



AGENDA

Board Affairs Committee

Tuesday, August 9, 2022
1:30-3:00pm MST
West Center Room 2 / Zoom

GVR's Mission Statement: "To provide excellent facilities and services that create opportunities for recreation, social activities, and leisure education to enhance the quality of our members' lives."

Committee: Donna Coon (Chair), Janet Carter, Carol Crothers, Joyce Finkelstein, Jerry Humphrey, Nellie Johnson, Ed Knop, Barb Mauser, Chuck Soukup, Beverly Tobiason, Jodie Walker, Tony Zabicki, Kathi Bachelor (ex-officio), Scott Somers (CEO), Nanci Moyo (Administrative Supervisor/Liaison)

Agenda Topic

- 1. Call to Order / Roll Call – Establish Quorum**
- 2. Approve Meeting Minutes:** July 12, 2022
- 3. Chair Comments**
- 4. Business**
 - a. Canine Club Application
 - b. CPM Part 2
 - 1) Redlined Version – staff and BAC
 - 2) Clean Version
 - c. Guest Pass
 - 1) CPM Part 1 Membership and Facilities – Section 2 1.2.2 Guest Policy
 - 2) Research from Other Organizations
 - d. Work Group Reports
 - 1) Bylaws
 - 2) Committee Continuity
- 5. Member Comments**
- 6. Adjournment**

Next Meeting: Tuesday, September 13, 2022, West Center, Room 2/Zoom, 1:30-3:00pm



MINUTES

Board Affairs Committee

Tuesday, July 12, 2022, 1:30pm
WC Room 2 / Zoom

Committee: Donna Coon (Chair), Carol Crothers, Joyce Finkelstein, Nellie Johnson, Ed Knop, Chuck Soukup, Kathi Bachelor (President), Scott Somers (CEO), Natalie Whitman (Communications Manager), Nanci Moyo (Liaison/Administrative Supervisor)

Absent: Janet Carter, Jerry Humphrey, Barb Mauser, Beverly Tobiason, Jodie Walker, Tony Zabicki

Visitors: 2

- 1. Call to Order / Roll Call – Establish Quorum**
Chair Coon called the meeting to order at 1:32pm. Roll call by Nanci Moyo.
- 2. Approve Meeting Minutes: June 14, 2022**
MOTION: Finkelstein / Seconded. There were no objections.
- 3. Chair Comments:** The discussion is on CPM Part 2 at this meeting and Part 3 at the next meeting. May have CPM recommendations for the September Board meeting.
- 4. Business**
 - a. Review CPM Change Request from N&E Committee
MOTION: Finkelstein moved / seconded the Board Affairs Committee (BAC) accept the Nominations & Elections Committee request and to recommend approval by the Board to change the CPM Part 3: Committees - Section 6 - 3.6.2.A.2 from 120 days to 90 days.
Passes: unanimous
 - b. Staff Recommendations for Part 2
CEO Scott Somers reviewed the staff recommendation changes to Part 2 of the CPM and held a discussion with the BAC. All the suggestions will be added to the redlined version.
 - c. Duties and Responsibilities of BAC
This was not discussed at the meeting.

d. Work Group Reports

- **Bylaws:** This work group will begin meeting next week with seven members. Discussion will be about the reorganization of the Bylaws. The work group will bring options to the BAC for discussion and the BAC will bring recommendations to the Board.
- **Committee Continuity Report:** The work group has five members that are reviewing Bylaws and CPM on what is stated about committees, and looking into best practices and how other non-profit communities use committees. The work group will bring recommendations to the BAC for any decisions and recommendations to the Board.

5. Member Comments: Comments were addressed during the meeting.

6. Adjournment: The meeting was adjourned at 3pm MST.

Next Meeting: Tuesday, August 9, 2022, West Center, Room 2/Zoom, 1:30 – 3:00pm

DRAFT



Green Valley Recreation, Inc.

New GVR Club Application for Club Status

Please read the FAQ and Application Instructions prior to completing this application

This application and supporting documents must be completed in their entirety. Partial applications cannot be processed. Attach additional sheets if necessary. If you have questions, please contact the GVR Club Liaison.

- Proposed name of your club: The **GVR CANINE Club**.
- Have your interested members read the GVR Bylaws, and Corporate Policy Manual (CPM) posted on the GVR Website, including Part 6 – GVR Programs/Clubs? YES NO
- You must have a minimum of thirty-five (35) GVR members to apply for “Club Status.” Does your group have thirty-five (35) or more interested GVR members? YES NO
- Is the mission of your group consistent with GVR’s mission: “To provide recreational and social opportunities to enhance the quality of our members’ lives.”? YES NO

Please explain below:

- How will this club benefit GVR and the membership?

The Canine Club’s goal is to be a social & resource club committed to supporting and educating members educating their canines. We benefit dog owners and dog lovers within the Green Valley community by providing better socialized dogs, and more responsible dog owners.

- Please describe, in detail, the purpose, plan and charge of your group.

Our purpose and focus is to enhance the physical and mental health of our members through positive, fun interactions and social connections. The Canine Club is a resource for members to learn how to manage and support the well-being of their dogs while members enjoy social encounters with each other. Club activities focus on dog owner education, guest speakers, website resources, and fun activities. We benefit dog owners and dog lovers within the Green Valley community by providing better socialized dogs, and more responsible dog owners.

- Why is your group seeking GVR “Club Status?” Check all that apply:

- | | |
|---|---|
| <input checked="" type="checkbox"/> High interest in activity | <input checked="" type="checkbox"/> Tax purposes |
| <input checked="" type="checkbox"/> Better operation of group | <input type="checkbox"/> Insurance |
| <input checked="" type="checkbox"/> Facility space | <input type="checkbox"/> Storage |
| <input checked="" type="checkbox"/> Reservation preference | <input type="checkbox"/> Need for dues |
| <input checked="" type="checkbox"/> GVR support | <input type="checkbox"/> Other <input type="checkbox"/> |



8. Does your group understand that facility reservations are not guaranteed, and your meeting space may vary from year to year? YES NO

9. What type of facility will you be requesting? (Note: Your group must be able to maintain 50% of the assigned space at all times)

- | | |
|--|--|
| <input type="checkbox"/> Art Room | <input type="checkbox"/> Dedicated space (such as the hobby shops) |
| <input checked="" type="checkbox"/> Large meeting room | <input checked="" type="checkbox"/> Small meeting room |
| <input type="checkbox"/> Auditorium | <input type="checkbox"/> Swimming pool |
| <input type="checkbox"/> Outdoor facilities | <input type="checkbox"/> Stage |
| <input type="checkbox"/> Dance floor | <input type="checkbox"/> Other <input type="checkbox"/> |

10. What days of the week will your group request to meet? (Note: Clubs are permitted two regularly scheduled activities each week)

-- GVR Canine Club's needs for meeting space will be variable and occasional.

- Monday Tuesday Wednesday Thursday Friday Saturday Sunday

11. Requests for dedicated space that only club members may use is limited and reviewed on a case-by-case basis. Do you anticipate needing dedicated space for your club in the future? YES NO . If yes, please explain

12. Your group must be self-supporting in movable equipment, supplies, repairs and instructors through your club dues. Equipment to meet the desires of a club shall not be financially supported by GVR dues or income. GVR *does* supply basic services such as facilities, utilities, custodial/maintenance support, fixtures, tables, chairs and initial equipment basic to the activity. Is your group willing to be self-supporting? YES NO

13. Does your group agree to leave all meeting rooms, kitchens, outdoor facilities, etc. in the condition in which you found them? YES NO

14. Will your group need any special set-up assistance or staff services beyond room setup? If yes, please explain below. YES NO

15. GVR clubs are open to all members of GVR and members shall not be refused admission to any GVR Club. Is your group willing to include all interested members? YES NO

16. In the space below, please describe, in detail, any special qualifications or skills needed for your activity.

None

17. Is your group willing to provide orientation, instruction and training for new members if necessary? YES NO

18. Does your group understand GVR's guest policy as stated in the GVR Bylaws and Corporate Policy Manual? YES NO



- 19. Is your group willing to maintain an effective monitoring system to verify that all members attending your meetings/activities are all GVR members and eligible guests? YES NO
- 20. Is your group willing to maintain monthly attendance records and report such to GVR? YES NO
- 21. Are the members of your group willing to abide by GVR Bylaws, GVR Corporate Policy Manual, GVR Code of Conduct and Club Bylaws? YES NO
- 22. Is your group willing to have at least one membership meeting a year to elect new officers, review club bylaws and report this information to GVR on an annual basis? YES NO
- 23. Is your group willing to preserve club records for a minimum of 3 years? YES NO
- 24. Is your group willing to furnish necessary insurance on any equipment not owned by GVR brought onto GVR premises, e.g., musical instruments, tape players, computers, radios, etc.? YES NO
- 25. Is your group willing to submit a yearly financial statement, account balances, income, and make proper reporting to the IRS? YES NO
- 26. Is your group willing to submit an updated membership roster, equipment inventory list, and other requested items to GVR annually? YES NO
- 27. The group understands the GVR Corporate Policy Manual (CPM) states animals are not permitted on GVR property. YES NO
- 28. The current version of the GVR Corporate Policy Manual (CPM) is available on www.gvrec.org-Governance-Governing Documents & Reports-CPM. Have your interested members read this document? YES NO

Attachments Checklist

- GVR Club Membership Roster
- GVR Club Officers' Information
- GVR Club Bylaws
- Annual GVR Club Agreement to retain GVR "Club Status"

Primary Contact

Name: Patricia Tinney *Patricia Tinney* 8/1/2022 GVR#: 224023

Address: 3813 S Via de la Garzota, GV, 85622

Phone: 720-205-0820 Email: patinney@gmail.com

Scott Somers

 GVR CEO Scott Somers

8/1/22

 Date



**2022 GVR CLUB MEMBERSHIP ROSTER
For Year Ending December 31, 2021**

This form must be submitted to GVR Club Liaison by February 1st
Include complete information for all club members from 2021. Club members must be GVR members or Tenants

GVR Club Name GVR Canine Club # of Club Members 47
(as of February 1st)

Submitted by Patricia Tinney Date: 8/1/2022

GVR#	Member Name	Address	Phone	Email Address
Enter member information below or type "see attached"				
	On file with GVR			



Office use only
 ___ Reservations
 ___ Website
 ___ GVRNow!

2022 GVR CLUB OFFICERS' INFORMATION

This *fillable form* must be submitted to GVR Club Liaison by February 1st

If a change of Officers occurs during the year, immediately submit an updated form to
 GVR Club Liaison, Kathy Edwards – kathye@gvrec.org, (520) 495-5843

GVR CLUB NAME: GVR Canine Club # OF CLUB MEMBERS 47

SUBMITTED BY: Patricia Tinney DATE: 8/1/2022

Officer	GVR #	Name	Address/Zip Code	Phone Number and Email address
President	224023	Patricia Tinney	3813 S Via de la Garzota, 85622	720-205-0820 patinney@gmail.com
Vice President	235475	Leslie Kush	3826 S Via del Reyecuelo, 85622	760-989-2766 lwkmailbox@gmail.com
Secretary	217654	Barbara Wray	3861 S Via del Trogon, 85622	253-459-5967 bawwa97@aol.com
Treasurer	179463	Rick Nelson	3901 S Via del Trogon, 85622	847-915-0672 ronban151@gmail.com
Other	184118 183177	David Messick Tim Stewart	413 W Calle de Oro, 85614 2001 W Via del Picamaderos	520- 747-3226/ dmessickgv@gmail.com 269-569-5323/ timestewart95@gmail.com

1. Club Members designated to make GVR Facility Reservations and sign Reservation Contracts

Member Name: Barbara Wray Phone: 253-459-5967

Alternate Member Name: Patricia Tinney Phone: 720-205-0820

2. Annual Dues \$ 20 (1)\$30/household)

3. Date of Club Bylaws 8/1/2022

The GVR website and GVRNow! Newsletter have an informational listing for each GVR Club. Please update the following information for your Club. With respect to privacy, have each contact sign below.

4. **Please list the contacts for this Club to be displayed on the GVR website and GVRNow! Newsletter**
The Club may wish to establish a club email address that is monitored by club member(s)

*Primary Contact Patricia Tinney Phone 720-205-0820
Email info@gvr canine.org (club email address recommended)

*Secondary Contact Leslie Kush Phone 760-989-2766
Email: info@gvr canine.org (club email address recommended)

Club Website: www.gvr canine.org Club Email: info@gvr canine.org

5. **REQUIRED** - Updates to GVR Website - **ENTER UPDATES OR TYPE "NONE"**
Review club listing on gvrec.org – Recreation – Clubs. Attach additional sheet if necessary.

