

SAMPLE UNIT BOARD MINUTES

Some of the following information is adapted from Carter McNamara's "Field Guide to Developing and Operating Your Nonprofit's Board of Directors."

The following sample represents typical format and content of a board meeting minutes report. This sample should be customized to suit your particular unit. Note that board meeting minutes are very important. Minutes are considered legal documents by auditors, the IRS and courts, and they represent the actions of the board. Many assert that if it's not in the minutes, it didn't happen.

There is no standardized level of content and format for board minutes. However, sufficient information should be included to describe how board members reasonably came to reasonable decisions.

Include the name of the organization, date and time of meeting, who called it to order, who attended and if there a quorum, all motions made, any conflicts of interest or abstentions from voting, when the meeting ended and who developed the minutes.

The secretary of the board usually takes minutes during meetings. Written minutes are distributed to board members before each meeting for member's review. Minutes for the previous meeting should be reviewed right away in the next meeting. Minutes should be permanently retained in a manual and shared with all board members.

Apart from the legal obligation to take minutes, accurate and concise minutes serve other functions:

- Serve as a reminder of decisions, assignments and deadlines.
- Summarize the meeting for people who were unable to attend.
- Create a history of the organization, telling what was done, when and by whom.
- Provide evidence in a financial or performance audit.
- Offer evidence in the event of a lawsuit.

What to Leave Out

The minutes are a factual record of business. Do not include:

- Opinions or judgments: Leave out statements like "a well done report" or "a heated discussion."

- Criticism or accolades: Criticism of members should not be included unless it takes the form of an official motion. Thanks or expressions of appreciations should only be included if there was a clear consensus of meeting participants.
- Discussion: If the organization has opted to include discussion summaries do not personalize it by recording the views of individuals.
- Extended rehashing of reports: Just hit the highlights of key facts, particularly if a written report is attached.

SAMPLE MINUTES

Board of Directors Meeting
ACBL Unit No. 000

July 8, 2006
Senior Center, Anytown, Anystate

President Smith called the regular Unit Board of Directors meeting to order at 7:05 PM at the Senior Center in Anytown, Anystate. Those in attendance and constituting a quorum were:

Present: (List names)

Absent: (List names – and whether excused or unexcused)

Others Present:

MOTION by Jones:

Move to approve the minutes of the June 6, 2006, meeting.

Seconded and carried without dissent.

President's Report:

President Smith recommends that if we are not able to find a new facility by the end of this month, the unit should continue to hold board meetings in the current location over the summer. Board briefly discussed the options.

MOTION by Johnson:

Move to extend the existing meeting arrangements for the next three months.

Seconded and passed without dissent.

Smith announced that the ACBL has introduced a new education program for unit board members. The seminar will be held at the upcoming NABC. Smith recommends that all board members who will be at the NABC take advantage of the opportunity, and that the unit board should reimburse any attendees for the fee.

MOTION by Brown:

Move that the unit board shall reimburse the fee to any board member who attends the seminar.

Seconded and passed. Dissenting: Moneypenny, Adams.

Treasurer's Report:

Treasurer Moneypenny explained that our accountant has reviewed the unit's bookkeeping procedures and found them to be satisfactory, in preparation for the upcoming yearly financial audit.

Moneypenny reported that the unit's IRS form 990 is now available for viewing on the unit's website. This publication on the web fulfills requirements for making the form 990 available to the public.

Moneypenny reviewed highlights, trends and issues from the balance sheet, income statement and cash flow statement.

MOTION by Bond:

Move to accept the treasurer's report.

Seconded and passed without dissent.

Board Development Committee's report provided by Chairman Roberts:

Roberts reminded the board of the scheduled retreat coming up in three months, and provided a drafted retreat schedule for board review.

MOTION by Anderson:

Move to accept the retreat agenda.

Seconded and passed without dissent.

Roberts presented the board with a draft of the reworded Bylaws paragraph that would allow the board to conduct actions over electronic mail. Roberts suggested review and a

resolution to change the Bylaws accordingly. Jones suggested that Roberts first consult legal counsel to verify if the proposed change is consistent with our state statute. Roberts agreed to accept this action and notify members of the result at the next board meeting.

ACTION ITEM: Roberts

Old business:

There was no old business brought before the board.

New business:

Special Events (Baker)

The ACBL has designated a date in 2006 as ACBL/ABA Day. There will be a one session event for additional masterpoints. Baker will find out the exact day and report back later. **ACTION ITEM:** Baker.

Committee Reports

Anderson asked for clarification of the unit's D&O Insurance coverage. Johnson volunteered to summarize the provisions and exclusions of the policy by the next meeting. President Smith assigned this as an **ACTION ITEM** for Johnson.

MOTION by James:

Move to increase the sectional entry fee from \$6.00 per person per session to \$7.00.

Seconded and passed. Dissenting: Rules, Smith.

Meeting adjourned at 9:30 p.m.

Minutes submitted by Secretary, Greg Shorthand.