

# **MONTCLAIR**

## **PROPERTY OWNERS ASSOCIATION COMMUNITY GUIDELINES**



### **ARTICLE 2 POLICIES REGARDING THE BOARD OF DIRECTORS**

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**MONTCLAIR PROPERTY OWNERS ASSOCIATION**

**RESOLUTION**

**ARTICLE 2, COMMUNITY GUIDELINES**

WHEREAS, Article 6, Section 6.2 of the Montclair Property Owners Association *Amended Declaration for Montclair* states, “ The Board of Directors shall have the power to adopt, amend and repeal Rules, Regulations and Policies...”; and

WHEREAS, Article 4, Section 4.1 of the Montclair Property Owners Association, Inc. *Bylaws* establishes that the “business and affairs of the Association shall be managed by the Board of Directors”; and

WHEREAS, it is the desire of the Board of Directors to provide a document that provides a clear and concise statement of the rules and regulations adopted by the Board of Directors.

NOW, THEREFORE, BE IT RESOLVED that the Montclair Property Owners Association Board of Directors approve Article 2 of the *Community Guidelines* as attached hereto:

March 13, 1996  
#96-056

Amended:	June 19, 1996	#96-192	
	September 9, 1998	#98-211	
	June 12, 2002	#02-144	
	December 10, 2003	#03-223	
	February 11, 2004	#04-041	
	May 24, 2005		
	January 10, 2007	#07-001	2.6.1 & 2.6.2
	March 14, 2007	#07-037	2.7.5 B (2) & 2.7.5 B (3)
	September 12, 2007	#07-137	2.7.6, 2.7.7 & 2.7.8
	November 12, 2008	#08-201	2.7.5

## ARTICLE 2

### POLICIES REGARDING THE BOARD OF DIRECTORS

- 2.1 MAKEUP OF THE BOARD OF DIRECTORS.** As established in Section 4.2 of the Bylaws, the Board of Directors consists of not more than eleven (11) directors, four of whom represent individual precincts within Montclair, the remaining selected at large. A map outlining the existing precinct boundaries may be found in Enclosure (1) to this Article.
- 2.1.1 **Executive Board.** The Executive Board is comprised of the Officers of the Association, who are elected by the Board of Directors. The Executive Board consists of the President, Vice President, Secretary, and Treasurer (Art 5, BL). The position of Second Vice President, if established by the Board, shall also be a member of the Executive Board.
- 2.1.2 **Second Vice President.** In the event that a position of Second Vice President is filled during any term of the Board of Directors, that officer shall take the place of the President and perform the duties of the President whenever the President and the Vice President shall be absent or unable to act. The Second Vice President shall also perform such other duties as shall from time to time be imposed by the Board or by the President.
- 2.1.3 **Parliamentarian.** The position of Board Parliamentarian may be a collateral duty of a member of the Board or may be filled by a Member of the Association who is in good standing. The Parliamentarian shall assist the President in ensuring that Board meetings are conducted in accordance with *Robert's Rules of Order*.
- 2.2 POLICY CONCERNING VACANCIES.**
- 2.2.1 **Attendance at Meetings.**
- a. A director shall be deemed to have resigned if not in attendance at three consecutive monthly meetings of the Board of Directors.
  - b. A director shall be deemed to be in attendance at a meeting if he or she is present for any part of the meeting.
  - c. A director shall be deemed to be in attendance at a meeting if he or she participates in the meeting or any part of the meeting by any means of communication by which all the directors may simultaneously hear each other during the meeting, pursuant to the provisions of Article 4, Section 4.4(d) of the *Bylaws*.
  - d. A director who misses three consecutive monthly meetings as a result of a call to service by any National Guard or Reserve Unit may be appointed to the Board to fill the vacancy caused by his or her own resignation.
- 2.2.2 **Vacancies in At-Large Seats.**
- a. A vacancy that occurs in an at-large seat on the BOD may be filled by a majority vote of the remaining directors at a meeting of the Board held for such purpose after the occurrence of such vacancy.
  - b. If the most recent election for directors included filling of an at-large seat or seats, the Board shall give consideration to filling the vacancy with the unsuccessful candidate who received the most votes in that election.
- 2.2.2 **Vacancies in At-Large Seats**
- c. If the most recent election for directors did not include the filling of an at-large seat or seats, or if such candidate as described in paragraph b, above, is unwilling or unable to serve, or if the Board elects not to appoint such candidate, or if there is no such unsuccessful candidate, the Board may elect any Property Owner in good standing to the BOD.
  - d. Any person elected to the BOD pursuant to this Section 2.2.2 shall serve out the entire remaining original term of the director whom he or she is replacing.

