3. SPECIFIC ROLES IN MEETINGS

- Chairperson
- Deputy Chairperson
- Secretary
- Treasurer
- Committee Members

Good meetings need good teams that work well together

Someone to run the meeting
(CHAIRPERSON DEPUTY CHAIRPERSON)

Someone to organise the meeting
(SECRETARY)

Someone to explain the finances
(TREASURER)

Someone to make judgements on what's before them
(COMMITTEE)

A set of meeting rules
(STANDING ORDERS)

Chairperson

- Keeps the meeting focused on the governance context

- Leads by example and is a team builder

- Is fully informed and informs fully

- Gains the respect and trust of their CLM board colleagues, staff and volunteers

- Knows how to achieve consensus and enables equitable discussion

- Achieves results by knowing when to exercise patience and when to push through change

Deputy Chairperson

- If a Chairperson is absent from a meeting, the Deputy Chairperson steps in and acts as Chairperson.

- They also support and assist the Chairperson in their functions and duties.

- Having a deputy chair can help with succession planning.

Secretary

- Organises the communications, agenda, minutes, apologies

- Records conflicts of interest and standing agenda items

- Records decisions and actions

- Ensures actions are taken

- **Oversees** the maintenance of policies, and the monitoring of compliance with the rules and regulations

Treasurer

- Keeps the accounts and maintains financial controls
- Reports to the Committee (and where necessary educates it)
- Prepares the Budget and monitors expenditure

Every meeting:

- Reports on the accounts since the last meeting
- Reports on performance against budget

Once a year:

- Presents a draft budget
- Presents/reviews the business plan

Committee Members

- Read the papers
- Stick to the agenda
- Are not afraid to speak up – but don't get personal
- Participate fully in the work of the board – including
  - Decision making
  - Discussions
  - Brainstorming
  - Planning
- Holds office for the period stated in the organisation's constitution or rules

4. Key elements of good decision-making and meeting tools

- General approach to decision-making
- Preparation before meetings
- Meeting agenda, minutes and papers
- During meetings
- Follow-up after meetings

General approach to decision-making

The basics of good meetings:

- Participants understand their roles & responsibilities
- Generally understood approach and agreement about appropriate and productive behaviour
- There is an agenda (a clear plan)
- All participants contribute
- Decisions are made and accepted by all
- Action items are agreed on

Meeting Procedures and Standing Orders

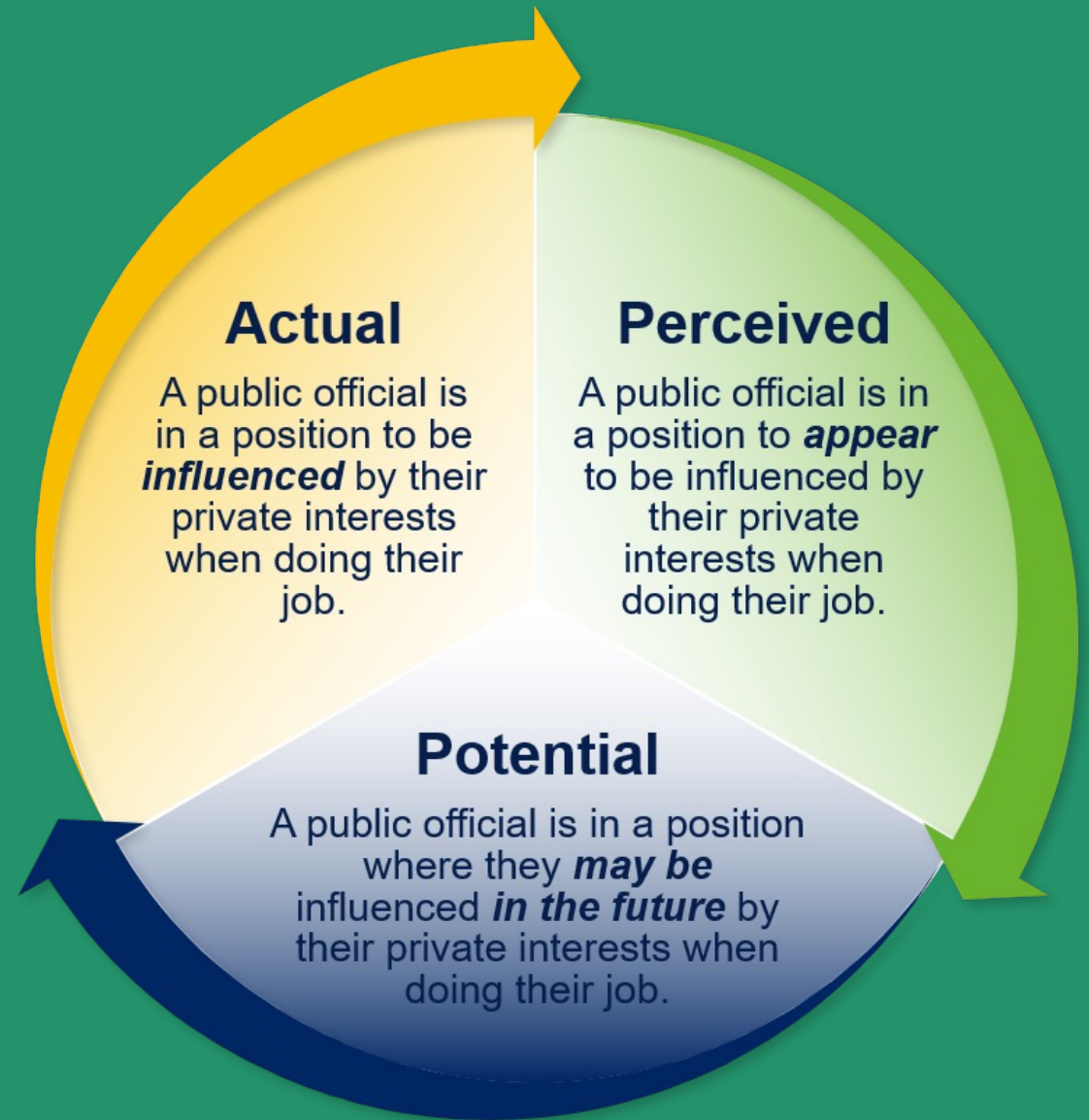**There are two ways to design Standing Orders**

