



## AGENDA

BOARD OF DIRECTORS ORGANIZATIONAL MEETING  
 Wednesday, April 29, 2020 2pm  
 ELECTRONIC MEETING

Directors: Don Weaver (President), Mike Zelenak (Vice President), Christine Gallegos (Secretary), Donna Coon (Treasurer), Beverly Tobiason (Assistant Secretary), Randy Howard (Assistant Treasurer), Lynne Chalmers, Bev Lawless, Mark McIntosh, Charlie Sieck, Sandra Thornton, Gail Vanderhoof, Jen Morningstar (non-voting)

	Agenda Topic	Board Member	Exhibit	Action
I.	<b>Call to Order / Quorum</b>			
II.	<b>Adopt Agenda</b>	<b>Weaver</b>	X	X
III.	<b>Consent Calendar</b> A. Minutes March 18, 2020 B. Minutes March 26, 2020	<b>Weaver</b>	X X	X
IV.	<b>New Business</b> A. Rules of Engagement B. Appointment of Committee Chairs C. 2019 Audit Update D. Administrative Offices Remodel E. Employee Furloughs F. GVR Reopening Plan G. Financial Impact of GVR Facility Closures	Weaver Weaver Vanderhoof Morningstar Weaver Morningstar Morningstar	X X  X	X X  X
V.	<b>GVR Foundation Report</b>	Counter		
VI.	<b>Member Comments</b>			
VII.	<b>Adjournment</b>			X

*\*In accordance with GVR Bylaws, all meetings of the Board at which official business of The Corporation is transacted, with the exception of meetings limited to personnel and/or legal matters, shall be open to all members of The Corporation. An executive session "placeholder" is added to each Regular Meeting Board agenda should the Board have personnel and/or legal matters to address. Meetings shall be governed by Roberts Rules of Order unless otherwise determined by the Board of Directors.*



A regular meeting of the GREEN VALLEY RECREATION, INC. BOARD OF DIRECTORS was held Wednesday, March 18, 2020 by remote, the President serving as Chair and the Secretary being present.

**Directors Present by Remote:** Charles Sieck (President, Lynne Chalmers (Vice President) Sandra Thornton (Secretary), Carol Crothers (Treasurer), Donna Coon (Assistant Secretary), Tom Sadowski (Assistant Treasurer), Christine Gallegos, Mark McIntosh, Denise Nichols, Gail Vanderhoof, Don Weaver, Mike Zelenak, Jen Morningstar (Interim CEO) (non-voting)

**Staff by Remote:** Cheryl Moose (CFO), David Jund (Facilities Director), Payton Snider (System Administrator), Conal Ward (IT Technician), Marie Wilbur (Meeting Scribe)

#### **1. Call to Order/Establish Quorum**

President Sieck called the meeting to order at 2:00pm MST.

Roll Call by Secretary Thornton; Quorum established.

#### **2. Adopt Agenda**

**MOTION: Sieck/Seconded. Adopt Agenda as amended.**

**Passed: unanimous**

#### **3. Consent Calendar**

**A. Minutes: Board of Directors February 26, 2020 Meeting**

**MOTION: Crothers/Seconded. Approve February 26, 2020 Meeting Minutes as presented.**

**Passed: unanimous**

**B. February 2020 Financial Report**

**MOTION: Crothers/Seconded. Adopt February 2020 Financial Report.**

**Passed: unanimous**

#### **4. Policy Governance: Monitoring Report Assessment Process**

Proposed Process for Assessing Monitoring Reports – Option 2:

1. The CEO sends monitoring report/s to the directors a minimum of fourteen (14) days before the next monthly Board meeting.
2. The Board and CEO meet as a group in an open work session to discuss the reports the Monday or Tuesday following receipt of the reports. Discussion focuses on the following questions:
  - Does the report cover the entire policy?
  - Is the interpretation of the compliance standard required reasonable?
  - Is the data sufficient to establish the level of compliance?
  - Is the compliance conclusion supported by the data?
  - Does the compliance conclusion show acceptable performance?

3. The CEO has the opportunity following the work session to make changes to the reports based on the discussion and suggestions by directors. The reports must be resubmitted to the directors via the Meeting Book for the next monthly Board meeting.
4. Approval of the monitoring reports occurs at the Board meeting via a motion and vote of the directors on each report.

