



RAMA UNIVERSITY

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FACULTY OF COMMERCE & MANAGEMENT

COURSE: BBA-DM; B.Com 6th SEMESTER

SUBJECT: SECRETARIAL PRACTICES

SUBJECT CODE: BBA603; BCH603

LECTURE: 15

NAME OF FACULTY: DR. H. L. BHASKAR

Lecture-15



Unit IV

Secretarial duties relating to meetings Notice:

(a) The notice of the meeting shall be sent to all the directors in accordance with the provisions of sub-section (3) of section 173 of the Act.

(b) The notice of the meeting shall inform the directors regarding the option available to them to participate through video conferencing mode or other audio visual means, and shall provide necessary information to enable directors to participate through video conferencing mode or other audio visual means.

Intimation for participating in the meeting through video conferencing

(a) A director intending to participate through video conferencing or audio visual means shall communicate his intention to the Chairperson or the company secretary of the company.

(b) If the director intends to participate through video conferencing or other audio visual means, he shall give prior intimation to that effect sufficiently in advance so that company is able to make suitable arrangements in this behalf.

(c) Any director who intends to participate in the meeting through electronic mode may intimate about such participation at the beginning of the calendar year and such declaration shall be valid for one year:

Provided that such declaration shall not debar him from participation in the meeting in person in which case he shall intimate the company sufficiently in advance of his intention to participate in person.

(d) In the absence of any intimation under clause (a), it shall be assumed that the director shall attend the Board meeting in person.

Roll call for the meeting

Rule 3(4) provides that at the commencement of the meeting, a roll call shall be taken by the Chairperson, when every director participating, through video conferencing or other audio visual means shall state, for the record, the following; namely:—

- (i) name;
- (ii) the location from where he is participating;
- (iii) that he has received the agenda and all the relevant material for the meeting; and
- (iv) that no one other than the concerned director is attending or having access to the proceedings of the meeting at the location mentioned in clause (b).

Identification of director before speaking

Rule 3(8) provides that:—

- (a) Every participant shall identify himself for the record before speaking on any item of business on the agenda.
- (b) If a statement of a director in the meeting through video conferencing or other audio visual means is interrupted or garbled, the chairperson or company secretary shall request for a repeat or reiteration by the director.

Objection by director on any motion

Rule 3(9) provides that if a motion is objected to and there is a need to put it to vote, the Chairperson shall call the roll and note the vote of each director who shall identify himself while casting his vote.

Restriction on entry at the meeting place

Rule 3(10) provides that from the commencement of the meeting until the conclusion of such meeting, no person other than the Chairperson, directors, company secretary and any other person whose presence is required by the Board shall be allowed access to the place where any director is attending the meeting either physically or through video conferencing without the permission of the Board.

Agenda: The **agenda** of a meeting is basically the list of subjects or issues to be discussed during a meeting. The **secretary** is also responsible for choosing the location and venue for the meeting. The **secretary** makes sure that the location or venue of the meeting is at an appropriate place. **Proxy:** In the world of meetings **proxy** means a substitute sent by a members to attend a meeting on his behalf. The idea comes from the Companies Act. Sec. 176 of the Act provides that a member of a company is entitled to send another person to attend a meeting and to vote on his behalf. **Motion:** A member either announces it at a **meeting** of the assembly, in which case the **secretary** is to record it in the minutes, or notifies the **secretary** outside of the **meeting**. In either case, the **secretary** is to include notice of the motion in the call of the next **meeting**.

Resolution: A company **resolution** is a formal decision of the company made by the board of directors or by the shareholders of the company. Different matters may require different types of **resolutions** or different levels of approval depending on statutory requirements and provisions in the company's constitutional documents.

Minutes: The **Minutes Secretary** is the person responsible for the taking the **minutes** of the Committee and Annual General Meetings. At the meeting take the **minutes**, making sure all-important issues are moved, seconded and carried.

Duties of a secretary in a meeting

The **secretary's role** in any formal group is to be guardian of the process of **meetings**. They are usually the person who makes the arrangements for the **meetings**, including AGMs, and keeps formal records of the group's process and decisions: the minutes of the **meeting**. This may include keeping records of correspondence.