RUNNING BOARD MEETINGS USING LUCID MEETINGS

This guide covers how to use Lucid Meetings to support board meetings.

In it, you'll learn **how to organize the board meeting room**, tips for working with the agenda to **create the board package**, how to **manage formal approvals** during the meeting, and about **finalizing the meeting minutes** afterwards.

Best For

Businesses using Lucid to organize all work meetings

Small business, startup and non-profit boards

Contents

INTRODUCTION

Corporate governance, fiduciary, compliance, risk oversight, strategic guidance and operational policy planning: boards have many responsibilities.

Exactly what your board must do, and what it can do, will be determined by the nature of your organization and the laws where you operate. The rules for boards meeting in Europe differ from those meeting in North America or Australasia. Small companies and non-profits have different requirements than large public companies.

While all boards must abide by certain rules and formalities, there is no one set way to run a board meeting. For every board meeting, the directors must still determine what topics to prioritize, how to manage the available time, and how to ensure the board members arrive informed and stay actively engaged throughout the call.

This guide will walk you through how to use Lucid Meetings to support your board meetings. Boards that meet face-to-face will find advice for using Lucid to manage the agenda and capture notes during the meeting. Boards with one or more remote participants will find ways to engage the board members on the phone.

The Lucid Meetings **Template Gallery** includes several board meeting templates. You can see the agendas and tips for these templates in this guide. Finally, we'll share links to the resources we found most helpful in developing this guide.

SETTING UP YOUR LUCID BOARD MEETING ROOM

Add the Board

Once you've created a meeting room for your board, start by adding your board members and executives. Each meeting room keeps a history of the meetings held there which room members can review in the future.

If a board member should have full access to historical records, add them as a **"Team Member"** in your Board room. Executives and managers who may attend the occasional board meeting, but who should not have full access to board records, should be invited to meetings as guests.

Make sure the person or people responsible for scheduling board meetings, preparing the board package, and managing the online meeting during the call get the **"Manager"** role in your board room.

Team Members can see all records.

Guests see only the meetings to which they're invited.

When you add a new board member, consider **setting their preferred time zone** as a courtesy. This will ensure they see all meeting notices in their time zone right from the start. You'll find the time zone preference by selecting **"Edit"** next to the board member's name on the **"People"** tab.

Schedule the Meetings

Many boards find it useful to **schedule their meetings for a year in advance**. You can schedule as many meetings in advance as you need and send invitations to ensure they get on each board member's calendar.

When the time for a board meeting draws nearer, you will update the agenda with all board materials and **re-send the updated invitation**. This will ensure everyone has access to read reports in advance, and will not create multiple copies of the meeting on their calendar.

A Note about Board Committees

Many boards assign work to one or more committees. If the committee only holds a few meetings apart from the board, it may be fine for them to use your existing board room.

You will want to set up separate meeting rooms for each committee when:

- The committee includes one or more members that should not have full access to the board meeting records.

- The committee must keep some or all of their work private from the full board.

- The committee is expected to run for an extended period of time, and will develop their own schedule and processes.

- The committee meets a lot and creates a lot of meeting records, which would add unnecessary clutter to the board meeting room records.

BEFORE THE MEETING

Setting location and audio

If you will be meeting face-to-face, with no remote participants, enter the meeting location in the **"Location"** field and set the **"Audio selection"** to **"No audio"**.

For boards with 5 or fewer remote participants, we recommend selecting video conferencing whenever possible. When it works well, video conferencing helps keep board members engaged and improves the quality of the discussion.

