

NEWINGTON FOREST COMMUNITY ASSOCIATION, INC.

POLICY RESOLUTION NO. 8

(Voting and Election Procedures)  
(1/26/21)

**WHEREAS**, pursuant to Article IV, Section 4.01 of the Newington Forest Community Association (“Association”) Bylaws, the Board of Directors is authorized to exercise all powers and duties necessary for the proper administration of the affairs of the Association except those powers that are reserved to the Members by the laws of Virginia, the Articles of Incorporation, the Declaration and the Bylaws;

**WHEREAS**, Article III, Section 3.06 of the Association’s Declaration of Covenants, Conditions, and Restrictions and Reservation of Easements (“Declaration”) permits the Board to adopt any such rules and regulations with respect to “any meeting of Members, proof of membership in the Association, evidence of right to vote, appointment and duties of inspectors of votes, registration of Members for voting purposes, voting by proxy and other matters concerning the conduct of meetings and voting”;

**WHEREAS**, Article III, Section 3.06 of the Declaration states that “if the Board of Directors shall so determine and if permitted under applicable law, voting on elections and other matters . . . may be conducted by mail or by ballot”;

**WHEREAS**, Article III, Section 3.09 of the Bylaws states that “to the extent permitted by the laws of Virginia, any vote to be taken of the members upon a stated proposal or for the election of directors may be taken by mail, and the number of votes necessary for passage of the proposal or election as a director shall be the same as if they were taken at a meeting”;

**WHEREAS**, Section 55.1-1832(D) of the Virginia Property Owners’ Association Act (“Act”) states that unless the Association’s Declaration expressly provides otherwise, the Association may conduct voting via electronic transmission provided that a record is created as evidence thereof and maintained as long as such record would be required to be maintained in non-electronic form;

**WHEREAS**, Section 55,1-1832(F) of the Act states that if any person does not have the capability or desire to conduct business using electronic transmission , the Association is required to make a reasonable accommodation to such person, at the Association’s expense; and

**WHEREAS**, Article III of the Bylaws establishes certain requirements for the nomination and election of members of the Board of Directors;

**WHEREAS**, the Board wishes to supplement and clarify the requirements for the nomination and election of members of the Board of Directors expressed in the Bylaws and Section 13,1-844.1 of the Virginia Code to anticipate conducting the Annual Meeting by entirely virtual means; and

**WHEREAS**, the Board has determined that the Declaration of the Association does not prohibit the Association from adopting procedures for the election of Directors to the Board via electronic voting methods, and the Board deems it to be in the best interest of the Association to adopt such procedures.

**NOW THEREFORE, BE IT RESOLVED THAT** the following voting and election procedures are hereby established and adopted by the Board of Directors.

**VOTING AND ELECTION PROCEDURES**

- A. Notice of the annual meeting of the Association shall be sent to the membership in accordance with the provisions of Article III, Section 3.05, of the Bylaws and in the form attached hereto as Exhibit A. The notice will provide the date, time and location of the annual meeting and the site for conducting electronic voting via the Association's website located at [www.newingtonforest.org](http://www.newingtonforest.org). The notice will also contain instructions on how to vote via a paper, absentee ballot, or proxy for those owners who choose to do so. Absentee ballots and proxy forms will be available for download or pick-up at the Community Center. A computer will be available at the Community Center during office hours for residents who wish to cast their vote electronically. Candidate statements will be available on-line, posted at the Community Center, emailed to all known email addresses and in paper form for distribution at the Community Center upon request. Candidates will also be allowed a few minutes at the time of the annual meeting to address the membership in attendance at the meeting about their qualifications to serve on the Board of Directors.
- B. Only one ballot, absentee ballot, or proxy vote will be accepted for each Lot.
- C. Electronic and paper absentee ballots may be cast until the voting deadline detailed in the annual meeting notice. Votes by absentee ballots must be mailed to the address listed on the absentee ballot form, with all required information filled out properly, and received by the voting deadline. Any absentee votes, proxy forms, or electronic votes received after the voting deadline shall not be counted. If the annual meeting is not conducted entirely by virtual means, there will also be paper ballots issued at the annual meeting for in-person attendees. In other words, owners may cast their votes electronically, via the absentee ballot form, by proxy, or in person at the annual meeting. A quorum of 10% of the votes of the membership entitled to vote, i.e., members that are in good standing per Section 3.03(a) of the Declaration, is required to be present at the meeting in person or by proxy in order to conduct the meeting. Owners voting electronically or via written absentee ballot form, or via proxy (filled out correctly) will be counted as present at the meeting.
- D. All electronic votes shall be kept or stored electronically in a secure manner until the ballots and/or preliminary electronic vote tally have been released to the inspectors of the election (the Election Committee) for counting or verification. All absentee ballots shall be kept in a secure location until the voting deadline.
- E. By delegation of proxy for in-person meetings, any Owner may appoint another person to vote in his or her place, provided they use the Association-issued proxy form or a form which includes the following information: Owner's name, Newington Forest property address, name of person to whom proxy is being given, dated signature of the property Owner, and dated signature of proxy holder. For entirely virtual annual meetings, only directed proxies will be allowed.
- F. If more than one proxy is cast for the same lot, the proxy bearing the latest date shall be considered the valid proxy.

