

Why and How to Take Minutes



Hull CVS
'community and voluntary services'



This factsheet refers to the minutes of the governing bodies of organisations - the Trustees or the Executive Committee. However the principles can still be applied to minutes of other meetings.

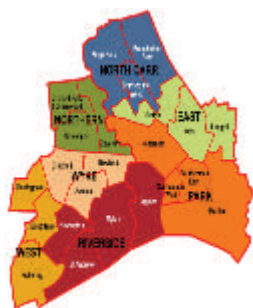
What are minutes?

Minutes are a legal record that prove that a group of people responsible for the governance of an organisation have arrived at their decisions correctly. The origin of the term "minutes" comes from bygone ages when committees would stop their discussions to allow the clerk to "take a minute to enter the decision into the record" - i.e. to spend literally 60 seconds writing down a summary of the discussion and a record of the decision made in the minute book.



Why take minutes?

Minutes not only remind everyone what they have decided together, but they are vital to provide evidence that an organisation is managing its affairs correctly, and is being accountable and responsible. Minutes need to be checked by people like Accountants to verify financial decisions and (in the event of an inquiry) by Charity Commissioners to see whether trustees of the Charity have fulfilled their responsibilities under Charity Law. It is worth every voluntary and community organisation spending a little time thinking about how they minute their meetings, and checking that they are doing so in a way that effectively records their decision making both to protect the decision makers from unnecessary liabilities and to avoid disputes.



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Who should take the minutes?

Anybody can take the minutes. Ideally, it needs to be someone who understands what the discussions are about, and who is able to summarise accurately the main points of a discussion, and who is confident enough to question and check to ensure that they have correctly written down what the decision was. Ideally the minute taker should work alongside the Chair to ensure that the meeting is conducted correctly and the record of it is accurate.

Should you use a minute book?

Writing the minutes in a minute book is the ideal way to write minutes. In which case it would be best to do it the old fashioned way. The minute taker listens but writes nothing till the item is concluded, then the meeting agrees on what they want recorded and the minute taker spends a minute writing 20 - 40 words in the book, including the decision made and action that will be taken. At the end of the meeting, the minutes are checked by reading them back and they should be signed in the book there and then by the Chair as an accurate record.

There is no reason not to type up minutes from notes, but the principle of summarising and recording decisions still applies. Care must be taken not to edit the discussion though.

What should be included in the minutes?

At the very least, the minutes should include a record of each decision that is made especially any financial decisions, and what action has been agreed.

Some groups use their minutes to keep others informed which is not really the purpose of minutes. If this is the case, the minutes should include a brief summary of the main points of a discussion but not attribute individual comments to named individuals.

Minutes should, of course, include the name of the organisation, the title of the meeting, and the date, time (start and finish) and other identifying information about the meeting. A list of people at the meeting should be included (full names - and indicate who was chairing the meeting), and it is important to make clear which people are voting members of the meeting, and which people are only "in attendance". This is crucial - the voting members are the ones responsible for the decisions made. It's also important to note any apologies for absence and if people arrive late or leave early, make it clear which items they were present to discuss and which they missed. The details of the next meeting also need to be recorded so that it is easy to check a series of sets of minutes to see if any are missing.

Sometimes there might be reasons why some details cannot be included in the minutes - for example it might not be appropriate to name individuals discussed. It might be appropriate to keep a separate confidential minute of the decision. A confidential minute could be kept sealed with the rest of the minutes, or if it clearly refers to the main minutes and includes all the same information at the top about which meeting it is from, it could be filed separately.



If anyone in the meeting objects to a decision or disagrees with something, it can be included in the minutes. Technically, it would be at the Chair's discretion, but there would have to be very good reasons why not to record dissent like this.

Should minutes be signed?

Yes. Remember, they are a legal record of the meeting that took place. If using a minute book it needs to be signed by the chair at the end of the meeting (after the minutes have been read back and agreed by all present, and any corrections noted). The typed up minutes need to be checked by everyone and signed by the chair at the start of next meeting (not before). Corrections should be handwritten on the original copy of the minutes, and the minutes should then be signed by the chair on each page. (Otherwise what is to stop someone from swapping the unsigned pages?) The approval of these minutes together with a record of the corrections should also be recorded in the minutes of the next meeting.

Who is allowed to see the minutes?

The people who were at the meeting or should have been at it but sent their apologies have the right to see minutes. Under Company Law, all the members of the company are allowed to see the minutes of their governing body. But otherwise, unless the organisation's governing document or terms of reference says so, nobody else has an automatic right to see minutes. Minutes might need to be seen to provide evidence (for example to auditors or Charity Commissioners) that correct procedures are being followed and that decisions are valid.

If you think it is important that others are kept informed about what goes on at your meetings, you need to think about whether your minutes are the best way of keeping them informed. Given that minutes are supposed only to be a bare record of decisions made and a brief summary of any discussion, how informative are they really? Maybe it would be better to have a separate bulletin that you send out, or look at other ways of feeding back to people. There is no substitute for having a conversation to update absent members.



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