



CATHOLIC DIOCESE  
OF ROCKHAMPTON

# Meetings Procedure

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# 1. Purpose

To set out the requirements for the holding, conduct and documentation of meetings.

# 2. Scope

This policy applies to the decision-making bodies of all Diocesan Entities, including councils and committees.

# 3. Procedure Overview

This procedure recognises that the decision-making bodies for Diocesan Entities conduct their work through meetings and aims to ensure that, in the interests of good governance, meetings are effective.

# 4. Procedures

## 4.1. Agendas

An agenda sets out the business to be considered at a meeting as well as the order of business. It is an important tool for ensuring that meetings are planned and orderly and give members the opportunity to prepare for the business at hand. Notwithstanding this, each meeting agenda will include a 'general business' item where members can raise issues for the attention of the decision-making body. (Australian Institute of Company Directors, 2019, p. 48)

Agenda items will normally be determined by the Chair, or as otherwise stipulated in the organisation's governing document, though members will always have the opportunity to suggest agenda items.

In the absence of extenuating circumstances, agendas for meetings of decision-making bodies for Diocesan entities are to be prepared and circulated at least two business days prior to a meeting.

## 4.2. Minutes

Minutes are used to record the business of a meeting. Minutes need not be a word-for-word transcript of the discussions held at the meeting but should capture the decisions made. Minutes should capture the following information:

- What meeting was held, where and when.
- The names of attendees and any apologies.
- Any conflicts of interest declared.
- Matters discussed at the meeting.
- Any decisions made by the board.

For significant decisions, any factors considered in the decision should be briefly outlined.

The minutes should be taken by someone who is not required to actively participate in discussions. The person taking the minutes should be trusted with confidential information.

Minutes should be circulated soon after a meeting, so that members can review them for accuracy while proceedings are still fresh in peoples' minds, and then approved at the next meeting. (Australian Institute of Company Directors, 2019, pp. 48-49)

## 4.3. Papers

Meeting papers should be informative, coherent and complete.

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It is the responsibility of members of the decision-making body to read and understand the information contained in the meeting papers. If they feel that they need more information in order to make an informed decision, it is their responsibility to seek it out through the executive officer. (Australian Institute of Company Directors, 2019, p. 49)

#### 4.4. Chairing meetings

The chair is critical in ensuring that meetings are effective. Aside from any involvement they may have in setting the agenda for a meeting, they must ensure that members have access to the information they need to fulfil their responsibilities. At the meeting, the chair facilitates discussion so that all agenda items are dealt with appropriately.

The chair also plays an important role in setting the tone for the decision-making body and aligning discussions to the organisation's purpose. Meetings should be collegiate, and the chair facilitates this by setting the example of behaviour and by providing clarity of purpose to decision-making. The chair should provide opportunity for all members to be heard, and facilitate and enforce respectful conduct between members. (Australian Institute of Company Directors, 2019, p. 50)

#### 4.5. Conduct

Members of decision-making bodies should conduct themselves according to the following rules:

- Arrive on time for meetings.
- Read materials before meetings.
- Attend as many meetings as possible (and at least the minimum number required in the governing document, if applicable). If you are unable to attend meetings regularly, consider whether it is best for you to resign.
- Speak only through the chair.
- Listen respectfully while others are speaking, don't interrupt them and don't use negative body language (e.g. shaking your head or rolling your eyes).
- Do not use mobile devices during meetings.
- Ensure your contributions are concise and to-the-point.
- Speak calmly and respectfully.

#### 4.6. Relations between the decision-making body and management

It is important that the relationship between the decision-making body and management is based on mutual trust and respect (Australian Institute of Company Directors, 2019, p. 50).

'The [decision-making body] must be prepared to seek and accept management's advice, but to do so in a way that is constructively critical and challenging without undermining trust or being unduly interfering' (Australian Institute of Company Directors, 2019, p. 51).

'It is not the role of [members of the decision-making body] to supervise or direct the work of staff or volunteers' (Australian Institute of Company Directors, 2019, p. 51).

'The chair represents the [decision-making body] to the [executive officer] and acts as a conduit for communication between the [decision-making body] and [executive officer] between [meetings]. It is a good idea for the chair and the [executive officer] to meet on a regular basis outside [meetings] to develop this relationship and to provide opportunity for frank and open discussions' (Australian Institute of Company Directors, 2019, p. 51).

## 4.7. Induction and formation

Just as ongoing development is a requirement for those in professional roles in secular society, those entrusted with leadership and decision-making roles within Diocesan entities must be appropriately inducted and given appropriate ongoing formation opportunities.

New members should 'receive a letter of appointment that sets out their responsibilities and any other information relevant to their appointment. The letter should also outline the process for induction'. (Australian Institute of Company Directors, 2019, p. 50). Induction will include (Australian Institute of Company Directors, 2019, p. 50):

- Information such as the governing documents, the strategic plan, recent board papers and minutes, this governance policy, and the board calendar.
- Introduction to key individuals including the executive officer, senior staff, the chair and other members.
- Briefing and training to familiarise the new members with the organisation and their responsibilities, including regarding key organisational risks.

'After a [new member] has been inducted, seeking their feedback about the process is a good way to identify any additional learning needs, and to improve the process for future inductees'. (Australian Institute of Company Directors, 2019, p. 50)

In addition, 'fiduciary concepts and governance principles should be included in professional development programmes designed by or for Church authorities' (Implementation Advisory Group and The Governance Review Project Team, 2020, p. 54).

## 4.8. Reviewing performance

Decision-making bodies are encouraged to regularly evaluate their own effectiveness to improve the way they fulfil their responsibilities. The evaluation method and frequency are left up to the decision-making body itself to determine.

# 5. References

Australian Institute of Company Directors. (2019, January). Not-for-Profit Governance Principles. (Second Edition).

Implementation Advisory Group and The Governance Review Project Team. (2020). *The Light from the Southern Cross: Promoting Co-Responsible Governance in the Catholic Church in Australia*.

# 6. Schedules

This procedure must be read in conjunction with its subordinate schedules as provided in the table below.

# 7. Procedure Information

<b>Subordinate Schedules</b>	
<b>Accountable Officer</b>	Director of Diocesan Services
<b>Policy Type</b>	Procedure
<b>Approved Date</b>	[Approved Date]
<b>Effective Date</b>	[Effective Date]
<b>Review Date</b>	[Review Date]
<b>Relevant Legislation</b>	
<b>Related Policies</b>	<a href="#">Governance Policy</a>

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<b>Related Procedures</b>	
<b>Related forms, publications and websites</b>	
<b>Definitions</b>	<p><b>Diocesan Entity</b></p> <ul style="list-style-type: none"> <li>• The Catholic Diocese of Rockhampton, whether in its own right or on behalf of one its operations or ministry activities</li> <li>• A parish of the Catholic Diocese of Rockhampton</li> <li>• Catholic Education: Diocese of Rockhampton, whether in its own right or on behalf of a school or college</li> </ul> <p>CatholicCare Central Queensland</p>

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