



**WHITEHORSE MANNINGHAM  
REGIONAL LIBRARY CORPORATION**

## **LOCAL LAW NO 1**

# **MEETING PROCEDURES AND USE OF THE COMMON SEAL**

Adopted by the Library Board 24 February 2010

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**WHITEHORSE MANNINGHAM REGIONAL LIBRARY  
CORPORATION**

**LOCAL LAW NO. 1**

**MEETING PROCEDURES**

**AND**

**USE OF THE COMMON SEAL LOCAL LAW**

**PART A**

**PRELIMINARY**

**1. TITLE**

- 1.1 This Local Law is the Whitehorse Manningham Regional Library Corporation Meeting Procedures and Use of the Common Seal Local Law No. 1 and is referred to below as this Local Law.

**2. OBJECTIVES OF THIS LOCAL LAW**

- 2.1 The objectives of this Local Law are:
- a. to provide for the administration of the Corporation's powers and functions;
  - b. to regulate and control the use of the Common Seal of the Corporation;
  - c. to regulate and control the election of Chairperson and Deputy Chairperson;  
and
  - d. to regulate and control the procedures of meetings of the Corporation.

**3. POWER TO MAKE THIS LOCAL LAW**

- 3.1 This Local Law is made under the provisions of Part 5 and section 197F of the *Local Government Act 1989*.

**4. OPERATIONAL DATE OF THIS LOCAL LAW**

- 4.1 This Local Law operates from the day following publication in the Victoria Government Gazette.

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**5. DATE THIS LOCAL LAW CEASES OPERATION**

5.1 Unless this Local Law is revoked sooner, its operation will cease ten years after it became operative.

**6. DEFINITIONS**

6.1 In this Local Law, the words listed below have the meaning indicated:

<b>Words</b>	<b>Meaning</b>
Act	The <i>Local Government Act</i> 1989.
Agenda	The notice of a meeting setting out the business to be transacted at the meeting.
Agreement	The agreement to form the Whitehorse Manningham Regional Library Corporation or any Supplementary Agreement.
Authorised Officer	A person appointed as an authorised officer pursuant to this Local Law and section 224 of the Act.
Board	Pursuant to section 196(7) of the Act, the governing body of the Corporation.
Board Member	Any person appointed to the Library Board in accordance with the Agreement.
Business Day	A day which is not a Sunday, Saturday or public holiday.
Chairperson	The Chairperson of the Board and includes the Deputy Chairperson.
Chief Executive Officer	The Chief Executive Officer appointed by the Board from time to time, or any person acting as Chief Executive Officer.
Clause	A clause of this Local Law.
Committee	A committee appointed by the Board.
Common Seal	The Common Seal of the Corporation.
Corporation	The Whitehorse Manningham Regional Library Corporation.
Councillor	A Councillor of a Council being a party to the Agreement.
Deliver	Includes transmission by facsimile or electronic mail.

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Formal motion	A motion related to a formal procedure and includes the following: <ul style="list-style-type: none"> <li>a. that the motion be put;</li> <li>b. that the question lay on the table;</li> <li>c. that the meeting proceed to the next business;</li> <li>d. that the question be not now put;</li> <li>e. that the motion and amendment now before the meeting be adjourned; and</li> <li>f. that the meeting be adjourned.</li> </ul>
Meeting	A meeting at which the Chairperson is elected, an Ordinary Meeting and a Special Meeting of the Board.
Offence	An offence against this Local Law.
Ordinary Meeting	An Ordinary Meeting of the Board.
Part	A Part of this Local Law.
Party	A signatory to the Agreement or any Supplementary Agreement.
Penalty Unit	A Penalty Unit as defined in Section 5 of the <i>Sentencing Act 1991</i> and in the <i>Monetary Units Act 2004</i> .
Special Meeting	A meeting of the Board convened pursuant to Clause 26.

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## **PART B**

### **USE OF THE COMMON SEAL**

#### **7. PURPOSE**

- 7.1 The purpose of this Part is to regulate the use of the Common Seal and to prohibit unauthorised use of the Common Seal or any device resembling the Common Seal, as required by Section 5 (3) (b) of the Act.

