

# HUNTER JOINT ORGANISATION CODE OF MEETING PRACTICE

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## 1. Introduction

This Code of Meeting Practice has been established by the Hunter Joint Organisation pursuant to Section 360(2) of the Local Government Act 1993 (The Act). The Code is supplementary to the Act and Regulations, which cover most aspects of meeting procedure.

## 2. Meeting Principles

Board and committee meetings should be:

- Transparent:* Decisions are made in a way that is open and accountable.
- Informed:* Decisions are made based on relevant, quality information.
- Inclusive:* Decisions respect the diverse needs and interests of the local community.
- Principled:* Decisions are informed by the principles prescribed under Chapter 3 of the Act.
- Trusted:* The community has confidence that voting representatives and staff act ethically and make decisions in the interests of the whole community.
- Respectful:* Voting representatives, staff and meeting attendees treat each other with respect.
- Effective:* Meetings are well organised, effectively run and skilfully chaired.
- Orderly:* Voting representatives, staff and meeting attendees behave in a way that contributes to the orderly conduct of the meeting.

## 3. Before the Meeting

### Timing of ordinary board meetings

- 3.1. The board shall, by resolution, set the frequency, time, date and place of its ordinary meetings.
- 3.2. An annual schedule of meetings will be agreed by the Joint Organisation prior to the beginning of each calendar year. At least six meetings per annum will be held (ref. s.396 of the *Local Government Act 1993* which requires at least four meetings per annum).
- 3.3. Notwithstanding the adoption of an annual meeting schedule and start time, the Joint Organisation may change the time or date of any particular meeting(s) by resolution at a preceding meeting without prior notice being given.
- 3.4. Such change will be notified on the Joint Organisation website.

### Extraordinary Meetings

- 3.5. If the Chairperson receives a request in writing for the holding of an extraordinary meeting signed

by at least two (2) voting members, the Chairperson must call such a meeting of the Joint Organisation as soon as practicable but in any event within 14 days after receipt of the request. The Chairperson can be one of the two (2) voting members requesting the meeting.

#### Notice to the public of board meetings

- 3.6. The Board must give notice to the public of the time, date and place of each of its meetings, including extraordinary meetings and of each meeting of committees of the board.
- 3.7. For the purposes of clause 3.6, notice of a meeting of the board and of a committee of board is to be published before the meeting takes place. The notice must be published on the board's website, and in such other manner that the board is satisfied is likely to bring notice of the meeting to the attention of as many people as possible.
- 3.8. For the purposes of clause 3.6, notice of more than one (1) meeting may be given in the same notice.

#### Notice to members of ordinary board meetings

- 3.9. The executive officer must send to each member, at least three (3) days before each meeting of the board, a notice specifying the time, date and place at which the meeting is to be held, and the business proposed to be considered at the meeting.
- 3.10. The notice and the agenda for, and the business papers relating to, the meeting may be given to members in electronic form, but only if all voting representatives have facilities to access the notice, agenda and business papers in that form.
- 3.11. Following distribution to members a copy of the Agenda will be placed on the Joint Organisation website.

#### Notice to members of extraordinary meetings

- 3.12. Notice of less than three (3) days may be given to voting representatives of an extraordinary meeting of the board in cases of emergency.

#### Giving notice of business to be considered at board meetings

- 3.13. A voting representative may give notice of any business they wish to be considered by the board at its next ordinary meeting by way of a notice of motion. To be included on the agenda of the meeting, the notice of motion must be in writing and must be submitted five business days before the meeting is to be held.
- 3.14. A voting representative may, in writing to the executive officer, request the withdrawal of a notice of motion submitted by them prior to its inclusion in the agenda and business paper for the meeting at which it is to be considered.

#### Questions with notice

- 3.15. A voting representative may, by way of a notice submitted under clause 3.13, ask a question for response by the executive officer about the performance or operations of the board.
- 3.16. A voting representative is not permitted to ask a question with notice under clause 3.15 that comprises a complaint against the executive officer or a member of staff of the board, or a question that implies wrongdoing by the executive officer or a member of staff of the board.
- 3.17. Executive officer or their nominee may respond to a question with notice submitted under clause 3.15 by way of a report included in the business papers for the relevant meeting of the board or orally at the meeting.

### Agenda and business papers for ordinary meetings

- 3.18. The executive officer must cause the agenda for a meeting of the board or a committee of the board to be prepared as soon as practicable before the meeting.
- 3.19. The executive officer must ensure that the agenda for an ordinary meeting of the board states:
- a) all matters to be dealt with arising out of the proceedings of previous meetings of the board, and
  - b) if the chairperson is the chairperson – any matter or topic that the chairperson proposes, at the time when the agenda is prepared, to put to the meeting, and
  - c) all matters, including matters that are the subject of staff reports and reports of committees, to be considered at the meeting, and
  - d) any business of which due notice has been given under clause 3.13.
- 3.20. Nothing in clause 3.19 limits the powers of the chairperson to put a chairperson's minute to a meeting under clause 7.6.
- 3.21. The executive officer must not include in the agenda for a meeting of the board any business of which due notice has been given if, in the opinion of the executive officer, the business is, or the implementation of the business would be, unlawful. The executive officer must report, without giving details of the item of business, any such exclusion to the next meeting of the board.
- 3.22. Where the agenda includes the receipt of information or discussion of other matters that, in the opinion of the executive officer, is likely to take place when the meeting is closed to the public, the executive officer must ensure that the agenda of the meeting:
- a) identifies the relevant item of business and indicates that it is of such a nature (without disclosing details of the information to be considered when the meeting is closed to the public), and
  - b) states the grounds under section 10A(2) of the Act relevant to the item of business.
- 3.23. The executive officer must ensure that the details of any item of business which, in the opinion of the executive officer, is likely to be considered when the meeting is closed to the public, are included in a business paper provided to voting representatives for the meeting concerned. Such details must not be included in the business papers made available to the public, and must not be disclosed by a voting representative or by any other person to another person who is not authorised to have that information.

### Availability of the agenda and business papers to the public

- 3.24. Copies of the agenda and the associated business papers, such as correspondence and reports for meetings of the board and committees of board, are to be published on the board's website, and must be made available to the public for inspection, or for taking away by any person free of charge at the offices of the board, at the relevant meeting and at such other venues determined by the board.
- 3.25. Clause 3.24 does not apply to the business papers for items of business that the executive officer has identified under clause 3.22 as being likely to be considered when the meeting is closed to the public.
- 3.26. For the purposes of clause 3.24, copies of agendas and business papers must be published on the board's website and made available to the public at a time that is as close as possible to the time they are available to voting representatives.
- 3.27. A copy of an agenda, or of an associated business paper made available under clause 3.24, may in addition be given or made available in electronic form.

