

GOVERNOR'S GROVE ASSOCIATION, INC.

RESOLUTION NO. 2012-02

ACCESS TO ASSOCIATION BOOKS AND RECORDS

Establishing guidelines and procedures for requests to examine Association books and records.

WHEREAS, Article III, Section 3(a) of the Declaration of Covenants, Conditions and Restrictions for Governor's Grove ("Declaration") provides that the business and affairs of Governor's Grove Association, Inc. ("Association") will be managed by a Board of Directors ("Board");

WHEREAS, Article VII, Section 1(a) of the Bylaws of Governor's Grove Homeowners Association, Inc. ("Bylaws") provides that the Board has the power to adopt and publish rules and regulations governing the use of the common area and personal conduct of the members and their guest;

WHEREAS, Article VII, Section 1(c) of the Bylaws provides that the Board has the power to exercise for the Association all powers, duties and authority vested in or delegated to the Association and not reserved to the membership by other provisions of the Bylaws, the Articles of Incorporation or the Declaration;

WHEREAS, Article VII, Section 2(a) of the Bylaws provides that it is a duty of the Board to cause to be kept a complete records of all its acts and corporate affairs;

WHEREAS, Article XI, Section 3 of the Bylaws provides that books and accounts of the Association shall be kept under the direction of the Secretary/Treasurer or in accordance with generally accepted accounting practices, consistently applied and the books shall include detailed accounts, in chronological order, of receipts and of the expenditures and other transactions of the Association and its administration and shall specify maintenance and repair expenses of the common area, services required or provided with respect to the same and any other expenses incurred by the Association;

WHEREAS, Article XI, Section 5 of the Bylaws provides that the books and accounts of the Association, vouchers accrediting the entries made thereupon and all other records maintained by the Association are available for examination by the members and their duly authorized agents or attorneys, and to any First Mortgagee on any lot and its duly authorized agents or attorneys, during normal business hours and for purposes reasonably related to their respective interests and after reasonable notice;

WHEREAS, Article XI, Section 5 of the Bylaws also provides that the Declaration, the Articles of Incorporation and the Bylaws of the Association will be available for inspection by any member at the principal office of the Association, where copies may be purchased at reasonable cost;

WHEREAS, Section 55-510.A of the Act provides that the Association shall keep detailed records of receipts and expenditures affecting the operation and administration of the Association and in accordance with generally accepted accounting practices;

WHEREAS, Section 55-510.B of the Act provides that so long as the request is for a proper purpose related to membership in the Association, all books and records kept by or on behalf of the Association will be available for examination and copying by a member in good standing or his authorized agent;

WHEREAS, Section 55-510.B of the Act also provides that the right of examination exists without reference to the duration of membership and may be exercised (i) only during reasonable business hours or at a mutually convenient time and location and (ii) upon five days written notice reasonably identifying the purpose for the request and the specific books and records of the Association requested;

WHEREAS, Section 55-510.C of the Act provides that certain books and records kept by or on behalf of the Association may be withheld from examination or copying;

WHEREAS, Section 55-510.D of the Act provides that prior to providing copies of any books and records, the Association may impose and collect a charge, reflecting the reasonable costs of materials and labor, not to exceed the actual costs thereof and charges may be imposed only in accordance with a cost schedule adopted by the Board;

WHEREAS, Section 55-510.D of the Act further provides that the cost schedule shall specify the charges for materials and labor, apply equally to all members in good standing and be provided to such requesting member at the time the request is made; and,

WHEREAS, the Board believes it in the best interest of the Association and members to establish a procedure which ensures access to Association books and records in accordance with statutory requirements, gives guidance to enable proper responses to requests to examine and provides notice of the adopted cost schedule to all members.

NOW, THEREFORE, BE IT RESOLVED THAT the Board hereby establishes the following procedure for use in the event that a member requests to examine and copy Association books and records.

A. All books and records kept by or on behalf of the Association, except for the following books and records that may be withheld under Section 55-510.C of the Act, will be available for examination and copying by a member in good standing:

1. Personnel matters relating to specific, identified persons or person's medical records;
2. Contracts, leases and other commercial transactions to purchase or provide goods or services currently in or under negotiation;
3. Pending or probable litigation;

4. Matters involving state or local administration or other formal proceedings before a government tribunal for enforcement of the Association documents or rules and regulations;
5. Communications with legal counsel protected by the attorney-client privilege or the attorney work product doctrine;
6. Disclosure of information in violation of law;
7. Meeting minutes or other confidential records of an executive session of the Board held pursuant to Section 55-510.1.C of the Act;
8. Documentation, correspondence or management or Board reports compiled for or on behalf of the Association or the Board by its agents or committees for consideration by the Board in executive session; or
9. Individual lot owner or member files, other than those of the requesting lot owner, including any individual lot owner's or member's files kept by or on behalf of the Association.

