



Board Work Session
October 15, 2020 – 9:00 a.m.
Boardroom at the Country Club
Agenda

- I. Call to Order
- II. Updates or Changes to the Agenda
- III. Open Forum – Property Owner comments. Comments are limited to three minutes per property owner.
- IV. Board or Management response to select Open Forum questions, comments or concerns.
- V. Second reading of Bylaws, Article VII – *Association Officers and Management: Qualifications, Powers, and Duties.*
- VI. Second reading of Policy 1.04 – *Joint Advisory Committees*
- VII. Second reading of Policy 2.05 - *Regulation of Common Property – Hunting.*
- VIII. Second reading of Policy 3.04 – *Guest Policies.*
- IX. Second reading of Policy 9.04 - *Board Election and Political Candidates/Use of Facilities*
- X. Announcements:
 - a. **Board of Directors Regular Session** – Thursday, October 22nd at 6:00 p.m. in the Boardroom at the Country Club.
 - b. **Board of Directors GM Meeting** – Thursday, November 5th, at 9:00 a.m. in the Boardroom at the Country Club. (NOTE DATE CHANGE) (CLOSED MEETING)
 - c. **Recreation Joint Advisory Committee Meeting** – Monday, November 9th, at 4:00 p.m. in the Boardroom at the Country Club, and via Zoom.
 - d. **Golf Joint Advisory Committee Meeting** – Wednesday, November 11th, at 8:30 a.m. in the Boardroom at the Country Club, and via Zoom.
 - e. **Lakes Joint Advisory Committee Meeting** – Wednesday, November 11th, at 2:00 p.m. in the Boardroom at the Country Club, and via Zoom.
 - f. **Board of Directors Work Session – Community Budget Presentation** – Thursday, November 12th, at 6:00 p.m. in the Boardroom at the Country Club. (NOTE DATE AND TIME CHANGE)

- g. Board of Directors Regular Session** – Thursday, November 19th, at 6:00 p.m. in the Boardroom at the Country Club. (NOTE DATE CHANGE)
- h. Board of Directors GM Meeting** – Thursday, December 3rd, at 4:00 p.m. in the Boardroom at the Country Club. (NOTE DATE CHANGE) (CLOSED MEETING)
- i. Board of Directors Work Session** – Thursday, December 10th, at 9:00 a.m. in the Boardroom at the Country Club. (NOTE DATE CHANGE)
- j. Board of Directors Regular Session** – Thursday, December 17th, at 6:00 p.m. in the Boardroom at the Country Club. (NOTE DATE CHANGE)

XI. Adjournment



From: Tom Judson, COO
To: Board of Directors
Date: October 15, 2020
Subject: Bylaws, Article VII – Second Reading

The Rules and Regulations Committee recommended the attached changes to the Bylaws, Article VII.

**Suggested Motion to be read during the October 22nd Regular Session
Board Meeting:**

I motion to approve the Rules and Regulations Committee recommended changes to Bylaws, Article VII as noted in the attached document. This is the second of two required readings.

ARTICLE VII

Association Officers and Management: Qualifications, Powers, and Duties

Section 1. General.

- A. The corporate officers for the Association are President, Vice President, Secretary and Treasurer. Corporate officers and temporary corporate officers may be appointed by the Board as the Directors deem necessary.
- B. Corporate officers will be appointed by the Board for one (1) year terms, unless an interim corporate officer is needed. Corporate officers will be appointed at the first public meeting of the Board in **June January** of each year. In the event of a vacancy, the Board will appoint an interim corporate officer as soon as practical. Interim corporate officers will serve the remaining term of the replaced corporate officer. Temporary corporate officers may be appointed for a period of time as needed and specified by the Board.
- C. All corporate officers are subordinate to the President of the Association.

Section 2. President. The President shall serve as the principal executive officer of the Association and shall, in general, supervise and control the business and affairs of the Association. The President shall be a Member of the Association.

Section 3. Vice President. The Vice President shall not be a member of the Board and need not be a Member. The Vice President shall perform the duties of an absent President and, when so acting, shall have all the powers and be subject to all the restrictions upon the President. The Vice President shall perform all other duties as, from time to time, are assigned by the President or by the Board.

Section 4. Secretary. The Secretary may be a member of the Board, if not salaried. A salaried Secretary need not be a Member. The Secretary shall keep a permanent record of the minutes of the Board meetings and all called meetings of the Members, including the recording of all votes, and shall perform all other duties required by the Board or by the President, or as may be required by law.

