



## MEETING POLICY

### 1. SCOPE

This policy applies to all board members, employees, members, and stakeholders who attend meetings organized by Eastern Ontario Soccer.

### 2. DEFINITIONS and ABBREVIATIONS

- **EOS** for Eastern Ontario Soccer
- **Member** refers to any EOS Member as defined by EOS Articles and Bylaws

### 3. PURPOSE

This policy establishes meeting conduct, frequency, and EOS guidelines to ensure that meetings are productive, inclusive, efficient, and aligned with organizational goals. The EOS Articles and Bylaws also contain meeting rules and take priority over this policy.

### 4. POLICY

#### a. SCHEDULING AND NOTIFICATION

- i. Before scheduling, consider whether the meeting is essential. Use emails, chats, or collaborative tools for updates or non-critical discussions.
- ii. All meetings must include a clear agenda circulated at least 24 hours before the meeting
- iii. Meeting invitations will include the date, time, and place of the meeting or include the meeting link if the meeting is remote

#### b. FORMAT

- i. All meetings will be conducted in accordance with Robert's Rules of Order
- ii. All meetings will begin with a review of the agenda
- iii. All meetings will end with a review of the meeting and an understanding by all participants of what will happen next and what their responsibilities are
- iv. The meeting will be purpose-driven and follow the agenda unless all in attendance agree to change it
- v. Meetings held remotely will use approved meeting software
- vi. Meetings that require minutes will follow the EOS Meeting Minutes Guidelines, which are attached to this policy as Appendix A

**c. ATTENDANCE**

- i. Invite only those whose roles are critical to the discussion or decision-making to respect everyone's time
- ii. Participants must confirm attendance and notify the organizer in advance if they cannot attend
- iii. Members must register one person as representative, speaker, and voter for all Member Meetings no later than seven days before the meeting. One other Club Member may be a silent observer with the approval of the Chair.

**d. CONDUCT**

- i. Meetings must start and end on time. Participants should join five minutes early to ensure a prompt start
- ii. All participants are expected to contribute constructively and stay engaged during the meeting
- iii. Members are expected to treat one another with respect, allowing for all diversity of opinions
- iv. Members will not monopolize conversations. Once an individual has spoken on a subject with one or two points, as permitted by the Chair, they may not speak again unless everyone else has had an opportunity to talk, and at the pleasure of the Chair
- v. The Chair will ensure a diversity of opinions has the opportunity to be expressed
- vi. Discussion will adhere to the agenda topics and will not stray into other topics
- vii. Participants must not be driving a vehicle while attending virtual meetings
- viii. Cameras should remain on for remote meetings unless otherwise agreed upon
- ix. Participants should be in a place where they can sit or stand relatively still to minimize distraction
- x. Use mute when not speaking during remote meetings to minimize distraction
- xi. Any disputes arising during meetings will be resolved by the Chair or at the Chair's request by the participants by vote

**e. TOOLS and TECHNOLOGY**

- i. Approved technologies for hosting meetings are Zoom, Microsoft Teams and Google Meet, Zoom being the default
- ii. All participants will check their technology in advance of the meeting to avoid delays
- iii. Meetings may be recorded by EOS for verification purposes only. Recordings will not be shared and will be destroyed after minutes or notes have been created. Participants may not record meetings

**f. FOLLOW-UP**

- i. Minutes will be taken at Board and Committee meetings and shared with the respective meeting members within 48 hours of the meeting



- ii. Minutes will be taken at Members' meetings and shared with Members within twenty-one days of the meeting
- iii. Notes will be taken at all other meetings and will be shared with the attendees within 48 hours of the meeting
- iv. Action items and deadlines will be included in minutes and notes with the individual or group responsible for the action identified

## 5. ROLES AND RESPONSIBILITIES

### a. ORGANIZER

- i. Prepare and share the agenda.
- ii. Ensure everyone required at the meeting is invited to attend
- iii. Assign a minute or note-taker
- iv. Share the minutes or notes of the meeting
- v. Ensure appropriate follow-up on actions and decisions

### b. CHAIR OR FACILITATOR

- i. Keep the meeting focused and on track
- ii. Address any disruptive behaviour professionally and according to Roberts Rules of Order

### c. PARTICIPANTS

- i. Review the agenda beforehand.
- ii. Respect others' time by staying concise and relevant
- iii. Ensure that meeting technology is working properly before the meeting
- iv. Arrive at the meeting five minutes early to avoid delays

## 6. BREACH OF POLICY

Adherence to this policy is mandatory. Violations may result in removal from the meeting, member sanctioning or disciplinary action.

