



AGENDA

Board Affairs Committee

Tuesday, March 12, 2024
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), Barbara Blake, Bart Hillyer, Ed Knop, Pat Reynolds, Dick Sutherland, Gail Vanderhoof, Marge Garneau (ex-officio), Scott Somers (CEO), Nanci Moyo (Administrative Supervisor/Liaison)

Agenda Topic

- 1. Call to Order / Roll Call – Establish Quorum**
- 2. Approve Meeting Minutes:** February 13, 2024
- 3. Chair Comments**
- 4. Business**
 - a. Review Year-End BAC Report and Task for 2022/2023
 - b. Prepare Year-End BAC Report and Tasks for 2023/2024
- 5. Member Comments**
- 6. Adjournment**

Next Meeting: Tuesday, May 14, 2024, West Center, Room 2/Zoom, 1:30-3:00pm



MINUTES

Board Affairs Committee

Tuesday, February 13, 2024, 1:30pm
WC Room 2 / Zoom

Committee: Carol Crothers (Chair), Bart Hillyer, Pat Reynolds, Dick Sutherland, Gail Vanderhoof, Marge Garneau (ex-officio), Scott Somers (CEO), Nanci Moyo (Liaison/Administrative Supervisor)

Absent: Barbara Blake, Ed Knop

Board Attendees: Kathi Bachelor, Beth Dingman

Visitors: 1

1. Call to Order / Roll Call – Establish Quorum

Chair Crothers called the meeting to order at 1:30pm MST. Roll call by Chair Crothers. Quorum established.

2. Approve Meeting Minutes: January 9, 2024

MOTION: Vanderhoof moved / Sutherland seconded to approve January 9, 2024, Meeting Minutes as presented.
Passed: unanimous

3. Chair Comments:

- Jodie Walker resigned from the BAC due to other commitments.
- Would like BAC Committee members at the Bylaws presentation.
- Chair Crothers will lead the bylaws discussion at the Bylaws Presentation by giving an introduction and reviewing one item at a time, and allowing members to ask questions.

4. New Business:

- Email came in from a member asking for the proposed bylaws be clearer by providing strikethroughs.
 - BAC's consensus was the proposed bylaws presented in the ballot were easy for members to read without having the strikethroughs. A copy of the ballot would be posted online, on the election page, that would include strikethroughs and be provided at the Bylaws Presentations.

5. Business

a. Review the FAQ for Posting:

- The FAQ will be posted on the Election page of the website.
- The FAQ will be printed and available at the Forums and Meet-n-Greet.
- BAC consensus to replace the current statement on the FAQ for the question "Why change from ten percent to twelve percent?" to this statement: Twelve percent is based on the approved audit from the previous year less investments. To account for inflation and substantial

income from our investments, it is expected that twelve percent of audited net revenue will provide about the same cost target as the ten percent of the budget (which includes depreciation and new capital projects). Audited GVR revenue is a clear, defined base for determining the need for member approval for new major construction or projects.

b. Transition Plan in the CPM if Bylaw Passes:

BAC's consensus was the motion passed by the Board at the January 31, 2024, meeting which says, "We seat 3 new directors each year and replace resigning directors as we have done in the past. It will take the full 3 election cycles to get down to 9 directors," does not need to be in the CPM because of the simplicity of the process.

c. Review CPM Part 1, Section 2 Use of GVR Facilities

- Natalie provided a 14-point proposed reservations policy change.
- Discussion was held on the difference between facilities (meeting rooms) and sports facilities by the clubs. Consensus from the BAC and staff was not to address clubs at this time and remove from the list. This is #3 on the Fourteen Proposed Reservations Policy Change list.
- HOA will be allowed two free social reservations and then need to rent the rooms.
- Add business to 1.2.6.B "Club and HOA business meetings..."
- Under 1.2.6.H change it to only read, "Only working ADA Service Animals are permitted in or on GVR property." Strikeout the rest of H.
- Under 1.2.9.B Damage Deposit add: "Damage deposits as identified in operational policy will be required for rentals by non-GVR members and may be required for member use depending on the nature of the member activity."
- Under 1.2.9.D strikeout "Reservations for socials are limited to 4.5 hours." This is addressed under 1.2.6.D.
- Under 1.2.9.E strike out all of E, currently stated in 1.2.6.B.
- Under 1.2.9.I Commercial Rentals: add "are not permitted."

**MOTION: Crothers moved, Vanderhoof seconded to accept the proposals made by staff and listed in the bulleted items under 5.c.
Passed: unanimous**

d. CPM Change to Part 6 GVR Programs and Clubs, Section 2 GVR Clubs, 6.2.8

MOTION: Crothers moved, Hillyer seconded to recommend approval to the Board at the next Regular Meeting to remove the first sentence in 6.2.8.B which reads "All clubs shall maintain a continuity of records and shall preserve all correspondence and minutes for a period of no less than three years."

