



COMMONWEALTH of VIRGINIA

Department of Professional and Occupational Regulation

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Governor

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Secretary of Labor

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Director

July 13, 2026

Complainant: Edward and Rochelle Sadler
Association: Westmoreland Homeowners' Association
File Number: 2026-02478

DETERMINATION - NOTICE OF FINAL ADVERSE DECISION

Introduction

The Complainants, Edward and Rochelle Sadler ("Complainants"), submitted a complaint to the Westmoreland Homeowners' Association ("Association") dated December 8, 2025. The Association provided a response to the Complainants' complaint dated February 10, 2026. The Complainants then submitted a Notice of Final Adverse Decision ("NFAD") to the Office of the Common Interest Community Ombudsman ("Office") dated February 16, 2026, and the NFAD was received by our Office on February 23, 2026.

Authority

In accordance with its regulations, this Office, as designee of the Agency Director, is responsible for determining whether a "final adverse decision may be in conflict with laws or regulations governing common interest communities." (18 Va. Admin. Code ("VAC") § 48-70-120) The process of making such a determination begins with receipt of a NFAD that has been submitted to this office in accordance with §54.1-2354.4 of the Code of Virginia of 1950, as amended ("Va. Code") and the Common Interest Community Ombudsman regulations ("Regulations"). An NFAD results from an association complaint submitted through an association complaint procedure. The association complaint must be submitted in accordance with the applicable association complaint procedure and as specifically set forth in the Regulations, "shall concern a matter regarding the action, inaction, or decision by the governing board, managing agent, or association inconsistent with applicable laws and regulations."

Under the Regulations, "applicable laws and regulations" pertain solely to common interest community laws and regulations. Any complaint that does not concern common interest community laws or regulations is not appropriate for submission through the association complaint procedure, and we cannot provide a determination on such a complaint. Common interest community law is limited to the Virginia Condominium Act, the Property Owners' Association Act, and the Virginia Real Estate Cooperative Act.

The only documents that will be considered when reviewing an NFAD, in accordance with Regulation 18 VAC 48-70-90, are the association complaint submitted by a complainant to the association (and any documents included with that original complaint), the final adverse decision from the association, and any supporting documentation related to that final adverse decision. Other documents submitted with the Notice of Final Adverse Decision cannot be reviewed or considered. Further, this Determination is final and not subject to further review or appeal pursuant to Va. Code § 54.1-2354.4(C).

If within 365 days of issuing a determination that an adverse decision is in conflict with laws or regulations governing common interest communities we receive a subsequent NFAD for the same violation, the matter will be referred to the Common Interest Community Board to take action in accordance with Va. Code § 54.1-2351 or § 54.1-2352 as deemed appropriate by the Board.

Determination

The Complainants present a total of six complaints. Five of the allegations concern the open meeting requirements of the Virginia Property Owners' Association Act ("POAA"), while the sixth complaint concerns access to Association records by the membership. These allegations are addressed in more detail below.

1. Did the Association violate the POAA, Specifically Va. Code § 55.1-1816, with respect to how it conducts its Association Board meetings?

In the Complainants' first and second allegations of a violation of the POAA open meeting requirements, they contend that the Association Board met with representatives from My Street, a property management company, on an unknown date and time, to discuss the Association entering into a contractual relationship with My Street and/or the approval of said contract and also terminating the contract with their then-current property management firm, Brooks Real Estate. In its response of February 10, 2026, the Association admitted that they made a decision to terminate the previous property management company and hire My Street as the property manager for the Association, utilizing an action without meeting to vote. It was further stated by the Association that they should have reflected the ratification of the vote in the subsequent meeting minutes.

There is no information in this complaint regarding under what authority, if any, the Association thought it could avoid the POAA requirements in order to conduct this meeting. Under the POAA, no vote on a contract can be viewed as valid unless the Association Board votes in open session on whether to enter into a contract.¹ This statute exists in order to foster good governance through transparency. If the Association Board conducts its business and votes in the darkness under some other authority or under no authority, the former ignores that the best practice of governance is conducting the Association's business in the open, and the latter is a clear violation of the POAA. The Association should strongly consider disseminating such actions by means of publishing the decisions using the required forms of communication that it must set up in order to speak with members, discuss them in the next open meeting,

¹ See Va. Code § 55.1-1816(C).

and/ or have those votes recorded in the minutes.² Anything less than such actions can breed distrust and/or contempt for the Board and lead to allegations of self-dealing, impropriety, and a lack of transparency. The Association Board should consider to what degree their processes comply with the spirit of transparency that gave rise to the POAA, even though in this case, there is no information that the POAA was specifically violated in this instance.

