



A regular meeting of the GREEN VALLEY RECREATION, INC. BOARD OF DIRECTORS held Tuesday, December 4, 2018 at West Center, the President being in the chair and the Secretary being present.

Directors Present: Carol Crothers (President), Donna Coon (Vice-President), Denise Nichols (Secretary), Roger Myers (Treasurer), Carol Lambert (Assistant Secretary), Tom Sadowski (Assistant Treasurer), Nina Campfield, Lynne Chalmers, Charles Sieck, Tim Stewart, Sandra Thornton, Gail Vanderhoof

Director Present Electronically: Kent Blumenthal (CEO)

Staff: Cheryl Moose (CFO), Jen Morningstar (Director of Administrative Services), George Rushing II (Recreation Director), David Webster (Accounting Supervisor), Karen Miars (Administrative Assistant), Payton Snider (System Administrator), Conal Ward (IT Technician), Jason King (IT Technician)

Visitors: 89 (includes additional staff)

1. Call to Order / Establish Quorum

President Crothers called the meeting to order at 1:30pm MST
Roll call by Secretary Nichols; Quorum established.

2. Adopt Agenda as amended

MOTION: Sieck / Seconded. Adopt Agenda as amended.
Passed: 10 yes / 2 no (Campfield, Lambert)

3. Consent Calendar

MOTION: Sadowski / Seconded. Approve Financial Statements of October.
Passed: unanimous

MOTION: Nichols / Seconded. Approve October 30, 2018 Meeting Minutes as amended.

Passed: unanimous

4. President Report

Good Afternoon.

First, I am pleased to report that our CEO is back on his feet, so to speak, or at least on one foot and is back hard at work. We are so very thankful that Kent and his wife came though their motorcycle accident as well as they did. Kent will not be able to join us this afternoon as this was his first opportunity to get back in to see his surgeon. We will miss him today.

The major topic for today is our 2019 budget. I'm very proud of how our board and administration have come together on a compromise budget that focuses on following board policy on dues increases and addresses the highest priority concern of our

membership: keeping our facilities in top notch shape. Our ad hoc committee with the tireless, dedicated endless hours of Treasurer, Roger Meyers, did an excellent job of considering many alternatives and coming up with a solution that freezes dues for a year and allows for no decrease in member services. Roger will take you through the details.

5. **CEO Report**

Good afternoon GVR members, Board, and staff. I am sorry that I am unable to be with you at our meeting today. My wife, Becky Charboneau and I have our first follow-up appointment in Tucson with one of the orthopedic surgeons caring for us after our recent motorcycle accident. This was the only date and time available to meet with the surgeon.

Becky and I wish to extend our heartfelt appreciation and gratitude for the outpouring of well-wishes in the form of emails, texts, get-well cards, phone calls, gifts of food and meals, walking our dog Elsa, running errands and shopping, transportation, prayers, empathy, laughter, and genuine friendship. We realize that each one of these acts of kindness is making all the difference in our recovery. We are touched by your concern and support and determined to maintain a positive attitude; with your help we are healing and mending each day.

As with all of our committee, board and membership meetings and forums, much planning and preparation is necessary to bring us together to conduct the business of our Corporation, and I am grateful for GVR members and staff devoted to this aim.

So, in my physical absence at today's meeting, I send an intention to each of you for a productive and successful GVR Board meeting.

The past two weeks necessitated that I work mostly from home, and I appreciate the flexibility and understanding of GVR members, Board and staff during this time.

I look forward to being with you all in-person again soon, as well as resuming an exercise regimen in one of our fabulous fitness facilities as soon as possible, though it may be on crutches for several months.

Thank you and stay well.

6. **Committee Reports**

A. **Budget Ad Hoc**

1. **MOTION: Myers / Seconded. GVR Board of Directors adopt 2019 Operating and Capital Budgets in the 2019 Budget Plan Z ver. 2 as amended to include 2019 Fee Schedule, 2019 Club Expenditures, 2019 MRR Reserve Expenditures, 2019 Non-Reserve Capital Expenditures, and 3-Year Capital Plan. (Exhibit – 2019 Budget Plan Z ver. 2). Passed: 11 yes / 1 no (Campfield)**

B. **Fiscal Affairs** – no report.

C. **Board Affairs** – Discussion.

D. Planning & Evaluation – Director Coon gave an update on the expansion of East Center Pickleball Courts, the Pickleball Complex, and next steps for approved FY2019 GVR Club requests.

E. Nominations & Elections

1. Director Nichols introduced slate of 2019 Board Candidates: Suzan Curtin, Christine Gallegos, Steve Gilbert, Connie Griffin, John Haymond, Eugene Kasper, Mark McIntosh, David Messick, Kathy Palese, Charles Soukup, John Stock, Eric Sullwold, David Thomas, Beverly Tobiason, Bob Warner, Don Weaver, and Michael Zelenak.
2. **MOTION: Sieck / Seconded. Make the Carver Policy Governance training, the pilot group utilized, available to all current GVR Board of Directors as well as to the 2019 elected candidates to be paid out of the FY2018 budget.**

MOTION TO AMEND: Stewart / Seconded. Only train the five remaining Directors.

Motion to Amend Passed: 11 yes / 1 no (Sieck)

Amended Motion Passed: unanimous

APPROVED AMENDED MOTION: *Make the Carver Policy Governance training, the pilot group utilized, available only to the five remaining Directors to be paid out of the FY2018 budget.*

F. Audit – Director Sieck gave a report for the Audit Committee.

G. GVR-GVR Foundation Relationship Ad Hoc – Director Stewart reported on the second GVR-GVRF Relationship Ad Hoc Committee Member Forum conducted on November 16.