## 7. APPROVALS and REVIEW

VERSION	AUTHOR	DATE	REASON FOR CHANGE
1.0	V Lowe	November, 2024	First draft
1,1	V Lowe	December 19, 2024	Approval

## APPENDIX A

### EOS MEETING MINUTES GUIDELINES

#### 1. OVERVIEW

Under the Ontario Not-for-Profit Corporations Act (ONCA) 2010, incorporated not-for-profits are required to maintain minutes of meetings. These include the minutes of meetings of members and any committee members, as well as minutes of meetings of Directors and any committee Directors.

Minutes are the official and legal record of meetings and provide a record of the decisions made. As such, they need to be precise and accurately record any resolutions, actions or business proposed and what was decided. At a minimum, the minutes should include a record of the meeting details (date, time, location, and participants) and capture every critical decision and motion voted upon. *Minutes are not meant to be a meeting transcript and should never be verbatim documentation of all comments or statements.*

Minutes can also be used to create future agendas, inform actions to be undertaken, act as reminders for decisions made, and help ensure that attendees uphold their duties and commitments.

#### 2. SKILLS REQUIRED OF MINUTE-TAKERS

- Critical listening
- Ability to summarize in writing
- Organizational knowledge sufficient to follow the progress in the meeting
- Confidence to speak up to clarify the subject under debate (motions) or the actions to be taken
- Knowledge of what is required to be entered into the minutes
- Basic knowledge of parliamentary procedure

#### 3. MINUTE-TAKING PROTOCOL

It is important to recognize that the protocol(s) for preparing for a meeting and taking minutes may vary depending on the type of meeting (board/members/committee/etc.). Prepare for every kind of meeting accordingly.

##### a. Before the Meeting

- Establish a timeline of important deadlines that comply with EOS governing documents and ensure that these deadlines are met
- For member meetings, coordinate a registration process
- Review the agenda and any relevant materials provided
- Ensure that the necessary recording equipment or software is available and functional and that all other required supplies are available (pens and paper, copies of key corporate documents including Bylaws, previous minutes, other relevant materials, and procedural resources, etc.).
- Set up the meeting room or virtual meeting space appropriately (e.g., seating, front table, podium for the Presiding Officer, microphones, presentation screen, power sources, extension cords, etc.).

- For larger/significant meetings, a rehearsal may take place to organize the necessary logistics

#### **b. During the Meeting**

##### **Attendance and Call to Order**

- Record or register attendees; prepare a registration desk if required
- Begin by recording the meeting's date, time, and location. Note the names of all individuals present, including staff or guests.
- In the case of board or committee meetings, specify if any members are absent
- Indicate the name of the Presiding Officer (Chair) and the Recording Secretary
- Note the presence or absence of a quorum (Statement of Quorum)
- Record the specific time that the meeting was called to order
- Record any declarations of conflict of interest (if any are declared)

##### **Approval of Previous Minutes**

- Record any official corrections or amendments made to the previous meeting minutes, as agreed upon by the assembly (members present)
- Note the approval of the minutes by the assembly (as voted upon or by unanimous consent).
- Post-meeting, circulate the revised minutes that were approved

##### **Agenda Items**

- Work with the Chair to determine the agenda. When the agenda is pre-determined, follow that prescribed list. Include any additions to the agenda as instructed by the Chair
- Check the previous meeting minutes. Note any 'Unfinished Business' of the prior meeting, which may include motions that were postponed, referred to, or not addressed due to early adjournment
- Note any reports to be presented by committees, officers, staff members, or guests
- Record each agenda item discussed during the meeting in the order in which it was discussed

