

NA-005 Meetings:

Notice of Meetings: The Board will meet at least twice each year, with additional meetings called as necessary to conduct the business of the Board. Members will be notified in writing, which may be electronic, including an agenda and any associated papers. Meetings may be by tele-conference, however a minimum of one meeting each year shall be face to face.

Members may call meetings: Additional meetings may be called by members if more than half of the current Board members notify the Secretary in writing that they wish a meeting to be held and the agenda of that meeting.

Standard Meeting Agenda:

1. Opening
2. Apologies and Proxies
3. Acceptance of the agenda, including additional items
4. Disclosures of interest
5. Acceptance of previous minutes
6. Business arising from the minutes and not included in the main agenda
7. Correspondence in / out
8. Chairman's report
9. Financial report
10. Sub-committee reports (if required)
11. General business
12. Election of officials or representatives (if required)
13. Agreed actions
14. Schedule of next meeting / Close

Minutes: Minutes are taken at all Board meetings. Sub-committees will take minutes if requested by the Chairman. The minutes shall be of sufficient detail to show the reader how a Board decision was made. Minutes are posted on the Board's web site.

Quorum: A quorum shall comprise of any two of the elected officials (Chairman, Deputy Chairman and Secretary) and any four of the ordinary members. Where the elected Board is less than twelve members, the number of ordinary members needed for a quorum is reduced by one for each two members that the Board is less than twelve. Where all three elected officials are present, one may be regarded as an ordinary member for the purposes of a quorum.

Where only one of the elected officials is present, the second position of elected official may be filled by any present immediate past elected official. This person ceases to be regarded as an ordinary member for the purpose of the meeting, and the ordinary member quorum requirements are to be made up of remaining members present.

Matters Resolved by Ballot: Each member has one vote with the Chairman having a second vote if required to resolve an impasse. Proxies granted by one member to another must be in writing on company letterhead.

Guests: Guests attend a meeting by Board invitation for a stated purpose, such as to present a report, provide advice or otherwise contribute to the Board's business. Even attending as an observer should have a purpose that is acceptable to the Board. Guests are to give an undertaking to follow the direction of the Chairman in regard to conflicts of interest and observing confidentiality. The following conditions apply;

1. A majority of the members agree to the guest attending
2. Sufficient notice be given to members to allow due consideration.
3. The purpose for the guest attending must be clearly stated.
4. The Board may impose conditions.
5. The guest's participation in the business of the meeting is limited to the purpose noted in 3, unless otherwise permitted by the Board.