### 2.2.3 Vacancies in Precinct Seats.

- a. A vacancy which occurs in a precinct seat on the BOD may be filled by a majority vote of the remaining directors at a meeting of the Board held for such purpose after the occurrence of such vacancy.
- b. If the most recent election for directors included the filling of the precinct seat in which the vacancy has occurred, the Board shall give consideration to filling the vacancy with the unsuccessful candidate receiving the most votes in that election.
- c. If the most recent election for directors did not include the filling of the precinct seat in which the vacancy has occurred, or if such candidate as described in paragraph b, above, is unable or unwilling to serve, or if the Board elects not to appoint such candidate, or if there is no such unsuccessful candidate, the Board may elect any resident of that precinct in which the vacancy occurred who is a Property Owner in good standing to fill the vacancy on the BOD.
- d. If the Board is unable to identify a Property Owner within a precinct who is able and willing to serve, pursuant to paragraph c, above, the Board may elect any resident of Montclair who is a Property Owner in good standing to fill the vacant precinct seat on the BOD.
- e. Any person elected to the BOD pursuant to this Section 2.2.3 shall serve out the entire, remaining term of the director whom he or she is replacing, provided, however, that if the new director is appointed pursuant to paragraph d, above, the Board shall seek candidates for that precinct seat at the next ensuing election. Should a Property Owner in good standing who is a resident of the precinct be elected, the person so elected by the residents of the precinct would replace the person who is not a resident of the precinct for the remainder of the original term. Should no candidate come forward pursuant to this paragraph, the person elected by the Board would continue to serve as the precinct representative on the BOD.

### 2.2.4 Vacancies Caused by Removal by Members.

- a. Members may remove a director pursuant to the provisions of the Nonstock Corporation Act.
- b. A vacancy caused by removal of a director by the Members shall be filled by a vote of the Members and the individual so elected shall serve for the remainder of the term of the director being replaced.
- c. If a director is removed by a vote of the membership at an Annual or Special Meeting, the vacancy shall be filled by a vote of the membership at the next Annual or Special Meeting, pursuant to Section 2.2 of the Bylaws.

### 2.2.5 Miscellaneous Provisions.

- a. Pursuant to Section 4.2(d) of the Bylaws, no one shall continue to serve as a director if such individual is more than thirty days delinquent in meeting financial obligations to the Association.
- b. Any director holding a precinct seat on the BOD who chooses to run for an at-large seat, or any director holding an at-large seat who chooses to run for a precinct seat, shall resign from the seat currently held, to be effective no later than the date of the Annual Meeting. A director elected to fill the resigned seat shall serve the remainder of the original term of the director whom he or she has replaced.

## 2.3 POSTING OF BOARD MEETING AND TENTATIVE AGENDA.

2.3.1 Meeting Notice. The dates of Board meetings scheduled for any month shall be posted not later than seven working days prior to the meeting on the MPOA message boards.

2.3.2 Posting of Agenda. The tentative agenda for all Board meetings may be posted in the lobby of the MPOA Administrative Building and publicized on any electronic medium readily accessible by members two days prior to the meeting.

