



AGENDA

BOARD OF DIRECTORS REGULAR MEETING

Wednesday, June 28, 2023 - 2pm

West Center Auditorium / Zoom

Directors: Marge Garneau (President), Carol Crothers (Vice President), Bart Hillyer (Secretary), Jim Carden (Treasurer), Barbara Blake (Assistant Secretary), Laurel Dean (Assistant Treasurer), Nancy Austin, Kathi Bachelor, 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. Committee Reports**
 - A. Audit
 - B. Board Affairs
 - C. Fiscal Affairs
 - D. Investments
 - E. Nominations & Elections
 - F. Planning & Evaluation
- 7. 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: May 24, 2023
 - 2) BOD Work Session Minutes: June 21, 2023
- 8. Action Items**
 - A. Approve Camera Survey Questions (Whitman)
 - B. SpringPointe Resolution for Voluntary Deed Request (Zubicki)
 - C. Approve CPM Change Part 2 Section 2.3.1.D.2 Work Session (Garneau)
 - D. Approve CPM Appendix Section 3: 1.3.5.B.1.e.1 Removal of East Center Pool (Crothers)
 - E. Discussion and Possible Action on All Options for West Center Improvements to Accommodate Lapidary/Woodshop/Artisan Expansion (Garneau)
- 9. Member Comments** - Please limit comments to two (2) minutes.
- 10. Adjournment**



MINUTES

BOARD OF DIRECTORS MEETING

Wednesday, May 24, 2023, 2pm

West Center Auditorium / Zoom

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

Director Absent: Laurel Dean

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

Visitors: 21 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 Garneau called the meeting to order at 2:03pm MST. Secretary Hillyer called the roll; quorum established.

2. Amend/Adopt Agenda

MOTION: Director Austin moved, Director Boyett seconded to adopt the Agenda.

Passed: unanimous

3. President Report

- Board Directors please speak into the microphones when speaking so the members can hear what is being said.
- Board Directors will have ten minutes to introduce a topic from the Agenda and each Board Director will have three minutes to speak to the topic on the first round and may speak a second time for no more than three minutes.

4. CEO Report

- Desert Hills Fitness is moving forward. The HVAC is expected in June and an opening and ribbon cutting is set for July.
- Glass Artist Space at Santa Rita Springs is moving forward. The concrete slab is roughed in for the plumbing to be completed, the concrete is being patched, framing is continuing, and plumbing, mechanical, and electrical rough ins are underway. On schedule for an October opening.
- Del Sol Clubhouse construction of the upper-level restrooms are near completion and waiting for partitions which are on back order. The remodel work is underway on the main room (bar/restaurant area).

- West Center Art Center space for Lapidary and Woodshop is moving forward with the architect figuring space and cost estimates. This is scheduled for a Work Session in June.
- Las Campanas pool and spa closed beginning June 5 and reopen on June 24.
- Woodshop request for a vacuum system is moving forward.
- CEO Chat went well with 11 people attending. This allowed for a small group discussion with members.

5. Member Comments: 0

6. Committee Reports

- Audit – received and placed on file
- Board Affairs – received and placed on file
- Fiscal Affairs – received and placed on file
- Investments – received and placed on file
- Nominations & Elections – received and placed on file
- Planning & Evaluation – received and placed on file

7. Consent Agenda

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

Passed: unanimous

- Minutes:
 - BOD Regular Meeting Minutes: April 26, 2023
 - BOD Work Session Minutes: May 17, 2023
- Financial Statements:
 - December (2022), January, February, March, April (2023)

8. New Business

- Approve Next Steps Del Sol Clubhouse
 CEO Somers reviewed the Work Session discussion on next steps for Del Sol Clubhouse and asked the Board to give staff direction to work with the architect to develop construction documents. Once documents are developed, the architect will get permits and will go out for bid for construction. After bids are received, staff will come back to the Board with a recommendation to award a contract for Del Sol Clubhouse.

MOTION: Director Dingman moved, Director Blake seconded to continue moving forward with developing the architectural plans and construction documents for creating a social gathering, recreation center at the Del Sol Clubhouse.

Passed: unanimous

Motion to Amend: Director Crothers moved, Director Hillyer seconded to amend the motion to include an analysis of parking requirements based on the expected usage to the facility and if far fewer spaces are needed, options on the best use of additional space.

Failed: 5 yes (Austin, Blake, Carden, Crothers, Hillyer) / 6 no

- Approve 2022 Surplus Transfer
 CFO David Webster presented the surplus transfer dollar amount based on the post audit 2022 fiscal year. The surplus calculation is what was approved in 2021 and in accordance with the CPM to move from Operations Fund to the Initiatives Reserve Fund. Fiscal Affairs Committee recommended approval by the Board.

MOTION: Director Boyett moved, Director Lawless seconded to approve the 2022 Surplus Transfer from Operations to Initiatives Reserve Fund in the amount of \$428,596.

Passed: unanimous

C. Survey on Cameras at Facilities

Director Hillyer presented the background and survey questions found in the Staff Report.

MOTION: Director Hillyer moved, Director Carden seconded that appropriate GVR staff poll the GVR membership using the following questions via at least two weekly eBlasts in June 2023:

Background: In early November 2022, at Las Campanas Recreation Center, a GVR member reported that she was accosted in the shower of the ladies' locker room by a naked young man holding a knife. She screamed, he fled, and he was seen running away from the center, wearing black shorts. This incident was reported immediately to the Pima County Sheriff's Department. Thus far, no suspect has been identified. This was the first such incident in GVR's history, as far as we know.

Later in November 2022, at the regular monthly GVR Board Meeting, the board voted to ask GVR staff to get quotes for possible security enhancements at GVR.

