# **Skyline House**

# Orientation Handbook for Board Members

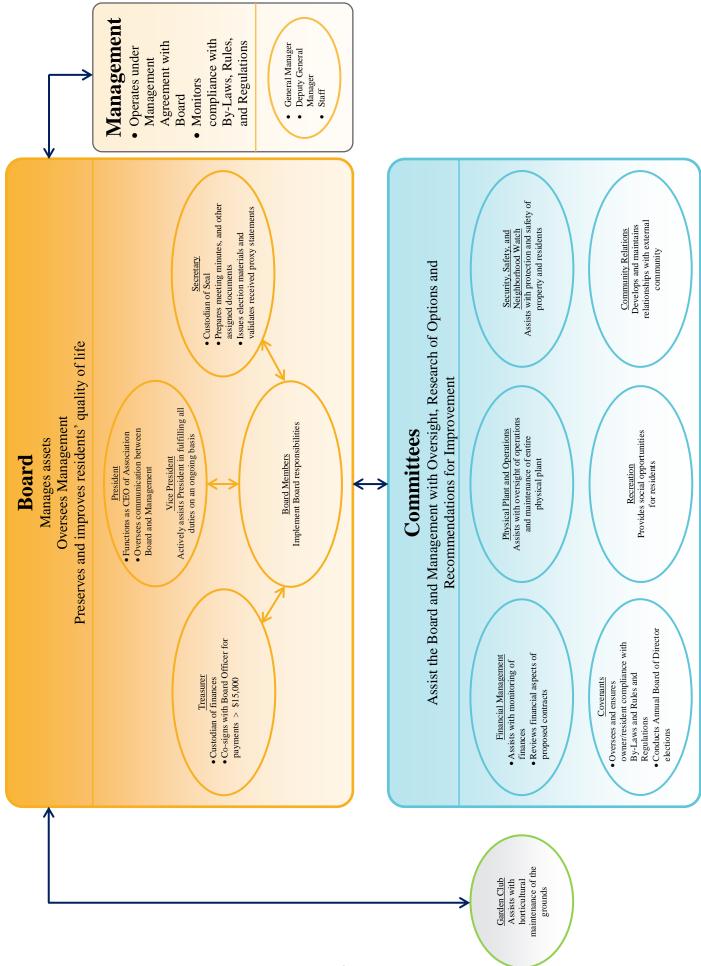
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# Skyline House Organizational Chart



# Key Roles and Responsibilities of Skyline House Association Board members

Charter	Key responsibilities	Tasks and activities of Board member
Maintains the value of a jointly owned asset through management of its	Ensures that the Association adheres to the governing documents (Master deed, articles of incorporation, by-laws, rules and resolutions) and to the pertinent laws of Fairfax County and the Commonwealth of Virginia.	Reviews these documents to incorporate their requirements into the ongoing work of the Board.
finances and budget	Establishes, maintains and adheres to a working budget.	Establishes an annual operating budget and a reserve budget with analysis, and long range projections
Manages a nonprofit Association that is a business corporation under Federal law.  The President of the Board is the CEO.	Maintains the reserves of the Association for anticipated and unanticipated costs and to sustain its property value.  Plans ahead for needed repairs and upkeep of the common facility to ensure they are done timely and are budgeted. This is accomplished through the Reserve Study conducted every 5 years.	and plans with respect to future costs and reserves needed to meet them.  Sets condominium fee structure and fees based on recommendations from the General manager and the FMC.
	Oversees and manages professional management staff needed to maintain the Association business and serve the residents.	Keeps informed through reports by General Manager. Provides feedback and addresses problems as a result of these reports.
		Approves contracts and changes orders <b>recommended</b> by the management staff and Committees.
		Participates in determining staffing needs and structure as well as position descriptions and responsibilities.
		Interviews and hires the General Manager.
	Conducts 9 regular meetings and 1 annual meeting at which all aspects of the Association are addressed with respect to:	Attends and participates in meetings on a regular basis.
	Identifying problems  Developing needed solutions and improvements, and	Conducts hearings for owners in arrears on condo payments after 60 days or those who have appealed a Covenants Committee Hearing panel ruling.
	Adhering to governing documents	Volunteers to assist with various needs to implement Board business.

