

LOFT RIDGE HOMEOWNERS ASSOCIATION, INC.

ADMINISTRATIVE RESOLUTION NO. 44

GUIDELINES FOR THE RECORDATION OF MEETINGS

WHEREAS, in accordance with Article VII, Section 1 of the Bylaws for Loft Ridge Homeowners Association, Inc. (“Association”), the affairs of the Association are managed by the Association’s Board of Directors (“Board”), and the Board has the authority to exercise for the Association all the powers, duties and authority of the Association that are not specifically reserved to the membership by the Declaration, the Association’s Bylaws or Articles of Incorporation, or applicable law; and

WHEREAS, Section 55.1-1819 of the Virginia Property Owners’ Association Act (“POA Act”) and Article VII, Section 1 of the Bylaws provide that the Board may establish, adopt and enforce rules and regulations pertaining to areas of Association responsibility;

WHEREAS, effective July 1, 2021, Sections 55.1-1815, 55.1-1816 and 55.1-1832 of the POA Act allows any meeting of the Association membership to be held entirely by electronic means;

WHEREAS, Section 55.1-1816.A of the POA Act requires minutes of all meetings of the Board of Directors to be documented and available for copying and/or inspection by the members;

WHEREAS, Section 55.1-1816.B of the POA Act provides that members of the Association are permitted to record any **open** portion of a Board or committee meeting, and that the Board or committee may adopt rules: “ (a) governing the placement and use of equipment necessary for recording a meeting to prevent interference with the proceedings and (b) requiring the member recording the meeting to provide notice that the meeting is being recorded;”

WHEREAS, the Secretary and/or a Recording Secretary (i.e. minute-taker) may record a meeting for strictly minute/note taking purposes, which recordings are not a part of the Association’s books and records; and

WHEREAS, the Board has determined that it is in the best interests of the Association to adopt rules applicable to the recordation of meetings in order to promote the orderly conduct of meetings and proper use of any such recordings.

NOW, THEREFORE, BE IT RESOLVED THAT the Board hereby adopts as part of the Association’s Rules and Regulations the following guidelines, policies and procedures pertaining to the recordation of meetings:

I. Owner Recordings

- A. General.** The recording of any Association, Board or committee meeting in any form or format is strictly prohibited except: (i) as specified below in these rules; (ii) as approved in writing in advance by the Board; or (iii) as required by the Virginia

Property Owners' Association Act.

B. Recording of Meetings. Only Members of the Association, as defined in the Association's Bylaws, are permitted to make a recording of any portion of an Association meeting that is required to be open under Section 55.1-1815 of the Condominium Act. Any such recording is subject, however, to the following requirements:

1. Set Up and Notice.

- a. Members are prohibited from secretly recording meetings, including any unannounced recording of meetings held by electronic/virtual means.
- b. A Member is allowed to use only one recording device during a meeting.
- c. For in-person meetings, a Member desiring to record any part of the open portion of a Board or committee meeting shall arrive at the designated meeting place at least 10 minutes prior to the scheduled start time of the meeting to set up and test their recording device.
- d. For electronic/virtual meetings, a Member desiring to record any portion of the open portion of the meeting will notify the Association in advance of the meeting, and will record the meeting **using their own audio or video recording device.**
- e. No Member is allowed to record any portion of a meeting unless, immediately prior to the meeting called to order, that Member identifies him or herself by name and address and states their intent to record the meeting.

2. Placement. All recording devices used by a Member must remain in open view and must remain stationary throughout the meeting. Unless otherwise specified by the presiding officer or, with such officer's concurrence, by the Association's management agent ("Managing Agent"), a recording device must:

- a. Be placed on a tripod (or other appropriate mounting equipment) and located in a specified, unobtrusive place so as not to disrupt the meeting or proceedings;
or
- b. Be held stationary by the Member recording the meeting at their seat and in open view. The Member recording the meeting must remain in their seat while operating the device and may not move about the room, or "pan" around the room, during recording.
- c. For any electronic/virtual meeting, the Member recording the meeting must have their computer camera on while recording, and place the recording device in open view.

