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Meeting Skeletons - Transcript

[Speaker 1]

Welcome to Charity Therapy, the podcast where we explore the ups and downs of the nonprofit sector and answer your burning questions. I'm your host, Jess Birken, owner of Birken Law Office, and I'm excited you're here. Imagine hanging out with me and my super smart, funny nonprofit expert pals.

You get to ask them anything about your nitty gritty nonprofit life and get their wisdom for free. Whether you're a seasoned pro or just strapping on your nonprofit boots, we're here to share stories and remind you, you're not alone on this journey. So get ready to join the conversation and bring me the tough questions.

I ain't scared. Ready to rock? Let's dive in.

Hello, nonprofit party people.

[Speaker 2]

Pew, pew, pew. Pew.

[Speaker 1]

What was that?

[Speaker 2]

I don't know.

[Speaker 1]

We need the air horn sound. The like, wah, wah, wah, you know. I'm here with Meghan. Meghan is here.

[Speaker 2]

Hi, I am here. How are you?

[Speaker 1]

I'm good. I have returned from the north. Which is how we say north in the UP of Michigan. There's a sign for a campground that has pull through campsites where like if you were pulling a trailer, like a pop-up trailer where you would camp, and you could pull through. So when you pull in, you don't ever have to back up.

But on the sign for the campground, it doesn't say pull through. It says pull true TRU because that's how they say it up there. They say pull tru.

You got a pop-up camper, you need to go to one of those pull tru campsites.

[Speaker 2]

It's always really funny to me how when the midwestern accent gets so midwestern that it kind of circles back around to being like almost Irish in ways.

[Speaker 1]

I mean, I think that's actually legit because I was reading a book. I think it was a Stephen King book and somebody had like a Swedish accent or something. And the way that Stephen King wrote the guy's words, I was like, oh yeah, he's from the north.

[Speaker 2]

Sounds familiar.

[Speaker 1]

But it was like, oh, like this all makes sense because of the people who emigrated to America and settled in these areas. Then it's like their accent gets bastardized into this variety of like midwestern.

You got your Wisconsin and your Michigander and your Minnesota from the Scandinavians.

[Speaker 2]

This gets into my like excessively nerdy love of like all of this like rich word etymology stuff. So if there's any linguists listening like explain this to me, I want to know or just I want all the information. I want to know why we say pull true or up north.

[Speaker 1]

Pull true. OK, let's actually make a podcast. What's happening?

[Speaker 2]

Yes, let's jump in. Let's jump in. We're talking about board governance today.

We've talked about some hated elements of board governance before, specifically Robert's rules, Jess's most favorite.

[Speaker 1]

Die. Die, Robert's rules. Die.

[Speaker 2]

But today we're talking about meeting minutes.

[Speaker 1]

Oh, God. Everyone's favorite.

[Speaker 2]

Right?

[Speaker 1]

Don't turn off the episode. I swear to God it won't be as boring as it just sounds.

[Speaker 2]

I promise. OK, Jess, give us like the 30 second overview. Like what are meeting minutes?

What are we even talking about here?

[Speaker 1]

Meeting minutes. You have a board meeting. You need to make a record that the meeting happened and you put it on a paper. Digital PDF is fine. I hope so. Usually at the next board meeting, the first thing you do is you look at last time's meeting minutes and you go, is that what happened at this meeting?

Yes. And you approve the meeting minutes and then it goes in some file somewhere. Never to be seen again.

[Speaker 2]

Look at that. Look at that. It seems like a useless process.

But let's talk about why it's not useless.

[Speaker 1]

All right. Let's try and convince people.

[Speaker 2]

Let's get into the question. So listener question wrote in and said, with technology these days and the ability to record meetings within Teams and Zooms, etc., do you think a properly archived recording of a committee meeting or a board meeting could replace written meeting minutes?

[Speaker 1]

OK, first of all, I personally received this question from someone whose first name I forget, but shout out to you for reaching out with this awesome question, because I think this is just such a good one because it's like technology. I love a question with a little technology aspect. So basically, like, can you just record your Zoom meeting and like call it a day?

And I would say I'm going to be the party pooper and be like, no, no, you cannot. I mean, you could, but why would you? Because there's a bunch of reasons that I don't like that idea at all.

I don't like that idea. So first of all, the meeting minutes are discoverable as evidence in case something terrible were to happen or in case you're a voting member organization and your members demand records from you, which they can do. And if you've had any experience with voting member organizations, then you know stuff like that sometimes happens, even though you wish it wouldn't.

So you are required to keep those records and to produce them to interested persons, like the attorney general's office, your board members, your voting members, if you have them, or opposing counsel in the event that you are being sued for some horrible reason. So you really just want to have these as a document because you just don't want to produce a bunch of videos as evidence for other people to go through. And why not?