**MOTION: Chalmers/Seconded. The Board will use Option 2 for Assessing/Evaluating Ends and Executive Limitations for Monitoring Reports.**

**Passed: unanimous**

## **5. Committee Reports**

- A. Planning and Evaluation Committee – Pilot for Social Gathering Spot – Presented by Chair Denise Nichols.

**MOTION: Nichols/Seconded. That GVR staff explore and implement a pilot program creating a social gathering space which would be operational from November 2020 through March 2021.**

**Motion withdrawn.**

- B. Audit Committee update by Chair Gail Vanderhoof.
- C. Investment Committee – Revised Investment Policy Statement - Presented by Carol Crothers.

**MOTION: Crothers/Seconded. Adopt the Revised Investment Policy Statement as presented.**

**Passed: 11 yes / 1 no (Zelenak)**

## **6. New Business**

- A. Search Committee Update – Lynne Chalmers
- B. Tuff Shed for use by Glass Artisans Club

**MOTION: Sieck/Seconded.**

**Whereas the GVR Glass Artists Club**

- **has grown to 85 members and their classes are in high demand,**
- **hold classes and workshops 2 days a week at Abrego North but storage space and kilns are located at West Center,**
- **needs the storage space at West Center for an additional kiln,**
- **has no storage at Abrego North which requires significant movement of materials and equipment for each class and workshop,**
- **can purchase a storage shed to be placed in the parking lot of Abrego North for \$9,649 which includes a \$475 discount if purchased before April 1<sup>st</sup>;**

**Whereas GVR revenue has exceeded expenses by \$367,805 for the first 2 months of 2020 and is \$224,987 ahead of budget;**

**Whereas the impact of the corona virus on GVR finances is uncertain;**

**Whereas the proposed shed will be usable by GVR operations when it is no longer needed by the GVR Glass Artists Club;**

**I move that GVR immediately purchase the proposed shed for no more than \$10,500 using current surplus operating funds.**

**Passed: unanimously**

**7. Member Comments: 0**

**8. Adjournment**

**MOTION: Sadowski/Seconded. Motion to adjourn.**

**Passed: unanimous**

Meeting adjourned at 3:16pm MST.

DRAFT



A regular meeting of the GREEN VALLEY RECREATION, INC. BOARD OF DIRECTORS held Thursday, March 26, 2020 by teleconference. The President being in the chair and the Secretary being present.

**Directors Present:** Lynne Chalmers, Donna Coon, Christine Gallegos, Randy Howard, Bev Lawless, Mark McIntosh, Charlie Sieck, Sandra Thornton, Beverly Tobiason, Gail Vanderhoof, Don Weaver, Mike Zelenak, Jen Morningstar (Interim CEO)(non-voting)

**I. Call to Order / Establish Quorum**

President Sieck called the meeting to order at 2:00pm MST.  
Roll call by Secretary Thornton; quorum established.

**II. Adopt Agenda**

**MOTION: Weaver / seconded. Adopt Agenda as presented.**  
**Passed: unanimous**

**III. New Business**

**A. Election of Officers**

**1. President**

- a) Nomination
  - a. Howard - will not run
  - b. Sieck - will run
  - c. Weaver - will run
  - d. Zelenak – will not run
- b) Election
  - a. Weaver – 8; Sieck – 4

**2. Vice-President**

- a) Nomination
  - a. Chalmers - will run
  - b. Tobiason - will not run
  - c. Zelenak - will run
- b) Election
  - a. Zelenak – 8; Chalmers – 4

**3. Secretary**

- a) Nomination
  - a. Coon - will not run
  - b. Gallegos - will run
  - c. McIntosh - will not run
  - d. Tobiason – will not run
  - e. Vanderhoof – will not run
- b) Election
  - a. Gallegos (unopposed)

**4. Treasurer**

- a) Nomination
  - a. Coon – will run

- b. Sieck - will run
  - c. Tobiason - will not run
- b) Election
  - a. Coon – 8; Sieck – 4
- 5. **Assistant Secretary**
  - a) Nomination
    - a. Chalmers - will not run
    - b. Lawless - will not run
    - c. Thornton - will run
    - d. Tobiason – will run
  - b) Election
    - a. Tobiason – 8; Thornton – 4
- 6. **Assistant Treasurer**
  - a) Nomination
    - a. Howard - will run
    - b. Lawless – will not run
    - c. Sieck - will not run
  - b) Election
    - a. Randy Howard (unopposed)

President Weaver requested that each Director forward to him their request if they are interested in serving as a Committee Chair, to be reviewed at a later meeting.

