

**BELLA VISTA VILLAGE PROPERTY OWNERS ASSOCIATION  
BOARD OF DIRECTORS MEETING (WORK SESSION)  
January 14, 2016 ° 8:00 A.M. ° COUNTRY CLUB BOARD MEETING ROOM**

**BOARD MEMBERS PRESENT:** Chairperson Bob Brooks, Vice Chairperson Brad Morris, Directors Bruce Portillo, Patrick Laury, Ron Stratton, and John Nuttall.

**BOARD MEMBERS ABSENT:** Directors Joshua Hart and Ruth Hatcher.

**OTHERS PRESENT:** Chief Operating Officer Tom Judson, Board Treasurer/Director of Finance & Administration Dwain Mitchell, and Corporate Secretary Genevieve Henderson.

**I. CALL TO ORDER**

Chairperson Brooks called the meeting to order at 8:02 a.m.

**II. POLICY 3.06**

Chairperson Brooks reported that several interested parties have concerns about Policy 3.06. Before the second reading next week, he would like to inform the Board of these concerns. First, granting access of our amenities to a non-member, who is not a guest, is contrary to our governing documents. Another member felt that it is important for the membership to have value in being a member; by not requiring someone to buy a membership lot and pay monthly assessments, it degrades the value of a member with a lot and is not fair to people who have made investments. Several members are concerned about the wear and tear on the facilities and the degradation of the equipment. Chairperson Brooks asked the Board to consider these concerns before the vote.

**III. RULES AND REGULATIONS COMMITTEE ACTIONS**

Director Laury, the Rules and Regulations Committee Chairman, proposed a one-time deviation of Policy 1.03.2, Page 1, which now states “Election committee is to announce at the January monthly meeting the list of candidates for positions on the Board of Directors for inclusion on the next regular ballot.” He recommended the submittal deadline for nominees and the candidate announcement be pushed back to February to allow for more advertising of the positions. Chairperson Brooks stated that the applications have to be certified by the Corporate Secretary, which entails validating the names of the signatures, before the announcement can be made. Chairperson Brooks proposed the deadline for applications be February 2nd followed by the announcement of candidates at the February monthly meeting. This proposal would be submitted to the Election Committee for consideration.

Director Laury stated that the Election Committee Chairperson said the number of people on the committee is inadequate. Director Laury proposed modifying the membership on the Election Committee. He recommended changing ARTICLE VIII of the Bylaws so it will state “Section 1. At the July Board meeting, the Chairman of the Board, with the approval of a majority of the Board, shall appoint members to the Election Committee, as necessary, to fill any open positions. The number of members on the Election Committee shall be determined by the chairperson of the committee in consultation with the chairperson of the Board of Directors and with the simple majority approval of the Board of Directors and each appointment shall be for a term of three years.”

Chairperson Brooks stated that the Election Committee needs more people to help count ballots which, in past years, they do by hand.

#### **IV. POLICY CHANGES TO JAC COMMITTEE VERBIAGE**

Director Laury proposed changes to Policy 1.04, pages 1-3, for which he provided handouts that outline the changes. Chairperson Brooks stated that the JAC's committee Chairpersons attended interviews of prospective committee members and voiced concerns about the number of members on the committees. The verbiage changes will give the JAC's more flexibility with membership numbers to allow them to meet the responsibilities given to them by the Board as well as give a deadline for JAC meeting minutes to be turned into the Corporate Secretary for publishing. Director Laury stated the changes would be under Sections II. Membership, III. Liaisons, IV. Committee Operations, and VII. Committee Responsibilities.

Director Laury proposed changing the nomenclature of General Manager to Chief Operating Officer throughout the Bylaws and Policies. Mr. Judson proposed a preamble to the Bylaws and Policies, explaining that the Chief Operating Officer and General Manager titles were interchangeable. Director Laury asked Ms. Henderson to write a preamble statement that would explain this title issue.

#### **V. PRELIMINARY 2015 COMPARISON TO BUDGET**

Mr. Mitchell reported that the Adjusted Simple Cash Flow of the POA without water is \$532,586. Chairperson Brooks stated that this is where the funds for the Scotsdale Greens and Trap renovations will come from as well as other capital expenses.

#### **VI. HIGHLANDS GOLF COURSE**

Chairperson Brooks reported that there has been an agreement reached with the member to rectify the forestry situation adjacent to Highlands. The trees that were cut down are going to be cleaned up and replaced.

#### **VII. FLOOD UPDATE KINGSWOOD WORK ENTRANCE**

Chairperson Brooks reported that 25 feet of land around the culvert was lost during the last 13 inches of rain. He met with the engineer yesterday to talk about relocating the road rather than fixing the culvert. A meeting will be held with the Highway Department to talk about closing the entrance to the maintenance road and opening a new entrance to a new road. Chairperson Brooks hopes to have more information by the middle of next week.

#### **VIII. INTERNET STREAM OF MEETINGS**

Vice Chairperson Morris reported that today's meeting is the first trial run at streaming Board meetings. Dependent upon their success, he recommended promoting the broadcasted meetings to make members aware of the availability to watch the public Board meetings online.

#### **IX. BALLOT PREPARATION FOR 2016 ELECTION**

Chairperson Brooks reported that there have been two applications submitted for the three open positions on the Board. He proposed moving the deadline to accept applications to February 2nd, which will be submitted to the Election Committee for consideration.

Mr. Mitchell stated that it is possible to move to electronic ballots this year but that the decision needs to be made this week. Mr. Judson stated that the company we are looking into can provide paper ballots as well as electronic ballots which will give members options, as well as insure against voting fraud. He stated that the cost is unknown until we know what services we are committing to.

Chairperson Brooks reported that there will be items on the ballot to be put before the membership for vote. The first item gives potential assignment of amenities to renters, dependent upon landlord's

preferences. Director Laury stated the next item is updating the procedure for declaration revisions where the three year wait time would change to an unspecified wait time, dependent upon the change and defined in the declaration revision. Chairperson Brooks asked Director Laury to prepare the changes to the language and have it checked by Doug McCash.

Mr. Judson asked if we were going to do the electronic voting this year. Chairperson Brooks replied "Yes."

#### **X. OPEN FORUM**

Chairperson Brooks recognized Ms. Linda Lloyd for her positive contributions to our community and her presentation on the zoning changes.

Director Portillo reported a member complaint. The member is upset that their guests have to pay to ride in a private cart.

Chairperson Brooks welcomed Mr. Judson to his first Board of Directors Work Session.

#### **XI. ANNOUNCEMENTS**

The next Board of Directors Regular Meeting will be held on Thursday, January 21, 2016, 6:30 p.m. in the Country Club Board Meeting Room.

#### **XII. ADJOURNMENT**

The meeting was adjourned at 9:15 a.m.