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Community Associations Newsletter

Quorum Requirements and Helpful Tips

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Quorum is the minimum required number of members or votes required to call a meeting to order. In anticipation of the upcoming annual meeting “season”, the purpose of this memo is to provide you with the varying quorum provisions for membership meetings in the District of Columbia, Maryland, and Virginia and to provide some helpful tips for obtaining quorum.

The DC Condominium Act defines a quorum as the presence, in person or by proxy, at a meeting, by those persons entitled to cast more than 33 $\frac{1}{3}$ % of the votes of the association. The DC Act allows condominium bylaws to provide for a larger or smaller percentage; however, the percentage may not be set less than 25% unless your condominium was created before March 1977, in which case the Act does not invalidate an existing provision of such condominium instruments.

The Virginia Condominium Act also states that a quorum is equivalent to 33 $\frac{1}{3}$ % of the votes of the association, but that an

association’s bylaws can provide for a larger or smaller percentage but cannot be less than 10%. However, it may be less than 10% if the condominium instruments were recorded prior to July 1, 1974.

For Virginia property owners associations, the Property Owners Association Act is silent, so the governing documents will control. However, if the association is incorporated, the VA Nonstock Corporation Act defers to the quorum requirements of an association’s articles of incorporation or bylaws, but if they are silent on the matter, the Act sets quorum to 10% of the votes entitled to be cast.

On the other side of the river, the Maryland Homeowners’ Association Act is also silent on quorum, so the governing documents control. However, if the association is incorporated, the general corporate statutes state that a quorum shall be a majority of all the votes entitled to be cast at a meeting; however, an association’s charter/articles of incorporation can define a quorum differently.

The default quorum requirement for Maryland condominiums is 25% of the total number of votes of the association, but a condominium's bylaws can provide otherwise. Fortunately, the Maryland Condominium Act has a mechanism that reduces quorum at a subsequent meeting, provided that certain notice procedures are followed. We have many Maryland condominium association clients who follow this procedure and hold the reconvened meeting on the same evening as the originally scheduled meeting, which can guarantee a quorum on the evening of the original annual meeting. If you are interested in learning more about this process, please contact us.

In Virginia, the General Assembly modified the Condominium Act to set forth a procedure whereby a condominium association can petition the circuit court for a reduction in quorum for one meeting of the members. The association has to show the court that for the last three successive years, the association has failed to hold an annual meeting because a quorum was not present. The court then enters an order that reduces quorum for the next annual meeting for the election of directors. If you are interested in learning more about this process, please contact us.

If your association is struggling to get a quorum for membership meetings, here are some techniques that you can try that may draw more owners.

Once the proxies are mailed out to the members, volunteers should be tasked with contacting their neighbors and friends in the community to get proxies turned in early. Proxies should be available in community areas that have high traffic (e.g. the pool or the mail room), and reminders should be regularly sent up until the date of the meeting.

While the main purpose of the annual meeting is to elect directors, inviting guest speakers or offering food/beverages or door prizes may also provide additional incentives for members to attend. For example, one of our clients routinely has local and state politicians/officials present at its annual meetings to speak with the members about topics of local interest. Also, we have known some associations to request donations from their contractors to give away as door prizes to members whose names are drawn at random at the meeting. And, providing food/beverages or scheduling a casual social event immediately after the meeting can create a social atmosphere to what may otherwise feel like an administrative commitment – people will come for the meeting and stay for the community event.

We understand that it can be frustrating to go a number of years without a quorum, so we would be happy to discuss these strategies and others that you can implement to assist you in getting a quorum present at your next membership meeting.