



A special meeting of the GREEN VALLEY RECREATION, INC. BOARD OF DIRECTORS was held on Thursday, December 17, 2015 – 10:30pm at MSC Annex. 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, Kent Blumenthal (non-voting)

Directors Absent: Leslie Shipley, Ron Sills

Staff: Jim Conroy (Chief Operating Officer), Cheryl Moose (Chief Financial Officer), Jen Morningstar (Manager, Executive Office), Kate McCormick (Administrative Assistant)

Visitors:

I. Call to order / Quorum

President Gunton called the meeting to order at 10:30pm
Roll call by Blumenthal; Quorum established

II. Adopt Agenda

MOTION: Nelson / Seconded. Approve agenda as presented.
Passed: unanimous.

III. Consent Calendar:

MOTION: Palese / Seconded. Approve Consent Calendar, as presented:
• November 18, 2015 Meeting Minutes
Passed: unanimous.

IV. President's Comments:

1. President Gunton wished everyone Happy Holidays.
2. The reason for this meeting is because some fee issues came up after the FY2016 budget was approved. Thanked all directors involved in helping put Exhibit
3. CEO evaluation is coming up. President Gunton would like Director's input prior to January Board meeting in order for he and Directors Hadley and Mauser to prepare evaluation.

V. CEO Report

1. CEO Blumenthal thanked Directors for attending, also thanked VP Zabicki, FA co-chairs Hadley, Mournian and CFO Moose for their input for today's meeting.
2. CCN HOA Board of Directors unanimously voted to Quit-Claim some common area property for GVR to build out (or expand) parking area at Abrego North.
3. This week, a representative from Lovitte & Touche who was assigned (by the insurer) to re-address the denied claim and appeal, reached out to GVR offering an accommodation by Lovit & Touche and Traveller's Insurance to pay GVR \$75,000 (\$37,500 from each), by the end of 2015.
4. Strategic Master Planning Initiative is well underway.
5. On Tuesday of this week, several Directors attended a Cross Border Tour.

6. Alliance for Economic Development met last week.
7. GVR Foundation annual campaign request was included with GVR 2016 invoice.
8. GVR Foundation Southern Arizona Senior Games received a sponsorship for 2016 & 2017 of \$15,000 by Accesso Group
9. Estimate of GVR year-end operating surplus of about \$1,000,000. Revenue due to higher rate of home sales; instructional revenue; expenditures due to cost saving measures; lower than budgeted expenditures.

VI. New Business:

A. GVR Fee Policies

1. **MOTION: Zabicki / Seconded.** Rollback Board-approved FY 2016 Initial Fee rate (\$2,425) to the FY 2015 Initial Fee Rate (\$2,296).
Passed: unanimous.
2. **MOTION: Zabicki / Seconded.** Rescind GVR Transfer Fee implementation guidelines approved previously by the Board of Directors on September 29, 2015.
Passed: unanimous.
3. **MOTION: Zabicki / Seconded.** Amend CPM Definition of Transfer Fee.
Passed: unanimous.
4. **MOTION: Zabicki / Seconded.** Provide an alternative Transfer Fee for conveyance of property title for estate planning (e.g., estate trusts) or other similar purposes, as determined by the Board of Directors.
Passed: unanimous.
5. **MOTION: Zabicki / Seconded.** Amend CPM Definition of New Member Capital Fee
Passed: unanimous.
6. **MOTION: Zabicki / Seconded.** Due to revisions to the previously Board-approved FY 2016 Budget including fee schedules and implementation guidelines, re-balance the FY 2016 Budget by amending it in the following manner: reduce the FY 2016 Capital Budget by <\$81,691> from \$967,420 to \$885,729
Passed: unanimous.

B. Recommendation to amend Bylaws with regard to uncontested election.

The Directors discussed the cost of an uncontested election. This discussion will be delayed pending legal review of Corporate Documents.

VII. Unfinished Business:

None

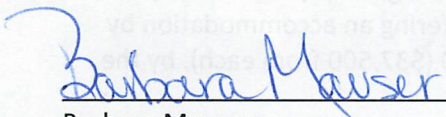
VIII. Committee Reports:

None

IX. Member Comments: 7

X. Adjournment:

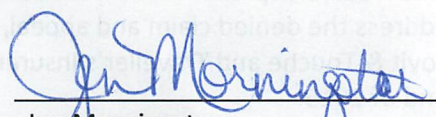
MOTION: / Seconded. Adjourn Board of Directors meeting at 12:10pm



 Barbara Mauser
 Secretary, GVR Board of Directors

1/19/16

 Date



 Jen Morningstar
 Manager, Executive Office

1/19/16

 Date