*By signing this document I give my permission to GVR to post the information on the Website as indicated in Item (4) above.

Primary Contact Signature: Patricia Tinney Date: 8-1-2022
Secondary Contact Signature: Leslie Kush Date: 8-1-2022

GVR Website – Club Bio for Canine Club (Social Club)

GVR Canine Club

Primary Contact: Patricia Tinney 720-205-0820

Secondary Contact: Leslie Kush 760-989-2766

Email: info@gvrcanine.org

Purpose: The Canine Club is a social & resource club committed to supporting and educating members. Club activities focus on dog owner education, guest speakers, website resources, and fun activities. All GVR members are welcome whether you own a dog or not.

Membership: GVR Membership is required

Dues: \$20/1 person – \$30/household

For More Information visit: <https://www.gvrcanine.org/>

The GVR Canine Club

Bylaws

ARTICLE I - Name

The official name of the organization shall be the GVR Canine Club, hereinafter known as the Club.

ARTICLE II - Purpose

The purpose of the Club shall be: (1) to provide an opportunity for GVR members to access a support network; (2) to provide dog owner education and (3) to provide an opportunity for members to meet socially. All activities conducted by the Club and its members shall be in accordance with the GVR Bylaws, Corporate Policy Manual and GVR Code of Conduct.

ARTICLE III - Membership

A. All members holding GVR membership or tenant cards in good standing with GVR are entitled to join and participate in any meeting or activity, until the maximum capacity of the facility being used is reached. Membership shall not be denied to GVR members in good standing.

B. Any member who has not paid dues, fees or assessments to GVR or the Club as of the time such payment becomes delinquent shall be removed from the Club's roster.

C. For the safety of users and the protection of GVR property, proficiency training or demonstration of proficiency may be required by the Club membership.

D. The Club shall not grant honorary membership or the equivalent to anyone NOT a GVR member.

E. Guest policies and guest cards are privileges extended to GVR members to use all GVR facilities subject to the current rules and regulations put forth through Board policy and as defined in the GVR Bylaws. Up to two eligible guests may accompany a Club member only one time during a calendar year.

F. A GVR member may attend a Club activity one time prior to joining the Club.

G. All members and guests shall abide by the published GVR Rules and Regulations and the member Code of Conduct. Violations will jeopardize the privileges of the offending individual through removal from the Club's membership roster and/or possible GVR suspension procedures.

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ARTICLE IV – Board of Directors

A. The governing body shall consist of four (4) Directors who are elected by the current members. The Officers shall perform duties as prescribed by these Bylaws and by the parliamentary authority adopted by this Club. The Board shall handle the general supervision of the affairs of the Club between Annual meetings, fix the hour and place of the Annual meeting, make recommendations to the membership and perform other duties as desired by the Club.

B. The Officers of the Club shall consist of a President, Vice President, Secretary and Treasurer and shall be elected by a majority vote of the members in attendance at the Annual Meeting. The Board shall enforce the Club's Rules and Regulations, the Club's Bylaws, GVR Bylaws, the Corporate Policy Manual and GVR Club Rules and Regulations.

C. The initial Directors of the Club shall be determined in any manner necessary to establish the Club and shall serve until the first Annual Meeting. Thereafter, the term of each Director shall be for no more than three years starting at the close of the Annual meeting at which they were elected. The first Board of Directors to be elected shall be composed of the President serving a one-year term, the Vice President serving a two-year term, the Secretary serving a three-year term and the Treasurer serving a two-year term. Each term will be in addition to the partial term from the date of organization to the first Annual meeting. No Director shall serve more than two consecutive terms. All elections shall take place at the Annual Meeting and shall be by closed ballot. Nominations for election to the Board of Directors may be made by any member in attendance at the Annual meeting.

D. Responsibilities of Officers:

President-The President shall preside at all meetings of the Club and shall carry out all orders and resolutions of the Club. The President shall be the executor of all Club funds and may approve all individual expenditures up to \$100.00. Expenditures over and above this amount must be approved by a quorum of the Board of Directors. (See last paragraph in this section for Board quorum).

Vice President-In the absence of the President, the Vice President shall perform all duties of the President and when so acting shall have all powers of the President.

Secretary-Prepares minutes of the Annual Meeting. Must retain routine correspondence and other administrative records for three years prior to the current year. Certain permanent records such as membership lists, year end financial statement, Employer Identification Number, tax exemption, etc. shall be retained for the life of the Club. The Secretary shall sign all formal written communications.

Treasurer-Makes all authorized disbursements, records and deposits in the bank accounts all monies of the Club, prepares a current financial report for the Annual Meeting,

prepares a year end financial report on an annual basis and has books, records and papers available upon request of any member.

E. A quorum for transaction of business at a Board meeting shall be three (3) directors.

ARTICLE V - Committees

A. The President, with the approval of the Club's Board of Directors shall appoint any Committee deemed necessary.

ARTICLE VI - Membership Meetings

A. The Club's Annual Meeting shall be during the month of November of each fiscal year.

B. Notice of the Annual Meeting shall be made by mail at least fourteen days in advance of the meeting and shall set forth, specifically, the nature of the business to be transacted.

C. A quorum for transaction of business at the Annual Meeting shall be one-tenth or 10% of the entire membership in good standing.

D. Robert's Rules of Order shall govern the Club in all cases in which they are applicable and in which they are not inconsistent with the Club's Bylaws or any special rules of order the Club may adopt.

ARTICLE VII - Dues and Fiscal Period

A. The fiscal year shall be January 1 through December 31. The Club shall prepare a year end financial statement within 30 days following close of the fiscal year. Such statement shall be available to all members at any reasonable time.

B. The Board of Directors shall recommend an annual budget with final approval from the general membership at the Annual Meeting.

C. Dues shall be due by January 1st. Non-payment of dues shall result in removal of the member's name from the Club's membership roster.

ARTICLE VIII - Vacancies

The Vice President shall perform the duties and exercise the powers of the President during absence or disability. If any other office should become vacant, the remainder of the term shall be filled by appointment by the President with approval from the Board of Directors.

01/2017

ARTICLE IX - Amendments

The Board of Directors of the Club may make amendments to these Bylaws with a majority affirmative vote of the membership. The Club must submit any amendments proposed to GVR staff for approval, prior to adoption.

ARTICLE X - Monitoring

An effective monitoring system shall be maintained by Club Officers to ensure that only members and eligible guests are in attendance at meetings and activities of the Club. All participants shall register on a log sheet provided by GVR each time they attend any meeting, program or activity. Monitors at GVR serve as host/hostess to members, guests and visitors. Monitors are empowered to enforce all Club and all GVR rules and regulations.

ARTICLE XI - Dissolution

Upon dissolution of the Club all assets, after all bills are paid, shall be transferred to GVR.

ARTICLE XII - Bylaws

A copy of these approved Bylaws shall be available to the general membership at the Annual Meeting. All elected Officers and Committee Chairpersons shall be furnished with a copy of the GVR Bylaws and the current approved Club Bylaws after each election.

Approving signatures:

GVR Club

Patricia Tinney
Signature

8-1-2022
Date

Patricia Tinney
Name – please print

Green Valley Recreation, Inc.

[Signature]
Signature - CEO

8/2/22
Date

Scott Somers
Name – please print

01/2017



2022 Annual GVR Club Agreement to retain GVR “Club Status”

GVR Mission Statement

“To provide excellent facilities and services that create opportunities for recreation, social activities and leisure education to enhance the quality of our members’ lives.”

We, the Green Valley Recreation, Inc. (GVR) Canine Club understand that our group is subject to GVR rules and regulations in order to retain our GVR “Club Status” that includes the following benefits:

- Use of GVR logo and trademarks;
- Priority facility reservations and meeting space at no charge;
- Liability insurance coverage at no cost to Club for GVR-sponsored Club events on GVR premises (GVR Club members, qualified guests and volunteers only);
- Use of basic utilities at no charge (e.g., electric; gas; water);
- Custodial and maintenance services;
- Essential equipment and/or material storage on a space available basis.

In exchange for aforementioned benefits of having GVR Club Status, the Club agrees to the following Terms and Conditions:

1. Club agrees to indemnify and hold harmless GVR.
2. Club is required to include either “Green Valley Recreation, Inc.” or “GVR” in their Club name.
3. Club is required to use the official GVR logo and color palette provided by GVR in all Club promotional items, printed materials, banners, flyers and advertisements.
4. Verify that all GVR Club members are GVR ‘Members in Good Standing’ as defined by GVR Bylaws.
5. Offer Club membership to all GVR ‘Members in Good Standing’ who shall be entitled to participate in any meeting or activity.
6. At their sole discretion, Clubs may grant occasional guest privileges as long as each guest qualifies in accordance with GVR Bylaws and policies.
7. Execute an effective monitoring system to ensure that only GVR members and eligible GVR guests are in attendance at Club meetings and activities.


8. Maintain at least twenty-five (25) active GVR members in the Club to retain "Club Status"; if Club membership falls below the twenty-five (25) active member minimum, the Club must increase its membership or GVR may release "Club Status."
9. At GVR's sole discretion, GVR may consolidate the Club into another group if it is determined that there is a fifty-percent (50%) or more crossover in membership with other GVR clubs.
10. Utilize at least fifty percent (50%) of assigned Club space at all times. GVR has the option of reassigning the Club to another facility, combining the Club with another of similar interest, or releasing the Club from "Club Status", if deemed appropriate.
11. Facility meeting space may limit participation in club activities.
12. If the Club determines that advanced skills or special qualifications may limit who may join the Club, orientation, training, and instruction must be offered to new Club members.
13. Grant GVR the right to communicate information to Club members via U.S. Postal Service, email, or other means. [*Note: GVR does not sell or otherwise share its mailing lists with third-parties*].
14. Not affiliate with any national, state, or regional organization that requires GVR members to join.
15. Club members are permitted to bring alcoholic beverages (BYOB) for Club functions onto GVR property, provided that Club obtains prior written approval from GVR at the time a facility Reservation Agreement is signed.
16. Club may not sell alcohol on GVR premises without a state-issued liquor permit.
17. Ceramics, Clay Studio, and Lapidary classes offered through the GVR Course Catalog are reserved exclusively for GVR members.
18. Clubs may not grant Honorary Club membership or the equivalent to a non-GVR member.
19. Furnish necessary insurance on any personal equipment or personal items brought to or stored on GVR premises (e.g., musical instruments, sound systems, computers, radios, etc.).
20. Operate under an IRC 501(c) 4 nonprofit tax status registered with the Internal Revenue Service (IRS).
21. Obtain an IRS Employer Identification Number (EIN) and provide the number to GVR Club Liaison.
22. Be responsible for any local, state, or federal taxes incurred because of Club activities.

23. Maintain a bookkeeping system recording all income and expenses, and retain receipts for expenditures for at least seven (7) years.
24. Preserve all Club correspondence and meeting minutes for a period of no less than four (4) years.
25. Be financially self-supporting to provide movable equipment and operating supplies unique to the Club, as well as repair and replacement of such equipment at the Club's expense.
26. The Club accepts that all equipment purchased by the Club or provided by GVR is the property of GVR, whether original equipment, replacement of original equipment, or new and additional equipment.
 - a. Equipment includes, but is not limited to, machines, computers, furniture, machine tools, building fixtures, building improvements, carpeting, and kilns.
 - b. The Club may not lend or borrow any equipment or supplies that are GVR property.
 - c. The initial purchase of specialized equipment will be provided by Club.
27. Club will obtain GVR approval before installation of any equipment or any rearrangement of equipment that may affect floors, walls, air conditioning, electrical equipment, or additional consumption of gas and electricity. Costs incurred for installation or relocation of equipment provided by the Club will be charged to the Club.
28. The Club understands GVR will provide essential storage for GVR Clubs at no cost, on a space-available basis only.
 - a. Only storage of items critical to ongoing Club needs only is permitted.
 - b. Storage of perishable foods, liquor, and highly flammable material is prohibited.
 - c. GVR is not responsible for any loss or damage to personal items stored on GVR property.
29. The Club understands and agrees that GVR facility space is based on space availability and is not guaranteed each year.
 - a. The Club will designate two (2) club members to schedule Club facility space reservations. Facility reservations requested by unauthorized Club members will not be granted.
 - b. A Club's regularly scheduled reservations will be confirmed by GVR Reservations Coordinator by November 1st for the following year.
 - c. A signed copy of the Club's regularly scheduled reservations must be returned to the GVR Facility Reservations Coordinator within two (2) weeks of receipt by the Club President.
30. Club Directors & Officers (D&O) Insurance is NOT provided by GVR as stated in the GVR Corporate Policy Manual. Each club must determine if this is needed and purchase it from a commercial insurance broker.