#### **8. USE OF THE COMMON SEAL**

- 8.1 The Common Seal of the Corporation must be used only by resolution of the Board.

#### **9. SIGNATURE TO ACCOMPANY THE COMMON SEAL**

- 9.1 The Chairperson (or in the absence of the Chairperson, the Deputy Chairperson or any Member) and the Chief Executive Officer (CEO) must sign every document to which the Common Seal is affixed.

#### **10. UNAUTHORISED USE OF THE COMMON SEAL**

- 10.1 It is an offence for a person to use the Common Seal or any device or representation resembling the Common Seal without authority given by resolution of the Board.

Penalty: Ten (10) penalty units.

#### **11. SECURITY OF THE COMMON SEAL**

- 11.1 The CEO must keep the Common Seal in safe custody.

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## **PART C**

### **ELECTION OF THE CHAIRPERSON AND DEPUTY CHAIRPERSON**

#### **12. PURPOSE**

- 12.1 The purpose of this Part is to regulate the proceedings for the election of Chairperson and Deputy Chairperson.
- 12.2 Only a Member who is a Councillor shall be eligible to be elected as Chairperson or Deputy Chairperson.

#### **13. CHAIRPERSON**

- 13.1 At the commencement of the meeting to elect the Chairperson, the CEO shall call for nominations for a temporary Chairperson.
- 13.2 Nominations shall be accepted only from members who do not intend to nominate for the position of Chairperson.
- 13.3 If only one nomination is received, the CEO shall declare the nominee elected as temporary Chairperson.
- 13.4 If more than one nomination is received, the procedures set out in sub clause 13.8 (b), (c) and (d) shall be followed.
- 13.5 The temporary Chairperson shall take the chair.
- 13.6 The temporary Chairperson shall call for nominations for Chairperson.
- 13.7 The Member who receives the majority of votes cast must be declared elected.
- 13.8 For the purpose of sub-clause 13.7, the following will apply:
  - a. where only one nomination is received, that Member must be declared elected; or
  - b. where two nominations are received, the Member with the majority of votes cast must be declared elected; or
  - c. where there are more than two nominations received, the candidate with the fewest number of votes cast must be eliminated (and if more than one of them, the candidate determined by lot) and the names of the remaining candidates must be put to the vote again. This procedure must continue until there are only two candidates remaining; and
  - d. if at any time during the process of electing the Chairperson there is an equal number of votes cast then the election must be determined by lot.
- 13.9 Upon election, the Chairperson shall take the Chair.

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13.10 If the Board resolves to appoint a Deputy Chairperson the provisions contained in this Part for the election of the Chairperson will apply to the election of the Deputy Chairperson.



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## **PART D**

### **PROCEDURE AT BOARD MEETINGS AND MEETINGS OF SPECIAL COMMITTEES**

#### **14. PURPOSE**

14.1 The purpose of this Part is to regulate proceedings at all meetings of the Board and of Special Committees.

#### **15. QUORUM**

15.1 A quorum is formed when a majority of the Members are present at a Board meeting.

#### **16. AGENDA**

16.1 The CEO must deliver to each Member a copy of the Agenda for an Ordinary or Special Meeting, not less than 48 hours before the meeting is to be held.

#### **17. ORDER OF BUSINESS**

17.1 The order of business will be determined by the CEO to facilitate and maintain open, efficient and effective processes.

#### **18. RECORDING OF PROCEEDINGS**

18.1 The CEO or the Officer authorised by the CEO shall record in the minutes of each meeting:

- a. the place, date and time of the meeting;
- b. the names of all Members present;
- c. the names of all Members to whom leave of absence was granted;
- d. arrivals and departures including temporary departures, of Members during the course of the meeting;

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- e. all declarations of conflict of interest by Members;
  - f. each motion and amendment moved, including motions and amendments withdrawn by consent of the Board or which lapse for want of a seconder;
  - g. each motion put to the vote;
  - h. the vote cast by each Member on each division called; and
  - i. the failure of a quorum.

