



AGENDA

Board Affairs Committee

Tuesday, November 12, 2024

1:30-3:00pm MST

West Center Room 2 / Zoom

GVR's Mission Statement: "To provide excellent facilities and services that create opportunities for recreation, social activities, and leisure education to enhance the quality of our members' lives."

Committee: Bart Hillyer, Chair, Beth Dingman, April Hillard Hasson, 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:** August 13, 2024
- 3. Chair Comments**
- 4. Business**
 - a. Review CPM 1.2.6.K on Smoking and Vaping
- 5. Future Discussion Topics for January 2025 BAC Meeting:**
 - a. Discussion on Bylaw Changes for 2026
 - b. Staff Proposal for Member Code of Conduct Changes in CPM 1.2.4
 - c. Review Guest Pass Policy in CPM 1.2.2
- 6. Member Comments**
- 7. Adjournment**

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



MINUTES

Board Affairs Committee

Tuesday, August 13, 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, Jodie Walker (Zoom at 1:40pm), Marge Garneau (ex-officio), Scott Somers (CEO), Nanci Moyo (Administrative Supervisor/Liaison)

Board Attendees: Kathi Bachelor, Jim Carden, Candy English, Nellie Johnson

Visitors: 1

1. **Call to Order / Roll Call – Establish Quorum**
Chair Hillyer called the meeting to order at 1:30pm MST. Roll call by Chair Hillyer. Quorum established.
2. **Approve Meeting Minutes: May 14, 2024**
MOTION: Magliola moved / Vanderhoof seconded to approve May 14, 2024, Meeting Minutes as presented.
Passed: unanimous
3. **Agenda:**
MOTION: Reynolds moved / Vanderhoof seconded to move Business item c above b and discuss the Bylaws last.
Passed: 8 yes / 1 no (Dingman)
4. **Business**
 - a. Discussion on Service Animals Changes to Corporate Policy Manual
Discussion highlights:
 - CPM addresses service dogs in 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.
 - BAC agreed on two key questions: 1) is GVR bound by provisions of the Americans with Disabilities Act (ADA)? The ADA applies to entities that operate “public accommodations” which GVR does not do, except possibly the restrooms at the pickleball center, and an occasional event that are open to the public. The BAC consensus was the ADA applies when the public can attend an event on GVR property. 2) Is GVR bound by provision of the Fair Housing Act (FHA)? The FHA applies to entities that provide housing to individuals, which GVR does not do.
 - A preliminary opinion has been provided by the attorney, but there

are further questions to be answered before the opinion will be provided. The opinion will be shared with the Board of Directors and an Executive Session will be held with the attorney for further discussion.

Motion: Magliola moved / Vanderhoof seconded to move to this topic to the next meeting.

Passed: unanimous

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

Discussion highlights:

- The Code of Conduct policy in the CPM is vague on what is a minor or major violation. There needs to be an objective and clearer policy in the CPM.
- Research has been done by staff to understand what other like organizations do for a more fair and objective process.

MOTION: Dingman moved / Knop seconded to establish a committee of members to look at the violations and complaints, and move to the Board of Directors for approval.

After further discussion Dingman withdrew her motion.

- Suggestion made to remove the wording minor and major violations.
- The research and proposed changes, provided in the Meeting Book, to the CPM are well written. These proposals need to be addressed and discussed if there will be a change to the CPM before the decisions are made for approving a new committee to address the violations.
- More clarification is needed in forming the committee before the CPM is changed to add the committee. How many on the committee? Members only? Board participation? Staff participation? Who would appoint an appeals officer?
- The proposed committee would be a great opportunity for valuable volunteer work.
- Staff will work more on the proposed language and committee make-up and bring back to the BAC in November.

c. Discussion on Two Possible Bylaw Changes

- 1) Article II – Membership Definition
- 2) Article VIII – Committees

Highlights of discussion:

- BAC can consider Bylaw changes for possibly 2025 or 2026 election. Have the BAC, members, and staff provide written comments on the proposed changes or any other bylaw suggestions to staff or Chair Hillyer by end of September.
- The consideration of changes to Article VIII could limit the standing committees to only the Board Affairs and Fiscal Affairs. The committee work is advisory to the Board and needs to be efficient for the Board, members, and staff.
- A conversation is needed regarding committees within the BAC and Board that could lead to the changes for the Bylaws.

