

The Office of Secretary & Effective Minutes Taking

Beverly S. Tatham, PRP
September 17, 2020



Chartered November 30, 2014

AGENDA

- ✓ Workshop Goals & Objectives
 - ✓ Are NYC Community Boards subject to any minutes taking and publication rules/requirements?
 - ✓ Review of the duties and responsibilities of the Secretary of NYC Community Board Required to take minutes?
 - *Overview of the duties/responsibility and publications of minutes from a small representative group of NYC Community Boards*
 - ✓ Recommended Best Practices for effective minutes taking and approval.
 - *Review of how minutes are amended and/or approved*
 - ✓ Questions & Answer Session
-

WORKSHOP GOALS & OBJECTIVES

GOALS

To provide an interactive learning experience during which participants will learn the duties/responsibilities of the secretary and accurate/effective minutes taking pursuant to the recommended best practices prescribed by RONR.

LEARNING OBJECTIVES

By the end of this workshop, participants will:

- Have a better understanding what should be included in the minutes;
- How to properly take and prepare minutes; and
- How minutes are amended and/or approved.

ARE COMMUNITY BOARDS SUBJECT TO ANY RULES OR REQUIREMENTS REGARDING MINUTES?



- Federal and State Law
- Charter
- Constitution
- Bylaws
- Special Rules
- RONR 11th Edition
- Standing Rules
- Custom

ARE NYC COMMUNITY BOARDS SUBJECT RULES OR REQUIREMENTS REGARDING MINUTES?

▶ **YES – NYC Charter Chapter 70 Section 2800 (d) states:**
Each community board shall....

Elect its own officers; adopt, and make available for reasonable public inspection, by-laws and statements of the duties assigned by the board to its district manager and other professional staff appointed pursuant to subdivision f of this section; *and keep a public record of its activities and transactions, **including minutes of its meetings,** majority and minority reports, and all documents the board is required by law to review, which shall be made available, in accordance with law, to elected officials upon request and for reasonable public inspection.*

ARE NYC COMMUNITY BOARDS SUBJECT RULES OR REQUIREMENTS REGARDING MINUTES?

Public Officers Law Article 7 OML Section 106

1. Minutes shall be taken at all open meetings of a public body which shall consist of a record or summary of all motions, proposals, resolutions and any other matter formally voted upon and the vote thereon.
2. Minutes shall be taken at executive sessions of any action that is taken by formal vote which shall consist of a record or summary of the final determination of such action, and the date and vote thereon; **provided, however,** that such summary need not include any matter which is not required to be made public by the freedom of information law as added by article six of this chapter.

ARE NYC COMMUNITY BOARDS SUBJECT RULES OR REQUIREMENTS REGARDING MINUTES?

Public Officers Law Article 7 OML Section 106

3. Minutes of meetings of all public bodies shall be available to the public in accordance with the provisions of the freedom of information law within two weeks from the date of such meeting except that minutes taken pursuant to subdivision two hereof shall be available to the public within one week from the date of the executive session.



OVERVIEW OF THE FROM SMALL SAMPLE OF NYC COMMUNITY BOARD BYLAWS

DUTIES OF THE SECRETARY



COMMUNITY BOARD “A”

The secretary shall keep a record of the attendance at meetings.

If the Chair person and all Vice-Chairpersons are absent from a meeting, then the Secretary shall assume the duties of Chairperson for the meeting.



COMMUNITY BOARD “B”

The secretary shall cause the minutes of meetings of the Board to be recorded and the records of the Board, including minutes, reports, communications and correspondence to be maintained in an orderly manner.

The secretary shall cause records to be maintained showing the attendance of all members at meetings.

In addition, the secretary shall have such powers and perform such duties as shall be assigned to the secretary by the Chairperson of the Board. In the absence of the secretary, the Chairperson may designate any other officer of the Board to act as secretary on a temporary basis.



COMMUNITY BOARD “C”

Duties of the Executive Secretary

To record attendance of Board Members at each regular monthly, full Board meeting, and such other special meetings as may be deemed necessary by the Chairperson. To maintain accurate records of each Board Members vote.

In the absence of the Board's Chairperson, the First Vice Chairperson, Second Vice Chairperson and Third Vice Chairperson, to have all the powers and functions of the Chairperson, including, but not limited to, presiding over the regular monthly, full Board meetings in absence of the Chairperson, First Vice Chairperson, Second Vice Chairperson and Third Vice Chairperson at such meeting(s). To assist the Chairperson, First Vice Chairperson, Second Vice Chairperson and/or Third Vice Chairperson as necessary. If the Third Vice Chairperson is unable to serve as Third Vice Chairperson at anytime prior to the expiration of such person's term, to assume the position of Third Vice Chairperson until an election to be held at the next regular monthly, full Board meeting.



