



# MANUAL OF SECRETARIAT PROCEDURES

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## COMMITTEES

### 1.1 Knowing Your Committee's Role

- 1.1.1 A committee secretary must understand the role of his or her committee within the governance of the University. This involves an awareness of the structure of the system of governance and the position of other bodies and committees within that system. The Secretary should be able to answer the following questions:
- (a) What are the purposes for which the committee was established (as indicated in its `terms of reference`)?
  - (b) Who created the Committee? That is by which direct authority was the committee created? (e.g. the University's *Act*, University statutes, University regulations, resolution of Council or another parent body such as the Academic Board or a Faculty Board)
  - (c) Who appoints members to the committee (according to its `composition`)?; and
  - (d) What are the reporting requirements? To whom or to which body does the committee report on its activities and how frequently?

### 1.2 The University's System of Governance

- 1.2.1 The La Trobe University *Act* defines the Council as the `governing authority` of the University. It has both a legislative role in making statutes and regulations and a role in the employment of the University's staff, control over its property and `superintendence` over all its other `affairs` and `concerns` (*La Trobe University Act 1964* sections 6 and 22). Section 24 of the *Act* enables Council to delegate powers. This delegation is the source of authority for many University committees.
- 1.2.2 The *Act* also defines the Academic Board as a body which is to provide advice on `instruction, studies and examinations, research, admission to degrees and discipline within the University` (paragraph 27(3)(a)). In addition to this advisory function the Academic Board has certain delegated powers and duties as specified in statutes and regulations.
- 1.2.3 The Vice-Chancellor, as the Chief Executive Officer appointed by Council, along with other senior officers such as the Deputy Vice-Chancellor and University Secretary, has authority to act for Council in its managerial role and in the application of its legislation. By statute the Chancellor is a member of every committee or board established under the *Act* and may preside at any meeting of any sub-committee or board.
- 1.2.4 Reporting to Council either directly or through the Academic Board ultimately to Council, is a system of committees. The composition and the authority (`terms of reference`) of committees as well as membership, reporting requirements and any special provisions, are set out in the *Directory of Committees*, which can be found at the following internet link:

[www.latrobe.edu.au/secretariat/directory-of-cttees.html](http://www.latrobe.edu.au/secretariat/directory-of-cttees.html).

- 1.2.5 The University's academic structure is based on Faculties administered by Deans who are advised by Faculty Boards. There is a system of committees in each Faculty. The secretarial procedures for these committees should follow those outlined in this Manual.

### 1.3 Categories of Committees

- 1.3.1 There are different ways of categorising the various committees reporting to Council and Academic Board.
- (a) Firstly, there is a distinction between **standing committees** and **ad hoc committees** or working parties. The former are established for a continuous purpose whereas the latter are for purposes of limited duration and are discharged when their functions are fulfilled.
  - (b) Secondly, there are **committees** and **sub-committees**. Committees of the Council and the Academic Board may constitute and appoint sub-committees to advise them or, where so empowered under their terms of reference or by permission of Council or Academic Board, may delegate authority to sub-committees. Not all sub-committees are constituted and appointed by their parent committee, however. Some sub-committees, considered as such by virtue of their reporting relationship to a parent committee, derive their composition and terms of reference directly from another source, such as the statutes, regulations, or resolutions of the Council or the Academic Board.
  - (c) Thirdly, there is a distinction between **policy committees** and others. A committee may advise Council or the Academic Board on the development of policy. Other functions may have to do with implementing and monitoring existing policies and administering legislation. Committees among whose functions it is to advise Council or the Academic Board on policy development are known as policy committees.
  - (d) Finally, **joint committees** are committees constituted by and reporting to two or more bodies, such as Council and Academic Board.

### 1.4 Review of Committees

- 1.4.1 Each committee is expected to undertake a review of its terms of reference and composition. This, along with a report on its activities, assists the parent body to determine the effectiveness of the committee.

### 1.5 Aspects of Composition and Membership

It is important to note that 'Composition' refers to the structural make-up of the committee whereas 'membership' refers to the particular persons appointed under the various categories in the committee's composition.