Furthermore, and somewhat haphazardly, the Association then states in response to the second complaint, that they reference an executive session provision under the Virginia Condominium Act ("VCA"), in spite of the fact that they are not subject to being governed by that provision (but rather the POAA). The Association, in its response, is required to comply with 18VAC48-70-50, regarding its complaint procedures.³ One of the requirements is that the Association must contain specific citations to common interest community laws or regulations that led to the final determination.⁴ Furthermore, the requirement cited as being in the VCA is not even in the VCA itself, but is rather a provision of the Virginia Nonstock Corporation Act ("VCNA").⁵ This improper reference, along with no citations, gives fuel to allegations of substandard governance. While the VNCA may allow such meetings, the Office suggests that association should weigh whether the convenience of dealing in this manner is worth the distrust that those seemingly clandestine actions sow within the community. Accordingly, this Office encourages the Association to prioritize compliance with Virginia law in both the underlying, substantive requirements of the POAA, and also how it responds to complaints.

The Complainants' third allegation that Va. Code § 55.1-1816 was violated concerns a letter that was received (but not produced into the case record) from three Association Board members, which the Complainants believe constituted a quorum of the Board. The Complainants further allege that these three Association Board members had a personal interest in the subject matter of the letter and attempted to disguise the letter as a community opinion, rather than the opinion of the three signatories. The Association responded that the letter was notice of a Board meeting, which does not require a meeting to be called to be determined.

The POAA requires that meetings of the Association be open to association members and to give adequate notice of date, time, and location.⁶ However, there is no evidence that a meeting was utilized to draft this letter, and thus, no meeting took place. A meeting must have contemporaneous communication between the requisite quorum of Board members. The draft of this meeting notice could have been discussed any number of ways that would not require a meeting and/or quorum of Board members. As a result, this Office cannot say that, based on the information in the record, the POAA, specifically, Va. Code § 55.1-1816, was violated. With respect to the conflict of interest allegation in the same complaint, determination of whether a conflict existed is outside the scope of this Office, and the Complainants are encouraged to speak with counsel about whether a remedy exists in another forum.

² See Va. Code § 55.1-1817.

³ See 18VAC48-70-50.

⁴ See 18VAC48-70-50(10).

⁵ See Va. Code § 13.1-865. This Office has opined on several occasions, and continues the admonitions here, that reliance on the meeting provisions of the VNCA is contradictory to the open meetings requirements set forth in the VCA and POAA, and falls far short of being a best practice for the governance of a community. Association should strive to meet both the spirit and text of open meeting requirements.

⁶ See Va. Code § 55.1-1816(A)-(B).

The Complainants' fourth and fifth complaints which allege Association non-compliance of Va. Code § 55.1-1816 are related to the creation of a "Nominating Committee" and the approval of the Committee- recommended nominees. The allegation in the complaint is that there was no Nominating Committee appointed by the Association Board in 2024, nor were candidates actually nominated or approved on a 2024 ballot by the Association Board. The Complainants assert that they exchanged over 50 emails with My Street. However, these emails were not provided into the record to be analyzed by this Office for their relevant/ probative value. The Complainants further state that the general Association membership was not aware of the existence of this Nominating Committee until after the Annual Meeting was originally supposed to take place, and only a couple of weeks before the rescheduled Annual Meeting, and after the Board and My Street discovered that the existing Association Board members had competition for an upcoming election.

The Association responded to these allegations by stating that My Street did not have any receipt of committee meetings from the Nominating Committee for the 2025 nominating committee meeting, and that the "current board is aware of the requirements for meeting minutes to be produced and shared with the community and is committed to ensuring this is adhered to in the future."

