



AGENDA

Board Affairs Committee

Tuesday, August 13, 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: Bart Hillyer, Chair, Carol Crothers, Beth Dingman, Ed Knop, Joe Magliola, Pat Reynolds, Lanny Smith, Gail Vanderhoof, Jodie Walker, 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:** May 14, 2024
- 3. Chair Comments**
- 4. Business**
 - a. Discussion on Service Animals Changes in CPM
 - b. Discussion on Two Possible Bylaw Changes
 - 1) Article II – Membership Definition
 - 2) Article VIII - Committees
 - c. Discussion on Code of Conduct Policies and Processes for Potential CPM Changes
- 5. Member Comments**
- 6. Adjournment**

TENTATIVE - Next Meeting: Tuesday, November 12, 2024, West Center, Room 2/Zoom, 1:30-3:00pm



MINUTES

Board Affairs Committee

Tuesday, May 14, 2024 - 1:30pm
WC Room 2 / Zoom

Committee: Bart Hillyer, Chair, Carol Crothers, Beth Dingman, Ed Knop, Joe Magliola, Pat Reynolds, Lanny Smith, Gail Vanderhoof (arrived at 2:12pm), Jodie Walker, Marge Garneau (ex-officio), Scott Somers (CEO), Nanci Moyo (Administrative Supervisor/Liaison)

Absent: Pat Reynolds

1. Call to Order / Roll Call – Establish Quorum

Chair Hillyer called the meeting to order at 1:30pm MST. Roll call and quorum established.

2. Approve Meeting Minutes: March 12, 2024

MOTION: Knop moved / Smith seconded to approve March 12, 2024, Meeting Minutes as presented.

Passed: unanimous

3. Chair Comments:

- Thanked everyone for volunteering to be on the committee.

4. Business

A. Tentative BAC Meeting Schedule: May, September 10, January 14, and March 11 – Possible November 12 if necessary

- The consensus of the BAC is to replace the September meeting with a meeting on August 13 due to many members being away in September.

B. Develop and Approve Committee Action Plan Based on Work Plan

MOTION: Magliola moved / Crothers seconded to accept the wording on the Committee Action Plan and forward to the Board for approval at May meeting.

Passed: unanimous

C. Discussion on Possible Bylaw Changes and CPM Changes to Consider

1) Review Bylaw Changes for the Ballot in 2025 or 2026

a) Article VIII Committees – Section 1 Standing Committees.

Possibly list the Standing Committees in the Corporate Policy Manual (CPM) only to allow the Board to have more flexibility with committees.

Broad options for committees are leaving it in the bylaws as it is; or leave the Board to establish committees removing the standing committees from the bylaws; or list a smaller number of committees in the bylaws and leave to the Board for Ad-Hoc or subcommittee.

The Committees are operational and advisory to the Board.

b) Article II Membership Property and Member: Membership Definition. The changes are needed for clarity and to eliminate ambiguity.

2) Review Proposed CPM Changes:

a) Part 2, Section 1 Governance: 2.1.1.C.1 Change Work Session to Orientation

MOTION: Magliola moved / Dingman seconded to approve the word change from Work Session to Orientation in CPM Part 2 Section 1 Governance: 2.1.1.C.1 and move to the Board for approval.

Passed: unanimous

b) Part 3, Section 6 Nominations and Elections Committee: Add 3.6.2.B.3 Regarding Tied Vote

MOTION: Knop moved / Crothers seconded to approve the addition to the 3.6.2.B.3 which reads "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 multiple coin flips (if three or more candidates are tied), in the presence of the tied candidates, the final order of finish for said candidates." Move to the Board for approval at the June meeting.

Passed: unanimous

c) Removing Operations/Administration from CPM
Staff will work on redlining the CPM for the August meeting regarding policy vs. operations.

A suggestion was made for BAC to look at the Major Capital Improvement Pilot Policy or look at another policy for Capital approval, along with Fiscal Affairs Committee (FAC) and the Planning and Evaluation Committee (P&E) due to the assumption the pilot policy as not been followed. It possibly could be a subcommittee from the Board and tapping members from the three committees mentioned to serve.

The discussion in regards to this policy included these highlights: This Board approved Pilot project has been approved to review for a year and it is too early in the year to make changes. Allow the process to work before making changes. Staff recognizes the financial situation due to the lower homes sales and is being fiscally prudent with the operations budget.

5. Member Comments: 0 comments

6. Adjournment

MOTION: Walker moved / Magliola seconded to adjourn the meeting at 2:20pm.

Passed: unanimous

Next Meeting: Tuesday, August 13, 2024, West Center, Room 2/Zoom, 1:30 – 3:30pm



Green Valley Recreation, Inc.
Board Affairs Committee

Discussion of CPM Change for Service Animals

Prepared By: Bart Hillyer, Chair

Meeting Date: August 13, 2024

Presented By: Bart Hillyer, Chair

<p>Originating Committee / Department: Board Affairs Committee (BAC)</p>
<p>Action Requested: Review GVR’s policy as to “service dogs” set forth in CPM Part 1, Section 2 - 1.2.6.H: Only working ADA Service Animals are permitted in or on GVR property, aside from GVR programs or events.</p>
<p>Strategic Plan Goal: GOAL 5: Provide sound, effective governance and leadership for the corporation</p>
<p>Background Justification: At present, GVR’s policy as to “service dogs” is as set forth in the CPM, cited above. This policy conforms to the requirements of the Americans with Disabilities Act (ADA). However, the ADA itself is applicable only to “places of public accommodation.” Examples of such places include restaurants, hotels, theaters, doctors' offices, pharmacies, retail stores, museums, libraries, amusement parks, private schools, and day care centers. GVR doesn’t operate any of those. Private clubs are specifically exempt from ADA service dog rules. GVR is much closer to being a private club (facilities available only to members and authorized guests, access limited by card-reading devices) than it is to being any of the public-access businesses listed above. Therefore, GVR should be able to establish a policy that is more restrictive, and less subject to abuse, than the policy it currently has.</p> <p>Service dogs, of any breed or size, are trained to perform a task directly related to the owner’s claimed disability. Some examples of service dog tasks: Someone who uses a wheelchair may have a dog that is trained to retrieve objects for him or her. Someone with depression may have a dog that is trained to perform a task to remind him or her to take medication. Someone with PTSD may have a dog that is trained to lick his or her hand to alert of an oncoming panic attack. Someone with epilepsy may have a dog that is trained to detect the onset of a seizure and then help him or her remain safe during the seizure. Emotional support or comfort dogs are not service dogs, because providing emotional support or comfort is not a task related to a person’s disability.</p> <p>Since GVR is a private nonprofit corporation which operates no “places of public accommodation,” it is not bound by ADA rules as to “service dogs,” and may therefore enact a policy that is more reasonable, easier to apply, and less prone to abuse. The new CPM language proposed below permits actual service dogs which have been trained and certified by one of the many organizations accredited by Assistance Dogs International to be on GVR property.</p>

Committee Options:

- 1) Forward no proposed CPM change to the GVR board.
- 2) Forward the recommended motion to the GVR board.
- 3) Forward some different recommended motion to the GVR board.

Recommended Motion:

Move that the following language replace CPM Section 1.2.6, paragraph H:

Only working service dogs which have been trained and certified by a program accredited by the North America Regional Chapter of Assistance Dogs International (assistancedogsinternational.org) are permitted in or on GVR property, unless an exception is granted by the GVR CEO, or by his or her designee. Evidence of such certification of a working service dog shall be provided by the person being assisted, upon request by GVR personnel.

Attachments:

- 1) Redlined and Clean Version of 1.2.6.H
- 2) FAQs found at: <https://addpc.az.gov/faq-around-service-animals>

Redlined (or purple)**1.2.6 Use of GVR Facilities**

- H. Only working ADA Service Animals are permitted in or on GVR property, aside from GVR programs or events. Only working service dogs which have been trained and certified by a program accredited by the North America Regional Chapter of Assistance Dogs International (assistancedogsinternational.org) are permitted in or on GVR property, unless an exception is granted by the GVR CEO, or by his or her designee. Evidence of such certification of a working service dog shall be provided by the person being assisted, upon request by GVR personnel.

Clean**1.2.6 Use of GVR Facilities**

- H. Only working service dogs which have been trained and certified by a program accredited by the North America Regional Chapter of Assistance Dogs International (assistancedogsinternational.org) are permitted in or on GVR property, unless an exception is granted by the GVR CEO, or by his or her designee. Evidence of such certification of a working service dog shall be provided by the person being assisted, upon request by GVR personnel.

