



A regular meeting of the GREEN VALLEY RECREATION, INC. BOARD OF DIRECTORS was held on Tuesday, May 24, 2016 at Las Campanas. The Vice President being in the chair and the Secretary being present.

Directors Present: Tony Zabicki (Vice-President), Barb Mauser, Vicky Mournian (Treasurer), John Arnold, Richard Kidwell, Kathy Palese, Leslie Shipley, Kent Blumenthal (non-voting)

Present Via Teleconference: Don Lathrop, Jim Nelson

Absent: Bob Allen, Joe Gunton, Pat Lynch

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

Visitors: Paul Mickelberg, Principal – WSM Architects; Dave Acklin, Aquatics Design International; and 22 GVR Members

I. Call to Order / Establish Quorum

Vice President Zabicki called the meeting to order at 1:32pm
Roll call by Blumenthal; Quorum established.

II. Adopt Agenda

MOTION: Mauser / Seconded. Adopt Agenda as amended presented
Passed: unanimous.

III. Consent Calendar

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

- Approval of Board of Directors Meeting Minutes of April 19, 2016
- April 2016 Financial Documents

Passed: 8 yes / 0 no / 1 abstain (Kidwell).

IV. President's Comments

Vice President Zabicki expressed his honor as presiding officer at today's meeting.

V. CEO Blumenthal Reported the following:

A. CEO Blumenthal referred the Board to the CEO Highlights in the meeting packet. He recognized Chief Operating Officer Jim Conroy, WSM Architects, and Aqua Design International for their leadership in bringing the Abrego North Center pool project to construction, per the recommendation to the Board of a superlative contractor. He recognized GVR Foundation President Ann Waisman and Vice President Brad Stillahn for their efforts to support economic development in Green Valley, as well as Kate McCormick, who served as

executive secretary for the GVR Foundation over the past one and a half years and recently accepted the position of GVR Customer Service Supervisor.

- B. Blumenthal thanked Facilities Director David Jund and all facilities staff for their good work completing the Member Services Center new lobby and office workstations. GVR will host an Open House with refreshments in the lobby on Monday, June 13. He also thanked Marketing & Communications Specialist Sherri Cadeaux for her success in having ideal-LIVING Magazine recognize the GVR Pickleball Club as the "Best of the Best" in its June 2016 issue. Blumenthal thanked Executive Office Manager Jen Morningstar for her work supporting the Board and extensive preparations in advance of each Board meeting.

VI. New Business

- A. Protocols for Receiving Member Comments at Board Meetings

MOTION: Mauser / Seconded. Amend the Corporate Policy Manual (CPM), Section VI-Board/Board Committees, Subsection 3. Board Meetings, B. Protocol and Conduct for Board Meetings, as follows:

Delete:

~~2.—GVR members are permitted to address the Board at meetings. Members may address the Board for two (2) minutes. More time may be allotted to a member, at the discretion of the President/Chair.~~

Delete:

~~7.—Any discussion by members during Board meetings must be pertinent to GVR issues and devoid of personal reference.~~

Add New #7

7. GVR members shall be permitted to address the Presiding Officer of the Board to provide input, subject to the following protocols:
- a. Member comments shall be addressed to the Presiding Officer and shall not address the actions of one or more individual directors.
 - b. No member may speak until recognized by the Presiding Officer. No member may interrupt another member while he/she is speaking.
 - c. Members shall act in a courteous and civil manner.
 - d. A member must identify him/herself by name and provide their GVR Number or GVR property address prior to addressing the Presiding Officer.
 - e. Members are encouraged to provide written comments in addition to verbal remarks.
 - f. Members may speak to action items being considered at each regular or special session of the Board after all Directors had have an opportunity to speak to the issue and for no more than one (1) minute, unless additional time is allotted by the Presiding Officer.