**B. MOTION: Sieck/seconded. To expedite the update to the AZ Corp Commission Website.  
Passed: unanimous**

**MOTION: Lawless/seconded. To approve Interim CEO, Jen Morningstar, as a signer on the checking account.  
Passed: unanimous**

**IV. A. New Director Policy Governance Training – Lynne Chalmers**

Director Chalmers reported that the current directors will be contacted regarding eight modules in Policy Governance training that they will need to look at before the April meeting. She is currently the Policy Governance point of contact for the directors. President Weaver requested if anyone else would be interested in serving in this capacity, to let him know.

**V. Member Comments – None received**

**VI. Adjournment**

**MOTION: McIntosh/seconded. To adjourn the meeting at 2:39pm MST.**



# Rules of Engagement

✓ Check Ego at the Door

Respect Each Other

Agree to Disagree

Value Dissent, but Don't Beat a Dead Horse

Keep an Open Mind and Think Outside the Box

Keep a Sense of Humor

All Participate to Achieve Good Information for Decision Making

Present Possible Solutions When Identifying Problems

Be Truthful

Support Group Decisions

Recognize and Appreciate All Efforts



## **2020 Committee Chairs**

### **AUDIT**

Bev Lawless

### **BOARD AFFAIRS**

Christine Gallegos

### **FISCAL AFFAIRS**

Donna Coon

### **INVESTMENTS**

Bev Lawless

### **NOMINATIONS & ELECTIONS**

Mark McIntosh

### **PLANNING & EVALUATION**

Randy Howard

### **GVR / GVR FOUNDATION**

Don Weaver

Donna Coon

Mike Zelenak

### **CEO SEARCH**

Randy Howard

### **POLICY GOVERNANCE – SUBCOMMITTEE OF BOARD AFFAIRS**

Lynne Chalmers

Beverly Tobiason

### **BYLAWS – SUBCOMMITTEE OF BOARD AFFAIRS**

Mike Zelenak

Barbara Mauser





## **EXHIBIT**

**Board of Directors Meeting**

**April 29, 2020**

### **Administrative Offices – Tenant Improvement Funding Request**

#### **Overview**

As part of the 2016 WSM Long-range Strategic Facilities Plan, the Facilities Department was to vacate from the Administrative Offices (AO) and move to the former nursery building across from West Center, thereby removing the 25-vehicle fleet from the AO rear parking lot freeing up space within the parking lot and the AO building for other purposes. Since then, a designated facility for the GVR Metal Working Crafts Club has been constructed in the former facilities parking lot.

A WSM-proposed 'HUB' concept at West Center that would have established a major fitness center for members and new employee offices was not pursued. Consequently, there remains a need for AO tenant improvements to be completed to accommodate staffing so that the employees can best serve members.

Tenant improvements will accommodate six new offices and a small conference/meeting room. It will provide needed office space for staff currently located within an AO hallway, a supply room, and a room too small to accommodate the three (3) employees who currently work there, plus allow for the GVR Volunteer office and volunteer work space to return to the AO from the Las Campanas Center. Executive Office staff (including the CEO and Human Resources Manager) will relocate into the former facilities area with the AO; the Accounting Department staff will relocate to where the Executive Office area is currently situated. The CEO's office space in the tenant improvement will shrink from approximately 13'x16' (208 sq. ft.) to 10'x15' (150 sq. ft.) or approximately 38.7% smaller than the CEO's current office space.

The AO tenant improvement area is 1,525 square feet. The AO tenant improvement area changes the interior AO footprint, but does not increase the total square footage of the facility. See two (2) attached documents for the Old Floor Plan and New Floor Plan.

In 2017, the Board of Directors authorized \$20K in "Non-Reserve Capital" funding for the 2018 budget to initiate phased work on the tenant improvements in the former facilities department area. Due to other pressing facilities needs and time constraints, work on this activity in 2018 was not pursued. In December 2018, \$30K funding from "Non-Reserve Capital" to begin the AO tenant improvements was approved by the Board within the 2019 budget. This funding was fully expended in 2019 with the AO tenant improvements unfinished.

In regard to MRR contributions towards the AO project, particular components may be applied to replacement and rehab of portions of the project area only. This includes components such as flooring replacement, interior painting, and interior door replacements. The estimated MMR contribution toward the project is between \$6,000 and \$7,500.

