

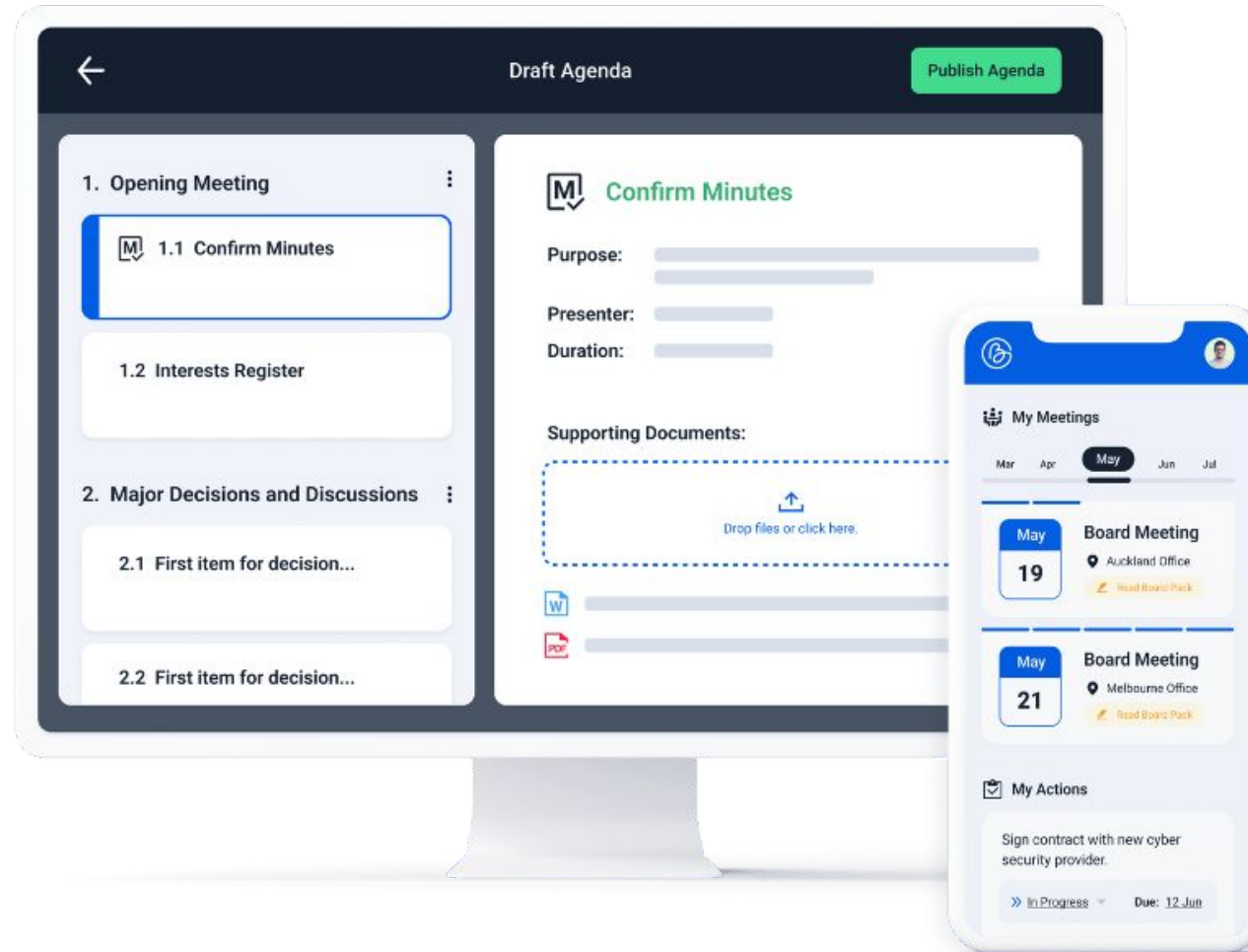


**Creating**

**Effective minutes for  
your board meetings**









# **Making the fundamentals of governance free and easy to implement**



Governance Made Easy

# Governance Resource Center

Explore free governance resources for growing your organisation and adopting good governance practises. From meeting minutes templates to CEO reporting templates, our comprehensive guides and templates will cover your governance and business essentials.

