

Policy Number	D.8
Policy Name	Meeting Procedure
Version	002
Approved by the Board on	June 2023
Scheduled review date	June 2025

This policy covers all general meetings held by GBWA including special general meetings and AGM (Constitution 11.1). It is also the guidelines for Regional and committee meetings if not covered in their TOR.

1. Policy

1.1. GBWA acknowledges that it is important that meetings are conducted well so that:

- 1.1.1. in making decisions, proper regard can be had to the views of all members and partner churches.
- 1.1.2. decisions can be made efficiently and expeditiously, with due respect for the time and commitment of members of GBWA and members of the Board.

2. People

2.1. The Board member – Governance is responsible

- 2.1.1. to ensure the policies and procedures surrounding the running of all meetings of the organisation are followed.
- 2.1.2. To recommend changes to this policy and procedures as required.

2.2. The State Commissioner is responsible to

- 2.2.1. Support the Board Member – Governance, to ensure the GBWA meetings are run following this Policy.

2.3. The Board Member – Development is responsible to

- 2.3.1. support and assist the Regional Coordinators, who wish to run a formal Regional meeting based on these guidelines.

2.4. Operations Manager is responsible to

- 2.4.1. follow the procedures to ensure the efficient running of the meeting.

2.5. The Chair of any meeting is responsible to

- 2.5.1. conduct the meeting according to the Standing Orders (see3.2), and any other resolution of the Board.

3. Procedures

3.1. The Chair of the meeting will be as laid down in the applicable Policies and Procedures Handbook or the committee Terms of Reference.

- 3.1.1. If the Chair is 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.
- 3.1.2. Meetings of any Board sub-committees shall be chaired in the manner laid down by the Board in their terms of reference.
- 3.1.3. A person should not preside as Chair over the part of a meeting concerning the election of the Chair, nor should the Chair give instructions as to the

procedure to be followed, in respect of an election for the position of Chair. A temporary Chair should be appointed for that purpose to ensure a fair, unbiased election.

- 3.1.4. The Chair must ask for any Conflicts of Interest and determine which members are eligible to vote.
- 3.1.5. Where the Standing Orders are ambiguous or contestable or silent, and there are no other Board directions given on the subject, the Chair has discretion to rule as to the practices to be followed.
- 3.1.6. 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.
- 3.1.7. In exercising his or her discretion, the Chair is to take account of, but is not bound by, Robert's Rules of Order (<http://www.rulesonline.com/>).

3.2. Standing Orders

3.2.1. Notice of meeting

- Notice shall be given of General Meetings to all voting and non-voting members.
- Meetings may be held face to face or electronically or as a hybrid meeting.
- Notice to include the date, time and venue of the meeting as well as a description of the business to be transacted at the meeting, including nominations for any Board positions being voted on.
- At least 28 calendar days' notice to be given but the AGM date should be circulated at the beginning of the year.

3.2.2. Quorum

- 75% of members eligible to vote constitutes a quorum.
- Leaders who are appointed by their partner church to be Captain are the voting members. (Constitution 6.1)
- When a Company has Co-Captains, Team Captains or similar, one Leader is to hold the Company vote for the meeting or AGM. Captains may give their proxy to another Leadership member in the company if they are unable to attend the meeting.
- If no Leaders from a company are attending the meeting, the Captain may give her proxy vote to another Leader who does not already have a vote.
- Voting members can only hold one vote. (Constitution 11.12.2)
- At any point after the opening of a meeting, any member may call attention to the lack of a quorum. The meeting shall then terminate.

3.2.3 A resolution put to a general meeting that has not yet been passed will be referred to as a "motion". In circumstances where one or more members wishes to amend a motion prior to it being passed at a general meeting, the following process should be adopted:

- The motion (in its original form) should be put to the meeting by the Chair.
- A member may propose an amendment to the motion (“the amendment”).
- Another member can then second the amendment [subject to the comment below about seconding].
- The Chair should allow a reasonable opportunity to discussion of the amendment.
- The Chair should then call a vote on the amendment. If the vote passes, the motion will be amended.
- If a member wishes to make another amendment to the motion, then steps 7 - 8 should be followed again.
- Once all the amendments have been made, the Chair should put the motion to meeting for a vote on whether to pass the motion or not.

In addition, the Chair should not allow any amendment to a motion to be put where:

- The proposed amendment introduces substantially new subject material. If the meeting considers subject matters not included in the notice, it could be unfair to members that are not present.
- The proposed amendment has the effect of negating the motion in its original form.
- There have already been two amendments, unless the Chair in his or her discretion believes there is good reason to allow more. That is, only two amendments should be moved to any motion, after which the meeting should debate and vote on the motion as amended, unless there is good reason to allow further amendments.
- The Chair should not allow any motion to be put to a general meeting that is vague or ambiguous.

3.2.4 Voting on motions

- Voting will be by show of hands, unless a poll has been requested (Constitution 11.12.4)
- Where an electronic meeting is being held, a visual way of the way a person is voting must be used.
- A motion shall be declared carried if a majority of members present and voting, vote in its favour.
- 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.

3.2.5 Voting on Elections see also Election and Appointment to Board Policy.

- Will be held by secret ballot.
- If there is one nomination for a position, they must receive at least 50% of the votes able to be cast at the meeting.
- If there are two nominations for a position, the nominee receiving the most votes, as long as this is at least 50% of the votes able to be cast at the meeting, will be declared the winner.

- If there are three or more nominees for a position, the nominee receiving the most votes cast will be declared the winner.

3.2.6 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.
- 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.
- The Chair may place time limits on speakers.
- The Chair of a general meeting should provide a reasonable opportunity for members to ask questions of any of the Board members. In all cases, the Chair should consider the purpose of the meeting, the relevance of the questions and whether the meeting is the best forum for the discussion.

3.2.7 Minutes

- Minutes of any meeting, should if possible be accepted at the meeting. If not, they must be circulated for comment within one (1) week and accepted at the next meeting. The Minutes will record
 - the date, time and venue of the meeting;
 - the names of those present;
 - the name of the meeting Chair;
 - any apologies tendered;
 - any failure of a quorum;
 - a list of items discussed;
 - any resolutions pertaining to those items; and
 - details of any declarations of pecuniary interest.
 - Any other matters as requested by the Chair.

Date of approval by the Board _____

Signature of State Commissioner _____

The Girls' Brigade Western Australia