



Beyond Governance
Creating clarity, improving business

Top Tips For Excellent Minute Writing



Many company secretarial departments find themselves on a “meeting treadmill” meaning that there is no time to work on some of the more interesting projects.

A former colleague found attending a meeting and producing minutes “traumatic”. The tips that follow are aimed at making the whole process less of an ordeal.

Before the meeting

- 1** Understand the **purpose** of the meeting you are minuting. Read previous minutes and schedule of matters reserved for the board. If you are supporting a committee, read the terms of reference. The content and focus of the minutes should always reflect the purpose of the meeting.
- 2** Read the **meeting pack** in advance but don't worry if you don't understand all of it. The key points should become clear in the meeting itself.
- 3** Utilise the **agenda** and the meeting pack and look for the items that must be approved, recommended elsewhere, noted or ratified so that this can be captured. Know when a resolution is appropriate.
- 4** Build a **relationship with the chair**. This is usually achieved through agenda planning and preparing for the meeting. Don't be afraid to take the seat next to the chair in the meeting – that's where you should be sitting.
- 5** Also, work with the chair on improving the **effectiveness** and the **flow of the meeting**. A well chaired meeting will be better run, shorter and easier to minute. A good chair will also sum up the main points of a discussion which helps the minute taker.
- 6** Make sure you know the **quorum** requirements and membership too – don't assume it's always two.
- 7** **Preparation** will help you focus on the business of the meeting rather than the admin.

At the meeting

- 8** Don't neglect your **soft skills**. Awareness of body language and tone in a meeting is just as important as the conversation. It's often what's not being said which is the key. Building an awareness of relationships and interactions within the meeting – the dynamics – will help you record the decisions. However, this is much more challenging to do over Teams or Zoom than in a physical meeting in a room.
- 9** **Listening** is more tiring than talking and most people seem much better at the latter. Practice the skill of active listening. This will help you when taking notes in the meeting to focus on only writing down the key points and themes. You don't need to write everything down.
- 10** **Stage management**. If there is a revolving door of presenters and you are expected to deal with arranging the comings and goings and the technology, ask for help. Taking the minutes is enough of a challenge and a supportive chair won't mind another person in the room if the practicalities require it.



After the meeting

- 11 Focus on **brevity**. There is no need to regurgitate the meeting pack when minuting a topic. After all, everyone attending the meeting should have read the pack in advance! Context is important but capturing the discussion, challenge and the decision is the key requirement. This should be achievable in two paragraphs. Adding a “Secretary’s note” to the start of the minutes stating that “The board materials were circulated and read in advance of the meeting by all those attending” supports this approach. This is **minuting by exception**. It’s highly unusual for anyone to request longer minutes.
- 12 Use **headings** and **short sentences**. The minutes should be easy to read. They take time and effort to produce so make sure that the audience finds them accessible and actually reads them.
- 13 Don’t be afraid to **ask the presenters for help** outside of the meeting when preparing the minutes. They are the subject matter experts and the minute taker is not expected to be an authority on everyone else’s day job. If another member of the team was also in the meeting, a **debrief** after the meeting to agree the key points to record is invaluable. Utilise Google too to search for background and to decipher acronyms and jargon. It’s better to use the “Comments” field to indicate to a reviewer that you didn’t understand a discussion or missed something rather than leave the section blank.
- 14 There is a tendency, especially in Financial Services, to require **individuals to be named in the minutes** to highlight participation and challenge. The regulatory direction of travel currently seeks to identify individuals and enforce accountability. However, this is at odds with accepted governance as boards and committees make decisions collectively. It’s definitely something to be aware of.
- 15 “**Minutes of narration**” should be avoided. Minutes should be an accurate record of the meeting and particularly the decisions taken. There is no need to provide a verbatim record.
- 16 It should go without saying that **spelling** and **grammar** should be perfect and **tense** and **voice** consistent. A person reviewing your draft is not there to correct your basic mistakes.
- 17 Avoid **emotive words** such as “critical” or **colloquialisms**. If you are capturing a heated debate, ensure that the minutes are measured.
- 18 Attending a meeting is **tiring**. You are writing constantly and concentrating, as if sitting an exam. Don’t start the minutes straight after the meeting, have a break. Always review your first draft with **fresh eyes** before circulating it for comments.
- 19 Focus on what you can write, not what is missing. Draft minutes first thing in the morning, before the emails start to distract you. A lot can be achieved in a “quiet hour”. **Momentum** is important particularly when you have deadlines and conflicting priorities.
- 20 Restrict “**actions**” or “**matters arising**” to items which will feature on a future agenda. Minutes should not be a “to do” list. A shorter schedule of matters arising will lead to a more effective meeting. Some organisations consider the matters arising at the end of the meeting rather than deal with them at the start when everyone is fresh. The schedule then works as a safety net to capture anything not already addressed in the meeting.
- 21 If you are **reviewing** someone’s minutes, add **comments** and “**suggestions**” rather than just track changes as this will encourage the writer to think for themselves. Track changes is not a learning or development tool.



- 22 Minutes are **confidential** and should not be shared. In regulated organisations, minutes are shared with third parties but access to the minutes should be strictly controlled.

Final thoughts

Some company secretaries find themselves taking minutes at an early stage of their career. This can be overwhelming as you are learning the role, the language of the boardroom and a new skill. No one should be left exposed like this without senior support if they are to develop properly. A “sink or swim” approach is not acceptable. So, don't be too hard on yourself or disheartened by feedback if someone is taking the time to provide it to you.

Remember that company secretaries are in a privileged position. By attending a meeting, you are seeing the decision-making process in action and watching the board and senior management interact. Minutes are the price to pay for this unique access and should be seen as a value-add and important - not just a necessary evil and part of the meeting admin. After all, how many people in an organisation regularly present their work to the board?