- g. Members may speak for no more than two (2) minutes on any GVR-related issue prior to adjournment of each regular or special session of the Board, unless additional time is allotted by the Presiding Officer.**
- h. If the President or Presiding Officer shall determine in his/her sole discretion that a member's conduct violates one or more rules of proper protocol for receiving member comments at Board of Directors meetings, the Presiding Officer may require the member to leave the meeting or move to recess or adjourn the meeting.**

Passed: unanimous

B. Recommended Pool Contractor for Abrego North Pool/Spa Project

MOTION: Arnold / Seconded. Approve Shasta Commercial & Olympic Division as the contractor for the Abrego North pool/spa construction project and Project Budget of \$464,512; further, authorize the GVR President (or his designee) to execute a contract with Shasta Commercial & Olympic Division so that the Abrego North pool/spa construction project may proceed as quickly as possible.

Passed: unanimous

C. Employment Policies & Practices – Funding Request

MOTION: Mournian / Seconded. Authorize \$15,000 allocation from the Operating Reserve upon the advice of legal counsel for the purpose of revising and updating the Corporation's HR policies and procedures and GVR Employee Handbook. These funds will be repaid to the Operating Reserve Fund according to policy.

Passed: unanimous

D. Electronic Voting 2017 – Resolution

MOTION: Shipley / Seconded.

- 1. Approve the RESOLUTION to Implement Electronic voting in 2017.**
- 2. Send a 'Thank You' letter from President Gunton to Rep. Chris Ackerley on behalf of the Board of Directors for his leadership and assistance in enacting HB 2592 into law.**

Passed: unanimous

E. GVFD Fire Based Urgent Medical Services Endorsement

MOTION: Zabicki / Seconded. Endorse Green Valley Fire Department's Fire Based Urgent Medical Services program and promote it to our members

Passed: unanimous

F. 2015/2016 GVR Annual Work Plan Status Review

Directors were asked to review year-end 2015/2016 GVR Work Plan and provide input for inclusion in 2016/2017 Work Plan no later than June 10, 2016.

VII. GVR Foundation

Grant Applications to Develop Web Property

MOTION: Zabicki / Seconded. Endorse GVRF grant applications to Freeport MacMoRan and Tohono O’Odham nation for development of GVRF Web Property.

Passed: 7 yes / 1 no (Arnold) / 1 abstain (Palese)

VIII. Committee Reports


- A. Board Affairs – Chair Mauser reported the committee is working on an email policy, general communications policy and guest policy with respect to reciprocal club visits.
- B. Fiscal Affairs – Chair Mournian reported there was an increase in home sales last month, which positively affected the bottom line; the committee has created a reserve policy update sub-committee who will look at language in reserve and investment policies and update as necessary to match the parameters of the reserve study explanations. This sub-committee will report to Fiscal Affairs at their August meeting.
- C. Planning & Evaluation – Chair Arnold reported P&E developed their goals for the year, and asked CEO to bring a proposal for Abrego North contractor to Board Meeting today.
- D. Nominations & Elections – Chair Shipley reported the committee is actively working on recruiting new candidates to volunteer for Board and Committees. Rather than hosting candidate coffees, the committee will host two to three informational meetings with topics of interest. The first meeting has a working title of “Vote for a Change” where they plan to engage members to learn how they can have a voice in how GVR operates to try and encourage them to volunteer; and how important it is that they vote. At the same meeting, the committee will explain electronic voting and plans B&C for alternatives other than voting electronically. The second meeting will have two speakers; Blaine Nisson will talk on policy governance and Senator Dalessandro will speak on volunteerism.
- E. Security Task Force – Director Shipley explained Lieutenant Palmer of Pima County Sheriff’s Department has scheduled three training dates for GVR staff. The focus will be on active intruder situations; disruptive behavior; responding; intervention and prevention.
- F. Investment Committee – Chair Lathrop explained the committee has established four separate funds with Edward Jones. One fund will be used for operating expenses, the other three have been defined as reserve funds with maturity dates to match WSM recommendations for future projects.


IX. Member Comments: 3

X. Adjournment

MOTION: Mournian / Seconded. Adjourn Meeting at 3:08pm

Passed: unanimous.

 6.21.16
 Jim Nelson Date
 Secretary

 6/21/16
 Jen Morningstar Date
 Manager, Executive Office