

MINUTES OF THE REGULAR MEETING OF THE
BOARD OF DIRECTORS OF GOLDEN RAIN FOUNDATION OF LAGUNA WOODS
A CALIFORNIA NON-PROFIT MUTUAL BENEFIT CORPORATION

January 3, 2012

The Regular Meeting of the Golden Rain Foundation of Laguna Woods Board of Directors, a California non-profit mutual benefit corporation, was held on Tuesday, January 3, 2012, at 9:30 A.M., at 24351 El Toro Road, Laguna Woods, California.

Directors Present: Lloyd Foster, Ken Hammer, Don Tibbetts, Bevan Strom, Lynne Dvorak, Patrick Murphy, Linda Wilson, Marv Rosenhaft, Ray Gros, Maxine McIntosh

Directors Absent: Pat Feeney

Others Present: Jerry Storage, Patty Kurzet
Executive Session: Jerry Storage, Patty Kurzet

CALL TO ORDER

President Lloyd Foster served as Chair of the meeting and stated that it was a regular meeting held pursuant to notice duly given and that a quorum was present. The meeting was called to order at 9:30 A.M.

A moment of silence and reflection was held to honor our US Troops who are serving our Country, and for those who are in harm's way.

PLEDGE OF ALLEGIANCE TO THE FLAG

Director McIntosh led the membership in the Pledge of Allegiance to the Flag.

ACKNOWLEDGEMENT OF PRESS

No representative of the Press was present, and the Channel 6 Camera Crew, by way of remote cameras, was acknowledged as present.

APPROVAL OF AGENDA

Without objection, the agenda was approved as submitted.

APPROVAL OF MINUTES

The Board reviewed and approved without objection the minutes of the Regular Meeting of December 6, 2011.

Without objection, the Board agreed to limit the total time for Member Comments to 30 minutes, and if further time is necessary, the Board would consider allotting additional time.

President Foster reminded the membership to comply with the Board's Open Meeting Rules.

MEMBER COMMENTS

- Dottie Fredericks (776-Q) commented on use of facilities by non-residents and thanked the Board for the beautiful new golf building.
- Wei-Ming Tao (2306-B) presented a summary of the cost savings suggestions for the Community submitted by residents.
- Bud Nesvig (2392-3H) commented on flooding that occurred in Third Mutual in 2010.
- Harriet Arnest (4010-1A) commented on community access and vehicle decals.
- Robert Forshee (3371-3B) spoke to committee meetings and the Board considering committee recommendations.
- Corkey Eley (2401-2E) commented on GRF hosting a townhall meeting on identity theft and spoke to GRF's Trust and GRF's governing documents.
- Tony Dauer (96-C) wished everyone a Happy New Year and commented on parking, the Village Greens Grille, access to the dog park, and red curbs.

DIRECTORS' RESPONSES TO MEMBER COMMENTS

- Director Rosenhaft addressed Mr. Forshee's comments on committee meetings.
- Director Murphy acknowledged Ms. Fredericks for her volunteer work in the Community.
- Director McIntosh addressed Mr. Forshee's comments on committee meetings.
- Director Gros commented on red curbs.
- Director Dvorak addressed Mr. Dauer's comment on access to the dog park.

GENERAL MANAGER'S REPORT

Mr. Storage updated the membership on the ongoing GRF projects within the Community.

CHAIR'S REPORT

President Foster spoke to the components of the Management Fee, the General Management Fee, bonuses, and compensation budget line items. He further reported on the numerous thefts at the Village Greens and thanked all resident volunteers for their services to the Community.

OLD BUSINESS

The Secretary of the Corporation, Director Maxine McIntosh, read the following proposed resolution approving the revised GRF Pricing Policy relative to Locker Rental Fees, which was postponed from last month to conform to the 30-day notification requirement:

RESOLUTION 90-12

WHEREAS, according to Resolution G-89-115, which established guidelines for shared costs and fees, certain fees can be imposed upon users of various recreational facilities in order to control crowding and minimize over-usage, and to recover operating costs; and

WHEREAS, by way of Resolution 90-06-32, the Board of Directors adopted a Recreation Division Fee Schedule which lists fees charged to residents and non-residents to use GRF shared facilities; and

