

## Set Agendas and Take Effective Board Meeting Minutes

Agendas and minutes of board meetings are important. Boards or committees of even the smallest nonprofits need them to put structure and discipline on meetings that may otherwise be too informal and unfocussed. Boards of larger organisations need to ensure that they are compliant with internal policy/governing documents, external requirements and codes of good practice. The importance of this is underlined in the [Charities Governance Code](#): “Make sure that your charity trustees have the facts to make informed decisions at board meetings and that these decisions are recorded accurately in the minutes”. (Principle 5: Working Effectively).

### Agendas

The agenda serves a number of important functions. Primarily it lets people know in advance what will be discussed, and gives them time to prepare. It also serves as a “roadmap” during the meeting, and allows the Chair to manage the meeting and keep it from going off track. Finally it serves as an important framework for the minute-taker to structure minutes during the meeting and write them up afterwards.

A poor agenda will often lead to frustration for participants, as important items for discussion may be missed and the meeting itself may become circular, unproductive and time-wasting for people who are giving up precious time to contribute to the organisation.

A good agenda is clearly thought out and each item has a clear purpose. Agendas should not solely be developed on behalf of the board by a CEO or Manager. The Chair and/or Secretary must have an input to ensure that the agenda reflects the governance role of the board, and is not just dealing with operational matters. Unless the meeting takes an unanticipated departure from the agenda, agenda items should correlate with the subsequent minutes. You can see a typical set of agenda items in the Charities Regulator’s [Explanatory Sample Board Minutes](#).

### Minutes

Minutes serve a number of important functions. Primarily they provide an objective record of the decisions made by the board. They also serve as a reminder of actions agreed at the meeting. They are an important source of information for board members who were not at the meeting, and can also be used to resolve disputes or misunderstandings about decisions made.

Minutes are often seen as mundane and bureaucratic but they should play a fundamental part in the work of the board. The keeping of minutes of meetings reflects the principle that the board is delegated the authority of running the organisation, and also that the members have the opportunity to hold the board to account. Accurate minutes act as an audit trail of decisions taken and are particularly important where there are contentious issues. They also form an important source of evidence that the board is meeting its governance responsibilities and requirements under the Charities Governance Code. A failure to maintain accurate and meaningful minutes may be symptomatic of more serious underlying problems within the organisation.

The Charities Regulator’s [Toolkit](#) includes a Board Minutes Template with recommended headings for board meeting minutes.

It is perilous to underestimate the importance of the minute-taker. If a minute-taker is unable to understand and distil the essential decisions and actions into clear and objective notes, then the minutes will only exacerbate misunderstandings that may arise later, rather than helping

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to resolve them. The minute-taker should familiarise themselves in advance with the agenda; who is expected to attend; and the topics that will be discussed.

## **Some notes on language**

In order to keep the minutes as objective as possible, the passive voice should be used. In English grammar, the active voice is used in conversational speech whereas the passive can be used to report information without reference to the speaker. For example, at a community garden committee meeting, the minute-taker needs to note that “Pat told the group that it would be worth having a representative of the group at the next Community Growers meeting. He said he was available to go and everyone agreed.” This can be converted into the passive as follows: “Decision: It was agreed that a representative of the group will attend the next Community Growers meeting. Action: Pat to attend.” Note that the only point where the person’s name is mentioned is under “action”. The decision is expressed in the passive voice using the expression “It was agreed that...” Other useful passive constructions include: “It was noted...”, “The group was informed...”, “The proposal to...was considered”.

Avoid jargon, acronyms and abbreviations that are not immediately apparent to the reader. If you need to use them, supply an explanation either in the body of the minutes or as a footnote. Write in short sentences where possible, and keep paragraphs reasonable short. Some minutes may only require bullet points. Where this applies, make sure you supply enough information to make sense to someone who was not at the meeting.

## **Minutes should be accurate, unambiguous, concise and complete.**

Check out the Charities Regulator’s [Guidance Note on Minute-Taking](#) for further information.