COMMUNITY BOARD “D”

Duties of Secretary

- a. To be the recording officer of the Board assisted in the compilation of minutes by the District Manager and the Board staff. The final version of the minutes as approved by the Secretary and Chair shall be furnished to all Board members prior to the following full Board meeting.
- b. To supervise the maintenance of all information, orders, directives, minutes, communications and other matters coming to the attention of the Board
- c. To announce the roll at full Board and register attendance, as well as announce and record roll call votes when required.
- d. To keep the Assistant Secretary informed of all matters coming to the attention of the Secretary.

Duties of Assistant Secretary

- a. To assist the Chair and Secretary as necessary and required
- b. To assume the duties of Secretary in the absence of the Secretary at regular and special meeting of the Board.
- c. To assume the vacated office of Secretary when the Secretary is unable to serve the full term.



COMMUNITY BOARD “E”

It shall be the duty of the secretary to

- Cause minutes to be taken of the Full Board, Executive and Steering Committee meetings and to insure the minutes comply with Section 96 of the Public Officers' Law.
- Maintain a record of all Board proceedings.
- Receive and keep on file all committee reports and minutes.
- Keep the Board's official roster and call the roll where required.
- Make the minutes and records of the Board, Executive, Steering, Standing and Special committees available to Board members and the public in accordance with the FOIL & OML (Articles 6 & 7 of the Public Officers' Law).
- Maintain a file of all Board related correspondence, documents, recordings of proceedings and notices of the Board, and all correspondence and documents received by the Board.
- Prepare an annual report of the Board for submission to the Mayor and Staten Island Borough President
in January, as required by the City Charter (said report to be approved by the Board prior to submission), and, cause the report to be published in the City Record.
- Record Board member attendance at regular meetings and notify the Chairperson regarding members who are excessively absent from Board meetings, and, notify any Board member when his or her membership is in peril due to absence from Full Board or Committee meetings.



COMMUNITY BOARD “E”

- Insure that all minutes required to be taken by the Secretary are distributed to Board members no later than 10 days prior to the next regularly scheduled Board meeting. In the event a regularly scheduled meeting, at which minutes are required to be taken by the Secretary, occurs within 10 days prior to the next regularly scheduled meeting, said minutes will be distributed to Board members no later than the commencement of the next regularly scheduled Board meeting. All other minutes required to be kept by the Secretary shall be distributed to Board members within 14 days after the meeting at which the minutes were taken, and
- Perform such other functions as deemed appropriate by the Chairperson

WORKING DEFINTION

MINUTES

are the record of the proceedings of the organization or deliberative assembly.



BEST PRACTICES PURSUANT TO RONR 12th EDITION

Contents of the Minutes

THE FIRST PARAGRAPH



1. Type of Meeting
2. Name of the Organization
3. Date and Time, and Place (if place is not always the same)
4. President and Secretary
5. Minutes of the Previous Meeting



EXAMPLE OF FIRST PARAGRAPH WITH CHAIR AND SECRETARY IN ATTENDANCE

The _____ (Regular / Special) _____ meeting of
_____ (Organization's Name) was
held on _____ (Date) _____, at _____ (Time) _____, at
_____ (Location) _____, the
President being in the chair and the Secretary
being present. The minutes of the last meeting
were read and approved as corrected.

THE BODY



1. **REPORTS RECEIVED:** A statement of which reports were received at the meeting should be included in the minutes, but not the reports themselves. The reports, which should be written, should be kept by the secretary.
EXAMPLE: The report of the President was received and placed on file.
2. **MOTIONS:** All Main Motions and Motions to Bring a Question Again Before the Assembly **(unless it was withdrawn)**
 - a. include the exact wording as adopted or otherwise disposed of (note that it was debated or amended only parenthetically)
 - b. if it was temporarily disposed of, explain how, and include any adhering secondary motions



EXAMPLE OF BODY- MOTIONS

Land Use Committee

Andy Toledo presented the following resolutions regarding Rockaway Park:

Whereas, The _____ Commission and as per a requirement of the ("ABC") the owner of _____, XXX No name Street, is requesting review of proposed horizontal and vertical enlargement of the existing one story building;

Therefore, Be it Resolved, _____ Community Board X approves and supports the application.

Vote: In favor 39 Opposed: 1 Abstentions: 0

*** *List the name of the members according to their votes*



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Therefore, Be it Resolved, _____ Community Board X approves and supports the application.

