



# Guidance on Meetings of Committees of Management, Annual General Meetings and other General Meetings during coronavirus (COVID-19) restrictions

The Registered Organisations Commission (**ROC**) recognises that the coronavirus (COVID-19) pandemic and the associated government restrictions on gatherings, may temporarily affect the ability of organisations and their branches to hold committee of management meetings, an annual general meeting (AGM) or other meetings of members.

This issue is important where particular decisions or actions can only be taken with the approval of a meeting of a particular body within the organisation. All organisations must comply with the relevant State or Commonwealth government restrictions in relation to not holding in-person gatherings or any other social distancing measures.

## Types of meetings that may be held

It is the ROC's view that during the pandemic attendees of meetings may be present or participate by way of technology, as long as the technology enables social interaction and a 'meeting of the minds'. For example, a video conference or telephone conference or live streaming is likely to meet this criteria, whereas a series of emails may not.

The ROC therefore supports the holding of meetings using appropriate technology, unless your rules prohibit it.

The use of technology to hold meetings still needs to provide members with a reasonable opportunity to participate in the meeting. This includes:

- members being able participate in debate and ask questions, for example, of the auditor and about the management of the organisation
- the ability to give their views and move amendments; and
- voting (and the recording of votes) being done in such a way as to ensure results are accurate, for example electronically rather than by a show of hands.

Organisations should make an assessment of their meeting-related technologies in advance of holding the meeting and consider whether it adequately addresses these conditions.

The ROC understands the benefit of organisations using technology to hold meetings in the current circumstances, to ensure the ongoing democratic control of organisations, including having members vote by proxy (if permitted) and/or participating electronically – provided that the rules of the organisation do not prohibit it. In this regard you should consult your rules, which will include requirements regarding the manner of summoning meetings of



members of the organisation and its branches, and meetings of the committees of the organisation and its branches.

### **Notice of meeting**

If you have already sent a notice about your meeting and you have to provide additional information to inform people how they can participate using technology, the ROC supports this. Organisations should however not proceed with a meeting that does not comply with strict social distancing restrictions or will not allow participants a reasonable opportunity to participate in the meeting.

### **Status of such meetings**

The ROC considers that in the current circumstances, the Fair Work (Registered Organisations) Act 2009 (**RO Act**) does not prevent the holding of meetings using technology, provided that an organisation's rules do not restrict meetings being held in this way.

Organisations should consider whether their rules do not prohibit the holding of meetings using technology.

Organisations that are concerned about the validity of meetings using technology may wish to seek legal advice in relation to their rules.

If your organisation's rules prohibit the use of technology to conduct meetings, you may wish to, at a future date, consider rule changes to allow it.

The ROC may also be able to provide assistance if organisations have concerns about these issues.