# Key Roles and Responsibilities of Skyline House Association Board members

Charter	Key responsibilities	Tasks and activities of Board member
Maintains the value of a jointly	Establishes and maintains a Committee structure that can:	Develops charters for all Committees.  Appoints Committee Chairpersons.
owned asset through management of its finances and	address in detail the specific components and requirements of the Association and	Establishes Ad Hoc Committees as needed.
budget  Manages a nonprofit Association that is	advise the Board on needs and recommendations of Association business and provide a mechanism for wide	Deliberates on recommendations of Committees.  Resolves key issues among Committees.
a business corporation under Federal law.	participation of Association members to ensure that the Board has access to members' views and preferences.	Appoints a Board liaison to every Committee, and members attend and participate in Committee meetings.
The President of the Board is the CEO. (Continued)	Establishes procedures for the annual elections of Board members to fill vacancies.	Oversees the Covenants Committee management of the process for elections and voting.
		Appoints temporary replacements for Board vacancies between elections.
Functions as a leadership team responsible for protecting the communal well being of residents.	Establishes and maintains rules and regulations for benefit of the Association and its members.	Reviews rules and regulations to ensure they are current, sufficient, fair and comprehensible.
	Ensures that all residents are provided with State, local or Association regulations that the Association must follow.	Guides and supports the Covenants Committee as it reviews, promulgates and enforces the Association's Rules and Regulations.
	Selects ongoing professional contractors (lawyer, CPA, insurance companies, reserve analyst) and other contractors for one-time tasks.	Works with Committees and approves all contracts except those the General Manager may approve without Board action.
		Reviews and updates, as required, the Skyline policies and procedures for selecting contractors.
	Ensures that the professional management staff develops policies and procedures that support and protect the communal well-being of residents	Oversees the work of the management team to ensure it is effectively carrying out its responsibilities.

# Key Roles and Responsibilities of Skyline House Association Board members

Charter	Key responsibilities	Tasks and activities of Board member
Oversees management's response to the interests and concerns of the residents.	Creates opportunities for residents to identify and address solutions to particular issues and problems and facilitates cooperation between residents and management	Works with management and Committees to identify and implement such opportunities.
Preserves, and where possible, improves the quality of life of the residents by overseeing	Encourages opportunities to volunteer—to serve on Committees, to support Association events and to participate in and support appropriate local community needs	Works with management to keep residents informed of opportunities as they become known to the Board.
management of the facility and creation of opportunities to build community.	Provides numerous and regular avenues of communication with residents so they understand what is happening in the Association and the resident community.	Maintains a comprehensive newsletter that informs residents of Board and Committee activities and decisions.  Maintains a website that regularly posts all information, instructions, notices, etc., to keep residents informed.  Ensures that management provides explanations, instructions and information about maintenance, contractual work and other issues that will affect residents

# **Key Responsibilities of Skyline House Association Board Officers**

Officers	Key responsibilities	Key tasks and activities of Officer
President The President is	Presides at all meetings of the Board including the Annual Meeting	Sets meeting agendas.  Signs documents that require Board
The President is vested with all the powers generally given to the CEO of a corporation.  Serves at the will of the Board of Directors.  Does not receive compensation.	Executes contracts, orders and other documents as required.  Is the direct supervisor of the General Manager and Management staff in a detailed, involved and daily manner.  Evaluates performance of General Manager.  Works closely with Committees in defining specific assignments and assisting them with appropriate resources to carry out their responsibilities.  Is spokesperson for the Board in most situations relating to general Association business.  Is responsible for the content and administration of the Association newsletter.	President signature.  Meets regularly with the General Manager to ensure (s)he has appropriate support and resources from the Board and is addressing Board and resident issues.  Assists in organizing appropriate ongoing and ad hoc Committees as needed to address the business of the Association.  Attends Committee meetings to ensure committees have appropriate support and resources from the Board and are addressing Board and resident issues.  Ensures that the monthly newsletter is published in a timely manner.  Meets with relevant outside groups, governing bodies and residents as needed to keep abreast of issues, provide information about the Association, and ensure that the Association meets all laws.
Vice President  Has all the powers of the President, but may only act when the President is absent or unable to act.  Is current on all issues and needs of the Association.	Works closely with the President and Management to keep current with issues and needs.  Familiarizes self with all the operations of the Association.  Takes on all responsibilities of the President when (s)he is absent or unable to act.	Attends Committee meetings to be current with their work.  Attends meetings with Management staff to be current in Management issues and problems.  Reviews with the President all documents that require the President's signature as well as those that can be signed by any officer. Signs those documents when President is absent, as required.