Section 5. Treasurer. The Treasurer shall not be a member of the Board and need not be a Member. If required by the Board, the Treasurer shall be bonded for the faithful discharge of duties and shall have charge and custody of, and be responsible for, all funds and securities of the Association; receive and give receipts for monies due and payable to the Association, from any other source whatsoever; and deposit all such money in the name of the Association in such banks, trust companies or other depositories as shall be selected in accordance with the policies of the Board. In general, to perform all the duties as incident to the office of Treasurer, and such other duties, as may be assigned by the President or the Board. In the absence of a Vice President, the Treasurer shall be subordinate only to the President.

Section 6. Chief Operating Officer. The Chief Operating Officer shall control and direct administration of the Association's affairs. All administrative offices or responsibilities, either set out by specific policy of the Board or which are not otherwise specifically assigned to a division created by Board policy, shall be deemed to be the responsibilities and offices under the direct supervision and control of the Chief Operating Officer. The Chief Operating Officer shall be an ex-officio member of the Board with the right to take part in discussion but not vote. The Chief Operating Officer shall not attend any meeting at which the Board is evaluating his/her performance unless his/her presence is requested. The Chief Operating Officer shall serve at the will of the Board under the terms and conditions set forth in an employment agreement, agreed upon by the Board and Chief Operating Officer, and shall perform the duties assigned by the Board including those specifically outlined in a job description prepared and adopted by the Board.

The titles General Manager, GM, Chief Operating Officer, and COO shall be considered interchangeable throughout the governing documents.

Section 7. It shall be permissible at the discretion of the Board for the corporate officers to serve in more than one capacity concurrently. Employees of the Association may also serve as corporate officers.

Section 8. In the event any officer, because of absence or incapacity of any kind, is unable to perform any of the duties of office, or in the event of a vacancy of any office, the Chairperson may designate some other person to perform such duties during such time or until such vacancy is filled by the Board.



From: Tom Judson, COO
To: Board of Directors
Date: October 15, 2020
Subject: Policy 1.04 – Second Reading

Attached you will find changes to Policy 1.04 – Joint Advisory Committees as suggested by the Rules & Regulations Committee. This is the second of two required readings.

Suggested Motion to be read during the October 22nd Regular Session Board Meeting:

I motion to approve the recommended changes to Policy 1.04 as noted in the attached document. This is the second of two required readings.

October 18, 2007
May 12, 2011
April 21, 2016
July 21, 2016
January 19, 2017
October 26, 2017
November 15, 2018
April 23, 2020

P 1.04

JOINT ADVISORY COMMITTEES

PURPOSE:

To provide for the creation, functioning, and delineation of areas of responsibility for Joint Advisory Committees (JACs).

I. JOINT ADVISORY COMMITTEE DUTIES

It is the duty of each committee to discuss, analyze and propose solutions for problems and opportunities within its area of concern and to make recommendations to Management or the Board. The committees have no authority on their own. Matters for study may originate with the committee, a Member, or be suggested by Management, the Board, or the Board liaisons. Issues for study that may be outside of a JAC's normal area of concern must first be approved by the Board or Chief Operating Officer to ensure that there is a minimum of duplication of effort with other committees or Management.

The JACs also serve as a sounding board for Members to express their concerns and suggestions, some of which may result in studies and recommendations.

II. APPOINTMENT OF COMMITTEE MEMBERS

1. Prospective committee members must indicate their interest to serve on the committee and complete an application providing basic information and a background check authorization form. Convicted felons and those required to register as a sex offender may not serve on a Joint Advisory Committee. The application and background check authorization form can be found on the POA website or by contacting the Corporate Secretary. Prospective committee members may also elect to provide any supporting documents such as a resume or statement of interest to demonstrate their qualifications.

2. Following the completion of the background check, ~~The~~ application and supporting documents will be provided to the committee for consideration. The committee shall vote on appointments to the committee and shall forward such recommendations to the Board. The Board has the sole authority to approve or deny the recommendations with a simple majority vote of the Board. For new committees or committees where no current committee members exist, the Board Chairperson, with the simple majority approval of the Board, shall appoint new committee members.

3. Each committee member must be a Member in Good Standing.

4. The number of members on each of the JACs, shall be determined by the chairperson of each committee, in consultation with the Board Chairperson and with the simple majority approval of the Board.

5. Appointments and any re-appointments to the committees are to be made in June with terms to begin the following July 1st, with each term being three (3) years. If a committee member cannot complete the three (3) year term of service, the committee will follow the process outlined above in Section II.2. to appoint a replacement member.

