



KEOUGH
MOODY

**June 2017
Newsletter**

Welcome Summer!

Hard to believe that it is already June. Where has the time gone? We are finally feeling settled in our new office space. Summer is a great time to be in downtown Naperville. We are excited that the beautiful weather has also brought Dawn Moody back from maternity leave! While she is not yet back in the office full time, she is back overseeing K&M's collection department. We hope you help us in welcoming Dawn back! We are also pleased to have hired a new attorney, Robert Quaid.



We are taking some time off from conducting our in-house seminars. Like you all, we want to enjoy these summer evenings. However, if you have any ideas for a seminar topic when we return from our summer hiatus, please let us know. You can reach me at cmk@kmlegal.com or (630)369-2700 extension 211. Thank you for your continued support!

Chuck Keough

Meetings 101

Every association conducts meetings. We have seen over the years that often there is confusion as to the different kinds of meetings that are conducted. Is it a board meeting? Is it a membership meeting? If it is a board meeting, why are members invited? What are the notice requirements? Can we act by proxy? The answers to these questions depend on the type of meeting the association is hosting.

A board meeting is one where the primary purpose is to allow the board of directors to conduct business. A board meeting can be called with only 48 hours' notice. The method of notice given is determined by the type of association and the terms of the association's governing documents. It is very important for the board of directors to be sure that notice is properly given. The notice must be given to the members of the board and the members of the association. A quorum of the board, not the members, must be present at any duly called board meeting, where business is

conducted. Hence, it is a properly called board meeting if no members other than the members of the board attend the meeting, so long as a quorum of the board is present.

At board meetings, only members of the association may attend. Non-members, including tenants, are not allowed to attend, except if invited by the board of directors. Members of the board may attend and participate at a board meeting through the use of a conference telephone or other communications equipment, so long as all persons participating in the meeting can communicate with one another. Participation via conference call does constitute attendance and presence so as to count towards the quorum. Members of the board may not act via proxy at a board meeting.

At board meetings, it is the board of directors that controls all that is done at the meeting. After all, the purpose of such a meeting is to ensure that the board conducts the business it deems necessary. While members of the association must be allowed to attend open meetings of the board, for condominium associations and associations not bound by the Common Interest Community Association Act, the board does not have to allot time at the meeting for owners or members to speak. Even though it may not be legally required, most times, the board should allot time for an owner forum. The Common Interest Community Association Act does require that every board meeting reserve a portion of the meeting for comments by the members. Yet, the board can limit the duration and it can determine when this opportunity is given.

Finally, all meetings of the board are open to the members, unless the topics to be discussed include:

1. Pending, probable or imminent litigation;
2. Appointment, employment, engagement, or dismissal of an agent, employee, independent contractor, or provider of goods and services;
3. Interviews of agents, employees, independent contractors or other providers of goods and services;
4. Violations of rules and regulations;
5. Non-payment of a unit owner's share of common expenses; and
6. Consultation with the association's legal counsel.

While the topics may not have to be discussed in an open meeting, any votes related to these matters must be done in an open meeting.

A membership meeting is a meeting where the primary purpose is for the members to take action or to vote. A membership meeting may be the annual meeting; a meeting called for the purpose of voting on an amendment to the association's declaration; a meeting called to remove a member of the board of directors; or a meeting seeking to overturn a special assessment adopted by the board of directors. Notice of membership meeting must be given at least 10 days and no more than 30 days in advance of the scheduled meeting. Like the board meetings, the association must be sure that how notice is given is consistent to the association's governing documents. Membership meetings can be called by the board or by the required percentage of the members.

To take action at a membership, a quorum of the members of the association must be present at the meeting. Unlike at board meetings, the members of the association can act at a membership meeting by proxy, so long as such action is not prohibited by the association's governing documents. It is not uncommon that at a membership meeting, the President of the Association presides over the meeting. However, members can and do have a more active participation role. Regardless of the type of meeting, minutes of the meeting must be kept. Like most rules, there is an exception to this rule. Minutes are not required and in fact should not be kept for those portions of the meeting of the board of directors that are not open to the members. The minutes from a board meeting are approved by a vote of the board of directors. Minutes from a membership meeting are approved by the vote of the members.

Is Your Association Leasing a Unit?

As a friendly reminder, if your Association has taken possession of a unit pursuant to an order of possession, please remember that the Association's right to lease the unit has certain limitations. Specifically, the Forcible Entry and Detainer Act, which governs the order of possession, provides that there is a specified amount of time in and through which the unit may be leased, without further order of Court. If this time has expired, the Association must seek Court approval to continue the lease the unit. As such, if your Association is leasing any units, we recommend contacting our office to confirm that the Association is acting in strict accordance with the law. Please contact Dawn Moody at (630)369-2700 extension 207, or via e-mail at d1m@kmlegal.com with any questions or concerns regarding this or any other collection issue.

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