

NBLASC Board of Directors Consent Agenda Policy

Purpose:

A consent agenda groups the routine, procedural, informational and self-explanatory non-controversial items and presents them to the Board for a single motion for approval after allowing anyone to request that a specific item be moved to the full agenda for individual attention. Other items, particularly those requiring strategic thought, decision-making or action, are handled as part of the regular Board agenda.

Guidelines:

In order for a Consent Agenda to function effectively:

- Documentation for consent items must be provided to the Board prior to meetings so that directors feel confident that their vote reflects attention to their duty of care.
- Board members are encouraged, prior to the meeting, to ask any questions they wish of the ED, the Board Chair or a Committee Chair concerning items on the consent agenda.
- If it is determined that an item on the consent portion of the agenda requires discussion (i.e. more than just a question of clarification) by the Board prior to making a decision, the item should be removed from the consent agenda and raised later in the regular meeting agenda.
- Any Board member can request that an item be moved to the full agenda.
- A vote on the single motion to approve the consent agenda applies to all the items on the consent portion of the agenda.

The following routine, informational, procedural and self-explanatory non-controversial items may be placed on a consent agenda:

- Approval of board and committee meetings (with the understanding that these have been vetted by the Board Chair or Committee Chair prior to inclusion in the Board meeting package)
- Correspondence requiring no action
- Committee and staff reports
- Updates or background reports provided for informational purposes only
- Appointments requiring board confirmation
- Approval of contracts that fall within the organization's policy guidelines

- Final approval of proposals that have been thoroughly discussed previously, where the Board is comfortable with the implications
- Confirmation of pro forma items or actions that need no discussion but are required by the By-laws
- Dates of future meetings

Process:

The process for using a consent agenda will be as follows:

1. The full agenda, including the consent items should be disseminated prior to the Board meeting along with copies of reports and back up materials so that Board members can do their due diligence prior to voting.
2. After calling the meeting to order and confirming quorum, the Board Chair will ask if anyone wishes to remove an item from the consent portion of the agenda.
3. The Chair then asks for a motion to approve the consent agenda.
4. Once the motion has been made and seconded, the Chair opens the floor for any questions or discussion on the items remaining on the consent agenda. The understanding, though, is that the directors have come prepared and, other than a quick point or question, they are comfortable voting for the items or else they would have asked to have them removed.
5. If any items were removed from the consent agenda, the Board Chair may determine where on the regular agenda those items will be discussed.
6. Quickly reviewing the remaining items on the consent agenda, the Board Chair asks for any objections to the adoption of those remaining items. If none are offered, all items on the consent agenda are considered to be received or approved, as the case may be.

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