We have nothing to hide. But here's the thing. You may have something to hide.

You don't know. You don't know. And not everything that happens in the meeting should be reflected in the minutes.

Maybe you are talking about a sensitive HR topic. Maybe your youth athletic organization, somebody is alleging that one of your coaches touched a student or something. Maybe you're talking about disciplinary things.

If you're in the habit of just recording everything on Zoom and calling it a day, you're putting stuff that should never ever have gone into somewhere that could be discovered later because it's actually an employment law personnel matter or something. Or it possibly could contribute to some sort of defamation slander or whatever if it was fake. I don't know.

You just don't need it. You don't need to have all that extra stuff in there for people. So then if the worst case scenario were to happen, now you're making the meeting minutes, but not in real time.

You're doing it in like the, oh shit, we just got asked for the things and now I got to demonstrate that we have the things. And so now I'm making the things. And that just always feels like it's not the crime.

It's the cover-up. And so then it's like the accusation is like, oh, you're leaving things out. These weren't reviewed and approved by the board and whatever.

That could potentially just make your problem bigger. So I think it's worth just saying meeting minutes, because I look at a lot of meeting minutes in my life as a lawyer for nonprofits. Meeting minutes are not supposed to be a word-for-word transcript of everything that happened at the meeting.

[Speaker 2]

No.

[Speaker 1]

It's not a line-by-line, just said this and then Meghan said that and then just said this and then Meghan said that and then just said that. No.

[Speaker 2]

Minute-by-minute, some might say.

[Speaker 1]

Yes, it's kind of, they are called minutes. We're going Italian now. Yeah.

Hey, yo, I'm from the Milwaukee area. We got a lot of Italians. Luigi.

I need to go play video games apparently. I'm just getting ready for the Haunted Mansion, Mario. I'm going to go Hoover up a bunch of things.

Anyway, minutes are supposed to be a summary, not a transcript. So it's supposed to be like, who was here? What was the date?

What was the time? When did we start? Here's what we talked about, big picture.

We talked about whether we should approve the budget, maybe two sentences. If there was a meaty discussion, you could be like, these things were discussed about the budget. Why do we have so many restricted assets?

What can we do with that money? Whatever. Vote was taken to approve the budget.

You know, six yays, one nay. Like, that's all you need to represent. Like a skeleton outline.

A skeleton outline. Hit the highlights. Don't hit the minutes by minutes.

We should call them something else.

[Speaker 2]

Skeletons.

[Speaker 1]

Meeting skeletons.

[Speaker 2]

Halloween-y.

[Speaker 1]

I feel like that's going in a different direction that we don't want.

[Speaker 2]

Probably not.

[Speaker 1]

You know where all the skeletons are? In the meeting. Yes, they're in the corporate meeting book.

Okay, what I love about this question is they're like, they're looking for a technology solution. Yes. So I recently recorded a podcast with my friend Ernie the attorney.

If you're a lawyer, he's got a very fun podcast. He used something called Fathom, which basically is a plugin for Zoom. And it's AI.

And it's like listening to everything that you're saying. And then at the end of your Zoom meeting, it gives you a summary of what happened. So I could absolutely see using some technology like Fathom.video to help you make the minutes. Because I think making the

minutes sucks. And that's why this person is like, hey, couldn't we get rid of this? Because it really blows to have to sit there and take the notes and then type them up.

So why not have an AI tool that can sit there and take the notes and type them up for you? All you have to do is react to those. Is that correct?

Do we want that summary item in there? Is that irrelevant? The AI is just being stupid.

Or that's a sensitive HR topic that shouldn't be in our minutes, especially if we post them on our website every month. Like that is something that could really take the sting out of producing these documents. And I love it.

I mean, I would like to use it. I just think I need to get clients to say, yeah, that's fine. Every time I have a meeting on Zoom.

[Speaker 2]

Meeting minutes, the most fun things.

[Speaker 1]

Meeting skeletons.

[Speaker 2]

Meeting skeletons. So, OK, we talked about minutes being the like, you know, you're really putting this together just in case something bad happens, basically. That is sort of the like real, real, like worst case scenario reason.

[Speaker 1]

That's the grab and the oh shit handle reason. Yeah. Why else?

Let's say you have a new board member. Part of that board member's orientation should be getting up to speed on what's been going on. Yep.

You know, I'm not a fan of abstaining. And one of the top reasons for abstaining is like, I don't know what's happening. Well, what that means is you didn't train that board member.

So when a new board member shows up, you should be able to say, here is the last six months or 12 months of meeting minutes. You can at least get a clue about what's been going on at the board level with our organization. It's also a really good tool for current board members to be like, I missed that meeting.

