



## AGENDA

### BOARD OF DIRECTORS REGULAR MEETING

Wednesday, March 22, 2023 - 2pm

West Center Auditorium / Zoom

\*Code of Conduct

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

### **AGENDA TOPIC**

- 1. Call to Order / Roll Call – Establish Quorum**
- 2. Amend/Adopt Agenda**
- 3. President’s Report**
- 4. CEO Report**
- 5. Member Comments** – regarding Consent Agenda and/or Non-Agenda Items – Speakers are asked to provide their name and GVR member number. Please limit comments to two (2) minutes.
- 6. Consent Agenda** – Consent Agenda items are routine items of business that are collectively presented for approval through a single motion. A Board member may request that an item be pulled from the Consent Agenda and placed under Action Items for separate discussion and action.
  - A. Minutes:
    - 1) BOD Regular Meeting Minutes: February 22, 2023
    - 2) BOD Special Meeting Minutes: March 8, 2023
    - 3) BOD Work Session Minutes: March 15, 2023
  - B. Financial Statements:
    - 1) February Draft Financial Statement
  - C. Board Business
    - 1) Approve Recommended Amendments to CPM Part 7 (Coon)
    - 2) CPM Part 6, Section 2 Membership/Guests/Monitoring 6.2.2.K.1-5 (Coon)
    - 3) Placement of Board Credo in CPM (Coon)
- 7. Action Items**
  - A. BAC Recommendation for Board Approval: Italian Club (Coon)
  - B. 2023 Work Plan Approval (Somers)
  - C. Authorize Transfer of Expense from Initiatives to Operations and Authorize an Expenditure of Approximately \$79,836 from Initiatives to Pay the Balance Owed on Fitness Equipment for Desert Hills Fitness Center (Webster)
  - D. Adopt FAC Recommended Procurement and Spending Authority Policy (Webster)
  - E. Major Capital Projects Policy (Crothers)
- 8. Committee Reports**
  - A. Audit
  - B. Board Affairs

- C. Fiscal Affairs
- D. Investments
- E. Nominations & Elections
- F. Planning & Evaluation

**9. Member Comments** - Please limit comments to two (2) minutes.

**10. Adjournment**



## MINUTES

### BOARD OF DIRECTORS MEETING

Wednesday, February 22, 2023 - 2pm

West Center Auditorium / Zoom

\*Code of Conduct

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

**Staff Present:** David Jund (Facilities Director), Nanci Moyo (Administrative Supervisor), David Webster (CFO), Natalie Whitman (COO), Kris Zubicki (Members Services Director)

**Visitors:** 52 Including support staff

### AGENDA TOPIC

#### 1. 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 2:00pm MST. Secretary Hillyer called the roll; quorum established.

#### 2. Amend/Adopt Agenda

**MOTION: Director Boyett moved, Lawless seconded to amend the Agenda by removing Action Item 8.E. (Board Policy for GVR to Follow Internal Financial Manual/Process Approach to Major Capital Projects/Monthly Project Plan) and put it on the Special Meeting Agenda for March 8.**

Director Dean and Director Crothers withdrew their Action Item: 8.D. and 8.E respectively.

No vote was taken for the first amendment made by Director Boyett due to the Action Items being withdrawn.

**MOTION: Director Lawless moved, Director Boyett seconded to amend the Agenda by removing Action Item 8.F. (Request Administration Prepare Glass Arts Design for 2,500 Square Feet and Send for Competitive Bid)**

**Failed: 6 yes (Bachelor, Boyett, Coon, Dingman, Gilbert, Lawless) / 6 no**

Director Gilbert asked to have Consent Agenda 7.B 1&2 removed from the Consent Agenda for the CFO David Webster to discuss separately before the Action Items.

**MOTION: Director Boyett moved, Director Lawless seconded to move 9. Committee Reports above Action Item 8.F.**

**Failed: 5 yes (Bachelor, Boyett, Coon, Gilbert, Lawless) / 7 no**

**MOTION: Director Carden moved, Director Blake seconded to approve the Agenda as Amended.**

**Passed: 10 yes / 1 no (Boyett) / 1 abstain (Coon)**

### **3. President Report**

- The members were thanked for showing up, for their patience, for participating, and for always coming back to the meetings.

### **4. CEO Report**

- Desert Hills Fitness Center: the mechanical, the electrical and the plumbing rough-ins have begun. This will be completed the first week of March. Store front windows and doors are being installed. Fire alarm rough-in is scheduled for March 2. The stucco will begin soon and be finished the first week of March. The estimated completion of construction is the end of April and hope to open the Desert Hills Fitness Center this spring.
- Future Glass Arts Space at Santa Rita Springs: Revisions to the final designs have been submitted to PIMA County. Request for Proposal is extended to March 1, instead of February 22. Awarding the Contract will be considered at a Special Meeting on March 8.
- Ceramics Expansion at Desert Hills: The Board will be asked on March 8 at the Special Meeting for direction in proceeding in this dedicated club space.
- Del Sol Clubhouse: Architectural Drawings are moving forward. Construction of the upper floor restrooms is underway. The Billiards playroom is open with three billiard tables available. There are temporary Porta Potties outside while the bathrooms are under construction.
- West Center/Art Center: Program designs have been developed and received by the architect, and under review. Alternative plans are being considered for expanding West Center Lapidary rather than building a new building. At the Special Meeting on March 8, the Board will be asked for direction on how to move forward.
- Santa Rita Springs: Upper deck repairs and recoating beginning May 8.
- East Center Lapidary: Awning structure materials are on order and installation will be scheduled once received by the vendor. This project was part of the Fiscal Year 2023 Club funding request.
- East Center, West Center, Canoa Ranch, and Canoa Hills: HVAC replacements will take place mid-April through October.
- Canoa Hills: Locker room and restroom will be fully remodeled beginning in April.
- Canoa Hills, Desert Hills, Las Campanas, and Canoa Ranch: Pool decks will be repaired and resurfaced beginning in May.
- East Center: Two billiard tables already in place, and a billiard and snooker table are now available.

### **5. Member comments: None**

### **6. PRESENTATIONS**

#### **A. Member Assistance Program (MAP) Presentation**

- For 2023 - 100 applicants for MAP, 93 received full awards and five received partial awards. Only two were denied mainly for technical reasons.
- In 2022 there were 72 members helped by MAP.

- In 2022 \$36,360 was paid for MAP recipients; and in 2023 there was \$48,324 paid for MAP recipients. This is a 33 percent increase for 2023.
- There were 559 individuals who contributed to MAP through GVR – that is 4.1 percent of the GVR membership. This does not include what the GVR Foundation or the clubs contributed.
- MAP funds of approximately \$10,000 are carried over from year to year.

#### B. Quarterly Financial Presentation

- 4<sup>th</sup> Quarterly Report: Total revenue was .6 percent more than budgeted. All the expenses were 6.9 percent under budget. There is a surplus, as calculated by the formula in the CPM, of \$410,000.

#### C. Member Survey Results Presentation

- COO Natalie Whitman introduced Terrie Glass, Zelos, who conducted the 2022 Comprehensive Survey for GVR. Terrie Glass, Zelos, facilitated the GVR Strategic Plan in 2021 and was able to craft the survey with the Strategic Plan in mind.
- Terrie Glass presented the survey with an in-depth overview with highlights:
  - Selected group was 5,000 randomly selected with 887 surveys returned – 18 percent response rate which gives a 95 percent confident level, 3 percent level of error and can be generalized to full membership. 1,268 additional non-selected group responded on the computer or picking up a survey from a Center to complete. The non-selected group response; lined up with the sample group with the exception of the four areas ( 1) More likely to have participated in any activity at GVR in the last 3 years: 90.8 percent compared to randomly selected group with 83.5 percent; 2) Tend to rate the value for money of GVR higher with 3.89, compared to randomly selected group with 3.71; 3) More likely to vote in the upcoming GVR Board election with 4.33, compared to randomly selected group with 3.92; and 4) More likely to know about the Member Assistance Program with 72.2 percent, compared to randomly selected group at 57 percent. The non-selected group was not shown in the graphs only the random group.
  - Overall satisfaction in Mission and Vision: 75 percent satisfied with services and programs, and 73 percent satisfied with experience of staff.
  - Quality of Life: 73 percent agree GVR enhances quality of life, 58 percent social opportunities, 54 percent leisure education.
  - The survey can be found on the GVR website.

CEO Somers said overall there are increases in satisfaction of GVR members since the last survey in 2021.

### 7. Consent Agenda

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

**Passed: unanimous**

#### A. Minutes:

- BOD Regular Meeting Minutes: January 25, 2023
- BOD Work Session Minutes: February 15, 2023

#### B. Financial Statements: - Moved from Consent Agenda to first item on Action Items

- Draft December Financial Statement

- Draft January Financial Statement

## 8. Action Items

CFO David Webster presented an overview of the draft financial statements for December and January per Director Gilbert's request in Agenda Approval.

The Quarterly presentation covered the draft December Financial Statement. The draft January statement shows revenue was down due to low home sales. The budget projected sale of 82 homes and actual was 70 homes sold. On the expense side, eight percent under budget. There needs to show a surplus to fund the MMR and Initiatives.

**MOTION: Director Crothers moved, Director Blake seconded to accept the financials.**

**Passed: unanimous**

### A. Adopt Compensation Philosophy

**MOTION: Director Hillyer moved, Director Dean seconded to delete the sentence "GVR's Compensation Philosophy includes a strategy to eventually "meet" the labor market by aligning its pay ranges to the 50<sup>th</sup> percentile of the respective market ranges, which may require more than one fiscal year to achieve."**

Director Boyett proposed to keep the first part of the sentence by putting a period after "market" and to remove the word "eventually." The sentence reads "GVR's Compensation Philosophy includes a strategy to "meet" the labor market." Director Hillyer and Director Dean agreed to Director Boyett's proposal.

**Passed: unanimous**

**MOTION: Director Carden moved, Director Lawless seconded to adopt the Compensation Philosophy as amended.**

**Passed: unanimous**

### B. Adopt Board Credo

**MOTION: Director Bachelor moved, Director Dingman seconded to approve the Board Credo.**

**MOTION TO AMEND: Director Boyett moved, Director Lawless seconded to add to the Board Credo's first set of bullets at the bottom: "We commit to abide by the current GVR governing documents."**

**Passed: 8 yes / 3 no (Austin, Crothers, Hillyer) / 1 abstain (Dean)**

**Amended Motion Passed: 10 yes / 1 no (Hillyer) / 1 abstain (Dean)**

**Amended Motion: Approve the Board Credo with the addition of the sentence "We commit to abide by the current GVR governing documents," as last bullet in the "As individually elected board members we commit to our members" section.**

### C. CPM Part 3 Committees – Section 1 Only

Board Affairs Committee Chair Donna Coon provided an overview from the Board Affairs Committee on Part 3 Committees, Section 1.

**MOTION: Director Coon moved, Director Dean seconded to approve the recommendation from the Board Affairs Committee for the “clean’ version, as attached, Part 3 – Committees, Section 1.**

**Passed: unanimous**

- D. ~~Major Capital Projects Decision Process~~ Director Dean removed this item during Amend/Adopt Agenda.
- E. ~~Board Policy for GVR to Follow Internal Financial Manual/Process Approach to Major Capital Projects/Monthly Project Plan~~ Director Crothers removed this item during Amend/Adopt Agenda.
- F. Request Administration Prepare Glass Arts Design for 2,500 Square Feet and Send for Competitive Bid – This topic was not addressed at the meeting.

Director Dean left the meeting at 4:22pm

**MOTION: Director Gilbert moved, Director Hillyer seconded to adjourn the meeting.**

**Passed: 10 yes / 1 no (Lawless)**

**9. Committee Reports – No reports given.**

- |                            |          |
|----------------------------|----------|
| A. Audit                   | Austin   |
| B. Board Affairs           | Coon     |
| C. Fiscal Affairs          | Crothers |
| D. Investments             | Lawless  |
| E. Nominations & Elections | Dingman  |
| F. Planning & Evaluation   | Hillyer  |

**10. Member Comments - No comments**

**11. Adjournment – Meeting adjourned at 4:30pm with Motion during Action Items.**



## MINUTES

### BOARD OF DIRECTORS SPECIAL MEETING

Wednesday, March 8, 2023 - 2pm

West Center Auditorium / Zoom

\*Code of Conduct

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

**Visitors: 105 including support staff**

### AGENDA TOPIC

#### **1. 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 2pm MST. Secretary Hillyer called the roll; quorum established.

#### **2. Adopt or Amend Agenda**

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

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

#### **3. CEO Report**

Desert Hills Fitness Center:

- The center is framed and sheet rock is being completed.
- The window frames are in and windows will be added soon.
- The Fitness Center will be complete at the end of April with a ribbon cutting in May once the new equipment is in place.

Del Sol Clubhouse:

- Currently there are three billiard tables in the upper level and a dart board, with a foosball table on order.
- Completing the upper floor restrooms and being brought up to ADA code. Porta potties available outside as restrooms are being completed.
- The architect is completing concept drawings for the whole building. Construction documents will be done and permit ready. This is a four-to-five week process.
- This will go out for bid for a contractor to complete the project.
- The lower level will be completed for the Billiards Club and most of the billiard tables will be in the lower level.
- A poker room will be built on the upper level after most of the billiards are moved down stairs.



- This project is being done in stages and projecting a fall completion if everything goes as planned.
- Continue talks for a food and beverage tenant for the facility.

#### 4. Action Items

##### A. Award Contract for Glass Arts Studio

CEO Scott Somers reviewed the history of the Glass Arts Studio. The request before the Board is to move forward on awarding a contract for the space at Santa Rita Spring.

