

ISSUE #1

Section 1: [Article IV, Section 5] Removal of Directors Only by Unanimous Board Vote

A member of the Board of Directors may be removed from office prior to the expiration of their term only for felony conviction and only by a unanimous vote of the remaining members of the Board of Directors; unit owners shall have no power to remove a Director at a special meeting.

MARKUP #1 ->

Section 2: [Article III, Section 4] Special Meetings Called Only by President

Special meetings of the Members of the Association may be called only by the President of the Association or by a majority of the Board of Directors, and the Board shall not be required to call a special meeting upon petition of the Members.

Section 3: [Article V, Section 9] Board Action by Informal Email Without Unanimous Consent

The Board of Directors may take any corporate action, including levying special assessments or approving contracts, outside of a noticed Board meeting by a simple majority of Directors replying via email or text message, without prior notice to unit owners.

MARKUP #1 · SUBJECTIVE OR OVERBROAD WORDING

BOARD & COUNSEL REVIEW

Sec. Article IV, Section 5 (p. 1): Eliminating the unit owners' statutory right to remove a member-elected director with or without cause violates K.S.A. 58-4618.

Statutory / Legal Reference: K.S.A. 58-4618

Statutory Comparison: Under K.S.A. 58-4618(a), unit owners present in person, by proxy, or by absentee ballot at any meeting of the unit owners at which a quorum is present may remove any member of the board of directors and any officer elected by the unit owners, with or without cause, if the number of votes cast in favor of removal exceeds the number of votes cast in opposition to removal.

CURRENT WORDING IN DOCUMENT:

[Article IV, Section 5] Removal of Directors Only by Unanimous Board Vote - A member of the Board of Directors may be removed from office prior to the expiration of their term only for felony conviction and only by a unanimous vote of the remaining members of the Board of Directors; unit owners shall have no power to remove a Director at a special meeting.

SAMPLE DISCUSSION WORDING (FOR HOA ATTORNEY REVIEW):

Amend Section Article IV, Section 5 ([Article IV, Section 5] Removal of Directors Only by Unanimous Board Vote - A member of the Board of Directors may be removed from office prior to the expiration of their term only for felony conviction and only by a unanimous vote of the remaining members of the Board of Directors; unit owners shall have no power to remove a Director at a special meeting.) to conform with K.S.A. 58-4618 and the manual attorney audit recommendations for Kenilworth Homes Association.