### Agenda and business papers for extraordinary meetings

- 3.28. The executive officer must ensure that the agenda for an extraordinary meeting of the board deals only with the matters stated in the notice of the meeting.
- 3.29. Despite clause 3.28, business may be considered at an extraordinary meeting of the board, even though due notice of the business has not been given, if:
- a) a motion is passed to have the business considered at the meeting, and
  - b) the business to be considered is ruled by the chairperson to be of great urgency on the grounds that it requires a decision by the board before the next scheduled ordinary meeting of the board.
- 3.30. A motion moved under clause 3.29(a) can be moved without notice but only after the business notified in the agenda for the extraordinary meeting has been dealt with.
- 3.31. Despite clauses 8.19–8.29, only the mover of a motion moved under clause 3.29(a) can speak to the motion before it is put.
- 3.32. A motion of dissent cannot be moved against a ruling of the chairperson under clause 3.29(b) on whether a matter is of great urgency.

## 4. Coming Together

### Attendance by voting representatives at meetings

- 4.1. All voting representatives must make reasonable efforts to attend meetings of the board and of committees of the board of which they are members.
- 4.2. A voting representative cannot participate in a meeting of the board or of a committee of the board unless personally present at the meeting.
- 4.3. The board of the joint organisation may, if it thinks fit, transact any of its business at a meeting at which representatives (or some representatives) participate by telephone or other electronic means, but only if any representative who speaks on a matter before the meeting can be heard by the other representatives. For the purposes of a meeting held in accordance with this clause, the chairperson and each other voting representative on the board have the same voting rights as they have at an ordinary meeting of the board.
- 4.4. Where a voting representative is unable to attend one or more ordinary meetings of the board, the voting representative should request that the board grant them a leave of absence from those meetings. This clause does not prevent a voting representative from making an apology if they are unable to attend a meeting. However the acceptance of such an apology does not constitute the granting of a leave of absence for the purposes of this code and the Act.
- 4.5. A voting representative's request for leave of absence from board meetings should, if practicable, identify (by date) the meetings from which the voting representative intends to be absent and the grounds upon which the leave of absence is being sought.
- 4.6. The board must act reasonably when considering whether to grant a voting representative's request for a leave of absence.
- 4.7. A voting representative's civic office will become vacant if the voting representative is absent from three (3) consecutive ordinary meetings of the board without prior leave of the board, or leave granted by the board at any of the meetings concerned, unless the holder is absent because they have been suspended from office under the Act, or because the board has been suspended under the Act, or as a consequence of a compliance order under section 438HA.
- 4.8. A voting representative who intends to attend a meeting of the board despite having been granted a leave of absence should, if practicable, give the executive officer at least two (2) days' notice of their intention to attend.

### The quorum for a meeting

- 4.9. The quorum for a meeting of the board is a majority of the voting representatives of the board who hold office at that time and are not suspended from office.
- 4.10. Clause 4.9 does not apply if the quorum is required to be determined in accordance with directions of the Minister in a performance improvement order issued in respect of the board.
- 4.11. A meeting of the board must be adjourned if a quorum is not present:
- a) at the commencement of the meeting where the number of apologies received for the meeting indicates that there will not be a quorum for the meeting, or
  - b) within half an hour after the time designated for the holding of the meeting, or
  - c) at any time during the meeting.
- 4.12. In either case, the meeting must be adjourned to a time, date and place fixed:
- a) by the chairperson, or
  - b) in the chairperson's absence, by the majority of the voting representatives present, or
  - c) failing that, by the executive officer.
- 4.13. The executive officer must record in the board's minutes the circumstances relating to the absence of a quorum (including the reasons for the absence of a quorum) at or arising during a meeting of the board, together with the names of the voting representatives present.

#### Entitlement of the public to attend board meetings

- 4.14. Everyone is entitled to attend a meeting of the board and committees of the board. The board must ensure that all meetings of the board and committees of the board are open to the public.
- 4.15. Clause 4.14 does not apply to parts of meetings that have been closed to the public under section 10A of the Act.
- 4.16. A person (whether a voting representative or another person) is not entitled to be present at a meeting of the board or a committee of the board if expelled from the meeting:
- a) by a resolution of the meeting, or
  - b) by the person presiding at the meeting if the board has, by resolution, authorised the person presiding to exercise the power of expulsion.

#### Attendance of the executive officer and other staff at meetings

- 4.17. The executive officer is entitled to attend, but not to vote at, a meeting of the board or a meeting of a committee of the board of which all of the members are voting representatives.
- 4.18. The executive officer is entitled to attend a meeting of any other committee of the board and may, if a member of the committee, exercise a vote.
- 4.19. The executive officer may be excluded from a meeting of the board or a committee while the board or committee deals with a matter relating to the standard of performance of the executive officer or the terms of employment of the executive officer.
- 4.20. The attendance of other board staff at a meeting, (other than as members of the public) shall be with the approval of the executive officer.

## 5. The Chairperson

#### The Chairperson at meetings

- 5.1. The chairperson, or at the request of or in the absence of the chairperson, the deputy chairperson (if any) presides at meetings of the board.
- 5.2. If the chairperson and the deputy chairperson (if any) are absent, a voting representative elected to chair the meeting by the voting representatives present presides at a meeting of the board.

### Election of the chairperson in the absence of the chairperson and deputy chairperson

5.3. If no chairperson is present at a meeting of the board at the time designated for the holding of the meeting, the first business of the meeting must be the election of a chairperson to preside at the meeting.

5.4. The election of a chairperson must be conducted:

- a) by the executive officer or, in their absence, an employee of the board designated by the executive officer to conduct the election, or
- b) by the person who called the meeting or a person acting on their behalf if neither the executive officer nor a designated employee is present at the meeting, or if there is no executive officer or designated employee.

5.5. If, at an election of a chairperson, two (2) or more candidates receive the same number of votes and no other candidate receives a greater number of votes, the chairperson is to be the candidate whose name is chosen by lot.

