

HOA Meeting Checklist -- Vermont

Annual Meetings · Board Meetings · Quorum · Minutes

Use this checklist for every HOA meeting in Vermont. This reflects Vermont Uniform Common Interest Ownership Act, 27A V.S.A. 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. §3-108(a)(3).</i> |
| ☐ Bylaws | ☐ Confirm quorum requirement
<i>Quorum: 20% unless bylaws provide otherwise. §3-109(a).</i> |
| ☐ Adopted meeting/election rules | ☐ Confirm agenda notice requirements
<i>Agenda: Required — notice must state time/date/place and agenda items, including specified</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>Required — notice must state time/date/place and agenda items, including specified propos...</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

20% unless bylaws provide otherwise. §3...

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 prohibited/limited by declaration or bylaws; absentee ballots and proxie...

☐ 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?

20% unless bylaws provide otherwise. §3...

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 Vermont: The nonprofit statute establishes the board-quorum rule but does not provide an automatic reduced-quorum or adjournment procedure for a meeting at which a quorum is absent.

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: Meetings must be open to unit owners except executive sessions.

☐ 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 Vermont, permitted categories: Only specified statutory categories, including attorney/legal matters and existing/potential litigation/mediation/arbitration/administrative proceedings; no final action may be taken in executive session.

IF NO QUORUM -- ADJOURNMENT

☐ Quorum calculation announced and recorded

☐ All proxies and attendance records preserved

- ☐ Motion to adjourn made and passed
- ☐ New date / time / place announced or noted for re-notice

- ☐ Adjournment procedure followed
The nonprofit statute establishes the board-quorum rule but does not provide an automatic

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: Vermont nonprofit corporations must keep minutes of all member and board meetings for 7 years.
- ☐ Action items assigned with owner and deadline
- ☐ Records available for member inspection as required
- ☐ Next meeting date confirmed and calendared

VERMONT QUICK REFERENCE

Governing statute	Vermont Uniform Common Interest Ownership Act, 27A V.S.A. ch. 3.
Member meeting notice	10-60 days. §3-108(a)(3).
Agenda in notice	Required — notice must state time/date/place and agenda items, including specified proposed amendments, budget changes, and removal proposals. §3-108(a)(3).
Member quorum default	20% unless bylaws provide otherwise. §3-109(a).
Proxy rules	Permitted unless prohibited/limited by declaration or bylaws; absentee ballots and proxies are expressly addressed. §3-110.
If quorum fails	The nonprofit statute establishes the board-quorum rule but does not provide an automatic reduced-quorum or adjournment procedure for a meeting at which a quorum is absent.
Board meetings open	Meetings must be open to unit owners except executive sessions.
Board meeting notice	Regular board meetings may be held without notice unless the articles, bylaws, or statute provide otherwise; special board meetings require at least two business days' notice to each director unless the governing documents provide otherwise.

Board quorum default	50% of board votes unless bylaws specify a larger number. §3-109(b).
Executive session	Only specified statutory categories, including attorney/legal matters and existing/potential litigation/mediation/arbitration/administrative proceedings; no final action may be taken in executive session.
Minutes retention	Vermont nonprofit corporations must keep minutes of all member and board meetings as permanent records.
Citation	27A V.S.A. §§3-108, 3-109, 3-110. Vermont enacted S.328 (Act 179) in 2026, signed June 18, 2026; whether it amends these meeting provisions was not independently confirmed for this guide.

These reflect statutory defaults for Vermont 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.