



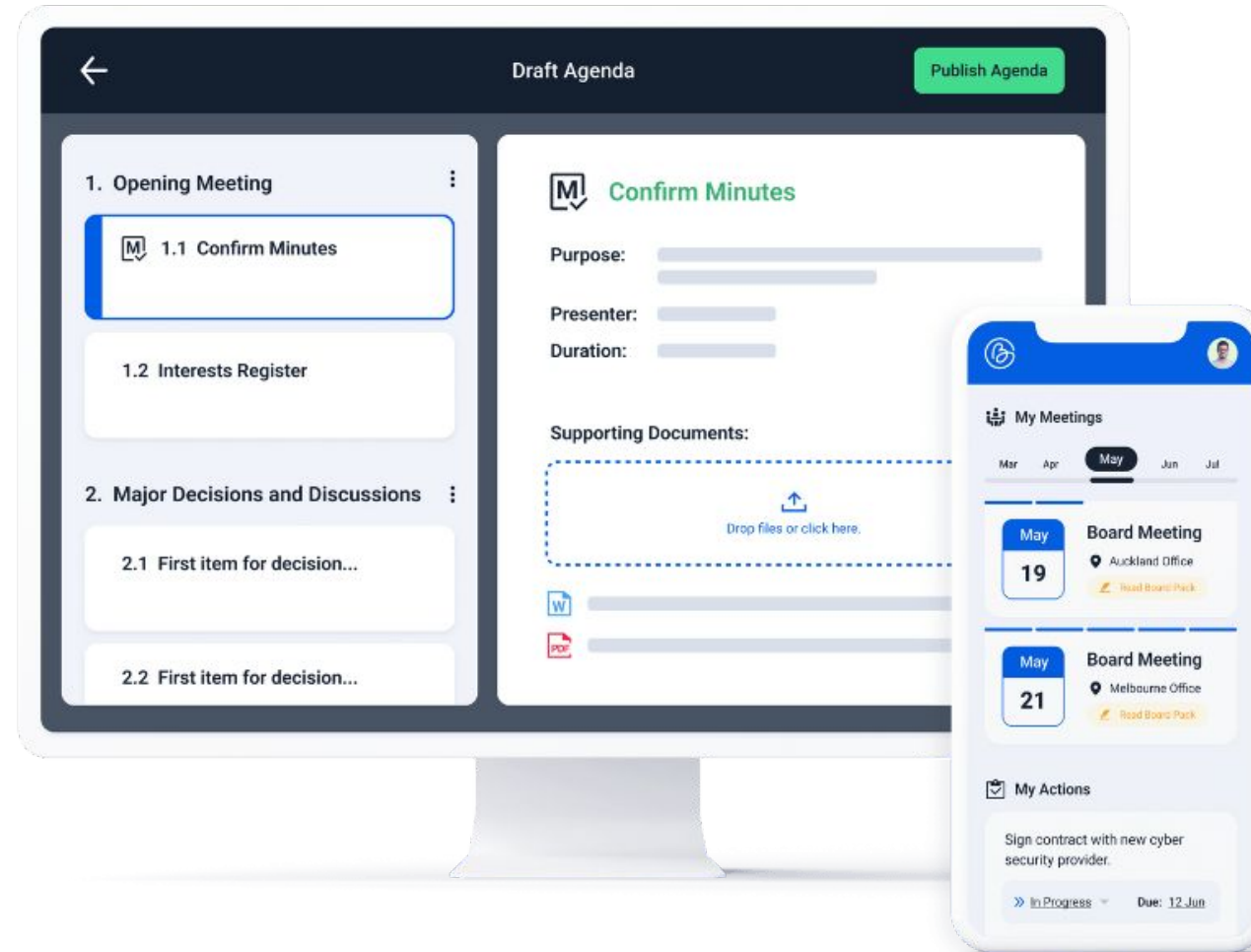
AI-Generated Board Minutes

Time-Saving Tech or Risky Business?

