



A regular meeting of the GREEN VALLEY RECREATION, INC. BOARD OF DIRECTORS was held on Tuesday, March 22, 2016 – 1:30pm at Desert Hills. 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, Leslie Shipley, Kent Blumenthal (non-voting)

Absent: Ron Sills

Staff: Jim Conroy (COO), Jen Morningstar (Executive Office Manager), David Jund (Facilities Director), Kate McCormick (Executive Assistant), Sherri Cadeaux (Marketing & Communications Specialist)

Visitors:

I. Call to order / quorum / approval of agenda

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

II. Adopt Agenda

MOTION: Mauser / Seconded. Amend agenda to include a Resolution of Commendation.

Passed: unanimous.

MOTION: Nelson / Seconded. Approve agenda as amended.

Passed: unanimous.

III. Consent Calendar

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

- **February 23, 2016 Meeting Minutes**

Passed: unanimous.

IV. President's Comments

President Gunton read a statement in response to an Op-ed piece written by GVR Member Steve Ault that appeared in the March 16, 2016, Green Valley News, which challenged GVR's vision of growth and vitality. Gunton cited a successful member-approved boundary expansion referendum in 2015, and overwhelming supportive input from members requesting updated and enhanced programming and facilities to attract and retain future retirees. Gunton also refuted Mr. Ault's assertion that GVR would not

raise dues if the boundary expansion passed. He said incremental increases are needed to keep pace with inflation and tend to aging facilities.

V. CEO Report

Kent Blumenthal referenced the CEO Highlights included in the Board meeting materials and shared with all members via GVR eBlast on March 18, and noted three additional items:

1. Additional “fronds” have been added to Verizon Wireless’ faux palm tree cell tower to better disguise it.
2. The top layer of the surface of the Canoa Ranch Center’s indoor pool deck is cracking and peeling and must be resurfaced. A portion of the top layer has been removed to expose the base deck. Members are asked to provide input if the base deck is a suitable surface. GVR spent approximately \$100,000 on deck repairs just a few years ago.
3. GVR is appealing to the Pima County Zoning Commission for a waiver to a requirement to construct a wall around the additional parking spaces added to accommodate a larger and improved Abrego North Center pool/spa. The Country Club North HOA and residents closest to the parking lot have agreed to support GVR’s waiver request.

VI. New Business

A. 2015 Outside Independent Audit Report.

Audit Committee Chair Rich Hill presented results of 2015 Independent Audit.

**MOTION: Hadley / Seconded. Accept 2015 Audit Report as presented.
Passed: unanimous.**

B. Attorney Recommendations

1. Ad hoc Committee – Governing Documents

President Gunton referred attorney Ehrlich’s recommendation to Board Affairs Committee.

2. Life Care Membership Resolution

MOTION: Nelson / Seconded. It is hereby resolved that anyone meeting the following qualifications shall be issued a Life Care User card upon request and payment of the applicable fee:

- 1. The individual was a former GVR member in good standing; and**
- 2. The individual resides in a care facility in the greater Green Valley area.**

Passed: 10 yes / 1 no (Zabicki).

C. Successor Director Proposal

President Gunton intends to establish an ad hoc committee (made up of directors and former directors) to establish a successor director policy. He deferred appointment of a chair until the New Board of Directors meeting March 29, 2016.

D. Proposed CPM Language: Nominations & Elections Standing Committee

Director Mournian suggested attorney proposed CPM language be reviewed by 2016/17 Nominations & Elections Committee prior to being presented to the Board of Directors for approval.

E. New GVR Club Applications

1. GVR Metal Working Crafts Club

MOTION: Zabicki / Seconded. Approve application to establish a GVR Metal Working Crafts Club, with the provision that the Club Bylaws are made consistent with the Bylaws of the Wood Workers of Green Valley GVR Club.

Passed: unanimous.

2. GVR Hunting & Fishing Club

MOTION: Zabicki / Seconded. Approve GVR Hunting & Fishing Club with the provision the Club Bylaws prohibit the use of firearms at GVR facilities and/or Club functions.

Passed: unanimous.

F. Discussion Items

- 1. Agenda – Annual Meeting of Members**
- 2. Agenda – New Board of Directors Meeting**
 - a) Committee Volunteer Applications**
- 3. Past President’s Reception Info**

G. Resolution of Commendation

MOTION: Nelson / Seconded. Adopt Resolution of Commendation for President Joe Gunton.

Passed: 10 yes / 1 abstain (Gunton)

VII. Committee Reports

- A. Nominations & Elections – no report**
- B. Fiscal Affairs – Treasurer Hadley and Asst. Treasurer Vicky Mournian thanked the Fiscal Affairs Committee for their work in 2015/2016**
- C. Board Affairs – Chair Zabicki referenced an article about Board Affairs that will appear in the April issue of GVR Now!**
- D. Security Task Force – no report**

VIII. Member Comments: 3

IX. Executive Session (legal & personnel)

MOTION: Zabicki / Seconded. Recess to Executive Session and reconvene in regular session following the Executive Session to deal with any matters that need to be attended to as a result of Executive Session.

Passed: unanimous.

Recessed into Executive Session at 3:20pm, MST.

X. Reconvene in Regular Session at 4:35pm, MST.

MOTION: Zabicki / Seconded. Amend agenda to include Exhibit entitled 'Commercial Residential / Care Facility (CRCF) & GVR Membership'.

Passed: unanimous.

MOTION: Zabicki / Seconded. Amend the Corporate Policy Manual by adding the following text:

SECTION II – MEMBERSHIP
SUB-SECTION 3. ANNUAL DUES, ANNUAL DUES INSTALLMENT PAYMENT PLAN,
INITIAL FEES, FEES FOR SERVICES
B. ANNUAL DUES

Note: Add new item #4; underline = new text]


4. Commercial Residential/Care Facility (CRCF) membership properties shall pay annual dues in an amount equal to the then-current annual dues multiplied by the number of units in the facility, regardless of whether or not such units are occupied.

Passed: unanimous.

XI. Adjournment

MOTION: Zabicki / Seconded. Adjourn meeting at 4:45

Passed: unanimous.



Secretary

3.29.14

Date



Jen Morningstar
Manager, Executive Office

3-29-14

Date