
COMMUNITY MEETING PROCEDURES

(1) Basic Principles

Meetings are structured to allow a group to come together for discussion and free debate in its simplest and most direct form. They are forums that respect the rights of every participant to be heard, protect the rights of the minority and ensure the rule of the majority.

Participants have the right to expect that every item for discussion and every proposal will be debated fully and that every person present has an equal right to be heard, to vote as he or she pleases and to be supplied with all the information about the item or the proposal that is available.

Only one proposal should be debated at a time and each participant should speak to the specific item under discussion. There is a need for order and participants should respect this by speaking one at a time.

(2) Orders of business

2.1 Ordinary meetings

The normal order of business -

1. Welcome by the Chairperson
2. Chair calls for apologies and acknowledges any written apologies received.
3. Minutes of the previous meeting are then either read by the Secretary or, if they have been previously circulated, taken as read. Any corrections are then made and, either as originally considered or as amended, they are moved and seconded as a true and correct record of the previous meeting. The mover and seconder, and the participants who vote on the motion, must have been present at the previous meeting. When approved the Chairperson signs the minutes.
4. Any business arising from these minutes is then considered.
5. The Treasurer then gives the financial report which is then moved and seconded for adoption.
6. The Secretary then presents all the correspondence received by the organisation and presents the outgoing responses which in many cases will only be an acknowledgment pending the discussions to take place at the meeting. Matters from this correspondence that need the attention of the meeting are normally considered under general business.

7. Reports from any sub-committees are then considered. These are moved and seconded, in each case, for acceptance and/or adoption by the meeting. Matters requiring resolution from these reports may be considered under general business or deferred until a future meeting.

(Note: The Chairman is in order if he or she decides to consider any matter arising from the reports from the Treasurer, Secretary and any sub-committee at the time they are presented. The matters however are usually listed in the agenda under general business.)

8. Motions on notice are then considered. These are always fully set out in the circulated agenda.

9. General business is then conducted.

10. When this is completed the date of the next meeting is set and the meeting is formally closed.

(Note: The minutes of the meeting normally record both the time the meeting started and the time it closed.)

2.2 Annual general meeting

It is a legislative requirement (under the Associations Incorporation Act 1985) that an annual general meeting of an incorporated association take place within 5 months of the end of the financial year of the association.

The normal order of business -

1. Welcome by the Chairperson.
2. Chair calls for apologies and acknowledges any written apologies received.
3. Minutes of the previous annual general meeting are read by the Secretary. They are moved and seconded for adoption or amendment – and voted on – by participants who were at the last general meeting. When approved the Chairperson signs the minutes.
4. Any business arising from those minutes is then considered. This however should be minimal as annual general meetings are mainly concerned with the election of office-bearers and the presentation of annual reports.
5. The Chairperson then gives his or her report of the year's activities. This is moved, seconded and voted on for adoption.
6. The Treasurer then presents his annual report and the audited financial position of the organisation. This is moved, seconded and voted on for adoption.
7. Sub-committee reports are then presented, usually by the convenor. These are also moved, seconded and voted on for adoption.

8. The Chairperson then declares all positions vacant but usually stays in the Chair for the voting process that will elect a new Chairperson.
9. Nominations from the floor are then called for the position of Chairperson. Each nomination must be moved and seconded and each nominee must agree to his or her nomination. If there is more than one agreed nomination an election is held either by show of hands or secret ballot. The outgoing Chairperson would be entitled to a deliberative (normal) vote only but may abstain from voting.

10. Under the new Chairperson nominations are similarly called and voted on for: The

Secretary,
the Treasurer,
the Public Officer and the
Auditor.

11. Other office-bearers can be nominated and may include a Deputy Chair, an Assistant Secretary and an Assistant Treasurer.

(Note: It is a legislative requirement in South Australia that all incorporated associations will appoint a Public Officer. The Public Officer may be the Chairperson or the Secretary. The position is that of initial group contact for any formal, legal approach, or for the service of any legal document.)

12. The Chairperson then formally welcomes the new committee.

13. A date is agreed for the next AGM (according to the group's constitution) and the meeting is closed. Again the time the meeting is closed is recorded.

(Note: An ordinary meeting can then take place with the new office-bearers if it is necessary).

2.4 Extraordinary general meeting

An extraordinary general meeting differs from an ordinary meeting in that only the particular business of which prior notice has been given can be transacted. Full details of the particular business must be stated in the prior notice.

Apologies can be accepted but other formal business is waived.

If the extraordinary meeting has been called as the result of a petition, the Chair should invite one of the petitioners to be the mover of the motion that deals with the special matter to be discussed.

