



MANUAL OF SECRETARIAT/ GOVERNANCE SERVICES PROCEDURES

This Manual has been prepared by Governance Services, La Trobe University.

Governance Services
La Trobe University

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COMMITTEES

1.1 Knowing Your Committee's Role

- 1.1.1 A committee Secretary or Executive Officer 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 Executive Officer 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 Committee)
 - (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

The Governance framework includes:

- A clear legislative basis
 - An overarching governing body (ie Council)
 - Academic Board
 - A governance and management interface
 - A strong policy framework
 - A planning and review process
- 1.2.1 The *La Trobe University Act 2009 (the Act)* defines the Council as the 'governing body' of the University. The Council has general direction and superintendence of the University and may exercise all the powers, functions and duties of the University. Section 18 of the Act and section 15 of the Schedule to the Act enable Council to delegate powers. This delegation is the source of authority for a number of University committees.
- 1.2.2 Section 20 of the Act requires the establishment of the Academic Board. Academic Board considers and advises the Vice-Chancellor and the University Council on academic matters and any other broad issues which affect the academic excellence of the University. The *La Trobe University Academic Board Statute 2009* outlines the functions, powers and duties of the Academic Board.
- 1.2.3 The Chancellor is the Chair of Council and provides leadership and guidance to Council.
- 1.2.4 The Vice-Chancellor, as the Chief Executive Officer appointed by Council, is generally responsible for the conduct of the University's affairs in all matters.

- 1.2.5 Reporting to Council either directly to or through the Academic Board or the Vice-Chancellor is a system of committees. The composition, membership, purpose/terms of reference and reporting requirements of committees, are set out in the *Directory of Committees*, which can be found at the following intranet link: <http://www.latrobe.edu.au/about/governance/committee-resources/directory-committees>
- 1.2.6 The University's academic structure is based on Colleges administered by Pro Vice-Chancellors. There is a system of committees in each College. The secretariat 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, Academic Board and other management University committees.
- (a) Firstly, there is a distinction between **committees** and **working parties/groups**. 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 Council, Academic Board and other major University committees may constitute and appoint sub-committees to advise them or, where so empowered under their terms of reference or by permission of Council, the Vice-Chancellor or Academic Board, may delegate authority to sub-committees.

1.4 Review of Committees

- 1.4.1 Each committee is expected to undertake a regular 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 for no longer than the maximum period of membership. 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 The Committee's composition may also provide the option for the committees to co-opt other members to the committee, either for the whole life of the committee or for a specified period or purpose. 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. Observers must be invited to take part in discussions. 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' at 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.

1.7 Quorum

- 1.7.1 The quorum is specified in the terms of reference or legislation. (Also refer to 5.2.)

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.

Changes to membership of sub-committees should be notified to the parent body (ie Council, Academic Board or Planning and Resources Committee) as appropriate as well as these bodies are ultimately responsible for the committee structures under them.

Changes to composition of sub-committees must be referred to the parent body for approval.

It is the responsibility of the Committee Secretary/Executive Officer to alert the Chair to vacancies and to take appropriate action for the appointment of a replacement.

- 1.8.2 It is the responsibility of the Secretary/Executive Officer of the Committee to update the master file of the *Directory of Committees* and ensure that it is posted on the Governance website pursuant to any changes of membership.

THE COMMITTEE SECRETARY/EXECUTIVE OFFICER

2.1 Principal Responsibilities of the Committee Secretary/Executive Officer

- 2.1.1 The principal responsibility of the Executive Officer or Secretary to the Committee is to ensure the efficient operation of the committee or Board being serviced. The responsibilities of a committee's Executive Officer do not necessarily include the servicing of any sub-committees of the committee but involve the tasks and duties outlined in the Executive Officer Service Charter and Protocols (http://www.latrobe.edu.au/__data/assets/pdf_file/0008/170738/governance-EO-service-charter-protocols.pdf).

