

QUESTION BRIEF

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# Quorum Requirements

Board of Directors



## State Findings Summary

Answers are derived from direct analysis of statutory text. "Not Addressed" indicates the statute does not contain provisions relevant to this question; this does not imply prohibition.

STATE	STATUS	ANSWER SUMMARY	CITATIONS
<b>Alabama</b> AL	Addressed	Most cooperatives require that quorum requirements be outlined in their bylaws, with agricultural cooperatives not specifying a percentage, while utility cooperatives mandate a minimum of three percent of members present or voting. This highlights a key difference, as utility cooperatives have a defined threshold, whereas agricultural cooperatives leave it more flexible.	4
<b>Florida</b> FL	Addressed	Most cooperative types require a majority of members or board members to be present for meetings to conduct business, with agricultural cooperatives needing a majority vote for bylaw changes. However, mutual insurance cooperatives allow for a quorum of at least one-third of directors, indicating some flexibility in quorum requirements across different cooperative types.	5
<b>Georgia</b> GA	Addressed	Most cooperative types allow organizations to define their own quorum requirements in their bylaws, with agricultural cooperatives having flexible provisions. Credit unions require a majority of directors for a quorum, while utility cooperatives need a majority of directors and at least 10% of voting members for member meetings, highlighting a stricter approach for credit unions.	4
<b>Louisiana</b> LA	Addressed	Most cooperative types allow their bylaws to specify the number of members needed for a quorum, with agricultural, seafood, and credit unions having flexible requirements. In contrast, both educational and electric cooperatives set a standard quorum at five percent of members present, though they allow for adjustments in their bylaws. This highlights a general trend towards member flexibility while maintaining a minimum participation threshold for decision-making.	5
<b>Mississippi</b> MS	Partially Addressed	Most cooperative types require their bylaws to specify the number of members or directors needed for a quorum at meetings. Agricultural cooperatives allow for a quorum to be established by those present at a reconvened meeting, even if fewer than a majority attend, while credit unions do not have a set number or percentage for quorum requirements in their laws.	2
<b>South Carolina</b> SC	Addressed	Most cooperative types require a majority vote for decision-making, with specific quorum rules varying by type. Agricultural cooperatives do not define quorum numbers for board meetings, while utility cooperatives require at least five percent of members present for meetings. Mutual insurance cooperatives allow business to proceed with a majority of those present, without additional quorum restrictions.	3
<b>Texas</b> TX	Addressed	Most cooperative types allow their bylaws to determine the quorum requirements for board meetings, providing flexibility for organizations to set their own rules. However, credit unions have a specific requirement that mandates a two-thirds vote of directors present at a meeting with a quorum to amend their articles or bylaws, indicating stricter governance compared to other cooperative types.	3

## Appendix: Full Citations by State

### Alabama (AL)

Addressed

Most cooperatives require that quorum requirements be outlined in their bylaws, with agricultural cooperatives not specifying a percentage, while utility cooperatives mandate a minimum of three percent of members present or voting. This highlights a key difference, as utility cooperatives have a defined threshold, whereas agricultural cooperatives leave it more flexible.

#### Citations:

##### 2-10-57 Amendments to articles of incorporation

Agricultural Associations agricultural

[View Source](#)

##### 2-10-58 Provisions of bylaws

Agricultural Associations agricultural

[View Source](#)

##### 2-10-92 How association may be formed; amendments to articles of incorporation

Agricultural Associations agricultural

[View Source](#)

##### 37-6-9 Qualifications for membership; meetings; voting

Electric Cooperatives and Rural Telephone Service utility

[View Source](#)

### Florida (FL)

Addressed

Most cooperative types require a majority of members or board members to be present for meetings to conduct business, with agricultural cooperatives needing a majority vote for bylaw changes. However, mutual insurance cooperatives allow for a quorum of at least one-third of directors, indicating some flexibility in quorum requirements across different cooperative types.

