

EXHIBIT 2

GREEN VALLEY RECREATION, INC.— CORPORATE POLICY MANUAL

These policies may be amended or changed in whole or in part by a majority vote of the Board of Directors **then in office**. ~~members present~~. Further information on most items can be found in the minutes of the Board of Directors meetings wherein approval was granted and policy made, as well as any committee minutes preceding this action.

The above section should read “then in office”.

GVR issues two permanent “identification cards” (membership cards) to most member properties. Arizona State law requires that all member properties be treated equally. We presently issue two cards to households with two persons on the deed. The cards do not require annual renewal. This change will bring us into compliance by issuing two cards that do not require renewal each year to every household.

SECTION II – SUBSECTION 2. GENERAL

A. GVR Identification Cards

It is the policy of GVR that each authorized user of GVR facilities be issued a **permanent** GVR identification card as set forth herein.

The Board should have a role in filling vacancies.

SECTION VI – SUBSECTION 1. POWERS, DUTIES AND RESPONSIBILITIES OF THE BOARD...

H. Vacancies –

3. If there is no unsuccessful candidate from the most recent election who is willing and able to serve as a Successor Director, the **Board of Directors and the** Nominations & Elections Committee shall recruit individuals from among regular members in good standing to serve as a Successor Director, and will present a slate of candidates to the Board of Directors.
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The Board needs timely information on issues coming to the Board for a vote. Our Board of Director meetings were rescheduled from Tuesday to Wednesday. The BOD needs material over a weekend so they can study it.

SECTION VI – SUBSECTION 3. BOARD MEETINGS

A. RULES OF ORDER FOR AGENDA PREPARATION

1. Items for agenda consideration are submitted to the President and/or CEO (or their respective designee) by 12 p.m. (noon) six (6) business days prior to the date of the Board meeting.
 2. A proposed meeting agenda is developed by the Board President **with input from the** and CEO by close of business four (4) business days prior to the Board meeting. The proposed agenda is distributed to Directors either via email and/or by placing the document(s) within online Board files.
 3. ~~Two (2)~~ Three (3) business days, **or the Friday** prior to the Board meeting, the proposed agenda shall be sent to the Board of Directors, posted on the GVR website, and sent by e-blast to members.
 4. **Three (3) business days or the Friday prior to the Board meeting the Meeting Book will be sent to the Board of Directors and posted on the GVR website.**
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Last year special meetings were called by the required two directors – and all twelve directors were forced to waste time to attend. While we need a way for directors with genuine concerns to call a meeting, the purpose needs to be validated by an officer.

SECTION VI – SUBSECTION 3. BOARD MEETINGS

B. Protocol and Conduct for Board Meetings

2. Special meetings of the Board may be called by the President or the Vice President, due to special circumstances or at the request of any two (2) Directors **with approval by the President or Vice President.** Directors will be given two (2) days written notification of any special meeting. An agenda will be provided once the meeting is set.
5. The Board will use the following small board protocol during Board meetings:
 - c) Each board member may speak for no more than **one ten (10)-minutes** per topic, **unless authorized by the Board President.**
 - f) To vote on a subject, a formal motion must be made **and seconded.**
6. GVR members shall be permitted to address the Presiding officer of the Board to provide input, subject to the following protocols:
 - e) Members are encouraged to provide **the Board with** written comments in addition to verbal remarks.

Bylaws: "The President shall be an ex-officio member of all committees excluding Nominations & Elections, and Audit Committees." All but two committees already have two director members. An Audit Committee is too small to allow for two. So the motion to appoint a director to the N&E Committee, should satisfy the existing CPM requirement. .

Bylaws: Committee members shall be selected by the Chairperson of the committee.

SECTION VI – SUBSECTION 4. BOARD COMMITTEES’ DUTIES AND RESPONSIBILITIES

B. Committees of The Board of Directors

7 At least one other ~~committee~~ member **on the Nominations and Elections committee** shall be a Director of the Board. Committee members shall be GVR members in good standing **and/or staff members**, appointed by the Chairperson., ~~and staff members selected by the Chief Executive officer.~~ To the extent possible, committees will include members knowledgeable about the functionality of that specific committee.

Bylaws: ...Committee members shall be selected by the Chairperson of the committee.

SUBSECTION 4. BOARD COMMITTEES’ DUTIES AND RESPONSIBILITIES

C. Duties and Responsibilities of Board Committees

5. Nominations & Elections Committee

a. Membership

3. ~~An Administrative staff person will serve on the Committee and will be selected by the CEO.~~

NOTE: refer to CPM Section VI, Subsection 4(B) (7)

To ensure the integrity of our elections, two persons should be involved.

SECTION VI – SUBSECTION 4. BOARD COMMITTEES’ DUTIES AND RESPONSIBILITIES

C. Duties and Responsibilities of Board Committees

5. Nominations & Elections Committee

b. Responsibilities

2. Election Process

e) Verify that the final ballot and ballot materials have been reviewed and approved by **the Board President and** GVR’s general counsel.

g) ~~Each candidate shall appoint two (2) GVR members, who are in good standing, to participate in the validation and counting of paper ballots.~~

h) The counting of ballots, at the discretion of the Board of Directors may be conducted by an independent organization (e.g., Pima County Elections or electronic voting firm), in which case the results shall be obtained from the organization by the **President of the Board of Directors and the** Nominations & Elections Chairperson or their representatives. *NOTE: refer to Bylaws Article V, Section 3*

Our Bylaws consistently mention two separate budgets – Operating and Capital Budgets.

