Meetings: types, purpose and structure

It’s probably fair to say that if you were to ask just about anyone employed in an organisation to reveal their number one pet hate about organisational life, attending meetings would feature prominently in the replies!

Each and every day, all over the world, holding meetings is part and parcel of organisational life. Effective meetings contribute towards the successful implementation of an organisation’s strategy but, far too often, meetings fail to achieve their purpose resulting in frustration for all involved. Poorly conducted meetings will make your minute-taking task even more challenging, so it is important to be aware of best practice principles; if you are proactive this will enable you to make suggestions to the chairperson for improvement where necessary. Also, if you are a contributor you can reflect on your own performance!

This chapter provides a brief overview of some of the different types of meeting you may be called upon to minute. It then considers why meetings fail and ways to make them more effective. A typical structure for a meeting is then presented, together with a brief explanation of some of the terminology applicable to more formal meetings.

Types of meeting

Types of meetings will naturally vary between different organisations. For example, student liaison meetings would be a regular feature in the calendar of a university, but not that of a car manufacturer! Notwithstanding these differences, there are meetings which are common to many organisations. Some of these are highlighted below:

Annual General Meeting (AGM)

A formal meeting, held annually, where, in the case of a company, those responsible for running it (the directors) meet with those who own it (the shareholders). The AGM for a public limited company (Plc) must be held annually and can be quite a high-profile affair. These meetings may be open to media scrutiny and require a lot of careful thought and planning. For private limited companies, the articles may stipulate that an AGM should be held, but there is no longer a statutory requirement to do so (Companies Act 2006). Similarly, with regard to charities, the
AGM provides an opportunity for the members to meet with those running the charity (trustees and/or officers) to ask questions about the management of the charity prior to voting. The governing document will state whether an AGM is required. The articles will stipulate whether an AGM is required for charitable companies.

Minutes should be taken at an AGM. In terms of style and format, you should check the requirements regarding layout and level of detail. It is helpful to study examples from previous years, particularly if you’re taking the minutes of an AGM for the first time. Usually the style will be succinct and formal.

Extraordinary General Meeting (EGM)

This is a general meeting which is called to deal with urgent matters which require resolution between AGMs. (For companies formed under the Companies Act 2006, the word: ‘extraordinary’ has now been dropped.) The same principles apply with regard to minute taking.

Board meetings

The directors of a company are responsible for managing its business on a day-to-day basis. As noted in Chapter 1, it is important that directors are not negligent in the execution of their duties and the minutes of board meetings provide evidence of the decisions taken. According to ICSA's Code of Good Boardroom Practice, the minutes should record the decisions taken and provide sufficient background to those decisions. Therefore, the minutes of board meetings will be lengthier than the minutes of general meetings, but they should still be concise and provide a clear summary of the decisions taken.

Local Authority meetings

With regard to the transaction of local authority business, individual authorities will have their own preferences regarding the form that the minutes should take. However, the emphasis should be on a clear and concise recording of the decisions taken and the reasons for taking them. The formality of council proceedings tends to be reflected in the style of council minutes. The style may be different for committee minutes, but the same emphasis on precision and clarity will apply.

Committee meetings

These are meetings involving a group of people who have been drawn from a larger group for the purposes of managing specific issues. There are many different types of committees within organisations and requirements in terms of the minutes will vary. The general principles of clarity and brevity will usually apply, although some committees (e.g. joint consultative committees) may require a greater level of background detail.
Management meetings

Management meetings can take many forms depending on the structure of the organisation. These meetings involve managerial decision making at various levels. For example, some meetings will involve the senior management team, while others will involve middle management or will cover both groups. The general principles for effective minute-taking apply; the style and format will be based on established practice and the preferences of the group.

Conferences and ‘away-days’

Where organisations hold management conferences, it is usual to make a record of the main proceedings. The exact format for this will depend on organisational requirements and preferences. At some conferences, parallel workshops are also conducted. These are mini break-out sessions and usually involve a presentation on a particular topic, perhaps delivered by someone external to the organisation. There may be a requirement for the main points from these sessions to be noted. Alternatively, papers may have been circulated by the presenter and these can be attached to a summary of the main proceedings.

Departmental meetings

These are periodic or one-off meetings attended by all departmental staff to discuss and address departmental issues (e.g. reviewing performance, setting objectives, reporting on the outcome of actions taken and discussing any other matters in connection with departmental operations). It is usual to take minutes at such meetings.

Steering group meetings

A steering group may be formed to take a high-level overview of a project. The group is usually composed of senior executives, project leaders and possibly external advisors to the organisation. Minutes should be kept of steering group meetings.