With Helen van Orton & Dauniika Maclean









**Making the fundamentals of
governance free and
easy to implement**



Governance Made Easy

Governance Resource Center

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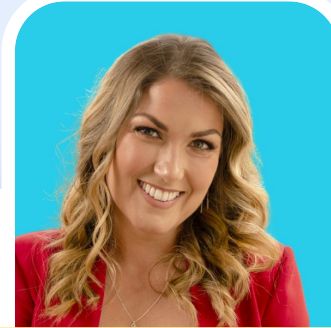


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Helen van Orton

Managing Director
Directorly



**Dauniika
Maclean**

Managing Director
**Board Administration
Services**



Why This Matters

AI

Current Usage

AI is already used for board administration: agenda creation, scheduling, pre-reads



Top 5

Issues for Directors 2025

Boards positioning for rapid technological advancements by integrating AI



IoD NZ

100%

Accuracy Need

Critical requirement for board minutes regardless of creation method





Strategic Opportunities: AI as an Enabler of Better Governance



Real-Time Decision Capture

Enables accurate tracking of decisions, identifying trends and patterns



Strategic Focus for Governance Teams

Frees up governance professionals to concentrate on higher-value strategic work



Enhanced Board Support

Strengthens board reporting and improves follow-up action tracking



Helps standardise minute-taking practices across entities or subsidiaries

AI technologies can elevate governance beyond administrative tasks to strategic enablement



AI is already helping to automate time-consuming governance tasks, freeing up time for boards and governance teams to focus on higher-order strategy.