What happened? Or I am a busy parent of three. I don't remember what I ate for breakfast, let alone what happened at our board meeting last month.

Let me take a look at the meeting minutes. Or who was the person that came and presented to us from the blah, blah, blah agency last February? Let's check the meeting minutes.

It's a great way to outsource your organizational memory and be able to refer back to it. Because let's be real, you can't remember what you had for breakfast yesterday.

[Speaker 2]

And even if you can, you are eventually going to leave the board. That's part of the nonprofit structure. It cannot just exist in a couple of people's brains because there has to be turnover at a certain point.

So we need a paper trail, both for ourselves internally and in case something were to happen down the road. It's important to have your ducks in a row because you never want it to be that something terrible has come up and now you're scrambling to find the minutes and make sure everything is filled out properly. Like that's never a fun time.

[Speaker 1]

I will just put in one more little plug. Like if I have any lawyers that are listening to this and you're serving on a nonprofit board, and I was just teaching a seminar about this last week. If people are looking to you because you're a lawyer to give them advice in the meeting and you say, hey, what I think about this commercial lease is it seems pretty normal, but I'm not your lawyer and maybe we should get a legal opinion from someone who actually practices in this area.

That would be a good thing to make sure there's a note in the meeting minutes because that is a CYA for you as a professional to be like, I was not acting in my capacity as a lawyer. So just a little malpractice tip.

[Speaker 2]

Anti-malpractice tip.

[Speaker 1]

Avoiding malpractice tip for my lawyer friends out there on nonprofit boards.

[Speaker 2]

And plus we have mentioned this before and it is a little bit just in case things go sideways, but it is nice to be able to say, I am fulfilling my fiduciary duties as a board member. And you can see that because I have attended all of the board meetings and there is an actual record of that. Or I have like, you know, this controversial thing got passed and you can say, hey, I voted against it.

You can see it in my voting records in the mail. It's also just a good thing to have a record of what's going on because you don't know why you might need it. And having a good record that has been created as it's happening, everyone on the board approves it.

Everyone agrees this is what happened can save you a lot of time and headache down the road, whether or not something bad ever were to happen.

[Speaker 1]

Absolutely. So sum it up for us. Give us the skeleton, Meghan.

[Speaker 2]

The skeleton. First, don't just record your meetings and call it a day. There's a whole lot of mess that can come out of that.

And it is not actually as helpful as you think it could be to replace your minutes. You do need to create actual minutes for the meetings. That being said, there are ways to make it easier.

Use tools like fathom.video. I'm sure there are other ones out there as well that can help you make a solid set of minutes as quickly and painlessly as humanly possible, even though they are slightly painful. And lastly, I would just say that minutes are not intended to be a full transcript of your meeting. They are a summary.

You have to consider what the purpose of your minutes are and then decide what to include based on that.

[Speaker 1]

Yeah. And basically, they should just follow the agenda. Whatever the agenda was, there should be like, just take the agenda and plug in what happened relevant to that item.

We discussed this. We discussed that. There was a vote.

These three people voted yes. This one person voted no. It's not actually that hard.

If you're making a skeleton.

[Speaker 2]

And that's just your nudge that if you're not making agendas, you should. It'll make your meeting minutes go faster.

[Speaker 1]

Touche. If only there was a service that had a tool with an app that would generate agendas and minutes for you.

[Speaker 2]

At a click of a button.

[Speaker 1]

Shameless plug for Mission Guardian Toolkit. Get in there. Get in there.

Make some good minutes.

[Speaker 2]

Check it out. Save your secretary a lot of time.

[Speaker 1]

There you go. All right, folks. If you enjoyed this episode, if you will now be calling meeting minutes, meeting skeletons beyond Halloween, I applaud you.

Leave us a five-star review. Rate us, review, whatever. Subscribe.

Tell your friends. It helps me out. Also want to give a shout out to our latest review from Dan Keller.

[Speaker 2]

Dan, you're the best. Five stars.

[Speaker 1]

Oh, yeah. If you have a story to share, if you have some situation where meeting minutes were actually relevant to your day-to-day life, dude, send it in. We want to hear about it. We will put it on anonymously on the show.

So thanks for listening, and we'll see you next time.

About the Author



Hi, I'm Jess Birken.

I'm the owner of Birken Law Office, I help nonprofits solve problems so they can quit worrying and get back to what matters most – The Mission. I'm not like most attorneys, I actually have an outgoing personality, and – like you – I like to think outside the box. Most of my clients are passionate and have an entrepreneurial spirit. I'm like that too. My goal is to help you crush it. Getting bogged down in the minutia sucks the joy out of the important stuff. My clients want to do the work – not the paperwork.

Let's connect!

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