

GOV4

Organise Governing Body Meetings



Overview

This standard is about taking responsibility in the organisation of Governing Body meetings and what must be done before, during and after Governing Body meetings. The process requires communication skills, establishing clear objectives and understanding the decision making process.

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Performance criteria

You must be able to:

- P1 Determine a schedule of Governing Body meetings, their frequency and duration and agree the notice that will be provided to its members
- P2 Provide input to the meeting agenda
- P3 Read the meeting papers in advance and prepare for the meeting
- P4 Ensure that members have sufficient access to the advice and services of the Company Secretary, and independent professional advisers and people internal to the organisation, to discharge their responsibilities at the organisation's expense
- P5 Ensure that the meeting has a **quorum**
- P6 Approve minutes of previous meetings
- P7 Take into account all relevant information in decision-making processes, considering options where appropriate
- P8 Ensure that any **related party transactions** are dealt with in a fair and transparent manner
- P9 Challenge the assumptions made in the meeting papers where appropriate
- P10 Make informed and transparent decisions
- P11 Consider the impact of Governing Body decisions on stakeholders
- P12 Ensure that decisions, actions and responsibilities are minuted, stating clear criteria and rationale
- P13 Establish how decisions made by the Governing Body will be disseminated
- P14 Receive and review reports, both from Governing Body committees and from senior executive management
- P15 Review and ratify policies as required by the remit of the Governing Body
- P16 Ensure minutes of the meeting are circulated in line with Governing Body policy

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Knowledge and understanding

You need to know and understand:

- K1 The content of an annual calendar of meetings
- K2 The process of generating meeting agendas and papers and their format and content
- K3 How to prepare for Governing Body meetings and the circumstances in which it is appropriate to seek clarification in advance of the meeting
- K4 Governing Body members' rights to access the Company Secretary and independent professional advisors where appropriate
- K5 Governing Body procedures relevant to meetings
- K6 How to evaluate and challenge assumptions within proposals and make appropriate decisions
- K7 The law relating to meetings
- K8 Best practice in minute taking

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Links to other NOS

Company Secretary NOS
CS1, CS4

Glossary

P5 Quorum:

The minimal number of officers and members of a committee or organization, usually a majority, who must be present for valid transaction of business.

P8 Related party transactions

Related party transactions refer to transactions that are 'material' and are part of the notes to the accounts of transactions which the company has entered into with a related party.

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Relevant occupations 1000 Managers and Senior Officials
1112 Directors and chief executives of major organisations,
1114 Senior officials of special interest organisations
1131 Finance Managers and Chartered Secretaries
1135 Personnel, training and industrial relations managers
2000 Professional Occupations
2421 Chartered and certified accountants
2422 Management accountants
4000 Administrative and Secretarial Occupations
4214 Company Secretaries

Suite Governance

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