ARDENT WORKSHOP

AN ARDENT WORKSHOP PRODUCT

Board-Meeting Agenda and Minutes

Two free fillable templates, one shown filled in.

2 documents · free · no signup

General template — not legal, tax, or compliance advice.

Two templates a small board uses every meeting

An agenda and a set of minutes are the two documents a nonprofit board touches at every single meeting, and they are the two most often improvised. These are free. The **agenda** appears twice — blank and fillable, so you can click a highlighted field and type, and then **filled in for an invented organization**, so you can see what a working agenda actually looks like. The **minutes** template follows, in the motion-and-vote format an auditor is looking for.

HOW TO FILL THEM IN

Open this PDF in a PDF reader and click any field highlighted in amber — they are real form fields, not pictures of blanks, and every cell in the consent calendar, the business table, the attendance list, the motions grid and the action list is typeable. Each is pre-filled with its own label, so select the label and type over it. If the fields will not click (some browser and phone viewers show PDFs flat), save the file and open it in the free Adobe Acrobat Reader, or print it and fill it in by hand.

PLEASE READ

These are general templates, not legal, tax, or compliance advice, and downloading them does not create a lawyer-client or accountant-client relationship. Your own bylaws and your state's nonprofit corporation act set quorum, notice periods, how a meeting may be called, whether your board may act by email or written consent, and what your minutes must contain — and where those and this template disagree, your bylaws win. Check them before you rely on a notice period or an electronic vote.

What is in this free download

- **Board Meeting Agenda** — with a consent calendar that clears the routine approvals in one vote, times on every item, and a column that says whether the board is being asked to decide, discuss, or just listen. Blank, then filled in.
- **Board Meeting Minutes** — in motion-and-vote format: the wording as it was put to the board, the mover, the seconder, the vote broken out, and the recusal recorded. Blank and fillable.

- For each: what it is for, the mistakes small boards make most, the one clause not to delete, and where your own rules may differ.

BOARD MEETING AGENDA

A working agenda with a consent calendar, timings, and a column that says what each item is actually for.

The agenda template a small board can reuse every meeting: the standing opening items, a consent calendar that clears the routine approvals in one vote, business items with a time, an owner, and — the column most agendas are missing — whether the board is being asked to decide something or just to listen.

When to use it: Fill it in and send it with the supporting materials several days before every regular meeting. Use the same template every time; a board that recognizes the shape of its agenda gets through business faster.

Common mistakes to avoid:

- An agenda that is a list of topics with no indication of what the board is meant to do with them. Half of a typical small-board meeting is spent working out whether a discussion is heading toward a vote.
- No consent calendar. Approving last meeting's minutes, the routine financials, and three committee reports one at a time can eat forty minutes of a two-hour meeting.
- Sending it the night before. Directors owe a duty of care they cannot discharge on materials they have not had time to read, and it is the board chair who makes that possible or impossible.
- No time on any item. Without times, the last item on the agenda — often the most important one — is discussed by six tired people in four minutes.

DO NOT DELETE THIS CLAUSE

The "What the board is being asked to do" column — It is the single change that most improves a small board's meetings. Marking each item Decide, Discuss, or Receive tells the chair how to run it, tells directors what to prepare, and tells the secretary which items need a motion recorded.

YOUR STATE MAY DIFFER

Your bylaws set quorum, notice periods, and how a meeting may be called, and some states impose their own notice requirements or rules about meeting electronically and voting by email. A few states also open certain nonprofits' meetings to the public. Check your bylaws and your state's nonprofit corporation act before you rely on a notice period or an electronic vote.

FILL THIS ONE IN

BOARD OF DIRECTORS — MEETING AGENDA

[Organization Name] — [Regular or Special] meeting of the board of directors. Date: [Meeting Date]. Time: [Start Time] to [End Time]. Location: [Location or Video Link]. Notice given on [Notice Date] by [Notice Method]. Quorum required: [Quorum Number] directors.

1. Opening

Call to order by [Presiding Officer] at [Call to Order Time].

Roll call and confirmation of quorum. Welcome to guests: [Guests].

Any conflicts of interest to declare on today's agenda: [Conflicts Declared].

Approval of the agenda.

2. Consent Calendar

The following are approved together in a single motion unless a director asks for an item to be removed and taken separately. Supporting materials for each were circulated with this agenda.

#	Consent item	Material attached	Pull?
C1			
C2			
C3			
C4			
C5			

Typical consent items: minutes of the last meeting, the treasurer's routine report, committee reports with no decision attached, routine policy re-adoptions, and previously approved contracts under a set threshold.

3. Business

Mark each item Decide, Discuss, or Receive, so everyone knows before the meeting whether a vote is coming.

#	Item	Lead	Decide / Discuss / Receive	Minutes	Material
B1					
B2					
B3					
B4					
B5					
B6					

Put the item that needs the most thinking first, while the board is fresh — not last, where it gets the minutes nobody planned for.

4. Financial Report

Presented by [Treasurer or Finance Lead] . Period covered: [Financial Period] .

Standing questions the board asks every time: are we on budget, what changed since last meeting, what is the cash position and how many months of it do we have, and is there anything the board needs to decide about it?

