AGENDA

Board Affairs Committee
Monday, September 14, 2026
10:00am - 11:30am 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: Steve Reynolds, Chair, Beth Dingman, Orji Isiogu, Nellie Johnson, Chris McCrummen, Pat Reynolds, Jodie Walker, Betsy Walton, Candy English (ex-officio), Scott Somers (CEO), Nanci Moyo (Board and Records Administrator/Liaison)

Agenda Topic

1. **Call to Order / Roll Call – Establish Quorum**

2. **Approve or Amend Agenda**

3. **Approve Meeting Minutes**: June 9, 2026

4. **Chair Comments**

5. **Business**
    A. CPM Changes in Part 2 and 6
    B. CPM Change for Scheduling Agenda Items
    C. Recruiting Committee Members

6. **Member Comments**

7. **Adjournment**

Next Meeting: Tuesday, October 13, 2026, West Center, Room 2/Zoom, 1:30-3:00pm

GVR

MINUTES

Board Affairs Committee
Tuesday, June 9, 2026, 1:30pm
WC Room 2 / Zoom

Committee: Steve Reynolds, Chair, Beth Dingman, Bill Gross, Orji Isiogu, Nellie Johnson, Chris McCrummen, Pat Reynolds, Jodie Walker, Betsy Walton, Candy English (ex-officio), Scott Somers (CEO), Nanci Moyo (Board and Records Administrator/Liaison)

Absent: Beth Dingman, Pat Reynolds

Board Attendees: Candy English

1. Call to Order / Roll Call – Establish Quorum
Chair Reynolds called the meeting to order at 1:32pm MST. Roll call by Nanci Moyo. Quorum established.

2. Approve or Amend Agenda
MOTION: Johnson moved / Walton seconded to approve the Agenda.
Passed: unanimous

3. Approve Meeting Minutes: March 10, 2026
MOTION: Johnson moved / Walton seconded to approve March 10, 2026, Meeting Minutes as presented.
Passed: unanimous

4. Chair Comments:
- Shared history of serving on different Committees and on the Board of Directors.
- Welcomed new and returning Committee members and thanked them for their service to GVR by serving on a Committee.

5. Business
A. Committee Introductions
B. Committee Action Plan for 2026/2027 – include N&E Responsibilities
MOTION: Johnson moved / Walton seconded to approve the BAC Committee Action Plan with the changes to the last bullet to read "Review Election Materials and Forum Format."
Passed: unanimous

C. Discuss Forum Date(s) and Time
General consensus of the Committee is to hold two forums for 2027

Elections; look into the Forums being live on Face Book/social media; change the wording in the CPM 3.2.2.F to one or more Forums instead of two Forums; and hold the Forums for 2027 on March 3 and March 10 at 4pm in the West Center Auditorium.

D. Review Proposed Corporate Policy Manual (CPM) Changes
MOTION: Walton moved / Johnson seconded to approve these changes to the CPM and forward to the Board for approval:

- Part 2 Board of Directors 2.2.4.C "If there is no successful Director, the ~~Nominations & Elections~~ Board Affairs Committee shall advertise…"
- Part 2 Board of Directors 2.2.4.D.1 "Complete an application ~~and answers to a list of questions prepared by the Nominations & Elections Committee~~ for Board consideration."
- Part 2 Board of Directors 2.2.4.E "The Board will vote by secret ballot to elect a Successor Director from among the slate of candidates presented by the ~~Nominations & Elections~~ Board Affairs Committee.
- Part 3 Committees 3.1.1.B "The Board President is ex officio to all Committees, except for Audit Committee ~~and Nominations & Elections Committee~~. ~~As soon as possible~~ Following the Annual Meeting, Directors shall inform the President of their committee preference(s) and /or willingness to be a committee chair.
- Part 3 Committees 3.1.1.G "The President, Chairperson, and CEO will review the applications and present the slate to the Board for approval at a Special Meeting or no later than the Regular Board Meeting in April." "…Vacancies on the Committee during the year may be filled by the Chairperson after consulting with the President and CEO, and approved by the Board."
- Part 3 Committees 3.1.1.K "Meetings ~~shall be~~ are on a set schedule by staff ~~by the Chairperson~~ and shall be conducted as needed, but not less than quarterly.
- Part 3 Committees - Section 2 – Board Affairs Committee 3.2.2.E Add:

  E. Nominations
    1. Submit a slate of qualified candidates to the Board at least ninety (90) days prior to the Annual Meeting.
    2. Submit a slate of qualified petition candidates to the Board at least sixty (60) days prior to the Annual Meeting.

  F. Election Process
    1. Any member of the Committee who becomes a candidate for election to the Board shall resign from the Committee immediately.
    2. Recommend to the Board a record date to determine the eligible roster of voting members which shall be no more than thirty (30) days prior to the election. If the Board fails to set a record date, the record date shall be the date of ballot delivery.
    3. The counting of ballots, at the discretion of the Board may be conducted by an independent organization (e.g., Pima County Elections or electronic voting firm), in which case the results shall be obtained from the organization by the ~~Nominations~~

~~and Elections (N&E)~~ BAC Chairperson or their representative. (Bylaws Article V Section 3)

4. In the election of Directors, if two or more GVR Board candidates receive an equal number of votes from the GVR membership in the GVR annual election, after recount by the entity responsible for counting the said votes, the current Board president shall determine by single coin flip (if just two candidates are tied) or if multiple ties (if three or more candidates are tied), all names go into the hat and the first 2 names pulled out will participate in the first coin toss, and continue coin tosses, in the presence of the tied candidates, for the final order of finish for said candidates. If there are fewer than 0.5 percent of valid votes separating the last successful candidate and the first unsuccessful candidate in the election, or less than 0.5 percent of vote difference on any other ballot issue, then the Board may, at its sole discretion, order a recount.

F. Election Forums for Members

Arrange one or more election forums for members to attend to hear the candidates answer questions arranged by the ~~N&E~~ BAC Committee and questions from the members.

G. Election Results

1. The Chairperson shall notify the Board Secretary of the results of the election.
2. The Committee Chairperson shall report the establishment of a quorum and the election results at the Annual Meeting. Successful candidates shall be announced in the order of the total votes received. The results of the ballot for any other matters shall be announced in the order in which the items appeared on the ballot.

- Part 3 Committees - Section 3 Fiscal Affairs Committee 3.3.2.G Add "To be knowledgeable of the adopted Strategic Plan and Five-Year Capital Plan to ensure that all planned capital projects comply with these plans."
- Remove Section 4 Planning & Evaluation Committee (3.4.2.B was added into Fiscal Affairs 3.3.2.F)
- Remove Section 6 Nominations & Elections Committee (3.6.2.A-C were added into Board Affairs 3.2.2.E)
- Part 5 Fiscal/Accounting 5.5.2 Policy "The following apply only to Type II Capital Improvement Projects:
  a. Upon annual staff assessment and recommendation of projects and plans, Staff presents the recommended Five-Year Capital Improvement Plan (CIP) to the ~~Planning and Evaluation Committee (P&E)~~ Fiscal Affairs Committee (FAC). The ~~P&E~~ FAC develops a recommendation of the Five-Year CIP, ~~to the Board of Directors for consideration during the annual budget approval process.~~
  ~~b. Staff presents the recommended Five-Year CIP and the Capital Budget to the FAC. The FAC develops~~ funding recommendations of the Five-Year CIP, and the Capital Budget to the Board of Directors during the annual budget approval process.
  b. Staff presents the ~~P&E and~~ FAC recommendations to the Board of Directors, ~~and notes any discrepancies between the two committees~~

and/or with Staff recommendations, of the Five-Year CIP and the Capital Budget."