##### **Motions and Resolutions**

- Record the exact wording of all motions and resolutions proposed during the meeting
- Include that a motion was 'moved' by [NAME] and 'seconded.' Although it is not required, you may also include the name of the seconder for each motion
- In some instances, it may be reasonable for information purposes to include a summary of the rationale or discussion points related to a motion proposed
- Specify whether each motion/resolution was adopted (carried), rejected(defeated), or delayed via a procedural motion for further discussion
- Motions to amend any adopted main motion are also included in the minutes. Proposed amendments that are defeated are not included
- Minutes should also include any points of order, points of privilege, and the Chair's rulings. Appeals on those rulings are also included within the minutes

- For elections, note the names of all valid individuals who were nominated and accepted the nomination
- It is recommended to keep a separate document of resolutions only

### **Voting Record**

- Document the results of all votes taken during the meeting – noting that unless the EOS governing documents prescribe otherwise, the only result that should be documented is whether the vote was carried or defeated. The number of votes for, against, and abstentions should not be included, nor should the voters' names be included (unless it is a recorded vote). All that matters is the majority will of the voting assembly (or any higher vote threshold required for a particular motion). This is particularly important at the Board level as the Board speaks with one voice, and the majority makes decisions
- For elections, identify the result as announced by the Chair (names of persons elected and to what position)
- Note any conflicts of interest disclosed by participating members and the actions taken to address them

### **Discussion Highlights**

- In general, the debate on a motion is NOT intended to be included in the minutes. It is optional to summarize critical points of discussion or concerns raised, for information purposes
- The names of individuals speaking in debate/discussion should NOT be listed
- Note any actions or follow-up tasks assigned to specific individuals
- Note the date, time, and location of the next meeting (if known).
- Note the time of adjournment.

## **c. AFTER THE MEETING**

### **Review and Finalize**

- Review the draft minutes for accuracy and completeness. An optimal window of 48 hours is within which to ensure that the memory of events is appropriately recorded.
- Circulate to the Presiding Officer and board/staff for review before distribution. Incorporate any additional notes or clarifications provided
- Ensure that the minutes reflect the tone and spirit of the meeting while remaining objective, concise, and factual

### **Distribute**

- Distribute the finalized minutes to all relevant members (board/committee minutes to board, member minutes to board and members) and relevant stakeholders within a reasonable timeframe after the meeting
- Post finalized minutes online if applicable. For member meetings, the minutes finalized by the board can be posted as draft, subject to member approval

- Encourage members to review the minutes and provide feedback or corrections if necessary.
- In some instances, the Chair/President and the Secretary may also sign the minutes

#### **File and Archive**

- Maintain a well-organized filing system for securely storing meeting minutes and other board-related documents. The minutes should be accorded the same security measures as other official EOS records
- Minutes should be organized according to the type of meeting and the chronology in which the meetings take place
- Ensure compliance with any legal or regulatory requirements regarding the retention and accessibility of corporate records

#### **4. COMMON MINUTE-TAKING MISTAKES**

- Failing to track who was present, absent, excused
- Failing to document quorum
- Documenting verbatim everything that was said
- Waiting too long to draft and circulate minutes
- Not maintaining a reliable document management system
- Not destroying recordings/notes of the minutes. The final approved version should be the only version

#### **5. CONFIDENTIALITY/ACCESSIBILITY**

Board minutes are generally confidential, and access can be restricted to other board members. However, because they are a legal document, they may also be accessed by:

- Courts/Litigation
- Auditor
- Other regulators
- CRA/government ministries

#### **6. ERRORS**

If an error is spotted in the board minutes before, they are finalized and circulated, the secretary can amend them. If the error is spotted after approval, the Secretary should notify the board, correct it, and re-circulate the minutes. The assembly should approve additional corrections to committee and member meeting minutes at future meetings

#### **7. IN-CAMERA SESSIONS**

Minutes must still be taken during in-camera sessions. The same principles of minute-taking should apply (note resolutions/motions, avoid verbatim transcription). Matters of confidentiality are not included in the minutes. They may be shared internally, with the formal result of any matter considered in-camera being noted in the minutes.