HOA Meeting Checklist -- West Virginia

Annual Meetings · Board Meetings · Quorum · Minutes

Use this checklist for every HOA meeting in West Virginia. This reflects West Virginia Uniform Common Interest Ownership Act, W. Va. Code ch. 36B. 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. §36B-3-108.
- [ ] Confirm quorum requirement
  Quorum: 20% unless bylaws provide otherwise. §36B-3-109(a).
- [ ] Confirm agenda notice requirements
  Agenda: Required — notice must state time/place and agenda items, including the genera

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
  Required — notice must state time/place and agenda items, including the general nature of…
- [ ] 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
20% unless bylaws provide otherwise. §3…

MEETING DATE / TIME
_____

NOTICE METHOD
_____

ELECTION REQUIRED?
Yes / No

VERIFY PROXIES (MEMBERSHIP MEETINGS)

- [ ] Each proxy is signed
- [ ] Each proxy is dated
- [ ] Each proxy identifies the meeting
- [ ] No conflicting / duplicate proxies
- [ ] Proxies logged in a proxy register
- [ ] Proxy validity / expiration checked
  Permitted — §36B-3-110 expressly authorizes duly executed proxies.

- [ ] Proxy is from an eligible voting interest

ELECTION PREPARATION (IF APPLICABLE)

- [ ] Candidate eligibility confirmed
- [ ] Nomination procedure followed
- [ ] Voting method determined (secret / open ballot)
- [ ] Who counts ballots - identified in advance
- [ ] Tie procedure established
- [ ] Ballot / proxy forms prepared

PHASE 2 - AT THE MEETING

OPENING

- [ ] Call meeting to order - record exact time
- [ ] Confirm proof of notice
- [ ] Identify presiding officer
- [ ] Identify minutes recorder

ESTABLISH QUORUM -- BEFORE ANY VOTE

OWNERS PRESENT	_____
VALID PROXIES	_____
TOTAL REPRESENTED	_____
REQUIRED FOR QUORUM	20% unless bylaws provide otherwise. §3…
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 West Virginia: Sec. 36B-3-109 establishes a board quorum of 50% unless the bylaws specify a larger percentage, but the Uniform Common Interest Ownership Act does not provide an automatic reduced-quorum or adjournment procedure when that board quorum is not met.

CONDUCT THE MEETING

- [ ] Follow the prepared agenda
- [ ] State each motion clearly before voting
- [ ] Record who made and seconded each motion
- [ ] Record the exact vote count and result
- [ ] Do not vote on matters outside the agenda
  Especially amendments, assessments, director removal
- [ ] Do not conduct member business at a board meeting
- [ ] Member speaking rights observed
  Open meetings: The Uniform Common Interest Ownership Act does not require executive-

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 West Virginia, permitted categories: Chapter 36B contains no statutory list of executive-session categories for common-interest-community boards. The general West Virginia Open Governmental Proceedings Act's executive-session rules apply to public agencies, not ordinary private common-interest-community associations.

IF NO QUORUM -- ADJOURNMENT

- [ ] Quorum calculation announced and recorded
- [ ] All proxies and attendance records preserved

- [ ] Motion to adjourn made and passed
- [ ] Adjournment procedure followed
  Sec. 36B-3-109 establishes a board quorum of 50% unless the bylaws specify a larger per
- [ ] 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
- [ ] Maker and seconder of each motion
- [ ] Presiding officer and minutes recorder identified
- [ ] Vote count and result for each motion
- [ ] Proof of notice recorded
- [ ] Election results recorded
- [ ] Quorum calculation recorded
  Owners present + valid proxies = total represented vs. required
- [ ] Executive session entry / exit times and any required summary
- [ ] Each motion stated precisely
- [ ] 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: The Uniform Common Interest Ownership Act requires the association to …
- [ ] Action items assigned with owner and deadline
- [ ] Records available for member inspection as required
- [ ] Next meeting date confirmed and calendared

WEST VIRGINIA QUICK REFERENCE

Governing statute	West Virginia Uniform Common Interest Ownership Act, W. Va. Code ch. 36B.
Member meeting notice	10-60 days. §36B-3-108.
Agenda in notice	Required — notice must state time/place and agenda items, including the general nature of proposed declaration/bylaw amendments, budget changes, and proposed officer/board-member removal. §36B-3-108.
Member quorum default	20% unless bylaws provide otherwise. §36B-3-109(a).
Proxy rules	Permitted — §36B-3-110 expressly authorizes duly executed proxies.
If quorum fails	Sec. 36B-3-109 establishes a board quorum of 50% unless the bylaws specify a larger percentage, but the Uniform Common Interest Ownership Act does not provide an automatic reduced-quorum or adjournment procedure when that board quorum is not met.
Board meetings open	The Uniform Common Interest Ownership Act does not require executive-board meetings of a common interest community to be open to unit owners. Sec. 36B-3-103 governs executive-board authority and duties, while Sec. 36B-3-108 addresses meetings of the association and does not impose an open-board-meeting requirement.

Board meeting notice	W. Va. Code Ch. 36B (Uniform Common Interest Ownership Act) does NOT establish a distinct notice period for executive-board meetings. §36B-3-108's 10-to-60-day notice window applies specifically to ASSOCIATION (membership) meetings, not board meetings — do not conflate the two. §36B-3-103 (board authority) and §36B-3-106 (required bylaws content) are both silent on a board-meeting notice window. However, for an association organized as a West Virginia nonprofit corporation, Ch. 31E (Nonprofit Corporation Act) §31E-8-822 supplies a distinct default: regular board meetings require NO notice unless the articles/bylaws provide otherwise; special board meetings require at least 2 days' notice of date, time, and place, unless the articles/bylaws set a longer or shorter period.
Board quorum default	50% unless bylaws specify a larger percentage. §36B-3-109(b).
Executive session	Chapter 36B contains no statutory list of executive-session categories for common-interest-community boards. The general West Virginia Open Governmental Proceedings Act's executive-session rules apply to public agencies, not ordinary private common-interest-community associations.
Minutes retention	The Uniform Common Interest Ownership Act requires the association to keep financial records sufficiently detailed for statutory compliance and to make financial and other records reasonably available to unit owners, but it does not prescribe a specific minutes-retention period. If the association is organized as a West Virginia nonprofit corporation, the separate Nonprofit Corporation Act requires board and member-meeting minutes to be kept as permanent corporate records.
Citation	W. Va. Code §§36B-3-108, 36B-3-109, 36B-3-110.

These reflect statutory defaults for West Virginia 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.