

Special Meeting Minutes 8/25/2020

On August 25, the Board of Directors of Harborview Inc., a Not-for -Profit Corporation, convened a special meeting at the Paradise Point Golf Club.

Board member present: Jennifer Pease-President, Angelika Sakaguchi-Vice President, Dwayne Smith-Secretary, Shelley Delich-Treasurer and Weldon Wright-Member at Large. Also, in attendance Todd Billy, HOA attorney.

HOA attorney explained what this special meeting would cover. It was said that in the notice and in person at meeting that the Board of Directors would vote for removal of Angelika Sakaguchi. This meeting was held so that homeowners would be able to ask questions of the Board of Directors and Angelika Sakaguchi.

MOTION: to add the special meeting notice and letter from the board into the minutes of this meeting.

Jennifer (M) Yes Shelley (2nd) Yes Dwayne Yes Weldon No Angelika No

This motion passed 3-2

HOA attorney explained to the community how Angelika's attorney, Steve Wolcott, sent an email last week and told him that the Board of Director's, Todd Billy's office and CAM are not allowed to have correspondence with Angelika Sakaguchi about HOA related things.

MOTION: to add Steve Wolcott's email into the minutes of this meeting

Jennifer (M) Yes Shelley (2nd) Yes Dwayne Yes Weldon No Angelika No

This motion passed 3-2

HOA attorney also stated as a friendly reminder that you need to assume you are being recorded, and that Missouri is a one consent state when it comes to audio and video recordings.

MOTION: to remove Angelika Sakaguchi from the Board of Directors

Jennifer (M) Shelley (2nd), we will vote at the end of the meeting on this.

The floor was opened to the community to start asking questions.

Weldon: stated that he didn't think the board of directors gave enough proper notice for this meeting. Todd Billy explained that enough time was given and because all 5 board members are there is a moot point anyways.

Weldon: Angelika would like to make a statement. Todd Billy stated that he cannot speak to her and either can the Board of Directors.

Angelika did read a small statement.

Homeowner 1: I see this list of complaints, and I'm not understanding how these few items is enough to remove a board member? Can you even remove a board member this way? Why would you want to remove a board member? Welcome Committee, why is this being brought up?

Jennifer: We as a board are looking out for the community when it comes to liability and a board member. We feel that this letter shows a lot of information as to what Angelika did and why it was wrong.

Homeowner 2: He stated how he wrote an email to the board and did share with Weldon and Angelika. This email stated a lot of questions and he was going to ask those questions now. What is the protocol for not approaching a homeowner about violations? Where would you find this protocol documented? On missing meetings, how many do you have to miss to be in trouble? How did you know what violations were missed? First emergency meeting, I assume Angelika said that she wouldn't do this again, was that upheld? Can the board member remove a board member? Shouldn't the members remove her?

Jennifer, Shelley responded: There is a protocol for violations. Yes, it is documented in the covenant enforcement resolution. Missing meetings were not the part we wanted highlighted, we wanted to show how she doesn't engage in conversations with the board in executive sessions and public meetings. No, Angelika did not uphold the fact that she said she would not talk to homeowners about violations. The members do not need to remove Angelika, the board of directors called this meeting and the board will vote at the end of the meeting.

Weldon: Angelika wrote a statement on her side of this, can this statement be put into the minutes?

HOA attorney said: if she wants that to happen, she needs to let her attorney know and he will let me know.

Homeowner 3: He directed his questions to Angelika Sakaguchi.

Homeowner 3: Have you had a violation before? Angelika: Yes

Homeowner 3: Have you had a violation from the city before? Angelika: Yes

Homeowner 3: Have you signed the code of conduct for board members? Angelika: Yes

Homeowner 3: You cannot have interaction with the board. How does that help this neighborhood?
Angelika: you haven't heard my side of the story; I have a statement.

Homeowner 3: Was the woman lying? Angelika: I'm not lying

Homeowner 3: It just looks weird when you don't interact, please resign from the board, No, don't answer, you don't have an answer.

Homeowner 4: as a homeowner, I know the family, the renters and Angelika does bother them, she video tapes people and take pictures. I am friends with this woman and just giving fair warning, do not ever talk to my minor child about anything like you did her child. The reason she is not here is because she is a renter and she feel this is an hoa matter and she doesn't want to overstep her boundaries since she is a renter.

Multiple discussions between numerous people at this time. Some of the comments made were, "The board said the mother wasn't there when the minor child was approached, but now the mother was there, so which is it?", "It is a fact that she approached a minor child", "Let's be honest this wasn't a 5 year old, how old is the girl?" (answer to that is 16) and "This is a witch hunt."

