



Board Meeting Minutes Best Practices

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Board Meeting Minutes Best Practices

Minutes are required to be made for all meetings of the Board, the members and the Board committees. Such minutes form part of the permanent records of the organization and should be kept indefinitely.

Minutes should be signed by the Chair.

There is no requirement to have minutes formally approved by the Board or members at a subsequent meeting, but it is a good practice to do so. Once signed by the Chair, the minutes are considered to be evidence of the proceedings taken unless the contrary is proved. Approval of the minutes reduces the risk of subsequent challenge to the minutes.

Form and Content of Minutes

- Date, time, place.
- Name of Chair and Secretary.
- Names of the Directors present.
- Names of absent Directors.
- Name of invited guests in attendance. Where the public attends, the names of the members of the public present would not usually be listed.
- If conflicts were declared, they should be noted.
- Summary of the discussions including:
 - ✓ Rulings by the chair.
 - ✓ Motions.
 - ✓ Matters discussed [not a recitation of all comments, but an overview of the scope of discussions and the relevant questions and issues identified during discussion].
 - ✓ Results of the votes taken.
 - ✓ Record “no” votes and “abstentions” when requested to do so.
 - ✓ Note when Directors arrive or leave during the meeting.
 - ✓ List of the important documents presented or relied upon during the meeting, copies of which should be attached to, and become part of, the minutes.

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