

STAFF REPORT



MEETING DATE:	February 26, 2026
SUBJECT:	Review, Discuss, and Approve Proposed Amendments to SRTA's Policy on Meeting Minutes
AGENDA ITEM:	12
STAFF CONTACT:	Sean Tiedgen, AICP, Executive Director

SUMMARY:

At SRTA's December 2025 meeting, the board of directors requested staff provide a future agenda item to discuss the nature and purpose of meeting minutes. Staff will present a review of relevant agency policies, applicable government codes, and best practice guidelines. It is recommended that the board of directors approve amendments to SRTA's policies regarding meeting minutes which will follow the 'action' recording style.

STAFF RECOMMENDATION:

It is recommended that the board of directors:

1. Receive a presentation regarding the purpose and format of meeting minutes; and
2. Review, discuss, and approve proposed amendments to SRTA's meeting minutes policies.

DISCUSSION:

Background – A brief discussion regarding the content of the October SRTA Board of Directors meeting minutes took place at the December meeting, and staff was asked to bring back an item about meeting minutes at the February meeting for further discussion and any possible action.

Policies and Best Practices Review – Section 3 of Article 10 of SRTA's Bylaws specifies the purpose and use of meeting minutes (Attachment A). It states, "The minutes need only reflect such business as was actually acted upon by the Board and shall not be required to reflect any remarks of members or of any person, except at the request of a member." Additional language describes how the agency documents public comments and the manner for approving minutes.

California Government Codes (Sections 40801, 36814, 54953, 53232) (see Attachment B for reference) specify that government agencies should keep a record of meeting minutes as well as items members should report on, however, they do not specify the manner in which minutes should be recorded.

Robert's Rules of Order, commonly used guidance for meetings, states that minutes should serve as a record of what was done, focusing on actions, motions, amendments, and vote outcomes rather than transcripts of discussions taken place.

The California Municipal Clerks Association's guidelines for meeting minutes (Attachment B) clarifies that meeting minutes should be either "action" or "brief summary" minutes. Minutes recording comments or more lengthy discussion should be used in limited circumstances (i.e., board reports in accordance with AB

1234, board member reports on intergovernmental agencies, or public comments). The guidelines advise that, as a general rule, the minutes should focus on the collective board's thought process and decision making, and not on individuals. Where summary minutes may be necessary, they should be as neutral as possible and focus on the substance of a particular item or point. Additionally, the guidelines acknowledge recording and video technologies allow for the full public record of the meeting, including all discussion and comments, further supporting "action" style minutes.

Recommended approach – Since 2021, SRTA has been able to utilize modern video/recording technologies to provide recordings of board meetings online and linked from the agency's website. The recordings allow anyone to review the entirety of meeting discussion or any individual item. Because the recording serves as the full record of the meeting, "action" style minutes are appropriate.

Moving to action minutes would provide a time and relative cost savings on efforts to prepare minutes allowing other work to be addressed. It is estimated that approximately 1.5-2 hours of time is required to review recordings and prepare minutes for every hour of meeting time. The Executive Assistant spends time reviewing and accurately summarizing each item to prepare draft minutes. Those minutes are then reviewed by the executive director and sometimes other staff before their preparation for board review and approval. Preparing minutes costs approximately \$5,500 - \$9,800 annually, between board and other meeting minutes, not including other staff time.

On review of SRTA's policy for minutes, staff proposes amendments to existing policies (Attachment A) and recommends that future meeting minutes for all meetings be "action" minutes only unless "summary" style meeting minutes are requested or technical issues prevent the ability to have an audio/video recording of a board meeting.

ALTERNATIVES:

The board of directors may direct staff to make changes to the proposed staff recommendation or request more information and delay action on this item to the next board meeting.

