



## PROCEDURES FOR THE PREPARATION OF MEETING MINUTES

### PURPOSE OF MEETING MINUTES

The purpose of preparation of minutes of meetings of the Directors – both the Board, as a whole and its committees – is to record all Board and Committee actions and substantial discussions. Creation of acceptable minutes of such meetings are necessary, both to create a record of the governance of the entity and to facilitate consistent and punctual communication of decisions made and the bases therefor to all Directors and affected Staff.

### RECORDING ASSIGNMENTS OF EMPLOYED STAFF

Accountant

Directors' Meetings  
Executive Committee Meetings  
Finance Committee Meetings

Director of Development

Advocacy Committee Meetings  
Fund-Raising Committee Meetings

Executive Director

Executive Sessions of any Meeting attended by him or her  
Governance Committee Meetings  
Human Resources Committee Meetings  
Land Protection Committee Meetings (interim)  
Ad Hoc Committees, such as Accreditation

Whenever another committee is created, consideration shall, promptly, be given to who would be the most appropriate preparer of minutes.

### GENERAL GUIDELINES

The Chair of any Meeting is responsible for arranging for adequate recording of minutes thereof. If the assigned Staff person is not physically present at a meeting, the Secretary, if present, will act as secretary. An effort will be made to record all meetings, electronically.

PREPARATION AND CIRCULATION FOR REVIEW AND APPROVALS (This needs to be put in the steps indicated with numbers or it is too difficult to follow.)

1. Within 48 hours (two business days) of the adjournment of a Meeting, the secretary for the meeting will use his or her best efforts to transmit a first draft to the Chair of the Meeting, to the Chair of the Board (if not chair of the meeting) and to the Executive Director. Each recipient will use his or her best efforts to communicate to the

draftsperson, which copies to any Director or Staff that the recipient deems appropriate, any suggested changes within 48 hours (two business days).

2. The draftsperson will then use his or her best efforts to transmit a second draft to the same original recipients, as the first draft, within 48 hours (two business days). In the event of disagreement, the content of any third draft of minutes shall be determined by the chair of the meeting, subject to being overruled when approval is sought of that draft is requested of the Committee or of the Board.
3. When directed by the chair of the Meeting minuted, the draftsperson will circulate copies of the then draft of minutes to all Directors and Staff. Upon final action, approving any minutes, any Director wishing to record a dissent to or additional discussion relating to any matter raised during the Meeting may communicate that dissent or additional discussion to the Secretary, with a request that it be circulated with copies of the minutes and/or filed with the original approved version. If a Chair of a Meeting wishes to defer circulation of any draft of Minutes, permission of the Chair of the Board shall be obtained.
4. The FINAL DRAFT of the Minutes will be accepted by the board at regular meetings and be part of the attachments sent to the board for that meeting. A printed copy of all final minutes will be placed in the Minute Drawer in the Executive Director's office and an electronic copy kept by the draftsperson as indicated in the GLC Records Retention Policy. Minutes of board and committee meetings will be retained in these locations permanently as they may be necessary for legal defense, financial audits or for accreditation or reaccreditation by the LTA.

#### CONTENT AND APPEARANCE

All concerned will make an effort to see that Minutes of Board and Committee meetings are prepared in consistent, style, format and detail. All motions passed by the board or committees will be highlighted in bold type and written as a separate paragraph. Periodically, the Board will review style, format and detail of Minutes and may direct changes therein. Any electronic message, other than a telephone conversation, relating to approval of, dissent from or additional discussion shall be deemed a writing.

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