At GVR's Regular Board Meeting in April 2023, GVR staff presented three bids for camera projects at GVR. One was for 123 cameras for about \$153,000, another was for 103 cameras for about \$136,000, and the third was for 84 cameras for about \$185,000. All three systems are unmonitored—they would maintain recordings of camera images on a 30-day loop.

GVR staff recommended accepting the first described bid—123 cameras for about \$153,000. (Of these 123 cameras, one-third—41 cameras—would be in GVR parking lots.) A motion was made and seconded in support of that GVR staff recommendation, which was rejected by the board. Concerns were expressed as to cost, number of cameras, and loss of privacy for GVR members.

Several board members expressed interest in getting input from the GVR membership. A motion in support of that idea was made and seconded, and was passed by the board. This survey is the result.

With that as background, here is the question:

Please choose just ONE of the four options below.

Do you believe that GVR should:

- a. Leave things as they have been so far at GVR, with no surveillance cameras at GVR facilities?**
- b. Add 12 surveillance cameras over the entrances to the 12 ladies' locker rooms at GVR facilities? (These cameras would record images of those entering and leaving the locker rooms, but no activity inside the locker rooms.)**
- c. Add 37 surveillance cameras—12 over the entrances to the 12 ladies' locker rooms, and 25 at the card-reader entrances to GVR Centers?**
- d. Add 123 cameras (about \$153,000), or 103 cameras (about \$136,000), or 84 cameras (about \$185,000), by accepting one of the three bids described above?**

**Thanks for your answers. They will be considered by the board.
in Staff Report**

MOTION TO AMEND: Director Bachelor moved, Director Carden seconded to amend the motion for the staff to reevaluate the current proposed survey and possibly come up with a more informational survey for the members, and bring the survey and background information back to the Board in June for approval.

Passed: 7 yes / 4 no (Austin, Blake, Crothers, Hillyer)

Amended Motion Passed: 7 yes/ 4 no (Austin, Blake, Crothers, Hillyer)

Amended Motion: Approve the staff reevaluate the current proposed survey and provide the Board with an informational survey for the members, and bring the survey and background information back to the Board in June for approval.

D. Approval of Ad-Hoc Committee Space Use and Reservation

President Garneau initiated the Ad-Hoc Committee on Space Use and Reservation.

COO Natalie Whitman explained the need for this Ad-Hoc Committee on Space Use stating the reservation policy for space use/reservations is incomplete with many unspoken and handshake agreements which does not provide fair access to all the members. The Ad-Hoc Committee will be comprised of Director Boyett as the Chair, staff liaison is Natalie Whitman, and multiple GVR members. The committee will develop recommendations for the Board to consider.

Motion: Director Garneau moved, Director Carden seconded to approve the scope of work and timeline to include examination of existing policies, identification of gaps in the policies, collecting information from user group outreach activities, drafting policy recommendations for the Board, and to be fully completed by December 31, 2023.

Passed: 10 yes / 1 no (Hillyer)

E. Photography Club Tenant Improvement

Facility Director David Jund presented the Photography Club Tenant Improvement request at Santa Rita Springs.

*Director Hillyer left the meeting at 4:03pm.

MOTION: Director Bachelor moved, Director Dingman seconded to approve the Canyon Building and Design proposal to build out the GVR Photography Club Tenant Improvement at a cost not to exceed \$36,000.

Passed: unanimous

9. Member Comments - 1 member spoke in support of the Photography Club request for tenant improvement.

10. Adjournment

MOTION: Director Austin moved, Director Carden seconded to adjourn the meeting at 4:06pm.

Passed: unanimous



MINUTES

BOARD OF DIRECTORS WORK SESSION

Wednesday, June 21, 2023, 2pm

WC Room 2 / Zoom

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

Absent: Ted Boyett

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

Visitors: 12

AGENDA TOPIC

1. Call to Order / Roll Call

Work Session Called to Order at 2:00pm by President Garneau. Secretary Hillyer called the role.

2. Amend / Approve Agenda

MOTION: Director Austin moved, Director Blake seconded to approve the Agenda.

Passed: unanimous

3. Capital Improvement Projects Process

CEO Somers reviewed the Capital Improvement Projects Process. Highlights of the review and discussion include:

- Capital Improvement definition is all equipment and other fixed assets costing \$5,000 or more with a useful life of greater than one year.
- Type I: The Board will budget, each year, \$100,000 in the Non-Reserve Capital Budget for the current year unplanned/unbudgeted capital projects.
- Type I: Round 1 funding would begin in January 1 with allocations in April. If money is left over from the first round, the second round will begin in June for another set of requests. Staff will provide initial review using a determined process.
- There was consensus from the Board at the last Work Session in May to allow Type 1 to be for all members and not specifically for clubs, though club requests can be submitted.
- Type II: Future and Long-term Capital Projects. This includes major capital projects and comes from a different pool of money based on the five-year Capital Improvement Plan (CIP).
- Assessment Phase: This is a suggested plan, but can be improved on. Assessment is for both Type I and Type II. The Board approves the budget every year and assessments can be repeated for Type II projects to make sure it is still relevant and needed.

- Type I Assessment does not need to go to the P&E Committee if it is under \$50,000. Staff will assess the request and inform the Board on what projects were approved and will move forward.
- Board consensus during the meeting is to remove #2 of the Assessment Phase and remove “Proposals under \$50K estimated cost:” in #1.
- Type II: 5-Year Capital Plan is recommended by the P&E Committee to the Board for consideration during the Annual Budget approval process. The change in the document is to have each one of the projects go through the assessment or reassessment process annually by staff before the P&E reviews the projects. Then P&E would recommend to the Board the projects.
- Change the title at the top of page 5 from Board Approves the Budget to the Board Approves the 5-Year Capital Plan.
- Staff was asked to make the changes discussed during the meeting and send out to the Board for review. The Capital Projects Policy will be scheduled for a Board meeting to be determined.