5.6. For the purposes of clause 5.5, the person conducting the election must:

- a) arrange for the names of the candidates who have equal numbers of votes to be written on similar slips, and
- b) then fold the slips so as to prevent the names from being seen, mix the slips and draw one of the slips at random.

5.7. The candidate whose name is on the drawn slip is the candidate who is to be the chairperson.

5.8. Any election conducted under clause 5.3, and the outcome of the vote, are to be recorded in the minutes of the meeting.

### Chairperson to have precedence

5.9. When the chairperson rises or speaks during a meeting of the board:

- a) any voting representative then speaking or seeking to speak must cease speaking and, if standing, immediately resume their seat, and
- b) every voting representative present must be silent to enable the chairperson to be heard without interruption.

## 6. Order of business for ordinary board meetings

6.1. At a meeting of the board, the general order of business is as fixed by resolution of the board.

6.2. The order of business as fixed under clause 6.1 may be altered for a particular meeting of the board if a motion to that effect is passed at that meeting. Such a motion can be moved without notice.

6.3. Despite clauses 8.19–8.29, only the mover of a motion referred to in clause 6.2 may speak to the motion before it is put.

## 7. Consideration of business at board meetings

### Business that can be dealt with at a board meeting

7.1. The board must not consider business at a meeting of the board:

- a) unless a voting representative has given notice of the business, as required by clause 3.13, and
- b) unless notice of the business has been sent to the voting representatives in accordance with clause 3.6 in the case of an ordinary meeting or clause 3.8 in the case of an extraordinary meeting called in an emergency.

- 7.2. Clause 7.1 does not apply to the consideration of business at a meeting, if the business:
- a) is already before, or directly relates to, a matter that is already before the board, or
  - b) is the election of a chairperson to preside at the meeting, or
  - c) subject to clause 7.9, is a matter or topic put to the meeting by way of a chairpersonal minute, or
  - d) is a motion for the adoption of recommendations of a committee, including, but not limited to, a committee of the board.
- 7.3. Despite clause 7.1, business may be considered at a meeting of the board even though due notice of the business has not been given to the voting representatives if:
- a) a motion is passed to have the business considered at the meeting, and
  - b) the business to be considered is ruled by the chairperson to be of great urgency on the grounds that it requires a decision by the board before the next scheduled ordinary meeting of the board.
- 7.4. A motion moved under clause 7.3(a) can be moved without notice. Despite clauses 8.19–8.29, only the mover of a motion referred to in clause 7.3(a) can speak to the motion before it is put.
- 7.5. A motion of dissent cannot be moved against a ruling by the chairperson under clause 7.3(b).

#### Chairpersonal minutes

- 7.6. Subject to clause 7.9, if the chairperson is the chairperson at a meeting of the board, the chairperson may, by minute signed by the chairperson, put to the meeting without notice any matter or topic that is within the jurisdiction of the board, or of which the board has official knowledge.
- 7.7. A chairpersonal minute, when put to a meeting, takes precedence over all business on the board's agenda for the meeting. The chairperson (but only if the chairperson is the chairperson) may move the adoption of a chairpersonal minute without the motion being seconded.
- 7.8. A recommendation made in a chairpersonal minute put by the chairperson is, so far as it is adopted by the board, a resolution of the board.
- 7.9. A chairpersonal minute must not be used to put without notice matters that are routine and not urgent, or matters for which proper notice should be given because of their complexity. For the purpose of this clause, a matter will be urgent where it requires a decision by the board before the next scheduled ordinary meeting of the board.

#### Staff reports

- 7.10. A recommendation made in a staff report is, so far as it is adopted by the board, a resolution of the board.

#### Reports of committees of board

- 7.11. The recommendations of a committee of the board are, so far as they are adopted by the board, resolutions of the board.
- 7.12. If in a report of a committee of the board distinct recommendations are made, the board may make separate decisions on each recommendation.

#### Questions

- 7.13. A question must not be asked at a meeting of the board unless it concerns a matter on the agenda of the meeting or notice has been given of the question in accordance with clauses 3.13 and 3.15.
- 7.14. A voting representative may, through the chairperson, put a question to another voting

representative about a matter on the agenda.

- 7.15. A voting representative may, through the executive officer, put a question to a board employee about a matter on the agenda. Board employees are only obliged to answer a question put to them through the executive officer at the direction of the executive officer.
- 7.16. A voting representative or board employee to whom a question is put is entitled to be given reasonable notice of the question and, in particular, sufficient notice to enable reference to be made to other persons or to documents. Where a voting representative or board employee to whom a question is put is unable to respond to the question at the meeting at which it is put, they may take it on notice and report the response to the next meeting of the board.
- 7.17. Voting representatives must put questions directly, succinctly, respectfully and without argument.
- 7.18. The chairperson must not permit discussion on any reply to, or refusal to reply to, a question put to a voting representative or board employee.

## 8. RULES OF DEBATE

### Motions to be seconded

- 8.1. Unless otherwise specified in this code, a motion or an amendment cannot be debated unless or until it has been seconded.

### Notices of motion

- 8.2. A voting representative who has submitted a notice of motion under clause 3.13 is to move the motion the subject of the notice of motion at the meeting at which it is to be considered.
- 8.3. If a voting representative who has submitted a notice of motion under clause 3.13 wishes to withdraw it after the agenda and business paper for the meeting at which it is to be considered have been sent to voting representatives, the voting representative may request the withdrawal of the motion when it is before the board.
- 8.4. In the absence of a voting representative who has placed a notice of motion on the agenda for a meeting of the board:
  - a) any other voting representative may, with the leave of the chairperson, move the motion at the meeting, or
  - b) the chairperson may defer consideration of the motion until the next meeting of the board.

### Chairperson's duties with respect to motions

- 8.5. It is the duty of the chairperson at a meeting of the board to receive and put to the meeting any lawful motion that is brought before the meeting.
- 8.6. The chairperson must rule out of order any motion or amendment to a motion that is unlawful or the implementation of which would be unlawful.
- 8.7. Before ruling out of order a motion or an amendment to a motion under clause 8.6, the chairperson is to give the mover an opportunity to clarify or amend the motion or amendment.
- 8.8. Any motion, amendment or other matter that the chairperson has ruled out of order is taken to have been lost.

### Amendments to motions

- 8.9. An amendment to a motion must be moved and seconded before it can be debated.