**MOTION: Director Lawless moved, Director Boyett seconded to award a contract for the Glass Artists Improvement Project to Canyon Building & Design, with an amount not to exceed \$734,232.38, and authorize the President to sign the contract, subject to legal counsel final review and approval.**

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

**MOTION: Director Carden moved, Director Hillyer seconded to have the Glass Arts Club share the class space with other clubs on an equal basis. Glass Arts Club can have first choice for class space and the unused times be made available for other clubs. Do this arrangement for a year and evaluate at the end of the year.**

**Motion Withdrawn by Director Carden.**

##### B. Decision on Architectural Drawings for the Ceramics Club Space

CEO Scott Somers provided an overview for the Ceramics Club requested space expansion.

**MOTION: Director Lawless moved, Director Blake seconded to direct staff to work with an architect to develop complete permit and bid-ready construction documents and cost estimates which would expand the current Ceramics Club space from 2,560 sq ft to 3,488 sq ft and bring the entire space up to County Code requirements; with a cost not to exceed \$35,000.**

**Passed: Unanimous**

#### 5. Member Comments – Member comments were received at the meeting and on Zoom.

#### 6. Adjournment

**MOTION: Director Dean moved, Director Hillyer seconded to adjourn the meeting at 4:15 MST.**

**Passed: unanimous**



## MINUTES

### BOARD OF DIRECTORS WORK SESSION

Wednesday, March 15, 2023, 2pm

WC Auditorium / Zoom

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

**Absent:** Laurel Dean (Assistant Secretary)

**Staff Present:** David Jund (Facilities Director), Nanci Moyo (Administrative Supervisor), David Webster (CFO), Natalie Whitman (COO), Kris Zubicki (Member Services Director)

**Visitors:** 8 including support staff

### AGENDA TOPIC

#### 1. Call to Order / Roll Call

President Bachelor called the Work Session to Order at 2:04pm. Secretary Hillyer called the role.

#### 2. Amend / Approve Agenda

**MOTION: Director Carden moved, Director Dingman seconded to approve the Agenda.**

**Passed: unanimous**

\*Director Blake arrived at 2:12pm

#### 3. Discuss 2023 Draft Work Plan

Highlights of Board discussion and consensus of changes to areas of the Work Plan:

- The Work Plan is tied to the Strategic Plan and the numbers to the left reference the Strategic Plan. The Strategic Plan addresses the Board's priorities.
- Slight word change: Administration – 5.2.3 – Work with Board of Directors and consultant on comprehensive review and improvements, of and to Committees, to specifically include purpose, mission, and responsibilities, any processes committees must follow, member terms, and appointment process.
- A Work Session is scheduled in May for this discussion of Committees and Board.
- Remove Brown Dog Policy Governance Training: Administration – 5.4.1 – Seek additional Board and staff training opportunities such as Roberts Rules of Order and Alexander Carrillo Consulting.

- Move from Human Resources to Administration: Administration – 5.3.2 – With the Board of Directors, develop a Board (or committee) ad-hoc committee to evaluate GVR’s need for volunteers, assess the resources necessary to manage a volunteer pool, and develop associated policy recommendations.
- Add: Communications – 3.4.3 – Develop a monthly report for Board and members to include monthly data reports and project updates to include progress and dollars spent to date.
- Change: Facility – 1.2.4 – With appropriate committee and Board approval, improve and approve the Club request form. Removing – implement CPR Form for both Capital and Club requests.
- Suggestion: Facilities – 1.4.1 – Supply vending machines instead of a vendor for coffee and snacks.
- Facilities – 4.2.2 – only use hybrid or electric vehicles when it makes sense financially.
- Addition: Finance – 4.3.4 Provide annual primer on reading financial statements.

\*\*Director Hillyer left at 3:06 pm

#### **4. Discuss Recommended Amendments to CPM Part 7**

- Director Coon spoke on the changes to Corporate Policy Manual Part 7 Communications. Part 7 is about communication with members, media, staff and Board.
- Board Affairs Committee approved recommendation to the Board of Directors, Part 7 Communications at the February 14, 2023, meeting after being reviewed by GVR’s attorney.
- Part 7 Communication comes before the Board for approval at the Regular Meeting on March 22, 2023.

#### **5. Adjournment**

**MOTION: Director Crothers moved, Director Boyett seconded to adjourn the meeting at 4:02pm.**

**Passed: unanimous**



# Green Valley Recreation, Inc.

## CONSOLIDATED FINANCIAL STATEMENTS

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The accompanying pages are the Financial Reports for February 28, 2023. 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.

**MRR-B Pools and Spas** - Board designated reserve for end of life replacement of Pools and Spas

**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: February 28, 2023 and Dec 31, 2022

	February 28, 2023	Dec 31, 2022
	Total	Total
<b>ASSETS</b>		
<b>Current Assets</b>		
Cash/Cash Equivalents	648,376	1,732,899
Accounts Receivable	653,113	197,896
Prepaid Expenses	140,914	207,263
Maintenance Inventory	23,044	23,044
Designated Investments (Charles S./SBH)		
Emergency - Fund	498,838 (1)	490,701 (18)
MRR - Fund	8,231,946 (2)	7,043,208 (19)
Initiatives - Fund	2,541,688 (3)	2,531,557 (20)
Pools & Spas - Fund	764,121 (4)	576,963 (21)
Total Designated Investments (CS/SBH)	12,036,593 (5)	10,642,430 (22)
Undesignated Invest. (JP Morgan Long Term)	1,564,360 (6)	1,565,673 (23)
Undesignated Invest. (JP Morgan)	4,130,785 (7)	3,361,830 (24)
Investments	17,731,738 (8)	15,569,933 (25)
<b>Total Current Assets</b>	<b>19,197,186</b>	<b>17,731,035</b>
<b>Fixed Assets</b>		
Contributed Fixed Assets	18,017,085	18,017,085
Purchased fixed Assets	28,110,706	27,908,195
Sub-Total	46,127,790	45,925,280
Less - Accumulated Depreciation	(26,980,567)	(26,748,166)
<b>Net Fixed Assets</b>	<b>19,147,223 (9)</b>	<b>19,177,114 (26)</b>
<b>Total Assets</b>	<b>38,344,409</b>	<b>36,908,149</b>
<b>LIABILITIES</b>		
<b>Current Liabilities</b>		
Accounts Payable	463,904	491,726
Deferred Dues Fees & Programs	5,987,649	4,684,821
Accrued Payroll	224,523	153,683
Compensation Liability	-	-
Notes Payable	88,000	88,000
MCF Refund Liability	229,100	197,120
<b>Total Current Liabilities</b>	<b>6,993,176</b>	<b>5,615,350</b>
<b>TOTAL NET ASSETS</b>	<b>31,351,233 (10)</b>	<b>31,292,799 (27)</b>
<b>NET ASSETS</b>		
Temporarily Designated:		
Board Designated:		
Emergency	498,838 (11)	490,701 (28)
Maint - Repair - Replacement	8,231,946 (12)	7,043,208 (29)
Initiatives	2,541,588 (13)	2,531,557 (30)
Pools & Spas	764,121 (14)	576,963 (31)
Sub-Total	12,036,493 (15)	10,642,430
Unrestricted Net Assets	19,256,306	20,650,369
Net change Year-to-Date	58,434 (16)	-
Unrestricted Net Assets	19,314,740 (17)	20,650,369
<b>TOTAL NET ASSETS</b>	<b>31,351,233</b>	<b>31,292,799</b>



# Green Valley Recreation, Inc. Summary Statement of Activities

YTD Period: 2 month period ending February 28, 2023

FY Budget Period: Jan 1, 2023 - Dec 31, 2023

	PRIOR YEAR COMPARISON				BUDGET COMPARISON				Fiscal Year Budget	Remaining FY Budget
	2022 YTD Actual	2023 YTD Actual	Year to Year Variance	%	YTD Actual	YTD Budget	YTD Variance	%		
<b>Revenue</b>										
Member Dues	1,162,774	1,176,940	14,166	1%	1,176,940	1,175,975	965	0.1%	7,055,850	5,878,910
LC, Trans., Crd Fees.	186,903	163,942	(22,961)	(12%)	163,942	181,540	(17,599)	(10%)	756,945	593,003
Capital Revenue	572,249	318,232	(254,017)	(44%)	318,232	564,003	(245,771)	(44%)	3,328,040	3,009,808
Programs	34,155	32,163	(1,992)	(6%)	32,163	96,777	(64,614)	(67%)	225,310	193,147
Instructional	96,318	112,224	15,906	17%	112,224	113,326	(1,102)	(1%)	333,997	221,773
<b>Recreational Revenue</b>	<b>130,473</b>	<b>144,387</b>	<b>13,915</b>	<b>11%</b>	<b>144,387</b>	<b>210,103</b>	<b>(65,716)</b>	<b>(31%)</b>	<b>559,307</b>	<b>414,920</b>
<b>Investment Income</b>	<b>56,630</b>	<b>79,779</b>	<b>23,150</b>	<b>41%</b>	<b>79,779</b>	<b>47,003</b>	<b>32,777</b>	<b>70%</b>	<b>286,884</b>	<b>207,104</b>
Advertising Income	-	-	-	0%	-	-	-	0%	-	-
Cell Tower Lease Inc.	4,688	7,749	3,061	65%	7,749	3,798	3,951	104%	34,195	26,446
<b>Comm. Revenue</b>	<b>4,688</b>	<b>7,749</b>	<b>3,061</b>	<b>65%</b>	<b>7,749</b>	<b>3,798</b>	<b>3,951</b>	<b>104%</b>	<b>34,195</b>	<b>26,446</b>
Other Income	47,623	34,768	(12,855)	(27%)	34,768	44,033	(9,265)	(21%)	80,281	45,513
Facility Rent	1,200	4,647	3,447	287%	4,647	711	3,936	554%	6,000	1,353
Marketing Events	-	-	-	0%	-	-	-	0%	-	-
In-Kind Contributions	667	667	-	0%	667	667	-	0%	3,698	3,032
Contributed Income	-	-	-	0%	-	-	-	0%	-	-
<b>Other Revenue</b>	<b>49,490</b>	<b>40,082</b>	<b>(9,408)</b>	<b>(19%)</b>	<b>40,082</b>	<b>45,410</b>	<b>(5,329)</b>	<b>(12%)</b>	<b>89,979</b>	<b>49,898</b>
<b>Total Revenue</b>	<b>2,163,206</b>	<b>1,931,111</b>	<b>(232,095)</b>	<b>(11%)</b>	<b>1,931,111</b>	<b>2,227,832</b>	<b>(296,721)</b>	<b>(13.3%)</b>	<b>12,111,200</b>	<b>10,180,089</b>
<b>Expenses</b>										
Major Proj.-Rep. & Maint.	26,949	54,603	(27,654)	(103%)	54,603	60,364	5,761	10%	478,281	423,678
Facility Maintenance	26,113	21,690	4,423	17%	21,690	23,956	2,266	9%	228,478	206,788
Fees & Assessments	4,085	11,859	(7,774)	(190%)	11,859	16,006	4,147	26%	30,725	18,867
Utilities	190,435	237,394	(46,959)	(25%)	237,394	201,219	(36,175)	(18%)	927,331	689,936
Depreciation	272,931	232,400	40,530	15%	232,400	234,915	2,515	1%	1,409,492	1,177,091
Furniture & Equipment	48,962	53,555	(4,593)	(9%)	53,555	58,595	5,039	9%	268,444	214,888
Vehicles	10,614	17,182	(6,568)	(62%)	17,182	11,355	(5,826)	(51%)	101,012	83,830
<b>Facilities &amp; Equipment</b>	<b>580,089</b>	<b>628,684</b>	<b>(48,594)</b>	<b>(8%)</b>	<b>628,684</b>	<b>606,410</b>	<b>(22,274)</b>	<b>(4%)</b>	<b>3,443,762</b>	<b>2,815,078</b>
Wages	599,229	689,456	(90,227)	(15%)	689,456	672,381	(17,075)	(3%)	4,336,945	3,647,490
Payroll Taxes	53,712	60,927	(7,215)	(13%)	60,927	56,021	(4,906)	(9%)	347,276	286,350
Benefits	175,774	156,054	19,720	11%	156,054	174,972	18,918	11%	1,039,578	883,524
<b>Personnel</b>	<b>828,715</b>	<b>906,437</b>	<b>(77,722)</b>	<b>(9%)</b>	<b>906,437</b>	<b>903,373</b>	<b>(3,063)</b>	<b>(0.3%)</b>	<b>5,723,800</b>	<b>4,817,363</b>
Food & Catering	5,900	3,339	2,561	43%	3,339	8,422	5,084	60%	32,211	28,872
Recreation Contracts	117,190	96,450	20,740	18%	96,450	154,577	58,127	38%	413,188	316,738
Bank & Credit Card Fees	43,552	50,079	(6,527)	(15%)	50,079	53,511	3,432	6%	71,896	21,817
<b>Program</b>	<b>166,642</b>	<b>149,867</b>	<b>16,775</b>	<b>10%</b>	<b>149,867</b>	<b>216,510</b>	<b>66,642</b>	<b>31%</b>	<b>517,295</b>	<b>367,427</b>
Communications	19,134	18,836	299	2%	18,836	19,929	1,093	5%	107,974	89,138
Printing	6,228	6,090	139	2%	6,090	11,053	4,964	45%	104,407	98,317
Advertising	6,973	8,886	(1,913)	(27%)	8,886	9,361	475	5%	22,524	13,638
<b>Communications</b>	<b>32,336</b>	<b>33,811</b>	<b>(1,476)</b>	<b>(5%)</b>	<b>33,811</b>	<b>40,343</b>	<b>6,532</b>	<b>16%</b>	<b>234,905</b>	<b>201,093</b>
Supplies	44,643	74,865	(30,222)	(68%)	74,865	47,019	(27,846)	(59%)	424,090	349,225
Postage	1,122	-	1,122	100%	-	1,217	1,217	100%	20,909	20,909
Dues & Subscriptions	2,195	55	2,140	98%	55	1,941	1,886	97%	16,710	16,655
Travel & Entertainment	-	22	(22)	0%	22	1,002	980	98%	10,700	10,678
Other Operating Expense	3,105	1,961	1,145	37%	1,961	3,425	1,464	43%	128,622	126,661
<b>Operations</b>	<b>51,066</b>	<b>76,902</b>	<b>(25,837)</b>	<b>(51%)</b>	<b>76,902</b>	<b>54,603</b>	<b>(22,299)</b>	<b>(41%)</b>	<b>601,031</b>	<b>524,129</b>
Information Technology	3,633	14,687	(11,054)	(304%)	14,687	13,342	(1,345)	(10%)	115,638	100,951
Professional Fees	32,010	58,722	(26,713)	(83%)	58,722	43,796	(14,926)	(34%)	148,393	89,670
Commercial Insurance	54,928	56,071	(1,143)	(2%)	56,071	52,422	(3,649)	(7%)	321,601	265,530
Taxes	-	(276)	276	0%	(276)	-	276	0%	30,026	30,302
Conferences & Training	5,366	7,945	(2,579)	(48%)	7,945	1,669	(6,276)	(376%)	39,515	31,570
Employee Recognition	47	754	(707)	(1,514%)	754	616	(138)	(22%)	20,731	19,977
Provision for Bad Debt	-	-	-	0%	-	-	-	0%	-	-
<b>Corporate Expenses</b>	<b>95,983</b>	<b>137,904</b>	<b>(41,921)</b>	<b>(44%)</b>	<b>137,904</b>	<b>111,844</b>	<b>(26,059)</b>	<b>(23.3%)</b>	<b>675,904</b>	<b>538,000</b>
<b>Expenses</b>	<b>1,754,830</b>	<b>1,933,605</b>	<b>(178,775)</b>	<b>(10%)</b>	<b>1,933,605</b>	<b>1,933,084</b>	<b>(522)</b>	<b>(0%)</b>	<b>11,196,696</b>	<b>9,263,091</b>
Gross Surplus(Rev-Exp)	408,375	(2,494)	(410,869)	(101%)	(2,494)	294,748	(297,242)	(101%)	914,504	916,999
Net Gain/Loss on Invest.	(685,533)	60,929	746,462		60,929	-	60,929		-	(60,929)
<b>Net from Operations</b>	<b>(277,158)</b>	<b>58,434</b>	<b>335,592</b>	<b>(121%)</b>	<b>58,434</b>	<b>294,748</b>	<b>(236,314)</b>		<b>914,504</b>	<b>856,070</b>