4. Membership Change Fee

President Garneau withdrew the Membership Change Fee from the Agenda.

Adjournment:

MOTION: Director Hillyer moved, Director Austin seconded to adjourn the meeting at 3:49pm.

Passed: unanimous



Green Valley Recreation, Inc.
Board of Directors Regular Meeting
Security Camera Survey Questions

Prepared By: Natalie Whitman, COO

Meeting Date: June 28, 2023

Presented By: Natalie Whitman, COO

Consent Agenda: No

Originating Committee / Department:

Board of Directors

Action Requested:

Consider approving staff recommended survey questions and background information concerning security cameras.

Strategic Plan Goal:

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

Background Justification:

Security has long been a concern at GVR, addressed over the years with various measures including volunteer monitors, electronic card readers, security alarms, a limited number of security cameras, increased rounds by center staff, and the Membership Matters card-check program.

On November 9, 2022, a member reported that an armed intruder had confronted her in the women's locker room.

At the November 16, 2022, regular meeting of the Board of Directors, the following action occurred:

MOTION: Director Dean moved, Director Blake seconded to authorize staff to obtain quotes and draft contracts for Board approval to improve safety measures and protocols at all GVR facilities.

Passed: unanimous

At the April 26, 2023, regular meeting of the Board, staff presented their recommendation: to award a contract not to exceed \$200,000 to security firm Preventronics, to install 123 security cameras covering entry points and parking lots at all seventeen GVR sites. Preventronics' bid was the mid-range of the three bids submitted.

The motion failed.

Staff were directed to conduct a survey of the members about their interest in security cameras. Director Hillyer was tasked with writing the survey questions.

At the May 24, 2023, regular meeting of the Board, the motion to adopt Director Hillyer's proposed survey was amended to read:

<p>MOTION TO AMEND: Director Bachelor moved, Director Carden seconded to amend the motion for the staff to reevaluate the current proposed survey and possibly come up with a more informational survey for the members, and bring the survey and background information back to the Board in June for approval. Passed: 7 yes / 4 no (Austin, Blake, Crothers, Hillyer)</p>
<p>Fiscal Impact: N/A</p>
<p>Board Options:</p> <ol style="list-style-type: none">1) Direct staff to conduct the survey as presented in the attachment2) Provide alternate direction
<p>Staff Recommendation: Staff will take direction</p>
<p>Potential Motion: <i>Direct GVR staff to conduct a survey of the membership in July, 2023, using the attached background information and questions.</i></p>
<p>Attachments:</p> <ol style="list-style-type: none">1) Staff proposed survey

Security Cameras at GVR

The Concerns:

- Unauthorized use of facilities (daily to hourly)
 - Improper use of guest passes
 - Loaned/borrowed member cards
 - Entry without cards (following members in, members bringing people in, intruders coming over walls)
- Conflicts/fights (weekly to monthly depending on season)
- Injuries (weekly to daily depending on season)
- Illegal activity including automobile damage and mischief (occasional)
- Malicious intruder (once that we are aware of)

What measures have been implemented or proposed to mitigate these concerns?

Preventive:

- Implemented: Over the years, GVR has employed a number of methods: volunteer monitors, electronic card readers, security alarms, a limited number of security cameras, increased rounds by center staff, and the Membership Matters card-check program.
- Pending: A new element of the Membership Matters program to start July 1.
- Proposed: Install security cameras (and associated signs) in parking lots and at entry points.

Responsive:

- Address improper use of cards per policy and usual practice: member/user receives a warning followed by referral for suspension if problems continue
- If installed, cameras would not be monitored. Video would be retained for up to thirty days and reviewed in the event of a reported incident. This will allow staff and law enforcement entities to identify and address perpetrators and provide evidence to all parties in the event of an injury-related lawsuit.

At the direction of the Board, GVR staff consulted with security professionals about the best approaches to improve security. Cameras were recommended to both deter and document unwelcome incidents. Staff then pruned the recommended plan based on usage patterns and requested bids on the final schematic. Three firms offered a bid. Preventronics, the firm GVR has worked with for several years, delivered the midpoint bid at \$153,000 for 123 cameras to cover entrances and parking lots at all seventeen locations (recreation centers, administrative offices, and the facilities maintenance buildings). Staff recommended the Board award this contract.

The Board would like to hear from members:

Question 1: What is your GVR number?

Question 2: Do you support the installation of security cameras?

Question 3: If yes, please select one:

- Cameras only in parking lots
- Cameras only at entrances/walkways
- Cameras in parking lots and at entrances/walkways
- Other _____

Question 4: Please share any other thoughts you have about security at GVR:



Green Valley Recreation, Inc.

Board of Directors Meeting

Prepared By: Kris Zubicki, Member Srv. Dir.

Meeting Date: June 28, 2023

Presented By: Kris Zubicki, Member Srv. Dir.
James Hazlewood, Attorney

Consent Agenda: No

Originating Committee/Department:

Member Services

Action Requested:

Review and approve the attached resolution to allow the 8 excluded SpringPointe lots to be added to GVR's Corporate Boundary Document. This Resolution will become Exhibit 41 in the Boundary Document.

Strategic Plan Focus Area:

Goal 3 - Promote increased involvement of members in GVR

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

Background Justification:

GVR received an inquiry regarding the possibility of voluntarily deed-restricting a home with GVR. This unique property is one of 8 lots that were excluded from the Master Deed Restriction (Block 42, Lot 25 in Colonia de los Alamos aka SpringPointe), making them ineligible for GVR deed-restriction. James Hazlewood has proposed that, because this is a unique situation for these 8 lots, and the entire surrounding subdivision is mandatory deed-restricted, that GVR could draft a Resolution that updates the Corporate Boundary Document to include these 8 lots.