H. Survey Ad Hoc – Director Thornton reported on the Underserved Subcommittee.

I. Investments Ad Hoc – Director Sadowski reported the committee is in the process of interviewing potential financial advisors for GVR Reserve accounts.

J. Bylaws Ad Hoc

MOTION: Chalmers / Seconded. I move the GVR Board of Directors place on the 2019 GVR ballot the Bylaw change of adding “Life Care Members” in the rights of members to have Guests sections of the current Bylaws [i.e., Article II, Section 3.F and Section 4.A.3].

Passed: unanimous

7. New Business

A. GVR Foundation Member Assistance Program (MAP) Agreement – Discussion.



GREEN VALLEY RECREATION, INC.

A special meeting of the GREEN VALLEY RECREATION, INC. BOARD OF DIRECTORS held Monday, January 7, 2019 at West Center, the President being in the chair and the Secretary being present.

Directors Present: Carol Crothers (President), Donna Coon (Vice-President), Denise Nichols (Secretary), Roger Myers (Treasurer), Carol Lambert (Assistant Secretary), Tom Sadowski (Assistant Treasurer), Nina Campfield, Charles Sieck, Sandra Thornton, Gail Vanderhoof, Kent Blumenthal (CEO)

Directors Present Electronically: Tim Stewart

Directors Absent: Lynne Chalmers

Staff: Cheryl Moose (CFO), Jen Morningstar (Director of Administrative Services), David Jund (Facilities Director), George Rushing II (Recreation Director), Kris Zubicki (Interim Recreation Director), Karen Miars (Administrative Assistant), Miles Waterbury (Communications Specialist), Payton Snider (System Administrator), Jason King (IT Technician)

Visitors: 49 (includes additional staff)

1. Call to Order / Establish Quorum

President Crothers called the meeting to order at 1:30pm MST
Roll call by Secretary Nichols; Quorum established.

2. Adopt Agenda

MOTION: Vanderhoof / Seconded. Adopt Agenda as presented.
Passed: unanimous

3. New Business

A. MOTION: Coon / Seconded. GVR Board of Directors approve sending the site development plan prepared by WSM Architects, Inc., for the GVR 24-court Pickleball Center to be built at 2612 S. Camino de la Canoa to Pima County for their review and approval. Further, that the Board approve \$2,500.00 from the Initiatives Reserve Fund to be paid to Pima County at the time of the submittal.
Passed: unanimous

4. Member Comments: 0

5. Adjournment

MOTION: Sadowski / Seconded. Adjourn meeting at 1:39pm MST.
Passed: unanimous

Denise Nichols
Secretary

Date

Karen Miars
Administrative Assistant

Date

The accompanying pages are the Financial Reports for November 30, 2018. The four statements

Statement of Financial Position.

This is also known as a Balance Sheet or the Statement of Net Assets.

Statement of Activities

Also known as an Income and Expense statement. This report shows the types of Income, the categories of expense and the unrealized Investment Market changes for the year to date. The bottom line in this report is the net for all the reserve accounts maintained by GVR.

Statement of Changes in Net Assets

This report displays the financial activity of the four reserves that make up the Net Assets of Green Valley Recreation. These reserves are:

Unrestricted - These net assets include the Fixed Assets (land, buildings and equipment), undesignated current assets less the current liabilities and deferred revenue items.

Emergency - Designated by the Board of Directors, this reserve is held to provide liquidity when needed for operational emergencies.

Maint - Repair - Replacement - designated by the Board of Directors, this reserve is the accumulation of assets in support of the Reserve Study which is mandated for Common Interest Realty Associations like Green Valley Recreation. Annual amounts are budgeted and transferred into this reserve for the purposes of the name of this reserve.

Initiatives - This reserve is designated by the Board of Directors to help with the funding for new programs that evolve from member interests and demands. Innovation in programming enables GVR to respond to member expectations.

Investment Portfolios

This report displays the market values of investments at the beginning of the year, the dollar amounts of changes that occurred from January 1st to the date of the financial statements. The unrealized gain or loss on market value changes is shown on a separate line to result in the market value of investments as of the reporting month end. The investments related to each of the Reserves (Unrestricted and Designated) are included in separate columns.

Green Valley Recreation, Inc.
Statement of Financial Position

As of Date: November 30, 2018 and December 31, 2017



	November 30, 2018	December 31, 2017
	Total	Total
ASSETS		
Cash/Cash Equivalents	\$ 733,866	4,539,157
Accounts Receivable	107,391	123,604
Edward Jones Investments (@ Market)	10,952,017	10,274,921
Prepaid Expenses	140,705	173,447
Property and Equipment:		
Contributed Fixed Assets	17,593,785	17,593,785
Purchased fixed Assets	19,137,747	17,939,723
Sub-Total	<u>36,731,532</u>	<u>35,533,507</u>
Less - Accumulated Depreciation	<u>(20,282,834)</u>	<u>(18,846,580)</u>
Property and Equipment - net	<u>16,448,697</u>	<u>16,686,927</u>
Total Assets	<u>28,382,677</u>	<u>31,798,057</u>
LIABILITIES		
Accounts Payable	151,842	409,923
Deferred Dues & Fees	550,963	4,230,453
Deferred Programs	140,533	329,352
Total Liabilities	<u>843,338</u>	<u>4,969,728</u>
TOTAL NET ASSETS	<u>\$27,539,339</u>	<u>26,828,329</u>
NET ASSETS		
Temporarily Restricted:		
Board Designated:		
Emergency	\$ 906,151	930,342
Maint - Repair - Replacement	6,001,458	6,264,272
Initiatives	2,030,326	1,531,549
Sub-Total	<u>8,937,934</u>	<u>8,726,163</u>
Unrestricted Net Assets	<u>18,601,405</u>	<u>18,102,166</u>
TOTAL NET ASSETS	<u>\$27,539,339</u>	<u>26,828,329</u>

