

Parliamentary Opportunities Through Serving Community Associations

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Subjects

- Opportunities
- Definitions
- Why should we do this?
- Basic legal requirements
- Meeting preparation
- Meeting service
- Appendices



Parliamentary Opportunities Through Serving Community Associations

Opportunities



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Parliamentary Opportunities through Serving Community Associations

- Personal growth
 - Enhanced people skills
 - Enhanced meeting awareness
- Professional expertise
 - Meeting parliamentarian
 - “Floor” parliamentarian
 - Professional Presiding Officer



Parliamentary Opportunities through Serving Community Associations

- Professional recognition
 - Consultation with law firms and public
 - Meeting planning and strategy
 - Opinion writing
 - Expert witness
- Financial Rewards



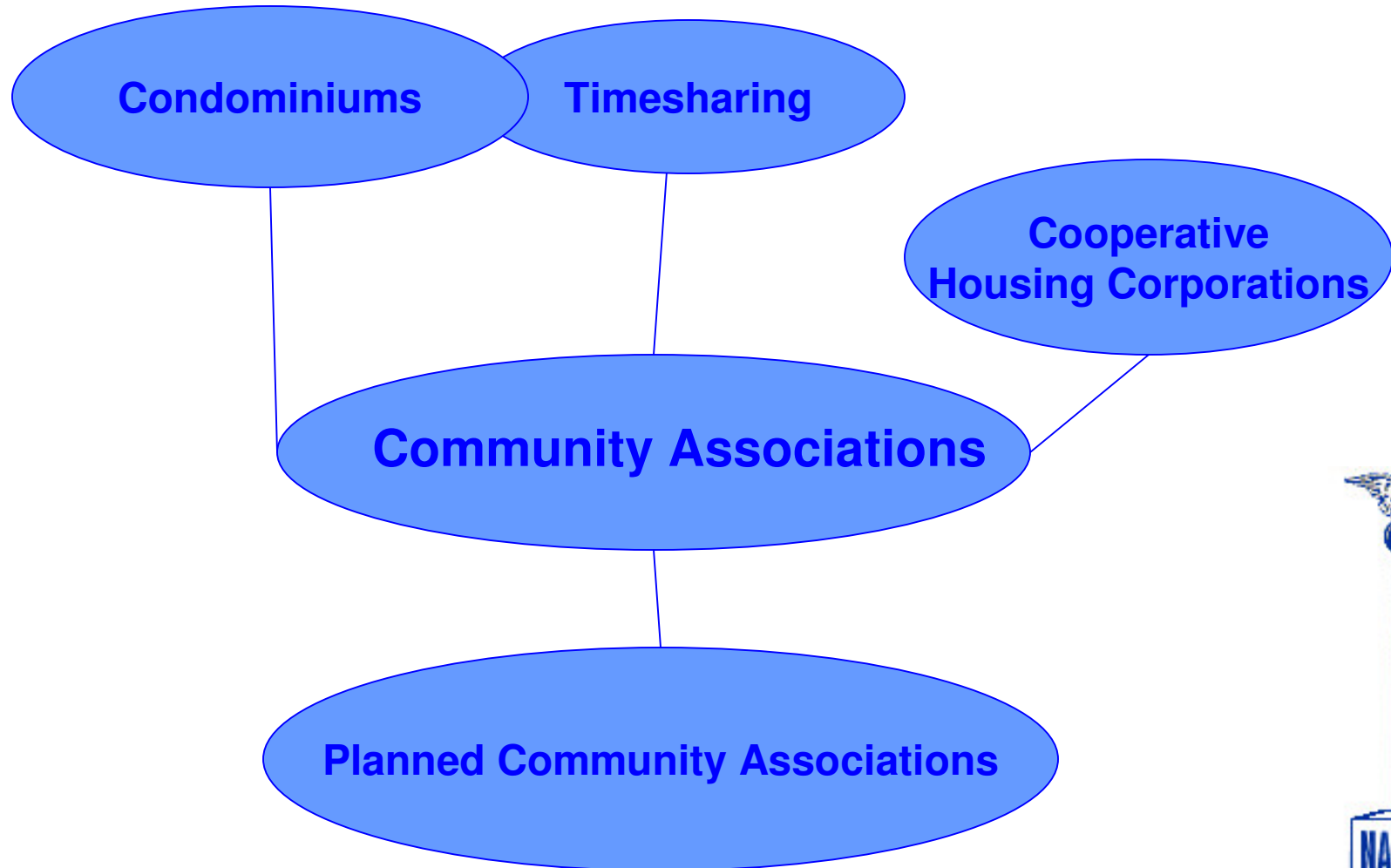
Parliamentary Opportunities Through Serving Community Associations

Definitions



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New Real Estate Developments



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Condominiums

- Known by several names:
 - “condominium property regime”
 - “horizontal property regime”
- Not necessarily a high-rise, can be townhouses.
- Sizes from 2 to over 700 units.



