



MINUTES
BOARD AFFAIRS COMMITTEE MEETING
Tuesday, October 9, 2018
1:30 pm MST – Las Campanas – Juniper Room

Committee Approved 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), John Haggerty, Bob Northrup, Sandra Thornton, and Carol Crothers (Ex-Officio)

Remote Attendees: Charlie Sieck (Associate Chair) and Lynne Chalmers,

Absent: Gail Ault, Suzan Curtin, Jerry Humphrey, and Arthur LaFrance

Guests: 5

Staff Liaison: George Rushing II, Director, Recreation Services

Additional Staff: Tom Demma, Meeting Scribe

1.) CALL TO ORDER

Chair Vanderhoof called the meeting to order at 1:30pm.

2.) ROLL CALL /ESTABLISH QUORUM

G. Rushing took the role, quorum established.

3.) ADOPT AGENDA

Chair Vanderhoof asked that the meeting agenda be amended with the change being to defer approval of the August 14, 2018 meeting.

MOTION: Thornton / Seconded. Approve the agenda as amended.

Passed: unanimous

4.) ADOPT MINUTES OF AUGUST 14, 2018 MEETING

Deferred

5.) ACTION ITEMS

Guest Cards

Chair Vanderhoof informed that recent changes made to Section II – Membership, Subsection 2 General of Corporate Policy has been found to be inconsistent with and in violation of GVR Bylaws; consequently, action to remedy the current circumstance is required. A meeting document titled Guest Card Privileges (Previously Exhibit B) serving to set out the changes for bringing about Corporate Policy and GVR Bylaws alignment, which was labeled Exhibit A, was reviewed.

During the review of Exhibit A the committee agreed to amend wording of number 6 by deleting the words *“unless purchased on behalf of the tenant”*. Amended number 6 is to read: *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.*

MOTION: Haggerty / Seconded. Corporate Policy changes set out in Exhibit A, as amended, be approved.

Passed: unanimous

Code of Conduct

Chair Vanderhoof informed that the prevailing Code of Conduct, which was set out in a meeting document titled Code of Conduct Compliance and labeled Exhibit B, was found not in compliance with Arizona State law. Exhibit B displayed changes to be made to the Code of Conduct, which, if accepted, non-compliance with Arizona State law would be remedied.

MOTION: Haggerty / Seconded. The Code of Conduct set out in Exhibit B be approved and forwarded to the Board of Directors.

SECTION VI – BOARD / BOARD COMMITTEES

SUBSECTION 1. POWERS, DUTIES, AND RESPONSIBILITIES OF THE BOARD OF DIRECTORS

B. Board Code Of Conduct – adopted 7/22/14

3. Directors must avoid a conflict of interest or the appearance of a conflict of interest with respect to any fiduciary responsibility.

a) Directors shall not accept any gifts or personal benefits, present or future, which may compromise or give the appearance of compromising his/her fiduciary responsibility.

b) When the Board is to decide upon an issue, about which a Director has any perceived or potential conflict of interest, including but not limited to, any personal or professional relationship with a business, group, individual or GVR club, that Director shall immediately disclose the nature of the conflict and recuse herself or himself, without comment, from any Board discussions or votes regarding the issue.

Passed: 6 Yes 1 No (Northrup)

Facilities – Polling Place

Chair Vanderhoof informed that Section IV, Subsection 1. General Facilities Rules and Regulation, Paragraph W of Corporate Policy, was not in compliance with Federal and Arizona State law regarding elections.

A meeting document titled Facilities – Polling Place – and labeled Exhibit C was reviewed. Approving one of three versions of proposed wording changes set out in Exhibit C would serve to amend Corporate Policy so that it would come into compliance with Federal and Arizona election law.

MOTION: Crothers / Seconded. Version 1 wording set out in Exhibit C be approved:

SECTION IV – FACILITY USE

SUBSECTION 1. GENERAL FACILITIES RULES AND REGULATIONS

W. Advertising or promotional signage for non-GVR elected positions (e.g., public sector election campaigns), including solicitation of support/opposition regarding candidates or ballot issues is NOT permitted on GVR property, except in rented meeting space during rental period only.

X. Notwithstanding paragraph W. above, when GVR facilities are rented to a public sector entity for use as a polling place, the Chief Executive Officer shall ensure that staff and volunteers are instructed on federal, state and local laws relating to such polling places and the immediate areas surrounding said polling places.

Passed: unanimous

6.) MEMBER COMMENTS: 0

7.) ADJOURNMENT