

Memorandum Regarding Meetings of Hawaii Condominium and Planned
Community Associations (Collectively called “Associations”)
By: Steve Glanstein, Professional Registered Parliamentarian and Melanie Oyama, Esq.

The purpose of this Memorandum is to provide some procedural alternatives for Associations to consider as a mechanism for accomplishing various Association-related tasks and is for informational purposes only. Historically, the COVID-19 pandemic, inclement weather, fires, and king tides have forced Associations to investigate alternatives for in-person annual and special meetings, and at times, schedule them on a last-minute emergency basis.

Several attorneys, community managers, and board members have requested information regarding issues associated with different types of Association meetings that could be conducted due to 2021 Act 83 and 2022 Act 64¹. In 2024, Act 42, effective July 1, 2024, further clarified the ability of condominium associations to have electronic meetings, electronic voting, and mail voting.²

Associations may be incorporated as nonprofit corporations in accordance with the Hawaii Nonprofit Corporations Act (Chapter 414D). The applicability of this Act must also be considered when making Association decisions regardless of whether they apply to in-person meetings.³

Recently, there have been executive Orders on a state and local level regarding housing on the island of Maui that have affected Association meetings. The Orders were constantly changing and differed depending upon the specific County.

The applicability of the law⁴, the Association’s governing documents, and Orders must be reviewed with legal counsel to ensure that the Association and its members comply with any of those requirements. Nothing in this Memorandum is intended to nor shall constitute legal or tax advice. Please consult with your Association attorney for legal advice or your Association CPA for tax advice.

I. ASSOCIATION REQUIREMENTS

Associations generally need to complete certain business items each year. They usually consist of one or more of the following (depending on their governing documents and specific requirements):

1. Report of President (and/or other Officers) on status and activities of the Association,
2. Election of Directors,
3. Approval of a Management Contract,
4. Appointment of an Auditor,
5. Approval of a Tax Rollover Resolution, and
6. Approval of Board Expenses.

¹ 2021 Act 83, Sections 1 and 2 amended Hawaii Revised Statutes (HRS) § 514B-121 for Condominium Associations and HRS § 421J-3.5 for Planned Community Associations, respectively. Reference: <https://tinyurl.com/2021Act83> (2021 GM 1185).

2022 Act 62, Section 4 amended HRS § 514B-121. Reference: <http://tinyurl.com/2022Act62> (2022 GM 1162).

² 2024 Act 42, Section 2 further amended HRS § 514B-121. Reference: <https://tinyurl.com/2024Act42> (2024 GM 1142).

³ The Hawaii Nonprofit Corporations Act may be found at: <https://tinyurl.com/HRSChapter414D>.

⁴ The two current statutes relating to Condominium and Planned Community Association meetings are HRS § 514B-121 at: <https://tinyurl.com/HRS514B-121> and HRS § 421J-3.5 at: <https://tinyurl.com/HRS421J-3-5>, respectively.

II. ROBERT’S RULES OF ORDER NEWLY REVISED (12TH ed.)

Hawaii law requires the current edition of *Robert’s Rules of Order Newly Revised* (12th ed.) (“*Robert’s Rules*”) for the conduct of Condominium and Planned Community Association meetings. *Robert’s Rules* is strict regarding the proper conduct of business meetings and very strict regarding the **importance of secrecy** if a ballot requirement is in the governing documents.

The following are two (2) important points with respect to requirements in *Robert’s Rules* relating to conduct of business:

1. **Meeting Requirements:** *Robert’s Rules* requires that meetings be in one room or area (on-site meeting). Exceptions to this requirement must be authorized by law or the governing documents.

Robert’s Rules 8:2 states in part:

8:2 In parliamentary law and as understood in this book, the terms defined below have distinct meanings:

- 1) A *meeting* of an assembly is a single official gathering of its members in **one room or area** to transact business for a length of time during which there is no cessation of proceedings and the members do not separate, unless for a short *recess*, as defined below. (For modification of the “one-room-or-area” requirement when the bylaws [5] authorize electronic meetings, see 9:30-36.) Depending on the business to be transacted, a meeting may last from a few minutes to several hours. [...]

[Emphasis and external footnote added.]

