

**THE CITY OF ALEXANDRIA
COMMON INTEREST COMMUNITIES
EDUCATION SERIES**



TRANSPARENT GOVERNANCE

Meetings, Communication and Access to Books & Records

OCTOBER 5, 2024

PRESENTED BY

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Elements of Good Governance

- Transparency
- Responsiveness
- Consensus Based
- Equity & Inclusiveness
- Effectiveness & Efficiency
- Accountability
- Participation



Owner Rights

Members in *good standing* have rights to:

- Receive notice of board and committee meeting.
 - Participate in and record meetings.
- Cast votes on matters requiring membership vote.
- Receive notice of proceedings to enforce rules.
 - Opportunity to be heard & represented by counsel.
 - Due process.
- Access association books & records.

Property Owners Association Act, §55.1-1807
Condominium Act, §55.1-1939



Program Overview

- Board Meetings
- Access to Books & Records
- Communication
 - Advanced Technology
 - Social Media



BOARD MEETINGS

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Board Meetings - Defined

The formal gathering of the board of directors where the business of the association is discussed or transacted.



General Rule – Open Session

All meetings of the Board and Committees shall be open to **all** members of record.

Property Owners' Association Act, §55.1-1816.A

Condominium Act, §55.1-1949.B



Work Sessions

The board of directors shall not use ***work sessions*** or other informal gatherings of the board of directors to circumvent open meeting requirements.

Property Owners' Association Act, §55.1-1816.A
Condominium Act, §55.1-1949.B



Notice of Meetings

- *Published* where reasonably calculated to be available to a majority of the owners.
- Upon written request, at least once a year – provided to an owner making the request.
- Notice of *special* or *emergency* meetings – reasonable under the circumstances and contemporaneous with board or committee members.



Open Forum

- ***Required***
- Subject to reasonable rules
- Designated time period (or more)
- Comments on ANY matter affecting association
- Limited agenda topics - limited comments

Property Owners' Association Act, §55.1-1816.D
Condominium Act, §55.1-1949.D



Voting

- No Secret Ballot
- *Except* – Officer Elections
- Board Members Only
- In Open Session
- **NOT** By Proxy



Virtual Meeting Guidelines

Must ensure that:

- Persons entitled to participate have an opportunity to do so; and
- Persons accessing the meeting are authorized to do so.



Recording

- Unit owners may record open portion of meeting.
 - Audio Taping – **Yes**
 - Video Taping – **Yes**
- Board may adopt rules.
 - Placement and use of equipment.
 - May request but not require owner to provide notice of recording.



Meeting Minutes

- Record of Action Taken
- Brief
- Consistent Format
- Timely prepare & approved
- Content – Date, Time, Place, Attendance
- Signed by Secretary



Meeting Minutes

- Meeting minutes shall be recorded and shall be available to all members.
 - *Property Owners Association Act, §55.1-1816.A*
 - *Condominium Act, §55.1-1949.B.1*

- Meeting minutes or other confidential records of an **executive session** are withheld from inspection.
 - *Property Owners Association Act, §55.1-1815.C.7*
 - *Condominium Act, §55.1-1945.C.7*



Executive Session

- Information obtained in executive session is **confidential**.
- May only be discussed with Board members, management, staff and Association legal counsel.
- Committees may also convene in executive session.



Executive Session - *Motion*

- Proper Motion.
- Motion and Purpose in Minutes.
 - Purposes stated in Motion.
 - ***Only*** those purposes may be discussed.



Executive Session - *Purposes*

- Personnel Matters
- Consult with Legal Counsel
- Document and Rule Violations
- Personal liability of owners
- Discuss and consider
 - Contracts
 - Probable or pending litigation



BOOKS & RECORDS

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Types of Books & Records

- Condominium Instruments & Governing Documents
- Financial Records
- Administrative Records
- Exempt Records



Association Documents

- Recorded Condominium Instruments & Governing Documents
- Resolutions & Policies
- Rules & Regulations
- Approved Meeting Minutes
- Plans, Permits, Warranties, Proffers and Other Developer Items



Financial Records

- Audits, Reviews, Accounting Statements and Financial Reports
- Member Assessment Accounts
- Receipts and Expenditures
- Paid Invoices
- Bank Statements
- Tax Returns
- IRS and State Tax Authority correspondence



Administrative Records

- Member Roster & Current Mailing Addresses.
- Association Employment Records.
- Salary Information of Association Employees.
- Executed Contracts.



Administrative Records

- Requests for Proposals & Proposals.
- Current Insurance Policies.
- Ballots, Sign-In Sheets, Proxies & Other Voting Materials.
- Annual Registration or Annual Reports.