# **Key Responsibilities of Skyline House Association Board Officers**

Officers	Key responsibilities	Key tasks and activities of Officer
Vice President	rey responsibilities	ney tasks and activities of officer
(continued) May assume other duties as assigned by the Board.	Familiarizes self with all contracts executed by the Association.	Assists the President with the preparation of the Association Newsletter.
Serves at the will of the Board of Directors.		Attends, with the President, significant meetings with outside groups.
Does not receive compensation.		
Secretary	Ensures that Management:	Records the Association's motions to vote, results of vote, and why the vote
Maintains custody of the Seal and Minutes	Maintains a record of all meetings of the Board.	was taken.
Book of the Association, Unit Owners' Transfer Books and such other books and papers as the Board of Directors may direct.	Provides access to records by members of the Association.  Preserves Board members' voting records.	Records all matters brought before the Board; - regardless of the status or action taken (adopted, dismissed without discussion or vote, rejected, deferred, tabled or simply presented as information).
Serves as recorder and custodian for official records of the Association.	Stores, maintains and categorizes Association records with an effective filing and retrieval system.	Signs documents and checks that can be signed by any officer, as required.
Maintains a quality of official records consonant with admission as evidence in a court of law.	Prepares and maintains a retention schedule for the disposal of documents.	
A Secretary Pro Tem is nominated and elected immediately after the annual meeting and presides over the initial meeting at which Association	Maintains lists of all Association Board and Committees members, officers, members, their current mailing address and voting percentages  Manages correspondence of	
officers are elected.	the Board and routes it to appropriate Association	
Serves at the will of the Board of Directors.	representatives.  Follows a consistent format	
Does not receive compensation.	with standard language for recurring Board functions.	

# **Key Responsibilities of Skyline House Association Board Officers**

Officers	Key responsibilities	Key tasks and activities of Officer
Treasurer	Oversees Management staff to ensure that the financial records	Reports regularly to the Board on the status of Association finances.
Is the custodian of the funds, securities and financial records of the	and reports are properly kept and maintained.	Reports annually to the Association at its annual meeting.
Association.  Ensures that financial	Works with the FMC and Management to develop the operational and reserve budgets.	Answers all questions about financial status and records from Board
records have been properly maintained in	Gives the annual financial report on	members and Committees, as needed to conduct Association
accordance with sound accounting practices.	the financial status of the Association.	business.  Serves as liaison with the Finance
May also serve as Secretary at the Board's discretion	Ensures that the Board, working with Management, maintains adequate insurance coverage.	Committee, and assists with all financially oriented contracts (e.g., reserve study, insurance, investment, audit).
Serves at the will of the Board of Directors.	Assists Board, as needed, to invest Association funds.	Signs documents and checks that can be signed by any officer, as required.
Does not receive compensation.	Serves as signatory for some Association documents as needed.	Attends all public trials or hearings pursuant to any legal actions brought
	Assists Board, as needed, to collect assessments and delinquency payments.	by or against the Association – particularly matters involving indebtedness to the Association. When the Treasurer is unable to
	Signs all letters pertaining to delinquencies and assessments.	attend, arranges, with sufficient notice, attendance by another officer, director or appropriate committee
	Works with Board and FMC to manage Reserve funds for future needs.	member.
	Oversees Management's filing of tax returns for the Association.	
	Assist the Board, as needed, to complete the Association audit.	
	Assumes the responsibilities of the Secretary if so designated.	