2. **Ballot Requirements:** When the governing documents require a ballot, it must be implemented properly. *Robert’s Rules* 45:18 and 45:20-45:22 state:

45:18 Voting by Ballot. Voting by *ballot* (**also known as secret ballot**) is used when secrecy of the members' votes is desired. **A ballot vote is a vote taken by instruments, such as slips of paper or electronic devices, by which members can indicate their choices without revealing how individual members have voted.** On a ballot vote in an election or other vote involving multiple possible choices, **members are able to write in or fill in a vote for any eligible person or choice** and are not confined to voting for or against candidates that appear on the ballot.

45:20 When the **bylaws require a vote to be taken by ballot**, this requirement cannot be suspended—even by a unanimous vote—so as to take the vote by a nonsecret method. A vote ordering a ballot vote on a particular question (see **30**) can, however, be reconsidered as long as the balloting has not yet begun.

45:21 When a vote is to be taken, or has been taken, by ballot, whether or not the bylaws require that form of voting, **no action is in order that would force the disclosure of a member's vote or views on the matter.** Applications of this rule arise with regard to voting on motions to *Postpone Indefinitely* (30:5) and the reconsideration of motions

⁵ When *Robert’s Rules* uses the term “bylaws,” it refers to, “a single, combination-type instrument—by whatever name the particular organization may describe it” — which effectively controls how an organization functions and contains its most important rules (*Robert’s Rules* 2:8).

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that have been previously voted on by ballot (30:7). Likewise, a motion to make unanimous a ballot vote that was not unanimous must itself be voted on by ballot; even a single negative vote in such a case defeats the motion.

45:22 Whenever a vote is to be taken by ballot, it is not in order to move that one person—the secretary, for example—cast the ballot of the assembly.

[Emphasis added.]

The above requirements identify three (3) important ballot principles. They are:

1. The use of the unqualified term “ballot” equates to a secret ballot (i.e., if the term “ballot” is used as a requirement, **a secret ballot is still required**).
2. Members must be able to indicate their choices **without revealing** how individual members have voted.
3. Members must be able to **write in** candidates in an election or vote involving multiple possible choices.

Many governing documents have a secret ballot requirement for elections. A secret ballot is commonly used for other voting, especially due to the use of proxy voting and weighted voting. If the governing documents require a secret ballot for a specific vote, then the above requirements must be implemented as part of that specific voting process.

The requirement in *Robert’s Rules* 45:18 that “[m]embers be able to indicate their choices without revealing how individual members have voted” applies **not only to the members but also to other entities managing the voting** (e.g. the management company and any contracted voting vendor). For example, a ballot is no longer secret if it contains identifying information about the voter when it is delivered to a voting vendor or other third party.

Electronic Voting: Several electronic voting vendors internally connect the voter’s name, email, or phone number to the actual vote to facilitate sending voting notices and reminders. This is functionally analogous to placing identifying information on a paper ballot, which destroys ballot secrecy. Even if the voting vendor or management later redacts the identifying information, the secret ballot is no longer considered secret. Internet based voting that compromises ballot secrecy with voting notices, reminders, or the initial sign-in connection to the voter must be avoided if a ballot is required by the governing documents.

If the governing documents **do not require a ballot**, then a lower level of ballot secrecy by the voting vendor may be used. In some cases, additional contact information can be sent to the voting vendor, providing for voter notifications and reminders. In this specific case, it is important that the voting vendor or management implement procedures prohibit disclosure of any identifying information about the voter.

III. ANNUAL REQUIREMENT ALTERNATIVES

Associations may have a legal requirement to meet at least once a year. Check with legal counsel or tax advisor to identify the issues associated with omitting a meeting in a particular year.

Some Associations have been unable to comply with the time requirements in their bylaws for scheduling and conducting their annual meeting. This could be due to several reasons, some of which include a pandemic or inclement weather. These reasons could cause a meeting to be postponed, adjourned, or never convened. Some Associations have conducted their annual meeting on a date or time **not authorized** by the bylaws. We recommend compliance with the governing documents to the extent possible, consistent with applicable law. An alternative to the annual meeting has been to schedule a special meeting (if permitted by the bylaws) to fulfill the same requirements that would normally occur at an annual meeting.

