

- 1 Secretaries to boards / committees, both at University and School level, are responsible for ensuring that minutes of meetings conform to the University template. The template can be downloaded from the 'Committee Templates' page of the University website at:

<http://www.leedsbeckett.ac.uk/partners/academic-governance/templates-training/>

## 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 board / committee, and the date of the meeting. The minutes should record the names of members present, people in attendance (i.e. those at the meeting who are not formal members of the board / committee), and people 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. There is no need for the individual numbering of items, as printed on the agenda, to be reproduced in the minutes.

## Part B: Matters for decision

### Corporate Governance Statement

#### Standard terminology

- 5 Minutes for each item on the meetings agenda can use one or more of five standard terms to describe the meeting's discussions and decisions relating to each item of business, as required. These terms should be embedded in the text in the minute and highlighted in **bold** rather than used as titles.
- 6 When writing the minutes the terms **reported** and **noted** should be used in separate minutes so that it is clear what was reported and what was noted for a particular item. The terms **agreed**, **recommended** and **resolved** should all be used in the same minute so that all decisions made by the board / committee for a particular item are set out in the same place (the full minute example set out in paragraph 10 below provides an illustration of how all this should be set out).

7 Examples of how each term should be used is as follows:

- (a) **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. The minutes should also identify the report by its reference number and provide a brief description. An example is set out below:

005.2016.GON The Committee received a report from the Deputy Secretary providing the Committee with the draft Corporate Governance Statement, summarising the systems of governance, internal control, financial control and risk management in place at the University (paper reference GON-2016-004). It was **reported** that certain parts of the draft Statement had been drafted conditionally, on the assumption that the Board would provide its own agreement at its meeting scheduled to take place 25 November 2016 that the University had appropriate controls in place.

- (b) **Noted:** denotes any points of substance raised in discussion at the meeting. An example is set out below:

006.2016.GON The Committee **noted** that the CUC Code of Governance had now been replaced by Higher Education Code of Governance.

- (c) **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. An example is set out below:

007.2016.GON (a) The Committee **AGREED** that changes to "the CUC Code of Governance" should be amended to read "the Higher Education Code of Governance produced by the CUC". The paragraph referring to the re-appointment of PwC should be amended to read "July 2017" rather than "July 2016".

- (d) **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. An example is set out below:

007.2016.GON (b) The Committee **RECOMMENDED** that the Board of Governors include all of the appendices from the Corporate Governance Statement as part of the University's Draft Financial Statements for the Year Ended 31 July 2016.

- (e) **Resolved:** A formal decision of the board / committee to exercise its powers. An example is set out below:

007.2016.GON (c) The Committee **RESOLVED** to approve the Corporate Governance Statement for inclusion in the University's Draft Financial Statements for the Year Ended 31 July 2016, subject to the minor changes proposed by

the Committee having been made.

- 8 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 be embedded in the text of each minute of the item and should be numbered sequentially. Guidance on referencing / numbers is available from the resources section of the Governance & Legal Affairs 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 terms may suffice.
- 9 In order to foreground any decisions made the minutes that use the 'AGREED / RECOMMENDED / RESOLVED' terms should be highlighted by adding a border to the box they are written in and the terms themselves should be written in block capitals.
- 10 An example of a set of minutes for an item using all the terms is set out below:

### Corporate Governance Statement

005.2016.GON The Committee received a report from the Deputy Secretary providing the Committee with the draft Corporate Governance Statement, summarising the systems of governance, internal control, financial control and risk management in place at the University (paper reference GON-2016-004). It was **reported** that certain parts of the draft Statement had been drafted conditionally, on the assumption that the Board would provide its own agreement at its meeting scheduled to take place 25 November 2016 that the University had appropriate controls in place.

006.2016.GON The Committee **noted** that the CUC Code of Governance had now been replaced by Higher Education Code of Governance.

007.2016.GON	<p>(a) The Committee <b>AGREED</b> that changes to "the CUC Code of Governance" should be amended to read "the Higher Education Code of Governance produced by the CUC". The paragraph referring to the re-appointment of PwC should be amended to read "July 2017" rather than "July 2016".</p> <p>(b) The Committee <b>RECOMMENDED</b> that the Board of Governors include all of the appendices from the Corporate Governance Statement as part of the University's Draft Financial Statements for the Year Ended 31 July 2016.</p> <p>(c) The Committee <b>RESOLVED</b> to approve the Corporate Governance Statement for inclusion in the University's Draft Financial Statements for the Year Ended 31 July 2016, subject to the minor changes proposed by the Committee having been made.</p>
--------------	--

## Confidentiality

- 11 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.
- 12 Confidential or reserved proceedings should be recorded in the same way as other business transacted at the meeting and should be highlighted so that they can be removed easily if the minutes of the meeting are to be released publicly. It is important that the main body of the minutes that are not confidential, should 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 minutes should clearly indicate that any confidential minutes are exempt from publication under the Freedom of Information Act 2000. 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 & Legal Affairs will advise. There is no requirement to record the particular exemption.
- 13 An example of a set of minutes for an item that includes a confidential minute is set out below:

## Corporate Governance Statement

005.2016.GON The Committee received a report from the Deputy Secretary providing the Committee with the draft Corporate Governance Statement, summarising the systems of governance, internal control, financial control and risk management in place at the University (paper reference GON-2016-004). It was **reported** that certain parts of the draft Statement had been drafted conditionally, on the assumption that the Board would provide its own agreement at its meeting scheduled to take place 25 November 2016 that the University had appropriate controls in place.

*Secretary's note:* Minute 006.2016.GON is confidential subject to the provisions of the Freedom of Information Act 2000.

006.2016.GON The Committee **noted** that the CUC Code of Governance had now been replaced by Higher Education Code of Governance.

007.2016.GON (a) The Committee **AGREED** that changes to "the CUC Code of Governance" should be amended to read "the Higher Education Code of Governance"

produced by the CUC". The paragraph referring to the re-appointment of PwC should be amended to read "July 2017" rather than "July 2016".

(b) The Committee **RECOMMENDED** that the Board of Governors include all of the appendices from the Corporate Governance Statement as part of the University's Draft Financial Statements for the Year Ended 31 July 2016.

(c) The Committee **RESOLVED** to approve the Corporate Governance Statement for inclusion in the University's Draft Financial Statements for the Year Ended 31 July 2016, subject to the minor changes proposed by the Committee having been made.

#### **Drafting and distribution**

- 14 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 'Chair Approved Draft'. 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.

---

Please note that the examples provided in this document are intended to illustrate the use of the University's templates for minutes of meetings.