



# Community Sector Secretaries

## Session two: Keeping the board on track

**Kate James**, Institute of Community Directors Australia

Thursday 19 March 2026

# Acknowledgement of Country

Tiger Yaltangki, *Malpa Wiru  
(Good Friends)*

2016, lands of the Pitjantjatjara people, South  
Australia  
Synthetic polymer paint on canvas  
Queensland Art Gallery, Gallery of Modern Art  
© Tiger Yaltangki / Copyright Agency  
<https://collection.qagoma.qld.gov.au/objects/25757>



## Program approach



**Session 1:** Organisational compliance

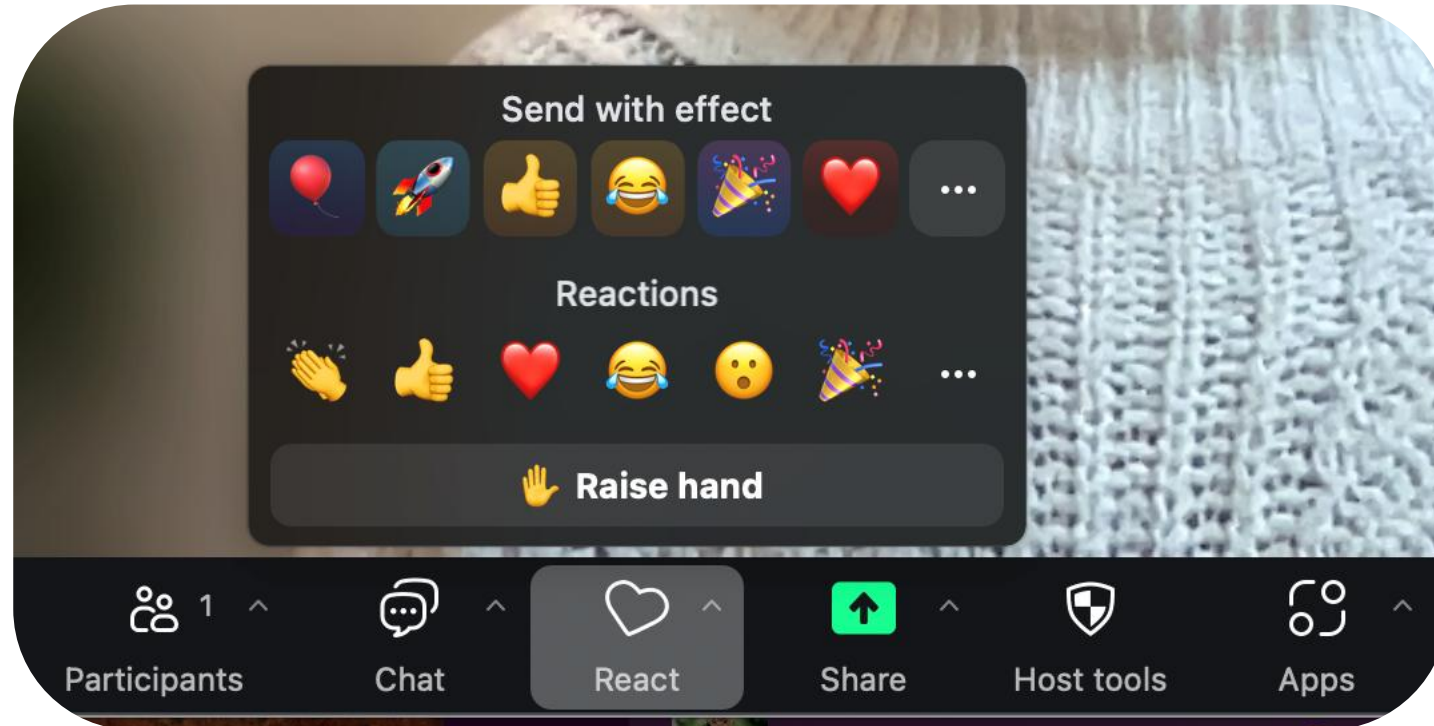


**Session 2:** Keeping the board on track



**Session 3:** Supporting inclusion and accessibility

# How are you feeling after last week's session?



# Resources for secretaries

## Templates and tools

[Agenda template](#)

[AI governance framework](#)

[AI tools and help sheet](#)

[Consent Agenda](#)

[Minutes template](#)

[Decision making tool](#)

[Board meeting resources](#)

[Circular resolutions policy](#)

[Compliance calendar](#)

## AGM resources

[AGM help sheet](#)

[AGM checklist](#)

[Legal requirements for AGMs](#)

[Standing Orders template](#)

## External resources

[ACNC AGM templates](#)

[Unanimous board decision](#)



What do we mean by  
“keeping the board on  
track”?