NOW THEREFORE BE IT RESOLVED, February 7, 2012, that the Board of Directors of the Corporation hereby adopts the GRF Pricing policy relative to Locker Rental Fees:

Locker Rental Fees

- A Locker Rental Fee shall be charged, annually, for each type of locker for which a fee is associated per Recreation Division Policy Section II, Paragraph XIII.I.1.a – e.
- The fee shall be based on the annualized estimated replacement cost, the estimated annual maintenance and administrative costs, and 1% shared (subsidized) by the community at large, and rounded up to the nearest dollar.
- The fee will be adjusted annually on the basis of changes to the estimated replacement, maintenance, and administrative costs, and percentage(s) shared by the community at large.
- The GRF Board of Directors will periodically review the estimated annual cost of each locker type and determine what shared percentage to apply in order to maintain an equitable and reasonable division between the user and the monthly assessment (per Resolution G-89-115, Guidelines for Shared Costs and Fees).

RESOLVED FURTHER, that Resolution 90-06-32 adopted May 2, 2006 is hereby amended (Recreation Division Fee Schedule) as to the Locker Rental Fees, and Resolution 90-10-103 adopted December 7, 2010 is hereby superseded and cancelled; and

RESOLVED FURTHER, that the officers and agents of this Corporation are hereby authorized on behalf of the Corporation to carry out the purpose of this resolution.

Director McIntosh moved to approve the resolution. Director Hammer seconded the motion and discussion ensued.

Member Kathryn Freshley (5490-N) commented on the proposed policy.

Director Gros made a motion to postpone the resolution to the February meeting to satisfy the 30-day notification requirement. Director Dvorak seconded the motion and the motion carried unanimously.

The Secretary of the Corporation read the following proposed resolution approving the revised Recreation Division Policy with respect to "Section III.XXV.A.14 – Golf

Facilities,” which was postponed from last month to conform to the 30-day notification requirement:

RESOLUTION 90-12

WHEREAS, the Board of Directors of this Corporation adopted Resolution 90-07-82 on November 6, 2007, which approved Section III of the new Recreation Division Policy with respect to “General Recreation;” and

WHEREAS, a recommendation has been made by the Community Activities Committee to make additional changes to further accommodate the needs of the residents;

NOW THEREFORE BE IT RESOLVED, February 7, 2012, that the Board of Directors of this Corporation hereby approves the revised Recreation Division Policy with respect to “Section III.XXV.A.14 – Golf Facilities”, effective February 7, 2012, by revising the following paragraph:

14. ~~No pets are allowed on the Golf Course.~~ No pets, except service animals, are allowed in the Village Greens golf building, on any of its patios or decks, **and on the golf course.**

RESOLVED FURTHER, Resolution 90-07-82 adopted November 6, 2007 is hereby amended; and

RESOLVED FURTHER, that the officers and agents of this Corporation are hereby authorized on behalf of the Corporation to carry out the purpose of this Resolution.

Director Rosenhaft moved to approve the resolution. Director Dvorak seconded the motion and discussion ensued.

Director McIntosh amended the resolution to eliminate the wording “No pets are allowed on the Golf Course” and add the wording: “and on the golf course”. Director Gros seconded the motion.

Member Kathryn Freshley (5490-N) commented on the proposed policy.

The amendment carried unanimously.

Director Dvorak made a motion to postpone the resolution as amended to the February meeting to satisfy the 30-day notification requirement. Director Gros seconded the motion and the motion carried unanimously.

The Secretary of the Corporation read the following proposed resolution adopting the revised Schedule of Traffic Monetary Penalties, which was postponed from last month to conform to the 30-day notification requirement:

RESOLUTION 90-12-

RESOLVED, February 7, 2012, that the Board of Directors hereby approves the Proposed Schedule of Traffic Monetary Penalties as attached to the official minutes of this meeting; and

RESOLVED FURTHER, that the Penalty Schedule shall become effective February 7, 2012; and

RESOLVED FURTHER, Resolution 90-04-74 adopted October 5, 2004 is hereby superseded and cancelled; and

RESOLVED FURTHER, that the officers and agents of this Corporation are hereby authorized on behalf of the Corporation to carry out the purpose of this resolution.

Director Hammer moved to approve the resolution. Director Gros seconded the motion and discussion ensued.

