



## CONDUCT OF MEETINGS POLICY

Policy number	CP004	Version	Version 1
Drafted by	Jamie Taafe	Approved by Board on	27 June 2015
Responsible person	CoB	Scheduled review date	1 January 2017

### INTRODUCTION

Meetings are necessary in order that TBAV can be governed efficiently under its constitution.

Meetings need to be conducted under rules that are fair, understandable, efficient, and capable of overriding attempts at obstruction.

The Chairmanship of the organisation and of the Board is an elected position, and that election should confer a wide discretion on the elected candidate to ensure that the conduct of business runs smoothly.

The powers of the Chair should be restrained by the ability of the meeting as a whole to override any particular decision of the Chair.

### PURPOSE

This policy is designed to

- identify a minimum set of conditions that will allow necessary decisions to be taken efficiently and, if possible, expeditiously; and
- assign discretion to rule on matters not covered.

### POLICY

The conduct of meetings within TBAV shall be governed by the standing orders of the Board or committee concerned (for the Board's standing orders, see Appendix A).

### AUTHORISATION (FOR AND ON BEHALF OF THE BOARD)

\_\_\_\_\_  
Chairman of the Board

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Secretary of the Board

Date of approval by the Board:

27 June 2015



## CONDUCT OF MEETINGS PROCEDURES

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### RESPONSIBILITIES

The Chair of TBAV's Board shall be elected as laid down in the organisation's constitution/rules.

The Board Chair shall preside over General Meetings of the organisation and the meetings of the Board according to the Standing Orders of the Board (see Appendix A).

In the Chair's absence, the Vice-Chair shall preside as Chair at each General Meeting of the Organisation. If the Chair and the Vice-Chair are absent from a General Meeting or a Board meeting, or are unable to preside, or decline to preside, the Members present must elect one of their number to preside as Chair.

Meetings of any Board sub-committees shall be chaired in the manner laid down by the Board in their terms of reference.

### PROCEDURES

The Chair shall conduct the meeting according to the Standing Orders (see Appendix A).

Where the Standing Orders are ambiguous or contestable or silent, the Board may rule as to the practices to be followed.

Where there is continuing disagreement on any ruling by the Chair, any member may move a motion of dissent to the Chair's ruling. If this motion is seconded a vote shall be taken. If the motion of dissent is carried, the Chair's decision is reversed.

### RELATED DOCUMENTS

- Constitution
- Standing Orders
- Conflict of Interest Policy
- Privacy Policy
- Transparency Policy

### AUTHORISATION (FOR AND ON BEHALF OF THE BOARD)

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Chairman of the Board

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Secretary of the Board

Date of approval by the Board:

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## **APPENDIX A**

### **STANDING ORDERS**

#### **ELECTION OF OFFICE BEARERS**

Officers of TBAV shall be elected by the method specified in the organisation's Constitution.

#### **NOTICE OF MEETING**

Notice shall be given of General Meetings according to the provisions specified in the organisation's Constitution.

Wherever possible, 21 working days notice shall be given of the date, time and place of Board meetings. Where urgent matters arise, shorter notice may be given.

Notice shall be given of meetings of any Board sub-committees as laid out in the Terms of Reference, or (where this has not been specified in the Terms of Reference) at the discretion of the Chairs of those committees.

Board agendas and any papers to be discussed at the meeting should be circulated no later than 5 business days prior to the date of the meeting.

Minutes of any meeting of the Board shall be circulated to all members as soon as possible after that meeting, and before the scheduled date of the next meeting. The minutes shall record:

- the date, time and venue of the meeting;
- the names of those members and officers present;
- the name of the meeting Chair;
- any apologies tendered;
- details of any declarations of vested interest;
- any failure of a quorum;
- a list of items considered;
- any resolutions pertaining to those items; and
- an Action List to be completed prior to the date of the next meeting (or prior to any date agreed to by the Board).

Any other matters may be recorded at the discretion of the Chair.

Ordinary meetings of the Board shall be held at the dates, times, and places decided by the Board from time to time, except that no fewer than four meetings shall be held in any one year.

A special meeting of the Board shall be called at any time at the request of no fewer than three Board members. Ten working days notice must be given of any such meeting.

#### **QUORUM**

The quorum for any Board meeting shall be as laid down in the Constitution. The quorum for the meeting of any sub-committee shall be as laid down in the committee's Terms of Reference, or if not there specified shall be as adopted by the committee.

At any point after the opening of a meeting, any member of the Board may call attention to the lack of a quorum. The meeting shall then terminate.

#### **VOTING**

The Chair must receive and put to a vote any properly seconded motion moved by any member of the Board, including motions dissenting from decisions by the Chair, except where specified.

The mode of voting (show of hands, ballot, etc.) shall be as determined by the Chair from time to time.

Members of the Board may vote for any motion or may abstain. A motion shall be declared carried if a majority of members present and voting, vote in its favor. In the event of an equality of votes for and against a motion, the Chair shall have no casting vote and the motion will automatically lapse.

### **MEMBERS' INTERESTS**

Where a member has a notifiable interest, as defined in the organisation's Conflict of Interest Policy, in a matter before the Board, the member shall inform the Chair of this interest either at the beginning of the meeting or, if the matter is not featured on the circulated agenda, when the matter arises. The Chair will then ensure that the provisions of the Conflict of Interest Policy are followed.

Every member present when any matter is raised on which they directly or indirectly have a pecuniary interest, apart from any interest in common with the public, is under a duty to fully declare any such interest to the meeting, through the Chair. This disclosure, and any subsequent abstention of such member from discussion or voting on the item, is to be recorded in the minutes.

### **SPEAKING**

Members may speak to any motion when granted the right to speak by the Chair. The mover of any motion has the right to speak first on that motion for the time period allocated by the Chair.

The Chair shall grant priority to members who express an intention to move dissent with a decision of the Chair.

In speaking to any motion or amendment, members are to confine their remarks strictly to such motion or amendment, and shall not introduce irrelevant matters or indulge in needless repetition. In this matter, the Chair's ruling is final and not open to challenge.

### **AMENDMENTS TO MOTIONS**

Members may move an amendment to any motion. If accepted by the mover, this becomes the motion. If not accepted by the mover, the amendment is voted on before the motion and if carried then supersedes the motion.

Only two amendments can be moved to any motion, after which the Board must debate and vote on the motion as amended.

### **AMENDMENTS TO STANDING ORDERS**

The Board may amend these Standing Orders at any time, either permanently or for a specified period.

### **OTHER MATTERS**

The Chair is to decide all questions where these Standing Orders make no provision or insufficient provision.