



University Secretariat

Minutes

Best Practices and Tips

- ❖ Minutes are an objective record of what was said and done at a meeting of a body

- ❖ The minutes clearly record:
 - Who attended
 - An objective, high-level summary of discussion
 - Decisions made
 - Actions taken
 - Directions given

Minutes are the official record of who attended a meeting (including which parts of the meeting), the business conducted at a meeting and the decisions made by the body.

Minutes protect members by documenting whether and how members fulfilled their function and exercised their fiduciary duties: Duty of Care, Duty of Loyalty, and Duty of Obedience:

These duties, taken together, require members to make informed and reasonable decisions collectively, in the best interest of the body, independent from undue influence from any person or from personal interests, and in compliance with all laws and governing documents.

If the body has minute standards, the minutes should be prepared in accordance with the standards. Most bodies have **not** adopted minute standards.

Components of minutes:

- Meeting details (at the top):
 - Name of the body
 - If applicable, an indication that it is a special meeting
 - The name of the document that indicates the stage of the minutes (“Scribe Notes” “Minutes for Approval” or “Approved Minutes”)
 - Date and location of the meeting
- Attendance
 - Attendance may include voting members, non-voting members, management, guests, observers, and staff at the meeting
 - Regrets should be listed and it should be noted if attendance is by telephone
 - When an attendee arrives or leaves or for which item(s) they were present should be recorded (e.g. arrived during Item 5, present for Item 5, left after Item 5)
- The time the meeting was called to order and confirmation of quorum
- Approval of the agenda (record any changes to the agenda here and amend the motion as applicable)
- Declaration of conflicts of interest

- Remarks of the Chair
- Approval of the prior meeting minutes
- Items of Business
 - For each item:
 - The item title should match the title on the agenda
 - Identify the presenter(s)
 - Indicate whether documentation was included (and whether it was in the package or tabled at the meeting)
 - Include an objective, high-level summary of the discussion
 - Record any decisions made or feedback or directions given
 - Record the motion, if applicable, and that it was moved and seconded and the result (carried, defeated, postponed, etc.)
 - All motions must be moved and seconded. It is current best practice not to name the mover and seconder in the minutes to avoid inappropriate attribution. Often, movers and seconders are not expressing support for, or a position on, the item when moving and seconding, rather they are facilitating putting the motion on the floor, and this practice better reflects this reality.
 - If requested by a member, a record of a member's opposition or abstention to a motion should be made in the minutes (if a member votes against or abstains from a motion, it is good practice for the Secretary of the meeting to ask if the member wishes their vote against or abstention to be recorded in the minutes)
- Other Business
 - This is where items added to the agenda at the start of the meeting can be dealt with or where members can raise any other appropriate business not on the agenda for handling.
- Motion to Adjourn (if this is your practice) and Time of Adjournment



- Minutes are a narrative and not a transcript or a collection of random comments or dialogue. A member of the public should be able to read your minutes and easily understand the items discussed and decided, and the discussion that took place at the meeting.
- It is the secretary or scribe's job to create this narrative from the scribe notes of the meeting. This may include framing the narrative, summarizing the presentation, clustering like points together, confirming the facts and technical jargon and clarifying dialogue to facilitate understanding. The documents that accompanied an item are a good source to assist with this.
- Narrative detail should be **high-level** and provide an **objective summary** of discussions and deliberations, including responses to questions and concerns, and specific factors that were material to the body's decision. In drafting minutes, you need to balance transparency and detail with creating a safe space for open dialogue by your members
- Minutes normally don't include all of the questions or comments made by members (such as minor corrections or typos) and should not indicate which member asked a particular question or made a particular comment. Ultimately, the body acts and makes decisions as a group and not as individuals.
- If a member requests specific narrative be included in the minutes, it may be included, subject to any standards or objection by the body. Because the minutes belong to the whole body, it is the group's decision whether to allow this to be included.

- Only a brief outline of the presentation of an issue should be included (for the purpose of framing the narrative or providing context to facilitate understanding as outlined above) because the minutes should be focused on the deliberations, decisions and directions of the body
- It should be clear which statements were made by the presenter/proponent and which were made by the body
- Minutes should include all decisions, actions and directions given
- Ultimately, the level of detail in your minutes may be dictated by the practice of your particular body, however, neither transcription minutes nor minutes that only record the decisions of a body provide the best level of protection for the individual members or the body

Examples of how to record corrections to minutes:

Documentation for this item was circulated with the Agenda. The Chair reported some corrections to the Minutes.

Moved/Seconded

That the Minutes of the Teaching and Learning Committee Meeting held on September 24, 2015 be approved, with the reported amendments.

Carried

Documentation for this item was circulated with the Agenda. A minor correction to the Minutes was requested.