**2.4 CONDUCT OF REGULAR BOARD MEETING.** The BOD intends to meet monthly at a time and place called for by the President in accordance with the Association Documents. The meeting will start with a tentative agenda to include, but not limited to:

- a. Setting the agenda;
- b. Approval of minutes from the prior Monthly Meeting;
- c. Speakers time—for members, residents, and guests to address the BOD;
- d. Reports from MPOA committees;
- e. Status reports from the Agent regarding operational concerns;
- f. Old and new business; and
- g. Violations and issues relative to the rules and regulations established in the Association Documents and in these Community Guidelines.

The Board may recess until a later date and time if necessary to conclude all the business scheduled for the Monthly Meeting.

**2.4.1 Establishment of Agenda.** A Board meeting information packet, including the tentative agenda and all necessary supporting documentation, will be delivered to the Board members no later than two days prior to the date of the Board meeting.

**2.5 VOTING PROCEDURES AT BOARD MEETINGS.** The procedures outlined herein are in addition to relevant provisions of the Association Documents and *Robert's Rules of Order*.

**2.5.1 Voting.** Votes are conducted by calling the roll of the BOD in alphabetical order. All votes of the BOD shall be held in open session. Voice votes are used for all issues with the exception of the election of officers, which may be by secret ballot. A Board Member may vote in the affirmative or in opposition, may abstain for good cause, or may ask to pass until the remaining Board Members have voted. The BOD may pass a motion by acclamation, unless the Association Documents or these guidelines specify a roll call vote. The Secretary will call for and record all votes.

**2.5.2 Additions to Agenda.** Any resolution not previously considered by the BOD that has not been supplied to the members of the Board at least two days prior to a meeting shall not be considered unless two-thirds of the members of the Board present and voting in a roll call vote approve a motion to suspend this provision and consider the resolution.

**2.5.3 Expenditures from Reserves.** Any resolution authorizing the expenditure of funds from any Reserve account in excess of fifteen hundred dollars (\$1,500) shall not be approved, except by roll call vote of two-thirds of the members of the Board present and voting at a Board meeting, or by unanimous written consent outside a Board meeting. Any expenditure from Reserves made without a vote of the Board shall be reported by the Community Manager at the next scheduled Board meeting.

**2.5.4 Expenditures Requiring Bids.** Any resolution authorizing the expenditure of funds from any account in excess of two-tenths (2/10) of one percent of the total budget for that fiscal year shall include a copy of not fewer than three bids for the work or item. This requirement may be waived by a roll call vote of the members of the Board present and voting.

## **2.6 Recording of Minutes at Board Meetings**

**2.6.1 Recording by Board Members.** The recording secretary of the Board meeting may elect to use audio or video equipment to record meetings of the Board to assist in the preparation of the official record of the meeting.

## 2.6.2 Recording by Board Members (continued)

- a. Recordings of the Board meetings shall not constitute the official record of the meeting. Only the written minutes, as approved by the official participants of the meeting, shall constitute the legal documentation of the Board meeting.
- b. The recording secretary's recording of a Board meeting shall remain the property of the Association. Once the official minutes of the meeting have been approved, the recording shall be destroyed, unless a majority of the voting Board members determine otherwise.
- c. The Community Manager shall be the custodian of the recording secretary's recording. The Community Manager shall ensure that no unauthorized copies are made, and that such recordings are promptly recycled or otherwise destroyed once the official minutes are approved.
- d. At no time shall the closed sessions of the Board meetings be recorded.

## 2.6.3 Recording by Association Members. Members are permitted to use audio or video recording equipment to record any portion of a meeting required to be open at Board meetings, subject to the following conditions:

