

## POLICY RESOLUTION NO. 29

### Parcel Committees

Revised: \_\_\_\_\_, 2023

**WHEREAS**, the FVCSA Board of Directors is charged with the responsibility for making policies to manage the affairs of the FVCSA, within the limits specified in the Founding Documents; and

**WHEREAS**, it is important that decision making within the FVCSA, as within all governing organizations, maintain reasonable standards of due process, to promote fairness and provide for checks and balances; and

**WHEREAS**, Article III, Section 1 of the Declaration states that “a Parcel Committee may be established for each Parcel in accordance with the Bylaws and serve to advise the Board of Directors on matters pertaining to each Parcel.”; and

**WHEREAS**, Article VIII, Section 4 of the Bylaws provides for the existence of Parcel Committees, the duties of which shall be to (1) advise the Board each year on the proposed budget for maintaining and operating the Parcel Common Areas and providing services in the Parcel, (2) review and make recommendations on applications referred to it by the Covenants Committee, if any, and (3) perform such duties as may be assigned by the Board of Directors; and

**WHEREAS**, the FVCSA Board of Directors has become aware that there is a need to establish guidelines for parcel decision making, including selection of Parcel Committee members and an appropriate process for making formal parcel recommendations to the Board;

**NOW, THEREFORE, BE IT RESOLVED THAT:** Policy Resolutions No. 29 dated January 11, 2000; November 14, 2000; June 25, 2012; December 4, 2012; July 22, 2013; October 23, 2016; January 27, 2017; November 27, 2018; March 11, 2019; and June 1, 2020 are rescinded and replaced with this Policy Resolution.

#### A. PARCEL COMMITTEE RESPONSIBILITIES

According to the Bylaws, it shall be the duty of the Parcel Committees to advise the Board each year on the proposed budget for maintaining and operating the Parcel Common Areas and providing services in the Parcel, to review and make recommendations on applications referred to it by the Covenants Committee, if any; and to perform such duties as may be assigned by the Board of Directors. Actions which are within the authority of the Parcel Committee to approve require a majority of the voting members of the Parcel Committee. Recommendations to the Board for proposed actions require a majority of the voting members of the Parcel Committee. All notices relative to parcel meetings, elections or official communications from the Parcel Committee shall be sent by Management at the direction of the Board.

Reservation of Board Rights and Responsibilities. The role of the Parcel Committees is advisory in nature. Their responsibilities are detailed in the Declaration, Bylaws of the Association and its Policy Resolutions. The Board gives great weight to Parcel Committee recommendations and

advice. However, the Board, in carrying out its fiduciary responsibilities, reserves the right to act in the best interests of the Association and the Parcel, regardless of any advice it may or may not have received from the Parcel Committee. Additionally, for all Parcel Committee Elections, the Election Committee shall oversee such elections.

## B. ANNUAL PARCEL MEETING

Each parcel shall hold a general meeting (“Annual Parcel Meeting”) at least once each year during the first three weeks of November and prior to final submission of the Parcel Operating Budget for the following year. The purpose of the Annual Parcel Meeting will be to elect the Parcel Committee for the following year and to endorse the Parcel Operating Budget. The Election Committee shall oversee all Parcel Committee elections.

1. Each Parcel Committee shall notify the management office on or before the end of the first week of October of its selected meeting date. Additionally, each Parcel Committee shall also determine whether the election that year will be conducted electronically pursuant to Article VII, Section 3 of the By-Laws on or before the end of the first week of October. If this is chosen, the said Parcel Committee shall also request that the chosen independent third-party electronic voting company coordinate with Management to prepare the proper electronic notices; electronic voting system and anything else required for the implementation of electronic voting. Additionally, the Election Committee shall ensure that the Auditing Firm or General Counsel has prepared the following for those who wish to use a paper ballot: the ballots; registration codes, stocks of paper for printing of ballots, envelopes, and the necessary postage. The Election Committee shall also verify the traceability of the electronic voting system in respect of proxy voting, authentication and ability to confirm the identity of the voter for audit purposes with a paper trail. If the management office has not received notice of a parcel’s scheduled meeting date or electronic voting choice by October 15th, the management office will select a meeting date and schedule the meeting, and the election will be conducted using paper ballots. In either case, a meeting notice will be mailed by the management office to each parcel homeowner and tenant at least fifteen (15) days prior to the meeting date.

2. The Election Committee shall have the responsibility of ensuring that the procedures for election are followed. By this Resolution, the Board is authorizing the Chair of the Election Committee to consult with the Association’s Legal Counsel as deemed necessary. To do so, the Board will set a number of hours with the Association’s Legal Counsel with a “not to exceed amount” for the Election Committee use. This budget can be increased as necessary at the Board’s discretion upon request from the Election Committee.

3. In the event that there is any question regarding any part of the election process, including, but not limited to, eligibility of a candidate, ballot certification or any other election matter, the Election Committee is delegated responsibility to render such decision. Any such decision made may be reversed by a majority vote of the Eligible Board Members. For the purposes of this paragraph, Eligible Board Members shall constitute any Board member who is not a candidate or who does not have personal involvement in the matter to be voted.

