

# **Procedure for the conduct of SBT Research Council Meetings**

To ensure that meetings of the SBT Research Council are planned and held in an acceptable way, and business is conducted efficiently, the Council has adopted the following procedures.

## 1. Notice of Meeting

Notice of a meeting shall be forwarded by the SBT Research Manager to all members no less than 15 working days prior to a meeting being held. The notice shall stipulate:

- The date of the meeting, including the day of the week
- The time the meeting will commence
- The venue for the meeting; and
- The draft business agenda to be dealt with

The Notice shall be sent to every member of the Council via the most effective communication channel whether they are able to attend the meeting or not.

Members will be invited to submit additional agenda items no later than 10 working days prior to the meeting.

## 2. Agenda

The agenda provides a properly structured program for a Council meeting. It shall be structured to facilitate the consideration of each item and the transaction of business in both a logical and flowing manner, promoting time efficiency.

The final agenda will be supported with business papers and circulated to members no less than five working days prior to the meeting being held.

The preparation of the agenda for a meeting will have regard to the Council's functions, which are to:

- To ensure sustainable development of the industry;
- To improve resource access and property rights;
- To improve profitability;
- To extend outcomes to stakeholders;
- To enhance market opportunity; and
- To improve safety and workforce development.

The Research Manager, in consultation with the Chair, will prepare the Agenda in the following order:

**A. Welcome and Apologies**

**B. Confirmation of the Minutes of the Previous Meeting**

Members must be satisfied as to the correctness of the Minutes as a record of the business transacted at a meeting, including;

- decisions made
- matters which require action or follow-up, and
- developments about which reports should be forthcoming

Note: see separate section under Item 4 following as to the process for clearing Minutes of Meetings. The minutes will remain in draft form until they have been confirmed at the following meeting, at which time the Chair shall sign them as a true and correct record.

**C. Business Arising from the Minutes**

An Action List will be prepared by the Research Manager and incorporated as an attachment to the minutes of a meeting. It will summarise all actions arising from the meeting for easy reference under the following four headings:

- action item
- date raised
- person responsible
- status

The Status section will provide either a concise report on the item (i.e. "actioned" or "awaiting advice from X", or will refer to a specified Agenda Item for consideration later in the meeting.

**D. Correspondence**

A list of correspondence received by the Research Council will show:

- what was received
- how it has been handled
- any advice may be sought from the Council

The processing of correspondence between meetings will be a matter of judgement by the Research Manager in consultation with the Chair.

However, efficiency of business will be the guiding principle.

Correspondence sent by the Chair or the Executive Officer on behalf of the Council will be separately listed.

**E. Business Items**

The order in which business items are dealt with should take into account:

- business items arising from the previous meeting, and

- possible effect on later agenda items

Business items should be structured logically, and the sequence of items should not be changed unless doing so will be beneficial.

Business items listed for discussion will be accompanied by a covering page prepared by the Research Manager in the format of:

- Issue
- Background
- Discussion
- Recommendation

Covering pages and attachments will be circulated with the final agenda 5 days before a meeting. Significant new information or background documentation directly relevant to a Business Item must be included with this final circulation.

Variations/amendments to such items or replacement submissions tabled on the day of a meeting will only be accepted if the Council considers the matter to be important.

Under no circumstances will the Council accept the tabling of research applications or pre-proposals inside the 5 day rule or on the day of a Council meeting – this is particularly relevant where advice is being given to FRDC or other stakeholders.

Additional information will be dealt with under “Other Business”.

#### **F. Other Business**

This item provides for preliminary consideration of unexpected, fresh and/or important business. It enables up-to-date information on matters of interest to be presented at the time rather than waiting until next meeting. Unless there is Council consensus, no decisions should be made in relation to items raised under Other Business.

#### **G. Next Meeting**

Prior to the closing of a meeting, the Council will discuss and agree upon the time for the next meeting.

