Board Minutes

Two Basic Requirements

Form
– proper notice/statutory compliance

Content
– dictated by Purpose

Open and Public Meetings Act

- It is required that charter school governing boards conduct meetings and offer public notice of meetings in accordance with the Utah Open and Public Meetings Act.

- Annual training is required to be provided to members of a public body (U.C.A. 52-4-104).

- Training materials are available at: http://le.utah.gov/lrgc/2010openpublicmtgacttraining.htm

Open and Public Meetings Act
Title 52, Chapter 4, Utah Code

2010 Training* --
Summary of Key Provisions

Purpose: State and Local agencies exist to conduct the people's business, which must be done openly. *(U.C.A. 52-4-102)*

Definitions:

Meeting = Convening of a public body with a quorum present to discuss or act on a matter under its jurisdiction or advisory power

Public Body = Any administrative, advisory, executive, or legislative body that is:

- created by constitution, law, rule, or resolution;
- supported in whole or in part by tax revenue; and
- vested with the authority to make decisions regarding the public's business *(Section 52-4-103)*

Public Notice:

Not less than twenty-four hours prior to each meeting, public notice must be given.

The public notice must:

- include the date, time, and place of the meeting;
- include an agenda that lists topics to be considered (a topic raised by the public and not listed on the agenda may be discussed but no final action may be taken);
- be posted at the principal office (or if none, at the building where the meetings is to be held);
- be posted on the Utah Public Notice Website; and
- be provided to a newspaper or local media correspondent. *(Section 52-4-202)*

Minutes and Recordings:

Written minutes and a **recording** must be kept of all open meetings. Written minutes must be:

- available to public within a reasonable time.
- approved by the public body.
- considered public when prepared in a form awaiting only formal approval.
- identified as "unapproved" before approval.

A recording of an open meeting must be available to the public within three business days. *(U.C.A.52-4-203)*.

What is the function of Minutes?

Complete board meeting minutes are among the most important documents a company must produce and keep. There is no required format for these minutes, but the minutes must reflect **all important decisions and resolutions** considered and approved by the company's board of directors.

Audit and Inspection

In the case of a government audit, compliance review, or lawsuit challenging a board's or school's actions:

board minutes become the guiding document in determining whether the company's actions were legally authorized and appropriate.

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Failing to keep accurate and complete minutes can expose board members and officers to *personal* liability.

Title

Begin with the title. On the first line, write the company's legal name. Below that write, "Board of Directors Meeting." On the third line, write the month, day, year, time and location of the meeting.

Attendance

List the attending board members in the first section, using their full names. Next write, "Absent:" followed by the full names of those board members not in attendance. It's also a good idea to state that a quorum (the minimum number required to hold a legal board meeting) was present. Also, list any other significant people attending the meeting, including the director and anyone the board has invited to give a presentation or offer advice on certain matters.

Approval of Minutes from Previous Meeting

State the time the meeting began, who called it to order and who presided over the meeting. Most meetings begin with the reading of the minutes of the previous meeting. The previous minutes are discussed and approved by the board or amended if a board member requests a clarification or a change. When all are satisfied with the form of the minutes, they vote to approve them as read or as amended. The minutes reflect this process.

Committee Reports

- Identify and summarize any reports given to the board, such as the Executive Director's Report, the Finance Committee's Report, the Compensation Committee's Report and the Board Development Committee's Report.

- After the title of each report, write the name of the person delivering the report. In summarizing the important points of each report, the recording secretary can write the summary as a prose paragraph or make each item a bullet point. Be sure to include any actions taken as a result of the reports, such as motions made and seconded and the voting results on the motions.

Items of Business

Record any discussion and decisions on old and new business.

1. **Old business items** are subjects that were introduced in previous meetings (as reflected in previous board minutes) and have been carried forward to the current meeting.

1. **New business** includes issues raised for the first time in the current meeting. Record important points in a discussion, the wording of any motion made and the voting results.

Significant discussion

Include any other **significant discussion** the board conducts other than old and new business. Sometimes an issue will arise that the board may wish to discuss formally at a later time. Recording these items in the minutes will serve as a reminder at the next meeting.

Adjournment

End the minutes with the adjournment, including the time the meeting ended, who called for adjournment and the vote.

Read more: How to Format Corporate Board Meeting Minutes | eHow.com http://www.ehow.com/how_2364539_format-corporate-board-meeting-minutes.html#ixzzoxXiENRNs