The information below was discussed during the DSO/ADSO-SR Workshop at NACON on August 16, 2024. Chief Counsel COMO Bruce Kelton was in attendance to answer questions and offer guidance. This amended\* FAQ sheet has been reviewed and approved by COMO Bruce Kelton, Chief Counsel of the Coast Guard Auxiliary.

## Frequently Asked Questions from the DSO-SR Workshop – August 16, 2024\*

<u>**Question:**</u> When should roll call be taken – before the meeting is called to order or after? We just have people sign in for attendance – we don't do an official roll call. We count attendees or review the sign in sheet.

<u>Answer</u>: Just after the call to order. A written sign in sheet should also be passed around for members to fill in their name and member number. A sign in sheet may replace a verbal roll call, but the roll call or completion of the sign in sheet should technically be completed after the call to order per Roberts Rules of Order.

Voting member attendees at a meeting may be documented using the following:

- Attach a sign in sheet name and member ID. **Sign in sheet is preferable**
- Attach a roll call check off sheet
- Document attendees by typing the names in on the meeting minutes form on one of the continuation pages.
- Hybrid meetings list the attendees.
- Hybrid or virtual meetings may also screen shot, or print out the attendee list and attach

Since the meeting minutes should be sent to all members who vote prior to the minutes being approved, if someone is or isn't listed in the meeting minutes, this could be brought up and amended at the meeting prior to approval.

Member ID numbers, per COMO Kelton and confirmed by the CHDIRAUX Office/BSX can be included on the attendee list in the meeting minutes. The Member number is helpful in the event someone challenges the meeting minutes. Clarification email is below:

**Bruce Kelton** 

Tue, Sep 17, 5:38 PM (10 days ago)

HI Terry,

I have confirmed with BSX that member numbers are not PII. I spoke with Steve Minutolo who informed me that BSX has been asked this question before and has determined member numbers do not constitute PII and can be listed in documents such as roll calls, etc.

So the numbers may be listed on roll calls, etc. They are not considered PII, as they cannot be used for access to any government, CG or Auxiliary sites, programs, etc.

V/r, Bruce

Bruce Kelton, ANACO-CC Chief Counsel U.S. Coast Guard Auxiliary (310) 480-8956 **Question**: Are there any ramifications if meeting minutes aren't submitted?

<u>Answer</u>: Yes, as the minutes must be approved at the following meeting. Also minutes are necessary for documentation of actions taken. If there are no minutes submitted, members may object to the initiation of any action or decision voted on and approved at the meeting.

**Question:** Who does minutes if there is no SR?

Answer: The presiding officer should appoint another member to take the minutes.

**Question:** Why shouldn't meeting minutes be detailed as to what was said?

<u>Answer</u>: Avoid including personal opinions, judgments, or comments made by attendees, as these can skew the record and undermine the credibility of the minutes. Focus on recording objective facts, discussions, and decisions. Keep minutes impartial and free from subjective remarks.

Meeting minutes are to be a brief account of what happened, and any motions/decisions made. They are not a verbatim transcript of what happened and who said what. Refer to the "Do's and Don'ts of Meeting Minutes" on the website.

**Question**: Do attendees have to be listed? How about for District meetings where attendance, other than the Board, isn't taken?

<u>Answer</u>: Only the voting members need to be listed as attendees. Members who are not voting members of the unit holding the meeting do not need to be listed.

**Question:** Why do meeting minutes have to be retained for 10 years?

Answer: For businesses and corporations, meeting minutes are considered legal documents and are normally retained for 10 years. Each unit should have a record retention policy. Retaining old, unnecessary records can be burdensome and confusing as to which are important to keep for the future, or obsolete and dispensable. Therefore, the purpose and objective of the Records Retention Policy is to establish guidelines to identify the significance of certain records, and to determine their retention time prior to disposal

It has been determined by the Department of Homeland Security and CG Headquarters that meeting minutes must be retained for 10 years. An email from BSX – Coast Guard Headquarters was received today and will be sent to all SRs and Unit Leaders. The email reads:

Meeting Minutes Retention

Meeting Minutes Retention

External



Richters, Kelly M LTJG USCG COMDT (USA)

Thu, Sep 26, 3:59 PM (2 days ago)

to me

Good afternoon,

The U.S. Coast Guard Auxiliary ANSC form 7000 (Meeting Minutes) is annotated to highlight its 10-year retention period which has been defined by the Chief Director of Auxiliary, the Coast Guard Office of Privacy Management, and the Department of Homeland Security. The 7000 form and/or any prior Meeting Minutes documents, must be retained for 10 years by all Auxiliary units. Please ensure proper document handling and 10-year record retention for these Meeting Minutes forms. Thank you.

Very Respectfully,

Kelly M. Richters, LTJG (she/her)
Assistant Administration Branch Chief (CG-BSX-11)
Auxiliary Division (CG-BSX-1)
U.S. Coast Guard Office of Auxiliary & Boating Safety (CG-BSX)
U.S. Coast Guard Headquarters
2703 Martin Luther King, Jr. Ave, SE | Washington, DC 20593

**Question:** Who is ultimately responsible for maintaining meeting minutes?

Answer: The SR, who should pass on the meeting minutes to the next SR for record retention.

Typically, the SR is responsible for maintaining meeting minutes. A member must be assigned to take the the meeting minutes if the SR isn't in attendance/none appointed. If the SR does NOT maintain the meeting minutes, the Unit Leader must assign someone.

**Question:** What if you weren't given past meeting minutes when you took the position?

Answer: Try to obtain them from the previous SR.

Also, check with the Unit Leader at the time who may also have a copy.

Question: Why would anyone want to see meeting minutes from months to years ago?