- 31. Club must obtain proof of insurance from Vendors. Whenever a payment is made to any company, small business owner, or individual for an event at which they are contracted to work, they are considered a Vendor. Examples: DJ, Entertainer, Decorator (see attached samples).
- 32. Club is responsible for obtaining signed Waivers of Liability from GVR club members for each club activity that leaves GVR property (see attached samples).
- 33. Club must comply with insurance requirements in the GVR Corporate Policy Manual, available on www.gvrec.org – *Governing Documents*
- 34. **No later than February 1** each year, the Club agrees to submit the following documents to GVR:
 - a. A comprehensive Club Membership Roster. The Club Membership Roster shall include: name, street/ mailing address, email address, and GVR membership number for each Club member;
 - b. An annual financial statement indicating cash on-hand;
 - c. A list of Club Officers for the current calendar year;
 - d. An equipment/storage inventory list.
- 35. **No later than April 15** each year, the Club agrees to submit the following document to GVR: A copy of IRS Form 990-N e-Postcard or 990 EZ form as required, submitted to the IRS by the Club for the previous calendar year.

The Club President, Officers, and Board of Directors have read and understand this Agreement to retain its "Club Status" and acknowledge that failure to comply with the aforementioned GVR Terms and Conditions risks revocation of its "Club Status".

Signatures

 Club President Signature	dotloop verified 07/18/22 4:42 PM MST LIAJ-5307-CBFR-TAIT
---	--

Date

Patricia Tinney

Club President – Printed Name



 GVR Representative Signature

8/2/2022

Date

KATHY EDWARDS

GVR Representative – Printed Name



2022 GVR Club Compliance Form Smoke Free Arizona

GVR facilities are compliant with the Smoke-Free Arizona Act (ARS§36-601.01) that became Arizona State law on May 1, 2007, as detailed in Section VIII – GVR PROGRAMS & CLUBS.

GVR clubs are responsible for reading, understanding and enforcing the Smoke-Free Arizona Act, when meeting in GVR facilities.

Please inform Club members and guests if they are smoking in a non-smoking area by politely requesting that they put it out and go at least 20 feet away from the entrance and smoke in designated areas only.

Club Members and their guests should not move or relocate ashtrays. Clubs should educate all club members about the requirements of the Law (club meetings, posters, pamphlets, etc.) and what is expected of them.

If a violation is discovered and corrective action is not taken, which results in GVR being assessed a fine, the Club may be responsible for payment of the fine, and cancellation of the Clubs room reservations.

Vaping-Free Zone at Facilities

1. GVR prohibits vaping in all non-smoking areas, including enclosed areas and areas within 20 feet of all entrances and windows. Vaping is prohibited in all indoor facility areas, pool areas and in all GVR vehicles.
2. Vaping will be allowed in designated outdoor areas and wherever smoking is allowed.

It is the Club’s responsibility to read, understand and enforce the procedures listed above.

I have read and will comply with the above.

Signatures

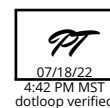
Patricia Tinney dotloop verified
07/18/22 4:42 PM MST
6LFX-LC8Q-YF8V-4N1F

Club President Signature

_____ Date

Patricia Tinney

Club President – Printed Name





Green Valley Recreation, Inc. (GVR) Insurance Overview – GVR Clubs

Vendor’s Insurance

Definition

Whenever **payment is made** to any company, small business owner or individual for an event at which they are contracted to work, they are considered a **Vendor**.

Examples: DJ, Entertainer, Decorator.

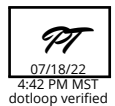
- **Vendors** must provide their own liability insurance coverage for club events.
- **Vendors** must also provide liquor liability insurance coverage if alcohol is served.
- **Vendors** are EXCLUDED from GVR Liability Insurance.
- **Vendors** CANNOT BE ADDED to the GVR Liability Policy.

Summary of Requirements – Every Vendor (except GVR Approved Caterers)

Sole Proprietor	Company
Vendor Agreement	Vendor Agreement
COI Liability	COI Liability
Sole Proprietor Waiver	COI Worker’s Comp

1. Complete and Sign *Green Valley Recreation, Inc. and its Subsidiaries Vendor Agreement for Insurance and Indemnity for Club Sponsored Events* (copy attached)
2. Certificates of Insurance must be approved by Green Valley Recreation, Inc./ Insurance Broker
3. Sole Proprietor Waiver or COI with Worker’s Comp
4. Submit Items above at least one (1) month in advance of club event to GVR Club Liaison.
5. Approval by GVR Recreation Director/Insurance Broker within 2-4 business days.

*Note: Companies that appear on the **GVR-Approved Caterer’s list** on the GVR Website have already provided the required insurance document to GVR, so Clubs do not need to request any insurance information.*



Insurance Overview – GVR Clubs (cont.)

GVR Club Directors & Officers Insurance “D&O Insurance”

Definition

Decisions related to Club and Fiduciary responsibilities of a GVR Club Board of Directors and Officers.

Who is Covered

Club Directors and Officers, if purchased by the Club from a Commercial Insurance Broker.

GVR Club Waivers of Liability for Club Excursions and International Travel

Definition

- Club is responsible for obtaining signed Waivers of Liability from GVR club members for each club activity that leaves GVR property.
- Club shall retrieve the current form from the GVR website – Recreation – Clubs – Documents for each activity.
- Club shall retain all waivers in the permanent club records.

Who is Covered

Participants acknowledge they assume all risk associated with outings.

<i>Patricia Tinney</i>	dotloop verified 07/18/22 4:42 PM MST X07J-AOPZ-7ZJA-NWTM
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Club President Signature

_____ Date

Patricia Tinney

Club President – Printed Name

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Vendor Agreement for Insurance and Indemnity for Club Sponsored Events

Insurance


Certificate of Insurance (COI)

Certificates of insurance acceptable to Green Valley Recreation, Inc. here and after (GVR) and its subsidiaries and evidencing the following coverage shall be filed with GVR prior to any club event on the GVR premises. The certificate along with the signed copy of this agreement is required prior to the scheduled event. Failure of GVR to identify a deficiency from certificates and forms that are provided by the Vendor shall not be construed as a waiver of the Vendors obligation to maintain such insurance.

1. General Liability

Commercial General Liability policy written on an occurrence form, insuring Bodily Injury and Property Damage with minimum limits of: \$1,000,000 Each Occurrence/\$2,000,000 Aggregate/\$2,000,000 Products/Completed Operations Aggregate. General Liability coverage shall include a Waiver of Subrogation in favor of GVR and its subsidiaries, and others as required. General Liability coverage must be endorsed to name GVR and its subsidiaries and others as required as Additional Insured(s). The insurance afforded to the Additional Insured(s) is provided on a primary basis without right of contribution from any other insurance available to the Additional Insureds. 10-day notice of cancellation applies.

2. Workers Compensation/Sole Proprietor Waiver

 *Include a COI (or ensure it is included in the COI provided) for Workers Compensation Insurance as outlined below. If vendor is a Sole Proprietor, they must complete the attached **Sole Proprietor Waiver**.*

Workers Compensation Insurance Statutory Limits as required by the laws of the state of AZ in which the Vendor is to perform their work, including a Waiver of Subrogation endorsement in favor of GVR and its subsidiaries. The Employer's Liability limit shall be at least the following limit: \$100,000 Each Accident Disease Policy Limit/Disease Each Employee.

Indemnification/Hold Harmless Agreement.

To the fullest extent permitted by law, the Vendor shall indemnify and hold harmless GVR and its subsidiaries including their officers and employees and any other entities required to be indemnified by GVR from and against any and all claims, damages, losses and expenses, including but not limited to attorneys' fees, arising out of or resulting from the Vendors work, provided that any such claim, damage, loss or expense (1) is attributable to bodily injury, sickness, disease or death, or to injury to or destruction of tangible property. (2) Is caused in whole or in part by any negligent act or omission of the Vendor or any Sub-subcontractor of vendor, anyone directly or indirectly employed by any of them or anyone for whose acts any of them may be liable, regardless of whether or not it is caused in part by the negligence of a party indemnified hereunder. Such obligation shall not be construed to negate, abridge, or otherwise reduce any other right or obligation of indemnity which would otherwise exist as to any party or person described in this Paragraph.

Accepted and agreed to by Vendor:

Vendor's Full Business Name	Date
Authorized Signatory for Vendor	Date of Event
GVR Club	Date of Event



Waiver of Liability for Club Excursions

I understand that during outings or activities (off GVR premises) of any and all Green Valley Recreation Inc., Clubs in which I participate under arrangements of the Club and its agents, certain risks and dangers may arise, including but not limited to the hazards of traveling in the wilderness, the forces of nature, accident and illness.

In consideration of the right to participate in these outings and the services provided for me by the Club and its agents, I have and do hereby assume the risk associated with the outings and will hold Green Valley Recreation Inc., Club, and its agents harmless from and defend them against any and all liability actions, suits, claims and demands which could arise out of the outings. This agreement shall serve as a release and assumption of risk for myself and my heirs, administrators, executors, and for all members of my family including any minors accompanying me.

Club Name

Printed Name

GVR#

Signature

Date

*Each member who participates in a club activity that leaves GVR property must sign a **Waiver of Liability for Club Excursions** prior to each event which the club must maintain in its permanent records.*



Waiver for International Travel

This document constitutes a **waiver** as it relates to participation in international travel to _____ (location) planned for _____ (date) ("Trip").

Please be advised the Trip is not an endorsed event of Green Valley Recreation, Inc. (GVR) nor any GVR Club and participation is strictly voluntary by the attendee.

This Trip is to a foreign destination, so those traveling may wish to consider procuring other insurance such as accident insurance prior to departure. Additionally, members should check with their respective medical provider with regard to coverage outside of the United States in the event of a medical emergency.

By signing this waiver, you acknowledge your understanding and your agreement to hold harmless GVR, its Clubs, its employees, directors, officers, and agents from any and all liability for losses or damages arising out of or in connection with the Trip. This is a comprehensive limitation of liability that applies to all losses and damages of any kind whether in contract, negligence or other tortious action.

Printed Name

GVR#

Signature

Date

Form filed date: _____ Staff initials/notes: _____



Green Valley Recreation, Inc.

Board Affairs Committee Meeting

CPM Part 2

Prepared By: Nanci Moyo, Admin. Sup.

Meeting Date: August 9, 2022

Presented By: Donna Coon, Chair

Originating Committee / Department: Board Affairs Committee
Action Requested: Review the Redlined and Clean copies of the CPM Part 2. Provide input for any recommendations.
Strategic Plan Goal: GOAL 5: Provide sound, effective governance and leadership for the corporation
Background Justification: Staff has been reviewing Part 2 for clarity, flow, redundancy, and content. The attached documents show the many changes made to improve Part 2. Board Affairs Committee has reviewed a staff's first revisions at the July 12, 2022, meeting and the changes suggested were added to Part 2. This has come back to staff for review. The current changes provide a better flow to the document and include past staff and BAC changes, plus some new additions, which are all documented in the Redlined version. The clean version incorporates all the changes.
Committee Options: <ol style="list-style-type: none">1) Recommend to the Board of Directors for approval.or2) Make changes and return to staff to incorporate the changes. Bring back to BAC at the September meeting.
Attachments: <ol style="list-style-type: none">1) CPM Part 2 Redlined2) CPM Part 2 Clean

PART 2: BOARD OF DIRECTORS

Approved January 28, 2014 except as amended

SECTION 1 -- GOVERNANCE POWERS, DUTIES, AND RESPONSIBILITIES

2.1.1 Powers and Responsibilities

A. The Board shall be the governing Board of GVR, establishing policies and monitoring compliance with those policies. The governing Board year begins the day following the Annual Meeting to the following Annual Meeting.

B. The Board shall participate in developing, tracking, and maintaining a strategic plan to assist GVR in shaping its future. The Strategic Plan and its annual update accompanying annual Work Plan shall help drive a 5-Year Capital Plan for GVR. Towards that end, the following policies are an integral part of the plan:

1. Annual Strategic Plan Updating Review – Each year the Board shall review and approve an annual work plan consistent with the update the Strategic Plan and carry it forward one additional year.
2. Integration with Programs and Services – The Strategic Plan, and the 5-Year Capital Plan, and the Annual Work Plan shall be provided to Board Committees, and GVR staff to facilitate and assist with and support the development of action plans items which pursue the fulfillment of plan objectives.
3. Integration with the Budget Process – The objectives contained in the Strategic Plan and the GVR 5-Year Capital Plan shall provide the primary basis upon which annual budget recommendations are made.
4. Progress Updates to the Board – The 5-Year Capital Plan shall be a standing element report of Board and Board Committee meetings. Written status papers will be provided to the Board prior to the Board Orientation.

