



MINUTES

BOARD OF DIRECTORS MEETING

Wednesday, January 28, 2026 - 2pm

West Center Auditorium / Zoom

Directors: Kathi Bachelor (President), Candy English (Vice President), Beth Dingman (Secretary), Nellie Johnson (Treasurer), Bart Hillyer (Left the Meeting at 4pm) (Assistant Secretary), Steve Reynolds (Assistant Treasurer), Dave Barker, Marge Garneau, Bev Lawless, Lanny Smith, Jodie Walker, Scott Somers (non-voting)

Staff Present: Steve Kindred (Recreation Program Director), Nanci Moyo (Administrative Supervisor), David Webster (CFO)

Visitors: 20

AGENDA TOPIC

1. Call to Order / Roll Call – Establish Quorum

The President being in the chair and the Secretary being present.

President Bachelor called the meeting to order at 2:18pm MST. Secretary Dingman called the roll; quorum established.

2. Amend/Adopt Agenda

MOTION: Director Hillyer moved, Director Garneau seconded to amend the Agenda by deleting 8.B from this meeting agenda and move to a discussion topic for the Work Session in February.

Failed: 5 yes / 5 no / 1 abstain (English)

MOTION: Director Johnson moved, Director Smith seconded to adopt the agenda.

Passed: 8 yes / 2 no (Garneau, Hillyer) / 1 abstain (English)

3. Presentation

A. Quarterly Financial Report

CFO David Webster reviewed the quarterly financial report. This is the fourth quarter report which will include the entire year. Highlights include:

- Annual income for the year is \$12,5216,674 which is 0.8 percent under budget.
- The Recreation Department was under budget by 21.7 percent due to tours and concerts being cancelled. The cost associated with these activities is lower as well so it is offset.
- The other revenue that is 34.5 percent under budget is primarily driven by lack of use of credit cards by members due to the fee. This has been corrected for the 2026 budget.
- On the expenses GVR was 3.3 percent under budget. The program (Recreation) expense budget was under budget by 20.2 percent.
- This year surplus, subject to the final audit, is \$148,069.
- Investments total \$11,035,021.

4. President Report

- Thanked all the members for attending the meeting today.

5. CEO Report

- Metal Arts Club: ribbon cutting at 10 am on February 12th, Thursday
- Desert Hills kiln room: flooring expansion is moving forward, along with the electrical and HVAC.
- West Center Lapidary expansion: 100% complete for the construction documents. The permits will be coming soon. Lapidary will move out the space in February or March with the project beginning at that time.
- West Center membership project: West Center Lobby will be rebid.
- Abrego South Pool project: neighborhood meeting was held by GVR, with 120 plus people in attendance. This also included the Water Volleyball Club. The architects are working on concept drawings to get a clear understanding of the cost. The next step is the Board will be asked to approve the concept drawings before anything moves forward. The Board has the opportunity to go in another direction before any construction happens.
- Abrego South demolition: contract was awarded.

6. Committee Reports – Reports given and placed on file.

A. Audit	Lawless
B. Board Affairs	English
C. Fiscal Affairs	Johnson
D. Investments	Smith
E. Nominations & Elections	Dingman
F. Planning & Evaluation	Reynolds

7. Consent Agenda

MOTION: Director Johnson moved, Director Smith seconded to approve Consent Agenda.

Passed: unanimous

A. Minutes:

- 1) BOD Regular Meeting Minutes: October 22, 2025
- 2) BOD Regular Meeting Minutes: November 19, 2025
- 3) BOD Special Meeting Minutes: January 14, 2026
- 4) BOD Work Session Minutes: January 14, 2026

B. Financial Statements:

- 1) November and December Financials

8. Action Items

A. Approve Board Affairs Committee Recommended 2026 Ballot and Bylaw Amendment Rationales

MOTION: Director Dingman moved, Director Walker seconded to make changes to Question #2, as follows, Section name **Board of Directors Candidate Selection Process instead of Election Process. In Section 2.A last sentence change the word applicants to **candidates**. In 2.B remove “if there is interest in running for a Board of Directors position”. In the first sentence change nominee to **candidate**. Where it states 60 add the word “**sixty**” before the number.**

Passed: unanimous

MOTION: Director English moved, Director Walker seconded to approve the bylaw amendments rationale, along with the changes to Question #2 as presented and addition of change on Question #3 as presented by Director Dingman. In Question #3 4.E in the second sentence the word “checks” change to **check.**