- One is to include only those rules that ensure that votes are fair and dissent can be heard.

- The other is to attempt to make provision for every eventuality that may arise.

https://communitydirectors.com.au/tools/sample-standing-orders

www.rulesonline.com

Conflicts of Interest

- Pecuniary Interest versus Non-Pecuniary Interest

- Actual, Perceived or Potential?

Actual
A public official is in a position to be *influenced* by their private interests when doing their job.

Perceived
A public official is in a position to *appear* to be influenced by their private interests when doing their job.

Potential
A public official is in a position where they *may be* influenced *in the future* by their private interests when doing their job.

Before meetings

At least a week in advance, everyone should receive:

- Agenda (list of issues with suggested timings)

- Meeting Papers (background reading)

Meeting Agenda, Minutes & Papers

The Secretary or the Chairperson sends out the following to enable the committee to carry out their meeting:

- Agenda

- Draft minutes from the previous meeting

- Meeting Papers which contain:

  - The background information members need

  - The basic arguments for and against different options

  - Often the motions that will be voted on

Example Agenda

		Item	Motion *Proposed motion, "That ..."*	Estimated duration *Aim for a total of no more than two hours*	Consent Agenda *Starred items to be passed without debate unless requested to be moved to general agenda*
Formalities					
	1	**Welcome (including welcoming new members)**			
	2	**Apologies**			
	3	**Declaration of conflict of interest**			
Attached or separately circulated	4	**Confirmation of minutes of the previous meeting** Minutes of meeting held on 11 May 2014 at 7.30pm at Centre HQ, 74 Chamberlain St, Fitzroy 3016			
Matters arising from the minutes					
	5				

Example Agenda cont.

General business				
Suggested order of business:				
1. *Matters for decision (e.g. adoption of policy; adoption of financial reports;*				
2. *Matters for discussion (e.g. progress on recruitment of new CEO; update on ongoing HR issue)*				
3. *Matters for noting (e.g. correspondence; CEO report; minutes from subcommittee meetings)*				
	8			
	9			
	10			
	11			
	12			
Formalities II				
	13	**Review of actions to be taken**		
	14	**Clarification of items/decisions for public disclosure**		
	15	**Date, time and location of next meeting**		
	16	**Meeting close**		

https://communitydirectors.com.au/tools/agenda-template

During meetings

- Ensure quorum
- Declare conflicts of interest
- Move through agenda
- Propose motions
- Make decisions – board solidarity
- Record decisions in the minutes and decision register

Motions

- Best when circulated in advance
- Must be seconded by another member *(or not – up to you)*
- Can be moved at the meeting
- Can be amended
- ***Must be in writing***
- Should be clear about what's to be done, who's to do it, and when it's to be done by

The Secretary oversees the Minutes

- Should be read carefully

- Don't have to include everything

- Must show that the Committee has considered all reasonable options

- Must include all motions

- Don't have to include names, unless people ask for it

- Must be signed by the Chair

- *Become fact once they've been approved*

Recording decisions

Given the main reason for meeting is to make decisions, it is important that these decisions are properly recorded.