Committee	Charter	Key Responsibilities	Tasks and Activities
Physical	Charged with the	Engages in close	Annually reviews the replacement
Plant and	review and	liaison and	schedule in the reserve budget for the
	recommendations		j –
Operations	related to the	cooperative	current and coming year.
Committee	operation and	partnership with other	Works with Management to assess the
(PPOC)	maintenance of	Committees and	need to replace items on schedule or
	the buildings,	Management to	amend the schedule and then makes
	equipment and	review these areas	recommendations, in cooperation with
	grounds of	and recommend	•
	Skyline House.	appropriate actions to	the FMC, for the reserve budget.
		the Board.	Regularly works with Management to
			assess the quality and effectiveness of
		Reviews and make	operations and maintenance.
		recommendations to	operations and maintenance.
		the Board on the	Conducts monthly "walk arounds" to
		operation and	make sure everything is working properly
		maintenance of the	and to identify problems.
		physical plant,	, , , , , , , , , , , , , , , , , , ,
		including proposed	Reviews and recommends appropriate
		changes to the	schedules that provide effective and cost
		buildings, equipment	efficient preventive maintenance
		and grounds. (Note:	affecting the building, equipment and
		the Board must	grounds.
		decide on the	grounds.
			Recommends guidelines and policies on
		recommendations and	the appearance, modification and
		follow the Association	operations of the buildings, equipment
		requirements for	and grounds.
		funding the project.)	and grounder
		Drovides input to the	Develops an energy Management plan,
		Provides input to the	including utility usage and energy
		Board and FMC on	conservation measures, in cooperation
		aspects of the budget,	with FMC and Management. Reports to
		reserve schedules	the Board and unit owners on steps
		and contractual	·
		obligations that affect	taken to improve economy and
		the operation and	conservation of utilities expenditures.
		maintenance of the	Deviews the sententian areas
		physical plant.	Reviews the contracting process,
			including consultants, service providers,
			supplier and repairers; recommends
			actions to improve the process.
			Evaluates contract performance based
			on bid specifications and recommends
			changes needed.
			Recommends and evaluates suggested
			changes in the design and appearance
			of structural aspects of common
			elements, including supplemental

Committee	Charter	Key Responsibilities	Tasks and Activities
Physical Plant and Operations Committee (PPOC) (Continued)			guidelines and policies governing their appearance and modification.  Reviews and recommends action on unit owner request for changes in appearance or structure of limited common elements (see provisions of Article XI, Section 1 of the By-Laws of the Association)  Assists Management and FMC in establishing parameters and costs of large-scale acquisitions, replacement or improvement of systems central to the operations of Skyline House, for adoption by the Board.  In cooperation with FMC and Management, reviews and recommends to the Board changes in the Procurement Policy and Procedure.
Financial Management Committee (FMC)	Charged with review and oversight of financial activities of the Association.	Works with and provides advice to the Treasurer and Management.  Works in cooperation with PPOC and other Committees and Management in all tasks.  Operates under guidelines set forth by the Board of Directors and makes recommendations, as warranted, to the Board directly or through the Treasurer.	Reviews the annual proposed budget and narrative as presented by Management.  Reviews Association fees and recommends appropriate fees to be charged to Skyline House owners.  Annually reviews the Replacement Reserve and periodic Maintenance Reserve schedules. Recommends additions and changes to the reserve listings based on information presented by Management and PPOC.  Makes recommendations on corresponding budget levels and expenditures for incorporation into the overall budget.  Reviews contracts, procurement policy and procedures, monthly expenditures and receipt of income, and makes recommendations to the Board.

Committee	Charter	Key Responsibilities	Tasks and Activities
Financial Management Committee (FMC) (Continued)			Reviews cost overruns and informs the Board prior to payment release to contractor.  Reviews the annual audit report and informs the Board of any exceptions or other comments.  Reviews the financial policies and practices of the Association, revises financial reports and helps ensure that investments are made according to Federal and State requirements.
Recreation	Charged with developing social opportunities for residents to meet each other and enjoy each other's company.	Plans and conducts a variety of informal events and other social gatherings of the Association.  Upon request assists Committees in conducting gettogethers to stimulate participation with those Committees and in activities of Skyline House  Plans for or assists in any activity which will enhance the volunteer involvement of residents.  Establishes and maintains a working relationship with other Committees, the Board and Management.	Conducts periodic informal parties for the purpose of bringing residents together.  Takes responsibility for gatherings for a specific purpose, such as holiday feasts, honoring volunteers, recognizing a special event or theme dinners, etc.  Sponsors a variety of outside activities for the entertainment and amusement of residents (theater parties, sightseeing trips, excursions, etc.)

