

# **WHITTIER PARK HOMEOWNERS ASSOCIATION, INC.**

## **POLICY RESOLUTION No 2019-3 Rules and Regulations Relating to Virtual Meetings**

**WHEREAS**, Article VII, Section 7.1 of the Bylaws for Whittier Park Homeowners Association, Inc. ("Bylaws") provides that the affairs of the Association shall be managed by a Board of Directors, and

**WHEREAS**, Article VII, Section 7.1 (a) of the Bylaws empowers the Board of Directors to adopt and amend any reasonable Rules and Regulations not inconsistent with the Association Documents, and

**WHEREAS**, Article 3, Section 55.1-1816 (B) of the Property Owners Association Act allows the Association to conduct a Board Meeting by telephone conference or video conference or similar electronic means;

**WHEREAS**, the Board deems it necessary to establish appropriate procedures and rules for conducting said meetings so that the business of the Association may be conducted in an efficient manner;

**WHEREAS**, the intent of this resolution is to make it possible for members to participate in annual, regular or special meetings if they cannot or do not want to attend a meeting held at a physical location;

**NOW, THEREFORE, BE IT RESOLVED THAT the following procedures and rules of conduct shall be applied to all said meetings:**

### **I. MEETING LOCATION**

Original Bylaws for Whittier Park: "Meetings of the Association shall be held at such place within Falls Church, VA, as the Board of Directors shall determine". Until the Bylaws are amended, a "place" within Falls Church, VA will be provided in the Notice of Meeting and all members will have the option of attending the meeting in person or remotely.

### **II. MEETING NOTICE**

Written notice of each meeting of the Association shall be given by, or at the direction of, the President or Secretary of the Association by mailing a copy of such notice, not less than ten (10) days, nor more than sixty (60) days before such meeting to each Member entitled to vote thereat, addressed to the Member's address last appearing on the books of the Association, or supplied by such Member to the Association in writing for the purpose of notices. Such notice shall specify the place, day and hour of the meeting, and, in the case of special meeting, the purpose of the meeting. The Association may use electronic communication *in lieu of USPS* as long as the method used is reasonably accessible to all members. This includes, but is not limited to, posting details on the Association's public website or any social website utilized by a majority of members.

### III. ATTENDEES

All Association meetings shall be open to any Member of the Association. All members and residents shall have the right to participate in any annual, quarterly or special meeting using video and/or phone conferencing. Members participating in a meeting by means of remote communication **shall be deemed present and may vote at such a meeting** as long as they satisfy the requirements defined in section V (MEMBER VERIFICATION).

### IV. REMOTE PARTICIPATION

- A. Members may participate in any meeting by means of remote communication to the extent the board of directors authorizes such participation for members. Participation by means of remote communication shall be subject to such guidelines and procedures the board of directors adopts, and shall be in conformity with subsection B.
- B. Members participating in a members' meeting by means of remote communication shall be deemed present and may vote at such a meeting if the corporation has implemented reasonable measures to:
  - 1. Verify that each person participating remotely is a member *or a member's proxy*; and
  - 2. Provide such members a reasonable opportunity to participate in the meeting and to vote on matters submitted to the members, including an opportunity to communicate to read or hear the proceedings of the meeting, substantially concurrently with such proceedings.

### V. MEMBER VERIFICATION

A member participating in a meeting by means of remote communication **shall be deemed present and may vote at such a meeting if any one of the following requirements are met:**

- 1. Login to the video conference using an email address that can easily be confirmed by the Board or Managing Agent.
- 2. Call from a phone number that can easily be confirmed by the Board or Managing Agent.
- 3. The Board or Managing Agent may approve the member's participation if they can reasonably confirm the member's identity, regardless of the email address or phone number used to attend the meeting.

## VI. MEMBER RIGHTS

If any member attempts to join a meeting by remote communication and experiences technical difficulties and cannot participate, regardless of the cause, that member will have the right to request the details of any action taken by the Board requiring a member's vote.

The request must be made no later than 7 days after the meeting adjourns. The affected member shall have the right to cast their vote within 7 days of receiving the details of the action taken.

Any method below will be considered acceptable for requesting details of an action requiring a member's vote:

1. Email the Board *and* Managing Agent
2. Call the Managing Agent
3. USPS mail sent to the Managing Agent

The affected Member may vote using one of the following methods:

1. Email the Board *and* Managing Agent
2. USPS mail sent to the Managing Agent

The foregoing Resolution is hereby adopted on this 18th day of November, 2019 without meeting, by all members of the Board of Directors.

The Whittier Park Homeowners Association, Inc

By: Chris Miceli  
Chris Miceli

By: Kelly Miceli  
Kelly Miceli

By: Reid Sassman  
Reid Sassman

Members, Board of Directors