Project team meetings

Project teams may be formed for all manner of reasons. In a large organisation there may be many different projects being carried out at the same time. Large projects, such as the implementation of a new IT system, would necessarily involve the establishment of sub-groups to handle different aspects of the project. In a change management programme for example, one team may be formed to deal with the human resources aspects of organisational change, while another deals with organisational structure and work process changes, with yet another for the development of new IT infrastructures. It is important that minutes are taken at project review meetings which clearly highlight the salient issues, the key decisions and the agreed actions.
Team briefings

These are meetings held by the team leader to discuss issues with members of the team (e.g. progress reviews, allocation of tasks, setting objectives, performance and motivational issues). A full set of formal minutes is not really required in such a meeting as the emphasis is likely to be more on actions and who will take them. Therefore, a set of notes detailing the key actions to be taken and those responsible for them will probably suffice.

One-off informal meetings

These can take place anywhere at any time. They may be informal discussions between one or two employees or a small group. It would be very unusual for any notes to be taken at gatherings like this, but this does not mean that such meetings carry no value; some of the most creative ideas are often generated over a cup of coffee!

Effective and ineffective meetings

STOP AND THINK

Please take a few minutes to think about the following two questions and then jot down your answers on a piece of paper:

(a) Think carefully about the meetings you have attended over the course of your professional life. Focus on those that either failed or were ineffective. In your opinion, what were the factors which made these meetings ineffective?
(b) Now think carefully about those meetings that worked well. What factors do you think contributed to their success?

Did you find it easier to identify the ineffective meetings? Don’t worry if you did; it seems that in many organisations, really effective meetings are the exception rather than the rule. Even where meetings are conducted reasonably well, there are often areas for improvement, so a periodic evaluation of meeting effectiveness is always a good idea. The following table summarises some of the factors which make a meeting either effective or ineffective.
Table 3.1: Factors which make a meeting effective or ineffective

<table>
<thead>
<tr>
<th>Effective meetings</th>
<th>Ineffective meetings</th>
</tr>
</thead>
<tbody>
<tr>
<td>● Clear purpose and objectives</td>
<td>● Held when not required</td>
</tr>
<tr>
<td>● Clear link to organisational strategy</td>
<td>● Held too frequently</td>
</tr>
<tr>
<td>● Good level of preparation by all</td>
<td>● Not held frequently</td>
</tr>
<tr>
<td>● All necessary paperwork to hand</td>
<td>● Held simply as a matter of routine</td>
</tr>
<tr>
<td>● Strong chairperson/minute-taker relationship</td>
<td>● Poorly defined purpose</td>
</tr>
<tr>
<td>● Clear decisions, no ambiguity, consensus</td>
<td>● Lack of clear objectives</td>
</tr>
<tr>
<td>● Clearly defined actions</td>
<td>● Lack of preparation</td>
</tr>
<tr>
<td>● Willingness to take responsibility for actions</td>
<td>● Key participants missing</td>
</tr>
<tr>
<td>● Active participation</td>
<td>● Wrong people invited</td>
</tr>
<tr>
<td>● Freedom to express views</td>
<td>● Unclear decisions and actions</td>
</tr>
<tr>
<td>● Active listening by all participants</td>
<td>● Autocratic chairperson</td>
</tr>
<tr>
<td>● Contributions from all members encouraged</td>
<td>● Passive chairperson</td>
</tr>
<tr>
<td>● Assertively chaired</td>
<td>● Poor participation from some members</td>
</tr>
<tr>
<td>● No ‘hidden agendas’</td>
<td>● Strong personalities allowed to dominate</td>
</tr>
<tr>
<td>● No political manoeuvring</td>
<td>● Irrelevant discussion</td>
</tr>
<tr>
<td>● Well-structured agenda</td>
<td>● Aggressive contributions tolerated</td>
</tr>
<tr>
<td>● Logical development of agenda items</td>
<td>● Disruptive behaviour tolerated</td>
</tr>
<tr>
<td>● Correct use of AOB</td>
<td>● Poorly-structured agenda</td>
</tr>
<tr>
<td>● Meeting not overly long</td>
<td>● Misuse of AOB</td>
</tr>
<tr>
<td>● Punctual start</td>
<td>● Excessively long</td>
</tr>
<tr>
<td>● Timed agenda items</td>
<td>● No timings on agenda items</td>
</tr>
<tr>
<td>● Timings adhered to for each item</td>
<td>● Poor punctuality</td>
</tr>
<tr>
<td>● Meeting concluded on time</td>
<td>● Unsuitable venue</td>
</tr>
<tr>
<td>● Suitable venue</td>
<td>● Hidden agendas</td>
</tr>
<tr>
<td>● Reliable equipment</td>
<td>● Political manoeuvring</td>
</tr>
</tbody>
</table>