## **19. CONFIRMATION OF MINUTES**

19.1 At each Ordinary Meeting, the Board must:

- a. pass a motion to confirm the minutes of the previous Ordinary Meeting and all other meetings held since the previous Ordinary Meeting, if a copy has been posted or delivered to each Member not less than 48 hours before the meeting; or
- b. require the minutes to be read prior to the passing of a motion to confirm them, if a copy has not been posted or delivered to each Member not less than 48 hours before the meeting.

19.2 The Board must not discuss the contents of the minutes except as to their accuracy as a record of proceedings.

19.3 The Chairperson must sign the minutes when they have been confirmed.

## **20. MOTIONS**

20.1 At each Ordinary Meeting, motions must be:

- a. within the powers and functions of the Board;
- b. related to an item of business on the agenda or before the meeting; and
- c. clear and unambiguous and not defamatory or objectionable in content or nature.

20.2 The Chairperson must refuse to accept a motion or amendment which conflicts with Clause 20.1.

20.3 The Chairperson may require motions to be put in writing.

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## **21. PROCEDURE FOR MOVING MOTIONS AND AMENDMENTS**

- 21.1 The mover must state the subject and nature of the motion or amendment.
- 21.2 The Chairperson must call for a seconder.
- 21.3 If there is no seconder to a motion or amendment, the Chairperson must declare the motion or amendment to have lapsed.
- 21.4 The Chairperson must call upon the mover of a motion to speak to the motion after it has been seconded.
- 21.5 The Chairperson must call upon the seconder of a motion to speak to the motion after the mover has spoken.
- 21.6 The Chairperson must call upon any other member who may wish to speak against the motion, to speak after the mover and seconder of the motion have spoken to the motion.
- 21.7 The Chairperson may put the motion to the vote or may call upon any other Member to speak if no Member has indicated an intention to speak against the motion.
- 21.8 Any Member except the mover or seconder of the motion may move or second an amendment to the motion.
- 21.9 A Member, who has the right to speak in reply, may speak once on a motion.
- 21.10 The mover of an amendment has no right to speak in reply.
- 21.11 The Chairperson or the Board by resolution may permit a Member to make a personal explanation or to claim that he or she has been misrepresented or misunderstood.
- 21.12 Any Member may call for a point of order during a debate whether or not he or she has spoken to the motion. A Member who calls a point of order retains the right to speak to the motion.
- 21.13 The consent of the Meeting must be obtained to withdraw a motion or amendment.
- 21.14 The Meeting must not consider a second or subsequent amendment until it has dealt with any previous amendment.
- 21.15 The Chairperson must put the motion or amendment to the vote immediately after the mover of the motion has spoken in reply.
- 21.16 A Member must not move a motion to initiate a subject for discussion except by giving notice of motion or unless the Board consents to the introduction and consideration of the subject matter as urgent business.

## **22. FORMAL MOTIONS**

- 22.1 Unless otherwise prohibited, a formal motion may be moved at any time and upon being seconded, must be dealt with immediately by the Chairperson.

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- 22.2 The mover of a formal motion must not have moved, or seconded the motion before the Chair or any amendment of it.
  - 22.3 A formal motion cannot be moved by the Chairperson.
  - 22.4 Unless otherwise provided, debate on a formal motion is not permitted and the mover does not have a right of reply.
  - 22.5 Other than in relation to the time, date and place of a proposed adjournment, a formal motion cannot be amended.

### **23. GENERAL BUSINESS**

- 23.1 Members may raise items of General Business without notice to other members relating to an issue, providing that a resolution to act on the issue is not accepted, other than to receive the information or to seek further information or a report.

### **24. URGENT BUSINESS**

- 24.1 The Meeting may, by resolution, consent to the introduction and consideration of urgent business.

### **25. NOTICES OF MOTION**

- 25.1 Members must give notices of motion in writing to the CEO in sufficient time to allow him or her to deliver the notices to all Members at least 48 hours prior to the meeting for which notice was given.