The motion was adopted after debate [and amendment] as follows: In favor 39 Opposed: 1 Abstentions: 0

*** *List the name of the members according to their votes*

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THE LAST PARAGRAPH AND SIGNATURE



Close with the hour of adjournment. **EXAMPLE:**
The meeting adjourned at 11:46 A.M.

Signature

The minutes are signed by whoever drafted them.

Initials And Date

When the minutes are approved by the assembly, the secretary writes the word “Approved” on them, along with the date they were approved, and then initials them.



- The kind of meeting.
- Name of the organization.
- Date, time, and place.
- Fact that the chair and secretary were present, or their substitutes.
- Approval of the minutes of previous meeting
- All Main Motions, plus secondary motions when necessary for clarity
- Complete substance of oral reports (when permitted)
- All notices of motions
- All points of order and appeals, with reasons given by the chair for rulings
- Hour of adjournment

PROCESS FOR APPROVAL OF THE PREVIOUS MEETING MINUTES

APPROVING THE MINUTES

At the beginning of the meeting, the chair says,
“The first item of business is the Reading and Approval of the Minutes. The Secretary will read the minutes.”

After the secretary reads the minutes, the Chair says,
“Are there any corrections to the minutes?”

Members offer corrections, and when there are no further corrections, the **Chair simply declares the minutes approved**

IF PREVIOUSLY DISTRIBUTED

At the beginning of the meeting, the chair says,
“The first item of business is the Approval of the previous meeting minutes, which have been distributed. Are there any corrections to the minutes?”



PROCESS FOR APPROVAL OF THE PREVIOUS MEETING MINUTES

MAKING CORRECTIONS

When the chair asks for corrections, any member may offer a correction.

Formally, a member would say, “I move to strike out ‘February’ and insert in its place ‘March.’”

Informally, a member might say, “The minutes say the meeting was held on ‘February 14,’ but that should be ‘March 14.’”



PROCESS FOR APPROVAL OF THE PREVIOUS MEETING MINUTES

DECIDING CORRECTIONS

Corrections are normally handled by **UNANIMOUS CONSENT**, with the chair saying,

“If there is no objection,
‘February’ will be changed to
‘March.’

If there is an objection, the correction is handled by putting it to a vote, requiring a **MAJORITY VOTE** for adoption.





BEST PRACTICES PURSUANT TO RONR 12th EDITION

Tips for Taking Minutes



1. Start Writing the Minutes Before the Meeting Starts
2. Know What Goes In the Minutes and What Doesn't
3. Be Vocal about What You Need
4. Insist that Reports be in Written Form.
5. Be Clear on the EXACT Language of Each Motion
6. Be Sure the Chair Announces the Result of Each Vote
7. Finish the Minutes Before Leaving the Meeting Site



SECRETARY'S CHECKLIST

PREPARED BY BEVERLY S. TATHAM, PRP

Source: I've Been Elected - Now What? Viola Brannon, PRP-R

DOS

- Do prepare minutes promptly after a meeting.
- Do use the meeting agenda as a guide.
- Do record the kind of meeting, date, time, place and presence of quorum (optional)
- Do record the full name and title of the presiding officer and secretary.
- Do record the disposition of the minutes of the previous meeting.
- Do make corrections to the minutes on the original minutes before signing as approved.
- Do include the category of business as outlined in the agenda.
- Do record the full name of the maker of the motion (unless standing rules differ).
- Do record the full names and titles of officers and committee chairperson who present reports, titles should be included on first mention only.
- Do place written committee reports on file.
- Do include from the treasurer's report previous balance, total receipts, total disbursements and ending balance only.
- Do enter motions in minutes in exact words as put by the chair and the precise words of the motion as adopted.
- Do record when the assembly goes into executive session.
- Do record all counted votes both for, against and abstentions.
- Do record all results of ballot votes.
- Do record full names of members appointed to committees and nominees for office
- Do record all notices, points of order and appeals including the rationale given.
- Do mark "DRAFT" on copies distributed to the membership prior to final approval.
- Do prepare an advance copy for the president or chair.

DONTS

- Don't forget to check with the President in preparation of the agenda.
- Don't forget to check previous minutes for agenda items.
- Don't include name of the seconds unless instructed by the assembly.
- Don't record in detail, summarize only; indicate "report on file" if written
- Don't record any debate unless the assembly orders it.
- Don't record main motions **withdrawn** before being stated by the chair or **not seconded** (unless needed for future use).
- Don't include or record personal opinions or descriptive phrases.
- Don't include words of praise or criticism unless adopted by motion
- Don't forget to identify correspondence and action taken, if any.
- Don't forget to sign minutes with full name and title **only after** the minutes are approved.
- Don't include the words "respectfully submitted" to close minutes.
- Don't forget to sign or initial with date of minutes approval.

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