Member Corkey Eley (2401-2E) commented on the proposed policy.

Director Gros made a motion to postpone the resolution to the February meeting to satisfy the 30-day notification requirement. Director Hammer seconded the motion and the motion carried unanimously.

The Secretary of the Corporation read the proposed changes to the GRF Committee Appointments resolution. Director Dvorak moved to approve the resolution. Director McIntosh seconded the motion.

By a vote of 9-0-0, the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-12-01

RESOLVED, January 3, 2012, that the following persons are hereby appointed and ratified to serve on the Committees of this Corporation:

Business Planning

Lloyd Foster, Chair (GRF)
Patrick Murphy, Vice Chair (GRF)
Bevan Strom (GRF)
Sy Wellikson (Third)

Rae Tso (Third)
Ron Beldner (United)
Mary Stone (United)
Erwin Levy (Mutual 50)

Community Activities

Lynne Dvorak, Chair (GRF)
Don Tibbetts, Vice Chair (GRF)
Pat Feeney (GRF)
Denny Welch (Third)
Won Chang (Third)
John Dalis (United)
Ron Beldner (United)

Ryna Rothberg (Mutual 50)

Non-Voting Advisors: Gary Empfield, Erna Ferris, Marc Bayer, and Marilyn Tilton

Finance

Patrick Murphy, Chair (GRF)
Lynne Dvorak, Vice Chair (GRF)
Bevan Strom (GRF)
Mike Straziuso (Third)
Rae Tso (Third)
Mary Stone (United)
Paul Vogel (United)

Erwin Levy (Mutual 50)

Non-Voting Advisor: TBD

Laguna Canyon Foundation

Ray Gros

Landscape

Maxine McIntosh, Chair (GRF)
Don Tibbetts, Vice Chair (GRF)
Bevan Strom (GRF)
Mike Straziuso (Third)
Lucy Shimon (Third)
Roger Turner (United)
Barbara Copley (United)
Non-Voting Advisors: George Fisher and Patricia Torino

Maintenance & Construction

Don Tibbetts, Chair (GRF)
Lynne Dvorak, Vice Chair (GRF)
Ken Hammer (GRF)
Denny Welch (Third)
John Paulus (Third)

Jack Bassler (United)
Barbara Copley (United)
Non-Voting Advisors: Ron Beldner and Ray Gros

Media and Communications

Pat Feeney, Chair (GRF)
Marv Rosenhaft, Vice Chair (GRF)
Linda Wilson (GRF)
Kathryn Freshley (Third) (replaced Dick Palmer)
Won Chang (Third)
Heather Gerson (United)
Roger Turner (United)
TBD (Mutual 50)
Non-Voting Advisors: Elliot Brody, Dave Talcott, Doug Rook

Mobility & Vehicles

Ken Hammer, Chair (GRF)
Bevan Strom, Vice Chair (GRF)
Marv Rosenhaft (GRF)
Lucy Shimon (Third)
Dick Palmer (Third)
John Dalis (United)
Charlie Hammer (United)
Joyce Bender (Mutual 50)
Non-Voting Advisors: George Henderson, Shirley Niederkorn

Security and Community Access

Ray Gros, Chair (GRF)
Linda Wilson, Vice Chair (GRF)
Maxine McIntosh (GRF)
Won Chang (Third)
Carol Moore (Third)
Heather Gerson (United)
Catherine Brians (United)
Marilyn Ruekberg (Mutual 50)
Non Voting Advisor: John Dudley, Larry Souza, Carol Skydell, Ron Beldner

RESOLVED FURTHER, that Resolution 90-11-137 adopted November 22, 2011 is hereby superseded and cancelled; and

RESOLVED FURTHER, that the officers and agents of this Corporation are hereby authorized on behalf of the Corporation to carry out the purpose of this Resolution.

NEW BUSINESS

Director Dvorak made a motion to discontinue the distribution of the GRF Village Snapshot. Director Hammer seconded the motion and discussion ensued.

Member Tony Dauer (96-C) spoke to the motion.

By a vote of 6-3-0 (Directors Wilson, Rosenhaft, and Gros opposed), the motion carried.

Director Dvorak made a motion to renew the CAI membership. Director Wilson seconded the motion and the motion carried unanimously.