A-C. 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. Review the responsibilities, powers, and duties of the Board annually at the first Work Session after the Annual Meeting.
- 1-2. Review and approve an annual budget and ensure proper financial controls are in place.
- 2-3. Recruit and orient new Directors and assess Board performance.
4. Select Appoint a CEO and evaluate the CEO's performance on at least an annual basis. The CEO is the Boards only employee and

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- the CEO is responsible for the staff.
- 3-5. Seek CEO recommendations, suggestions, and proposals on matters that come before the Board.
- 4-6. Focus on the intended long-term goals of the organization, not on the administrative or programmatic means of attaining these goals. The Board's connection to the operation of the organization is through the CEO, and all operational and departmental questions and issues shall be directed to the CEO.
- 5-7. Establish policies which address:
 - a. The products/services (needs vs costs vs member benefits),
 - b. Ethical and other boundaries for which the staff-CEO shall be held accountable,
 - c. Board roles and responsibilities, and
 - d. Board/staff-CEO relationship-
- d. 8. Value and honor differences and encourage diversity in viewpoints
- 6-8. 9. Adhere to practices of good governance; discipline itself as to attendance and meeting preparation; and support all policies approved by the Board. Individual Board members shall not undermine Board decisions. speak with one voice, and adhere to policy governance.
- 7-9. 10. Provide open and effective governance, represent the best interests of the Corporation and membership, and Be accountable to the membership by competently, conscientiously and effectively executing its governing obligations.

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~~2.1.2 Powers of The Board (updated 5/24/2017)~~

- ~~B.A. The Board shall be the governing Board of GVR, establishing policies and monitoring compliance with those policies.~~
- ~~C. The Board shall participate in developing, tracking, and maintaining a "Strategic Plan" to assist GVR in shaping its future. The Strategic Plan and its annual update shall help drive the a 5 Year Capital Plan for GVR. Towards that end, the following policies are an integral part of the plan:~~
 - ~~1. Annual Strategic Plan Updating Review — Each year the Board shall review and approve an annual workplan consistent with the update the Strategic Plan and carry it forward one additional year.~~
 - ~~1. Integration with Programs and Services — The Strategic Plan, and the 5 Year Capital Plan, and the Annual Workplan shall be provided to Board Committees, and GVR staff to facilitate and assist with and support the development of action plans items which pursue the fulfillment of plan objectives.~~
 - ~~2. Integration with the Budget Process — The objectives contained in the Strategic Plan and the GVR 5 Year Capital Plan shall provide the primary basis upon which annual budget recommendations are made.~~
 - ~~3. Progress Updates to the Board — The 5 Year Capital Plan shall be a standing element report of Board and Board Committee meetings. Written status papers will be provided to the Board prior to the Board Orientation.~~

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2.1.3 Director Vacancies (updated 10/25/2016)

- ~~D. Any vacancy on the Board, shall, if possible, be filled by an unsuccessful candidate from the most recent election. Priority will be given to the candidate who received the higher number of votes.~~
- ~~E. The Board President will contact unsuccessful candidates in an order based on the number of votes each received, to determine willingness to fill the Board Director vacancy.~~
- ~~F. If there is no unsuccessful candidate from the most recent election who is willing and able to serve as a Successor Director, 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.~~
 - G. Candidates for the Successor Director position shall:
 - 1. Complete an application and answers to a list of questions prepared by the Nominations & Elections Committee for Board consideration, and
Address the Board prior to the election of the Successor Director at a meeting of the Board where the election of Successor Director shall occur.
 - 2.
- ~~H. The Board will vote by secret ballot to elect a Successor Director from among the slate of candidates presented by the Nominations & Elections Committee.~~

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SECTION 2 - OFFICER ELECTIONS

2.2.1 General

- ~~A. All officers are Board Directors and have voting rights.~~
- ~~A. Election of Board Officers will be done by secret ballot. This is applicable to both the nominating ballots and the electing ballots.~~
- B. Nominations from the floor will not be accepted.
- C. Election for each office follows its seniority in the Bylaws: President, Vice President, Secretary, Treasurer, Assistant Secretary, and Assistant Treasurer.
- D. The current President, or in his/her stead, the CEO shall administer the election until the new President has been elected.

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2.2.2 The Nominating Ballot

- A. The President (Chair) will ask that nominating ballots be distributed to each Director.
- B. Each Director receiving a vote is nominated for that office.
- C. A nominating ballot cannot take the place of an electing ballot.
- D. Directors may nominate themselves for any Board office.
- E. Nominees must verbally indicate their willingness to serve before the electing ballot is distributed.
- F. The Chair will announce the names of the nominees and the number of nominations each received prior to the distribution of electing ballots.

2.2.3 The Electing Ballot

- A. A nominee is considered "elected" if he/she receives a plurality of the votes cast.
- B. Balloting should be repeated as many times as necessary to obtain a plurality vote for one candidate. The nominee receiving the lowest number of votes is never removed from the next ballot.
- C. If a stalemate persists, the rules may be suspended in order to consider alternatives such as eliminating the candidate with the lowest number of votes. The motion to suspend the rules is not debatable and requires a 2/3 vote to pass.

2.1.4 2.2.4 Director Vacancies (updated 10/25/2016)

- A. Any vacancy on the Board, shall if possible, be filled by an unsuccessful candidate from the most recent election. Priority will be given to the candidate who received the higher number of votes.
- B. The Board President will contact unsuccessful candidates in an order based on the number of votes each received, to determine willingness to fill the Board Director vacancy.
- C. If there is no unsuccessful candidate from the most recent election who is willing and able to serve as a Successor Director, the Nominations & Elections Committee shall advertise and 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.
 - ~~D. Candidates for the Successor Director position shall:~~
 1. Complete an application and answers to a list of questions prepared by the Nominations & Elections Committee for Board consideration, and
 1. Address the Board prior to the election of the Successor Director at a meeting of the Board where the election of Successor Director shall occur.
- D. The Board will vote by secret ballot to elect a Successor Director from among the slate of candidates presented by the Nominations & Elections Committee.

E.

SECTION 3 - BOARD-MEETINGS (updated 5/24/2016)

2.3.1 2.3.1 Board Meetings ~~Rules of Order for Agenda Preparation (adopted 6/3/2014)~~

- A. Board meetings are open to the general membership and shall be announced in all available GVR electronic and print media.
- B. A Board meeting occurs when a quorum, majority of Board Directors, convenes to consider or transact business
- C. The Presiding Officer (President) shall preside at all meetings of the Board. The Vice President shall preside at all meetings in the absence of the President. In the absence of both the Secretary shall preside.
- D. Types of Board Meetings:
 1. Regular meetings are the voting sessions when the Board takes official action. There must be a quorum of Directors at the meeting for action to take place. If loss of quorum occurs the meeting will recess until a quorum is established or postponed to

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~~another date. The Regular Meeting shall be held at least quarterly and generally on the fourth Wednesday of the month unless agreed upon otherwise.~~

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~~2. Work Sessions are not for taking action, but are for the Board to hear presentations, discuss facility matters, and listen to pertinent topics. Work Sessions do not require a quorum since official action is not taken. If a director leaves during the meeting the work session may continue. The Work Sessions shall be held generally on the third Wednesday of the month unless agreed upon otherwise.~~

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~~3. Special Meetings may be called by the President, Vice President, or at the request of any two (2) Directors, due to special circumstances. Directors will be given two (2) days written (email) notification of any Special Meeting, followed by an agenda with the topic(s) once the meeting is set.~~

~~4. Executive Session will be closed sessions to handle legal or personnel issues. Board Directors shall not disclose the information discussed in an Executive Session, but the Board as a whole may vote to make certain items public.~~

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~~5. A tentative Annual Meeting schedule shall be approved by the Board at its first Regular Meeting following the Annual Meeting in March.~~

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~~E. Meetings shall be conducted under the latest edition of Robert's Rules of Order, Newly Revised, unless otherwise determined by the Board.~~

~~F. Directors vote to approve the agenda at the Board meeting. The agenda may be amended by a two-thirds (2/3) simple majority vote of Directors present. If during the Approval section of the agenda a majority of Directors support removal of any item(s) it will be removed.~~

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~~A. Items for agenda consideration are must be submitted to the President and CEO (or the respective designee) by 12pm (noon) six (6) business days prior to the date of the Board meeting. If the deadline for item consideration is not met, the item will be placed on the next regular Board meeting agenda. If during the Approval section of the agenda a majority of Directors support removal of any item(s) it will be removed.~~

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~~2. Questions to review before requesting an item be placed on putting forth an agenda: Does it conform to GVR's mission; Is it urgent; Does it affect all of the GVR membership; Is it a special interest; Is it worth the Board discussion at this time; and How will staff time and other priorities be impacted; Is there another way to handle the request?~~

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~~3. Exhibits submitted by Directors must include any background materials, recommended action, a written, and rationale required for an understanding of the issue.~~

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~~4. Directors may request that the President place items on a Board meeting agenda at any time. If the deadline for agenda preparation is not met, the item will be placed on the next Board meeting agenda.~~

~~B. A proposed meeting agenda is developed by the Board President and CEO by close of business four (4) business days prior to the Board meeting. The proposed agenda is distributed to Directors either via~~

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- email and/or by placing the document(s) within online Board files.
- ~~C. Two (2) business days prior to the Board meeting the proposed agenda material will be sent to the Board, posted on the GVR website, and via an eBlast sent to members.~~
- ~~D. Directors vote to approve the agenda at the Board meeting. The agenda may be amended by a two thirds (2/3) simple majority vote of Directors present.~~

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G. A Regular Board meeting agenda will include: -a-

- ~~1) Consent Agenda; - a Consent Agenda is a meeting practice which packages are items of routine business that generally Committee reports, Board meeting minutes, and other non-controversial items not requiring no discussion by the Board or independent action. This is presented as one agenda item. Any Director may remove an item from the Consent Agenda and place it under Action Items during the Amend/Approve Agenda item on the Agenda.~~
- ~~2) Action Items - for legal decisions, official positions of GVR, to approve policy, and to give direction.~~
- ~~3) Committee Reports - presented by each Committee Chair.~~

~~E. H. Board meetings shall not be adjourned until all agenda items have been considered, except by a two thirds (2/3) simple majority affirmative vote of the Directors in attendance.~~

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~~F.C. The agenda shall be made available to GVR Members on the GVR website and at the Board meeting in hard copy.~~

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2.3.2 2.3.2 Minutes and Recordings of Board Meetings (updated 9/25/2018) Protocol and Conduct for Board Meetings (updated 5/24/2016)

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~~A. Board meetings shall be announced in all available electronic and print media and are open to the general membership.~~

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~~D. A Board meeting occurs when a quorum, majority of Board Directors, convenes to consider or transact business.~~

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~~a. Regular meetings are the voting sessions when the Board takes official action and shall be held at least quarterly on the fourth Wednesday.~~

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~~b. Work Sessions are not for taking action, but are for the Board to hear presentations, discuss facility matters, and listen to pertinent topics. The Work Sessions shall be held the third Wednesday as needed. Board~~

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~~c. Special Meetings may be called by the President, Vice President, or at the request of any two (2) Directors, due to special circumstances. Directors will be given two (2) days written (email) notification of any Special Meeting, followed by an agenda with the topic once meeting is set.~~

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~~d. Executive Session will be closed sessions to handle legal or personnel issues. The Board Directors shall not disclose the information discussed in an Executive Session, but the Board as a whole may vote to make certain items public.~~

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~~e. An annual meeting schedule shall be approved by the Board at its first Regular Meeting following the Annual Meeting in March.~~

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~~B.E. Board Special Meetings may be called by the President or the Vice President, due to special circumstances or at the request of any two (2) Directors. Directors will be given two (2) days written notification of any Special Meeting. An agenda will be provided once the meeting is set.~~

~~C. Meetings shall be conducted under the latest edition of Robert's Rules of Order, Newly Revised, unless otherwise determined by the Board.~~

~~D.F. Board meetings shall be held at least quarterly, at a place and time determined by the Board. MOVED TO 2.3.2.C~~

~~A. A. The CEO's designee shall take minutes at Regular, Work Session, Special Board and Annual Meetings, and Executive Sessions unless decided otherwise.~~

~~B. Minutes shall be retained permanently with other corporate documents in a secure location and shall be available to the members online and when requested.~~

~~C. Minutes of the Board meetings shall contain all motions made, the name of the motion maker and seconder. The method and outcome of the votes taken will list the names of voting Directors in the minority of each vote as well as any Director abstaining from said vote. The person providing the second will not be named in the minutes. Committee reports which are "informational only" will not be summarized in the minutes. These reports will be noted "received and placed on file." Member comments are not part of the minutes.~~