# How do you keep the board on track?



Effective meetings



Decision register



Quorum and voting issues



Facilitating communication



Compliance calendar



# Breakout: Challenges

What do you find the most challenging about keeping the board on track?

Share ideas for dealing with each other's challenges

**What goes  
on the  
agenda?**



# Good meetings need good teams that work well together

Someone to run the  
meeting  
(Chair)

Someone to organise  
the meeting  
(CEO/Secretary)

Someone to explain  
the finances  
(Treasurer/CEO)

Someone to make  
decisions on what's  
before them  
(board/committee)

A set of meeting rules  
(standing orders)

# Building an agenda

Consult with the chair about:

- What needs to go on the agenda
- How long is required for each item
- What information is required
- Anticipated issues

Communicate with others (e.g. call for agenda items, decision papers, confirm attendance)

Collate agenda and supporting information

Circulate at least a week before the meeting

## Priorities

1. Formalities (quickly)
2. Matters for decision
3. Matters for discussion
4. Matters for noting

# What is a strategic agenda?

## Clear

People know what to expect and understand what they are being asked to decide

## Prioritised

Important and actionable matters come first, before people get tired or bored

## Informed

People have enough background to make informed decisions

## Realistic

Adequate time for each item; complexity and roadblocks have been considered

# Agenda example

	Item	Motion Proposed motion, "That ..."	Estimated duration Aim for a total of no more than two hours	Consent Agenda	
<b>Formalities</b>					
	1	Welcome (including welcoming new members)	5 mins		
	2	Apologies		"That the meeting approve the apologies."	
	3	Declarations of conflict of interest, if applicable			
<b>Attached or separately circulated</b>	4	Confirmation of minutes of the previous meeting Minutes of meeting held on 11 May 2014 at 7.30pm at Centre HQ, 74 Chamberlain St, Fitzroy 3016		"That the minutes of the previous meeting be approved, with the following amendment: that S. Parsons be listed as 'present'".	
<b>Attached or separately circulated</b>	5	Adoption of consent agenda		"That the consent agenda be adopted." Program reports Confirmation of TOR for Relocation group	
<b>Matters arising from the minutes</b>					
	6	Matters arising from the minutes not addressed in other agenda items	5 mins		

# Agenda example

## General business

### Suggested order of business:

1. Matters for decision (e.g. adoption of policy; adoption of financial reports)
2. Matters for discussion (e.g. progress on recruitment of new CEO; update on ongoing HR issue)

Matters for noting (e.g. correspondence; CEO report; minutes from subcommittee meetings)

Attached or separately circulated	7	Treasurer's report	"That the treasurer's report be accepted."	10 minutes	
<b>CONFIDENTIAL</b> Circulated at meeting	8	CEO – annual performance review	"That the recommendations in the circulated report of the executive committee be adopted."	30 minutes	
Attached or separately circulated	9	Risk management report	"That the recommendations in the circulated risk management report be adopted: i) board member liability insurance ii) revision to investment policy criteria iii) cliff edge fence."	30 minutes	
Attached or separately circulated	10	Bullying policy	"That the circulated bullying policy be adopted."	* Starred item	To be passed without debate unless someone objects
	11	Any other business		10 minutes	

# Agenda example

Formalities II				
	12	Review of actions to be taken		20 mins
	13	Clarification of items/decisions for public disclosure		
	14	Date, time and location of next meeting		
	15	Meeting close		

# Consent agenda

**Some of the items that could be included in a consent agenda include:**

- Minutes of the previous meeting;
- Confirmation of a decision discussed previously;
- Committee and chief executive reports;
- Informational materials, and updates to organisation documents;
- Routine correspondence.

**Just as important as what can be included in the consent agenda are items that shouldn't be included. Some of the items that shouldn't be in a consent agenda include:**

- Audit reports and documents;
- Financial reports;
- Executive committee decisions.

