



MINUTES

Board Affairs Committee

Tuesday, May 9, 2023

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: Carol Crothers (Chair), Ed Knop, Pat Reynolds, Dick Sutherland, Gail Vanderhoof, Jodie Walker, Marge Garneau (ex-officio), Scott Somers (CEO), Nanci Moyo (Administrative Supervisor/Liaison)

Absent: Barbara Blake, Bart Hillyer

Visitors: 1

Agenda Topic

1. Call to Order / Roll Call – Establish Quorum

Chair Crothers called the meeting to order at 1:30 pm.

2. Approve Meeting Minutes: March 14, 2023

MOTION: Crothers moved / Sutherland seconded to approve the March 14, 2023, Minutes

Passed: 5 yes / 1 abstain (Reynolds)

3. Chair Comments

Welcome and introductions regarding Orientation folder information: website, Strategic Plan and Work Plan for the year.

Introductions of Committee members: Pat Reynolds, Dick Sutherland and Gail Vanderhoof new to the BAC this year. Ed Knop and Jodie Walker were on the BAC last year. Bart Hillyer and Barbara Blake are Directors on the Board.

4. Business

a. Welcome, Introductions, and Orientation – Completed under Chair Comments.

b. Review Year-End Report and Discuss 2023-24 BAC Objectives

Highlights include:

- CPM Part 3 Committees: Definition of each Committee's responsibilities. Asking each Committee to look at their responsibilities and make recommended changes to the CPM.
- Bylaws: last year a subcommittee reviewed the Bylaws and the BAC and Board chose not to move it forward to the members. The Bylaws will be tackled this year by considering possible discrete areas such as conflicts in AZ law being clearly expressed so it matches the law; have nine Board Directors instead of twelve; clarity of who can run for the Board; define a member; and change time of elections.
- The Attorney has provided a report on the Arizona Statue and GVR Bylaws and clearing up some issues. Nanci Moyo will send the BAC the Attorney's reports. Have BAC identify the top ten things to focus on for the Bylaws.

c. Review BAC CPM Description and Discuss Possible Changes

BAC objectives:

- Section 2: 3.2.1.D and E: Look at the long application for Club Status and discuss with staff if it can be cut back. Attorney is working on who can be in a club. Members and non-members? Or members only? Staff will be asked what role BAC plays in Club applications and policy of Clubs. Does BAC need to be in the loop of Clubs.
- Section 2: 3.2.1.C Ask staff the reason for this BAC charge.
- Section 2: 3.2.1.H: Should this be to ask members to write pro/con statements for ballot proposals? The Bylaw work was done by the BAC and proposed to the Board to accept/approve so the BAC statement would only be pro.
- Section 2: 3.2.1.I: BAC is requesting staff input into this process. Do Committee changes need to go to the BAC and follow this process? Or rewrite this section to be functional and not on a long timeline of approvals. Possibly change to once Legal Counsel has reviewed it goes to the Board for approval and not back to the Committee requesting the change. Does staff or BAC forward to Legal Counsel?

d. Discuss Possible Bylaw Changes: Discussed in 4.b.

e. Discuss Possible CPM Changes to CPM:

- Section 1: 3.1.1.D: Add committee members to choose to serve 1, 2, or 3 years.
- Challenge Nominations and Elections Committee to have

election done by February. This would overlap the Board of Directors for one month. The purpose would be to organize for Committees and learn from the current Board.

- Only have Policy within the CPM. Staff will be reviewing the CPM for Policy only and bring forth a report to the BAC.
- Capital Project Policy: Capital project planning and decision making will come to the Board in a Work Session in May and then a Regular Meeting. The BAC will need a place to put this in the CPM.

f. Discuss Work Schedule and Summer Meetings:

- June 12 1:30pm, Monday Room 2 and Zoom.
- Decide at each meeting the need for the next meeting.

5. Member Comments - 0

6. Adjournment

MOTION: Walker moved / Sutherland seconded to adjourn the meeting at 3:08pm MST.

Passed: unanimous

Next Meeting: Monday, June 12, 2023, West Center, Room 2/Zoom, 1:30-3:00pm