



MINUTES

Executive Session – WC Room 2 – 1pm – Closed

BOARD OF DIRECTORS MEETING

Wednesday, May 25, 2022, 2pm

West Center Auditorium / Zoom

Directors: Kathi Bachelor (President), Donna Coon (Vice President), Bart Hillyer (Secretary), Carol Crothers (Treasurer), Laurel Dean (Assistant Secretary), Nancy Austin, Barbara Blake, Ted Boyett, Beth Dingman, Steve Gilbert, Bev Lawless, Scott Somers (non-voting)

Director Absent: Jim Carden (Assistant Treasurer)

Staff Present: David Jund (Facilities Director), Nanci Moyo (Administrative Supervisor), David Webster (CFO), Natalie Whitman (Communications Manager), Kris Zubicki (Recreation Services Director)

Visitors: 28 - including support staff

AGENDA TOPIC

1. Executive Session – Closed – 1pm

Bylaws of Green Valley Recreation, Inc. (Amended by GVR Membership – March 25, 2020) states: ARTICLE IV-BOARD OF DIRECTORS, Section 5: Open Meetings: “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. The time and place of all such meetings shall be made available to the membership of The Corporation.”

A. Approve Executive Session Minutes of May 18, 2022

B. Business: Personnel

2. Call to Order / Roll Call – Establish Quorum

The President being in the chair and the Secretary being present.

President Bachelor called the meeting to order at 2:05pm MST, and called the roll; quorum established.

3. Amend/Adopt Agenda

MOTION: Director Boyett moved, seconded to amend the Agenda to eliminate 8.E in New Business.

Passed: unanimous

4. President Report

- Kudos to staff for negotiating with the Glass Arts Club to move to Santa Rita Springs in the former Computer Club area.

5. CEO Report

- Santa Rita Springs: Glass Arts Club will move to Computer Club location and the Computer Club will relocate into a smaller space near the Camera Club. David Jund, Facilities Director, is moving these projects forward.
- Desert Hill: Met with Billiard players (primarily Desert Hill Billiard) to discuss locations. Discussions are still happening with the East Center Billiard regarding staying or finding another location.
- Desert Hills: Move Arts and Crafts Club to the Santa Rita Springs Santa Cruz Room; the Ceramics Club will move into the vacated Arts and Crafts Club space.
- East Center Pool and Spa: Water lines and tiles are set, the plumbing in the pool is complete, and heaters for the pool are on site.
- East Center: Installation of a gas line on the north side parking lot to East Center.
- Canoa Hills Clubhouse: Continue rehabilitation, and waiting on plans from the architect to remodel the restrooms to be ADA compliant.
- Desert Hills spa: Tile and pebble work (Pebble Tec) will be applied this week, and will open June 1.
- Casa Paloma 1: Pool deck is ready for new acrylic, texturizing and a deck coating. Will reopen June 1.
- Canoa Ranch: Fitness room is painted. Currently carpet is being cleaned in the lobby. The Amado Room carpet is cleaned. The Fitness Room will reopen May 28.
- Madera Vista: Pool Deck being prepared for resurfacing.

6. Member Comments – 2 members

7. Consent Agenda

MOTION: Director Boyett moved, seconded to approve the Consent Agenda.

Passed: unanimous

A. Minutes:

- 1) BOD Regular Meeting Minutes: April 27, 2022
- 2) BOD Work Session Minutes: May 18, 2022

B. Financial Statements:

- 1) April Financials

8. New Business

A. Review Insurance Deductibles and Approve Policy for Emergency Fund and Transfer from Emergency Fund to Initiative Fund

MOTION: Director Crothers moved, seconded to transfer any amount in excess of \$500,000 to the Initiatives Fund or other fund depending on the need of the project at the discretion of staff after working with our consultant to determine the best time to make that transfer.

Passed: unanimous

B. Forego Board Meetings in July and August 2022

**MOTION: Director Dean moved, seconded to not hold Board Meetings in June and August unless there is an absolute need and Special Meetings could be called if needed.
Passed: unanimous**

- C. Final Naming of Canoa Hills Clubhouse be added to 2023 Election

MOTION: Director Hillyer moved, seconded that the poll process of renaming Canoa Hills Clubhouse currently underway in which people can submit responses to polls in the eBlast be used to narrow down potential names to two possibilities and the placement of those two possibilities placed on the GVR Ballot in March 2023.

Failed: 3 yes (Austin, Bachelor, Hillyer) / 8 no

- D. Request for Board Members to be Considered Panelist for Committee Meeting

MOTION: Director Boyett moved, seconded that all committees comply with CPM Part 3: 3.1.2.H and provide a panelist link to any Director requesting it. The Director must send their request in writing within the three-day advanced notice clause and/or may request all materials including the panelist link in perpetuity during a given governance year."

Failed: 2 yes (Boyett, Lawless) / 9 no

MOTION: Director Boyett moved, seconded that any Director attending a committee (or subcommittee) meeting to which they are not appointed (i.e., seated), may be allowed to speak on each specific topic that will be voted on during the meeting only once. This is to be done only after all committee members have spoken and concluded their discussion prior to the committee voting. During this time the Director will be afforded all privileges and be restricted identically to all other GVR members that are not seated on that specific committee. Unseated Directors may not address the meeting at other times, except as indicated below. An unseated Director shall be allowed to speak at the end of the meeting, during the member comment period. During this time the Director will be afforded all privileges and be restricted identical to all other GVR members that are not seated on that specific committee. They may also speak to a specific topic if summoned by the chairperson in advance of the meeting and listed on the agenda."

Failed: 2 yes (Boyett, Lawless) / 9 no

- ~~E. Approve Amended CEO Employment Agreement (Somers)~~

9. Committee Reports

- A. Audit – Chair Austin (received and placed on file)
- B. Board Affairs – Chair Coon (received and placed on file)
- C. Fiscal Affairs – Chair Crothers (received and placed on file)
- D. Investments – Chair Lawless (received and placed on file)
- E. Nominations & Elections – Chair Dingman (received and placed on file)
- F. Planning & Evaluation – Chair Hillyer (received and placed on file)

10. Member Comments – 2 members

11. Adjournment

MOTION: Director Blake moved, seconded to adjourn the meeting at 3:47pm, MST.

Passed: unanimous