



## Preparing Accurate Meeting Minutes

Minutes are the permanent record of what was discussed and accomplished at the meeting; they inform persons who were not at the meeting; and, cumulatively, they store the history of the organization.

**Minutes are also legal documents.** Often, courts and government agencies have given greater credibility to the written minutes of a meeting than to the recollections of those who attended, in determining the facts of a legal case.

Jerald A. Jacobs, writing in "The Association Law Handbook," (The Bureau of National Affairs, second edition, copyright 1981, 1986) offers guidelines for preparing meeting minutes. According to Jacobs:

- Prepare and keep complete and accurate minutes of each association meeting, whether of the membership, board or committees.
- Record what was considered and accomplished at a meeting - not every statement made by those attending.
- Indicate the place, date and time of the meeting, noting that notice of the meeting was given to those entitled to notice. List the names of those attending and indicate if the required quorum was present. Names of members who were absent from the meeting may be recorded.
- Include a statement that the minutes of the previous meeting were distributed and either approved as written or as changed. If minutes of the previous meeting were changed, record the changes in the minutes of the current meeting.
- Follow a standard format so that one set of minutes of a given body look much the same as the next minutes of the same body. A numbering system may be helpful.
- Describe each motion, report or communication made at the meeting, as well as who made it. Note the action taken, such as receipt of a report, filing of a report, or a vote on a motion.
- Written contracts may be approved at the meeting - and recorded in the minutes. Attach copies to the minutes. (Nebraska Farm Bureau Federation Chief Administrator Doug Gibson uses this wording: "XXXX" is attached to and made a part of these original minutes.")
- Actions made on behalf of all those attending a meeting and which were made since the last meeting may be ratified at the meeting and recorded in the minutes.
- When appropriate, minutes should include self serving statements about the procedures the organization used to assure legal compliance. For example, that notice of the County Farm Bureau Annual Meeting was mailed to all members or that it was published in Nebraska Farm Bureau News, received by all members.

According to Jacobs, the "ultimate legal importance of meeting minutes can be substantial if antitrust, tax or other legal issues regarding meeting discussions or resolutions are raised in litigation or some other context."

- Copies of the minutes should be distributed to those who attended and to others entitled to receive them (i.e., send committee minutes to absent committee members and to the board of directors). Retain copies of the minutes in the organization's permanent file.
- Early drafts of minutes and notes used to make them should not be retained in the organization's files after the final draft is prepared and distributed.

Minutes serve many purposes and they are important. Whoever takes the minutes at a meeting should write them as soon as possible after the meeting so that notes and recollections don't become stale. Minutes should be distributed promptly following a meeting and those who attended should review them as soon as possible for accuracy and completeness - before their recollections become stale.

Well-done minutes make a major contribution to the effectiveness and efficiency of boards and committees. It's worth the effort to do them well and promptly.