

MINUTES
BOARD AFFAIRS COMMITTEE MEETING
Tuesday, August 14, 2018
1:30 pm MST – Las Campanas – Agave Room

Committee Approved Minutes November 13, 2018

GVR Mission Statement: “To provide recreational, social and leisure education opportunities that enhance the quality of our members’ lives.”

Attendees: Gail Vanderhoof (Chair), Gail Ault, Suzan Curtin, John Haggerty, Jerry Humphrey, Bob Northrup, Sandra Thornton

Remote Attendees: Charles Sieck (Associate Chair), Lynne Chalmers, Carol Crothers (Ex-Officio)

Absent: Arthur LaFrance

Guests: 11

Staff Liaison: Jen Morningstar, Director, Administrative Services

Additional Staff: Tom Demma, Meeting Scribe

CALL TO ORDER

Chair Gail Vanderhoof called the meeting to order at 1:38pm.

ROLL CALL /ESTABLISH QUORUM

Gail Ault took the role, quorum established.

ADOPT AGENDA

MOTION: Vanderhoof / Seconded. Approve the agenda as amended. Passed: unanimous

ADOPT MINUTES

MOTION: Haggerty / Seconded. Approve July 10, 2018 minutes. Passed: unanimous

ACTION ITEMS

Assigned Members and Bylaws. Lou Lovat was invited by Chair Vanderhoof to address committee members about the matter of ‘*assigned members*’ in the GVR Bylaws.

Procedure to Review Existing Bylaws Restatement

Suzan Curtin reported that the Bylaws sub-committee suggests the Board Affairs Committee recommend the Board establish a Bylaws Ad Hoc Sub-Committee and the President appoint its Chair.

MOTION: Northrup / Seconded. That the Board Affairs Committee recommend to the GVR Board that a Bylaws Ad Hoc Sub-Committee be established, and the President appoint its Chair. Passed: unanimous

Bylaw Compliance: Labeled Exhibit A

There is no provision in the GVR bylaws that prevents a suspended member from holding office (Article II, Section 5). A suspended member’s right to use GVR facilities is the only loss of privilege.

SECTION II, SUBSECTION 5, B Suspended Member , para 2.

2. A suspended member shall retain the rights to vote but not to hold office.

MOTION: Ault / Seconded. That the Board Affairs Committee recommend to the Board of Directors that corporate policy be amended as set forth in Exhibit A. Passed: unanimous

Bylaw Compliance: Labeled Exhibit B

SECTION II, SUBSECTION 2, B. Guest Policy, para 1, 3, 6,

1. Guest privileges are intended for temporary visitors of a Regular Member, Assigned Member, Tenant **CRCF Resident** or Life Care User of GVR who live outside a twenty (20) mile radius of established GVR Boundaries. In general, guest cards are provided for visitors who are staying in a GVR household with the

member or who are staying in a local commercial hotel as a guest of the member.

2. Anyone residing in a non-GVR property within the jurisdiction of the corporation is not an eligible guest.
3. GVR Members, **Assigned Members, CRCF Residents or Life Care Users** may purchase an Annual Guest Card for a fee determined by the Board of Directors. GVR members, **Assigned Members, CRCF Residents or Life Card Members** may also purchase daily guest cards for an additional fee. Limit one (1) Annual Guest Card per household. The Annual Guest Card allows for an unlimited number of guests and guest visits. Daily Guest passes allow for unlimited number of guests on specific days only.
6. Annual Guest Cards may not be purchased for properties which are tenant occupied. ~~Tenants may purchase Daily Guest passes for a fee determined by the Board of Directors.~~
8. Adult guests 18 years of age and older are required to have a valid guest card **or daily guest pass** when visiting GVR facilities. Multiple guests visiting the same facility may use the same Annual Guest Card.
9. Guests under the age of 18 do not require guest cards **or daily guest passes** and must be accompanied by a GVR-issued card-carrying adult.
11. **For a fee determined by the Board of Directors**, tenants with guests may purchase a ~~day~~ **daily guest** pass for each guest over the age of 18.
13. At management's discretion, guest usage of GVR facilities may be limited to non primetime hours. Signage will be added to all facility gates reminding individuals that each person must swipe (or 'tap' for proximity cards) a GVR-issued ID Card. In addition, members and guests who abuse GVR ID card privileges may be subject to ~~sanctions and penalties up to and including fines and/or loss of privileges. , as determined by the Board of Directors. Rules governing board authorized sanctions and penalties will be publicized to the general membership.~~
15. ~~Life Care Privilege – Life Care Users may purchase Annual Guest Cards and Daily Guest Passes following the same guidelines established for guests of any GVR Member.~~

MOTION: Haggerty / Seconded. That the Board Affairs Committee recommend to the Board of Directors that corporate policy be amended as set forth in Exhibit B, as amended. Passed: unanimous

Bylaw Compliance: Labeled Exhibit C

Discussion: The term "assessments" versus "special assessments" became an issue when the attorney representing GVR in the NMCF erroneously characterized GVR as a Planned Community and the judge in his ruling made a finding that GVR was a "Planned Community" (an HOA). Under title 33 of the Arizona Revised Statutes, HOA's pay an annual "assessment" instead of dues. There is no distinction between an "assessment" and a "special assessment". Our bylaws make it clear that a special assessment would be "for any purpose".

SECTION II, SUBSECTION 3, para A & B

A. General

All Fees, Annual Dues, Service Fees and Delinquency charges shall be established each year by the approval of **a majority of Directors in office**. ~~at least seven members of the Board of Directors. The Board also has the right to approve assessments, as long as they are not special assessments for any purpose, by a vote of a minimum of seven Board members.~~ Special assessments for any purpose shall require approval of **a majority of Directors in office** ~~at least seven members of the Board of Directors~~, and a vote of at least a majority of the Members voting.

B. Annual Dues

~~3. Annual Dues is synonymous with the terms "regular assessments" or "assessments", but not "special assessments."~~

3. 4. Commercial Residential/Care Facility (CRCF) membership properties shall pay annual dues in an amount equal to the then-current annual dues multiplied by the number of units in the facility, regardless of whether or not such units are occupied.

MOTION: Haggerty / Seconded. That the Board Affairs Committee recommend to the Board of Directors that corporate policy be amended as set forth in Exhibit C. Passed: unanimous

ADJOURNMENT MOTION: Ault/ Seconded. Adjourn the meeting at 2:55 pm. Passed: unanimous