~~D. DRAFT Board minutes shall be posted to the website prior to formal approval by the Board.~~

~~E. Recordings of all open Board meetings shall be made available to the public membership for one (1) year and then archived in the kept under the custody of the CEO's designee in the Administrative Office until the minutes have been approved.~~

~~E. The Board will use the following small Board protocol during Board meetings:~~

~~1. Directors do not have to stand, but should be recognized by the President to speak or make motions.~~

~~2. Motions must be seconded.~~

~~3. Board meetings are for decision making, action, and votes. A Each Director introducing a motion may speak for no more than ten (10) minutes per to introduce a topic. Comments from Directors should be for no more than three (3) minutes. The Presiding Officer shall actively facilitate and guide discussions to remain on topic.~~

~~To vote on a subject, a formal motion must be made and seconded.~~

~~4. Informal discussion is allowed on non motion topics.~~

~~5. Votes will be taken by a show of hands or a roll call vote.~~

~~6. To vote on a subject, a formal motion must be made and seconded.~~

~~7. The President need not stand when putting items to a vote.~~

~~8. The President may debate, make motions and vote.~~

~~F. GVR Members shall be permitted to address the Presiding Board Officer to provide input, subject to the following protocols:~~

~~1. Member comments shall be addressed to the Presiding Officer and shall not address the actions of one or more individual Directors.~~

~~2. No member may speak until recognized by the Presiding Officer. No member may interrupt another member while he/she is~~

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- speaking.
3. Members shall act in a courteous and civil manner.
 4. A member must identify himself/herself by name and provide their GVR number or GVR property address prior to addressing the Presiding Officer.
 5. Members are encouraged to provide written comments in addition to verbal remarks.
 6. Members may speak to action items being considered at each regular or special session of the Board after all Directors have had an opportunity to speak to the issue and for no more than one two (12) minutes, unless additional time is allotted by the Presiding Officer.
 7. Members may speak for no more than two (2) minutes on any GVR-related issue prior to the adjournment of each regular or special session of the Board, unless additional time is allotted by the Presiding Officer. This is an opportunity for members to provide comments but not an opportunity for members to engage in questions and answers with Board members or staff. , they are encouraged to submit their questions in writing, preferable through the Board email hotline.
 8. If the President or Presiding Officer shall determine in his/her sole discretion that a member's conduct violates one or more any rules of proper protocol for receiving member comments at Board meetings, the Presiding Officer may require the member to leave the meeting or move to recess or adjourn the meeting.
- G. Board meetings shall not be adjourned until all agenda items have been considered, except by a two-thirds (2/3) simple majority affirmative vote of the Directors in attendance.

2.3.3 2.3.3 Agenda Scheduling and Preparation (adopted 6/3/2014) Minutes of Board Meetings (updated 9/25/2018)

- A. The agenda shall outline the established order of business.
- B. Items should only be added to the agenda once the following are considered:
 1. Does it conform to GVR's mission and Strategic Plan;
 2. Is it urgent or have time considerations;
 3. Does it affect all of the GVR membership;
 4. Is it a special interest;
 5. Is it worth Board discussion at this time;
 6. How will staff time and other priorities be impacted;
 7. Is there another way to handle the request?
- C. Items for agenda consideration are must be submitted to the President and CEO (or the respective designee) by 12pm (noon) six (6) business days prior to the date of the Board meeting. If the deadline for item consideration is not met, the item will be placed on the next regular Board meeting agenda. If during the approval section of the Agenda a majority of Directors support removal of any item(s) it will be removed.
- D. Exhibits Board Reports or any requested actions submitted by Directors must include any background materials, recommended action, a written motion, and rationale required for an understanding

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~~of the issue. Director's may request that the President place items on a Board Meeting Agenda at any time. If the deadline for Agenda-parathionion is not met, the item will be place on the next Board-meeting agenda.~~

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~~E. A proposed meeting agenda is developed by the Board President and CEO by close of business four-six (4 6) 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.~~

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~~F. Two Three (2 3) business days prior to the Board meeting the proposed agenda material will be sent to the Board, posted on the GVR website, and sent to members via an eBlast. Any meeting materials for items on the published agenda not included in the Friday distribution shall be emailed to the Board as soon as available and posted online. The agenda shall be made available to GVR Members at the Board meeting in hard copy.~~

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~~G.~~

~~A. The CEO's designee shall take minutes at regular, annual and special Board meetings.~~

~~B. Minutes shall be retained with other corporate documents in a secure location.~~

~~C.H. Recordings of all open Board meetings shall be made available to the public for one (1) year and then archived in the kept under the custody of the CEO's designee in the Administrative Offices until the minutes have been approved.~~

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~~D.I. Minutes of the Board meetings will list the names of voting Directors in the minority of each vote as well as any Director abstaining from said vote. The person providing the second will not be named in the minutes. Minutes of Board meetings shall contain summaries of the actions taken at the meeting. Committee reports which are "informational only" will not be summarized in the minutes. These reports will be noted "received and placed on file." Member comments are not part of the minutes. DRAFT Board minutes shall be posted to the website as "not yet approved" prior to formal approval by the Board.~~

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2.3.4 Conduct for Board Meeting (updated 5/24/2016)

~~A. The Board will use the following small board protocol during Board meetings:~~

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~~3. Directors do not have to stand, but should be recognized by the President to speak or make motions.~~

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~~1. Motions must be seconded.~~

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~~2. Board meetings are for decision making, action, and votes. A Each Director introducing a motion may speak for no more than ten (10) minutes per to introduce a topic. Comments from Directors should be for no more than three (3) minutes. The Presiding Officer shall actively facilitate and guide discussions to remain on topic. The Board shall avoid creating side topics and/or asking unexpected questions of staff and each other at meetings.~~

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~~3. To vote on a subject, a formal motion must be made and seconded. Informal discussion is allowed on non-motion topics. All motions and amendments should be in writing, when possible.~~

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~~4. Votes will be taken by a show of hands or a roll-call vote. When a~~

~~question is put forth by the presiding officer, every Director present shall vote for or against the question before the Board unless the Director provides an explanation for abstaining. Upon request of an Director a roll call vote will be taken.~~

~~5. To vote on a subject, a formal motion must be made and seconded. The President need no stand when putting items to a vote.~~

~~6. All motions and amendments shall be in writing, when possible.~~

F. The President may debate, make motions and vote. All officers are Board Directors and therefore are subject to the same voting requirements described in A.4. (DOUBLE CHECK THIS NUMBER)

~~GVR Members shall be permitted to address the Presiding Board Officer to provide input, subject to the following protocols:~~

~~1. Member comments shall be addressed to the Presiding Officer and shall not address the actions of one or more individual Directors.~~

~~2. No member may speak until recognized by the Presiding Officer. No member may interrupt another member while he/she is speaking.~~

~~3. Members shall act in a courteous and civil manner. Any person making disruptive or threatening remarks or actions during a meeting may be barred by the presiding officer from further attendance at that meeting unless permission is granted by a majority vote of the Directors present.~~

~~4. A member must identify himself/herself by name and provide his/her their GVR number or GVR property address prior to addressing the Presiding Officer.~~

~~5. Members are encouraged to provide written comments in addition to verbal remarks.~~

~~6. Members may speak to action items being considered at each Regular or Special Session of the Board after all Directors have had an opportunity to speak to the issue and for no more than one two (± 2) minutes, unless additional time is allotted by the Presiding Officer.~~

7. ~~Members may speak for no more than two (2) minutes on any GVR-related issue prior to the consent agenda and prior to adjournment of each Regular or Special Session of the Board, unless additional time is allotted by the Presiding Officer. This is an opportunity for members to provide comments but not an opportunity for members to engage in questions and answers with Board members Directors or staff. If members have questions for the Board, they are encouraged to submit their questions in writing, preferably through the Board email hotline.~~

~~8. If The President or Presiding Officer shall determine in his/her sole discretion that a member's conduct violates one or more any rules of proper protocol for receiving member comments at Board meetings, the Presiding Officer may require the member to leave the meeting or move to recess or adjourn the meeting.~~

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SECTION 4 - CODE OF CONDUCT

2.4.1 Board Code of Conduct (updated 8/26/2020)

A. The GVR Board commits itself and its members to ethical, effective and businesslike conduct, and to that end, Directors must abide by the following:

- ~~1.~~ The presiding officer shall preserve decorum, and will determine points of order, subject to the right of any Director to appeal to the Board, and call to order any person who disrupts the orderly conduct of business at meetings including speaking without being recognized, exceeding designated time limits, failure to be germane to the issue being presented or use of vulgarities. The presiding officer will enforce order, prevent attacks on personalities or the impugning of Directors' or staffs' motives, and keep those in debate to the question under discussion.
- ~~1-2.~~ Directors must act in the best interests of GVR without self-interest or personal bias for or against any individual or group of individuals.
- ~~2-3.~~ Directors must conduct themselves in a courteous, professional and businesslike manner at meetings and in their personal interactions with each other, GVR Members and staff.
- ~~3-4.~~ Directors may not accept any gifts or personal benefits, present or future, which could compromise, or give the appearance of compromising, their independence of judgment. Directors must disclose, in an open meeting, any actual or potential conflicts of interest, including, but not limited to, any personal or professional relationship with a company or individual seeking a business relationship with GVR, and shall not participate in any discussions or votes regarding such matters.
- ~~4-5.~~ Directors must be properly prepared for Board and Committee meetings, having read all relevant background material provided for same.
- ~~5-6.~~ Except as expressly authorized by the Board, Directors shall not attempt to exercise individual authority over GVR matters by doing any of the following:
 - a. Interfering with the duties of GVR staff or contractors or giving direction to any GVR employee or contractor.
 - b. ~~Communicating with the press concerning a GVR matter for or on behalf of GVR, without explicit consent from the Board of Directors.~~
 - c. ~~Communicating with GVR Members in violation of the Email Policy set forth in the CPM.~~
 - d. Directors must not disclose confidential information addressed in an Executive Session or in a communication with legal counsel without the express authorization of the Board.
 - e. Directors must be respectful of differing opinions of fellow Directors. ~~Diversity of viewpoints is encouraged. However,~~ Directors are expected to support duly-adopted Board decisions despite any personal disagreement therewith.
- ~~6-7.~~ Directors are prohibited from engaging in the following conduct which shall be deemed outside of the scope of their duties as Directors for purposes of indemnification:
 - a. Making a verbal or written statement (on social media or otherwise) that is defamatory of any GVR Director, employee,

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- contractor or member; or
- b. Harassing, threatening or attempting to intimidate a GVR Director, employee, contractor or member.

2.4.2 Code Enforcement Procedures

- A. In order to ensure compliance with the GVR Board Code of Conduct (Code), the Code will be enforced as follows:
 - 1. An allegation of a Code violation shall be presented to the Board President who shall then call and be in charge of all proceedings to investigate the allegation. If the allegation is against the President or the President is not able to accept such responsibility, then the allegation shall be presented to the Vice President, and if the Vice President is unable to perform such duty, to the Secretary.
 - 2. Because allegations of Code violations are considered to be a personnel issue, all Board proceedings to investigate the allegation shall be conducted in Executive Session. The Executive Session shall be called as soon as possible to ensure that the allegation is resolved prior to any meeting in which the Board will conduct other business in order to avoid any appearance of impropriety.
 - 3. Any Director against whom an allegation is made has the right to attend the Executive Session and present his/her defense. ~~provided, however, that h~~He/she may not be present or participate in any discussion and/or votes regarding the alleged violation. If the accused Director refuses to attend the Executive Session called to discuss the alleged violation, the Director will have waived his/her right to present a defense to the allegation. A finding of a Code violation requires the affirmative vote of at least two-thirds (2/3) of the Directors at the Executive Session.
 - 4. If a Director is found to be in violation of the Code, the Directors, by a majority vote at that same meeting, shall determine which, if any, of the following sanctions to impose:
 - a. Written admonishment;
 - b. Removal from office per A.R.S. §10-3843(B);
 - c. Public censure (in an open meeting);
 - d. Request for Director's resignation; and/or
 - e. Election to recall Director.

SECTION 5 -- MISCELLANEOUS LEGAL COUNSEL

2.5.1 Use of Legal Counsel (updated 5/22/2019)

- A. The President or Vice-President shall make initial contact with GVR's Legal Counsel on all Board and Board Committee matters when needed. Committee Chairs needing a legal opinion shall provide the question(s) to the President or Vice-President and shall not contact the attorney directly.
- B. GVR contracts, Bylaw changes and all similar documents shall be submitted to legal counsel for review and comment prior to approval by the Board.
- C. ~~The President may assign the~~The CEO ~~to may~~ make contact with GVR's Legal Counsel concerning matters affecting GVR, as needed.