### **26. SPECIAL MEETINGS**

- 26.1 A Special Meeting must be called by the CEO on the request of the Chairperson or any four members of the Board.
- 26.2 A notice requesting the CEO to call a Special Meeting shall be submitted to the CEO at least seven clear business days before the proposed date of the meeting.
- 26.3 If the CEO receives a request pursuant to sub clauses 26.1 and 26.2, the CEO must send a notice of such Special Meeting to each Board Member at least two clear business days before such meeting.

### **27. REVOCATION OR ALTERATION OF PREVIOUS RESOLUTIONS**

- 27.1 A notice of motion to consider revoking a resolution of the Board may only be considered at a Special Meeting.

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- 27.2 A Member may propose a motion to amend or rescind a previous resolution of the Board provided:
- a. the resolution has not been acted upon; and
  - b. the notice of motion is signed by two (2) Members and delivered to the CEO no later than 72 hours following the meeting of the Board at which the motion proposed to be rescinded or altered was adopted.
- 27.3 No action will be taken to implement a resolution on which a notice to rescind or alter the resolution has been given pursuant to Clause 27.2.
- 27.4 A Board resolution which has been acted upon cannot be revoked.
- 27.5 The CEO shall not accept a notice of motion to revoke a resolution which has been acted upon.
- 27.5 Revocation motions are to be lodged in the form of Appendix A.

## **28. DEBATE**

- 28.1 The Member acknowledged by the Chairperson is to speak and must not be interrupted unless:
- a. he or she is called to order; or
  - b. his or her speaking time has expired; or
  - c. a point of order is raised; or
  - d. a formal motion is moved.
- 28.2 Members must designate each other by their official titles during debate and throughout the meeting.

## **29. TIME LIMITS**

- 29.1 A Member may speak for no longer than the time specified below, unless the Meeting grants an extension:
- a. the mover of a motion - five minutes;
  - b. any other speaker - three minutes; and
  - c. the mover of a motion exercising the right of reply - two minutes.

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## **30. VOTING**

- 30.1 Members must vote by show of hands when the Chairperson puts a motion to the vote. The Chairperson must declare the result of the vote.
- 30.2 All Members present in the meeting room when a vote is taken must vote once only.
- 30.3 Subject to the Act, the Chairperson must use a casting (second) vote if there is an equality of votes recorded on any motion.
- 30.4 The CEO must record in the Minutes of the meeting the name of any Member who requests that his or her vote be recorded against the motion or amendment.

## **31. DIVISIONS**

- 31.1 A Member may call for a division on any motion after the Chairperson has declared the result.
- 31.2 The Chairperson must first call upon Members to vote in favour of the motion and then upon Members to vote against the motion when a Member has requested a division.
- 31.3 Members must vote by show of hand and the Chairperson must declare the result of the division.
- 31.4 The CEO must record in the minutes of the meeting the names of the Members who voted in favour of the motion and the names of the Members who voted against the motion and the result of the division.

## **32. POINT OF ORDER**

- 32.1 The Chairperson must decide on all points of order.
- 32.2 A Member may take a point of order on the grounds that a matter is:
  - a. contrary to this Local Law;
  - b. defamatory;
  - c. irrelevant;
  - d. outside the Board's power; or
  - e. improper.

## **33. ADJOURNMENT**

- 33.1 A majority of the Members present, or the CEO if no Members are present, must adjourn an Ordinary or Special Meeting for the following reasons:

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- a. If there are insufficient Members present to form a quorum within thirty (30) minutes of the time for which the meeting was called; or
  - b. if, during an Ordinary or Special Meeting, a number of Members leave the meeting room and a quorum cannot be maintained for the remainder of the meeting; or
  - c. if a Member or other person impedes the conduct of the meeting.

33.2 The Board, a majority of Members or the CEO if no Members are present, may adjourn an Ordinary or Special Meeting to a later time on the day for which the meeting was called or for a period not exceeding seven (7) days.

33.3 The CEO must deliver written notice of an adjourned meeting to all Members, except when the meeting is adjourned to a later time on the same day, in which case any form of notice may be given to all Members.