Passed: unanimous

- B. Approve MOU Between GVR and GVR Foundation on a Capital Campaign
MOTION: Director Johnson moved, Director Reynolds seconded to approve the Memorandum of Understanding (MOU) as amended with the exception of removing from C.5 last sentence which states “GVR Vendors and contractors as potential donor stakeholders may receive direct solicitation for donations.”
Passed: 6 yes / 4 no (Barker, Garneau, Hillyer, Walker) / 1 abstain (English)
- C. Approve a New Dance Club
MOTION: Director Garneau moved, Director Walker seconded to approve the request to grant club status to the GVR Steppin’ Out Dance Club.
Passed: unanimous
- D. Investments Committee Recommendation Regarding the MRR-B Pool Fund
MOTION: Director Smith moved, Director Walker seconded to approve to temporarily adjust the MRR-B’s IPS, for 2026, to 35 percent Equity / 65 percent Cash.
Passed: unanimous
- E. CPM Discussion on Board Meeting and Minutes
2.3.1.D Types of Board Meetings
MOTION: Director Bachelor moved, Director Dingman seconded to remove “Board” under 2.3.1.D. To read: 2.3.1.D Types of Meetings.
Passed: unanimous
- 2.3.1.D.5 Tentative Annual Calendar
MOTION: Director Johnson moved, Director Reynolds seconded to state any changes to the regularly scheduled Board Calendar dates shall be approved by the Board. Any changes in the Work Session dates may change in consultation between the CEO and the President.
MOTION TO AMEND: Director Lawless moved, Director Smith seconded to amend the motion of 2.3.1.D.5 to state after the first sentence: “Any changes in meeting dates may change in consultation between the CEO and the President.”
Passed: unanimous
Amended Motion Passed: unanimous
Amended Motion: 2.3.1.D.5 will state: A tentative annual meeting schedule shall be approved by the Board at its first Regular Meeting following the Annual Meeting. Any changes in meeting dates may change in consultation between the CEO and the President.
- 2.3.1.F Agenda Approval at Board Meetings
MOTION: Director Bachelor moved, Director Walker seconded to add “or addition” and replace “removed” to “change” for 2.3.1.F. To read: Directors vote to approve the agenda at the Board meeting. The agenda may be amended by a majority vote of Directors present. If during the approval section of the agenda a majority of Directors support removal or addition of any item(s) it will be changed.
Passed: unanimous
- 2.3.1.G.1 Consent Agenda
MOTION: Director Johnson, Director Walker seconded to remove “during the Amend/Approve Agenda item on the agenda.” Add “before Motion of the Consent Agenda” to 2.3.1.G.1. To read: Consent Agenda – items of routine business that generally require no discussion by the Board or independent action. This is presented as

one agenda item. Any Director may remove an item from the Consent Agenda and place it under Action Items before motion of the Consent Agenda.

Passed: unanimous

2.3.3.F Adding Revised Agenda to additional materials

MOTION: Director Johnson moved, Director Walker seconded to add “as a Revised Agenda with an * indicating the additions, deletions, or changes.” Add “and updated on the GVR website.” To read: Three (3) business days prior to the Board meeting the agenda material will be sent to the Board, posted on the GVR website, and sent to members via an eBlast. Any meeting materials for items on the published agenda not included in the Friday distribution shall be emailed to the Board as soon as available and posted online as a Revised Agenda with an * indicating the additions, deletions, or changes. The agenda shall be made available to GVR Members at the Board meeting in hard copy and updated on the GVR website.

Passed: unanimous

2.3.4.C Minutes of the Meetings

MOTION: Director Johnson moved, Director Walker seconded to add “Minutes from Work Sessions shall include highlights of discussions.” To read: Minutes of the Board meetings shall contain all motions made, the name of the motion maker and seconder. The method and outcome of the votes taken will list the names of voting Directors in the minority of each vote as well as any Director abstaining from said vote. Minutes from the Work Sessions shall include highlights of discussion. Committee reports which are “informational only” will not be summarized in the minutes. These reports will be noted “received and placed on file.” Member comments are not part of the minutes.

Passed: unanimous

9. Member Comments – 1

10. Adjournment

MOTION: Director Walker moved, Director Garneau seconded to adjourn the meeting at 4:19pm MST.

Passed: unanimous

Unanimous Consent request dated December 5, 2025, sent by email to the Board of Directors. This Section was overlooked during the voting at the March 19, 2025, Board of Directors Regular Meeting.

MOTION: Approve the changes to the Bylaw Amendment Article V Section 2.A & B: Nominating Process Redline version.

The redline version: Section 2: ~~Nominating~~ Elections Process

- A. ~~The Nominations & Elections Committee shall conduct a search of regular members and select for nomination a slate of Directors. As part of its search, the Nominations & Elections Committee shall request names of possible nominees from members. Any regular member of the Corporation, in good standing, may submit a Candidate Application by the deadline. The slate of applicants ~~nominees~~ 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 ~~make additional nominations by filing 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. ~~Such nomination petitions shall be filed with the Secretary~~ The petition process shall be completed not less than 60 days before the Annual Meeting. ~~The Secretary shall then add~~ The names of these nominees candidates shall be added to the slate of nominees-candidates previously posted. ~~and shall prepare ballots to be mailed to the membership.~~

Vote: unanimous consent per emails