



Consent Agenda

A consent agenda is a meeting practice which packages routine committee reports, Board meeting minutes, and other non-controversial items not requiring discussion or independent action as one agenda item. This can save precious meeting time by allowing the Board to approve this 'package' of items together in one motion.

Reports and information can be grouped together under a consent agenda only if all Board Directors agree. If only one Director selects a specific item for discussion, it must be removed and placed on the regular Board meeting agenda. Depending upon the organization, a few minutes up to a half hour can be freed up for more substantial discussion on those items requiring strategic thought, decision making or action.

What types of items can be found on the consent agenda?

Typical consent agenda items are routine and should not require any Board discussion. Typically the following things are considered for grouping in consent agenda.

- ★ Board and committee meeting minutes
- ★ Committee and staff reports
- ★ Updates or background reports provided for information only
- ★ Correspondence requiring no action
- ★ Staff appointment requiring Board confirmation
- ★ Final approval of proposals or reports that Directors have been dealing with for some time and are familiar with the implications
- ★ Routine contracts that fall within policies and guidelines.
- ★ Confirmation of documents or items that need no discussion but are required by the bylaws

How does a Board begin using a consent agenda?

The first step in using a consent agenda is to have the Board approve a motion to adopt the consent agenda format for Board meetings. The Board should also craft and approve a policy of what may or may not be included in the consent portion of the agenda.

It is important to make sure that all Directors know what items belong on the consent portion of the agenda, and how to move items to and from this overall consent area.

What is the process for using a consent agenda?

A consent agenda can only work if the reports and items are known in advance and distributed with the agenda package allowing sufficient time to be read by all Directors prior to the meeting. A typical process for developing and using a consent agenda is as follows:

- ★ The President or Chairperson of the Board decides what items will be place into the consent portion of the agenda.
- ★ The full agenda, including consent items are disseminated prior to the Board meeting along with any documentation or back up information so that Board Directors can do their due diligence before voting.
- ★ As the first item of business, the President/Chairperson asks Directors if any one wishes to remove any item under the consent portion of the agenda to be discussed. They can request to discuss the item, question the item or register a vote against the item.
- ★ If an item is removed from the consent portion, the President/Chairperson will place it on the regular meeting agenda.
- ★ The Chairperson then asks for a motion to accept the consent agenda.

The consent agenda items typically appear very near the beginning of the regular meeting. This allows any item to be removed and placed into the overall agenda for discussion and action late in the meeting. As with all formal Board action, a quorum must be present in order to have action on the consent agenda items that is legitimate and binding.

Sample of a Consent Agenda

- I. Welcome
 - II. Consent Agenda
 - a. Board meeting minutes
 - b. Contract to retain HR Consultant
 - c. Marketing Committee meeting minutes and report
 - d. Executive Director's report
 - III. Finance Report
 - IV. Discussion Item
 - Change recommendation for XYZ Program
- and so on.....

As a single item on the agenda, the consent agenda is voted on with a single vote - to approve the consent agenda. The key to the Consent Agenda's effectiveness is that there is NO DISCUSSION of that item.

The motion sounds like this:

Dick: I move to approve the consent agenda.

Sue: I'll second that motion.

Chair: There is a motion and a second to approve the consent agenda. All in favor signify by saying "Aye."

Again, because there will be no discussion of these items individually, using a consent agenda requires that Board materials be provided in plenty of time for Directors to read them all. It is a requirement that the Directors read these materials before the meeting.

Handling Items That Require Clarification or Discussion

Sometimes a board member will read the board materials related to the Consent Agenda, and he will have a question he would like answered before he votes. Or he feels the issue still requires discussion before he would feel comfortable voting. Those are two distinct scenarios, and they receive two distinct treatments.

Items for Clarification or Questions

For items that require clarification, or for which a board member has a question, that clarification must be requested before the meeting. An item cannot be pulled from the consent agenda just to have a question answered. That sort of information gathering should happen ONLY before the meeting.

In that way, the person being asked the question has time to gather the information. (There is nothing worse than having an issue tabled for the next meeting, only because a question could not be answered then and there.) In addition, that clarification can then be sent to all board members, so everyone has the same information before the meeting.

This is particularly useful for clarifying the minutes, which often takes absurd amounts of time that could otherwise be spent in more meaningful discussion.

Items for Discussion

If there is an item about which a board member disagrees, or believes that item requires discussion, then a request is made at the board table to pull that one item from the Consent Agenda, and to add it to the regular agenda as an item to be discussed. The remainder of the Consent Agenda items are voted on and approved, and only that single item is held out for discussion.

“Ms. Chairwoman, I would like to request that the Item ‘c’ be pulled from the Consent Agenda for discussion.”

“All in favor of approving the Consent Agenda, minus Item ‘c,’ signify by saying Aye.”

Item ‘C’ will then be discussed as a regular discussion item.