Exemptions

- Certain books & records may be withheld from examination or copying.
- Exempt information may be withheld or redacted, and all other information made available.
- Books & records shall **only** be withheld if entire document is exempt.

Property Owners' Association Act, §55.1-1815.C

Condominium Act, §55.1-1945.C



Exemptions

- Personnel Records.
- Contracts under negotiation.
- Pending or probable litigation.
- Personal medical records.
- Attorney-Client Privileged Communications.



Exemptions

- Disclosure of Information in Violation of Law.
- Executive Session Records, Reports & Minutes.
- Individual owner files.
- Individual Financial Information.



Books & Records Requests

- Written Request - During reasonable business hours or at a mutually convenient time and location.
- Notice.
 - Professionally Managed - **5 days**.
 - Self Managed - **10 days**.

Property Owners' Association Act, §55.1-1815.B
Condominium Act, §55.1-1945.B



Books & Records Requests

- Specify books and records requested.
- Specify purpose.
 - Proper purpose related to Association membership.
 - Not for pecuniary gain or commercial solicitation.

Property Owners' Association Act, §55.1-1815.B

Condominium Act, §55.1-1945.B



Costs

- Associations may impose a charge *in accordance with a cost schedule adopted by the board.*
- Charges may reflect *reasonable* costs of materials and labor and *cannot exceed actual costs.*
- Cost schedules must:
 - Specify charge for materials and labor
 - Apply equally to all owners in good standing
 - Be provided to requesting owner at time request is made.



Books & Records – Tips

- Adopt a Books and Records Policy with a Cost Schedule.
- Adopt a Record Retention Policy.
- Identify and Publish Procedures for How, When and Where Books and Records are Available.
- Maintain Accurate and Detailed Records.



COMMUNICATION

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Sharing Information

Associations are required to provide a ***reasonable, effective and free method*** for owners to communicate among themselves and with the board of directors regarding any matter concerning the association - ***appropriate to the size and nature of the community.***

Property Owners' Association Act, §55.1-1817
Condominium Act, §55.1-1950



Types of Communication

- Verbal
- Non-Verbal
- Written
- Electronic



Communication Fundamentals

- Listen
- Acknowledge
- Question
- Be clear – *understandable.*
- Be concise – *make the point & keep it brief.*
- Be complete – *provide needed information.*
- Connect – *make eye contact.*



Improving Communication

- Be aware of others – reaction, emotion.
- Show interest & empathy.
- Encourage others.
- Use humor.
- Treat people equally.
- Resolve conflict & seek solutions.
- Be positive.



Use of Email

- Not a substitute for meeting.
- Should not constitute Board action.
- Use to transmit information – *only*.
- Avoid discussion.
- May be subject to inspection by members and in litigation.
- Assume that email will be made public.



Use of Advanced Technology

Unless the condominium instruments or governing documents provide otherwise,

notices, signatures, votes, consents and approvals required to be obtained under the condominium instruments or governing documents can be accomplished electronically.

***Property Owners' Association Act, §55.1-1832
Condominium Act, §55.1-1935***



Use of Advanced Technology

But

- Technology must provide sufficient security, reliability, identification and verifiability.
- Associations must provide reasonable non-technology alternatives if members do not have electronic capability or prefer otherwise.
- Do not apply to enforcement action notices, assessment liens, or foreclosure proceedings.



Promoting Communication

Owner Information Exchange

- Be Creative.
- Be Practical.
- Consider the Size of Community.
- Consider the Nature of Community.
- Seek input from Association Members.



Promoting Communication

Owner Information Exchange

- Websites
- Social Media
- Bulletin or Message Boards
- Townhall Meetings
- Open Forum
- Sandwich Boards/Signage



Newsletters

- Establish a Policy that addresses:
 - Content
 - Editorial Policy
 - Advertising
- Regular Publication Schedule
- Distribution
- Community Information



Websites

- Ensure Association Licensed
- Establish Policy that addresses
 - Content
 - Advertising
- Keep Current
- Offer Useful Links –
 - Community Resources
 - Community Services
 - Community Associations Institute
 - Common Interest Community Board



Social Media Types

- Blogs
- Twitter
- Facebook
- Listservs



Social Media Considerations

- Identify alternative means of communication.
 - Budget – cost is money and time.
 - What can be improved?
 - What are other communities doing?
- Confirm cyber & other liability insurance is in place.
- Stay current on changes to laws impacting privacy.



Social Media Policy Considerations

- What is the role of the virtual platform?
- Who is moderating & administering?
- What content will be published?
- Who has access to view, post and share content - public or limited to community members?
- How will personally identifiable information be protected?
- Know and understand social media platforms – security, rules for use, capabilities.



DISCUSSION



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