Content type



Topic

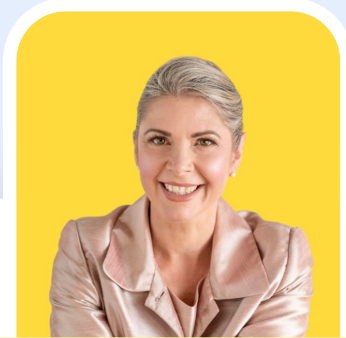
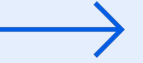


Persona



Search





**Jen Butler**

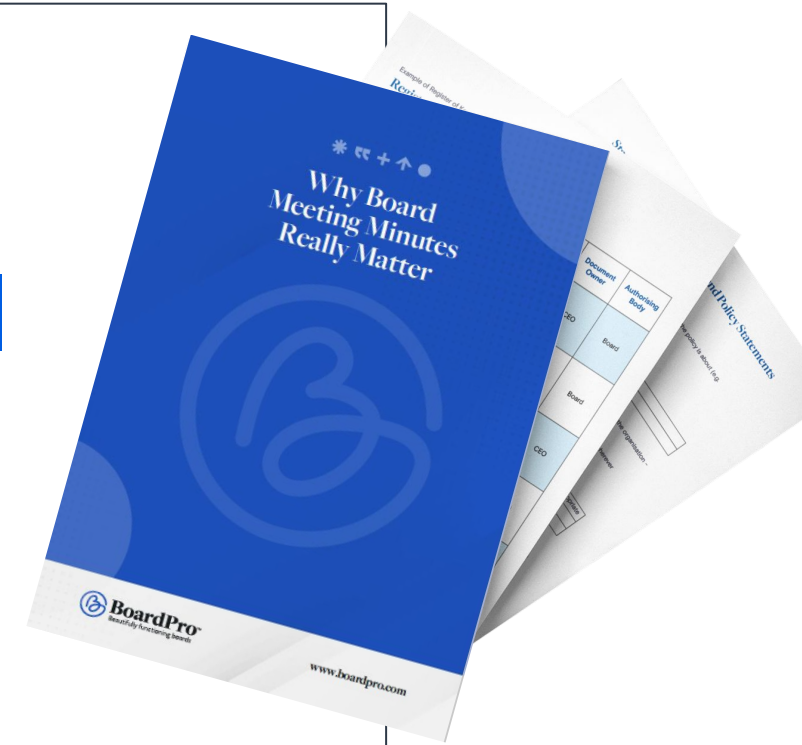
Managing Director  
**Absolute Gems**



**Dauniika  
Puklowski**

Director  
**Board Administration  
Services**

**Slides, webinar video,  
whitepaper and templates will  
be sent to you. Relax, listen  
and ask questions**



**Why are your  
minutes  
important?**





01

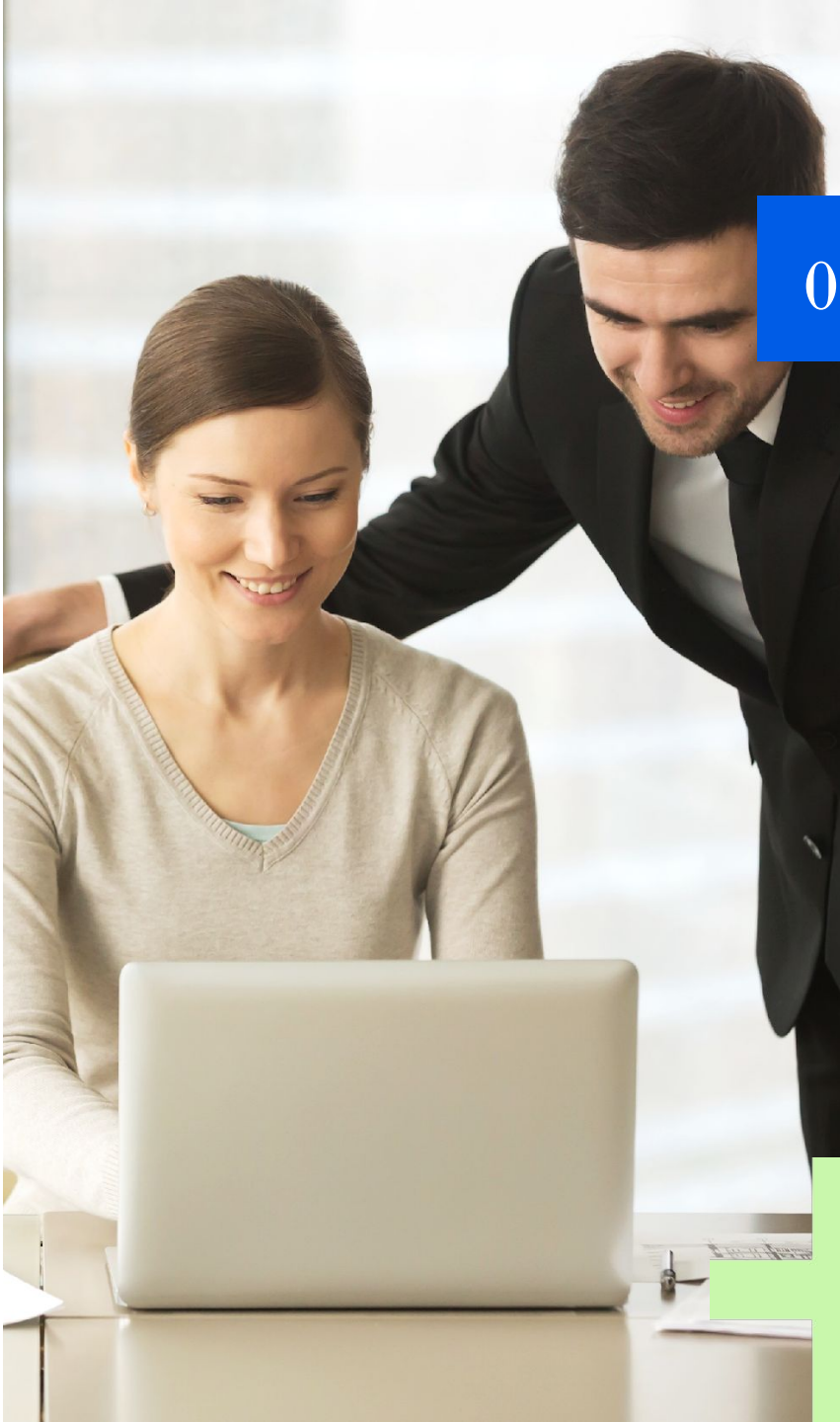
# To fulfil compliance requirements

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Minutes are required of incorporated bodies in most jurisdictions

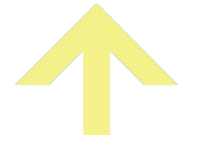
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Legal compliance is about more than just taking minutes (creating the record) – safe storage and retrieval are also important



02

# To demonstrate the integrity and thoroughness of process



Minutes are an enduring record of your board's deliberations

Decisions only or substantive evidence of a thorough decision-making process?

