

## Special Announcement

### Woodland Pond Lakefront Association

October 1, 2019

Dear WPLA Member:

There have been many, many hours dedicated to preparing a new set of legal documents to govern the Woodland Pond Lakefront Association. The WPLA Board is now ready to distribute copies of the proposed documents for member scrutiny and, hopefully, approval. The purpose of this communication is to give our members a 'heads-up' of the communications ahead and to urge you to fully engage in this review process. We hope this letter addresses the questions we assume are most on our members' minds.

Sincerely,

*Owen Waltman*, President WPLA

*Craig Lester*, Vice President WPLA

## What are "Governing Documents"?

There are four legal documents which govern the operation of the WPLA:

1. **Articles of Incorporation:** Before any property or planned development is sold, the developer forms an association to run it. The Association is typically created by filing Articles of Incorporation, which are brief and contain only the basic information about the Association: its name, location and its purpose.
2. **Declaration of Covenants, Conditions & Restrictions:** The Declaration contains the most comprehensive and, probably, the most important information about the WPLA. The Declaration sets up the general structure of the WPLA and describes what is subject to the governing documents, as well as what parts of the WPLA are common areas owned by the Association. If there is anything in another governing document that conflicts with a provision of the Declaration, the Declaration wins. The Declaration also contains restrictions on the use of each owner's property as well as of the common areas. They specify the Association's authority and obligations and define the rights and responsibilities of Association members. Every member must abide by all the rules, restrictions, terms and conditions found in the Declaration.
3. **Bylaws:** They describe how the Association is run, set out voting rights and procedures, and contain rules for such things as how to call a meeting and how often meetings must be held. The Bylaws also describe the WPLA's rights and responsibilities. For example, the Association is responsible to enforce the rules and regulations and to collect assessments. The Bylaws also lay out procedures for creating the annual budget and determining assessment amounts. The Bylaws also set forth the length of the terms for the Board members and the procedures for elections and term limits.
4. **Rules & Regulations:** Although general restrictions are contained within the Declaration, an Association also adopts separate (usually more specific) rules and regulations. An Association has wide discretion to adopt rules (provided they do not violate any law and do not conflict with the terms of the Declaration). The purpose of the rules is to limit or require certain activities for the common good and value of the lake, its common areas and the lakefront properties.

## Why revise the documents now?

We need documents which consistently address all key governance items necessary to allow the Association to operate effectively and efficiently, while both protecting member interests and complying with the Virginia Property Owners Association Act and Nonstock Corporation laws.

Our current Declaration and Bylaws were recorded in 1985 and assume all property owners in Woodland Pond are either A or B members and they do not include key governance items. The existing Rules & Regulations do not include provisions for enforcement or due process and, in some cases, are too restrictive. We also need to have updated documents in place before the ten lakefront lots are sold in Cypress Glen, so that those properties are subject to the same restrictions and rules placed on our lakefront homes. Finally, the new documents need to be in place in the event special assessments are required to pay for the dam remediation.

# Who has been involved?

Over 18 months ago, the Board of Directors formed a committee, comprised of Board members and WPLA members, Pete Janak and Bud Schill. This team has devoted hundreds of hours reviewing the current documents for inconsistencies, errors and missing content. Members were invited to attend conference calls with the Board on June 15, 17, 24 and 26 in order to stay informed of the Board's work and to provide input and ask questions. Preliminary drafts were reviewed by Legal Counsel in August and September.

## What are the guiding principles?

- All owners of lots in Woodland Pond Subdivisions, including First Branch, are eligible for membership in the Woodland Pond Lakefront Association, Inc. (WPLA). The lake and attendant properties are features that enhance living in the Woodland Pond subdivisions and it is desired to make them available to all residents.
- There are two Classes of Membership: Class A for owners of lots directly on the lakefront; and Class B for those owners of lots not on the lakefront. Neither Class may be eliminated by amendment, nor by the Board.
- Class A membership is mandatory. Class B membership is voluntary and may be renewed or dropped on an annual basis.
- Both classes will enjoy complete use of the WPLA assets and their rights to those uses are protected under the governing documents.
- Only Class A members will have voting rights in order to assure they maintain control of the assets and the organization.
- Class B members will not have voting rights; in return they will not be subjected to special assessments.
- Class B members will adhere to all the governing documents and the Rules to the extent they are applicable.
- The WPLA Board may choose to set different annual dues assessments for each membership class. The annual dues assessment for Class B members will not be greater than that for Class A members.
- As necessary and should future growth require it, the board may limit the size of the Class B membership, but never to a number less than 50% of the Class A membership.

## What are the changes?

Within the next week, you will receive a copy of all the documents for your scrutiny. To aid in your review, we will include a summary of the significant changes to the documents. We have attempted to be forthright in what we see are the important additions and changes to the operation of the WPLA. We did not gloss over changes that we know may not be popular with all members. However, it is each homeowner's responsibility to review the documents in their entirety to develop your own understanding of what is being proposed.

## What 's next?

It is a huge undertaking to communicate this volume of important information to all WPLA members. Our plan is to offer all members an opportunity to attend a meeting to discuss the documents and to have your questions answered to the best of our ability. All members will receive a copy of the documents for your scrutiny. The communication will begin with "A" members meeting in small groups, since they are the largest member group and are mandatory members of the WPLA. Here is the plan:

### "A" Members

Within the next few days, all "A" members will be invited to a small group meeting during October (8-10 lot owners/couples organized by street address). Meetings will be in the home of a WPLA Board member. The documents will be reviewed in greater detail at that time

and you will have the opportunity to discuss and ask questions. Further details of the meeting schedule will be provided to you via email.

## **"B" Members**

There will be two opportunities for "B" members to discuss the proposed governing documents at meetings on October 28 and 29 at 6:30 pm at the Swim & Racquet Club. You only need to attend one of the meetings.

## **Questions?**

We realize this is a lot of information to absorb and we appreciate your patient attention as we do our very best to communicate openly and completely about these important matters affecting each one of us. If you have any questions about what to expect with regard to communication, please contact Jane Abbate at [abbatejane@gmail.com](mailto:abbatejane@gmail.com).

**WPLA Website**