- a. The Member must notify the Board prior to the start of the meeting that the meeting is being recorded.
- b. The Member's recording equipment shall be placed in a manner that permits it to be observed by all persons present prior to the beginning of recordation, or by an announcement at the start of the meeting, that the meeting is being recorded.
- c. In the event a person present at the meeting other than a member of the Board of Directors expressly objects to the video recording of their image, their image may not be recorded in a visual recorded format.
- d. The Board, prior to the start of the meeting, shall determine a location where the recording equipment may be placed so that it does not interfere with the proceedings. Members are prohibited from employing the recording equipment in a manner which interferes with the meetings.
- e. If a Member places the recording equipment in a location which interferes with the meeting or if a Member uses the recording equipment in a manner which interferes with the meeting, the President will ask the Member to relocate the recording equipment or to stop using the equipment in that manner. If the Member fails to take these steps, the President will ask the Member to stop using the recording equipment. If the Member fails to comply with the President's request, the President shall ask that person to leave the meeting

## **2.7 OFFICIAL PUBLICATIONS OF THE MONTCLAIR PROPERTY OWNERS ASSOCIATION**

2.7.1 Publications. The MPOA produces two publications: the monthly *Montclairion* newsletter and the Montclair website <http://www.montclairva.com>

2.7.2 Purpose. The purpose of MPOA publications is to facilitate communication between the Board of Directors (BOD) and Montclair residents.

### 2.7.3 Oversight.

a. A committee of the BOD will provide guidance relative to the content, distribution, and advertising within Montclair publications. The committee will be called the Montclair Publications Advisory Committee (MPAC). The MPAC will review all items the Managing Editor has designated for publication in the next issue of the *Montclairion*, within two days of receipt, and shall offer comments or suggestions as to the content and placement of the items proposed for publication. The MPAC will provide a similar review of the Montclair website, when notified of an update by the Web Master.

b. The BOD shall approve advertisement rates associated with Montclair publications.

2.7.4 Staffing and Management. The management agent shall provide a Managing Editor for the *Montclairion* and Web Master services for the Montclair website.

### 2.7.5 *Montclairion*.

- a. The standard size of the *Montclairion* will be 8 ½ by 11-inch pages. The page count will depend on the amount of Information contained.
- b. Advertising:
  - (1) Approximately 1/3 of the publication will be devoted to advertising.
  - (2) The “MPOA Advertisement Priority List” shall be established, dated and maintained by the Communications Director. The priority shall be: Members of the Association in good standing, businesses located within the Residential Planned Community (RPC) of Montclair; non-member residents of Montclair; then others on a first-come-first served basis.
  - (3) Advertisements must be paid for not later than the fifth day of the month, proceeding.
  - (4) Full-page insert ads may be accepted on a case-by-case basis. No more than two inserts shall be accepted, per issue, unless otherwise approved by the MPAC.
- c. The Managing Editor will:
  - (1) Actively solicit articles for publication from the committees and other parties having a relationship to the Montclair community. The MPAC and/or the BOD reserve the right to direct that specific material be included or excluded from an issue.
  - (2) Edit the articles and other information for space and size consideration, typeset, perform layout and oversee publication and delivery.
  - (3) Submit to the MPAC a draft issue for their consideration to proofread and check for content on or about the fifteenth day of the month before publication.
  - (4) Solicit and process advertising requests, collect payments, and manage the priority lists.
- d. No political advertising will be placed in or with the *Montclairion*.
- e. Neighbor to Neighbor Communications
  - (1) Virginia State Law requires that POA’s must “establish a reasonable, effective, and free method, appropriate to the size and nature of the association, for lot owners to communicate among themselves and with the board of directors regarding any matter concerning the association”. The MPOA meets this requirement through the combined communications methods of the MPOA’s bulletin board, web site (<http://montclairva.com>), and the monthly magazine, *The Montclairion*.
  - (2) Members of the MPOA are able to submit communications for inclusion in ‘Neighbor to Neighbor’ section of *The Montclairion*.
  - (3) All submitted content will be reviewed by MPOA staff before it is posted to the site and/or published in *The Montclairion*, to determine that the content is suitable for publication. Any questions about the suitability of content will be resolved by the Montclair Publications Advisory Committee (MPAC) or the Board of Directors.
  - (4) Any content that contains profanity, personal attacks, or is not related to a topic of concern to the MPOA will not be considered suitable for inclusion in ‘Neighbor to Neighbor’.
  - (5) Each issue of *The Montclairion* will reserve no more than one full page of space for the purpose of including ‘Neighbor to Neighbor’ content.
  - (6) Submissions that are included in *The Montclairion* may be edited for length to allow as many submissions as possible to be included. All suitable submissions will appear on the web site in their entirety.

