

**RECREATION CENTERS OF SUN CITY, INC.
BOARD MEETING MINUTES**

January 27, 2022

At the Board meeting called to order by President Lehrer at 9:00am on January 27, 2022 at Sundial Auditorium the following took place:

PRESENT: Dale Lehrer, President; Mike Ege, Vice President; Darla Akins, Treasurer; Allan Lenefsky, Secretary, Directors Karen McAdam, Steve Collins, John Nowakowski, Kat Fimmel, Sue Wilson

ALSO PRESENT: Bill Cook, General Manager; Kevin McCurdy, Director of Finance; Chris Herring, Director of Operations; Mike Wiprud, Director of Buildings & Infrastructure; Brian Duthu, Director of Golf & Grounds
Joelyn Higgins, Communications & RCSC Marketing Coordinator; Marcia Johnson, Corporate Executive Coordinator; Theresa Cirino, Director of Events & Entertainment; Allen Kleinhans & Mike Crawford Audio/Video Engineers; 145 RCSC Cardholders and 1 member(s) of the press

ABSENT: Parliamentarian Rae Chornenky

General Manager Bill Cook shared information with the members about the status of the EPCOR Rate Case.

EPCOR Water Arizona, Inc. had filed a rate case application advocating for a full consolidation of its water districts including Sun City. A full consolidation would have increased Sun City water rates by nearly 40% raising average monthly water bills for Sun City residents from \$26.56 to \$37.18. However, the Arizona Corporation Commission ruled to adopt partial consolidation “Scenario 1” - which is the best-case scenario for Sun City residents. Scenario 1 will only increase Sun City water rates by approximately 5% raising the average monthly water bill from \$26.56 to \$27.64.

Pledge of Allegiance: Everyone stood for the Pledge of Allegiance.

Board Quorum: Secretary Lenefsky verified that a Board quorum was present.

President Comments: President Lehrer explained the process for a Board meeting and how the Board conducts business. She introduced the Board and staff members present.

Minutes: With no corrections noted, the Minutes of the January 10, 2022 Board Meeting were approved.

Treasurers Report: With no questions noted on the Treasurers Report, the Treasurers Report is filed for audit.

Management Report: The Management Report has been accepted as presented.

Committee Recommendations:

1. **Long Range Planning Committee – Secretary Lenefsky** – On behalf of the Long Range Planning Committee, I move that the Analysis of Capacity, Capacity Utilization and Trend Analysis be performed annually by RCSC Management and distributed to the Board of Directors and the Long Range Planning Committee for use in executive planning with Board set parameters, budgeting, and forecasting. No second is needed on a Committee Recommendation. After discussion vote was taken and the motion passes unanimously.

Unfinished Business: The first item of unfinished business is the approval of an Ad Hoc committee to review and revise the RCSC Bylaws.

Second Reading Ad Hoc Committee Motion by Director Collins – I move to form an Ad-hoc committee to review & revise the RCSC Bylaws. Seconded by Director Nowakowski, motion passes unanimously.

Postponed Business:

1. **Motion by Director Collins** – Prior to reading, Director Collins withdrew the motion from the agenda. I move to Amend Bylaws Article IV, Section 3:
A quorum for any Membership meeting shall consist of not less ~~(one thousand two hundred fifty/1250)~~ **five hundred (500) Members in good standing.**
2. **Motion by Director Collins** – I move to Amend Bylaws Article IX, Section 2, Point B:
Approved petitions ~~will not be~~ **may** be circulated within or at RCSC facilities **in a manner consistent with those being used by RCSC Board Candidates.** ~~except those for RCSC Board Candidates.~~ Seconded by Director McAdam, the motion fails 4 to 4 with Treasurer Akins, Vice President Ege, Secretary Lenefsky and Director Wilson opposed and President Lehrer abstained.
3. **Motion by Director Collins** – to Amend Bylaws Article IX, Section 1, Point B.2:
~~Receive from~~ **The** Secretary of the Corporation **shall provide.**
 - Written notice of ~~approval or disapproval~~ **receipt** of petition as submitted.
 - ~~If approved, official~~ **Official** petition with control number for use by all circulators **within 15 business days.**
 - ~~If approved, petition~~ **Petition list of regulations will be provided.**
 - ~~If approved, your petition~~ **Petition** start and completion dates.Seconded by Director McAdam, motion fails 5 to 4 with Treasurer Akins, Vice President Ege, Secretary Lenefsky, Director Wilson and President Lehrer opposed.