Currently, there are six (6) methods that have either been used, or are planned for, in conducting the required business of various Associations. They are:

VOTING INDEPENDENT OF AN OFFICIAL MEETING	
Meeting Methodology	
A.	100% mail ballot (page 6)
B.	100% online voting using a voting vendor (page 9)

VOTING RELATED TO A SPECIFIC MEETING	
Meeting Methodology	Characteristics
C. 100% online meeting (page 11)	All meeting activities online
D. Online meeting with online or on-site check-in and all parties can vote online regardless of location (page 13)	Complex hybrid with meeting activities online or in-person
E. In-person meeting with on-site check-in and voting, including online observation; owners may observe online but must physically return on-site to vote (page 15)	Simple hybrid (in-person check-in, in-person voting)
F. In-person meeting with check-in and voting conducted on-site (page 16) • Paper ballots • Electronic voting with smart phone and/or computer	Totally in-person; legacy meeting

Regardless of the method that is used, we recommend consulting with the Association’s legal counsel regarding applicable law and the Association’s governing documents as they apply to the following:

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1. Which of the six (6) options can be performed by the Association, consistent with the current legal environment, to get their business completed?
2. Which of the six (6) options satisfy the requirement for an Association meeting each year? If not, does the Association still need to conduct a meeting? If so, what happens if there are vacancies or interim appointments to an Association's board that can only be filled until the next Association annual meeting? If so, what if the composition of the board changes for any reason, given these circumstances?
3. How does the Association comply with the records retention requirements?

Due to the complexity and relatively new processes available, legal assistance is also recommended as an important part of conducting any of these six (6) options. Any compliance with the secret ballot requirement (whether mail, electronically online, or in person) should be verified with legal counsel or an experienced parliamentarian.

A. 100% mail ballot (no meeting)

Synopsis: A mail ballot is sent to all owners in an envelope containing:

1. instructions,
2. a ballot,
3. a secret ballot envelope, and
4. a return mail envelope.

Preparation: The mail ballot must comply with all statutory and bylaw requirements. The following are some possible requirements extracted from an existing Hawaii law.⁶

The law may require that any mail ballot **solicitation** include the following:

1. Indicate the number of responses needed to meet the quorum requirements.
2. State the percentage of approvals necessary to approve each action.
3. Specify the time by which a ballot shall be received in order to be counted.

The law may include overall requirements for mail ballot **validity** such as the following:

1. The number of votes cast by ballot must equal or exceed the quorum required to be present at a meeting to authorize the action.
2. The number of affirmative votes must equal or exceed the number of affirmative votes for approval that would be required to approve the action at a meeting.

The law may require the mail ballot to **contain the following**:

1. Set forth each proposed action.
2. Provide an opportunity to vote for or withhold a vote for each candidate for election as a director or officer.
3. Provide an opportunity to vote for or against each proposed action.

The law may prescribe a Record Date for members entitled to notice and voting. If not prescribed in the governing documents, legal counsel must be consulted since this date and its limitations may affect the duration of any mail ballot acceptance.⁷

When not in conflict, the ballot must also comply with *Robert’s Rules* 45:24-61.

When voting is done by percentage of common interest, shares, or other than one vote per ballot (“weight”), then the return mail envelope, secret ballot envelope, and ballot must have a matching weight in order to protect the integrity of the ballot calculations.

⁶ An example of specific ballot requirements in the Hawaii Nonprofit Corporations Act may be found in HRS § 414D-104.5 at: <https://tinyurl.com/HRS-Ballot-Requirements>. Legal assistance is recommended to ensure compliance if any of these requirements are applicable.

⁷ An example of specific Record Date requirements in the Hawaii Nonprofit Corporations Act may be found in HRS § 414D-107(c) and (d) at: <https://tinyurl.com/HRS-Record-Date-Requirements>.

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Procedure: Owners are instructed to do the following:

1. Complete the supplied ballot in accordance with the instructions and any applicable deadlines.
2. Place the supplied ballot in the secret ballot envelope and seal the secret ballot envelope.
3. Put the secret ballot envelope in the return mail envelope.
4. Sign the return mail envelope.
5. Send the return mail envelope (containing the sealed secret ballot envelope with the ballot) to the management company (or designee if self-managed).

Make sure owners who do not receive their ballot package or receive a damaged or unusable one have a method for receiving a replacement and sending in their vote, retaining any required secrecy.