Frequently Asked Questions About Service Animals and the Americans with Disabilities Act (ADA)

Many people with disabilities use a service animal to fully participate in everyday life. Dogs can be trained to perform many important tasks to assist people with disabilities, such as providing stability for a person who has difficulty walking, picking up items for a person who uses a wheelchair, preventing a child with autism from wandering away, or alerting a person who has hearing loss when someone is approaching from behind.

The Department of Justice continues to receive many questions about how Americans with Disabilities Act (ADA) applies to service animals. The ADA requires State and local government agencies, businesses, and non-profit organizations (covered entities) that provide goods or services to the public to make “reasonable modifications” in their policies, practices, or procedures when necessary to accommodate people with disabilities. The service animal rules fall under this general principle. Accordingly, entities that have a “no pets’ policy generally must modify the policy to allow service animals into their facilities. This document provides guidance on the ADA’s service animal provisions and should be read in conjunction with the publication [ADA Revised Requirements: Service Animals](#).

Q1: What is a service animal?

Under the ADA, a service animal is defined as a dog that has been individually trained to do work or perform tasks for an individual with a disability. The task(s) performed by the dog must be directly related to the person’s disability.

Q2: What does “do work or perform tasks” mean?

The dog must be trained to take a specific action when needed to assist the person with a disability. For example, a person with diabetes may have a dog that is trained to alert him when his blood sugar reaches high or low levels. A person with depression may have a dog that is trained to remind her to take her medication. Or a person who has epilepsy may have a dog that is trained to detect the onset of a seizure and then help the person remain safe during the seizure.

Q3: Are emotional support, therapy, comfort, or companion animals considered service animals under the ADA?

No. These terms are used to describe animals that provide comfort just by being with a person. Because they have not been trained to perform a specific job or task, they do not qualify as service animals under the ADA. However, some State or local governments have laws that allow people to take emotional support animals into public places.

Q4: If someone's dog calms them when having an anxiety attack, does this qualify it as a service animal?

It depends. The ADA makes a distinction between psychiatric service animals and emotional support animals. If the dog has been trained to sense that an anxiety attack is about to happen and take a specific action to help avoid the attack or lessen its impact, that would qualify as a service animal. However, if the dog's mere presence provides comfort, that would not be considered a service animal under the ADA.

Q5: Does the ADA require service animals to be professionally trained?

No. People with disabilities have the right to train the dog themselves and are not required to use a professional service dog training program.

Q6: Are service animals-in-training considered service animals under the ADA?

No. Under the ADA, the dog must already be trained before it can be taken into public places. However, some State or local laws cover animals that are still in training.

GENERAL RULES

Q7: What questions can a covered entity's employees ask to determine if a dog is a service animal?

In situations where it is not obvious that the dog is a service animal, staff may ask only two specific questions: (1) is the dog a service animal required because of a disability? and (2) what work or task has the dog been trained to perform? Staff are not allowed to request any documentation for the dog, require that the dog demonstrate its task, or inquire about the nature of the person's disability.

Q8: Do service animals have to wear a vest or patch or special harness identifying them as service animals?

No. The ADA does not require service animals to wear a vest, ID tag, or specific harness.

Q9: Who is responsible for the care and supervision of a service animal?

The handler is responsible for caring for and supervising the service animal, which includes toileting, feeding, and grooming, and veterinary care. Covered entities are not obligated to supervise or otherwise care for a service animal.

Q10: Can a person bring a service animal with them as they go through a salad bar or other self-service food lines?

Yes. Service animals must be allowed to accompany their handlers to and through self-service food lines. Similarly, service animals may not be prohibited from communal food preparation areas, such as are commonly found in shelters or dormitories.

Q11: Can hotels assign designated rooms for guests with service animals, out of consideration of other guests?

No. A guest with a disability who uses a service animal must be provided the same opportunity to reserve any available room at the hotel as other guests without disabilities. They may not be restricted to “pet-friendly” rooms.

Q12: Can hotels charge a cleaning fee for guests who have service animals?

No. Hotels are not permitted to charge guests for cleaning the hair or dander shed by a service animal. However, if a guest’s service animal causes damage to a guest room, a hotel is permitted to charge the same fee for damages as charged to other guests.

Q13: Can people bring more than one service animal into a public place?

Generally, yes. Some people with disabilities may use more than one service animal to perform different tasks. For example, a person who has a visual disability and a seizure disorder may use one service animal to assist with wayfinding and another that is trained as a seizure alert dog. Other people may need two service animals for the same task, such as a person who needs two dogs to assist him or her with stability when walking. Staff may ask the two permissible questions (See Question 7) about each of the dogs. If both dogs can

be accommodated, both should be allowed in. In some circumstances, however, it may not be possible to accommodate more than one service animal. For example, in a crowded small restaurant, only one dog may be able to fit under the table. The only other place for the second dog would be in the aisle, which would block the space between tables. In this case, staff may request that one of the dogs be left outside.

Q14: Does a hospital have to allow an in-patient with a disability to keep a service animal in his or her room?

Generally, yes. Service animals must be allowed in patient rooms and anywhere else in the hospital the public and patients can go. They cannot be excluded on the grounds that staff can provide the same service.

Q15: What happens if a patient who uses a service animal is admitted to the hospital and is unable to care for the or supervise their animal?

If the patient is not able to care for the service animal, the patient can make arrangements for a family member or friend to come to the hospital to provide these services, as it is always preferable that the service animal and its handler not to be separated, or to keep the dog during the hospitalization. If the patient is unable to care for the dog and is unable to arrange for someone else to care for the dog, the hospital may place the dog in a boarding facility until the patient is released or make other appropriate arrangements. However, the hospital must give the patient opportunity to decide for the dog's care before taking such steps.

Q16: Must a service animal be allowed to ride in an ambulance with its handler?

Generally, yes. However, if the space in the ambulance is crowded and the dog's presence would interfere with the emergency medical staff's ability to treat the patient, staff should make other arrangements to have the dog transported to the hospital.

CERTIFICATION AND REGISTRATION

Q17: Does the ADA require that service animals be certified as service animals?

No. Covered entities may not require documentation, such as proof that the animal has been certified, trained, or licensed as a service animal, as a condition for entry.

Please note: There are individuals and organizations that sell service animal certification or registration documents online. These documents do not convey any rights under the ADA and the Department of Justice does not recognize them as proof that the dog is a service animal.

Q18: My city requires all dogs to be vaccinated. Does this apply to my service animal?

Yes. Individuals who have service animals are not exempt from local animal control or public health requirements.

Q19: My city requires all dogs to be registered and licensed. Does this apply to my service animal?

Yes. Service animals are subject to local dog licensing and registration requirements.

Q20: My city requires me to register my dog as a service animal. Is this legal under the ADA?

No. Mandatory registration of service animals is not permissible under the ADA. However, as state above, service animals are subject to the same licensing and vaccination rules that are applied to all dogs.

Q21: My city/college offers a voluntary registry program for people with disabilities who use service animals and provides a special tag identifying the dogs as service animals. Is this legal under the ADA?

Yes. Colleges and other entities, such as local governments, may offer voluntary registries. Many communities maintain a voluntary registry that serves a public purpose, for example, to ensure that emergency staff know to look for service animals during an emergency evacuation process. Some offer a benefit, such as a reduced dog license fee, for individuals who register their service animals. Registries for purposes like this are permitted under the ADA. An entity may not, however, require that a dog be registered as a service animal as a condition of being permitted in public places. This would be a violation of the ADA.

BREEDS

Q22: Can service animals be any breed of dog?

Yes. The ADA does not restrict the type of dog breeds that can be service animals.

Q23: Can individuals with disabilities be refused access to a facility based solely on the breed of their service animal?

No. A service animal may not be excluded based on assumptions or stereotypes about the animal's breed or how the animal might behave. However, if a particular service animal behaves in a way that poses a direct threat to the health or safety of others, has a history of such behavior, or is not under the control of the handler, that animal may be excluded. If an animal is excluded for such reasons, staff must still offer their goods or services to the person without the animal present.

Q24: If a municipality has an ordinance that bans certain dog breeds, does the ban apply to service animals?

No. Municipalities that prohibit specific breeds of dogs must make an exception for a service animal of a prohibited breed, unless the dog poses a threat to the health or safety of others. Under the "direct threat" provisions of the ADA, local jurisdictions need to determine, on a case-by-case basis, whether a particular service animal can be excluded based on that animal's behavior or history, but they may not exclude a service animal because of fears or generalizations about how an animal or breed might behave. It is important to note that breed restrictions differ significantly from jurisdiction to jurisdiction. In fact, some jurisdictions have no breed restrictions.