## 2.7.6 Montclair Website

- a. The website URL [www.montclairva.com](http://www.montclairva.com) will be owned by the MPOA and maintained by the management agent. The website may be hosted on MPOA equipment or by a service paid for by the MPOA. Generally, the same principles that govern inclusion in the *Montclairion* will apply to web postings. The purpose of the web site is to provide information for members of the Association and others interested in our community.
- b. The Communications Director will be responsible for day-to-day maintenance of the web site and will:
- (1) Ensure that the site will include at a minimum the current: Community Guidelines (to include covenants); Amended and Restated Articles of Incorporation, Amended By-laws and Amended Deed of Dedication of the MPOA; *Montclairion*; membership of the BOD; chairman of the standing committees of the BOD; names and functions of the onsite management team; date and the agenda of next meeting of the Board of Directors; date and time and location of Community Events to be held in the next two months.
  - (2) Ensure that the website provides interactive capability to support completion and submission of: an electronic Property Improvement Request's (PIR); MPOA committee volunteer form; online volunteer sign-up for community events; electronic ballot.
  - (3) List points of contact for the Sub-Associations, located within the RPC of Montclair, including their BOD, when supplied/updated by the sub-associations.
  - (4) Update the website routinely to ensure that information concerning the Association, the Board and events is timely and accurate. The MPAC and/or the BOD reserve the right to direct that specific material be included or excluded from the site.
  - (5) Solicit and process link requests.
  - (6) Notify members of the MPAC when significant updates have been made, capture their comments, and make corrections if necessary. Major changes to the website format or content will be reviewed and approved by the MPAC.
- c. The Communications Committee will:
- (1) Provide design and technical guidance and support for the website
  - (2) Assist the Communications Director in carrying out his/her responsibilities.
- d. Efforts shall be made to provide useful information and website links to services of interest to the Membership such as public officials, schools, Federal, state and county services, non-profit organizations and entities of a general interest to the community. The website will include and operate under the following link policy:
- (1) The MPOA, at its sole discretion, may include content, including links to external web sites, that serve to benefit the community with useful and topical information. The Board of Directors may delegate to MPOA staff or volunteers the task of managing such content, but retains the final authority over what content will be included on the MPOA web site.
- The basic criteria by which any link will be considered is if it provides useful information that is related or relevant to the community of Montclair.
- e. No political advertisements shall be displayed upon, or linked from the website.

### 2.7.7 Montclairion Distribution

- a. The *Montclairion* will be distributed twelve (12) times per year, on a monthly basis to all MPOA homeowners, MPOA lot occupants, and current issue display advertisers. Non- resident owners may be offered a subscription.
- b. The *Montclairion* will be distributed to the community by the 5<sup>th</sup> of the issue month or earlier, with the exception of June, July and October when the *Montclairion* shall be received not later than the first of the issue month. Deadline dates for information submission will be set to achieve this goal.
- c. The distribution method will be determined based upon the managing editor's business judgment.

### 2.7.8 Budget

- a. All costs for the *Montclairion*, including staffing costs for the *Montclairion* Editor; printing and distribution of the *Montclairion*; software, hardware, operational and maintenance cost for the *Montclairion*, shall be paid or by advertisement unless specifically funded by a motion of the BOD. Such motions may fund a specific item or event, such as an additional insert in the *Montclairion* or the cost of supporting an electronic vote by the Membership.

**ARTICLE 2, ENCLOSURE 1**

**Precinct Street Listing**

Below is the list of streets in each of the four voting precincts. This precinct street listing is effective for the election of precinct representatives at the annual meeting in March 2003. According to the Association Bylaws, in June of the year preceding the annual meeting in which members of the board of directors are to be elected by precinct, the precinct boundaries may be adjusted if necessary in order that the precincts continue to have approximately the same number of lots. The streets printed in *italics* reflect the precinct boundary adjustments.