All meetings of parcel homeowners and tenants are official functions of the community and must be held at the Smith House.

## C. ELECTION OF THE PARCEL COMMITTEE

Each Parcel Committee shall consist of five (5) voting members who shall be elected by the Owners and tenants of the Parcel at the Annual Parcel Meeting. Additional non-voting Parcel Committee members may be made by appointment of the voting members of the Parcel Committee and confirmed by the Board.

1. Any homeowner or tenant in good standing (no arrears or violations) within a Parcel may serve on the Parcel Committee. Homeowners and tenants wishing to run for a position on the Parcel Committee shall notify Management in writing of their intention and sign the Self Nomination Form for Candidacy by the end of the first week in October. The Election Committee will meet prior to the end of the second week in October to open the Nomination Forms, verify the candidate's eligibility and certify the list of candidates to the Parcel Committee. Candidates may campaign for election, but Management shall not distribute material on their behalf. No candidate or their representative may solicit or collect ballots from homeowners or tenants. All candidates shall have an equal opportunity to make statements at parcel meetings. The Board liaison shall not make any statement favoring one candidate over another.

2. Ballots:

- a. Electronic Voting: If the Parcel Committee elects to conduct the election by electronic means, the Ballot must be emailed by the chosen independent third-party electronic voting company in conjunction with Management to all owners and residents no later than the third Friday in October. The notification shall include a list of the candidates in alphabetical order by surname and term, Instruction to Voters on how to vote electronically and notice regarding the option to use a traditional ballot and the availability of proxies. No other material may be included in the notification. Additionally, a link shall be made available to all Members that can direct them to the Association's voting platform for registration and voting. Paper ballots shall be made available to any Member that chooses not to vote electronically pursuant to Section 16.
- b. Traditional Voting: If the Parcel Committee elects to conduct the election without electronic voting, ballots must be mailed by Management to all owners and residents no later than the third Friday in October. The notification shall include a list of the candidates in alphabetical order by surname and term, Instruction to Voters and the availability of proxies, envelope and, in alphabetical order by surname, the biography/photos of all candidates as provided by each candidate. No other material may be included in the notification.
- c. Ballots for the voting members of the Parcel Committee shall list the five positions: Parcel Chair, Finance Chair, Landscape Chair, Architecture Chair and Social Chair. These titles define areas of general responsibility, but do not confer any additional authority apart from other Parcel Committee members. All the parcel chair positions shall be occupied by individuals from different households. If a Parcel Committee member functions in more than one capacity on a Parcel Committee, that person is entitled to just one vote on parcel matters. The Landscape and Social Chairs will serve on the Association's Landscape and Social Committees respectively.
- d. The ballot should also provide space for write-in votes for each Parcel Committee position. The mailed ballot and the one available at the Parcel Annual Meeting shall be identical. Election of the Parcel Committee shall be by two votes per unit: two votes for resident homeowners or one for the non-resident homeowner and one for the tenant. Ballots must be submitted by mail or at the Annual Parcel Meeting. Counting of the ballots shall be done by a member of the Association's

Election Committee or the Board Liaison to the Parcel. Results of the voting shall be confirmed at the Annual Board Meeting in December by a member of the Election Committee.

3. Voting for Parcel Committee Members shall be by a majority of homeowners and tenants attending the Annual Meeting and the mailed-in ballots received by Management prior to the Parcel Annual meeting.

4. Parcel Committee members elected at the Parcel Annual Meeting shall take office on the first Tuesday in December in the current year and serve until the first Monday in December the following year. Vacancies during the year may be filled by appointment by the remaining Parcel Committee members and confirmed by the Board. Such appointees shall take office immediately following their appointment and Board confirmation.

5. A Parcel Committee member may resign. The unexcused absence of Parcel Committee member from two consecutive regular meetings of the Parcel Committee shall be deemed a resignation. Any Parcel Committee member may be removed by the Board if they are no longer in good standing or consistently fail to participate in Parcel Committee actions.

6. All notifications must be sent out at the same time.

7. All candidates will be informed at the same time by phone or email when the notification has been sent.

8. Any resident who chooses not to use electronic voting must inform Management at least 48 hours prior to the election.

9. Candidates and those campaigning for them may not collect Ballots. With this single exception, candidates are permitted to campaign in all other ways they have in the past, for example, mass mailings or going door-to-door. The USPS does not allow flyers to be posted on mailboxes.

10. Ballots, electronic and/or paper, are due by 5 PM on the Monday before the Annual Meeting

11. The chosen independent third-party electronic voting company shall compile a tally of the results and a breakdown of same to be reviewed by the General Counsel and the Elections Committee. Any paper ballots will be counted by the Election Committee, in the presence of representatives of legal counsel and/or the auditing firm and be added to the electronic voting results. No candidates may be present during the count. The single point of contact for the electronic voting may be the General Counsel notwithstanding that the election committee in full may be copied, if possible, by the electronic voting system.