**Green Valley Recreation, Inc.**  
**Statement of Changes in Net Assets**  
**As of Date: February 28, 2023 and Dec 31, 2022**

	Totals	Unrestricted		Emergency Reserve Fund	Maint - Repair - Replacement Reserve Fund	Initiatives Reserve Fund	Pools & Spas Reserve Fund
		Unrestricted	Fixed Assets				
<b>Net change in net assets-GVR</b>	58,434 (16)	58,434	-	-	-	-	-
Transfers between unrestricted and reserves:							
Reserve Study Allocation	-	-	-	-	-	-	-
Principal Transfers							
Transfers For Funding	-	(1,535,730)	-	-	1,179,941	66,384	289,405
Transfers Prev. Yr. Surplus	-	-	-	-	-	-	-
Transfers Curr. Yr. Surplus	-	-	-	-	-	-	-
Transfers Between Funds	-	-	-	-	-	-	-
Depreciation	-	232,400	(232,400)	-	-	-	-
Disposal of Fixed Assets	-	-	-	-	-	-	-
Purchase & Contributed Fixed Assets	-	(14,535)	202,510	-	(30,141)	(68,431)	(89,403)
Withdrawals	-	29,831	-	-	(17,193)	5,746	(18,384)
		-					
Allocations of Net Change components:							
Investment income	-	(29,626)	-	381	21,064	5,195	2,987
Investment Expenses	-	19,029	-	(824)	(12,430)	(4,688)	(1,088)
Net Gains (Losses) in Investments	-	(65,543)	-	8,580	47,497	5,825	3,641
<b>Net Change to February 28, 2023</b>	58,434 (16)	(1,305,738)	(29,890)	8,137	1,188,738	10,031	187,158
Net Assets at, Dec 31, 2022	31,292,799 (27)	1,473,255	19,177,114 (26)	490,701 (28)	7,043,208 (29)	2,531,557 (30)	576,963 (31)
<b>Net Assets as at, February 28, 2023</b>	<b>31,351,233 (10)</b>	<b>167,517</b>	<b>19,147,223 (9)</b>	<b>498,838 (11)</b>	<b>8,231,946 (12)</b>	<b>2,541,588 (13)</b>	<b>764,121 (14)</b>
		19,314,740 (17)		12,036,493 (15)			

Footnotes refer to Statement of Financial Position and Statement of Activities

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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	Pools & Spas Reserve Fund
<b>Balance Dec 31, 2022 (at Market)</b>	15,569,933 (25)	4,927,503 (24)	490,701 (18)	7,043,208 (19)	2,531,557 (20)	576,963 (21)
<b>Changes since Jan 1, 2022:</b>						
Principal Transfers	2,285,730	750,000	-	1,179,941	66,384	289,405
Investment income	51,882	22,256	381	21,064	5,195	2,987
Withdrawals	(217,807)	-	-	(47,334)	(62,685)	(107,787)
Investment Expenses	(19,029)	-	(824)	(12,430)	(4,688)	(1,088)
<b>Net Change for 2 Months</b>	<b>2,100,776</b>	<b>772,256</b>	<b>(443)</b>	<b>1,141,241</b>	<b>4,206</b>	<b>183,517</b>
<b>Balance before Market Change at February 28, 2023</b>	<b>17,670,709</b>	<b>5,699,759</b>	<b>490,258</b>	<b>8,184,449</b>	<b>2,535,763</b>	<b>760,480</b>
<b>2 Months Net Change in Investments Gain/(Loss)</b>	<b>60,929</b>	<b>(4,614)</b>	<b>8,580</b>	<b>47,497</b>	<b>5,825</b>	<b>3,641</b>
<b>Balance at February 28, 2023 (at Market)</b>	<b>\$ 17,731,638 (8)</b>	<b>5,695,145 (7)</b>	<b>498,837.99 (1)</b>	<b>8,231,946 (2)</b>	<b>2,541,588 (3)</b>	<b>764,121 (4)</b>

12,036,493 (15)

Footnotes refer to Statement of Financial Position and Statement of Activities





Green Valley Recreation, Inc.  
**Board of Directors Meeting**  
**CPM – Part 7 Communications**

**Prepared By:** Nanci Moyo, Admin. Sup.

**Meeting Date:** March 22, 2023

**Presented By:** Donna Coon, Chair

**Consent Agenda:** Yes

<b>Originating Committee / Department:</b> Board Affairs Committee (BAC)
<b>Action Requested:</b> Approve Recommended Amendments to CPM Part 7 Communications
<b>Strategic Plan Goal:</b> GOAL 5: Provide sound, effective governance and leadership for the corporation
<b>Background Justification:</b> The Board of Directors directed staff and the BAC to develop recommended improvements to CPM Part 7 Communications.
<b>Fiscal Impact:</b> None
<b>Board Options:</b> 1) Approve the BAC recommendations for the changes in CPM Part 7 Communications. 2) Review the BAC recommendations and make changes to any of the recommendations. 3) Reject the BAC recommendations for Part 7 and send back to BAC for a rewrite.
<b>Staff Recommendation:</b> Option #1
<b>Attachments:</b> 1) CPM Part 7 Clean

# **PART 7: COMMUNICATIONS**

## **SECTION 1 – OVERVIEW**

### **7.1.1 Communications Statement**

- A. As an integral part of the greater Green Valley, Arizona community, GVR strives to maintain open and transparent communications in order to foster good relations with its members, news organizations, and the general public.
  
- B. Because GVR is a private corporation, it is not subject to the same laws that govern municipalities, such as open meeting statutes or laws that protect freedom of speech and freedom of assembly. GVR is under no obligation to publicly disclose all information about the organization and may keep certain information relating to its members, employees and its operations confidential. All GVR Directors, employees, and volunteers are required to abide by GVR's confidentiality policies.

## **SECTION 2 - EXTERNAL COMMUNICATIONS**

### **7.2.1 Public Information Officer (PIO) as Point of Contact**

GVR's CEO shall serve as the official Public Information Officer (PIO) for The Corporation (*CPM Part 4 Section 1: 4.1.1.E*) or may delegate Public Information Officer (PIO) responsibilities. The PIO shall be the single point of contact for inquiries from non-members (general public) and news media.

### **7.2.2 Information Prohibited from Public Release**

- A. GVR protects the confidentiality of certain information in conformance with its governing documents and applicable laws. Unless otherwise compelled by law, or as part of a criminal investigation, GVR will not release information nor comment on the following:
  - 1. Member information and records
  - 2. Employment records and employees' personal information
  - 3. Privileged information between The Corporation and its legal counsel
  - 4. Information related to pending litigation
  - 5. Any information that was made available in an Executive Session of the Board

### **7.2.3 Correction of Inaccurate Information**

GVR will take steps to correct inaccurate information reported by external media about The Corporation as soon as reasonably practicable after its discovery.

#### **7.2.4 Media Access**

Members of the media are welcome to request press passes, attend, document events and meetings that are open to the general GVR membership or the general public, as long as they take care to avoid intruding upon or disrupting those in attendance.

If they have been invited to such events, Media representatives (e.g., reporters) are also welcome to attend members-only functions held on GVR property (such as GVR Club events) or events hosted by outside groups that are renting GVR facilities. Media representatives shall inquire with GVR in advance if they wish to attend non-public events or activities to which they have not received an invitation from GVR or the event's host, including GVR classes and club activities held in reserved spaces.

### **SECTION 3 - MEMBER COMMUNICATIONS**

#### **7.3.1 Member Communications Sent to Staff**

GVR welcomes constructive feedback, questions, and concerns from members. Members should email operational concerns to [hotline@gvrec.org](mailto:hotline@gvrec.org).

GVR will not respond to anonymous, obscene, harassing, belligerent or threatening communications received from any individual.

#### **7.3.2 Member Communications Sent to Board of Directors**

- A. The CEO or CEO designee shall serve as GVR Email Administrator and shall have the following responsibilities with respect to email sent to the GVR Director email address – [board@gvrec.org](mailto:board@gvrec.org):
  - 1. Responding to member emails requesting information and forwarding same to the appropriate GVR staff member and the Board of Directors;
  - 2. Archiving email messages.
- B. Member suggestions made at Board meetings or sent to the Board by other means may be referred to the Board of Directors for consideration.

## **SECTION 4: BOARD OF DIRECTORS COMMUNICATIONS**

### **7.4.1 Board of Directors Email Policy**

GVR provides each Director with an official individual GVR Director Email Address. If a Director receives a communication directly from a member in a personal non-GVR email account or in the individual Director GVR Email Address that concerns GVR business and/or Board matters, the Director may choose to forward the same to the CEO for review, and if appropriate, archiving and response.

Individual Directors may communicate with members directly through their email accounts, but official GVR Board positions/responses are to be approved and sent by the President, with a Board vote if appropriate.

### **7.4.2 Board of Directors Internal Email Policy**

Directors may communicate among themselves and with staff by email using the individual GVR Director Email Address provided by GVR, but should not discuss policy or the business of the Corporation with a quorum of the Board, to avoid the perception that decisions are being made outside of meetings. This promotes the goal of transparency (Section 7.1.1.A) with the membership by having debate and discussion in open meetings. Open meetings are required by Article IV, Section 5 of the Bylaws.



Green Valley Recreation, Inc.

## Board of Directors Meeting

### Part 6, Section 2: 6.2.2.K.1-5 Non-GVR Member Waiver of Fees

Prepared By: Nanci Moyo, Admin. Sup

Meeting Date: March 22, 2023

Presented By: Donna Coon, Chair

Consent Agenda: Yes

**Originating Committee / Department:**

Board Affairs Committee (BAC)

**Action Requested:**

Review Part 6, Section 2: 6.2.2.K.1-5 Non-GVR Member Waiver of Fees Annual Request.

**Strategic Plan Goal:**

Goal 1: Provide excellent facilities for members to participate in a variety of active and social opportunities

**Background Justification:**

BAC reviewed this at the December 13, 2022, meeting and put forth this motion and recommendation for the Board approval at the January Regular Meeting: **MOTION: Coon moved / Walker seconded to recommend removing 6.2.2.K.5 which stated: Clubs may apply for a waiver of fees annually. The BAC will review applications to determine if fees are a hardship to the club and make a recommendation to the Board. Clubs will be notified of the Board's decision.**

Passed: unanimous

This was pulled from the Regular Meeting of the Board on January 25 in the Amend Agenda motion and returned to the BAC for further review.

BAC reviewed 6.2.2.K.1-5 at the February 14, 2023, BAC meeting and decided to remove #5 and change #3 to read "Non-members will pay an event fee of no more than one half of the daily guest fee approved by the Board. Staff will work with the Clubs to establish the event fee if requested." Eliminate 6.2.2.K.5.

Passed: unanimous

**Fiscal Impact:**

Depending on the fee charged, whether reduced or not reduced, will have a fiscal impact.

**Board Options:**

- 1) Approve the BAC recommended change to 6.2.2.K.1-5: change 6.2.2.K.3 to state: 3) Non-members will pay an event fee of no more than one half of the daily guest fee approved by the Board. Staff will work with the Clubs to establish the event fee if requested." Remove #5.
- 2) Do not make changes to this section.

**Staff Recommendation:**

Option #1

**Recommended Motion:**

**Part of Consent Agenda.** Use motion only if pulled from Consent Agenda: Move to recommend approval by the Board of Directors to the amendment of Part 6, Section 2: 6.2.2.K.1-5 by removing item 5 and changing item 3 to “Non-members will pay an event fee of no more than one half of the daily guest fee approved by the Board. Staff will work with the Clubs to establish the event fee if requested.”