Answer: Issues or questions as to prior approved business or actions can always come up.

**Question:** What can we do when there isn't a quorum?

<u>Answer</u>: If no quorum can be assembled, those present must adjourn the meeting without transacting any business except that they may set a date of the reconvening of the adjourned meeting.

Discussions, training and fellowship can take place. Just no motions, votes or business can be conducted. This information can be documented on the meeting minute form for reference, however "no Quorum" must be documented and no motions etc. can be made.

**Question:** Can a member be sworn in without a quorum

Answer: Yes, if they already have a member number

**Question:** Can a committee be appointed without a quorum?

Answer: No **business** can be transacted without a quorum.

**However** - a motion or vote does not need to be made to appoint a committee. A committee can be appointed without a quorum, but it would be best to revisit and document it at the next meeting.

**Question:** What if we start with a quorum and then someone leaves?

Answer: If the exiting of a member leaves less than a quorum, no business can be transacted.

It may be necessary to conduct another roll call to ensure there is still a quorum – especially when the number of attendees to obtain a quorum was barely met. If a member arrives that would constitute a quorum, roll call must be taken to confirm it and then business may be conducted.

<u>**Question:**</u> When would meeting minutes need to be returned to a Flotilla that would require the members to modify and re-approve them?

Answer: Normally should be published within 10 days of the meeting.

If a major discrepancy is found after the minutes have been approved and forwarded, it should be discussed at the next Unit meeting and an addendum documented in the current meeting minutes.

**Question:** How do I amend meeting minutes if there is an error?

Answer: At the next meeting make a motion/vote to amend.

Make sure this is documented in the current meeting minutes

**Question:** What if someone else does the meeting minutes?

<u>Answer:</u> It should always be documented who took the meeting minutes. If someone else types and/or sends the meeting minutes up the COLM, that needs to be documented as well.

**Question:** Can the Unit Officers Present check off boxes in section I be used as the attendance roster?

Answer: No. The "Unit Officers Present" check boxes in section I on form 7000 are used as a quick reference showing all Unit officers present at a meeting. An attendance sheet or roll call list with, at a minimum, all voting member names must also be included with Meeting Minutes. Since all Flotilla members can vote, all members in attendance must be included on the attendee list.

Note – though Flotilla meetings are public events, let attendees know if the meeting is being recorded.

## ADDED 03-25-2025

**Topics:** The Auxiliary's use 'Unanimous Consent', 'Consent Agenda / Consent Calendar'.

On Tue, Mar 25, 2025, 11:43 AM Bruce Kelton wrote:

Hi Terry and Miguel,

Under Robert's Rules of Order, unanimous consent is appropriate for minor or routine matters, such as approving the agenda, minutes or uncontested motions. So under Robert's Rules, these types of items can be approved per the unanimous consent option. "Unanimous Consent" simply means nobody objects.

Under the Auxiliary Rules of Order (which is modeled after Robert's Rules but not exactly the same), voting on routine matters shall normally be by voice vote or hand vote, unless a secret ballot is requested by a voting member.

While voice or hand vote is the stated process for routine matters under the Auxiliary Rules of Order, unanimous consent for routine matters can also be obtained by asking "does anybody object?". Therefore, in

my opinion, the consent calendar process can be used for routine matters only, as long as there is no objection by a voting member.

One caveat:

There must be a motion and vote to waive the reading of the minutes.

Hope that helps.

V/r,

Bruce

Bruce Kelton, ANACO-CC Chief Counsel U.S. Coast Guard Auxiliary (310) 480-8956

## ADDED 04-08-2025

**Topics:** Using "AI" to transcribe meeting minutes and Roll call sheets with member signatures

On Mon, Apr 7, 2025, 4:41 PM Bruce Kelton wrote:

Hi Terry,

Use of "AI" transcription tools to convert audio files into text is an accepted business practice. However, such a tool *may be* considered a recording of individuals who are speaking. Currently there is a dispute as to whether AI transcriptions constitute recordings as the process does involve a recording and then turning that into transcription. Consent requirements for recording conversations vary across jurisdictions. As you know, in some states the recording laws require consent of those being recorded. Therefore, to ensure compliance with laws, I would advise any unit that wishes to use "AI" transcription to put the meeting participants on notice at the outset of the meeting that the meeting is being recorded through "AI" for transcription purposes only. That would cover any potential issues with compliance of state law.

As to the signatures, those are generally considered to be PII, even though we often sign things like letters, credit card receipts and petitions with no concern. However, printed signatures are not PII and are generally considered legally valid and widely accepted, especially in situations where a clear and identifiable representation of someone's name is needed. Therefore, I recommend use of a roll call sheet with the attendees *printing* their names and member numbers. I do not think signatures should be required to document attendance at unit meetings.

V/r,

Bruce

Bruce Kelton, ANACO-CC Chief Counsel U.S. Coast Guard Auxiliary (310) 480-8956

## ADDED 04-30-2025

**Question:** Can current minutes be voted on at the end of the meeting?

On Wed, Apr 30, 2025, 4:41 PM Bruce Kelton wrote:

Best practice is for the SR or unit leader to email the minutes to all voting members for review before the vote is taken at the next meeting and then ask for corrections and vote to accept at the meeting. Otherwise, the leader must pass the minutes out for review and corrections at the next meeting prior to the vote to accept the minutes.

V/r,

Bruce

Bruce Kelton, ANACO-CC Chief Counsel U.S. Coast Guard Auxiliary (310) 480-8956

It is best practice to wait until the next business meeting so that members absent from the meeting can still offer corrections to the minutes and have an opportunity to vote on the approval of the minutes. As always, the SR would need to read or email them for review before a vote could be conducted.