Green Valley Recreation, Inc.
Summary Statement of Activities

11 month period ending November 30, 2018

	<u>Actual</u>	<u>Annual Budget</u>	<u>%</u>
REVENUES:			
Member Dues	\$ 6,070,860	6,672,756	91.0%
Life Care, Transfer, Tenant & Add'l Card Fees	666,638	696,017	95.8%
New Member Capital/Initial Fees	2,197,068	2,378,383	92.4%
Recreation Income	676,158	822,599	82.2%
Communication Income	144,218	132,000	109.3%
Investment Income/Realized Gains	271,034	280,000	96.8%
Other Income	45,223	49,100	92.1%
Total Revenues	<u>10,071,199</u>	<u>11,030,855</u>	<u>91.3%</u>
EXPENSES:			
Facilities & Equipment	3,258,699	3,611,734	90.2%
Personnel	4,221,646	4,912,808	85.9%
Program	667,114	799,636	83.4%
Communications	154,516	172,120	89.8%
Operations	282,273	578,607	48.8%
Corporate Expenses	597,030	661,950	90.2%
Total Expenses	<u>9,181,278</u>	<u>10,736,855</u>	<u>85.5%</u>
Net Change in Net Assets from Operations	889,920		
From Investment Activity:			
Net Unrealized Market Value Change	<u>(178,910)</u>		
Net Excess (Deficiency) GVR (All Reserves)	\$ 711,010		
MRR Funding	(861,669)		
Restricted Investment Earnings	<u>(161,528)</u>		
Net Surplus (Deficit)	<u>(312,187)</u>		

Statement of Activities
Current Year - January to November 30, 2018

	Year-to-Date Actual	Year-to-Date Budget	Year-to-Date Variance	Fiscal Year Budget	Remaining FY Budget
Revenue					
Member Dues	6,070,860	6,116,693	(45,833)	6,672,756	601,896
Life Care, Transfer, Tenant & Add'l Card Fees	666,638	638,018	28,621	696,017	29,379
Capital Revenue	2,197,068	2,180,184	16,884	2,378,383	181,315
Programs	327,661	358,554	(30,893)	391,149	63,488
Instructional	348,498	395,497	(46,999)	431,450	82,952
Recreation Income	676,158	754,050	(77,892)	822,599	146,441
Advertising Income	104,219	68,750	35,469	75,000	(29,219)
Communication	39,999	52,250	(12,251)	57,000	17,001
Communication Income	144,218	121,000	23,218	132,000	(12,218)
Investment Income	271,034	256,666	14,368	280,000	8,966
Other Income	21,401	18,425	2,976	20,100	(1,301)
Facility Rent	23,822	21,084	2,738	23,000	(822)
Marketing Events	-	5,500	(5,500)	6,000	6,000
Other Income	45,223	45,009	214	49,100	3,877
Total Revenue	10,071,199	10,111,620	(40,421)	11,030,855	959,656
Expenses					
Major Projects-Repair & Maintenance	454,316	267,955	(186,361)	292,315	(162,001)
Facility Maintenance	232,788	471,506	238,718	514,370	281,582
Fees & Assessments	13,918	81,675	67,757	89,100	75,182
Utilities	844,076	1,052,444	208,368	1,148,121	304,045
Depreciation	1,442,233	1,142,167	(300,067)	1,246,000	(196,233)
Furniture & Equipment	216,863	221,672	4,809	241,824	24,961
Vehicles	54,505	73,337	18,832	80,004	25,499
Facilities & Equipment	3,258,699	3,310,756	52,057	3,611,734	353,035
Wages, Benefits, Payroll Expenses	4,170,225	4,423,657	253,433	4,825,808	655,583
Conferences & Training	51,421	79,750	28,329	87,000	35,579
Personnel	4,221,646	4,503,407	281,762	4,912,808	691,163
Food & Catering	37,247	46,842	9,594	51,100	13,852
Recreation Contracts	561,585	589,908	28,323	643,536	81,951
Bank & Credit Card Fees	68,282	96,250	27,969	105,000	36,719
Program	667,114	733,000	65,886	799,636	132,522
Communications	85,750	89,632	3,882	97,780	12,030
Printing	65,032	54,395	(10,637)	59,340	(5,692)
Advertising	3,734	13,750	10,016	15,000	11,266
Communications	154,516	157,777	3,260	172,120	17,604
Supplies	227,277	416,387	189,110	454,240	226,963
Postage	12,305	29,095	16,790	31,740	19,435
Dues & Subscriptions	10,361	5,592	(4,769)	6,100	(4,261)
Travel & Entertainment	5,164	17,820	12,656	19,440	14,276
Other Operating Expense	27,167	61,496	34,330	67,087	39,920
Operations	282,273	530,390	248,117	578,607	296,334
Information Technology	136,948	105,188	(25,474)	114,750	(22,198)
Professional Fees	205,517	278,208	72,691	303,500	97,983
Commercial Insurance	205,727	187,917	(17,811)	205,000	(727)
Taxes	20,750	13,475	(7,275)	14,700	(6,050)
Provision for Bad Debt	28,088	22,000	(6,088)	24,000	(4,088)
Corporate Expenses	597,030	606,788	16,044	661,950	64,920
Expenses	9,181,278	9,842,117	667,125	10,736,855	1,555,577
Net surplus (Deficit)	889,920	269,502	626,705	294,000	(595,921)
Unrealized Gain/Loss on Investment	(178,910)	-	(178,910)	-	(178,910)
Net change in Net Assets-GVR	711,010	269,502	447,795	294,000	(417,011)