- Important reasons for committees: 1) allow a voice for members and promotes a feeling of inclusion; and 2) committees are good public relations to the members of GVR; 3) different skill levels bring insight to the committees; and 4) serving on a committee is good training for serving on the Board.

5. Member Comments: 2

6. Adjournment

MOTION: Vanderhoof moved / Magliolo seconded to Adjourn the meeting at 2:54pm.

Passed: unanimous

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

DRAFT



Green Valley Recreation, Inc.
Board Affairs Committee Meeting
CPM 1.2.6.K Smoking and Vaping

Prepared By: Nanci Moyo, Admin. Sup.

Meeting Date: November 12, 2024

Presented By: Bart Hillyer, Chair

<p>Originating Committee / Department: Administration</p>
<p>Action Requested: Review the Smoking and Vaping policy in the Corporate Policy Manual (CPM) based on the survey by the members.</p>
<p>Strategic Plan Goal: Goal 1: Provide excellent facilities for members to participate in a variety of active and social opportunities.</p>
<p>Background Justification: Due to comments from members regarding smoking and vaping in and around the facilities, the GVR staff asked members in the eBlast their opinion on the matter. Current policy 1.2.6.K: Pursuant to the Smoke-Free Arizona Act (A.R.S.§36-601.01), GVR prohibits smoking in all indoor facilities and outside areas within 20 feet of entrances and windows. Smoking and vaping are allowed in designated outdoor areas only. The survey results: 2,751 people responded to a single query: "Per current GVR policy, members and guests are permitted to smoke and vape only in designated areas. Those designated areas currently have no fixtures. GVR needs to either equip designated smoking areas at each center (buy ashcans and benches) or decide it is time to go smoke and vape-free. 2,441 (88.73%) respondents prefer GVR goes smoke and vape free. 310 (11.27%) respondents prefer GVR stick with designated smoking areas. The Board has asked the BAC for their recommendations on this issue.</p>
<p>Fiscal Impact: Possible impact if GVR needs to provide ash cans and benches, or if GVR needs to provide signs stating no smoking or vaping.</p>
<p>Committee Options:</p> <ol style="list-style-type: none"> 1) Keep the policy in the CPM as is stated in 1.2.6.K and follow up with the Board at the next Regular Meeting on the BAC recommendation. 2) Change the policy to reflect the majority of the members from the survey. 3) Modify the policy.
<p>Recommended Motion: Move to recommend to the Board the BAC policy on smoking and vaping within the GVR facilities.</p>



Green Valley Recreation, Inc.
Board Affairs Committee Meeting
Bylaw Discussion

Prepared By: Nanci Moyo, Admin. Sup.

Meeting Date: November 12, 2024

Presented By: Bart Hillyer, Chair

Originating Committee / Department:

Board Affairs Committee (BAC)

Action Requested:

Hold a discussion on possible bylaw changes for the 2026 ballot. Staff is proposing two areas to review for bylaw changes: 1) Article II and throughout the Bylaws - Proposed language for the Membership Definition; and 2) Article VIII Committees – propose to take out standing committees in the bylaw and replace with “The Board of Directors may establish Committees as it deems necessary to advise policy decisions.”

Committee members were asked to submit any suggestions to the Chair which are attached to this report.

Strategic Plan Goal:

Goal 5: Provide sound, effective governance, and leadership for the Corporation.

Background Justification:

BAC discussed possible Bylaw changes for the 2025 Election at the August 13 BAC meeting. The consensus of the committee was to not include Bylaw changes in the 2025 Election, but consider for the 2026 Election.

Staff and BAC members have brought forth proposed changes for 2026 to be discussed.

