



HARRIS ESTATES HOMEOWNERS ASSOCIATION, INC. BYLAWS

Article II: Meeting of the Members

Section 1 – Annual Meetings

Annual meetings must explicitly allow **virtual and hybrid formats**. Georgia law (HB 220 and O.C.G.A. § 14-3-705) permits electronic participation, but the current bylaws are silent, creating risk if the board holds virtual meetings without authorization.

Section 2 – Special Meetings

The requirement to hold petitioned special meetings *“within thirty (30) days of the date of the petition”* is incompatible with statutory notice windows (10–21 days). The document notes this creates *“a logistical squeeze and potential statutory violation.”*

Recommended fix: schedule special meetings **45–60 days after petition verification**.

SB 406 requires reasonable access, meaning special meetings must be held **within the county** or via **accessible virtual platforms**.

Section 3 – Notice of Meetings

Major compliance issues:

- **7-day notice for special meetings is illegal**; Georgia law requires **10–60 days**.
- Physical-mail-only notice violates HB 220, which allows **electronic notice with written consent**.
- Notices must include **specific agenda items**, not just time and place.
- Virtual meetings must include **connection details**.

Required fixes: authorize email notices, increase notice periods, and expand required notice content.

Section 4 – Waiver of Notice

Electronic waivers are now permitted under Georgia’s UETA; this section has been modernized accordingly.

Section 5 – Quorum

The one-third quorum rule is valid, but:

- Suspended voting rights must follow HB 220: only owners delinquent on **regular or special assessments** may be excluded.
- Virtual attendees must count toward quorum.
- A typographical error creates an incomplete sentence and must be corrected.

Section 6 – Adjournment

The bylaws incorrectly state that **no additional notice is required** for reconvened meetings. Under O.C.G.A. § 14-3-705, notice is required unless the reconvened meeting's date/time/location is announced before adjournment.

HB 220 requires suspended owners to be excluded from adjournment voting baselines. SB 406 requires detailed minutes documenting adjournment votes and reconvened meeting details.

Section 7 – Proxy

Proxies must be modernized:

- Email and electronic proxies must be authorized under UETA.
- Proxies must follow the **11-month statutory validity rule**.
- Later-dated proxies automatically revoke earlier ones.

Current language referencing “facsimile” is outdated.

Section 8 – Action Without a Meeting

Key issues:

- Written ballots must explicitly include **electronic ballots** under HB 220.
- Ballots are irrevocable unless governing documents allow revocation.
- Quorum calculations must exclude suspended votes under HB 220.
- SB 406 requires strict record retention, including electronic audit logs.

Section 9 – Order of Business

Robert's Rules must be subordinate to **Georgia statutory law**, which is currently omitted from the hierarchy.

HB 220 requires suspended owners to be excluded from rule-suspension votes. Suspending parliamentary rules requires a **two-thirds vote**, not a simple majority.

SB 406 requires procedural clarity for virtual/hybrid meetings.