EXCLUSION OF SERVICE ANIMALS

Q25: When can service animals be excluded?

The ADA does not require covered entities to modify policies, practices, or procedures if it would "fundamentally alter" the nature of the goods, services, programs, or activities provided to the public. Nor does it overrule legitimate safety requirements. If admitting service animals would fundamentally alter the nature of a service or program, service animals may be prohibited. In addition, if a particular service animal is out of control and the handler does not take effective action to control it, or if it is not housebroken, that animal may be excluded.

Q26: When might a service dog's presence fundamentally alter the nature of a service or program provided to the public?

In most settings, the presence of a service animal will not result in a fundamental alteration. However, there are some exceptions. For example, at a boarding school, service animals could be restricted from a specific area of a dormitory reserved specifically for students with allergies to dog dander. At a zoo, service animals can be restricted from areas where the animals on display are the natural prey or natural predators of dogs, where the presence of a dog would be disruptive, causing the displayed animal to behave aggressively or become agitated. They cannot be restricted from other areas of the zoo.

Q27: What does under control mean? Do service animals have to be on leash? Do they have to be quiet and not bark?

The ADA requires that service animals be always under the control of the handler. In most instances, the handler will be the individual with a disability or a third party who accompanies the individual with a disability. In the school (K-12) context and in similar settings, the school or similar entity may need to provide some assistance to enable a particular student to handle his or her service animal. The service animal must be harnessed, leashed, or tethered while in public places unless these devices interfere with the service animal's work or the person's disability prevents use of these devices. In that case, the person must use voice, signal, or other effective means to maintain control of the animal. For example, a person who uses a wheelchair may use a long, retractable leash to allow her service animal to pick up or retrieve items. She may not allow the dog to wander away from her and must maintain control of the dog, even if it is retrieving an item at a distance from her. Or a returning veteran who has PTSD and has great difficulty entering unfamiliar spaces may have a dog that is trained to enter a space, check to see that no threats are there, and come back and signal that it is safe to enter. The dog must be off leash to do its job but may be leashed at other times. Under control also means that a service animal should not be allowed to bark repeatedly in a lecture hall, theater, library, or other quiet place. However, if a dog barks just once, or barks because someone has provoked it, this would not mean that the dog is out of control.

Q28: What can my staff do when a service animal is being disruptive?

If a service animal is out of control and the handler does not take effective action to control it, staff may request that the animal be removed from the premises.

Q29: Are hotel guests allow to leave their service animals in their hotel room when they leave the hotel?

No, the dog must be always under the handler's control.

Q30: What happens if a person thinks a covered entity's staff has discriminated against him or her?

Individuals who believe that they have been illegally denied access or service because they use service animals may file a complaint with the U.S. Department of Justice. Individuals also have the right to file a private lawsuit in Federal court charging the entity with discrimination under the ADA.

MISCELLANEOUS

Q31: Are stores required to allow service animals to be placed in shopping carts?

Generally, the dog must stay on the floor, or the person must carry the dog. For example, if a person with diabetes has a glucose alert dog, he may carry the dog in a chest pack so it can be close to his face to allow the dog to smell his breath to alert him of a change in glucose levels.

Q32: Are restaurants, bars, and other places that serve food or drink required to allow service animals to be seated on chairs or allow the animal to be fed at the table?

No. Seating, food, and drink are provided for customer use only. The ADA gives a person with a disability the right to be accompanied by his or her service animal, but covered entities are not required to allow an animal to sit or be fed at the table.

Q33: Are gyms, fitness centers, hotels, or municipalities that have swimming pools required to allow a service animal in the pool with its handler?

No. The ADA does not override public health rules that prohibit dogs in swimming pools. However, service animals must be allowed on the pool deck and in other areas where the public can go.

Q34: Are churches, temples, synagogues, mosques, and other places of worship required to allow individuals to bring their service animals into the facility?

No. Religious institutions and organizations are specifically exempt from the ADA. However, there may be State laws that apply to religious organizations.

Q35: Do apartments, mobile home parks, and other residential properties must comply with the ADA?

The ADA applies to housing programs administered by state and local governments, such as public housing authorities, and by places of public accommodation, such as public and private universities. In addition, the Fair Housing Act applies to virtually all types of housing, both public and privately-owned, including housing covered by the ADA. Under the Fair Housing Act, housing providers are obligated to permit, as a reasonable accommodation, the use of animals that work, provide assistance, or perform tasks that benefit persons with disabilities, or provide emotional support to alleviate a symptom or effect of a disability. For information about these Fair Housing Act requirements see [HUD.GOV for additional information regarding assistance animals](#)

Q36: Do Federal agencies, such as the U.S. Department of Veterans Affairs, must comply with the ADA?

No. Section 504 of the Rehabilitation Act of 1973 is the Federal law that protects the rights of people with disabilities to participate in Federal programs and services. For information or to file a complaint, contact the agency's equal opportunity office

Q37: Do commercial airlines have to comply with the ADA?

No. The Air Carrier Access Act is the Federal law that protects the rights of people with disabilities in air travel. For information or to file a complaint, contact the U.S. Department of Transportation, Aviation Consumer Protection Division, at 202-366-2220.

SOURCE OF INFORMATION

U. S. Department of Justice, Civil Rights Division, *Disability Rights Section*, July 20, 2015

ADA WEBSITE

For more information about the ADA, please visit www.ADA.gov. To receive e-mail notifications when new ADA information is available, visit the ADA Website's home page and click the link near the bottom of the right-hand column.

ADA INFORMATION LINE

Call 800-514-0301 (Voice) and 800-514-0383 (TTY).
Monday, Tuesday, Wednesday, and Friday 9:30 a.m. – 5:30 p.m.
Thursday 12:30 p.m. – 5:30 p.m. (Eastern Time)
to speak with an ADA Specialist. Calls are confidential.

Service Animal Fact Sheet

Under Arizona's service animal law and the federal American with Disabilities Act (ADA), people with disabilities may bring their service animal to all "public accommodations" including restaurants, schools, grocery stores, theaters, businesses, hotels, motels, and other lodging places, public transportation, entertainment and sporting venues, and social service centers such as senior centers, homeless shelters, and food banks. ¹

What is a service animal?

Under the ADA a service animal is defined as a dog that has been trained to do work or perform a task for an individual with a disability that is directly related to the person's disability.

Does the service animal have to wear a vest or identifying harness?

No. Under the ADA service animals are not required to wear a vest, ID tag or harness.

What questions can you ask to determine?

1. Is the dog a service animal required because of a disability? and
2. What work or task has the dog been trained to perform?

Staff are not allowed to request any documentation for the dog, required that the dog demonstrate its task, or inquire about the nature of the person's disability.

Service animals are:

- Allowed to go anywhere their owner/handler goes – a store owner's or customer's claim that he or she is allergic to dogs is not an acceptable reason to exclude that person and their animal from the store.

Service animals are not:

- Pets. Do not no play with or pet a service animal unless its owner has previously given you permission.
- Required to wear jackets or vest identifying them as such.
- Required to have an identification card or other documentation.
- Required to be registered or certified.

Handlers may be asked to remove the service animal only when:

- The service animal is out of control and the handler does not or cannot take effective action to control it.
- The service animal is not housebroken.
- In all circumstances, staff must offer the person with disability the opportunity to obtain goods or services without the animal present.

Service Animals in Arizona Housing

The federal Fair Housing Act prohibits discrimination in rental housing accommodations against those who use service dogs or animals. The landlord may not charge extra for having a service animal, although the owner may be required to pay for damage caused by the animal. The person with a service animal must be allowed full and equal access to all housing facilities. If the lease or rental agreement includes a "no pets" provision, it does not apply to the service animal. ²

¹Guerin, Lisa JD., *Arizona Laws on Service Dogs and Emotional Support Animals*, 2021 NOLO.

²Guerin, Lisa JD., *Arizona Laws on Service Dogs and Emotional Support Animals*, 2021 NOLO.



Green Valley Recreation, Inc.
Board Affairs Committee
Proposed Bylaw Changes

Prepared By: Nanci Moyo, Admin. Sup.