Preparing the Board Package

Use the Lucid Agenda to assemble your Board Package.
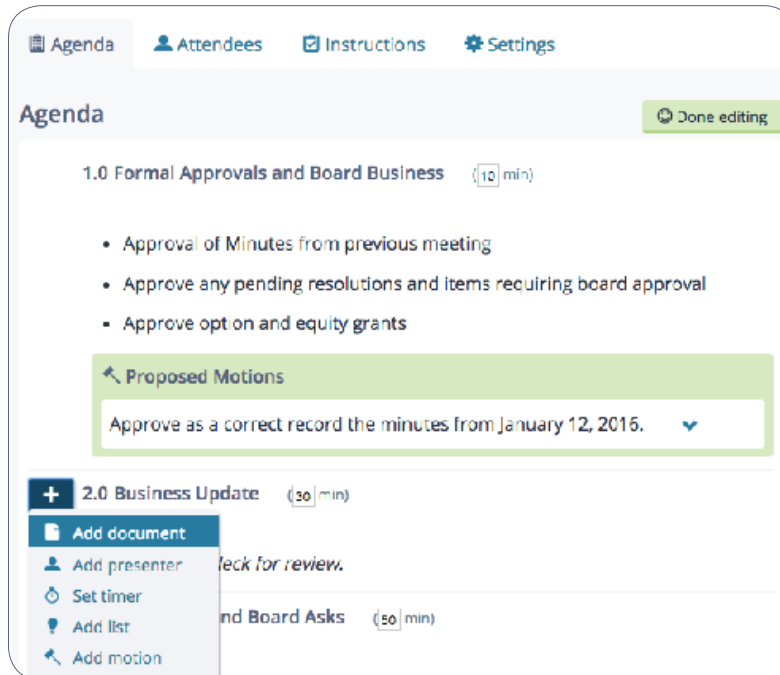
Add documents and any known motions directly to agenda items. If you will be reviewing online dashboards or websites, include the links directly in the agenda description.

Distributing Board Material in Advance

When you send invitations, be sure to include the full agenda in the email. The email will include links to all attached documents for board members to download and review.

Send the agenda and any presentation materials 2-4 business days in advance. You need to make sure board members have time to review the material before the meeting - but not too much time. Board packages sent more that 5 days in advance tend to get saved to read later and then forgotten.

Assigning Meeting Roles

Board meetings run more smoothly when you assign a dedicated note taker and someone to run the online meeting. If you have a designated **Board Secretary or Corporate Secretary**, assign them **"Note taker"** privileges. Otherwise, someone who is not presenting information or a critical participant in the board discussion can usually manage both tasks.

Anyone with a report to present should be made a **"Presenter"** for their agenda item. This will let them add their report to the agenda in advance and present and advance the slides during the meeting. If you choose not to mark anyone as a Presenter, only the facilitator will have access to modify the agenda and present slides during the meeting.
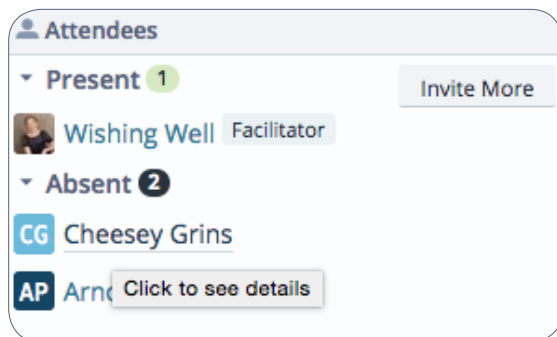
DURING THE MEETING

Many boards meet in person and project the Lucid Meeting on the screen. In this situation, we recommend the note taker join the meeting using a separate computer for taking notes, or that they join the meeting in two separate browser windows. One browser will be projected on the screen and stay focused on any presentations. The note taker will use the other window to capture and edit notes.

If one (or all) board members will participate remotely, instruct remote participants to use the **"Chat"** feature any time they have trouble hearing or need assistance. The facilitator should monitor chat and be ready to help.

Tracking Attendance

People who join the meeting online will automatically be logged as **"Present"**. If you are meeting face-to-face, you can mark people present in the Attendee list. Click an attendee's name in the **"Absent"** list to see a pop-up where you can mark them present.

While it's possible to mark attendance after the meeting, we recommend tracking attendance at the beginning of the meeting. The meeting reports automatically generated by Lucid will then correctly show that the board achieved quorum before any decisions were recorded.

Motions and Formal Approvals

Lucid includes built-in support for proposing, seconding, and voting on motions. You can capture votes online by having each member click to select their vote, or as is more common, the recorder can simply set the outcome of a verbal vote.