Proposed changes to the group's constitution are usually dealt with at such a meeting.

2.5 Inaugural meeting

This is the first step in the formation of a new organisation and the meeting is called by conveners who will select a Chair to open the meeting, a Secretary to take minutes and will draw up an appropriate agenda paper.

The following process is then adhered to –

1. The meeting should elect a Chair who may or may not be the person nominated by the conveners.
2. There may be apologies but there is obviously no previous minutes.
3. The conveners then explain the nature and aims of the proposed body and move a motion that such an organisation be formed. It is then seconded and opened for discussion. If the motion is carried, the organisation comes into existence there and then.
4. If the conveners have drawn up a draft constitution, the meeting should then proceed to consider this draft. It is only when the draft is adopted that a committee can be appointed in accordance with the rules just adopted.
5. If no draft constitution is available, the meeting should elect an interim committee to draw up a suitable constitution for consideration at a later meeting.

. When the constitution is adopted and the office bearers elected, the organisation (in Outback SA) should formally register for incorporation.

The minutes of the inaugural meeting(s) should be confirmed at the first ordinary meeting of the organisation.

(3) Duties of office-bearers The

Chairperson

The overriding duty of the Chairperson is to ensure that proceedings are conducted in a proper and orderly manner and that the sense or wishes of the meeting are ascertained. The Chairperson presides over and controls the meeting. He or she ascertains that a quorum (see later) is present at all times and facilitates the smooth passage of the business before the meeting in the order provided by the agenda unless varied by resolution.

The Chairperson formally opens the meeting, introduces guests, signs confirmed minutes and presents any reports for which she or he is responsible.

He or she ensures that speakers address the motion or matter under debate, to make sure that everyone who wishes to is heard once-only on the issue and to ensure that all motions and amendments are respectfully worded and consistent with the organisation's constitution and objectives.

The Chairperson is entitled to ask any person who is speaking out of order to desist.

The Secretary

The Secretary is primarily responsible for taking and keeping the minutes of each meeting. This is a critical role and cannot be carried out by the Chairperson.

The Minute Book becomes the permanent record of the organisation and should be maintained and preserved accordingly.

The Secretary also usually handles all correspondence, and in consultation with the Chairperson, prepares meeting agendas.

The Treasurer

The Treasurer is in charge of the organisation's funds and is responsible for providing the organisation with regular, up-to-date financial statements and balances.

He or she is also responsible for making sure that the financial books and records are delivered to the appointed Auditor at the end of each financial year.

The Public Officer

As mentioned earlier, the Public Officer is the organisation's formal, legal contact and is the person to whom any legal documents are served. The Associations Incorporation Act of 1985 require the appointment of such a person by all incorporated bodies.

The Chairperson or Secretary can also be the Public Officer.

The Auditor(s)

The Auditor must be a professional accountant from outside the organisation who will audit the financial records of the organisation and report whether or not the books of accounts have been properly kept and reflect the true financial position of the committee and the organisation.

The SA Local Government Act requires auditors used by councils to be registered company auditors who undertake the audit in accordance with standards set by the Australian Society of Certified Practising Accountants.

(4) Minutes

Minutes are a formal, brief summary of proceedings at a meeting. They are usually, but not always, prepared as 'minutes of resolution', which record all the resolutions and the actions that flow from them, rather than 'minutes of narration' which purport to record all that was said at the meeting. The latter minutes are very difficult to keep, even with recording equipment, and will go beyond what is needed for the normal conduct of business in a community.

The minutes should be concise but unambiguous and should be a 'stand-alone' document – that is they should be capable of being followed by someone who was not at the meeting.

The minutes need to start by showing the time, date and place of the meeting – and the type of meeting – i.e. annual general or ordinary. They should then list those present or if there is a large number in attendance, the committee should be listed with a reference to the number of members and visitors. Paid officials present are shown as in attendance.

The presence of a quorum – see later – should also be noted.

With individual motions it is not always necessary to record the names of individual movers and seconders but it is necessary to record that the motion was moved and seconded. This is however a matter of taste and custom.

Minutes should record the time the meeting finished and should contain a signature 'block' to allow the Chairperson to sign them when they have been deemed 'true and correct' at the next meeting.

Conflicts of interest disclosed by committee members, preventing them from taking part in debate or voting on a particular motion, should be very carefully minuted. Any other disclosures of interest should also be meticulously minuted.

(5) Quorum

The quorum is the smallest number of members who must be present to constitute a valid meeting. The quorum is usually stated in the organisation's constitution and if it is not stated the common law quorum (more than half the members of the organisation or the committee) automatically applies.