These Association seems to acknowledge violations regarding these two allegations, even though the allegations states that this Nominating Committee formed in 2024, and the Association response claims it occurred in 2025. The POAA requires that any Association Board meeting *or subcommittee meeting* must be open to all members of the Association, and also that there should be notice of such meetings with the time, date, and location.⁷ Given the admission by the Association, this Office strongly recommends that the Association Board undergo training on Board committee and subcommittee notice and meeting requirements within 60 days of the receipt of this decision.

2. Did the Association violate the POAA, specifically Va. Code § 55.1-1815, with respect to allowing membership access to Association records?

The Complainants allege that the Association violated the POAA, specifically Va. Code § 55.1-1815 by refusing their request on May 5, 2025, to provide them with a copy of the existing contract that the Board had with My Street for management services prior to the next board meeting on May 12, 2025. The Association stated that they cannot determine whether a request was received or not as they were made to a manager who is no longer with the Association management company. However, the Association states that a copy of the management contract was provided to the complainants on February 5, 2026.

Va. Code § 55.1-1815, requires that, subject to some non-applicable limitations, a member in good standing be given access to all books and records, so long as it is for a proper purpose.⁸ Upon written notice to an association that is managed by a common interest community management company, that request should be filled within 5 business days.⁹

⁷ See Va. Code § 55.1-1816(A-B) (Emphasis added).

⁸ See Va. Code § 55.1-1815(A-B)

⁹ See Va. Code § 55.1-1815(B)(2)

In the instant case, the complaint references an email chain, which was not provided for the record. However, the Association did not deny that the emails requested the records, just that they could not specifically confirm whether the request was received. This is a troubling admission, as the POAA requires that the request be made in writing to the Association, which begins the five-business-day clock to fill the request. The Association should have a centralized process in place to log document requests in order to be able to readily access and verify open and closed requests, given that employees often transition to and from jobs. While there is nothing in the record to corroborate that a written request was made for the alleged contract, aside from the allegation by the Complainants, the inability of the Association to confirm or deny the request is concerning.

3. Did the Association comply with Virginia law in its response to the Complainant?

Finally, we wanted to address additional deficiencies in the complaint response by the Association. Under 18VAC48-70-50, the Association must include the registration number of the association, as well as the name and license number of the common interest community manager, since the Association is managed.¹⁰ Instead, the Association, in its haste and inattentiveness, left the template blank with an “insert number” and “insert license number,” further underscoring the additional concerns raised above.

Conclusion

Based on the foregoing, this Office finds that there is not sufficient evidence to find that the POAA, specifically Va. Code § 55.1-1816, was violated related to the termination of the prior property management contract, and the accession of the contract with the new property management company. Nevertheless, this Office strongly recommends that, as a best practice, that associations conduct their governance in the sunshine of open meetings to avoid inviting distrust from those association members that they serve. Further, there was no violation of the POAA, specifically Va. Code § 55.1-1816, regarding the letter sent by the three Association Board members.

With respect to the two allegations related to the Nominating Committee, this Office finds that, based on the lack of minutes or other pertinent information, the Association very likely violated Va. Code § 55.1-1816. Lastly, with respect to the sole violation allegation by the Complainants of Va. Code § 55.1-1815, this Office finds that there is not sufficient information in the record to determine whether there is a violation of the POAA.

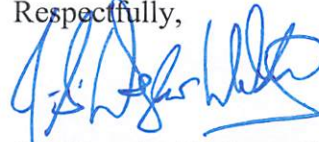
Required Actions

Based on the violations of the POAA with respect to the lack of records related to the Nominating Committee, and the several deficiencies related to the complaint answer which violated Virginia Law, this Office recommends that the Association Board undergo Board meeting and complaint response training within 60 days of the receipt of this decision. Furthermore, this Office recommends that the Association develop a process to log and track member record requests, in order to allow the Association to comply with Virginia law and facilitate transparency, even in the case of employee turnover.

Please contact me if you have any questions.

¹⁰ See 18VAC48-70-50(10)

Respectfully,

A handwritten signature in blue ink, appearing to read "J.S. Douglas Webster", written over the word "Respectfully,".

J.S. Douglas Webster, Esquire,
CIC Ombudsman
Compliance & Investigation Division