- 8.10. An amendment to a motion must relate to the matter being dealt with in the original motion before the board and must not be a direct negative of the original motion. An amendment to a motion which does not relate to the matter being dealt with in the original motion, or which is a direct negative of the original motion, must be ruled out of order by the chairperson.
- 8.11. The mover of an amendment is to be given the opportunity to explain any uncertainties in the proposed amendment before a seconder is called for.
- 8.12. If an amendment has been lost, a further amendment can be moved to the motion to which the lost amendment was moved, and so on, but no more than one (1) motion and one (1) proposed amendment can be before board at any one time.
- 8.13. While an amendment is being considered, debate must only occur in relation to the amendment and not the original motion. Debate on the original motion is to be suspended while the amendment to the original motion is being debated.
- 8.14. If the amendment is carried, it becomes the motion and is to be debated. If the amendment is lost, debate is to resume on the original motion.
- 8.15. An amendment may become the motion without debate or a vote where it is accepted by the voting representative who moved the original motion.

#### Foreshadowed motions

- 8.16. A voting representative may propose a foreshadowed motion in relation to the matter the subject of the original motion before the board, without a seconder during debate on the original motion. The foreshadowed motion is only to be considered if the original motion is lost or withdrawn and the foreshadowed motion is then moved and seconded. If the original motion is carried, the foreshadowed motion lapses.
- 8.17. Where an amendment has been moved and seconded, a voting representative may, without a seconder, foreshadow a further amendment that they propose to move after the first amendment has been dealt with. There is no limit to the number of foreshadowed amendments that may be put before the board at any time. However, no discussion can take place on foreshadowed amendments until the previous amendment has been dealt with and the foreshadowed amendment has been moved and seconded.
- 8.18. Foreshadowed motions and foreshadowed amendments are to be considered in the order in which they are proposed. However, foreshadowed motions cannot be considered until all foreshadowed amendments have been dealt with.

#### Limitations on the number and duration of speeches

- 8.19. A voting representative who, during a debate at a meeting of the board, moves an original motion, has the right to speak on each amendment to the motion and a right of general reply to all observations that are made during the debate in relation to the motion, and any amendment to it at the conclusion of the debate before the motion (whether amended or not) is finally put.
- 8.20. A voting representative, other than the mover of an original motion, has the right to speak once on the motion and once on each amendment to it.
- 8.21. A voting representative must not, without the consent of the board, speak more than once on a motion or an amendment, or for longer than five (5) minutes at any one time.
- 8.22. Despite clause 8.21, the chairperson may permit a voting representative who claims to have been misrepresented or misunderstood to speak more than once on a motion or an amendment, and for longer than five (5) minutes on that motion or amendment to enable the voting representative to make a statement limited to explaining the misrepresentation or misunderstanding.
- 8.23. Despite clause 8.21, the board may resolve to shorten the duration of speeches to expedite the consideration of business at a meeting.

- 8.24. Despite clauses 8.19 and 8.20, a voting representative may move that a motion or an amendment be now put:
- a) if the mover of the motion or amendment has spoken in favour of it and no voting representative expresses an intention to speak against it, or
  - b) if at least two (2) voting representatives have spoken in favour of the motion or amendment and at least two (2) voting representatives have spoken against it.
- 8.25. The chairperson must immediately put to the vote, without debate, a motion moved under clause 8.24. A seconder is not required for such a motion.
- 8.26. If a motion that the original motion or an amendment be now put is passed, the chairperson must, without further debate, put the original motion or amendment to the vote immediately after the mover of the original motion has exercised their right of reply under clause 8.19.
- 8.27. If a motion that the original motion or an amendment be now put is lost, the chairperson must allow the debate on the original motion or the amendment to be resumed.
- 8.28. All voting representatives must be heard without interruption and all other voting representatives must, unless otherwise permitted under this code, remain silent while another voting representative is speaking.
- 8.29. Once the debate on a matter has concluded and a matter has been dealt with, the chairperson must not allow further debate on the matter.

#### Participation by non-voting representatives in joint organisation board meetings

- 8.30. Non-voting representatives of joint organisation boards may speak on but must not move, second or vote on any motion or an amendment to a motion.

**Note: Under section 400T(1)(c) of the Act, non-voting representatives of joint organisation boards may attend but are not entitled to vote at a meeting of the board.**

## 9. VOTING

#### Voting entitlements of voting representatives

- 9.1. Each voting representative is entitled to one (1) vote.
- 9.2. The person presiding at a meeting of the board has, in the event of an equality of votes, a second or casting vote.
- 9.3. Where the chairperson declines to exercise, or fails to exercise, their second or casting vote, in the event of an equality of votes, the motion being voted upon is lost.
- 9.4. A motion at a meeting of the board of a joint organisation is taken to be lost in the event of an equality of votes.

**Note: Under section 400U(4) of the Act, joint organisations may specify more stringent voting requirements for decisions by the board such as a 75% majority or consensus decision making. Where a joint organisation's charter specifies more stringent voting requirements, clause 11.4 must be adapted to reflect those requirements.**

#### Voting at board meetings

- 9.5. A voting representative who is present at a meeting of the board but who fails to vote on a motion put to the meeting is taken to have voted against the motion.
- 9.6. If a voting representative who has voted against a motion put at a board meeting so requests, the executive officer must ensure that the voting representative's dissenting vote is recorded in the board's minutes.

- 9.7. The decision of the chairperson as to the result of a vote is final, unless the decision is immediately challenged and not fewer than two (2) voting representatives rise and call for a division.
- 9.8. When a division on a motion is called, the chairperson must ensure that the division takes place immediately. The executive officer must ensure that the names of those who vote for the motion and those who vote against it are recorded in the board's minutes for the meeting.
- 9.9. When a division on a motion is called, any voting representative who fails to vote will be recorded as having voted against the motion in accordance with clause 9.5 of this code.
- 9.10. Voting at a meeting, including voting in an election at a meeting, is to be by open means (such as on the voices, by show of hands or by a visible electronic voting system). However, the board may resolve that the voting in any election by voting representatives for chairperson or deputy chairperson is to be by secret ballot.

#### Voting on planning decisions

- 9.11. The executive officer must keep a register containing, for each planning decision made at a meeting of the board or a board committee (including, but not limited to a committee of the board), the names of the voting representatives who supported the decision and the names of any voting representatives who opposed (or are taken to have opposed) the decision.
- 9.12. For the purpose of maintaining the register, a division is taken to have been called whenever a motion for a planning decision is put at a meeting of the board or a board committee.
- 9.13. Each decision recorded in the register is to be described in the register or identified in a manner that enables the description to be obtained from another publicly available document.
- 9.14. Clauses 9.11–9.13 apply also to meetings that are closed to the public.

