



AGENDA

Nominations & Elections Committee - OPEN

Monday, May 16, 2022

1:30pm

WC Room 2 / Zoom

Committee: Beth Dingman (Chair), Gail Ault, Barbara Blake, Regina Ford, Marilyn Luehrmann, Arthur Mournian, Lu Sampson, Gail Vanderhoof, Scott Somers, CEO, Nanci Moyo (Liaison)

Agenda Topic

- 1.** Call to Order
- 2.** Roll Call / Establish Quorum
- 3.** Approve March 21, 2022, Meeting Minutes
- 4.** Chair Comments
- 5.** Business
 - a. Review the N&E Charge from the CPM
 - b. Summary of 2022 election Results
 - c. Discuss the Election Timeline as it Relates to Bylaws and CPM
- 6.** Member Comments
- 7.** Adjournment

Next Meeting: June 20, 2022, Zoom, 1:30-3:00pm, West Center, Room 2 / Zoom



MINUTES

Nominations & Elections Committee - OPEN

Monday, March 21, 2022

1:30pm

West Center, Room 2 / Zoom

Attendees: Ted Boyett (Chair), Bev Lawless, Marilyn Luehrmann, David Messick, Arthur Mournian, Scott Somers (CEO), Nanci Moyo (Liaison)

Visitors: 3

1. **Call to Order:** Chair Boyett called the meeting to order at 1:32pm MST.
2. **Roll Call / Establish Quorum:** A quorum of committee members were present.
3. **Approve February 14, 2022, Meeting Minutes**
Chair Boyett stated the minutes stand approved due to no corrections from the Committee.
4. **Chair Comments:** Expressed appreciation in working with GVR members, committee members and staff; encouraged the desire to display best behavior and be an example to others. A time of silence was observed for world issues.
5. **New Business**
 - a. **Process for Elections Announcement on March 24, 2022**
 - A group email will be sent to all candidates, GVR Board, and CEO following the close of the elections with the results of Board elections, Minutes and Bylaws outcomes.
 - Natalie Whitman, Communications Manager, will send an email to GV News.
 - b. **Review CPM VI.4.C.5: Duties and Responsibilities of N&E Committee**
 - Review this with the new committee for 2022-2023 with comments from current N&E Committee.
 - In 5.a.2 change "than" to "of" to read: There shall be at least one (1) other Director on the committee, and a minimum "of" two (2) GVR members who do not serve on the Board selected by the Committee Chairperson.
 - In 5.b.2.e add "committee" to read: Verify that the final ballot and ballot materials have been reviewed and approved by GVR's general counsel and "committee".
 - Next N&E Committee review 5.b.3.c regarding how election results

are notified.

- In 5.b.3.d add the wording, "send out the election results with a disclaimer there may be a recount" to read: In the election of Directors, if there are fewer than fifty (50) valid votes separating the last successful candidate and the first unsuccessful candidate in the election, or less than a fifty (50) vote difference on any other ballot issue, then the Board may, at its sole discretion, "send out the election results with a disclaimer there may be a recount."
- In 5.b.3.5 eliminate the first sentence, "Arrange appropriate in-service training, as required, for the Board."

c. Timeline for Next Year's Election

- Leave the timeline to the next committee.
- Have a publication push prior to the first day of voting to remind members it is time to vote.
- Use text messaging as a reminder to vote if GVR has a way to subscribe. The question came up on how to target those who are working and if text would work better than emails.
- Hold both forums at the West Center. Hold the evening forum the week after February 22 Board Meeting meet-n-greet.

d. Review of 2022 Election

a. Achievements:

- Arthur Mournian did an excellent job with voter assistance at the different facilities.

b. Lessons Learned:

- Emails are being sent to the first name on the Deed. This may not be the email for the voter of the home. Send an email out to the members and put in eBlast to remind members to update their emails with the voter of the home to be the one receiving the email.
- Multiple property owners get a weighted vote. Have a clearer message in the Annual Meeting announcement on the process for the members with multiple properties. It is a weighted vote, but a member can request a separate ballot for each property.
- Ask Vote-Now to use voter code versus registration code.
- Next year look at different voting services to see if we can find one closer.

c. Recommendations for Next Year: Stated in b.

d. Multiple Property Owners: Stated in b.