- 1.5.1 Unless a Chair is specified in a committee's composition, the appointed members should, at their first meeting, elect a Chair from the membership and specify the duration of the appointment, usually annually, for no longer than the maximum period of membership. In the absence of the Chair from any meeting those present may elect a Chair from the members present for that meeting. It is also often valuable for a committee to elect a Deputy Chair where this is not designated.
- 1.5.2 Alternative members may only be appointed to a committee if provided for in the committee's composition; not all committees will have a provision for alternative membership. Where alternative members are permitted, they have the same rights as a nominated member of a committee when acting as a member.
- 1.5.3 Council or Academic Board may delegate to a committee the power of co-opting persons to the committee, either for the whole life of the committee or for a specified period or purpose. The decision to co-opt an additional member for a particular term of office is made by the committee. The person who is invited to join the committee must be advised of the term of their membership. Co-opted members have the same rights as other members, including voting rights.
- 1.5.4 A person may attend a meeting as an observer with the approval of the Chair on behalf of the committee. In some instances, observers may be invited to take part in discussions but this is not usual. A committee may request all observers to leave the meeting during discussion of any item it believes should be discussed in confidence.
- 1.5.5 On the basis of specialised skills or knowledge, a person may be `in attendance' during a meeting or for part of one or on a continuous basis in a consultative capacity. Persons `in attendance' are not entitled to vote nor do they form part of the quorum.
- 1.5.6 In the context of University bodies `proxy' membership is not possible. Members are either *ex-officio* or elected as individuals. Where an *ex-officio* member is absent and another person has been appointed to act in that position, the acting person is a full member of the committee.

## 1.6 Voting

- 1.6.1 All members present at a meeting, including an alternative acting as a member or co-opted member, are entitled to have one deliberative vote. The Chair of the committee may have a casting as well as a deliberative vote but only where this is stated in the composition of the committee. Normally the Chair only has one vote and where a casting vote is used the convention is for the Chair to vote for the *status quo*. However, this convention is not binding.

## 1.7 Quorum

- 1.7.1 University legislation provides that a quorum for a meeting of Council is eight members. For other committees a quorum is normally one third of the membership, unless otherwise stated in the committee's terms of reference. (See 5.2 below.)

## 1.8 Vacancy

- 1.8.1 If a vacancy occurs on a committee the appropriate body, as specified in the composition, should be requested to appoint a replacement member. Where the committee is a committee of Council or Academic Board the committee secretary should notify the Secretariat of the vacancy to ensure that the vacancy is included on the agenda of the next meeting of Council or Academic Board. Changes to membership of sub-committees should be notified to the Council or Academic Board as appropriate as well as these bodies are ultimately responsible for the committee structures under them. The *Directory of Committees* is updated by the Secretariat on receipt of this advice.

It is the responsibility of the committee secretary to alert the Chair to vacancies and to take appropriate action for the appointment of a replacement.

## THE COMMITTEE SECRETARY

### 2.1 Principal Responsibilities of the Committee Secretary

2.1.1 To provide secretariat and, where appropriate, executive support to committees. The responsibilities of a committee's secretary do not necessarily include the servicing of any sub-committees of the committee.

### 2.2 Duties

- 2.2.1 (a) A committee secretary is responsible:
- (i) to organise meetings, identify relevant matters for inclusion on agenda, prepare and distribute agenda and minutes, and collate and distribute background material, supporting papers and other documentation;
  - (ii) to act as required on matters arising from meetings;
  - (iii) to prepare the annual (or regular) report of the committee to Council or the Academic Board, as appropriate;
  - (iv) to manage the committee's finances where appropriate;
  - (v) to provide advice to committee members concerning established committee procedures and practices;
  - (vi) to co-ordinate the communication of information between committees;
  - (vii) to maintain all committee minutes, reference material and records, (see 2.4 and 3.1); and
  - (viii) to ensure that decisions are communicated to appropriate action officers.
- (b) The secretary to a committee may be required:
- (i) to prepare a brief for the Chair before each meeting (see 2.3.5 and 4.9 below); and
  - (ii) to research and write papers for the committee.

### 2.3 General Operating Principles for Committee Secretariat

2.3.1 The role of the secretary to a committee is ancillary; it is essentially a service role. The primary task of the secretary is to facilitate the efficient operation of the committee through the unbiased provision of advice, information and administrative services to the Chair and the other members of the committee.