**Note: The requirements of clause 9.11 may be satisfied by maintaining a register of the minutes of each planning decision.**

## 10. COMMITTEE OF THE WHOLE

- 10.1. The board may resolve itself into a committee to consider any matter before the board.
- 10.2. All the provisions of this code relating to meetings of the board, so far as they are applicable, extend to and govern the proceedings of the board when in committee of the whole, except the provisions limiting the number and duration of speeches.
- 10.3. The executive officer or, in the absence of the executive officer, an employee of the board designated by the executive officer, is responsible for reporting to the board the proceedings of the committee of the whole. It is not necessary to report the proceedings in full but any recommendations of the committee must be reported.
- 10.4. The board must ensure that a report of the proceedings (including any recommendations of the committee) is recorded in the board's minutes. However, the board is not taken to have adopted the report until a motion for adoption has been made and passed.

## 11. CLOSURE OF BOARD MEETINGS TO THE PUBLIC

### Grounds on which meetings can be closed to the public

- 11.1. The board or a committee of the board may close to the public so much of its meeting as comprises the discussion or the receipt of any of the following types of matters:
  - a) personnel matters concerning particular individuals (other than voting representatives),

- b) the personal hardship of any resident or ratepayer,
- c) information that would, if disclosed, confer a commercial advantage on a person with whom the board is conducting (or proposes to conduct) business,
- d) commercial information of a confidential nature that would, if disclosed:
  - i. prejudice the commercial position of the person who supplied it, or
  - ii. confer a commercial advantage on a competitor of the board, or
  - iii. reveal a trade secret,
- e) information that would, if disclosed, prejudice the maintenance of law,
- f) matters affecting the security of the board, voting representatives, board staff or board property,
- g) advice concerning litigation, or advice that would otherwise be privileged from production in legal proceedings on the ground of legal professional privilege,
- h) information concerning the nature and location of a place or an item of Aboriginal significance on community land,
- i) alleged contraventions of the board's code of conduct.

11.2. The board or a committee of the board may also close to the public so much of its meeting as comprises a motion to close another part of the meeting to the public.

#### Matters to be considered when closing meetings to the public

- 11.3. A meeting is not to remain closed during the discussion of anything referred to in clause 11.1:
- a) except for so much of the discussion as is necessary to preserve the relevant confidentiality, privilege or security, and
  - b) if the matter concerned is a matter other than a personnel matter concerning particular individuals, the personal hardship of a resident or ratepayer or a trade secret – unless the board or committee concerned is satisfied that discussion of the matter in an open meeting would, on balance, be contrary to the public interest.
- 11.4. A meeting is not to be closed during the receipt and consideration of information or advice referred to in clause 11.1(g) unless the advice concerns legal matters that:
- a) are substantial issues relating to a matter in which the board or committee is involved, and
  - b) are clearly identified in the advice, and
  - c) are fully discussed in that advice.
- 11.5. If a meeting is closed during the discussion of a motion to close another part of the meeting to the public (as referred to in clause 11.2), the consideration of the motion must not include any consideration of the matter or information to be discussed in that other part of the meeting other than consideration of whether the matter concerned is a matter referred to in clause 11.1.
- 11.6. For the purpose of determining whether the discussion of a matter in an open meeting would be contrary to the public interest, it is irrelevant that:
- a) a person may misinterpret or misunderstand the discussion, or
  - b) the discussion of the matter may:
    - i. cause embarrassment to the board or committee concerned, or to voting representatives or to employees of the board, or
    - ii. cause a loss of confidence in the board or committee.
- 11.7. In deciding whether part of a meeting is to be closed to the public, the board or committee concerned must consider any relevant guidelines issued by the Chief Executive of the Office of Local Government.

#### Notice of likelihood of closure not required in urgent cases

11.8. Part of a meeting of the board, or of a committee of the board, may be closed to the public

while the board or committee considers a matter that has not been identified in the agenda for the meeting under clause 3.21 as a matter that is likely to be considered when the meeting is closed, but only if:

- a) it becomes apparent during the discussion of a particular matter that the matter is a matter referred to in clause 11.1, and
- b) the board or committee, after considering any representations made under clause 11.9, resolves that further discussion of the matter:
  - i. should not be deferred (because of the urgency of the matter), and
  - ii. should take place in a part of the meeting that is closed to the public.

#### Representations by members of the public

- 11.9. The board, or a committee of the board, may allow members of the public to make representations to or at a meeting, before any part of the meeting is closed to the public, as to whether that part of the meeting should be closed.
- 11.10. A representation under clause 11.9 is to be made after the motion to close the part of the meeting is moved and seconded.
- 11.11. Where the matter has been identified in the agenda of the meeting under clause 3.21 as a matter that is likely to be considered when the meeting is closed to the public, in order to make representations under clause 11.9, members of the public must first make an application to the board in the approved form. Applications must be received by 10 business days before the meeting at which the matter is to be considered.
- 11.12. The executive officer (or their delegate) may refuse an application made under clause 11.11. The executive officer or their delegate must give reasons in writing for a decision to refuse an application.
- 11.13. No more than two speakers are to be permitted to make representations under clause 11.9.
- 11.14. If more than the permitted number of speakers apply to make representations under clause 11.9, the executive officer or their delegate may request the speakers to nominate from among themselves the persons who are to make representations to the board. If the speakers are not able to agree on whom to nominate to make representations under clause 11.9, the executive officer or their delegate is to determine who will make representations to the board.
- 11.15. The executive officer (or their delegate) is to determine the order of speakers.
- 11.16. Where the board or a committee of the board proposes to close a meeting or part of a meeting to the public in circumstances where the matter has not been identified in the agenda for the meeting under clause 3.21 as a matter that is likely to be considered when the meeting is closed to the public, the chairperson is to invite representations from the public under clause 11.9 after the motion to close the part of the meeting is moved and seconded. The chairperson is to permit no more than [number to be specified by the board] speakers to make representations in such order as determined by the chairperson.
- 11.17. Each speaker will be allowed five minutes to make representations, and this time limit is to be strictly enforced by the chairperson. Speakers must confine their representations to whether the meeting should be closed to the public. If a speaker digresses to irrelevant matters, the chairperson is to direct the speaker not to do so. If a speaker fails to observe a direction from the chairperson, the speaker will not be further heard.