Attachments:

- 1) Bylaw Redlined by Staff w/ some Attorney Suggestions
- 2) Committee Members Suggestions

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

There shall be two classes of membership: Owner Member and Associate Member. Each Member shall be issued an ID badge; Membership cards are non-refundable and non-transferable to another person or property.

- A. 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.
 - 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.
 - 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 in these Bylaws. This membership is elective and does not have to be maintained.
 - 1. The following memberships are considered Associate Members: Additional Card Holder, Complimentary Card Holder, Life Care, Tenant, and residents of Green Valley Estates Park and Silver Springs.

2. Associate Members 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.
 3. Associate Members in good standing shall be eligible for membership in GVR Clubs including the ability to hold the position of a club officer.
 4. By accepting an Associate Member Card, the Associate Member agrees to abide by the Governing Documents.
 5. Exceptions: Silver Springs and Green Valley Estates Park – As the sole title-holder, the proprietors of Green Valley Estates Park and Silver Springs shall be Owner Members. The residents of both owner subsidized communities are Associate Members.
- 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.

Commented [NM1]: Staff change – new definition

- A. ~~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. ~~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.~~
- C. ~~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.~~
- D. ~~Commercial Residential/Care Facility (CRCF) is a commercial property that leases residential units and/or provides its residents 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, CRCF 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, CRCF Residents and Tenants. Identification may be obtained for Additional Card Holders pursuant to policies established by the Board of Directors. shall be issued to each Owner and Associate Member; the ID card is on-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, CRCF 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

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

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Section 5: Suspension of Privileges

The right to use GVR's facilities of any ~~GVR Owner Member or Associate Member, Assigned Member, Life Care Member, CRCF 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 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 ~~Owner~~ 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 of the date, time, and place of the meeting 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. Normal notice channels to the membership should be used for the Board for both open and closed meetings.

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 votes in all Board matters like any other Board Member. 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 or designee 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 establish Committees as it deems necessary to advise policy decisions, shall establish the following Standing Committees: Board Affairs, Fiscal Affairs, Nominations & Elections, Planning and Evaluation, and Investments. The duties of the Committees and duties of the 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, ie: the greater of a majority of all Directors in office when the action is taken, or a majority voting with a quorum (A.R.S. 10-3825(B). This states that creation of a committee and appointment of members of the Board of Directors to it must be approved by the greater of a majority of all Directors in office when the action is taken, or the number required to take action in the bylaws (ie: a majority voting with a quorum.) Committee members shall be Owners mMembers 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.

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. Normal notice channels to the membership must be used for the Committees for both open and closed meetings.

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. The terms of the Directors also start when they are elected at this time. Another possibility from Atty Hazlewood: The terms could start 30 to 60 days after the meeting/election. If the spring annual meeting does not work, the Corporation could change to a date near the end of the fiscal year (October – November) and could have Board terms start January 1.

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. Applicable statute: A.R.S. 10-3705. It states that a corporation shall notify members of meetings at least ten days but not more than 60 days before the meeting date.

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

From Gail Vanderhoof

BAC Proposed Bylaw Changes

ARTICLE II – Membership Property and Members

Section 3: Definitions

A Each record holder of legal title on a GVR deed restricted property is an Owner Member...

Each owner, whether one or more persons or entities, of a GVR deed restricted property shall be an Owner Member (See Section 6: Voting Rights)

2 An owner member in good standing shall be entitled to vote, hold office, sign petitions, and use all facilities...

I am against this. Each GVR property has ONE VOTE (and up to 2 free cards.) Any other cards are for use of facilities ONLY and should be charged a fee determined by the board. I have not heard that the board removed that fee. (See Section 6: Voting Rights)

About 5 years ago, 12 or 13 Quail Creek friends bought a piece of land so they could all use our facilities. This would allow all 12 to vote and all 12 to run for the board.

We also fought a hard battle to allow a second person in a single person household to qualify for a card to use the facilities. Non-married couples, caregivers, or a resident adult child can be issued that 2nd card. And a single person could acquire a guest pass for one guest at a time.

