

**SOUTHLAKE RECREATION ASSOCIATION
POLICY RESOLUTION NO. 2023-1
ELECTRONIC MEETING POLICY**

WHEREAS, the virus pandemic of 2020 resulted in emergency legislation being adopted by the Virginia General Assembly, the effect of which relaxed certain statutory requirements (Va. Code § 55.1-1816) pertaining to meetings of an association's executive board (board of directors); and

WHEREAS, in view of the continuing effect of the virus emergency on the administration and governance of property owners' associations, as well as the positive response by constituents to the aforementioned emergency legislation, the 2021 Session of the Virginia General Assembly amended Va. Code 55.1-1832 (Use of technology), which amendment was subsequently signed by the Governor of Virginia and became effective July 1, 2021; and,

WHEREAS, the aforementioned statute allows any meeting of the association's membership, its executive board, or any committee to be conducted "entirely or partially by electronic means, provided that the executive board has adopted guidelines for the use of electronic means for such meetings..."; and,

WHEREAS, it is the intent of the Board of Directors to approve electronic meeting ("e- meeting") procedures in the event the Board of Directors may decide to conduct the annual membership meeting, Board of Directors' meetings, town hall meetings, and committee meetings as e-meetings, and it is further the intent of the Board of Directors that this Resolution shall serve to publish the statutorily-required "guidelines" by which such e-meetings shall be conducted.

NOW, THEREFORE, IT IS HEREBY RESOLVED THAT the Board of Directors adopts the following policy to become effective April 26, 2023.

ELECTRONIC MEETING ("E-MEETING") GUIDELINES

1. E-meeting procedures will be approved as of the effective date of this Resolution. This Resolution is also intended to provide the Board of Directors with discretion as to whether Association meetings will be held as either e-meetings, "hybrid" meetings, or in-person meetings. If the Board of Directors decides to conduct a membership meeting as an e-meeting, the meeting may also be a "hybrid" style of meeting, which form of meeting will include some level of in-person attendance at a physical location but as well provide the option of attendance and participation electronically or by call-in.
2. The term "e-meeting" is used generally herein and encompasses various possible meeting formats, such as telephonic meetings, videoconferencing, web-based meetings or other electronic meeting formats that may be currently available or that may become available in the future. Meetings may be conducted fully or partially by audio or video.
3. The Board of Directors shall determine the type of meeting format (physical in-person, e- meeting, or hybrid of the two) for any Board, Committee, or membership meeting. Meeting format, platform, and participant instructions (and/or voting instructions, if applicable) will be provided in the meeting notice, which notice shall also contain all necessary technical information (including call-in numbers, meeting identification numbers, passwords, etc.) to allow membership attendance and participation in the meeting. Such notice shall be timely published to the membership. Formats/participant instructions may change from meeting to meeting. Any video platform used by the Association shall allow for attendance by both computer video conference and by call-in.
4. With respect to in-person meetings at an actual meeting site, any restrictions imposed by the Commonwealth of Virginia or by the facility owner as to the number of in-person attendees will be observed and will be announced in the notice of the meeting published to the membership.

5. For all e-meetings of the Southlake Recreation Association ("SRA"), Zoom will be the electronic meeting platform. This platform allows for attendance by both computer video conference and by call-in.
6. The practices developed, implemented and currently in effect as a result of the virus emergency in 2020 shall remain in effect for future e-meetings. The Community Manager/management agent shall verify the membership of attendees as they electronically (or physically) sign-in. Individuals whose membership cannot be verified shall be denied admission to or removed from the e-meeting or denied admission to the meeting's physical location.
7. The following policies shall pertain to the specified type of meeting:

- a. Annual Membership Meetings. If the Board decides to hold an Annual Membership meeting as an e-meeting, a hybrid-type meeting will be offered if requested in a timely manner by a member. Quorum of the annual meeting shall remain as governed by the Bylaws. Although not required at membership meetings by the Property Owners' Association Act ("POAA"), it is a traditional practice of SRA to include an "Open Forum" to allow attendees to comment and be heard on matters of Association business. For the annual meeting, the "raise hand" function of Zoom shall be utilized by those wishing to be recognized and heard. The Board President (or Chair of the Meeting if not the Board President) shall recognize the member for the allotted time. Those calling into the meeting telephonically shall be polled to allow them a fair opportunity to be heard.

Voting by the membership in Board member elections shall be conducted in the traditional matter, by elections with either electronic/paper ballots or paper proxies, which will be mailed or emailed in advance.

For other issues of Association business for which a membership vote at a membership meeting is required, members attending in person at the meeting site shall vote by traditional paper ballots, and members attending electronically must have timely submitted their proxy appointment forms (instructed or uninstructed) to the Community Manager by the specified deadline prior to the meeting. Routine votes of the assembly during the annual meeting (e.g., to approve the previous year's annual meeting minutes, close the floor for nominations, adjourn, etc.) shall be conducted by the Chair of the meeting in a manner which will allow dissenting votes to be heard and noted.

- b. Board of Directors' Meetings. It will be at the Board's discretion when to conduct e-meetings, hybrid meetings, or in-person meetings. Meetings will comply with the SRA Bylaws and Va. Code § 55.1-1816. For in-person meetings, the site of the meetings will generally be the SRA Clubhouse. The option of electronic attendance and participation will continue to be made available to the membership for SRA Board meetings even after the cessation of the virus emergency. Until then, and in the event of future Board e-meetings, Board meetings will continue to observe the practices currently in effect and which have been implemented throughout 2020, which practices comply with the above-referenced emergency legislation enacted because of the virus emergency. Notice to the membership of regular Board meetings shall be given pursuant to Va. Code § 55.1-1816B. The Community Manager shall continue to verify the membership of electronic and physical attendees prior to admitting same to the meeting. Open Forum shall be conducted by polling the electronic attendees and call-in attendees for interest in being heard. Time limits for speakers shall be observed for both electronic and physical attendees.
- c. Town Hall and Committee Meetings. See above pertaining to Board of Directors' meetings. Town Hall and Committee meetings will be conducted at the discretion of the Board, or Committee Chair in frequency and in manner (e-meeting, hybrid, in-person) and in compliance with Article VI of the SRA Bylaws and Va. Code § 55.1-1816.

RESOLUTION ACTION RECORD

Resolution Type: Policy No. 2023 -1

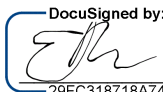
Pertaining to: Electronic Meeting Policy

Duly adopted at a meeting of the Board of Directors of the Southlake Recreation Association held April 26, 2023.

Motion by: Alysha Hiller Seconded by: Harold Dorsey

Board Member:	Vote: (YES, NO, ABSTAIN, ABSENT)
Alysha Hiller	YES
Harold Dorsey	YES
Elizabeth Rainey	ABSTAIN
Emma Young	YES

ATTEST:

DocuSigned by:

 29FC318718A7421...
 Elizabeth Rainey, Secretary

5/24/2023

 Date

Resolution effective: April 26, 2023.