



MINUTES

Board Affairs Committee

Tuesday, September 9, 2025, 1:30pm
WC Room 2 / Zoom

Committee: Candy English, Chair, Beth Dingman, Bart Hillyer, Ed Knop, Nellie Johnson, Pat Reynolds, Kathi Bachelor (ex-officio), Scott Somers (CEO), Nanci Moyo (Administrative Supervisor/Liaison)

Board Attendees: Jody Walker, Kathi Bachelor

Visitors: 2

1. **Call to Order / Roll Call – Establish Quorum**
Chair English called the meeting to order at 1:30pm MST. Roll call established the Quorum.
2. **Approve or Amend Agenda**
MOTION: Johnson moved / Reynolds seconded to amend the Agenda by adding B.4 under Guest Pass Policy, topic Enforcement of the Guest Policy as it relates to Club.
Passed: 4 yes / 2 no (Dingman, Hillyer)

MOTION: Reynolds moved / Johnson seconded to approve the Agenda as amended.
Passed: 5 yes / 1 no (Hillyer)
3. **Approve Meeting Minutes: August 12, 2025**
MOTION: Dingman moved / Knop seconded to approve August 12, 2025, Meeting Minutes as amended by changing on Page 2 under C first bullet, second sentence term limits to two terms and not two years.
Passed: unanimous
4. **Chair Comments:**
 - The BAC approved recommending to the Board the Member Code of Conduct for the Board approval at the August Regular Meeting.
 - Thanked everyone for the work done and completed on this policy.
5. **Business**
 - A. Bylaws
CEO Scott Somers reviewed the Bylaw changes:
Article V Term of Office: Flat two terms and remove the word “consecutive” was recommended by the BAC.

MOTION: Reynolds moved / Johnson seconded to amend the language to have two consecutive terms with a three-year break before running again for the Board.

Passed: 4 yes / 1 no (English) / 1 abstain (Dingman)

Article VIII Committees of the Board of Directors: Remove N&E and P&E. Keep Investment as a standing Committee in Bylaws and possibly change CPM to be more flexible.

MOTION: Johnson moved / Reynolds seconded to support the changes to remove the N&E and merge the duties into the Board Affairs Committee, and the P&E and merge the duties into the Fiscal Affairs Committee, and keep the Investment Committee as a standing committee.

Passed: unanimous

Article V Section 2 A and B: Nominating Process: Change to Elections process and following the Candidate application and petition process.

MOTION: Dingman moved / Johnson seconded to keep all the changes to Article V Section 2.A&B which reads: Any regular member of the Corporation, in good standing, may submit a Candidate Application by the deadline. The slate of applicants shall be posted and be available to all regular members at least 90 days prior to the Annual Meeting. B. Following the Candidate Application deadline, if there is interest in running for a Board of Director position, any regular member of The Corporation may file a nomination petition containing the signatures of at least two hundred (200) of the regular members in good standing. See the Corporate Policy Manual for instructions on filing. The petition process shall be completed not less than 60 days before the Annual Meeting. The names of these candidates shall be added to the slate of candidates previously posted.

Passed: unanimous

Article VII Officers and Chief Executive Officer Section 4.E Responsibilities of Officers: Signing checks - already voted on by the Board March 19, 2025.

Article VIII Committees of the Board of Directors Section 3 Composition of Committees:

MOTION: Dingman moved / Johnson seconded to approve the changes for the Board selecting and approving the committee members.

Passed: 5 yes / 1 no (Hillyer)

Article VIII Committees of the Board of Directors Section 4 Remove Nominations and Elections Committee in this section.

MOTION: Reynolds moved / Johnson seconded to approve the removal of Nominations and Elections in Section 4.

Passed: unanimous

Article VIII Committees of the Board of Directors Section 5 Open Meetings

MOTION: Johnson moved / English seconded to approve the changes to Section 5 for opening meetings of the Committees with the exception of the Audit Committee.

Passed: unanimous

MOTION: Hillyer moved / Johnson seconded to move the BAC Bylaw recommendations to the Board for approval on the 2026 Ballot.

Passed: unanimous

B. Guest Pass Policy

1. CEO Scott Somers reviewed the Guest Pass Policy stating:

- The vast majority of Guest Pass violations involve the use of Annual Guest Pass and Complimentary Guest Passes.
- The recommendation is to tighten the language in the policy and not use vague terms such as "temporary."
- The preference is to allow a time limit or punches on a pass per person per specific date or time period or an annual punch card pass with up to 30 days.
- Looking at inhouse software to be written to allow punch cards. The goal is for January 1, 2026.

Discussion:

- Keep the Annual Guest Card if GVR is unable to get or write the software for a punch card.
- Allow four people on each pass.
- Better enforcement will happen with one Guest Pass per person.
- There is not enough staff to enforce the Guest Passes.
- A Guest Card needs to be for one individual with limited time. The Tenant Cards are a perfect example of the limited time.
- The punch card is a good idea allowing for so many visits. Would rather have four people on a punch card.
- There have not been any recommendations for how many times a Guest Pass can be purchased per year.
- The Guest Pass would have the member name on it because the member is responsible for the guest.
- Have an annual guest pass but for certain amount of times per year and then it shuts off. Don't need to change the software.

MOTION: Reynolds moved / Dingman seconded the committee adopt recommending eliminating the Annual Guest Pass; add a 30-day "punch card" option once the software allows it; limit persons per guest pass to one; limit guest passes to days, weeks, and 30 days.

Failed: 3 yes / 3 no (Hillyer, Johnson, Knop)

MOTION Reynolds moved / Knop seconded to recommend that once a 30-day "punch card" option can be added, eliminate the Annual Guest Pass; limit persons per guest pass to one; limit guest passes to days, weeks, and 30 days.

Passed: 4 yes / 1 no (Hillyer) / 1 abstains (Johnson)

Corporate Policy Manual (CPM) language changes for the Guest Pass Policy can be brought back to the BAC at the next meeting.

2. 20-Mile Rule

CEO Scott Somers stated the current policy states you must live at least 20 miles from the GVR boundary to be a guest.

- Possibly changing the Guest Pass Policy by limiting the number times a pass can be used will eliminate the need to have the 20-mile rule.

Discussion highlights:

- The 20-mile rule is difficult to enforce. Amend it in a way that it is not so difficult to enforce.
- The survey showed that Members felt strong about the 20-mile rule.
- General consensus is to keep the 20-mile rule.

3. Target Date to Make Changes – Software and Enforcements

The goal is to have the software implemented by the first of January 2026, including any punch card changes.

4. Enforcement for the Clubs Specifically

- Policy for Guest Enforcement for the Club states “The Clubs shall establish an effective monitoring system.”
- The point in the survey is this is not being enforced, especially with the card clubs.
- Are there any penalties for clubs that do not monitor their events?
- The dedicated space clubs have good enforcements by using Member card swipes.
- Card clubs and many other clubs are not dedicated club spaces and this can be problematic. The clubs need to be reminded to monitor and check IDs.
- In the CPM Section 6.2.2.F says, “Club may grant guest privileges, at their discretion, to guests of GVR Members and, if authorized by the Board, other non-GVR members upon payment of a guest fee to GVR.” Section 6.2.2.K non-member Club participant policy lists social and dance clubs allowing non-GVR members to attend, sign a waiver, and pay a fee.
- Encourage members to call a COA when they feel there is an abuse of the Guest Policy.

5.

Adjournment

MOTION: Reynolds / Johnson seconded to adjourn the meeting at 3:20pm.

Passed: unanimous

Next Meeting: Tuesday, October 14, 2025, West Center, Room 2/Zoom, 1:30 – 3:00pm