**Attachments:**

- 1) CPM Part 6, Section 2: 6.2.2.K.1-5 Redline and Clean

## CPM Part 6, Section 2: 6.2.2.K(1-5) - Redline

## K. Non-GVR Member Club Participant Policy:

1. Clubs listed as Social or Dance Clubs on GVR's website may allow non-GVR members to attend their events.
2. Non-members must sign a waiver.
3. Non-members will pay an event fee of no mre than one half of the daily guest fee approved established by the Board. Staff will work with the Clubs to establish the event fee if requested.
4. Clubs will remit fee and record of attendance to GVR Club Liaison.
5. ~~Clubs may apply for a waiver of fees annually. The BAC will review applications to determine if fees are a hardship to the club and make a recommendation to the Board. Clubs will be notified of the Board's decision.~~

## CPM Part 6, Section 2: 6.2.2.K(1-4) - Clean

## K. Non-GVR Member Club Participant Policy:

1. Clubs listed as Social or Dance Clubs on GVR's website may allow non-GVR members to attend their events.
2. Non-members must sign a waiver.
3. Non-members will pay an event fee of no more than one half of the daily guest fee approved by the Board. Staff will work with the Clubs to establish the event fee if requested.
4. Clubs will remit fee and record of attendance to GVR Club Liaison.



Green Valley Recreation, Inc.  
**Board of Directors Meeting**  
**Placement of Board Credo in**  
**Corporate Policy Manual**

**Prepared By:** Nanci Moyo, Admin. Sup.

**Meeting Date:** March 22, 2023

**Presented By:** Donna Coon, Chair

**Consent Agenda:** Yes

<p><b>Originating Committee / Department:</b> Board Affairs Committee (BAC)</p>
<p><b>Action Requested:</b> Approval of Placement of the Board Credo in Corporate Policy Manual Part 2 Board of Directors, Section 1.</p>
<p><b>Strategic Plan Goal:</b> GOAL 5: Provide sound, effective governance and leadership for the corporation</p>
<p><b>Background Justification:</b> The Board Credo was approved at the Board of Directors Meeting on February 22, 2023. At the Board meeting it was asked where this Credo would be placed. The Board directed the BAC to decide on the appropriate placement of the Credo.  The BAC approved unanimously, at the March 14, 2023, BAC meeting, to recommend Board approval for the Board Credo to be in the CPM Part 2 Board of Directors, Section 1 and renumber Part 2 starting at Section 2.</p>
<p><b>Board Options:</b> 1) Approve BAC decision and have staff fulfill the placement. 2) Make other suggestions for Board consideration.</p>
<p><b>Staff Recommendation:</b> #1</p>
<p><b>Recommended Motion:</b> <b>Part of Consent Agenda.</b> Use this suggested motion if pulled from Consent Agenda: Move to approve the Committee decision on the placement of the Board Credo and have staff complete the process.</p>
<p><b>Attachments:</b> 1) Updated Board Credo</p>



**Green Valley Recreation Board Credo**

Our purpose is to serve the best interests of our current and future members through responsible and effective governance of GVR. We represent ALL members and seek to ensure that all community interests are understood and considered in our decision making.

**As individually elected board members we commit to our members:**

- To show up, prepared, and be thoughtfully engaged for each meeting;
- To listen with an open mind and a desire to understand different ideas and perspectives;
- To learn and develop our individual and collective capacity to make good governance decisions;
- To seek input, consider data, utilize expertise and engage our professional staff in informing our decision-making;
- To be transparent about our processes and decisions.
- We commit to abide by the current GVR governing documents.

**We personally strive to:**

- Practice humility and self-awareness
- Learn from the past but focus on the future
- Listen with the intent to understand each other better
- Choose our own battles judiciously
- Support the decisions made by the group and be willing to disagree without undermining the credibility of GVR and the board
- Tackle the hard issues
- Show gratitude and respect to each other, as well as GVR members and staff

We are *neighbors*, working together to make our community a great place to live, play and learn.



Green Valley Recreation, Inc.  
**Board of Directors Meeting**

**Italian Club Request**

**Prepared By:** Nanci Moyo, Admin. Sup.

**Meeting Date:** March 22, 2023

**Presented By:** Donna Coon, BAC Chair

**Consent Agenda:** No

<p><b>Originating Committee/Department:</b>  Recreation Department and Board Affairs Committee (BAC)</p>
<p><b>Action Requested:</b>  Consider approval of an application to establish an Italian Club.</p>
<p><b>Strategic Plan Focus Area:</b>  Goal 2: Provide quality services and programs that effectively meet the recreational, social, and leisure education needs of our membership, allocating resources to support those programs</p>
<p><b>Background Justification:</b>  The purpose of the GVR Italian Club will be to educate members who wish to learn about Italian culture, cooking and country. It is not limited to those of Italian descent, rather it will provide social gatherings for all GVR members who are interested.</p> <p>Application for GVR Italian Club was approved by the Recreation Department and signed by the CEO on February 2, 2023. The application was approved by the Board Affairs Committee on March 14, 2023, and has been recommended for approval by the Board of Directors.</p>
<p><b>Fiscal Impact:</b>  N/A</p>
<p><b>Board of Directors Options:</b>  1. Approve an application to establish an Italian Club  2. Table this discussion at this time.</p>
<p><b>Staff Recommendation:</b>  #1</p>
<p><b>Staff Recommended Motion:</b>  Move to accept the Board Affairs Committee recommendation to approve an application to establish a GVR Italian Club.</p>
<p><b>Attachments:</b>  1) Italian Club Application</p>

Date: February 6, 2023  
To: Natalie Whitman, Chief Operations Officer  
From: Kathy Edwards, GVR Club Liaison  
Subj: Application for GVR Italian Club - Overview

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**Benefit to GVR Membership**

The purpose of the GVR Italian club will be to educate members who wish to learn about Italian culture, cooking and country. It is not limited to those of Italian descent, rather it will provide social gatherings for all GVR members who are interested.

**Space Requirements**

Meeting room only

**Club Membership** (minimum 35 to form a club)

There are currently 40 GVR members on the membership roster which have been verified by GVR staff.

**Club Officers**

Mike Caprio, President  
Paul Zelus, Vice President  
Jerry Deno, Secretary  
Laurel Caprio, Treasurer

**GVR Approval**

Approved by GVR Chief Operations Officer  
Signed by the GVR Chief Executive Officer February 2, 2023

**GVR Board Affairs Committee**

Please advise when this will be on the agenda for the GVR Board Affairs Committee and club representatives will be present to answer any questions.



**Green Valley Recreation, Inc.  
New GVR Club  
Application for Club Status**

Please read the FAQ and Application Instructions prior to completing this application

This application and supporting documents must be completed in their entirety. Partial applications cannot be processed. Attach additional sheets if necessary. If you have questions, please contact the GVR Club Liaison.

1. Proposed name of your club: **The GVR Club Italian Club.**
2. Have your interested members read the GVR Bylaws, and Corporate Policy Manual (CPM) posted on the GVR Website, including Part 6: GVR Programs and Clubs? **YES X** NO\_\_\_
3. 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 X** NO\_\_\_
4. Is the mission of your group consistent with GVR's mission: "To provide excellent facilities and services that create opportunities for recreation, social activities, and leisure education to enhance the quality of our members' lives? **YES X** NO\_\_\_

Please explain below: **This will be a club to educate and learn of Italian culture, cooking, and country, and not only for members of Italian descent.**

5. How will this club benefit GVR and the membership? **It will provide a venue for like-minded members.**
6. Please describe, in detail, the purpose, plan and charge of your group.
7. Why is your group seeking GVR "Club Status?" Check all that apply:

<input type="checkbox"/> High interest in activity	<input type="checkbox"/> Tax purposes
<input type="checkbox"/> Better operation of group	<input type="checkbox"/> Insurance
<input checked="" type="checkbox"/> Facility Space	<input type="checkbox"/> Storage
<input checked="" type="checkbox"/> Reservation Preference	<input type="checkbox"/> Need for dues
<input type="checkbox"/> GVR support	<input type="checkbox"/> Other _____
8. Does your group understand that facility reservations are not guaranteed and your meeting space may vary from year to year? **YES X** NO\_\_\_

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

- |  |  |
|--|--|
| <input type="checkbox"/> Art Room                      | <input type="checkbox"/> Dedicated space (such as hobby shops) |
| <input checked="" type="checkbox"/> Large meeting room | <input type="checkbox"/> Small meeting room                    |
| <input type="checkbox"/> Auditorium                    | <input type="checkbox"/> Swimming pool                         |
| <input type="checkbox"/> Outdoor facilities            | <input type="checkbox"/> Stage                                 |
| <input type="checkbox"/> GVR support                   | <input type="checkbox"/> Other _____                           |

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

Monday      Tuesday      Wednesday      Thursday      Friday      Saturday      Sunday

11. Requests for dedicated space that only club members may use is limited and reviewed on a case-by-case basis. Do you anticipate needing dedicated space for your club in the future?  
YES \_\_\_ NO X If yes, please explain

12. Your group must be self-supporting in movable equipment, supplies, repairs and instructors through your club dues. 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 \_\_\_

13. Does your group agree to leave all meeting rooms, kitchens, outdoor facilities, etc. in the condition in which you found them? YES X NO \_\_\_

14. Will your group need any special set-up assistance or staff services beyond room setup?  
YES X - projection of media NO \_\_\_

15. 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 all interested members? YES X NO \_\_\_

16. In the space below, please describe, in detail, any special qualifications or skills needed for your activity.  
None

17. Is your group willing to provide orientation, instruction and training for new members if necessary?  
YES X NO \_\_\_

18. Does your group understand GVR's guest policy as stated in the GVR Bylaws and Corporate Policy Manual? YES X NO \_\_\_

19. 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 X** NO \_\_\_
20. Is your group willing to maintain monthly attendance records and report such to GVR? **YES X** NO \_\_\_
21. Are the members of your group willing to abide by GVR Bylaws, GVR Corporate Policy Manual, GVR Code of Conduct and Club Bylaws? **YES X** NO \_\_\_
22. 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 X** NO \_\_\_
23. Is your group willing to preserve club records for a minimum of 4 years? **YES X** NO \_\_\_
24. 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 X** NO \_\_\_
25. Is your group willing to submit a yearly financial statement, account balances, income, and make proper reporting to the IRS? **YES X** NO \_\_\_
26. Is your group willing to submit an updated membership roster, equipment inventory list, and other requested items to GVR annually? **YES X** NO \_\_\_
27. The current version of the GVR Corporate Policy Manual (CPM) is available on [www.gvrec.org](http://www.gvrec.org) Governance-Governing Documents & Reports-CPM. Have your interested members read this document? **YES X** NO \_\_\_

Attachments Checklist

- X GVR Club Membership Roster
- X GVR Club Officers' Information
- X GVR Club Bylaws
- X Annual GVR Club Agreement to retain GVR "Club Status"

**Primary Contact**

**Name: Michael Caprio**

**GVR#: 160977**

**Address: 5479 S. Pinkley Peak Drive**

**Phone: 203-640-7037    Email: mikevcaprio@yahoo**





Office use only  
 \_\_\_ Reservations  
 \_\_\_ Website  
 \_\_\_ Master

## 2023 GVR CLUB OFFICERS' INFORMATION

This fillable form must be submitted to GVR Club Liaison by February 1<sup>st</sup>

If a change of Officers occurs during the year, immediately submit an updated form to  
 GVR Club Liaison, Kathy Edwards – kathy@gvrec.org, (520) 495-5843

**GVR CLUB NAME:** GVR Italian Club **# OF CLUB MEMBERS** 44

**SUBMITTED BY:** Mike Caprio **DATE:** 1/12/2023

Officer	GVR #	Name	Address/Zip Code	Phone Number and Email address
President		Mike Caprio		
Vice President		Paul Zelus		
Secretary		Jerry Deno		
Treasurer		Laurel Caprio		
Other				

**1. Club Members designated to make GVR Facility Reservations and sign Reservation Contracts**

Member Name: Mike Caprio Phone: 203.640.7037

Alternate Member Name: Laurel Caprio Phone: 520.989.4700

**2. Annual Dues** \$ 15.00

**3. Date of Club Bylaws** 1/12/23



The GVR website has an informational listing for each GVR Club. Please update the following information for your Club. With respect to privacy, have each contact sign below.

4. **Please list the contacts for this Club to be displayed on the GVR website.**

*Each Club has established a club email address that is monitored by club member(s).*

\*Primary Contact Mike Caprio Phone (opt.) 203.640.7037

\*Secondary Contact Laurel Caprio Phone (opt.) 520.989.4700

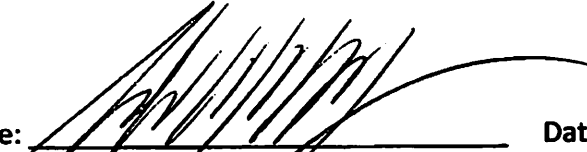
\*Club Website \_\_\_\_\_ Club Email gvritalianclub@gmail.com

5. **REQUIRED - Updates to GVR Website**

*Review club listing on gvrec.org – Recreation – Clubs. Attach additional sheet if necessary.*

---

\*By signing this document I give my permission to GVR to post the information on the Website as indicated in Item (5) above.

Primary Contact Signature:  Date: 1-13-2023

Secondary Contact Signature:  Date: 1-13-2023

# The GVR Italian Club Bylaws

## **ARTICLE I - Name**

The official name of the organization shall be the GVR Italian Club, hereinafter known as the Club.

## **ARTICLE II - Purpose**

The purpose of the Club shall be: to provide an opportunity for GVR members to familiarize themselves with all things Italian – food, culture, country and to provide an opportunity for members to meet socially. All activities conducted by the Club and its members shall be in accordance with the GVR Bylaws, Corporate Policy Manual and GVR Code of Conduct.

## **ARTICLE III - Membership**

A. All members holding GVR membership or tenant cards in good standing with GVR are entitled to join and participate in any meeting or activity, until the maximum capacity of the facility being used is reached. Membership shall not be denied to GVR members in good standing.

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. For the safety of users and the protection of GVR property, proficiency training or demonstration of proficiency may be required by the Club membership.

D. The Club shall not grant honorary membership or the equivalent to anyone NOT a GVR member.

E. 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 eligible guests may accompany a Club member only one time during a calendar year.

F. A GVR member may attend a Club activity one time prior to joining the Club.

G. All members and guests 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 years starting at the close of the Annual meeting at which they were elected. The first Board of Directors to be elected shall be composed of the President serving a one-year term, the Vice President serving a two-year term, the Secretary serving a three-year term and the Treasurer serving a two-year term. Each term will be in addition to the partial term from the date of organization to the first Annual meeting. No Director shall serve more than two consecutive terms. All elections shall take place at the Annual Meeting and shall be by closed ballot. Nominations for election to the Board of Directors may be made by any member in attendance at the Annual meeting.

### **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 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 accounts 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 - Committees**

A. The President, with the approval of the Club's Board of Directors shall appoint any Committee deemed necessary.

#### **ARTICLE VI - 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 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 VII - Dues and Fiscal Period**

A. The fiscal year shall be January 1 through December 31. The Club shall prepare a year end 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 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 VIII - 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.

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**ARTICLE IX - 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 X - 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 host/hostess to members, guests and visitors. Monitors are empowered to enforce all Club and all GVR rules and regulations.

**ARTICLE XI - Dissolution**

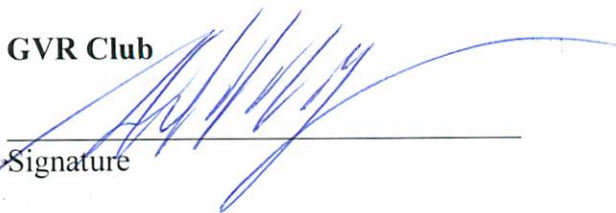
Upon dissolution of the Club all assets, after all bills are paid, shall be transferred to GVR.

**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:

**GVR Club**



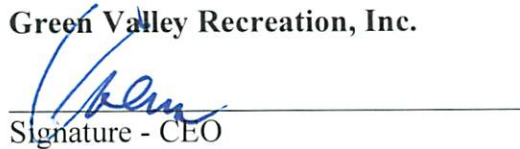
Signature

1-12-2023  
Date

**Michael V. Caprio**

Name – please print

**Green Valley Recreation, Inc.**



Signature - CEO

2/2/23  
Date

**Scott Somers**

Name – please print



## 2023 Annual GVR Club Agreement to retain GVR Club Status

### *GVR Mission Statement*

*"To provide excellent facilities and services that create opportunities for recreation, social activities and leisure education to enhance the quality of our members' lives."*

We, the Green Valley Recreation, Inc. (GVR) ITALIAN  
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
- Priority facility reservations and meeting space at no charge
- Liability insurance coverage at no cost to Club for GVR-sponsored Club events on GVR premises (GVR Club members, qualified guests and volunteers only)
- Use of basic utilities at no charge (e.g., electric; gas; water)
- Basic 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 Club agrees to the following Terms and Conditions:

1. Club agrees to indemnify and hold harmless GVR.
2. Club is required to include "GVR" in their Club name.
3. Club is required to use the official GVR logo and color palette 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. At their sole discretion, Clubs may grant occasional guest privileges as long as each guest qualifies in accordance with GVR Bylaws and policies.
7. Execute an effective monitoring system to ensure that only GVR members and eligible GVR guests are in attendance at Club meetings and activities.

8. Maintain at least 25 active GVR members in the Club to retain Club Status; if Club membership falls below the 25 active member minimum, the Club must increase its membership or GVR may rescind Club Status.
9. If space is assigned to the Club, routinely use at least 50% of the assigned Club space. GVR has the option of reassigning the Club to another facility, combining the Club with another of similar interest, or rescinding Club Status, if deemed appropriate.
10. Facility meeting space may limit participation in club activities.
11. If the Club determines that advanced skills or special qualifications may limit who may join the Club, orientation, training, and instruction must be offered to new Club members.
12. 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*].
13. Not affiliate with any national, state, or regional organization that requires GVR members to join.
14. Club members are permitted to bring alcoholic beverages for Club functions onto GVR property, provided the Club obtains prior written approval from GVR at the time a facility Reservation Agreement is signed.
15. Club may not sell alcohol on GVR premises without a state-issued liquor permit.
16. Ceramics, Clay Studio, and Lapidary classes offered through the GVR Course Catalog are reserved exclusively for GVR members.
17. Clubs may not grant honorary club membership or the equivalent to a non-GVR member.
18. Furnish necessary insurance on any personal equipment or personal items brought to or stored (with approval) on 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. Obtain an IRS Employer Identification Number (EIN) and provide the number to GVR Club Liaison.
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 years.
23. Preserve all Club correspondence and meeting minutes for a period of no less than four years.

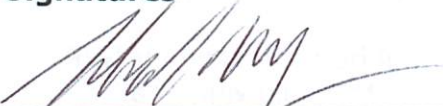


24. Be financially self-supporting to provide movable equipment and operating supplies unique to the Club, as well as repair and replacement of such equipment at the Club's expense.
25. The Club accepts that all equipment purchased by the Club or provided by GVR is the property of GVR, whether original 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 initial purchase of specialized equipment will be provided by Club.
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. Costs incurred for installation or relocation of equipment provided by the Club will be charged to the Club.
27. The Club understands GVR may provide small storage space, at no cost, to clubs if space is available.
- a. Storage of perishable foods, liquor, and highly flammable material is prohibited.
  - b. GVR is not responsible for any loss or damage to personal 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 two club members to schedule Club facility space reservations. Facility reservations requested by unauthorized Club members will not be granted.
  - b. A Club's regularly scheduled reservations will be confirmed by GVR Reservations Coordinator by November 1 for the following year.
  - c. A signed copy of the Club's regularly scheduled reservations must be returned to the GVR Facility Reservations Coordinator within two weeks of receipt by the Club President.
29. Club Directors & Officers (D&O) Insurance is NOT provided by GVR as stated in the GVR Corporate Policy Manual. Each club must determine if this is needed and purchase it from a commercial insurance broker.

30. Club must obtain proof of insurance from Vendors. Whenever a payment is made to any company, small business owner, or individual for an event at which they are contracted to work, they are considered a Vendor. Examples: DJ, Entertainer, Decorator (see attached samples).
31. Club is responsible for obtaining signed Waivers of Liability from GVR club members for each club activity that originates on GVR property, but entails leaving GVR property (see attached samples).
32. Club must comply with insurance requirements in the GVR Corporate Policy Manual, available on [www.gvrec.org](http://www.gvrec.org) – *Governing Documents*
33. **No later than February 1** each year, 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 financial statement indicating cash on-hand
  - c. A list of Club Officers for the current calendar year
  - d. An equipment/storage inventory list
34. **No later than April 15** each year, the Club agrees to submit the following document to GVR: A copy of IRS Form 990-N e-Postcard or 990 EZ form as required, submitted to the IRS by the Club for the previous calendar year.

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

**Signatures**



Club President Signature

1-17-2023

Date

Michael Caprio

Club President – Printed Name



GVR Representative Signature

1/13/23

Date

KATHY EDWARDS, CLUB LIASON

GVR Representative – Printed Name

**Green Valley Recreation, Inc. (GVR)  
Insurance Overview – GVR Clubs**

**Vendor’s Insurance**

**Definition**

Whenever **payment is made** to any company, small business owner or individual for an event at which they are contracted to work, they are considered a **Vendor**.

*Examples: DJ, Entertainer, Decorator.*

- **Vendors** must provide their own liability insurance coverage for club events.
- **Vendors** must also provide liquor liability insurance coverage if alcohol is served.
- **Vendors** are EXCLUDED from GVR Liability Insurance.
- **Vendors** CANNOT BE ADDED to the GVR Liability Policy.

**Summary of Requirements – Every Vendor (except GVR Approved Caterers)**

<b>Sole Proprietor</b>	<b>Company</b>
Vendor Agreement	Vendor Agreement
COI Liability	COI Liability
Sole Proprietor Waiver	COI Worker’s Comp

1. Complete and Sign *Green Valley Recreation, Inc. and its Subsidiaries Vendor Agreement for Insurance and Indemnity for Club Sponsored Events* (copy attached)
2. Certificates of Insurance must be approved by Green Valley Recreation, Inc./ Insurance Broker
3. Sole Proprietor Waiver or COI with Worker’s Comp
4. Submit Items above at least one (1) month in advance of club event to GVR Club Liaison.
5. Approval by GVR Chief Operations Officer/Insurance Broker within 2-4 business days.

*Note: Companies that appear on the **GVR-Approved Caterer’s list** on the GVR Website have already provided the required insurance document to GVR, so Clubs do not need to request any insurance information.*

**GVR Club Directors & Officers Insurance “D&O Insurance”**

**Definition**

Decisions related to Club and Fiduciary responsibilities of a GVR Club Board of Directors and Officers.

**Who is Covered**

Club Directors and Officers, if purchased by the Club from a Commercial Insurance Broker.

**GVR Club Waivers of Liability  
for Club Excursions and International Travel**

**Definition**

- Club is responsible for obtaining signed Waivers of Liability from GVR club members for each club activity that leaves GVR property.
- Club shall retrieve the current form from the GVR website – Recreation – Clubs – Documents for each activity.
- Club shall retain all waivers in the permanent club records.

**Who is Covered**

Participants acknowledge they assume all risk associated with outings.

  
\_\_\_\_\_  
Club President Signature  
  
\_\_\_\_\_  
Club President – Printed Name

1-13-2023  
\_\_\_\_\_  
Date



## Vendor Agreement for Insurance and Indemnity for GVR Club Sponsored Events

### Insurance

#### **Certificate of Insurance (COI)**

Certificates of insurance acceptable to Green Valley Recreation, Inc. here and after (GVR) and its subsidiaries and evidencing the following coverage shall be filed with GVR prior to any club event on the GVR premises. The certificate along with the signed copy of this agreement is required prior to the scheduled event. Failure of GVR to identify a deficiency from certificates and forms that are provided by the Vendor shall not be construed as a waiver of the Vendors obligation to maintain such insurance.

#### **1. General Liability**

Commercial General Liability policy written on an occurrence form, insuring Bodily Injury and Property Damage with minimum limits of: \$1,000,000 Each Occurrence/\$2,000,000 Aggregate/\$2,000,000 Products/Completed Operations Aggregate. General Liability coverage shall include a Waiver of Subrogation in favor of GVR and its subsidiaries, and others as required. General liability coverage must be endorsed to name GVR and its subsidiaries and others as required as Additional Insured(s). The insurance afforded to the Additional Insured(s) is provided on a primary basis without right of contribution from any other insurance available to the Additional Insureds. 10-day notice of cancellation applies.

#### **2. Workers Compensation/Sole Proprietor Waiver**



*Include a COI (or ensure it is included in the COI provided, for Workers Compensation Insurance as outlined below. If vendor is a Sole Proprietor, they must complete the attached Sole Proprietor Waiver.*

Workers Compensation Insurance Statutory Limit as required by the laws of the state of AZ in which the Vendor is to perform their work, including a Waiver of Surogation endorsement in favor of GVR and its subsidiaries. The Employer's Liability limit shall be at least the following limit: \$100,000 Each Accident Disease Policy Limit/Disease Each Employee.

### Indemnification/Hold Harmless Agreement:

To the fullest extent permitted by law, the Vendor shall indemnify and hold harmless GVR and its subsidiaries including their officers and employees and any other entities required to be indemnified by GVR from and against any and all claims, damages, losses and expenses, including but not limited to attorneys' fees, arising out of or resulting from the Vendors work, provided that any such claim, damage, loss or expense (1) is attributable to bodily injury, sickness, disease or death, or to injury to or destruction of tangible property. (2) Is caused in whole or in part by any negligent act or omission of the Vendor or any Sub-subcontractor of vendor, anyone directly or indirectly employed by any of them or anyone for whose acts any of them may be liable, regardless of whether or not it is caused in part by the negligence of a party indemnified hereunder. Such obligation shall not be construed to negate, abridge, or otherwise reduce any other right or obligation of indemnity which would otherwise exist as to any party or person described in this Paragraph.

Accepted and agreed to by Vendor:

\_\_\_\_\_  
Vendor's Full Business Name

\_\_\_\_\_  
Authorized Signatory for Vendor

\_\_\_\_\_  
Date

\_\_\_\_\_  
GVR Club

\_\_\_\_\_  
Date of Event



## SOLE PROPRIETOR/SINGLE MEMBER LLC

**Note:** this form applies **only** to Green Valley Recreation, Inc. contractors utilizing Sole Proprietors/Single Member LLC with no employees.

I am not the employee of Green Valley Recreation, Inc. Therefore, I am not entitled to workers compensation benefits from Green Valley Recreation, Inc. I am performing work as an independent contractor for Green Valley Recreation, Inc. I am a Sole Proprietor/ Single Member LLC and I am doing business as (name of Sole Proprietor / Single Member LLC business):

I understand that if I have any employees working for me, I must maintain workers compensation insurance for them.

\_\_\_\_\_  
Print Name

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date

Be prepared to provide these documents to us upon request in the event of a claim or premium audit.

\_\_\_\_\_  
GVR Club

\_\_\_\_\_  
Date of Event



## Waiver of Liability for

## Club Excursions

I understand that during outings or activities (off GVR premises) of any and all Green Valley Recreation Inc., Clubs in which I participate under arrangements of the Club and its agents, certain risks and dangers may arise, including but not limited to the hazards of traveling in the wilderness, the forces of nature, accident and illness.

In consideration of the right to participate in these outings and the services provided for me by the Club and its agents, I have and do hereby assume the risk associated with the outings and will hold Green Valley Recreation Inc., Club, and its agents harmless from and defend them against any and all liability actions, suits, claims and demands which could arise out of the outings. This agreement shall serve as a release and assumption of risk for myself and my heirs, administrators, executors, and for all members of my family including any minors accompanying me.

\_\_\_\_\_  
Club Name

\_\_\_\_\_  
Printed Name

\_\_\_\_\_  
GVR#

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date

*Each member who participates in a club activity that leaves GVR property must sign a **Waiver of Liability for Club Excursions** prior to each event which the club must maintain in its permanent records.*



## Waiver for International Travel

This document constitutes a **waiver** as it relates to participation in international travel to \_\_\_\_\_ (location) planned for \_\_\_\_\_ (date) ("Trip").

Please be advised the Trip is not an endorsed event of Green Valley Recreation, Inc. (GVR) nor any GVR Club and participation is strictly voluntary by the attendee.

This Trip is to a foreign destination, so those traveling may wish to consider procuring other insurance such as accident insurance prior to departure. Additionally, members should check with their respective medical provider with regard to coverage outside of the United States in the event of a medical emergency.

By signing this waiver, you acknowledge your understanding and your agreement to hold harmless GVR, its Clubs, its employees, directors, officers, and agents from any and all liability for losses or damages arising out of or in connection with the Trip. This is a comprehensive limitation of liability that applies to all losses and damages of any kind whether in contract, negligence or other tortious action.

\_\_\_\_\_  
Printed Name

\_\_\_\_\_  
GVR#

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Date

Form filed date: \_\_\_\_\_ Staff initials/notes: \_\_\_\_\_





Green Valley Recreation, Inc.

## Board of Directors Regular Meeting

### Annual Work Plan

Prepared By: Scott Somers, CEO

Meeting Date: March 22, 2023

Presented By: Scott Somers, CEO

Consent Agenda: NA

<p><b>Originating Committee / Department:</b> Administration</p>
<p><b>Action Requested:</b> Consider approving the 2023 Proposed Annual Workplan</p>
<p><b>Strategic Plan:</b> GOAL 5: Provide sound, effective governance and leadership for the corporation</p>
<p><b>Background Justification:</b> The Board of Directors reviewed and discussed the draft 2023 Annual Workplan during its March 15 Board work session. The highlighted areas identify changes made as a result of the work session.</p> <p>The proposed workplan coincides directly with the Board-approved 2022-2026 Strategic Plan. Completion of the action items identified in this workplan will support fulfillment of the Strategic Plan Initiatives, Goals, and ultimately, the Vision of the organization.</p>
<p><b>Fiscal Impact:</b> Action items vary in cost, but items are budgeted in the 2023 Approved Budget.</p>
<p><b>Board Options:</b></p> <ol style="list-style-type: none"> <li>1. Approve the 2023 Proposed Annual Workplan.</li> <li>2. Approve the 2023 Proposed Annual Workplan with amendments.</li> <li>3. Do not approved the 2023 Proposed Annual Workplan.</li> <li>4. Provide alternative direction to staff.</li> </ol>
<p><b>Staff Recommendation:</b> Option #1</p>
<p><b>Recommended Motion:</b> <i>Move to approved the 2023 Proposed Annual Workplan.</i></p>
<p><b>Attachments:</b> 1) Proposed 2023 Annual Workplan</p>

## Memorandum

To: Board of Directors

From: Scott Somers, CEO

CC: GVR Senior Staff

Date: March 22, 2023

RE: Proposed 2023 Annual Workplan

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### Administration/CEO

2.2.3 Develop relationships with similar organizations to share trends, best practices, and steps to overcome customer service challenges.

- CEO to continue participating in quarterly meetings with executives from similar organizations to exchange knowledge and information. (Ongoing)

5.1.1 Provide staff support to the Board of Directors to enable proactive, complete communications about Board decisions.

- Continue working with Board Secretary on crafting written responses to member inquires. (Ongoing)
- Continue working with Communications to provide Board action synopsis to members. (Ongoing)

5.2.1 Review the strategic plan regularly to ensure progress on action items and continuity year-over-year with the plan.

- Provide updates annually through the Annual Workplan and Annual Year-in-Review. (January – March)

5.2.3 Utilize staff liaison and the strategic plan to support continuity of direction.

- Staff and Legal Counsel to work together to develop recommended updates to Bylaws to ensure compliance with State Statutes. (June)
  - Bring recommendations to BAC for consideration. (July)
  - Bring BAC recommendations to Board for consideration for placement on the 2024 ballot. (August)
- Work with Board of Directors and consultant on comprehensive review and improvements, of and to Committees, to specifically include purpose, mission, and responsibilities, any processes committees must follow, member terms, and appointment process. (July)
  - Develop capital project review and approval process. (July)
- Review Corporate Policy Manual (CPM) for Policy vs. Operational matters. (August)

- Review CPM for consistency, clarity, and flow. (August)

5.4.1 Encourage staff and Board to attend training conference and participate in professional associations.

- Maintain Community Associations Institute (CAI) to seek continuing education opportunities for Board and staff. (Ongoing)
- Seek additional Board and staff training opportunities such as Roberts Rules of Order, Alexander Carrillo Consulting. (Ongoing)
- With HR, encourage staff to participate in professional association training and ongoing education. (Ongoing)

5.5.1 Develop a continuity of operations plan that includes evacuation locations, IT operations, personnel emergency succession, document preservation, etc.

- Ongoing Record Retention for all GVR Departments and digital preservation of records.
- Work with IT to create backup and redundant systems. (December)
- Design and implement a physical and electronic archive system. (December)
- Continue digital scanning of official documents and records. (December)
- Continue working with Green Valley Council (GVC) on regional emergency management planning. (Ongoing)

5.6.1 Participate/partner with outside organizations such as Rotary, Chambers, GVC, GGVCF, etc. Continue membership and participation with Rotary and Chamber activities. Seek additional opportunities. (Ongoing)

## Board and Committees

5.2.1 Review strategic plan regularly to ensure progress on action items and continuity year-over-year with the plan. See Administration/CEO

5.2.2 Develop and adopt operating commitments for the Board to demonstrate courtesy, consideration, mutual respect, and willingness to listen to one another and staff.

- Board to consider adopting Board Credo. (February)

5.2.3 Utilize staff liaison and the strategic plan to support continuity of direction.

- Work with Board of Directors and consultant on comprehensive review and improvements, and to Committees, to specifically include purpose, mission, and responsibilities, any processes committees must follow, member terms, and appointment process. (July)

Develop capital project review and approval process. (July)

5.3.2 Develop a list and description of GVR values/principles and articulate roles and responsibilities.

- Consider working with same consultant in 5.2.2 to assist in development and improvements. (June)
- With the Board of Directors, develop a Board (or committee) ad-hoc committee to evaluate GVR's need for volunteers, assess the resources necessary to manage a volunteer pool, and develop associated policy recommendations. (September)

## Communications

1.3.3 Improve interior and exterior signage: complete, consistent, accessible, concise, and attractive.

- Complete pool deck signage update. (May)

- Complete the Aid Station project. (May)
- 1.3.4 Implement standard and electronic signage to heighten communication of activities and events.
- With facilities, develop a center signage plan. (December)
  - Launch the new website. (April)
- 2.2.4 Clarify communications procedures and distribute messaging to all staff so members receive consistent, trustworthy information from all GVR representatives.
- Continue weekly staff bulletin. (Ongoing)
  - Develop a method for measuring readership and create an improvement plan as needed. (August)
  - Develop and document an SOP that identifies types of messages that need to be disseminated to various personnel. (December)
  - Update monthly on project status. (Ongoing)
- 2.2.5 Develop and implement a member experience review plan related to customer service by department. (Similar to 2.1.1)
- 3.3.2 Improve ease of access to GVR activity schedule and opportunities.
- Develop and implement a social media plan. (September)
- 3.4.2 Continue to seek member feedback on a wide variety of matters via polls, surveys, in-person forums and virtual forums.
- Conduct polls to follow-up on the 2022 survey results. (Throughout year)
- 3.4.3 Publicize recreation programs, GVR events, and GVR club events via diverse communications channels.
- Develop a monthly report for Board and members to include monthly data reports and project updates to include progress and dollars spent to date. (July)
  - See 3.3.2. Continue building relationship with GV News through press releases and invitations to participate/cover events and activities. (Ongoing)
- 3.4.4 Assess and replace, as needed, current digital platforms with more accessible options. With IT and Recreation, complete preliminary plans and gather bids for a new app. (December)

## Facilities Department

- 1.1.1 Identify accessibility improvement areas.
- Continue with facility-wide accessibility improvements, including ADA requirements and addressing mobility challenges. (Ongoing)
  - Complete an ADA audit of centers. (December)
- 1.1.3 Continue to identify and execute a process for regular upkeep and maintenance/predictive maintenance procedures.
- Develop and implement center-specific standard operating procedures (SOP) book for custodial. (April)
  - Develop and implement daily/monthly/quarterly inspection reports for custodial, aquatics, landscaping and maintenance. (April)
- 1.1.5 Introduce newer technology to improve energy efficiency when there are opportunities.

- Reduce GVR's electric energy consumption through lighting fixture and lamp conversions. (Ongoing)

1.2.1 Create function-designated rooms with proper lighting, A/V, seating, furnishing, flooring, ventilation, etc. to complement and support specific activities.

- Improve Del Sol Clubhouse to allow for member and club usage.
  - Open level Pro Shop side opened for Billiards players. (February)
  - Finalize architectural drawings for lower level and parking lot redesign. (May)
  - Circulate RFP for construction services. (June)
  - Award contract upon Board approval. (July)
  - Secure a vendor to provide food and beverage services. (August)
- With architect, present WC Arts Center, and alternative, cost estimates. (May)
- Research expanding Desert Hills Ceramics Club space.
  - Develop construction documents; develop estimates. (April)
  - Circulate RFP for construction services. (April)
  - Award a contract upon Board approval. (May)

1.2.2 Assess spaces for specific activities and equip those spaces properly, such as art class space with washable floors.

- Address flooring and room finishes that are activity-specific when performing scheduled room improvements and flooring replacements. (Ongoing)

1.2.4 Evaluate and improve capital request process.

- With appropriate committee and Board approval, improve and approve the Club request form. (May)

1.2.5 Employ newer technologies to benefit members' abilities to fully utilize facilities.

- Increase facility security (DSX proximity readers, video cameras) for GVR members, staff, and guests by upgrading and/or installing new equipment and technologies. (July)
- Work with Recreation and IT to identify and relocate fencing, access points, and attendance readers at specific locations to better track member usage and improve security. (August)

1.3.1 Develop, plan, and schedule to keep finishes and amenities up to date.

- Develop and implement an interior redesign plan with contractor. (July)
- Remodel Canoa Hills' locker rooms and restrooms. (September)
- Rehab Desert Hills locker rooms. (September)

1.3.3 Improve interior and exterior signage: complete, consistent, accessible, concise, attractive

- Update interior/exterior signage at West Center, Desert Hills and Santa Rita Springs. (December)

1.4.1 Explore opportunities to establish a coffee shop, etc. (See 1.2.1 Clubhouse vendor)

1.4.2 Design peripheral grounds to provide outdoor recreation opportunities: park-like settings, walking trails, outdoor games, and activities.

- Identify and begin implementing campus-wide locations for landscaping improvements to include native pollinator species. (Ongoing)
- 1.4.3 Identify under-utilized areas that could be used for this purpose. (social gathering)
- Replace and install new and additional pool deck loungers, conversation sets and umbrella shades at Desert Hills, Canoa Hills and West Center, North Abrego (May)
  - Reconsider shade trellis at West Center courtyard. (October)
- 3.1.2 Explore the idea of allocating space for specialized fitness centers.
- Complete Desert Hills Fitness Center expansion project. (May)
  - Repurpose current poker room and fitness room at Desert Hills to fitness studio. (October)
  - Seek solutions to expand fitness center at Santa Rita Springs. (October)
  - Work with architect to develop a plan for expanding fitness center at Las Campanas. (October)
- 4.2.1 Evaluate maintenance repair and replacement (MR&R) planned projects to confirm need.
- With CEO and CFO, review MR&R project list to confirm need and timing of projects. (June)
- 4.2.2 Explore transitioning to hybrid/electric vehicles when existing vehicles are replaced.
- Consider options when replacing vehicles per MRR study and need. (Ongoing)
- 4.4.3 Maintain and continue to utilize the reserve study. (MR&R)
- Complete MRR identified projects for FY2023. (December)

## **Finance Department**

- 1.1.4 Develop and adopt a rolling 5-year Capital Projects Plan aligned with the strategic plan.
- Look to strategic plan to inform the 5-year Capital Projects Plan. (Annually in October)
- 4.1.1 Identify options and tradeoffs for revenue diversification.
- With staff and FAC, brainstorm options and alternatives; identify costs and benefits of each; develop top recommended list; present to Board recommendations. (October)
- 4.2.1 Evaluate maintenance repair and replacement (MR&R) planned projects to confirm need. (See Facilities)
- 4.3.1 Update and recommend financial policies.
- Based on best practices and with FAC, recommend updated financial policies, including a Procurement Policy for Board approval. (March)
  - Complete the inventory of all GVR Fixed Assets assigning asset labels and updating the fixed asset database as needed. (May)
- 4.3.2 Develop a plan for economic downturns.
- As part of annual budget development process with staff, develop contingency plans, such as decreasing expenditures by 10%, 20%, etc. (Should be include in 4.3.1 as a section in Financial Policies)
- 4.3.3 Employ sound investment strategies to maximize passive income.
- With Investment Committee and Board, continue utilizing sound, professional investment strategies; update policies as needed. (Ongoing)

4.3.4 Provide continuous education for Board, committees, staff about GVR financial management and positions so that they can make decisions to monitor effectively.

- Continue providing quarterly financial updates to Board and detailed financial statements to the Fiscal Affairs Committee (FAC). (Ongoing)
  - Provide annual primer on reading financial statements. (May)
- Receive unqualified audit opinion for 2022 financial audit. (March)
- Provide memo to Board that addresses past audit findings and recommendations and actions taken as a result. (March)
- Review Fund EZ Purchase Order System, and other third-party PO systems and implement. (September)
- Renew liability, worker's comp, and flood insurance policies. (June)
- Perform successful worker's comp audit. (August)
- Perform successful 401(k) audit. (August)
- Update and present memo on personnel costs vs. revenue (Annually in March).

4.4.1 Review the 3-year annual financial forecast with the Board.

- Present 3-year annual financial forecast as part of the annual budget document. (Ongoing)

4.4.3 Maintain and continue to utilize the reserve study (MR&R). (See Facilities)

## Human Resources

3.2.1 Collaborate with Recreation Department to develop a sustainable volunteer program to support GVR activities.

- With Recreation, identify opportunities for volunteerism. (September)
- Update or develop volunteer job description. (September)
- Develop onboarding program and process for volunteers to include feedback opportunities. (October/November)
- With Communications, advertise and promote volunteer opportunities. (November)

5.3.3 Provide training and team activities to help people demonstrate these GVR values. (See 2.2.2)

- With CEO, develop a plan and schedule to regularly meeting with all staff to inform and demonstrate values. (See above)

5.3.4 Incorporate values (5.3.2) into performance management.

- Finalize updates to GVR's Employee Handbook. (June)
- Research and recommend an official Employee Recognition Program. (September)
- Research and recommend an expanded employee wellness program. (October)

5.4.1 Encourage staff and Board to attend training conference and participate in professional associations. (See Administration/CEO)

Not on strategic plan:

- Participate in annual contractual negotiations for Benefit Plans/Open enrollment. (May)

## IT Department

1.2.5 Employ newer technologies to benefit members' abilities to fully utilize facilities.

- Partner with the Facilities Department and Chief Operating Officer to implement an all-site surveillance solution to help improve security for all GVR campuses. (June)

3.4.4 With Communications, assess and replace, as needed, current digital platforms with more accessible options.

- With Communications, launch a new, user-friendly website. (April)

5.5.1 Develop a continuity of operations plan that includes evacuation locations, IT operations, personnel emergency succession, document preservation, etc.

- Continue developing and testing the Disaster Recovery Solution implemented in the prior year. This will be an ongoing project. (Ongoing)
- Update end of life workstations and laptops. (September)
- Update end of life servers. (September)
- Maintain and update all network devices in all centers including switches and routers. (ongoing)
- Continue managing member kiosks at six of the major centers. (Ongoing)

## **Member Services Department**

2.2.1 Implement a quality assurance system to ensure that exceptional customer service is happening, such as secret shopper, a review schedule to see how systems and processes are operating.

- Develop and improve the Member Services function to ensure a high touch level of customer service that builds confidence and trust from our members and Board. (Ongoing)
- Work towards fully documenting Membership SOPs and creating a comprehensive handbook. (December)
- Partner with attorney to work towards becoming the expert with regards to GVR's boundary, master development agreements, deed restrictions, title agreements, and collections. (Ongoing)
- Survey members who interact with front end staff to determine options for improvement. (Ongoing)
- At regular intervals, review systems and processes with appropriate staff to ensure consistency of understanding and of use and identify and implement improvements where needed. (Ongoing)
- Partner with Communications to create a comprehensive New Member Welcome Packet. (July)
- Continue to explore and find solutions to identify and decrease membership and guest card misuse. (Ongoing)

2.2.5 Develop and implement a member experience review plan related to customer service by department. (Similar to 2.2.1)

3.3.1 Conduct a policy and process review.

- Identify policies and processes requiring member engagement. (July)
- Map processes and steps. (August)
- Identify process improvements from a customer-centric perspective. (October)
- Begin implementation. (December)



## Recreation Department

- 1.1.2 Assess and improve fitness center functionality. (Ongoing)
- 1.2.1 Create function-designated rooms with proper lighting, A/V, seating, furnishing, flooring, ventilation, etc. to complement and support specific activities. (See Facilities)
- 1.2.4 Evaluate and improve capital request process. (See Facilities)
- 1.2.5 Employ newer technologies to benefit members' abilities to fully utilize facilities.
  - With Communications, identify features of the new website and future new app that will enhance member access to activities and facilities. (August)
  - With IT and Facilities, develop a plan to move proximity readers to ease of access for members, eliminate separate attendance readers, and improve the accuracy of real-time facility use data (June)
- 2.1.1 Review current programming and make adjustments, if needed, to ensure variety and alignment with current and future member needs.
  - Through member surveys, identify gaps and needed adjustments. (Ongoing)
  - Survey similar organizations to identify changing interests and needs. (September)
- 2.1.2 Explore a varied activity/service structure that accommodates all income levels. (See 2.1.1)
- 2.1.3 Explore the possibility of virtual offerings for part-time residents and those homebound. (See 2.1.1) (Rescheduled for 2024).
- 2.1.4 Review and improve, if necessary, processes to assess quality of services and programs.
  - Assess the current reservations policies and practices and identify changes to improve the member experience and increase efficient use of space (December)
- 2.2.1 Implement a quality assurance system to ensure that exceptional customer service is happening, such as secret shopper, a review schedule to see how systems and processes are operating.
  - Implement training programs to ensure exceptional customer service among Recreation Services Assistants (RSAs) and Center Operations Assistants (COAs) (June)
- 2.2.5 With Member Services, develop and implement a member experience review plan related to customer service by department (Similar to 2.2.1)
- 2.3.1 Explore changes in process of instructor hiring, actively recruiting instructors to meet member needs.
  - Develop a standardized vetting system for instructors, personal trainers, and professionals. (August)
- 2.3.2 Explore guidelines with evaluation criteria for instructors and make improvements, if necessary.
  - Develop/update criteria and make improvements. (August)
- 3.1.3 Continue to identify and pursue programming that members want.
  - Events and performances, Fitness programs, Classes and tours, Drop-in activities. (December)
  - Develop a recreation/events program plan for the Del Sol Clubhouse. (August)
- 3.1.4 Develop a prioritized 5-year plan for programming events.
  - Work with Facilities to remove the fountain in the WC courtyard to improve that space for outdoor events. (July)
- 3.2.1 With HR, develop a recommendation for a Board ad-hoc committee to evaluate GVR's need for volunteers, assess the resources necessary to manage a volunteer pool, and develop associated policy recommendations. (September)

### 3.3.1 Conduct a policy and process review.

- With Member Services, identify policies and processes requiring member engagement; map processes and steps; identify process improvements from a customer-centric perspective; with Communications, include policy and process in a Member Handbook; research and implement solutions to decrease member and guest card abuse. (December)
- Work with IT to review process simplification and possibility of creating online forms for Clubs. (Part of website launch in April)



Green Valley Recreation, Inc.  
**Board of Directors Meeting**  
**Desert Hills Fitness Equipment**  
**Authorized Transfer/Expenditure**

**Prepared By:** David Webster, CFO

**Meeting Date:** March 22, 2023

**Presented By:** David Webster, CFO

**Consent Agenda:** No

**Originating Committee / Department:**

Fiscal Affairs Committee

**Action Requested:**

Authorize the transfer of an expense from Initiatives to Operations and Authorize an expenditure of approximately \$79,836 from Initiatives to pay the balance owed on fitness equipment for the Desert Hills Fitness Center

**Strategic Plan Goal:**

Goal 4: Cultivate and maintain a sound financial base that generates good value for our members.

**Background Justification:**

GVR Staff has ordered the fitness equipment for the expansion of the Desert Hills Fitness Center. The original deposit (50%) for this order was \$89,413.35 and was paid for out of GVR Operating cash. The balance due Arizona Health for this equipment is \$79,836, which is less than planned since staff have amended the original order. It is recommended that the entire purchase be funded by the Initiatives Fund. To accomplish this, the following two step process is required:

1. Transfer the \$89,413.35 expense from the Initiatives Fund to the Operating Fund to reimburse for the deposit.
2. Directly pay \$79,836.00 from the Initiatives Fund to Arizona Health for the balance due.

The 5-year projection of the Initiatives Fund indicates there is sufficient cash in the Initiatives Fund to make this asset acquisition.

**Fiscal Impact:**

The Operating Fund will increase by \$89,413.35

The Initiatives Fund will decrease by \$169,249.35

**Board Options:**

- 1) Authorize the transfer of an expense from Initiatives to Operations and Authorize an expenditure of approximately \$79,836 from Initiatives to pay the balance owed on fitness equipment for the Desert Hills Fitness Center
- 2) Not approve transfer and expenditure
- 3) Approve alternate method of funding the purchase of Desert Hills fitness equipment.

**Staff Recommendation:**

Option 1

**Recommended Motion:**

*Move to authorize the transfer of an expense from Initiatives to Operations and Authorize an expenditure of approximately \$79,836 from Initiatives to pay the balance owed on fitness equipment for the Desert Hills Fitness Center*

**Attachments:**

None



Green Valley Recreation, Inc.

## Board of Directors Meeting

### Procurement and Spending Authority Policy

**Prepared By:** David Webster, CFO

**Meeting Date:** March 22, 2023

**Presented By:** Carol Crothers, Treasurer

**Consent Agenda:** No

<p><b>Originating Committee / Department:</b> Fiscal Affairs Committee</p>
<p><b>Action Requested:</b> Board approval of the new Section 4 to Part 5 of the CPM to establish the policy for procurement of goods and services for GVR.</p>
<p><b>Strategic Plan Goal:</b> Goal 4: Cultivate and maintain a sound financial base that generates good value for our members.</p>
<p><b>Background Justification:</b> To establish a policy to set out the requirements and guidelines for procuring goods and services for GVR, the Fiscal Affairs Committee and staff recommends that the new Section 4 to Part 5 of the CPM be adopted. GVR legal counsel has reviewed the policy which policy establishes bidding requirements and signature spending approval limits for GVR procurement activities.</p>
<p><b>Fiscal Impact:</b> This policy provides greater controls over the procurement of goods and services for GVR.</p>
<p><b>Board Options:</b> 1) Approve recommended Procurement policy 2) Not approve the policy. 3) Approve an alternate Procurement policy.</p>
<p><b>Staff Recommendation:</b> Option 1</p>
<p><b>Attachments:</b> 1) Procurement Policy</p>

## **PROPOSED NEW SECTION 4 to PART 5: FISCAL/ACCOUNTING**

### **SECTION 4 – PROCUREMENT POLICY (Adopted \_\_\_\_\_)**

#### **5.4.1 Overview**

The purpose of this policy is to set out the requirements and guidelines for procuring goods and services for GVR on behalf of the Corporation to ensure GVR receives value for the money spent. This policy establishes the approved parameters to be used for all contracts, purchases, leases, orders of goods, supplies, construction, professional services, and other contractual services. These requirements are based on the principles of accountability, transparency, openness, fairness, integrity, and ensuring value. This policy is consistent with CPM 5.1.3, as to setting financial limits established by the Board.

The policy applies to all staff/employees of GVR who have responsibility for procuring goods and services. The CEO and CFO are authorized to develop internal operational procedures to further implement this policy for the applicable Departments, Directors, Managers and staff to follow.

#### **5.4.2. Bidding and Disbursement Process:**

All Department managers and staff are responsible for ensuring that goods and services are procured for good value, and that a fair procurement process is used to select vendors. The CEO and CFO have the overall responsibility for the administrative procurement process, overseen by the Board as set forth herein. Artificial division, splitting, or fragmentation of a transaction/purchase order to circumvent requirements of source selection or bidding is prohibited.

Internal operational procedures may include processes relating to purchasing recurring items and executing recurring operational contracts. This policy shall serve as the Board's resolution under Article VII, Section 4.A of the Bylaws, exempting such recurring contracts from certain bidding requirements, and not requiring signature by the President.

The procurement levels in the policy below do not relieve staff of the responsibility to ensure that they comply with the Board-approved budgetary limits. The CEO retains the authority under CPM 4.1.2.A.2 and Board Budget Development Policy 1.1.3.C and D to manage expenditures within the approved budget without incurring indebtedness, but with the ability to shift amounts between line items to meet current or anticipated needs (subject to reporting to the Board

any increase or decrease by more than 15% or \$15,000.00, whichever is greater).

The Board-authorized bidding and purchase approval requirements, as well as signing authority for all purchases is outlined in the chart below, *except as shown below the chart in 5.4.3:*

<b>AMOUNT OF PURCHASE</b>	<b>BIDDING REQUIREMENT</b>	<b>PURCHASE APPROVAL/SIGNATURE</b>
<b>Under \$5,000</b>	Not Required	Authorized Department Director or Manager/Supervisor
<b>\$5,000 to \$99,999</b>	Quotes/Bids required. No posting on GVR website. RFP and/or Scope of Work developed by staff, sent to at least 3 vendors.	CEO or CFO Approves. CEO Signs Contract.
<b>\$100,000+</b>	Sealed Bidding Process. Open to all vendors that choose to submit a response to RFP developed by staff. Posted on GVR Website. Staff and CEO review submittals and make recommendations.	Board Approves. President Signs Contract.

**5.4.3. Exceptions to Bidding and/or Approval Process:**

**Recurring monthly and annual bills**, e.g. property taxes, employee health, routine maintenance, and life insurance, etc., are exempt from the purchase order and bidding requirement. The CFO or the CEO may approve these regularly occurring bills and contracts. Board approval is not required unless over \$100,000.00. Recurring operational contracts giving rise to these types of expenditures do not require signature by the President (i.e., the first two categories above).

## **Maintenance, Repair and Replacement Funds (Section 3 of CPM Part 5:**

- **(MRR-A)** CPM 5.3.3. (Fund for maintenance, repair, replacement of existing equipment and facilities in Component List of Annual Reserve Study). The CEO or CFO approve any purchases and contracts, and the CEO signs, for any amounts, consistent with 5.3.3.D, authorizing spending up to 110% of a Component's Fully Funded Balance for the current fiscal year in the current Annual Reserve Study. Board approval is required only for more than 110%. *The bidding process will follow columns 1 and 2 in the chart above.*
- **(MRR-B)** CPM 5.3.4. (Fund for replacement of pools and spas). All expenditures of money from this fund and therefore, all contracts/purchases, must be approved by the Board, and the President shall sign contracts. *The bidding process will follow columns 1 and 2 in the chart above.*
- **Initiatives Reserve Fund.** CPM 5.3.5. All expenditures of money from this fund and therefore, all contracts/purchases, must be approved by the Board, and the President shall sign contracts. *The bidding process will follow columns 1 and 2 in the chart above.*

*The requirement for obtaining bids is waived in the following cases:*

- **Sole Source/Direct Award**, if approved in advance by the CEO and the Board.
- **Emergency procurement/repair** of any amount, whether budgeted or unbudgeted, if approved by the CEO (or CFO or other senior management in the CFO's absence). The CEO may use funds from the Emergency Reserve Fund for emergencies over \$25,000 (CPM 5.3.6.D).

