

Minutes Research from Montana Code and Robert's Rules of Order

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What does the Montana Code Annotated say about minutes?

MCA 2-3-212. Minutes of meetings -- public inspection. (1) Appropriate minutes of all meetings required by [2-3-203](#) to be open must be kept and must be available for inspection by the public. If an audio recording of a meeting is made and designated as official, the recording constitutes the official record of the meeting. If an official recording is made, a written record of the meeting must also be made and must include the information specified in subsection (2).

(2) Minutes must include without limitation:

(a) the date, time, and place of the meeting;

(b) a list of the individual members of the public body, agency, or organization who were in attendance;

(c) the substance of all matters proposed, discussed, or decided; and

(d) at the request of any member, a record of votes by individual members for any votes taken.

(3) If the minutes are recorded and designated as the official record, a log or time stamp for each main agenda item is required for the purpose of providing assistance to the public in accessing that portion of the meeting.

22-1-310. Chief librarian -- personnel -- compensation. The board of trustees of each library shall appoint and set the compensation of the chief librarian who shall serve as the secretary of the board and shall serve at the pleasure of the board. With the recommendation of the chief librarian, the board shall employ and discharge such other persons as may be necessary in the administration of the affairs of the library, fix and pay their salaries and compensation, and prescribe their duties.

How much discussion should be included in minutes?

From Jane Rhodes "Robert's Rules of Order" class minutes should be written objectively. Avoid words like contention, informative, and beneficial for example. Minutes don't have to be detailed, but must at least meet subsection 2 of MCA 2-3-212.

Minutes should cover

- What did you consider?
- What did you decide?
- Who was at the meeting (especially important if you use general consent)
- Remember: what goes in the minutes is what stands as your motion

According to Robert's Rules of Order 11th edition minutes are mainly a record of what was DONE at a meeting NOT what was said. Robert's Rules lists the following suggestions for minutes:

1. The kind of meeting: regular, special
2. The name of the society or assembly
3. Date and time of the meeting (and location if not always in the same place)
4. Attendees particularly the chairman and secretary
5. Whether the minutes of the last meeting were approved as read or corrected and the date of that meeting
6. All main motions stated exactly as worded during the meeting and their disposition – carried, failed, other action
7. Any secondary motions such as suspending the rules or recess where it is helpful to see them for clarity and understanding of the meeting
8. The complete substance of oral reports given by committees
9. All notices of motions (used when changing bylaws for example)
10. All points of order and appeals whether sustained or lost and the chair's reasons for ruling the way s/he did
11. Last paragraph should state time of adjournment

General tips from Robert's Rules when it comes to minutes (modified to comply with open meeting law)

- Name of motion maker should be included, but not the person who seconds unless ordered by the assembly
- When a count has been ordered the number of votes for and against should be recorded. If roll call is used then each person's name and how they voted should be listed
- Committee reports are generally not included unless they are important or have historical value in which case the secretary may be asked to include the entire report in the minutes
- Name and subject of a guest speaker should be entered. Their remarks do not need to be recorded word for word, but the substance of what was discussed should be recorded.
- If a member is named in disciplinary procedures by the chair the secretary will indicate that in the minutes along with what the member did to cause the chair to "name" them.

General process for approving minutes. Do you have to read the minutes?

Robert's Rules of Order 11th edition state that the minutes should be read at the next business meeting. The chair will ask for corrections and then a member can make a motion to accept as corrected. The chair can also use unanimous consent to pass the minutes.

If members receive the minutes before the next meeting the minutes do NOT have to be read.

When the minutes are approved the word *Approved* with the secretary's initials and the date should be written on the minutes.

What if it's a multi-day meeting?

Minutes should be read and approved at the start of the next day's meeting.

What is a consent agenda item and how does it relate to minutes?

Robert's Rules does allow the chair to use unanimous consent for minutes. The chair would say something like "Are there any corrections?" If members have anything to add they can do so at that point. Once the members agree upon the minutes the chair would say something like "There being no further objections the minutes are approved as corrected." If there are no corrections the chair can state that they are approved as read. The board can choose to approve minutes with motions instead of using unanimous consent.

How to handle approval of minutes if someone wants to change significant amounts of the text?

According to Robert's Rules of Order 11th edition the best way to deal with this is to vote down the motion. The person can then work with secretary to make changes. The board can then review and approve the minutes at their next meeting.

For how long should you save the minutes? And who can request to see the minutes?

According to MCA 2-3-212 minutes must be kept and must be available to the public upon request. Members of the board should also be able to access the minutes.

According to the Secretary of State (http://sos.mt.gov/Records/forms/local/Local_Schedule1.pdf) minutes must be retained permanently.

What if the people who were present at the meeting are no longer on the board?

Members of the assembly can approve minutes even if they were not in attendance. However if members are uncomfortable with that the board can state that they feel uncomfortable approving the minutes as presented. The minutes remain unofficial at that point, but should be kept for future reference.

What about recorded versus written minutes?

Minutes can be recorded, but Robert's Rules recommends using written minutes as your official minutes rather than a transcript. MCA 2-3-212 designates that if a recording is the official record there should be a time stamp so the public can easily move to the section they are interested in hearing.

What if a member of the public wants to record the meeting?

MCA 45-8-213 deals with privacy in communication. People normally are not supposed to surreptitiously record you. However this same law says "This subsection (1)(c) does not apply to:

(i) elected or appointed public officials or to public employees when the transcription or recording is done in the performance of official duty;

(ii) persons speaking at public meetings;

(iii) persons given warning of the transcription or recording, and if one person provides the warning, either party may record; or"

This means that a member of the public may record your meeting and may do so without permission.

Who is the secretary of the board?

MCA 22-1-310 states that the library director acts as a secretary to the board. However it is acceptable for the board to allow a staff member to take minutes since the director is often assisting with the meeting itself.

Should the minutes be signed?

Yes, according to Robert's Rules of Order 11th edition the secretary should sign the minutes.

Respectfully submitted is an older practice and not necessary, but it is okay for the secretary to use that term.

What if already approved minutes have errors or omissions?

Members can change minutes (even one that was approved several years ago) by using "Amend Something Previously Adopted." This motion requires either a two-thirds vote, notice before a majority passes the motion, unanimous consent, or a vote of the entire majority of the membership. See Robert's Rules of Order for more information about how this motion works.

What about executive sessions or closed meetings? How are those treated in the minutes?

Boards must comply with the open meeting laws MCA 2-3-201 through 2-3-203. However if the board needs to close a meeting for one of the reasons listed under MCA 2-3-203 then the time the board went into executive session and when that session ended should be indicated on the main minutes.

REMEMBER: Board members cannot vote on issues within an executive session. That must be done in a regular meeting.

For their own protection board members may wish to keep minutes of what happened in the executive session. Those minutes would remain with those in attendance.