JUPITER PRIME
Consulting • Training • Advisory
جوبيتر برايم للاستشارات والتدريب

COURSE BROCHURE

Committee Charters, Quorum and Meeting Procedure Training Course

3 – 7 May 2027
Munich

jupiterprime.uk
info@jupiterprime.uk
Registered in the United Kingdom and Saudi Arabia

Committee Charters, Quorum and Meeting Procedure Training Course

Ref: 888_33562 **Date:** 3 – 7 May 2027 **Location:** Munich **Fees:** 5600 GBP

Committee Charters, Quorum and Meeting Procedure is a 1-week training course for board secretaries and committee coordinators who build a committee operating calendar with a matching set of minute templates. As boards delegate more scrutiny to audit, nomination, remuneration and risk committees, each delegated decision depends on a valid mandate, a properly constituted meeting and a defensible record. Jupiter Prime Training offers this course on committee charters, quorum and meeting procedure.

Why Committee Charters, Quorum and Meeting Procedure Matters Now

Three forces now shape committee work: investors and lenders who read committee reports closely, directors who sit on several committees and expect concise papers, and auditors who test whether minutes show real deliberation. A committee that drifts beyond its charter, meets without quorum or records decisions loosely exposes the board to challenge, delays approvals and weakens accountability. The course rests on widely used corporate governance codes and principles, the articles of association of the company, and the delegated authority matrix that links each committee back to the full board.

Who Gains Most from Committee Charters, Quorum and Meeting Procedure

- Those who draft and maintain committee terms of reference and the delegated authority matrix
- Those who prepare agendas, collate papers and circulate meeting packs to committee members
- Those who record deliberations, resolutions and dissent in committee minutes
- Those who keep declarations of interest and advise chairs on recusal
- Those who follow up committee actions and report their status to the board

A corporate secretariat or governance office gains most when several of its coordinators attend together and agree one shared house style for charters, packs and minutes.

Committee Charters, Quorum and Meeting Procedure Capabilities

Participants leave able to run a committee cycle that holds up when a director, auditor or investor asks how a decision was reached.

- Draft a committee charter with clear scope, membership, reporting lines and review cycle — informing the board decision to delegate authority
- Design a forward agenda and annual committee calendar — serving chairs who balance standing items against emerging issues
- Specify quorum, voting and written resolution rules — protecting the validity of each committee decision
- Apply a conflict of interest procedure from declaration to recusal — serving independent members and external reviewers
- Build minute and action log templates that capture deliberation and ownership — serving the board and auditors
- Communicate committee outcomes to the full board through concise reports — informing board oversight

Key Committee Charters, Quorum and Meeting Procedure Terms

- Committee charter — the document setting a committee's purpose, authority, membership, meeting rules and reporting duties to the board.
- Quorum — the minimum number of eligible members who must be present for a meeting to take valid decisions.
- Casting vote — an extra vote held by the chair, used only to break a tie where the charter allows it.
- Written resolution — a decision taken without a meeting, by signed consent of the members the charter specifies.
- Recusal — a member's withdrawal from discussion and voting on a matter where a conflict of interest exists.
- Action log — a running record of each committee decision's owner, deadline and status, reviewed at every meeting.

Committee Charters, Quorum and Meeting Procedure Day by Day

Day 1: Mandates and the Delegation Chain

- Board Delegation Principles — Deciding Which Matters Move to Committees
- Delegated Authority Matrix — Mapping Approval Limits Between Board and Committees
- Standing Committee Types — Audit, Nomination, Remuneration and Risk Mandates Compared
- Articles of Association Review — Confirming the Legal Basis for Each Committee
- Independence Criteria — Setting Membership Rules for Non-Executive Members

Day 2: Drafting the Committee Charter

- Charter Structure — Purpose, Scope, Authority and Reporting Clauses
- Membership and Tenure Clauses — Rotation, Vacancies and Chair Appointment
- Invitees and Advisers Provisions — Controlling Attendance of Management and Experts
- Charter Self-Assessment Questionnaire — Testing Whether the Committee Stays Within Mandate
- Annual Charter Revision Cycle — Presenting Amendments for Board Approval

Day 3: Quorum, Voting and Conflicts

- Quorum Rules and Counting — Handling Late Arrivals and Departures
- Voting Methods and Casting Vote — Recording Unanimity, Majority and Dissent
- Written Resolutions and Remote Attendance — Validating Decisions Outside Meetings
- Declaration of Interests Register — Tracking Disclosures Before Each Meeting
- Recusal Procedure — Managing Conflicted Members During Discussion and Votes

Day 4: Agendas, Papers and Minutes

- Forward Agenda Planner — Balancing Standing Items with Emerging Matters
- Committee Paper Cover Sheet — Stating the Decision Sought and Options
- Pack Circulation Timeline — Giving Members Adequate Reading Time
- Minute Drafting Conventions — Recording Deliberation, Resolutions and Reasons
- Chair Review and Approval of Minutes — Correcting the Record Before Sign-Off

Day 5: Running the Committee Cycle in Practice

- Action Log Design — Assigning Owners, Deadlines and Status Codes
- Committee Report to the Board — Summarising Decisions and Escalations
- Mock Committee Meeting — Applying Quorum, Voting and Recusal Rules Live
- Minute Template Set — Drafting Minutes from the Mock Meeting
- Committee Operating Calendar — Completing the Annual Schedule of Meetings and Reports

Applying Committee Charters, Quorum and Meeting Procedure After the Course

- Run a gap check of one existing committee charter against the clause structure from the course and table the amendments with the committee chair.
- Introduce the cover sheet and action log at the next committee meeting and report open actions to the board in the following cycle.

Committee Charters, Quorum and Meeting Procedure Questions FAQ

What are committee charters, quorum and meeting procedure, and why do they matter now?

They are the rules that give a board committee its mandate and make its decisions valid. They matter now because investors, auditors and directors increasingly test whether committee decisions were properly authorised, constituted and recorded.

Who gains most from committee charters, quorum and meeting procedure skills?

Board secretaries, committee coordinators and governance officers gain most. You will use these skills whenever you draft terms of reference, prepare packs, count a quorum, record a vote or follow up actions after a committee meeting.

How does a course on committee charters, quorum and meeting procedure differ from a board secretary course?

It focuses on committees rather than the full board cycle. A general board secretary course covers board packs and company records broadly, while this one goes deeper into committee mandates, quorum and voting rules, recusal and action tracking.

What do you bring back from committee charters, quorum and meeting procedure training?

You bring back a committee operating calendar and a set of minute templates. Both are drafted during the course and can be adapted to the committees you support in your own organisation.

Committee Charters, Quorum and Meeting Procedure: The Way Forward

The committee operating calendar and minute template set first inform the chair's decision on next year's meeting dates and standing items. Committee secretaries use them to plan packs and record each meeting consistently. After the first full cycle, revisit how well the action log closes items and whether the charter still matches what the committee actually decides.