Passed: unanimous

3. **Adjournment**
MOTION: Walton moved / Johnson Seconded to adjourn the meeting at 3:05pm.
Passed: unanimous

Next Meeting: Tuesday, September 8, 2026, West Center, Room 2/Zoom, 1:30 – 3:00pm

Green Valley Recreation, Inc.

Board Affairs Committee

Corporate Policy Manual Changes

Prepared By: Nanci Moyo, Board Admin. **Meeting Date:** September 14, 2026

Presented By: Steve Reynolds, Chair

Originating Committee / Department: Administrative Staff
Action Requested: Review Corporate Policy Manual (CPM) changes provided by staff.
Strategic Plan: Goal 5: Provide sound, effective governance and leadership for the corporation
Background Justification: Staff reviewed the CPM to update the language in two sections; Part 2 and Part 6.
Committee Options: 1) Approve the changes made to the CPM per staff request and move to the Board for approval. 2) Amend and Approve the CPM per discussion from the BAC and move to the Board for approval. 3) Continue editing the CPM and move to the next BAC meeting.
Staff Recommendation: Option #1
Recommended Motion: Moved to approve the changes in Part 2 and Part 6 of the CPM and forward to the Board for approval.
Attachments: 1) CPM Part 2 and Part 6 Redlined 2) CPM Part 2 and Part 6 Clean

Part 2: Board of Directors

SECTION 1 – GOVERNANCE

2.1.1 Powers and Responsibilities

A. The Board shall be the governing Board of GVR, establishing policies and monitoring compliance with those policies. The governing Board year begins at the close of ~~after~~ the Annual Meeting and continues until the close of ~~ends following~~ the ~~next~~ subsequent Annual Meeting.

2.2.3 The Electing Ballot

A. A nominee is considered "elected" if ~~he/she~~ the nominee receives a majority of the votes cast.

B. Balloting should be repeated as many times as necessary to obtain a majority vote for one candidate. The nominee receiving the lowest number of votes is never removed from the next ballot.

C. If a stalemate persists, the rules may be suspended in order to consider alternatives such as eliminating the candidate with the lowest number of votes. The motion to suspend the rules is not debatable and requires a 2/3 vote to pass. Do we want to add a coin toss as an option?

2.3.2 Conduct for Board Meeting

A. The Board will use the following protocol during Board meetings:

1. Directors should be recognized by the President to speak or make motions.
2. Regular Meetings are for decision making, action, and votes. A Director introducing a ~~motion~~ topic may speak for no more than ten (10) minutes regarding the topic ~~to introduce a topic~~. Comments from Directors should be for no more than three (3) minutes. The Presiding Officer shall actively facilitate and guide discussions to remain on topic. The Board shall avoid creating side topics and/or asking unexpected questions of staff and each other at meetings.

2.4.2 Code Enforcement Procedures

3. A. Any Director against whom an allegation is made has the right to attend the Executive Session and present a ~~his/her~~ defense. The accused Director ~~He/she~~ may not be

present or participate in any discussion and/or votes regarding the alleged violation. If the accused Director refuses to attend the Executive Session called to discuss the alleged violation, the accused Director will be deemed to have waived ~~his/her~~ the right to present a defense to the allegation. A finding of a Code violation requires the affirmative vote of at least two-thirds (2/3) of the Directors at the Executive Session.

Part 6: GVR Programs and Clubs

Section 2- GVR Clubs

Organization

J. The Club Liaison will retain a club file in ~~his/her~~ the Administrative O ~~o~~ffice.

Membership/Guests/Monitoring

H.3. Each non-GVR individual must sign an agreement acknowledging that ~~he/she~~ the individual will not be covered by GVR Corporate Worker's Compensation nor listed as an additional insured in any GVR commercial insurance policy.

H.5. Should the individual be a minor, then the parent/guardian must sign the agreement on ~~his/her~~ the individuals behalf.

Part 2: Board of Directors

SECTION 1 – GOVERNANCE

2.1.1 Powers and Responsibilities

A. The Board shall be the governing Board of GVR, establishing policies and monitoring compliance with those policies. The governing Board year begins at the close of the Annual Meeting and continues until the close of the subsequent Annual Meeting.

