



A regular meeting of the GREEN VALLEY RECREATION, INC. BOARD OF DIRECTORS was held on Wednesday, November 18, 2015 – 1:30pm at Santa Rita Springs. The President being in the chair and the Secretary being present.

Directors Present: Joe Gunton (President), Tony Zabicki (Vice-President), Barb Mauser (Secretary), John Hadley (Treasurer), Vicky Mournian (Assistant Treasurer), Richard Kidwell (Assistant Secretary), John Arnold, Gunnar Bonthron, Jim Nelson, Kathy Palese, Ron Sills, Leslie Shipley, Kent Blumenthal (non-voting)

Staff: Jim Conroy (COO), Cheryl Moose (CFO), Jen Morningstar (Executive Office Manager), Guy Sundvik (Facilities Director), Kate McCormick (Executive Assistant), Sherri Cadeaux (Marketing & Communications Specialist), Payton Snyder (IT Technician)

Visitors: 15

I. Call to order / quorum/ approval of agenda

President Gunton called the meeting to order at 1:30pm
Roll call by Blumenthal; Quorum established.

II. Adopt Agenda

MOTION: Palese / Seconded. Approve agenda as presented.

Passed: unanimous.

III. Consent Calendar:

MOTION: Nelson / Seconded. Approve Consent Calendar, as presented:

- November 9, 2015 Meeting Minutes

Passed: unanimous.

IV. President's Comments:

A. President Gunton commented on the security of GVR Facilities. Suggested the following:

1. Place signs in facilities: "see it, report it" – staff has agreed to start this process.
2. In an eBlast, ask volunteers who have experience and expertise (e.g., peace officers, security personnel, etc.) to join a task force or blue ribbon panel, and make recommendations for long term security.

Director Shipley offered to head-up the group; CEO Blumenthal will assign a staff member to group, all other members will be experienced volunteers.

V. **CEO Report:**

A. CEO Blumenthal made the following comments:

1. **Acknowledgement of Facilities Director, Guy Sundvik leaving GVR -** Green Valley Recreation Inc. thanks Guy for five years of dedicated service to the Corporation; Blumenthal asked that the Board join him in wishing Guy the very best in all his future endeavors. Guy's last work day is November 25, 2016.
2. **Nancy Mackel Retiring -** GVR, Inc. will be saying goodbye and best wishes to **HR Specialist Nancy Mackel** who will retire at the end of December. During her 12 year tenure with GVR, Nancy made sure that employees got what they needed to get off to a good start working for the Corporation. **Ms. Jesse King** was recruited and has accepted the position of HR/Payroll Specialist. Jesse will start December 1st to cross-train with Nancy.
3. **Member Approved Boundary Expansion:** To date 5 new households from these HOA's have chosen membership in GVR. GVR will leverage the 'Fit 'N Fun' Day @ January 31 @ LC for another 'Open House' for Boundary Expansion folks.
4. **Advertising:** Advertising opportunities are being developed to generate non-dues revenue for GVR, consistent with the 2015/2016 Work Plan, 'GVR Financial Planning & Revenue Development'. A sales sheet was developed to sell print ads in GVR's catalogs. Half, quarter and business card-sized ads are now available for purchase. Electronic ads on the message monitors also have been sold for January and February.
5. **General observations after almost 2/years on the job – The future of Green Valley & GVR: 'Good to Great'**
 - Interesting Article - Wall Street Journal – November 12, 2015: 'To Lure Baby Boomers, Senior Centers Try Rebranding': Senior centers in Minnesota, Maryland, Ohio, Illinois, California and elsewhere are rebranding themselves to appeal to baby boomers, the generation turning 65 at an estimated clip of 10,000 people a day. Many boomers find old-age labels and conventions to be unappealing.

- Your CEO's thoughts: GVR is on the cusp of major transition, whether we want it or not. I explained recently to local real estate brokers, there is one thing that GVR will not equivocate on: We will not be mediocre. We will not be average. We will stay the course good to great. Doing so takes Patience, Fortitude, and Vision. It begins and ends with our volunteer Board of Directors. Each of you in your own way have stepped-up and accepted tremendous responsibility as stewards of this Corporation. Just look @ today's agenda, and you can see just how very big the issues are that you face. I believe that they will get even more complex in the near-term. We need to make your leadership fun, and there ought to be a viable succession plan that allows for your continued thoughtful guidance and consideration so that GVR doesn't miss a step going forward. I have great expectations for the future of Green Valley and GVR. I'm honored to serve with you.