Meeting Date: August 13, 2024

Presented By: Bart Hillyer, Chair

<p>Originating Committee / Department: Board Affairs Committee (BAC)</p>
<p>Action Requested: Hold a discussion on possible bylaw changes for the 2025 or 2026 ballot. Staff is proposing two areas to review for bylaw changes: 1) Article VIII Committees – proposing to take out standing committees in the bylaw and 2) Proposed language for the Membership Definition.</p>
<p>Strategic Plan Goal: GOAL 5: Provide sound, effective governance and leadership for the corporation</p>
<p>Background Justification: In the Year-End Report for the 2023-2024 BAC under Tasks for Next Year it stated these possible changes for the bylaws to be reviewed by the current BAC:</p> <ul style="list-style-type: none"> • Potential bylaw change to reduce the standing committees • Review the bylaw section on Membership
<p>Fiscal Impact: If added to the ballot the cost would be included in the election cost.</p>
<p>Committee Options:</p> <ol style="list-style-type: none"> 1) Hold discussion and decide if the current BAC would like to focus on bylaw changes for the 2025 elections.
<p>Attachments:</p> <ol style="list-style-type: none"> 1) Redlined Bylaw Proposed Changes

Bylaws of Green Valley Recreation, Inc.

Amended by GVR Membership – March 14, 2024

TABLE OF CONTENTS

ARTICLE I – GENERAL

- Section 1. Name of the Corporation
- Section 2. Business of the Corporation
- Section 3. Operation of the Corporation
- Section 4. GVR Clubs
- Section 5. Jurisdiction of the Corporation
- Section 6. New Housing Development Criteria
- Section 7. Fiscal Year

ARTICLE II - MEMBERSHIP PROPERTY AND MEMBERS

- Section 1. GVR Property
- Section 2. Qualified Member
- Section 3. [Member Definitions](#)
- Section 4. Use of Facilities
- Section 5. Suspension of Privileges
- Section 6. Voting Rights
- Section 7. Initial Fees; Member in Good Standing

ARTICLE III – DUES AND ASSESSMENTS

- Section 1. Establishment of Membership Dues and Operating and Capital Budgets
- Section 2. Procedure
- Section 3. Standard of Service
- Section 4. Announcement by the Board of Directors
- Section 5. Assessments

ARTICLE IV – BOARD OF DIRECTORS

- Section 1. Number of Directors
- Section 2. Regular Meetings
- Section 3. Special Meetings
- Section 4. Quorum to Conduct Business
- Section 5. Open Meetings
- Section 6. Indemnification
- Section 7. Employment
- Section 8. Compensation

ARTICLE V – ELECTION OF DIRECTORS

- Section 1. Term of Office
- Section 2. Nominating Process
- Section 3. Election of Directors

ARTICLE VI – POWERS, DUTIES AND RESPONSIBILITIES OF THE BOARD OF DIRECTORS

- Section 1. Powers and Duties
- Section 2. Limits of Authority and Indebtedness

ARTICLE VII – OFFICERS AND CHIEF EXECUTIVE OFFICER

- Section 1. Positions
- Section 2. Eligibility and Terms of Office
- Section 3. Election of Officers
- Section 4. Responsibilities of Officers
- Section 5. Responsibilities of the Chief Executive Officer

ARTICLE VIII – COMMITTEES OF THE BOARD OF DIRECTORS

- Section 1. Standing Committees
- Section 2. Special Committees
- Section 3. Composition of Committees
- Section 4. Subcommittees
- Section 5. Open Meetings

ARTICLE IX – MEETINGS OF THE CORPORATION

- Section 1. Annual Meeting
- Section 2. Special Meetings
- Section 3. Notice of Meetings
- Section 4. Quorum to Conduct Business

ARTICLE X – BYLAW AMENDMENTS

ARTICLE XI – MEMBERSHIP VOTING

ARTICLE XII - MISCELLANEOUS

- Section 1. Operations and Policy Manuals
- Section 2. Availability of Records
- Section 3. Conflict

ARTICLE I— GENERAL

Section 1: Name of the Corporation

The name of the corporation shall be **GREEN VALLEY RECREATION, INC.**, hereinafter referred to as “The Corporation” or “GVR.” The Corporation has been organized, and exists, as a non-profit corporation under the laws of the State of Arizona.

Section 2: Business of the Corporation

The Corporation shall provide recreational, cultural and educational programs for the enjoyment of the GVR members and their guests. The Corporation shall purchase, lease, own and maintain recreational facilities in support of the programs stated above.

Section 3: Operation of the Corporation

The Corporation shall be governed by an elected Board of Directors, which at its discretion, may delegate specific duties to the Chief Executive Officer.

Section 4: GVR Clubs

Any group of members interested in pursuing a particular field of interest may join together for the purpose of pursuing such interest and may request that the Board grant them “Club status.” The Board shall establish policies and procedures for creating and revoking club status and set forth rules and regulations governing the operation of clubs including a club’s relationship with The Corporation.

Section 5: Jurisdiction of the Corporation

- A. The Jurisdiction of The Corporation shall include only the real property designated within The Corporate Boundary Document kept on file at the office of The Corporation. The initial boundaries for this document shall be the boundaries defined in the Bylaws in place on January 1, 1994.
- B. Additional real property may be brought within the jurisdiction of The Corporation by a majority affirmative vote of the GVR members voting and the amendment to The Corporate Boundary Document shall be certified by the President or Secretary.

Section 6: New Housing Development Criteria

The jurisdictional boundaries of GVR, after January 1, 1996, may be expanded for additional subdivision development of new residential homes in conformance with the following criteria:

- A. Each subdivision must agree to place a Master Deed Restriction to GVR within their CCRs requiring perpetual membership in The Corporation.
- B. Each subdivision must verify a commitment to "age restriction" with regard to familial status exemptions as outlined by Housing and Urban Development (HUD).
- C. Each owner and developer must give guaranty through financial assurances that it will make contributions to GVR in terms of front-end cash or donation of land and contribution of recreational and social facilities to be built and dedicated to GVR free of encumbrances, whichever serves the best interest of the membership as determined by the Board of Directors. Any cash contributions shall be made up front, in advance. Both cash contributions and donations of land and improvements shall be based, at a minimum, upon the grand total of the Initial Fees and Land Equivalency Fees charged in connection with potential homes in each development. In the case of the donation of land and improvements, adequate security shall first be furnished to GVR in the form of a letter of credit, certificate of deposit, bond, or other commercially reasonable and adequate security.
- D. The Board of Directors will negotiate on behalf of the membership with each new development and uniquely bind each developer with independent contracts.
- E. Each new development must be adjacent/contiguous to the existing GVR boundaries at the time of entry.
- F. The Board of Directors is granted the power to develop policy to implement the New Housing Development Criteria.

Section 7: Fiscal Year

The Fiscal Year and Membership Year of The Corporation shall be January 1 through December 31, namely, the Calendar Year.

ARTICLE II — MEMBERSHIP PROPERTY AND MEMBERS

Section 1: GVR Property

A GVR Property includes any of the following: (1) residential real estate located within the Corporate Jurisdiction against which a deed restriction agreement has been recorded requiring perpetual membership in The Corporation; (2) residential real estate located within a subdivision that requires GVR Membership by virtue of recorded covenants or a recorded master deed restriction; or (3) any commercial/residential real estate located within the Corporate Jurisdiction.

Section 2: Qualified Member

- A. The record holder(s) of legal title to the fee interest of a GVR Property, including each person who has legal title of a GVR Property in joint tenancy, tenancy in common, or as community property, is a Member of The Corporation ("GVR Member"). A GVR Member may be a corporation, trust or other legal entity. Unless stated in writing in the trust, the trustee shall be the regular member.
- B. GVR Members may surrender their right to use GVR's facilities and assign such right to occupants of their GVR Properties "Assigned Members" and "Tenants").

Section 3: Definitions

GVR will recognize the following approved card holders: Owner Member and Associate Member. Each Member shall be issued an ID badge.

- A. Owner Member: Each record holder of legal title on a GVR deed restricted property is an Owner Member and payment of annual Owner Member Dues is mandatory.
 - 1. Each owner, whether one or more persons or entities, of a GVR deed restricted property shall be an Owner Member.
 - ~~A-2.~~ An Owner Member in good standing, shall be entitled to vote, hold office, sign petitions, and use all available facilities, subject to the provisions of the Governing Documents (Articles of Incorporation, Bylaws, and Corporate Policy Manual (CPM)). Additional Card Holder is an individual who shares a common household with a GVR Member and, with payment of a fee established by the Board of Directors, has the right to use GVR's facilities.
 - ~~B-3.~~ An Assigned Member is an individual who occupies a GVR Property without paying rent and has been assigned the right to use GVR's facilities by the GVR Member owning such GVR Property, pursuant to Article II, Section 2.
- B. An Associate Member is a non-titleholder who meets the qualifications as defined by the Board of Directors in the CPM. This membership is elective and does not have to be maintained.
 - 1. Associate Member in good standing shall not be entitled to vote, serve on a GVR Board or committee, or sign petitions, but shall be entitled to use all facilities, subject to the facility use obligations of an Owner Member, as set forth in the Governing Documents.
 - ~~C-2.~~ Associate Members in good standing shall be eligible for membership in GVR Clubs including the ability to hold the position of a club officer. Tenant is an individual who leases and pays rent for the use of a GVR Property from a GVR member and may not be an Assigned Member.
- C. A Guest is a temporary visitor of a GVR Owner Member or Associate Member who lives more than twenty (20) miles outside GVR's Corporate Jurisdiction.
- D. Commercial Residential/Care Facility (CRCF) is a commercial property that leases residential units and/or provides its residents

Formatted: Numbered + Level: 1 + Numbering Style: 1, 2, 3, ... + Start at: 1 + Alignment: Left + Aligned at: 0.5" + Indent at: 0.75"

Formatted: Font: 9 pt

Formatted: Normal, Indent: Left: 0.25", No bullets or numbering

Formatted: Numbered + Level: 1 + Numbering Style: 1, 2, 3, ... + Start at: 1 + Alignment: Left + Aligned at: 0.5" + Indent at: 0.75"

with care related services.