- 2.3.2 In carrying out this task the secretary is required to be conversant with the standing orders of committees where these exist, or with the general rules governing the conduct of meetings so as to guide and advise the Chair and other members where necessary. The secretary should ensure that all new members are provided with background material, copies of any policy guidelines and where appropriate, aides-memoire, to assist them in understanding the operation of the committee before their first meeting.
- 2.3.3 The secretary should be familiar with matters under discussion by the committee and ensure that any relevant matters arising from the activities of other bodies and committees are brought to the attention of the Chair.
- 2.3.4 Preparations for meetings must be thorough. The secretary must ensure that all relevant material concerning each agenda item is available to members prior to the meeting and have available at a meeting any additional papers and reference material which might be required at the meeting. A venue must be reserved well in advance and it must be suitably arranged and prepared for the meeting.
- 2.3.5 The secretary may be expected to brief the Chair before a meeting, especially on any issue involving rules governing the conduct of the meeting. The Chair's brief is a confidential matter between the Chair and the secretary; it may be written or oral.
- 2.3.6 During a meeting the secretary should not normally participate in discussion unless invited to do so. The secretary should assist the Chair by ensuring that a quorum is maintained and that motions and amendments are dealt with in the correct order and, where necessary, by conducting a ballot.
- 2.3.7 Following a meeting the secretary should see to the timely preparation of the minutes.
- 2.3.8 A committee's secretary must implement promptly any of the committee's decisions upon which he or she has been instructed to act. The secretary should also remind those members of the committee who have been designated to carry out specific tasks and inform other relevant offices of the University of a committee's decision. This advice should be in the form of action memoranda which should be issued as soon as possible and usually before the draft (unconfirmed) minutes are distributed.

## **2.4 Committee Records**

- 2.4.1 An essential and sometimes overlooked part of the role of the secretary is the responsibility for ensuring that University records are complete and accurate. The procedures are detailed below.
- 2.4.2 At the commencement of each calendar year or on the founding of the Committee, a file should be opened through Records Services. This file shall be classified and titled as follows:

UNIVERSITY GOVERNANCE - COMMITTEES & MEETINGS - (Name of Committee) – MEETING PAPERS (Year)

- 2.4.3 The Committee Secretary shall attach to the file in chronological sequence the original signed Minutes, the Agenda and business papers pertinent to each meeting.
- 2.4.4 Where necessary, Committee Secretaries may raise files to record non-substantive matters concerning the Committee, for example travel, accommodation and catering.

The following key word terms should be used for these files:

<b>COMMITTEES</b>		
Use for transactions concerning the constitution, functioning, proceedings and management of La Trobe University committees, including those formed on an ad hoc basis.		
<b>1st Descriptor</b> [Specify by title of Committee]	<b>2nd Descriptor</b> Agendas & Minutes Arrangements Calendars of Meetings Directory Membership Terms of Reference	<b>3rd Descriptor</b> Calendar year

- 2.4.5 Following a Committee meeting, the Secretary must ensure that copies of action memoranda arising from the proceedings are attached to the appropriate transaction files ie. "Arrangements".
- 2.4.6 At the end of each calendar year, or on the dissolution of the Committee, the Secretary shall close the file(s), ensuring that all signed Minutes and all Agendas and business papers are attached in their correct sequences and send the file to Record Services. Closing the file does not preclude the Secretary from retaining it for a further period for reference purposes.

## REGISTERING DOCUMENTATION

### 3.1 Reference System

3.1.1 An electronic register of papers should be maintained by the secretary of each committee and a record of all documentation (including agenda, minutes and supporting papers) considered by a committee during the course of its proceedings each year. This register should be headed by the name of the committee and include: the date of the meeting to which the paper was referred; the formal reference number assigned to each paper; and a brief description of the paper entered.

3.1.2 The reference system is based on the assignment of a serial number to each paper. Given the number of committees in operation, and to facilitate identification of its documents, each committee has its own serial numbering system. The serial number consists of the following components:

- . an alphabetical prefix allocated to identify that committee;
- . the year of the proceedings in which the paper was dealt with by the committee;
- . the paper number;
- . the letter (M) if the paper is the minutes of the committee.

3.1.3 Thus the assignment of the serial number C04/129 to a document will denote the paper as belonging to the Council (i.e., C), the year of the proceedings (2004) and the sequential number of the paper in the serial register for that year (i.e., the 129th document entered in 2004).

3.1.4 The paper numbers assigned should be consecutive wherever possible; from 1 to the final paper received *for a particular year of a committee's proceedings*. This enables the secretary to maintain a continuous register of all committee documents. The assignment of numbers should be undertaken in the following order:

- First,** the agenda of a particular meeting;
- then,** supporting papers to the agenda (or papers tabled at the meeting);
- and then,** the minutes of the meeting; and so on.

