

THE CONTENT AND APPROVAL OF MINUTES

According the *Robert's Rules of Order Newly Revised* (12th ed.)

For ordinary non-legislative groups, societies, or organizations, particularly those that specifically provide in their governing documents (constitution, bylaws, or special rules of order) that the current edition of *Robert's Rules of Order Newly Revised* is the parliamentary authority, the minutes should be “a record of what was done at the meeting, not what was said by the members.” [RONR (12th ed.) 48:2]

To add or delete from what RONR describes is supposed to be in the minutes requires adoption of a special rule of order (e.g. 2/3 vote), although a majority vote may direct the inclusion of specific additional information in the minutes of a particular meeting. [RONR (12th ed.) 48:3]

NOTE: It is not a point of personal privilege for a member to insist that ‘the minutes reflect’ any statement or record of any sort that has not been ordered by a majority vote of the members assembled.

FIRST PARAGRAPH [RONR (12th ed.) 48-4]:

1. the kind of meeting (regular, special, adjourned regular or adjourned special);
2. the name of the society or the 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 approved by the assembly 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,” without specifying what the correction was (see first paragraph of form, 48:8).

BODY OF MINUTES:

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 showing:

6. all main motions (10) or motions to bring a main question again before the assembly (6:25–27; 34–37) that were made or taken up—except, normally, any that were withdrawn—stating: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 before disposition being mentioned only parenthetically); and
 - b. the disposition of the motion, including—if it was temporarily disposed of (9:7–11, 38:8)—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. the complete substance of oral committee reports that are permitted to be given in small assemblies in particular cases as provided in 51:60–62;
9. all notices of motions; [RONR (12th ed.) 10:44-51; and
10. all points of order and appeals, whether sustained or lost, together with the reasons given by the chair for his or her ruling;
11. the declaration by the chair in “naming” an offending member as a part of disciplinary procedures, as well as any disorderly words that led to such naming and that the chair directed the secretary to take down (see 61:12–14); and

LAST PARAGRAPH:

12. The last paragraph should state the hour of adjournment.

RONR (12th ed.) 48:5:

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

- The name of the maker of a main motion, but not the seconder 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 RONR (12th ed.) 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

THINGS THAT DO NOT GO INTO THE MINUTES:

Unless required by law, bylaw, a special rule of order or are ordered by means of a main motion properly made, seconded and approved by a majority vote of the members at a meeting with a quorum present, these things do not go into the minutes,:

1. The name(s) of the person(s) who second(s) motions or resolutions;
2. Content or summary content of the debate or discussion of motions being considered;
3. The names of members speaking in favor or opposed to a motion or their statements;
4. Expressed opinions of members or officers, not in the language of the motion;
5. Minutes of standing or special committee meetings;
6. The number of members who abstain from voting, except when a roll call vote is ordered;
7. Any member's reasons for voting;
8. Any member's vote, except when a roll call vote is ordered;
9. Individual member's or non-member's demand for their remarks "to be in the minutes."
10. Letters, articles, petitions, extraneous facts introduced at the insistence of one or a minority;

THE "MINUTE BOOK"

"The minutes should be kept in a substantial book or binder." RONR (12th ed.) 48:1

"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." RONR (12th ed.) 48:14

FORM OF THE MINUTES. The principles stated above are illustrated in the following model form for minutes (*Robert's Rules of Order Newly Revised* (12th ed., 48:8):

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

APPROVAL OF THE MINUTES

According to the *Robert's Rules of Order Newly Revised* (12th ed.) 41:9-12, 48:9-15

The minutes of each regular or special meeting are normally read and approved at the beginning of the next regular meeting, immediately after the call to order and any opening ceremonies. (48:9)

A special meeting does not approve minutes of a previous session unless the meeting was called for that purpose, which is not ordinarily the case. (48:9)

In a session lasting longer than one day (like a convention), the minutes of meetings held the preceding day are read and approved at the beginning of each day's business after the first. (48:9)

In particular, 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. (48:9)

Procedure:

The chair says, "The Secretary will read the minutes." (41:9) Or, if drafts of the minutes have been sent to all members in advance, the chair announces that this has been done, and the actual reading of them aloud is omitted unless any member then requests that they be read. *NOTE: A draft of the minutes circulated to members must be clearly marked as such* (41:12).

If for any reason there are minutes of other meetings in addition to the last meeting that have not yet been approved, they are taken up from earliest to latest. (41:9)

A formal motion to approve the minutes is not necessary. (41:10)

The only proper way to object to the approval of the secretary's draft of the minutes is to offer a correction to it. (41:11)

With or without a formal motion, the chair asks, "Are there any corrections to the minutes?" (41:10)

Corrections, when proposed, are usually handled by unanimous consent, but if any member objects to a proposed correction, a motion to Amend may be moved. (41:10)

When there are no or no further corrections, the chair states, "Since there are no (or "nor further") corrections, the minutes are approved as circulated (or "as corrected"). (41:11)

When the minutes are approved, the word "Approved", with the secretary's initials (or the signature of the chairman of the approving committee) and the date, should be written below them. If the minutes are approved with corrections, the secretary should prepare a fully corrected version and distribute copies to the members as well as placing it in the minute book. (As noted in 48:4(5) all such corrections should be incorporated in the minutes to which they pertain, and not in the minutes of the meeting making the corrections.) (48:14)

Only the secretary's corrected version of the minutes is the official copy. (41:12)

If the assembly does not wish to carry out the approval of the minutes at the regular time, it may, by majority vote without debate, "dispense with the reading of the minutes." The minutes can then be taken up by majority vote without debate at any later time during the meeting while no business is pending, under the same rules as those governing *Take from the Table* (34). (48:11)