2.2 General Operating Principles for Committee Secretariat

- 2.3.1 The role of the Executive Officer to a committee is ancillary; it is essentially a service role. The primary task of the Executive Officer 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 service role, the Executive Officer 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 Executive Officer should ensure that all new members are provided with background material to assist them in understanding the operation of the committee before their first meeting.
- 2.3.3 The Executive Officer 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 Executive Officer 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 Executive Officer is usually expected to brief the Chair before a meeting. The Chair's brief may be written or oral.
- 2.3.6 During a meeting the Executive Officer should not normally participate in discussion unless invited to do so. The Executive Officer 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 Executive Officer should see to the timely preparation of the minutes (within five (5) working days).
- 2.3.8 A committee's Executive Officer must implement promptly any of the committee's decisions upon which they have been instructed to act. The Executive Officer 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 decisions made by the committee. This advice should be in the form of action memoranda which should be issued as soon as possible after the Chair has cleared the minutes.

2.4 Committee Records

- 2.4.1 Good governance and its attendant attributes of transparency, accountability and responsiveness require that all records of the governance bodies are maintained. This is an integral part of the role of the Executive Officer.
- 2.4.2 At the commencement of each calendar year, or on the founding of the Committee, Records Services should be requested to create hard copy and/or electronic files. This file shall be classified and titled as follows:

UNIVERSITY GOVERNANCE - COMMITTEES & MEETINGS - (Name of Committee) – MEETING PAPERS (Month/Year)
- 2.4.3 If creating hard copy files, the Executive Officer shall attach to the file in chronological sequence the original signed Minutes, the Agenda and business papers pertinent to each meeting. The electronic format should be saved into the corresponding electronic folder on TRIM.
- 2.4.4 Following a Committee meeting, the Executive Officer must ensure that copies of action memoranda arising from the proceedings are attached to the appropriate transaction files ie. “Facilitation and Arrangements”. Where necessary, Executive Officers may raise files to record non-substantive matters concerning the Committee, for example travel, accommodation and catering.
- 2.4.5 At the end of each calendar year, or on the dissolution of the Committee, the Executive Officer 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. TRIM files should also be reconciled at this stage.

REGISTERING DOCUMENTATION

3.1 Reference System

- 3.1.1 An electronic register or index of all meeting papers should be maintained by the Executive Officer of each committee. 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 or index 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 and the letter '(A)' if the paper is the agenda 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 Executive Officer to maintain a continuous register of all committee documents. The assignment of numbers should be undertaken in the following order:
1. the agenda of a particular meeting;
 2. supporting papers to the agenda (or papers tabled at the meeting);
 3. the minutes of the meeting; and so on.
- For example:*
C04/113(A) – Agenda.
C04/114 - supporting paper.
C04/115 – supporting paper.
C04/116 – supporting paper.
C04/122(M) – Minutes .
C04/123(A) - Agenda.
- 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 Good decision making and discussion is facilitated by high quality and timely documentation. Poor quality and late papers work against good governance. For most governance committees, it is a requirement that they 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 (see Attachment A – template cover sheets for Council, Academic Board and Planning and Resources Committee):

- (i) **Paper Reference Number**
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.
- (ii) **Report Title**
- (iii) **Who the paper was prepared by and reviewed by.**
- (iv) **The date the paper was written**
- (v) **An executive summary including:**
 - Decision Required/Recommendation
 - Background
 - Summary
 - Issues
 - A list of supporting documents attached

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 five days before the date of the meeting.

4.2 Reservation of Venues

- 4.2.1 The Executive Officer is responsible for booking the meeting room, checking that the venue is appropriate for the meeting.

Venues at the Melbourne Campus include:

- John Scott Meeting House
- David Myers Meeting Room
- Mandala Room
- Vice-Chancellor's Meeting Room
- Library Seminar Room
- Health Sciences Meeting Room

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. (See Attachment B – template agenda for Council, Academic Board and Planning and Resources Committee).
- 4.3.2 Starring of items, allows for the meeting to expedite its business in an efficient manner allowing for suitable time to be given to items requiring discussion. Non-starred items allow for formal approval of matters without debate.

