Board minutes (general)

Company Number: [COMPANY NUMBER]

[NAME OF COMPANY]

(Company)

Minutes of a Meeting of the Board of Directors of the Company held at [INSERT ADDRESS] on the [Date] at [INSERT TIME] [am/pm].

PRESENT: [NAME] (Chairman)

[NAME]

[NAME]

# Quorum

[The Chairman] OR [It was] reported that due notice of the meeting had been given and that a quorum was present. [Apologies for absence had been received from [NAMES]. The Chairman confirmed that he had informed [NAMES] of the purpose of the meeting.] Accordingly, [the Chairman declared the meeting open] OR t[he meeting was declared open].

# Purpose of the meeting

[The Chairman] OR [It was] reported that the purpose of the meeting was to consider and, if thought fit, approve [DESCRIBE MATTER TO BE APPROVED AT MEETING].

# Declarations of interest

* 1. [The following directors, [Names]] OR [Each director present] declared the nature and extent of their direct or indirect interests in the business to be discussed at the meeting, in accordance with the requirements of section 177 and section 182 of the Companies Act 2006 (**Act**) and the the articles of association of the Company (**Articles**), as follows:

|  |  |
| --- | --- |
| Name | Nature and Extent of Interest |
| [Name of Director] | [Details of Nature and Extent of Interest] |
| [Name of Director] | [Details of Nature and Extent of Interest] |

AND/OR

* 1. [NAMES] OR [Each director present] confirmed that they had no direct or indirect interest in the business to be discussed at the meeting that they were required to disclose by section 177 or section 182 of the Act and the Company’s Articles.
  2. [It was noted that pursuant to article [NUMBER] of the Articles, notwithstanding any such interests, the directors were entitled to vote at, and be counted in a quorum of, the meeting , subject to any restrictions imposed under article [NUMBER] of the Articles.

OR

It was noted that pursuant to article [NUMBER] of the Articles, the director(s) interested could not vote or count as part of a quorum on any matters in which they were interested, but that nevertheless, there would be a quorum for all items of business to be transacted by the meeting.]

# Consideration and approval of documents

* 1. [The following documents were produced to the meeting, either as drafts or as engrossments:]

[a. LIST DOCUMENTS;] (**Documents**).

* 1. After due and careful consideration, including consideration of the matters referred to in section 172(1) of the Act,

**IT WAS RESOLVED** that:

* + 1. entering into the Documents would promote the success of the Company for the benefit of the members as a whole;
    2. the terms of the Documents be approved;
    3. any director and, in the case of any document requiring execution as a deed, any two directors or any one director and the Company Secretary, or any director in the presence of a witness, be authorised to execute the Documents on behalf of the Company, subject to such amendments as those executing the same on behalf of the Company shall think fit;
    4. any director of the Company be authorised to do all such acts and things and agree and execute on behalf of the Company all such other documents as may be required in connection with the Documents, subject in each case to such amendments as those executing the same on behalf of the Company shall think fit.

# Resolution

After due and careful consideration, including consideration of the matters referred to in section 172(1) of the Act, **IT WAS RESOLVED** that [DESCRIBE MATTER RESOLVED UPON IN MEETING.]

# Filing

The Chairman instructed [the Company Secretary] OR [NAME] to make all necessary and appropriate entries in the books and registers of the Company and to arrange for the following forms and documents to be filed at Companies House:

a. [LIST RELEVANT DOCUMENTS]

# Close

There being no further business, the meeting was declared closed.

………………………………………………………….

Chairman

Date: [add date]