Condominiums - continued

- Individual unit ownership
- Unit ownership may be defined as a percentage of the common interest.
- Voting is usually by percentage of the common interest.



Condominiums - continued

- The percentage “should” total 100%.
- Percentages usually based on square footage but not always mandatory.
- Sometimes the developers sets up commercial units with a higher percentage of common interest.



Condominiums - continued

- Principles of common elements and limited common elements.
 - Common element characteristics.
 - The rules are usually in Bylaws or set by the Board of Directors.
 - Examples may include a swimming pool or party room.



Condominiums - continued

- Principles of common elements and limited common elements.
 - Limited common element characteristics.
 - Property is usually reserved to specific owner or owners.
 - Examples may include an owner's parking stall, lanai, etc.



Condominiums - continued

- Principles of common elements and limited common elements.
 - Care and upkeep responsibilities vary depending upon the condominium's bylaws.
 - Common area can be a wall, including the "unfinished surface."



Condominiums - continued

- It is important to review and understand the organization's documents.
- The vote required to approve certain actions may depend upon the type of property that is affected.



Timesharing

- Usually established in conjunction with a condominium.
- May have condominiums with some timesharing and others with no timesharing.
- Ownership usually based upon an “interval” which is a fraction of the percentage of common interest.



Timesharing - continued

- Interval could be one week per year, one week every other year.
- Ownership divided by 50, 52, 100, 104 weeks in one or two years.
- This can create thousands of owners.



Timesharing - continued

- Usually timeshare structure exists within the condominium structure.
- Votes of timeshare owners may be pledged to the timeshare board of directors.



Cooperative Housing Corporations

- Corporation owns the entire property.
- Owners are issued shares of stock.
- Tenancy is usually defined in a proprietary lease that is part of stock ownership.



Cooperative Housing Corporations

- Very few cooperatives in Hawaii.
(Less than 30).
- Mostly older buildings.



Cooperatives - continued

- May be difficult to obtain financing in Hawaii since there is no individual ownership of units.
- Our experience has shown a movement to convert many cooperatives into condominiums.



Planned Community Associations (“PCA”)

- PCAs are similar to condominiums.
- Many PCAs do not have a “common area”.
- Ownership is separate and there is usually no percent common interest.
- “Common area” is usually owned completely by the association.



Planned Community Associations ("PCA")

- PCA sizes also vary.
- Mililani Town Association is the largest PCA in the state.
- It has about 15,000 units and a population of about 40,000 people.
- It owns and operates 7 recreation centers. One of the centers is currently under construction.



Planned Community Associations ("PCA")

- PCAs usually contain a declaration of covenants, conditions, and restrictions ("CC&Rs").
- The CC&Rs usually require membership in the PCA.



Planned Community Associations ("PCA")

- Voting is usually by individual lot.
- Due to the large size, voting for directors may be done by mail.
- There may be subordinate community associations or townhouses that are defined as condominium associations.



Recent Hawaii Statistics (June 2004)

- There are about 1,453 registered condominiums in Hawaii.
- There are about 134,000 condominium units in Hawaii.



Recent Hawaii Statistics (June 2004)

- One out of four homes in Hawaii is in some form of community association.
- Condominiums are the largest area of our parliamentary practice.



Desired parliamentary related topics from recent survey in State of Hawaii

- Rights and duties of owners
- Rights and duties of board members
- Rights at annual meetings
- Election of board members
- General parliamentary procedure



Parliamentary Opportunities Through Serving Community Associations

Why should we do this?



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Association meetings balance several requirements

- Homeowners perceive a need to meet informally in a friendly environment.
- Association must conclude its business in a reasonable period of time.



Association meetings balance several requirements

- The board of directors has a lot of authority in many associations.
- Governing documents have rules that significantly affect the meetings.



