



A regular meeting of the GREEN VALLEY RECREATION, INC. BOARD OF DIRECTORS was held on Tuesday, January 19, 2016 – 1:30pm at Las Campanas. The President being in the chair and the Secretary being present.

Directors Present: Joe Gunton (President), Tony Zabicki (Vice-President), Barb Mauser (Secretary), John Hadley (Treasurer), Vicky Mournian (Assistant Treasurer), Richard Kidwell (Assistant Secretary), John Arnold, Gunnar Bonthron, Jim Nelson, Kathy Palese, Ron Sills, Leslie Shipley, Kent Blumenthal (non-voting)

Staff: Jim Conroy (COO), Cheryl Moose (CFO), Jen Morningstar (Executive Office Manager), David Jund (Facilities Director), Kate McCormick (Executive Assistant), Sherri Cadeaux (Marketing & Communications Specialist)

Visitors:

I. Call to order / quorum / approval of agenda

President Gunton called the meeting to order at 1:30pm
Roll call by Blumenthal; Quorum established.

II. Adopt Agenda

MOTION: Nelson / Seconded. Approve agenda as presented.

Passed: unanimous.

III. Consent Calendar:

MOTION: Mournian / Seconded. Approve Consent Calendar, as presented:

- December 17, 2015 Meeting Minutes
- October 2015 Financial Statements
- November 2015 Financial Statements
- December 2015 Financial Statements

Passed: unanimous.

IV. President's Comments:

- A. President Gunton President Joe Gunton noted that the GVR Board will consider a Corporate Communications Policy to help guide a GVR response to communiques received from members, media, "watchdog" groups or individuals. The Policy will also address anonymous communications received by the Board or leadership.
- B. Gunton and CEO Blumenthal have co-authored a column in the February 2016 issue of GVR Now! entitled, "State of the Corporation – Part One". Part one is about GVR financial stewardship. Part Two in March will focus on Planning & Evaluation initiatives, including the continuing Strategic Master Planning Initiative.

V. CEO Report:

- A. GVR's new Facility Director David Jund was introduced to the Board. Jund has worked for GVR for 6-1/2 years, most recently as Senior Facilities Supervisor.

- B. GVR has begun to liaison with state officials to revise Arizona statues that will allow electronic balloting for AZ nonprofit organizations. This initiative is a goal of the 2015/2016 GVR Work Plan.
- C. GVR and the Green Valley Community Complex Association will soon consider a request to Pima County and the U.S. Postal Service to rename 'Via Arco Iris' street "GVR West Center Drive." GVR's West Center is the only address on Via Arco Iris. The name change will improve the likelihood that emergency responders will quickly locate West Center and its designated space GVR Clubs located there in the event of an emergency.
- D. Thanks to the generous donations from many GVR members, the GVR Foundation (GVRF) has raised enough funds to assist approximately 50 members through the 2016 Member Assistance Program. GVRF will hold its annual meeting on Feb. 27.
- E. The first *Engage!* session offered in partnership with Casa Community Services at La Posada had 41 attendees, far more than expected. *Engage!* offers recreation services to seniors with special needs. At is funded through grant from the Freeport McMoRan Foundation.
- F. GVR's independent audit on FY 2015 will be held January 26-29. The independent auditor's report is expected Feb. 26.
- G. GVR is sending a postcard invitation to attend *GVR's Fit&Fun Day & Open House* on Jan. 31 at Las Campanas to homeowners within the eight HOAs recently included in GVR's corporate boundary and owners of non-member properties within all other voluntary deed-restricted areas.

VI. New Business

A. Proposed 2017 International Showcase

MOTION: Nelson / Seconded. Endorse moving forward with plans to host the 1st Annual INTERNATIONAL COMMUNITY SHOWCASE in March 2017 at GVR West Center in collaboration with the GVR Foundation and the Greater Green Valley Community Foundation as outlined in this Exhibit.

Passed: unanimous

B. Communication Policy Development

MOTION: Kidwell / Seconded.

Assign to the Board Affairs Committee (BAC) responsibility to develop and propose to the Board of Directors a formal Communications Policy as a 2016\2017 GVR Work Plan goal.

Further, include the following elements within the Communications Policy:

1. Recitals (e.g., 'GVR does not respond to anonymous communications'; 'GVR is transparent in its governance and operations reporting'; etc.);
2. Incorporate the Board-approved E-mail Policy into the Communications Policy;
3. Include specificity as to who will respond to communications about or received by GVR and under what conditions a GVR response should be issued; consider all possible types of communications, including but not limited to:
 - a. GVR Now! newsletters & eBlasts
 - b. Newspaper editorials & 'Letters to the Editor'
 - c. GVR member communications addressed to the Board of Directors and/or CEO
 - d. GVR member comments addressed to the Board of Directors at Board meetings
 - e. Communications sent to GVR members from non-Board sanctioned groups.

4. Once Board approved, include Communications Policy in Corporate Policy Manual
Passed: unanimous.

VII. Unfinished Business
None

VIII. Committee Reports

A. Fiscal Affairs

1. Introduction of Investment Advisor Skip Breither
2. Overview FY 2015 Budget Results
3. Staff Recommendation for FY2015 Budget Surplus

MOTION: Hadley / Seconded. Allocate the estimate \$1M 2015 Budget Surplus in the following manner:

1. First, replace \$15,000 in the Capital Replacements Fund and \$172,500 in the Initiative & Innovation Reserve Fund, against the draws that were taken in 2015, to follow policy requirements.
2. Second, allocate 100% of the remainder of the \$1M estimated excess revenue over expenses as a result of GVR, Inc. operations for the year ended December 31, 2015 to the Capital Replacements Reserve Fund. This amount is estimated to be approximately \$812,500 following expenditures.

Passed: unanimous.

B. Board Affairs

1. Director Zabicki

C. Planning & Evaluation

1. WSM Architects Update

D. Nominations & Elections

1. Director Mournian

IX. Member Comments:

X. Executive Session (legal)

MOTION: Palese / Seconded. Adjourn to Executive Session

Passed: unanimous.

XI. Adjournment

MOTION: Nelson / Seconded. Adjourn meeting immediately following Executive Session

Passed: unanimous.

Barbara Mauser
Secretary

Date

Jen Morningstar
Manager, Executive Office

Date