OF DIRECTORS held Tuesday, October 24, 2017 at West Center, the President being in the chair and the Secretary being present.

Directors Present: Jim Nelson (President), Kathy Palese (Vice President), Lance Heise (Secretary), Bob Allen (Treasurer), Donna Coon (Assistant Secretary), Roger Myers (Assistant Treasurer), Carol Crothers, Don Lathrop, David Messick, Denise Nichols, Tom Sadowski, Tim Stewart, Kent Blumenthal (CEO)

Staff: Cheryl Moose (CFO), Jen Morningstar (Executive Office Manager), David Jund (Facilities Director), Nat Whitman (Communications Specialist), Karen Miars (Administrative Assistant), Randy Cheatham (IT Director), Payton Snider, Conal Ward

Visitors: 65

I. Call to Order / Establish Quorum

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

II. Adopt Agenda

MOTION: Palese / Seconded. Adopt Agenda as amended Passed: unanimous

III. Consent Calendar

MOTION: Lathrop / Seconded. Approve Consent Calendar as amended. Passed: unanimous

IV. President's Comments

Back in April last year, I quoted Walt Disney: "Around here we don't look backwards...We keep moving forward, opening up new doors and doing new things..."

I want to share four of the latest doors we are opening for the future of GVR.

Door #1

After undergoing many months of study and careful consideration the first seven projects were identified as top priorities for a 3-year Capital Projects Plan and will be presented to the Board of Directors today.

Total proposed cost for the seven identified capital projects is \$4,873,626 beginning in 2018 through 2022. It should be emphasized these projects will not be funded through dues increases. Again, these projects will not be funded through dues increases.

Door # 2

The P & E Committee has moved forward for future installation of solar energy at GVR. Under the current rate structure of 11 cents per kWh, there is a projected \$20,000 utility savings in just the first year. As utility costs increase GVR will realize more significant savings. Solar energy will have a significant financial impact for GVR in the future.

Door #3

We are ready to announce the kick-off of a comprehensive member survey in January 2018 and results will be shared at the annual meeting In March 2018. This is your opportunity to let us hear from you. Every GVR member who has a GVR member ID is invited and encouraged to participate.

Our goal is to have 100% participation. If you have an email address on record with GVR, you can participate on line. Everyone else will have their questionnaire mailed to them marked "SURVEY" in red. Your responses will remain anonymous, as your survey answers will go directly to National Research Company.

Door #4

Our Vision statement; 'To be the preeminent destination of choice for active adults and retirees' has been criticized by a few. But I think we were right on when we developed the statement – perhaps visionary!

This year Green Valley received national recognition as #1 place to retire by topretirements.com and Forbes magazine recognized Green Valley as one of the best 25 places to retire in 2017. Green Valley has received additional recognitions this past year and it's evident in the substantial increase of home sales this year. We did realize our vision statement, we were right on?

The future is very bright and every time we open a door, we go a step further. I would like to thank all the people who serve on committees and the Board of Directors in helping move GVR forward.

V. CEO Report

In the interest of time, Blumenthal deferred until December 5 meeting

VI. New Business

A. P&E Committee Recommendation: Three-Year Capital Plan

MOTION: Lathrop / Seconded. Approve the three-year plan as presented as a conceptual framework subject to GVR Board of Directors approval, Fiscal Affairs Committee determination of funding and presentation of cost-benefit analysis for each project prior to approval. Engineering and design should proceed to enable accurate analysis prior to Board approval for each project.

Passed: unanimous

B. Property purchase

MOTION: Palese/ Seconded. Approve purchase of property owned by Unitarian Church, which is 10 acres, for a purchase price of \$87,500 subject to removal of the following contingencies:

- 1. Board Approval
- 2. Lighting
- 3. Development Costs
- 4. Zoning

Further, the Fiscal Affairs Committee advise the source of funding the purchase amount. Passed: unanimous

C. Blue Ribbon Committee Recommendation: Member Survey

MOTION: Nelson / Seconded. Approve the terms of Agreement between GVR and the National Research Center (NRC) to undertake a Member Survey of Current and Future Needs, Wants, Interests, Values and Expectations of the Members of Green Valley Recreation, Inc., as presented in the Exhibit 'GVR/National Research Center (NRC) Agreement Summary,' subject to review by GVR legal counsel; further, authorize \$48,650 to complete the survey, whereas the Fiscal Affairs Committee shall recommend the funding source.

Passed: unanimous

D. Request for GVR Board to Support Pima County Supervisor Christy's County Road Repair Proposal. GVC requested GVR Board support the plan. President Nelson asked the pleasure of the Board, whether they would entertain supporting Supervisor Christy's proposal for eliminating a property tax element that went into effect in 2017 and replace it with a sales tax increase that would be administered by Pima County Regional Transportation Authority, this tax would last 10-years, when it would expire.

MOTION: Stewart / Seconded. Support the request to support Supervisor Christy's plan for road repair. MOTION WITHDRAWN

MOTION: Lathrop / Seconded. GVR support GVC's attempt to improve Green Valley roads.

Failed: 6 yes / 6 no (Coon, Crothers, Heise, Myers, Palese, Sadowski) – the Board wished to clarify, they do not oppose the idea, they chose to take no action.

VII. Committee Reports

- **A.** Investment Ad-hoc Chair Myers presented GVR's investment portfolio to date
- **B.** Audit Rich Hill gave an update of the activities of GVR's Audit Committee
- C. Fiscal Affairs no report
- **D. Nominations & Elections** Director Heise gave a report of the Committee's activities and upcoming schedule
- **E. Planning & Evaluation** Director Lathrop introduced a representative from Solar Gain for a solar application progress update
- **F. Board Affairs** Director Palese gave a progress update of the activities of the committee.

VIII. Member Comments: 8

IX. Adjournment

MOTION: Allen / Seconded Meeting Adjourned at 3:40pm MST.

Passed: unanimous

** 'Action without Meeting' Unanimous Consent Resolution.

At the request of President Jim Nelson on October 12, 2017, the GVR Board of Directors approved GVR's engagement of Solar Gain, Inc. to evaluate GVR's eight Major Centers for electric power cost savings through the use of solar panels acquired through Power Purchase Agreements or other financing arrangements, whereas GVR will incur no upfront costs. In addition, Solar Gain will prepare applications to Tucson Electric Power (TEP) for power interconnectivity under the current rate structure for those GVR Centers where there is significant cost savings prior to the application deadline of October 23, 2017.

Lance Heise Secretary Date

Jen Morningstar Manager, Executive Office Date