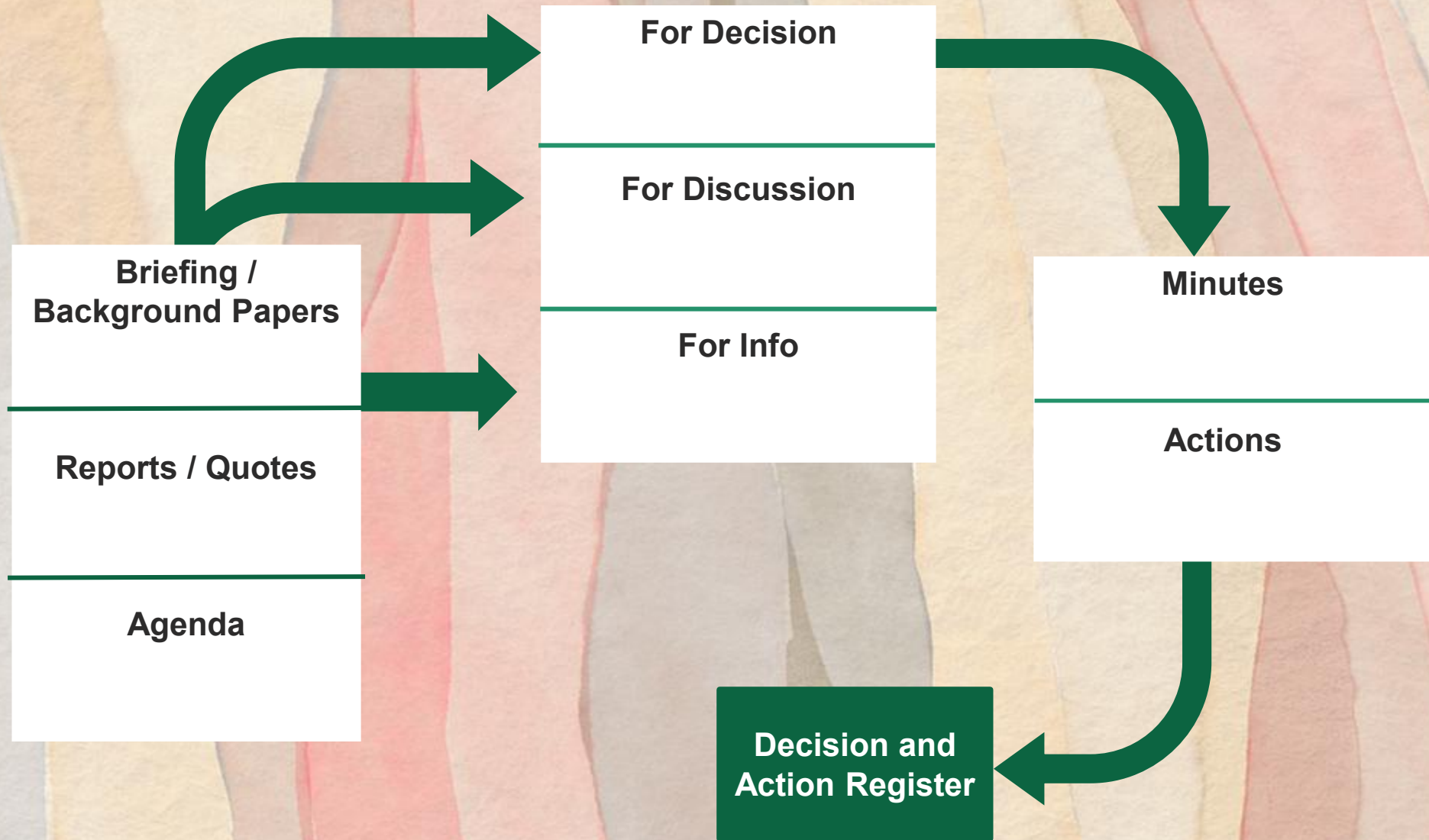
# Decision-making tool

Explores the variables of each decision to ensure board members have sufficient information and consider the whole scope of an issue before going to a vote:

- Background
- Timeframe
- Options
- Benefits and costs
- Additional information and data
- Risks and benefits
- Stakeholders

