

2.4 Governance Committee Meeting Conduct, Decision-making, Participation

Purpose of Procedure

This procedure sets out the minimum administrative, logistical and participation requirements for all governance committees except for the Board of Examiners, Appeals Board and Academic Standards Board whose specific functions are outlined in their respective Terms of Reference.

This document is to be read in parallel with the specific terms of reference for each committee.

Role of the Chair

The Chair of each governance committee is responsible for:

- The overall effective implementation of the Terms of Reference for the committee.
- Ensuring timely and collegiate conduct of meetings.
- Annually reviewing and updating membership as necessary.

Role of the Secretary

- The secretary is responsible for facilitating committee meetings such as scheduling meetings as agreed in the annual meeting schedule, booking meeting rooms and providing virtual meeting links as required.
- The secretary is responsible for minute taking and record-keeping for the relevant committee.
- The secretary provides general support to the Chair in the implementation of terms of references for each committee.

Meeting format

- Committee meetings are normally held in hybrid format, facilitating attendance in-person or via electronic means.

Meeting frequency

- Each Committee determines its meeting schedule annually.
- Meetings are held at least four times per year unless otherwise specified in the Terms of Reference.
- Additional meetings may be scheduled upon request to the Chair, when agreed by the Chair or by decision of the Committee during the course of a meeting.

Quorum

- The quorum for a committee meeting is 50% of the membership, plus one, and must include either the Chair or Vice-Chair.

- If a quorum is not established within 15 minutes of the scheduled start time of the meeting the Chair will confirm an alternative date for the meeting and all business will be deferred to the rescheduled meeting
- Every reasonable effort should be made to ensure the quorum includes at least one student representative unless otherwise specified in the Terms of Reference.

Committee member Preparation for meetings

- Committee members must be fully prepared for each meeting, read documents beforehand, and make every reasonable effort to attend each meeting
- If unable to attend, members should notify the secretary when the meeting agenda is circulated.
- Members must inform the Chair if they perceive themselves to have a conflict of interest regarding an agenda item or a student.
- If the Chair confirms a member's conflict of interest, the conflicted individual will be excused from the relevant section of the meeting and all decision making related to the agenda item and/or student.
- All members are given access to all resources and artefacts needed to fulfil their duties as members.

Decision-making

- Decisions are normally made by consensus but in the absence of consensus, by open vote.
- If there is a tied vote, the Chair has the deciding vote.
- Any dissenting opinion will be recorded in the minutes if a committee member specifically requests that it be noted.
- Decisions may be made at a scheduled meeting or through electronic means between meetings, approved in writing by at least a quorum of members.
- Decisions cannot be made if the meeting is inquorate. Any decisions discussed when a meeting is inquorate must be subsequently ratified at the next Committee meeting before those decisions can be actioned.
- A decision is only valid when it is formally recorded in meeting minutes. In the absence of a formal record, any decision is considered null and void.

Agenda

- The agenda lists topics to discuss at the meeting. New agenda items must be sent to the Secretary at least 10 working days before the meeting.
- The Secretary sends the proposed agenda to the Chair for approval before sharing it with members.
- At the beginning of the meeting, members can ask to remove or defer agenda items.
- Only urgent matters not known 10 working days before the meeting can be added to the agenda at short notice with the Chair's permission.

- "Any Other Business" on the agenda is for sharing future agenda items or important updates, it is not for the introduction of matters needing debate or decision.

Minutes

- Minutes are maintained for every meeting of governance committees that record attendance, apologies, and decisions made by the Council.
- Minutes are drafted by the Secretary and forwarded to the Chair for confirmation of accuracy and approval to circulate to the wider Committee.
- Minutes are formally officially approved by the Committee at the next scheduled meeting.

Reporting and Evaluation and Review

- Minutes of Committee meetings shall be circulated to all members, and to the Board via the College President.
- Copies of the minutes will be available to any member of College staff and will be stored on the shared drive.
- Every year, the Chair and Secretary lead the development of an annual work plan, which is then approved by Committee members
- Annual reports are given to the Board of Directors and the ELT detailing updates.
- The Committee undertakes a self-assessment of its performance against these terms of reference every three years.
- The Chair reviews these terms of reference every three years as part of its self-assessment, in conjunction with the Committee and amends as appropriate. Any amendments are included in the annual report to the Board of Directors.