B2 Clubs have the right to restrict membership to valid GVR members. Bylaws should not remove that right.

D through I Will these specifics be moved? Or deleted?

Previous boards worked hard to identify those persons who qualify for some or all of the privileges. This proposed change could create confusion.

Retirement facilities within GVR borders must pay GVR dues for each apartment. Each has voting rights. If we take away the vote, we must stop requiring dues.

Section 4: Use of Privileges.

A1, 3, & B. This again gives full privileges to unlimited owners. The rights are the rights of the property, not the owners of the property.

I repeat, previous boards worked hard to identify those persons who qualify for some or all of the privileges. This throws everything backwards into confusion. (See Section 6: Voting Rights)

Section 6 E was added when a tenant insisted there was no statement that they couldn't vote.

ARTICLE VIII – Committees of the Board of Directors

Bylaw changes should be made by the board and board committees, not by a lawyer.

This entire section needs to be carefully thought out by members and as presented should only be considered AFTER changes are being rewritten by BAC or a board subcommittee.

“I have finally had a chance to read Gail's comments and suggestions. I echo these concerns. Votes should follow dues. If we charge by the rooftop, then voting must also be by rooftop. If we change and charge dues to each person, then and only then would it be appropriate to allow voting and board membership based on the individual membership. When I moved here, I initially hesitated to buy into GVR because I had to pay the same dues as a couple in a property. However, when I considered that I had the same vote as a couple in a property, I felt it was fair, especially because I could get a free annual guest card.”

Pat

Email from Nellie Johnson to the BAC November 7, 2024:

I wanted to follow up on your invitation to submit recommendations on the number of Committees as specified in the Bylaws at your last Board Affairs Committee meeting.

I reviewed research done by Board Source that I have attached for informational purposes. As reflected in the Chart below, I would propose the elimination of the Planning and Evaluation and Nominations/Elections Committees. If approved by the voters in Cy 2026, I would then amend the Corporate Policy Manual to absorb some of the responsibilities of the P/E Committee within the FAC charter and some of the Nominations Committee into Board Affairs. In summary, the recommendation would provide for modifying the Bylaws to maintain 4 of the Committees and eliminating two committees. I have attached this chart in the attached word document.

Bylaws: Type of Committee	Current Bylaws	Proposed Bylaws Change	Rationale
Standing Committee	Board Affairs	Maintain	Maintain current: Recommended by Board Source; elections are commonly found under this Committee; called Board Governance.
Standing Committee	Fiscal Affairs	Maintain	Recommended by Board Source: Integral to oversight of GVR;
Standing Committee	Nominations and Elections	Delete and transfer select responsibilities to Board Affairs	Many functions are handled by staff; merge essential functions from CPM to Board Affairs
Standing Committee	Planning and Evaluation	Delete and transfer responsibilities Fiscal Affairs	Many projects require programmatic and fiscal review; can be handled by FAC
Standing Committee	Investments	Maintain	Meetings are held quarterly with investment managers; should continue as separate due to size of Investment portfolio (over \$11 million)
Ad Hoc	Audit	Maintain	Essential in oversight of organization

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While I understand it is too late to change these Bylaws to be on the GVR Ballot in Cy 2025 I do think it is worthwhile for the Board Affairs Committee to recommend and for the Board to discuss this topic in the early part of Cy 2025. That way, the issue will be ready for consideration in the spring/fall of next year and could be on the ballot in Cy 2026.

Thank you for consideration of my recommendations.

Nellie Johnson

Reply to Nellie Johnson's email from Pat Reynolds:

I agree completely on nomination and elections. I have only one concern about P&E and that's whether clubs may feel somewhat disenfranchised in having a less direct route to request project consideration. As long as that's addressed I'm fine with this one too. My only other comment is that it will provide fewer opportunities for people to be on committees. Do we normally have more people apply and have to turn people away or are the chairs scrounging for volunteers?

I have a dental appointment in the morning before the meeting so I may or may not be there depending on how that goes so just wanted to give feedback now in case I'm absent.

