

# E-Newsletter

## Continued Annual Meetings if No Quorum Achieved - James H. Hazlewood, Esq.

Many managers and directors ask what happens if an annual meeting is called and no quorum is present. Can the meeting be “adjourned” or “continued” to allow time to gather more absentee ballots and/or members? Most importantly, can the absentee ballots from the first attempt be used for the second attempt? Although the law does not require you to keep trying, you may wish to do so, or need to do so to get directors elected.

According to the planned community and condominium statutes, the absentee ballot is “valid for only one specified election or meeting of the members” and “expires automatically after completion of the election or meeting”. Therefore, if the meeting has been completed, the ballots have expired. But, if there was no quorum, a meeting has arguably not been completed.

The confusion comes from use of the word “adjourn” at the meeting itself and from the content of the meeting notice and ballot. At the meeting, a motion to “adjourn” typically means “terminate” under Robert’s Rules of Order, completing the meeting. However, an “adjourned meeting” according to Robert’s Rules can also be a *continuation* of the same meeting. These adjourned (continued) meetings can be “scheduled” by

- providing for the express continuation date/time in advance
- providing for continuation in advance “at the call of the chair”
- by adopting at the meeting (a) a motion “to fix the time to which to adjourn” to a time/place for the continued meeting, or (b) a motion “to take measures to obtain a quorum”

Under 3(a), the president announces there is no quorum, then makes the motion to adjourn the meeting to a specific date and time (rather than simply taking a motion “to adjourn”, terminating the meeting).

Even easier, put language in the Absentee Ballot and the meeting Notice that *if quorum is not achieved*, the meeting will be continued to X date and time and that the Absentee Ballot and meeting ballots can be used at any continuation until the meeting is completed. Or, state that the meeting will be continued to a new date and time “at the call of the chair”, meaning the president will announce at the meeting when the continued meeting will be held and “adjourn” by announcement to that date/time, with no “motion to adjourn”. You can then either mail new notices and ballots to those that did not attend the first meeting, or to everyone. If a later-dated ballot is received from an owner, it would replace the first ballot.



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