

New Electronic Meeting Authorities for Virginia Community Associations



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Agenda

- Current State of Play
- Legislative Updates
- Food for Thought



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Disclaimers

I am not an attorney. Nothing in this presentation should be construed to be legal advice.

All citations to Robert's Rules of Order Newly Revised (RONR) are to the 12th edition.

Usage of the term "Community Associations" refers entities that are subject to the Property Owners' Association Act or the Virginia Condominium Act.

Definitions

“The dictionary is based on the hypothesis -- obviously an unproven one -- that languages are made up of equivalent synonyms.” — Jorge Luis Borges

Meeting

"A single official gathering of... members in one room or area to transact business for a length of time during which there is no cessation of proceedings and the members do not separate, unless for a short recess" (RONR, §8:2).

Electronic Meeting

"[M]eetings at which, rather than all participating members being physically present in one room or area...,some or all of them communicate with each other through electronic means such as the Internet or by telephone" (RONR, §9:31).

Electronic Meeting

Compare to “A meeting conducted by electronic means includes a meeting conducted via teleconference, videoconference, Internet exchange, or other electronic methods” (2021 HB 1816, Virginia).

Sources of Parliamentary Procedure

RONR §2:

Listed from most authoratative to least

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Source	Examples
National, State, and Local Law	<ul style="list-style-type: none">• Virginia Nonstock Corporation Act• Virginia Condo. Act• Property Owners' Association Act
Governing Documents	<ul style="list-style-type: none">• Master Deed• Declaration• Articles of Incorporation• Bylaws
Rules of Order	<ul style="list-style-type: none">• Special Rules of Order• Robert's Rules of Order
Standing Rules	<ul style="list-style-type: none">• Administrative Policies• Neighborhood Policies
Custom / Practice	<ul style="list-style-type: none">• "We've always done it like this"

Current State of Play

"Observe any meetings of people, and you will always find their eagerness and impetuosity rise or fall in proportion to their numbers."

-Lord Chesterfield (1748)

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01

Hybrid Board Meetings

Provided at least two members are physically present in an open meeting place (§55.1-1816; §55.1-1949)

02

Electronic Votes, if Backed Up on Paper

Ambiguous language on electronic signatures, votes, consents, and approvals (§55.1-1832; §55.1-1935)