#### Expulsion of non-voting representatives from meetings closed to the public

- 11.18. If a meeting or part of a meeting of the board or a committee of the board is closed to the public in accordance with section 10A of the Act and this code, any person who is not a voting representative and who fails to leave the meeting when requested, may be expelled from the meeting as provided by section 10(2)(a) or (b) of the Act.

11.19. If any such person, after being notified of a resolution or direction expelling them from the meeting, fails to leave the place where the meeting is being held, a police officer, or any person authorised for the purpose by the board or person presiding, may, by using only such force as is necessary, remove the first-mentioned person from that place and, if necessary restrain that person from re-entering that place for the remainder of the meeting.

#### Information to be disclosed in resolutions closing meetings to the public

11.20. The grounds on which part of a meeting is closed must be stated in the decision to close that part of the meeting and must be recorded in the minutes of the meeting. The grounds must specify the following:

- a) the relevant provision of section 10A(2) of the Act,
- b) the matter that is to be discussed during the closed part of the meeting,
- c) the reasons why the part of the meeting is being closed, including (if the matter concerned is a matter other than a personnel matter concerning particular individuals, the personal hardship of a resident or ratepayer or a trade secret) an explanation of the way in which discussion of the matter in an open meeting would be, on balance, contrary to the public interest.

#### Resolutions passed at closed meetings to be made public

11.21. If the board passes a resolution during a meeting, or a part of a meeting, that is closed to the public, the chairperson must make the resolution public as soon as practicable after the meeting, or the relevant part of the meeting, has ended, and the resolution must be recorded in the publicly available minutes of the meeting.

11.22. Resolutions passed during a meeting, or a part of a meeting, that is closed to the public must be made public by the chairperson under clause 11.21 during a part of the meeting that is webcast.

## 12. KEEPING ORDER AT MEETINGS

### Points of order

12.1. A voting representative may draw the attention of the chairperson to an alleged breach of this code by raising a point of order. A point of order does not require a seconder.

12.2. A point of order cannot be made with respect to adherence to the principles contained in clause 2.1.

12.3. A point of order must be taken immediately it is raised. The chairperson must suspend the business before the meeting and permit the voting representative raising the point of order to state the provision of this code they believe has been breached. The chairperson must then rule on the point of order – either by upholding it or by overruling it.

### Questions of order

12.4. The chairperson, without the intervention of any other voting representative, may call any voting representative to order whenever, in the opinion of the chairperson, it is necessary to do so.

12.5. A voting representative who claims that another voting representative has committed an act of disorder, or is out of order, may call the attention of the chairperson to the matter.

12.6. The chairperson must rule on a question of order immediately after it is raised but, before doing so, may invite the opinion of the board.

12.7. The chairperson's ruling must be obeyed unless a motion dissenting from the ruling is passed.

### Motions of dissent

- 12.8. A voting representative can, without notice, move to dissent from a ruling of the chairperson on a point of order or a question of order. If that happens, the chairperson must suspend the business before the meeting until a decision is made on the motion of dissent.
- 12.9. If a motion of dissent is passed, the chairperson must proceed with the suspended business as though the ruling dissented from had not been given. If, as a result of the ruling, any motion or business has been rejected as out of order, the chairperson must restore the motion or business to the agenda and proceed with it in due course.
- 12.10. Despite any other provision of this code, only the mover of a motion of dissent and the chairperson can speak to the motion before it is put. The mover of the motion does not have a right of general reply.

### Acts of disorder

- 12.11. A voting representative commits an act of disorder if the voting representative, at a meeting of the board or a committee of the board:
- a) contravenes the Act or any regulation in force under the Act or this code, or
  - b) assaults or threatens to assault another voting representative or person present at the meeting, or
  - c) moves or attempts to move a motion or an amendment that has an unlawful purpose or that deals with a matter that is outside the jurisdiction of the board or the committee, or addresses or attempts to address the board or the committee on such a motion, amendment or matter, or
  - d) insults or makes personal reflections on or imputes improper motives to any other board official, or alleges a breach of the board's code of conduct, or
  - e) says or does anything that is inconsistent with maintaining order at the meeting or is likely to bring the board or the committee into disrepute.
- 12.12. The chairperson may require a voting representative:
- a) to apologise without reservation for an act of disorder referred to in clauses 12.11(a) or (b), or
  - b) to withdraw a motion or an amendment referred to in clause 12.11(c) and, where appropriate, to apologise without reservation, or
  - c) to retract and apologise without reservation for an act of disorder referred to in clauses 12.11(d) and (e).

### How disorder at a meeting may be dealt with

- 12.13. If disorder occurs at a meeting of the board, the chairperson may adjourn the meeting for a period of not more than fifteen (15) minutes and leave the chair. The board, on reassembling, must, on a question put from the chairperson, decide without debate whether the business is to be proceeded with or not. This clause applies to disorder arising from the conduct of members of the public as well as disorder arising from the conduct of voting representatives.
- 12.14. A voting representative may, as provided by section 10(2)(a) or (b) of the Act, be expelled from a meeting of the board for having failed to comply with a requirement under clause 12.12. The expulsion of a voting representative from the meeting for that reason does not prevent any other action from being taken against the voting representative for the act of disorder concerned.
- 12.15. A member of the public may, as provided by section 10(2)(a) or (b) of the Act, be expelled from a meeting of the board for engaging in or having engaged in disorderly conduct at the meeting.
- 12.16. Where a voting representative or a member of the public is expelled from a meeting, the

expulsion and the name of the person expelled, if known, are to be recorded in the minutes of the meeting.

- 12.17. If a voting representative or a member of the public fails to leave the place where a meeting of the board is being held immediately after they have been expelled, a police officer, or any person authorised for the purpose by the board or person presiding, may, by using only such force as is necessary, remove the voting representative or member of the public from that place and, if necessary, restrain the voting representative or member of the public from re-entering that place for the remainder of the meeting.