No employee of the Association may be selected to serve on a JAC that is in their area of employment.

6. Committee members shall be limited to serving not more than two (2) successive terms on the same committee. An initial appointment as a committee member to serve the remainder of an unexpired term shall not count toward the two successive term limit.

III. LIAISONS

1. The Chief Operating Officer shall appoint a non-voting Association employee to act as a liaison to each JAC. Said liaison shall provide current information to the committee concerning his/her division and be available for advice on matters of administration, operation, and planning.

2. The Board Chairperson shall appoint at least two (2) non-voting liaisons from the Board to each JAC. Said liaisons shall provide current information concerning Association matters to the committee and be available for advice on matters of concern to the Board. They shall report to the Board concerning the work of the JAC.

IV. COMMITTEE OPERATIONS

1. Each committee will meet on a regular schedule on a monthly basis. Exceptions may be made if agreed upon by a majority vote of the committee. The Board Chairperson, committee chairperson or the Chief Operating Officer may call a special meeting as needed.

2. At the first scheduled meeting in July of each year, the committee shall select a chairperson, vice chairperson, and secretary from its membership, who will serve in that capacity for a 12-month term. In the case of a mid-term opening, the committee shall appoint a replacement by a simple majority vote of the committee.

3. In order for the committee to conduct business, a quorum must be present (excluding proxies) at the meeting. A quorum is defined as a majority of appointed committee members, excluding liaison members. Committee members may, at their option, choose to provide a written, general or specific, proxy to another committee member to exercise his/her vote(s) in their absence.

4. Within ten (10) days of each JAC meeting, the committee shall provide a draft of the meeting minutes to the committee members for review and approval. Once approved, the minutes will be submitted in electronic format to the Corporate Secretary. The Corporate Secretary will ensure the approved minutes are posted to the Association's website within three (3) business days of receipt.

5. In accordance with Policy 1.01, JAC meetings shall be open to all Members. Sub-committee meetings developing recommendations for the full committee may be closed.

6. The use of Association staff or other resources by a JAC may occur only with the prior approval of the Chief Operating Officer and Board Chairperson.

7. Each JAC shall provide an opportunity at each regular meeting for Members to express their concerns or advance suggestions regarding the amenity. The committee chairperson has the option and may elect to limit Member input to not less than three (3) minutes on any given subject.

8. Emails collected or obtained from the POA by a JAC member are to be used exclusively for committee business only.

V. ORIENTATION

1. Each new committee member will be encouraged to attend an annual orientation for new members jointly presented by the Board Chairperson and the Chief Operating Officer. This presentation will include a general overall orientation of the budget process, the purpose of the JACs, and their members as a whole, etc.

VI. REMOVAL OF COMMITTEE MEMBERS

1. Cause for removal shall include but not be limited to the following actions of a committee member:

- a. Unexcused absence from four (4) regularly scheduled meetings within a twelve (12) month period.
- b. Failure to follow appropriate Association policies and procedures.
- c. Conduct detrimental to the committee or the Association.

2. Initiating action for removal of a committee member shall come from a majority vote of the committee. Initiating action for removal of a committee member may also be made by the Chief Operating Officer or the Board Chairperson.

- a. The committee chairperson, Chief Operating Officer or Board Chairperson shall prepare, in writing, a statement clearly identifying the offending action(s). A copy of the statement shall be provided to the committee member in question.
- b. Written rebuttal of such statement(s) may be offered to the Chief Operating Officer or the Board Chairperson by the member in question or other members of the committee.
- c. In a closed session, the Chief Operating Officer, the Board, and the committee chairperson if appropriate, shall consider the statement for cause and discuss whether removal is warranted. The member in question may be present at his/her discretion.

3. The Board may remove for cause any committee member by a two-thirds vote of all Directors.

VII. COMMITTEE RESPONSIBILITIES

1. Golf Committee

The committee provides advice and recommendations regarding all facets of the golfing operations and facilities to the Board and Management. Each committee member is assigned a golf course for maintenance review on a monthly basis. Annually, the committee will meet with a U.S.G.A. representative for a review of Association golf courses. The committee forwards any policy recommendations to the Board for consideration after interface with the Chief Operating Officer and Director of Golf.

2. Lakes Committee

The committee advises the Board and Management on matters pertaining to the recreational use of the lakes in Bella Vista. Responsibilities include observing and making recommendations concerning present and future use of the lakes. The committee also will review all aspects concerning the lakes up to the beaches, and any associated amenities such as ramps, docks, marinas, cleaning stations and seawalls.