As a minute-taker, it is in your interests to exert whatever influence you can so that the meetings you attend are characterised by points in the effective list above. In this regard, much can be achieved if your relationship with the chairperson is strong. It is unrealistic to expect that every meeting will exhibit these characteristics all the time and many factors will be outside your control. Nevertheless, you are strongly encouraged to keep ‘chipping away’: much can be gained by remaining proactive! You also need to lead by example. You can do this in two ways. First, many of the activities within your minute-taking role will affect the quality of the meeting so remain professional at all times. Second, it is likely that minute-taking is only part of your job role. You may attend some meetings purely as a participant. It may be that you have managerial responsibility and are required to chair a number of meetings. Of course, at some meetings you
may undertake the dual role of both minute-taker and participant. The points below are useful tips for promoting best practice as a participant. The last five points will be applicable if you hold managerial responsibility and are required to periodically organise and chair meetings (the role of the chairperson is discussed in detail in Chapter 4).

- Always study and absorb all material that has been circulated prior to the meeting.
- Always arrive, for any meeting, in plenty of time and fully prepared.
- When you speak, always have something meaningful to say.
- Ensure your comments relate to the objectives of the specific item being discussed and also, that they dovetail with the overall objectives of the meeting.
- Never become embroiled in purely personal disagreements.
- Always be prepared to fully express your true feelings and viewpoint on the matters being discussed, but retain self-control.
- Take the trouble to investigate the cultural norms, preferences and expectations of the individual participants. Be culturally sensitive when making comments.
- Be prepared to yield on issues where there is no real point of principle involved.
- If you are making a presentation, consider the use of visual aids to enhance the delivery.
- If there is a designated break in the proceedings, always be back in your seat early, ready for a prompt re-start.
- Following the meeting, conduct a self-evaluation. Ask yourself: How well did I fulfil my role as a participant?
- If you are delegated the responsibility for a particular action, then follow up quickly and efficiently.
- Avoid being critical of the meeting outside the meeting room.
- Always respect confidentiality.
- If you hold a position of management responsibility, try to ensure your team are empowered in their job roles. This will create a spirit where meetings become opportunities for rich discussion.
- Periodically, review the quality of your meetings. If you have leadership responsibilities then conduct a full evaluation (i.e. written feedback from each participant) then review ways in which the process could be improved.
- Occasionally, sit back and analyse: What would happen if this meeting did not take place? The answer will either highlight its importance or its lack of usefulness.
- Be prepared to scrap routine meetings if they are serving no real purpose (i.e. where they do not meaningfully support the pursuance of company objectives).
- Calculate the cost of particular meetings and then evaluate if it is providing value for money.

**Meeting structure**

If a meeting is to be effective, it must have a clear sense of direction. A meeting without structure is likely to veer off-track and end up as more of a ‘talking shop’. The structure will vary depending on the nature of the meeting and the level of formality or informality. For example, a team meeting
which is convened to brainstorm some ideas on a particular issue before deciding on a course of action may appear relatively unstructured. However, the team leader will still follow an unwritten structure, for example, as follows:

- Explain the purpose of the session
- Facilitate the session
  - Ask for ideas from the group
  - Record the ideas on a flipchart
- Discuss the findings
- Seek consensus on the best course of action.

A regular team briefing may have a written structure in the form of a list of points for discussion. A departmental meeting may involve issuing a more formal agenda with a list of items for discussion. People tend to associate formal meetings with a clearly defined structure and indeed there are a number of specific sections which tend to be included in the structure for such meetings. A typical framework is shown in the table below. This framework will be re-visited in Chapter 10 where the structure and layout of the minutes is discussed.

**EXAMPLE**

**The structure of a meeting**

**Introduction**
- Welcome by the chairperson
- Minute taker notes the names and any changes
- Introduction not usually minuted unless it takes the form of a specific agenda item

**Apologies for absence**
- Create an accurate list of attendees on the day
  - Substituting
  - Not arrived
  - Apologies
  - Present

**Minutes of the previous meeting**
- To approve the minutes as an accurate record
- The only discussion should relate to: ‘Are the minutes accurate?’
- Concentrate on errors of fact
- Minutes should have been read by members BEFORE THE MEETING
- The filed set of minutes should NOT be altered
- The chair to sign

**Matters arising**
- A quick progress review
EXAMPLE continued

- A confirmation that agreed actions have been completed
- An update from an item(s) in previous minutes

Information only

- Not for discussion or debate
- If need for major discussion, incorporate as part of a main agenda item
- Papers should be circulated with the agenda
- A written report can be attached to the minutes. Verbal reports can be minuted.