Background:

- The *Fairfield Exhibit F*, which can be found in GVR's Corporate Boundary Document housed at the Administrative Office, lists the real property that was included in the Master Deed Restriction/Corporate Jurisdiction of GVR. *Block 42, Lots 21 -28 are excluded according to this document*, meaning GVR is not available.
- The SpringPointe CC&Rs (the recorded HOA Covenants, Conditions, and Restrictions. Section) section 2.9 contains the Green Valley Recreation Master Deed Restriction information. Section 2.9.1 states, "On November 8, 1978, Green Valley Recreation, Inc. recorded certain Master Deed Restriction in Docker 5900 at page 892, Pima County records, Lots 23 through 62, Block 40, and Lots 1 through 38, Block 41, and Lots 1 through 20, Block 42, of the SpringPointe subdivision are made subject to said master deed restriction."
Lots 21 – 28 of Block 42 are excluded from the master deed restriction.
- GVR attorney, James Hazlewood, was able to determine that these were the only lots built in 1984; the building then stopped (builder likely declared bankruptcy.) In 1992, Fairfield began building out the remaining lots. To be able to allow the neighborhood to master deed restrict, Fairfield excluded the 8 lots that were not in compliance with our Bylaws due to the fact that they were non-age restricted.

GVR Bylaws, Section 6: New Housing Development Criteria

The jurisdictional boundaries of GVR, after January 1, 1996, may be expanded for

additional subdivision development of new residential homes in conformance with the following criteria:

- A. Each subdivision must agree to place a Master Deed Restriction to GVR within their CCRs requiring perpetual membership in The Corporation.
- B. Each subdivision must verify a commitment to “age restriction” with regard to familial status exemptions as outlined by Housing and Urban Development (HUD).

Fiscal Impact:

GVR could potentially gain 8 new deed-restricted properties which could result in \$23,200 in Initial Fees and \$4,080 in annual dues. These amounts would increase as any associated fees increase.

Board Options:

- 1) Approve a motion that will add the attorney prepared resolution to the Corporate Boundary Document as Exhibit 41, allowing these 8 lots the opportunity to voluntarily deed restrict their properties to GVR.
- 2) Vote against the motion. This will leave the Master Deed Restriction document as is and the 8 lots that are not eligible to voluntary deed restrict their homes will continue to be ineligible.

Recommended Motion:

Move to approve and sign the Resolution drafted by the GVR attorney, to be added to the Corporate Boundary Document as Exhibit 41. This Resolution will incorporate Lots 21-28, Block 42 into the Corporate Jurisdiction, allowing the property owners to voluntarily deed-restrict their homes to GVR if so desired.

Attachments:

- 1) Resolution of the Board of Directors to be signed and included in GVR’s Corporate Boundary Document
- 2) Map noting the SpringPointe Lots 21-28 to be included in GVR’s Corporate Boundary Document
- 3) Corporate Boundary Document Draft of the Resolution prepared by GVR attorney, James Hazlewood, that would be inserted into our Corporate Boundary Document kept on file in the Administrative Office

**RESOLUTION OF THE
BOARD OF DIRECTORS
GREEN VALLEY RECREATION, INC.**

The Board of Directors of Green Valley Recreation, Inc., an Arizona nonprofit corporation (“GVR”), hereby takes the following action by majority vote at a duly held Board of Directors Meeting on _____, 2023, at which a quorum is present, which is reflected in the meeting minutes.

WHEREAS, the Board has been advised of a unique situation within the GVR area called Springpointe, a subdivision (originally part of Colonia De Los Alamos) that became a GVR deed-restricted community under CC&Rs under the Second Amendment to Declaration of Covenants, Conditions and Restrictions of a Portion of Colonia De Los Alamos Per Map recorded in Book 26, Page 9 of Maps (Now Known as Springpointe), recorded July 21, 1992 in No. 92105410, Docket 9337, Page 1483 in Pima County, with mandatory membership and age restrictions as to the covered lots (“Original Restrictions”)

WHEREAS, the Original Restrictions were amended and restated in Docket 12000, Page 802, No. 20030430332 (“Amended Restrictions”).

WHEREAS, both the Original and Amended Restrictions provide that eight Lots, Lots 21 through 28 (Block 42), while part of Springpointe, are not subject to the 55 and over age restriction, and are not subject to mandatory GVR membership; and it appears that this occurred because Springpointe development and construction started in 1984, then stopped after the developer defaulted, and a new builder/developer completed the project; and the eight Lots had constructed homes and residents in 1992.

WHEREAS, at least one owner of one of the eight Lots has expressed a desire to be a GVR Member, but the eight Lots are not in the Corporate Boundary Document as they were omitted in the Original and Amended Restrictions for the reasons stated.

RESOLVED, that the Board wishes to address this situation and give a voluntary path to membership to the eight Springpointe Lots within the subdivision (and association) in this unique situation by allowing voluntary deed restriction on such Lots if an owner applies for it.

NOW THEREFORE, RESOLVED, that Lots 21-28 (Block 42), Springpointe (Colonia De Los Alamos), according to Book 26, Page 9 of Maps (marked on the *attached copy of the map*), shall be eligible for owners to voluntarily deed-restrict their property to GVR membership running with the land and binding on subsequent owners, by executing a recorded instrument that subjects such property to the Green Valley Recreation, Inc. Amended Master Deed Restriction recorded in Docket 11317, Page 2595 (No. 20001670674); and

FURTHER RESOLVED, that the Corporate Boundary Document dated September 18, 2015 shall be updated consistent with this Resolution (becoming Exhibit 41 to the Boundary Document) and the President and Secretary are authorized to sign said Resolution, to indicate that these eight Lots are included in the Corporate jurisdiction.

IN WITNESS WHEREOF, the undersigned have executed this Resolution as officers of Green Valley Recreation, Inc. as of this _____ day of _____, 20____, certifying its accuracy.

