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HOUSE BILL NO. 1123

Offered January 10, 2018

Prefiled January 10, 2018

A *BILL to amend and reenact § 55-510.1 of the Code of Virginia, relating to the Property Owners' Association Act; minutes of meetings of association boards of directors.*

Patrons—Convirs-Fowler and Simon

Referred to Committee on General Laws

Be it enacted by the General Assembly of Virginia:

1. That § 55-510.1 of the Code of Virginia is amended and reenacted as follows:

§ 55-510.1. Meetings of the board of directors.

A. All meetings of the board of directors, including any subcommittee or other committee thereof, shall be open to all members of record. The board of directors shall not use work sessions or other informal gatherings of the board of directors to circumvent the open meeting requirements of this section. Minutes of the meetings of the board of directors shall be recorded and shall be available as provided in subsection B of § 55-510. *Such minutes shall be in writing and shall include (i) the date, time, and location of the meeting; (ii) the members of the board of directors recorded as present and absent; (iii) a summary of the discussion on all matters proposed, deliberated, or decided; (iv) a list of any speakers appearing before the board and a summary of their presentations; and (v) a record of any votes taken, including details as to the specific vote of each board member. Notwithstanding the foregoing, minutes may be recorded in a more general format so long as they are supplemented by an audio or video recording of the entirety of the meeting using a means of recording that fully captures and can clearly reproduce all of the statements made during the meeting.*

B. Notice of the time, date and place of each meeting of the board of directors or of any subcommittee or other committee thereof shall be published where it is reasonably calculated to be available to a majority of the lot owners.

A lot owner may make a request to be notified on a continual basis of any such meetings which request shall be made at least once a year in writing and include the lot owners' name, address, zip code, and any e-mail address as appropriate. Notice of the time, date, and place shall be sent to any lot owner requesting notice (i) by first-class mail or e-mail in the case of meetings of the board of directors or (ii) by e-mail in the case of meetings of any subcommittee or other committee of the board of directors.

Notice, reasonable under the circumstances, of special or emergency meetings shall be given contemporaneously with the notice provided members of the association's board of directors or any subcommittee or other committee thereof conducting the meeting.

Unless otherwise exempt as relating to an executive session pursuant to subsection C, at least one copy of all agenda packets and materials furnished to members of an association's board of directors or subcommittee or other committee thereof for a meeting shall be made available for inspection by the membership of the association at the same time such documents are furnished to the members of the board of directors or any subcommittee or committee thereof.

Any member may record any portion of a meeting required to be open. The board of directors or subcommittee or other committee thereof conducting the meeting may adopt rules (i) governing the placement and use of equipment necessary for recording a meeting to prevent interference with the proceedings and (ii) requiring the member recording the meeting to provide notice that the meeting is being recorded.

If a meeting is conducted by telephone conference or video conference or similar electronic means, at least two members of the board of directors shall be physically present at the meeting place included in the notice. The audio equipment shall be sufficient for any member in attendance to hear what is said by any member of the board of directors participating in the meeting who is not physically present.

Voting by secret or written ballot in an open meeting shall be a violation of this chapter except for the election of officers.

C. The board of directors or any subcommittee or other committee thereof may convene in executive session to consider personnel matters; consult with legal counsel; discuss and consider contracts, pending or probable litigation and matters involving violations of the declaration or rules and regulations adopted pursuant thereto for which a member, his family members, tenants, guests or other invitees are responsible; or discuss and consider the personal liability of members to the association, upon the affirmative vote in an open meeting to assemble in executive session. The motion shall state specifically

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59 the purpose for the executive session. Reference to the motion and the stated purpose for the executive
60 session shall be included in the minutes. The board of directors shall restrict the consideration of matters
61 during such portions of meetings to only those purposes specifically exempted and stated in the motion.
62 No contract, motion or other action adopted, passed or agreed to in executive session shall become
63 effective unless the board of directors or subcommittee or other committee thereof, following the
64 executive session, reconvenes in open meeting and takes a vote on such contract, motion or other action
65 which shall have its substance reasonably identified in the open meeting. The requirements of this
66 section shall not require the disclosure of information in violation of law.

67 D. Subject to reasonable rules adopted by the board of directors, the board of directors shall provide
68 a designated period of time during a meeting to allow members an opportunity to comment on any
69 matter relating to the association. During a meeting at which the agenda is limited to specific topics or
70 at a special meeting, the board of directors may limit the comments of members to the topics listed on
71 the meeting agenda.