4.4 Sources of Items for the Agenda

- 4.4.1 In preparing the agenda, an Executive Officer may obtain items from the following main sources:
- (a) The Chair and/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.
 - (c) Matters arising/pending: items of continuing relevance about which decisions were not made or about which discussion was deferred or where certain officers have been asked to take action.
 - (d) The Colleges, other committees and organisational units.

- (e) Senior officers of the University.
- (f) sourced from the business schedule of the committee which should be developed prior to the first meeting of the year.

4.4.2 In consulting with the Chair over the agenda, the Executive Officer should bring to the attention of the Chair any other matters which the Executive Officer believes to be relevant to the committee's terms of reference.

4.5 Approval of the Agenda

4.5.1 The Executive Officer should 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 Executive Officer, 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 (see Attachment B for an example) should be structured on the following principles:

- (a) the agenda should be identified by an assigned serial number (see 3.1.5);
- (b) it should specify the name of the committee and its parent body and should state where, when and at what time the meeting will be held. The name and contact details of the Executive Officer 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) a "starring" system may be used to identify matters which may be discussed and others which will automatically be approved without discussion.

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

- (a) **Procedural Matters**

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

- (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/Items for Approval/Discussion**

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.

(g) **Next Meeting**

The date and the venue for the next scheduled meeting of the committee.

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 should be entered in a column on the agenda, next to the applicable agenda item.

4.7.5 A copy of the minutes of the committee's previous meeting must be distributed with the agenda.

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 Executive Officer after the meeting. Confidential papers are not circulated with minutes but they *are* retained for record keeping purposes.

4.9 Chair's Brief

- 4.9.1 The Executive Officer 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 Executive Officer's role in relation to the committee, the complexity of the agenda, the Chair's knowledge of the issues and the Executive Officer's working relationship with the Chair.
- 4.9.2 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 and supporting papers will be, in most instances, distributed in electronic format. This is facilitated through the development of UNITE sites for each committee.
- 4.10.2 The maintenance of Committee's UNITE site is the responsibility of the Executive Officer. The responsibilities include ensuring access to agenda and papers, updating details of the Committee Chair/Deputy Chair, providing timely access to members and support staff.
- 4.10.3 A template to be used for Governance Committee meetings has been developed by ICT and can be accessed when you create a new Team Site. Prior to establishing a Team Site you should seek some UNITE training.

THE MEETING

5.1 General Responsibilities and Tasks

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

- . check the physical condition of the meeting room;
- . take all relevant records to the meeting.
- . arrange catering if required during the meeting.

5.1.2 During the meeting the Executive Officer will be required:

- . 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 Executive Officer 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.

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 Executive Officer 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 Executive Officer has an obligation to bring to the Chair's attention any repeated absences by a member from meetings.

- 5.3.2 The Chair should then invite 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 (see Attachment C for an example template) 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.
- 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, the minutes may be confirmed subject to the appropriate amendment(s) being made.

5.5 Confidential or "in camera" 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, including the Executive Officer if the Committee so choose. There are usually no minutes recorded during confidential or 'in camera' discussion.

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.

5.7 Use of Smart Pens

- 5.7.1 Smart Pens should not be used to record a meeting unless the Executive Officer complies with the protocols set out in Attachment D.

PREPARATION OF THE MINUTES

6.1 General Principles

- 6.1.1 The minutes are a formal and permanent written record of the decisions made (see Attachment C – template minutes).
- 6.1.2 In drafting the minutes, the Executive Officer 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.
- 6.1.4 Good minute-writing therefore requires the Executive Officer 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.
- 6.1.5 It is important for the draft minutes to be prepared and provided to the Chair for clearance as soon as possible after the meeting (preferably within five (5) working days).