Management must consider at least the following processes as well as the importance of retaining several items with the official Association records:

1. Date stamp all return mail envelopes when they are received. Log the return mail envelopes on a master list of owners entitled to vote.
2. Verify that the owners are only voting once per unit by checking off the owner's name on the master list of owners entitled to vote.
3. Confirm that the weight on the return mail envelope matches the weight on the outside of the secret ballot envelope.
4. Make sure the secret ballot envelope has been sealed.
5. If the ballot is in the return mail envelope and there is no secret ballot envelope, then the owner has effectively waived ballot secrecy. Check to ensure there is only one ballot and the weight on the secret ballot matches the weight on the return mail envelope. Use a new secret ballot envelope, mark the weight on it, place the ballot into the new secret ballot envelope, and seal it.
6. Log exceptions in writing.

After the deadline, the ballots will be processed in accordance with management's instructions. This process may be performed by the management company in the presence of disinterested owners, a third-party vendor (such as a CPA firm or the League of Women Voters), inspectors, or election committee. The following basic processes should be observed:

1. Remove the sealed secret ballot envelopes from the return mail envelopes. Optionally note the removal on the master list of owners entitled to vote. Do not open the secret ballot envelope until all of the secret ballot envelopes are separated from the return mail envelopes.
2. Make sure that the secret ballot envelope does not contain multiple ballots unless clearly permitted by wording on the secret ballot envelope.
3. Confirm that the weight on the secret ballot matches the weight on the secret ballot envelope. If not, then the correct ballot weight cannot be determined and it should be considered invalid.
4. Place the ballots in piles and tabulate the results. Include write-ins (if any) and confirm their eligibility.

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The results of the tabulations must be put in a Teller’s Report. The report should minimally include any statutory or bylaw requirements as well as the items in *Robert’s Rules* 45:37.

For example, the Tellers’ Report needs to include any write-in votes, invalid votes (including the reason), the vote required for an election or adoption of a motion, the votes received for each candidate, and votes in favor or opposed to a specific motion.

The requirement for starting, ending, and effective dates for mail ballot decisions and/or elections are not specifically addressed in *Robert’s Rules*. Unless the bylaws prescribe these dates, it is recommended that they be officially established by the Association’s board of directors at a properly called board meeting and sent to owners with the mail ballot materials. Unless the bylaws prescribe a methodology for announcing the results, they could be announced at a subsequent Association meeting.

Comments:

1. A fair nominating process is needed to identify candidates who are running for election.
2. Owners need clear instructions for marking and returning their ballots. Those instructions must include a cautionary note about using only the materials provided, altering the weight, or placing anything other than the supplied single ballot in the secret ballot envelope.
3. An equal number of opportunities to write in voters’ choices must be available on a multiple-choice ballot (e.g., in an election with 3 positions, 3 write-in options need to be available).
4. The mail ballots may take an extended time to arrive at and return from foreign countries.
5. The quorum requirements for a meeting may also apply to mail ballots unless otherwise specified in the bylaws. Therefore, management may want to implement procedures to urge owners to return their ballot.
6. This type of voting is done by some large Planned Community Associations.
7. This type of voting is inconsistent with the traditional proxy voting used in Hawaii’s Association meetings.
8. The official date of election or adoption of a specific motion needs to be determined.

B. 100% online voting using a voting vendor (no meeting)

Synopsis: Either the management company or the Association may contract with a voting vendor and the voting is done entirely online through the internet. Owners receive a voting web address, access keys, and passwords from management or the voting vendor. Owners vote online using instructions and any applicable deadlines provided.

Preparation: The term “electronic ballot” is used when the voting is done online. The electronic ballot must comply with all statutory and bylaw requirements. The following are some possible requirements extracted from an existing Hawaii law.⁸

The law may require that any electronic ballot **solicitation** include the following:

1. Indicate the number of responses needed to meet the quorum requirements.
2. State the percentage of approvals necessary to approve each action.
3. Specify the time by which a ballot shall be received in order to be counted.

The law may include overall requirements for electronic ballot **validity** such as the following:

1. The number of votes cast by ballot must equal or exceed the quorum required to be present at a meeting to authorize the action.
2. The number of affirmative votes must equal or exceed the number of affirmative votes for approval that would be required to approve the action at a meeting.

The law may require the electronic ballot to **contain the following**:

1. Set forth each proposed action.
2. Provide an opportunity to vote for or withhold a vote for each candidate for election as a director or officer.
3. Provide an opportunity to vote for or against each proposed action.

