

**UNIT OWNERS ASSOCIATION OF MARKET STREET AT TOWN CENTER  
CONDOMINIUM**

**POLICY RESOLUTION NO. 18-21**

**Relating to Virtual Meeting and Electronic Voting Procedures Guidelines**

**WHEREAS**, Article III, Section 2 of the Association's Bylaws provides that the Board of Directors shall have all of the powers and duties necessary for the administration of the affairs of the Unit Owners Association; and

**WHEREAS**, Virginia Code § 55.1-1935(D) provides that a member may vote at a meeting of the Association in person, by proxy, or by absentee ballot by electronic means, provided that a record is created as evidence of such vote and that if the vote is to be obtained by secret ballot, the electronic means shall protect the identity of the voter and if the electronic means cannot protect the identity of the voter, another means of voting shall be used; and,

**WHEREAS**, Virginia Code § 55.1-1935(F) provides that any meeting of the membership, Board of Directors and committees may be held entirely or partially by electronic means, provided that the Board of Directors adopts guidelines for the use of electronic means for such meetings that ensure that persons accessing such meetings are authorized to do so and persons entitled to participate in such meetings have an opportunity to do so; and,

**WHEREAS**, Virginia Code § 55.1-1900 defines a meeting conducted by electronic means as those that are conducted via teleconference, videoconference, Internet exchange, or other electronic methods; and,

**WHEREAS**, the Board deems it desirable to recognize and permit voting, including but not limited to proxy voting, be conducted via electronic transmission and to allow all Association meetings to be held by electronic means in accordance with the following procedures and policy set forth in the Condominium Instruments, Virginia Condominium Act and this resolution.

**NOW, THEREFORE, BE IT RESOLVED** that the Board of Directors hereby adopts the following policies and procedures relating to electronic meeting and voting guidelines, which shall supersede and replace all previously adopted rules, regulations and policies relating to this same subject:

**I. Electronic Transmission of Votes, Proxies and Absentee Ballots.**

- A. Any votes or proxies submitted by Unit Owners who are eligible to vote or submit proxies at meetings of the Unit Owners may be submitted by electronic transmission in accordance with this Policy and as provided by the Board of Directors.
- B. The Board of Directors may engage an electronic voting and proxy service provider from time to time, which service shall be the exclusive method by which Unit Owners may submit votes and proxies electronically for the time period during which the service is engaged. The election and proxy service company may be appointed as the Inspector of Elections.

- C. In order to participate in the electronic voting and proxy service engaged by the Board of Directors, a Unit Owner must provide the Board of Directors with adequate identifying information to enable the Board of Directors to determine that the vote or proxy received by electronic transmission was authorized by the Unit Owner. Such information may include, but is not limited to, the Unit Owner's name, email address, and any other necessary identifying information, as determined by the Board of Directors, to authenticate a vote, absentee ballot or proxy submitted by a Unit Owner.
- D. The electronic submission of a vote or proxy in accordance with this Policy shall be deemed to be by written ballot, or by signed and dated proxy as required by the Association's Bylaws. Electronic signatures shall be valid.
- E. Board of Directors elections shall be done by secret ballot. If a vote, consent, or approval is required to be obtained by secret ballot, the electronic means shall protect the identity of the voter. If the electronic means cannot protect the identity of the voter, another means of voting shall be used.
- F. Electronic voting (e.g. absentee ballots, etc.) is an alternative form of voting that Unit Owners may elect to use. Nothing in this Resolution shall prevent a Unit Owner from voting in person or through a written proxy as set forth in the Condominium Instruments.
- G. Except as expressly set forth herein, this Policy does not otherwise alter the voting and proxy eligibility requirements of the Association's Condominium Instruments or Virginia law.
- H. Unit Owners voting by absentee ballot or proxy shall be deemed to be present at the meeting for all purposes.


## **II. Meetings Held via Electronic Means.**

- A. In order to participate in a Unit Owners Association meeting, Board of Directors meeting or committee meeting held via electronic means, Unit Owners must provide the Board of Directors with adequate identifying information to enable the Board of Directors or committee members to determine that the individuals are authorized to attend the meeting. Such information may include, but is not limited to, a Unit Owner's name, email address, telephone number, and any other necessary identifying information to confirm the individual's authority to attend the meeting.
- B. All meetings held via electronic means shall be held on a readily available platform. Instructions to access the meeting shall be provided in the meeting notice that is required to be provided to all owners. Instructions shall include a link to allow attendance via video conference or internet exchange, as well as the telephone number to allow meeting attendance via teleconference. Instructions shall include the meeting ID, any passwords required and any additional information required for access to the meeting.

- C. Unit Owners attending any meeting via electronic means shall have the ability to hear all attendees and have the ability to be heard by all attendees or otherwise have the opportunity to participate in the meeting. If a Unit Owner who is entitled to participate in the electronic meeting is prevented from doing so due to circumstances not of the Unit Owner's making, then the meeting chair is to ensure that all efforts are made to allow the Unit Owner to participate.
- D. The Board of Directors shall determine whether any such meeting may be held entirely or partially by electronic means.
- E. The Board and committees may convene in executive session as allowed by law and exclude Unit Owners from any executive session.


**III. Effective Date.** The Effective Date of this Policy Resolution is **July 1, 2021** and shall supersede and replace all prior resolutions or regulations relating to the subject of this Policy Resolution.

I attest that the Board of Directors adopted this Resolution at a duly convened meeting of the Board of Directors on June 24, 2021.

  
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Megan Lubina, Secretary

#### CERTIFICATE OF NOTICE & PUBLICATION

I hereby certify copies of this Policy Resolution No.18-21 was mailed to all Unit Owners by regular mail, postage prepaid, at their addresses of record on file with the Association on this 8 day of September, 2021. A copy was also published on the Association's website.

By:   
\_\_\_\_\_  
Title: General Manager

A SIGNED COPY OF THIS PAGE IS ON FILE IN THE ASSOCIATION OFFICE

**Resolution Action Record**

Resolution Type: 18-21

Pertaining to: Electronic Voting & Virtual Meetings

Duly adopted at a meeting of the Board of Directors held on June 24, 2021

VOTE: YES NO ABSTAIN ABSENT

\_\_\_\_\_  
President

\_\_\_\_\_  
Vice President

\_\_\_\_\_  
Secretary

\_\_\_\_\_  
Treasurer

\_\_\_\_\_  
Director

ATTEST:

\_\_\_\_\_  
Secretary Date