Numerous opportunities to work with professionals

- Attorneys
- Auditors
- Politicians
- Property Managers
- Other Vendors



Attorneys

- Advise or represent the association on legal matters.
 - Litigation.
 - Legal issues, e.g. ADA, association documents.
 - Contracts.
 - House rules.
- May represent the board or individual board members for specific types of cases.
- List is not all-inclusive.



Auditors

- Auditor makes the report available for adoption at the annual meeting.
- Auditor's presence at annual meeting can resolve financial issues quickly.
- Annual audits required in our state for condominium associations.
- Annual unannounced cash audit also required in our state.



Politicians

- Generally make speeches that can delay the proceedings.
- Any positive affect on an association is debatable.
- Provide a time limit (rarely followed).
- Make politicians wait.
- Don't delay the election.



Property Managers

- Manage logistics of the association's meeting.
- Provide a collection point for proxies.
- Check-in owners at the meeting.
- Issue ballots for voting.
- Physically count the ballots under the supervision of the tellers.
- Usually draft the meeting minutes.



Education

- Annual 2 hour workshops presented to larger law firms and management companies.
- Annual workshop includes parliamentary issues from the prior year including solutions.
- Law firms use this as a basic parliamentary introduction for new association attorneys.



Education - *continued*

- The workshops are structured to educate the participants on the key indications for engaging a registered parliamentarian.
- This has significantly increased recognition of the parliamentarian as an important part of the community!



Results

- This educational and marketing effort has resulted in numerous professional opportunities.
- Clients have scheduled one or more parliamentarians for up to three continuous years in advance!



Results - *continued*

- Many referrals have come from:
 - Attorneys
 - Property managers
 - Real Estate Commission personnel
 - Other board members
 - Other owners, non-board members



Results - *continued*

- Publications

- “*The Directors’ Guide to Hawaii Community Association Law*”

(distribution to numerous legal clients)

- CAI bimonthly newsletter: “*Hawaii Community Association*” (mixed circulation of 2,200)

- Local bimonthly magazine: “*Building Management Hawaii*” (mixed circulation of 5,500 locations)



“Invaluable” assistance examples

- One owner published a newsletter that stated that the annual meeting was null and void because the board of directors appointed an outside auditor to count the votes instead of using owners.
 - It didn’t help that a later recount indicated a different election result!



“Invaluable” assistance examples – *continued*

- One board unintentionally operated with 5 directors for many years.
 - Bylaws specified a 7 member board.
 - The number of vacancies for the annual meeting differed and was detected by the parliamentarian.
- Of course, the parliamentarian had to tell the board the bad news!



“Invaluable” assistance examples – *continued*

- One board was held hostage by an individual board member.
 - They were unable to break through owners’ apathy to remove this director from the board.
 - They hired a parliamentarian to help conduct the association’s business.



“Invaluable” assistance examples – *continued*

- They even drafted a special resolution to provide for a professional presiding officer if necessary.
- The board determined that they needed to increase their level of formality.



“Invaluable” assistance examples – *continued*

- The presiding officer reviewed the videotapes of the meeting with the property manager and the parliamentarian.
- After about six meetings the board was finally able to complete the association’s business in a reasonable period of time.



“Invaluable” assistance examples – *continued*

- One association was involved in extensive litigation.
 - I was hired to act as a professional presiding officer for the annual meeting.
 - There were about 130-150 people present at the annual meeting.



“Invaluable” assistance examples – *continued*

- There were two association attorneys.
- There were two litigation attorneys hired by the litigants.
- There was a hired “advocate.”



“Invaluable” assistance examples – *continued*

- There was a court appointed advisor to observe the proceedings.
- There was a registered parliamentarian hired by one of the members.



“Invaluable” assistance examples – *continued*

- Another registered parliamentarian was hired to do the minutes.
- The meeting went smoothly
- The president was relieved that he did not have to manage what could have been a very difficult meeting.



Key Indications

- Extensive letter writing campaign including quotes from:
 - State law and its applicability to a situation.
 - *Robert's Rules of Order Newly Revised.*
 - some other book on parliamentary rules.



Key Indications

- Proposed removal of one or more directors.
- Demands that certain reports or statements be placed in the minutes.



Key Indications - continued

- Threatened or actual legal action based upon procedure at a particular meeting.
- Any meeting where the issues involved require that the meeting survive a challenge based upon procedural grounds.