The law may prescribe a Record Date for members entitled to notice and voting. If not prescribed in the governing documents, legal counsel must be consulted since this date and its limitations may affect the duration of any electronic voting.⁹

Procedure: This depends on the management company or voting vendor. If the bylaws require a ballot, the procedures must comply with the [Electronic Voting](#) paragraph on page 3.

The requirements for starting, ending, and effective dates for online voting decisions and/or elections without a meeting are not specifically addressed in *Robert’s Rules*. Unless the bylaws prescribe these dates, it is recommended that they be officially established by the Association’s board of directors at a properly called board meeting and sent to owners with the electronic voting notice and other materials. Unless the bylaws prescribe a methodology for announcing the results, they could be announced at a subsequent Association meeting.

⁸ An example of specific ballot requirements in the Hawaii Nonprofit Corporations Act may be found in HRS § 414D-104.5 at: <https://tinyurl.com/HRS-Ballot-Requirements>. Legal assistance is recommended to ensure compliance if any of these requirements are applicable.

⁹ An example of specific Record Date requirements in the Hawaii Nonprofit Corporations Act may be found in HRS § 414D-107(c) and (d) at: <https://tinyurl.com/HRS-Ballot-Requirements>.

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The requirements for starting, ending, and effective dates for mail ballots outside of a meeting are not specifically addressed in *Robert’s Rules*. Unless the bylaws prescribe these dates, it is recommended that these dates be officially established by the Association’s board of directors at a properly called board meeting and sent to owners with the electronic voting notice and other materials. Unless the bylaws prescribe a methodology for announcing the results, they could be announced at a subsequent Association meeting.

Comments:

1. A fair nominating process is needed to identify candidates who are running for election.
2. Owners need clear instructions for accessing the website and casting any electronic ballots because some owners may be hesitant to vote electronically due to minimal internet technology experience or resistance to change.
3. An equal number of opportunities to write in voters’ choices must be available on a ballot with one or more choices (e.g., in an election with 3 positions, 3 write-in options need to be available).
4. Internet access may be available by home or office connections, public facilities, libraries, or through the use of smart phones. There may be extra charges for internet access using a data connection with a smart phone.
5. There needs to be a clearly defined set of responsibilities between the voting vendor and the management company for maintaining ballot secrecy and security, contacting owners, reminding owners to vote, tallying the vote, reporting the vote, and maintaining an adequate audit trail.
6. The voting vendor may not know whether an election or motion outcome was successful. (For example, some elections require a majority of the voting group, some motions require 67% of the entire ownership, etc.) Management **must know** the required vote for an election or motion to be successful. The voting results are declared by the presiding officer (*Robert’s Rules* 45:39). Although the counting is outside of a meeting, the voting results would be declared in an analogous manner.
7. Many voting vendors cannot adequately manage percentages of common interest (which could be 11 digits to the right of the decimal point).
8. Legal warnings may be needed to ensure individuals accessing the website to vote are put on notice that unauthorized voting may be a criminal or civil offense.
9. The quorum requirements for a meeting may also apply to online voting. Therefore, management may want to implement procedures to encourage owners to vote online.
10. This type of voting is inconsistent with the traditional proxy voting used in Hawaii’s Association meetings.

C. 100% online meeting (all meeting activities conducted online)

Synopsis: Either the management company or the Association may contract with a voting vendor. The check-in and voting are all done online. Owners receive access keys and passwords from management or the voting vendor. Owners and proxyholders check in and the meeting is called to order. Owners and authorized proxyholders must receive:

1. online meeting platform sign in information (e.g. Goto Meeting, Webex, Zoom, etc.) using their online meeting key; and
2. online voting website name and credentials (usually an access key and password).

Procedure: Owners are instructed to do the following:

1. Sign into:
 - (a) the online meeting platform (e.g. Goto Meeting, Webex, Zoom, etc.) using their online meeting key, and
 - (b) the voting vendor website at the appropriate time using their access key and password,
2. Make motions and debate (includes nominating speeches) online.
3. Vote online using the instructions from management or the voting vendor.

The meeting business is conducted similar to the in-person meeting ([Section "F"](#) on page 16). It must be conducted in a manner that provides for simultaneous aural communication (the ability to speak and hear at the same time) among all participants (*Robert's Rules* 1:1).

The voting results of any election or motion are announced at the meeting.

