

BOARD MEETING SUMMARY

A report by the Board of Directors of the Recreation Centers of Sun City, Inc. designed to keep members of the community informed of the outcome of Board meetings as soon as possible following the meeting.

At the Board Meeting, called to order by President Fimmel at 9:00am on December 14, 2023, at Sundial Auditorium the following took place:

PLEDGE OF ALLEGIANCE:

PRESENT: Kat Fimmel, President; Karen McAdam, Vice President; Jean Totten, Secretary and Directors Steve Collins, John Nowakowski, John Fast, Jim Rough, Denny Nichols

ALSO PRESENT: Matthew D'Luzansky, General Manager; Brian Duthu, Director of Golf and Grounds; Michael Wiprud, Director of Buildings & Infrastructure; Kevin McCurdy, Director of Finance; Mike Dirmyer, Director of Bowling; Beth Lucas, SCVC & Marketing Manager; Joelyn Higgins Communications & RCSC Marketing Coordinator; Marcia Johnson, Corporate Executive Coordinator; Allen Kleinhans, Doreen Rafferty Audio/Video Engineers; 70 RCSC Cardholders and 0 member(s) of the press

Prior to approval of the Agenda, President Fimmel asked for approval from the Board to add a presentation from Director of Golf, Brian Duthu in front of the Committee Recommendations and to move the Consent Agenda item to New Business. The Board approved and the Agenda was approved as amended.

- **Installation of 2024 Board of Directors Elect**
- **Presentation of Plaques – Outgoing 2023 Board of Directors**
- **Committee Recommendations**

1. **Director Nowakowski** – On behalf of Director Collins and the Golf Advisory Committee (GAC), I move to amend Board Policy #17 titled Golf, Section titled Green Committee as follows – the motion passes 5 to 3 with Director Rough, Director Nichols and Secretary Totten opposed.

Green Committee

RCSC Green Committees are a subsidiary committee under the Golf Advisory Committee. Each golf course shall have one Green Committee composed of up to 3 male golfers and 3 female golfers. Green Committee members must be RCSC Members in good standing. They do not have to be members of the Sun City Men's Golf Association (SCMGA) or the Sun City Women's Golf Association (SCWGA). Notice of vacancies and sign-up sheets to serve on a Green Committee will be posted at the pro shops sixty (60) days before election date. Each Green Committee will have a maximum of six voting members. The term of each member will be ~~a maximum of two (2)~~ three-years terms. If there are more than three male or three female candidates for a Green Committee then

an election must be held and conducted by **their respective Greens Committee**, the SCMGA or the SCWGA respectively. Ballots will be collected at the pro shop **or by the Greens Committee**.

Each Green Committee may select two members, one male golfer and one female golfer, to represent the golf course on the Golf Advisory Committee, a standing committee to the RCSC Board of Directors. The selected representatives of each Green Committee will attend Golf Advisory Committee meetings and will have a vote on matters presented to the Golf Advisory Committee.

The Green Committees will meet once a month **except June through September** at **their courses** **a select location** on a date convenient for its members and the course superintendent. Green Committee members will listen to golfers' complaints and concerns in order to provide input for improving all aspects of the golf program. Requests for changes and improvements to the golf courses will be presented to the Golf Advisory Committee. The Director of Golf will investigate the feasibility of course changes and improvements. Discussion of the proposals will then be submitted to the Board of Directors for approval.

In addition to each selected Green Committee member having a vote on the Golf Advisory Committee, the Presidents of the Sun City Men's Golf Association ("SCMGA"), Sun City Women's Golf Association ("SCWGA") and the Sun City Women's Nine Hole Association will also have a vote.

Director Collins moved to waive the second reading of this motion. Seconded by Director Fast, the motion to waive passes 5 to 3 with Director Rough, Director Nichols and Secretary Totten opposed.

2. **Director Collins** – On behalf of the Golf Advisory Committee (GAC), I move to amend Board Policy #17 titled Golf, Section titled General Golf Rules & Regulations, Item number 4 as follows-the motion passes 7 to 1 with Secretary Totten opposed.