FISCAL & POLICY COMMITTEE REVIEW:

///The Fiscal and Policy Committee met on February 18, 2026, to discuss staff's proposed amendments and provide feedback.///

FISCAL IMPACT:

This item has no net impact on the agency's budget. Time to prepare minutes is budgeted in SRTA's Overall Work Program. However, savings can be realized in more efficient staff time to address other agency needs and workload by moving to action minutes.

Sean Tiedgen, Executive Director

Attachments:

A: SRTA Bylaws Article 10 – Existing Policy and Proposed Amendments

B: California Municipal Clerks Association Guidelines for Meeting Minutes

EXISTING POLICY – Article 10, Section 3

SECTION 3: Minutes summarizing the Board's transaction of business shall be kept by the Executive Director or such other person as may be designated by the Executive Director. The minutes need only reflect such business as was actually acted upon by the Board and shall not be required to reflect any remarks of members or of any other person, except at the special request of a member. A record shall be made of the names and addresses of persons addressing the Board, the title of such matter to which their remarks related, and whether they spoke in support of, or opposition to, such matter. As soon as possible after each meeting, the Executive Director shall forward a copy of the minutes to each member. Unless a reading of the minutes is requested by a member, such minutes may be approved without reading if each member has been previously furnished a copy.

PROPOSED AMENDMENTS TO ARTICLE 10

ARTICLE 10 - OPERATIONS

SECTION 1: The vote on all agenda actions shall be by voice vote unless a roll call vote is requested by a Board member. If the roll is not called, the Chair may order the motion unanimously approved. When the roll is called on any motion, any member present who does not vote in an audible voice shall be recorded as "aye."

SECTION 2: Subjects for inclusion on the agenda are to be directed to the Executive Director. Any subject of mutual interest to the members of the SRTA will be entertained, discussed, and if appropriate, voted upon.

- a. Subjects proposed for discussion by members of the SRTA shall be automatically placed on the agenda.
- b. Subjects proposed for discussion by persons or organizations that are not members of the SRTA shall be placed on the agenda upon approval of the Chair or Executive Director.
- c. All written requests denied under the preceding sub-section shall be identified in the agenda under "communications" and read or distributed at the meeting upon the direction of the Chair or upon a majority vote of the Board.
- d. Non-members will be recognized by the Chair, who will have the prerogative to establish time limits, or any other control measures he/she deems appropriate for presentations or comments.

SECTION 3: Minutes summarizing the Board's transaction of business shall be kept by the Executive Director or such other person as may be designated by the Executive Director. The minutes need only reflect such business as was actually acted upon by the Board and shall not be required to reflect any remarks of members or of any person. Minutes shall be kept in the following manner:

- a. Meeting minutes will follow the action-style of minutes, which typically record the following information:
 - i. The meeting date, start and end times, location, and type of meeting.

- ii. The names of board members and staff present.
 - iii. A description of the items discussed.
 - iv. A list of public speakers, and indication of whether they were for or opposed to an item, as appropriate.
 - v. A statement of action (e.g., motion, resolution, ordinance, etc.,) and a record of the vote.
 - vi. Follow up action, if necessary.
 - b. Specific remarks by board members or any other person will not be recorded for the written record, except at the request of a board member.
 - c. Summary-style minutes may be utilized in the event that a board meeting cannot be recorded, or technical challenges arise that prevent the uploading of a recorded meeting for public viewing. These minutes will include all content of action-style minutes and brief, concise, and neutral summaries of commentary by the board of directors or public comment.
 - d. ~~The minutes need only reflect such business as was actually acted upon by the Board and shall not be required to reflect any remarks of members or of any other person, except at the special request of a member. A record shall be made of the names and addresses of persons addressing the Board, the title of such matter to which their remarks related, and whether they spoke in support of, or opposition to, such matter.~~ As soon as possible after each meeting, the Executive Director shall forward a copy of the minutes to each member. Unless ~~a reading of the minutes is requested by a member~~ a member requests a reading of the minutes, such minutes may be approved without reading if each member has been previously furnished a copy.
 - e. Closed sessions of the board of directors are confidential, and minutes will not be taken, unless specifically requested and agreed upon by a majority of the SRTA Board of Directors. Any minutes taken during a closed session will be recorded as a "minute book," and shall remain confidential as they are not considered a public record subject to inspection pursuant to the California Public Records Act. A closed session "minute book" shall be made available for review:
 - i. only by current members of the SRTA Board of Directors, provided they are not disqualified from attending the closed session due to a conflict of interest; or
 - ~~i.~~ ii. if a violation of the California Public Records Act is alleged to have occurred at a closed session, to a court of general jurisdiction wherein the Agency lies.