Director Dvorak made a motion to subscribe to the ECHO Journal. Director Strom seconded the motion and discussion ensued.

Member Kathryn Freshley (5490-N) commented on the motion.

By a vote of 8-1-0 (Director Murphy opposed), the motion carried.

CONSENT CALENDAR

Without objection the Board approved the Consent Calendar as written, and the Board approved the following action:

RESOLUTION 90-12-02

RESOLVED, January 3, 2012, that the Board of Directors of this Corporation hereby accepts the donation from resident Connie Grundke of a Cab King Diamond Grinding Wheel unit purchased from Covington Engineering, valued at a total of \$1,600;

RESOLVED FURTHER, that such equipment shall be used in the Clubhouse Four Lapidary Workshop; and

RESOLVED FURTHER, that the donation to the Golden Rain Foundation shall not qualify as a tax-deductible charitable contribution; and

RESOLVED FURTHER, that the President of this Corporation is hereby authorized to advise said donor in writing and to express the thanks of the corporation.

COMMITTEE REPORTS

Director Tibbetts gave the Treasurer's report.

Director Murphy reported from the Finance Committee.

The Secretary of the Corporation read a proposed resolution approving the revised Finance Committee Charter. Director Murphy moved to approve the resolution. Director Hammer seconded the motion.

By a vote of 9-0-0, the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-12-03

**GOLDEN RAIN FOUNDATION OF LAGUNA WOODS
FINANCE COMMITTEE CHARTER**

WHEREAS, a Finance Committee has been established pursuant to Article 7, Section 7.1.1 of the bylaws of the corporation:

NOW THEREFORE BE IT RESOLVED, January 3, 2012, the Board of Directors of this corporation hereby assigns the duties and responsibilities of this Committee, as follows:

1. Perform the duties imposed upon all standing committees as set forth in the resolution entitled, "General Duties of Standing Committees."
2. Serve as liaison between the GRF Board and the Financial Services Division.
3. Review monthly financial statements and other reports affecting the financial status of this corporation and review performance in relation to the annual operating budget.
4. Review any unplanned expenditures proposed by other committees to determine the impact on and adequacy of related reserves, and recommend appropriate action to the GRF Board.
5. Review the capital requirements, service levels and projected revenues related to the Financial Services Division operations and recommend appropriate action to the GRF Business Planning Committee.
6. Review the proposed GRF Business Plan, as presented by the GRF Business Planning Committee, and recommend to the GRF Board action regarding same, including the amount of the assessment required to meet the following year's operating budget and reserves.
7. Regularly review, in cooperation with the Financial Services Director, all insurance and risk management programs for the Laguna Woods Village Community, including GRF, the GRF Trust and the mutual housing corporations, and recommend to the Boards of the several corporations the actions to be taken to maintain adequate protection and coverage.
8. Review the investment of funds of GRF and the GRF Trust to determine that standards set by the GRF Board are being complied with, and recommend to the GRF Board changes in such

- investment standards and procedures as may be deemed advisable.
9. Direct the preparation of Requests for Proposal for the annual audits of the financial statements of the Laguna Woods Village Corporations and recommend firm(s) to be engaged.
 10. Review reports and recommendations from the auditors and recommend to the Board any appropriate action in connection therewith.
 11. Examine the need for one or more review(s) of the Managing Agent's organizational entities at least once each year. If a need for review(s) is perceived and determined to be feasible, recommend such to the Board. Direct the preparation and submittal of RFPs and subsequent contracts for reviews. Serve as liaison between review consultants and the Board, and make recommendations to the Board based on consultant's findings.

RESOLVED FURTHER, that the committee shall perform such other tasks as are assigned by the GRF President or the Board; and

RESOLVED FURTHER, that Resolution 90-11-23, adopted March 1, 2011 is hereby superseded and canceled.

Director Ken Hammer reported from the Mobility & Vehicles Committee.

The Secretary of the Corporation read a proposed resolution authorizing a supplemental appropriation to replace a van with a medium pickup truck with a camper shell. Director McIntosh moved to approve the resolution. Director Dvorak seconded the motion and discussion ensued.

Member Tony Dauer (96-C) commented on the motion.

