

Operations Manual

OpMan 16 – Meeting Minutes Policy (AOC and AOC Educational Foundation)

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Effective Date: April 26, 2019
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1. **PURPOSE:** -To establish policy and procedures for the meeting minutes of the AOC and the AOC Educational Foundation. While this policy governs meeting minutes for both the AOC and the AOC Educational Foundation, each entity must maintain separate minutes reflecting its own discussions, actions, and decisions.
2. **RESPONSIBLE PARTY:**
 - A. The Secretary of the Association/Foundation is responsible for preparing a draft of the proceedings of the Association/Foundation and all other matters of which a record shall be ordered by the President of ~~the~~ the Board of Directors/Governors.
 - B. The Secretary of the Association/Foundation is responsible for EXCOM and Board of Director/Governors Executive Session minutes. These minutes will be distributed only to those members eligible to attend.
 - C. The Executive Director is responsible for the distribution and safekeeping of the approved minutes.
 - D. Committee Chairs are responsible for preparing Committee proceedings and presenting relevant information in an informational report prior to Board of Director/Governors meetings. The AOC staff is responsible for the distribution and safekeeping of these informational reports.
3. **AUTHORITY:** -Minutes of meetings are the legal record of business transacted by the Officers and Directors of the AOC and the AOC Foundation.
 - A. Legal guidance on association and foundation matters emphasizes that minutes have a great significance by both administrative agencies such as the Internal Revenue Service and the judiciary.
 - B. As a minimum, minutes maintained by the AOC and AOC Foundation will include action taken on all motions but will not include detailed discussion of the pros and cons of the various issues discussed. Minutes may contain additional information to describe the thrust of informational briefings or to help the reader to understand issues being addressed by the Board.
4. **OPERATIONS:**
 - A. The Secretary of the Association/Foundation shall have full responsibility for the content and the timely submission of meeting minutes for approval by the Board of Directors/Governors at the next meeting of the recorded body at which a quorum is present.
 - B. The Executive Director is responsible for coordinating the timely electronic posting of the minutes as well as the maintenance and safekeeping of the official copies of minutes in the AOC Headquarters.
 - C. The Executive Director will ensure access to electronic copies of approved minutes shall be made available to the:
 1. Board of Directors/Governors
 2. Chapter Presidents

- 3. Standing Committee Chairmen
- 4. Staff Directors

D. The Executive Director AOC Staff will ensure that copies of approved minutes are available for review by members in good standing of the Association upon request.

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