### 3. Rules of Debate

Adherence to conventional rules of debate provide the Chair and Council with confidence that meetings will be conducted in an orderly fashion, with good manners and common decency. Everyone present is required to act respectfully, has the right to be heard fairly and acknowledges Chatham House Rule. It is important for all members to appreciate the business of a meeting will be expedited by their personal observance of the general rules of debate and support for the maintenance of order.

#### 4. Minutes

Minutes of Council meetings are the official and permanent written record of the business transacted at a meeting. They are an accurate and objective account of the proceedings of a meeting.

Minutes need to be

- concise
- lucid
- free from any ambiguity or uncertainty, and
- explicit, particularly where significant detail is involved.

As a general rule, minutes should be expressed in words, phrases and sentences, and be free from errors. They should be without cliché's, jargon and fashionable words. Any acronyms used shall be clarified in the first instance of their use.

The minutes for the council will include:

- The date and place of the meeting
- Apologies
- The names of those in attendance, including any observers
- Reference to the previous Minutes and the signing of them as a true and correct record of the proceedings of that meeting by the Chair
- A record of Agenda items discussed, including agreements reached and action required
- The Council's decisions in respect to any declared conflicts of interest
- The date and time for the next meeting, and
- The time the meeting closed

To ensure Council members are able to provide quality input to Minutes of a meeting whilst discussion is still fresh in their minds, the Research Manager will process the Minutes as follows:

- a. a first draft of the minutes will be provided to the Chair for initial clearance as soon as possible after the conclusion of a meeting
- b. the minutes (still as a draft) will then be circulated to all Council members (preferably by email) within five working days of a meeting
- c. Council members who attended the meeting will provide any comments on the draft Minutes back to the Research Manager within five working days of the draft Minutes having been circulated
- d. The chair will prepare a brief summary of the meeting within 10 working days of the meeting for distribution to industry, FRDC and other stakeholders

- e. the revised draft Minutes will be distributed to all members as soon as finalised but no later than 15 working days following the meeting, and
- f. the draft minutes and accompanying Action List will be forwarded with the Agenda for confirmation at the next meeting.

If there is disagreement over the content of the draft Minutes, it will be brought to the attention of Members at the next Council meeting by the Research Manager, where the matter will be discussed and resolved by the full Council.

The confirmed Minutes of Council meetings will be the official written record of discussion and will be restricted to members of the Council, ASBTIA and the FRDC.

#### 5. Attendance by Observers

People with particular skills, knowledge or expertise may be invited from time to time to provide input to specific agenda items at the discretion of the Chair where he/she deems it consistent with the efficient and effective operation of the Council. However, as a general rule, this attendance should be limited to the extent necessary to provide for the effective management of business before the Council.

Persons wishing to attend the meeting as an observer for the purposes of informing themselves as to how the Council operates will be welcome to do so, provided they clear their attendance with the Chair prior to a meeting being held and their attendance does not compromise the consideration of business items under discussion.

#### 6. Quorum

The quorum for a Council meeting will be the majority of its members.

#### 7. Conflict of Interest

It is important for the Council to have an objective and transparent process in considering its advice on applications for R&D funding. Because of the composition of the Council, there will be occasions where a member will most likely have a direct pecuniary (i.e. where an individual member or company for whom they are employed is likely to receive funding as a result of a R&D application) interest in an R&D application.

Where such a conflict arises, the Member must, as soon as the Member has knowledge of such a conflict, disclose the nature of the interest to the Council. The particulars of such a disclosure must be recorded in the minutes.

For the purposes of deciding whether the member should remain for the discussion of the R&D application, that member who has a direct pecuniary interest in a matter to which the disclosure relates must leave the room until the rest of the Council makes a determination. Where the member, via his

employment, has a direct pecuniary interest in the matter (i.e. is likely to receive funding as a result of an R&D application being recommended), he/she can only be present to answer any questions or clarifications of Council members, but otherwise must not be present during any deliberation of the Council with respect to the matter, or take part in any decision of the Council with respect to the matter.