Thus:

- C04/113(A) - Agenda (e.g., for the 50th meeting)
- C04/114 -
- C04/115 - supporting papers for 50th meeting.
- C04/116 -
- C04/122(M) - Minutes of 50th meeting [*or C04/113(M)*]
- C04/123(A) - Agenda (e.g., for the 51st meeting)
- and so on.....

- 3.1.5 The register for a committee should be closed off at the end of the committee's proceedings each year. In the new year the alphabetical prefix for the committee remains unchanged, the year is altered appropriately and the paper numbers begin again from 1.

### 3.2 Guidelines for the Preparation of Supporting Papers

- 3.2.1 It is a requirement that, as far as practicable, committees conduct their business from formal papers.

#### 3.2.2 Style

Papers should be written concisely in a clear, simple style. Short sentences and paragraphs expressed in direct English should be used in preference to long, involved sentences or highly coloured prose. The language must be unambiguous.

#### 3.2.3 Arrangement of material

Although there can be variations in construction to suit individual circumstances, papers should normally include the following:

- |     |   |  |
|-----|---|--|
| (i) | <b>Heading</b><br>LA TROBE UNIVERSITY<br>(Centred Caps) | Serial Reference No<br>-----/-----<br>(Meeting Date) |
|-----|---|--|

COUNCIL...  
(depending on the committee's parent body)  
(Centred u/l case)  
NAME OF COMMITTEE  
(Centred u/l case)  
TITLE OF PAPER  
(Centred Bold Caps)

The serial reference number should appear in the upper right hand corner of the page and include the meeting date for which the paper is an agenda item. Where a revised or amended version of the paper is produced that paper is identified by the word 'revised' placed after the serial number and the date. This would also be the appropriate place to indicate whether the paper is confidential, available to members only or tabled.

To avoid confusion, where a paper has been referred from one committee to another it should retain its original paper number rather than receive a new number for each committee to which it is referred.

#### (ii) Introduction

The introduction should briefly indicate to the reader the purpose of the paper.

(iii) **Body of the paper**

Careful preparation is required to ensure that the body of the paper is coherent, concise and logical. It should carry the reader smoothly from the introduction to the conclusion. All relevant points should be stated clearly and briefly. Headings should be chosen so that the reader can see at a glance the general content merely by scanning. Style, arrangement and presentation are important ingredients of a good paper.

(iv) **Conclusion**

This should be a summary and a synthesis of the main points made in the body of the paper and therefore should not introduce new material. It should be relatively brief.

(v) **Recommendation**

Whenever possible firm, clear, recommendations should be made about a future course of action. Recommendations should be derived from the conclusion and supported by the arguments presented in the body of the paper. Where a recommendation has financial implications, the source of funding should be identified. Recommendations should be expressed in a form which is suitable for adoption as a motion at the meeting.

(vi) **Appendices**

If the arguments in the body of the paper are based on statistical data or other information too bulky to be included in the body of the paper, that information may be included in an appendix.

(vii) **Paragraph numbering**

Paragraphs in papers, minutes and reports should be numbered to facilitate referencing. Arabic numerals should be used for numbering paragraphs. Small letters in brackets may be used for numbering sub-paragraphs. Alternatively, a decimal numbering system may be used; 1.1 for sub-paragraphs and, for any further sub-division, 1.1.1.

(viii) **Authorship**

The name of the author and the author's office should appear at the end of the paper.

## PREPARATION FOR THE MEETING

### 4.1 Notice of Meeting

- 4.1.1 Notice of any meeting of a committee together with agenda papers should normally be sent out to members at least seven days before the date of the meeting.

### 4.2 Reservation of Venues

- 4.2.1 The Secretary is responsible for booking the meeting room, checking that the venue is appropriate for the meeting and ensuring that the meeting room is tidy following the meeting.

NB: The Secretariat generally utilize meeting rooms at John Scott Meeting House on the Bundoora Campus.

### 4.3 The Agenda

- 4.3.1 The Agenda is the formal program of the meeting. With its associated papers it constitutes the principal source of information provided to a committee, and through its structured format enables the committee to conduct its business efficiently.
- 4.3.2 The majority of committee agendas provide for starring of certain items to facilitate approval of matters with which there is no dissent. An item `starred= on the agenda is one which will require discussion and/or a formal motion. Unstarred items may then be either approved or noted as appropriate. (see also 5.3.3.)