Summary

Mr. John Morris, Esq., a Hawaii attorney, wrote in *The Directors' Guide to Hawaii Condominium Law*:

“If a contentious meeting is anticipated and parliamentary procedure is likely to become an issue at a meeting, an association should consider hiring a registered professional parliamentarian to assist in conducting the meeting.”



Summary – *continued*

Proper use of parliamentary procedure and a willingness to work with professionals will help spread parliamentary procedure.

It will also provide a great deal of challenge and satisfaction if done properly!



Parliamentary Opportunities Through Serving Community Associations

Basic legal requirements



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Basic legal requirements

- You must *know the law* without practicing the law!
- You must know when to advise the association to contact a licensed attorney who is competent in association law.
- Appendix "C" has various links to internet based information.



Basic legal requirements - *continued*

- The world wide web may be helpful but it is no substitute for competent legal advice!
- Failure to obtain appropriate legal advice can be a trap for the unwary.
- Following is a simple example where a parliamentarian must use extra caution.



Basic legal requirements - *continued*

- This association is a nonprofit corporation.
- Their bylaws require cumulative voting.
- This seems simple.
- Prior to July 2002, nonprofit corporations in the state of Hawaii were governed by the Hawaii Nonprofit Corporation Act, known as §415B.



Basic legal requirements - *continued*

- This law was amended in 2003. It is section 414D of the Hawaii Revised Statutes.
- The new law states in part, “Cumulative voting for directors ... [] (b) Unless otherwise provided in the articles or bylaws, cumulative voting shall not be permitted. If authorized in the articles or bylaws, cumulative voting may be permitted; provided that:”



Basic legal requirements - *continued*

- “(1) The meeting notice or statement accompanying the notice states that cumulative voting shall take place;”
- “(2) A member gives notice of the member’s intent to cumulatively vote not less than forty-eight hours before the meeting or such longer period as may be required by the articles or bylaws; and”



Basic legal requirements - *continued*

- “(3) If one member gives notice of intent to cumulatively vote, all other members participating in the election may cumulate their votes without giving further notice.”
- Two situations occurred that provided a lot of controversy this year.



Basic legal requirements - *continued*

- One association did not provide notice that their bylaws required cumulative voting.
- Two different law firms provided different opinions about whether the association could vote cumulatively.



Basic legal requirements - *continued*

- This affected a minority's rights to obtain representation on the board of directors.
- The parliamentarian who advises a community association must be able to recognize that a legal question exists prior to the meeting and have the appropriate opinion for the situation.
- It is important to know about legal opinions regarding applicable state laws.



Basic legal requirements - *continued*

- Another association board indicated in the notice that cumulative voting would be provided as specified in the law.
- The association usually had cumulative voting for their election of directors.



Basic legal requirements - *continued*

- Since nobody requested cumulative voting, one particular board member and many members were angry because the attorney told them that they couldn't vote cumulatively.
- This led to a removal proceeding (which failed) and about 70 unhappy owners.



Basic legal requirements - *continued*

- We have the law firm provide us with the necessary information prior to the meeting.
- Different law firms have provided different opinions.
- In another case, the board “forum shopped” and eliminated cumulative voting.
- This made it more difficult for a minority to have representation on the board.



Basic legal requirements - *continued*

Cumulative Voting			
in bylaws	in notice	requested	permitted
No	n/a	n/a	
No	Yes	No	
Yes	No	No	
Yes	No	Yes	
Yes	Yes	Yes	



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Basic legal requirements - *continued*

- These differences of opinion also relate to whether the new statute applies to corporations incorporated prior to July 1, 2002!
- Some law firms state that it does.
- Others disagree.
- Association meetings shouldn't be "held hostage" to ambiguity and inconsistent legal opinions!



Basic legal requirements - *continued*

- Here's an example relating to minutes.
 - Associations generally meet once a year.
 - It seems logical that the board or a minutes approval committee should be appointed to approve the minutes of the annual meetings.
 - Condominium associations in the state of Hawaii are governed by the Horizontal Property Act, known as §514A.



Basic legal requirements - *continued*

- This act contains a law, §514A-83.4, which states, “Meeting Minutes . . . (b) Minutes of meetings of the board of directors and association of apartment owners shall be approved at the next succeeding meeting; provided that for board of directors meetings, no later than the second succeeding meeting.”
- Notice that the law combines the rules for minutes of board meetings with minutes of association meetings.



