

HOA Meeting Checklist -- District of Columbia

Annual Meetings · Board Meetings · Quorum · Minutes

Use this checklist for every HOA meeting in District of Columbia. This reflects D.C. Code Title 29, Chapter 4, principally Sec. 29-405.01-29-405.28 (member meetings/voting) and Sec. 29-406.20-29-406.24 (board meetings). 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: Unless the articles or bylaws provide otherwise, Sec. 29-405.05(a) requires 10-60.</i> |
| ☐ Bylaws | ☐ Confirm quorum requirement
<i>Quorum: Section 29-405.24(a) establishes a default quorum of a majority of votes entitled.</i> |
| ☐ Adopted meeting/election rules | ☐ Confirm agenda notice requirements
<i>Agenda: Not generally required. Under Sec. 29-405.05(b), an annual-meeting notice need</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>Not generally required. Under Sec. 29-405.05(b), an annual-meeting notice need not descri...</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

Section 29-405.24(a) establishes a defa...

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

Proxies are expressly authorized by Sec. 29-405.22 unless the articles/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?

Section 29-405.24(a) establishes a default...

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 District of Columbia: Under Sec. 29-405.24(e), unless the articles/bylaws provide otherwise, when an adjourned meeting reconvenes, the members present constitute a quorum even if fewer than the originally required quorum.

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: Title 29 Chapter 4 does not impose a general requirement that nonprofit-b...

☐ 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 District of Columbia, permitted categories: No statutory list of permissible executive-session subjects was identified in Title 29 Chapter 4; confidentiality/exclusion rules are primarily a matter of governing documents.

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

Under Sec. 29-405.24(e), unless the articles/bylaws provide otherwise, when an adjourned

☐ 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: Section 29-413.01(a) requires minutes as permanent records; Sec. 29-41...

☐ 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

DISTRICT OF COLUMBIA QUICK REFERENCE

Governing statute	D.C. Code Title 29, Chapter 4, principally Sec. 29-405.01-29-405.28 (member meetings/voting) and Sec. 29-406.20-29-406.24 (board meetings).
Member meeting notice	Unless the articles or bylaws provide otherwise, Sec. 29-405.05(a) requires 10-60 days' notice of each annual, regular, or special member meeting, stating date, time, place; a special meeting must state its purpose.
Agenda in notice	Not generally required. Under Sec. 29-405.05(b), an annual-meeting notice need not describe the meeting's purpose unless the articles, bylaws, or Chapter 4 require it. A special meeting must state its purpose.
Member quorum default	Section 29-405.24(a) establishes a default quorum of a majority of votes entitled to be cast, unless the articles/bylaws provide otherwise (Sec. 29-405.26). Section 29-414.04 supplies a 10% transitional default for nonprofits existing when Chapter 4 became effective.
Proxy rules	Proxies are expressly authorized by Sec. 29-405.22 unless the articles/bylaws provide otherwise. A proxy is generally valid for 11 months, up to 3 years if expressly provided.
If quorum fails	Under Sec. 29-405.24(e), unless the articles/bylaws provide otherwise, when an adjourned meeting reconvenes, the members present constitute a quorum even if fewer than the originally required quorum.

Board meetings open	Title 29 Chapter 4 does not impose a general requirement that nonprofit-board meetings be open to members. Board procedures are primarily governed by Sec. 29-406.20-29-406.24 and the articles/bylaws.
Board meeting notice	Under Sec. 29-406.22, regular board meetings require notice of date/time/place/purpose unless the articles/bylaws provide otherwise; one notice may cover a year of regular meetings. Special meetings require at least 2 days' notice unless the articles/bylaws provide a different period.
Board quorum default	Under Sec. 29-406.24(a), the default is a majority of directors in office; the articles/bylaws may authorize a quorum as low as the greater of one-third of directors or two directors.
Executive session	No statutory list of permissible executive-session subjects was identified in Title 29 Chapter 4; confidentiality/exclusion rules are primarily a matter of governing documents.
Minutes retention	Section 29-413.01(a) requires minutes as permanent records; Sec. 29-413.01(e)(3) separately requires copies for the past 3 years to be kept at the principal office (an office-copy/access requirement, not a destruction period).
Citation	D.C. Code Sec. 29-405.01, 29-405.05, 29-405.22, 29-405.24, 29-405.26, 29-406.20, 29-406.22, 29-406.24, 29-413.01.

These reflect statutory defaults for District of Columbia 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.