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 added 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 and the action required (the action officer's name should be recorded in the action column);

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

(See Attachment C)

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 Executive Officer following each meeting are:

- . to draft the minutes and provide these to the Chair for clearance;
- . to advise by memoranda ('action memos') those committee members and University officers designated by the meeting to perform specific tasks;
- . to prepare 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 Executive Officer should draft the minutes and submit them for the clearance of the Chair as soon as possible after the meeting (within five (5) working days).

7.2.2 Once cleared by the Chair, the 'unconfirmed' minutes will normally be circulated to the Chair and each committee member or placed on the Committee's UNITE site and clearly marked 'unconfirmed'. Alternatively, minutes may be circulated with the agenda if the committee meets on a frequent basis.

7.3 Action Arising from the Minutes

7.3.1 It is essential that the Executive Officer ensure that decisions of the committee are promptly acted upon.

7.3.2 The Executive Officer must remind those delegated of the action required. Hence the Executive Officer'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.

7.3.4 The Executive Officer is also responsible for following up action required by the committee and informing the Chair of developments. The Chair and committee should also be kept informed of any such actions which remain unperformed. This can be done by providing the Committee with a "matters pending" list at each meeting.

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. |
| ALTERNATE | deputy or substitute. |
| AMENDMENT | an alteration or proposed alteration to the terms of a motion, designed to improve the motion without contradicting it. |
| 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. |
| CIRCULAR RESOLUTION | where it is not possible for a committee to meet and the majority of members agree, a committee may consider a resolution by either electronic or certified documentation. |
| 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. |
| POINT OF ORDER | is taken when a person officially draws the attention of the chairperson of a meeting to an alleged irregularity in the proceedings. |

| | |
|-----------|--|
| PROXY | person authorised to act for another or document authorising person to vote on behalf of another. |
| 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 rescision 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 ' <i>nem.con</i> ' 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.

LIST OF APPENDICES

| | |
|---------------|-----------------------------|
| Attachment A: | Template report cover sheet |
| Attachment B: | Template agenda |
| Attachment C: | Template minutes |
| Attachment D: | Use of Smart Pens Protocols |

OTHER USEFUL/ONLINE RESOURCES

Meeting Protocols – Best Practice Guidelines: roles and responsibilities of the Chair and Committee members:

http://www.latrobe.edu.au/_data/assets/pdf_file/0011/388937/meeting-protocols-general-committees.pdf.

Executive Officer Service Charter and Protocols:

http://www.latrobe.edu.au/_data/assets/pdf_file/0008/170738/governance-EO-service-charter-protocols.pdf.

Committee Induction Tool Kit:

<https://unite.latrobe.edu.au/sites/sc/sgc/Induction%20Tool%20Kit/Home.aspx>.

COUNCIL

Report title:

Prepared by:

Reviewed by:

Date:

I. EXECUTIVE SUMMARY

I.1 Background**I.2 Summary****I.3 Issues (including any financial, legal or compliance issues)****I.4 RECOMMENDATION****2. LIST OF DOCUMENTS ATTACHED**

Academic Board

Report Title [Click to type details]

Prepared by [Click to type details]

Reviewed by [Click to type details]

Date [Click to type details]

1. EXECUTIVE SUMMARY

1.1 Decision Required

1.2 Background

1.3 Summary

1.4 Issues (including any financial, legal or compliance issues)

2. LIST OF DOCUMENTS ATTACHED

[Click to type details]

Planning and Resources Committee

Report Title [Click to type details]

Prepared by [Click to type details]

Reviewed by¹ [Click to type details]

Date [Click to type details]

1. DECISION REQUIRED

☐ Planning and Resources Committee is invited to **approve** the following recommendation:
"[Click to type details or delete]"

OR

☐ Planning and Resources Committee is invited to **note** the following:
"[Click to type details or delete]"

2. SUMMARY

[Click to type details]

3. BACKGROUND AND REPORT

[Click to type details]

3.1. *Fit with strategy and operational goals of the University*

[Click to type details]

¹ All papers must be reviewed by a PRC member.

3.2. *Fit with Committee Terms of Reference*

Choose an item.