Basic legal requirements - *continued*

- The legal interpretation by many law firms in Hawaii has been that this statute overrides the right of the association to appoint an authority (e.g., the board) to approve the minutes.
- The legal opinions became consistent after the dissenting lawyers were asked for their interpretation at a meeting attended by hundreds of people and other lawyers.
- Of course, this law only applies to condominium associations and not to cooperative housing corporations, PCAs, etc!



Basic legal requirements - *continued*

- PCAs are governed by another section of the Hawaii law, Chapter 421J.
- The following is an example of what happens when the parliamentarian works well with the attorneys for planned community associations.



Basic legal requirements - *continued*

- §421J-6 states, “Robert’s Rules of Order. All association and board of directors meetings shall be conducted in accordance with the most current edition of Robert’s Rules of Order, Newly Revised.”
- The legislature actually enacted a legal requirement for PCAs to follow RONR!
- We’ll forgive them for the comma in RONR!



Basic legal requirements - *continued*

- Attorneys will appreciate your desire to avoid the practice of law.
- Take this opportunity to educate attorneys about your function as a parliamentarian.
- Explain what a parliamentarian does.
- Reassure them that your focus is on parliamentary procedure.



Basic legal requirements - *continued*

- Explain your desire to have the meeting as procedurally correct as possible.
- This could help to protect the association if somebody challenges the meeting on procedural grounds.
- You may interpret bylaws as a parliamentarian.



Basic legal requirements - *continued*

- Since bylaws can be overridden by state law or other laws, make sure that you work with the attorney on legal interpretations.
- This legal awareness is quite important.
- Associations may have serious meeting problems if they don't comply with the applicable law.



Basic legal requirements - *continued*

- Here are some examples:
 - A property manager sends out an improper notice.
 - A property manager has the wrong terms for board members.
 - A general manager sends out a proxy that does not comply with state law.



Basic legal requirements - *continued*

- The parliamentarian must be able to recognize these issues and solicit assistance from the association attorney prior to the meeting if a legal problem is suspected.



Basic legal requirements - *continued*

- The laws in Hawaii are currently being reviewed.
- This underscores the requirement for a professional parliamentarian to remain familiar with the laws associated with community associations.
- Remember, we want to know about the law, not practice it.



Basic legal requirements - *continued*

- Make sure you are aware of the legal requirements in your state and have a good working relationship with attorneys familiar with association law.
- Appendix "C" contains a list of internet sites that may assist the parliamentarian to become familiar with the applicable state law.



Parliamentary Opportunities Through Serving Community Associations

Meeting preparation



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Meeting preparation

- Meeting preparation starts BEFORE the meeting.
- Make sure you have a long lead time.
- After you have worked at least one hundred association meetings then you “may” be able to have less than two-to-three weeks lead-time!



Meeting preparation - *continued*

- A parliamentarian must have adequate preparation to serve an association.
- The Appendix contains a checklist that can assist a parliamentarian to prepare for serving an association.
- The checklist is not all-inclusive. You may have to add other items depending upon your state.



Meeting preparation - *continued*

- Coordinate with the property manager or general manager as early as possible.
- Read the governing documents and know them well.
- Sometimes articles in the bylaws are extensive and it is difficult to know the exact article and section number on a particular page.



Meeting preparation - *continued*

- Don't be afraid to write the article numbers on the bottom of the page.
- When trouble (not if!) occurs at a meeting and you have to look up a bylaw, you want to be able to provide the reference as quickly as possible.
- You don't always have time to write nice notes!



Meeting preparation - *continued*

- Make sure that the documents you receive are complete and up to date.
- These documents are commonly known as one or more of the following:
 - Articles of Incorporation
 - Articles of Association
 - Declaration of Condominium Property Regime



Meeting preparation - *continued*

- Declaration of Horizontal Property Regime
- Declaration of Covenants Conditions and Restrictions (CC&Rs)
- Bylaws



Meeting preparation - *continued*

- Make sure that a proper meeting notice has been sent.
 - One association conducted their annual meeting in May.
 - The bylaws required the annual meeting to be held on the second Saturday in November.



Meeting preparation - *continued*

- They did it anyway, disregarding the advice of the parliamentarian.
- They subsequently had to follow their attorney's advice and conduct a special meeting to clean up the mess!
- This led to a change in the association's bylaws and an increased respect for the advice of parliamentarians.