Moved/Seconded

That the Minutes of the Teaching and Learning Committee Meeting held on September 24, 2015 be approved, with the requested amendment.

Carried

Changes to minutes should be considered with care and should only be made to correct an error or inaccuracy in the record and not to add content or change what was said. It is important that the Chair makes sure that members understand this and the Chair should engage members in a discussion about proposed changes (other than grammatical or minor corrections) so that members can carefully consider and agree (or not agree) with any requested changes.

If someone wants to clarify or correct a statement made at a previous meeting (in hindsight or because of events subsequent to the meeting, for instance), this should be reflected in the minutes of the current meeting, not as a change to the previous meeting minutes. If an incorrect statement was made at the previous meeting, it cannot be corrected by changing or replacing the statement in the previous meeting minutes. Doing this calls into question the accuracy and integrity of the record of that meeting and by extension all of the bodies records. It is the job of the Chair and the Secretary to protect the integrity of the record, which protects the members.

If a change to content is requested, the Secretary may ask to check the scribe notes before making the change to ensure that the requested change is not crossing the line and jeopardizing the accuracy of the record. The scribe is not perfect, but generally the scribe notes should be the primary source for the record.

Encourage members to send requested changes to the Secretary ahead of the meeting, which allows the Secretary to check the scribed notes and dialogue with the person requesting the change, if necessary, ahead of the meeting. This saves time and averts having to postpone approval of the minutes to the next meeting.

If the minutes are revised after the draft minutes have been provided to members, but before the meeting, the changes should be verbally reported to the body and the members asked whether they agree with the revision. The fact that the minutes have been changed from the circulated version should also be reflected in the motion to approve using the language "...with the reported amendment(s)". If the minutes are revised at the request of a member at the meeting, this should also be reflected in the motion using the language "...with the requested amendment(s)".

- ❖ Develop and use a minutes template
- ❖ Formatting is important
- ❖ Prepare a minutes shell before the meeting (from the template)
- ❖ Avoid complex language – ‘draft for the public’
- ❖ Define any acronyms used – e.g. “Post-Secondary Learning Act (PSLA)”
- ❖ Use Secretary’s Notes

Examples:

- *“Secretary’s Note: The following two items were dealt with together.”*
- *“Secretary’s Note: [name] left the meeting at this point”*

Templates

Developing a template is important because it standardizes a body’s minutes and reduces the likelihood of inconsistency or error.

Minutes should be organized, consistent, and easy to read. Visual clarity and consistency enhances readability, making it easier for members to review the minutes, and builds trust in the integrity of the minutes.

Minutes Shell

It is a good idea to create a minutes shell in advance of the meeting that includes item headings, anticipated members, presenters and motions, etc. The scribe then records the meeting directly into this shell, which saves time when preparing the minutes.

Writing Tips

- Use short sentences, short paragraphs, and simple words
- Write in an active voice
- Avoid the use of emotional, flowery, or overly casual language. Example: “The Chair commended the members of the working group for their efforts” rather than recording a Chair’s long, personal comments about others.

- An acronym should be defined the first time it is used, even if it is an acronym familiar to the body's members because the audience is the public. An acronym should be defined within the body of the minutes and within a motion separately (define only if it is used more than once in the motion) because a motion may be excerpted at some point.

Secretary's Notes

A Secretary's note is used to explain something for the record. It is an interpretation note for the minutes to help understand what happened at the meeting. (see examples on the slide)

- ❖ The scribe should feel free to:
 - Ask the Chair to ask a speaker(s) to slow down or speak louder
 - Ask a proponent after the meeting to clarify wording, especially technical terms

- ❖ Draft minutes
 - Draft minutes should be clearly labelled and provided to the body's members far enough in advance of the next meeting that the members have time to review and digest the minutes before being asked to approve them
 - Draft minutes should only be distributed to members and scribe notes should never be distributed
 - Scribe notes should be destroyed immediately after the minutes are approved, so there is one official record of a meeting.

- ❖ Audio recording should only be used to assist with drafting the minutes (such as with large assemblies) and only with the consent of the members, given in advance (which can be done by including this in the bylaws or other constating document) and then destroyed immediately after the minutes are approved

Draft minutes should only be distributed to the members of the body in order to protect the integrity of the record and make sure that the approved minutes are the only record of the meeting. We also do not provide them to the Chair for review first because the minutes belong to the entire body and should be changed only with the concurrence of all members. All members have the same duties and potential liabilities and so should be afforded the same protections.

Proponents should be expected to take their own notes on feedback or directions from the body. The scribe's job is to create a record of the meeting, not to record all comments or directions for proponents and the scribe notes should never be distributed. If a proponent needs some help with memory or clarity, a phone call with the scribe to go through the notes verbally is appropriate and allows the scribe to maintain control of the notes and to aid in interpretation.