### 4.4 Sources of Items for the Agenda

- 4.4.1 In preparing the agenda, a secretary may obtain items from the following main sources:
- (a) The Chair or other members of the committee: items which the Chair or other members wish to refer to the committee for its consideration.
  - (b) Previous minutes of the committee: items of continuing relevance (matters arising) about which decisions were not made or about which discussion was deferred (e.g., owing to lack of time for consideration at an earlier meeting).
  - (c) Other committees: items may be referred by other bodies.
- 4.4.2 In consulting with the Chair over the agenda, the secretary should bring to the attention of the Chair any other matters which the secretary believes to be relevant to the committee's terms of reference.

## 4.5 Approval of the Agenda

4.5.1 The secretary should always seek the Chair's approval before issuing the agenda.

## 4.6 Insufficient Business

4.6.1 If insufficient items have been received to warrant convening the committee, the secretary, with the approval of the Chair, should advise members of the cancellation of the meeting and of the deferral of the existing item(s) to the following meeting of the committee.

## 4.7 Format of the Agenda

4.7.1 The agenda should be structured on the following principles:

- (a) the agenda should be identified by an assigned serial number (see 3.1.5 above);
- (b) it should specify the name of the committee and, where applicable, whether it is a committee of Council, Academic Board or a Faculty Board and should state briefly where and when the meeting will be held. The name of the secretary should follow this information;
- (c) it should list all the items of business in the order in which they are to be discussed and, where applicable, include previous minute references of the committee; and
- (d) where the committee agrees it is valuable, a "starring" system may be used to identify matters which may be discussed.

4.7.2 Items of business should be grouped under the following headings:

(a) **Procedural Matters**

Before the business begins, the committee may note any apologies given to the Secretary, confirm the agenda or add any additional items and, if approved, deal *en bloc* with any 'unstarred' items (see further at 5.3.3 below).

(b) **Confirmation of Minutes**

The committee is invited to confirm the minutes of the previous meeting as a correct record of the proceedings.

(c) **Matters Arising from the Minutes**

Those items which the committee is discussing on an ongoing basis or those deferred or held over from the previous meeting(s) are grouped under this heading.

(d) **New Business**

The individual listing of all new items for the committee's consideration.

(e) **Items for Information**

This grouping is optional and includes any item not requiring discussion.

(f) **Other Business**

Any additional items not listed in the agenda introduced during the meeting for consideration, with the consent of the Chair.

4.7.3 Each agenda item should normally be accompanied by a supporting paper. Where this is not possible or appropriate a few lines of text under the item heading should be added, indicating what has to be done or decided in relation to the item, except where the item heading makes it obvious what the business is about.

4.7.4 Serial numbers of supporting papers (see 3.1 above) should be referred to in the agenda. Each item under the heading 'Matters Arising from the Minutes' should be identified by the relevant item reference of the minutes of the previous meeting(s). Serial numbers should be entered in a column on the agenda.

4.7.5 A copy of the minutes of the committee's previous meeting must be distributed with the agenda, otherwise they should be identified in the serial number column with 'prev.dist.' (previously distributed) or 'to be tabled', as appropriate.

## 4.8 Tabled Papers

4.8.1 Tabled papers are those documents which are confidential or received too late for distribution with the agenda prior to the meeting and which, with the committee's assent, are presented to members at the meeting. In such cases the agenda records 'to be tabled' or 'confidential - to be tabled' in brackets under the paper reference number.

4.8.2 Confidential papers may not be taken from the meeting by members and should be collected by the secretary after the meeting. Confidential papers are not circulated with minutes but they *are* retained for record keeping purposes (see 4.10.2 below).

## 4.9 Chair's Brief

4.9.1 The secretary may provide a brief to the Chair on possible approaches to issues under consideration at the meeting, and suggested courses of action, where appropriate. This will depend on a number of factors including the secretary's role in relation to the committee, the complexity of the agenda, the Chair's knowledge of the issues and the secretary's working relationship with the Chair.

4.9.2 Mostly an oral brief will suffice. Where a written brief is required, it should follow the structure of the agenda. It should be concise and to the point.

## 4.10 Distribution of the Agenda

4.10.1 Copies of the agenda should be distributed as follows:

- . To each member of the committee;
- . To non-members, officers of the University who may need to be informed about the committee's actions. In the interests of economy the number of such copies should be contained strictly. (See also `Distribution of Draft Minutes', 7.2 below).