B. Members that are not in *good standing* may not examine or copy Association books and records. For the purposes of this Resolution, a member is not in *good standing* if the member is delinquent in the payment of any assessment to the Association or has been found by the Board, after notice and hearing, to be in violation of the governing documents or rules and regulations.

C. Requests to examine and copy Association books and records must be made in writing, at least five days in advance, and must reasonably identify the purpose for the request and specify the Association books and records requested. A request form is attached as Exhibit 1 to this Resolution. Requests should be submitted to the Association Managing Agent.

D. Upon receipt and review of a request, the Association Managing Agent on behalf of the Board will schedule with the member a mutually convenient time during reasonable business hours. All Association books and records will be made available at the principal office of the Association Managing Agent.

E. Prior to providing copies of any Association books and records, the Association may impose and collect a charge for the reasonable material and labor costs associated with compiling and copying the requested Association books and records. The cost schedule adopted by the Board is attached as Exhibit 2 to this Resolution and shall be provided to each member upon request for access to Association books and records.

F. The Board may adopt and implement an updated cost schedule to replace the existing cost schedule attached as Exhibit 2 to this Resolution.

GOVERNOR’S GROVE ASSOCIATION, INC.

Request to Examine and Copy Association Books and Records

Requesting Member

Member: _____

Mailing Address: _____

Address in Association: _____
(if different) _____

Home Phone: _____ Other Phone: _____

Email Address: _____

Nature of Request

Specific Association books and records requested to examine or copy:

Purpose of the request:

Requested date for examination: _____

(The Association Managing Agent will contact the member after receipt of the request to schedule a mutually convenient time for the member to examine and copy the requested Association books and records)

Member Acknowledgement

My request is for a proper purpose related to membership in the Association and not for pecuniary gain or commercial solicitation.

I understand that the Association may withhold from examination or copying Association books and records concerning specific matters provided for in Section 55-510.C of the Virginia Property Owners' Association Act.

I understand that the Association may impose and collect a charge, reflecting reasonable costs of materials and labor related to my request prior to providing copies of any Association books and records. I have received and reviewed the current cost schedule for such materials and labor.

I hereby certify that the statements made on this form are true and complete to the best of my knowledge, information and belief.

Signature

Date

Printed Name

GOVERNOR’S GROVE ASSOCIATION, INC.

Cost Schedule 2012

For Providing Copies of Association Books and Records

1. Labor Costs <i>Staff Rates</i>	Officer or Director Senior Community Manager Community Manager Accountant Bookkeeper Clerical Staff	\$120.00 per hour \$90.00 per hour \$75.00 per hour \$75.00 per hour \$50.00 per hour \$40.00 per hour
2. Material Costs	Reproductions Postage Storage Retrieval	\$0.15 per page copied At Cost \$10.00 per box plus applicable delivery costs

GOVERNOR'S GROVE ASSOCIATION, INC.

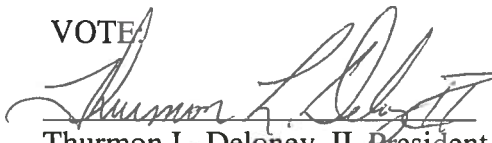
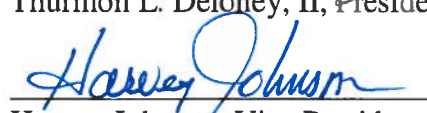
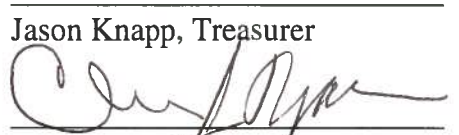
RESOLUTION ACTION RECORD

Resolution No. 2012-02

Pertaining to: Access to Association Books and Records

Duly adopted at a meeting of the Board of Directors held July 26, 2012.

Motion by: Thurmon Deloney Seconded by: Harvey Johnson

VOTE:	YES	NO	ABSTAIN	ABSENT
 Thurmon L. Deloney, II, President	X			
 Harvey Johnson, Vice President	X			
 Sandye Blalock, Secretary				
 Jason Knapp, Treasurer				
 Christopher Ryden, Director-Community Relations	X			

ATTEST:


Secretary Community Manager

July 26, 2012
Date

Resolution effective: September 1, 2012

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