Homeowner 5: How do we move from this?

HOA attorney explained how the meeting would end with a vote from the board to remove Angelika.

Homeowner 5: There is 3 sides to every story, the two people's sides and the truth. Do you think you should hear Angelika's side so then you can figure out the truth?

Jennifer and Shelley: We are not allowed to talk to Angelika and we did ask for her side numerous times and she refused to give her side of the story.

Homeowner 5: Well you should ask her.

Jennifer: We cannot talk to her per her attorney, but you can ask her to explain if you would like.

Homeowner 5: Angelika please tell us your side.

Angelika; Sorry I have this long letter explaining it and I can read it if you want. Wait, no I can send it to you. I don't want to read it.

Homeowner 6: I hope Angelika continues on as a board member.

Angelika: We need our community to progressively move forward, its unpleasant right now, neighbor came forward to the board, they were watching me talk to people and told the board and that is upsetting, I don't know where we go from here, Leadership is Weldon and I vs. them, Not a good situation.

Homeowner 7: Angelika told me after she approached homeowners and I asked why she would do that, she replied "I just wanted to let people know of violations" and I told her no you take a picture and send the letter, I am not saying it's completely wrong, but how can a board member give violations when they are in violation themselves, I just can't see past the clear conflict of interest.

Weldon responded: Trash cans can be fixed, and they were fixed eventually, they are in her garage.

Todd Billy: Yes, they were fixed after many notices.

Homeowner 8: I'm sure I voted for Angelika at the election because I didn't know she had solar panels, did you have panels and fence when you moved in? Angelika: No

Homeowner 8: Were you aware that you couldn't have solar panels? Angelika did not respond.

Homeowner 8: Can you talk about the litigation and your solar panels? No response given from Angelika.

HOA attorney: she said in her deposition that she was aware the documents said no solar panels. And depositions are not private they are public.

Homeowner 8: Well are you going to answer? No answer was given from Angelika.

Homeowner 9: It says it take 2/3 of the members to remove a board member. We don't have 2/3 here.

Todd Billy explained that when a board member is appointed it only take majority of the board to remove them

Homeowner 5: trash cans, vinyl fences and solar panels who care if you have them? We explained that we all have rules to live by.

Todd Billy explained: we gave Angelika an amendment changes to allow her solar panels, she had to go and get people to vote yes and she declined that.

Homeowner 10: I see a problem cause of the countersuit; our dues went up cause the insurance premium went up.

Todd Billy explained how that is a common thing and you have to have the right coverage in case of anything.

Homeowner 11: Why didn't you reschedule the meeting because Angelika's lawyer couldn't be her? Shelley said: We have loyalty to 393 homes, not Angelika's attorney.

Homeowner asked Angelika to read her letter again. Angelika said no I'll send this to you. Then she was acting like she was going to read it but asked him if he would read it. Another homeowner took over a page or two in.

Homeowner 7: Why isn't Angelika reading this?

The first couple pages were read and the homeowners (5&6) decided that everyone got the jest of the letter and asked if they should continue?

The community made it clear they did not want those homeowners to read it anymore.

Homeowner 7: Do you think telling a homeowner of a violation is ok to do? Angelika: it is in the eye of the beholder

Homeowner 12: Didn't the board say not to do that and you did it anyways? No response from Angelika

Homeowner 13: So sorry we have been here a long time, what is the end game now. The board explained that we would vote at the end of the meeting to remove or not to remove.

Homeowner 14: The board has to be transparent; we don't approach homeowners and Angelika approached homeowners several times.

Homeowner 13: Thank you Angelika for letting him read part of that but can we start moving on now?

MOTION: to remove Angelika Sakaguchi from the Board of Directors

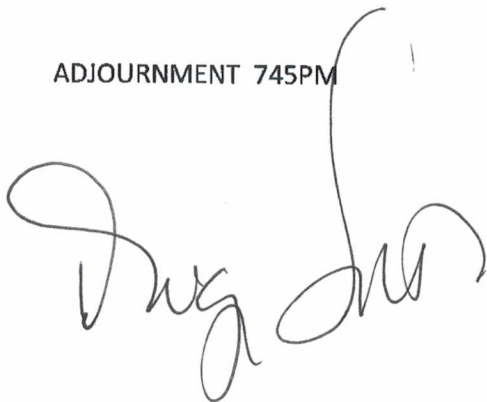
Jennifer (M) Shelley (2nd)

Jennifer Yes Dwayne Yes Shelley Yes Weldon No Angelika No

Shelley- I came to this meeting with an open mind, but now that her attorney will not let the board of directors speak to Angelika, I have to vote yes for her removal

Weldon: I vote No, but her attorney would have to give the board permission to talk to her immediately in order for her to be a board member.

