



A reorganization meeting of the GREEN VALLEY RECREATION, INC. BOARD OF DIRECTORS was held on Wednesday, March 25, 2015 – 9:00am at Canoa Hills Social Center. The Secretary being in the chair.

Members Present: Ron Sills (Secretary), Gunnar Bonthron (Assistant Secretary), Joe Gunton (Treasurer), John Arnold, John Hadley, Tom Kennel, Richard Kidwell, Barbara Mauser, Kathy Palese, Leslie Shipley, Tony Zabicki, Kent Blumenthal (non-voting), Vicky Mournian

Staff: Jim Conroy (Director – Recreation & Leisure Services), Guy Sundvik (Facilities Director), Cheryl Moose (Controller), Randy Cheatham (IT Director), Sue DeKoker (Administrative Assistant), Jen Morningstar (Executive Assistant to the CEO), Carolyn Hupp, Melanie Stephenson, David Coy, Rosita Studevan, Maureen McCarthy, Kris Zubicki, Julie Vance, David Jund, Sherri Cadeaux.

Visitors: GVR Attorney Wendy Ehrlich, Parliamentarian Joe Theobald, David Rookhuyzen (GVR News), 16 additional visitors.

1. **Executive Session (legal)** The Directors held an executive session prior to the start of today's meeting.
2. **Call to order:** Secretary Sills called the meeting to order in open session at 9:34am
3. Attorney Ehrlich addressed the Directors and explained procedures of the Board of Directors.
 - a. Explained each of the governing documents and the way the corporation operates
 - b. Detailed duties of Directors; duty of care, fiduciary duty and duty of loyalty. Attorney client privilege.
 - c. Open meeting, executive session, email procedures
 - d. Director protections; Director insurance coverages
4. Parliamentarian Joe Theobald addressed and briefed the Directors and answered questions on the basics of Parliamentary Procedure.
5. Secretary Sills announced there was a vacancy on the Board of Directors and following procedures spelled out in our Bylaws, in our most recent election; Vicky Mournian received the next highest number of votes. Vicky was asked if she would accept the seat. Mournian agreed and was asked to join the Directors at the table.

6. Election of Officers

a. President

i. Nomination

1. GUNTON 6 – WILL RUN
2. HADLEY 1 – WILL NOT RUN
3. KENNEL 3 – WILL RUN
4. ZABICKI 1 – WILL NOT RUN
5. ABSTAIN 1

ii. Election

1. GUNTON 9
2. KENNEL 2
3. KIDWELL 1

b. Vice-President

i. Nomination

1. ARNOLD 2 – WILL RUN
2. KENNEL 2 – WILL RUN
3. MAUSER 2 – WILL RUN
4. SILLS 4 – WILL RUN
5. ZABICKI 2 – WILL NOT RUN

ii. Election – 1ST VOTE

1. ARNOLD 2 - WITHDRAW
2. KENNEL 3 – WILL RUN
3. MAUSER 2 – WITHDRAW
4. SILLS 5 – WILL RUN

iii. Election – 2nd VOTE

1. KENNEL 3
2. SILLS 9

c. Secretary

i. Nomination

1. HADLEY 2 – WILL NOT RUN
2. KENNEL 2 – WILL NOT RUN
3. MAUSER 5 – WILL RUN
4. PALESE 1 – WILL NOT RUN
5. ZABICKI 1 – WILL NOT RUN
6. ABSTAIN 1

ii. Election

1. MAUSER 12

d. Treasurer

i. Nomination

1. ARNOLD 3 – WILL RUN
2. BONTHRON 1 – WILL NOT RUN
3. HADLEY 2 – WILL RUN
4. KIDWELL 1 – WILL NOT RUN
5. KIDWELL 1 – WILL NOT RUN
6. MOURNIAN 3 – WILL NOT RUN
7. ZABICKI 1 – WILL NOT RUN

ii. Election – 1st VOTE

1. ARNOLD 6 – WITHDRAW
2. HADLEY 6 – WILL RUN

iii. Election – 2nd VOTE

1. ARNOLD 2
2. HADLEY 10

e. Assistant Secretary

i. Nomination

1. ARNOLD 2 – WILL NOT RUN
2. BONTHRON 2 – WILL RUN
3. KIDWELL 3 – WILL RUN
4. SHIPLEY 2 – WILL RUN
5. MOURNIAN 3 – WILL NOT RUN

ii. Election – 1st vote

1. BONTRHON 2 – WILL RUN
2. KIDWELL 6 – WILL RUN
3. SHIPLEY 3 – WILL RUN
4. MOURNIAN 1

iii. Election – 2nd VOTE

1. BONTHRON – 1
2. KIDWELL 9
3. SHIPLEY 2

f. Assistant Treasurer

i. Nomination

1. ARNOLD 6 – WILL NOT RUN
2. BONTHRON 1 – WILL NOT RUN
3. KENNEL 1 – WILL NOT RUN
4. SHIPLEY 1 – WILL NOT RUN
5. MOURNIAN 2 – WILL RUN

ii. Election

1. MOURNIAN 11
2. ABSTAIN 1

3.

7. Appointment of Chairpersons

MOTION: KIDWELL/ZABICKI Postpone appointment of Committee Chairs until Regular BOD Meeting April 21

Passed: Unanimous

- a. Board Affairs
- b. Fiscal Affairs
- c. Planning and Evaluation
- d. Growth Task Force
- e. Facilities Assessment Work Group
- f.

8. Adjournment

MOTION: KENNEL / MAUSER. Adjourn the meeting.

Passed: Unanimous.

The meeting was adjourned at 12:57pm, MST.

Barb Mauser
Secretary

Date

Jen Morningstar
Executive Assistant to the CEO

Date