Committee	Charter	Key Responsibilities	ees of Skyline House Association  Tasks and Activities
Committee	Onai lei	res ireshousiniiiies	I asks and Activities
Committee	Has responsibility to maintain the regulations established by the Board for the day-to-day operation of Skyline House, and to monitor compliance by unit owners and renters.  Engages in a close liaison and cooperative partnership with other Skyline House Committees and Management to attain the highest level of effectiveness in carrying out Committee functions.	Serves as the body of experts on Skyline House rules, regulations and other condominium documents.  Reviews and when necessary recommends revisions to the House Rules and Regulations, associated penalties and administrative practices.  Recommends to the Board procedures for the enforcement of the rules and regulations.  Recommends to the Board hearing procedures and conducts hearings to levy assessments, or institute sanctions when deemed necessary.  Enforces procedures for the Board by appointing an Elections Sub-Committee to conduct any election by unit owners, and to tabulate such votes and certify the outcome.  Recommends to the Board updates to rules and regulations.	Conducts hearings to levy fines and institute sanctions when deemed necessary.  Oversees the work of the Election Sub-Committee, and with the Sub-Committee and Management conducts preparatory responsibilities for the annual election.

Committee	Charter	Key Responsibilities	Tasks and Activities
Community	Charged with	Serves as information	With approval of the Board, sends
Relations	establishing and	channel to the Board and	Skyline House representatives to
Committee	maintaining	residents on issues that	public hearings and meetings and
(CRC)	relationships	may affect the community	reviews and reports findings which
(3.13)	with the	at large and Skyline	may affect the Association.
	community-at-	House residents as	may arrest are resessation.
	large and	members of this	In a bipartisan manner, conducts
	advising the	community, including	informative meetings with various
	Board on issues	issues pertaining to	representatives of the county
	of potential	zoning, public	government and candidates from
	interest to the	transportation, utilities,	political parties at the county and
	Association.	revitalization and	State level.
	Assists the	constructions.	Claire reven
	Board in	Establishes cooperative	Conducts informative meetings with
	keeping current	relationships with other	community organizations on various
	with external	community Associations,	community issues of interest to
	affairs that	public service	residents.
	might have an	organizations and interest	
	impact on the	groups to identify	
	Association, real	opportunities for joint	
	estate value and	action benefitting Skyline	
	its members.	House Unit Owners and	
		residents as well as the	
		larger community.	
		Is aware of and responsive to issues of general concern or problems which are within the purview of Committee responsibilities and recommends to the Board procedures for resolution of these issues.	
		Engages in a close liaison and cooperative partnership with other Committees and Management, to keep the Board and residents knowledgeable of activities and external affairs of importance to the community-at-large and Skyline House residents.	
		Reviews all external affairs or issues not covered above as directed by the Board.	

Other	Charter	Key Responsibilities	Tasks and Activities
Garden Club	Reports directly to the Board. Is a volunteer organization open to all residents who sign a liability waiver. Aids in the development of overall plans and activities for the upkeep and beautification of Association grounds.	Plans for and implements the planting of flowers and shrubs as an augmentation to the regular commercial gardening activities paid for by SHUOA.  Assists Management in carrying out its functions as purchaser of professional gardening services.  Assists Management in maintaining healthy soil quality including the prevention of soil erosion.  Works with Maintenance to insure proper watering of all plants and shrubs.	Manages a small budget with which it purchases gardening supplies and tools  Works outside doing plantings mulching, watering and other activities pertaining to the beautification of the property.  Reports to the Board on its activities and budget.