Marge Garneau
President

Bart Hillyer
Secretary

CORPORATE BOUNDARY DOCUMENT

GREEN VALLEY RECREATION, INC.

GREEN VALLEY RECREATION, INC.
CORPORATE BOUNDARY DOCUMENT

This document is in accordance with the current Bylaws of Green Valley Recreation, Inc. approved at the Annual Meeting, March 19, 1997 (Exhibit 1). Article I, Section 5, Jurisdiction of the Corporation, states:

- A. The Jurisdiction of the Corporation shall include only the real property designated within the Corporate Boundary Document kept on file at the office of the Corporation. The initial boundaries for this document shall be the boundaries defined in the Bylaws in place on January 1, 1994 (Exhibit 2).
- B. Additional real property may be brought within the jurisdiction of the Corporation by a majority affirmative vote of the Green Valley Recreation, Inc. members voting and the amendment to the Corporate Boundary Document shall be certified by the President or the Secretary.

The Bylaws of Green Valley Recreation, Inc. amended at the Annual Meeting, March 24, 1993 (Exhibit 2) are the Bylaws that were in place January 1, 1994. Article I, Section 2, Page 2, A, B, C & D, Jurisdiction of the Corporation, states:

The jurisdiction of the Corporation shall include only the following described real property:

- A. All of the real property within the original boundaries of Green Valley as shown on the plat or plan prepared by Blanton & Cole as its Drawing No. R-61-260M (Exhibit 3) (which includes Green Valley Country Club Vistas No. 3), including all updates, and the drawing prepared by Wheeler, Petterson and Coffeen as its Work Order No. 9428 (Exhibit 4) and,
- B. All of the real property hereafter developed by Fairfield Development, within the area known as Green Valley South, and legally described (Exhibit 5) to the Merger Agreement (Exhibit 6) referred to herein.
- C. All of the real property within the area known as Madera Vistas Townhouses Subdivision and legally described (Exhibit 7) to the Merger Agreement referred to herein, under conditions described in Article III, Section 2, “Classifications and Requirements for Membership,” and, all of the real property within the area known as Esperanza Estates Subdivision, and legally described (Exhibit 7) referred to herein, and all of the real property within the area known as the Villages Subdivision, and legally described (Exhibit 7) to the Merger Agreement referred to herein.
- D. All of the real property owned by Fairfield within the area known as Colonia de Los Alamos Subdivision and legally described (Exhibit 8) to the Merger Agreement referred to herein.

The 1995 Boundary Expansion/Bylaws Referendum (Exhibit 9) vote to the general membership proposed an expansion of Green Valley Recreation's boundaries and provided Bylaw amendments to incorporate the New Housing Development Criteria. Article I, Section 6 - A,B,C,D,E, F of the Bylaws was approved March 19, 1997 and states: The jurisdictional boundaries of Green Valley Recreation, after January 1, 1996, may be expanded for additional subdivision development of new residential homes in conformance with the following criteria:

- A. Each subdivision must agree to place a Master Deed Restriction of Green Valley Recreation within their CCR's requiring perpetual membership in the Corporation.
- B. Each subdivision must verify a commitment to "age restriction" with regard to familial status exemptions as outlined by Housing and Urban Development (HUD).
- C. Each owner and developer must give guaranty through financial assurances that it will make contributions to Green Valley Recreation in terms of front-end cash or donation of land to Green Valley Recreation free of encumbrances, whichever serves the best interest of the membership as determined by the Board of Directors. Any cash contributions shall be made up front, in advance. Both cash contributions and donations of land and improvements shall be based, at a minimum, upon the grand total of the Initial Fees and Land Equivalency Fees charged in connection with potential homes in each development. In the case of

the donation of land and improvements, adequate security shall first be furnished to Green Valley Recreation in the form of a letter of credit, certificate of deposit, bond or other commercially reasonable and adequate security.

- D. The Board of Directors will negotiate on behalf of the membership with each new development and uniquely bind each developer with independent contracts.
- E. Each new development must be adjacent/contiguous to the existing Green Valley Recreation boundaries at the time of entry.
- F. The Board of Directors is granted the power to develop policy to implement the New Housing Development Criteria.

The New Housing Criteria began a chain of events leading to the demise of the old Merger Agreement between Fairfield and Green Valley Recreation, Inc. (Exhibit 6). Once the Merger Agreement was invalidated, Green Valley Recreation was free to negotiate with other Developers within the Board's 10-year Master Plan. Upon approval of the 1995 Referendum (Exhibit 9), The Developer Member Agreement (Exhibit 10) did indeed replace the Merger Agreement in 1995. The Developer Member agreement Page 1, #1 and #2 states:

- 1. Developer Member and Green Valley Recreation are parties to that certain Green Valley Recreation Merger Agreement dated September 18, 1978 (Exhibit 6), which embodied, among other things, the terms and provisions relating to the merger of corporations formerly known as Community Recreation Association of Green Valley, Inc. and Green Valley Community Club, Inc.

2. It is the intention of the parties to provide additional social and recreational facilities in Green Valley for the benefit and use of the residents of Green Valley. In that connection, the parties do hereby wish to provide for the continued economic health and prosperity of Green Valley Recreation by canceling the Merger Agreement and replacing it with a new agreement which will provide greater flexibility to Green Valley Recreation while, at the same time, providing basic protections, both to Green Valley Recreation and Developer Member and its affiliates, that the social and recreational facilities of Green Valley Recreation will continue to reflect in the future, as they have in the past, a standard of high quality and integrity.

The Developer Member Agreement (Exhibit 10) including Fairfield Green Valley, Inc., Green Valley Recreation, Inc., Fairfield Canoa Ranch L.L.C. and WLC-Green Valley Limited Partnership signed November 11, 1995, extended the jurisdiction of Green Valley Recreation.

