

AT A GLANCE:

Most Florida condominium associations are corporations.

Directors and Officers must act in the best interests of the association at all times.

Directors and Officers have a duty to get the facts needed to make informed decisions.

When Directors and Officers fail to act when necessary, they may violate their duty of care.

WHEN IGNORANCE IS NOT AN EXCUSE: SERVING AS A CONDO ASSOCIATION'S DIRECTOR OR OFFICER

Virtually all condominium associations in Florida are organized as either for-profit or not-for-profit corporations, having all the powers typically conferred to corporations, including the power to enter into contracts, acquire property, and conduct lawful business. Association board members may, then, be considered corporate Directors or Officers, and as such are obligated to obey laws, rules, and regulations applicable to Florida corporations.

In general, a Director or Officer is expected to perform his or her duties:

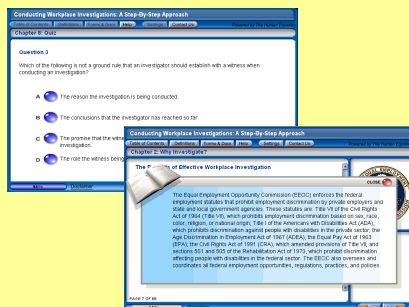
- in good faith;
- with the care that an ordinarily prudent person in a like position would exercise under similar circumstances; and
- in a manner he or she reasonably believes to be in the best interests of the corporation.

Even though no specific duties are enumerated in this description, what *is* clear is that individuals serving on association boards are expected to be diligent and honest, setting aside self-interest and placing the good of the community above all else when making decisions.

To illustrate the complexity of the responsibilities that Directors and Officers assume, consider two elements of the duty of care—the duty to inquire and the duty to act when necessary. On the one hand, Directors and Officers have a duty to inquire: To prevent unintelligent and ill-advised decisions, Directors and Officers must not act until all relevant questions have been answered. In this context, the cardinal sin is *to act without knowing*. On the other hand, *the failure to take action when necessary* can be considered a violation of the duty of care.

Ultimately, a Director or Officer is expected to get the necessary facts before acting, yet must not fail to act when the situation demands it. Balancing these sometimes conflicting demands is only one of the many challenges that Directors and Officers of condominium associations must tackle.

Given the ease and speed with which information may be accessed and disseminated in today's world, the actions of condominium Directors and Officers can be closely scrutinized and widely publicized. Since widespread transparency typically results in higher accountability standards, a strong case can be made for learning as much as possible about how Directors and Officers can avoid liability and act in good faith when performing their duties.



COURSE FEATURES INCLUDE:

- Self-paced learning
- Clear, concise explanations of the various duties which the law expects of condominium Directors and Officers
- Links to definitions, questions and answers, case law, and documents
- Appealing graphics