# **Key Management Roles and Responsibilities for Skyline House Association**

Key roles	Key responsibilities	Tasks and activities of Management		
Ensures that the responsibilities assigned to Management by the Board of Directors are carried out in	Provides for care, upkeep and surveillance of the condominium and its general and limited common elements and services.	Hires a minute taker to take and maintain minutes of Board meetings.  Regularly reports to the Board of Directors a its meetings about the status of ongoing work and findings concerning needs of the		
are carried out in accordance with local, State and Federal law, and the By-Laws and Declarations of the Association.	Establishes and collects assessments and/or carrying charges from the Unit Owners and assesses and/or enforces liens.	<ul> <li>condominium.</li> <li>Works with the Board and its Committees to:</li> <li>Organize and schedule monthly, annual or special meetings.</li> </ul>		
All duties and powers under the Management are subject to the instructions and approval of the Board.  General Manager is under the direct supervision of the President of the Board.	Hires and supervises personnel necessary for the good working order of the condominium and for the proper care of the general or limited common elements and to provide services for the condominium.  Negotiates contracts for the execution of the Board for all necessary services including Independent certified accountant, legal representation, the purchase of necessary equipment and tools, hiring of personnel and placement of insurance required by the Bylaws.  Executes the Annual Operating Budget in cooperation with the Treasurer and the FMC.  Represents the Association in civic and legal matters as directed by the Board.	<ul> <li>Report on status of projects, finances, management activities</li> <li>Collaborate on project activities such as new or ongoing building projects (construction management and other projects as required)</li> <li>Maintain the reserve schedule to keep focus on upcoming projects</li> <li>Collaborate on the annual budget process</li> <li>Perform property inspections (interior and exterior as needed or scheduled)</li> <li>Hire outside tabulator of ballots and assist Covenant Elections Subcommittee with annual election process.</li> <li>Enforce Association By-Laws, Rules, Regulations and Board policies</li> <li>Ensures that: All common areas are properly maintained and repaired.</li> <li>Front desk and other areas are staffed.</li> </ul>		
		In house services to residents are scheduled and provided.		

# **Robert's Rules of Order Motions Chart**

RobertsRules.org

Based on Robert's Rules of Order Newly Revised (10th Edition)

Part 1, Main Motions. These motions are listed in order of precedence. A motion can be introduced if it is higher on the chart than the pending motion.

§ indicates the section from Robert's Rules.

§	PURPOSE:	YOU SAY:	INTERRUPT?	2ND?	DEBATE?	AMEND?	VOTE?
§21	Close meeting	I move to adjourn	No	Yes	No	No	Majority
§20	Take break	I move to recess for	No	Yes	No	Yes	Majority
§19	Register complaint	I rise to a question of privilege	Yes	No	No	No	None
§18	Make follow agenda	I call for the orders of the day	Yes	No	No	No	None
§17	Lay aside temporarily	I move to lay the question on the table	No	Yes	No	No	Majority
§16	Close debate	I move the previous question	No	Yes	No	No	2/3
§15	Limit or extend debate	I move that debate be limited to	No	Yes	No	Yes	2/3
§14	Postpone to a certain time	I move to postpone the motion to	No	Yes	Yes	Yes	Majority
§13	Refer to committee	I move to refer the motion to	No	Yes	Yes	Yes	Majority
§12	Modify wording of motion	I move to amend the motion by	No	Yes	Yes	Yes	Majority
§11	Kill main motion	I move that the motion be postponed indefinitely	No	Yes	Yes	No	Majority
§10	Bring business before assembly (a main motion)	I move that [or "to"]	No	Yes	Yes	Yes	Majority

# **Robert's Rules of Order Motions Chart**

RobertsRules.org

Based on Robert's Rules of Order Newly Revised (10th Edition)

Part 2, Incidental Motions. No order of precedence. These motions arise incidentally and are decided immediately.

§	PURPOSE:	YOU SAY:	INTERRUPT?	2ND?	DEBATE?	AMEND?	VOTE?
§23	Enforce rules	Point of Order	Yes	No	No	No	None
§24	Submit matter to assembly	I appeal from the decision of the chair	Yes	Yes	Varies	No	Majority
§25	Suspend rules	I move to suspend the rules	No	Yes	No	No	2/3
§26	Avoid main motion altogether	I object to the consideration of the question	Yes	No	No	No	2/3
§27	Divide motion	I move to divide the question	No	Yes	No	Yes	Majority
§29	Demand a rising vote	I move for a rising vote	Yes	No	No	No	None
§33	Parliamentary law question	Parliamentary inquiry	Yes	No	No	No	None
§33	Request for information	Point of information	Yes	No	No	No	None

# Part 3, Motions That Bring a Question Again Before the Assembly. No order of precedence. Introduce only when nothing else is pending.