This can be achieved in the following ways:

- Recorded in the minutes e.g. via a formal motion
- Recorded in the decision register

Example Decision register

[Organisation name]

Date	Decision
Example: *4/05/22*	*That the 2022 AGM will be held on Friday 21st October 2022.*

What is in the minutes

- Taking the minutes is nothing like taking dictation. You don't have to cover everything that is said – you only have to be able to show:
  - that these matters were discussed
  - who was there when they were discussed
  - what decision was eventually taken.

- On request, you should also make a note of who voted and how they voted.

- You will have to record any point where someone declares a conflict of interest and withdraws for that item, or doesn't speak, or doesn't vote, because you have to be able to show that it's happened. If nothing is said in the minutes, the default assumption will be that the person participated. And you have to record any occasion where someone calls for a quorum.

Template minutes

Date/time of meeting	
Location of meeting	
Attendees (in person and online)	
Apologies	
Proxies	
Guests	
Conflicts of interest	

Agenda Item/Topic	Discussion/outcomes	Person accountable for action	Due date

https://communitydirectors.com.au/tools/minutes-template

Follow-up after meetings

- Distribute minutes for checking

- Confirm minutes at start of next meeting

- Record all decisions in the Decision Register
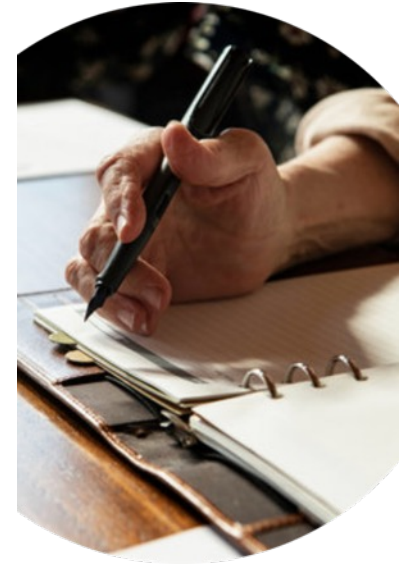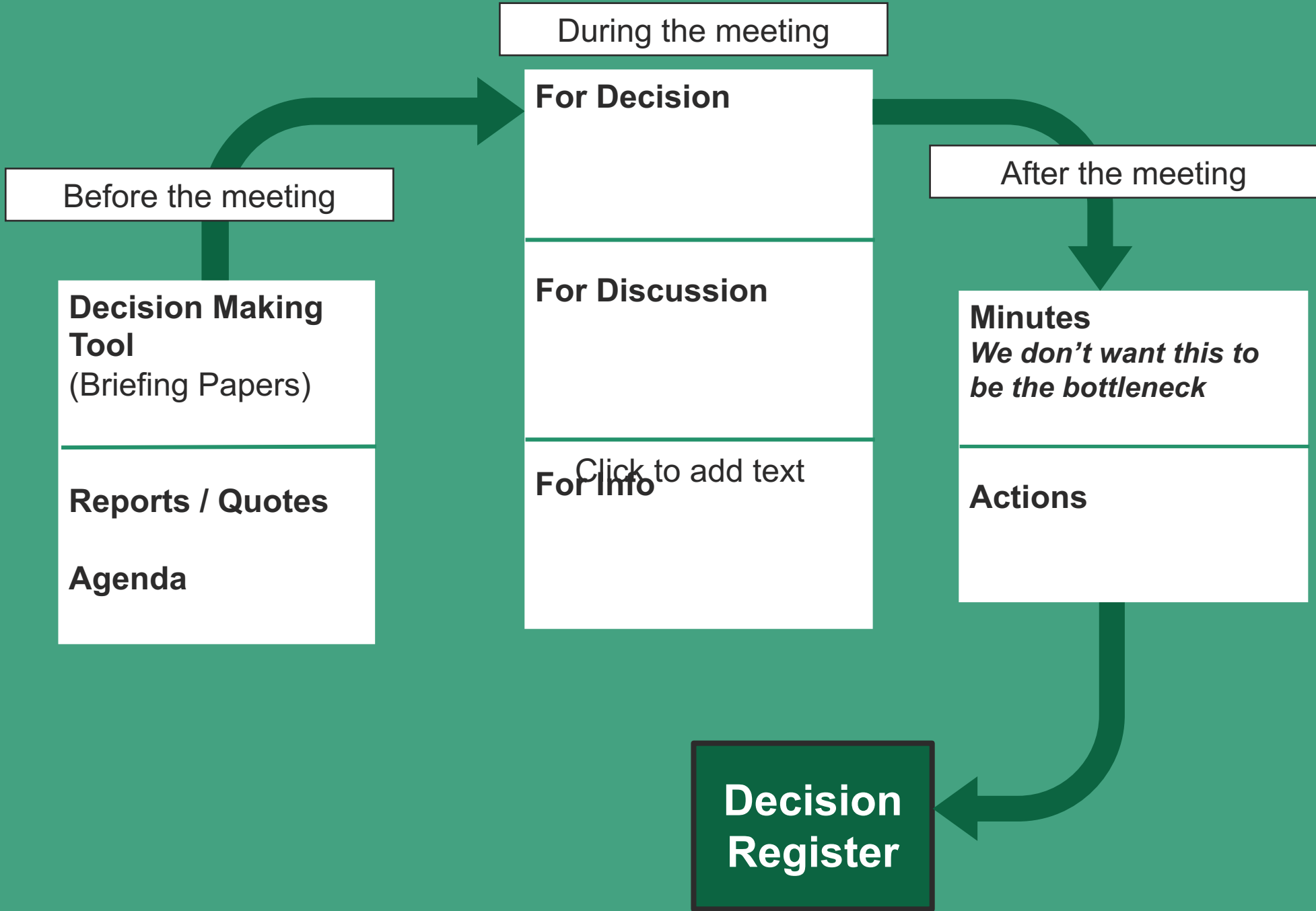
For Decision