GREEN VALLEY RECREATION, INC.
STATEMENT OF CHANGES IN NET ASSETS

As of Date: November 30, 2018 and December 31, 2017

	Totals	Unrestricted		Emergency Reserve Fund	Maint - Repair - Replace Reserve Fund	Initiatives Reserve Fund
		Unrestricted	Fixed Assets			
Net change in Net Assets-GVR	\$ 711,010	711,010				
Transfers between unrestricted and reserves:						
Reserve Study Allocation	-	(861,669)			861,669	
Principal Transfers		388,626			(1,129,620)	500,000
Depreciation		1,442,233	(1,442,233)			
Purchase of Fixed Assets		(1,204,003)	1,204,003			
Transfer For Fixed Asset Purchase		240,994				-
Allocations of Net Change components:						
Investment income	-	(161,528)		15,181	111,966	34,382
Investment Expenses	-	7,446		(7,097)	(349)	-
Unrealized Gains (Losses) on Market	-	174,360		(32,274)	(106,480)	(35,606)
Repairs and replacements	-	-				
Net change to November 30, 2018	711,010	737,469	(238,230)	(24,190)	(262,814)	498,776
NET ASSETS, December 31, 2017	26,828,329	1,415,239	16,686,927	930,341	6,264,272	1,531,550
Net Assets as at November 30, 2018	\$27,539,339	2,152,708	16,448,697	906,151	6,001,458	2,030,325



Green Valley Recreation, Inc.
Investment Portfolios
Changes and Market Values
Beginning of Year and Current Month End

	Totals	Unrestricted	Emergency Reserve Fund	Maint - Repair - Replace Reserve Fund	Initiatives Reserve Fund
Balance December 31, 2017 (at Market)	\$ 10,274,921	1,548,758	930,342	6,264,272	1,531,550
Changes since January 1, 2018					
Principal additions	661,669	(700,000)	-	861,669	500,000
Rebalance Transactions	-	-	-	-	-
Investment income	201,783	40,255	15,181	111,966	34,382
Withdrawals	-	1,129,620	-	(1,129,620)	-
Investment Expenses	(7,446)	-	(7,097)	(349)	-
Net Change for 11 Months	856,006	469,875	8,084	(156,334)	534,382
Balance before Market Change at November 30, 2018	11,130,927	2,018,633	938,425	6,107,938	2,065,932
11 month Change in Unrealized Gain (Loss)	(178,910)	(4,550)	(32,274)	(106,480)	(35,606)
Balance at November 30, 2018 (at Market)	\$ 10,952,017	2,014,082	906,151	6,001,458	2,030,326



EXHIBIT

Recommendation for updating the GVR Capital Projects 3/5 Year Plan

EXHIBIT

Each year the Planning & Evaluation Committee reviews the long range planning of the corporation related to facility growth and expansion. This evaluation considers facility usage data, club requests, staff requests and includes input from the Long Range Strategic Master Plan and the 3/5 Year Plan. Recommendations from P&E are then sent to the Accounting department for inclusion in the Capital Budget.

MOTION: Authorize the P&E Committee to update the GVR Capital Projects 3/5 Plan annually, no later than March 25 of each year, allowing the updated 3/5 Year Plan and Annual Club requests to both be available for the annual capital budgeting process that begins in June of each year.



EXHIBIT

**Board of Directors
January 29, 2019**

GVR 2019 Club Requests

GVR clubs request support from GVR for expenditures each year. The P & E Committee approved \$80,000 and submitted that amount to the Fiscal Affairs Committee for inclusion in the 2019 operating budget.

MOTION: GVR Board of Directors authorize execution of P&E Club approved projects for 2019 in the amount of \$80,000.



Fiscal Affairs Committee

Required transfer to Initiatives for Balance of 2017 Unrestricted Net Assets

Overview

GVR Inc. has closed the books for 2017 and received the Audited Financial Statements for the Year Ended December 31, 2017. After making adjustments to the Audited Total Increase in Net Assets from Operations of \$2,081,372 and adjusting for Unrealized Gains and Losses in Investment Market Value, Depreciation, New Purchases, Reserve Study Provisions to Capital Reserve, and Reserve Accounts Net Investment Income, the balance of the Unrestricted Net Assets from 2017 operations equal \$283,285. The amounts from the 2017 that determine this balance is attached.

Recommendation

The Fiscal Affairs Committee recommends that \$283,285 be distributed from the Operating Cash account to the Initiatives Fund.

Approved by Fiscal Affairs Committee

Roger Myers, Chairman

Date

Calculation of 2017 Unrestricted Funds Available for Distribution to Reserve

	<u>FY 2017</u>
Total Increase in Net Assets from Operations	\$ 2,081,372
Net Unrealized Market Value Change	<u>\$ (372,009)</u>
Net Change in Net Assets from Operations	\$ 1,709,363
Depreciation	\$ 1,262,126
Purchases of PP&E	\$ (1,600,745)
Reserve Study Provision to Capital Reserve	\$ (914,400)
Net Investment Investment Income - Reserve Accounts	<u>\$ (173,059)</u>
Balance of Unrestricted Assets from 2017	<u>\$ 283,285</u>



EXHIBIT

Board of Directors
January 29, 2019

Fiscal Affairs Recommendation for Reserve Funding for Phase 1 of Pickleball Complex Construction

Overview:

January 23rd, 2019 the Fiscal Affairs Committee passed a motion recommending reserve funding, *with an amount not to exceed*, for the first phase of construction for the 24-cour pickleball center to be located at 2621 South Camino de la Canoa.

