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## How to Write and Keep Meeting Minutes

### DEFINED

Minutes are the official record of an organization. It is crucial that they are accurate since they are the legal record of the proceedings and actions of the organization

### BASED ON

*Robert's Rules of Order Newly Revised*, 11th, 2011 Edition

### CONTENT

First paragraph: Kind of meeting (regular, special, etc.); the name of the organization; the date and time of the meeting; place of the meeting, if it isn't always the same; that the regular chairman and secretary were present or, in their absence, the names of the persons who substituted for them; and record of the action taken on the minutes of the previous meeting. Any corrections approved by the members are made in the text of the minutes and then noted that the minutes were approved as corrected, without including the specific corrections in the minutes of the current meeting. While *Robert's* does not require inclusion of the approximate number of members present and the establishment of a quorum, many organizations choose to include that information in the minutes.

The body should include, with each motion being a separate paragraph:

- The exact wording of motions right before the vote, whether it passed or failed, and the way they were disposed of, along with the name of the maker.
- If the vote was counted, the count should be recorded. Tellers' reports, if there are any, are included. In roll call votes the record of each person's vote is included.
- Notices of motions given at one meeting to be voted on at the next meeting – previous notice is sometimes required (e.g. amendments of the bylaws).
- Points of order and appeals.
- Secondary motions that were made but not yet voted on, in cases where it is necessary to record them for completeness or clarity, e.g. a main motion, a primary amendment, a secondary amendment and the motion to postpone to the next meeting were all made and are pending. If the motion to postpone passes, the minutes of the meeting should include the wording of the main motion, the primary amendment, and the secondary amendment so that at the next meeting everyone is aware of exactly what motions will come before the assembly during Unfinished Business.
- The complete substance of oral committee reports that are given in small assemblies.
- The fact that the assembly went into committee of the whole, a parliamentary tool used more by legislative bodies than by nonprofit groups, but not the proceedings. The report of the committee of the whole is included.
- Proceedings under Informal Consideration are recorded.
- The Assembly may order that a report of great importance be entered in the minutes.
- Name and subject of the guest speaker may be entered, but the minutes should not include a summary of the speaker's remarks.

Last paragraph: hour of adjournment

### **NOT INCLUDED**

- The opinion or interpretation of the secretary
- Judgmental phrases e.g. “heated debate” or “valuable comment”
- Discussion: Minutes are a record of what was *done* at the meeting, not what was *said* at the meeting
- Motions that were withdrawn
- Name of seconder is unnecessary

### **DISTRIBUTION OF MINUTES**

I recommend sending the minutes out in advance of the next meeting. Actually, it is best to send them out as soon as possible after the meeting, while members still remember what occurred and when. The problem with sending them out before they are approved is that there are eventually two sets of minutes of the same meeting distributed – the draft version and the adopted version. This potential problem is averted by simply labeling the draft minutes which are distributed before next meeting as draft minutes and the approved minutes as approved, giving date of approval. The heading draft or approved should go at the top of the first page of the minutes in the title and in the footer on each page of the minutes.

### **ATTACHMENTS**

The official copy of the minutes should have attached to it the original signed copy of:

- Committee Reports
- Officers Reports
- Written Motions
- Tellers Reports
- Correspondence

### **APPROVAL**

If the minutes have been distributed to the members before the next meeting then the approval process can be very short. A formal motion to approve the minutes is not necessary. But, such a motion is not out of order. The presiding officer simply asks “Are there any corrections to the minutes as printed?” If there are none, or after all corrections have been made, the presiding officer may say “There being no corrections [or “no further corrections”] to the minutes, the minutes stand approved as printed (or as corrected).”

This method allows the membership to approve the minutes without a formal vote. This is so because the only proper way to object to the approval of the secretary’s draft of the minutes is to offer a correction to it.

A member who was not in attendance at the meeting for which minutes are being approved is not prevented from participating in their correction or approval.

If the next regular meeting will not be held within a quarterly time interval or there will be a change in the membership (such as a change in a number of the members of the board due to elections), a minutes approval committee should be used. In that case, the minutes approval

committee reviews the minutes, corrects them, if necessary, and approves them on behalf of the membership. Some organizations have their board of directors serve as the minutes approval committee for the membership meetings.

### **SIGNATURE**

After the minutes have been corrected and approved by the membership, they should be signed by the secretary and can be signed by the president. The word “approved” and the date of the approval should also be included. Using the term “Respectfully Submitted” is considered outdated and shouldn’t be used.

### **MINUTES BOOK**

The official copy of the minutes should be entered in the Minutes Book and kept by the secretary. These are the property of the organization, not the secretary. If the organization has a headquarters office, the official copy of the minutes should be kept there.

### **COPIES**

If the members receive a copy of the minutes it is not necessary for them to receive all the attachments. When they do not receive the attachments, the minutes should include a brief summary of the attachments.

### **ANNUAL MEETINGS/CONVENTION MINUTES**

Minutes of an annual meeting or convention should be taken by the secretary with the assistance of the Minutes Approval Committee members. In advance of the annual meeting or convention, the secretary should prepare a set of skeleton minutes. In the preparation of this skeleton of the actual minutes the following may be used: agenda, program, previous minutes (as a guide) and the script. The skeleton minutes are based on what is expected to happen (the script should be of great assistance here). In preparing the skeleton minutes, be sure to leave many empty spaces for the specifics that may happen during the meeting and any last minute changes.

Copies of the skeletal minutes are needed for the secretary, parliamentarian and members of the Minutes Approval Committee. During the meeting, the members of the committee and the secretary follow the skeletal minutes and fill in any additional information. Immediately after each business meeting the committee and the secretary meet and work together on an agreed upon set of minutes for that meeting. After the last business meeting of the convention, the secretary prepares the final copy of the minutes based upon what is agreed to by the committee. This final copy is reviewed by all committee members. When they all agree, they sign the original copy and the job of approving the minutes is completed.

If there is a transcript of the meeting, it is the secretary’s job to review the transcript making sure all the minutes are accurate. If it is necessary to change the minutes, all members of the Minutes Approval Committee must agree upon the changes.