3.3. *Are there any implications for the following areas and has that area been consulted² ?*

| Area | Implications | Consultation |
|--|---|---|
| Finance | <input checked="" type="radio"/> Yes <input type="radio"/> No | <input checked="" type="radio"/> Yes <input type="radio"/> No |
| | [Click to type details] | [Click to type details] |
| Infrastructure & Operations | <input checked="" type="radio"/> Yes <input type="radio"/> No | <input checked="" type="radio"/> Yes <input type="radio"/> No |
| | [Click to type details] | [Click to type details] |
| Legal and Risk | <input checked="" type="radio"/> Yes <input type="radio"/> No | <input checked="" type="radio"/> Yes <input type="radio"/> No |
| | [Click to type details] | [Click to type details] |
| Social and | <input checked="" type="radio"/> Yes <input type="radio"/> No | <input checked="" type="radio"/> Yes <input type="radio"/> No |
| Environmental Sustainability | [Click to type details] | [Click to type details] |
| Others (e.g. International and Development, Research, Faculties) | <input checked="" type="radio"/> Yes <input type="radio"/> No | <input checked="" type="radio"/> Yes <input type="radio"/> No |
| | [Click to type details] | [Click to type details] |

4. ANNEXES

[Click to type details]

² **Consultation:** You must consult with the relevant area based on the issues raised in your report/proposal. If the proposal has implications the consultation must occur before the report is submitted to PRC. Please note that the fact that you have consulted with an area does not constitute or imply any approval by that area.

COUNCIL AGENDA

Meeting Date and Time: Monday [date], meeting to start at 4.00pm.

Location: [venue]

Meeting No: xxx

PART A: PROCEDURAL MATTERS (5 minutes)

1. **Apologies and Special Leave of Absence**

2. **Declaration of Conflict of Interest**

The Chancellor will formally seek advice from members regarding any real or perceived conflict of interest by members relating to any item to be considered at the meeting.

3. **Previous Minutes – [date]**

Council is invited to confirm the minutes of the meeting held on [date].

PART B: MATTERS FOR DISCUSSION AND APPROVAL

4. **Chancellor's Report**

The Chancellor will give a short verbal report on issues of interest to Council.

5. **Name of Item**

6. **Name of Item**

7. **Name of Item**

PART C: MATTERS FOR NOTING AND DISCUSSION

8. **Name of item**

9. **Name of item**

10. **Next Meeting**

The next meeting of the University Council for 2012 will be held on **[date] in the Boardroom of the Centre for China Studies, Bundoora Campus.**



ACADEMIC BOARD

The four hundred and xxx meeting of the Academic Board will be held at 9.30am on Wednesday [date] in the Council Chamber, John Scott Meeting House, Melbourne Campus

Angela Cowburn
Senior Executive Officer, Governance Services
(a.cowburn@latrobe.edu.au or academicboard@latrobe.edu.au)

AGENDA

PART A – PROCEDURAL MATTERS

- *(i) Apologies & Membership**
- *(ii) Approval of Agenda**
Members are invited to approve the Agenda, to star additional items, and to approve the un-starred items.
- (iii) Outstanding Matters** AB14/xx
- (iv) Matters Approved on Behalf of Academic Board** AB14/xx
- *(v) Report of the Vice-Chancellor** AB14/xx

PART B – MATTERS FOR APPROVAL

*1 Confirmation of Minutes

The minutes of the meeting held on [date] are to be confirmed. AB14/xx(M)

2 Items for Approval not requiring discussion

2.1 Name of Item AB14/xx

2.2 Name of Item AB14/xx

3 Standing Committees of Academic Board

3.1 Report of xxx Committee: [date] AB14/xx

3.2 Report of xxx Committee: [date] AB14/xx

4 Other Matters

| | | |
|-------|--------------|---------|
| * 4.1 | Name of Item | AB14/xx |
|-------|--------------|---------|

| | | |
|-------|--------------|---------|
| * 4.2 | Name of Item | AB14/xx |
|-------|--------------|---------|