SECTION VII – CHIEF EXECUTIVE OFFICER

SUBSECTION 1. AUTHORITY OF THE CHIEF EXECUTIVE OFFICER

A. Fiscal Authority

1. In conjunction with the Chief Financial Officer, develop the annual budget **and annual capital budget** for Board approval which ensures maintenance of facilities, availability of member programs, and operation of the Corporation in accordance with the 5-year plan.

Grants should be approved by the Board.

SECTION VIII – SUBSECTION 1. GVR PROGRAMS

B. Acceptance of Grant Funding

GVR is permitted, by policy, to solicit grant funding to subsidize operational expenses related to special events and cultural programs. It is acknowledged that accepting grants from publicly supported funding agencies may dictate that these programs be open to the public. The fact that grant monies may have been received shall not interfere with GVR's ability to provide advertised services to its members, as prescribed by governing directives. **The GVR Board** shall retain final approval of specific programs supported by grants.

SECTION X– MISCELLANEOUS

SUBSECTION 1. COMMUNICATIONS POLICY

POLICY STATEMENT

As an integral part of the greater Green Valley, Arizona community, Green Valley Recreation, Inc. (GVR) strives to maintain open and transparent communications in order to foster good relations with its members, news organizations, and the general public.

To this end, GVR uses several communication vehicles to provide news, information and updates. These vehicles include, but are not limited to:

1. a monthly newsletter
2. an electronic, email newsletter
3. an email address for the Board and an email address for general inquiries
4. websites and apps
5. timely postings of Board and Committee meeting agendas and materials and subsequent meeting minutes
6. **Green Valley News**
7. social media

Board Press Releases should be approved by and released by the Board.

SECTION X– MISCELLANEOUS

SUBSECTION 1. COMMUNICATIONS POLICY

A. EXTERNAL COMMUNICATIONS

1. Public Information officer (PIO) as Point of Contact

To ensure the orderly release of accurate and consistent information to the general public and news media, GVR's Chief Executive officer (CEO) shall serve as the official Public Information officer (PIO) for the Corporation [See *GVR Corporate Policy Manual (CPM), Section VII-Chief Executive officer*] or may *delegate such responsibility*. The PIO shall be the **single official** point of contact for inquiries from non-members (the general public) and news media.

Other GVR staff, as appropriate, may field inquiries from current or prospective GVR members. All public and media inquiries shall be directed to the designated PIO spokesperson, who shall consult with senior managers, if necessary, to confirm information prior to release. The CEO shall approve in advance all **corporate** press releases. This process ensures that the release of information to the general public and news media is consistent with GVR's governing documents and policies and helps to prevent misunderstandings, misinterpretations, and confusion.

Some information provided in Executive Sessions is public knowledge and/or background information.

SECTION X – SUBSECTION 1. COMMUNICATIONS POLICY

A. EXTERNAL COMMUNICATIONS

2. Information Prohibited from Public Release

- e. Any **confidential** information that was made available in an Executive Session of the Board of Directors

SECTION X – SUBSECTION 1. COMMUNICATIONS POLICY

A. EXTERNAL COMMUNICATIONS

3. Correction of Inaccurate Information

GVR will take steps to correct inaccurate information published or reported by external **or internal** media about the Corporation as soon as reasonably practicable after its discovery. Such steps may include a request for a correction to be published and/or a written opinion piece submitted to the media outlet. The nature and seriousness of the misinformation shall be considered in determining the most appropriate course of action.

Private functions should control their own photography standards

SECTION X – SUBSECTION 1. COMMUNICATIONS POLICY

A. EXTERNAL COMMUNICATIONS

5. Media Access

For the safety and privacy of members and employees, still or video photography at private events is prohibited without prior written approval from GVR **or the event organizer** and signed waivers from every individual whose image is **made public**. ~~photographed or videoed.~~

SECTION X– MISCELLANEOUS SUBSECTION 1. COMMUNICATIONS POLICY

B. MEMBER COMMUNICATIONS

5. Email Communications with Members

c. GVR Board of Directors Email Policy

To facilitate communications among GVR Board Directors, GVR’s Board-approved “Email Policy” provides each member of the Board of Directors with an official GVR email address, which is to be used solely for governance-related communications between Board members and GVR staff only.

A generic email address for members to communicate electronically with the Board of Directors (board@gvrec.org) is posted on the GVR website and published in each GVR Now! Newsletter. Emails addressed to the Board shall be reviewed by ~~the CEO and~~ the designated GVR Email Administrator who shall archive all such email messages, forward them to the Board President, and copy other Directors. Any director who receives a communication in a personal non-GVR email account that concerns GVR **operations** ~~business and/or to GVR Board matters~~ shall forward same to the CEO for review and if appropriate, archiving by the GVR Email Administrator.