



A regular meeting of the GREEN VALLEY RECREATION, INC. BOARD OF DIRECTORS held Wednesday, July 1, 2020 by teleconference. The President being in the chair and the Secretary being present.

Directors Present by Remote: Don Weaver (President), Mike Zelenak (Vice President), Christine Gallegos (Secretary), Donna Coon (Treasurer), Beverly Tobiason (Assistant Secretary), Randy Howard (Assistant Treasurer), Mark Kelley, Bev Lawless, Mark McIntosh, Charles Sieck, Sandra Thornton, Gail Vanderhoof, Jen Morningstar (Interim CEO) (non-voting)

Visitors: 35

I. Call to Order / Establish Quorum

President Weaver called the meeting to order at 2:00pm MST.
Roll call by Secretary Gallegos; Quorum established.

II. Adopt Agenda

**MOTION: Coon / Seconded. Adopt Agenda as amended.
Passed: unanimous**

III. Consent Calendar

MOTION: Gallegos / Seconded. Approve Consent Calendar as presented:

- **May 20, 2020 Meeting Minutes**
- **Financial Statements: April 30, 2020**
- **Financial Statements: May 31, 2020**

Passed: unanimous

IV. Committee Reports

A. Planning & Evaluation – Director Howard gave further updates on Canoa Hills Clubhouse, the East Center Pool replacement, and the Clay Studio expansion.

B. Fiscal Affairs – Director Coon reported Fiscal Affairs met on May 29 in a work session and on June 16, 2020 in a regular meeting.

1. Pickleball Center Final Accounting

MOTION: Coon / Seconded. GVR Board of Directors approves the transfer of \$823,063.00 from the Initiatives Reserve Fund to the Operations Reserve Fund to complete the funding requirements for the Pickleball Center Project.

Passed: 8 yes / 4 no (Kelley, Sieck, Thornton, Vanderhoof)

C. Investments – Director Lawless reported there is a new Investment Policy Statement (IPS) in progress.

D. CEO Search Committee – Director Howard reported.

1. Search Firm Contract

MOTION: Howard / Seconded. GVR Board of Directors accepts the proposal from Ralph Andersen & Associates to perform the search for the new CEO for GVR for a fixed fee of \$34,750.00 including

administrative expenses, plus an added contingency of \$5,000.00 for any travel expenses required.

Passed: unanimous

- E. Board Affairs – Director Gallegos gave the report. Board Affairs met May 28 in a work session and June 11 in a regular meeting. The next meeting is scheduled for July 9, 2020.
 - F. Nominations & Elections – Director McIntosh reported on a new format for the candidate forums. The committee received a legal opinion on the usage of GVR facilities for candidates.
 - G. Policy Governance – Director Tobiason gave an update on the committee’s activities. The next committee meeting is July 7 at 10:00 a.m. The committee recommends setting a date of September 1, 2020 for moving to full Policy Governance compliance and discontinuing any previous traditional or generic governing practices.
- V. **New Business**
- A. Policy Governance as Ad Hoc Committee
MOTION: Weaver / Seconded. GVR Board of Directors accepts to move the Policy Governance BA Subcommittee from under Board Affairs to an Ad Hoc Committee for up to one (1) year.
Passed: 8 yes / 3 no (Gallegos, Lawless, Zelenak) / 1 abstain (Kelley)
 - B. GVR Foundation Bylaws
MOTION: Coon / Seconded. GVR Board supports the replacement of the Amended and Restated Bylaws of GVR Foundation adopted January 26, 2017 with the 2nd Amended and Restated Bylaws of GVR Foundation.
Passed: unanimous
 - C. Chase Bank Statutory Agent
MOTION: Morningstar / Seconded. GVR Board of Directors put the transfer of GVR checking accounts and merchant services from Chase Bank to Bank of America on hold until a future date.
Passed: unanimous
- VI. **GVR Foundation Report** - GVRF President Jim Counter gave an update:
- GVRF is planning for 2020 Senior Games.
 - 2021 GVRF Pickleball Tournaments are scheduled for the fall of 2021.
 - Design and construction of a Donor Wall is nearing completion by the fall of 2020.
 - Request for GVR to accept the proposed 2nd Amended and Restated GVRF Bylaws.
 - Request for GVR to complete a 2020 MAP Request for Funding Grant, along with a GVR support letter for the Member Assistance Program (MAP).
MOTION: Sieck / Seconded. GVR Board approves submitting a grant request to GVRF for the Member Assistance Program (MAP) and approves sending a letter of support to GVRF to assist in raising MAP funds.
Passed: unanimous
- VII. **Member Comments** - 3
- VIII. **Adjournment** – Meeting adjourned at 3:30pm.