6. Member Comments – There were no comments.

7. Adjournment

MOTION: Mournian/seconded to adjourn the meeting at 2:59pm MST.

Passed: unanimous

Next Meeting: TBD, 2022, Zoom, 1:30-3:00pm

SECTION 6 - NOMINATIONS & ELECTIONS COMMITTEE

3.6.1 Membership

- A. The Chairperson shall be a Director, recommended by the President and approved by the Board of Directors.
- B. There shall be at least one (1) other Director on the committee, and a minimum than two (2) GVR members who do not serve on the Board selected by the Committee Chairperson. Committee members shall be members of GVR, selected by the Committee Chairperson. The members of the Committee selected by the Chairperson shall represent various geographic areas to the extent possible. Committee members will serve a one (1) year term, provided however, any member of the Committee who becomes a candidate for election to the Board of Directors shall resign from the Committee immediately. *NOTE: refer to CPM Section VI, Subsection 4(B)(1) and (7)*
- C. An administrative staff person will serve on the Committee and will be selected by the CEO. *NOTE: refer to CPM Section VI, Subsection 4(B) (7)*

3.6.2 Responsibilities

- A. Nominations
 - 1. Determine the qualifications and eligibility of each candidate.
 - 2. Submit a slate of qualified candidates to the Board of Directors at least one hundred and twenty (120) days prior to the Annual Meeting.
 - 3. Post the slate of candidates to the membership no less than ninety (90) days prior to the Annual Meeting and determine how candidates shall be presented to the membership.
 - 4. Obtain names of candidates submitted by nomination petition to the Secretary, within the deadline (sixty (60) days prior to the annual meeting), if any, and determine the qualifications and eligibility of same.
- B. Election Process
 - 1. Recommend to the Board a record date to determine the eligible roster of voting members which shall be no more than thirty (30) days prior to the election. If Board of Directors fails to set a record date, the record date shall be the date of ballot delivery.
 - 2. Submit the final slate of candidates for the ballot to the CEO.
 - 3. Establish a list of members eligible to vote as of the record date and provide this list to any outside agency conducting

the election, if necessary.

4. Establish the deadline for the return of ballots which shall be no later than 4:00 pm on a date at least five (5) days before the Annual Meeting.
5. Verify that the final ballot and ballot materials have been reviewed and approved by GVR's general counsel.
6. The ballot reply shall display all information deemed necessary for validation purposes for use by the Committee.
7. Each candidate shall appoint two (2) GVR members, who are in good standing, to participate in the validation and counting of paper ballots.
8. The counting of ballots, at the discretion of the Board of Directors may be conducted by an independent organization (e.g., Pima County Elections or electronic voting firm), in which case the results shall be obtained from the organization by the Nominations and Elections Chairperson or their representative. *NOTE: refer to Bylaws Article V, Section 3*

C. Election Results

1. The Committee shall have the validation/counting process completed at least two (2) business days prior to the date of the Annual Meeting or Special Meeting.
2. At the conclusion of the election, obtain the results of the election, including the establishment of a quorum.
3. The Chairperson shall notify the Board Secretary of the results of the election.
4. In the election of Directors, if there are fewer than fifty (50) valid votes separating the last successful candidate and the first unsuccessful candidate in the election, or less than a fifty (50) vote difference on any other ballot issue, then the Board may, at its sole discretion, order a recount.
5. The Committee Chairperson shall report the establishment of a quorum and the election results at the Annual Meeting. Successful candidates shall be announced in the order of the total votes received. The results of the ballot for any other matters shall be announced in the order in which the items appeared on the ballot.

D. Post-Election:

At the conclusion of the election, the ballot materials and the results thereof shall be submitted to the CEO. The CEO will maintain these records for a period not less than three (3) years in accordance with the Arizona Nonprofit Corporation Act.

E. Board Orientation & Training:

Arrange appropriate in-service training, as required, for the Board. Ensure that Board orientation programs are held annually.

