

Special Presentation regarding Annual Meetings
For: Hawaiian Properties, Ltd.
By: Steve Glanstein, Professional Registered Parliamentarian

1. Purpose of the Association Annual Meeting

- a. Bylaws and State Law
- b. Mandated Reports
- c. Election of Directors
- d. IRS Tax Resolution (get from CPA!)
- e. Rent Collection Resolution (get from attorney!)
- f. Common Area Resolution(s) (get from attorney!)
- g. Declaration or Bylaw Amendments

2. Misconceptions about an Association's Annual Meeting

- a. Motions ordering specific action
- b. Motions appointing a committee with authority that interferes with the Board's mandated authority
- c. Saved Up Complaints
- d. Owners' Forum

3. Meeting check-in (usually provided by property management)

- a. Up to date owners' list
- b. Proxies
- c. Room logistics
- d. Security
- e. Entry control
- f. Handout control and unauthorized handouts
- g. Ballot control

4. Quorum Issues

- a. What are options with no quorum?
- b. Do you have a backup plan?
- c. Can a meeting be cancelled?
- d. What if a quorum is lost during the meeting?
- e. Owner outside door and quorum issues

5. Meeting Rules

- a. Are there any meeting rules?
- b. Meeting rules permanently adopted? Explicit record in minutes?
- c. Consequences of no special meeting rules

6. Reports of Officers, Board, and Committees

- a. Written vs. verbal reports
- b. Report length
- c. President's Report [especially non-profits and HRS §414D-101(d)(1)]
- d. Treasurer's Report
- e. Other reports, such as site manager, committees, etc. ... usually requires a suspension of the rules
- f. Committees of the Board report to the Board
- g. Nominating Committee Report if in bylaws (Note any requirement in the bylaws for placement on the agenda)

7. Nomination of Candidates to the Board of Directors

- a. Sometimes “supposed” to be done by Nominating Committee
- b. Names preprinted on ballots
- c. Nominations from the floor
- d. Multiple nominations by one person
- e. Absentee nominations
- f. Nominating Speeches
- g. Questions and Answers

8. Election of Directors

- a. What are the terms?
- b. Interim vacancies?
- c. Is a ballot vote required in the bylaws? If so, where is it?
- d. Can a ballot vote be waived if ballot is required in the bylaws? Consequences of improper procedure?
- e. Exception to ballot vote
- f. Requirements for election including cumulative voting, majority present, and incomplete elections
- g. Quick check on ballot calculations
- h. Removal and Replacement issues
- i. Effective time of election

9. New Business

- a. Debate without a motion
- b. Adjournment of the meeting

10. Disruptions at a Meeting

- a. Pre-meeting preparation
- b. Non-owners or proxyholders – no vote needed
- c. Denial of floor, or recognition by chair
- d. Exclusion from the meeting

11. Post-Meeting Minutes

- a. Who takes the minutes?
- b. Contents of minutes (See <http://cca.hawaii.gov/reb/files/2015/06/cb1506.pdf>)
- c. Send to parliamentarian to review

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