### **5.4.4. Lease or Rental Agreement:**

The CFO and CEO must approve any lease or rental agreement exceeding six (6) months in duration and with an aggregate annual payment exceeding \$5,000.00. The Board must approve all such agreements that exceed \$100,000, or one year in length.

### **5.4.5. Vendor Relationships:**

Gifts exceeding \$50.00 in value, from a vendor or prospective vendor of goods and services for the Corporation, given to any employee(s) are strictly prohibited.





Green Valley Recreation, Inc.

## Board of Directors Meeting

### Internal Financial Manual, Process Approach to Major Capital Projects, and a Monthly Project Plan

Prepared By: Carol Crothers, Director

Meeting Date: March 22, 2023

Presented By: Carol Crothers, Director

Consent Agenda: No

**Originating Board Director:**

Carol Crothers

**Action Requested:**

1) Approve a high-level process approach to analyzing, approving, funding and awarding contracts for major capital projects; and 2) Require a high-level project plan that is reviewed monthly that identifies all the steps necessary to get projects completed in a timely fashion.

**Strategic Plan Goal:**

Goal 1: Provide excellent facilities for members (as measured by member survey questions)

Goal 2: Provide quality services and programs that effectively meet the recreational, social and leisure education needs of our membership, allocating resources to support those programs (as measured by member survey questions)

Goal 4: Cultivate and maintain a sound financial base that generates good value for our members (as measured by member survey related to good value);

Goal 5: Provide sound, effective governance and leadership for the corporation (surveys to be developed)

**Background Justification:**

Our CEO feels that he does not have adequate policy level direction from the Board to do his job. With all the changes to the CPM, the movement towards policy governance that recommended a separation of the CPM into a policy manual and an operation manual, and the dramatic reorganization of the CPM started 2 years ago, we have lost much of the institutional wisdom of the past. Our financial policies are not clearly and concisely written down in the CPM. The FAC working with CEO Somers and CFO Webster has recommended written procurement policies that are going through the approval process and should be available for Board approval at the regular March Board meeting.

We have not had many major capital projects (other than MR&R which is handled separately) since most GVR facilities have been built by developers. However, GVR evolved a practice (policy?) of having the Planning and Evaluation Committee (P&E) review projects, make an evaluation, and recommend projects to be put on the long-range plan. FAC reviews whether there is enough funding to cover the estimated total cost of the projects in the timeframe recommended. If the long-range plan is approved by the Board, detailed plans are produced and reviewed with P&E. If the detailed plan (or often alternative plans) are approved by P&E and there has been enough money identified by FAC, the plan or plans are taken to the Board for

approval so the project can go out to bid. After the bids have been received and the projected construction costs still fit within the total project cost, the Board is asked to approve a construction contract. The construction contract is only one part of the total project cost which is budgeted in the capital plan. This may not be the best practice or policy, but until a new one is developed and approved, I recommend that this practice be followed by our CEO and the Board. This practice was followed for the East Center Pool project but it was not followed for the Desert Hills Fitness Center. The initial DH plans were not approved because of the spin studio and the entrance way. New plans were never brought back to P&E or the Board. The Board was asked to approve a sole source cost plus contract because we were told it was the only way administration could meet the end-of-year project completion request of the Board (see the motion to approve the DH contract).

Finally, both the Board and administration need to find a better way to keep projects on track. I recommend that administration be asked to produce a detailed project plan with all contingencies identified. The plan should be reviewed monthly with any problems or potential delays identified with action plans. If any of the potential delays will be caused by the Board or its committees, the Board commits to do everything possible to keep the project on schedule.

**Fiscal Impact:**

Greater visibility to total project costs.

**Board Options:**

1. Approve one or more of the motions.
2. Approve the 1st motion contingent on an updated policy statement being created and approved by the Board by 9/30/2023.

**Recommended Motion:**

1. Move that the traditional major project approval process is followed until a new policy is defined and approved by the Board.
2. Move that the Board request detailed project plans with all contingencies identified for all major projects. Plans will be updated monthly. The Board will commit to addressing any potential delays caused by the Board or its committees.

**Attachments:**

1. Motion for approval of the DH cost plus contract
2. Proposed procurement policy



Green Valley Recreation, Inc.

## Board of Directors Meeting

### Award of Construction Contract

#### Desert Hills Fitness Center Tenant Improvement

**Prepared By:** David Jund, Facilities Director    **Meeting Date:** August 24, 2022

**Presented By:** David Jund, Facilities Director    **Consent Agenda:** No

**Originating Committee / Department:**

Facilities Department

**Action Requested:**

Award construction contract to Barker Contracting to construct the Desert Hills Fitness Center Tenant Improvement Project.

**Strategic Plan:**

Goal #1: Provide excellent facilities for members to participate in a variety of active and social opportunities.

**Background Justification:**

At the February 23, 2022, regular meeting, the Board of Directors approved to remodel the shuffleboard courts at Desert Hills to a Health/Fitness Facility.

*Motion: Accept P&E Committee's recommendations to make minimal improvements to the upper level of the Canoa Hills Clubhouse, a usable drop-in space for GVR Members, and to remodel the shuffleboard courts at Desert Hills to a Health/Fitness Facility, and to add monthly progress reports once the scope and cost are identified, and to complete the project this year.*

Staff engaged WSM Architects to develop the scope of the project and to produce Construction Documents (CD's), cost estimating, and submit designs for permitting.

During the design development process the architect reached out to 3 General Contractors to make them aware of the project under development and to garner their interest in bidding the project once CD's were completed. All three contractors have completed projects for GVR in the past and each stated to the architect that they would require at least 3-4 weeks to assemble a proposal based on the submitted scope of work within the CD's.

With the stipulation in the approved motion of “to complete the project this year” and GVR receiving completed CD’s on August 18, 2022 from which contractors could build a proposal, it created an exigency that would not permit further delay resulting from a 3-4-week competitive bid solicitation. It is recommended by staff to proceed with a noncompetitive method of awarding the construction contract.

The option of a noncompetitive award of a construction contract is considered by staff as the best way to continue moving the project forward expeditiously.

GVR is not required to enter into competitive bidding for awarding contracts. It is a practice that staff routinely undertakes but is not a requirement within any of the governing documents or state statutes.

After reviewing completed commercial project portfolios, including GVR projects, staff is recommending awarding the construction contract to Barker Contracting. Barker Contracting was the General Contractor that constructed the 2<sup>nd</sup> Phase of Las Campanas, which is the entire building and parking lot east of the Fitness Center and Locker Rooms.

**Fiscal Impact:**

In May, WSM had construction cost consulting firm, Compusult, provide a Statement of Probable Costs on the then conceptual project design. Compusult returned a Total Construction Cost w/o Escalation of \$877,900. WSM performed some Value Engineering work while developing the now completed CD’s. However, the finished drawings received on 8/18/2022 have not been cost estimated.

Barker Contracting submitted a Cost Plus, or an “open book” contract on 8/17/2022. This type of contract requires the owner (GVR) to reimburse the contractor (Barker Contracting) for all costs incurred by the contractor and adds on a 12% fee for services. This type of contract is increasingly utilized for such projects.

As part of the contract, Barker will prepare and submit to GVR, in writing, a Control Estimate within 14 days of executing the contract agreement. The Control Estimate will include the estimated Cost of the Work plus the contractor’s fee.

The Control Estimate will be used to monitor actual costs and the timely

performance of the work.

Barker Contracting will update the Control Estimate with each Application for Payment. This provides frequent monitoring of progress and allows GVR to track exactly what every step in the project costs.

Please note the Article 14 of the contract allows GVR to terminate the contract at any time for “convenience”.

**Board Options:**

1. Award Barker Contracting the contract to construct the Fitness Center Expansion at Desert Hills.
2. Provide alternative direction to staff

**Staff Recommendation:**

Option #1

**Recommended Motion:**

*Move to award the construction contract of the GVR Desert Hills Fitness Center Tenant Improvement to Barker Contracting.*

**Attachments:**

- CPM Section 1, subsection 5.1.3
- CPM Section 1, subsection 4.1.2
- CPM Appendix 1, SECTION 1, subsection 1.1.3
- Barker Contracting AIA Document A103-2017, dated 8/17/2022
- Barker Contracting AIA Document A201-2017, dated 8/17/2022

## **PROPOSED NEW SECTION 4 to PART 5: FISCAL/ACCOUNTING**

### **SECTION 4 – PROCUREMENT POLICY (Adopted \_\_\_\_\_)**

#### **5.4.1 Overview**

The purpose of this policy is to set out the requirements and guidelines for procuring goods and services for GVR on behalf of the Corporation to ensure GVR receives value for the money spent. This policy establishes the approved parameters to be used for all contracts, purchases, leases, orders of goods, supplies, construction, professional services, and other contractual services. These requirements are based on the principles of accountability, transparency, openness, fairness, integrity, and ensuring value. This policy is consistent with CPM 5.1.3, as to setting financial limits established by the Board.

The policy applies to all staff/employees of GVR who have responsibility for procuring goods and services. The CEO and CFO are authorized to develop internal operational procedures to further implement this policy for the applicable Departments, Directors, Managers and staff to follow.

#### **5.4.2. Bidding and Disbursement Process:**

All Department managers and staff are responsible for ensuring that goods and services are procured for good value, and that a fair procurement process is used to select vendors. The CEO and CFO have the overall responsibility for the administrative procurement process, overseen by the Board as set forth herein. Artificial division, splitting, or fragmentation of a transaction/purchase order to circumvent requirements of source selection or bidding is prohibited.

Internal operational procedures may include processes relating to purchasing recurring items and executing recurring operational contracts. This policy shall serve as the Board's resolution under Article VII, Section 4.A of the Bylaws, exempting such recurring contracts from certain bidding requirements, and not requiring signature by the President.

The procurement levels in the policy below do not relieve staff of the responsibility to ensure that they comply with the Board-approved budgetary limits. The CEO retains the authority under CPM 4.1.2.A.2 and Board Budget Development Policy 1.1.3.C and D to manage expenditures within the approved budget without incurring indebtedness, but with the ability to shift amounts between line items to meet current or anticipated needs (subject to reporting to the Board

any increase or decrease by more than 15% or \$15,000.00, whichever is greater).

The Board-authorized bidding and purchase approval requirements, as well as signing authority for all purchases is outlined in the chart below, *except as shown below the chart in 5.4.3:*

<b>AMOUNT OF PURCHASE</b>	<b>BIDDING REQUIREMENT</b>	<b>PURCHASE APPROVAL/SIGNATURE</b>
<b>Under \$5,000</b>	Not Required	Authorized Department Director or Manager/Supervisor
<b>\$5,000 to \$99,999</b>	Quotes/Bids required. No posting on GVR website. RFP and/or Scope of Work developed by staff, sent to at least 3 vendors.	CEO or CFO Approves. CEO Signs Contract.
<b>\$100,000+</b>	Sealed Bidding Process. Open to all vendors that choose to submit a response to RFP developed by staff. Posted on GVR Website. Staff and CEO review submittals and make recommendations.	Board Approves. President Signs Contract.

**5.4.3. Exceptions to Bidding and/or Approval Process:**

**Recurring monthly and annual bills**, e.g. property taxes, employee health, routine maintenance, and life insurance, etc., are exempt from the purchase order and bidding requirement. The CFO or the CEO may approve these regularly occurring bills and contracts. Board approval is not required unless over \$100,000.00. Recurring operational contracts giving rise to these types of expenditures do not require signature by the President (i.e., the first two categories above).

## **Maintenance, Repair and Replacement Funds (Section 3 of CPM Part 5:**

- **(MRR-A)** CPM 5.3.3. (Fund for maintenance, repair, replacement of existing equipment and facilities in Component List of Annual Reserve Study). The CEO or CFO approve any purchases and contracts, and the CEO signs, for any amounts, consistent with 5.3.3.D, authorizing spending up to 110% of a Component's Fully Funded Balance for the current fiscal year in the current Annual Reserve Study. Board approval is required only for more than 110%. *The bidding process will follow columns 1 and 2 in the chart above.*
- **(MRR-B)** CPM 5.3.4. (Fund for replacement of pools and spas). All expenditures of money from this fund and therefore, all contracts/purchases, must be approved by the Board, and the President shall sign contracts. *The bidding process will follow columns 1 and 2 in the chart above.*
- **Initiatives Reserve Fund.** CPM 5.3.5. All expenditures of money from this fund and therefore, all contracts/purchases, must be approved by the Board, and the President shall sign contracts. *The bidding process will follow columns 1 and 2 in the chart above.*

*The requirement for obtaining bids is waived in the following cases:*

- **Sole Source/Direct Award**, if approved in advance by the CEO and the Board.
- **Emergency procurement/repair** of any amount, whether budgeted or unbudgeted, if approved by the CEO (or CFO or other senior management in the CFO's absence). The CEO may use funds from the Emergency Reserve Fund for emergencies over \$25,000 (CPM 5.3.6.D).

### **5.4.4. Lease or Rental Agreement:**

The CFO and CEO must approve any lease or rental agreement exceeding six (6) months in duration and with an aggregate annual payment exceeding \$5,000.00. The Board must approve all such agreements that exceed \$100,000, or one year in length.

### **5.4.5. Vendor Relationships:**

Gifts exceeding \$50.00 in value, from a vendor or prospective vendor of goods and services for the Corporation, given to any employee(s) are strictly prohibited.