Page 2, Section A, #1 of the Developer Member Agreement states:

1. Green Valley Recreation shall restrict its membership to real property, which lies within the jurisdiction of Green Valley Recreation. The jurisdiction of Green Valley Recreation consists of the real property designated within the Corporate Jurisdiction Boundary Document kept on file at the office located at 1070 S. Calle de las Casitas, Green Valley, Arizona, 85614. The jurisdiction of Green Valley Recreation shall, subject to the provisions of this Agreement, now extend

to the property described as Las Campanas (Exhibit 11), Canoa Ranch West (Exhibit 12) and Portillo Place & Portillo Ridge (Exhibit 13).

Pierce Construction is the owner of two subdivisions known as Portillo Place and Portillo Ridge (Exhibit 13). The Pierce Developer Agreement (Exhibit 14) dated November 16, 1995, includes Portillo Place and Portillo Ridge into Green Valley Recreation boundaries, which was approved by the 1995 Boundary Expansion/Bylaws Referendum (Exhibit 9).

The October 1996 Santa Rita Springs Boundary Referendum (Exhibit 15) approved the extension of the existing Green Valley Recreation boundaries to include eight (8) subdivisions, about 1,170 of a potential total of 1,800 homes within the Santa Rita Springs Development. This was in accordance with the 1996 Agreement between Santa Rita Springs, LLC. (David Grounds) and Green Valley Recreation, Inc. (Exhibit 16). The boundary expansion included Sunrise Pointe Lots 1 through 135, Blocks 1,3,4 & 5, Common Areas A, B, C, D & E; Sunrise Point Vistas Phase 1, Lots 1 through 106, Common Areas A & B; (Parcel F) (Exhibit 17), The Springs Phase 1, Roadhaven Resorts, Lots 1 through 425 and Common Areas A & B (Exhibit 18) and The Greens at Santa Rita Springs, Lots 1 through 142, Common Areas A and C, Parcel B (Exhibit 19).

The Fall 1997 Santa Rita Springs Boundary Referendum (Exhibit 20) approved the extension of the existing Green Valley Recreation boundaries by two subdivisions of 149 homes within the Santa Rita Springs Development. This resulted in \$286,080 for the privilege of Green Valley

Recreation membership for these homes. This expansion was in accordance with the 1997 Agreements between Michael Dorn and Green Valley Recreation, The Springs at Santa Rita Springs and Green Valley Recreation and Paul G. Warthen and Green Valley Recreation (Exhibit 21). The boundary expansion included The Links at Santa Rita Springs, Lots 1 through 35 (Exhibit 22), The Links at Santa Rita Springs, Lots 36 through 93 (Exhibit 23) and The Springs II 1st Phase, Lots 53 through 108 and Common Area B (Exhibit 24).

The Summer 1999 Santa Rita Springs Boundary Referendum (Exhibit 25) approved the extension of the existing Green Valley Recreation boundaries by four subdivisions of 257 lots within the Santa Rita Springs Development. This resulted in \$508,860 for the privilege of Green Valley Recreation membership for these lots. This expansion was in accordance with the 1999 Agreements between Santa Rita Springs L.L.C and Green Valley Recreation, Inc., Dorn Builders, Inc. and Green Valley Recreation, Inc., The Springs at Santa Rita Springs L.L.C. and Green Valley Recreation, Inc., and Green Valley I Associates General Partnership and Green Valley Recreation, Inc. (Exhibit 26). The boundary expansion included Parcel E (Dorn Builders) (Exhibit 27), The Springs II (The Springs at Santa Rita Springs L.L.C.) (Exhibit 28), Silver Springs Assisted Living (Green Valley Associates General Partnership) (Exhibit 29), and Silver Springs II, Golf Casitas at Santa Rita Springs (Santa Rita Springs L.L.C.) (Exhibit 30). As of September, 1999, Green Valley Recreation, Inc. was an eight-mile linear community bisected by Interstate 19 with the boundaries of Duval Road to the North, South line Canoa Ranch to the South, West Boundary San Ignacio de la Canoa Land Grant to the West and the Santa Cruz River to the East (Exhibit 31).

The summer 2015 Boundary Expansion Referendum approved by GVR members (Exhibit 32) extended Green Valley Recreation's jurisdictional boundaries to include eight existing subdivisions (Exhibit 33). Five of the added subdivisions are located to the west of the Santa Cruz River: Madera Reserve (Exhibit 34); Madera Foothills Estates and Madera Shadows (Exhibit 35); Pasadera (Exhibit 36); and Colonia Real (Exhibit 37); and three are contiguous to GVR subdivisions east of the Santa Cruz River: Magi Estates (Exhibit 38); Valle Verde (Exhibit 39); and Casa Primavera (Exhibit 40). As a result of this expansion of GVR's boundaries, lot owners within these subdivisions may voluntarily deed-restrict their properties to GVR membership. Once an owner voluntarily deed-restricts a property to GVR membership, the GVR membership runs with the land and binds subsequent owners of that property.

In 2023, the Board reviewed a unique situation where eight (8) Lots in the SpringPointe association and subdivision and (a portion of the original Colonia De Los Alamos) were not included in the otherwise mandatory GVR membership (and age-restricted) CC&Rs. These eight Lots 21 through 28 (Block 42) had homes that were built, but the original builder defaulted. The new developer was not able to include those original eight in the GVR membership and the age restrictions when the CC&Rs were amended in 1992. By Board Resolution (Exhibit 41), the Board determined that those eight Lots may be voluntarily deed-restricted to GVR membership.

Green Valley Recreation, Inc. is a nonprofit leisure service organization servicing more than 24,000 members living on both sides of Interstate 19. Green Valley Recreation, Inc. owns and operates fifteen (15) geographically dispersed recreational facilities which provide recreational, cultural and educational programs for the enjoyment of Green Valley Recreation members and their guests.

