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## Writing Good Board Meeting Minutes

Community Services Block Grant Conference  
Lansing Michigan  
May 10, 2017  
Presenter: Tom Williams, Capacity Building Consultant  
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STRENGTHENING NONPROFIT  
GOVERNANCE AND MANAGEMENT

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### Board meeting minutes...

..in one word

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### dichotomy



- ✓ Tedious
- ✓ Taken for granted
- ✓ Bureaucratic task
- ✓ Official record
- ✓ Compliance
- ✓ Resources

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### Board Hygiene

- It's a reputation thing
- Solid processes lead to solid decisions which leads to solid accomplishments
- The slippery slope starts when we think structure and obligations are something imposed upon us

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### Board Meeting Minutes

- Official legal record
- Documentation of
  - Who attended
  - Decisions reach
- If it didn't make the minutes, documenting it actually happened becomes much harder

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### Why minutes are done poorly

- Our own busyness
- Can be tedious
- Lack of understanding by person responsible
- Lack consistency on who is taking minutes
- Overly complex
- Dismissed or taken for granted

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### Board minutes done well

- Clarifies Board actions
- Creates environment of transparency
- Useful as a reference tool
- Valuable tool to communicate with those not present
  - Absent members
  - Staff
  - Public
  - Funders
- Facilitates compliance with COE standards

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### Center of Excellence (COE) Standards

Board meetings minutes can document, at least in part, at least 24 standards

- Category 1 on Consumer Input and Involvement (1)
- Category 3 on Community Assessment (1)
- Category 4 on Organizational Leadership (4)
- Category 5 on Board Governance (3)
- Category 6 on Strategic Planning (2)
- Category 7 on Human Resource Management (4)
- Category 8 on Financial Operations and Oversight (8)
- Category 9 on Data and Analysis (1)

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## Standard minutes content

- Date/Time/Location of Meeting
- Names of Board Members in attendance
- Names of Board Members not in attendance (designating "excused" or "not excused" per agency policy)
- Names of Visitors and Staff in attendance
- Time the meeting was called to order
- Documentation of the status of a quorum present
- Review/acceptance of Minutes of prior meeting
- Review of Agenda...additions/deletions
- Documentation of Board deliberations/actions
- Motion/Time of meeting adjournment

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## Centers of Excellence Documentation Language Guidance

- Minute taker become familiar with the content and timing of the 24 applicable COE Standards.
- Clearly identify a COE related matter in a Topic Heading
- Minutes should briefly document key points of reports, deliberations and discussion related to the COE topic

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- Referencing appropriate COE language in framing a motion for Board deliberation and action
- Clearly document:
  - the language of the proposed Motion
  - affirm the Motion was made and seconded
  - The vote (In Favor, Opposed, Abstentions)
  - Motion Accepted or Defeated

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### Take notice

- Action must be taken by the agency's Governing Board not a Committee.
- Bundling COE related items in Consent Agendas can create challenges (if you do... make certain they are sufficiently descriptive)
- It is not recommended to include financial reports in consent agenda

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### In review...

- Unambiguous
- Appropriate Content
- COE Language for clear reference

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### Resources

- Tools for tracking deadlines for COE standards (e.g., monthly, annually, every 2 years, every 5 years, etc.) are available at the Community Action Partnership ([www.communityactionpartnership.com](http://www.communityactionpartnership.com)) and CAPLAW ([www.capl原因.org](http://www.capl原因.org)).

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Specific standards that compliance can be aided via board meeting minutes

Standard 1.3	Standard 3.5	Standard 4.1
Standard 4.4	Standard 4.5	Standard 4.6
Standard 5.5	Standard 5.8	Standard 5.9
Standard 6.1	Standard 6.5	Standard 7.1
Standard 7.4	Standard 7.5	Standard 7.7
Standard 8.2	Standard 8.3	Standard 8.4
Standard 8.6	Standard 8.7	Standard 8.9
Standard 8.10	Standard 8.11	Standard 9.3

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**Thank you for serving  
your community**

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