

Procedures for the Annual Meeting of the XXX Cluster Corporation, and the First Board Meeting Thereafter

date

The annual meeting, traditionally held at xxx, is a meeting of the XXX Cluster Corporation. (It is *not* a meeting of the cluster board.) Various sections of the By-Laws govern the requirements for this meeting and the first board meeting thereafter:

Annual Meeting of Members:

1. The meeting is required to be held in Fall.
2. Written notice of the meeting must be provided to all members (including absentee owners) “not less than ten or more than fifty days before the date of the meeting.”
3. The meeting is held “for the purpose of electing directors of the Board, and for the transaction of such other business as may come before the meeting.” Two directors’ terms expire at each annual meeting.
4. The meeting should be run by the President of the corporation.
5. Minutes should be taken.
6. For business to be conducted (such as the election of directors), a quorum is needed. “Members holding one-fifth of the total votes shall constitute a quorum at any meeting.” One-fifth of xx is xx. (Attendance should be recorded via a sign-in sheet, which then becomes part of the minutes.)

First Board Meeting after the Annual Meeting:

1. “The Board of Directors shall elect, by a majority vote, a director to be Chair, for a one-year term.”
2. “The officers of the corporation shall be elected annually by the Board of Directors at the first Board meeting following the annual meeting of the members of the corporation.” [“The officers of the corporation shall be a President, one or more Vice Presidents (the number thereof to be determined by the Board of Directors), a Secretary, and a Treasurer.”]