The undersigned hereby certify that this is the true and correct Corporate Boundary Document of Green Valley Recreation, Inc. as of the _____ day of _____, 2023.

Marge Garneau
GVR Board President

Bart Hillyer
GVR Board Secretary



Green Valley Recreation, Inc.
Board of Directors Meeting
CPM Part 2: Section 3 Meetings –
2.3.1.D.2 Work Sessions

Prepared By: Nanci Moyo, Admin. Sup.

Meeting Date: June 28, 2023

Presented By: Marge Garneau, President

Consent Agenda: No

Originating Committee / Department:

Board of Directors

Action Requested:

Approve changing the Work Session from the third Wednesday of the month to the second Wednesday of the month based on CPM Part 2: Section 3 Meetings – 2.3.1.D.2: “The Work Session shall be held generally on the third Wednesday of the month unless agreed upon otherwise.”

Strategic Plan Goal:

GOAL 5: Provide sound, effective governance and leadership for the corporation

Background Justification:

The Board Affairs Committee (BAC) requested a change to the Agenda process in CPM Part 2: Section 3 - 2.3.3.C to change the agenda items to be submitted for consideration from six (6) days to four (4) days for the Work Sessions. Staff recommended against this change due to time constraints. Further discussion from the BAC led to discussions to change the Work Session from the third Wednesday to the second Wednesday. It was scheduled to be reviewed at this Board meeting.

Board Options:

- 1) Maintain the existing language in the CPM In Part 2: Section 3 Meeting – 2.3.1.D.2 to “The Work Session shall be held generally on the third Wednesday of the month unless agreed upon otherwise” since it allows the Board to change the meeting day without changing the CPM.
- 2) Change the CPM In Part 2: Section 3 Meeting – 2.3.1.D.2 the Work Sessions from the third Wednesday to the second Wednesday as agreed upon otherwise.
- 3) Discuss other options and present a motion.

Staff Recommendation:

Option #1

Recommended Motion:

I move to maintain the existing language in the CPM In Part 2: Section 3 Meeting – 2.3.1.D.2 to “The Work Session shall be held generally on the third Wednesday of the month unless agreed upon otherwise” which allows the Board to change the meeting day without changing the CPM.

Attachments:

None



Green Valley Recreation, Inc.

Board of Directors Regular Meeting

CPM Appendix 1.3.5.B.1.e.1 Remove Wording

Prepared By: Nanci Moyo, Admin. Sup.

Meeting Date: June 28, 2023

Presented By: Carol Crothers, Chair

Consent Agenda: No

Originating Committee / Department:

Board Affairs Committee (BAC)

Action Requested:

Approve BAC recommended removal of wording in Appendix 1.3.5.B.1.e.1 that is outdated.

Strategic Plan Goal:

GOAL 5: Provide sound, effective governance and leadership for the corporation

Background Justification:

Director Lawless suggested CPM Appendix - Section 3 – 1.3.5.B.1.e.1 should be removed and brought it to the BAC to consider the removal.

It states in Section 3 – 1.3.5.B.1.e.1 e. Maintenance Repair/Replace Reserve Fund Part “B”
 1) NOTE: The below asset allocation for this fund shall not be effective until the eligible East Center Pool expenses have been paid out from this fund. The GVR CFO will promptly notify the Investment Advisor when this has occurred to authorize the reallocation of these funds as shown in the table below. Until such time, these Reserve Funds shall be invested in cash or short-term fixed income investments that allows GVR access to these funds in a timely manner.

Allocation after eligible East Side Pool expenses have been paid:

Investment Type	Target	Range
Cash	0%	0% to 10%
Fixed Income	40%	30% to 50%
Equities	60%	50% to 70%

The GVR CFO notified the Investment Advisor in January 2023.

See the redline attachment for the requested changes.

Fiscal Impact:

None

Board Options:

- 1) Approve removal to CPM Appendix – Section 3: 1.3.5.B.e.1 recommended by the BAC.
- 2) Review changes and make additional changes for Board approval.

Staff Recommendation:

Option #1

Recommended Motion:

Move to approve removal of wording “1) NOTE: The below asset allocation for this fund shall not be effective until the eligible East Center Pool expenses have been paid out from this fund. The GVR CFO will promptly notify the Investment Advisor when this has occurred to authorize the reallocation of these funds as shown in the table below. Until such time, these Reserve Funds shall be invested in cash or short-term fixed income investments that allows GVR access to these funds in a timely manner. Allocation after eligible East Side Pool expenses have been paid:” from CPM Appendix – Section 3: 1.3.5.B.e.1.

Attachments:

- 1) CPM Appendix – Section 3: 1.3.5.B.e.1 Redlined
- 2) CPM Appendix – Section 3: 1.3.5.B.e.1 Clean

1.3.5 Operating Cash Investment Objectives

A. Investment Objectives

The primary investment principle is to maintain the safety of GVR's assets. The secondary investment principle is to have invested operating cash and **Reserve Funds** available when needed by GVR's operations without incurring an unwarranted loss of value or costs. The maturity horizon for each **Fund** shall be determined by each **Fund's** purpose, use, and needs. The third investment principle is to achieve return on investments exceeding benchmarks, while meeting safety and liquidity principles.