- E. ~~Commercial Residential/Care Facility Resident (CRFC Resident) is a resident of a Commercial Residential/Care Facility.~~
- F. ~~Guest is a temporary visitor of a GVR Member, Assigned Member, CRFC Resident, Life Care Member or Tenant who lives more than twenty (20) miles outside GVR's Corporate Jurisdiction.~~
- G. ~~GVR Member is an individual who holds Membership in GVR as set forth in Article II, Section 2.~~
- H. ~~GVR Property is residential property as set forth in Article II, Section 1.~~
- I. ~~Life Care Member is a former GVR Member residing in a residential care facility in the greater Green Valley area who has been extended privileges to use GVR facilities by the Board of Directors.~~

Section 4: Use of Facilities

A. Member Privileges

1. GVR identification shall be ~~issued to GVR Members, Assigned Members, Life Care Members, CRFC Residents and Tenants. Identification may be obtained for Additional Card Holders pursuant to policies established by the Board of Directors.~~ ~~issued to each Owner and Associate Member, the ID card is non-refundable and non-transferrable to another person or property. GVR identification shall be returned to The Corporation upon termination of GVR Membership.~~
2. Use of GVR facilities with valid identification is subject to the ~~then~~ current rules and regulations established by the Board of Directors.
3. ~~GVR Owner and Associate Members, Assigned Members, CRFC Residents, Life Care Members and Tenants~~ may have Guests use all GVR facilities subject to the ~~then~~ current rules, regulations, and fees established by the Board of Directors.

B. ~~Life Care Privileges~~

~~Life Care Members shall be entitled to use GVR facilities in accordance with policies established by the Board of Directors.~~

Section 5: Suspension of Privileges

The right to use GVR's facilities of any ~~GVR Owner Member, or Assigned Associate Member, Life Care Member, CRFC Resident, Guest or Tenant~~ may be suspended for any infraction of these Bylaws, policies, and/or rules and regulations of The Corporation. The procedure for such suspension and the duration of suspension shall be as determined by the Board of Directors. Suspension of the right to use GVR's facilities shall not in any way affect a GVR Member's obligation to pay dues, assessments, fees, penalties and accrued interest to GVR during the period of suspension.

Section 6: Voting Rights

- A. A GVR ~~Owner~~ Member in good standing is entitled to one (1) vote for each GVR Property owned; provided, however, that there shall be only one (1) vote per GVR Property. If any GVR Member casts a vote representing a certain GVR Property, it will thereafter be conclusively presumed for all purposes that such individual was acting with the authority and consent of all other owners of the same GVR Property. In the event that more than one (1) vote is cast for a particular GVR Property, only the first vote cast shall be counted.
- B. It shall be the duty of each GVR Member to keep The Corporation advised of his/her current mailing address.
- C. All voting by GVR Members shall be by written ballot or electronic voting, consistent with Arizona Nonprofit Corporation Act. See Article XI. No proxies are permitted.
- D. The right to vote and serve on the Board of Directors on behalf of a GVR Property may be assigned to one (1) or more Assigned Members occupying such GVR Property in writing and signed by all owners of such property. Additional rights may be determined by the Board of Directors.
- E. ~~A Tenant shall not have the right to vote or serve on the Board of Directors.~~
- F. A GVR Member in good standing has the right to serve on the Board of Directors provided no other member of the household (whether related by marriage, cohabitation, or otherwise) is on the Board during the same time period.

Section 7: Initial Fees; Member in Good Standing

- A. Each GVR ~~Owner~~ ~~Member~~, upon becoming a member, shall pay any applicable initial fees as established by the Board of Directors.
- B. A GVR ~~Owner~~ ~~Member~~ current in the payment of all GVR dues, fees, assessments, and other charges shall be deemed in good standing. The privileges and rights of a GVR ~~Owner~~ ~~Member~~ to use GVR facilities, vote, and be nominated in an election of directors shall be suspended during any period in which such GVR member is not in good standing.

ARTICLE III— DUES AND ASSESSMENTS

Section 1: Establishment of Membership Dues and Operating and Capital Budgets

Membership dues and the operating and capital budgets shall be established by the Board of Directors. All membership dues shall be based on a 12-month period, but will be prorated monthly for members joining in the 12-month period.

Section 2: Procedure

In establishing membership dues and the Operating and Capital Budgets, the Board of Directors shall be guided by the actual expense of operating the recreational facilities of The Corporation, including a reasonable reserve for Capital Replacements with the objective of operating the facilities on a self-sustaining basis.

Section 3: Standard of Service

The Board of Directors shall establish and maintain a standard of service for the recreational facilities of The Corporation which best serves the overall good of the organization. There shall be no decrease of services presently provided nor addition of any new services, either of which should exceed 5 percent (5%) of the existing Operating Budget except as approved by a majority of the

members voting. The only exception to the above shall be services relating to new facilities provided by and at the expense of a developer.

Section 4: Announcement by the Board of Directors

On or before December 10th of each year, the Board of Directors shall announce the schedule of membership dues and the Operating and Capital Budgets for the next calendar year.

Section 5: Assessments

The Board of Directors is not authorized to impose a special assessment for any purpose, unless such an assessment is approved in advance, by a majority of the members voting. ~~No special assessment or other levy shall be made against Fairfield Green Valley, Inc.~~

ARTICLE IV— BOARD OF DIRECTORS

Section 1: Number of Directors

The affairs of GVR shall be governed by a Board of Directors consisting of nine (9) voting members who shall be elected from the members of The Corporation who have voting rights as defined in Article II - Section 6.

Section 2: Regular Meetings

Regular meetings of the Board shall be held at least quarterly on a schedule determined by the Board.

Section 3: Special Meetings

Special meetings of the Board may be called by the President or the Vice President or shall be called by the President or Vice President when requested by any two (2) Directors. Two (2) days' written notice shall be given to each Director of any special meeting.

Section 4: Quorum to Conduct Business

The presence, in person, by video conference, or by telephone conference, of a majority of the directors in office shall constitute a quorum for the transaction of business at a meeting. Except as otherwise specified in these Bylaws, the vote of a majority of directors present at any meeting at which a quorum is present shall be the act of the Board of Directors.

Section 5: Open Meetings

All meetings of the Board at which official business of The Corporation is transacted, with the exception of meetings limited to personnel and/or legal matters, shall be open to all members of The Corporation. The time and place of all such meetings shall be made available to the membership of The Corporation.

Section 6: Indemnification

The Corporation shall indemnify and hold harmless the Officers, Directors, employees, and agents of The Corporation to the extent permitted by Arizona law.

Section 7: Employment

Nothing contained in these Bylaws shall be construed to prohibit the employment of any member of The Corporation except that Directors or members of their immediate families are prohibited from such employment.

Section 8: Compensation

Directors shall not receive compensation for their services but may be reimbursed by The Corporation for authorized expenses and disbursements made on behalf of The Corporation.

ARTICLE V — ELECTION OF DIRECTORS

Section 1: Term of Office

A. The term of office of a Director elected by the membership shall be for three (3) years. Each year the term of office of three (3) Directors shall expire and three (3) Directors shall be elected for a term of three (3) years to succeed those Directors whose terms expire. No Director may serve more than two (2) consecutive terms including time served as an appointed Director. A former Director may be re-elected after one (1) or more years' absence from the Board.

Section 2: Nominating 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. The slate of nominees shall be posted and be available to all regular members at least 90 days prior to the Annual Meeting.
- B. Any regular member of The Corporation may make additional nominations by filing a nomination petition containing the name of any regular member who agrees to be a nominee, and the signatures of at least two hundred (200) of the regular members in good standing. Such nomination petitions shall be filed with the Secretary not less than 60 days before the Annual Meeting. The Secretary shall then add the names of these nominees to the slate of nominees previously posted and shall prepare ballots to be mailed to the membership.

