
Governance: Manage Meetings. How to manage meetings.

What you will need

- Meeting agenda.
 - Minutes of last meeting.
 - All meeting reports.
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GLOSSARY: Words you need to understand

Act	A decision made by a Federal, State or Territory parliament which becomes law.
Annual General Meeting	A meeting of members, open to the public, held once each year after the financial audit. It is a law set in the constitution or rule book.
Auditor	A person qualified to check that the financial management of your organisation is correct.
Constitution (Rule Book)	A set of rules agreed to by the organisation which also abides by the law.
Directors	People who make up the governing body of a corporation (the board). They have authority over the corporation and are ultimately responsible for it.
Financial Report	A report which explains if the art centre has enough money in the bank to pay its bills, including artist payments.
Governance	Managing the activities and planning the business of the art centre within the rule book (or constitution) of the organisation and the law.

- Members** People who have an interest in the business of the art centre and who fit the description for membership in your rule book.
- Minutes** A written record of decisions made at a meeting.
- Motion** An idea on the agenda for discussion at a meeting. A motion requires a discussion to see if most of the members support the idea, then it needs a mover and a seconder.
- Mover** A member who puts a motion to a meeting.
- Office of the Registrar of Indigenous Corporations**
the office which supports and regulates the corporations that are incorporated under the *Corporations (Aboriginal and Torres Strait Islander Act) 2006* or CATSI Act.
- Policy** A set of written rules that the board of directors has agreed to which guide how the art centre is managed.
- Quorum** The minimum number of members required at a meeting to make decisions. The Rule Book (or constitution) will say what the minimum number (quorum) is.
- Rule Book (Constitution)**
A set of rules agreed to by the organisation which also abides by the law.
- Secunder** A person who also agrees to put a motion to a meeting.
- Secret Ballot** A vote where members write down on a piece of paper if they agree or disagree with a motion put to a meeting. This means that nobody knows how each member voted.
- Special General Meeting**
A meeting of members to make a special decision as required under the constitution or rule book.
- The Corporations (Aboriginal and Torres Strait Islander) Act 2006**
Also known as the CATSI Act, these laws guide the rule book for Aboriginal and Torres Strait Islander corporations.

Vote Members agree or don't agree to a motion in a meeting. For a meeting to agree with a motion, half the members plus one must agree to the motion. If this does not happen, the motion is defeated.

MANAGE MEETINGS

Starting the meeting

Your meeting has been organised and all the members have received notice of the meeting time, the agenda, the reports and other documents they need for the meeting.

The meeting is started on time by the chairperson.

If the elected chairperson is not present, or does not want to chair the meeting, another person must be appointed chairperson to run that meeting.



Quorum

The chairperson ensures there is a quorum present.

A quorum is the minimum number of members or directors brought together to make decisions for the art centre. The rules of your incorporation tell you how many people need to be present to reach a quorum. Many art centres need at least half the number of directors, or, at an AGM, half the number of members to be present to make the decisions legal.

- You have up to 1 hour to find a quorum for an advertised meeting before the meeting must be cancelled.
- If there is no quorum present, decisions cannot be made and recorded.

Appoint minute taker

The first job for the minute taker is to record the starting time of the meeting and the names of all the people present. Then they write the names of any people who have told the chairperson or manager that they can't attend the meeting.

The minute taker is a person who is happy to listen to the conversations and to write down each agenda item, the decision that was made, and who voted and supported each motion.

- At times the minute taker needs to record some of the discussion as well, particularly if there are recommendations for actions to be taken, or other jobs to be done as a result of the discussion.

Conflict of interest or pecuniary interest

The chairperson asks if there are any conflicts of interest or pecuniary interests. This is when you have a personal interest in something the Board must decide about.

- If you have an interest because you will be paid, or a relative will do well financially, then you have a **pecuniary interest**.
- If you want to protect your own interest more than looking after all the members, then you have a **conflict of interest**.

It's OK to have a conflict or pecuniary interest from time to time. If you do have, it just means you may need to leave the meeting while they hold discussion and vote on that matter, or that you do not vote or talk about the matter in the meeting. You and the board will decide which action to take together.

Accept minutes of previous meeting

If everyone agrees that the minutes of the previous meeting are correct, after reading them through, a **motion** is put to the meeting to **accept the minutes**. A mover and seconder are required.

- The members then vote to accept the minutes or not.
- If needed, minor changes can be made to the minutes and then they are usually accepted by a vote.

Generally minutes are not accepted **only** where they are **very wrong**.

Discuss agenda items

All agenda items must be discussed.

- Where a formal response is required, there must be a motion put to the meeting. A mover and seconder are required.
- All motions, movers and seconders must be recorded in the minutes.

Where an item of discussion needs to be followed through with an action after the meeting, the minutes also need to clearly show:

- what actions are to be taken.
- who is to be responsible for making sure they happen.
- what date they are done.

Closing the meeting

When all the business of the meeting is finished the chairperson asks the secretary to provide a date for the next meeting. Then the chairperson will declare the meeting closed.

- The closing time will be recorded in the minutes.

General tips for meetings

The chairperson should try to make sure everyone who wants to speak about an agenda item gets the chance to have their say.

All members at the meeting, especially the chairperson, should try to make sure that discussions stay on the matter being discussed. Any new issues raised should be discussed in the **Other Business** part of the meeting. The meeting may choose not to discuss the new issue or decide to discuss it in another meeting.

The meeting may also decide not to discuss the issue at all if it has nothing to do with the business of the organisation.

If at any time people leave the meeting and there are not enough members in the meeting for a quorum, the meeting must stop until a quorum is present.

If agenda items don't get discussed because there is not a quorum or there is not enough time, those agenda items can be put on the agenda for the next meeting.

A vote is usually made by members raising their hand. Sometimes a secret ballot is held.

If there is no mover or seconder for a motion, then the motion is effectively defeated.