33.4 When a motion to adjourn an Ordinary or Special Meeting is before the Board, the Chairperson must not allow discussion on the motion to adjourn. If the Meeting fails to pass the motion to adjourn, the Chairperson must resume the meeting at the item of business under consideration.

#### **34. DISAGREEMENT WITH CHAIRPERSON'S RULING**

34.1 A Member may move that the Chairperson's ruling be disagreed with.

34.2 A motion under this clause:

- a. shall specify the ruling to be substituted for the Chairperson's ruling;
- b. shall be considered in priority to any other business; and
- c. if carried, shall be acted upon instead of the ruling given by the Chairperson.

#### **35. SUSPENSIONS**

35.1 The Board may suspend from a meeting and for the balance of the Meeting any Member whose actions have disrupted the business of the Meeting and impeded its orderly conduct.

#### **36. SUSPENSION OF STANDING ORDERS**

36.1 Standing orders may be suspended by resolution.

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**37. REMOVAL FROM MEETING ROOM**

- 37.1 The Chairperson, an Authorised Officer, or the Board in the case of a suspension, may have any person removed from the meeting room for reasons of disorderly conduct.

**38. APPLICATION TO COMMITTEES**

- 38.1 The Board may determine the role, membership quorum and voting rights applicable to Committees.
- 38.2 With the exception of the rules limiting the number of times speaking to a motion, the rules relating to revocation or alteration of previous decisions, the application of time limits and urgent business, Part D of this Local Law may be used as a guide to the conduct of meetings of Committees.



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## PART E

### OFFENCES

#### 39. OFFENCES

39.1 It is an offence for:

- a. a Member to refuse to withdraw an expression, considered by the Chairperson to be offensive, and to refuse to apologise after having been requested by the Chairperson to do so;

Penalty: Five (5) penalty units.

- b. any person not being a Member, who is behaving in a disorderly or improper manner, to refuse to leave the meeting room when requested by the Chairperson or by resolution of the Meeting to do so;

Penalty: Five (5) penalty units.

- c. any person to fail to obey a direction of the Chairperson in relation to the conduct of the meeting and the maintenance of order; or

Penalty: Five (5) penalty units.

- d. a Member to refuse to leave the meeting venue upon suspension.

Penalty: Five (5) penalty units.

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This Local Law was made by resolution of the Whitehorse Manningham Regional Library Corporation on 24 February 2010.

**THE COMMON SEAL of the** )  
**WHITEHORSE** )  
**MANNINGHAM** )  
**REGIONAL LIBRARY** )  
**CORPORATION** )  
was affixed hereto in the )  
presence of: )  
)

\_\_\_\_\_Chairperson

\_\_\_\_\_Chief Executive Officer

The Board resolved to give notice of its intention to make this Local Law at its meeting held on 26 August 2009 and this was duly advertised in the Victoria Government Gazette on 21 January 2010 and The Manningham and Whitehorse Leaders on 9 September 2009.

The Board resolved to adopt this Local Law at its meeting held on 24 February 2010..

In accordance with section 197F of the Act, this Local Law was ratified by the Manningham City Council on 30 March 2010 and the Whitehorse City Council on 17 May 2010.

The making of this Local Law was duly advertised in the Victoria Government Gazette on 27 May 2010 and The Manningham and Whitehorse Leaders on 26 May 2010.

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**WHITEHORSE MANNINGHAM REGIONAL LIBRARY  
CORPORATION**

**MEETING PROCEDURES LOCAL LAW**

**REVOCATION MOTIONS**

Notices of revocation must be in the format set out below:

1 It is the intention of \_\_\_\_\_ (Board Member) to move at the Special Meeting of the Board to be held on \_\_\_\_ / \_\_\_\_ /200\_\_ that the resolution of the Board carried on \_\_\_\_ / \_\_\_\_ /200\_\_, viz:

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be revoked and subject to that motion being carried, in its place, we propose to move:

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\_\_\_\_\_  
Signature

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Name

\_\_\_\_\_  
Name

This notice was received by me at \_\_\_\_\_ am/pm on \_\_\_\_ / \_\_\_\_ / \_\_\_\_\_

CHIEF EXECUTIVE OFFICER