Pat R



Green Valley Recreation, Inc.

Board Affairs Committee Meeting

Member Code of Conduct Changes in CPM 1.2.4

Prepared By: Nanci Moyo, Admin. Sup.

Meeting Date: November 12, 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.</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 Redline Revisions for Code of Conduct 2) Proposed Committee Charge for Member Conduct and Standards Committee 3) Proposed CPM Redline Revisions for Suspension for Conduct

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 their 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.

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Proposed Committee Charge

Member Conduct & Standards

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.

- 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.

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
1. The CEO or designee will prepare the Incident Report and initial findings (interviews, member statements, etc.) to the Member Conduct & Standards committee.
 2. The Member Conduct & Standards committee will convene to confirm a violation did occur.
 3. 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.
 4. 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.
 5. The Member Conduct & Standards committee will provide a briefing to the CEO and the Board President outlining the corrective actions taken.
 6. The original suspension determined by the CEO shall be extended until this process has been accomplished.
 7. 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.
 8. 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

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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

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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.~~

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Green Valley Recreation, Inc.

Board Affairs Committee Meeting

Review Guest Pass Policy in CPM 1.2.2

Prepared By: Nanci Moyo, Admin. Sup.

Meeting Date: November 12, 2024

Presented By: Scott Somers, CEO

<p>Originating Committee / Department: Administration</p>
<p>Action Requested: Hold a discussion on CPM 1.2.2 Guest Policy by reviewing the history, CPM and Bylaws. Bylaw Article II, Section 3: Definitions F. Guest is a temporary visitor of a GVR Member, Assigned Member, CRCF Resident, Life Care Member or Tenant who lives more than twenty (20) miles outside GVR’s Corporate Jurisdiction. The CPM 1.2.2.A states: Guest privileges are intended for temporary visitors of a Regular Member, Assigned Member, Tenant, CRCF Resident, or Life Care Member of GVR and who live outside a twenty (20) mile distance from established GVR boundaries.</p>
<p>Background Justification: GVR is a private membership organization and our goal is to ensure we protect our members’ interests which include members having proper accessibility to the facilities and amenities they pay for. Non-eligible guests add additional wear and tear on our equipment and facilities and can negatively impact the accessibility for our members. GVR has long faced challenges with Guest Card misuse. While a large portion of our membership is aware of the policy and adheres to it, there is an increasing number that do not. This misuse has continued to intensify with improperly using a Guest Card for tenants, Airbnb and VRBO rentals, and local friends.</p>
<p>Strategic Plan Goal: Goal 3: Promote increased involvement of members in GVR.</p>
<p>Attachments:</p> <ol style="list-style-type: none"> 1) Current Guest Policy 2) Discussion and decision points 3) Survey of Similar Organizations

1.2.2 Guest Policy

- A. Guest privileges are intended for temporary visitors of a Regular Member, Assigned Member, Tenant, CRCF Resident, or Life Care Member of GVR and who live outside a twenty (20) mile distance from established GVR boundaries.
- B. GVR Members, Assigned Members, Life Care Members and CRCF Residents may purchase one (1) annual guest card which allows for four (4) adults per visit with unlimited visits. Annual guest cards are valid through the end of the calendar year and fees are not prorated. No more than one (1) annual guest card may be purchased by a GVR Member regardless of the number of properties owned and may not be purchased for tenant-occupied properties.
- C. GVR Members, Assigned Members, Life Care Members, CRCF Residents, and Tenants may purchase daily guest cards which allow for four (4) adults on a specific day.
- D. Adult guests 18 years of age and older are required to have a valid guest card when visiting GVR facilities.
- E. Guests under the age of 18 do not require guest cards and must be accompanied by an adult with privileges to use GVR facilities.
- F. Replacement of a lost or damaged annual guest card must be obtained at a customer service office for a fee established by the Board. Lost cards will be deactivated to prevent future use of the card. Damaged cards must be returned to a customer service office before a replacement card will be issued.
- G. Guest cards are required for all general facility use and club activities. However, guest cards are not required for ticketed GVR events where guests pay a higher ticket price than the member price.
- H. At management's discretion, guest usage of GVR facilities may be limited to non-primetime hours. Signage will be added to all facility gates reminding individuals that each person must swipe (or 'tap' for proximity cards) a GVR-issued ID card.