GVR Bylaws' Article VI, Section 2 entitled Authority and Indebtedness states GVR members must approve any contract with an "annual payment" greater than 10% of the "annual budget." Article VI, Section 2 DOES NOT APPLY to this recommendation BECAUSE THERE IS NO CONTRACT.

Recommendation:

The Board of Directors accept and approve the January 23rd, 2019 Fiscal Affairs Committee recommendation:

"The Fiscal Affairs Committee recommends the Initiatives Reserve provide up to \$1,250,000 for the first phase of construction of the Pickleball Center located at 2612 South Camino de la Canoa."

Nominations and Elections Committee Recommendation

Motion: GVR Board of Directors approve follow-up instruction, guidance, and/or assistance from Brown Dog Consulting to provide application of the Carver Policy Governance module training material to GVR's specific governing situation before the first of April, 2019. The type of follow-up, cost, and timeframe will be determined after discussion and agreement by the eight directors who completed the module training. The cost of training is not to exceed \$8,500.

Rationale: Knowledge is worthless if you don't apply it. Instruction in the absence of application is incomplete because it occurs in an artificial learning environment.

(Dewey)

Learners retain approximately: 90% of what they learn when they teach someone else/use immediately, 75% of what they learn when they practice what they learned, 50% of what they learn when engaged in a group discussion, 30% of what they learn when they see a demonstration, 20% of what they learn from audio-visual, 10% of what they learn when they've learned from reading, and 5% of what they learn when they've learned from lecture.

Learning is an active, constructive process: to learn new information, ideas or skills, we must work actively with them in purposeful ways. We need to integrate this new material with what we already know-or use it to reorganize what we thought we knew. To reach application of newly learned information, one must learn to *execute and implement* (Bloom's Taxonomy).

Susan Mogensen of Brown Dog Consulting stated: *Once everyone has become familiar with the basic principles, we think it would be valuable for the GVR board to have the opportunity to look at how and if these principles are "in play," benefitting the board, organization, and community. Our experience tells us that these face-to-face workshop experiences raise everyone's comfort level with applying Policy Governance principles, which in turn provides significant value back to the board and organization... Green Valley Recreation board and staff members are already familiar with BDC's online learning program, the Board EXCEerator, which features eight modules designed to develop understanding about Policy Governance principles in theory and in practice. Learning the basic principles, concepts, purpose, benefits, and language of owner-accountable effective governance enables GVR board and staff members to proceed with the next phase: the implementation and practical application of these principles.*




MEMORANDUM

TO: Kent Blumenthal, Chief Executive Officer

THRU: George Rushing, Recreation Services Director

FROM: Karen Rans, Club Liaison

DATE: December 11, 2018 . *AD* 12/12/18

RE: Request for a new GVR Needle-Arts Club

I received a formal request for a proposed new club, GVR Needle-Arts Club. The club states in their application that the purpose of the club shall be to provide opportunities for GVR members interested in all forms of needle-arts to come together to share their knowledge with others and learn from one another.

I verified that the members listed on their application are current GVR members and updated the list with the correct GVR numbers, addresses and phone numbers.

This group of GVR members has been meeting since the summer of 2018 and formed a three-month group which is going strong with increased attendance. We have submitted an article to be run in the January 2019 issue of GVR Now, see attachment, to entice even more awareness of their proposed club.

Representatives from this club plan on attending the annual GVR club meeting on January 11, 2019. I ask that you review their club application request and place it on the next available Board Affair Committee meeting on January 8, 2019 for consideration for a new GVR club.

GVR NEEDLE-ARTS CLUB

"Idle Hands are the Devil's Workshop". This is the adage that many of our ancestors lived by. When their long day's work was done, they always had some form of stitching nearby for their "free" time.

For many years, Vicky Mournian and I attended stitching festivals around the country. We always noticed no matter where, we always felt a camaraderie and sense of fellowship whenever we attended these festivals.

A few months ago we were talking about how much we enjoyed these get-togethers and how much we missed them. That's when we thought about forming a club here in GVR where we could once again have that feeling. And, we quickly found, there are others in our community who feel the same way. Just as in days gone by when neighbors would meet for a "sewing bee" we, too, get together to stitch, tell stories, relax and de-stress and help each other in our needlework endeavors.

We have members who cross-stitch, needlepoint, and embroider as well as those who stitch hardanger, do smocking and weave. We also have those who knit and crochet. We have members who are beginners and we have experienced stitchers who have won awards for their work.

It's a wonderful form of relaxation and has been proven to be a great form of therapy for those who have suffered stroke and other health issues.

We already have almost 35 members who are hoping that we will become a "sanctioned" GVR club in the new year. So if you are a "stitcher" --- or you want to try a new needlecraft, please join us at our next meeting. We meet on the 2nd Wednesday and 4th Friday of each month from 2-4PM at Casa Paloma II.

We'd love to meet you -- show you what we are all working on -- and convince you that you too can be a needleworker!!!

Barb Mauser

For more information, please feel free to contact:

Barb Mauser
Vicky Mournian.



APPLICATION FOR CLUB STATUS

Please complete the following application and enclosures in their entirety.
Incomplete applications will not be accepted.

1. Proposed name of your club: The GVR Needle-Arts Club
2. You must have a ***minimum of thirty-five (35) GVR members*** to apply for “Club Status.”
Does your group have thirty-five (35) or more interested GVR members? YES NO

3. Is the mission or purpose of your group consistent with GVR’s mission: *“To provide recreational and social opportunities to enhance the quality of our members’ lives”* .
Please explain below:
“To provide opportunities for GVR members interested in all forms of needle-arts to come together to share their knowledge with others and learn from one another.”