It is usual therefore to set a quorum as a percentage or fraction of membership rather than as an absolute number.

Typically a quorum is set by dividing the number of members by 2, ignoring any fractions and adding 1.

With statutory bodies and committees, and with Local Government, quorums are usually stipulated in the empowering legislation or by regulation.

Members can bring to a Chairperson's attention at any time a concern about what is usually referred to as 'the state of the meeting' and the Chairperson must then count the members present. If there is not a quorum, and one cannot be re-established by checking the toilets and the refreshment area, the meeting must be adjourned.

(6) Types of Motions

A motion is a proposed resolution before it has been adopted (passed or carried) by the meeting. There are three types of motions fairly commonly referred to.

(1) Procedural motions:

These deal with the conduct of the meeting itself and are sometimes called formal motions. They would deal with things like the adoption of the minutes of the previous meeting, varying the order of business and deciding how a vote will be conducted (by poll or division).

(2) Substantive motions:

These order something to be done by authorising some past or proposed action. They may also express the meeting's opinion in regard to some subject.

(3) Contingent motions:

These are motions that are foreshadowed and relate to exactly the same subject matter as the motion or amendment before the Chair. They are proposed to be moved at the earliest opportunity after the motion before the Chair is disposed of.

They are only, however, put if the original motion is defeated. If it is carried, the foreshadowed motion lapses.

(7) Committees and sub-committees

Members of an organisation or its committee can appoint sub-committees to deal with particular matters like, for instance, membership and social activities. They may also be appointed to deal with 'one-off' issues or occurrences like a district centenary.

Sub-committees are often now called by other names like standing committees, select committees, task forces, sub groups and working groups.

Sub-committees can be either standing or ad hoc- the former are those appointed to administer an ongoing function while the latter are appointed to deal with the one-off issue, at the conclusion of which they go out of existence.

Whether standing or ad hoc, sub-committees are only entitled to deal with the matters referred to them by the appointing body and unless specifically authorised they cannot delegate any of their powers.

Unless the constitution says otherwise, sub-committees go out of existence automatically when the term of office of their parent committee expires. It is for this reason that newly elected executive committees appoint sub-committees at their first meeting.

(8) The agenda

The agenda is a list of items of business for a meeting in the order in which it is proposed that they be dealt with.

The order of business at each meeting may be stipulated in the constitution, but subject to that, is usually fixed by the Secretary in consultation with the Chairperson.

Motions on which notice has been given should appear on the agenda with as much supporting information as has been given to the Secretary.

A model agenda could look something like this –

Badderly Progress Association Inc.

Tenth Annual General Meeting to be held at the Badderly Hall at 7.30 p.m. on Thursday 20th October 2000.

Business

1. Chairperson's welcome and opening remarks
2. Apologies
3. Minutes of the ninth Annual General Meeting held on Thursday 25th October 1999
4. Business arising from the Minutes
5. Correspondence
6. Business arising from the correspondence
7. President's (Chairperson's) report
8. Treasurer's report
9. Election of new members
10. Sub-committee reports
11. Election of office-bearers:
 - President
 - Vice-President(s)
 - Secretary
 - Treasurer
 - Committee
 - Public Officer
12. Election of Auditor
13. Guest speaker
14. Motions on notice
15. General business or other business
16. Notice of motions
17. Date of next meeting
18. Close

(9) Glossary of lesser-known meeting terms

Common seal: A seal (stamp) used by an organisation to indicate its incorporation and to give authenticity to documents signed on its behalf.

Lie on the table: When a meeting decides no action will be taken in regard to a particular document (i.e. letter received in correspondence) it is said to 'lie on the table'. The Secretary may be asked to acknowledge such a document out of courtesy.

Point of order: When a person officially draws the attention of the Chair of a meeting to an alleged irregularity in the proceedings.

Proxy: A person appointed to represent another at a meeting or series of meetings and vote on behalf of the person making the appointment. The use of proxies is subject to it being in accordance with either the Constitution or Standing Orders.

Rescission of resolution or amendment: A motion of rescission removes a resolution or an amendment from the books either later at the same meeting at which it was passed or at a subsequent meeting. You move to rescind the resolution or amendment. The word repeal is only used in relation to the constitution.

Seal book or register: A book kept by the Secretary in which is recorded each date on which the organisation's seal is used, the manner in which it is used and on whose authority.

Standing orders: These are adopted to cover the conduct of an organisation's meetings. Whether a particular rule is incorporated in the constitution or in standing orders is a matter of individual preference. Generally however meeting procedures are contained in standing orders and more general principles effecting the organisation appear in the constitution.