

**PROPERTY AND CONVEYANCES: PROPERTY OWNERS' ASSOCIATION ACT.**

**Assuming member of property owners' association identifies purpose of request for minutes of meeting of association's board of directors, availability of minutes is not contingent on board's approval of such minutes.**

The Honorable Robert G. Marshall  
Member, House of Delegates  
December 17, 1999

You ask whether the response to a request for copies of the minutes of a meeting of the board of directors of a homeowners' association made pursuant to the Virginia Property Owners' Association Act, §§ 55-508 through 55-516.2 of the *Code of Virginia* (the "Act"), is contingent upon the approval of such minutes by the board.

You relate that a meeting of the board of directors of a homeowners' association occurred in July 1999, and that two homeowners have requested copies of the minutes of that meeting. You further relate that the association did not honor the request because the association maintains a policy of not releasing the minutes until they are approved by the board at the next meeting, which was held in October.

The Act governs the operation of property owners' associations. The Act guarantees certain rights and protections to individual association members<sup>1</sup> and specifically places upon the associations certain reporting and accounting requirements.<sup>2</sup> Section 55-510.1(A) provides that meetings of the board of directors of such associations "shall be open to all members of record" of the association. "Minutes shall be recorded and shall be available as provided in § 55-510 B."<sup>3</sup> Section 55-510(B) provides:

[A]ll books and records kept by or on behalf of the association ... shall be available for examination and copying by a member in good standing or his authorized agent so long as the request is for a proper purpose related to his membership in the association. The right of examination shall exist without reference to the duration of membership and may be exercised ... upon five days' written notice reasonably identifying the purpose for the request and the specific books and records of the association requested.<sup>[4]</sup>

Reading §§ 55-510.1(A) and 55-510(B) together, it is quite clear that minutes of the board of directors of property owners' associations are to be made available for examination by members of the association.<sup>5</sup> Generally, the term "minutes" refers to a brief summary of the official actions taken by a board at a meeting.<sup>6</sup> A rule of statutory construction provides that where the language of a statute is clear and unambiguous, effect must be given to its plain and ordinary meaning.<sup>7</sup> Additionally, it is axiomatic that the primary object of statutory construction is to ascertain and give effect to the intent of the General Assembly.<sup>8</sup> Although it is customary for a board to review and approve its minutes at its next meeting so that any inaccuracies may be noted and corrected, nothing in § 55-510(B) postpones the release of minutes until such time as they are approved. Indeed, a conclusion that minutes are not available for examination until they are approved at a later date would conflict with the obvious intent of the General Assembly for openness and availability that these statutes are designed to attain.<sup>9</sup>

Accordingly, it is my opinion that, assuming the requester and request meet the requirements of § 55-510(B), a request for minutes of a meeting of a board of directors of a homeowners' association falls within the purview of this statute regardless of whether they have yet been approved by the board.

<sup>1</sup>See §§ 55-510, 55-510.1, 55-513, 55-514; 1997 Op. Va. Att'y Gen. 164, 165.

<sup>2</sup>See, e.g., § 55-510(A) (keeping of financial records by association); § 55-512 (making financial disclosure packet available to prospective buyers); § 55-516.1 (filing of annual report accompanied by fixed fee). See also 1997 Op. Va. Att'y Gen., *supra*.

<sup>3</sup>Section 55-510.1(A).

<sup>4</sup>Section 55-510(C) provides exceptions to § 55-510(B). Based on the limited facts presented, I assume that no exceptions are in issue.

<sup>5</sup>See 1990 Op. Va. Att'y Gen. 126, 128 (noting that statutes related to same subject matter should be construed together).

<sup>6</sup>See Op. Va. Att'y Gen.: 1977-1978 at 39, 40; 1959-1960 at 77, 77.

<sup>7</sup>See *Ambrogi v. Koontz*, 224 Va. 381, 297 S.E.2d 660 (1982).

<sup>8</sup>See *Turner v. Commonwealth*, 226 Va. 456, 459, 309 S.E.2d 337, 338 (1983); 1991 Op. Va. Att'y Gen. 58, 60.

<sup>9</sup>*Compare* § 2.1-343(I) (expressly including "draft minutes" as public records subject to Virginia Freedom of Information Act).