Section 3: Election of Directors

The Board of Directors shall establish specific election procedures, include those procedures in the Corporate Policy Manual, and communicate the voting procedures to all members who have the right to vote. The election of Directors shall be conducted pursuant to Article XI herein. Cumulative voting shall not apply in the election of Directors.

ARTICLE VI — POWERS, DUTIES AND RESPONSIBILITIES OF THE BOARD OF DIRECTORS

Section 1: Powers and Duties

The Board of Directors shall have power:

- A. To call special meetings of The Corporation whenever it deems necessary or upon written request of one-tenth of the voting membership as provided in Article IX, Section 2.
- B. To take the following actions with the approval of a majority of directors in office:
 1. Appoint and remove, at its pleasure, all officers, agents and the Chief Executive Officer and prescribe their duties, fix their compensation and require of them such security of fidelity bond as may be deemed expedient;
 2. Establish initial fees, dues, and assessments and collect same; and
 3. Adopt annual operating and capital budgets which shall include a contribution to financial reserves consistent with Board policy.
- C. To adopt and publish rules and regulations governing the use of the properties and facilities owned by The Corporation and the personal conduct of all persons thereon.
- D. To exercise for The Corporation all powers, duties and authority vested in, or delegated to, The Corporation except those reserved to the members.
- E. In the event that any member of the Board of Directors of The Corporation shall be absent from three (3) regularly scheduled meetings of the Board of Directors in any one-year period, the Board may, by action taken at the meeting during which a third absence occurs, declare the office of said absent Director to be vacant.
- F. Any vacancy in the office of a Director shall, if possible, be filled by the unsuccessful candidate of the most recent Directors' election, who, of those willing to fill the vacancy, received the greatest number of votes. If none of said unsuccessful candidates is willing and able to serve, the remaining Directors by affirmative vote of a majority of the Board, shall elect a successor, who shall serve for the unexpired term of the vacant office.

Section 2: Limits of Authority and Indebtedness

The Board of Directors is not authorized to enter into any contract for new or initiative-type capital projects that exceeds twelve percent (12%) of the latest audited approved annual net revenue (does not include investments). Any contract for new or initiative-type capital projects that exceeds this figure, shall only be valid if approved, in advance, by the affirmative vote of regular members representing a majority of the total votes cast, provided that the total number of votes cast equals at least twenty percent (20%) of the total votes in The Corporation. Contracts for unique projects may not be broken up so as to avoid the requirements of this section.

ARTICLE VII — OFFICERS AND CHIEF EXECUTIVE OFFICER

Section 1: Positions

Elected officers of The Corporation shall be the President, Vice President, Secretary, Treasurer, Assistant Secretary and Assistant Treasurer. This sequence of officers determines their seniority. In addition, the Chief Executive Officer shall serve as an ex-officio, non-voting member of the Board.

Section 2: Eligibility and Terms of Office

Officers are elected for a term of one year or until successors are elected, or at the pleasure of the Board. All officers must be regular members of The Corporation and members of the Board of Directors.

Section 3: Election of Officers

Officers shall be elected by a majority vote of the Board within thirty days after the Annual Meeting.

Section 4: Responsibilities of Officers

- A. **President.** The President shall preside at all meetings of the Board of Directors and at meetings of the membership and shall carry out all orders and resolutions of the Board of Directors and shall sign all formal written instruments such as notes, leases, mortgages, deeds, and contracts other than recurring operational contracts which the Board by appropriate resolution has exempted from this requirement. Contracts signed by the President must receive prior legal review and Board approval. The President shall nominate chairpersons of the Board Committees, submit these nominees for Board approval, and in cooperation with the Chief Executive Officer, ensure effective work of these committees. In the absence of the President, the Vice President shall perform all the duties of the President. Should the Vice President also be absent, the duties of the President shall be performed by the Senior Officer present.
- B. **Vice President.** The Vice President shall carry out duties as assigned by the President. In the absence of the President, the Vice President shall perform the duties of the President and, when so acting, shall have all the powers of the President.
- C. **Secretary.** The Secretary shall ensure that minutes are kept of meetings of the Membership and the Board of Directors. The Secretary shall cause to be given all notices in accordance with provisions of these Bylaws or as required by law. The Secretary shall see that all records of The Corporation are properly kept and preserved and that the names and addresses of all members of The Corporation are on file in the office of The Corporation. In the absence of the Secretary, the Assistant Secretary shall perform all the duties of the Secretary.
- D. **Treasurer.** The Treasurer shall exercise an oversight role of the financial affairs of The Corporation to ensure that financial records are kept in accordance with generally accepted accounting standards. The Treasurer shall ensure that timely, accurate financial statements are presented to the Directors and that the financial records of The Corporation are audited in accordance

with the provisions of these Bylaws. In the absence of the Treasurer, the Assistant Treasurer shall perform all the duties of the Treasurer.

- E. **Signing of Checks.** Any check in the amount of \$2,500.00 or more shall be signed by two (2) officers of The Corporation or by one (1) officer and the Chief Executive Officer. Any check in an amount of less than \$2,500.00 may be signed by the CEO with the stipulation that a log is kept reflecting the two (2) department heads that reviewed the checks prior to its execution. Month-end statements shall be reviewed by two (2) officers of The Corporation as soon as practicable after their completion.

Section 5: Responsibilities of the Chief Executive Officer

The Chief Executive Officer shall be accountable to the Board and shall serve as the Chief Operating Officer of The Corporation responsible for the management of the day-to-day operations of The Corporation. The Chief Executive Officer shall work cooperatively with the Board to ensure that the policies established by the Board are carried out effectively. The Chief Executive Officer shall not exceed the limits of authority delegated by the Board of Directors and shall ensure that operations are in conformance with the Bylaws and The Corporate Policy Manual.

ARTICLE VIII – COMMITTEES OF THE BOARD OF DIRECTORS

Section 1: Standing Committees

The Board of Directors ~~may shall~~ establish ~~Committees as it deems necessary to advise policy decisions the following Standing Committees: Board Affairs, Fiscal Affairs, Nominations & Elections, Planning and Evaluation, and Investments.~~ The duties of the Committees ~~and duties of Committees~~ shall be as defined within the Corporate Policy Manual. The Committees shall make policy recommendations to the Board of Directors for approval.

Section 2: Special Committees

- A. Special or Ad Hoc committees may be established by the President from time to time to assume specific, short-term responsibilities. When established, the duties and responsibilities of the committee along with a deadline for its completion of assigned tasks are to be approved by the Board.
- ~~B. **Audit Committee.** The Audit Committee shall occupy an oversight role of the financial structure, internal controls, etc. of The Corporation with access to the books and records and the activities of Management and Staff personnel. The Chairman, a member in good standing, shall be neither an officer of The Corporation nor a member of the Fiscal Affairs Committee. The detailed duties and responsibilities are to be included within The Corporate Policy Manual. The financial records of The Corporation shall be audited following the close of each fiscal year by an independent auditing firm.~~

Section 3: Composition of Committees

~~The Chairperson of the Audit Committee shall be nominated by the President of the Board and the Finance Director of the Corporation with Board approval.~~ The Chairperson of each Standing and other Special Committee(s) of the Board shall be a member of the Board nominated by the President with Board approval. Committee members shall be ~~Owner M~~members of The Corporation and/or members of the operations staff. Committee members shall be selected by the Chairperson of the committee. The President shall be an ex-officio member of all committees excluding Nominations & Elections, and Audit Committees.

Commented [NM1]: Attorney suggested to remove if Section 2.B is removed.

Section 4: Subcommittees

Except for the Nominations & Elections and the Audit Committees, each committee shall have the power to appoint subcommittees from among GVR members and may delegate to such subcommittee any of its duties and powers.

Section 5: Open Meetings

All Committee meetings, subcommittee meetings and working session meetings are closed or open meetings at the discretion of each such Committee.

ARTICLE IX — MEETINGS OF THE CORPORATION

Section 1: Annual Meeting

The Annual Meeting of The Corporation shall be held within ninety days (90) after the end of the fiscal year, and shall include a report of the outside auditor.

Section 2: Special Meetings

Special meetings of The Corporation for any purpose may be called at any time by either the President or by a majority of the members of the Board, and shall be called upon a written request to the Secretary of ten percent (10%) of the membership of The Corporation. The meeting must be held within ninety days (90) of the request.

