

Villages at
Westminster
**Governing
Documents**
Amendments
2024



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Governing Documents

- Virginia Laws
 - Fair Housing
 - Property Owners Act
 - Community Associations
- Other Federal & Local Laws
- Declaration of Covenants
- Articles of Incorporation
- Bylaws
- Policies, Rules
- Resolutions
- *Our Policies:*
 - *ARC Guidelines*
 - *Collections*
 - *Clubhouse Rental*
 - *Pool Use and Rental*
 - *Social Media & Internet Use*
 - *RV/Boat Storage*

Board Member v Officer; Roles & Responsibilities

- Fiduciary Responsibility
 - To entire community
- Duty of Loyalty
- Duty of Care
 - Preparation for Meetings
 - Availability to Owners
- Confidentiality
- Terms; vacancies
- Open meetings law



Committees

- ARC
- RV/Boat Storage Lot
- Social
- Pool
- Clubhouse
- Communications
- Grounds
- Nominations
- Board Liaison
- Term
- Budgets
- Scope

Property Management

- **Who**
- **What**
 - Dues Collection
 - Accounts Payable
 - Financial Reports
 - Reservations clearinghouse
- **Keeper of the Records**
 - Owners' Rights
- **Disclosure Packets**
- **Contracts**
 - Legal services
 - Insurance
 - Grounds maintenance
 - Pool management
 - Pond maintenance
 - Clubhouse cleaning

Do's and Don'ts for Running HOA

- **DO want documents/
rules/policies that**

- 1) Make sense.
- 2) Restrict as little as you can.
- 3) Are needed
- 4) Are acceptable to members
- 5) Can be easily obeyed
- 6) Get the desired result
- 7) Are enforceable
- 8) Are legal

- **Don't want to**

- 1) Try to regulate personal lives
- 2) Give in to political pressure
- 3) Go to extremes
- 4) Impose harsh consequences for small infractions
- 5) Refuse to make exceptions
- 6) Act on anonymous, unverified, or unsubstantiated complaints
- 7) Make rules that create new problems

Amendment Themes & Goals



Generally

- Make gender neutral
- Remove outdated language, modernize; clean up confusing language
- Mandatory v. Discretionary language
- Clarify ambiguities, resolve conflicts, align documents

Specifically

- Add enforcement provisions and remedies for non-payment of dues or noncompliance with ARC
- Remove unenforceable sections that contradict current laws
- Extend collection of capital fees from new home buyer

Declaration of Covenants: Our vision



Proposed Declarations Amendments

Smaller changes

- Recitals
- Article I
- Article II
- Article VII
- Article VIII
- Article X

BIGGER changes

- Article III
- Article IV
- Article V
- Article VI
- Article IX (Annexation to Encroachments)

Declarations Proposed “Smaller” Changes

Definitions refined

Removes Class B membership references

Cleans up redundant, contradictory or confusing language

Specifically allows hiring of management company

Removes obsolete sections

Declarations Proposed “Bigger” Changes

Extends Capital
Contribution Fund
from new builds to
new buys

Changes interest rate
from Primem +4 to
statutory rate

Property Restrictions
and ARC role
changes

Requires notification
of rental properties

Changes insurance
coverage
requirements

Defines mortgage
holders & their rights,
our responsibilities to
them

Changes annexation
section, now only
Encroachments

Cleans up legal
descriptions

Articles of Incorporation

Form the HOA (technically
a Property Owners
Association)



ARTICLES Proposed Amendments

Adds cover page for Articles of Restatement
Clears up “Of” and “At” confusion

Updates principal office and registered agent

Removes Class B membership
classification**

Cleans up language on Board composition

** why we have to update, since removing
from Bylaws & Declarations



Bylaws (the ADMIN document): How we operate, establishes assessments, etc.

Conducting the Board's Business

- Agenda items
- Notice
- Minutes
- Quorums
- Regular, Special & Annual meetings
- Using Electronic Means to discuss, vote; ratification
- Executive Session
- Business Carried Forward
 - Erosion mitigation
 - Website improvements
- New Projects for 2024
 - Update of Governing Documents

BYLAWS Proposed Amendments

Aligning definitions with Declarations

Giving Board discretion over meeting details

Board eligibility*

Board terms and vacancies

Committees all become discretionary

Allows fines and suspension of rights

Removes seal requirement

* Want community input specifically

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Questions & (Hopefully) Answers



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