



**CONDO LAW**  
FOR ALBERTANS

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## Election to a condominium board

A condominium board of directors (known as the board) is a group of individuals. They are normally elected each year by unit owners to run the condominium corporation. Board members can also be selected for the board in a different way – for example, by appointment. Board members meet regularly to do the corporation's business. Answers to some frequently asked questions include:

### Who can be board members?

Board members are usually the unit owners with the respective condominium, but they do not need to be. Unless the bylaws say otherwise, at least 2/3 of board members must be unit owners or mortgagees (money mortgage lenders). The bylaws will often provide further guidance on who can be on the board. For example, some bylaws may:

- establish rules for multi-owner units (for example, if a condominium unit has more than one owner, then only one of them can sit on the board at a time).
- establish restrictions on who can be on the board (for example, board members must be at least 18 years old or unit owners who have not paid their monthly contributions cannot sit on the board)
- allow renters or relatives of owners to sit on the board.
- allow external members to sit on the board (for example, a lawyer, accountant, or a representative from the condominium corporation's property management company).

### How many people can be on the board?

The bylaws will often establish how many people can be on the board. For example, some bylaws will specify that at least 3 people but not more than 7 can be on the board.

### How are board members elected?

Board members are normally elected at the Annual General Meeting (AGM). Election procedures are outlined in a condo corporation's bylaws and may include rules on:

- Nominations
- Eligibility requirements for board members

- The number of members who must be owners
- Whether non-members can serve and if so, their eligibility
- Term of service
- Whether board members can serve consecutive terms
- Qualifications of board members
- Duties and responsibilities of board members
- Procedures for electing board members and appointing officers
- Procedures for removing board members
- Other criteria for choosing board members



#### TIP

Within 30 days after the AGM, the corporation must register a Notice of Change of Directors at the Alberta Land Titles Office, listing the names and addresses of board members. Changes to the list of board members' names and addresses must be registered at the Alberta Land Titles Office through the Notice of Change of Directors. If a change occurs between elections (for example, a vacancy or removal of a board member), then the corporation may at any time after that change file a Notice of Change of Directors at the Alberta Land Titles Office.

## How can new board members learn about their roles and responsibilities?

Some condo boards have orientations for their new members to explain how the board works in the best interest of the owners and carries out its duties under the *Condominium Property Act*. The board may have previous/current board members explain their roles and responsibilities. New members may also wish to review the past 12 months of board minutes to get up to speed on the business of the board. New members should always ask questions if they need clarification on any board roles, responsibilities, or business. For more general tips, new board members can also refer to our ***Checklist for first time board members***.



#### TIP

New board members have a duty to avoid any conflicts of interest that may arise while conducting the business of the board. This means timely disclosure of any real or potential conflict and not voting on any matter that creates the conflict.

## How are board positions determined?

Most bylaws provide for the selection of the officers (also known as board executives) when board members meet for the first time after their election at an AGM. The officers' duties vary depending on what the bylaws says, or what the board assigns to them, but usually are as follows:

President	Vice-president	Secretary	Treasurer
<ul style="list-style-type: none"><li>• Manage the daily business of the corporation</li><li>• Prepare the agenda and chair the board meetings</li><li>• Cast the deciding vote in a tie vote</li></ul>	<ul style="list-style-type: none"><li>• Assist the president as needed</li><li>• Fulfill the president's duties if he or she is absent or disabled, such as manage the daily business of the corporation and chair the board meetings</li></ul>	<ul style="list-style-type: none"><li>• Take minutes at board meetings</li><li>• Maintain records of board meetings</li><li>• Handle correspondence for the corporation</li><li>• Carry out the secretary's duties under the direction of the president and board</li></ul>	<ul style="list-style-type: none"><li>• Receive and deposit funds</li><li>• Properly account for the condo corporation's funds</li><li>• Present a full detailed account of receipts and disbursements, as the board directs</li><li>• Prepare financial statements and budgets</li></ul>

Some boards have less than 4 officer positions. For example, they may combine the treasurer and secretary position. A board may delegate some of the executive members' duties (for example, bookkeeping, record management) to a condominium manager or management company. If a board has less than 3 people, the members can perform the duties of the officers in any way they wish.

## How long can board members be in office?

The condo's bylaws provide guidance, as some bylaws will allow board members to be re-elected and serve for consecutive terms. Others place restrictions on board members' length of service before someone new has to be elected. Once elected, board members will generally remain in office until the next AGM or until one of the following events occur:

- the member's spot becomes vacant
- the member resigns
- the member is removed
- the member's term of office expires

## How can a board member's spot become vacant?

Some bylaws will specify what a vacancy is. For example, some bylaws will specify that a vacancy occurs if a board member:

- becomes bankrupt under the *Bankruptcy and Insolvency Act* (Canada)
- is more than 30 days in arrears (late) in their condo contributions
- is a represented adult or is the subject of a certificate of incapacity
- is convicted of an indictable offense
- resigns by serving a written notice to the corporation
- is absent from 3 consecutive board meetings without the board's permission and it has been determined at a subsequent board meeting that the member's office is vacated

When a vacancy occurs and the bylaws allow for it, the board can appoint someone to fill the member's spot until the remainder of that member's term.

## How can a board member be removed?

Some bylaws will outline when a condo corporation can remove a board member. For example, some bylaws may specify that a condo corporation can remove a member by resolution at a general meeting and appoint someone else to fill the member's spot until the remainder of that member's term.

## Can boards create committees?

Unless the bylaws say otherwise, condo boards can establish committees to get things done. Some boards establish committees for specific tasks, such as landscaping or communications. These committees are often made up of unelected owners who have an interest in a particular aspect of the condominium along with some board members. Committees of the board typically report to the board regarding their tasks. Working on a committee is a good way for owners to become more involved in their condominium corporation. Serving on a board committee is also good training for potential board members and helps them determine if being on a board is right for them.



### TIP

Boards should ensure that all major decisions are still made by the entire board. No individual board member or committee can make decisions for the board. It is a good idea that a board member be assigned to work on a committee or be the board liaison for the committee to ensure there is ongoing communication with the board.