Using Minutes to Report on Meeting Events

The first lesson I learned about minutes was that they should include what was done in the meeting, not what was said. That rule doesn’t seem to get the widespread coverage it deserves. Considering how meticulously some secretaries try to record every word spoken, I can’t help but wonder if they wouldn’t prefer to write short, concise minutes that leave no doubt about the final results on all the motions. Recording all the he-said/she-said chatter that occurs in a meeting is a time-consuming and frustratingly tedious task, but unfortunately that’s what constitutes the minute books of I-don’t-know-how-many organizations I encounter. So, when I hear or read minutes prepared by folks who don’t know that, I do my best to tell them about the “include what’s done, not what’s said” rule because it’s sure to be some of the best news they’ve ever heard!

Composing your meeting’s minutes

To help save you time and unnecessary work, Robert’s Rules spells out exactly what needs to go into your minutes.

The first paragraph should include

- The kind of meeting (as in regular, special, annual, adjourned regular, adjourned special, and so forth)
- The name of the organization
- The date, time, and location of the meeting (don’t list the location if it is always the same)
- A statement confirming that your organization’s regular presiding officer and secretary are present (or the names of the persons substituting for them)
- A mention of whether the previous meeting’s minutes were read and approved (and the date of that meeting if it wasn’t a regular meeting)

Corrections to minutes are noted in the minutes being corrected; they’re not detailed in the minutes of the meeting at which the corrections are adopted. (The minutes of the meeting containing corrections should merely state that minutes were corrected.)

Good form for the body of the minutes requires you to separate into paragraphs each subject item and the names of the members who made any motions. The body portion of the minutes should include

- All main motions (except those that are withdrawn). Main motions are defined in Chapter 6.
- Motions bringing a question again before the body (except for those that are withdrawn). These motions are listed in Chapter 12.
- The final wording of the motions, either as adopted or as disposed of. If it’s appropriate to include mention of debate or amendment, these items can be noted parenthetically.
- The disposition of the motion — including any adhering amendments — if it’s only temporarily disposed of.
- Secondary motions (see Chapters 9 through 12) not lost or withdrawn, where necessary for clarity (example motions include recess, fix time to which to adjourn, suspend the rules, postpone to a particular time, ballot vote ordered, and so on). Allude to the adoption of secondary motions by saying, “A ballot vote having been ordered, the tellers…”
- Notices of motions.
- All points of order and appeals (see Chapter 11) and their subsequent dispositions, with reasons given by the chair for the ruling. (Rulings often establish precedent, so a careful record here is important.)

The last paragraph of your report should include the hour of adjournment. And that’s it! Well, except for the following additional notes you should keep in mind when finalizing your report:

- The name of the person who seconds a motion isn’t entered in minutes unless ordered by the membership.
- When a count has been ordered or a vote is taken by ballot, the number of votes on each side is reported in the minutes.
- If the vote is a roll-call vote, then the names and votes are recorded, including the names of those who declare “Present” or “Abstain” or who otherwise announce their abstention in some way. If members don’t respond, you may simply enter enough names to reflect that a quorum was present.
- The proceedings of a committee of the whole aren’t included in the minutes, but the fact that the move into committee occurred and the report of the committee are included.
When a question is considered informally, the same information should be recorded as in regular rules. Informality is only permitted in debate.

The full text of any report is included in the minutes if it is so ordered.

Record the name of any guest speaker and the subject of his or her presentation, but make no summary of his or her remarks.

**Signing the minutes**

Minutes are to be signed by the secretary and, if customary, may also be signed by the president. Minutes are your group’s legal record of its proceedings, and the secretary’s signature establishes evidence of the original document’s authenticity.

Avoid using the term *Respectfully Submitted* — it’s now considered passé.

**Approving the minutes**

The minutes of one meeting are normally approved at the next regular meeting, following the call to order and opening ceremonies. I cover meeting procedure in detail in Chapter 5.

If the meeting is an adjourned meeting (see Chapter 3), you approve the minutes of your previous meeting (the meeting that established the adjourned meeting) before taking up business where you left off in that meeting. Also, the minutes of the adjourned meeting should be approved at the next adjourned or regular meeting.

When you hold a special meeting, the only business in order is the urgent business for which the meeting was called — the business that can’t wait until the next regular meeting. For that reason, the minutes of your regular meetings aren’t brought up for approval at a special meeting (unless the approval of minutes is the urgent reason you called the special meeting). The minutes of a special meeting are approved at the next regular meeting.