**= effective and efficient decisions**





**Briefing /  
Background Papers**

**Reports / Quotes**

**Agenda**

**For Decision**

**For Discussion**

**For Info**

**Minutes**

**Actions**

**Decision and  
Action Register**

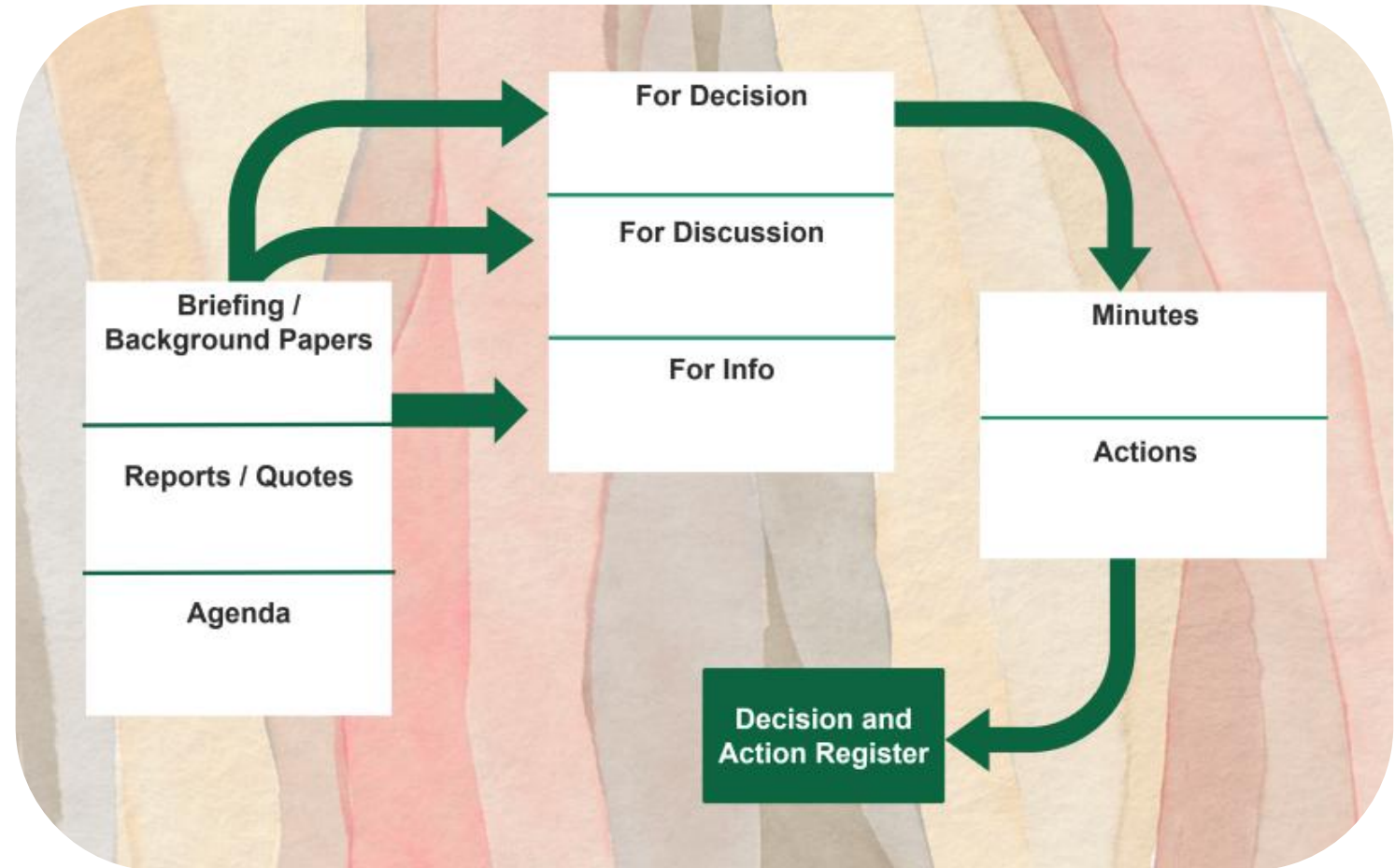
# Breakout: Decision-making

Discuss the flowchart

How would you implement this process at your organisation?


