

EXHIBIT 4

BYLAWS: ARTICLE VI, Subsection 1: Powers and Duties

The Board of Directors shall have power:

B. To take the following actions with the approval of a majority of directors in office:

1. Appoint and remove, at its pleasure, all officers, agents and the Chief Executive Officer and prescribe their duties, fix their compensation and require of them such security of fidelity bond as may be deemed expedient;
2. Establish initial fees, dues, and assessments and collect same; and
3. Adopt annual **operating and capital budgets** which shall include a contribution to financial reserves consistent with Board policy. *We need to make our CPM clear that we adopt TWO budgets – for the past few years, the budget has been combined.*

SECTION VI – BOARD/BOARD COMMITTEES

Section VI was approved by the GVR Board of Directors January 28, 2014; except as amended.

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

The Board is responsible for governing in a manner that emphasizes strategic leadership rather than administrative detail. It is to be proactive in its decision making and maintain a clear delineation between staff and Board roles. In this spirit, the Board will:

1. Develop and approve an annual **operating and capital** budget and ensure proper financial controls are in place.
 2. Recruit and orient new Board members and assess Board performance.
 3. Select and evaluate the Chief Executive officer on at least an annual basis.
 4. Focus on the intended long-term goals of the organization, not on the administrative or programmatic means of attaining these goals.
 5. Establish policies which address (a) the products/services (needs vs costs vs member benefits). (b) Ethical and other boundaries for which the staff shall be held accountable, (c) Board roles and responsibilities, and (d) Board/staff relationship.
 6. Discipline itself as to attendance, speak with one voice and adhere to policy governance.
 7. Be accountable to the membership by competently, conscientiously and effectively executing its governing obligations.
3. The Board shall appoint GVR members in good standing to serve on the GVR Foundation Board of Directors from among one or more candidates nominated by the GVR Foundation Nominating Committee, with input from the GVR President.

SECTION VII – CHIEF EXECUTIVE OFFICER

Section VII was approved by the GVR Board of Directors on March 25, 2014; except as amended.

SUBSECTION 1 - AUTHORITY OF THE CHIEF EXECUTIVE OFFICER

The Chief Executive officer (CEO) has overall responsibility for the planning and operation of the corporation and is responsible for management of day-to-day operations. The Chief Executive officer shall have decision-making authority/responsibility for decisions, including, but not limited to, how policies and goals are attained; organization and control of resources; management of professional competence, and full control over operations, organizational behavior, subordinate managers and employees, human resource development, annual budget construction, execution of Board approved budgets, and the implementation of action items within each program area. The CEO provides organizational leadership and support for the Board in achieving GVR's vision, completing its mission, and executing its strategic plan. The CEO serves as the community liaison and is responsible for enhancing the visibility of the organization locally, regionally and nationally. The CEO serves as the Public Information officer for GVR. The Chief Executive officer may delegate authority to staff, as appropriate.

A. Fiscal Authority

In order to conduct business activities consistent with the mission of GVR, financial stability and integrity must be maintained.

The Chief Executive officer shall:

1. ~~In conjunction with the Chief Executive officer,~~ Develop the annual **operating and capital** budgets for Board approval which ensures maintenance of facilities, availability of member programs, and operation of the Corporation in accordance with the 5 year plan.
2. Manage expenditures within the approved budget without incurring indebtedness.
3. Develop and maintain sound financial practices.
4. Oversee the fiscal management of GVR, including authority to approve financial matters, implement fiscal controls, execute reoccurring operational contracts and leases, fund expenditure approvals, and maintain accurate accounts of every financial transaction of GVR.
5. Set rental rates for not-for-profit organizations not affiliated with GVR.