PART C – MATTERS FOR INFORMATION**5 Items for Information**

| | | |
|-----|--------------|---------|
| 5.1 | Name of Item | AB14/xx |
|-----|--------------|---------|

| | | |
|-----|--------------|---------|
| 5.2 | Name of Item | AB14/xx |
|-----|--------------|---------|

PART D – DISCUSSION***6 Topic****Discussion Panel:**

- (a)
- (b)
- (c)

7 Next Meeting

9.30am

[date]

Council Chamber

John Scott Meeting House

Bundoora Campus



PLANNING AND RESOURCES COMMITTEE

AGENDA

Meeting xx of the Planning and Resources Committee will be held at **9.00am** on **Friday [date]** in the **Mandala Room**, Level 3, David Myers Building, Melbourne Campus.

PART A – PROCEDURAL MATTERS

| | |
|-------------------------------|--|
| *Members in Attendance | [insert members names]. |
| In Attendance | <ul style="list-style-type: none"> [insert in attendees]. |
| *Apologies | Apologies have been received from xx. |
| Secretariat | Angela Cowburn |
| *Conflict of Interest | The Chair will seek advice from members regarding any real or perceived conflicts of interest. |
| *Approval of Agenda | Members are invited to approve the Agenda, to star additional items, and to approve the un-starred items. |
| Next Meeting | The Committee is asked to note that the next meeting will be held at 9.00am on Friday [date] in the Mandala Room , Level 3, David Myers Building, Melbourne Campus. |

| <u>Item</u> | <u>Attachments</u> |
|---|--------------------|
| *1 MINUTES OF PREVIOUS MEETING | |
| The Committee is invited to receive and confirm minutes from a meeting held on [date]. | PRC14/xx(M) |
| 2 MATTERS ARISING FROM PREVIOUS MINUTES | PRC14/xx |
| The Committee is invited to note the attached summary. | |
| *3 REPORT OF THE VICE-CHANCELLOR | |
| The Chair will provide a verbal report on current issues. | |

PART B – MATTERS FOR APPROVAL AND/OR DISCUSSION

| | |
|---|----------|
| *4 NAME OF ITEM | PRC14/xx |
| The Committee is invited to receive and note the xx. | |

***5 NAME OF ITEM**

PRC14/xx

The Committee is invited to **approve** the xxx.

***6 NAME OF ITEM**

PRC14/xx

The Committee is invited to **approve** the xxx.

PART C – SUB-COMMITTEE REPORTS

7 REPORT OF THE xx COMMITTEE: [date]

PRC14/xx

The Committee is invited to **receive and note** the report of the xxx Committee from a meeting held on [date].

The Committee is also invited to **approve** xxxx.

8 REPORT OF THE xx COMMITTEE: [date]

PRC14/xx

The Committee is invited to **receive and note** the report of the xxx Committee from a meeting held on [date].

The Committee is also invited to **approve** xxxx.

PART D - ITEMS FOR NOTING

9 NAME OF ITEM

PRC14/xx

The Committee is invited to **receive and note** the xx.

10 NAME OF ITEM

PRC14/xx

The Committee is invited to **receive and note** the xx.

LA TROBE UNIVERSITY**COUNCIL**

Minutes of the four hundred and [no.] meeting of the La Trobe University Council,
held in the [venue] on the [date], commencing at 4.10pm

Present:

Secretariat:

| PART A | | PROCEDURAL MATTERS |
|---------------|---|--|
| xxx.1 | Apologies and Special Leave of Absence | |
| xxx.2 | Declaration of Conflict of Interest | |
| xxx.3 | Minutes of Previous Meeting | |
| | Council resolved to approve the minutes of the meeting held on [date]. | |
| PART B | | MATTERS FOR DISCUSSION AND APPROVAL |
| xxx.4 | Chancellor's Report | |
| xxx.5 | Name of Item | |
| xxx.6 | Name of Item | |
| PART B | | MATTERS FOR NOTING AND DISCUSSION |
| xxx.7 | Name of Item | |
| xxx.8 | Name of Item | |
| xxx.9 | Next Meeting | |
| | The meeting of Council will be held on [date] , in the Board room Centre for China Studies, Bundoora Campus. | |

**ACADEMIC BOARD**

Minutes of the four hundred and xx meeting of the Academic Board held in the Council Chamber, John Scott Meeting House, La Trobe University, Melbourne Campus on Wednesday [date] at 9.30am.

