



## **THREE**

# **Procedures Before, During and After Meetings**

During a meeting, a number of different roles can be distinguished, including those of the chairperson of council, the vice-chancellor, the non-executive council members and the secretary to council. This chapter deals primarily with those of the chairperson and the secretary. Other members of council also have important roles which are best played when all members observe an adopted code of ethics or conduct, so that all participation is premised on showing respect for others and making contributions to the meeting through the chairperson.

### **| The Role of the Chairperson**

The chairperson presides over and guides the meeting. The main responsibility of the chair is to ensure order and purpose. Therefore, an effective chairperson is the key to achieving an effective and productive meeting.

#### **Before the meeting**

The chairperson has a major role to play before the meeting in discussing the agenda with the vice-chancellor and the secretary to council, and should be informed of any matters of significance to the institution that need to be brought to her/his attention. Immediately prior to the meeting, some chairpersons meet with the executive

committee of council to peruse the documentation for the meeting and prioritise the matters for discussion. The chairperson should also establish with the secretary how many members of council have confirmed their attendance at the meeting to ascertain whether a quorum will be formed.

#### BASIC MEETING ETIQUETTE

Although the chair is responsible for facilitating the meeting, the other members are also responsible for determining the outcomes of the meeting. There are standards that have to be observed for a meeting to be successful. The following offer a useful guideline:

- arrive on time and stay until the end;
- come prepared;
- don't make judgemental statements;
- talk about issues and not about people;
- listen to others and speak one at a time;
- refrain from criticising absent members;
- don't monopolise discussions;
- ask questions;
- observe confidentiality; and
- disclose conflicts of interest.

(Adapted from National Centre for Nonprofit Boards, 2001)

### During the meeting

The chairperson plays a pivotal role during the meeting as she/he is responsible for the overall control and conduct of the meeting. The chairperson has to ensure that the meeting is properly constituted, that is, he/she must ascertain whether sufficient notice was given and whether a quorum has been formed. The chairperson is also responsible for emphasising the purpose of the meeting. Another critical duty is to facilitate a positive working relationship among the members of the council. If there is an accepted code of conduct, this assists the chairperson in maintaining order.

At the start of the meeting, once minutes of the previous meeting have been approved, the chairperson should sign these.

During the course of the meeting, the chairperson should play the role of a neutral facilitator by:

- receiving motions and submitting them to the meeting for discussion;
- encouraging discussion;
- summarising and formulating the stated arguments for and against a motion; and
- reiterating resolutions.

As a general rule, the chairperson has a deliberative vote on any matter, and in the event of an equality of votes or a hung decision, the chairperson may also exercise a casting vote. Provisions for the chairperson's vote are made in either the institutional statute or the Standard Institutional Statute. The chairperson announces the resolutions and ensures that these are recorded in the minutes of the meeting and entered into the book of resolutions. The chairperson declares the meeting closed once all matters on the agenda have been attended to satisfactorily.

#### TIPS AND TRAPS FOR CHAIRPERSONS

##### TIPS

- A chairperson is a facilitator and should not dominate discussions, but steer them towards a resolution.
- Humour from the chair makes the meeting less boring.
- The chairperson should determine the length of the meeting.
- The chairperson should ensure that members agree to and adopt a code of conduct.

##### TRAPS

- Allowing an argument to develop and get out of control.
- Letting a few individuals dominate discussions.
- Allowing irrelevant or tangential discussions to continue.
- Abusing power.
- Allowing hidden agendas or lobbies to influence the decisions of the meeting.

## After the meeting

Ideally, the chairperson should go through the first draft of the minutes with the secretary after the meeting. This may not always be practical because of the chairperson's other responsibilities, but it is an important task as the chairperson is ultimately accountable for resolutions and decisions made in meetings.