General Golf Rules & Regulations

4. For safety reasons, no more than two people and two golf bags are permitted on the cart. The driver must have a valid driver's license. There should be no more than **five three** carts for any group **on all courses**, ~~and a maximum of five players on regulation courses and no more than four carts for any group and a maximum of four players on executive courses.~~ During periods of normal operation, riders in rental carts will be required to ride two persons per cart when possible. At the discretion of the Director of Golf, fivesomes may be allowed on executive courses. ~~during periods when other courses are closed.~~ Motorized carts must be kept at least 30 feet from the greens and parked on the path while putting. It is permissible to park off the path around tee boxes for the purpose of seeking shade. Carts should stay on the paths or in the "rough" as much as possible. Special attention should be given to avoid leaving the path in areas where the grass is wet or worn. When it is necessary to leave the path, the 90-degree rule should be followed. This means staying on the path until opposite

your ball, driving straight to it, and straight back after hitting. All pull carts must remain in the highest cut of grass around greens and tee boxes. Handicap golf permits are available at the Golf Administrative Office at the Riverview Pro Shop. Rules may differ for golfers who have a handicap golf permit. Handicap golf rules will be disbursed at the same time the permit is issued.

Director Collins moved to waive the second reading on this motion. Seconded by Director Fast, the motion to waive passes 5 to three with Vice President McAdam, Director Rough and Secretary Totten opposed.

3. **Director Collins** – On behalf of the Club Organization Committee (COC), I move to amend Board Policy #12 titled Chartered Clubs, Section 8 titled Club Records & Reports as follows-the motion passes unanimously.

8. CLUB RECORDS & REPORTS

All Chartered Clubs must record and maintain minutes of all club meetings and must retain copies of all correspondence. Minutes must be readily available to all club members.

All Chartered Clubs are responsible for the timely filing of all reports and tax forms required by federal, state and local laws for 501(c)(4) organizations see FORM BP:12-19(a) for more information. Club login credentials for 990 filing must be provided to the Clubs Office.

All Club Conduct Reports must be retained in the club for five (5) years and a copy submitted to the Clubs and Activities office where they will be filed by Recreation Number and retained for a minimum of three (3) years.

Chartered Clubs shall issue Internal Revenue Service 1099 forms to individuals who are paid six hundred dollars (\$600) or more during a calendar year. This includes, but is not limited to, sales of crafts, club instructors, card club directors, caller fees and any other such payments required to be reported to the IRS. All 1099 forms shall be filed no later than January 31 of the following year see FORM BP:12-19(a) for more information.

Director Collins moved to waive the second reading of the motion. Seconded by Director Fast, the motion to waive passes 7 to 1 with Secretary Totten opposed.

- **Motions Second Reading:**

1. **Director Fast** – I move that senior management is hereby directed to assist the Board and present a draft Board Policy setting forth the principles and process by which a long-range plan must be prepared with the goal of presenting the Board Policy to the Board at the February Board meeting-the motion passes second reading unanimously.

2. **Director Rough** - I move to change the referenced Bylaws section in each of the following Board Policies, which reference a non-existent Article Section-motion passes unanimously-the motion passes unanimously.
3. **Director Rough** – I move to revoke all Board approvals relating to Option 2 for Mountainview Recreation Center and Pickleball Courts at Lakeview and to cancel all contracts relating to either project-the motion passes unanimously.
4. **Director Rough** – I move to amend Board Policy #32 titled General Manager as follows-the motion passes unanimously.

Management consists of **employees designated by title by the General Manager,** ~~Director of Finance, Director of Operations, Director of Buildings and Infrastructure, Director of Golf and Grounds, Director of Bowling, Director of Events and Entertainment, Communications and RCSC Marketing Coordinator, Sun City Visitors Center and Marketing Manager, Corporate Executive Coordinator, Human Resources Manager, Cardholder Services Supervisor, Controller, IT Manager, Pro Shop Manager, Custodian Manager, Facility Attendants Supervisor, Chartered Clubs Supervisor, Support and Services Administrator and anyone else the GM would designate.~~

5. **Director Rough** – I move to amend Bylaws, section titled Definitions, Letter L as follows-the motion passes unanimously.

L. “Senior Management” is defined as the **employees designated by title by the General Manager,** ~~Director of Finance, Director of Operations, Director of Buildings and Infrastructure, Director of Golf and Grounds, Director of Bowling, and Director of Events & Entertainment.~~

- New Business Item- Previously Consent Agenda Item

Vice President McAdam read the New Business Item: A previous motion was approved to implement a Capital Improvement Fee (CIF). This Consent Agenda Item will amend the Bylaws Article III, titled Assessments, Fees and Collections to include verbiage on the Capital Improvement Fee. The motion was seconded by Director Nowakowski and passes 6 to 1 with Secretary Totten opposed.