3. Recreation Committee

The committee assists in developing, updating and making recommendations to the Board and Management on all facets of the operation of recreational activities, trails and amenities operated by the Association. This pertains to all recreation activities other than Golf and ~~Lakes, but~~ **Lakes but** does include beaches and parks adjacent to the lakes. The committee observes maintenance conditions of facilities and evaluates the current facilities' needs. They also help plan for the future needs of Members in view of the changing demographics of the Association. Recommending activities to create an interest and participation in all phases of recreation is another area of this committee's responsibilities.



From: Tom Judson, COO
To: Board of Directors
Date: October 15, 2020
Subject: Policy 2.05 – Second Reading

The Rules & Regulations Committee's recommended changes to Policy 2.05
– *Regulation of Common Property - Hunting*.

Suggested Motion to be read at the October 22nd Regular Session Board Meeting:

I motion to approve the Rules and Regulations Committee recommended changes to Policy 2.05 as noted in the attached document. This is the second of two required readings.

October 18, 2012
February 16, 2017
June 25, 2020

P 2.05

REGULATION OF COMMON PROPERTY—HUNTING

PURPOSE:

To provide for the regulation and management of Association Common Property as multiple use property serving the diverse interests of Members to include walking, biking, hunting, and other approved outdoor activities in a safe manner for all Members and in compliance with federal, state, and local laws and regulations.

I. AUTHORITY

The authority for this policy is the Declaration, Protective Covenants, and Bylaws of the Association. The Association also has the responsibility to comply with any additional laws or regulations imposed by local, state or federal agencies.

II. GENERAL REGULATIONS

Every Member shall have a right and easement of enjoyment in and to the Common Properties. Members shall not utilize Common Property for their own exclusive use. Every Member and guest shall adhere to all federal, state, and local laws and regulations, and POA policies while on Common Property.

III. SPECIFIC REGULATIONS

Common property which is designated and designed for a particular purpose ~~/amenity~~ (i.e., golf course, swimming pool, trail) should be used by Members and guests for that particular purpose and/or for activities that do not interfere with the intended designated use~~amenity~~.

Members and guests should not engage in any conduct on Common Property that may put other Members and guests in physical danger. Members and guests should exercise caution and remain aware at all times that others may be utilizing that area of Common Property as well.

Children should be accompanied or supervised by adults while utilizing Common Property and amenities.

IV. HUNTING

Hunting with a firearm is strictly prohibited on all Common Property and amenities. (Bella Vista City Ordinance 2007-12 and 2007-15)

Hunting by Members and guests is authorized on Common Property only by applying for and securing an Association Hunting Permit at no cost through Member Services. The Association Hunting Permit shall be clearly exhibited in the windshield of the hunter's vehicle while hunting on Common Property. Guests must be accompanied by the sponsoring Member to hunt on Common Property.

Hunting by Members and guests with a bow and arrow or cross bow is only permitted on areas of Common Property that are at least 50 yards away from all homes, trails, golf courses, pavilions, parks, lakes, ball courts, buildings, streets, facilities or other amenities.

All hunting activities must be in conformance with all federal, state, and local laws, rules, and regulations, including the Arkansas Game & Fish Commission regulations. Hunters should always be aware of their surroundings ~~at all times~~ and watchful for other people and hunters in the area.

IV. ENFORCEMENT

Association rangers, also referred to as POA Lakes and Parks Rangers, and staff are responsible for enforcing Association rules and policies. Local law enforcement is responsible for enforcing federal, state, and local laws, ordinances, and regulations.



From: Tom Judson, COO
To: Board of Directors
Date: October 15, 2020
Subject: Policy 3.04 – Second Reading

Attached you will find changes to Policy 3.04 – *Guest Policies* as suggested by the Rules & Regulations Committee. This is the second of two required readings.

Suggested Motion to be read during the October 22nd Regular Session Board Meeting:

I motion to approve the recommended changes to Policy 3.04 as noted in the attached document. This is the second of two required readings.

December 13, 2007
March 20, 2008
December 8, 2011
September 19, 2013
November 20, 2014
March 16, 2017
June 25, 2020

P 3.04

GUEST POLICIES

PURPOSE:

To define the conditions under which non-members of the Association may be allowed access to Association amenities, at the then current guest rate, as applicable.