§	PURPOSE:	YOU SAY:	INTERRUPT?	2ND?	DEBATE?	AMEND?	VOTE?
§34	Take matter from table	I move to take from the table	No	Yes	No	No	Majority
§35	Cancel previous action	I move to rescind	No	Yes	Yes	Yes	2/3 or Majority with notice
§37	Reconsider motion	I move to reconsider	No	Yes	Varies	No	Majority

# **Outline of Board Meeting Format and Agenda**

Board meetings are held monthly with limited exceptions. The monthly meeting follows a format guided by an agenda. Here is the basic outline of the meeting format:

- A half an hour before the official scheduled start of the Board meeting, there is an
  informal session that allows association members to address the board with
  various matters or concerns regarding Skyline House or that impact Skyline
  House (e.g. a member wants to know the status of the repairs of the George
  Mason Drive skywalk, which doesn't belong to Skyline House but impacts foot
  traffic by residents).
- Once the members have completed their discussion, the meeting moves to the formal opening of the SHUOA Board meeting by the Chairperson.
- The meeting chairperson, always the President unless absent, then makes note
  of whether there is a quorum (at least 4 of the 7 Board members) present.
   Voting on action items will be delayed until there is a quorum.
- The agenda starts with a review and a motion to accept the minutes from the previous month's Board meeting. During the discussion on the minutes, any changes are noted and recorded. The motion then comes up for a vote.
- The report from the President starts the current meeting report process. At the end of this and all reports, questions may be asked by the Board members.
- The next scheduled report is from the Treasurer regarding any noteworthy financial issues that may impact the Association. The chairperson asks for a motion to accept the Treasurer's report. It is seconded and if there are no questions, the chairperson asks for a vote to approve it.
- The General Manager gives the next report. The report will cover the status of all projects in process and may include any information about Skyline House that will be of interest to the community. This could include noting that the office has received requests from residents regarding the gym or children activity. It may also include reporting on the transition of some of the staff or operational changes such as office hours or parking. The range of information provided can be broad.
- The meeting then moves into the reports from each of the committees. The
  committees may make proposals to the board at this point. The Board can take
  them under advisement for future consideration or move them to New Business
  later in the same meeting. Any project proposals with a cost, usually from the
  Physical Plant and Operations Committee, should also have been reviewed by
  the Financial Management Committee prior to being recommended for Board
  action.

# **Outline of Board Meeting Format and Agenda**

- Once the committee reports are completed, the agenda moves to Old Business, which is anything that is still pending from prior meetings. A typical example would be a construction project needing more clarification as requested by the Board at a prior board meeting. The information request delays any action on the project by the Board until the Board is satisfied that it has received sufficient information and is confident that the project can move forward in the best interest of the Association.
- After the Old Business is concluded, the agenda moves to New Business. This
  could be items raised for the first time by a committee earlier in the meeting or
  something pending from a previous meeting. It could also be a new item put on
  the agenda by a Board member for discussion. The items do not necessarily
  have to come to vote. They could end up going to a committee or General
  Manager for review.
- The meeting is then moved to adjournment.
- After adjournment there is another opportunity for residents to ask questions and get answers.
- In some cases after the Board meeting, there may be a closed door executive session (only Board members and persons directly affected) to deal with special matters usually regarding consideration of legal recommendations or individual financial matters.

### CODE OF ETHICS

Members of the Skyline House Unit Owners Association (SHUOA) Board of Directors make decisions that directly affect the daily lives of residents. Actions of the Board also impact the financial resources of the SHUOA and property values at Skyline House. SHUOA Committee members have significant input into the decision-making of the Board. Therefore, it is imperative that Unit Owners have full confidence that Board and Committee members are always acting in the best interests of our condominium community. In order to earn and maintain this trust, Board members, like elected officials in any other governing body, must maintain a high standard of official conduct. They must avoid even the appearance of impropriety by complying with a clear and reasonable code of ethics.

Most importantly, Board members must always place the welfare of Skyline House ahead of their own personal welfare. This involves properly addressing "conflicts of interest," that is, situations in which a person is in a position to exploit his/her official capacity in some way for personal benefit.

The concept of "conflict of interest" is inherently complicated when applied to condominium governance. Because all Board and Committee members are required to be Unit Owners, their personal interests almost invariably overlap their official interests. The Board's responsibilities include, for example, "care, upkeep, and surveillance of the Condominium and its General and Limited Common Elements in a manner consistent with law, and the provisions of the Association By-Laws and the Declaration." Performing this responsibility to the best of their ability benefits them, as well as all other Unit Owners. So conflicts of interest are virtually inevitable. But they tend to result in misconduct only if a Board member acts in a way that benefits him/her either at the expense of the Association or benefits him/her disproportionately.

Despite this complexity, unethical behavior is almost always easy to identify. For example:

The Board must contract with an auditing firm. The brother-in-law of a Board member works for a firm in the area. The Finance Committee submits to the Board a short list of two recommended auditors that includes the brother-in-law's firm. The Board member supports the selection of that firm.