Minutes drafted ahead of time aren’t the official minutes until the members approve them. Because changes may be made in the minutes before they’re approved, it’s good practice for the secretary to note somewhere on the distribution copy that it’s a “draft for approval.”

**First Things First: The Treasurer’s Report**

The treasurer generally reports basic financial information at every regular meeting. Today’s accounting-made-easy software allows a treasurer to print out a report that shows receipts, disbursements, and cash balances pretty easily. But for organizations with simple and uncomplicated finances (maybe they just have a cash fund or a checking account), all that’s really necessary is a simple, single-page report that shows the opening balance, the itemized receipts and disbursements, and the closing balance. In fact, that’s the basic information most members want and need to make decisions.
lems that may arise and to avoid, as much as possible, frequent consultation during the meetings. There is no set rule for the number of additional functions a parliamentarian may be asked to perform as a permanent appointee, such as teaching classes, holding office hours during conventions, and the like.

During a meeting the work of the parliamentarian should be limited to giving advice to the chair and, when requested, to any other member. It is also the duty of the parliamentarian—as inconspicuously as possible—to call the attention of the chair to any error in the proceedings that may affect the substantive rights of any member or may otherwise do harm. There should be an understanding between the parliamentarian and the presiding officer that there will probably be occasions when it may be essential for the chair to listen to suggestions being made by the parliamentarian, even if it means momentarily not giving full attention to others or asking the assembly to stand at ease during the consultation (see p. 243). This practice will enable the chair to be in a position to act promptly at the correct time and be fully informed. In advising the chair, the parliamentarian should not wait until asked for advice—that may be too late. An experienced parliamentarian will often see a problem developing and be able to head it off with a few words to the chair. Only on the most involved matters should the parliamentarian actually be called upon to speak to the assembly; and the practice should be avoided if at all possible. The parliamentarian should be assigned a seat next to the chair, so as to be convenient for consultation in a low voice, but the chair should try to avoid checking with the parliamentarian too frequently or too obviously. After the parliamentarian has expressed an opinion on a point, the chair has the duty to make the final ruling and, in doing so, has the right to follow the advice of the parliamentarian or to disregard it. But if the parliamentarian’s advice on important procedural issues is habitually disregarded, he may find it necessary, at the end of the present engagement or session, to resign.

A member of an assembly who acts as its parliamentarian has the same duty as the presiding officer to maintain a position of impartiality, and therefore does not make motions, participate in debate, or vote on any question except in the case of a ballot vote. He does not cast a deciding vote, even if his vote would affect the result, since that would interfere with the chair’s prerogative of doing so. If a member feels that he cannot properly forego these rights in order to serve as parliamentarian, he should not accept that position. Unlike the presiding officer, the parliamentarian cannot temporarily relinquish his position in order to exercise such rights on a particular motion.

Regarding the duties of the parliamentarian in connection with a convention, see also pages 589–90.

§48. MINUTES AND REPORTS OF OFFICERS

Minutes

The record of the proceedings of a deliberative assembly is usually called the minutes, or sometimes—particularly in legislative bodies—the journal. In an ordinary society, unless the minutes are to be published, they should contain mainly a record of what was done at the meeting, not what was said by the members. The minutes should never reflect the secretary’s opinion, favorable or otherwise, on anything said or done. The minutes should be kept in a substantial book or binder.

CONTENT OF THE MINUTES. The first paragraph of the minutes should contain the following information (which need not, however, be divided into numbered or separated items directly corresponding to those below):
1) the kind of meeting: regular, special, adjourned regular, or adjourned special;
2) the name of the society or assembly;
3) the date and time of the meeting, and the place, if it is not always the same;
4) the fact that the regular chairman and secretary were present or, in their absence, the names of the persons who substituted for them; and
5) whether the minutes of the previous meeting were read and approved—as read, or as corrected—and the date of that meeting if it was other than a regular business meeting. Any correction is made in the text of the minutes being approved; the minutes of the meeting making the correction merely state that the minutes were approved “as corrected” (see form, p. 454, l. 34–35).