Notes: [Financial Notes] .

5. Executive Director / Staff Report

Presented by [Executive Director or Staff Lead] . Written report circulated: [Yes or No] .

Questions from the board: [Questions] .

6. Executive Session

Held: [Yes or No] . Subject in general terms: [Executive Session Subject] .

Who remains in the room: [Who Remains] . Time entered: [Session Start] . Time resumed: [Session End] .

An executive session is for personnel, legal, and similarly sensitive matters. Any decision taken in it is reported and recorded in the open minutes in general terms, with the vote.

7. Closing

Action items and owners confirmed aloud before anyone leaves.

Next meeting: [Next Meeting Date] at [Next Meeting Time], [Next Meeting Location]. Items already carried to it: [Carried Items].

Adjournment at [Adjourn Time].

Circulated on [Circulated Date] by [Circulated By], with the supporting materials listed above.

WORKED EXAMPLE

The same agenda, filled in

The words **in amber** are the ones a secretary typed; everything else is the template as it ships. The organization, the people, and the figures below are invented. Note what the consent calendar absorbs, and that the hardest item sits early rather than last.

BOARD OF DIRECTORS — MEETING AGENDA

Riverbend Youth Arts Collective — **Regular** meeting of the board of directors. Date: **Tuesday, September 15, 2026**. Time: **6:30 p.m.** to **8:15 p.m.** Location: **Community Room, Riverbend Library, and by video**. Notice given on **September 5, 2026** by **email to all directors**. Quorum required: **4 of 7** directors.

1. Opening

Call to order by **Anneke Voss, Board Chair** at **6:33 p.m.**

Roll call and confirmation of quorum. Welcome to guests: **Tomas Bergeron, incoming director-elect (observing)**.

Any conflicts of interest to declare on today's agenda: **Marisol Okafor-Nunes — item B3, her firm is one of the three bidders**.

Approval of the agenda.

2. Consent Calendar

#	Consent item	Material attached	Pull?
C1	Minutes of the meeting held July 21, 2026	Draft minutes	
C2	Treasurer's report, eight months to Aug 31	Statements	
C3	Governance committee report (no decision)	One-page memo	
C4	Re-adoption of the expense policy, unchanged	Policy as adopted	

3. Business

#	Item	Lead	Decide / Discuss / Receive	Minutes	Material
B1	Adopt the Gift Acceptance Policy	Voss	Decide	20	Draft policy
B2	Second workshop site — is it worth exploring?	Ramachandran	Discuss	25	None yet
B3	2027 print contract — three bids compared	Chen	Decide	15	Bid summary

B4	**Set the annual disclosure deadline**	**Aldrich**	**Decide**	**5**	**Policy §8**
B5	**Fall program enrollment and waiting list**	**Ramachandran**	**Receive**	**10**	**Enrollment sheet**

4. Financial Report

Presented by **Marisol Okafor-Nunes, Treasurer**. Period covered: **the eight months to August 31, 2026**.

Standing questions the board asks every time: are we on budget, what changed since last meeting, what is the cash position and how many months of it do we have, and is there anything the board needs to decide about it?

Notes: **Cash-flow projection through March requested for the November meeting.**

5. Executive Director / Staff Report

Presented by **Priya Ramachandran, Executive Director**. Written report circulated: **Yes**.

Questions from the board: **Fall enrollment; the Halloway Fund final report**.

6. Executive Session

Held: **Yes**. Subject in general terms: **Executive director's annual review**.

Who remains in the room: **Directors only**. Time entered: **7:52 p.m.** Time resumed: **8:06 p.m.**

An executive session is for personnel, legal, and similarly sensitive matters. Any decision taken in it is reported and recorded in the open minutes in general terms, with the vote.

7. Closing

Action items and owners confirmed aloud before anyone leaves.

Next meeting: **Tuesday, November 17, 2026** at **6:30 p.m.**, **Community Room, Riverbend Library**. Items already carried to it: **Second-site cost outline**.

Adjournment at **8:15 p.m.**

BOARD MEETING MINUTES (MOTION & VOTE FORMAT)

Minutes that record what was decided, who moved it, and how each director voted — the format an auditor is looking for.

A minutes template built around motions rather than narrative. Every decision gets a numbered motion, the exact wording as it was put to the board, who moved and seconded it, the vote broken out for, against, and abstaining, and whether it carried. It also has the two lines most small-nonprofit minutes are missing: the conflict-of-interest recusal record, and the action list with owners and due dates.

When to use it: Every meeting of the board, and every committee meeting with delegated authority. Draft them within a few days while the meeting is fresh, circulate the draft, and approve them at the next meeting.

Common mistakes to avoid:

- Writing minutes as a transcript. Minutes are a record of decisions, not of who said what — and a detailed account of the argument can be produced in litigation and read back to the board.
- Recording only "the motion passed." What protects the organization is the wording of the motion, the mover, the vote count, and any abstention. Anyone abstaining should have their name recorded.
- Not recording recusals. If a director had a conflict, left the room, and the minutes do not say so, the conflict of interest policy did not happen as far as anyone can later prove.
- Never approving them. Draft minutes are not the record; approved minutes are. Minutes that sit in draft for a year are a governance gap an auditor will find.