One could argue that the brother-in-law's auditing firm could do the job for Skyline House competently and at a fair price and, therefore, that the selection of this firm is in the best interest of the SHUOA.

But even if that were true, selecting it would clearly, factually benefit the Board member's family to a far greater degree than it might possibly benefit the SHUOA. The Board member did not seek or create this conflict of interest, but he/she must address it ethically by (1) disclosing the existence of this conflict to the Board and (2) withdrawing (i.e., recusing himself/herself) from participation in the contract selection process.

It is difficult to provide a positive definition of ethical behavior that advances beyond broad generalizations: Be a good person, act with honesty and integrity, place the interests of the SHUOA above your own, etc. But operational definitions that can be effectively applied to specific situations invariably include more "don'ts" than "do's."

# SKYLINE HOUSE CODE OF ETHICS FOR BOARD AND COMMITTEE MEMBERS

As a board or committee member of the SHUOA, I agree with and will adhere to the following code of ethics policy:

- Will not act for personal gain or to benefit family, friends, or associates, either at the
  expense of the Association or in a way that disproportionately benefits self, friends, or
  associates. "Family, friends, or associates" includes relatives by blood or marriage; people
  with whom one socializes; people who share one's residence; people with whom one has,
  has had, has discussed having, or intends to seek a business relationship, including past,
  present, and prospective employees, employers, and business partners; and businesses in
  which one has, has had, or is seeking a financial interest.
- If a conflict of interest cannot be avoided, I must disclose it immediately to the Board of Directors and withdraw from decisions in which I may have a material interest.
- Will not solicit or accept any gift, gratuity, favor, entertainment, loan, or any other thing of
  value for oneself, relatives, friends, or associates (as defined above) from a company or
  person who is seeking a business or financial relationship with the SHUOA.
- Will not seek preferential treatment for oneself, relatives, friends, or associates (as defined above) unless such treatment is required by law, by the Skyline House governing documents or by rules and regulations adopted pursuant thereto.
- Will Safeguard confidential information that belongs to the SHUOA (e.g., specific information on pending Committee or Board deliberations on the selection of a contractor).
- Will not knowingly misrepresent facts. All SHUOA data, records, and reports must be accurate and truthful and prepared in a proper manner to the best of my knowledge.
- Will not disclose confidential information, including:
  - o Private personal information of other Board and Committee members;
  - o Private and personal information of the Association's employees;
  - Specific information, as opposed to anonymous aggregated information and statistics, about disciplinary or assessment-collection activities against Unit Owners;
  - o Information on legal disputes in which the Association is or may become involved.
  - Discussions that take place in executive session
  - o Confidential communication with legal counsel
- Will adhere to the organizational structure and lines of authority of SHUOA governance, or in its By-Laws and formal procedures. (For example, communications between members of the Board, on the one hand, and SHUOA employees and contractors, on the other, must be restricted to those allowed in the By-Laws and formal SHUOA governance protocols.)

The right thing to do, or avoid, is not always immediately clear. When in doubt, Board and Committee members should raise their concerns for discussion and guidance within the Board or Committee.

I understand and will abide by the Skyline House Code of Ethics					
(signed)	(date)				

# Resources for Board, Committee Members and Management Of Skyline House Association

# **Association governing documents**

**Association Declaration** 

Association By-Laws

Association Rules and Regulations

Va. Condominium Act

Copies of applicable State, local and Association regulations that the Association must follow.

Robert's Rules of Order

### **Financial documents**

Current and past annual operating budgets

Summary of current financial documents of the Association including assets, debts, reserves etc.

The Association reserve budget.

Current fee structure and fees.

### **Board and Committee documents**

Annual calendar of the Board.

The Committee Charters

2010 Board Resolution on Committee membership

The procedures for conducting and verifying annual Board elections.

Skyline House Board Resolution Book

### **Management documents**

The current management structure, position descriptions and names associated with each position

Written process for contracting with ongoing and one-time contractors.

List of current ongoing contractors the Association employs.

The Skyline House website. (www.shuoa.org)

## **Technical assistance resources from Center for Community Association Volunteers**

CAI Board member Tool Kit

CAI Community Assoc. Handbook