CITY CLERKS ASSOCIATION OF CALIFORNIA
GUIDELINES FOR
PREPARING MINUTES FOR GOVERNMENTAL AGENCIES

PURPOSE

The City Clerks Association of California issues these guidelines as a tool for government agencies to transition to minutes styles that are efficient, succinct, cost-effective for staff to prepare, and more appropriately aligned with the intent of the Government Code.

FINDINGS

- Legislative bodies must act, and must be *seen* to act, within the laws of the State of California and local charters, if applicable. Being *seen* to act within the law is important, because the legislative body's decisions may be subject to external scrutiny by the public, auditors, or judicial inquiry. Minutes *testify* that the correct procedures for decision-making were followed.
- Legislative body minutes shall be prepared in a manner consistent with the intent of the Government Code. Relevant Government Codes are as follows:
 - Government Code 40801. The city clerk shall keep an accurate record of the proceeding of the legislative body and the board of equalization in books bearing appropriate titles and devoted exclusively to such purposes, respectively. The books shall have a comprehensive general index.
 - Government Code 36814. The council shall cause the clerk to keep a correct record of its proceedings. At the request of a member, the city clerk shall enter the ayes and noes in the journal.
 - Government Code 54953(c)(2). The legislative body of a local agency shall publicly report any action taken and the vote or abstention on that action of each member present for the action.
 - Government Code 53232.3(d). Members of a legislative body shall provide brief reports on meetings attended at the expense of the local agency at the next regular meeting of the legislative body.
- All components of minutes shall be for the primary purpose of memorializing decisions made by the *legislative body*. Any minute component that does not serve this primary purpose should be minimized or eliminated; this includes comments made by *individual* body members and members of the *public*.

GUIDELINES

- Minutes should provide a record of a) when and where a meeting took place, and who was present (including member absences, late arrivals, departures, adjournment time); b) type of meeting (Regular/Special/Adjourned Regular); c) what was considered; d) what was decided; and e) agreed upon follow-up action. Pursuant to Government Code 54953(c)(2), minutes shall report any action taken and the vote or abstention on that action of each member present for the action.
- Appropriate styles are *action* minutes or *brief summary* minutes. Verbatim style minutes should not be used, because verbatim or lengthy summary minutes do not serve the intent of the Government Code, which is to record the proceedings of the *legislative body*.
- *Action* minutes merely record final decisions made.