Present: [insert members names]

Secretariat: Angela Cowburn, Senior Executive Officer, Governance Services.

In Attendance: [insert in attendees names].

PART A – PROCEDURAL MATTERS**ACTION****(i) Apologies & Membership**

Apologies were received from xxx.

(ii) Approval of Agenda

The Board **resolved** to **approve** the Agenda, as circulated.

(iii) Outstanding Matters

The Board received and noted report AB14/xx.

(iv) Matters Approved on Behalf of Academic Board

The Board received and noted report AB14/xx, a summary of matters which had been approved by the Chair or Deputy Chair on behalf of the Board:

- (a) xx, as detailed in Attachment A to AB14/xx.
- (b) xx, as detailed in Attachment B to AB14/xx.
- (c) xx, as detailed in Attachment C to AB14/xx.

(v) Report of the Vice-Chancellor

The Board received and noted paper AB14/xx, the Report of the Vice-Chancellor, which can be located at the following link:

[xxx](#).

The Vice-Chancellor spoke to the report and reported the following additional items:

- a) .
- b) .

PART B – MATTERS FOR APPROVAL**4xx.1 Confirmation of Minutes**

The minutes of the meeting held on [date] [AB14/xx(M)] were confirmed.

4xx.2 Items for Approval not requiring discussion

4xx.2.1 Name of Item

The Board received report AB14/xx and **resolved** to **approve** the xx, as detailed therein.

xx

4xx.2.2 Name of Item

The Board received report AB14/xx and **resolved** to **approve** the xx, as detailed therein.

xx

4xx.3 Standing Committees of Academic Board

4xx.3.1 Report of xx Committee: [date]

The Board received report AB14/xx and noted that the xx Committee had considered the following items at a meeting held on [date]:

(a) .

The Board **resolved** to **approve** the xx, as detailed in Attachment A to AB14/xx.

xx

4xx.3.2 Report of xx Committee: [date]

The Board received report AB14/xx and noted that the xx Committee had considered the following items at a meeting held on [date]:

(b) .

The Board **resolved** to **approve** the xx, as detailed in Attachment A to AB14/xx.

xx

4xx.4 Other Matters

4xx.4.1 Name of Item

The Board received report AB14/1xx,.

xx

477.4.2 Name of Item

The Board received report AB14/1xx,.

xx

PART C – MATTERS FOR INFORMATION

4xx.5 Matters for Information

4xx.5.1 Name of Item

The Board received report AB14/1xx and noted

xx

4xx.5.2 Name of Item

The Board received report AB14/1xx and noted

xx

4xx.5.3 Name of Item

The Board received report AB14/1xx and noted

xx

PART D – DISCUSSION

4xx.6 Topic

Discussion Panel:

- (a)
- (b)
- (c)

Discussion:

-

The meeting closed at xx.xxam.

4xx.7 Next Meeting

9.30am
Wednesday [date]
Council Chamber
John Scott Meeting House
Melbourne Campus

Chair: _____

Date: _____



PLANNING AND RESOURCES COMMITTEE

MINUTES

Meeting xx of the Planning and Resources Committee was held at 9.00am on Friday [date] in the Mandala Room, Level 3, David Myers Building, Melbourne Campus.

PART A – PROCEDURAL MATTERS

| | |
|------------------------------|--|
| Members in Attendance | Insert members' names. |
| In Attendance | <ul style="list-style-type: none"> Insert in attendees names. |
| Apologies | Apologies were received from xx. |
| Secretariat | Angela Cowburn. |
| Conflict of Interest | None declared. |
| Approval of Agenda | The Committee resolved to approve the agenda and all unstarred items. |
| Next Meeting | The Committee noted that the next meeting will be held at 9.00am on [date] in the Mandala Room, Level 3, David Myers Building, Melbourne Campus. |

xx.1 MINUTES OF PREVIOUS MEETING

The Committee **resolved** to endorse the minutes from a meeting held on [date], as detailed in PRC14/xx(M).

xx.2 MATTERS ARISING FROM PREVIOUS MINUTES

The Committee received and noted report PRC14/xx.

xx.3 REPORT OF THE VICE-CHANCELLOR

The Chair provided a verbal report on a number of current issues including:

- .

PART B – MATTERS FOR APPROVAL AND/OR DISCUSSION

| | | ACTION |
|--------------------------|---|-----------|
| xx.4 NAME OF ITEM | | |
| | The Committee received and noted PRC14/xx, the. | xx |
| xx.5 NAME OF ITEM | | |
| | The Committee resolved to approve the xxx, as detailed in Attachment A to | xx |

PRC14/xx.

.

xx.6 NAME OF ITEM

The Committee **resolved** to **approve** the xxx, as detailed in Attachment A to PRC14/xx.

xx

.

PART C – SUB-COMMITTEE REPORTS

xx.7 REPORT OF THE xx COMMITTEE: [date]

The Committee received and noted PRC14/xx, the report of the xx Committee from a meeting held on [date].

The Committee **resolved** to **approve** the xx, as detailed in Attachment C to PRC14/xx.

xx

xx.8 REPORT OF THE xx COMMITTEE: [date]

The Committee received and noted PRC14/xx, the report of the xx Committee from a meeting held on [date].

The Committee **resolved** to **approve** the xx, as detailed in Attachment C to PRC14/xx.

xx

PART D - ITEMS FOR NOTING

xx.9 NAME OF ITEM

The Committee received and noted PRC14/xx, the.

xx

xx.10 NAME OF ITEM

The Committee received and noted PRC14/xx, the.

xx

The meeting closed at xx.xsam.

Chair: _____

Date: _____

Protocols for the Use of Smart Pens

Introduction:

Smart Pens may be used by Executive Officers, subject to the approval of the Chair, for the purpose of creating audio recordings (“**Audio Recordings**”) to assist in the preparation of minutes/notes of committee meetings, forums or working parties (collectively referred to in these Protocols as “**Committees**”) subject to the following protocols.

Protocols

1. Audio recordings will not be made available for distribution to any members of the Committees or any other person.
2. All Audio Recordings are considered temporary records and will be deleted once the ‘administrative use’ has been completed under Normal Administrative Practices¹ which will be once the Committee has confirmed the minutes to which the Audio Recordings relate.
3. Audio recordings will be stored securely by the Executive Officer. Any electronic records of the Audio Recordings should be maintained in readable format pending destruction.
4. The official record of the Committee meeting is not the Audio Recording but the meeting minutes as confirmed by the Committee. Confirmed minutes are the true and accurate corporate record of the Committee meeting’s proceedings.
5. Members of committees may, move that all Audio Recording of meetings as well as written notes be suspended for particularly sensitive or confidential items on the agenda. If the meeting ratifies the motion, discussions will be taken “in camera”.
6. All Executive Officers proposing to use recording technologies to record the meetings should inform the relevant Chair prior to the meeting. Once the Chair agrees to the recording of the meeting, the Executive Officer shall ensure that the members of the committee are made aware of the use of such technology at the commencement of the meetings. Prior to the meeting commencing, members should be given the opportunity to express their views about such recordings and the Chair, in his/her absolute discretion, will determine how to progress.
7. Audio Recordings may be the subject of an FOI application prior to its deletion.
8. No Audio Recording may be deleted once the Executive Officer is aware of an FOI application; or in the event that legal proceedings have commenced and any of the items in the Audio Recording relates to the matters in dispute in the legal proceedings.

¹ As defined by Public Records Standard POS07/01