



# Conducting meetings

Meetings are an essential part of running a registered organisation. A meeting is the coming together of members or officers for the purposes of discussion, to share ideas, to set direction, to deal with matters and to reach agreement. A well-managed meeting can encourage social interaction and consensus among members.

Many of a registered organisation's key decisions must be made at meetings. For example, financial reports must be presented to a meeting and most organisations require rule alterations to be made at a meeting. In order to ensure the validity of decisions made at a meeting, it must be run in accordance with your organisation's rules and with the law.

The Fair Work Commission (the Commission) has put together this fact sheet to provide general information on meetings. Please note that the Commission has also provided guidance on specific issues associated with [organising and holding meetings during the COVID-19 restrictions](#).



## Did you know?

The Commission has a podcast titled '[Good governance in practice: Holding meetings](#)'. It has practical hints and tips with useful examples to help your organisation achieve best meeting practice.

## Your organisation's rules (section 141(1)(b))

The primary source of information about conducting meetings is your rules. The Fair Work (Registered Organisations) Act 2009 (the RO Act) has requirements about all organisations' rules (section 141(1)(b)). The rules must:

- provide for the manner of summoning meetings of members and its branches
- provide for the manner of summoning meetings of the committee of the organisation and its branches
- require the keeping of minute books. The minute books must record the proceedings and resolutions of meetings of committees of management of the organisation and its branches.

Most rulebooks also prescribe procedures about:



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- giving notice of meetings
- whether the meeting must be face-to-face or can be conducted via electronic means
- who presides over the meeting
- what quorum is required
- whether proxies can be used
- what type of majority is required for carrying motions
- voting rights of the chair



#### Helpful tools

The Commission has an 'activity' in its [Officer Induction Kit](#) to help officers understand their meeting procedures.

## The RO Act

The RO Act does not prescribe any specific meeting procedures, however it does require certain things to be presented to meetings. For example:

- **disclosure:** Material personal interests that are disclosed by officers must be recorded in the minutes of the committee of management meeting (section 293C).
- **financial reports:** The financial report must be presented to the reporting unit's general meeting of members or, in certain circumstances, a meeting of its committee of management (section 266). Members are entitled to seek access to financial records (section 272). The committee of management or a general meeting of members of a reporting unit may authorise a member to inspect its financial records (section 277).

#### Conflicts of interest – best practice alert

When an officer has an interest in a matter that is being discussed or decided during a meeting it is appropriate for them to not be present during those discussions or to take part in the decision.

The RO Act requires any officer with a [material personal interest](#) in a matter to not take part in the decision OR to be present in the meeting while the matter is being deliberated (section 293F) unless:

- the interest is exempt from being disclosed under section 293C OR
- a resolution is passed allowing them to participate (section 293F(3))

Best practice would involve the officer not taking part in the decision about whether they can participate in the meeting.





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## Common law

Common law also sets out some important principles (remember: your rules can also include these):

### Notice:

- notice must be given to everyone who is entitled to attend the meeting and should be given in such a manner as can reasonably be expected
- the notice should set out the date, time and place of the meeting
- there should be an adequate description of the business to be performed
- the day of giving notice and the day of the meeting are not counted for the purpose of counting the number of days' notice
- the length of notice must be reasonable.

### Quorum:

- business cannot be conducted at a meeting, or any resolutions passed, if there is no quorum
- if your rules do not provide for a quorum, then all members entitled to be at the meeting must be at the meeting
- if your rules prescribe a quorum then the quorum must be present at the commencement and continue throughout the meeting
- if your rules provide for proxies, then they are counted in the quorum
- there must be at least two people in attendance for there to be a meeting (one person holding numerous proxies is not a meeting)
- attendees may be present or participate remotely using technology, as long as the technology allows social interaction and a 'meeting of the minds' (a video-conference is likely to meet this criteria, but a series of emails may not).

### Role of the chair:

- runs the meeting
- manages the conduct of debate
- preserves order



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- deals with points of order
- puts motions and amendments to the vote
- controls the voting process
- has an original vote which means that they can vote like anyone else, but not a casting vote. A casting vote is the ability to vote again if there is a tie.
- declares the meeting closed
- signs the minutes.

#### Scope of the meeting:

- a meeting cannot travel outside the scope of the notice.
- people who participate in a meeting (e.g. the committee of management) are entitled to be provided with a copy of the minutes of the meeting. The organisation can decide whether others (e.g. members generally) get access to those minutes.

#### Resource guides

These publications may assist you as guides when conducting meetings:

- Joske's Law and Procedure at Meetings in Australia, 11th edition. Eilis S Magner
- Horsley's Meetings: Procedure, Law and Practice. 7th edition. A D Lang
- Guide for Meetings and Organisations, 8th edition, volume 2. Nicholas Renton

## Further information

For further information please see your rules which are available from [www.fwc.gov.au](http://www.fwc.gov.au) or contact the Fair Work Commission at [regorgs@fwc.gov.au](mailto:regorgs@fwc.gov.au).

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This fact sheet is not intended to be comprehensive. The Fair Work Commission does not provide legal advice. Users must rely upon the relevant legislation, which is set out in the *Fair Work (Registered Organisations) Act 2009*, the *Fair Work Act 2009*, the *Fair Work (Transitional Provisions and Consequential Amendments) Act 2009* and the *Fair Work (Registered Organisations) Regulations 2009*.