EIS Board Meeting Minutes

Board meeting minutes are an important form of recordkeeping for organizations. Minutes provide a memorialized chronology of key information such as board actions, elections of officers or directors, and certain reports from committees and staff. Additionally, meeting minutes can have important legal significance as evidence in courts if, for example, someone challenges the validity of certain actions or positions.

EIS Board meeting minutes do not record every detail or statement said at the meeting. Nor is confidential information (or discussion of confidential matters) included in minutes. Notation of confidential matters addressed and decisions thereabout shall be made in a separate confidential document by the Secretary, and retained for Board eyes only.

Nevertheless, minutes and confidential notations should contain enough information to make them useful should they ever be used for reference or offered as evidence that an action was properly taken or that directors fulfilled their fiduciary duties. Accordingly, Board minutes should include the following:

- Date and time of meeting;
- Whether the meeting is a special or regular meeting;
- Names of directors in attendance and directors not in attendance;
- Names of other guests in attendance (and their titles or associations, if relevant);
- Whether a quorum was established;
- Any departures and re-entries of attendees; and
- Brief summary of topics discussed and links to reports/correspondence reviewed.
- Board decisions, recorded as a verbatim motion and whether it was adopted or not. Names of Trustees making or seconding motions, number of votes yea or nay, or how individual Trustees voted shall not be recorded.
- Follow-up actions to be taken following discussion/decisions (who, what, by when, etc.).

Minutes shall be reviewed for accuracy and clarity by the Director and Board Secretary and submitted to the Chair within five days of the meeting. The Chair shall then approve the distribution of a draft to the full Board within ten days of the meeting. Trustees shall review the draft minutes and communicate to the Chair any questions regarding the accuracy of the minutes within 15 days of the meeting.

Final draft minutes will be included in the Consent Agenda of the next Board meeting for approval by the Board.

Approved minutes will be filed securely and made available to the school community indefinitely. [Notations of confidential matters shall also be retained indefinitely, however, not available only to Trustees and those specifically approved of such access.]