



MINUTES

Board Affairs Committee

Tuesday, February 14, 2023, 1:30pm
WC Room 2 / Zoom

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

Absent: Beverly Tobiason, Jodie Walker

Visitors: 2

1. Call to Order / Roll Call – Establish Quorum

Chair Coon called the meeting to order at 1:28pm MST. Roll call by Nanci Moyo. Quorum established.

2. Approve Meeting Minutes: January 10, 2023

MOTION: Johnson moved / Humphrey seconded to approve January 10, 2023, Meeting Minutes as presented.

Passed: 5 yes / 2 abstained (Finkelstein, Soukup)

3. Chair Comments:

- Thanked Board Affairs Committee (BAC) members for coming to the January 18, Board Work Session, for the discussion on the Corporate Policy Manual (CPM) Part 3 Committees.
- Part 3: Committees – Section 1.G was not resolved and was returned to BAC for further discussion.
- On January 19 a small group of the BAC met to discuss Part 3 and how to present to the Board at the January 25, Regular Meeting.
- At the January 25, Regular Meeting of the Board Part 3 Committees and the proposed Bylaws were pulled from the Agenda by a vote of the Board. This stopped the proposed Bylaws from going to the 2023 Ballot for the membership to vote on.

4. Business

a. Review and Develop a Permanent Solution vs. Annual Fee Waiver for Part 6, Section 2: 6.2.2.K.5

MOTION: Johnson moved, Finkelstein seconded to recommend to the Board of Directors to approve this change to Part 6, Section 2:

6.2.2.K.3 – “Non-members will pay an event fee of no more than one half of the daily guest fee approved by the Board. Staff will work with the Clubs to establish the event fee if requested.” Eliminate 6.2.2.K.5.

Passed: unanimous

- b. Review Staff Recommendation for Tracking CPM Changes

MOTION: Coon moved, Crothers seconded to approve the staff recommendation for tracking CPM changes on a separate document from the CPM beginning January 1, 2022.

Passed: unanimous

- c. Review CPM Part 7

MOTION: Johnson moved, Zabicki seconded to recommend to the Board of Directors to approve Part 7 as presented in the BAC Meeting Book as the clean copy.

Passed: unanimous

- d. Review CPM Part 3

MOTION: Johnson moved, Finkelstein seconded to recommend to the Board modified language to Part 3 Committees, 3.1.1.G: "Committee members shall be GVR members in good standing and must submit an application for a Committee appointment. The President, Chairperson, and CEO will review applications. After review of the applications the Chairperson will select Committee members and inform the Board of the appointments at the April meeting. Staff, as liaisons to the Committees, will be selected by the CEO. Vacancies on the Committee during the year may be filled by the Chairperson after consulting with the President.

Passed: unanimous

MOTION: Johnson moved, Crothers seconded to recommend to the Board modified language to Part 3 Committees, 3.1.1.D: "Members are encouraged to apply for committee positions and if possible, serve for multiple years. It is recommended that chairs seek to have at least 1/3 new members each year and limit committee participation to no more than six (6) consecutive years."

Passed: unanimous

MOTION: Johnson moved, Finkelstein seconded to recommend to the Board to approve Section 1 only of Part 3 Committees as amended at the February 14, 2023, BAC meeting, for the next Regular Board meeting.

Passed: unanimous

5. New Business:

Carol Crothers shared with the BAC about a proposal for a motion at the Regular Meeting of the Board of Directors in February regarding policy for GVR to follow an internal financial manual, and having high-level process approach for major capital projects with a project plan reviewed monthly.

General discussion held regarding this proposed motion from the BAC was to have it come before the BAC before it goes to the Board of Directors or to bring it before the Board of Directors for them to charge/assign the BAC with developing a policy.

6. Member Comments: 0

7. Adjournment: The meeting was adjourned at 2:54pm, MST.

Next Meeting: Tuesday, March 14, 2023, West Center, Room 2/Zoom, 1:30 – 3:30pm