What adjustments and support would be required?

What challenges can you foresee?



**Break!**

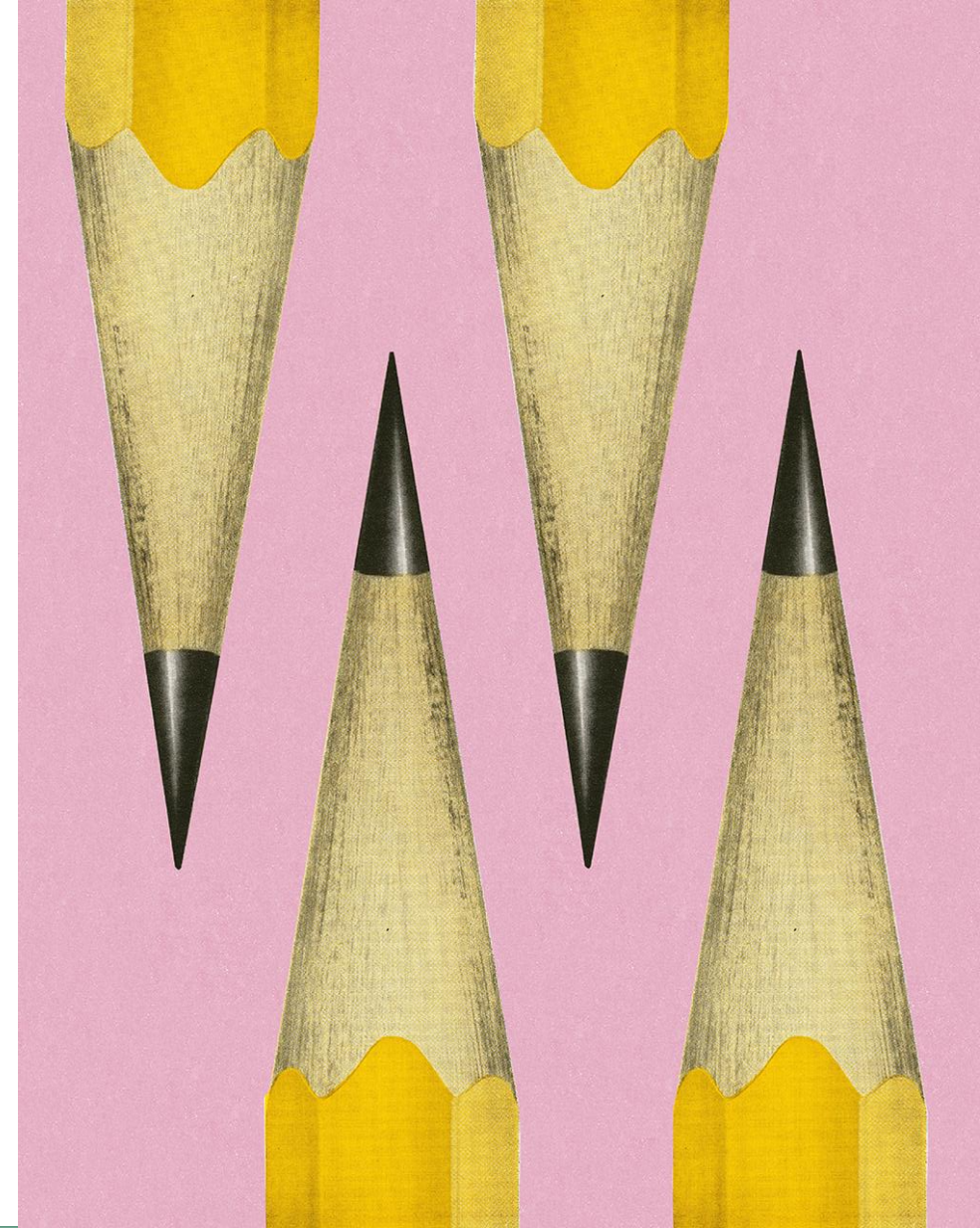


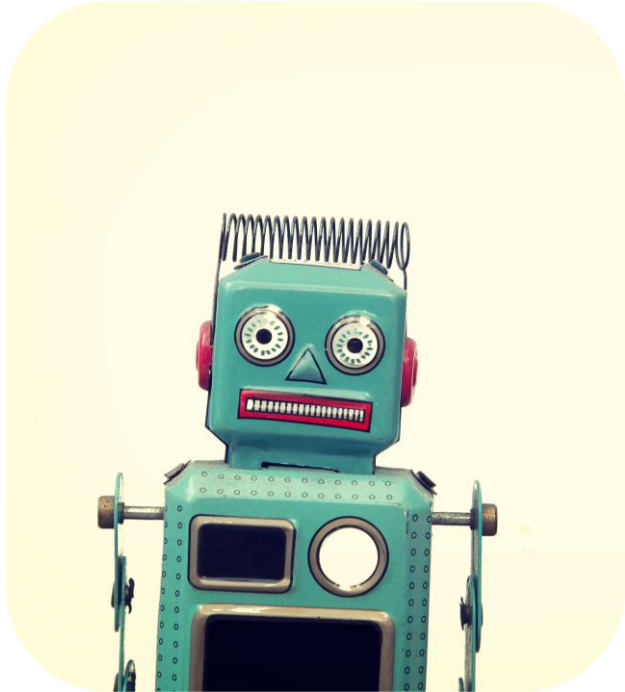


*If a decision is made  
without being recorded,  
was there a decision?*

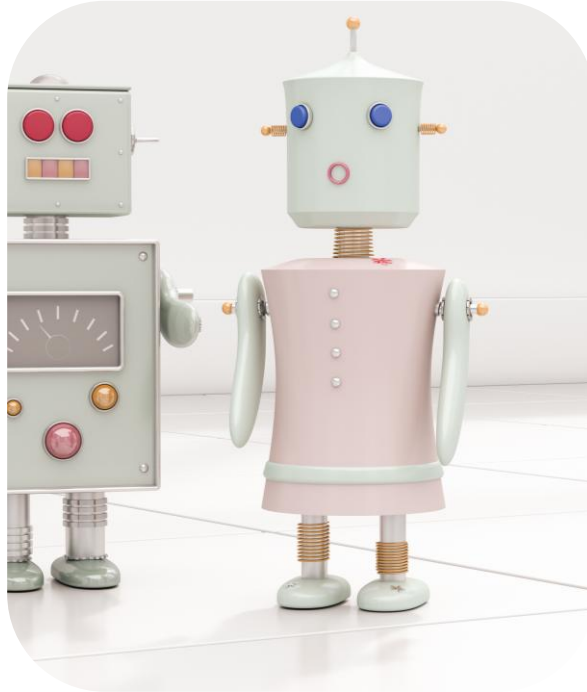
# Who writes the minutes?

- The board secretary?
- A secretary?
- Another board member?
- A professional minute-taker?
- A volunteer or staff member?
- AI?





Have you used AI to take minutes?



What are the pros and cons?



What needs to be considered?

# What do I include in the minutes?

## Must record:

- Who was present (and when)
- Apologies
- Who was in the chair
- Who declared a conflict of interest
- If anyone called for a quorum
- What was circulated in the papers
- What was decided (be specific)