I. GUESTS

1. A guest is a person who is not a Member of the Association and who desires to have access to the Association amenities on a temporary basis.
2. There shall be four categories of guests permitted to have access to Association amenities:
 - a. Those who are “sponsored guests” of a Member of the Association.
 - b. Those who are “Association guests” by being sponsored by the Association. By virtue of its ownership of property, the Bella Vista Property Owners Association is a Member with the authorization to sponsor “Association guests.”
 - c. Those who qualify as “reciprocal guests” by virtue of being a member of one of the other Cooper Communities, Inc. (“CCI”) developments covered by an agreement between the Association and CCI.
 - d. Those who are “participant guests” by virtue of being invited/permitted to participate in a specific Association-sponsored or Association-sanctioned event at a specific facility.

II. ACCESS TO ASSOCIATION AMENITIES

1. “Sponsored guests” may gain access to Association amenities by virtue of possessing a current, valid guest card. “Sponsored guests” possessing a valid guest card shall have access to Association amenities at the then current guest rates, as applicable.
2. Use of amenities by “Association guests” includes the use of restaurants, golf, tennis, the Metfield skills park, Tanyard Creek, Blowing Springs, and other paved and un-paved trails open to the general public for the purpose of pedestrian walking, hiking, jogging, cycling and other human-propelled uses. In those situations, a guest card will neither be issued to, nor required of the guest. The Branchwood paved trail is not one of the paved or un-paved trails which is open to the general public.
3. “Reciprocal guests” may gain access to Association amenities by virtue of possessing a current, valid guest card. “Reciprocal guests” possessing a valid guest card shall have access to Association amenities at the then current guest rates, as applicable.

4. "Participant guests" are those guests who participate in specific events at Association amenities. Such events must have the formal approval of the Board or an official Association committee, normally through a contract signed by Management. Examples include golf tournaments, fishing tournaments, tennis tournaments, gun tournaments, weddings, receptions, birthday parties, anniversary parties, etc. which often include participants who are non-members.

5. Guest cards may be issued and valid for up to one (1) year from the date of issuance.

III. ACCOMPANIED GUESTS

1. In some situations, "sponsored guests" must be accompanied by a Member to enjoy Association amenities without the requirement of paying a guest fee. For these situations, a guest is accompanied by a Member so long as the guest maintains visual and auditory contact with the Member at all times.



From: Tom Judson, COO
To: Board of Directors
Date: October 15, 2020
Subject: Policy 9.04 – Second Reading

The Rules & Regulations Committee's recommended changes to Policy 9.04 – *Board Election and Political Candidates/Use of Facilities*.

Suggested Motion to be read at the October 22nd Regular Session Board Meeting:

I motion to approve the Rules and Regulations Committee recommended changes to Policy 9.04 as noted in the attached document. This is the second of two required readings.

BOARD ELECTION AND POLITICAL CANDIDATES /USE OF FACILITIES

PURPOSE:

The purpose of this policy is to prescribe the conditions under which Association facilities and Common Property may be used for Board election and political activities.

I. ASSOCIATION ROLE IN CAMPAIGNING

1. ~~Neither Salaried members of senior staff (while conducting Association Business) shall not endorse any candidate running for the Board. Likewise, the Board nor Management shall not endorse any candidate running for the Board or for any other political/elected office.~~

2. The Association may sponsor forums for candidates for election to the Board in Association facilities. All eligible candidates must be invited to participate. The Association may not sponsor forums for candidates for election to any other political/elected office.

II. CAMPAIGNING ON ASSOCIATION FACILITIES

Qualified candidates for the Board may utilize Association facilities for the purpose of campaigning for election to the Board. Such practice shall be in conformance with the following:

1. Approval must be granted by the manager of the facility where the campaigning is to take place and shall not interfere in any manner with the regular operations of the facility.

2. Campaigning shall be limited to the distribution of flyers, brochures, cards or other forms of informational material. Speeches, political signs, or any other form of overt or conspicuous campaigning is not allowed.

3. All campaigning will be conducted in a courteous manner.

4. Such campaigning may occur at an event in an Association facility only with the permission of both the manager of the facility where the campaigning is to take place and the sponsor of the event.

III. USE OF ASSOCIATION FACILITIES BY CANDIDATES FOR POLITICAL/ELECTED OFFICE

1. Any Member may rent an Association facility for purposes of holding a political event.

2. No political signs, posters, or other forms of conspicuous campaign materials may be affixed to or placed upon Common Property such as buildings, parking lots, playgrounds, lake facilities, parks, golf courses, or roadside entrances to facilities that are on Association property. Unattended vehicles which are identified with political signs or other campaign material (except bumper stickers) may not be parked on Common Property. All political signs must comply with the current zoning ordinance of the City of Bella Vista, Arkansas, as amended.