#### Citations:

##### 618.09 Bylaws.

Agricultural Cooperative Marketing Associations agricultural

[View Source](#)

##### 425.09 Members.

Rural Electric Cooperatives electric

[View Source](#)

##### 425.10 Board of trustees.

Rural Electric Cooperatives electric

[View Source](#)

##### 628.221 Bylaws of mutual insurer.

Stock and Mutual Insurers mutual insurance

[View Source](#)

**628.721** Bylaws.

Stock and Mutual Insurers

mutual insurance

[View Source](#)**Georgia (GA)**

Addressed

Most cooperative types allow organizations to define their own quorum requirements in their bylaws, with agricultural cooperatives having flexible provisions. Credit unions require a majority of directors for a quorum, while utility cooperatives need a majority of directors and at least 10% of voting members for member meetings, highlighting a stricter approach for credit unions.

**Citations:****2-10-86** Adoption of bylaws; authorized provisions

Cooperative Marketing Act

agricultural

[View Source](#)**2-10-86** Adoption of bylaws; authorized provisions

Cooperative Marketing Associations

agricultural

[View Source](#)**7-1-656** Directors; duties; meetings; quorum; voting; prohibited activities

Credit Unions

credit union

[View Source](#)**46-3-296** Quorum of directors; action by majority vote; conducting of meetings of board or committees by conference calls

Georgia Electric Membership Corporation Act

utility

[View Source](#)**Louisiana (LA)**

Addressed

Most cooperative types allow their bylaws to specify the number of members needed for a quorum, with agricultural, seafood, and credit unions having flexible requirements. In contrast, both educational and electric cooperatives set a standard quorum at five percent of members present, though they allow for adjustments in their bylaws. This highlights a general trend towards member flexibility while maintaining a minimum participation threshold for decision-making.

**Citations:****3:78** By-laws; contents

Agricultural Co-operative Associations

agricultural

[View Source](#)**12:450** Bylaws

Cooperative Sea Food Marketing Law

seafood

[View Source](#)

**6:641** Organization; act of incorporationCredit Unions credit union[View Source](#)**17:2809** Membership; annual meeting; special meetings; place of meeting; notice; quorum; votingEducational Purchasing Cooperative Law educational[View Source](#)**12:408** MembersElectric Cooperatives electric[View Source](#)**Mississippi (MS)****Partially Addressed**

Most cooperative types require their bylaws to specify the number of members or directors needed for a quorum at meetings. Agricultural cooperatives allow for a quorum to be established by those present at a reconvened meeting, even if fewer than a majority attend, while credit unions do not have a set number or percentage for quorum requirements in their laws.

**Citations:****81-13-5** Filing, contents, and amendment of bylawsCredit Unions credit union[View Source](#)**79-19-17** BylawsMississippi Agricultural Cooperative Marketing Associations agricultural[View Source](#)**South Carolina (SC)****Addressed**

Most cooperative types require a majority vote for decision-making, with specific quorum rules varying by type. Agricultural cooperatives do not define quorum numbers for board meetings, while utility cooperatives require at least five percent of members present for meetings. Mutual insurance cooperatives allow business to proceed with a majority of those present, without additional quorum restrictions.

**Citations:****38-19-60** Quorum for conduct of business at annual meeting; form and approval of voting proxiesDomestic Mutual Insurers mutual insurance[View Source](#)**33-49-430** QuorumElectric Cooperative Act utility[View Source](#)

**33-47-810** Bylaws

Marketing Cooperative Associations

agricultural

[View Source](#)**Texas (TX)**

Addressed

Most cooperative types allow their bylaws to determine the quorum requirements for board meetings, providing flexibility for organizations to set their own rules. However, credit unions have a specific requirement that mandates a two-thirds vote of directors present at a meeting with a quorum to amend their articles or bylaws, indicating stricter governance compared to other cooperative types.

**Citations:****251.053** Bylaws

Cooperative Associations

unincorporated associations

[View Source](#)**52.052** Contents

Cooperative Marketing Associations

agricultural

[View Source](#)**122.011** Amendment of Articles of Incorporation or Bylaws

Texas Credit Union Act

credit union

[View Source](#)