



EXHIBIT

Approved
Board of Directors
May 22, 2018

Nominations & Elections Committee Responsible for Board Training & Orientation

Recommendation:

Transfer responsibility for Board training and orientation from Board Affairs Committee to Nominations & Elections Committee.

SECTION VI – BOARD/BOARD COMMITTEES

SUBSECTION 4. BOARD COMMITTEES' DUTIES AND RESPONSIBILITIES

C. Duties and Responsibilities of Board Committees

1. Board Affairs Committee
 - a. Recommend modifications in organizational policies and governing values to help guide the Board in achieving its strategic goals. Assist the Board in effectively carrying out its governing functions in such a manner so as to clearly delineate the roles and responsibilities between governance and management.
 - b. Review and recommend revisions, when appropriate, to the governing documents of the Corporation.
 - c. ~~Arrange appropriate in-service training, as required, for the Board. Ensure that Board orientation programs are held annually.~~
 - d. Endeavor to maintain a community link with residents of the greater Green Valley community.
 - e. Review and recommend Board action on group applications for GVR “Club Status.”
 - f. Where appropriate, recommend modification to GVR club policies, in keeping with the best interest of the Corporation.
 - g. Review the Articles of Incorporation, the Corporate Policy Manual, and the Bylaws for updates and revisions. Changes may be editorial, necessary for continuity between governing documents, necessary due to changes made in Board or committees meetings, or proposed by member input.

- h. Forward all proposed revisions to the Articles of Incorporation and Bylaws to legal counsel for opinion, including the effect on tax-exempt status. After consultation, the specific wording of the recommended modifications shall be forwarded to the Board for their review and appropriate action.
- i. Develop pro and/or con statements for ballot proposals being submitted to the membership for a vote. GVR members are strongly encouraged to present their positions to the committee for consideration, and possible inclusion, in the pro and con statements.
- j. Meet with Club officers to adjudicate any disputes concerning the Annual Club Agreement.

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C. Duties and Responsibilities of Board Committees

5. Nominations & Elections Committee (adopted 11/29/2016)

a. Membership

- 1. The Chairperson shall be a Director, recommended by the President and approved by the Board of Directors.
- 2. There shall be at least one (1) other Director on the committee, and a minimum than two (2) GVR members who do not serve on the Board selected by the Committee Chairperson. Committee members shall be members of GVR, selected by the Committee Chairperson. The members of the Committee selected by the Chairperson shall represent various geographic areas to the extent possible. Committee members will serve a one (1) year term, provided however, any member of the Committee who becomes a candidate for election to the Board of Directors shall resign from the Committee immediately.

NOTE: refer to CPM Section VI, Subsection 4(B)(1) and (7)

- 3. An Administrative staff person will serve on the Committee and will be selected by the CEO.

NOTE: refer to CPM Section VI, Subsection 4(B) (7)

b. Responsibilities:

- 1. *Arrange appropriate in-service training, as required, for the Board. Ensure that Board orientation programs are held annually.*