



Board of Directors Regular Meeting  
June 25, 2020 – 6:00 p.m.  
Boardroom at the Country Club  
98 Clubhouse Drive, Bella Vista  
**\*MASKS & SOCIAL DISTANCING WILL BE  
REQUIRED – SEE OPEN FORUM SECTION FOR  
PROTOCOL**

**Agenda**

- I. Call to Order
- II. Pledge of Allegiance
- III. Executive Session Summary – June 11, 2020
  - a. A property owner brought forth an Allegation of Misconduct against a Director for allegedly violating Policy 1.11 – Conflict of Interest Policy. The Board voted 5-2 (with Directors Hover and Fosdick dissenting), that the Allegation of Misconduct was without merit.
  - b. A separate property owner brought forth an Allegation of Misconduct against former Directors Hatcher and Abrahamson, and current Directors Brandenburg, Sinkus, Hover, Bidwell, and Barron, Jr. The Allegation of Misconduct stated that by providing a summary of the Member comments on May 28<sup>th</sup>, that they had violated Policy 1.10 – Board of Director’s Ethics. The Board voted 5-3 (with Directors Brandenburg, Whelchel, and Barron, Jr. dissenting), that the Directors had violated Policy 1.10 – Board of Director’s Ethics. The Directors resolved to issue a public apology to the Membership and to request the Rules & Regulations Committee review Policy 1.07, Section V and make any recommended changes to the Board. The apology to the Membership was subsequently issued on June 12<sup>th</sup>.
- IV. Approval of Minutes:
  - May 28, 2020 - Board of Directors Regular Meeting (**Board Vote**)
  - June 18, 2020 - Board Work Session Meeting (**Board Vote**)
- V. Joint Advisory Committee Reports:
  - Lakes

- Recreation
- Golf

VI. Financial Reports. The Financial Reports are available on the POA's website:

<https://bellavistapoa.com/governance/financials/>

VII. Last Month's Open Forum Comments and Questions:

- a. Steve McKee, Tiree Place. With accusations I had violated POA Policies, I was removed from my service on the Bella Vista Village POA Board of Directors. These accusations were made by a member and a member of the Board. The accusers named the policies they thought I had violated, but **never detailed the specific manner in which I supposedly breached those policies, never showed how the Board was allegedly harmed, and never proved their contrary opinions, even when directly asked to do so.** Moreover, the Board member accuser was present and voted during the subsequent Board discussion, but I was not allowed that Policy right, though I had asked. It remains my contention that the unfounded and unsubstantiated charges made against me and the manner in which the hearing was held were violations of my rights to due process. The Board of Directors, following the legally flawed hearing, leveled the punitive action of my removal from the Board. I believe this action too was not merited, but was a consequence of the fact that during my tenure I spoke out strongly in favor of Members First initiatives that reflected the will of the membership to whom I swore to serve. My Director duty is to the members; it is not to other Directors or to employees. That I was not required to concur with the thinking of other Board members had even been confirmed months earlier on November 19, 2019 via email when both accusers and the Board were informed that Directors have the right to their own personal opinions. The fact is Directors possess self-evident rights to their personal opinion and personal integrity even as Policy 6.02 5.a. and Policy 1.10 I. and Board Manual confirms. Why is this true? Think whistleblower; it says the Director's three legal fiduciary duties of care, loyalty, and good faith are owed to the POA and its members. A Director's duty is not to conform to be silenced by the majority Board's opinions that might differ from the minority Board's opinion. I therefore petition the new Board to try my case again either privately or in a public forum. I have nothing to hide.
- b. Chairperson Hatcher stated that over the last week, a total of 25 emails have been sent to either the Board, our corporate secretary, or to her directly. The emails were sent by the following property owners: Diana Short, Ted Loef, Ken Nelson, Daniel Johnson, Jack Bartlett, Tommy Freytag, Bob Cooley, Kathy Decker, Robert

Decker, Nancy Stock, Beth Tracy, Michael McCracken, Mary Stewart, Melanie Trull, Ann Iwen, Peggie Taylor, Patrick Orick, Daniel Berghamer, John Goodman, Jr., Stacy Berger, Natalie Roller, Cassandra Jansen, Joy Sawyer, Steve McKee, and Barry Burchfield.