> DO NOT DELETE THIS CLAUSE
>
> **Section 4 — Motions and Votes** — It is the record. Everything else in the minutes is context; this is the part that establishes the board actually authorized what the organization went on to do, and it is what a bank, an auditor, a funder, or a court will ask to see.

YOUR STATE MAY DIFFER

State nonprofit corporation acts generally require a corporation to keep minutes of the proceedings of its board, and many require them to be kept permanently and made available to directors on request. Some states set out what a written consent in lieu of a meeting must contain, and whether an email vote is valid at all. Check your bylaws and your state's act before recording any decision that was not taken at a properly noticed meeting.

FILL THIS ONE IN

BOARD OF DIRECTORS — MINUTES

[Organization Name] . [Regular or Special] meeting of the board of directors held on [Meeting Date] at [Location or Video Link] . The meeting was called to order at [Call to Order Time] by [Presiding Officer] , and [Secretary Name] recorded the minutes.

1. Attendance and Quorum

Directors present, absent, and any who joined or left partway through:

Director	Role	Present / Absent	Arrived / left at

2. Quorum and Others Present

Directors present: [Number Present] of [Total Directors] . Quorum required by the bylaws: [Quorum Required] . Quorum was [Quorum Met or Not Met] and the meeting proceeded.

Also present, not voting: [Others Present] .

Notice of this meeting was given on [Notice Date] by [Notice Method] , in accordance with the bylaws.

3. Conflicts of Interest Declared

The chair asked whether any director had an interest to declare in relation to any item on the agenda.

Declared: [Conflicts Declared, or None] .

Where a conflict was declared, the director named left the discussion and the vote on that item as recorded in Section 4, and did not attempt to influence it. The board considered the transaction without them and determined it to be in the organization's best interest and fair and reasonable.

4. Motions and Votes

Every decision of the board is recorded here as a numbered motion, in the words it was put to the board. Record abstentions by name in the last column.

#	Motion, as put to the board	Moved by	Seconded by	For	Against	Abstain	Carried?
M1							
M2							
M3							
M4							
M5							
M6							
M7							
M8							

Write the motion as a complete sentence beginning "That the board...", so it can be read years later without the agenda beside it. Note any recusal here: "[Director] recused, left the room at 7:04 p.m., returned 7:19 p.m."

5. Reports Received

Financial report for [Financial Period] , presented by [Treasurer or Finance Lead] . Key points and any questions raised: [Financial Report Notes] .

Executive director / staff report: [Staff Report Notes] .

Committee reports received: [Committee Reports] .

Reports were received for information. Any decision arising from a report is recorded as a motion in Section 4.

6. Discussion Without a Decision

Matters discussed on which the board took no decision, recorded briefly so the next board knows the question was considered: [Discussion Summary] .

Carried forward to the next meeting: [Carried Forward] .

7. Executive Session

The board entered executive session at [Session Start] to consider [Executive Session Subject in General Terms]. Present: [Executive Session Attendees].

The board resumed at [Session End]. Decisions taken in session, and the vote on each: [Executive Session Decisions].

A decision taken in executive session is reported here in general terms with its vote; the deliberation is not minuted.

8. Action Items

Every commitment made in this meeting, with one named owner and a date. Read this list aloud before adjourning.

#	Action agreed	Owner	Due	Done
A1				
A2				
A3				
A4				
A5				
A6				

Carry the unfinished rows onto the next meeting's minutes rather than starting a fresh list — that is how an action item survives more than one meeting.

9. Next Meeting and Adjournment

Next regular meeting: [Next Meeting Date] at [Next Meeting Time], [Next Meeting Location].

There being no further business, the meeting was adjourned at [Adjourn Time].

These minutes were drafted on [Draft Date], circulated on [Circulated Date], and approved by the board on [Minutes Approval Date] by motion [Approval Motion Number].

Approved minutes are a permanent record of the organization. File the signed original with the meeting packet and index it in the governance records register.

SIGNATURES

Secretary

Name:

Signature:

Date:

Presiding Officer

Name:

Signature:

Date:

These are 2 of 16

The other fourteen are the governance paperwork a small nonprofit is asked for and rarely has: a conflict of interest policy and its annual disclosure form, a document retention and destruction policy with a thirty-two-row retention schedule already filled in, a gift acceptance policy with twenty kinds of gift already sorted into accept, review, and decline, a whistleblower policy, a board member role description and commitment agreement, a board resolution form, a twenty-three-step annual governance calendar, five volunteer documents, and a records register that tracks what you have adopted and when.

ONE LAST REMINDER

These are general templates, not legal, tax, or compliance advice, and downloading them does not create a lawyer-client or accountant-client relationship. Your own bylaws and your state's nonprofit corporation act set quorum, notice periods, how a meeting may be called, whether your board may act by email or written consent, and what your minutes must contain — and where those and this template disagree, your bylaws win. Check them before you rely on a notice period or an electronic vote.