- D. ~~The CEO shall make the initial legal contact, when needed, on GVR operational matters.~~

PART 2: BOARD OF DIRECTORS

Approved January 28, 2014 except as amended

SECTION 1 – GOVERNANCE

2.1.1 Powers and Responsibilities

- A. The Board shall be the governing Board of GVR, establishing policies and monitoring compliance with those policies. The governing Board year begins the day following the Annual Meeting to the following Annual Meeting.
- B. The Board shall participate in developing, tracking, and maintaining a strategic plan to assist GVR in shaping its future. The Strategic Plan and accompanying annual Work Plan shall help drive a 5-Year Capital Plan for GVR. Towards that end, the following policies are an integral part of the plan:
 1. Annual Strategic Plan Review – Each year the Board shall review and approve an annual work plan consistent with the Strategic Plan.
 2. Integration with Programs and Services – The Strategic Plan, the 5-Year Capital Plan, and the Annual Work Plan shall be provided to Board Committees, and GVR staff to facilitate and assist with and support action items which pursue the fulfillment of plan objectives.
 3. Integration with the Budget Process – The objectives contained in the Strategic Plan and the 5-Year Capital Plan shall provide the primary basis upon which annual budget recommendations are made.
 4. Progress Updates to the Board – The 5-Year Capital Plan shall be a standing element report of Board and Board Committee meetings. Written status papers will be provided to the Board prior to the Board Orientation.
- C. 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. Review the responsibilities, powers, and duties of the Board annually at the first Work Session after the Annual Meeting.
 2. Review and approve an annual budget and ensure proper financial controls are in place.
 3. Orient new Directors and assess Board performance.
 4. Appoint a CEO and evaluate the CEO's performance on at least an annual basis. The CEO is the Boards only employee and the CEO is responsible for the staff.
 5. Seek CEO recommendations, suggestions, and proposals on matters that come before the Board.
 6. Focus on the intended long-term goals of the organization, not on

the administrative or programmatic means of attaining these goals. The Board's connection to the operation of the organization is through the CEO, and all operational and departmental questions and issues shall be directed to the CEO.

7. Establish policies which address:
 - a. The products/services (needs vs costs vs member benefits),
 - b. Ethical and other boundaries for which the CEO shall be held accountable,
 - c. Board roles and responsibilities, and
 - d. Board/CEO relationship
8. Value and honor differences and encourage diversity in viewpoints
9. Adhere to practices of good governance; discipline itself as to attendance and meeting preparation; and support all policies approved by the Board. Individual Board members shall not undermine Board decisions.
10. Provide open and effective governance, represent the best interests of the Corporation and membership, and be accountable to the membership by competently, conscientiously and effectively executing its governing obligations.

SECTION 2 - OFFICER ELECTIONS

2.2.1 General

- A. Election of Board Officers will be done by secret ballot. This is applicable to both the nominating ballots and the electing ballots.
- A. Nominations from the floor will not be accepted.
- B. Election for each office follows its seniority in the Bylaws: President, Vice President, Secretary, Treasurer, Assistant Secretary, and Assistant Treasurer.
- C. The current President, or in his/her stead, the CEO shall administer the election until the new President has been elected.

2.2.2 The Nominating Ballot

- A. The President (Chair) will ask that nominating ballots be distributed to each Director.
- B. Each Director receiving a vote is nominated for that office.
- C. A nominating ballot cannot take the place of an electing ballot.
- D. Directors may nominate themselves for any Board office.
- E. Nominees must verbally indicate their willingness to serve before the electing ballot is distributed.
- F. The Chair will announce the names of the nominees and the number of nominations each received prior to the distribution of electing ballots.

2.2.3 The Electing Ballot

- A. A nominee is considered "elected" if he/she receives a plurality of the votes cast.
- B. Balloting should be repeated as many times as necessary to obtain a plurality vote for one candidate. The nominee receiving the lowest number of votes is never removed from the next ballot.
- C. If a stalemate persists, the rules may be suspended in order to consider

alternatives such as eliminating the candidate with the lowest number of votes. The motion to suspend the rules is not debatable and requires a 2/3 vote to pass.

2.2.4 Director Vacancies (updated 10/25/2016)

- A. Any vacancy on the Board, shall, if possible, be filled by an unsuccessful candidate from the most recent election. Priority will be given to the candidate who received the higher number of votes.
- B. The Board President will contact unsuccessful candidates in an order based on the number of votes each received, to determine willingness to fill the Director vacancy.
- C. If there is no unsuccessful candidate from the most recent election who is willing and able to serve as a Successor Director, the Nominations & Elections Committee shall advertise and 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.
- D. Candidates for the Successor Director position shall:
 1. Complete an application and answers to a list of questions prepared by the Nominations & Elections Committee for Board consideration, and
 2. Address the Board prior to the election of the Successor Director at a meeting of the Board where the election of Successor Director shall occur.
- E. The Board will vote by secret ballot to elect a Successor Director from among the slate of candidates presented by the Nominations & Elections Committee.

SECTION 3 - MEETINGS (updated 5/24/2016)

2.3.1 Board Meetings

- A. Board meetings are open to the general membership and shall be announced in all available GVR electronic and print media.
- B. A Board meeting occurs when a quorum, majority of Directors, convenes to consider or transact business
- C. The Presiding Officer (President) shall preside at all meetings of the Board. The Vice President shall preside at all meetings in the absence of the President. In the absence of both the Secretary shall preside.
- D. Types of Board Meetings:
 1. Regular meetings are the voting sessions when the Board takes official action. There must be a quorum of Directors at the meeting for action to take place. If loss of quorum occurs the meeting will recess until a quorum is established or postponed to another date. The Regular Meeting shall be held at least quarterly and generally on the fourth Wednesday of the month unless agreed upon otherwise.
 2. Work Sessions are not for taking action, but are for the Board to hear presentations, discuss matters, and listen to pertinent topics. Work Sessions do not require a quorum since official action

is not taken. If a director leaves during the meeting the work session may continue. The Work Sessions shall be held generally on the third Wednesday of the month unless agreed upon otherwise.

3. Special Meetings may be called by the President, Vice President, or at the request of any two (2) Directors, due to special circumstances. Directors will be given two (2) days written (email) notification of any Special Meeting, followed by an agenda with the topic(s) once the meeting is set.
 4. Executive Session will be closed sessions to handle legal or personnel issues. Board Directors shall not disclose the information discussed in an Executive Session, but the Board as a whole may vote to make certain items public.
 5. A tentative Annual Meeting schedule shall be approved by the Board at its first Regular Meeting following the Annual Meeting
- E. Meetings shall be conducted under the latest edition of Robert's Rules of Order, Newly Revised, unless otherwise determined by the Board.
- F. Directors vote to approve the agenda at the Board meeting. The agenda may be amended by a simple majority vote of Directors present. If during the Approval section of the agenda a majority of Directors support removal of any item(s) it will be removed.
- G. A Regular Board meeting agenda will include:
- 1) Consent Agenda - are items of routine business that generally require no discussion by the Board or independent action. This is presented as one agenda item. Any Director may remove an item from the Consent Agenda and place it under Action Items during the Amend/Approve Agenda item on the Agenda.
 - 2) Action Items - for legal decisions, official positions of GVR, to approve policy, and to give direction.
 - 3) Committee Reports - presented by each Committee Chair.
- H. Board meetings shall not be adjourned until all agenda items have been considered, except by a simple majority affirmative vote of the Directors in attendance.

2.3.2 Minutes and Recordings of Board Meetings

- A. The CEO's designee shall take minutes at Regular, Work Session, Special Board and Annual Meetings, and Executive Sessions unless decided otherwise..
- B. Minutes shall be retained permanently with other corporate documents in a secure location and shall be available to the members online and when requested.
- C. Minutes of the Board meetings shall contain all motions made, the name of the motion maker and seconder. The method and outcome of the votes taken will list the names of voting Directors in the minority of each vote as well as any Director abstaining from said vote. Committee reports which are "informational only" will not be summarized in the minutes. These reports will be noted "received and placed on file." Member comments are not part of the minutes.

- D. DRAFT Board minutes shall be posted to the website prior to formal approval by the Board.
- E. Recordings of all open Board meetings shall be available to the membership for one (1) year and then archived in the custody of the CEO's designee in the Administrative Office.

2.3.3 Agenda Scheduling and Preparation (adopted 6/3/2014)

- A. The agenda shall outline the established order of business.
- B. Items should only be added to the agenda once the following are considered:
 - 1. Does it conform to GVR's mission and ~~Strategic Plan~~;
 - 2. Is it urgent or have time considerations;
 - 3. Does it affect all of the GVR membership;
 - 4. Is it a special interest;
 - 5. Is it worth Board discussion at this time;
 - 6. How will staff time and other priorities be impacted;
 - 7. Is there another way to handle the request?
- C. Items for agenda consideration must be submitted to the President and CEO (or the respective designee) by 12pm (noon) six (6) business days prior to the date of the Board meeting. If the deadline for item consideration is not met, the item will be placed on the next regular Board meeting agenda. If during the approval section of the Agenda a majority of Directors support removal of any item(s) it will be removed.
- D. Board Reports or any requested actions submitted by Directors must include any background materials, recommended action, a written motion, and rationale required for an understanding of the issue.
- E. A proposed meeting agenda is developed by the Board President and CEO by close of business six (6) business days prior to the Board meeting.
- F. Three (3) business days prior to the Board meeting the ~~proposed~~ agenda material will be sent to the Board, posted on the GVR website, and sent to members via an eBlast. Any meeting materials for items on the published agenda not included in the Friday distribution shall be emailed to the Board as soon as available and posted online. The agenda shall be made available to GVR Members at the Board meeting in hard copy.

2.3.4 Conduct for Board Meeting (updated 5/24/2016)

- A. The Board will use the following protocol during Board meetings:
 - 1. Directors should be recognized by the President to speak or make motions.
 - 2. Board meetings are for decision making, action, and votes. A Director introducing a motion may speak for no more than ten (10) minutes to introduce a topic. Comments from Directors should be for no more than three (3) minutes. The Presiding Officer shall actively facilitate and guide discussions to remain on topic. The Board shall avoid creating side topics and/or asking unexpected questions of staff and each other at meetings.
 - 3. To vote on a subject, a formal motion must be made and seconded.

- All motions and amendments should be in writing, when possible.
4. Votes will be taken by a show of hands or a roll-call vote. When a question is put forth by the presiding officer, every Director present shall vote for or against the question before the Board unless the Director provides an explanation for abstaining. Upon request of a Director a roll call vote will be taken.
- B. The President may debate, make motions and vote. All officers are Board Directors and therefore are subject to the same voting requirements described in A.4. (DOUBLE CHECK THIS NUMBER)
 - C. GVR Members shall be permitted to address the Presiding Officer to provide input, subject to the following protocols:
 1. Member comments shall be addressed to the Presiding Officer and shall not address the actions of one or more individual Directors.
 2. No member may speak until recognized by the Presiding Officer. No member may interrupt another member while he/she is speaking.
 3. Members shall act in a courteous and civil manner. Any person making disruptive or threatening remarks or actions during a meeting may be barred by the presiding officer from further attendance at that meeting unless permission is granted by a majority vote of the Directors present.
 4. A member must identify himself/herself by name and provide his/her GVR number or GVR property address prior to addressing the Presiding Officer.
 5. Members are encouraged to provide written comments in addition to verbal remarks.
 6. Members may speak to action items being considered at each Regular or Special Session of the Board after all Directors have had an opportunity to speak to the issue and for no more than one two (± 2) minutes, unless additional time is allotted by the Presiding Officer.
 7. Members may speak for no more than two (2) minutes on any GVR-related issue prior to the consent agenda and prior to adjournment of each Regular or Special Session of the Board, unless additional time is allotted by the Presiding Officer. This is an opportunity for members to provide comments but not an opportunity for members to engage in questions and answers with Directors or staff. If members have questions for the Board, they are encouraged to submit their questions in writing, preferably through the Board email hotline.
 8. The Presiding Officer shall determine in his/her sole discretion that a member's conduct violates any rules of proper protocol for receiving member comments at Board meetings, the Presiding Officer may require the member to leave the meeting or move to recess or adjourn the meeting.

