



Dignity4Patients

First Floor

29 Park Heights

Grange Rath

Drogheda

Co. Meath

A92P8FP

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Office Open: Monday – Thursday

Helpline Hours: 10:00am – 04:00pm

Board Meeting Requirements & Minutes

Dignity4Patients Constitution

Subject to Dignity4Patients constitution, the trustees may meet as they see fit, and no minimum number of board meetings is required annually from a legal perspective. However, regular board meetings are recommended for governance purposes.

Trustee / Director Numbers

Maximum number of Trustees allowed at any time: **12** - Minimum number of Trustees allowed at any time: **3**

Quorum requirements for shareholder and board meetings to proceed

Minimum number of Trustees for decisions to stand : **50% of trustees + 1 other person.**

Board Meeting Types and Number of Meetings

Annual General Meeting – **AGM** – To be Held in June each year.

General Meeting – **BOM** – To be held 6 times per year.

Extra Ordinary General Meeting – **EGM** – Held for exceptional circumstances.

Notice Period of Board Meetings & Agenda Distribution

Annual General Meeting – **AGM** – **21** days' notice given prior to meeting date.

General Meeting – **BOM** – **7** days' notice given prior to meeting date.

Extra Ordinary General Meeting – **EGM** – **21** days' notice given prior to meeting date.

Voting & Decisions

All trustees equally carry 1 vote each for decision making purposes. Unanimous consent is the preferred method.

Minutes of Board Meeting

Minutes are evidence of the meeting and **decisions taken** and are required under Section 199 Companies Act 2014.

What to include in Meeting Minutes

Name of the Organisation - **Date and Time** of the Meeting - **Location** that the Meeting took place

Trustees and others Present at the meeting - **Arrival Time** and **Leaving Time** of those not in full attendance

Apologies for Trustees not present (if any) - **Corrections** to previous minutes (if any) Record of the **Quorum** being met for meetings to continue **Declarations** of any conflicts of interests and how the board dealt with them -

Records of any decisions taken and who proposed and seconded them

Records of Decisions Made

A minute on a particular item **must record what happened** at the meeting and not be altered afterwards.

It may be useful to include some of the reasons for the decision but is not necessary to record the whole discussion.

However, the **following should be included** for each decision made:

The proposed **Decision** agreed upon. (even if the decision was not to make a decision)

Action required to implement the decision.

Who will carry the action out?

Any **deadline** for the action to be completed?

Which Trustee **Proposed** the *Decision, Action & Timeframe* and who **Seconded** it on behalf of all trustees.