3. Announcement & Activation of Recording Device.

- a. *Immediately prior to or after calling the meeting to order*, any Member intending to record the meeting must ask to be recognized from the floor and then must identify him or herself by name and address and state that their intention to record the meeting.
 - If the Member fails or refuses to identify him or herself, that Member shall not be allowed to record the Meeting.
 - If during an in-person meeting, that Member shall not activate (turn on) the recording device, but shall keep it in the same location during the meeting per Section B above, unless or until the Member leaves the meeting. The presiding officer, or someone designated by the presiding officer, will have the right to independently verify that the recording device is not recording and to turn it off if the Member fails to do so.
 - If during a virtual meeting, if a Member fails to identify him or herself, and/or fails to remain on-camera during the meeting, while recording, the presiding officer, or someone designated by the presiding officer, will have the right to remove the Member from the meeting.
- b. *After a Member has announced their intent to record per the above*, that Member may then activate their recording device at that time (*i.e.*, begin recording).

4. Interference with Meeting Prohibited. A Member's placement or use of a recording device must not interfere with the conduct of the meeting.

- a. All recording devices used by Members must be of such nature, size, and type as to not interfere with the course of a meeting, hinder other authorized recordings of the meeting, or interfere with another attendee's ability to see or hear the proceedings.
- b. Once placed in a location per Section B above, the recording device must *remain stationary* in that location while recording. Although the Member may check their recording device as may be necessary to ensure that it is functioning properly, he or she may not move the equipment about during the recording and may not "pan" the recording device throughout the room.
- c. The recording device shall *not emit a noise during recording that disrupts or interferes* with the meeting or the ability of an attendee to hear what is being

said.

- For instance, if a person in attendance states that the noise is making it difficult for them to hear something that is being said during the meeting, and the presiding officer concurs in the reasonableness of that statement, it shall be sufficient cause for the presiding officer to require the recording device to be turned off the rest of the meeting if the noise and/or interference cannot be immediately stopped from re-occurring.

- d. If a Member must attend to his or her recording device during the meeting (to ensure that it is functioning properly), the Member must do so in a manner that does not interfere with the meeting. For instance, the Member may not request that the meeting be recessed, delayed or otherwise interrupted so that he or she can change a device, charge a battery or make other adjustments to his or her recording device.

C. Use of Recordings. The Association is a private entity, and meetings of the Association, Board and committees are held to carry out the business of the Association. These meetings are not public meetings, and only Members of the Association have the right to attend them, rather than members of the general public. As such, Members who make recordings of meetings are **prohibited** from disseminating, distributing or otherwise making them available in any form to the public or to otherwise use these recordings for purposes other than those related directly to Association business or the Member's Membership in the Association. The approved minutes of said meetings remain the official Association record of the proceedings. [This restriction on the use of recordings does not prevent recordings authorized under these rules from being disclosed to a court or investigating governmental entity, or when compelled to produce them in accordance with applicable law.]

D. Executive Session.

1. A Member, including a member of the Board of Directors, will not in any manner attempt to record any portion of an executive session.
2. A Member using a recording device must stop the device from recording immediately upon the Board or committee making and approving a motion to convene into executive (*i.e.*, closed) session, and shall remove the recording device from the meeting room prior to the start of an executive session and shall keep it out of the room for the duration of the executive session. If the Member intends to start recording again after the end of the executive session, then the Member may leave any necessary power cord and non-recording accessory equipment in the room in order to facilitate the Member's quick set-up of the recording device after the executive session concludes.

E. Loss, Damage or Mechanical Errors. Neither the Association, Managing Agent, directors, officers nor committee Members have any responsibility for safeguarding a recording device, accessories or the actual recording from any loss, theft or damage. The Member using the recording device shall also be solely responsible for any errors that occur in the recording process. No portion of any meeting will be repeated nor will a meeting be stopped, delayed or otherwise interrupted based upon the failure of a Member's recording device, whether the result of human error or mechanical error.