The online motions are most useful when:

- You know the content of the motion in advance, and can build it into the agenda before the meeting

- You have a contentious vote and need a way to get a specific vote count

- Your board is meeting entirely online, making it impossible to see a simple "show of hands" or easily hear votes for and against.

You can also simply record the outcome of a motion in the notes without using the official "Motion" feature.

Taking Breaks

Board meetings tend to last anywhere from 90 minutes to many hours. Any meeting of this length should include regular short breaks, and longer breaks for snacks or meals at least every 2.5 hours.

You can put any meeting officially "at recess" by using the **"Take a Break"** feature. When you start the break, set a message and a time to resume. This will start an automated count-down, making it easy for everyone to see when they need to return.

We're taking a break!

Meeting will resume at: 5:20 PM

🗋 Resume meeting
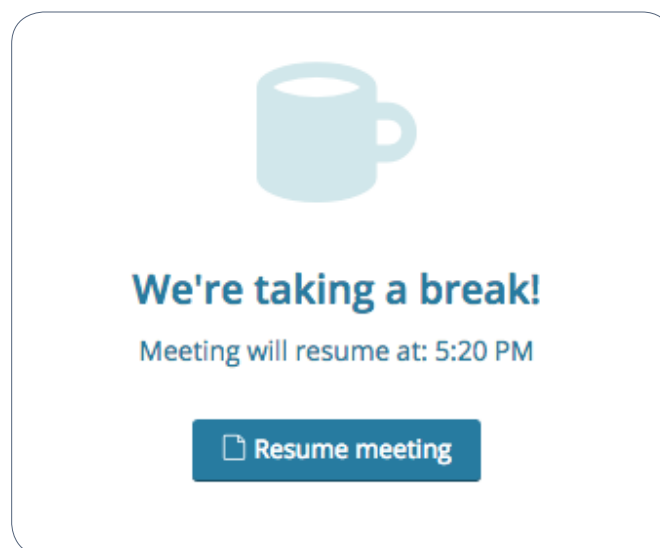
Meetings Notes versus Meeting Minutes

Lucid is designed for the note taker to capture decisions, key discussion points, and formal approvals for each agenda item during the meeting. For team meetings and most project meetings, these notes are all you ever need.

For board meetings, however, organizations are expected to produce formal meeting minutes. **The notes taken in Lucid during the meeting should be treated as a draft source for the official meeting minutes**. These notes can always be edited in the online meeting, even months after the initial meeting date.

Of the information required for most board meeting minutes, **Lucid automatically records** the following:

- Date of the meeting
- Time the meeting was started
- Names of the meeting attendees and absentees, including the time at which each person joined the meeting.
- The full agenda and reports, including any changes made to the agenda during the meeting
- Time the meeting ends

The Secretary will need to record the following:

- Whether a quorum is present
- Corrections and amendments to previous meeting minutes
- Motions taken or rejected
- The outcome of any votes
- Actions completed or assigned
- Parking lot items to be held over
- New business arising during the meeting
- Open discussion or public participation
- Next meeting date and time (if not already included in the agenda)
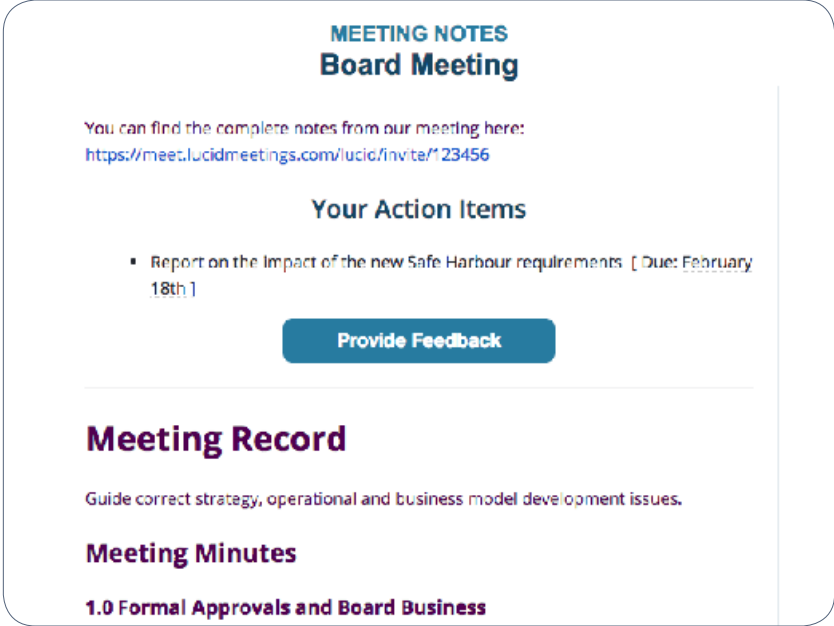
AFTER THE MEETING