Agenda Items

- The key topics for discussion at the meeting

Any Other Business

- Defer to the next meeting
- Reject it
- Accept as genuine AOB
- Fit into the agenda
- Trash it?

Date of Next Meeting

- Confirm the date of the next meeting

The issue of formality

The generic structure above can be adapted to the requirements of the particular meeting. The order of items constitutes a logical flow but exact terminology may vary and not every section necessarily needs to be included in every meeting. Informal groups are unlikely to follow a structure such as this but, as previously noted, that doesn’t mean that a structure is not followed even if it is unwritten. Indeed it is very important that relatively informal meetings, such as team briefings, have a clear direction; they are no less important to the operations of the organisation than the more formal meetings.

The rules applicable to formal meetings (e.g. general meetings and board meetings) are usually laid down in an organisation’s governing document; in the case of a company, this would be the memorandum and articles of association. For example, a meeting is said to be quorate when the minimum number of directors entitled to vote are present. The quorum is usually fixed by the articles. If this is not the case then the common law rule applies (i.e. a quorum is a majority of the directors). Also, statutory rules in connection with meetings are contained in the Companies Act 2006. The principal statutory rules in respect of local authority meetings are contained in the Local Government Act 1972 and the Local Government and Housing Act 1989, Part I and various other enactments.
A committee may compile additional rules or bye-laws regarding the conducting of business and meetings; these are known as standing orders. It is also important that the purpose and objectives of committees and sub-committees are clearly understood. Details regarding a committee’s membership, the scope of its duties and the extent of its powers should be clearly defined in the terms of reference document.

As a minute-taker it is important that you are familiar with the rules governing each of the meetings you minute. For example, in a board meeting, the meeting must be quorate for each item of business. The minute-taker (in conjunction with the chair) needs to keep a check that a quorum exists.

As mentioned in the introductory chapter, it is not the purpose of this book to discuss in-depth the law and procedure of meetings, nor to provide detailed explanations of formal voting procedures. At board meetings it is quite rare for a formal vote to be taken, with decisions often arrived at by consensus. However, a generic overview of voting procedures is provided below. This is followed by a glossary of terms relating to the conducting of formal meetings.

**EXAMPLE**

**Formal voting procedures**

**Governed documents**
- Terms of reference
- Constitution
- Memorandum and Articles
- Additional rules: standing orders

**Motions**
- May be submitted in writing in advance of the meeting or proposed at the meeting
- The wording of a motion should be clear and unambiguous
- The usual requirement is for motions to be ‘moved’ and ‘seconded’
- The chairperson may rule a motion out of order if it conflicts with the rules of the group
- A motion, when approved, becomes a ‘resolution’

**Amendments**
- A proposal to alter the wording of the motion (e.g. addition or deletion of words)
- A motion can be amended at any point after it has been proposed and prior to voting
- Require a mover and a seconder
- If accepted, the new motion replaces the original and becomes the substantive motion
EXAMPLE continued

Nominations
- Procedural guidance provided in the governing document
- Require a mover and seconder

Points of order
- A member may perceive a breach of the agreed rules and raises a ‘point of order’
- Discussion is suspended
- The member provides an explanation of the alleged breach
- The point of order is either upheld or overruled
- The discussion proceeds

Voting
- The chairperson puts motions, amendments and nominations to the vote:
  - IN FAVOUR
  - AGAINST
  - ABSTENTIONS
- When all members vote in agreement, either for or against, the vote is ‘unanimous’
- When a majority of members vote in agreement, either for or against, (no votes in the opposite direction) but there are some abstentions, the resolution is passed ‘nem con’
- Most resolutions require a simple majority to be approved. However, this may vary depending on the nature of the organisation, specific bye-laws and statutory requirements
  For example, in accordance with the Companies Act 2006 an ordinary resolution may be passed by a simple majority (over 50%). A special resolution on the other hand must be passed by a majority of at least 75%.