## | The Role of the Secretary

According to the Standard Institutional Statute (2002), the position of secretary to council is taken by the registrar as specified in the Higher Education Act (as amended by Act 63 of 2002). The fundamental functions or duties performed by the secretary are to act as an electoral officer to council, to attend all meetings and to keep all relevant documents of council (Department of Education, 2002).

### TIPS AND TRAPS FOR SECRETARIES

#### TIPS

- In compiling the documents, remember that the volume of information should be manageable and well presented.
- Items on the agenda should be prioritised in consultation with the chairperson and vice-chancellor.
- It is advisable for the secretary to have extra copies of documents for those members who might have forgotten to bring their documents.

#### TRAPS

- A secretary who divulges information can cause damage to an institution (the code of conduct should be explicit about issues of confidentiality for all members of council).
- Poor information management can adversely affect the running of a meeting.

## **Before the meeting**

The secretary is one of the key role-players before meetings are held. The importance of this role is highlighted in the truism that while 'a bad chairperson can ruin a meeting, a bad secretary can ruin an organisation'. To play their role well, secretaries require excellent planning skills, which will be discussed in greater detail in succeeding chapters. For the moment, a brief description of the responsibilities of the secretary are given.

### ***Planning the logistics***

The secretary is responsible for planning the logistics of, and making arrangements for, the meeting. These include, among other things:

- sending out notices for the meeting within the time period stipulated by the institutional (or Standard) statute;
- arranging a venue and necessary equipment for the meeting;
- making travel arrangements for the members;
- compiling the agenda in consultation with the chairperson and the vice-chancellor;
- compiling a package of documents for the meeting. Items that are confidential should be clearly marked as such and should not be discussed outside of council. Some institutions use colour-coding of documents to distinguish those that are confidential from the rest;
- distributing the documentation to all the members well in advance of the meeting;
- taking responsibility for all administrative functions related to the meeting; and
- arranging refreshments.

**Note:** It is a good idea for the secretary to send reminders closer to the date of the meeting.

## During the meeting

During the course of the meeting the secretary should demonstrate the ability to:

- listen;
- comprehend;
- record accurately;
- summarise; and
- behave with neutrality, integrity and confidentiality.

The ability to communicate clearly and accurately both in writing and in speech is the most essential attribute of a good secretary, but it is important to remember that the term 'secretary' is derived from the word 'secrecy', which highlights the upholding of confidentiality regarding the information entrusted to a secretary.

The main responsibilities of the secretary during meetings relate to:

- assisting the chairperson in determining whether a quorum of members is present;
- circulating the attendance register;
- announcing apologies;
- taking minutes;
- ratifying the previous minutes;
- amending the minutes where corrections have been made;
- making sure the chairperson signs the approved minutes of the previous meeting;
- highlighting decisions and resolutions in a book of resolutions; and
- acting as a compliance officer in instances where the meeting is deemed to be in contravention of legislation or institutional regulations or policies.

Of these, the most important responsibility is that of taking down the minutes. Minutes are a record of proceedings. They are binding on the members present, and can be used as admissible evidence in a court of law. A good set of minutes is not a narrative of who said what

during the meeting. Instead, minutes should highlight the decisions and the resolutions taken. The record should clearly detail what actions need to be taken in relation to these decisions, by what date, by whom and with what resources. Without such a record it is not possible to hold people accountable for the responsibilities delegated to them. Attempts to record debates, on the other hand, run the risk of detracting from proposals according to Hocking (1999), and creating confusion. Nonetheless, the brevity of minutes should not mean that a person who was not present at the meeting would be unable to understand what took place.

A secretary should be sufficiently knowledgeable to ensure that the meeting's resolutions are compliant with the institution's policies, procedures and regulations, as well as with the relevant legislation.

**Note:** The secretary does not possess any voting powers and may not participate in making decisions.

### **After the meeting**

The secretary should transcribe the notes immediately after the meeting while the information is still fresh in his/her mind. The book of resolutions should be updated and the secretary should consult with the chairperson once the first draft of the minutes has been produced.