Edit the meeting notes to correct typos, capture any key insights or decisions that were missed during the meeting, and remove any unnecessary notes about the conversation that don't belong in the records.

To create your official meeting minutes:

1. Edit the rough meeting notes in Lucid.

2. Download these notes to a file where you can add any final formatting.

3. Attach this file to your next meeting for review and approval as the official meeting minutes.

Once you're satisfied that the meeting record accurately reflects the discussion, click to **"Send followup email"**. This will ensure every board member gets a link to the online record, and a reminder about any action items assigned to them.

You may choose to include the full meeting record in the email, or you may omit the full record if you prefer board members only access this record in the online board room.

THE TEMPLATES

You can download the agendas for these templates on the Lucid website. Those using Lucid software can use the templates to create a full online meeting ready to go.

1 **Simple Board Meeting**

This template covers the basics, allocating time for discussing both strategic and operational issues at every meeting.

2 **Formal Board Meeting**

This structure includes more details about how much time to spend on reports and how to prioritize the discussion to ensure important decisions are dealt with first.

3 **Startup Board Meeting**

Designed to get the formal legal matters out of the way so new company management and board members can dedicate more time to problem solving and mentorship.

4 **Robert's Rules Standard Order of Business**

The default starting agenda for many boards and committees.

These templates provide a starting place for constructing your board agenda. Once you've selected a template, expect to spend several additional hours preparing the final agenda and board package.

Tips for Every Board Meeting

1 **Embrace the Consent Agenda**

Each template (except the Robert's Rules template) includes an agenda topic for items requiring formal approval but no discussion. Known as a "Consent Agenda", this makes it fast and efficient for the board to take care of legal requirements quickly, saving meeting time for discussion.

2 **Schedule important discussion for when the board is fresh**

When people start to get tired, they tend to make safe decisions and say "no" more often. To ensure a better discussion, schedule your most important topics for the beginning of the meeting or following a break - ideally a break with snacks.

3 **No surprises! Prep for every major decision**

Take the time to talk with each board member about major decisions before the meeting. Ideally, by the time you meet, everyone will already know what the decision will be.

SIMPLE BOARD MEETING

ABOUT
A simple and efficient framework for Board Meetings.

PREP
Attach minutes, items for formal approval, and reports in advance.

Add details to all agenda items, clarifying any requested decisions or discussion topics.

For every other meeting, change the order of items 5 and 6. This helps the board balance attention between strategic issues and operational issues.

① **Meeting Opening**
Welcome, Apologies, and Approval of Minutes from previous meeting

② **Formal Approvals**

③ **Chief Executive's Report**

④ **Chief Financial Officer's Report**

⑤ **Operational Policy Issues**

⑥ **Strategic Issues**

⑦ **Any Other Business**

⑧ **Meeting Closing**

FORMAL BOARD MEETING

ABOUT
A structured approach for Boards that puts important decisions first.

① Meeting Opening (10 min)
Welcome and Apologies

1.1 Approval of Previous Minutes and Matters Arising

Action requested: Motion to approve the minutes of the previous meeting and to deal with any matters arising.

