

HOA Meeting Checklist -- Missouri

Annual Meetings · Board Meetings · Quorum · Minutes

Use this checklist for every HOA meeting in Missouri. This reflects Missouri has no comprehensive HOA/planned-community meeting statute. HOAs organized as nonprofits are governed by the Missouri Nonprofit Corporation Law, RSMo ch. 355. 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; 30-60 days if mailed other than first-class or registered mail. RSMo ...</i> |
| ☐ Bylaws | ☐ Confirm quorum requirement
<i>Quorum: 10% of votes, unless articles/bylaws provide a higher or lower quorum. §355.281</i> |
| ☐ Adopted meeting/election rules | ☐ Confirm agenda notice requirements
<i>Agenda: Annual/regular notice must describe matters requiring member approval; special-</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>Annual/regular notice must describe matters requiring member approval; special-meeting no...</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

10% of votes, unless articles/bylaws pr...

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
Permitted unless articles/bylaws prohibit or limit. §355.291.

- ☐ 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	10% of votes, unless articles/bylaws pr...
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 Missouri: No general special reduced-quorum procedure — governing documents and ordinary adjournment rules control.

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 right of HOA members to attend nonprofit board meetings.
- ☐ 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 Missouri, permitted categories: No statutory nonprofit executive-session categories located.

IF NO QUORUM -- ADJOURNMENT

- ☐ Quorum calculation announced and recorded
- ☐ All proxies and attendance records preserved

- ☐ Motion to adjourn made and passed
- ☐ Adjournment procedure followed
No general special reduced-quorum procedure — governing documents and ordinary adjournment rules control.

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

ADJOURNMENT

- ☐ Motion to adjourn made
- ☐ Ballots / proxies retained
Do not discard - needed if results are challenged
- ☐ Adjournment time recorded

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
- ☐ Any required post-meeting notices sent
e.g. election results broadcast, assessment notices
- ☐ Ballots and proxies retained
Minutes retention: No specific statutory numerical retention period located.
- ☐ Action items assigned with owner and deadline
- ☐ Records available for member inspection as required
- ☐ Next meeting date confirmed and calendared

MISSOURI QUICK REFERENCE

Governing statute	Missouri has no comprehensive HOA/planned-community meeting statute. HOAs organized as nonprofits are governed by the Missouri Nonprofit Corporation Law, RSMo ch. 355.
Member meeting notice	10-60 days; 30-60 days if mailed other than first-class or registered mail. RSMo §355.251(3)(1).
Agenda in notice	Annual/regular notice must describe matters requiring member approval; special-meeting notice must describe the matter(s) for which the meeting is called. §355.251(3).
Member quorum default	10% of votes, unless articles/bylaws provide a higher or lower quorum. §355.281.
Proxy rules	Permitted unless articles/bylaws prohibit or limit. §355.291.
If quorum fails	No general special reduced-quorum procedure — governing documents and ordinary adjournment rules control.
Board meetings open	No statutory right of HOA members to attend nonprofit board meetings.
Board meeting notice	Regular board meetings may be held without notice unless articles/bylaws provide otherwise; special meetings require notice as prescribed by articles/bylaws. RSMo §355.386.
Board quorum default	Majority of directors, unless articles/bylaws provide otherwise. RSMo §355.401.

Executive session	No statutory nonprofit executive-session categories located.
Minutes retention	No specific statutory numerical retention period located.
Citation	RSMo §§355.251, 355.281, 355.291, 355.386, 355.401.

These reflect statutory defaults for Missouri 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.