SECTION 4 - CODE OF CONDUCT

2.4.1 Board Code of Conduct (updated 8/26/2020)

- A. The GVR Board commits itself and its members to ethical, effective and

businesslike conduct, and to that end, Directors must abide by the following:

1. The presiding officer shall preserve decorum, and will determine points of order, subject to the right of any Director to appeal to the Board, and call to order any person who disrupts the orderly conduct of business at meetings including speaking without being recognized, exceeding designated time limits, failure to be germane to the issue being presented or use of vulgarities. The presiding officer will enforce order, prevent attacks on personalities or the impugning of Directors' or staffs' motives, and keep those in debate to the question under discussion.
2. Directors must act in the best interests of GVR without self-interest or personal bias for or against any individual or group of individuals.
3. Directors must conduct themselves in a courteous, professional and businesslike manner at meetings and in their personal interactions with each other, GVR Members and staff.
4. Directors may not accept any gifts or personal benefits, present or future, which could compromise, or give the appearance of compromising their independence of judgment. Directors must disclose, in an open meeting, any actual or potential conflicts of interest, including, but not limited to, any personal or professional relationship with a company or individual seeking a business relationship with GVR, and shall not participate in any discussions or votes regarding such matters.
5. Directors must be properly prepared for Board and Committee meetings, having read all relevant background material provided for same.
6. Except as expressly authorized by the Board, Directors shall not attempt to exercise individual authority over GVR matters by doing any of the following:
 - a. Interfering with the duties of GVR staff or contractors or giving direction to any GVR employee or contractor.
 - b. Directors must not disclose confidential information addressed in an Executive Session or in a communication with legal counsel without the express authorization of the Board.
 - c. Directors must be respectful of differing opinions of fellow Directors. Directors are expected to support duly-adopted Board decisions despite any personal disagreement therewith.
7. Directors are prohibited from engaging in the following conduct which shall be deemed outside of the scope of their duties as Directors for purposes of indemnification:
 - a. Making a verbal or written statement (on social media or otherwise) that is defamatory of any GVR Director, employee, contractor or member; or
 - b. Harassing, threatening or attempting to intimidate a GVR Director, employee, contractor or member.

2.4.2 Code Enforcement Procedures

- A. In order to ensure compliance with the GVR Board Code of Conduct (Code), the Code will be enforced as follows:

1. An allegation of a Code violation shall be presented to the Board President who shall then call and be in charge of all proceedings to investigate the allegation. If the allegation is against the President or the President is not able to accept such responsibility, then the allegation shall be presented to the Vice President, and if the Vice President is unable to perform such duty, to the Secretary.
2. Because allegations of Code violations are considered to be a personnel issue, all Board proceedings to investigate the allegation shall be conducted in Executive Session. The Executive Session shall be called as soon as possible to ensure that the allegation is resolved prior to any meeting in which the Board will conduct other business in order to avoid any appearance of impropriety.
3. Any Director against whom an allegation is made has the right to attend the Executive Session and present his/her defense. He/she may not be present or participate in any discussion and/or votes regarding the alleged violation. If the accused Director refuses to attend the Executive Session called to discuss the alleged violation, the Director will have waived his/her right to present a defense to the allegation. A finding of a Code violation requires the affirmative vote of at least two-thirds (2/3) of the Directors at the Executive Session.
4. If a Director is found to be in violation of the Code, the Directors, by a majority vote at that same meeting, shall determine which, if any, of the following sanctions to impose:
 - a. Written admonishment;
 - b. Removal from office per A.R.S. §10-3843(B);
 - c. Public censure (in an open meeting);
 - d. Request for Director's resignation; and/or
 - e. Election to recall Director.

SECTION 5 – LEGAL COUNSEL

2.5.1 Use of Legal Counsel (updated 5/22/2019)

- A. The President or Vice-President shall make initial contact with GVR's Legal Counsel on all Board and Board Committee matters when needed. Committee Chairs needing a legal opinion shall provide the question(s) to the President or Vice-President and shall not contact the attorney directly.
- B. GVR contracts, Bylaw changes and all similar documents shall be submitted to legal counsel for review and comment prior to approval by the Board.
- C. The CEO may make contact with GVR's Legal Counsel concerning matters affecting GVR as needed.



Green Valley Recreation, Inc.

Board Affairs Committee Meeting

Part 1 Membership and Facilities

Section 2 - 1.2.2 Guest Policy

Prepared By: Nanci Moyo, Admin. Sup

Meeting Date: August 9, 2022

Presented By: Scott Somers, CEO

Originating Committee / Department: Board Affairs Committee
Action Requested: Review Part 1 Membership and Facilities: Section 2 – 1.2.2 Guest Policy
Strategic Plan Goal: GOAL 5: Provide sound, effective governance and leadership for the corporation
Background Justification: Issues have been ongoing with the Guest Policy and it needs to be addressed.
Committee Options: <ol style="list-style-type: none">1) Listen to ideas from Staff on this section.2) Discuss options.
Recommended Motion: No motion at this time.
Attachments: <ol style="list-style-type: none">1) Section 2 – 1.2.2 Guest Policy

1.2.2 Guest Policy (effective 1/1/2020)

- A. Guest privileges are intended for temporary visitors of a Regular Member, Assigned Member, Tenant, CRCF Resident, or Life Care Member of GVR and 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.
- B. GVR Members, Assigned Members, Life Care Members and CRCF Residents may purchase one (1) annual guest card which allows for an unlimited number of guests and guest visits. Annual guest cards are valid through the end of the calendar year and fees are not prorated. No more than one (1) annual guest card may be purchased by a GVR Member regardless of the number of properties owned and may not be purchased for tenant-occupied properties.
- C. GVR Members, Assigned Members, Life Care Members, CRCF Residents, and Tenants may purchase daily guest cards which allow for an unlimited number of guests on a specific day.
- D. Adult guests 18 years of age and older are required to have a valid guest card when visiting GVR facilities. Multiple guests visiting the same facility may use the same annual guest card.
- E. Guests under the age of 18 do not require guest cards and must be accompanied by an adult with privileges to use GVR facilities.
- F. Replacement of a lost or damaged annual guest card must be obtained at a customer service office for a fee established by the Board. Lost cards will be deactivated to prevent future use of the card. Damaged cards must be returned to a customer service office before a replacement card will be issued.
- G. Guest cards are required for all general facility use and club activities. However, guest cards are not required for ticketed GVR events where guests pay a higher ticket price than the member price.
- H. 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.

Subcommittee Report

Improving the Effectiveness of Committee Structure

Nellie Johnson, Chair, Donna Coon, Jerry Humphrey, Beverly Tobiason,
Scott Somers, and Nanci Moyo, Staff

August 9, 2022

Purpose of Subcommittee/Work Group (SC) and Timetable

Purpose / Activities

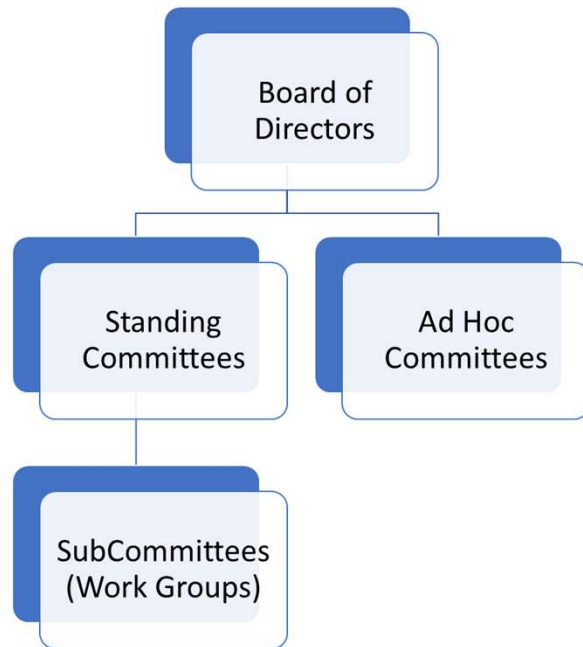
- Purpose: Review and propose recommendations to the BAC that improve the effectiveness of GVR's Committees
- Reviewed Bylaws, CPM and Best Practices (National Council of Nonprofits, Board Source) Reference Document 1
- Reviewed other similar like structures to GVR: Reference Document 2
- Activities:
 - May: Chair formed subcommittee/Work Group (SC)
 - June/July: Met twice to review research and develop draft recommendations
 - Reference Documents are included as part of this presentation
 - Document 1: Review of Bylaws, CPM and Best Practices
 - Document 2: Review of Similar like organizations

Timetable

- Timetable:
 - August 9: Present findings and draft recommendations to Board affairs and obtain input
 - August 15th: SC meets to review and finalize recommendations
 - August 31st: SC meets to review draft recommendations and present redlined changes to CPM and needed changes to the Bylaws, if any.
 - September 13: SC presents recommendations to Board Affairs for Action; including CPM/Bylaws changes
 - September 28. Board Affairs presents recommendations to Board

Committee Structure for Standing Committees

Overview



Overview

- Board of Directors has 12 Directors who are elected for 3 years; term limit of 6 yrs.
- Committees: 5 Standing Committees and 2 Ad Hoc/Special Committees
- Role of Committees: advise and recommend; there is no delegation of authority from the board
- Directors are not required to serve on a Committee
- Except for Audit Committee, Chair of Committee is selected by President in consultation with Chair of Fiscal Affairs and then with approval by Board;
- Bylaws/CPM define Standing Committees; Adhoc/Special Committees: CPM defines the roles of each of these Committee; Specific Roles defined by specific Charter approved by Board:
- Subcommittees are more like work groups; formed by Chair of Committee; no approval by Board

Structure as defined by Bylaws/CPM

STANDING COMMITTEES

	Board Affairs	Fiscal Affairs	Nominations /Elections	Planning and Evaluation	Investment
Composition	No size requirements	Same	same	Same	Chair plus 2 GVR members
Chair	Selected by Pres: confirmed by Board	Same	same	same	Same
Other Board of Directors and Members	Selected by Chair of Committee	Same	Same	Same	Same

AD HOC /SPECIAL COMMITTEE

	Audit	Performance Appraisal
Composition	Chair can't be officer of Board or member of fiscal affairs; plus 2 or more GVR members	Pres plus 2 Board Directors as approved by Board
Chair	Pres and Fiscal Affairs Chair recommends Chair with approval of Board	President /Board Chair
Other Board of Directors Members	Chair of Committee selects;	President's selects with approval by

Current Roster/Committee Membership

STANDING COMMITTEES

	Board Affairs	Fiscal Affairs	Nominations /Elections	Planning and Evaluation	Investment
Committee Chair	Board Director	Board Director	Board Director	Board Director	Board Director
Other Board Member Director	Board Member	Board Member			
Committee members	10	6	5	5	3
Total Members	12	8	7	6	4

AD HOC /SPECIAL COMMITTEE

	Audit	Performance Appraisal
Composition	Board Chair plus 2 more GVR members	Pres plus 2 Board Directors
Chair	Pres and Fiscal Affairs Chair recommends Chair with approval of Board	President
	3	2 named at time of Appraisal process
	4	

Total Community members on Standing/Adhoc : 32

Review of Current Practice/Draft Recommendations

Item	Current	Draft Recommendation	Change to Bylaws and/or CPM
# of Standing Committees and Ad Hoc/Special Committees	5 Standing Committees 2 Ad hoc /Special	No change; minor refinement to CPM to make it in sync with Bylaws	CPM – yes
Role of Committee	Advise and Recommend ; Board doesn't delegate any authority to Committee	No change; important to reinforce to Committees;	None
Size of Committee	No requirement for minimum or max. Size has varied each year depending on Chair Currently, Committee size ranges from 4 to	Require a minimum of 5 and suggested maximum of 12	CPM yes.
Are Board Directors required to serve on Committee	No: Currently 8 of the 12 serve on committees; 4 do not; but this varies by year because Committee chairs do not need to include Board of Directors on committee	A Board Director should serve on at least one committee but no more than two; except for Board President, who is ex officio on all committees (Does Board President vote?)	CPM – yes
Should there be a certain # of Board Directors on a Committee	Board Affairs and Fiscal Affairs have 2 board members per agreement of these two members;	No more than 2 Directors on a Committee ; other Directors are able to attend meetings; Committee members should not serve on more than 2 committees	CPM yes

Review of Current Practice/Draft Recommendations

Item	Current	Draft Recommendation	Change to Bylaws and/or CPM
Appointment of Committee Chair	Board President appoints chairs with approval by Board	No change;	None
Appointment of Committee members	Appointed by Chair for one year	1. New members to be recommended by President and Chairs of the Committees after reviewing the applications of all those who have submitted an application; Board confirms membership of all committee members at April special meeting:	Change to Bylaws and CPM
Terms Limits	None	Recommend 3-year term; Member can resign, if unable to fulfill three years; during the transition, appoint 1-, 2-, and 3-year members and phase in requirement. ; Limited to 6 year terms; Committee members are limited to two committees, if approved by Board.	Change in CPM only; assuming Bylaws change to appointment process is approved;

