WOODLAKE CROSSING HOMES ASSOCIATION
RESOLUTION 2022-06-09
Guidelines for the Use of Electronic Means for Meetings

1. Introduction and Purpose. The Woodlake Crossing Homes Association (the "Association") Board of Directors (the "Board") has adopted these Guidelines, pursuant to Virginia Code Section 55.1-1832(F), for the use of electronic means for meetings of the Association, meetings of the Board, and meetings of any Committee of the Association ("Guidelines"). The Guidelines are intended to serve as an overview of the options that the Association may take with respect to conducting such meetings, either in whole or in part, by electronic means. The Association recognizes that some Owners (as defined in the Association's declaration of restrictive covenants, as the same may have been supplemented, modified, amended, restated, and/or amended and restated from time to time [the "Declaration"]) may not be able to attend and/or participate in meetings in person, and that conducting such meeting, in whole or in part, using electronic means, may be helpful in increasing Owners' access and participation in Association meetings. Individual meeting situations can be unique, and while the Association will treat similarly-situated Owners the same, the logistics of each meeting will likely depend upon a wide array of variables. To that end, nothing contained herein shall obligate the Association to definitively conduct meetings of the Association, Board, or any Committee, entirely or partially by electronic means.
2. Statutory Authority. Virginia Code Section 55.1-1832(A) provides that unless an association's declaration expressly prohibits the practice, "(i) any notice required to be sent or received, or (ii) any signature, vote, consent, or approval required to be obtained under any declaration or bylaw provision or any provision of [the Virginia Property Owners' Association Act] may be accomplished using electronic means." Virginia Code Section 55.1-1832(F) provides, in part, that "[a]ny 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 Virginia Code Section further provides: "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."

3. Notice of Meetings of Members. The Association shall provide notice of all annual and special meetings of the Association to the Owners as provided in the Bylaws, as the same may have been supplemented, modified, amended, restated, and/or amended and restated from time to time, and as consistent with Virginia law. Pursuant to Virginia Code Section 55.1-1832(A), the Board may elect to provide notice of such annual and special meetings by electronic means, including, but not limited to, by electronic mail using the electronic mail addresses of the Owners on record with the Association.
4. Types of Electronic Means. The Board may elect to employ for the Association any electronic means for meetings, which the Board determines to be appropriate, including, but not limited to, by meeting conducted via teleconference, videoconference, Internet exchange, electronic mail, or other electronic methods, or any combination thereof. In the event the Board does so with respect to an annual or special meeting of the Association, it will endeavor to include such fact in the annual or special meeting notice. In the event the Board does so with respect to any meeting of the Board or any Committee, the Board will endeavor to include such fact on the Association's website (given the Association's finding that such is reasonably calculated to be available to a majority of lot owners).
5. Access to Meetings. The Board will use reasonable methods to 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. This may include, but be not limited to, requiring Owners to provide reasonable information necessary to verify their identity, including, but limited to, confirming their names, addresses, and/or electronic mail addresses when accessing such meetings via electronic means. Owners may be required to create and register an account or accounts with such electronic method platform(s) in order to verify their identities, as a condition precedent to accessing meetings by electronic means. The Board will endeavor to circulate reasonable information in its notices of electronic annual or special meetings of the Association to Owners about registering for access with such electronic method platform(s), including, but not limited to, links to tutorials or instructions for registering with such electronic method platform(s). With respect to any electronic meeting of the Board or any Committee, the Board will endeavor to make available on the Association's website reasonable information about how Owners may register for access with such electronic method platform(s), including, but not limited to, links to tutorials or instructions for registering with such electronic method platform(s).
6. Owners Unable to Use Electronic Means to Access and Participate in Meetings. If any Owner does not have the capability or desire to conduct business or attend Association

meetings using electronic means, the Association will make available a reasonable alternative, at its expense, for such Owner to conduct business with the Association without the use of such electronic means. This could include, but be not limited to, permitting such Owners to attend such meetings at a designated physical place, and to participate in such meetings, including by submitting votes using paper ballots, at such a designated place. The Association will endeavor to provide information about such reasonable alternatives to the Owners in the notice of meeting (in the event of an electronic annual or special meeting of the Association), or make such available on the Association's website in the event of an electronic meeting of the Board or any Committee. The Association will endeavor to afford Owners all access and participation rights as Owners participating by electronic means.

7. Owner's Forum for Board Meetings. Pursuant to Virginia Code Section 55.1-1816(D), the Board, subject to its reasonable rules that it may promulgate from time to time, shall provide a designated period during each Board meeting to permit Owners an opportunity to comment on any matter relating to the Association. During a meeting at which the agenda is limited to specific topics or at a special meeting of the Board, the Board may limit the comments of Owners to the topics listed on the meeting agenda. Owners may participate in such comment period by electronic means, including, but not limited to, by meeting conducted via teleconference, videoconference, Internet exchange, electronic mail, or other electronic methods. Such participation shall be in compliance with any other rules that the Board promulgates, from time to time, as to such.

The authority given hereunder shall be deemed retroactive and any and all acts relating to the subject matter of the foregoing resolutions performed prior to the passage of these resolutions are hereby authorized, ratified, and approved in all respects.

This Resolution was adopted this 9th day of JUNE, 2022, by the Board of Directors.

WOODLAKE CROSSING HOMES ASSOCIATION

By: _____

Patrick Forys, President