**Precinct 1**

Andrews Place	Corwin Place	Larchmont Court	Pleasant Hill Place
Backwater Court	Cove Lane	London Place	Port Washington Court
Barger Place	Devonald Place	Marbury Heights Dr.	Renton Court
Barnacle Place	<i>Dolphin Drive (even)</i>	Marlington Drive	Saltwater Drive
Beachland Way	Duncan Place	Marshlake Lane	Sanibel Court
Beacon Hill Place	Ebb Tide Court	Maybury Place	Seal Place
Bishop Place	Fawn Place	Moncure Court	Skiff Court
Brawner Drive	Garden Gate Court	Moncure Drive	Spalding Drive
Breeze Way	Greenfield Place	Montview Drive	Trisail Court
Buena Vista Drive	Harmony Place	Myrtle Place	Tranio Court
Bunker Court	Higgins Drive	Nightingale Place	Viewpoint Circle
Butler Place	Hopkins Drive	Olivia Way	Widewater Drive
Catamaran Court	Ibsen Place	Outlook Place	Winding Creek Drive
Chapman Place	Lands End Court	Peach Court	Windward Court
Clearwater Court	Lansdale Place	Pinecrest Court	

**Precinct 2**

Alexander Place	Candlestick Drive	Edgewood Drive	Prestwick Court
Ashgrove Drive	Cindy Lane	Fairway Drive	Shady Knoll Court
Beacon Court	Cranberry Court	Henderson Lane	Sheffield Drive
Benson Court	Crocus Lane	Hidden Valley Court	Singletree Lane
Boxwood Drive	Cypress Court	Kings Valley Court	<i>Spillway Lane</i>
Brandywine Road	Dalebrook Drive	Lazy Day Lane	Sunny Knoll Drive
Buck Lane	Dartmoor Drive	Northgate Drive	Vista Drive
Buckingham Court	Deer Park Drive	Oriole Court	4157-4199(odd) Waterway Dr.
Camelot Court	Dickerson Place		Wendy Court
	<i>Dolphin Drive (odd)</i>		

**Precinct 3**

Autumn Lane	Fallstone Place	Maywood Drive	Thistle Court
Avon Drive	Fishermans Cove	Melody Lane	Timber Ridge Drive
Barrington Place	15500-15650 Golf Club Dr.	Paige Point Way	Vals Way
Battersea Road	Holly Hill Drive	Pike Trail	4609 Waterway Drive
Beachview Drive	Iris Lane	Rhame Drive	4172-4198 (even) Waterway Dr.
Beaver Dam Road	Jonathan Court	Ridgecrest Drive	Whisperwood Court
Cliffbrook Court	Kenton Circle	Royal Crescent Court	Windsong Lane
Cliffview Drive	Keswick Court	Silvan Glen Drive	Yorktown Drive
Cogenbury Court	Laurel Ridge Road	Skyline Drive	
Edgehill Drive	Loganberry Lane	Southwood Place	

**Precinct 4**

Afton Court	Holleyside Drive	Mimosa Trail	Streamside Court
Beachwater Court	Huntgate Lane	Oak Crest Court	Sugar Maple Lane
Bridgeport Drive	Hyacinth Place	Peppermill Court	Sugarbush Lane
Camellia Lane	Inlet Place	Ridgewood Court	Tallowood Drive
Cedar Knoll Court	Larkspur Lane	Rincon Place	Waters Edge Drive
15461-15499 Golf Club Dr.	Lindenberry Lane	Shadow Oak Court	Willow Oak Place
Groveside Court	Live Oaks Court	Shadow Woods Court	Wintercress Court
Hickory Nut Place	Maple Glen Court	Silver Leaf Court	Woodglen Court
Holleyside Court	Mill Spring Drive	Spring Branch Boulevard	