Passed: unanimous

6. Member Comments: 1 comment during meeting.

7. Adjournment

MOTION: Sutherland moved / Hillyer seconded to adjourn the meeting at 2:44pm.

Passed: unanimous

Next Meeting: Tuesday, March 12, 2023, West Center, Room 2/Zoom, 1:30 – 3:30pm



Year-End Report
2022-2023
Board Affairs Committee

Chair: Donna Coon

Staff Liaison: Nanci Moyo

Committee Members: Carol Crothers, Joyce Finkelstein, Jerry Humphrey, Nellie Johnson, Ed Knop, Chuck Soukup, Beverly Tobiason, Jodie Walker, Tony Zabicki

Priorities Established for 2022-2023:

- Complete conversion of the CPM reorganization to new structure which was approved at the 12-15-2021 Board meeting.
- Created a 'Bylaws' work group to decide on whether or not to pursue getting voter approval for the updated bylaws. Work group Chair – Chuck Soukup
- Created a 'Committee Continuity' work group to research best practices for nonprofit boards in establishing and using board standing committees. Work group Chair – Nellie Johnson
- Determine procedure for hiring new corporate attorneys.

Specific Committee Requests:

- Approved creation of GVR Canine Club - Approved (BAC – 8/9/2022, BOD – 8/24/2022)
- Approved creation of GVR Martial Arts Club (BAC – 6/14/2022, BOD – 7/13/2022)
- Approved creation of Italian Club (BAC – 3/14/2023, BOD – 3/22/2023)

Standing Committee Requests:

- Nominations & Elections requested a change to Part 3 Committees (3.6.2.A.2) - to shorten the number of days before the election that candidate applications were due from 120 days to 90 days. Approved (BAC – 7/12/2022, BOD – 9/28/2022).
- Fiscal Affairs requested a change to Part 5 Fiscal/Accounting to add Section 4, Procurement Policy. Approved (BAC – 3/14/2023, BOD – 3/22/2023)

Recommendations from Staff:

- 1.2.2. Guest Card – changed from ‘unlimited’ guests to 4 guests per daily guest card and annual guest card. (BAC approved – 10/11/2022, BOD approved – 10/26/2022)
- 6.3.4.A&B - Hobby Shops & Studio Clubs – Changed to allow sales to the public. Approved (BAC – 12/13/2022, BOD – 1/25/2023)
- 6.2.2.K.5 Membership/Guest/Monitoring – Changed to “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.” Approved (BAC – 2/14/2023, BOD – 3/22/2023?)

Additional Tasks:

Corporate Policy Manual Changes:

- The Board Resolutions was pulled out of the CPM and is now standalone on the website under the Governance tab. (May, 2022)
- A new feature has been added to the back of the CPM called ‘CPM Reorganization Tracking’.
- CPM Part 2 Board of Directors - Approved (BAC – 8/9/2022, BOD – 9/28/2022)
- CPM Part 4 Chief Executive Officer – Approved (BAC – 11/8/2022, BOD – 11/16/2022)
- CPM Part 3 Committees, Section 1 – Approved (BAC – 2/14/2023, BOD – 2/22/2023)
- CPM Part 7 Communication – Approved (BAC – 2/14/2023, BOD – 3/22/2023)

Bylaws Updates:

- At the 11/8/2022 BAC meeting the Bylaws work group recommended to not pursue putting the Restated Bylaws on the 2023 ballot and the BAC approved this recommendation. GVR has retained new legal counsel in 2022 and BAC has asked staff to work with the new attorney to make recommendations on future changes to the existing bylaws.

Task for Next Year:

- CPM Part 3 Committees – work with each standing committee to update their Duties and Responsibilities (Section 2 thru 7).
- Coordinate with staff and other standing committees on developing CPM policy for major capital project planning and decision making.
- Review 6.2 Clubs and add a new policy section 6.4 regarding facility use. Have an Ad-Hoc Committee or Task Force along with the staff review facility use and develop a policy.
- Bylaws will be reviewed by staff and the Attorney with recommendations, and then brought before the BAC for input.
- Review the Appendix and make sure all sections in the Appendix are procedures and that they are properly referenced from the CPM Part they came from. If they are actual policies determine if they should be returned to the original CPM Part.



**Year-End Report
2023-2024
Board Affairs Committee**

Chair: Carol Crothers

Staff Liaison: Nanci Moyo

Committee Members: Barbara Blake, Bart Hillyer, Ed Knop, Pat Reynolds, Dick Sutherland, Gail Vanderhoof

Priorities Established for 2023-2024:

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Specific Committee Requests:

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Standing Committee Requests:

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Recommendations from Staff:

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Additional Tasks:

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Task for Next Year:

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