

**BELLA VISTA VILLAGE PROPERTY OWNERS ASSOCIATION
BOARD OF DIRECTORS MEETING
February 16, 2017 6:30 P.M. BELLA VISTA COUNTRY CLUB**

BOARD MEMBERS PRESENT: Vice Chairperson Ron Stratton, Directors Bruce Portillo, Ruth Hatcher, John Nuttall, Andrew Davis, and Jim Abrahamson.

BOARD MEMBERS VIA TELEPHONE: None.

BOARD MEMBERS ABSENT: Chairperson Bob Brooks, Directors Pat Laury and Joshua Hart.

OTHERS PRESENT: Chief Operating Officer Tom Judson, Treasurer & Director of Finance and Administration Dwain Mitchell, General Counsel Doug McCash, and Corporate Secretary Kyndall Ardoin.

I. CALL TO ORDER

Vice Chairperson Stratton called the meeting to order at 6:30 p.m. There were thirteen members in attendance, as well as one media representative.

II. PLEDGE OF ALLEGIANCE

III. INVOCATION

Pastor Dennis Ritchie from the *Presbyterian Church of Bella Vista* gave the invocation.

IV. ELECTION COMMITTEE DRAWING

Mr. Judson asked the Election Committee members to come forward, stating that there will be a drawing for the order of how the five candidates will appear on the ballot. Bob Higgins, Chairperson of the Election Committee, stated that the sequence in which the candidates' names are drawn, is the sequence in which they will appear on the ballot, and on any subsequent communication. Mr. Higgins announced the drawn names in order of their drawing: Ruth Hatcher, Jim Abrahamson, William S. Barr, Herman D. (Hank) Ott-de-Vries, and David Brandenburg. Vice Chairperson Stratton thanked the Election Committee for their service.

V. INTRODUCTION OF KIM CARLSON

Mr. Judson introduced Kim Carlson as the POA's new Director of Marketing.

VI. APPROVAL OF BOARD MEETING MINUTES

Mr. McCash asked for a motion to approve the minutes of the January 12th, Board Work Session Meeting.

Director Nuttall moved the approval of the minutes, seconded by Director Abrahamson. Mr. McCash presented the minutes for discussion. There was none.

Mr. McCash stated that Director Hatcher held the proxy for Director Laury in his absence.

The motion passed unanimously.

Mr. McCash asked for a motion to approve the minutes of the January 19th, Regular Board Meeting.

Director Hatcher moved the approval of the minutes, seconded by Director Nuttall. Mr. McCash presented the minutes for discussion. There was none.

The motion passed unanimously.

VII. EMPLOYEE RECOGNITION – CELEBRATING SUCCESS

Ms. Ardoin, introduced the Association's February recipients of the Celebrating Success program, Mr. Curtis Mullin, Ms. Rene Chamberlain, and Mr. Clark Wood.

VIII. FINANCIAL REPORT BY DWAIN MITCHELL, TREASURER

Treasurer Dwain Mitchell gave a report on the year-to-date financial reports for January 2017. (Financial Reports are available at <https://bellavistapoa.com/about-us/financial-reporting/>)

IX. RESPONSE TO PROPOSAL FROM PROPERTY OWNER TO ADOPT THE NONPROFIT CORPORATION ACT OF 1993 – DOUG MCCASH, GENERAL COUNSEL

Mr. McCash read a memo to the Board and the community, stating "Following inquiry from a member regarding possible adoption of the Nonprofit Corporation Act of 1993, I conducted research regarding the Act and presented my findings to the Rules and Regulations Committee. It was noted that the Nonprofit Corporation Act of 1993 was not specifically designed for planned communities, such as our property owner's association. After discussion, the Rules and Regulations Committee elected not to recommend adoption of the Nonprofit Corporation Act of 1993, but to remain under the governance of the Nonprofit Corporation Act of 1963."

X. RESPONSE TO PREVIOUS OPEN FORUM COMMENTS

Vice Chairperson Stratton reviewed the open forum comments made at the previous Board meeting. Mr. Judson stated that card playing will be available at the Highlands Clubhouse, the Board has asked management to investigate alternatives on how to accomplish a beach, and a repair person has looked at the snooker table and it will be re-felted.

XI. OPEN FORUM

Jim Parsons, 29 Duvall Lane, asked Mr. McCash to confirm that the decision was made for the POA to stay under the governance of the Nonprofit Corporation Act of 1963. Mr. McCash confirmed this. Mr. Parsons stated that he and the Bella Vista Patriots are disappointed with the decision, and voiced their concerns.