**GVR ANNUAL MEETING
BALLOT HISTORY**

electronic voting option
year 1

REFERENDUMS

	2022	2021	2020	2019	2018	2017	2016	2015	2014	2013	2012	2011	2010	2009	2008	2007	2006	2005	2004
Total Members	13,777	13,723	13,658	13,589	13,557	13,505	13,052	13,389	13,340	13,285	13,222	13,162	13,033	12,913	12,761	12,540	12,195	11,844	11,464
Total Ballots	13,313	12,191	12,827	12,491	12,783	12,621													
Total Ballots Cast	4911	4896	5858	3988	3893	3796	4,097	4,806	5,845	4,576	6,158	5,925	5,805	5,978	5,280	6,066	6,076	5,881	6,500
% Ballots Cast	36.9%	40.16%	45.67%	31.93%	30.45%	30.08%	31.4%	35.9%	43.8%	34.4%	46.6%	45.0%	44.5%	46.3%	41.4%	48.4%	49.8%	49.7%	56.7%
# Proposed Bylaws Amendments on Ballot	Multiple	0	1	2	2	0	0	6	6	0	0	0	0	9	11	2	2	8	5
# Proposed Bylaws Amendments Passed	0		1	2	0	0	0	6	2	0	0	0	0	0	11	2	1	8	3
% Proposed Amendments Passed	n/a	n/a	100%	100%	-	-	-	100%	33%	-	-	-	-	0%	100%	100%	50%	100%	60%
Paper Ballots Mailed	313	237	550	274	450	432													
Paper Ballots Cast (included in total above)	130	150	375	232	288	287													
Restatement of Articles of Incorporation																			
Restatement of Bylaws																			

1999 SRS
2015 BOUNDARY EXPANSION

9,863
6,504
65.9%

13,258
8,126
61.3%

PASSED
For 2658 (73.6%)
Against 1042 (28.9%)

FAILED
For 1985 (53.8%)
Against 1705 (46.2%)

% ballots cast as paper	2.60%	3.06%	6.40%	5.82%	7.40%	7.56%													
% paper requested	2.35%	1.94%	4.03%	2.02%	3.32%	3.20%		2.84%											
of requested, % paper returned	41.60%	63.29%	68.18%	84.67%	64.00%	66.44%		71.70%											
overall % paper votes	1.23%	1.23%	2.75%	1.71%	2.12%	2.13%		1.99%											



TIMELINE: ELECTION, BALLOT, ANNUAL MEETING 2022

October 26, 2022, 2pm Board of Directors Meeting

October 28, 2022, Candidate Applications available

November 15, 2022, 10am Candidate briefing (to provide potential candidates a chance to ask questions and receive information)

November 18, 2022, 4 p.m. Candidate application deadline

- Candidate eligibility verified

November 29, 2022, (120 days to annual meeting) Slate of candidates presented to Board of Directors thru Email

- At least 120 days prior to annual meeting (CPM)

November 30, 2022, Petitioner Candidate Applications available (OR MAYBE DEC. 5)

December 5, 2022, Slate of candidates presented GVR Members – eblast and media

- At least 90 days prior to annual meeting (Bylaws)
- No less than 90 days prior to annual meeting (CPM)

December 14, 2022, 2pm Board of Directors Meeting

December 29, 2022, 90 days to annual meeting

January 6, 2023, Draft Ballot to Attorney for review

January 13, 2023, Attorney reviewed draft ballot returned to staff

January 23, 2023, Share draft and get approval of the Annual Meeting announcement and Ballot by N&E

January 25, 2023, 2pm Board of Directors Meeting

January 28, 2023, Record Date – Unknown until Board votes

- No more than 30 days prior to election (CPM) **CHECK THIS!**
- Set at January 26, 2023, Board of Directors Meeting or set at the Dec. BOD Regular Mtg.