- c. Chairperson Hatcher responded to Mr. McKee's letter by stating, the executive session held on May 14<sup>th</sup> was conducted in accordance with the procedures laid out in Policy 1.12. She understands that Mr. McKee does not agree with the decision made by a supermajority of the Board, but his disagreement does not change the fact that with regards to the first allegation, six board members voted in the affirmative that he had violated multiple POA policies and with regards to the second allegation, seven board members voted in the affirmative that he had violated multiple POA policies. Chairperson Hatcher encouraged Mr. McKee to reflect upon his actions and accept that the decision of the Board is final. On behalf of the Board, Chairperson Hatcher thanked Mr. McKee for his time of service to our community.
- d. Chairperson Hatcher responded to the member emails by stating, since all of these emails by and large had the same subject matter, she decided it would be best to provide an outline of the key points.
  - i. These property owners were upset that Steve McKee was removed from the Board of Directors.
  - ii. Several of the members pointed out that, in their opinion, Mr. McKee was elected by a then record number of votes and that his removal from the Board is contrary to the will of the membership.
  - iii. Several felt that Mr. McKee's removal was unethical.
  - iv. Some felt that the community is divided, and Mr. McKee's removal only furthers this divide.
  - v. Some felt we need to have a change in the leadership of our management team.
  - vi. All 25 emphatically stated that Mr. McKee should be reinstated to the Board.
  - vii. Chairperson Hatcher thanked the 25 members for taking the time to submit their concerns and opinions. She assured these members that the removal of Mr. McKee was not taken lightly by the Board. Mr. McKee was found by a supermajority of the Board to have violated multiple policies. While it is unfortunate that Mr. McKee is unable to serve the remainder of his term, it

is critical that each Board Member uphold the standards and policies that are required of them.

- VIII. Open Forum – Property Owner Comments. Property owner comments. Comments are limited to three minutes per property owner. \*DUE TO SOCIAL DISTANCING REQUIREMENTS, MEMBERS WILL BE SEATED IN THE WELCOME CENTER, 6 FEET APART FROM EACH OTHER. DURING OPEN FORUM, MEMBERS WILL COME INTO THE BOARDROOM ONE AT A TIME, FOR THEIR THREE MINUTES. MASKS ARE REQUIRED.
- IX. Board or Management response to select Open Forum questions, comments, or concerns.
- X. Officer Positions (President, Vice President, Treasurer, Corporate Secretary) (**Board Vote**)
- XI. Nominations for the Charitable Giving Committee:
  - a. Tom Throne and Bob Ritschel for a second three-year term (**Board Vote**)
  - b. Tony Licausi and John Rice for a second three-year term (**Board Vote**)
- XII. Nomination from the Joint Advisory Committees:
  - a. Scott Dreas for an initial three-year term to the Recreation JAC. (**Board Vote**)
  - b. Dave DeGraf for an initial three-year term to the Golf JAC. (**Board Vote**)
- XIII. Review of Amended Policy 2.05, Regulation of Common Property - Hunting – Second of two required readings (**Board Vote**)
- XIV. Review of Bylaws, Article VI – Second of two required readings (**Board Vote**)
- XV. Review of Bylaws, Article XI – Second of two required readings (**Board Vote**)
- XVI. Review of Policy 2.02 – Second of two required readings (**Board Vote**)
- XVII. Review of Policy 3.03 – Second of two required readings (**Board Vote**)
- XVIII. Review of Policy 3.04 – Second of two required readings (**Board Vote**)
- XIX. ANNOUNCEMENTS:
  - a. **Board of Directors GM Meeting** – Monday, June 29<sup>th</sup> at 4:30 p.m. in the Boardroom at the Country Club. (This is a closed meeting)
  - b. **Board of Directors GM Meeting** – Tuesday July 7<sup>th</sup> at 4:30 p.m. in the Boardroom at the Country Club. (This is a closed meeting)
  - c. **Board of Directors Work Session** – Thursday, July 16<sup>th</sup> at 9:00 a.m. in the Boardroom at the Country Club.
  - d. **Board of Directors Regular Session** – Thursday, July 23<sup>rd</sup> at 6:00 p.m. in the Boardroom at the Country Club.
- XX. Adjournment