Governance Institute of Australia



01

Speeds up draft generation significantly

Near-instantaneous transcripts reduce preparation time

02

Improves consistency in documentation

Maintains uniform formatting, tone and terminology across meetings

03

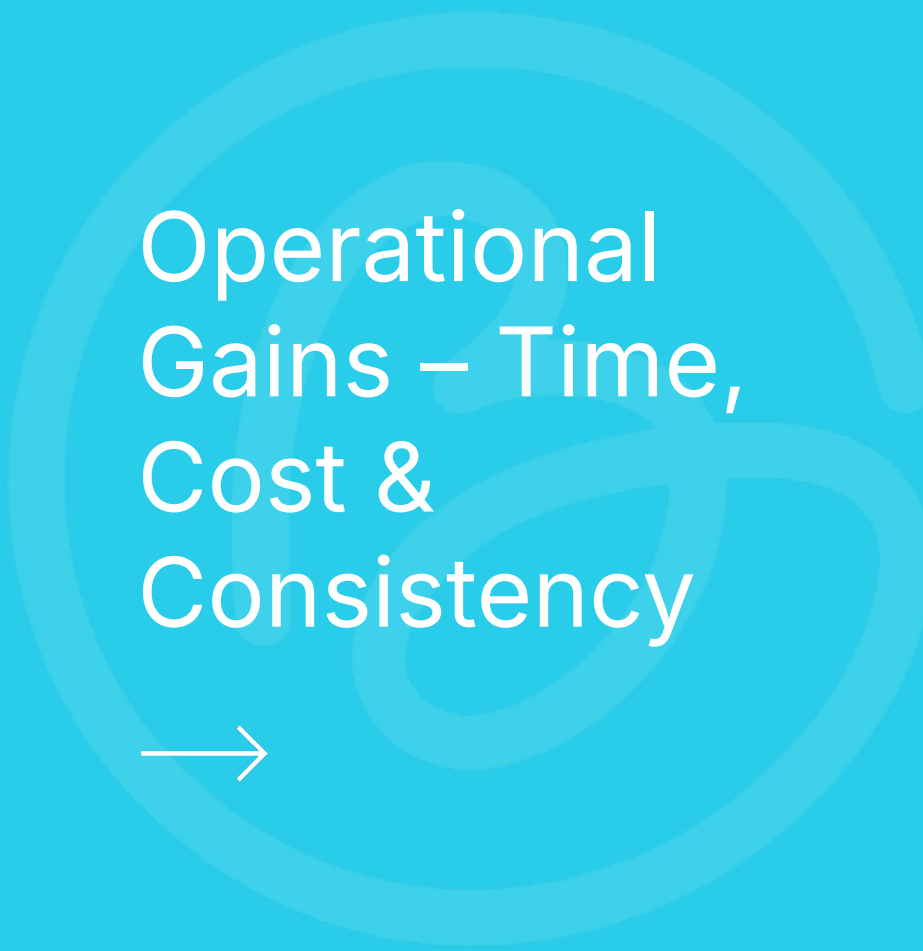
Identifies and defines actions

Improves identification of action items that may otherwise not be picked up on

04

Reduces external support needs

Decreases reliance on additional resources for minute-taking



Operational
Gains – Time,
Cost &
Consistency



Live Audience Poll



How would you feel about AI being used to assist with board minute-taking in your organisation?

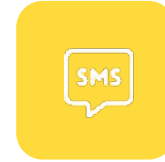


Practical Risks of Using AI to Capture Board Minutes



Misinterpretation

AI may miss nuance in complex discussions



Context & Tone

Subtle communication elements often lost



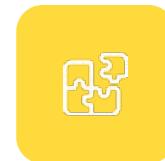
Security Concerns

Data confidentiality and access control issues



Judgment Deficit

Lack of human discernment in sensitive matters

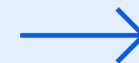


Hallucinations

May generate inaccurate quotes or extrapolate beyond what was actually said



AI Can't Replace Human Judgment in Minute-Taking



Emotional Intelligence

AI struggles to detect subtle shifts in meeting energy, tone, and strategic intent behind discussions.



Non-verbal Communication

Body language and facial expressions remain invisible to algorithms, missing crucial governance insights.



Contextual Discretion

Lacks judgment to know what to omit or include, producing over-literal minutes that miss board intent.



Organisational Context

Cannot reflect unique organisational culture or historical context essential to decision documentation.





Legal Privilege & Discoverability

What's at Stake?

→ **Attorney-Client Privilege**

Legal privilege may be waived if AI disseminates notes beyond original audience

→ **Regulatory Uncertainty**

Evolving legal landscape around AI-generated corporate documents. Potential future regulations could invalidate current practices.

→ **Discoverability Issues**

AI-generated transcripts and drafts may be discoverable in legal or regulatory proceedings, creating unexpected exposure of board discussions.

→ **Permanent Record Risks**

Permanent records created by default could expose directors to additional scrutiny. AI systems often create more comprehensive documentation than traditional minutes.

→ **Litigation Risk**

Could create multiple records that become discoverable - unvetted, unverified and differing views



AI-Assisted Draft

Use AI as a drafting tool only, never as a decision-maker and label AI outputs as 'draft'



Clear Policies

Establish protocols for tool vetting, version control, and data storage and use a reputable vendor



Human Oversight + Consent

Remind board of AI in meetings. Require thorough review, approval, and human sign-off for all AI outputs



Professional Upskilling

Train governance professionals to safely manage and validate AI-generated content



Finalised Minutes

Approve single PDF as authoritative minutes then delete transcripts

The Middle Ground

What a Good Governance Approach Looks Like





Final Reflections

01

Technology as Tool

AI serves governance professionals rather than replacing them. Human judgment remains central to effective board documentation.

The technology continues evolving rapidly. Today's limitations may be tomorrow's solved problems.

Company Secretary's Tip:



Start small. Trial AI on committee meetings or internal sessions and build confidence.

02

Balance is Key

Embrace innovation whilst managing risks. Create clear boundaries for appropriate AI application.

Different organisations will find different comfort levels. There is no single right approach for all boards.

Director's Tip:



Be cautious. Board minutes are legal records – protect nuance and intent.



Resources & Next Steps

Resources:

- [Governance Institute Issues Paper
AICD: Effective board minutes and the
use of AI \(2025\)](#)
- [Directorly Blog: AI-Generated Minutes –
Time-Saving Tech or Risky Business?](#)
- [IoD NZ – A Director's Guide to AI
Board Governance \(2024\)](#)



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Thank you
