

Condo Smarts

Headline: How do we choose council executive?

Topic: Strata Council

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Dear Tony: We have run into a problem with our strata council executive. At our annual general meeting we elected the president and the treasurer so the owners would have input into the positions. Our president has just sold his strata lot and now we have no president and there is a dispute in our strata over how the position is replaced. This seems like a silly dispute, but owners insist that we must call a special general meeting to elect a new president and the remaining council members declare it is their right to appoint a vacancy. Perhaps if you could explain the process that might help us resolve the dispute and move on quickly.

Tara M Burnaby

Dear Tara: The number of council members, council eligibility, how you elect executive council members, the term of office of council members and what happens if there is a vacancy created, are all matters that are addressed through your bylaws. The Schedule of Standard Bylaws of the *Strata Property Act* establish the following:

- The number of council members, minimum of 3 maximum of 7, who are elected at the annual general meeting for a one year term which terminates at the end of the next annual general meeting.
- The executive positions of president, vice president, treasurer and secretary which are determined by the new strata council at a council meeting, by majority vote.

Any council member may be elected to an executive position and elected to more than one position other than the president or vice president. If there is a vacancy, the remaining council members by majority vote may fill that position from any person eligible to be elected or appointed to council. If all the council members have resigned, 25% of the owners may agree to give notice of a special general meeting to elect a new council.

Bottom line, unless your bylaws have been amended, the owners at a general meeting elect council members and then at the first strata council meeting the council members elect amongst themselves who will hold what executive positions. Don't be misled by the term executive officer or executive position. Other than chairing meetings and an additional casting ballot in the event of a majority vote tie, the president and vice president have no special powers or authority. They vote on resolutions in the same manner as any other strata council member. Council members only have authority if the council have voted to delegate authority to a single council member, and that decision along with the delegation of authority is recorded in the minutes.

If your bylaws have been amended, which is more common in large communities, it is possible to elect the president or other executive positions at the AGM if they are identified in the bylaws; however, there are pitfalls to this model. While it may give the owners greater input into the person acting as your president, how do you replace the president if they cease to be eligible to act as a council member, or they are in violation of a bylaw owing strata fees or special levies, or they are unable to act or no longer an owner due to a sale, or they end up acting like a tyrant and place the corporation in jeopardy? It may require a special general meeting which may be a significant cost and disruption to the strata corporation. If your strata corporation is considering a bylaw to permit owner election of executive positions, the bylaws should also address the contingency plan when those positions become vacant.

In Tara's strata corporation, they simply added a bylaw that required the president to be elected at the Annual General Meeting, no procedure was contemplated to fill the position of the president, and they may be required to hold a special general meeting for the election.