4. Why is your group seeking GVR “Club Status?” Circle all that apply:

Reservation Preference
Insurance
GVR support
Need of dues
Tax purposes

Facility space issues
High interest in activity
Storage
Better operation of group
Other _____

5. How will this club benefit GVR and the membership?
It will bring members together who enjoy needle-arts that have not found another club that offers these crafts

6. In the space below, please describe, in detail, the purpose, plan and charge of your group.

PURPOSE: to bring together members who enjoy all forms of Needle-Arts to share their passion in their particular form of art.

PLAN: to meet twice a month in this endeavor.

CHARGE: To enjoy the companionship of others and learn from each other.

7. Does your group understand that facility reservations are not guaranteed and your meeting space may vary from year to year? YES NO

8. What type of facility will you be requesting? (Note: Your group must be able to maintain 50% of the assigned facility space at all times)

Art Room	Dedicated space (such as the hobby shops)
Large meeting room X	Small meeting room X
Auditorium	Swimming pool
Outdoor facilities	Stage
Dance floor	

Other We hope to grow from a small room to a large one!

9. What days of the week will your group request to meet? (Note: You are only permitted two regularly scheduled activities each week)

Monday Tuesday Wednesday Thursday Friday Saturday Sunday

2nd Wednesday and 4th Friday each month

10. What time of day will your group request to meet? AM PM BOTH

11. Your group must be self-supporting in movable equipment, supplies, repairs and instructors through your own dues structure. Specialized equipment to meet the desires of a club shall not be financially supported by GVR dues or income. GVR *does* supply basic services such as facilities, utilities, custodial/maintenance support, fixtures, tables, chairs and initial equipment basic to the activity. Is your group willing to be self-supporting? YES X NO__

12. Does your group agree to leave all meeting rooms, kitchens, outdoor facilities, etc. in the condition you found them in? YES X NO__

13. Will your group need any regular set-up or staff services? YES X NO__ (tables & chairs)

14. GVR clubs are open to all members of GVR and members shall not be refused admission to any GVR Club. Is your group willing to include interested new members? YES X NO__

15. In the space below, please describe, in detail, any special qualifications or skills needed for your activity. There are no special skills

16. Is your group willing to provide orientation, instruction and training for new members if necessary? YES X NO__

17. Does your group understand GVR's guest policy as stated in the GVR Bylaws?
YES X NO__

18. Is your group willing to maintain an effective monitoring system to verify that all members attending your meetings/activities are all GVR members and eligible guests? YES NO
Please explain. We will have a monitor to make sure that all attendees sign in

19. Is your group willing to maintain monthly attendance records and report such to GVR?

YES NO Please explain: _____

20. Are the members of your group willing to abide by GVR Policies and Procedures, GVR Bylaws, and the Code of Conduct? YES NO

21. Is your group willing to have at least one membership meeting a year to elect new officers, review club bylaws and report this information to GVR on an annual basis? YES NO

22. Is your group willing to preserve club records for a minimum of 3 years? YES NO

23. Is your group willing to furnish necessary insurance on any equipment not owned by GVR brought onto GVR premises; e.g., musical instruments, tape players, computers, radios, etc.
YES NO

24. Is your group willing to submit a yearly financial statement, account balances, income, and make proper reporting to the IRS? YES NO

25. Is your group willing to submit an updated membership roster, equipment inventory list, and other requested items to GVR annually? YES NO

GVR's website has hosted an Informational Page for each of the clubs for several years. In an effort to provide the most accurate information on the web and to respect the privacy of our members, please complete the following by signing and dating it. Thank you for your assistance.

Please list the names of the contacts for the Club on GVR's Information Page as follows:

Main Contact Name: Barbara Mauser

Secondary Contact Name: Vicky Mournian

Is there additional information that you would like to have posted on the Club Informational page? If so, please write your information in the space provided.

The purpose of the club shall be to provide opportunities for GVR members interested in all forms of needle-arts to come together to share their knowledge with others and learn from one another.

Do you want the telephone number of the **Main Contact** to be listed on the web?

Yes, you can list the telephone number of the **Main Contact** as: _____

No, I would prefer that you **do not** list the telephone number of the **Main Contact**.

Do you want the telephone number of the **Secondary Contact** to be listed on the web?

Yes, you can list the telephone number of the **Secondary Contact** as: _____

No, I would prefer that you **do not** list the telephone number of the **Secondary Contact**.

By signing this document I am giving my permission to GVR to post the information on their website as indicated above.

Main Contact Signature: _____ Date: _____

Secondary Contact Signature: _____ Date: _____



Annual GVR Club Agreement to retain GVR “Club Status”

GVR Mission Statement

“To provide recreational, social and leisure education opportunities that enhance the quality of our members’ lives.”

We, the Green Valley Recreation, Inc. (GVR) GVR Needle-Arts Club understand that our group is subject to GVR rules and regulations in order to retain our GVR “Club Status” that includes the following benefits:

- Use of GVR logo and trademarks;
- Priority facility reservations and meeting space at no charge;
- Liability insurance coverage at no cost to Club;
- Use of basic utilities at no charge (e.g., electric; gas; water);
- Custodial and maintenance services;
- Essential equipment and/or material storage on a space available basis.

