

## **Willow Valley Club Association**

### **Attorney Access, Communication & Legal Review Policy**

#### **Purpose**

This policy establishes procedures for communication, engagement, billing authorization, and document review between the Board of Directors and Association legal counsel. The intent is to:

- Protect attorney-client privilege
  - Control legal expenses
  - Maintain organized communication
  - Prevent conflicting instructions to counsel
  - Define the attorney's scope of work regarding governing document review and policy analysis
- 

#### **1. Designated Point of Contact**

##### **1.1 Single Authorized Contact**

The Board shall designate one official Point of Contact ("POC") for all communications with Association legal counsel.

The designated POC may be:

- Secretary
- Treasurer

No individual board member, committee member, volunteer, or homeowner independently direct, assign work to, or request legal opinions from association counsel unless specifically authorized by the board.

---

##### **1.2 Purpose of Single Contact Rule**

The single-contact structure is intended to:

- Avoid conflicting instructions
- Reduce unnecessary billing

- Preserve efficiency
  - Maintain organized legal files
  - Protect attorney-client privilege
  - Ensure Board-approved priorities are followed
- 

## **2. Attorney Communication Procedures**

### **2.1 Communication Requests**

All legal questions, requests for interpretation, policy review requests, or enforcement concerns must first be submitted to the designated POC.

The POC shall determine:

- Whether legal review is necessary
  - Whether the issue can be resolved administratively
  - Whether the matter requires board approval before submission to counsel
- 

### **2.2 Emergency Communications**

In emergency situations involving:

- Litigation deadlines
- Immediate legal threats
- Injunctions
- Safety risks
- Government enforcement actions

The Chairman or authorized officer may directly contact counsel and notify the board afterward.

---

## **3. Attorney Billing & Fee Authorization**

### **3.1 Minimum Billing Rate**

Association legal counsel shall bill at (2026)

- **\$\$580 per hr. billed in 15-minute increment minimum**

Any communication, email review, phone call, document review, meeting attendance, or legal research may be billed in minimum 15-minute increments unless otherwise contracted.

---

### **3.2 Cost Control Measures**

To reduce unnecessary legal expenses:

#### **Board Members Shall:**

- Consolidate questions before submission
- Avoid duplicate communications
- Review governing documents before requesting legal interpretation
- Route all inquiries through the POC

#### **The POC Shall:**

- Bundle multiple issues into single requests when practical
  - Maintain a legal request log
  - Track attorney invoices and project status
  - Report on legal spending to the board
- 

### **3.3 Unauthorized Legal Expenses**

Any board member or committee member who independently engages counsel without authorization may be personally responsible for unauthorized legal costs if approved by board action and permitted by applicable Arizona law.

---

## **4. Scope of Attorney Review Services**

Association counsel may be requested to review and provide recommendations regarding:

### **4.1 Governing Documents**

- Articles of Incorporation

- Bylaws
  - CC&Rs
  - Rules and Regulations
  - Architectural Guidelines
  - Enforcement policies
  - Election procedures
  - Collection policies
  - Hearing procedures
  - Fine schedules
  - Marina or amenity policies
- 

#### **4.2 Compliance Review**

Counsel may review documents for consistency with:

- Arizona Revised Statutes
  - Federal law
  - Corporate governance requirements
  - Fair Housing considerations
  - Due process standards
  - Nonprofit corporation requirements
  - HOA-related statutes when applicable
- 

#### **4.3 Policy Modernization**

Legal counsel may provide recommendations concerning:

- Outdated provisions
- Conflicting language
- Enforcement weaknesses

- Liability exposure
  - Ambiguous procedures
  - Technology and electronic meeting compliance
  - Document consistency across governing documents
- 

## **5. Rules of Engagement for Legal Review Projects**

### **5.1 Board Authorization**

Major legal review projects should be approved by board vote before commencement, including:

- Comprehensive bylaw rewrites
- Full policy manual reviews
- CC&R amendments
- Litigation-related policy analysis
- Governance restructuring

Board approval should include:

- Scope of work
  - Spending limit
  - Priority objectives
  - Responsible coordinator
- 

### **5.2 Drafting Process**

The attorney's role is advisory and legal in nature. Final policy decisions remain with the board unless membership approval is required under governing documents or Arizona law.

Recommended workflow:

1. Committee or board identifies issue
2. Draft proposal prepared internally
3. POC submits consolidated request

4. Attorney reviews and comments
  5. Board reviews recommendations
  6. Revisions made if needed
  7. Board approves final draft
  8. Membership vote obtained if required
- 

### **5.3 Attorney Attendance at Meetings**

Attorney attendance at board meetings, hearings, workshops, or member meetings must be approved in advance whenever practical due to billing costs.

The Board should define:

- Purpose of attendance
  - Estimated duration
  - Topics to be addressed
- 

## **6. Attorney-Client Privilege & Confidentiality**

### **6.1 Confidential Communications**

Legal communications are confidential and intended solely for authorized board use.

Board members shall not:

- Forward legal opinions to non-authorized persons
  - Post legal advice on social media
  - Distribute privileged communications to homeowners without board approval
  - Use legal advice for personal disputes
- 

### **6.2 Executive Session Matters**

Legal discussions involving:

- Litigation

- Collections
- Personnel matters
- Enforcement actions
- Privileged legal opinions

Should occur in an executive session consistent with Arizona law and the association governing documents.

---

## **7. Record Retention**

The Association shall maintain:

- Attorney invoices
- Engagement letters
- Legal opinions
- Draft reviews
- Approved policies
- Legal correspondence logs

Records shall be retained in accordance with association document retention policies and applicable Arizona statutes.

---

## **8. Policy Review & Amendment**

This policy may be amended by majority vote of the Board of Directors.

The board should periodically review:

- Legal costs
  - Efficiency of communications
  - Scope management
  - Effectiveness of legal oversight procedures
-