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Green Valley Recreation, Inc.

Board Affairs Committee

Corporate Policy Manual Change
Part 2 – Agenda Scheduling

Prepared By: Nellie Johnson, BOD Director **Meeting Date:** September 14, 2026

Presented By: Nellie Johnson, BOD Director/BAC Member

Originating Committee / Department: Board Affairs Committee (BAC)
Action Requested: Recommend Change to CPM Part 2 - 2.3.3 Agenda Scheduling and Preparation
Strategic Plan: Goal 5 Provide sound, effective governance and leadership for the corporation
Background Justification: Currently, Board Directors can only request agenda items for regular Board meetings. The proposed change would allow Board Directors to have items added to a Board Work Session. The change would permit more open discussion on topics in a work session format versus a Board meeting that requires action. It would allow for more discussion of options to address an issue and could allow for more member participation on the topic.
Committee Options: 1) Approve the changes made to the CPM per Director/Member request and move to the Board for approval. 2) Amend and Approve the CPM per discussion from the BAC and move to the Board for approval. 3) Continue editing the CPM and move to the next BAC meeting.
Staff Recommendation: Option #1
Recommended Motion: Move to approve CPM changes to Part 2 – 2.3.3.C,E, and F: C. Items for agenda consideration must be submitted to the President and CEO (or the respective designee) by 12pm (noon) six (6) business days prior to the date of the ~~Board~~ meeting. If the deadline for item consideration is not met, the item will be placed on the next ~~Regular M~~meeting agenda. E. A proposed meeting agenda is developed by the Board President and CEO by close of business six (6) business days prior to the ~~Board~~ meeting. F. 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.

Green Valley Recreation, Inc.

Board Affairs Committee

Recruiting Committee Members

Prepared By: Nanci Moyo, Board Admin. **Meeting Date:** September 14, 2026

Presented By: Steve Reynolds, Chair

Originating Committee / Department:
Board Affairs Committee (BAC)

Action Requested:
Discuss strategies for recruiting Committee members for the Board Affairs Committee, Fiscal Affairs Committee, Investments Committee, and Audit Committee.

Strategic Plan:
Goal 5 Provide sound, effective governance and leadership for the corporation

Background Justification:
GVR's committees provide an important opportunity for members to become more engaged with the organization, gain a deeper understanding of GVR's mission, vision, governance, and community. Recruiting members to serve on committees can also help cultivate future leaders for GVR. Committee service allows members to develop a broader perspective of the organization, build relationships with fellow members and staff, and gain experience working collaboratively on issues that impact the GVR community.

For members who have an interest in future Board service, committee participation can provide a valuable foundation and an opportunity to determine whether serving as a Board Director is a good fit. Likewise, committee service gives GVR an opportunity to identify members who demonstrate the leadership, collaboration, judgment, and commitment that can contribute to a strong and effective Board.

Committee recruitment should therefore be viewed not only as a means of filling committee vacancies, but also as an important component of GVR's ongoing member engagement and leadership development.

Committee Options:

1) Brainstorm ideas for Committee recruitment.

Staff Recommendation:
Option #1

Recommended Motion:
N/A

Attachments:

1) Committee Member's Ideas

Below are some ideas for recruiting committee members. I offer these as a potential for jump starting the conversation about committee recruitment.

- Develop written and video testimonials about what each committee does and the related committee member requirements.

- Start recruitment earlier beginning in September.

- Create and require a committee member orientation.

- Treat the volunteer community as a potential feeder for committee and board recruitment:

    * Incorporate "advertisements" or encouragement about committee and board participation into volunteer activities and events where volunteers are used.

    * Reach out, with notices about committee openings and opportunities, to volunteers.

- Invigorate notification of members about upcoming committee meetings they can audit.

- Publish appreciation statements regarding individuals who participate in committee and volunteer work.

- Include board members talking about committee opportunities into various rec center and other events.