

# MINUTES: THE RECORD OF A MEETING

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Many condominiums have completed their annual meeting. This is a good time to provide guidance for association members in order to make an accurate record of the official annual meeting proceedings or "minutes."

This explanation of minutes is based upon Robert's Rules of Order Newly Revised 10th edition, printed in 2000 (abbreviated RONR), pages 343-344 and 451-458.

Minutes are the records of the proceedings of a deliberative assembly. Hawai'i condominium property regimes, cooperatives, community associations, and the board of directors function as deliberative assemblies. Therefore the minutes do not become the official record of the proceedings until they have been approved.

The actions of an organization start immediately when a motion is adopted and not when the minutes are approved. On the other hand, minutes may be amended years after their approval by the motion to Amend Something Previously Adopted.

There is no requirement that an individual be present at a specific meeting in order to be eligible to vote to approve that particular meeting's minutes. For example, assume that the regular secretary was not present at the March 13, 2003 annual meeting. The secretary may still participate and vote if necessary to approve the minutes.

## **Sample board meeting minutes**

Association of Apartment Owners of ABC Condo  
Board of Directors' Regular Meeting - September 25, 2002  
Community Recreation Center

### **CALL TO ORDER**

President John Doe called the meeting to order at 7:00 p.m. Chuck Doe, property manager acted as secretary pro tem for the meeting. All five board members were present at the meeting: John Doe, Jane Roe, Haunani Roe, Mary Ecks, and Doug D'Agreeable.

### **Reading and Approval of Minutes**

The minutes of the July 25, 2002 regular meeting were approved.

The minutes of the August 25, 2002 regular meeting were approved with one amendment, page 2, paragraph 1 should read, "John Doe moved to approve the utilities contract."

### **Reports of Officers, Standing Committees**

The President's report was presented.

The Treasurer's report was presented. Jane Roe moved that the Treasurer's request for a petty cash allocation of \$100.00 for the resident manager be approved. The motion was adopted. (John Doe-Yes, Jane Roe-Yes, Haunani Roe-No, Mary Ecks-Yes, Doug D'Agreeable-No)

### **Report of Property Manager**

The Property Manager's report was presented.

### **Unfinished Business**

The motion to approve the new property management contract (which was postponed from the August 25, 2002 meeting to this meeting) was amended and adopted. (John Doe-Yes, Jane Roe-Yes, Haunani Roe-Yes, Mark Ecks-Yes, Doug D'Agreeable-No). The motion as adopted reads, "The property management proposal and contract dated June 25, 2002 is approved, subject to the condition that the annual automatic renewal clause be removed."

### **New Business**

Doug D'Agreeable moved to approve the immediate construction of a new parking level. Jane Roe made a Point of Order that the motion was out of order because it violated paragraph M of the Declaration and required owners' prior consent. The chair ruled the Point of Order well-taken and the motion to approve the immediate construction was out of order.

Doug D'Agreeable moved to change the house rules to require a parking sticker on all cars parked in the parking area. The motion was ruled out of order because the bylaws require prior notice to the owners and an opportunity to be heard for any house rule amendments.

It was agreed by unanimous consent to provide notice to all owners and residents of a proposed house rule change regarding a proposed requirement for displaying a parking sticker on all cars being parked in the parking area.

### **Next Meeting**

The next regular meeting was scheduled for October 31, 2002 at 7:00 p.m. at this location.

The meeting adjourned at 8:30 p.m.

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Chuck Doe  
Recording Secretary

The minutes are supposed to be a record of what was done and not what was said! Minutes should not contain the following:

- The engineer's opinion;
- The lawyer's opinion;
- The parliamentarian's opinion;
- The property manager's opinion or report;
- The resident manager's opinion or report;
- The secretary's opinion;

- The treasurer's opinion or report;
- Individual members' demands for their, "remarks to be in the minutes."

Minutes don't need to contain the following:

- An individual's apartment number;
- The name of the seconder, unless specifically ordered by the group; or
- The name of every guest who attends the meeting, unless specifically ordered by the group.