SECTION 3: CAPITAL IMPROVEMENT FEE

A Capital Improvement Fee assessment (hereinafter referred to as “CIF assessment” or “a CIF assessment” or “the CIF assessment”), as determined by the Board, shall be imposed on the purchase, acquisition, transfer, inheritance, gift or any change in ownership of legal or beneficial interest in the title to a Property (i) pursuant to any deed, contract for sale, will or other instrument or document transferring an interest in such property, so long as the original payor of the CIF assessment no longer retains a majority (50% or more) ownership interest in the Property; or (ii) following the death of the last payor of said CIF assessment for the Property resulting in Owners who have

not paid said CIF assessment for the Property owning a majority (50% or more) ownership interest; or (iii) following the death of the last original Grantor under a trust which holds title to the Property; or (iv) following the death of the last holder of a life estate.

Vice President McAdam moved to waive the second reading of this motion. Seconded by Director Collins, the motion to waive passes 6 to 1 with Secretary Totten opposed.

- **New Business:**

1. **Director Fast** – I move to adopt the Mission, Vision and Value Statement proposed by the Long-Range Planning Committee and reviewed with the members and employees as the official Mission, Vision and Value Statement. This statement shall replace the existing Mission, Vision and Value Statement. The statement proposed reads as follows-the motion passes unanimously.

Mission

To maintain a financially sustainable corporation which provides our Members with a wide range of high-quality amenities, recreational opportunities and social activities to enhance each participating Members sense of well-being and purposes.

Vision

To be a national leader in 55+ socially active lifestyle communities.

Values

- We are committed to making Members our highest priority and giving them high quality service.
- We value our friendly and welcoming community and want to pass that along to future generations.
- We value teamwork and each person’s contribution to the community.
- We maintain and improve amenities, operations, and infrastructure to modern, attractive, and environmentally friendly standards.
- We believe data and technology should be harnessed to support health, safety, efficiency, and maintain the integrity of our decision processes.
- We plan for our future.”

Director Fast moved to waive the second reading of the motion. Seconded by Director Collins, the motion to waive passes 5 to 2 with Director Nowakowski and Secretary Totten opposed.

2. **Director Collins** – I move to approve \$4,000 to be paid to the Sun City Posse for their continued assistance with event parking and facility security in 2024-the motion passes unanimously.

Director Collins moved to waive the second reading of the motion. Seconded by Vice President McAdam, the motion to waive passes 5 to 1 to 1 with Secretary Totten opposed and Director Nowakowski abstained.

3. **Director Fast** – I move that Management engage an engineer with the appropriate qualifications to perform a structural analysis of the Mountainview auditorium and fitness center building to determine if either or both can be remodeled as envisioned by Plan M or some derivation of plan M. In connection with this engagement Management should also engage Marlene Imarzine to work with the engineer to determine the feasibility of her initial design concept. It is hoped the engineers' work can be completed and presented to the board at the January meeting – the motion was withdrawn.
4. **Director Collins read Director Nichols motion** – I move to amend Bylaws Article V titled Board of Directors, Section 6 titled Board Authority/Duties, Commissions and Senior Management as follows- with no second the motion dies.

SECTION 6: BOARD AUTHORITY/DUTIES, COMMISSIONS AND SENIOR MANAGEMENT

Board Authority/Duties:

9. Individual Board Members have no authority to, directly or indirectly, edit, redact or modify any RCSC Meeting Recording. For purposes of this Section, an "RCSC Meeting Recording" shall mean a Board Meeting, Membership Meeting or Committee Meeting which is videotaped or otherwise electronically recorded by RCSC. Any editing, redacting or modification of an RCSC Meeting Recording will require the written approval of the Board of Directors and such written approval shall include the reason(s) for the modification being made to the RCSC Meeting Recording. Violation of this Bylaw by individual Board Members shall result in an automatic suspension from the RCSC Board of Directors for thirty (30) days beginning on the date the Board votes to suspend the individual Board Member. During the thirty (30) day suspension, the subject Board Member shall not be allowed to participate in any Board of Directors activities, vote as a Board Member or attend meetings of the Board of Directors (other than only as an RCSC Member). In connection only with his or her suspension from the RCSC Board of Directors, the subject Board Member shall not be entitled to any adjudicative process set forth in Article II, Section 5 of these Bylaws. This Bylaw shall be effective on and after January 25, 2024.

5. **Director Rough** – I move to amend Board Policy 27 titled Standing Committees in two places as follows: Seconded by Vice President McAdam and after discussion, the motion was withdrawn.

A standing committee is a small group of Members, subordinate to the Board, which is organized to assist the Board in specific areas as follows and does not meet in the months of July and August **unless approved by the Board President**. Other months without meetings can be determined by each committee individually.

Standing Committees shall **do** not meet in the months of July and August **unless approved by the Board President**. Other months without meetings can be determined by each committee individually.

- Outgoing Director Comments: