



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

MINUTES

BOARD AFFAIRS COMMITTEE

Monday, September 9, 2019

1:00 p.m. - Las Campanas – Juniper Room

Committee Approved Minutes, October 10, 2019

Attendees: Suzan Curtin (Chair), Jerry Humphrey, Bob Northrup, Patricia Reynolds, Dale Sprinkle, Terry Vogler, Kent Blumenthal (CEO)

Remote Attendees: Charlie Sieck (ex officio)

Absent: Karen Burns Copley, Lanny Hardy, Gail Vanderhoof

Staff: Liaison Jen Morningstar, Director of Administrative Services; David Webster, Accounting Supervisor; Marie Wilbur, Meeting Scribe

Guests: 7, plus Mike Zelenak and Carol Crothers via remote

1. **CALL TO ORDER:** Chair Curtin called the meeting to order at 1:03 p.m.
2. **ROLL CALL:** Chair Curtin called the roll. A quorum was established.
3. **ADOPT AGENDA:** Motion to adopt Agenda. T. Vogler/seconded. Passed unanimously.
4. **MINUTES:** Motion to adopt minutes of July 8, 2019 as presented. Northrup/seconded. Motion passed. Ayes – 6. Abstained – 1 (T. Vogler).
5. **ACTION ITEMS:**
 1. **EXHIBIT 1 - Relocate duties of Investments Committee from one part of the Corporate Policy Manual (CPM) to another**
Item tabled until the Investments Committee provides further information.
 2. **EXHIBIT 2 - Correct CPM Section VI, Subsection 4. B. Items 1, 2, 3, and 7 to read:**
 1. Standing Committee Chairpersons shall be Directors, appointed by the Board President- All Chairpersons must be approved by the Board.
 2. The Board will establish the duties and responsibilities of the *standing* committees. *The purpose, duties and duration of special or ad hoc committees shall be established by the President with Board approval.* Each committee shall make policy recommendations to the Board for consideration.

3. Committee meetings will normally be open to all GVR members, but may be held in closed session, at the discretion of the committee.
7. At least one other committee member shall be a Director of the Board, *excluding the President acting in an ex officio capacity*. Committee members shall be GVR members in good standing, appointed by the Chairperson. To the extent possible, committees will include members knowledgeable about the functionality of that specific committee.

Motion to adopt CPM Section VI, Subsection 4. B. Items 1, 2, 3, and 7 as amended. T. Vogler/seconded. Passed unanimously.

8. **EXHIBIT 3 – Correct CPM Section VI – Board/Board Committees - Subsection 1, Item 1 and Section VII – Chief Executive Officer - Subsection 1. A. Fiscal Authority, Item 1 to read:**

Section VI, Subsection 1. Item 1 to read:

1. *Adopt annual operating and capital budgets* and ensure proper financial controls are in place.

Section VII, Subsection 1. A. Item 1 to read:

1. *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.

CEO K. Blumenthal distributed a copy of the Article III – Dues and Assessments from the Bylaws of Green Valley Recreation, Inc. for the committee to review.

Motion to adopt CPM Section VI – Board/Board Committees – Subsection 1, Item 1 and Section VII – Chief Executive Officer – Subsection 1. A. Fiscal Authority, Item 1 as amended. T. Vogler/seconded. Passed unanimously.

CEO K. Blumenthal pointed out that when presenting revisions for review that *strikethrough* be used on text to be removed and *underline and red lettering* be used on new text to be inserted.

6. **DISCUSSION:** J. Morningstar noted that changes have been made in the CPM regarding the new Property Acquisition Capital Fee.

Discussion was heard as to the need for a work session to discuss several topics. Members contribute topics they would like to be discussed to Chair Curtin, and whether they would attend.

7. **NEXT MEETING:** The next regular Committee meeting is scheduled for Monday, October 14, 2019 at 1:00 p.m. at Las Campanas Juniper Room.

8. **ADJOURNMENT:**

Motion to adjourn. B. Northrup/seconded. Passed unanimously. Meeting adjourned at 2:31 p.m.