#### Use of mobile phones and the unauthorised recording of meetings

- 12.18. Voting representatives, board staff and members of the public must ensure that mobile phones are turned to silent during meetings of the board and committees of the board.
- 12.19. A person must not live stream or use an audio recorder, video camera, mobile phone or any other device to make a recording of the proceedings of a meeting of the board or a committee of the board without the prior authorisation of the board or the committee.
- 12.20. Any person who contravenes or attempts to contravene clause 12.19, may be expelled from the meeting as provided for under section 10(2) of the Act.
- 12.21. If any such person, after being notified of a resolution or direction expelling them from the meeting, fails to leave the place where the meeting is being held, a police officer, or any person authorised for the purpose by the board or person presiding, may, by using only such force as is necessary, remove the first-mentioned person from that place and, if necessary, restrain that person from re-entering that place for the remainder of the meeting.

### 13. CONFLICTS OF INTEREST

- 13.1. All voting representatives and, where applicable, all other persons, must declare and manage any conflicts of interest they may have in matters being considered at meetings of the board and committees of the board in accordance with the board's code of conduct. All declarations of conflicts of interest and how the conflict of interest was managed by the person who made the declaration must be recorded in the minutes of the meeting at which the declaration was made.

### 14. DECISIONS OF THE BOARD

#### Board decisions

- 14.1. A decision supported by a majority of the votes at a meeting of the board at which a quorum is present is a decision of the board.

**Note: Clause 14.1 reflects section 400T(8) of the Act in the case of joint organisations.**

**Note: Under section 400U(4) of the Act, joint organisations may specify more stringent voting requirements for decisions by the board such as a 75% majority or consensus decision making. Where a joint organisation's charter specifies more stringent voting requirements, clause 14.1 must be adapted to reflect those requirements.**

- 14.2. Decisions made by the board must be accurately recorded in the minutes of the meeting at which the decision is made.

#### Rescinding or altering board decisions



- 14.3. A resolution passed by the board may not be altered or rescinded except by a motion to that effect of which notice has been given under clause 3.13.
- 14.4. If a notice of motion to rescind a resolution is given at the meeting at which the resolution is carried, the resolution must not be carried into effect until the motion of rescission has been dealt with.
- 14.5. If a motion has been lost, a motion having the same effect must not be considered unless notice of it has been duly given in accordance with clause 3.13.
- 14.6. A notice of motion to alter or rescind a resolution, and a notice of motion which has the same effect as a motion which has been lost, must be signed by three (3) voting representatives if less than three (3) months has elapsed since the resolution was passed, or the motion was lost.
- 14.7. If a motion to alter or rescind a resolution has been lost, or if a motion which has the same effect as a previously lost motion is lost, no similar motion may be brought forward within three (3) months of the meeting at which it was lost. This clause may not be evaded by substituting a motion differently worded, but in principle the same.
- 14.8. The provisions of clauses 14.5–14.7 concerning lost motions do not apply to motions of adjournment.
- 14.9. A notice of motion submitted in accordance with clause 14.6 may only be withdrawn under clause 3.11 with the consent of all signatories to the notice of motion.
- 14.10. A motion to alter or rescind a resolution of the board may be moved on the report of a committee of the board and any such report must be recorded in the minutes of the meeting of the board.

## 15. AFTER THE MEETING

### Minutes of meetings

- 15.1. The board is to keep full and accurate minutes of the proceedings of meetings of the board.
- 15.2. At a minimum, the executive officer must ensure that the following matters are recorded in the board's minutes:
  - a) details of each motion moved at a board meeting and of any amendments moved to it,
  - b) the names of the mover and seconder of the motion or amendment,
  - c) whether the motion or amendment was passed or lost, and
  - d) such other matters specifically required under this code.
- 15.3. The minutes of a board meeting must be confirmed at a subsequent meeting of the board.
- 15.4. Any debate on the confirmation of the minutes is to be confined to whether the minutes are a full and accurate record of the meeting they relate to.
- 15.5. When the minutes have been confirmed, they are to be signed by the person presiding at the subsequent meeting.
- 15.6. The confirmed minutes of a meeting may be amended to correct typographical or administrative errors after they have been confirmed. Any amendment made under this clause must not alter the substance of any decision made at the meeting.
- 15.7. The confirmed minutes of a board meeting must be published on the board's website. This clause does not prevent the board from also publishing unconfirmed minutes of its meetings on its website prior to their confirmation.

### Access to correspondence and reports laid on the table at, or submitted to, a meeting

- 15.8. The board and committees of the board must, during or at the close of a meeting, or during the business day following the meeting, give reasonable access to any person to inspect

correspondence and reports laid on the table at, or submitted to, the meeting.

- 15.9. Clause 15.8 does not apply if the correspondence or reports relate to a matter that was received or discussed or laid on the table at, or submitted to, the meeting when the meeting was closed to the public.
- 15.10. Clause 15.8 does not apply if the board or the committee resolves at the meeting, when open to the public, that the correspondence or reports are to be treated as confidential because they relate to a matter specified in section 10A(2) of the Act.
- 15.11. Correspondence or reports to which clauses 15.9 and 15.10 apply are to be marked with the relevant provision of section 10A(2) of the Act that applies to the correspondence or report.

#### Implementation of decisions of the board

- 15.12. The executive officer is to implement, without undue delay, lawful decisions of the board.

## 16. BOARD COMMITTEES

#### Application of this Part

- 16.1. This Part only applies to committees of the board whose members are all voting representatives.

#### Board committees whose members are all voting representatives

- 16.2. The board may, by resolution, establish such committees as it considers necessary.
- 16.3. A committee of the board is to consist of the chairperson and such other voting representatives as are elected by the voting representatives or appointed by the board.
- 16.4. The quorum for a meeting of a committee of the board is to be:
- a) such number of members as the board decides, or
  - b) if the board has not decided a number – a majority of the members of the committee.

#### Functions of committees

- 16.5. The board must specify the functions of each of its committees when the committee is established, but may from time to time amend those functions.

#### Notice of committee meetings

- 16.6. The executive officer must send to each voting representative, regardless of whether they are a committee member, at least three (3) days before each meeting of the committee, a notice specifying:
- a) the time, date and place of the meeting, and
  - b) the business proposed to be considered at the meeting.

- 16.7. Notice of less than three (3) days may be given of a committee meeting called in an emergency.

#### Attendance at committee meetings

- 16.8. A committee member (other than the chairperson) ceases to be a member of a committee if the committee member:
- a) has been absent from three (3) consecutive meetings of the committee without having given reasons acceptable to the committee for the member's absences, or

- b) has been absent from at least half of the meetings of the committee held during the immediately preceding year without having given to the committee acceptable reasons for the member's absences.

