



MINUTES: GUIDANCE

Summary

- 1 Secretaries to boards / committees, both at University and Faculty level, are responsible for ensuring that minutes of meetings conform to the University template. The template can be downloaded from the resources section of the Governance Services website at:

<http://www.leedsmet.ac.uk/metoffice/gov/index.htm>

Structure

- 2 The minutes constitute the formal record of the meeting and, as such, are an authoritative source of information to members of the University and the wider community. There is normally no need for minutes to be a verbatim record of proceedings; instead, Secretaries should summarize discussions. Minutes must be sufficient to reflect the substantive points of debate; and sufficiently brief to be of use to members who are likely to have significant pressures on their time.
- 3 As indicated in the template, the minutes should indicate the name of the parent body, the name of the board / committee, and the date of the meeting. The minutes should record the names of members present, those in attendance, and those who have sent apologies for the meeting.
- 4 As far as possible, the minutes should follow the same structure as the agenda for the meeting, using the same section and item headings.

e.g. Part A: Preliminary Items
Terms of reference and membership

There is no need for the individual numbering of items, as printed on the agenda, to be reproduced in the minutes.

Standard terminology

- 5 Minutes should use the following standard terms to describe the meeting's actions, discussions, and / or decisions relating to each item of business.

- (a) **Received:** denotes the formal receipt of reports which are submitted for information or discussion. The minutes should identify the report by its reference number and a brief description. In those rare circumstances where the Chair has permitted an oral or tabled report, the minutes should indicate that.

e.g. **Received:**

- (a) Paper AUD-2007-120: The terms of reference and membership of the Audit Committee.
- (b) An oral report from the Chair on the outcome of the process to appoint internal auditors.

- (b) **Confirmed:** applies only to minutes of the previous meeting and denotes that they have been formally received and approved as a correct record.

e.g. **Confirmed:**

Paper AUD-2007-121: The minutes of the eighty-third meeting of the Audit Committee held on 12 June 2008.

- (c) **Considered:** denotes the formal receipt of a proposal upon which the meeting is asked to reach a decision.

e.g. **Considered:**

Paper AUD-2007-122: A paper setting out the proposed internal audit plan for the year ending 31 July 2009.

- (d) **Reported:** denotes information contained in a report (including oral or tabled reports) or which is explained by the person presenting the report to the meeting.

e.g. **Reported:**

- (a) In 2008-09, the internal auditors planned to conduct audits of 35 risk systems which were expected to take a total of 124 days.
- (b) In developing the plan, a risk-based approach had been used to determine audit priorities.

- (e) **Noted:** denotes any points of substance raised in discussion at the meeting.

e.g. **Noted:**

The internal audit plan was comprehensive in its scope and coverage. In addition to the planned audits, recommendations from previous years would be followed up to ensure that appropriate action had been taken.

- (f) **Agreed:** matters upon which general agreement has been reached but which do not involve a formal resolution to exercise the board's / committee's powers.

e.g. **Agreed:**

The head of internal audit should report on the progress of the audit to each meeting of the committee.

- (g) **Resolved:** A formal decision of the board / committee to exercise its powers.

e.g. **Resolved:**

That the internal audit plan, as set out in paper AUD-2007-122, be approved.

- (h) **Recommended:** denotes a decision which it is not within the power of the meeting to determine itself and which will therefore be referred to the appropriate body / officer for approval.

e.g. **Recommended:**

That the Board of Governors adopt the audited financial statements as set out in paper AUD-2007-123.

- 6 In recording the proceedings relating to a single item of business, the minutes may well use several of the standard terms, and the meeting's actions, discussions, and decisions should be grouped accordingly. Each term will form a sub-heading of the item and should be numbered sequentially. Guidance on referencing / numbers is available from the resources section of the Governance Services website. There is no need to use each of the standard terms unless it is necessary to do so in order to reflect the committee's proceedings: in some cases, one or two headings may suffice.

e.g.

Part D: Matters for discussion / decision

Internal audit plan 2008-09

121.2007.AUD **Considered:**

Paper AUD-2007-122: A paper setting out the proposed internal audit plan for the year ending 31 July 2009.

122.2007.AUD **Reported:**

- (a) In 2008-09, the internal auditors planned to conduct audits of 35 risk systems which were expected to take a total of 124 days.
- (b) In developing the plan, a risk-based approach had been used to determine audit priorities.

123.2007.AUD **Noted:**

The internal audit plan was comprehensive in its scope and coverage. In addition to the planned audits, recommendations from previous years would be followed up to ensure that appropriate action had been taken.

124.2007.AUD **Agreed:**

The head of internal audit should report on the progress of the audit to each meeting of the committee.

125.2007.AUD **Resolved:**

That the internal audit plan, as set out in paper AUD-2007-122, be approved.

Confidentiality

- 7 In view of the University's commitment to open and transparent decision-making and its responsibilities under the Freedom of Information Act 2000, minutes of meetings should, as far as possible, be publicly available. Some boards or committees may discuss matters which are considered to be

confidential or reserved business. These might include instances where decisions regarding named students or members of staff are taken.

- 8 Confidential or reserved proceedings should be recorded in the same way as other business transacted at the meeting. Instead of being included in the main body of the minutes, such proceedings should form an appendix to the minutes. The main body of the minutes should, nonetheless, identify in the broadest terms the matter under discussion, any reports submitted to the board / committee, and the fact that confidential proceedings are recorded elsewhere. The relevant exemption from publication under the Freedom of Information Act 2000 should be quoted. Most exemptions are likely to fall into the following categories: section 22 (information intended for future publication), section 40 (Personal Information), or section 43 (commercial interest). Guidance is available from the Information Commissioner [online](#). Governance Services will advise.

e.g. **Allegation of research misconduct**

130.2007.AUD **Considered:**

Paper AUD-2007-125: the report of an investigation into allegations of research misconduct.

Secretary's note: Minute 131.2007.AUD is confidential (see appendix) and exempt from publication under section 40 (personal information) of the Freedom of Information Act 2000.

133.2007.AUD **Resolved:**

That the action plan set out in Paper AUD-2007-125 be approved.

Drafting and distribution

- 9 The Secretary should draft the minutes as soon as possible after the meeting and aim to forward the draft to the Chair within 5 working days. Minutes should be marked 'draft' until they have been approved by the Chair, at which point they should be marked 'approved by Chair' and circulated by email to all members of the board or committee. Once the minutes have been formally confirmed by the board or committee at its next meeting, they should be marked 'confirmed' and signed by the Chair. The Secretary is responsible for safe-keeping of the signed minutes of meetings. Confirmed minutes should be published online. Please ensure that the circulation of

confidential minutes is appropriately restricted, normally to members of the board / committee only.

Action sheets

- 10 Minutes should be accompanied by an action sheet identifying the actions arising from the meeting and the person responsible. The action sheet provides a useful reference point for committee members as well as those responsible for actions and it may be used as the basis for the matters arising report to the next meeting.

e.g.	Minute	Action required	Responsibility
	124.2007.AUD	Provide report on the progress of the internal audit to each meeting of the Audit Committee. Next report to be submitted to the Secretary by 31 October 2008.	Joan Smith

The template can be downloaded from the resources section of the Governance Services website.

Please note that the examples provided in this document are intended to illustrate the use of the University's templates for minutes of meetings and action sheets. They do not reflect the proceedings of the Audit Committee. The minutes of the Audit Committee are available online at: http://www.leedsmet.ac.uk/metoffice/gov/Board_of_Governors.htm.