② Matters for Decision (90 min)

2.1 Major Decisions

2.1.1 Decision Item 1

Action requested: insert decision requested

2.2 Routine Decisions / Consent Agenda (5 min)

Action requested: Motion to approve, accept or ratify items listed on consent agenda as submitted.

③ Break

④ Reports and Discussion (45 min)

4.1 Chief Executive's Report

4.2 Chief Financial Officer's Report

4.3 Other matters for discussion

⑤ Updates and Announcements (5 min)

⑥ Meeting Closing (10 min)

STARTUP BOARD MEETING

ABOUT
A Board Meeting for early-stage startups with investors.

PREP

• Attach the minutes and other approval items to item 1.

• Add the board deck or presentation in item 2.

• List the top issues for discussion and requests for the board in item 3.

① Formal Approvals and Board Business

• Approval of Minutes from previous meeting

• Approve any pending resolutions and items requiring board approval

• Approve option and equity grants

② Business Update

③ Top Issues and Board Asks

④ Wrap Up

• Review actions from this meeting

• Meeting feedback

• Next meeting

ROBERT'S RULES OF ORDER
STANDARD ORDER OF BUSINESS

ABOUT

The template agenda from Robert's Rules of Order Newly Revised (11th ed.)

Boards who meet mostly as a formality, or who have no pressing issues to cover, will use this agenda to ensure they have a way to address any topics that may arise.

1. **Establish Quorum and Call to Order**

2. **Reading the Minutes of the previous meeting [and their approval]**

3. **Reports of Boards and Standing Committees**

4. **Reports of Special (Select) Committees**

5. **Special Orders**

6. **Unfinished Business and General Orders**

7. **New Business**

8. **Closing and Adjournment**

RESOURCES

Books and websites about running board meetings, board duties, and more.

On the Web

Many Board Portal and Board Consulting firms have a lot of good information on their blogs. Here are a few of our favorites:

- **Board Effect Resources**
  http://www.boardeffect.com/resources/

- **BoardMax Blog**
  http://www.streamlinksoftware.com/boardmax/blog

- **BoardSource Resources for Non-Profit Boards**
  https://www.boardsource.org/eweb/

- **International Corporate Governance Network (ICGN)**
  https://www.icgn.org/

- **Robert's Rules Online**
  http://www.rulesonline.com/
  (Text from the 4th edition, so out of date but still handy for quick reference)

Venture capital firms and consultants want to see startups succeed. These articles give advice about board meetings to these companies.

- **How to Run a Startup Board Meeting**
  http://www.payne.org/index.php/How_to_Run_a_Startup_Board_Meeting

- **Free Templates for Great Startup Board Decks, Direct from VCs**
  http://nextviewventures.com/blog/free-startup-board-decks-template/

- **Sample Board Meeting Minutes**
  http://www.feld.com/archives/2006/10/sample-board-meeting-minutes.html

Books

The books listed here are all aimed at people new to their board responsibilities. These are short, easy-reading guides. Several actually include cartoons!

William G. Bowen,
The Board Book: An Insider's Guide for Directors and Trustees,
W. W. Norton & Company (April 9, 2012)

Patrick Dunne,
Running Board Meetings: How to Get the Most from Them,
Kogan Page (May 1, 2007)

Brad Feld and Mahendra Ramsinghani,
Startup Boards: Getting the Most Out of Your Board of Directors,
Wiley (December 31, 2013)

Joanna Gutmann,
Taking MInutes of Meetings: Set the Agenda; Identify What to Note; Write Accurate Minutes (Sunday Times Creating Success),
Kogan Page (February 1, 2010)

Henry M. III Robert,
Robert's Rules of Order Newly Revised, 11th edition,
Da Capo Press (September 27, 2011)

Nancy Sylvester,
The Guerrilla Guide to Robert's Rules,
Alpha (December 5, 2006)

Lawrence E. Susskind and Jeffrey L. Cruikshank,
Breaking Robert's Rules,
Oxford University Press (September 1, 2006)

ABOUT THE AUTHOR

This template guide was designed and produced by the team at Lucid Meetings.

Learn more about us [on our website](#).