## Could record:

- Movers and seconders
- Who voted which way
- Disagreements

## What about:

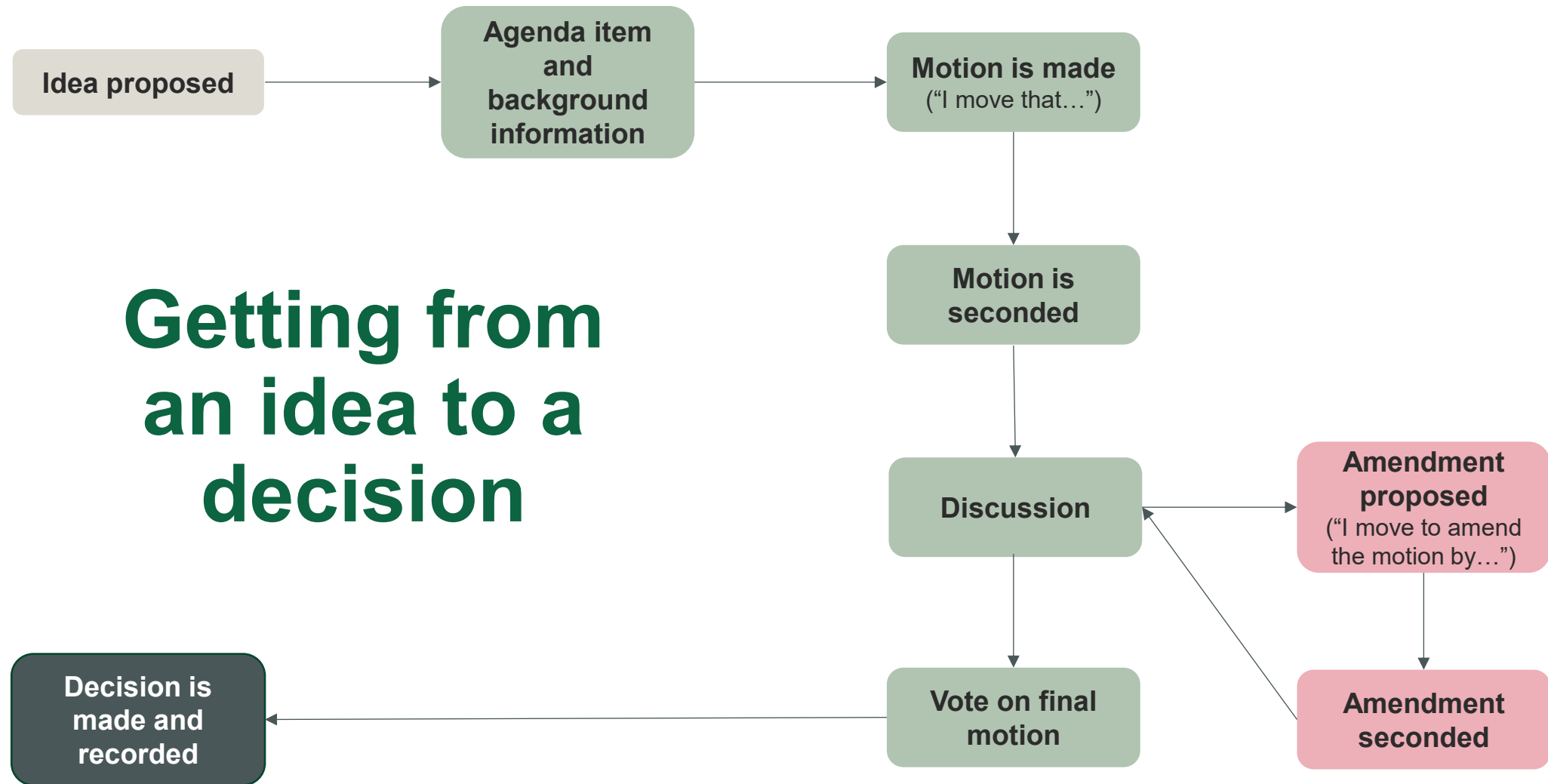
- In camera discussions?
- Personal comments?
- Exact wording?



## Who can explain:

- A motion?
- An amendment?
- Unanimous consent?

# Getting from an idea to a decision





# Breakout: Minute taking

Discuss your current  
approach to minute taking

What are your insights and  
difficulties?

# The Annual General Meeting (AGM)

- Held within a certain time period
- Report to members including:
  - An honest account of the finances
  - Any major initiatives
- Agenda and minutes
- Elect board members

Requirements differ between states, territories and legal structures – **check your Constitution and bylaws**



# What is the secretary's role in an AGM?

Preparing meeting materials

Record-keeping and minute taking

Ensuring compliance and quorum

Voting process

Communication

Post-meeting follow up

Maintaining records

# AGM timeline and agenda



## SAMPLE AGM AGENDA

*[Insert Name of organisation]* ANNUAL GENERAL MEETING

1. Welcome by president/chair
2. Apologies
3. Confirmation of minutes of the previous AGM
4. Business arising from the minutes (*the relevant minutes are the minutes from the previous AGM, not the previous board meeting*)
5. Chair's report/presentation of annual report
6. Treasurer's report and presentation of audited financial statement
7. Election of Office Bearers
8. General business
9. Guest speaker (if any)
10. Announce date of next meeting (if known)
11. Close

# Reflect and share

- What have you learnt today?
- What will you start, stop or do differently?
- What do next steps look like?