Each of the above items has appeared in minutes of at least one Hawai'i community association or board. Most of these items have caused some form of conflict at either an association annual meeting or a board of directors' meeting. Therefore, we will conclude with a brief description of what minutes should contain and a sample set of meeting minutes for a fictitious annual association meeting.

Minutes should contain the following basic information:

- The name of the organization;
- Type of meeting, for example, annual, regular, special, etc;
- The date, time, and place, if not always the same;
- The fact that the regular chairman and secretary were present, or the names of the persons who substituted for them; and
- Whether the minutes of the previous meeting were read and approved or first corrected and then approved with the corrections.

Minutes should contain the following information related to each subject matter:

- All main motions or motions that bring a main question back to the organization (Take from the Table, Rescind or Amend Something Previously Adopted, Discharge a Committee, and Reconsider);
- The disposition of main motions or motions that bring a main question back to the organization - if one of these motions is temporarily disposed of (for example, postponed to the next meeting, referred to a committee, etc.) then any motions directly related to the original motion must also be included in the minutes;
- Other motions that were not lost or withdrawn in cases where it is necessary to record them for completeness or clarity;
- Formal notices of motions to be brought up at a future meeting; and
- The motions Point of Order and Appeal (demand for enforcement of the rules and an attempt to reverse the chair's ruling, respectively), whether sustained or lost, including the reason for the chair's ruling.

Minutes are also subject to several additional rules:

- When a count is ordered or the vote is by ballot, the number of votes should be entered. In the case of an election, all votes must be disclosed both to the membership and in the minutes, including improper votes and votes received by individuals who were not elected.
- When the voting is by roll call (for example at a board meeting conducted for an association organized under HRS §514A) then the names of those voting on each side should be entered in the minutes.

The name of a committee and the reporting member can be entered in the minutes when a committee report is provided. However, the report does not become part of, nor is it attached to, the minutes unless specially ordered by the group.

The name and subject of a guest speaker can be entered but no effort should be made to summarize the remarks.

Provided with this article are a couple of sample minutes, one for an annual meeting and another for a board meeting. The reader is urged to consult appropriate legal counsel for applicability of current laws to the minutes.

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### **Sample association minutes**

Association of Apartment Owners of ABC Condo  
Annual Meeting - March 13, 2003  
Community Recreation Center

#### CALL TO ORDER

President \_\_\_\_\_ called the meeting to order at 7:30 p.m. \_\_\_\_\_ was Recording Secretary for the meeting. A quorum was established with \_\_\_\_\_% present in person or by proxy.

#### CONDUCT OF MEETING

Special meeting rules were adopted by unanimous consent. (Rules are attached)

#### APPOINTMENT OF TELLERS

J. P. Moneybags and Noah Morrison were appointed tellers for any counted votes at the meeting.

#### APPROVAL OF MINUTES

The minutes of the \_\_\_\_\_ annual meeting were approved as written.

#### REPORTS OF OFFICERS

President \_\_\_\_\_ gave the President's Report

Treasurer \_\_\_\_\_ gave the Treasurer's Report.

The Auditor's Report for the year ending \_\_\_\_\_ was adopted by unanimous consent.

#### ELECTION OF DIRECTORS Nominations and elections were conducted.

The results are:

John Doe 72.59% - 2 year term

Howard Johnson 55.33% - 1 year term  
Jane Roe 5.33%  
(One illegal vote-rejected: 0.5374%)

## NEW BUSINESS

Tax Resolution: The following resolution was adopted by unanimous consent:

"Resolved by the owners of the Association, That the amount by which each member's assessment in 2003 exceeds the total payments of the Association for maintenance, repairs and other expenses and capital expenditures of the Association as the Board of Directors has appropriately paid or determined payable, shall be applied to regular member assessments in the year 2004."

Ratification of Property Management Contract: The selection of \_\_\_\_\_, was approved by unanimous consent.

Ratification of Board's Selection of Auditor: The selection of \_\_\_\_\_, CPA was approved by unanimous consent.

## ADJOURNMENT

The meeting adjourned at \_\_\_\_\_ p.m.

\_\_\_\_\_  
(Name)  
Recording Secretary

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