HOA Meeting Checklist -- Michigan

Annual Meetings · Board Meetings · Quorum · Minutes

Use this checklist for every HOA meeting in Michigan. This reflects Michigan has no comprehensive HOA/planned-community meeting statute. HOAs organized as nonprofits are governed by the Michigan Nonprofit Corporation Act, MCL §450.2101 et seq. (Act 162 of 1982). 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
- [ ] Special membership meeting
- [ ] Regular board meeting
- [ ] Special board meeting

REVIEW GOVERNING DOCUMENTS

- [ ] Declaration / CC&Rs
- [ ] Bylaws
- [ ] Adopted meeting/election rules
- [ ] Confirm notice deadline & method
  Notice: 10-60 days. MCL §450.2404.
- [ ] Confirm quorum requirement
  Quorum: Majority of votes, unless a greater or lesser quorum is provided in the articles/…
- [ ] Confirm agenda notice requirements
  Agenda: Special-meeting notice must state the purpose; annual-meeting notice does not g

PREPARE & SEND NOTICE

- [ ] Notice sent by required method
  Mail / hand delivery / electronic as bylaws permit
- [ ] Notice sent within required window
- [ ] Notice includes: date, time, location
- [ ] Notice includes: agenda items
  Special-meeting notice must state the purpose; annual-meeting notice does not generally r…
- [ ] Notice includes: election information (if applicable)
- [ ] Notice includes: proxy instructions (if applicable)
- [ ] Affidavit / proof of notice prepared

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, unless a greater or …

MEETING DATE / TIME
_____

NOTICE METHOD
_____

ELECTION REQUIRED?
Yes / No

VERIFY PROXIES (MEMBERSHIP MEETINGS)

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

- [ ] Each proxy identifies the meeting
- [ ] Proxy validity / expiration checked
  Permitted; proxy expires after 3 years unless the proxy itself provides otherwise; revoca…
- [ ] 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	Majority of votes, unless a greater or …
QUORUM ACHIEVED?	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 Michigan: If quorum is absent, the meeting may be adjourned. If quorum was initially present and members withdraw, those remaining may continue business until adjournment. MCL §450.2415(1).

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 statutory requirement that nonprofit HOA board meetings be open to n
- [ ] 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 Michigan, permitted categories: No statutory nonprofit executive-session categories — bylaws control.

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
  If quorum is absent, the meeting may be adjourned. If quorum was initially present and me

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
  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: No specific statutory numerical retention period located.
- [ ] 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

MICHIGAN QUICK REFERENCE

Governing statute	Michigan has no comprehensive HOA/planned-community meeting statute. HOAs organized as nonprofits are governed by the Michigan Nonprofit Corporation Act, MCL §450.2101 et seq. (Act 162 of 1982).
Member meeting notice	10-60 days. MCL §450.2404.
Agenda in notice	Special-meeting notice must state the purpose; annual-meeting notice does not generally require an agenda unless the articles/bylaws or statute require it.
Member quorum default	Majority of votes, unless a greater or lesser quorum is provided in the articles/bylaws or statute. MCL §450.2415(1).
Proxy rules	Permitted; proxy expires after 3 years unless the proxy itself provides otherwise; revocable unless otherwise authorized by statute. MCL §450.2421(1)-(3).
If quorum fails	If quorum is absent, the meeting may be adjourned. If quorum was initially present and members withdraw, those remaining may continue business until adjournment. MCL §450.2415(1).
Board meetings open	No statutory requirement that nonprofit HOA board meetings be open to members. MCL §450.2521 regulates board meetings but does not create a member-attendance right.

Board meeting notice	Regular meetings: with or without notice as prescribed by bylaws. Special meetings: notice as prescribed by bylaws. MCL §450.2521(2).
Board quorum default	Majority of directors then in office, unless articles/bylaws provide otherwise; never less than 1/3 of directors then in office. MCL §450.2523(1).
Executive session	No statutory nonprofit executive-session categories — bylaws control.
Minutes retention	No specific statutory numerical retention period located.
Citation	MCL §§450.2404, 450.2415, 450.2421, 450.2521, 450.2523.

These reflect statutory defaults for Michigan 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.