

BLOOM SLUGGETT, PC

PROPER MUNICIPAL MINUTES DRAFTING AND KEEPING

The Michigan Open Meetings Act, being MCL 15.261 *et seq* (“OMA”), requires the preparation, adoption and keeping of written minutes for the meeting of every public body in Michigan. That includes every board, committee and body of a Michigan city, village and township.

Michigan municipal minutes can be defined as:

A written record of a meeting of a public body. Also known as the minutes of a meeting.

Notwithstanding the importance of good written minutes for a Michigan municipal body, the OMA gives very little guidance as to the format, content, length and style of minutes. Section 9 of the OMA provides only as follows:

15.269. Minutes; contents, corrections, open to public inspection

Section 9. (1) Each public body shall keep minutes of each meeting showing the date, time, place, members present, members absent, any decisions made at a meeting open to the public, and the purpose or purposes for which a closed session is held. The minutes shall include all roll call votes taken at the meeting. Corrections in the minutes shall be made not later than the next meeting after the meeting to which the minutes refer. Corrected minutes shall be available no later than the next subsequent meeting after correction. The corrected minutes shall show both the original entry and the correction.

(2) Minutes shall be public records open to public inspection and shall be available at the address designated on posted public notices pursuant to Section 4. Copies of the minutes shall be available to the public at the reasonable estimated cost for printing and copying.

(3) Proposed minutes shall be available for public inspection not more than 8 business days after the meeting to which the minutes refer. Approved minutes shall be available for public inspection not later than 5 business days after the meeting at which the minutes are approved by the public body.

Perhaps the most raised question regarding minutes is how long a minutes document should be and in how much detail should matters be covered? There is no legal requirement regarding those matters. However, minutes should generally be long and detailed enough so that someone reading the minutes years later can reasonably ascertain all of the major discussions and

decisions that occurred during the meeting involved. And, of course, minutes of municipal bodies in Michigan (except for the special rules applicable to lawfully closed or executive sessions under the OMA) are subject to state record retention requirements and usually should be kept permanently.

The following are items that generally **must** be contained in the minutes:

1. The name of the municipal body involved.
2. The date, time and place that the meeting was held, including the actual times when the meeting started and ended.
3. The names of the members of the municipal body present, as well as the names of the members who are absent. Some minutes will also list other municipal officers, officials and employees who are present for informational purposes, but that is generally not required.
4. The approval of the agenda.
5. The approval of minutes from the prior meeting.
6. A general description of all matters, cases and issues discussed.
7. All decisions made at the meeting.
8. The restatement of the exact wording of a motion made, as well as the name of the member who made the motion and also the member of the municipal body who seconded the motion. The minutes must also expressly indicate how each of the members voted on the motion made. If the vote was not unanimous, the minutes must indicate the names of each member present and how they voted. If a roll call vote was involved, the name of each member must be listed together with an indication of how they voted.
9. All roll call votes.
10. The purpose to which a closed session is held.

While not legally required, it is common as well for minutes to include:

- A. If identified, the name of any member of the audience who makes a public comment and at least a short narrative of what they said.
- B. An indication of if and when any member of the public body leaves the meeting and does not return.
- C. An approved and voted upon motion to end the meeting, as well as the exact time that the meeting ended.

There is no legal standard regarding how long a minutes document should be. However, a good general rule of thumb is that written minutes should generally run between 1 ½ to 2 pages for each hour that the meeting lasts.

On the one hand, minutes should not be an effective transcript of the meeting involved nor an in-depth narrative of what occurred. However, conversely, the minutes should be detailed and lengthy enough to cover all of the above-mentioned mandatory items, as well as such additional information so as to give a future reader a fair representation of everything that occurred at such past public meeting.

Some municipal minutes do not mention the name of members of the public who speak to the public body nor indicate a summary of what they said. The best practice is to list the name of every member of the public or audience who speaks at a public meeting together with a short summary of what they said. If a member of the public is diligent enough to attend a public meeting and to speak, that should be memorialized for future readers of the minutes.

Except for closed or executive session minutes, minutes of a public body should generally be kept forever. The municipal clerk should keep a hard copy set of both the draft and approved minutes in a format and location that is easy for all officials and employees of the clerk's office to be able to readily retrieve at all times. Under the OMA, the minutes of a closed or executive session are subject to the following:

(2) A separate set of minutes shall be taken by the clerk or the designated secretary of the public body at the closed session. These minutes shall be retained by the clerk of the public body, are not available to the public, and shall only be disclosed if required by a civil action filed under Section 10, 11, or 13. These minutes may be destroyed 1 year and 1 day after approval of the minutes of the regular meeting at which the closed session was approved.

Under the OMA, minutes of a public body must be prepared in draft form and be available within 8 business days after the meeting involved. Minutes must be formally approved by the public body involved by the appropriate motion being made, seconded and formally approved by a vote of the members of the public body involved. Approved final minutes must be publicly available within 5 business days of approval.

In general, approved minutes are the official record of the public body involved.

The issue has arisen regarding what extraneous materials, if any, should go in the minutes of a municipal meeting. Technically, the "minutes" called for by the OMA is simply a written summary of the particular municipal meeting involved. Therefore, extraneous documents such as letters, emails, etc. do not "go in the minutes", as the minutes are a written summary of what occurs at a particular municipal meeting. It is true that official documents adopted or enacted at a municipal meeting can be "attached" to the official minutes if desired. However, that involves a limited number of municipal documents such as adopted resolutions, ordinances, written policies and ordinance amendments. To further confuse matters, however, even those documents are

normally not re-typed into the minutes in their entirety or at length and are simply referenced in the minutes, with the original of each such document kept with the minutes book or another official file by the municipal clerk.

It is true that a citizen letter or email communication can be read out loud at a public meeting, but even then it is not usually recited or repeated word-for-word or at length in the meeting minutes itself. Just as the minutes normally do not constitute a transcript of exactly what a municipal official or member of the public says word-for-word at a public meeting, likewise, a letter or email communication read out loud at a municipal meeting should not be repeated or re-recited word-for-word in the minutes. Any citizen letter, email or other documents can be received by the municipal clerk “for the record” and should be kept in the appropriate municipal file.

There are some special statutory requirements for charter township board minutes (as opposed to the minutes for a general law township board). The minutes for a charter township must be signed by the supervisor and the clerk and must include any adopted ordinance and resolutions and the votes for each. See MCL 42.7. A synopsis of the proceedings of a charter township must also be prepared by the township clerk and approved by the township supervisor and that must be published at least once each month. There are various alternate publication options available under MCL 42.8.