New Business:

1. **Director Nowakowski** – I move to rescind the December 16, 2021 approval of the Preservation and Improvement Fund (PIF) Budget. Seconded by Director McAdam, after discussion, motion fails 7 to 2 with Director Collins, Director Fimmel, Treasurer Akins, Vice President Ege, Secretary Lenefsky, Director Wilson and President Lehrer opposed.

2. **Director Nowakowski** – I move to approve the Preservation and Improvement Fund (PIF) Budget for 2022 to 2026. Director Nowakowski withdrew the motion.
3. **Vice President Ege** – I move to amend Bylaws Article V titled Board of Directors Section 5 titled Meetings of the Board as follows. Seconded by Treasurer Akins, after a lengthy discussion, Secretary Lenefsky called the question, seconded by Director Wilson. Motion to call the question passes 6 to 3 by a show of hands.

After vote, the main motion passes 6 to 3 with Director Collins, Director McAdam, and Director Nowakowski opposed.

SECTION 5: MEETINGS OF THE BOARD

Meetings of the Board shall be held on the days and times as designated by the Board. The President, Vice-President or his/her appointee shall preside at all meetings. Six (6) Board of Directors shall constitute a quorum. Robert's Rules of Order shall govern procedure at all meetings of the Corporation provided they are consistent with the laws of the State of Arizona and the Corporate Documents. A Parliamentarian may be present at Board meetings at the discretion of the President.

All meetings of the Board **and Board/Member Exchanges**, excluding Executive Sessions, shall be open and video recorded. ~~with time allotted for Members to make comments.~~ **Member comments at Board Meetings will be limited to posted motions.**

At least seven (7) days prior to all Board meetings, excluding Executive and Special Sessions, an agenda, subject to amendment, shall be posted in RCSC Facilities and/or on the RCSC website (www.suncityaz.org). Motions made in Board meetings, excluding Executive and Special Sessions, shall be read and passed a minimum of ~~three~~ **two** times before finalized and acted upon unless readings are waived by a two-thirds (2/3) majority of the Board (6). As soon as practicable, a brief summary of the preceding Board meeting shall be posted on the RCSC website (www.suncityaz.org). After approved by the Board, minutes of Board meetings, excluding Executive Sessions, will be available on the RCSC website (www.suncityaz.org) or to Members in good standing at no cost upon request at the Corporate Office.

Board/Member Exchanges will generally be held on the last Thursday of the month at 9am in the Sundial Auditorium. Board meetings will generally be held on the second Monday ~~and last Thursday~~ of the month at 9am in the Sundial Auditorium, except the months of July and August when no Board meetings **or Board/Member Exchanges** are held. Board meetings **and Board/Member Exchanges** may occur earlier in the month during November and December due to the holidays. Board meeting **and Board/Member Exchange** schedules will be posted in RCSC Facilities and/or published in the newsletter (*SunViews*) and/or on the RCSC website (www.suncityaz.org). **Board/Member Exchanges and Board Meetings will last for a maximum of two hours.**

The RCSC Board of Directors may hold a planning session quarterly or as needed to discuss issues or to garner information from the General Manager. These sessions will be open for attendance by Members who will not be allowed to comment. These sessions will be video recorded and posted on the RCSC website.

Member Comments: Members spoke on topics dealing with the return of Board Member Exchanges, Duffeeland Dog Park, Recall Petitions, Property Assessments, and collection of petition signatures on RCSC property.

Board Comments:

Director Collins talked about taping of the committee meetings, club donation matches and Incident reports. GM Cook commented that current RCSC IT infrastructure limits our videoing of committee meetings and that the planning session presentation would expound on that. Director of Operations, Chris Herring, commented on club donation matches citing IRS regulations and reimbursement to RCSC for operating expenses associated with the Clubs.

Director McAdam inquired about the 90-day moratorium on Mt. View and what we are planning on doing in this time period.

Secretary Lenefsky explained his intent on the 90-day motion and that it was to allow those opposed to the plans for Mt. View to present their case.

Director Fimmel gave information on the planning session that was following the meeting and asked members to stay and hear what was being presented to improve our Technology.

President Lehrer announced that there would be a planning session after the meeting that members could attend but no one will be allowed to comment or ask questions on the subject.

Next Meeting: President Lehrer reported that the next Board Meeting is Monday, February 14, 2022 at 9:00am in the Sundial Auditorium.

Adjournment: President Lehrer stated that with no further business and without objection from the Board, the meeting will be adjourned. Hearing no objections, the meeting was adjourned at 11:28am.

Respectfully submitted,

Allan Lenefsky, Secretary