VI. New Business

- A. WSM Architects Strategic Master Planning Update – Principal Paul Mickelberg addressed the Directors and gave an update on the strategic master plan.
 1. Civil, mechanical, electrical, structural engineers, landscapers, architects, have finished site assessments at all GVR facilities.
 2. Next step: member outreach. Mickelberg attended Artisan's Festival at West Center on November 14; several meetings have been scheduled over the next few months to provide members opportunities to provide feedback.
 3. Kick-off meeting for Abrego North Pool is scheduled November 19. Design phase, 5-6 weeks. Construction phase, 4-6 months.

- B. First Amendment to Verizon Wireless Land Lease (Fiber Optics Connection)
MOTION: Nelson / Seconded. Pending legal review, allow Verizon Wireless' request for a 1st Amendment to Option and Land Lease Agreement to install an underground Fiber Optics Cable, for signature by the GVR President.
Passed: unanimous.

MOTION: Nelson / Seconded. Thank the Green Valley Community Complex Association (GVCCA) for agreeing to donate to GVR a portion of proceeds in the amount of \$5,000 received from Verizon Wireless (VZW) in recognition of GVR's assistance that resulted in the Association receiving compensation for allowing VZW to install an underground Fiber Optics Cable; further, apply the \$5,000 donation toward the \$15,000 debt owed to GVR by the GVR Foundation, thereby reducing GVR Foundation's debt to \$10,000.
Passed: unanimous.

C. Reserve Study Recommendation

MOTION: Hadley / Seconded.

- 1. Approve Browning Reserve Group (BRG) as GVR's reserve study provider.**
- 2. Authorize the Reserve Study Subcommittee to assist GVR management and staff in making changes to BRG's contract to (1) ensure it complies with all communications between the Reserve Study Subcommittee and BRG and (2) incorporate BRG's October 26, 2015 proposal. GVR shall obtain legal review of such contract before finalization.**
- 3. Authorize Joseph Gunton, President of GVR Board of Directors, to enter into the contract in the previous paragraph.**

Passed: unanimous.

D. Legal Audit GVR Governing Documents

MOTION: Zabicki / Seconded. Accept the offer of GVR's General Counsel, attorney Wendy Ehrlich to undertake a review of GVRs governing documents as Phase-One of a Two-Phase legal audit that includes a review of GVR's Articles of Incorporation, Bylaws and Corporate Policy Manual (CPM), and identification of conflicts within and between the GVR governing documents their respective consistency with Arizona's Nonprofit Corporation Act for a fee of \$5,000. Further, negotiate a timeline and fee with attorney Wendy Ehrlich to complete Phase 2 of the legal audit once Phase one is completed.

Passed: unanimous.

E. Facility Use Policy Recommendation – CPM

MOTION: Mournian / Seconded. Approve Restatement of CPM Section IV – Facility Use, as approved by the Board Affairs Committee on November 10, 2015 (Board Exhibit dated November 18, 2015, attached).

Passed: unanimous.

F. GVR Non-Discrimination Policy

MOTION: Zabicki / Seconded. Adopt the following GVR Non-Discrimination Policy to govern all aspects of the Corporation, including facility use, club participation, or any other GVR-sponsored program or activity. Once approved by the Board of Directors, the Policy should posted throughout GVR via its communications media and published in appropriate governing documents (e.g., CPM within the Membership and Human Resource sections) and within GVR collateral materials (e.g. membership brochures):

GVR Non Discrimination Policy

It is the policy of Green Valley Recreation, Inc. to treat all people with dignity, respect and equality regardless of age, race, color, ancestry, country of origin, disability, ethnicity, marital status, family status, veteran status, gender, religion, sexual orientation or gender identity.

Passed: unanimous.

VII. Unfinished Business

None

VIII. Committee Reports

A. Fiscal Affairs

Director Hadley gave an update on the GVR Investment Advisor and Abrego North Pool.

B. Board Affairs

Director Zabicki presented Board Affairs meeting schedule.

C. Nominations & Elections

1. Director Mournian reported we have received one application for Director for the 2016 election ballot. Deadline for applications is Friday, November 20.
2. Candidate interviews are scheduled the week of December 6
3. Candidates posted by December 30, 2015.

D. Planning & Evaluation

- No report

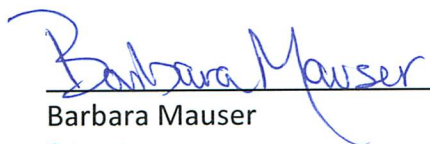
IX. Member Comments: None.

X. Adjournment

MOTION: / Seconded. Adjourn meeting


Passed: unanimous.

Meeting adjourned at 3:20pm



Barbara Mauser
Secretary

12/17/15
Date



Jen Morningstar
Manager, Executive Office

12/17/15
Date