The body of the minutes should contain a separate paragraph for each subject matter, giving, in the case of all important motions, the name of the mover, and should show:

6) all main motions (10) or motions to bring a main question again before the assembly (pp. 72–76; 34–37)—except, normally, any that were withdrawn*—stating:
   a) the wording in which each motion was adopted or otherwise disposed of (with the facts as to whether the motion may have been debated or amended be

*There may be certain instances in which a main motion is withdrawn under circumstances that require some mention in the minutes. In such case, only as much information should be included in the minutes as needed to reflect the necessary details clearly. For example, if, at one meeting, a main motion was made the special order for the next meeting (p. 359–60), or a main motion was postponed after lengthy consideration it meeting at which it was withdrawn by consent, action at the first meeting should always be recorded, and the withdrawal at the second meeting should be stated for completeness of the minutes.

fore disposition being mentioned only parenthetically); and
b) the disposition of the motion, including—if it was temporarily disposed of (pp. 88, 329–30)—any primary and secondary amendments and all adhering secondary motions that were then pending;
7) secondary motions that were not lost or withdrawn, in cases where it is necessary to record them for completeness or clarity—for example, motions to recess or to Fix the Time to Which to Adjourn (among the privileged motions), or motions to Suspend the Rules or grant a Request to Be Excused from a Duty (among the incidental motions), generally only alluding to the adoption of such motions, however, as “... the matter having been advanced in the agenda on motion of...” or “... a ballot vote having been ordered, the tellers...”;
8) all notices of motions (pp. 116–18); and
9) all points of order and appeals, whether sustained or lost, together with the reasons given by the chair for his or her ruling.

The last paragraph should state:
10) the hour of adjournment.

Additional rules and practices relating to the content of the minutes are the following:

* The name of the seconder of a motion should not be entered in the minutes unless ordered by the assembly.
* When a count has been ordered or the vote is by ballot, the number of votes on each side should be entered; and when the voting is by roll call, the names of those voting on each side and those answering “Present” should be entered. If members fail to respond on a roll-
call vote, enough of their names should be recorded as present to reflect that a quorum was present at the time of the vote. If the chair voted, no special mention of this fact is made in the minutes.

• The proceedings of a committee of the whole, or a quasi committee of the whole, should not be entered in the minutes, but the fact that the assembly went into committee of the whole (or into quasi committee) and the committee report should be recorded (see §52).

• When a question is considered informally, the same information should be recorded as under the regular rules, since the only informality in the proceedings is in the debate.

• When a committee report is of great importance or should be recorded to show the legislative history of a measure, the assembly can order it “to be entered in the minutes,” in which case the secretary copies it in full in the minutes.

• The name and subject of a guest speaker can be given, but no effort should be made to summarize his remarks.

THE SIGNATURE. Minutes should be signed by the secretary and can also be signed, if the assembly wishes, by the president. The words Respectfully submitted—although occasionally used—represent an older practice that is not essential in signing the minutes.

FORM OF THE MINUTES. The principles stated above are illustrated in the following model form for minutes:

The regular monthly meeting of the L.M. Society was held on Thursday, January 4, 20__, at 8:30 P.M., at the Society’s building, the President being in the chair and the Secretary being present. The minutes of the last meeting were read and approved as corrected.

The Treasurer reported the receipt of a bill from the Downs Construction Company in the amount of $5,000 for the improvements recently made in the Society’s building. The question put by the chair “that the bill be paid” was adopted.

Mr. Johnson, reporting on behalf of the Membership Committee, moved “that John R. Brown be admitted to membership in the Society.” The motion was adopted after debate.

The report of the Program Committee was received and placed on file.

The special committee that was appointed to investigate and report on suitable parking facilities near the Society’s building reported, through its chairman, Mrs. Smith, a resolution, which, after debate and amendment, was adopted as follows: “Resolved, That . . . [its exact words immediately before being acted upon, incorporating all amendments].”

The resolution relating to the use of the Society’s library by nonmembers, which was postponed from the last meeting, was then taken up. This motion and a pending amendment were laid on the table after the chair announced that the guest speaker had received a phone message which would require his early departure.

The President introduced the guest speaker, Mr. James F. Mitchell, whose subject was ____________.

At the conclusion of Mr. Mitchell’s talk, the resolution relating to the use of the Society’s library by nonmembers was taken from the table. After amendment and further debate, the resolution was adopted as follows: “Resolved, That . . . [its exact wording immediately before being finally voted on].”

Mr. Gordon moved “that the Society undertake the establishment of a summer camp for boys on its lakefront property.” Mrs. Thomas moved to amend
this motion by inserting the word "underprivileged" before "boys." On motion of Mr. Dorsey, the motion to establish the camp, with the pending amendment, was referred to a committee of three to be appointed by the chair with instructions to report at the next meeting. The chair appointed Messrs. Flynn, Dorsey, and Fine to the committee.

The meeting adjourned at 10:05 P.M.