B. Asset Allocations

- The target Asset Allocations and anticipated allocation ranges for each Fund are below:

a. Operating Cash Investment Account – Part "A" Short-Term

Investment Type	Target	Range
Cash	25%	20% to 40%
Fixed Income	75%	60% to 80%
Equities	0%	Not Allowed

b. Operating Cash Investment Account – Part "B" Long-Term

Investment Type	Target	Range
Cash	0%	0% to 10%
Fixed Income	30%	20% to 40%
Equities	70%	60% to 80%

NOTE: Staff are authorized to transfer funds between Part A and B Operating Cash Funds to maximize returns while maintaining sufficient cash consistent with operating cash policy.

c. Initiatives Reserve Fund

Investment Type	Target	Range
Cash	5%	0% to 10%
Fixed Income	85%	75% to 95%
Equities	10%	0% to 20%

d. Maintenance Repair/Replace Reserve Fund

Investment Type	Target	Range
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Cash	5%	0% to 10%
Fixed Income	60%	50% to 70%
Equities	35%	25% to 45%

e. Maintenance Repair/Replace Reserve Fund Part "B"

1) ~~NOTE: The below asset allocation for this fund shall not be effective until the eligible East Center Pool expenses have been paid out from this fund. The GVR CFO will promptly notify the Investment Advisor when this has occurred to authorize the reallocation of these funds as shown in the table below. Until such time, these Reserve Funds shall be invested in cash or short term fixed income investments that allows GVR access to these funds in a timely manner.~~

Allocation after eligible East Side Pool expenses have been paid:

Investment Type	Target	Range
Cash	0%	0% to 10%
Fixed Income	40%	30% to 50%
Equities	60%	50% to 70%

f. Emergency Reserve Fund

Investment Type	Target	Range
Cash	0%	0% to 10%
Fixed Income	30%	20% to 40%
Equities	70%	60% to 80%

1.3.5 Operating Cash Investment Objectives

A. Investment Objectives

The primary investment principle is to maintain the safety of GVR's assets. The secondary investment principle is to have invested operating cash and **Reserve Funds** available when needed by GVR's operations without incurring an unwarranted loss of value or costs. The maturity horizon for each **Fund** shall be determined by each **Fund's** purpose, use, and needs. The third investment principle is to achieve return on investments exceeding benchmarks, while meeting safety and liquidity principles.

B. Asset Allocations

1. The target Asset Allocations and anticipated allocation ranges for each Fund are below:

a. Operating Cash Investment Account – Part "A" Short-Term

Investment Type	Target	Range
Cash	25%	20% to 40%
Fixed Income	75%	60% to 80%
Equities	0%	Not Allowed

b. Operating Cash Investment Account – Part "B" Long-Term

Investment Type	Target	Range
Cash	0%	0% to 10%
Fixed Income	30%	20% to 40%
Equities	70%	60% to 80%

NOTE: Staff are authorized to transfer funds between Part A and B Operating Cash Funds to maximize returns while maintaining sufficient cash consistent with operating cash policy.

c. Initiatives Reserve Fund

Investment Type	Target	Range
Cash	5%	0% to 10%
Fixed Income	85%	75% to 95%
Equities	10%	0% to 20%

d. Maintenance Repair/Replace Reserve Fund

Investment Type	Target	Range
Cash	5%	0% to 10%
Fixed Income	60%	50% to 70%
Equities	35%	25% to 45%

e. Maintenance Repair/Replace Reserve Fund Part "B"

Investment Type	Target	Range
Cash	0%	0% to 10%

Fixed Income	40%	30% to 50%
Equities	60%	50% to 70%

f. Emergency Reserve Fund

Investment Type	Target	Range
Cash	0%	0% to 10%
Fixed Income	30%	20% to 40%
Equities	70%	60% to 80%



Green Valley Recreation, Inc.

Board of Directors Regular Meeting

West Center improvements to accommodate Lapidary/Woodshop/Artisan Expansion

Prepared By: Scott Somers, CEO**Meeting Date:** June 28, 2023**Presented By:** Marge Garneau,
Board President**Consent Agenda:** No**Originating Committee / Department:**

President of the Board, Garneau

Action Requested:

Discussion and possible action on all options for West Center improvements to accommodate Lapidary/Woodshop/Artisan Expansion.

Strategic Plan:

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

Background Justification:

Consolidation of the three Lapidary/Silversmith Club locations has been contemplated for 20-30 years. In addition, the Woodworkers Club and Artisans' Club have expressed interest in expanding their sole locations at West Center for many years, and there remains the question of finding a permanent location for the Metal Working Crafts Club. Staff has previously worked with the architect and Lapidary Club to identify programming and space needs. The Board has been provided limited high level concept drawings of potential expansion opportunities at West Center. Several members of the Board have expressed interest in seeking solutions to consolidate a minimum of two, but potentially all three Lapidary Club locations; expand the Woodshop; and expand the Artisans' Shop. In order to make these significant improvements to accommodate Lapidary, Woodworking, and Artisans, and find a permanent home for the Metal Shop, it is very likely that the Billiards room at West Center would need to be repurposed to accommodate all of this expansion. If the Board is interested in exploring these opportunities, now may be the best time to direct staff to work with the architect on finding solutions that accommodate these expansion needs.

Fiscal Impact:

Cost implications at this juncture are limited to updating concept drawings and developing cost estimates, which would be coded to the Initiatives Fund.

Board Options:

- 1) Direct staff to work with the architect to explore ALL expansion possibilities at West Center to accommodate the expansion of Lapidary, Woodworking, and Artisans, with the understanding that the concept may include relocating the Billiards room at West Center.
- 2) Direct staff to work with the architect to explore LIMITED expansion possibilities at West Center to accommodate the expansion of Lapidary, Woodworking, and Artisans,

with the understanding that the concept WOULD NOT include relocating the Billiards room at West Center.

- 3) Direct staff to continue with current concept drawings which expands the Woodshop and Lapidary, but only would allow for the consolidation of two Lapidary locations, and would not necessarily allow for expansion of the Artisans' Shop.

Staff Recommendation:

Option #1

Potential Motion:

I move to direct staff to work with the architect to explore ALL expansion possibilities at West Center to accommodate the expansion of Lapidary, Woodworking, and Artisans, with the understanding that the concept may include relocating the Billiards room at West Center.

Attachments:

None