In exchange for aforementioned benefits of having GVR Club Status, the GVR Needle-Arts Club agrees to the following Terms and Conditions:

1. Club agrees to indemnify and hold harmless GVR.
2. Club is required to include either “Green Valley Recreation, Inc.” or “GVR” in their Club name, effective January 1, 2016. [Note: GVR understands that Club Bylaws may need to be amended to accommodate this requirement with notification to the IRS].
3. Club is required to use the official “GVR Clubs & Activities” logo and official color palate provided by GVR in all Club promotional items, printed materials, banners, flyers and advertisements.
4. Verify that all GVR Club members are GVR ‘Members in Good Standing’ as defined by GVR Bylaws.
5. Offer Club membership to all GVR ‘Members in Good Standing’ who shall be entitled to participate in any meeting or activity.
6. Maintain at least twenty-five (25) active GVR members in the Club to retain “Club Status”; if Club membership falls below the twenty-five (25) active member minimum, the Club will need to increase its membership or jeopardize losing GVR “Club Status.”
7. Utilize at least fifty percent (50%) of assigned Club space at all times. GVR has the option of reassigning the Club to another facility, combining the Club with another of similar interest, or releasing the Club from “Club Status”, if deemed appropriate.
8. At GVR’s sole discretion, GVR may consolidate the Club into another group if it is determined that there is a fifty-percent (50%) or more cross-over in membership between two or more GVR clubs.
9. Facility meeting space may limit participation in club activities.

10. Orientation, training, and instruction will be offered to new Club members when advanced skills or special qualifications might limit membership.
11. Grant GVR the right to communicate information to Club members via U.S. Postal Service, email, or other means. [Note: GVR does not sell or otherwise share its mailing lists with third-parties].
12. Not affiliate with any national, state, or regional organization that requires GVR members to join.
13. Permitted to bring our alcoholic beverages for Club functions on to GVR property, provided that Club obtains prior written approval from GVR;
14. Club may not sell alcohol on GVR premises without a state-issued liquor permit.
15. GVR guest privileges may be granted at the Club's, as long as the guests are eligible in accordance with GVR Bylaws and policies; GVR guests may not regularly participate in Club activities.
16. Honorary Club membership, or the equivalent, may not be granted to a non-GVR member.
17. Execute an effective monitoring system to ensure that only GVR members and eligible GVR guests are in attendance at Club meetings and activities.
18. Furnish necessary insurance on any equipment not owned by GVR and brought onto GVR premises (e.g., musical instruments, sound systems, computers, radios, etc.).
19. Operate under an IRC 501(c) 4 nonprofit tax status registered with the Internal Revenue Service (IRS).
20. Have an IRS Employer Identification Number (EIN) and provide the number to GVR.
21. Be responsible for any local, state, or federal taxes incurred because of Club activities.
22. Maintain a bookkeeping system recording all income and expenses, and retain receipts for expenditures for at least seven (7) years.
23. Preserve all Club correspondence and meeting minutes for a period of no less than four (4) years.
24. Be self-supporting in providing movable equipment and operating supplies unique to the Club, as well as repair and replacement of such equipment at the Club's expense.
25. The Club accepts that all equipment purchased by the Club or provided by GVR is the property of GVR, whether original equipment, replacement of original equipment, or new and additional equipment.
 - a. Equipment includes, but is not limited to, machines, computers, furniture, machine tools, building fixtures, building improvements, carpeting, and kilns.
 - b. The Club may not lend or borrow any equipment or supplies that are GVR property.
 - c. The Club accepts that all specialized equipment required to meet needs or desires of Club members will not be underwritten or otherwise financially supported by GVR.
26. Club will obtain GVR approval before installation of any equipment or any rearrangement of equipment that may affect floors, walls, air conditioning, electrical equipment, or additional consumption of gas and electricity. Outside costs incurred for installation or relocation of equipment will be charged to the Club.

- 27. The Club understands GVR will provide essential storage for GVR Clubs at no cost, on a space-available basis only.
 - a. Club may store only those items that are critical to ongoing Club needs.
 - b. Storage of perishable foods, liquor, and highly flammable material is prohibited.
 - c. GVR is not responsible for any loss or damage to Club items stored on GVR property.

- 28. The Club understands and agrees that GVR facility space is based on space availability and is not guaranteed each year.
 - a. The Club will designate only one (1) Club contact person to schedule Club facility space reservations. Facility space reservations by unauthorized Club members will be denied.
 - b. A draft copy of the Club's regularly scheduled reservations will be provided to the Club President or his/her designee the day of the Annual GVR Club Workshop for review.
 - c. A signed copy of the Club's regularly scheduled reservations must be returned to the GVR Facility Reservations Coordinator within two (2) weeks of receipt by the Club President.

- 29. No later than January 31st, the Club agrees to submit the following documents to GVR:
 - a. A comprehensive Club Membership Roster. The Club Membership Roster shall include: name, street/ mailing address, email address, and GVR membership number for each Club member;
 - b. An annual fiscal year operating budget with a financial statement indicating cash on hand;
 - c. A copy of IRS E-postcard/990 EZ form for the previous calendar year;
 - d. A list of Club officers for the current calendar year;
 - e. An equipment/storage inventory list.

The Club President, Officers, and Board of Directors have read and understand this Agreement to retain its "Club Status" and acknowledge that failure to comply with the aforementioned GVR Terms and Conditions risks revocation of its "Club Status".

Signatures:

Club President

Date



GVR Club Liaison

Date

The GVR Needle-Arts Club Bylaws

Article 1 – Name

The official name of the organization shall be the **GVR Needle-Arts Club**, hereinafter known as the Club.

ARTICLE II – Purpose

The purpose of the Club shall be (1) to provide an opportunity for GVR members to share their interest in all types of needle arts, knitting and crochet, (2) to provide a friendly atmosphere and (3) to provide an opportunity for like-minded members to meet socially. All activities conducted by this Club and its members shall be in accordance with the GVR Bylaws, Corporate Policy Manual and GVR Code of Conduct.

