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ATTORNEYS AT LAW

Many associations will be holding their annual meetings within the next few months. However, even if an association is well-prepared for an annual meeting and provides the required advance notice, homeowner turnout may be too low to establish quorum. If the homeowners present (in person at the meeting and by absentee ballot) are insufficient to establish quorum, the association should call the meeting to order, set forth the information that a quorum was not obtained, and then adjourn the meeting.

If the association adjourns the annual meeting due to a failure to meet quorum, the association should attempt to hold the annual meeting a second time, subject to any time constraints and notice requirements in the association's governing documents. The Non-profit Corporation Act requires that the association hold an annual meeting at least once every fifteen (15) months.

There are steps that an association can take to help ensure that quorum is established at the annual meeting. First, if the board knows in advance that turnout may be too low to establish quorum, board members can encourage members to submit their ballots to help establish a quorum, explaining to the members the cost that the association must incur every time it holds the meeting. Second, the association can draft the absentee ballots in such a way that the ballots are valid for the annual meeting or any adjournment thereof, and do not expire until the election is completed. This way, the absentee ballots collected during the first attempt at the annual meeting will count towards establishing quorum at the adjournment of the annual meeting, should such adjournment be necessary. Third, the association should consider amending the bylaws to reduce the quorum requirement to avoid this situation in the future. Please note that, even if the Board may otherwise amend the Bylaws, it cannot amend the Bylaws to reduce the quorum requirement. Rather, such an amendment would need to be submitted to the members for approval.

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