- G. Proxy holders must verify their identity before casting the election ballot(s) of a proxy giver.
- H. In the case of one person holding multiple proxies for an in-person meeting, a special proxy ballot shall be attached to those proxies, which shall remain attached to the special proxy ballot form.
- I. Proxies and absentee ballots must be received by the Association at the community office by the voting deadline for verification and qualification purposes.
- J. Absentee ballots and electronic votes will be counted and recorded using an electronic preliminary tally. Vote counters shall present all voidable ballots to the inspectors of election for a ruling on the validity of the ballot/vote(s) in question. The vote counters shall certify the preliminary tally once they have verified the accuracy of the votes cast for each candidate.
- K. Candidates for the Board of Directors must own a lot in the community.
- L. Only one property Owner from a lot may serve on the Board at any one time.
- M. Any homeowner in violation of the Declaration, Bylaws, or Resolutions shall not be eligible to vote, run for elective office, serve the Association in any official capacity, or retain “good standing” membership status. Until such time as the violation is abated, none of the aforesaid rights shall be reinstated. Violations shall include, but not be limited to, failure to pay homeowner’s dues through and including the first quarter payment.
- N. Candidates for the Board of Directors shall be required to submit an application containing candidacy information before a date to be designated by the Board. Verification of application receipt shall be mailed to each candidate within one (1) week of receipt of the submission from the candidate.
- O. Individuals who do not submit an application by the deadline may choose to run as write-in candidates. Write-in candidates are only announced at the annual meeting and generally this means they attend the meeting to participate in the election or for a virtual meeting, write-in candidates must indicate in writing their intent to run for a seat on the Board as further detailed below. After their candidacy announcement, they may then join the announced candidates for any question and answer period. Write-in candidates who cannot attend the annual meeting but wish to be considered as write-in candidates must notify, in writing, the Community Manager or the Election Committee chairman of their candidacy at least five (5) business days prior to the meeting. This notification should be sent to the Association office.
- P. Results of the election will be announced by the Board President or Election Committee chair at the annual meeting.
- Q. After the election, all ballots, proxies and electronic voting data shall be retained for one (1) year after the election after which time the Association may dispose of the ballots and records as it deems appropriate.
- R. These procedures shall be utilized for duly called special meetings of the Association as well.

- S. Where title to a Lot is held by two or more individuals as tenants in common, joint tenants, or tenants by the entireties, any one of such joint Owners may cast the vote for that Lot or execute a proxy with respect to the vote for that Lot, and such action by one joint Owner shall bind all other joint Owners of that Lot, unless, prior to taking such action, the Secretary of the Association has received written notice from any joint Owner of that Lot that he will not be so bound, in which case the action of all joint Owners will be required to cast the vote for that Lot. This regulation shall apply to votes cast at meetings, to votes cast by proxy, and to the execution of consent instruments under Sections 2.03 and 9.02 of the Declaration.
- T. Owners may contact the Association office and request an election packet and must indicate which of the following items they would like to receive by mail: candidate biographies, voting procedures, absentee ballots, proxy for election, absentee ballot envelope, and/or a pre-addressed mailing envelope.
- U. Absentee ballots shall not be tallied if not returned in an envelope marked “Absentee Ballot” and showing a Newington Forest property address in the return address space.
- V. Absentee ballots shall be tallied only if submitted in original form. Copies of absentee ballots shall not be accepted.
- W. Proxies and absentee ballots must be received by the Association at the community office by 2:00 p.m. on the Friday prior to the election date for tallying, verification and qualification purposes.
- X. Campaigning, the display of election posters, and the distribution of campaign materials inside the building where the election is being held are prohibited.
- Y. Proxies may not be solicited prior to the mailing of the election notice to members. See Section A. above.

I hereby certify that this Policy Resolution rescinds all previously-enacted election policies and was duly amended and adopted by the Board of Directors by an online unanimous vote on January 26, 2021.

NEWINGTON FOREST COMMUNITY  
ASSOCIATION, INC.

By: \_\_\_\_\_  
Clayton A. Vieg, President



## NEWINGTON FOREST COMMUNITY ASSOCIATION, INC.

### 2021 REMOTE ANNUAL MEETING & BOARD ELECTION ANNOUNCEMENT

Date & Time: Tuesday, February 16, 2021 at 7:00 p.m.

Location: Online via ZOOM (meeting ID# 815 3100 0570) Pre-Registration and Password are Required to Attend the Online Meeting)

Agenda: Pres. & Treas. Reports, Board Member Q&A, and Election Results

**Questions for the Board may be sent in advance of the meeting to [Board@NewingtonForest.org](mailto:Board@NewingtonForest.org) to be answered during the meeting.**

**EVERY VOTE COUNTS! VOTE BEFORE FEBRUARY 12<sup>th</sup> - Choose One of the Following Voting Options:**

1. ONLINE BALLOT: at [www.NewingtonForest.org](http://www.NewingtonForest.org)
2. NO-CONTACT PAPER BALLOT (may be picked up at the NFCA office from the bulletin board).
3. Proxy Ballot (Appoint someone who will attend the meeting and vote in your place).

#### **Seven Candidates Running for Seven Positions**

Paper ballots and proxies are available on the bulletin board at the Newington Forest Community Association (NFCA) Office.

All ballots and proxies must be completed and received at the NFCA office by no later than **2 p.m. on Friday, February 12, 2021**, at 8201 Southrun Road, Springfield, Virginia.

Individual candidate information is posted on the bulletin board located on the front of the Community Center building. The information is also available at [www.NewingtonForest.org](http://www.NewingtonForest.org) and will be included in upcoming Association e-newsletters and email messages. Paper copies of Candidate Bios are available on the NFCA Office bulletin Board (on the front of the building) or you may contact the NFCA office, at 703 451-8563, to have information mailed to you.

This notice is being provided to all Owners in accordance with the Governing Documents. However, owners with delinquent assessments for any period through and including the first quarter of 2021 and/or with a violation of the Covenants that is outstanding are not eligible to vote. You may review the Governing Documents online at [www.NewingtonForest.org](http://www.NewingtonForest.org) or by contacting the Association office.