ARTICLE III – Membership

- A. Membership shall be open to all regular GVR members or tenants in good standing with GVR.
- B. Any member who has not paid dues, fees or assessments to GVR or the Club as of the time such payment becomes delinquent shall be removed from the Club's roster.
- C. The Club shall not grant honorary membership or the equivalent to anyone NOT a GVR member.
- D. Guest policies and guest cards are privileges extended to GVR members to use all GVR facilities subject to the current rules and regulations put forth through Board policy and as defined in the GVR Bylaws. Up to two (2) eligible guests may accompany a Club member only one (1) time during a calendar year.
- E. A GVR member may attend a Club activity one time prior to joining the Club.
- F. All members and guest shall abide by the published GVR Rules and Regulations and the member Code of Conduct. Violations will jeopardize the privileges of the offending individual through removal from the Club's membership roster and/or possible GVR suspension procedures.

ARTICLE IV – Board of Directors

- A. The governing body shall consist of four (4) Directors who are elected by the current members. The Officers shall perform duties as prescribed by these Bylaws and by the parliamentary authority adopted by this Club. The Board shall handle the general supervision of the affairs of the Club between Annual meetings, fix the hour and place of the Annual meeting, make recommendations to the membership and perform other duties as desired by the Club.
- B. The Officers of the Club shall consist of a President, Vice President, Secretary and Treasurer and shall be elected by a majority vote of the members in attendance at the Annual meeting. The Board shall enforce the Club's Rules and Regulations, the Club's Bylaws, GVR Bylaws, the Corporate Policy Manual and GVR Club Rules and Regulations.
- C. The initial Directors of the Club shall be determined in any manner necessary to establish the Club and shall serve until the first Annual Meeting. Thereafter, the term of each Director shall be for no more than three (3) years starting at the close of the Annual meeting at which they were elected. No Director shall serve more than two (2) consecutive terms. All elections shall take place at the Annual Meeting and shall be by closed ballot.
- D. RESPONSIBILITIES OF OFFICERS:

President – The President shall preside at all meetings of the Club and shall carry out all orders and resolutions of the Club. The President shall be the executor of all Club funds and may approve all individual expenditures up to \$100.00. Expenditures over and above this amount must be approved by a quorum of the Board of Directors. (See last paragraph in this section for Board quorum).

Vice President – In the absence of the President, the Vice President shall perform all duties of the President and when so acting shall have all powers of the President.

Secretary – Prepares minutes of the Annual Meeting. Must retain routine correspondence and other administrative records for three (3) years prior to the current year. Certain permanent records such as membership lists, year-end financial statement, Employer Identification Number, tax exemption etc., shall be retained for the life of the Club. The Secretary shall sign all formal written communications.

Treasurer – Makes all authorized disbursements, records and deposits in the bank account all monies of the Club, prepares a current financial report for the Annual

Meeting, prepares a year-end financial report on an annual basis and has books, records and papers available upon request of any member.

- E. A quorum for transaction of business at a Board meeting shall be three (3) directors.

ARTICLE V – Membership Meetings

- A. The Club's Annual Meeting shall be during the month of November of each fiscal year.
- B. Notice of the Annual Meeting shall be made by mail at least fourteen (14) days in advance of the meeting and shall set forth, specifically, the nature of the business to be transacted.
- C. A quorum for transaction of business at the Annual Meeting shall be one-tenth or 10% of the entire membership in good standing.
- D. Robert's Rules of Order shall govern the Club in all cases in which they are applicable and in which they are not inconsistent with the Club's Bylaws or any special rules of order the Club may adopt.

ARTICLE VI – Dues and Fiscal Period

- A. The fiscal year shall be January 1 through December 31. The Club shall prepare a yearend financial statement within 30 days following close of the fiscal year. Such statement shall be available to all members at any reasonable time.
- B. The Board of Directors of the Club shall recommend an annual budget with final approval from the general membership at the Annual Meeting.
- C. Dues shall be due by January 1st. Non-payment of dues shall result in removal of the member's name from the Club's membership roster.

ARTICLE VII – Vacancies

The Vice President shall perform the duties and exercise the powers of the President during absence or disability. If any other office should become vacant, the remainder of the term shall be filled by appointment by the President with approval from The Board of Directors of the Club.

ARTICLE VIII – Amendments

The Board of Directors of the Club may make amendments to these Bylaws with a majority affirmative vote of the membership. The Club must submit any amendments proposed to GVR staff for approval, prior to adoption.

ARTICLE IX – Monitoring

An effective monitoring system shall be maintained by Club Officers to ensure that only members and eligible guests are in attendance at meetings and activities of the Club. All participants shall register on a log sheet provided by GVR each time they attend any meeting, program or activity. Monitors at GVR serve as hostess/host to members, guests and visitors. Monitors are empowered to enforce all Club and all GVR rules and regulations.

ARTICLE X – Grievance

All club members will abide by GVR Club Grievance Policy and when such grievance occurs will complete GVR Club Incident Form as required by GVR.

ARTICLE XI – Dissolution

Upon dissolution of the Club all assets, after all bills are paid, shall be transferred to GVR.

ARTICLE XII – Bylaws

A copy of these approved Bylaws shall be available to the general membership at the Annual Meeting. All elected Officers and Committee Chairpersons shall be furnished with a copy of the GVR Bylaws and the current approved Club Bylaws after each election.

Approving signatures:



Green Valley Recreation, Inc.,

12-12-18

Date

Club

Date



EXHIBIT

GVR Foundation Appointed Director

Overview

In compliance with GVR Corporate Policy Manual, the GVR Board of Directors appoints GVR Members in good standing to the GVR Foundation Board, choosing from among one or more candidates nominated by the GVR Foundation.

Recommendation

GVR Foundation Board of Directors recommends the nomination of John Damitio to fill the three-year term as an Appointed Director. Further, the Foundation Board invites the GVR President to nominate Mr. Damitio, a GVR member in good standing, for appointment to the GVR Foundation Board to fill the Appointed Director position; with the term expiring January 2022.