

HOA Meeting Checklist -- Alabama

Annual Meetings · Board Meetings · Quorum · Minutes

Use this checklist for every HOA meeting in Alabama. This reflects Alabama has no comprehensive HOA/planned-community meeting statute. Qualifying HOAs are organized as nonprofit corporations and governed by Ala. Code Title 10A, Chapter 3A. where it applies -- always verify against your governing documents, which may set a stricter rule. This is a governance aid, not legal advice.

PHASE 1 - BEFORE THE MEETING

DETERMINE MEETING TYPE

- | | |
|--|--|
| ☐ Annual / membership meeting | ☐ Regular board meeting |
| ☐ Special membership meeting | ☐ Special board meeting |

REVIEW GOVERNING DOCUMENTS

- | | |
|---|---|
| ☐ Declaration / CC&Rs | ☐ Confirm notice deadline & method
<i>Notice: Members must receive notice of each annual, regular, or special meeting no fewer than 30 days before the meeting.</i> |
| ☐ Bylaws | ☐ Confirm quorum requirement
<i>Quorum: The statutory default member quorum is a majority of the votes entitled to be cast.</i> |
| ☐ Adopted meeting/election rules | ☐ Confirm agenda notice requirements
<i>Agenda: Alabama law does not require an agenda for every member meeting. Notice of a special meeting must include the agenda.</i> |

PREPARE & SEND NOTICE

- | | |
|--|--|
| ☐ Notice sent by required method
<i>Mail / hand delivery / electronic as bylaws permit</i> | ☐ Notice includes: election information (if applicable) |
| ☐ Notice sent within required window | ☐ Notice includes: proxy instructions (if applicable) |
| ☐ Notice includes: date, time, location | ☐ Affidavit / proof of notice prepared |
| ☐ Notice includes: agenda items
<i>Alabama law does not require an agenda for every member meeting. Notice of a special meeting must include the agenda.</i> | |

Watch out: Do not copy last year's notice without checking whether the meeting involves an election, amendment, budget change, or director removal - those may require different notice language or a longer window.

BUILD THE QUORUM WORKSHEET

TOTAL VOTING INTERESTS

VOTES NEEDED FOR QUORUM

NOTICE SENT DATE

MINUTES RECORDER

QUORUM REQUIREMENT

The statutory default member quorum is ...

MEETING DATE / TIME

NOTICE METHOD

ELECTION REQUIRED?

Yes / No

VERIFY PROXIES (MEMBERSHIP MEETINGS)

- | | |
|---|---|
| ☐ Each proxy is signed | ☐ No conflicting / duplicate proxies |
| ☐ Each proxy is dated | ☐ Proxies logged in a proxy register |

☐ Each proxy identifies the meeting

☐ Proxy validity / expiration checked

A member may vote by proxy unless the certificate of incorporation or bylaws provide otherwise.

☐ Proxy is from an eligible voting interest

ELECTION PREPARATION (IF APPLICABLE)

☐ Candidate eligibility confirmed

☐ Who counts ballots - identified in advance

☐ Nomination procedure followed

☐ Tie procedure established

☐ Voting method determined (secret / open ballot)

☐ Ballot / proxy forms prepared

PHASE 2 - AT THE MEETING

OPENING

☐ Call meeting to order - record exact time

☐ Identify presiding officer

☐ Confirm proof of notice

☐ Identify minutes recorder

ESTABLISH QUORUM -- BEFORE ANY VOTE

OWNERS PRESENT

VALID PROXIES

TOTAL REPRESENTED

REQUIRED FOR QUORUM

QUORUM ACHIEVED?

The statutory default member quorum is ...

Yes / No

If quorum is not met: do NOT conduct member business. Call the meeting to order, announce the quorum calculation, and follow the applicable adjournment procedure. In Alabama: If a member meeting cannot be organized because a quorum is absent, the members present may adjourn the meeting to a time and place they determine. The certificate of incorporation or bylaws may provide that, upon reconvening after an adjournment for lack of quorum, the members present constitute a quorum even though fewer than the otherwise applicable quorum, if the required notice states that rule.

CONDUCT THE MEETING

☐ Follow the prepared agenda

☐ Do not vote on matters outside the agenda

Especially amendments, assessments, director removal

☐ State each motion clearly before voting

☐ Do not conduct member business at a board meeting

☐ Record who made and seconded each motion

☐ Member speaking rights observed

Open meetings: No general statutory open-meeting requirement for nonprofit boards was located.

☐ Record the exact vote count and result

EXECUTIVE / CLOSED SESSION (BOARD MEETINGS)

☐ Valid statutory basis identified before closing

☐ Entry time recorded in minutes

☐ Exit time recorded in minutes

☐ Formal vote (if any) taken in open session after reconvening

☐ Post-session summary entered in minutes where required

Executive session is not a general privacy button. "We'd rather discuss this privately" is not a statutory basis. In Alabama, permitted categories: No statutory nonprofit executive-session categories were located — governed by bylaws.