Meeting preparation - *continued*

- Another association created a dilemma for the parliamentarian with short notice and a meeting that was held on a different date from the bylaws.
- The parliamentarian must be ready to address this issue.



Meeting preparation - *continued*

- The parliamentarian must be ready to consider the ethics of serving this organization in the future if they continue having meetings on the same incorrect date.



Meeting preparation - *continued*

- Many associations have ownership representation via physical presence or by a power of attorney ("proxy").
 - This proxy may be subject to specific legal requirements and the association should check with its attorney.



Meeting preparation - *continued*

- Caution is advised with respect to interpretation of any proxy.
- Some require certain check box options, deadlines, printed names, etc.
- We have received different legal opinions regarding similar proxy situations for different associations.



Meeting preparation - *continued*

- Proper coordination with the attorney is critical to ensure that proxy issues are resolved without causing unnecessary contention at an association meeting.



Meeting preparation - *continued*

- Make sure that you know whether there will be a problem obtaining a quorum.
- If there is any doubt, make sure that alternative meeting arrangements are set so the meeting can be continued to an appropriate time, date, and place.



Meeting preparation - *continued*

- If a time, date, and place for an adjourned meeting are not precisely available, the association may have to adopt a modified form of the motion to *Fix the Time to Which to Adjourn*.



Meeting preparation - *continued*

- An example of this modified form would be, “I move that when we adjourn, we adjourn to meet on March 5, 2004 at 7:00 P.M. at this location or, if not available, as scheduled by the board of directors.”



Meeting preparation - *continued*

- Many association documents require voting by percentage of common interest.
- Individual homes are assigned specific percentages.



Meeting preparation - *continued*

- This means that a voice vote will not be representative of the membership's true intent.
- The effect of voting by percentage of common interest is that a counted vote is needed for most contested motions.



Meeting preparation - *continued*

- Make sure you know the requirement for adoption of any motions that might occur at the meeting.
 - A majority vote rarely adopts main motions with many associations.
 - A common requirement in our state for nonprofit corporations is a majority vote of the membership present.



Meeting preparation - *continued*

- A common requirement in our state for nonprofit corporations is a majority vote of the membership present.
- This makes an abstention the mathematical equivalent of a vote against the adoption of a motion.



Meeting preparation - *continued*

- Make sure you know what powers the association has at a meeting.
 - For example, a motion is made at an annual meeting to rehire a popular resident manager.
 - Generally this type of motion is ruled out of order.



Meeting preparation - *continued*

- It is usually ruled out of order because the bylaws normally delegate the authority for management of personnel to the board of directors.



Meeting preparation - *continued*

- Another example may be an attempt to repeal a controversial house rule change.
- Some associations provide that the association may overrule a house rule change by a majority present vote at a meeting.
- It is important to check the bylaws before the chair makes a ruling on the validity of the motion.



Meeting preparation - *continued*

- Here's a practical example that can cause considerable grief at an annual meeting.
- An owner makes a motion without any previous notice to amend the bylaws.
- The owner quotes the section of the state law that provides that the bylaws may be amended at any time by the vote or written consent of sixty-five percent of all apartment owners.



Meeting preparation - *continued*

- The owner also attempted to vote the proxies assigned to him by other owners.
- This is a case where attorneys for several law firms publicly stated different opinions.
- One law firm had two diametrically opposite opinions, depending upon the association!



Meeting preparation - *continued*

- Make sure that legal issues are reviewed **prior to the meeting** with the association's attorney.
- This advance planning will help ensure that the association is not "held hostage" by last minute legal research of legal issues by the association's attorney during the meeting.



Meeting preparation - *continued*

- Review the terms of the directors.
 - Most of them are staggered. (We have a couple of clients where all directors are elected every year.)
 - Make a reasonable attempt to know which director's terms are expiring and make sure the correct terms of office are used.



Meeting preparation - *continued*

- Review the terms of the directors.
 - We worked with one group recently that had no specified terms in the bylaws!
 - Even the experienced condominium attorney who lived in the association was surprised!



Meeting preparation - *continued*

- Make sure that the property manager or general manager brings enough ballots for the meeting.
 - The meeting will be stalemated if there are insufficient ballots for the voting.
 - Our checklist (See Appendix) contains a warning if the meeting is continued because of insufficient ballots.



