

HOA Meeting Checklist -- North Dakota

Annual Meetings · Board Meetings · Quorum · Minutes

Use this checklist for every HOA meeting in North Dakota. This reflects North Dakota has no comprehensive HOA/planned-community meeting statute. HOAs organized as nonprofits are governed by the North Dakota Nonprofit Corporation Act, N.D.C.C. ch. 10-33. 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: At least 5 days where no other minimum is fixed; statutory notice generally must ...</i> |
| ☐ Bylaws | ☐ Confirm quorum requirement
<i>Quorum: 10% of members entitled to vote, unless articles/bylaws provide otherwise. §10-33</i> |
| ☐ Adopted meeting/election rules | ☐ Confirm agenda notice requirements
<i>Agenda: Special-meeting notice must state the purpose; annual-meeting notice must include ...</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>Special-meeting notice must state the purpose; annual-meeting notice must include the mat...</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 members entitled to vote, unless...

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 if articles/bylaws permit; 11-month default, maximum 3 years, revocable. §10-33

☐ 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?

10% of members entitled to vote, unless...

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 North Dakota: Meeting may be adjourned for lack of quorum; if quorum was present and members withdraw, those remaining may continue until adjournment. §10-33-76.

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 member right 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 North Dakota, permitted categories: No statutory nonprofit executive-session categories located.

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

Meeting may be adjourned for lack of quorum; if quorum was present and members withdrew

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: No specific numerical retention period located.

NORTH DAKOTA QUICK REFERENCE

Governing statute	North Dakota has no comprehensive HOA/planned-community meeting statute. HOAs organized as nonprofits are governed by the North Dakota Nonprofit Corporation Act, N.D.C.C. ch. 10-33.
Member meeting notice	At least 5 days where no other minimum is fixed; statutory notice generally must be given to voting members. N.D.C.C. §10-33-68.
Agenda in notice	Special-meeting notice must state the purpose; annual-meeting notice must include the matters required by statute. §10-33-68.
Member quorum default	10% of members entitled to vote, unless articles/bylaws provide otherwise. §10-33-76.
Proxy rules	Permitted if articles/bylaws permit; 11-month default, maximum 3 years, revocable. §10-33-77.
If quorum fails	Meeting may be adjourned for lack of quorum; if quorum was present and members withdraw, those remaining may continue until adjournment. §10-33-76.
Board meetings open	No statutory member right to attend nonprofit board meetings.

Board meeting notice	Regular meetings: no notice required unless articles/bylaws provide otherwise. Special meetings: statutory notice generally 2 days, unless modified by articles/bylaws.
Board quorum default	Majority of the board unless articles/bylaws provide otherwise. N.D.C.C. §10-33-41.
Executive session	No statutory nonprofit executive-session categories located.
Minutes retention	No specific numerical retention period located.
Citation	N.D.C.C. §§10-33-39, 10-33-41, 10-33-65-10-33-68, 10-33-76-10-33-77.

These reflect statutory defaults for North Dakota 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.