4.10.2 Please also refer to Section 2.4.3.

## THE MEETING

### 5.1 General Responsibilities and Tasks

5.1.1 Before a meeting, the secretary should see to the following matters:

- . check the physical condition of the meeting room, including lighting and ventilation; set up appropriate seating arrangements; make available, where necessary, whiteboards projection equipment, etc.;
- . take all relevant records to the meeting. These will include: a copy of the agenda and supporting papers; a copy of the committee's terms of reference; the University Act, statutes and regulations; and a list to record the attendance of members;
- . arrange morning or afternoon tea if required during the meeting.

5.1.2 During the meeting the secretary will be required:

- . before business commences to record the names of members present;
- . to take notes in sufficient detail to enable the subsequent preparation of the minutes of the meeting - the secretary has the right to interrupt the meeting if necessary to seek clarification so as to ensure that the final minute is correct; and
- . to assist and advise the Chair as required on any procedural matters which arise during the course of the meeting.

### 5.2 The Quorum

5.2.1 The quorum is the prescribed minimum number of committee members (not including those `in attendance`) who must be present at the meeting to validate its actions (see 1.7 above).

5.2.2 The Chair may not open a meeting unless it is quorate.

5.2.3 If a meeting is not quorate and after a reasonable waiting period remains so, the Chair (in consultation with the members present) may cancel the meeting and defer its business for consideration at the next meeting of the committee. Similarly, if during the course of a meeting it becomes inquorate, the Chair may adjourn the meeting and defer the remaining business to the next meeting of the committee.

5.2.4 Where a meeting is concluded owing to the lack of a quorum, the minutes of the meeting must indicate that the meeting closed for this reason.

### 5.3 Procedural Matters

- 5.3.1 The Chair should inform the meeting of any apologies received and then enquire of those present whether any other member has sent an apology. The secretary should record the names of absent members who provide an apology for subsequent reporting in the minutes. Members who are absent from the meeting without an apology are not listed. The secretary has an obligation to bring to the Chair's attention any repeated absences by a member from meetings.
- 5.3.2 The Chair then invites the meeting to confirm the agenda. This is the point at which members may seek to add further items to the agenda, with the consent of the committee.
- 5.3.3 Where the agenda is constructed to provide for 'starred' and 'unstarred' items this is the point at which the unstarred items are approved or noted as appropriate. Further items may be starred if necessary at this point.

### 5.4 Confirmation of Minutes

- 5.4.1 The minutes of a meeting should normally be confirmed by the committee at its next meeting.
- 5.4.2 The confirmation of minutes is a formal declaration by a committee that the minutes are a correct and accurate record of a meeting's proceedings. The signing of the confirmed minutes by the Chair attests to the proper convening of the meeting as well as the validity of its proceedings. The Chair's signature and the date should appear on the master copy of the minutes retained for archived purposes (see 7.2.2 below).
- 5.4.3 Discussions relating to the confirmation of minutes must be limited by the Chair to the issue of the accuracy of the minutes as a record of proceedings rather than the substance of those proceedings.
- 5.4.4 Where no errors have been identified, the committee should pass a motion confirming the minutes and then the Chair should sign the confirmed minutes. If corrections are required and are minor, the Chair may make the necessary correction to the minutes by hand and initial the alteration(s) before signing the minutes. Where corrections are more major, the minutes may be confirmed subject to the appropriate amendment(s) being made. In such cases the secretary should subsequently correct the relevant page or pages, have them initialled by the Chair and substitute the corrected version for the original in the master copy of the minutes (see 7.2.2 below).

### 5.5 Confidential Discussion

- 5.5.1 If a committee, during part of its proceedings, wishes to discuss a confidential issue, it may exclude any observers and other persons in attendance from the meeting during that discussion. In these circumstances the secretary is not excluded.

## 5.6 Adjourned Meetings

- 5.6.1 To adjourn the meeting means to have a break in the meeting and to continue *the same meeting* at a later agreed time. No new matters may be dealt with and no fresh notice is required. In most cases it is better to holdover unfinished business to a fresh meeting, unless it has been necessary to break discussion of a particular item before the meeting has formed a view.