Meeting preparation - *continued*

- Set up the chair's script so that the presiding officer knows exactly what to say at the meeting. (See Appendix)
 - We recommend that the parliamentarian prepare the script instead of a general manager or property manager.
 - The chair should be included when the script has been prepared in order to increase his/her comfort level.



Meeting preparation - *continued*

- Make all scripts EASY TO READ.
We like larger print – size 24.
- Set up meeting rules so that they are approved in advance.
 - Make sure that you “sell” these rules to the chairman and the property manager.



Meeting preparation - *continued*

- Our experience has indicated that it is better to adopt meeting rules at the start of a peaceful meeting than to attempt to adopt them during a contested debate.

- Sample meeting rules are in the Appendix.



Meeting preparation - *continued*

- Many of our clients have adopted these standing and special meeting rules PERMANENTLY.
- Owners generally accept these rules during times when there is minimal controversy.



Meeting preparation - *continued*

- The adoption of these rules and their proper use has helped to prevent or mitigate trouble at numerous meetings.



Parliamentary Opportunities Through Serving Community Associations

Meeting service



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Meeting service

- Service at an association meeting will be greatly simplified if the appropriate planning has been done.
- Make sure that you arrive early in order to resolve any unanticipated problems and review the physical layout.
- We found that arriving 30 minutes before the meeting was sufficient.



Meeting service - *continued*

- The physical layout of the meeting room and the head table is very important. This layout depends upon numerous factors.
- Some of the most common factors are:
 - the number of people to be present
 - size of the room
 - available exits
 - availability of microphones
 - types of chairs and tables



Meeting service - *continued*

- Keep about 15-25 feet between the head table and the audience.
- Make sure that you sit immediately next to the chair.
 - If the association attorney is present make sure that the attorney is next to you.
 - This permits you to act as a buffer between the attorney and the chair and also allows you to consult with the attorney on necessary legal matters.



Meeting service - *continued*

- Make sure that the presiding officer has exclusive use of a microphone.
 - A meeting can get out of control if somebody else gets the chair's microphone and refuses to relinquish it.
- **BE PROACTIVE** about an acceptable physical layout. Work at having a physical layout that increases formality.



Meeting service - *continued*

- Meet with the presiding officer and perform a “sound check.”
 - This is a check to make sure that the presiding officer can hear you without being overheard by other individuals.
 - It is performed with you sitting next to the presiding officer speaking to him/her while looking straight ahead.
 - If done properly, you will be able to speak to the presiding officer without appearing to say anything!



Meeting service - *continued*

- Make sure that you have copies of all relevant motions including a clean copy of the chair's script.
- A courtesy copy of the script should be provided to the attorney.
- We have experienced the need to impose some limits on providing advance copies of the script to other board members, the property manager, etc.



Meeting service - *continued*

- The chair will be reading from this script and it is the script must represent proper parliamentary procedure.
- Property managers and board members have been known to “micro-manage” the chair’s script.
- Remember, the **chair** is conducting the meeting and they’ve hired you to **help the chair** to conduct the meeting properly.



Meeting service - *continued*

- The script must be easy to read. We recommend large text, a font size of 24.
- We also bring a portable lectern that fits on the table. (Ours has a section for Kevlar!)
- A gavel must be handy and is an essential part of any parliamentarian's equipment.



Meeting service - *continued*

- A copy of the parliamentarian's registration certificate or card should be available if the parliamentarian's qualifications are questioned.



Meeting service - *continued*

- Make sure that meeting rules are provided to the members when they check-in.
- Make sure the meeting starts on time.
 - If there is no quorum, recess for a brief period to obtain a quorum.



Meeting service - *continued*

- During the meeting make sure that you are always there for the chair, even guiding him/her with notes if necessary.
- Experienced parliamentarians will quickly “synchronize” with the chair.
 - When synchronization occurs, the chair and parliamentarian coordinate together with minimal distractions from the chair’s function of presiding during the meeting.



Meeting service - *continued*

- RONR contains a rule that permits the chair to require long and complicated motions to be in writing.
 - (RONR page 32 lines 12-15, page 38 lines 11-16, page 101 lines 3-6).
 - Steve's rule for complicated motions (not in RONR) is, "If they have to take a breath in the middle of the motion then it is complicated!"



Meeting service - *continued*

- USE IT!



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Meeting service - *continued*

- This requirement is not well known by the general public.
- There is a time lag between the “making of a motion” and its “presentation in writing.”
- This provides the parliamentarian time to quickly check the association’s documents to make sure the motion is in order.