## **Recommendation**

**Recommend that the Board of Directors provide up to \$35K funding to complete tenant improvements in the former facilities area at the Administrative Offices from Initiatives Reserves Funding.**

Note: In FY2020 budget, the Board approved \$150,000 in 'non-earmarked' funding from Initiatives Reserves.



Administrative Office  
Old Floorplan



**SRA** Scott Rummel Architect  
 10301 E. Green Street Tucson, Arizona 85710  
 www.scottrummelarchitect.com

**GREEN VALLEY RECREATION INC.**  
 TENANT IMPROVEMENT for MEMBER SERVICES CENTER  
 OFFICE RENOVATION  
 1073 S. CALLE DE LAS CASITAS  
 GREEN VALLEY, AZ 85614

**REFERENCE FLOOR PLAN**

Revisions  
 11/10/2019

JOB NO 12020 219  
 DATE 5/17/19  
 SHEET 3 of 13

rA1

**PROJECT GENERAL NOTES AND SPECIFICATIONS**

1. ALL WORK SHALL COMPLY WITH 2012 IRC AND ALL LOCAL CODES AND ORDINANCES.
2. FIELD VERIFY ALL EXISTING CONDITIONS PRIOR TO START OF WORK. INFORMATION REGARDING EXISTING CONSTRUCTION AND UTILITIES WAS OBTAINED FROM FIELD OBSERVATION AND OWNER FURNISHED INFORMATION. NOTIFY ARCHITECT AND OWNER OF DISCREPANCIES PRIOR TO PROCEEDING WITH WORK.
3. REFER ALSO TO MECHANICAL AND ELECTRICAL NOTES FOR ADDITIONAL GENERAL NOTES AND INFORMATION REGARDING EXISTING CONDITIONS, REMOVALS, RELOCATIONS AND LAYOUTS OF THE WORK.
4. EXISTING BUILDING AND SITE PLAN FEATURES ARE TO REMAIN, TYPICALLY, EXCEPT AS NOTED OTHERWISE.
5. CONTRACTOR IS RESPONSIBLE FOR THE SAFETY OF ALL WORKERS, AND FOR MEETING ALL MINIMUM STATUTORY REQUIREMENTS PERTAINING TO SAFETY THROUGHOUT THE COURSE OF THE WORK. THE CONTRACTOR SHALL MAINTAIN WORKMANS COMPENSATION AND GENERAL LIABILITY COVERAGE INCLUDING AUTOMOBILE, FOR THE DURATION OF THE PROJECT, WITH LIMITS OF COVERAGE ACCEPTABLE TO THE OWNER. OWNER SHALL MAINTAIN BUILDER'S RISK COURSE OF CONSTRUCTION COVERAGE.
6. THE CONTRACTOR SHALL RRY ALL SALES TAXES APPLICABLE TO THIS PROJECT.
7. DURING THE COURSE OF THE PROJECT, THE CONTRACTOR SHALL KEEP AREA OF THE PROJECT FREE FROM ACCUMULATION OF WASTE AND FINISH AREAS OF WORK SHALL BE KEPT CLEAN AS SUITED FOR THE REQUIREMENTS OF THE INSTALLED WORK. KEEP ON-SITE AND OFF-SITE PROPERTIES BEYOND THE LIMITS OF WORK CLEAN OF CONSTRUCTION DRUMPPINGS AND DEBRIS. WASTE OR RUBBISH INTENDED FOR DISPOSAL SHALL BE SUITABLY STORED AND DISPOSED OF IN A LEGAL MANNER. TOOLS, OR OTHER ITEMS NO LONGER IN USE SHALL BE REMOVED.
8. AT FINAL CLEANING, ALL SURFACES SHALL BE CLEAN AND FREE FROM SOIL, HAZARDOUS PAINT SPATTERS, ETC.
9. CONTRACTOR SHALL SUBMIT CLOSE-OUT DOCUMENTS TO OWNER TO INCLUDE ALL REQUIRED OPERATING INSTRUCTIONS, MANUALS, WARRANTIES AND LIEN WAIVERS AS APPLICABLE.
10. THERMAL AND MOISTURE PROTECTION 25 YEAR PORTABLE ADHESIVE LATCH BEZELANTS AND CALKING TYPICAL AT ALL EXTERIOR AND RETIION GAPS AND PENETRATIONS.
