

## BOARD MEETING MINUTES

The minutes of the Board of Directors is the official record of all action taken and is one of the most valuable documents of the association. Not only is the information legally required, having a consistent record of the actions taken by the Board is paramount to a smooth running organization. Therefore, the procedures as set forth, in accordance with the association's parliamentary authority, will be the guide for all future recorded minutes of the association.

### AGENDA

The Secretary, in consultation with the President, shall agree upon a general standard format for the agenda to be used for all meetings. The agenda may be changed at any time during a meeting with a motion "to suspend the rules" by a 2/3 vote of the board.

#### SAMPLE AGENDA FORMAT

- a) Correction and approval of mminutes as posted
- b) President's Report
- c) Executive Director's Report
- d) Treasurer's Report
- e) Reports of Standing Committees
- f) Reports of Special Committees
- g) Unfinished Business
- h) New Business
- i) Announcements
- j) Setting the date and time of the next meeting
- k) Adjourn

### CONTENT OF MINUTES

The first paragraph of the minutes should contain:

- 1) The kind of meeting (regular, special, adjourned regular, adjourned special).
- 2) The name of the organization.
- 3) The date and time of the meeting and the place, if it is not always the same.
- 4) The fact that the regular chairman and secretary/treasurer were present or, in their absence, the names of the persons who substituted for them.
- 5) The names of all attendees at the meeting and whether or not there was a quorum of Board Members.
- 6) The names of the board members that were absent and if their absence was excused.

## **CORRECTION AND APPROVAL OF MINUTES**

Minutes of the previous meeting along with corrections may be approved by general consent unless there is a dispute over the accuracy of the correction, in which case a vote shall be taken. Any corrections are made within the text of the minutes being approved. The minutes in which the correction was noted indicates only “the minutes were approved as corrected” without specifying the correction made to the previous minutes.

## **TREASURER’S REPORT**

The minutes should state the ending balance from the previous meeting along with the total income and expenses since the previous meeting and the balance on hand to date. A copy of the treasurer’s report should be filed with the minutes and the statement “The Treasurer’s report was filed for audit” should be included.

## **REPORTS OF STANDING COMMITTEES**

Any standing committee reports received shall be in writing and a copy filed with the official minutes. If the board takes any action based on or because of the committee report, the minutes shall include what was done including any motions, amendments to motions, refer to committee, objections, point of order, appeal to the chair, tabled etc. The minutes should also give a brief description of the report as well as any updates not noted in the report.

## **REPORTS OF SPECIAL COMMITTEES**

Any special committee reports received shall be in writing and a copy filed with the official minutes and should follow the same guidelines as standing committees. The Nominating Committee report shall include a list of the candidates nominated and the office to which they were nominated.

## **UNFINISHED BUSINESS**

The secretary shall review the minutes of the previous meeting and place on the agenda any unfinished business. Any action taken by the board on unfinished business shall be recorded in the minutes.

## **NEW BUSINESS**

Board members may contact the Secretary of any new business to be placed on the agenda. A brief summary of discussion and any action taken by the board should be recorded.

## **NEXT MEETING**

The time and date of the next meeting should be recorded in the minutes.

## **ADJOURNED**

The time the meeting was adjourned should be noted in the minutes. Example wording....  
“There being no further business, the meeting was adjourned at 3:00 EST.

## **SIGNATURE**

The Secretary shall sign the official copy of all minutes. A copy of all minutes, along with a copy of all reports relating to the minutes (Committee Reports, Financial Reports, President’s reports) must be filed in the Corporate Record Book (see HSCG Policy *Corporate Record Book*).

## MOTIONS

- ◆ Motions from a committee do not require a second.
- ◆ The name of the person making a motion must be recorded.
- ◆ The name of the person seconding a motion is not required.
- ◆ All motions shall be recorded verbatim.
- ◆ Correct language for recording a motion....
  - A motion was made by Jane Doe to buy a \_\_ for \$1000.00; OR
  - Jane Doe moved to buy a \_\_ for \$1000.00.
- ◆ If a motion is amended, the minutes show only the amended motion. Example of wording of an amended motion: After amendment, a motion by Jane Doe was adopted “to buy a \_\_ for no more than \$1000.00.”
- ◆ Discussion of motions is NOT included in the minutes.

## VOTING

When a count has been ordered or a vote is by ballot the number of votes on each side should be entered. When a vote is by roll call, the names of those voting on each side shall be entered.

## UPDATES

Once approved, a copy of the minutes is filed in the Corporate Record Book. Affected committees shall be notified and forwarded a copy of the applicable information in a timely fashion.

Approved by the  
Board of Directors

### History:

March 22, 2008	(v1) Original publication date
March 5, 2009	(v3) Revised to include section on updates and to correct committee names
Oct 7, 2013	(v3) Amended to include name change and minor corrections
May 4, 2018	(v3.1) Minor corrections to procedure for committee reports; format updated.
2022	(v3.2) Reviewed with minor updates.