Decision Making Tool
(Briefing Papers)

Reports / Quotes

Agenda

For Discussion

Click to add text

For Info

Minutes
We don't want this to be the bottleneck

Actions

Decision Register

INCLUSIVE DECISION-MAKING

- Diversity leads to better outcomes

- Emotions matter

- Win/win approach to decision-making

Diversity ensures better outcomes

Divergent approaches

lateral thinking

different perspectives and

robust discussions

should be encouraged

**The importance of
compromise and acceptance.**

The Committee should make decisions that everyone is willing to accept and live with.

Win/win approach:

- Focus on underlying needs

- Recognise and value differences

- Be open and willing to adapt your position in light of shared information and attitudes

- Address the problem

- Depersonalise issues and don't attack individuals

"The most important win/win manoeuvre you can make is to change course by beginning to discuss underlying needs, rather than only looking at solutions"

Longer-term solutions for better committees

- Appropriate Committee orientation and induction program

- Committee member training and development

- Annual review of Committee processes (using a tool such as the VCOSS Governance health check https://healthcheck.vcoss.org.au)

- Arrange social events and encourage personal interactions to nurture relationships and develop trust

The Committee looks at itself

Once a year the Committee should hold a review and ask:

Has the Committee got the right skills mix?
Do we need more training?

Is the Committee listening to its stakeholders?

Is the Committee operating smoothly?

Is the Committee accountable and transparent?

Is the Committee asking the big questions?

Is the Committee forwarding Purpose of Organisation

Upcoming sessions:

➢ Tuesday 17 May - Attracting and retaining volunteering (webinar) 6-7pm

➢ Monday 30 May - Budgeting (webinar) 6-7pm

➢ Thursday 2 June - Social Media (webinar) 6-7pm

➢ Saturday 11 June - All Day Face to Face workshop in Dysart

For more resources and information:

Download these free guides:

Damn Good Advice for Board Members

Damn Good Advice for Chairs

Damn Good Advice for Treasurers

From the Our Community website:

https://communitydirectors.com.au/tools-resources/home

ICDA supports & resources

- ICDA Policy Bank: https://communitydirectors.com.au/tools-resources/policy-bank

- ICDA Tools & Resources: https://communitydirectors.com.au/tools-resources/home

- ICDA Board Matching service: https://communitydirectors.com.au/board-positions

- ICDA Agenda Template: https://communitydirectors.com.au/tools/agenda-template

- ICDA Minutes Template: https://communitydirectors.com.au/tools/minutes-template

- ICDA Decision Making Tool: https://communitydirectors.com.au/tools/decision-making-tool

- ICDA Code of Ethics policy: https://communitydirectors.com.au/policies/code-of-ethics

- The Funding Centre: https://www.fundingcentre.com.au/

- Good Jobs, Great HR: https://www.goodjobs.com.au/

- **Our Community:** https://www.ourcommunity.com.au/

- VCOSS Governance Health Check: https://healthcheck.vcoss.org.au

Questions?

Thank you!