

Board Vacancy Checklist

Florida associations · Section 720.306(9) and Section 718.112(2)(d)10., F.S.

Work through these in order when a seat opens mid-term. Both statutory defaults begin with the words “unless otherwise provided in the bylaws,” so your own documents come first.

☐ Establish what created the vacancy

Resignation (617.0807, effective when delivered unless it names a later date), death, 90-day delinquency (720.306(9)(b) and 718.112(2)(p) deem the seat abandoned by operation of the statute), removal on a criminal charge (720.3033(4) and 718.112(2)(q)), or recall. A suspension for missing the education deadline is NOT a vacancy: the board may fill it only temporarily and the seat returns to the suspended director on compliance.

☐ Read the bylaws before the statute

Both 720.306(9)(c) and 718.112(2)(d)10. are defaults that yield to the bylaws. Older bylaws often say something different: the runner-up takes the seat, the seat stays open until the annual meeting, or the members fill it. Write down what yours say: _____

☐ Recall vacancy? Stop and use the recall track instead

Less than a majority removed: the remaining directors fill by majority vote, and 720.303(10)(e) allows it notwithstanding any contrary provision in the association documents. A majority or more removed: an HOA's seats are filled by the members voting in favor of the recall, while a condominium follows procedural rules adopted by the division.

☐ Confirm eligibility BEFORE the vote

Felony conviction bars board membership in both chapters unless civil rights have been restored for at least 5 years. In a residential condominium of more than 10 units, co-owners of the same unit may not serve at the same time unless they own more than one unit. The delinquency bars are written around candidacy, but a sitting member more than 90 days delinquent abandons the seat, so appointing a delinquent owner is not worth the exposure.

☐ Put it on a properly noticed board agenda

Neither chapter sets any special notice period or deadline for filling an ordinary vacancy. The ordinary board meeting notice rule applies: 48 hours posted or 7 days mailed for an HOA, 48 continuous hours for a condominium. Meeting date: _____

☐ Take the vote the statute allows

An affirmative vote of the majority of the remaining directors, even if the remaining directors constitute less than a quorum, or by the sole remaining director. The board may hold an election instead: an HOA follows its governing documents, a condominium follows the statutory election procedure unless it governs 10 units or fewer and has opted out.

**Record it in the minutes**

Name, date, and the seat being filled. For an HOA, 720.303(3) requires the vote or abstention of each director present to be recorded. In a condominium, 718.111(1)(b) presumes a director present assented unless he or she voted against or abstained, so the minutes are the only place that is recorded. Appointee:

_____ Date: _____

**Write down the term you just filled**

Unless the bylaws provide otherwise, the appointee serves the UNEXPIRED TERM of the seat, under 720.306(9)(c) and 718.112(2)(d)10. The next-annual-meeting rule in 617.0809(3) is the general not-for-profit default and is displaced here. Seat expires: _____

**Start the 90-day education clock the same day**

Both certification statutes read “elected or appointed.” HOA: 720.3033(1)(a), certificate due within 90 days after appointment. Condominium: 718.112(2)(d)5.b., the written certification and educational certificate due within 1 year before appointment or 90 days after. A director who misses it is suspended until they comply. Deadline: _____

**File it in the official records**

The minutes and the new director's educational certificate are official records. An HOA retains each director's certificate for member inspection for 5 years after the director's election; a condominium retains the written certification and educational certificate for 7 years or the duration of uninterrupted service, whichever is longer.

**Remember what a mistake does and does not do**

720.306(9)(b) provides that the validity of any board action is not affected if a person is later determined to have been ineligible, and 720.3033(1)(c) says the same for a missing certificate. The condominium counterpart, 718.112(2)(d)3., is narrower and covers ineligibility due to a felony conviction. Fix the seat; do not redo the votes.

