_____ Board of Directors — Meeting Agenda

Date: _____ **Time:** _____ to _____
Place / call-in: _____
Presiding: _____ (Chair) **Minutes:** _____ (Secretary)
Board pack sent on: _____ (aim for at least 5 days before)

#	Item	Lead	Minutes	Action needed
1	Call to order; roll call; quorum confirmed (bylaws quorum: _____)	Chair	2	—
2	Conflict-of-interest check: does anyone have an interest in an item today?	Chair	2	Note any recusals
3	Consent agenda (see consent-agenda pack). Any director may pull an item.	Chair	5	One vote
4	Executive director / president report — questions only (report read in advance)	ED	10	—
5	Decision: _____	_____	20	Vote
6	Decision: _____	_____	20	Vote
7	Discussion (no vote today): _____	_____	15	Direction
8	Filing and calendar check: anything due to the state or IRS before next meeting?	Treasurer	5	—
9	Review of actions: who does what by when	Secretary	5	—
10	Executive session (if needed; staff excused)	Chair	—	—
11	Adjourn	Chair	—	—

Consent agenda items: (1) minutes of _____; (2) _____; (3) _____

Next meeting: _____

State notes

- **Maine:** Title 13-B lets your bylaws set notice; the agenda need not list the business unless your articles, bylaws or the Act require it (13-B § 705). Sending it anyway is good practice.
- **New Hampshire:** If you are a charitable nonprofit, the chair cannot be an employee (RSA 292:6-a). Note who is presiding.
- **Massachusetts:** Directors may join by phone or video if everyone can hear each other at the same time, unless your articles or bylaws say otherwise (c. 156B § 59, applied by c. 180 § 10C).

Sources

- 13-B M.R.S. § 705 (place and notice of directors' meetings; conference telephone) — https://legislature.maine.gov/legis/statutes/13-B/title13-Bsec705.html
- RSA 292:6-a (charitable nonprofit boards: at least 5 unrelated voting members; no employee as chair)

— https://www.gc.nh.gov/rsa/html/XXVII/292/292-6-a.htm
- M.G.L. c. 156B, § 59 (consent in lieu of directors' meeting; telephone meetings) — https://malegislature.gov/Laws/GeneralLaws/PartI/TitleXXII/Chapter156b/Section59
- M.G.L. c. 180, § 10C (applies listed c. 156B sections to c. 180 corporations) — https://malegislature.gov/Laws/GeneralLaws/PartI/TitleXXII/Chapter180/Section10C

Practice template, not legal advice. Your articles, bylaws, policies and the statutes control — check with counsel or the state office before you rely on it.

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