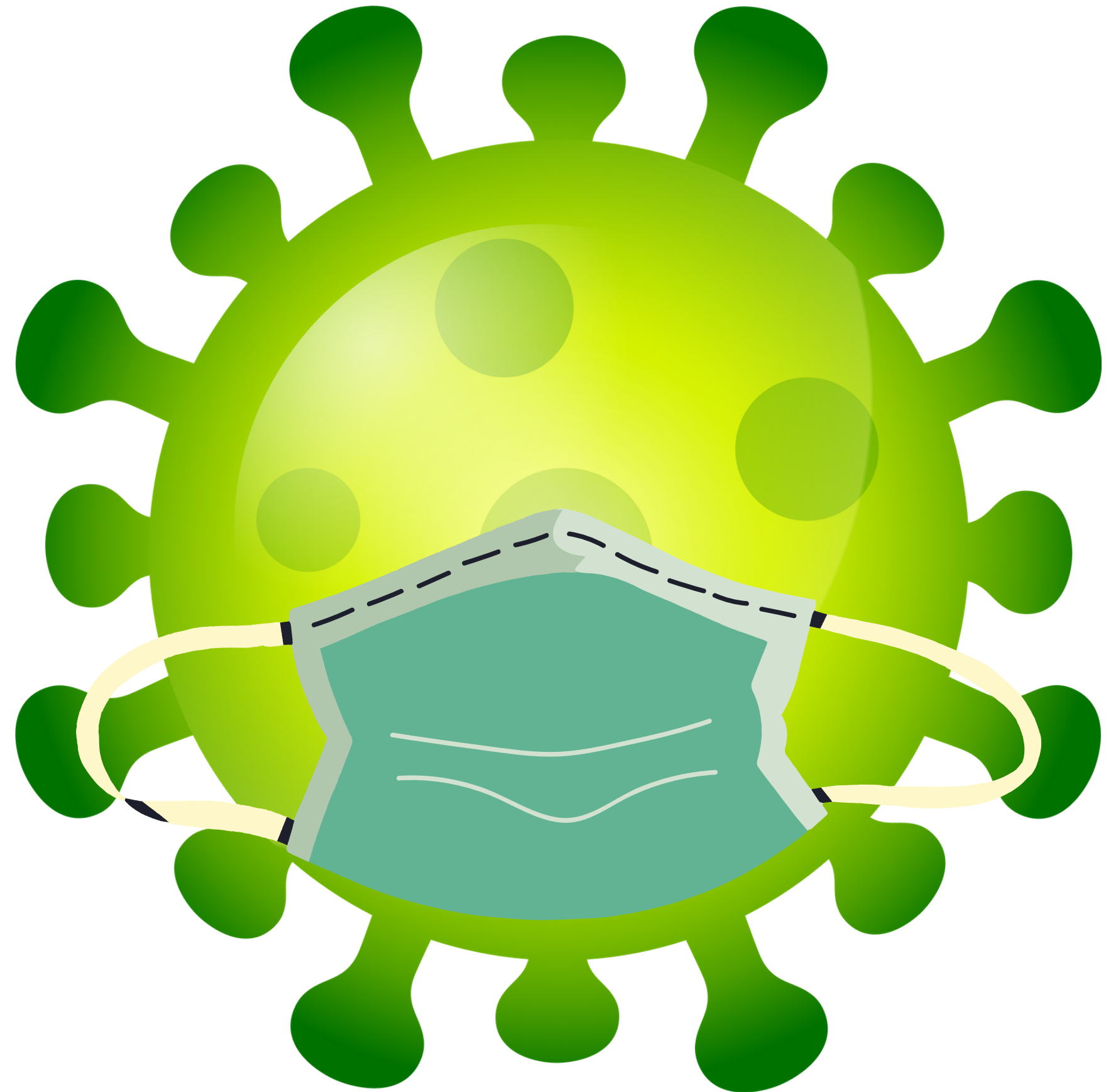
03

Governing Documents

Electronic meeting posture is highly dependent on specific language within governing documents

COVID-19 Mitigation

Virginia's 2020 Budget allowed for fully electronic Board meetings during a Governor's State of Emergency (§4-0.01g)



HB 1816 / SB 1183

Virginia General Assembly
2021 Special Session I

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01

Bipartisan

The Chief Patron in the House was Del David Bulova (D-Fairfax), and the Chief Patron in the Senate was Senator Siobahn Dunnivant (R-Henrico).

02

Approved by the Governor

Governor Northam signed the bill on February 25, 2021.

03

Impactful Change

Amends several (and equivalent) sections of both the Property Owners' Association Act and the Virginia Condominium Act.

F. Any meeting of the association, the board of directors, or any committee may be held entirely or partially by electronic means, provided that the board of directors has adopted guidelines for the use of electronic means for such meetings. Such guidelines shall ensure that persons accessing such meetings are authorized to do so and that persons entitled to participate in such meetings have an opportunity to do so. The board of directors shall determine whether any such meeting may be held entirely or partially by electronic means.

G. If any person does not have the capability or desire to conduct business using electronic means, the association shall make available a reasonable ~~accommodation~~ alternative, at its expense, for such person to conduct business with the association without use of such electronic means.

Electronic Meeting Authorization

Amendments to VA. Code §55.1-1832 and §55.1-1949

Points to Consider

Starting July 1, 2021, Boards must adopt guidelines for electronic meetings and guidelines for voting electronically (in person, proxy voting, and/or absentee voting).

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01

Are you going fully electronic?

Are electronic meetings a norm? An exception to the rule? For emergency situations only? What about hybrid?

02

How will you verify quorum?

The guidelines must ensure that persons accessing such meetings are authorized to do so.

03

How will attendees participate and vote?

The guidelines must ensure that persons entitled to participate in such meetings have an opportunity to do. How will you handle weighted votes?

H. Unless expressly prohibited by the governing documents, a member may vote at a meeting of the association in person, by proxy, or by absentee ballot. Such voting may take place by electronic means, provided that the board of directors has adopted guidelines for such voting by electronic means. Members voting by absentee ballot or proxy shall be deemed to be present at the meeting for all purposes.

Electronic Voting Authorization

Amendments to VA. Code §55.1-1815 and §55.1-1953



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Absentee Ballot Pitfalls

- What is the record date of whom should receive a ballot?
- How will you account for multiple owners of one unit?
- What if a member wishes to change their mind?
- What if a member shows up to a meeting for which they have already casted an absentee ballot?
- How will you verify that members do not vote more than once?
- How will you handle USPS delays, dates of receipt, etc.?

We are Here to Help

Last Minute Meetings is here to partner with your association to find the best solution for electronic meetings and voting.

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01

Organizational Assessment

Is your organization ready for a successful implementation? What gaps exist within current resources?

02

Electronic Meeting Policy Development

We can draft the electronic meetings and voting policy for your Board, ensuring all pitfalls are avoided.

03

Implementation Support

We can serve as an electronic meeting technician, absentee vote counter, meeting parliamentarian, and more.

**Thank You
For Attending**

I will be happy to answer any questions.

CONTACT

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