Margaret Duffy, Secretary

READING AND APPROVAL OF THE MINUTES.
When the next regular business session will be held within a quarterly time interval (see p. 88), when the session does not last longer than one day, and when there will be no change or replacement of a portion of the membership before the next session, procedures relative to the reading and approval of minutes are as follows:

- The minutes of the meeting are normally read and approved at the beginning of the next regular meeting, immediately after the call to order and any opening ceremonies. An adjourned meeting of an ordinary society approves the minutes of the meeting that established the adjourned meeting; its own minutes are approved at the next adjourned or regular meeting, whichever occurs first. A special meeting does not approve minutes; its minutes should be approved at the next regular meeting.

- Corrections, if any, and approval of the minutes are normally done by unanimous consent. The chair calls for the reading of the minutes, asks for any corrections, then declares the minutes approved, as shown on pages 343-44.

- By a majority vote without debate, the reading of the minutes can be "dispensed with"—that is, not carried out at the regular time. If the reading of the minutes is dispensed with, it can be ordered (by majority vote without debate) at any later time during the meeting while no business is pending; and if it is not thus taken up before adjournment, these minutes must be read at the following meeting before the reading of the later minutes. If it is desired to approve the minutes without having them read, it is necessary to suspend the rules for this purpose.

- A draft of the minutes of the preceding meeting can be sent to all members in advance, usually with the notice. In such a case, it is presumed that the members have used this opportunity to review them, and they are not read unless this is requested. Correction of them and approval, however, is handled in the usual way. It must be understood in such a case that the formal copy placed in the minute book contains all corrections that were made and that none of the many copies circulated to members and marked by them is authoritative (see also p. 344).

When the next regular business session will not be held within a quarterly time interval (see p. 88), and the session does not last longer than one day, or in an organization in which there will be a change or replacement of a portion of the membership, the executive board or a committee appointed for the purpose should be authorized to approve the minutes. The fact that the minutes are not then read for approval at the next meeting does not prevent a member from having a relevant excerpt read for information; nor does it prevent the assembly in such a case from making additional corrections, treating the minutes as having been previously approved (see third paragraph below).

In sessions lasting longer than one day, such as conventions, the minutes of meetings held the preceding day are read and are approved by the convention at the beginning.
of each day’s business after the first (and minutes that have not been approved previously should be read before the final adjournment)—except as the convention may authorize the executive board or a committee to approve the minutes at a later time.

When the minutes are approved, the word Approved, with the secretary’s initials and the date, should be written below them.

If the existence of an error or material omission in the minutes becomes reasonably established after their approval—even many years later—the minutes can then be corrected by means of the motion to Amend Something Previously Adopted (35), which requires a two-thirds vote, or a majority vote with notice, or the vote of a majority of the entire membership, or unanimous consent.

MINUTES TO BE PUBLISHED. When minutes are to be published, they should contain, in addition to the information described above, a list of the speakers on each side of every question, with an abstract or the text of each address, in which case they may be called “proceedings,” “transactions,” or the like. In such cases the secretary should have an assistant. When it is desired, as in some conventions, to publish the proceedings in full, the secretary’s assistant should be a stenographic reporter or recording technician. The presiding officer should then take particular care that everyone to whom he assigns the floor is fully identified. Under these conditions it is usually necessary to require members to use a public address system. Reports of committees should be printed exactly as submitted, the minutes showing what action was taken by the assembly in regard to them; or they can be printed with all additions in italics and parts struck out enclosed in brackets, in which case a note to that effect should precede the report or resolution.

Reports of Officers

In principle, all reports of officers in a society are incident to administrative duties that these officers have by virtue of provisions in the bylaws or other rules. Strictly speaking, in a purely deliberative assembly, the officers make no reports.

In an organized society, the bylaws may require each of the principal officers to make a report of the year’s work at the annual meeting (9). At any meeting at which officers’ reports are made, they immediately follow the reading and approval of the minutes.

REPORTS OF EXECUTIVE OFFICERS. In addition to their annual reports, the president and vice-president from time to time may wish or need to report on their activities in connection with administrative duties. Such reports are usually for purposes of information only, but may sometimes contain recommendations calling for action by the assembly. In either case, the reports should generally conform to the rules as to form, substance, and disposition that govern committee reports (51). Motions to adopt or implement any recommendations should be made from the floor by a member other than the reporting officer.

REPORTS BY THE TREASURER. At each meeting of a society, the chair may ask for a “Treasurer’s report,” which may consist simply of a verbal statement of the cash balance on hand—or of this balance less outstanding obligations. Such a report requires no action by the assembly.

In addition, the treasurer is required to make a full financial report annually, and in some societies more often. Such an annual report should always be audited. It is compiled and dated as of the last day of the fiscal year; if there is one, or December 31 if no different financial year is stated in the bylaws.