Meeting service - *continued*

- Advance preparation of a supplemental script that states why a motion is out of order can help move the meeting along.
- Several sample supplemental scripts are available in the Appendix.
- If the motion deals with legal matters, a written copy of the attorney's opinion may be needed.



Meeting service - *continued*

- The board of directors of an association generally has a lot of power to conduct the business of the association.
 - Motions that interfere with this power usually violate the bylaws.



Meeting service - *continued*

- The parliamentarian must be alert for these motions and ready to cite the section of the association documents that applies to the motion.
- Parliamentarians must be careful to advise the chair quickly and accurately when and how a motion violates the bylaws.



Meeting service - *continued*

- When the parliamentarian and the chair synchronize with the ruling process, the audience's perception is that the chair is knowledgeable about the proper conduct of a meeting.
- Some motions may be in order at the meeting.
- Know the difference.



Meeting service - *continued*

- The following are some motions that have actually been presented at association meetings:
 - A motion to elect directors by acclamation was ruled out of order because the bylaws required a secret ballot.
 - A motion to re-hire the resident manager was ruled out of order because it violated the bylaw that said that the board of directors had the power to hire or fire employees.



Meeting service - *continued*

- A motion to cancel a contract with the county was ruled out of order because it violated the bylaw that gave the board of directors power to negotiate and execute association contracts.
- A motion to approve the property management contract was permitted because the bylaws required that, "Operation of the association shall be managed by a responsible property management firm selected by the board of directors. The terms of each property management contract must be approved annually by a majority of apartment owners."



Meeting service - *continued*

- A motion to approve the property management contract was ruled out of order because there was no owner approval requirement in the bylaws.
- A motion to select another property management company to manage the association was ruled out of order because the bylaws provided that the board of directors was to select the property management company.



Meeting service - *continued*

- A motion to remove a member from the board of directors at an annual meeting was permitted.
 - This was in spite of the fact that the bylaws provided “an opportunity for the director to be heard” and the director was not present at the meeting.
 - The attorney was present and provided his interpretation that (a) the removal motion was permitted by law and (b) since the law provided that the removal motion could be made at the annual meeting all directors were on notice that this could occur.



Meeting service - *continued*

- The same situation that occurred above was **not permitted** in another meeting because a different attorney had a different opinion regarding the same state law!
- A motion to approve certain renovations was permitted because association approval was required for any “material structural changes.”



Meeting service - *continued*

- A motion to approve the rollover of excess funds from the current year to the future year was permitted because there is an IRS Tax ruling that requires this form of motion in order to maintain tax-free status.
 - This motion was permitted at annual meetings despite the fact that the board had exclusive responsibility for the management of the association's finances.



Meeting service - *continued*

- The parliamentarian must be prepared for motions that can occur at a meeting.
- If the motions are known or expected in advance they can be added to the chair's script or a supplemental script can be designed.



Meeting service - *continued*

- Nothing takes the place of a proper knowledge of the association's documents, a well prepared script, and a parliamentarian who is able to recognize and respond properly to any parliamentary situation.



Meeting service - *continued*

- Serving an association can be a challenging and exciting experience. However, there are many rewards (including the financial one). It has been very satisfying to enjoy the respect of the people involved with these community associations.



Parliamentary Opportunities Through Serving Community Associations

Appendices



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Appendices

- Several items are included for use in serving community associations.
- The copyright notice **specifically authorizes** the copying and use of these items by NAP Registered or Professional Registered Parliamentarians serving community associations.
- The forms may be customized as needed for your clients.



Appendices - *continued*

- Appendix "A" includes:
 - Generic Annual Meeting checklist
 - Generic Annual Meeting script
 - General Association Meeting rules
 - Handling Executive Session Issues
 - Chair's Ruling on a Motion
 - *Point of Order*
 - *Appeal*
 - Debate Time Expired
 - Debate without Motion



Appendices - *continued*

- Appendix "B" includes a list of the different events of parliamentary significance that occurred in Hawaii over a nine month period.
- There is a lot of information that can be obtained by serving community associations!



Appendices - *continued*

- Appendix "C" includes Internet links:
 - General references for condominium law.
 - Specific references for each state in District 8.
 - Restatement of warning to avoid the practice of law.



Conclusion

- The field is challenging!
- It's educational!
- You'll learn something new!
- It's fun!