ADJOURNMENT 745PM

A large, stylized handwritten signature in black ink, appearing to read "Dwayne".

9/22/20

HARBORVIEW HOMEOWNERS ASSOCIATION, INC.

NOTICE OF SPECIAL MEETING

August 25, 2020

Paradise Pointe Country Club Clubhouse
18212 Golf Course Rd, Smithville, MO 64089
6:00 p.m.

To: Members of Harborview:

Please take notice that the Board of Directors of the Association hereby calls a special meeting to consider and vote upon removal of Ms. Angelika Sakaguchi from the Board. Pursuant to the Missouri Nonprofit Corporation Act, the Board is vested with the authority to remove a director so long as that Board member has been appointed. No other motions or topics would be considered.

As Ms. Sakaguchi was appointed, only the Board will be voting upon whether or not to remove her from the Board. Nonetheless, the Board wants to provide you the opportunity to attend, ask questions, or make comments.

Further, Ms. Sakaguchi will be provided an opportunity to respond at the meeting, and, if she so chooses, to answer questions that you may have. The Association cannot compel her attendance or responses to any questions. Enclosed please find a description of events that the Board believes warrants consideration of having Ms. Sakaguchi removed from the Board.

If you have any questions related to this matter, please contact the Board at: newharborviewbod@gmail.com.

Sincerely,

Board of Directors
Harborview Homeowners Association, Inc.

Enclosure

August 14, 2020

Dear Harborview Community,

After review and great consideration the Harborview Homeowners Association Board of Directors finds Angelika Sakaguchi has been neglectful in her position as a board member. At the beginning of a term or acceptance of a board member position the member signs an agreement to serve. We have found that Ms. Sakaguchi has violated the expectations of that agreement. Below are examples of those duties and violations.

“To accept the Board’s decisions, even if I disagree, as I understand there may not be unanimous support for every action taken by the Board.”

The Board is to be a united front for the community and on numerous occasions Ms. Sakaguchi did not respect the Board’s protocol or decisions. These instances could have had a financial impact and did result in upset homeowners.

Ms. Sakaguchi violated a protocol by approaching homeowners about violations on their properties. Past and current boards have found sending a letter stating the violation is the best way to handle this situation, avoiding conflict or embarrassment to homeowners.

During her time on the board Ms. Sakaguchi volunteered to be the lead on the Welcoming Committee. There was a discussion among board members regarding appropriate items to be included in the packet, along with costs. This discussion took place in the beginning of 2020. In May of 2020 Ms. Sakaguchi decided, on her own accord, to obtain and distribute items to homeowners that were not approved by the board. At this time no packets had been handed out to new homeowners. These items were not reflected in our budget and when questioned on the costs would be, Ms. Sakaguchi refrained from answering. Instead of having a discussion with the board to review the budget and giving a project cost estimate she stated “I will donate these items to the board so I can pass them out.”

“To promote the goals and interests of the Association in a constructive and respectful manner, rather than create unnecessary conflict among the homeowners, even when in disagreement.”

In July 2020 Ms. Sakaguchi completed a violation drive, during that duty she approached homeowners to directly discuss their violations. Some of these homeowners reached out to the board to discuss their concerns about how this was handled. One homeowner’s perception of the conversation was that she was a 5 year old being scolded for her violation. Another homeowner was actively cleaning his RV when approached by Angelika. Per the homeowner he stated, “No, I will not move my RV because I am cleaning it and to send a letter if need be.” A renter told the board Ms. Sakaguchi came to their house uninvited wanting to talk about violations and board related items. The renter stated to Ms. Sakaguchi she did not want to discuss anything about violations and to please have this conversation with the homeowner. Per the renter, Ms. Sakaguchi came back numerous times to her home resulting in

this renter telling Ms. Sakaguchi that next time she came to her property the police would be called.

“To attend and participate in all meetings and communications to the best of my ability.”

As of the end of July 2020 the board has held 6 monthly meetings. Ms. Sakaguchi has missed 2 of those meetings. As a board member, some subjects are not easy to address and discuss. Ms. Sakaguchi has chosen to leave, abstain from multiple votes and not contribute to these conversations even when in attendance.

“To uniformly enforce the covenants and other governing documents and to obey the Association’s covenants and rules to set a positive example for others.”