“A letter to the Judge” - courts accept board minutes as the best record of matters in dispute



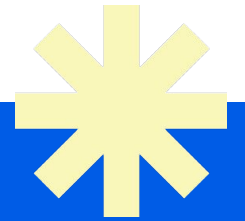


Minutes are evidence (potentially) of how a board has dealt with conflicts of interest



They can correct unfair accusations of board incompetence

03



To protect organisational and director reputation



04

# To clarify responsibility and track implementation



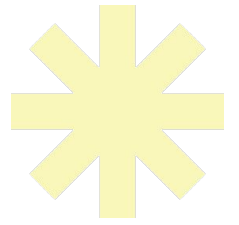
Minutes ideally define the action to be taken and the assignment of responsibility

They establish an implementation tracking reference point

05

# As a basis for evaluation and review

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Minutes should record the rationale for policy creation or an important decision to facilitate for example:

- A post-decision evaluation
- A review of policy



06

# To facilitate due diligence, induction, and audit

By recording past deliberations, and offering a window on current board issues and practices, minutes:



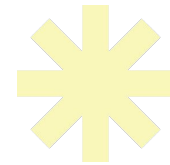
Assist prospective board appointees to undertake due diligence



Support an audit process



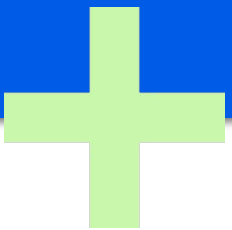
Assist new board members (and new executives) to 'get up to speed'





07

# To document organisational evolution



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Board (and general meeting) minutes are a first draft of a corporate entities history

# Taking the minutes







# Who should take the minutes?

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Someone who has enough understanding of the business of the meeting to be able to record what is significant, but who is not involved in the business of the meeting

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The minute taker should be sufficiently confident to query what is being discussed and/or decided

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The minute taker is an extension of, and should be explicitly empowered by the board chair to seek any clarification needed



# — What should be in the minutes?



## Basics Include:

- Title of the meeting
- Date and time (start/finish)
- Venue and place
- Participants (including comings and goings, quorum)
- A description of what business was dealt with, and in what order
- How the business was handled, what was decided (Procedure, discussion, resolutions, votes), and why

# — Lenses to review the minutes



- Does it provide enough information that an absent director (or new director) can determine how and why decisions were made.
- Is the information compliant and protect Directors decisions.
- The minutes to record what is important so they are not lengthy and onerous to read.
- Is the tone and culture of the business reflected

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# How long should the minutes be?



Minutes are not a transcript of the meeting, and unless there are good reasons otherwise, board minutes do not document who said what

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The extent to which matters are documented should be proportional to their substance or materiality

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They should be an adequate description of the meeting for someone who was not present

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## — Preparing and Finalising the Minutes

01

Draft minutes prepared and submitted for review by the chairperson within a day or two of the meeting

02

Distributed to those present for confirmation or comment (ASAP), and then to anyone else required to act on them

03

Formal confirmation by the board that they are a 'true and correct' record then confirmed by the chair

04

Placed in an appropriate storage facility or board portal e.g **BoardPro**

# Questions





**Jen Butler**

**in** [www.linkedin.com/in/jen-butler-absolute-gems](https://www.linkedin.com/in/jen-butler-absolute-gems)



**Dauniika Puklowski**

**in** [www.linkedin.com/in/dauniika](https://www.linkedin.com/in/dauniika)



# Webinar Schedule

<https://www.boardpro.com/resource-centre/webinars>

53. ASK me anything Governance On Demand

54. How to avoid death by Hubris at the board table On Demand

55. Benchmarking board performance: 500 board reviews later On Demand

56. M & A - How to improve the likelihood of success! On Demand

57. Why a good board needs a solid connection with their CEO On Demand

58. Setting the strategic board meeting agenda On Demand

59. How to create effective minutes for your board meetings On Demand

60. How to work practically with AI in the boardroom Sept 14







## BoardPro Masterclass



Governance Made Easy Masterclass

# How to Write Better Board Papers

## Elevate Your Influence and Impact

November 20 | November 21 | November 22 | November 23  
AEST 10:00am | NZST 12:00pm

<https://www.boardpro.com/better-board-papers-november>



**Thank you**