## PREPARATION OF THE MINUTES

### 6.1 General Principles

- 6.1.1 The minutes are a formal and permanent written record of the decisions made and, where appropriate, the arguments leading up to those decisions, for action by, and for the information of those concerned.
- 6.1.2 In drafting the minutes, the secretary must be guided by a number of practical considerations. It is not the purpose of minutes to chronicle the differing or individual views of members but rather to record the decisions of the committee as a whole. In principle therefore, the names of individual contributors to a discussion should not be recorded, nor should divergent views, unless these are relevant, such as a marked difference over a matter of principle, or when specifically requested by a member.
- 6.1.3 As an important function of the minutes is to set out what was transacted and achieved for the information of other bodies, they should not only specify what was done, but reflect the main reasons for what was done. The minutes are not intended to serve as a narrative of events and the secretary must be aware of the practical problems involved in attempting to draft full reports of proceedings. Apart from the additional time taken there is the potential to create unclear or unbalanced accounts.
- 6.1.4 Good minute-writing therefore requires the secretary to be able to make a distinction between the essential and the non-essential. The minutes should be:
- . concise, impersonal, objective and accurate;
  - . sufficiently clear for an understanding of the decisions;
  - . the decisions themselves must be precisely worded so as to prescribe what further action is to be taken and by whom.
- Moreover:
- . formal motions and amendments to motions should usually be recorded verbatim and a clear indication should be given as to whether or not they were carried. Where many motions are put and lost during a lengthy meeting, those lost need only be referred to and not detailed;
  - . since a simple majority of votes is sufficient to carry a motion the numbers for and against a proposal need not be recorded.
- 6.1.5 It is important for the draft minutes to be prepared as soon as possible after the meeting.

## 6.2 Minute Preparation - Structure

6.2.1 An individual minute must be prepared for each item discussed during the meeting and structured in the following fashion:

- (a) Supporting papers relevant to an item should be recorded, The Committee received report SEC04/54 *Selection to VCE*.... or in similar terms;
- (b) *Definition:* where appropriate, the issue should be stated briefly, giving sufficient information for the minute to be understood without reference to supporting papers and outlining the reasons for discussing the matter;
- (c) *Discussion:* a summary of the essential points of the discussion relevant to the final decision may be summarised if these are helpful to understanding the final resolution;
- (d) *Decision and Action:* the decisions taken (the `resolutions') and, where appropriate, the name(s) of the person(s) responsible for taking the action must be recorded, as follows:

- . resolutions should be set out as complete and discrete statements which, when isolated from the minute's general text, clearly convey what was decided;

- . the wording of resolutions must identify precisely what was decided, the action required, and the name(s) of the person(s) nominated to carry out the action (otherwise the action officer's name should be recorded in the action column);

- . where a decision has been agreed to in an informal fashion, it should be recorded as `the committee resolved=

6.2.2 A number of key phrases/verbs should be used in the drafting of minutes to convey accurately and consistently the intentions of the members. A glossary is appended.

## 6.3 Minute Preparation - Format

6.3.1 Headings

*Serial No*

C04/\_\_\_\_(M)  
07.06.04

LA TROBE UNIVERSITY

*Headings*

COUNCIL

*Date, Time, Venue*

Minutes of the two hundred and ninety-ninth meeting of the Council held in the John Scott Meeting House on Monday 7 June 2004 at 5.30 p.m.

*Attendance*

**Present:** .....(Chair), members..... .....

**Secretariat:** .....

**In attendance:** .....

**Apologies:** .....

6.3.2 Item order and arrangement. This is as follows:

- . the minute of each item should be arranged in the order in which it was set out on the agenda, although it may not necessarily be the order in which the matters were discussed;
- . each item will be headed by the subject title appearing in the agenda.

## ACTION AFTER MEETINGS

### 7.1 Overview

7.1.1 The tasks of the secretary following each meeting are:

- . to draft and to distribute the minutes;
- . to advise by memoranda (‘action memos’) those committee members and University officers designated by the meeting to perform specific tasks and to ensure that the assigned tasks are completed in accordance with any deadlines set by the committee;
- . to prepare and despatch correspondence and any other documentation and to carry out any other tasks that are assigned by the committee;
- . forward any non-confidential tabled papers to members who were not present;
- . prepare a report to the parent body.

### 7.2 Distribution of Draft Minutes

7.2.1 The secretary should draft the minutes (see 6.1 above) and submit them for the Chair's approval as soon as possible after the meeting.