Item	Current	Draft Recommendation	Change to Bylaws and/or CPM
How is the work of Committee continued between fiscal years	No requirement	<ul style="list-style-type: none"> a. Staff to develop a report that requires current chair to identify accomplishments of Committee b. Section 2 would identify the goals of each committee developed in conjunction with CEO so it ties to strategic plan c. Action plans to be submitted to Board for approval d. Committee action Plans reviewed quarterly by board (consent agenda) 	CPM

Pending Items for Work group discussion

Item	Current	Draft Recommendation	Change to Bylaws and/or CPM
Recruitment	No mention of topic	1. Look at promoting membership recruitment; promote committee membership at Board Election forums; newsletter;	
Orientation/Education	No mention of topic Last year, manual was provided to Committee members (is this an annua occurrence?)	1. Schedule orientation in April for all committee members;	CPM Yes
Recognition	No mention	1. Celebrate committee involvement thru annual celebration party; celebrate achievements;	No

Next Steps

Next Steps

- Timetable:
 - August 9: Present findings and draft recommendations to Board affairs and obtain input
 - August 15th: SC meets to review and finalize recommendations
 - August 31st: SC meets to review draft recommendations and present redlined changes to CPM and needed changes to the Bylaws, if any.
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Welcome Input

- Review research information and send email comments to ?
- Attend Subcommittee as guests on August 15th

Document One: Research/Review of Bylaws, CPM and Best Practices

DOCUMENT One:	Bylaws	CPM	Best Practice research	Other GVR -like entities
<p>1. How many Committees standing does GVR</p>	<p>5 Standing Committees Board Affairs, Fiscal Affairs, Nominations & Elections, Planning and Evaluation, Investments.</p> <p>Audit Committee is considered a Special Committee</p>	<p>Same Standing Committees but don't refer to them as that.</p> <p>(NEED TO CLEAN UP – special /adhoc committees don't need to meet at least quarterly</p> <p>Audit Committee: listed as regular committee Chair being a board member, plus 2 or more GVR members.</p> <p>Performance Appraisal Committee: Chaired by President/ selects 2 board members/for total of 3</p>	<p>Board Source:</p> <p>a. # depends on mission of organization and state laws: average is 4.1</p> <p>Audit/Finance : 82% Development/Fundraising 76% Governance/Nominating: 71% Executive: 61% Planning and Strategy: 28% Marketing/PR 19% Program 13%</p> <p>b. keep Bylaws generic and put Committees in policy so it can changed/adapted c. Average number of committees is 4.1</p>	<p>See Donna's summary:: Document 2:</p>
<p>2. Size of each committee</p>	<p>No mention of size for Standing Committees:</p>	<p>No mention of size except Investment</p>	<p>Board Source- mentioned 5; chair plus 3-4 committee members on staggered basis.</p>	

	<p>required to at least meet quarterly</p> <p>Adhoc Committees: Audit Committee: The Chairman, a member in good standing, shall be neither an officer of The Corporation nor a member of the Fiscal Affairs Committee.</p>	<p>Audit committee : Chair needs to be board member , plus 2 or more GVR members (NOT THE SAME AS BYLAWS)</p>		
<p>3. How are Ad hoc /task forces created/ how many</p>	<p>Section 2: Special Committees A. Special or Ad Hoc committees may be established by the President from time to time to assume specific, short-term responsibilities. When established, the duties and responsibilities of the committee along with a deadline for its completion of assigned tasks are to be approved by the board.</p> <p>Subcommittees: Section 4: Subcommittees Except for the Nominations & Elections and the Audit</p>	<p>No mention of Special committees: need to revise</p> <p>Need to identify Audit as standing (not required to meet quarterly) or as special:</p> <p>There is no mention of Subcommittees in CPM</p>		

	Committees, each committee shall have the power to appoint subcommittees from among GVR members and may delegate to such subcommittee any of its duties and powers.			
<p>4. What is function of committee?</p> <p>a. Role</p> <p>b. Is a committee required to have work plans?</p> <p>c. How is continuity of committee's work between fiscal years fostered?</p>	<p>a. advises and recommend:</p> <p>b. No requirement for work plans</p> <p>c. nothing mentioned continuity</p>	<p>a. Advise and recommend;</p> <p>b. No requirement</p> <p>c. On continuity, nothing mentioned:</p>		
<p>5. Appointment of Committee Chair</p>	<p>a. The Chairperson of the Audit Committee shall be nominated by the President of</p>	<p>A. not consistent with Bylaws: just Chair appoints/board approves</p>		

	<p>the Board and the Finance Director of the Corporation with Board approval.</p> <p>b. The Chairperson of each Standing and other Special Committee(s) of the Board shall be a member of the Board nominated by the President with Board approval. The President shall be an ex-officio member of all committees excluding Nominations & Elections, and Audit Committees.</p>			
6, Are Board members required to serve on a committee?	6. no	6. no	Board Source: Committees important part of governance process;	
7. Appointment of Committee members	Committee members shall be members of The Corporation and/or members of the operations staff. Committee members shall be selected by the Chairperson of the committee.	Same as Bylaws		

8. Composition (i.e., # of board members versus selected members	Audit : chair can't be officer;			
9. Terms of Office for Committee members : Are they staggered:	Board members are elected for 3 years; no terms for selected committee members therefore annual; due to appointment made by Committee Chairperson that is selected annually			
10. Are there term limits for committee members?	Not specified, but one-year appointments- no limits on number of times you can serve	No		

<p>Consolidated Information</p>	<p>Information from: SCW - Sun City West SCOV – Sun City Oro Valley ACC – Anthem Coordinating Council RCSC – Recreation Centers of Sun City SB1 – Saddlebrooke #1</p>
<p>Board makeup</p>	<p>SCW - 9 Board members + Governing Board Executive Assistant – to run for director you must submit 200 signatures of owner members and resume (up to 500 words)</p> <p>SCOV - 7 Board members. Directors serve a 3 year term. Directors cannot run for consecutive terms (they must have a 2 year absence before running again). Three directors are elected every third year and two directors are elected in the intervening years.</p> <p>ACC - 7 Board members.</p> <p>RCSC - 9 Board members. Directors serve a 3 year term. Directors may serve up to 6 years (2 consecutive terms).</p> <p>SB3 – 7 board members. Term of office is 2 years.</p>
<p>Board Committees Directive</p>	<p>SCW -Committees have no direct decision making authority and are limited to presenting options and recommendations to the Governing Board and/or General manager.</p> <p>SCOV - Committees have no direct decision making authority and are limited to presenting options and recommendations to the Governing Board and/or General manager.</p> <p>ACC - Board committees are not created to advise or exercise authority over staff, but rather to serve in an advisory role to the Board in concert with staff input and support. They speak “to the Board’ and not “for the Board”.</p> <p>RCSC - Committees are limited to presenting ideas and recommendations to the Board or Senior Management</p> <p>SB1 – Committees are advisory in nature. Committees may take no acitions without prior permission of the Board of Directors other than those provided in the Association’s Bylaws.</p>

Document 2: Research of Similar like Organizations

<p>1. How many Committees that meet on regular basis</p>	<p>1. SCW - Five Standing Committees:</p> <ul style="list-style-type: none"> a. Sports Pavilions & Bowling b. Budget and Finance c. Chartered Clubs d. Golf e. Properties <p>SCOV - Six Standing Committees:</p> <ul style="list-style-type: none"> a. Finance and Budget Committee b. Golf Advisory Committee c. Properties Committee d. Election Committee e. Nominations Committee f. Architecture Committee <p>ACC - Two Standing Committees:</p> <ul style="list-style-type: none"> a. Finance Committee b. Business Support and Advocacy Committee <p>RCSC - Eleven Standing Committees:</p> <ul style="list-style-type: none"> a. Bowling Committee b. Club Organization Committee c. Election Committee d. Finance and Budget Committee e. Gold Advisory Committee f. Insurance Committee g. Lawn Bowling Advisory Committee h. Long Range Planning Committee i. Sun City in Focus Committee j. Properties Committee k. Technology Committee

Document 2: Research of Similar like Organizations

	<p>SB1 - ??</p>
<p>2. Size of each Committee</p>	<p>2. SCW - Each committee shall have no less than 5 members. Committees run from July 1 to June 30?? A chair is appointed for not more than one year.</p> <p>SCOV - Each committee will have at least 3 members - except Elections Committee and Nominations Committee which must have at least 5 members.</p> <p>ACC - Each Standing committee will have 5 members (unless otherwise approved by the Board).</p> <p>RCSC - Each committee will have at least 5 members.</p> <p>SB1 - Each committee will have at least 5 members, except Architectural may have 3.</p>
<p>3. How are Ad hoc/task forces created? How many?</p>	<p>3. SCW - President, with consent of Board, can establish special committees for a specific purpose for a defined period of time (must be less than 1 year)</p> <p>SCOV - President, with consent of Board, can establish special committees for a specific purpose for a defined period of time (must be less than 1 year)</p> <p>ACC - For a limited time and for a specific purpose.</p> <p>RCSC - Ad hoc committees are formed for a specific task and dissolved after completion of the task.</p> <p>SB1 - ??</p>
<p>4. Function of the Committee</p>	<p>4. SCW - See Sun City West Policy statement C 03 (below)</p> <p>SCOV - See Sun City Oro Valley ARTICLE 9 – COMMITTEES (below)</p> <p>ACC - See Anthem Coordinating Council 4.1.2 and 4.1.3 (below)</p>

Document 2: Research of Similar like Organizations

	<p>RCSC – See Recreation Centers of Sun City (below)</p> <p>SB1 – see Saddlebrooke HOA 1 – Committee Guidelines (below)</p>
<p>5. Appointment of Committee Chair</p>	<p>5. SCW - Bylaws: The Chairperson of each Standing and other Special Committee(s) of the Board shall be a director of the Board nominated by the President with Board approval.</p> <p>SCOV - The Chairperson of each Standing and other Special Committee(s) of the Board shall be nominated by the President with Board approval. Chairs do not have to be Directors. The board President shall designate one board member as liaison to each committee, subject to board approval.</p> <p>ACC - Committee Chairs are appointed by the President with advice and consent of the Board.</p> <p>RCSC - All committees shall have a Board Director as Chair and Co-Chair who shall be approved by the Board of Directors. Each Committee will select a secretary who summarizes each meeting and sends report to the Corporate Office within 3 days of the meeting.</p>
<p>6. Are Board members required to serve on a committee?</p>	<p>6. SCW - There is no current policy that requires a board member also serve on a committee – See 8. Below</p> <p>SCOV - There is no current policy that requires a board member to serve on a committee</p> <p>ACC – Not required to serve on a committee. Board directors can only serve on one standing committee</p> <p>RCSC – No.</p> <p>SB1 – No. Also, directors can not be Chairs of any committee except Architecture.</p>
<p>7. Appointment of Committee members</p>	<p>7. SCW - Chair selects committee members. Board approves. Directors may serve concurrently on no more than 2 standing committees.</p> <p>SCOV - Chair selects committee members, subject to Board approval.</p>

Document 2: Research of Similar like Organizations

	<p>ACC - Committee member appointments are made by the Board President with advice and consent of the remainder of the Board. Committee members and Board members can make recommendations for Committee members. Interested Anthem residents can apply. The CEO presents the applicants to the Board President after reviewing the potential member’s qualifications.</p> <p>RCSC – Nor explained.</p> <p>SB1 – Committee members are recommended by the Chairperson and approved by the Board. NO member can serve on more than 2 committees at the same time.</p>
<p>8. Composition (ie. # of board members versus selected members</p>	<p>8. SCW - All Directors are ex officio comm members of all committees but can not vote unless they are appointed members. Directors may serve concurrently on no more than 2 standing committees.</p> <p>SCOV - There is no current policy about how many committee members can be board members vs regular members. From #5 above – at least one member will be a Director.</p> <p>ACC - There is no current policy about how many committee members can be board directors vs regular members.</p> <p>RCSC - There is no current policy about how many committee members can be board directors vs regular members. From #5 above – at least 2 members will be a Directors.</p> <p>SB1 – Composition not stated. The Board shall appoint on Director to serve a non- voting liaison to each committee. Every committee must appoint a secretary to keep minutes.</p>
<p>9. Terms of Office for members : Are they staggered:</p>	<p>9. SCW - Appointment is for one year. May be reappointed the next year.</p> <p>SCOV - No term lengths for members or Chair.</p> <p>ACC - Committee members are appointed for two-year staggered renewable terms. Committee Chairs are appointed for one-year, renewable terms.</p> <p>RCSC - No term lengths for members or Chair.</p> <p>SB1 – Appoinments are for 1 year.</p>

Document 2: Research of Similar like Organizations

10. Are there term limit for members?	10. SCW – No SCOV - Committee members shall serve no more than 3 consecutive terms. A Chair shall serve no more than 2 consecutive terms on the same committee. ACC - See #9 RCSC – No.