H. Violations.

1. If the Board or committee determines that a Member is interfering with a meeting based on his or her use of a recording device or is otherwise violating these rules, then the Board or committee (or the presiding officer or chairperson) shall have the authority to prohibit that Member from recording (or continuing to record) that meeting. If the Member refuses to stop recording, or refuses to allow the Board, committee, Managing Agent or other designated representative to confirm that the Member's device is not recording, then that Member shall immediately leave the meeting room or premises without disruption (taking his/her recording devices and accessory equipment with them as the Member departs) upon instruction to do so by the Board's presiding officer, the committee chairperson, the Managing Agent or other designated representative. Failure to immediately leave may result in requesting assistance from local law enforcement or an appointed sergeant-at-arms (if any) to compel removal from the premises.
2. If a Member records a meeting in violation of these rules, the contents of the recording shall not be copied or disseminated in any fashion and shall be immediately destroyed/deleted by the Member who made the recording or, if that Member fails or refuses to do so, then destroyed/deleted by a representative of the Association (e.g., by overwriting the recording or other means). *If there is a known dispute over whether the recording was made in violation of these rules, the recording (e.g., memory chip or recording device) shall be turned over to and held by the Association's Managing Agent (or other person designated by the presiding officer) until directed otherwise by the Board upon resolution of the dispute.*
3. In addition to the above-referenced remedies, the Board reserves the right to take other enforcement action including, but not limited to, legal action after providing written notice and an opportunity for a hearing in accordance with applicable Board-adopted enforcement procedures.

II. Association Recording of Meetings

- A. Applicability.** Other than the prohibition against emitting a noise that disrupts or interferes with the meeting or the ability of anyone to hear what is being said, the above-referenced rules do not apply to recordings being made by a Board or committee-authorized individual (such as a recording secretary), if any, for purposes of facilitating

the drafting of meeting minutes.

- B. **Books and Records.** The Association is **not required** under the Bylaws or the POA Act to record any or all in-person or virtual/electronic meetings, and/or to maintain any meeting recordings as part of the Association's books and records, even upon the request of a member.
- C. **Recordings to Facilitate Drafting of Minutes.** The Secretary and/or recording secretary may choose to record a meeting for minute-taking purposes only. Such recordings **are not maintained as part of the Association's books and records**, and are not available for examination or copying by a Member.
- D. **Maintenance of Recordings.** If the Association Board chooses to record a meeting for the purpose of facilitating the drafting of minutes, the recording will be maintained by the Secretary and/or minute-taker until the minutes of that meeting have been prepared and approved, **at which time they will be discarded.**

- III. **Adopted Committee Rules, Guidelines or Charters.** In the event of any conflict between the terms of any previously-adopted rules, policies or charters and the terms of these rules related to the recording of meetings, the terms of these rules shall control.

EFFECTIVE DATE: The effective date of this Policy is **January 10, 2024.**

LOFT RIDGE HOMEOWNERS ASSOCIATION, INC.
Resolution Action Record

Resolution Type: Administrative

No.: 43

Pertaining to: Guidelines for the Recordation of Meetings

Duly adopted by the Board of Directors Loft Ridge Homeowners Association, Inc. on January 9, 2024, by majority vote at a Board meeting.

Motion by: Abbie Boyle

Seconded by: Carol Rothenbocker

VOTE:

YES NO ABSTAIN ABSENT

DocuSigned by: Abbie Boyle	1E5705492B73A...				
Abbie Boyle	, Director	<u>X</u>			
DocuSigned by: Michelle Acevedo	1E5705492B73A...				
Michelle Acevedo	, Director	<u>X</u>			
DocuSigned by: Eric Naide	669A0BBD184A3...				
Eric Naide	, Director	<u>X</u>			
DocuSigned by: Trish Skinner	AD8A74BE86524...				
Trish Skinner	, Director	<u>X</u>			
DocuSigned by: Carol Rothenbacher	BDB5B3A50064F...				
Carol Rothenbacher	, Director	<u>X</u>			
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ATTEST:
DocuSigned by:
Eric Naide
40FC52D9D118455...

1/29/2024

Date

Resolution effective: January 10, 2024.