7.2.2 Once cleared by the Chair, distribution of draft minutes normally will be as follows:

- . a master copy is to be retained by the secretary for the Chair's signature once the minutes are confirmed by the committee at the next meeting (see 5.4 above). Minutes, along with supporting papers, will be retained in the University's archives for storage (see 2.4);
- . a copy is placed the University's central files;
- . a copy is sent to the Chair and each committee member. Alternatively, minutes may be circulated with the agenda if the committee meets on a frequent basis;
- . copies may also go to certain non-members with a particular interest in the committee's proceedings (see also ‘Distribution of Agenda’ 4.10 above);

[NB: in the case of standing committees of Council and Academic Board copies of the minutes of these committees should be forwarded to the Secretariat].

### 7.3 Action Arising from the Minutes

- 7.3.1 It is essential that the secretary ensure that decisions of the committee are promptly acted upon. Designating a person in the `action=' column of the minutes does not relieve the secretary of the responsibility of checking that the action is taken and of reporting to the committee accordingly.
- 7.3.2 The secretary must remind those delegated of the action required. Hence the secretary's first priority after a meeting is to send an `action memo=' to each of those delegated to act, describing the action required and the time-frame for the action and setting out verbatim the resolution of the committee (including the relevant minute reference number).
- 7.3.3 Copies of action memoranda must be retained on the appropriate records management files. Further copies may be retained for the secretary's reference.
- 7.3.4 The secretary is also responsible for following up action required by the committee and informing the Chair of developments. The Chair should also be kept informed of any such actions which remain unperformed.
- 7.3.5 It may be useful for the secretary to maintain a list of the decisions taken by the committee to serve as an *aide-memoire* for follow-up action and for the preparation of agenda. Details should include the minute reference, a brief description of the action required, and the name of the designated person. Entries should record the finalisation of actions, and include a minute reference to the meeting in which the issue was concluded.

## GLOSSARY OF KEY PHRASES

Many of the words or phrases below will be preceded by a phrase such as `the Committee resolved to= ..... or `the Committee .....=;

ADOPT -	the committee agrees with a report or recommendation put to it and that report or recommendation shall become policy.
APPOINT -	the committee nominates a particular person to serve on a committee or to represent it in some other specified capacity.
APPROVE -	the committee sanctions and confirms the action or recommendation of a committee or person.
AUTHORISE -	the committee delegates responsibility for a particular matter to a specified person; this term is often used in relation to senior administrative staff.
CONSIDERED -	the committee discusses a particular matter and examines various points of view.
CONFIRMED -	the committee restates or verifies a decision it has made.
DEFER -	the committee postpones consideration of a particular matter, usually until a specified date.
DETERMINE -	the committee believes a matter is an important one involving a question of policy and makes its decisions with particular care and precision.
ENDORSE -	the committee approves of a view expressed or action taken by another committee or person.
LEAVE ON THE TABLE -	the committee postpones consideration of a paper until a specified or an unspecified time in the future.
LOST -	where a motion is put to a meeting and the majority vote against it, it is said to be 'lost'.
`NEM. CON.= -	is the abbreviation of the Latin phrase ` <i>nemine contradicente</i> ' literally `no-one contradicting'. If the committee resolved <i>nem. con.</i> it means no negative votes were cast.
NOTE -	the committee receives information about a particular matter and wishes to record this; the committee is showing neither approval nor disapproval.
RATIFY -	confirmation of a decision by the Chair between meetings or by a sub-committee. 'Ratify' may also be used when a committee confirms a decision it has made out-of-session in order to ensure that the matter appears in the minutes.

- RECEIVES - a report has been forwarded to the committee and it wishes to record this; the committee is showing neither approval nor disapproval of the report.
- RESCIND - a committee may resolve to overturn (‘rescind’) a previous decision. In some cases particular procedures apply before a rescission motion may be considered.
- RECOMMEND - the usual means of placing a proposal or suggestion before another committee or body for approval.
- REFER - the committee forwards a particular matter to a committee or person for action or advice.
- RESOLVED - the committee determines a matter in accordance with the powers it has been given. This is an important verb for the committee minutes. If appropriate it may be followed with ‘*nem.con*’ or ‘unanimously’.
- TABLED - a paper is presented to the committee during the meeting because it was not available for distribution before the meeting or it was too confidential to be distributed beforehand.

\*Note: ‘accept’ and ‘agree’ are terms which should not be used because they are ambiguous.