12. Once the Ballots, electronic and/or paper, are counted and verified, the paper ballots and the paper printouts of the electronic votes including any audit trails of who voted will be removed and stored off site and a record of the electronic results will both be kept for two (2) years and one (1) month by the representative from the Association's Auditing or legal counsel firm.

13. The Chair of the Election Committee, with approval from the election committee, will report the election results to the Parcel Committee at the end of the Executive Session on the day of the Annual Meeting.

14. The Chair of the Election Committee, with approval from the election committee, will announce the election results and the new Parcel Committee at the Annual Meeting.

#### D. SPECIAL PARCEL MEETINGS

At any time, a majority of the voting members of the Parcel Committee may call a meeting of the parcel homeowners and tenants. Meeting notification must be sent by Management to each homeowner and tenant at least fifteen (15) days prior to the meeting date.

At any time, a written petition signed by parcel homeowners and tenants representing more than half of the units in the parcel, may request a special parcel meeting. The petition must specify the meeting date which must be at least thirty (30) days after the signed petition is filed with Management. Management shall send a meeting notice to all parcel homeowners and tenants at least fifteen (15) days prior to the special parcel meeting.

#### E. MAJOR PARCEL RECOMMENDATIONS

Parcel projects may be initiated by the voting members of the Parcel Committee or recommended to the Parcel by Management. The Parcel Committee will work with Management to review the need for the work and the source of funding and forward its recommendations to the Board for consideration.

1. Requests for Special Assessment: Major projects which require Special Assessments recommended by the voting members of the Parcel Committee shall require the approval of the parcel homeowners. In such votes, there shall be one vote for each unit. Voting for these issues shall be conducted by Management with ballots provided to homeowners at least 15 days prior to the tabulation of ballots at the special Parcel meeting. A request for special assessment shall require the affirmative vote of two-thirds of a quorum of homeowners (75% of homeowners constitute a quorum: reference Article V, Section 5, Special Assessments, in the Forrestal Village Declaration of Covenants and Restrictions, dated November 6, 1979). Voting shall continue for a period of up to ninety (90) days following the special Parcel meeting, or until the close of business on the day on which the votes of seventy-five (75%) of the parcel homeowners are received. The counting of the votes to approve any Special Assessment shall be conducted by Management which shall certify the results to the Board. The Board will vote to ratify the Special Assessment. Homeowners shall be notified of Capital Expenditures or Parcel Projects with a per- unit cost in excess of \$1,000 when no Special Assessment is needed. No vote of the homeowners is required.

2. Budget Recommendations, or Actions Which Impact All homeowners/tenants. This section applies to votes by the parcel homeowners and tenants for actions other than Special Assessments. In such votes, there shall be one vote for each unit. Voting requirements are as follows:

- a. Voting to endorse the annual Parcel budget shall be by a majority of homeowners attending the Parcel Annual Meeting.
- b. Voting to change an architectural standard or to modify any parcel standard which impacts all homeowners and tenants requires approval by a majority of a quorum (75%) of the homeowners and tenants. In such votes, there shall be one vote for each unit. Management shall mail and count the ballots which are received 30 days after that mailing.

3. Procedures for Annual Budget Recommendations and Election of the Parcel Committee: Management shall provide to the Parcel Committee Chair a sealed envelope containing the Parcel Committee ballots which were received prior to the Annual Meeting. In a separate envelope Management shall provide the agenda, proposed budget, blank ballots and a list of homeowners and tenants for ballot verification. Tabulation of Ballots shall be done by a member of the Association's Election Committee. In contested elections, the Board shall have discretion to supervise ballot counting in any parcel with a liaison who is not a resident of that parcel. No documents shall be used other than the official documents prepared by Management.

4. Other Parcel Recommendations: Other parcel recommendations to the Board require a majority vote of voting members Parcel Committee which shall be recorded and certified to the Board.

## F. PARCEL PROJECT MANAGEMENT

Management will work with the Parcel Committee to develop the scope of the project, prepare specifications for the project, send out the specifications to prospective bidders for estimates, and meet with prospective bidders to review the bid proposals. Parcel Committee members may meet with prospective bidders only with Management present. Parcel Committee members may not independently contact bidders. Violation of this rule may be used by the Board as grounds for dismissal from the Parcel Committee. Management and the Parcel Committee shall mutually agree on a bidder for the project to be recommended to the Board for approval. Once the bidder has been approved by the Board and the contracts signed, Management will oversee the engineer or contractor; monitor the project's progress, and report back to the Parcel Committee as needed or as requested by the Parcel Committee.

Policy Resolution \_\_\_\_ was adopted on \_\_\_\_\_, 2023

ATTEST:

By:\_\_\_\_\_

Name:\_\_\_\_\_

Title: \_\_\_\_\_

By:\_\_\_\_\_

Name:\_\_\_\_\_

Title: \_\_\_\_\_