11. FINISHES: FINISHED TO USE MANUFACTURERS TOP OF THE LINE FIRST QUALITY PRODUCTS.
12. IT IS THE CONTRACTORS RESPONSIBILITY TO REVIEW AND COORDINATE THE WORK OF ALL SUBCONTRACTORS, TRADES AND SUPPLIERS WITH THE REQUIREMENTS OF THE CONTRACT BEFORE COMMENCING CONSTRUCTION, AND TO ASSURE THAT ALL PARTIES ARE AWARE OF ALL REQUIREMENTS, REGARDLESS OF WHEN THE REQUIREMENTS OCCUR IN THE CONTRACT DOCUMENTS, WHICH MIGHT AFFECT THE WORK OF THAT PARTY.
13. CONTRACTOR IS RESPONSIBLE FOR THE ACCURACY OF ALL MEASUREMENTS AND FOR ESTIMATING THE MATERIAL QUANTITIES REQUIRED TO SATISFY THESE SPECIFICATIONS.
14. THE CONTRACTOR SHALL TAKE PRECAUTIONS TO MAINTAIN AND PROTECT NEW WORK, AS WELL AS EXISTING CONDITIONS AND ELEMENTS WHICH ARE TO REMAIN. ANY DAMAGE TO SUCH SYSTEMS AND ELEMENTS SHALL BE IMMEDIATELY REPAIRED IN A MANNER ACCEPTABLE TO THE OWNER. IF SATISFACTORY REPAIRS CANNOT BE MADE, THE CONTRACTOR SHALL REPLACE SYSTEMS AND ELEMENTS WITH LIKE NEW QUALITY ACCEPTABLE TO THE OWNER. ALL REPAIRS AND REPLACEMENT COST SHALL BE THE FINANCIAL RESPONSIBILITY OF THE CONTRACTOR.
15. THE DRAWINGS AND NOTES ESTABLISH MINIMUM REQUIREMENTS FOR THE DESIGN AND CONSTRUCTION OF THE PROJECT. THE CONTRACTOR IS TO COMPLY WITH ALL APPLICABLE STATE, FEDERAL, COUNTY, AND LOCAL REQUIREMENTS AND FEDERAL STANDARDS WHETHER REFERENCED IN THE CONTRACT DOCUMENTS OR NOT.
16. ALL PARTS OF THE WORK, INCLUDING MATERIALS, METHODS, ASSEMBLIES, ETC. MUST COMPLY WITH THE MINIMUM REQUIREMENTS OF THE GOVERNING REGULATIONS OF ALL FEDERAL, STATE, AND LOCAL AUTHORITIES HAVING JURISDICTION OVER THE PROJECT AS WELL AS THOSE GREATER REQUIREMENTS INDICATED BY THE CONTRACT DOCUMENTS. NO PART OF THE CONTRACT DOCUMENTS MAY BE CONSIDERED TO CONTRADICT OR BE IN CONFLICT WITH A GOVERNING REGULATION.
17. INSTALL ALL MATERIALS & SYSTEMS PER MANUFACTURERS WRITTEN REQUIREMENTS.
18. STUCCO SYSTEM SHALL COMPLY WITH 2012 IRC SECTION 905.1 AND SHALL CONSIST OF SYSTEM EQUAL TO PERMACOAT OR UNICOAT FIBER REINFORCED STUCCO WALL SYSTEM AS MANUFACTURED BY BOWEN INDUSTRIES LTD.

**FIRE SPRINKLER GENERAL NOTES**

1. THE BUILDING CONTAINS AN EXISTING WET PIPE SPRINKLER SYSTEM. CONTRACTOR SHALL VERIFY THE SYSTEM TO CONFORM WITH ANY CHANGES IN THE FLOOR PLAN FROM THE EXISTING CONFIGURATION.
2. THE SYSTEM SHALL COMPLY WITH ALL REQUIREMENTS OF THE 2012 IRC, MFC 13, AND LOCAL AND FEDERAL CODES THAT GOVERN SUCH WORK.
3. CONTRACTOR SHALL VERIFY THAT ANY ADJUSTMENTS AS MAY BE REQUIRED, SHALL SATISFY APPROVAL BY THE GOVERNING FIRE MARSHAL OR DESIGNATED AGENCY. PROVIDE DEFERRED SUBMITTAL TO BUILDING DEPT. AS REQUIRED.
4. NO CHANGES SHALL BE MADE IN THE MONITORING AND CONTROL OF THE EXISTING FIRE SPRINKLER SYSTEM.

THIS PROJECT



1 REFERENCE FLOOR PLAN  
 1/8" = 1'-0" (AT 24X36 SHEET SIZE)

Administrative Offices  
 New Floorplan