The Board of Directors have a responsibility to enforce the covenants, as part of that, we perform an inspection drive. Angelika Sakaguchi drove with other board members during the beginning of 2020. In July 2020 Ms. Sakaguchi did an inspection by herself using the program HOA Life. During the process of finalizing the inspection the board started to receive emails regarding Ms. Sakaguchi’s approaching of homeowners. Upon further review of the violations and the community there were numerous homes that did not receive a violation. The unfair enforcement of the violations resulted in the board not being able to fully enforce the covenants for that week.

“To place the best interests of the Association above my personal interests; the interests of a particular homeowner; or the interests of a faction of the homeowners.”

Ms. Sakaguchi neglected this when she decided to go out in the community and confront homeowners about violations. She also at this time, used another board member’s name to make her point more valid when she spoke to said homeowner about a current violation. Such actions create potential conflict between direct neighbors and the board members’ names she used.

“To resign from the Board if I find I can no longer maintain this agreement to serve.”

Due to the actions of Ms. Sakaguchi the Board has held two emergency meetings. During the first emergency meeting the board discussed the protocol of violations. Ms. Sakaguchi was given an opportunity to resign, she chose to stay on the board, and agreed to not approach homeowners or discuss violations with them unless homeowner initiated.. At that time the Board decided the best course of action was to send the community an apology letter for Ms. Skakguchi’s actions that occurred during that property inspection.

The second emergency meeting occurred due to a homeowner asking for Ms. Sakaguchi's resignation during the July monthly meeting. The homeowner's reasons behind his request were reasonable and echoed by other homeowners. The board agreed this action was in the best interest of the community. The Board again gave Ms. Sakaguchi the opportunity to resign and she declined. It is the Board's obligation to do what is in the best interest of the community so a motion was made to proceed with holding a special meeting to vote on her removal.

Ms. Sakaguchi was stripped of her duties as Vice President after the first emergency meeting. This meant she couldn't respond to homeowners emails or be involved with the violation inspection or the HOA Life program. In short, the Board believes that since Ms. Sakaguchi is no longer able to fulfill her as board member and must be removed from this Board.

The Board of Directors believes the community deserves better representation and a higher standard of leadership than has been presented by Ms. Sakaguchi, evidenced by the actions above and others not highlighted in this letter. We would like to include the community in this meeting so you may provide your thoughts in regards to this issue.

Sincerely,

Harborview Board of Directors

STEVEN D. WOLCOTT
ATTORNEY AND COUNSELOR AT LAW



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August 20, 2020

(SENT VIA E-MAIL: tbilly@sandbergphoenix.com)

Todd J. Billy
Sandberg Phoenix
600 Washington Avenue, 15th Floor
St. Louis, MO 63101

Re: Harborview Homeowners Association, Inc. -- Angelika S. Sakaguchi

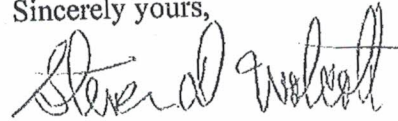
Dear Mr. Billy:

Reference is made to your letter of July 31, 2020. As you are clearly aware, I represent Angelika S. Sakaguchi in the current litigation involving the Harborview Homeowners Association. I sent numerous correspondence to the management company and your firm in regard to this matter. I have asked on numerous occasions that all correspondence be forwarded to me yet the management company and now you as an attorney, are still sending documents directly to my client. I believe this is a clear violation of the Code of Professional Responsibility. I would ask you and your firm to withdraw from this particular case because of this violation. If no action is taken, I will direct my client to file a complaint with the office of Chief Disciplinary Counsel.

As to the conflicts within the Board due to the current case and the steps now taken by some members of the current Board of Directors to remove my client, I seem to be missing many of the pertinent documents as to either the Covenants filed by either the initial developers or in the set of By-Laws of the Homeowners Association Not For Profit Corporation. I question how the Board is taking some of the actions it is currently taking. Specifically, I see nothing about absentee ballots or proxy voting. It is my understanding that you have recommended this to be allowed even though the Covenants and/or the By-Laws have not been currently amended to permit same. Additionally, the allegation as I understand it had my client not "cooperating" with actions by the Board, whether or not she agrees with a particular vote, there is nothing that I can find in writing in any document of Harborview requiring unanimous consent and prohibition on dissent.

Finally, I will be out of town on a family matter next week and respectfully request, while you are still representing the Homeowners Association, Inc., that the "special meeting" be postponed to the week beginning August 31st.

Sincerely yours,

A handwritten signature in cursive script, appearing to read "Steven D. Wolcott".

STEVEN D. WOLCOTT

SDW:wh

cc: Angelika S. Sakaguchi