Section 3: Notice of Meetings

Notice of the Annual or Special Meetings shall be given to each member by mail. Notice of any meeting shall be mailed at least thirty days (30) in advance of the meeting and shall set forth, specifically, the nature of the business to be transacted.

Section 4: Quorum to Conduct Business

Achievement of a quorum will be established by the number of ballots returned.

ARTICLE X – BYLAW AMENDMENTS

Amendments to these Bylaws may be proposed by GVR ~~Owner~~ Members representing at least ten percent (10%) of the eligible votes in The Corporation as evidenced by their signatures or two-thirds (2/3) of the total number of directors. Amendments proposed

by members must be submitted to the Secretary more than sixty (60) days before the Annual or Special Meeting. Bylaw amendments shall require the approval of GVR Members representing at least two-thirds (2/3) of the eligible votes cast or a majority of the voting power, whichever is less. Once approved by the GVR Membership, amendments to these Bylaws shall be signed by the President and Secretary of The Corporation.

ARTICLE XI — MEMBERSHIP VOTING

The election of Directors, the amendment of bylaws and any matter that requires approval of the members, and any action, including proposed amendments to these bylaws or the election of Directors, which can be taken by the members of GVR at an Annual or Special Meeting of said members, shall be taken by written ballot communicated to and received from every GVR Member entitled to vote by either mail, email, or other written form of communication as the Board of Directors shall determine from time to time, including online electronic voting, with the same force and effect as though acted upon at an Annual or Special Meeting.

ARTICLE XII – MISCELLANEOUS

Section 1: Operations and Policy Manuals

The Corporation shall maintain a Corporate Policy Manual containing the Articles of Incorporation, Bylaws, Minutes of meetings of The Corporation and of the Board, resolutions passed by the members and/or the Board, the Strategic Plan of The Corporation, and other such documents as might be appropriately kept in such a manual. The Corporation shall maintain a Corporate Policy Manual containing rules, regulations and policies adopted by the Board, Board operating procedures, Board standing committee descriptions, and other items of importance to the effective operation of the Board.

Section 2: Availability of Records

The books, records and papers of The Corporation shall, for specific and proper purpose, and consistent with the applicable provisions of the Arizona Nonprofit Act, at all reasonable times during business hours be subject to examination by any GVR Member or any Assigned Member that has been given voting rights, upon written demand to The Corporation at least five (5) business days before the requested examination date.

Section 3: Conflict

In case of any conflict between the Articles of Incorporation and these Bylaws, and the Arizona Non-Profit Corporation Statute, the Statute shall control. In the conduct of a meeting, Roberts Rules of Order shall prevail unless otherwise determined by the Board of Directors.

1. Green Valley Recreation Bylaws were adopted on October 8, 1978.
2. Amended Bylaws: 1979, 1981, 1982, 1984, 1985, 1988, 1990, 1993, 1995, 1996, 1997, 1999, 2000, 2003, 2004, 2005, 2006, 2007, and 2008.
3. Amended and Restated Bylaws: 2009
4. The GVR Board rolled back the Bylaws on August 24, 2010 to December 31, 1998 to be in compliance with the January 1, 1999 Arizona Non-Profit Corporation Act, which required all amendments to be approved by 2/3 majority of voting members. The rolled back Bylaws include all amendments legally approved for the following years: 2003, 2004, 2005, 2006, 2007, and 2008.
5. Amended Bylaws after the roll back: 2011, 2014, 2015, 2019, 2020, and 2024



Green Valley Recreation, Inc.
Board Affairs Committee

**Discussion on Code of Conduct Policies and
Processes for Potential CPM Changes**

Prepared By: Nanci Moyo, Admin. Sup.

Meeting Date: August 13, 2024

Presented By: Scott Somers, CEO

<p>Originating Committee / Department: Administrative</p>
<p>Action Requested: Discuss change to the CPM for the Code of Conduct and Suspension policies, and a proposed Member Conduct and Standards Committee.</p>
<p>Strategic Plan Goal: GOAL 5: Provide sound, effective governance and leadership for the corporation</p>
<p>Background Justification: In many cases, GVR’s policy surrounding suspension for conduct has left staff with questions, for example, there is limited information included to define minor versus major offenses. We believe this is an opportunity for GVR to better define expectations and outcomes. Staff reviewed the Code of Conduct and suspension policies for nearly a dozen similar communities/organizations. Most of these communities/organizations had well defined Codes of Conduct and complete processes outlining when and how suspensions will occur. Additionally, a majority of the organizations utilize a committee to hear/review violations and determine if any corrective action needs to occur. Creating this new committee would increase the opportunity for members to volunteer and participate.</p>
<p>Committee Options:</p> <ol style="list-style-type: none"> 1) Approve the proposed Code of Conduct and Suspension policies, and Member Conduct Standards Committee as presented, and take to the Board of Directors next Regular Meeting. 2) Provide amendments to the proposed Code of Conduct and Suspension policies, and Member Conduct and Standards Committee. Approve as amended to take to the Board of Directors next Regular Meeting. 3) Provide alternative direction to staff regarding the proposed Code of Conduct and Suspension policies, and Member Conduct and Standards Committee.
<p>Staff Recommendation: Option #1</p>
<p>Recommended Motion: Move to recommend to the Board of Directors for approval the Code of Conduct and Suspension policies, and adding a Member Conduct and Standards Committee.</p>
<p>Attachments:</p> <ol style="list-style-type: none"> 1) Proposed CPM Revisions for Code of Conduct 2) Proposed Committee Charge for Member Conduct and Standards Committee 3) Proposed CPM Reviews for Suspension for Conduct

Attachment 1

Proposed CPM Revisions

1.2.4 Code of Conduct

- A. It is the policy of GVR to treat all people with dignity, respect and equality regardless of age, race, color, ancestry, country of origin, disability, ethnicity, marital status, family status, veteran status, gender, religion, sexual orientation or gender identity.
1. Users of GVR facilities are required to comply with GVR published rules and regulations.
 - ~~1.2.~~ Members, tenants, and guests are required to carry their GVR ID with them at all times and are required to present this card upon request from GVR staff or volunteers.
 - ~~2.3.~~ Users are expected to show common courtesy to employees, Directors, volunteers and other members and guests.
 4. ~~Users shall refrain from using offensive language and behavior. Users shall not use~~ Using loud, profane, indecent or abusive language or make any physical abuse, threat, harassment or any other such action against anyone, including staff.
 - ~~3.5.~~ Consumption of alcoholic beverages to the point where your behavior becomes offensive or dangerous to yourself or others will not be tolerated. You are expected to leave the premises peacefully when requested to do so.
 6. ~~Defacing, damaging, or removing GVR property is not acceptable.~~
 7. ~~Members shall not violate or aid in the violation of Board Policies and the Bylaws regarding guests.~~
 8. Members ~~will be held~~ are responsible for the conduct of their guests.
 9. ~~Any person refusing to comply with the Code of Conduct and other policies and rules of the organization may be asked to leave GVR property. A member or guest who is asked to leave GVR property is expected to leave immediately. GVR staff is authorized to contact the Sherriff's Department to report any person for trespassing.~~
 - 4.10. Violation of the above codes of conduct may result in a member having his/her rights and privileges suspended, as well as those of their guests or tenants.

Proposed Committee Charge

Member Conduct & Standards

Attachment 2

RESPONSIBILITIES

The Member Conduct & Standards Committee will hear arguments regarding Code of Conduct violations and determine the corrective action to be taken, if any. The Committee will utilize the Corporate Policy Manual, specifically the Code of Conduct and Suspension for Conduct, to fulfill their duties.

- Meet with the individual and/or a representative against whom the complaint was lodged, then with the complainant listed on the Incident Report(s).
- Ensure all discussions and testimony are conducted in a polite and respectful manner without harassment or intimidation.
- Complete a briefing/report on the findings of the investigation, along with actions to be taken. Actions may include letter of counseling, warning, suspension.
- In the case that a member appeals the decision, this committee will locate an Appeals Officer to determine if the proposed suspension/sanctions should be upheld, cancelled, or modified.