- *Brief summary* minutes, at a minimum, record the final decisions made; and, at a maximum, may record what advice the body was given to enable it to make its decisions, the body's thought process in making the decision, and the final decisions made. Emphasis is given on the body's thought process, not individual members' thought processes. The minutes should summarize only the main points which arose in discussion if and only if they are relevant to the decision.
- Comments made by members such as "for the record" or "for the minutes" have no bearing on the content of minutes and are given no greater and no lesser consideration than other comments made at the public meeting. Members seeking to memorialize comments should incorporate such verbiage into the language of the motion. As an alternative, members may submit written statements to be retained with the agenda item.
- Since the main purpose of minutes is to record the legislative body's decision, summary minutes should be brief. By concentrating on the legislative body's decision, brief summary minutes will provide only a select recording of what was discussed at the meeting. Brief summary minutes should not attempt to reproduce, however summarily, what every speaker said. It should only record the essence of the discussion and include the main threads that lead to the body's conclusion.
- To the fullest extent possible, brief summary minutes should be impersonal and should not attribute views to individual persons. Only the positions and decisions taken by the whole legislative body are relevant, not those of individual members. The passive voice is favored i.e. "It was suggested that...", "It was generally felt that...", "It was questioned whether...", "During discussion, it was clarified..."
- There are reasons for not attributing comments to specific speakers. First, it makes for brevity--a point can be recorded more concisely in impersonal form. Second, a point raised by one speaker will often be further developed by others—in impersonal brief summary minutes, only the fully-developed point is recorded in its final form. Third, points by several speakers can be consolidated into a single paragraph. Fourth, the impersonal style averts future corrections to minutes.
- While the primary purpose of minutes is to memorialize decisions made by the legislative body as a whole, under limited circumstances it is necessary and/or appropriate to attribute comments to individual members including:
 - Individual member's reports pursuant to Government Code 53232.3(d) (enacted by AB 1234, 2005). The minute record shall include the type of meeting attended at the expense of the local agency and the subject matter.
 - Individual member's reports on intergovernmental agencies. Brief summary minutes should include the type of meeting at a minimum, and, at the maximum, include the subject matter.
 - Individuals speaking under public comment. Brief summary minutes shall, at a minimum, list the public member's name (if provided); and, at a maximum, include the overall topic and stance/position. Such as Mr. Jones spoke in opposition to the Project X. Being mindful that the minutes are recordings of the legislative body's proceedings, it is not appropriate to include detail of individual comments. There is an exception for public testimony provided during public hearings, for which the minutes shall include the speaker's name (if provided) and a summary position of the speaker (i.e., supported or opposed).
- For purposes of meeting Government Code 36814 and/or 54953(c)(2), the city clerk should enter the ayes and noes in the minutes. For informal consensus (i.e. providing staff direction), it is appropriate to note the dissention of one or more members by, at a minimum, stating the dissenting member's name and dissention, such as "Mr. Jones dissented," and at a maximum to also include a brief reason, such as "Mr. Jones dissented citing budget concerns."
- While the primary purpose of legislative body meetings is for the legislative body to take legislative action and make decisions to advance agency business, it is acknowledged that agency meetings also

serve as platforms for ceremonial presentations and reports on social and community events. At a minimum, brief summary minutes should identify that presentations were made and event reports were given; and, at a maximum, report only the subject matter of the presentation or event.

- For community workshops and town hall meetings subject to the Brown Act, brief summary minutes, at a maximum, record the overall topic, provided that no legislative actions were taken. It is advisable to note in the minutes that no legislative action was taken.
- The guidelines contained herein are applicable to committees and commissions subject to the Brown Act. It is acknowledged that many boards and commissions take few legislative actions, and the tendency is to include more detail in the minutes on event reports and planning. At a maximum, brief summary minutes may include key points of the final reports or determinations, and all comments shall be attributable to the entire body and not attributable to individual members.
- Brief summary minutes shall serve to clarify decisions taken and who is expected to execute the decisions. It is not necessary to write down all action points or all tasks identified. Minutes shall not serve as a substitute for task lists, and the focus shall remain on the final decisions made by the *legislative body*.
- The language of brief summary minutes should be relatively restrained and neutral, however impassioned the discussion. Brief summary minutes will record the substance of the point in an intemperate way.
- To the fullest extent possible, minutes should be self-contained to be intelligible without reference to other documents.
- As a general rule, individual member comments are not identified in the brief summary minutes of discussions, and minutes should concentrate on the collective body's thought process and the collective decisions made by the majority, not individuals.
- Brief summary minutes should concentrate on central issues germane to the final decision. The record of the discussion should be presented in a logical sequence, rather than reproduced in the actual order they were made in discussion.
- The legislative body may wish to choose more, substantive (summary) minutes if there's no archival audio/video backup recording available of its proceedings. If audio/video recording is available for future reference, minute notations can be more limited (action).