Table 3.2: Glossary of meeting terms

<table>
<thead>
<tr>
<th>Meeting term</th>
<th>Explanation</th>
</tr>
</thead>
<tbody>
<tr>
<td>Abstention</td>
<td>Voting neither in favour nor against a motion</td>
</tr>
<tr>
<td>Ad hoc</td>
<td>‘For this purpose’. For a specific purpose. A committee established temporarily for a special purpose</td>
</tr>
<tr>
<td>Adjournment</td>
<td>The postponement or suspension of a meeting</td>
</tr>
<tr>
<td>Agenda</td>
<td>The document indicating what is to be discussed at the meeting; the list of items presented in a logical order</td>
</tr>
<tr>
<td>Amendment</td>
<td>Alteration to a motion</td>
</tr>
</tbody>
</table>
### Table 3.2: continued

<table>
<thead>
<tr>
<th>Meeting term</th>
<th>Explanation</th>
</tr>
</thead>
<tbody>
<tr>
<td>Any other business</td>
<td>An item on the agenda which allows matters to be discussed which were not put on the agenda in advance. These should relate to important and/or urgent issues that would have been included on the agenda had they been known about at the time.</td>
</tr>
<tr>
<td>Apologies</td>
<td>When a member of the group is unable to attend the meeting, they should send apologies for absence in advance of the meeting.</td>
</tr>
<tr>
<td>Articles of Association</td>
<td>A document setting out regulations for a company’s operations and defining how tasks are to be carried out.</td>
</tr>
<tr>
<td>Casting vote</td>
<td>If the governing document allows: a second vote cast by the chairperson when votes are tied to produce a clear decision.</td>
</tr>
<tr>
<td>Consensus</td>
<td>General agreement regarding the decisions taken.</td>
</tr>
<tr>
<td>Ex-officio</td>
<td>The right to attend a meeting ‘by virtue of one’s office’</td>
</tr>
<tr>
<td>Memorandum of Association</td>
<td>A document required to incorporate a company, giving details such as name, share capital etc. Defines the objects for which the company is formed.</td>
</tr>
<tr>
<td>Motion</td>
<td>The name used when a proposal is being discussed at a meeting.</td>
</tr>
<tr>
<td>Mover</td>
<td>A member speaking on behalf of a motion.</td>
</tr>
<tr>
<td>Nem con</td>
<td>Latin: <em>nemine contradicente</em>; ‘with no one contradicting’ (possibly one or more abstentions)</td>
</tr>
<tr>
<td>No confidence</td>
<td>A vote of ‘no confidence’ in the chairperson (due to disagreement with the chairperson e.g. biased rulings).</td>
</tr>
<tr>
<td>Point of order</td>
<td>A query regarding the procedure at a meeting. A member may perceive a breach of the agreed rules and raises a ‘point of order’.</td>
</tr>
<tr>
<td>Poll</td>
<td>A counted vote.</td>
</tr>
<tr>
<td>Procedural motion</td>
<td>A motion relating to how the meeting is conducted (i.e. meeting procedures).</td>
</tr>
<tr>
<td>Proposal</td>
<td>An item submitted for discussion at a meeting.</td>
</tr>
<tr>
<td>Proxy</td>
<td>A person who acts at a meeting on behalf of another person.</td>
</tr>
<tr>
<td>Quorum</td>
<td>The minimum number of members who must be present to constitute a valid meeting.</td>
</tr>
<tr>
<td>Resolution</td>
<td>A motion which has been carried at a meeting (after the formal decision has been reached).</td>
</tr>
<tr>
<td>Seconder</td>
<td>A member supporting the proposer of a motion by putting their name to it.</td>
</tr>
</tbody>
</table>
### Summary

This chapter has described the different types of meetings that are held within organisations and some of the expectations at such meetings with regard to the minutes. Some points regarding the effectiveness of meetings were also discussed and a typical structure for a formal meeting was highlighted. The chapter concluded with a brief consideration of the issue of formality, including voting procedures and the commonly used terms in connection with formal meetings.

Of course one of the key determinants of a successful meeting is the effectiveness of the chairperson. This vital role is discussed in detail in Chapter 4.

<table>
<thead>
<tr>
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</tr>
</thead>
<tbody>
<tr>
<td>Standing orders</td>
<td>Additional rules governing a group in the conducting of its business and meetings</td>
</tr>
<tr>
<td>Sub-committee</td>
<td>A sub-group appointed by a committee to handle part of its work</td>
</tr>
<tr>
<td>Substantive motion</td>
<td>A motion for debate (i.e. relating to the purpose of the meeting (often in an amended form))</td>
</tr>
<tr>
<td>Tabled</td>
<td>The introduction of a paper at the meeting (i.e. first seen at the meeting)</td>
</tr>
<tr>
<td>Terms of reference</td>
<td>A document setting out rules for a sub-group (what it can and cannot do; guidance for conducting its business etc)</td>
</tr>
<tr>
<td>Unanimous</td>
<td>When all members vote the same way (for or against)</td>
</tr>
</tbody>
</table>