16.9. Clause 16.8 does not apply if all of the members of the board are members of the committee.

#### Non-members entitled to attend committee meetings

- 16.10. A voting representative who is not a member of a committee of the board is entitled to attend, and to speak at a meeting of the committee. However, the voting representative is not entitled:
- a) to give notice of business for inclusion in the agenda for the meeting, or
  - b) to move or second a motion at the meeting, or
  - c) to vote at the meeting.

#### Chairperson and deputy chairperson of board committees

- 16.11. The chairperson of each committee of the board must be:
- a) the chairperson, or
  - b) if the chairperson does not wish to be the chairperson of a committee, a member of the committee elected by the board, or
  - c) if the board does not elect such a member, a member of the committee elected by the committee.
- 16.12. The board may elect a member of a committee of the board as deputy chairperson of the committee. If the board does not elect a deputy chairperson of such a committee, the committee may elect a deputy chairperson.
- 16.13. If neither the chairperson nor the deputy chairperson of a committee of the board is able or willing to preside at a meeting of the committee, the committee must elect a member of the committee to be acting chairperson of the committee.
- 16.14. The chairperson is to preside at a meeting of a committee of the board. If the chairperson is unable or unwilling to preside, the deputy chairperson (if any) is to preside at the meeting, but if neither the chairperson nor the deputy chairperson is able or willing to preside, the acting chairperson is to preside at the meeting.

#### Procedure in committee meetings

- 16.15. Subject to any specific requirements of this code, each committee of the board may regulate its own procedure. The provisions of this code are to be taken to apply to all committees of the board unless the board or the committee determines otherwise in accordance with this clause.
- 16.16. A motion at a committee of a joint organisation is taken to be lost in the event of an equality of votes.
- 16.17. Voting at a board committee meeting is to be by open means (such as on the voices, by show of hands or by a visible electronic voting system).

#### Closure of committee meetings to the public

- 16.18. The provisions of the Act and Part 11 of this code apply to the closure of meetings of committees of the board to the public in the same way they apply to the closure of meetings of the board to the public.
- 16.19. If a committee of the board passes a resolution, or makes a recommendation, during a meeting, or a part of a meeting that is closed to the public, the chairperson must make the resolution or recommendation public as soon as practicable after the meeting or part of the meeting has ended, and report the resolution or recommendation to the next meeting of the

board. The resolution or recommendation must also be recorded in the publicly available minutes of the meeting.

16.20. Resolutions passed during a meeting, or a part of a meeting that is closed to the public must be made public by the chairperson under clause 16.19 during a part of the meeting that is webcast.

#### Disorder in committee meetings

16.21. The provisions of the Act and this code relating to the maintenance of order in board meetings apply to meetings of committees of the board in the same way as they apply to meetings of the board.

#### Minutes of board committee meetings

16.22. Each committee of the board is to keep full and accurate minutes of the proceedings of its meetings. At a minimum, a committee must ensure that the following matters are recorded in the committee's minutes:

- a) details of each motion moved at a meeting and of any amendments moved to it,
- b) the names of the mover and seconder of the motion or amendment,
- c) whether the motion or amendment was passed or lost, and
- d) such other matters specifically required under this code.

16.23. The minutes of meetings of each committee of the board must be confirmed at a subsequent meeting of the committee.

16.24. Any debate on the confirmation of the minutes is to be confined to whether the minutes are a full and accurate record of the meeting they relate to.

16.25. When the minutes have been confirmed, they are to be signed by the person presiding at that subsequent meeting.

16.26. The confirmed minutes of a meeting may be amended to correct typographical or administrative errors after they have been confirmed. Any amendment made under this clause must not alter the substance of any decision made at the meeting.

16.27. The confirmed minutes of a meeting of a committee of the board must be published on the board's website. This clause does not prevent the board from also publishing unconfirmed minutes of meetings of committees of the board on its website prior to their confirmation.

## 17. IRREGULARITIES

17.1. Proceedings at a meeting of a board or a board committee are not invalidated because of:

- a) a vacancy in a civic office, or
- b) a failure to give notice of the meeting to any voting representative or committee member, or
- c) any defect in the election or appointment of a voting representative or committee member, or
- d) a failure of a voting representative or a committee member to declare a conflict of interest, or to refrain from the consideration or discussion of, or vote on, the relevant matter, at a board or committee meeting in accordance with the board's code of conduct, or
- e) a failure to comply with this code.

## 18. DEFINITIONS

the Act	means the <i>Local Government Act 1993</i>
act of disorder	means an act of disorder as defined in clause 12.11 of this code
amendment	in relation to an original motion, means a motion moving an amendment to that motion
audio recorder	any device capable of recording speech
business day	means any day except Saturday or Sunday or any other day the whole or part of which is observed as a public holiday throughout New South Wales
chairperson	in relation to a meeting of the board – means the person presiding at the meeting as provided by section 369 of the Act and clauses 5.1 and 5.2 of this code, and in relation to a meeting of a committee – means the person presiding at the meeting as provided by clause 16.11 of this code
this code	means the board’s adopted code of meeting practice
committee of the board	means a committee established by the board in accordance with clause 16.2 of this code (being a committee consisting only of voting representatives) or the board when it has resolved itself into committee of the whole under clause 10.1
board official	has the same meaning it has in the Model Code of Conduct for Local Boards in NSW
day	means calendar day
division	means a request by two voting representatives under clause 9.7 of this code requiring the recording of the names of the voting representatives who voted both for and against a motion
foreshadowed amendment	means a proposed amendment foreshadowed by a voting representative under clause 8.16 of this code during debate on the first amendment
foreshadowed motion	means a motion foreshadowed by a voting representative under clause 8.16 of this code during debate on an original motion
open voting	means voting on the voices or by a show of hands or by a visible electronic voting system or similar means
planning decision	means a decision made in the exercise of a function of a board under the <i>Environmental Planning and Assessment Act 1979</i> including any decision relating to a development application, an environmental planning instrument, a development control plan or a development contribution plan under that Act, but not including the making of an order under Division 9.3 of Part 9 of that Act
performance improvement order	means an order issued under section 438A of the Act
quorum	means the minimum number of voting representatives or committee members necessary to conduct a meeting
the Regulation	means the <i>Local Government (General) Regulation 2005</i>

webcast	a video or audio broadcast of a meeting transmitted across the internet either concurrently with the meeting or at a later time
year	means the period beginning 1 July and ending the following 30 June