

HOA Meeting Checklist -- Georgia

Annual Meetings · Board Meetings · Quorum · Minutes

Use this checklist for every HOA meeting in Georgia. This reflects Georgia has no comprehensive HOA/planned-community meeting statute. Ordinary HOAs organized as nonprofits are governed by the Georgia Nonprofit Corporation Code, O.C.G.A. Title 14, Ch. 3. 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: 10-60 days before the meeting; if mailed other than first-class/registered mail/s...</i> |
| ☐ Bylaws | ☐ Confirm quorum requirement
<i>Quorum: Majority of votes entitled to be cast for HOAs organized/existing on or after Jul...</i> |
| ☐ Adopted meeting/election rules | ☐ Confirm agenda notice requirements
<i>Agenda: Member action is subject to the notice requirements of §§14-3-704 and 14-3-705;</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>Member action is subject to the notice requirements of §§14-3-704 and 14-3-705; the annua...</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

Majority of votes entitled to be cast f...

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

Unless the articles or bylaws prohibit or limit proxy voting, a nonprofit member may vote...

☐ 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?

Majority of votes entitled to be cast f...

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 Georgia: Georgia's nonprofit corporation statute requires a quorum before members may take action, but does not establish a specific statutory reduced-quorum or adjournment procedure for a meeting lacking 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: No general statutory open-meeting requirement for nonprofit boards was l

☐ 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 Georgia, 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

- ☐ All proxies and attendance records preserved
- ☐ Adjournment procedure followed

Georgia's nonprofit corporation statute requires a quorum before members may take action

ADJOURNMENT

- ☐ Motion to adjourn made
- ☐ Adjournment time recorded

- ☐ 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
- ☐ 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
- ☐ Records available for member inspection as required
- ☐ Any required post-meeting notices sent
- ☐ Action items assigned with owner and deadline
- ☐ Next meeting date confirmed and calendared

e.g. election results broadcast, assessment notices

Minutes retention: Georgia nonprofit corporations must keep minutes of all member and board actions for 10 years.

GEORGIA QUICK REFERENCE

Governing statute	Georgia has no comprehensive HOA/planned-community meeting statute. Ordinary HOAs organized as nonprofits are governed by the Georgia Nonprofit Corporation Code, O.C.G.A. Title 14, Ch. 3.
Member meeting notice	10-60 days before the meeting; if mailed other than first-class/registered mail/statutory overnight delivery, 30-60 days; special-meeting notice must describe the matter(s) for which the meeting is called.
Agenda in notice	Member action is subject to the notice requirements of §§14-3-704 and 14-3-705; the annual meeting's agenda content generally follows those notice requirements.
Member quorum default	Majority of votes entitled to be cast for HOAs organized/existing on or after July 1, 2023, unless chapter/articles/bylaws provide a higher or lower quorum. For nonprofit corporations existing before July 1, 2023, the statutory default remains 10%, unless otherwise provided. Check your bylaws and incorporation date.
Proxy rules	Unless the articles or bylaws prohibit or limit proxy voting, a nonprofit member may vote by proxy. A proxy is valid for 11 months unless a different period is expressly provided in the appointment form, and it is revocable by the member.
If quorum fails	Georgia's nonprofit corporation statute requires a quorum before members may take action, but does not establish a specific statutory reduced-quorum or adjournment procedure for a meeting lacking quorum.

Board meetings open	No general statutory open-meeting requirement for nonprofit boards was located — governed by bylaws.
Board meeting notice	Regular board meetings: no notice required by default. Special meetings: at least 2 days' notice, unless articles/bylaws provide otherwise.
Board quorum default	For a nonprofit corporation, the default board quorum is a majority of the fixed number of directors, or a majority of the prescribed number (or, if none is prescribed, the number in office immediately before the meeting) for a variable-range board. The articles or bylaws may authorize a quorum as low as one-third of the applicable number.
Executive session	No statutory nonprofit executive-session categories were located — governed by bylaws.
Minutes retention	Georgia nonprofit corporations must keep minutes of all member and board meetings as permanent records. The statute does not prescribe a separate finite retention period because the records are expressly designated permanent.
Citation	O.C.G.A. §§14-3-701-709, 14-3-704, 14-3-722, 14-3-820-825, 14-3-822. Amended by SB 148 / Ga. L. 2023, p. 419, effective July 1, 2023.

These reflect statutory defaults for Georgia 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.