January 27, 2023, Petition deadline for Bylaws changes or Petition Board of Directors Candidates

- Email notification sent to N&E Committee and Board of Directors
- Not less than 60 days prior to annual meeting (Bylaws)
- At least 60 days prior to annual meeting (CPM)

January 27, 2023, 60 days to annual meeting

February 1, 2023, Last day to withdraw candidacy and have name removed from ballot

February 2, 2023, Annual Meeting information insert and mailing list to printer/electronic balloting firm

February 3, 2023, 10am Board Candidate Orientation

February 6 – 8, 2023, Candidate Interviews for Website

February 6, 2023, All documents for candidates and bylaws turned in

February 20, 2023, 10am Forum – West Center

February 20, 2023, Notice of Annual Meeting / electronic voting instructions mailed via USPS to members

- At least 30 days prior to annual meeting (Bylaws)

February 20 – March 23, 2023, Membership voting

February 22, 2023, Board of Directors Meeting

February 22, 2023, Candidate Meet & Greet before and after Board of Directors Meeting

February 28, 2023, 5pm Candidate Forum – West Center

March 23, 2023, Voting deadline paper and electronic ballots

- At least five days prior to annual meeting (CPM)

March 23, 2023, Election results reported to GVR Corporate Secretary

- At least two business days prior to Annual Meeting (CPM)
- Corporate Secretary reports election results to Board President and CEO, notifies candidates and results are published in eBlast

March 31, 2023, Annual Meeting of the Corporation

- Within 90 days of year end (Bylaws)

April 2023 New Director Training

April 2023 Election of Officers (within 30 days after Annual Meeting) or hold Special Meeting following Annual Meeting



TIMELINE: ELECTION, BALLOT, ANNUAL MEETING 2022

November 7, 2022, Candidate Applications available

November 15, 2022, 10am Candidate briefing (to provide potential candidates a chance to ask questions and receive information)

November 25, 2022, 4 p.m. Candidate application deadline

- Candidate eligibility verified

November 29, 2022, (120 days to annual meeting) Slate of candidates presented to Board of Directors thru Email

- At least 120 days prior to annual meeting (CPM)

November 30, 2022, Petitioner Candidate Applications available (OR MAYBE DEC. 5)

December 14, 2022, 2pm Board of Directors Meeting

December 19, 2022, 4pm Petitioner Candidates Applications due and vetted by December 23, 2022.

- Petition deadline for Bylaws changes or Petition Board of Directors Candidates
- Email notification sent to N&E Committee and Board of Directors
- Not less than 60 days prior to annual meeting (Bylaws)
- At least 60 days prior to annual meeting (CPM)

December 29, 2022, 90 days to annual meeting / Slate of candidates presented to GVR Members – eblast and media

- At least 90 days prior to annual meeting (Bylaws)
- No less than 90 days prior to annual meeting (CPM)

January 6, 2023, Draft Ballot to Attorney for review

January 13, 2023, Attorney reviewed draft ballot returned to staff

January 23, 2023, Share draft and get approval of the Annual Meeting announcement and Ballot by N&E OR HAVE THIS DONE AT THE DEC. N&E

January 25, 2023, 2pm Board of Directors Meeting

January 28, 2023, Record Date – Unknown until Board votes

- No more than 30 days prior to election (CPM) **CHECK THIS!**
- Set at January 26, 2023, Board of Directors Meeting or set at the Dec. BOD Regular Mtg.

January 27, 2023, 60 days to annual meeting

February 1, 2023, Last day to withdraw candidacy and have name removed from ballot

February 2, 2023, Annual Meeting information insert and mailing list to printer/electronic balloting firm

February 3, 2023, 10am Board Candidate Orientation

February 6 – 8, 2023, Candidate Interviews for Website

February 6, 2023, All documents for candidates and bylaws turned in

February 20, 2023, 10am Forum – West Center

February 20, 2023, Notice of Annual Meeting / electronic voting instructions mailed via USPS to members

- At least 30 days prior to annual meeting (Bylaws)

March 6 – March 23, 2023, Membership voting – may have ballots here with voter code

February 22, 2023, Board of Directors Meeting

February 22, 2023, Candidate Meet & Greet before and after Board of Directors Meeting

February 28, 2023, 5pm Candidate Forum – West Center

March 23, 2023, Voting deadline paper and electronic ballots

- At least five days prior to annual meeting (CPM)

March 23, 2023, Election results reported to GVR Corporate Secretary

- At least two business days prior to Annual Meeting (CPM)
- Corporate Secretary reports election results to Board President and CEO, notifies candidates and results are published in eBlast

March 29, 2023, Annual Meeting of the Corporation

- Within 90 days of year end (Bylaws)
- Special Meeting after Annual Meeting to Elect Board Officers