Comments:

1. Internet access may be available by home or office connections, public facilities, libraries, or through the use of smart phones. Some owners may be hesitant to vote electronically due to minimal experience with internet technology or resistance to change.
2. The check-in and voting must be efficient and accurate. Check-ins may require extensive time when individuals need to be separately identified by unit number, a spreadsheet updated, and proxy information updated. The online platform must be able to permit all owners and proxyholders to attend the online meeting.
3. Parliamentary procedure for online participation needs to be addressed. These issues are usually handled with a standardized set of adopted Special Rules of Order.
4. Administrative personnel need special training to ensure that they can quickly determine the presence of a quorum.
5. The proxies restricted to quorum only must be accounted for in determining whether an election is successful or a motion is adopted in accordance with the governing documents.

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6. The voting vendor may not know whether an election or motion outcome was successful. (For example, some elections require a majority of the voting group, some motions require 67% of the entire ownership, etc.) Management **must** know the required vote for an election or motion to be successful. The voting results are declared by the presiding officer using a similar format prescribed in a Teller’s Report (*Robert’s Rules* 45:37-45:39).
7. Many voting vendors cannot adequately handle percentage of common interest (which could be 11 digits to the right of the decimal point).
8. There must be a clearly defined set of responsibilities between the voting vendor and the management company regarding:
 - (a) contacting owners,
 - (b) making owners familiar with the check-in process, and
 - (c) tallying the vote.
9. Online voting must consider traditional proxy voting used in Hawaii’s Association meetings. Some voting vendors have their own proxy layout which may not be compatible with Hawaii’s statutory requirements.
10. Owners or other individuals who have received multiple proxies may have to sign in multiple times to the voting vendor in order to cast those additional votes.
11. Proxyholders need a methodology to cast any votes. This includes individual proxyholders (who don’t have to be owners), and proxies selecting the board majority or board equal options.
12. Proxyholders may need a method to vote their proxy votes separated by owner if demanded.
13. Assuming the voting vendor can handle proxies, the voting vendor will need to adjust the weight of any applicable proxyholder(s) vote (including the board majority and board equal) if an owner checks in and decides to vote.
14. There may also be voting changes if an owner checks in after the meeting starts and before voting starts. Revised check-in information and voting weights must be efficiently adjusted.
15. In extreme cases, the “chat” window can be used as a voting mechanism for administrative personnel to tally and report the results, but this should not be used as a matter of course.

**D. Online meeting with online or on-site check-in and all parties can vote online
regardless of location (complex hybrid)**

Synopsis: This is the most complicated form of a meeting. It requires synchronization between online voting and in-person voting. Either the management company or the Association may contract with a voting vendor.

Procedure: The check-in and voting are both done online and in-person at a meeting site. Administrative personnel are needed at the meeting site to combine the online and in-person check-ins and voting. Owners receive security codes either from management or the voting vendor. Owners check in and the meeting is called to order. Owners and proxyholders vote online at the proper time using instructions provided. Owners and proxyholders vote in person either using smart phones, computers, and/or kiosks.

The meeting business is conducted similar to the in-person meeting ([Section "F"](#) on page 16). It must be conducted in a manner that provides for simultaneous aural communication (the ability to speak and hear at the same time) among all participants (*Robert's Rules* 1:1).

The voting results of any election or motion are announced at the meeting.

Comments:

1. The check-in can be more complicated. Owners will sign in both through the voting vendor and in-person. Check-ins may require extensive time when individuals need to be separately identified by unit number, a spreadsheet updated, and proxy information updated. With small attendance a manual sign-in using a spreadsheet may be more efficient. Computer equipment and an assistant may be needed for those who attend in person, don't have smart phones or internet access, or need technical help. The online platform must be able to permit all owners and proxyholders to attend the meeting.
2. Controls are needed to ensure owners and proxyholders don't vote once online and attempt to vote again in person. Electronic voting systems usually will prevent this type of activity.
3. Parliamentary procedure for balanced online and on-site participation must be addressed. There must be a method to:
 - (a) seek recognition from the chair,
 - (b) assign the floor in debate, and
 - (c) handle a motion.The procedural technicalities are usually handled with *Robert's Rules* supplemented by a standardized set of adopted Special Rules of Order for both online and in-person meetings.
4. Administrative personnel need special training to ensure that they can quickly determine the presence of a quorum since it would include online and in-person voters.
5. The quorum only proxies must be accounted for in determining whether an election is successful or a motion is adopted in accordance with the governing documents.
6. The voting vendor will need to provide a mechanism for entering the paper ballots into their system if they are to provide results.