Discussion and Decision Points

1. Eliminate or Maintain the Annual Guest Pass?
 - a. If maintaining the Annual Guest Pass, should the number of guests be unlimited or limited?
If limited, by how many guests per visit? 2? 4? More?
 - b. If limited, may the member purchase additional passes for additional guests beyond the limit?
 - c. If maintaining the Annual Guest Pass, should guests using the pass be accompanied by the member?
2. Should Guest Passes be limited to Daily, Weekly, Biweekly, or Monthly?
 - a. If Guest Passes are limited to Daily, Weekly, Biweekly, or Monthly, should they be tied directly to a specific guest or be generic as they are now?
 - b. If Guest Passes are generic, is there a limit to the number of guests per pass? 2? 4? More?
 - c. What fee should be charged for Daily, Weekly, Biweekly, and Monthly passes? *FAC*?
 - d. Should the number of Guest Passes a member may purchase annually be limited? To what?
 - e. Should the number of visits be limited by specific guest?
3. Should the 20-mile radius limitation from the GVR boundary to qualify as a Guest be maintained, eliminated or extended? If extended, to what?
4. Should the 20-mile radius limitation be based on the GVR boundary or a central point such as West Center? *See map illustration.*
5. Should the requirement remain or be eliminated that guests should be staying in a GVR household with the member or in a local hotel?
6. Currently, guest cards are only required for, and may only be used by, guests who are age 18 or older. Should this age limit be changed to 16 or 17?
7. Other?

Similar Communities/Organizations

Saddlebrook

- Guest cards may be obtained by a member/owner, associate member or renter at the SBHOA#2 Administration Office. These cards are issued for a maximum of 15 days and can be renewed for an additional 15 days during any 12-month period. No further cards will be issued to that guest during that period.

Quail Creek

- Guest cards are issued to guests over 18 and can be issued for 30 days maximum per calendar year.
- Guest Pass cards are issued for a maximum of fifteen (15) days and can be renewed for an additional fifteen (15) days during any twelve (12) month period.

Sun City West

- Your guests are welcome here, however as all facilities are private (golf and bowling are semi-private) and for the exclusive use of Association members, your guests are required to follow all Association rules. Their presence shall not interfere with the peaceful enjoyment of the facilities by the members.
- Sun City West residents who are not members of the Association may NOT use the facilities as guests. If they are living in the household of a member, they may purchase an Associate Membership.
- Guests under the age of 16 must be accompanied by a responsible adult at all times.
- All guests must be checked in by a member when visiting facilities. The appropriate fee will be deducted from the host's Member Credit account. With this payment, the guest will receive a printed receipt from the monitor. The receipt must be retained for the remainder of the day and will serve as evidence of payment for that guest(s), who may then use other facilities for the remainder of the day at no additional charge (excluding golf and bowling).

Festival Sun City

- Guests must be sponsored by a Member in any Association facility and must adhere to all rules and regulations, including restrictions for health and safety.
- When sponsoring a guest, the Member must sign the guest in to the facility on the first day that the guest will be using the facility.
- Guest passes may be purchased in a maximum of five-day increments. Multiple day guest passes (either three or five visit guest passes) will be issued an expiration date of seven days from the date of purchase, enabling the guest to use the purchased day visits any day prior to the expiration date of the guest pass.
- Guests must show valid identification and the guest pass each time they enter the facility. There is no requirement for the Member to remain in the company of the guest.
- Guest use of facilities is limited to a maximum of six guests per household.
- Guest fees will be charged on a per day basis. Such fees will be established and updated from time to time by the Board of Directors.
- As the Member population expands, and the demand for facilities and programs increases, the Board may set additional limits on the number of guests and/or visits that a Member may sponsor. Guests are not permitted to bring other guests of their own.