Formatted: Top: 0.75", Bottom: 0.94"

Formatted: Font: 10 pt

Formatted: Indent: Left: 0.25", Hanging: 0.38"

Formatted: Font: 10 pt

Formatted: Font: 10 pt

Formatted: Font: 10 pt

Formatted: Indent: Left: 0.25", Hanging: 0.38"

Formatted: Indent: Left: 0.25", Hanging: 0.38",
Numbered + Level: 1 + Numbering Style: 1, 2, 3, ... +
Start at: 1 + Alignment: Left + Aligned at: 0.25" +
Indent at: 0.5"

Formatted: Font: (Default) Open Sans, 10 pt

Formatted: Indent: Left: 0.25", Hanging: 0.38"

Formatted: Font: 10 pt

Formatted: Font: (Default) Open Sans, 10 pt

Formatted: Font: 10 pt

Formatted: Font: (Default) Open Sans, 10 pt

Formatted: Font: 10 pt

Formatted: Font: (Default) Open Sans, 10 pt

Formatted: Font: 10 pt

Formatted: Font: (Default) Open Sans, 10 pt

Formatted: Font: (Default) Open Sans, 10 pt

Formatted: Font: 10 pt

- Review and propose updates to the policies and procedures, specifically the Code of Conduct and Suspension for Conduct, as necessary. Submit revisions to the CEO or designee.

Attachment 3

Proposed CPM Revisions

1.3.2 Suspension for Conduct

- A. Any cardholder who violates the established rules and regulations of GVR is subject to suspension of privileges. Copies of rules and regulations are posted within GVR facilities or available on our website.
- A-B. Violations include, but are not limited to, not presenting a member card upon request, failure to show common courtesy to fellow members, Directors, and staff, such as using loud, profane, indecent, or abusive language, violating or aiding in the violation of Board Policies and/or the Bylaws, engaging in verbal disagreements or confrontations, a violation of any law, physical abuse, threat, or harassment, and defacing or damaging GVR property.
- C. The CEO or designee will review incident reports and determine whether there are sufficient grounds to initiate the Member Conduct & Standards process for violations of the Code of Conduct.
- D. The CEO or designee shall have the authority to immediately deny any individual access to facilities for a period of up to 10 days or until the violation can be investigated. The Board will receive immediate notification.
- E. Member Conduct & Standards
- The CEO or designee will prepare the Incident Report and initial findings (interviews, member statements, etc.) to the Member Conduct & Standards committee.
 - The Member Conduct & Standards committee will convene to confirm a violation did occur.
 - Once confirmed, the Member Conduct & Standards committee will meet with the parties listed on the Incident Report. They shall convene a meeting with the individual and/or a representative against whom the complaint was lodged as well as a meeting with the complainant. During the process, the accusing party has the right to submit verbal or written information subject to rebuttal by the accused and witnesses, if any. All discussions and testimony shall be conducted in a polite and respectful manner without harassment or intimidation.
 - Upon conclusion of the meetings, the committee will determine corrective action, if any. Actions may include, but are not limited to, a letter of counseling, warning, and suspension. The suspension may apply to the use of all GVR facilities or select facilities.
 - The Member Conduct & Standards committee will provide a briefing to the CEO and the Board President outlining the corrective actions taken.
 - The original suspension determined by the CEO shall be extended until this process has been accomplished.
 - The CEO or designee shall send the individual(s) and/or representative a written "Notice of Suspension" within 24 hours of the Committee's decision. The "Notice of Suspension" shall include the details of the suspension, as well as the appeal procedure.
 - If the individual and/or representative opts to appeal the suspension, the CEO will notify the Member Conduct & Standards Committee who will appoint an Appeals Officer(s) to hear the appeal. The CEO or designee will provide the individual with the date, time and location for presentation of that appeal. The suspension shall continue until the process has been completed. A written response may be presented in lieu of a personal appearance. The Appeals Officer(s) shall be authorized to decide if the proposed suspension should be

Formatted: Font: 10 pt

Formatted: Font: 10 pt

Formatted

Formatted: Indent: Left: 0.25"

Formatted: Font: (Default) Open Sans, 10 pt

Formatted: Font: 10 pt

Formatted: Font: (Default) Open Sans, 10 pt

Formatted: Font: 10 pt

Formatted: Font: (Default) Open Sans, 10 pt

Formatted: Font: 10 pt

Formatted: Font: (Default) Open Sans, 10 pt

Formatted: Font: 10 pt

Formatted

upheld, reduced or cancelled. Unless the Appeals Officer(s) decides that the suspension should be cancelled or be reduced, the decision of the Committee shall be final.

9. If GVR is required to hire legal counsel, GVR intends to pursue the recovery of those attorney's fees from the person involved.

- ~~B. The CEO or designee has the authority to determine if a violation is major or minor. The CEO or designee is authorized to immediately deny any individual access to facilities for a period of up to ten (10) days for minor violations, including, but not limited to, failure to provide his/her membership card or other GVR identification card. In the event of a major violation, including but not limited to a violation of any law, physical confrontation, or verbal abuse, the CEO or designee shall have the authority to immediately deny any individual access to facilities until the violation can be investigated.~~
- ~~C. Minor Incidents – Upon receipt of a complaint from a GVR Member or staff, the CEO or designee will investigate the complaint as follows:~~
- ~~1. Contact the person who filed the complaint.~~
 - ~~2. Contact witnesses or those parties to the incident which resulted in the complaint.~~
 - ~~3. Contact the individual(s) against whom the complaint was filed, either in person or by phone. If direct contact is not available, the contact may be made by email or letter.~~
 - ~~4. The CEO shall then determine if the complaint is valid. If the complaint is determined to be valid, the individual(s) may be subject to counseling, either in person or by letter, or may be subject to suspension of any or all privileges, and/or use of facilities for a period not to exceed ten (10) calendar days. The decision of the CEO is final.~~

~~== The Board will convene in an Executive Session within two (2) weeks to review the report, discuss the particulars of the incident, and decide on the appropriate action. If a majority of the Board, then in office, determines that a suspension is warranted, the duration and nature of the suspension must be determined. The suspension may apply to the use of all GVR facilities or select facilities.~~

~~== The original suspension determined by the CEO shall be extended until this process has been accomplished.~~

~~== If the Board decides to continue the suspension, the CEO shall send the individual and/or representative a written "Notice of Suspension" within 48 hours of the Board's decision. The "Notice of Suspension" shall include the details of the suspension, as well as the appeal procedure.~~

~~== If the individual and/or representative opts to appeal the Board's suspension of a major issue, the CEO will notify the Board President and will appoint an Appeals Officer(s) to hear the appeal. The CEO will provide the individual with the date, time and location for presentation of that appeal. The suspension shall continue until the process has been completed. A written response may be presented in lieu of a personal appearance. The Appeals Officer(s) shall be authorized to decide if the proposed suspension should be upheld, reduced or cancelled. Unless the Appeals Officer(s) decides that the suspension should be cancelled or be reduced, the decision of the Board shall be final.~~

- ~~D. Major Incidents – The CEO or designee shall take immediate action and personally handles the situation as follows:~~
- ~~1. Contact the Board President immediately.~~
 - ~~2. The CEO, the Board President and the Board Affairs~~
 - ~~3. Committee Chair shall conduct an investigation within two (2) weeks. They shall convene a meeting with the individual and/or a representative against whom the complaint was lodged~~

Formatted: Indent: Left: 0.25", No bullets or numbering

Formatted: Numbered + Level: 1 + Numbering Style: A, B, C, ... + Start at: 1 + Alignment: Left + Aligned at: 0" + Indent at: 0.25"

as well as the complainant. During the process, the accusing party has the right to submit verbal or written information subject to rebuttal by the accused and witnesses, if any.

4. Upon completion of the above, a report on the findings of the investigation, along with recommended actions will be presented to the Board.

~~E.A. The Board will convene in an Executive Session within two (2) weeks to review the report, discuss the particulars of the incident, and decide on the appropriate action. If a majority of the Board, then in office, determines that a suspension is warranted, the duration and nature of the suspension must be determined. The suspension may apply to the use of all GVR facilities or select facilities.~~

~~1.A. The original suspension determined by the CEO shall be extended until this process has been accomplished.~~

~~2.A. If the Board decides to continue the suspension, the CEO shall send the individual and/or representative a written "Notice of Suspension" within 48 hours of the Board's decision. The "Notice of Suspension" shall include the details of the suspension, as well as the appeal procedure.~~

~~3. If the individual and/or representative opts to appeal the Board's suspension of a major issue, the CEO will notify the Board President and will appoint an Appeals Officer(s) to hear the appeal. The CEO will provide the individual with the date, time and location for presentation of that appeal. The suspension shall continue until the process has been completed. A written response may be presented in lieu of a personal appearance. The Appeals Officer(s) shall be authorized to decide if the proposed suspension should be upheld, reduced or cancelled. Unless the Appeals Officer(s) decides that the suspension should be cancelled or be reduced, the decision of the Board shall be final.~~

Formatted: Numbered + Level: 1 + Numbering Style: A, B, C, ... + Start at: 1 + Alignment: Left + Aligned at: 0" + Indent at: 0.25"

Formatted: Default, Indent: Left: 0.5"