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7. The voting vendor may not know whether an election or motion outcome was successful. (For example, some elections require a majority of the voting group, some motions require 67% of the entire ownership, etc.) Management **must** know the required vote for an election or motion to be successful. The voting results are declared by the presiding officer using a similar format prescribed in a Teller's Report (*Robert's Rules* 45:37-39).
8. Many voting vendors cannot adequately handle percentage of common interest (which could be 11 digits to the right of the decimal point).
9. There must be a clearly defined set of responsibilities between the voting vendor and the management company regarding contacting owners, making them comfortable with check-in, and tallying the vote.
10. Online voting must include traditional proxy voting used in Hawaii's Association meetings. Some voting vendors have their own proxy layout which may not be compatible with Hawaii's statutory requirements.
11. Owners or other individuals who have received multiple proxies may have to sign in multiple times to the voting vendor in order to cast those additional votes.
12. Proxyholders need a methodology to cast any votes. This includes individual proxyholders (who don't have to be owners), and proxies selecting the board majority or board equal options.
13. Proxyholders may need a method to vote their proxy votes separated by owner if demanded.
14. The board equal/majority proxies will become very complicated if some board members are present at the meeting and other board members are online. The board needs a method to caucus and decide the board majority votes.
15. Proxyholders may be present both online and in person.
16. Assuming the voting vendor can handle proxies, the voting vendor will need to adjust the weight of any applicable proxyholder(s) vote (including the board majority and board equal) if an owner checks in and decides to vote.
17. There may be voting changes if an owner checks in after the meeting starts and before the voting starts. Revised check-in information and voting weights must be efficiently adjusted.
18. The "chat" window cannot be used reliably for voting unless individuals present in person can also vote. It also should not be used as a matter of course because it may exclude individuals who are physically present at the meeting.

E. In-person meeting with on-site check-in and voting, including online observation; owners may observe online but must physically return on-site to vote (simple hybrid)

Synopsis: This is similar to the fully in-person meeting ([Section "F"](#) on page 16).

Procedure: Owners check in to the meeting and leave the physical meeting area until they are ready to make a motion, debate, or vote. They must return to the meeting site to participate and vote.¹⁰ They (only) observe the proceedings through the online platform. There is no online making of motions, debating, or voting.

Comments:

1. Flexibility is needed to ensure owners and proxyholders have ample opportunity to participate in the meeting onsite, while still following current governmental restrictions.
2. Even though the online platform is not technically a part of the official meeting, the platform should allow all owners and proxyholders to observe the meeting.
3. Parliamentary procedural issues need to be addressed regarding assigning the floor in debate for items such as candidate speeches.

¹⁰ *Robert's Rules* 25:9 states in part that it is a fundamental principle of parliamentary law that the right to vote is limited to the members of an organization who are actually present at the time the vote is taken in a regular or properly called meeting. An extended voting period allows individuals to return to the meeting area and vote.

F. In-person meeting with check-in and voting conducted on-site

Synopsis: This is the standard (“legacy”) Association meeting.

Comments:

1. There may be different and conflicting governmental Orders or inclement weather that prohibit or seriously limit this type of meeting.
2. The Orders may differ by County.
3. The Orders may prescribe requirements such as the maximum number of individuals, minimum distance, mask mandates, hand cleaners, vaccination status, mitigation plans, etc.
4. The Orders may change after the meeting notice has been sent, and prior to the meeting. This can create uncertainty and has resulted in continued or cancelled meetings.
5. The meeting facility may not be available or may become unavailable as a result of one or more Orders.
6. The meeting facility may impose special requirements, unknown at the time of the booking. For example, one facility requires the names of attendees a week in advance of the meeting.

Summary: These processes can become complicated and the comments are not all-inclusive. Management must carefully consider the current situation and determine how to take advantage of these available processes to assist their clients. In some cases, in-person meetings may be called to order and officially continued to a more appropriate date, time, or place.

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Steve Glanstein, PRP

Telephone: (808) 423-6766

Email: Steveveghi@Gmail.com

Melanie Oyama, Esq.

Telephone: (808) 532-7900

Email: help@myhawaiiilaw.com