XII. JOINT ADVISORY COMMITTEE REPORTS

(A) Lakes

Mr. Judson reported on behalf of the Lakes JAC. He reported on the recent stocking of the lakes, the fish hatchery, and the use of golf course ponds as fish nurseries.

(B) Recreation

The Recreation JAC reported on the Gun Range renovation progress, early fishing on Lake Ann, painting Riordan Hall, Blowing Springs camping, Tanyard Creek usage, the establishment of the Friends of Dogwood, the community garden initiative, the Welcome Coffee Meet and Greet scheduled for the beginning of March, the success of the Play More Pay Less promotion, the Get Golf Ready camp, the success of the Valentine's Dance, the Loch Lomond draw down, Gun Range usage, Frisbee Golf, and the possibility of building an archery range.

(C) Golf

The Golf JAC reported on the completion of the Country Club bunker renovation, winter updates on the golf courses, the Scotsdale driving range, the cart path repair, the success of the Sweetheart Invitational, upcoming course events and tournaments, the Junior Golf Program, the article in *Golf Oklahoma* featuring Bella Vista, and the measuring of the golf courses for USGA ratings.

(D) Young Residents

Mr. Judson reported that the Young Residents committee did not meet this month.

XIII. OLD BUSINESS

A) CHANGES TO POLICIES 1.07, 1.08, 1.10, 1.11, 2.01, 2.02, 2.03, 2.04, 2.05, 2.06, 2.07, 2.08, 3.01, AND 3.01.1. SECOND AND FINAL READING.

Mr. Judson presented the proposed changes to Policies 1.07, 1.08, 1.10, 1.11, 2.01, 2.02, 2.03, 2.04, 2.05, 2.06, 2.07, 2.08, 3.01, and 3.01.1. He stated the proposed changes will modernize the policies and ensure the uniform usage of terms throughout the Governing Documents. Mr. McCash asked the Board to entertain a motion to approve the proposed policy changes as they appear in the Board packet.

Director Hatcher moved the approval of the proposed changes, seconded by Director Portillo. Mr. McCash presented the motion for discussion. Mr. Judson stated that the proposed policy changes were reviewed by the Rules and Regulations Committee twice. There was no additional discussion.

The motion passed unanimously.

XIV. NEW BUSINESS

A) CHANGES TO POLICIES 3.02, 3.03, 3.06, 3.08, 3.09, 4.01, 4.02, 6.02, 7.03, 7.04, 7.05, 8.01, 8.02, 8.03, AND 8.031. FIRST READING.

Mr. Judson presented the proposed changes to Policies 3.02, 3.03, 3.06, 3.08, 3.09, 4.01, 4.02, 6.02, 7.03, 7.04, 7.05, 8.01, 8.02, 8.03, and 8.031. He stated the proposed changes will modernize the policies and ensure the uniform usage of terms throughout the Governing Documents. He also stated the changes have been reviewed and recommended by the Rules and Regulations Committee. Mr. McCash asked the Board to entertain a motion to approve the proposed policy changes as they appear in the Board packet.

Director Abrahamson moved the approval of the proposed changes, seconded by Director Nuttall. Mr. McCash presented the motion for discussion. There was none.

The motion passed unanimously.

B) THREE-BID VARIANCE REQUEST FROM GOLF COURSE MAINTENANCE

Mr. Judson stated that management is seeking a three-bid variance for a specialized piece of equipment. Keith Ihms, Director of Golf Maintenance, stated that the request is for a specific piece of equipment which allows for safe mowing on 30 degree slopes. He reported that it will also save on costs of labor and will be shared between two courses. Mr. McCash asked the Board to entertain a motion to approve the three-bid variance request from Golf Course Maintenance as detailed by Mr. Ihms.

Director Hatcher moved the approval of the three-bid variance, seconded by Director Portillo. Mr. McCash presented the motion for discussion. There was none.

The motion passed unanimously.

XV. ANNOUNCEMENTS

A) COO/Board Meeting – Thursday, March 2nd at 2:30 p.m. in the Country Club Board Meeting Room. (This is a closed discussion meeting).

B) Board of Directors Work Session – Thursday, March 9th at 8:00 a.m. in the Country Club Board Meeting Room.

C) Board of Directors Regular Meeting – Thursday, March 16th at 6:30 p.m. in the Country Club Board Meeting Room.

XVI. ADJOURNMENT

Vice Chairperson Stratton adjourned the meeting at 7:14 p.m.

Submitted:

Approved:

Kyndall Ardoin, Corporate Secretary

Bob Brooks, Board Chairperson