IF NO QUORUM -- ADJOURNMENT

☐ Quorum calculation announced and recorded

☐ Motion to adjourn made and passed

☐ New date / time / place announced or noted for re-notice

ADJOURNMENT

☐ Motion to adjourn made

☐ Adjournment time recorded

☐ All proxies and attendance records preserved

☐ Adjournment procedure followed

If a member meeting cannot be organized because a quorum is absent, the members presiding at the meeting shall call a special meeting to be held on a date, time, and place announced or noted for re-notice.

☐ Ballots / proxies retained

Do not discard - needed if results are challenged

PHASE 3 - AFTER THE MEETING

DRAFT MINUTES -- PROMPTLY

☐ Association name, meeting type, date, time, location

☐ Presiding officer and minutes recorder identified

☐ Proof of notice recorded

☐ Quorum calculation recorded

Owners present + valid proxies = total represented vs. required

☐ Each motion stated precisely

☐ Maker and seconder of each motion

☐ Vote count and result for each motion

☐ Election results recorded

☐ Executive session entry / exit times and any required summary

☐ Adjournment time recorded

Minutes are an official record, not a transcript. Record what was decided, not every word spoken. Avoid personal commentary. Good example: "Motion by Smith, seconded by Jones, to approve the landscaping contract for \$12,000. Passed 4-1." Bad example: "There was a long discussion and people seemed pretty divided."

RECORDS & FOLLOW-UP

☐ Minutes approved at next appropriate meeting

☐ Ballots and proxies retained

Minutes retention: Alabama requires a nonprofit corporation to maintain minutes of all meetings for a period of 7 years.

☐ Records available for member inspection as required

☐ Any required post-meeting notices sent

e.g. election results broadcast, assessment notices

☐ Action items assigned with owner and deadline

☐ Next meeting date confirmed and calendared

ALABAMA QUICK REFERENCE

Governing statute	Alabama has no comprehensive HOA/planned-community meeting statute. Qualifying HOAs are organized as nonprofit corporations and governed by Ala. Code Title 10A, Chapter 3A.
Member meeting notice	Members must receive notice of each annual, regular, or special meeting no fewer than 10 and no more than 60 days before the meeting date. The notice must state the place, if any, date, and time of the meeting and, when applicable, the means of remote participation and other information required by Sec. 10A-3A-7.05.
Agenda in notice	Alabama law does not require an agenda for every member meeting. Notice of a special meeting must state the purpose or purposes, and only business within those stated purposes may be conducted; notice of an annual or regular meeting generally need not describe its purpose unless the certificate, bylaws, or statute requires otherwise.
Member quorum default	The statutory default member quorum is a majority of the votes entitled to be cast by the applicable voting group. The certificate of incorporation or bylaws may provide a higher or lower quorum under Sec. 10A-3A-7.26, and once a member is present or represented for any purpose, the member remains present for quorum purposes for the remainder of the meeting and its adjournment unless a new record date applies.

Proxy rules	A member may vote by proxy unless the certificate of incorporation or bylaws provide otherwise. A proxy is valid for the term stated in the appointment; if no term is stated, it is valid for 11 months unless irrevocable under the statute.
If quorum fails	If a member meeting cannot be organized because a quorum is absent, the members present may adjourn the meeting to a time and place they determine. The certificate of incorporation or bylaws may provide that, upon reconvening after an adjournment for lack of quorum, the members present constitute a quorum even though fewer than the otherwise applicable quorum, if the required notice states that rule.
Board meetings open	No general statutory open-meeting requirement for nonprofit boards was located — governed by bylaws.
Board meeting notice	Regular board meetings may be held without notice unless the certificate of incorporation or bylaws provide otherwise. Special board meetings require at least two days' notice unless the certificate or bylaws provide a longer or shorter period; the notice need not state the purpose unless the governing documents require it. Current provision enacted by Act 2023-503; no 2025/2026 amendment identified.
Board quorum default	The statutory default board quorum is a majority of the number of directors specified or fixed under the certificate of incorporation or bylaws. The certificate or bylaws may establish a greater or lesser quorum, but the quorum may not be less than one-third of the specified or fixed number of directors.
Executive session	No statutory nonprofit executive-session categories were located — governed by bylaws.
Minutes retention	Alabama requires a nonprofit corporation to maintain minutes of all meetings of members, the board, and covered board committees, but Sec. 10A-3A-4.01 does not prescribe a specific retention period for those minutes. The statute expressly specifies three-year periods for certain other records, but not for meeting minutes.
Citation	Ala. Code §§10A-3A-7.01-7.30 and 10A-3A-8.20-8.26, particularly §§10A-3A-7.05, 7.22, 7.24, 7.26 and 10A-3A-8.20 et seq. Recodified/amended by Act 2023-503.

These reflect statutory defaults for Alabama and apply only when your governing documents do not specify otherwise -- your declaration and bylaws generally control. This checklist is a governance aid, not legal advice. For contested elections, amendments, director removal, or disputed voting rights, have the association's attorney review the procedure before the meeting.