By a vote of 7-1-1 (Director Strom opposed and Director Rosenhaft abstained), the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-12-04

WHEREAS, the cargo van currently used for conducting laundry cleanouts and changing appliances has exceeded its useful service life and is not well suited for moving large appliances; and

NOW THEREFORE BE IT RESOLVED, January 3, 2012, that the Board of Directors hereby authorizes a supplemental appropriation in the amount of \$24,600 funded from the Equipment Fund to replace the current cargo van with a medium pickup truck with a camper shell; and

RESOLVED FURTHER, that the officers and agents of this Corporation are hereby authorized on behalf of the Corporation to carry out the purpose of this resolution.

Director Lynne Dvorak reported from the Community Activities Committee.

The Secretary of the Corporation read a proposed resolution approving a change in service level for refreshments at the Clubhouse One Drop-in Lounge. Director Dvorak moved to approve the resolution. Director Tibbetts seconded the motion and discussion ensued.

Members Dottie Fredericks (776-Q) and Corkey Eley (2401-2E) commented on the motion.

By a vote of 8-1-0 (Director McIntosh opposed), the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-12-05

WHEREAS, the current service level for the drop-in lounge at Clubhouse One is for GRF to provide free coffee and cookies throughout the day when volunteers are present; and

WHEREAS, in 2010, GRF spent approximately \$12,000 for the purchase of the refreshments, and the cost and staff time involved continues to escalate; and

NOW THEREFORE BE IT RESOLVED, January 3, 2012, that the Board of Directors of this Corporation hereby agrees to reduce the service level for refreshments at the Clubhouse One drop-in lounge by replacing the free cookies with a vending machine and provide one coffee machine for users to purchase coffee when free coffee is not available; and

RESOLVED FURTHER, that the officers and agents of this Corporation are hereby authorized on behalf of the Corporation to carry out the purpose of this Resolution.

The Secretary of the Corporation read the following proposed resolution approving the revised Recreation Division Policy with respect to "Section III.XVII Bridge Room" (initial notification):

RESOLUTION 90-12

WHEREAS, the Board of Directors of this Corporation adopted Resolution 90-07-82 on November 6, 2007, which approved Section III of the new Recreation Division Policy with respect to "Recreational Facilities;" and

WHEREAS, a recommendation has been made by the Community Activities Committee to make additional changes to further accommodate the needs of the residents;

NOW THEREFORE BE IT RESOLVED, February 7, 2012, that the Board of Directors of this Corporation hereby approves the revised Recreation Division Policy with respect to "Section III.XVII Bridge Room," February 7, 2012, by eliminating paragraph D and revising the following paragraphs to read as follows:

- B. All residents and guests must sign in upon entering the facility.
- E. Residents must accompany their guest(s) at all times.

RESOLVED FURTHER, Resolution 90-07-81 adopted November 6, 2007 is hereby amended, and Resolution 90-08-72, adopted October 7, 2008 is hereby superseded and cancelled; and

RESOLVED FURTHER, that the officers and agents of this Corporation are hereby authorized on behalf of then Corporation to carry out the purpose of this Resolution.

Director McIntosh moved to approve the resolution. Director Dvorak seconded the motion and discussion ensued.

Member Miriam Kahn (5483-C) commented on the motion.

Director Dvorak made a motion to postpone the resolution to the February meeting to satisfy the 30-day notification requirement. Director Gros seconded the motion and the motion carried unanimously.

The Secretary of the Corporation read the following proposed resolution approving the revised Recreation Division Policy with respect to "Section II.XIII.A.3. - Clubhouses and Community Center Recreation Rooms" (making reservations) (initial notification):

RESOLUTION 90-12

WHEREAS, the Board of Directors of this Corporation adopted Resolution 90-07-81 on November 6, 2007, which approved Section II of the new Recreation Division Policy with respect to "General Recreation;" and

WHEREAS, a recommendation has been made by the Community Activities Committee to make additional changes to further accommodate the needs of the residents;

NOW THEREFORE BE IT RESOLVED, February 7, 2012, that the Board of Directors of this Corporation hereby approves the revised Recreation Division Policy with respect to "Section II.XIII.A.3. - Clubhouses and Community Center Recreation Rooms" (making reservations), February 7, 2012, by adding the following paragraph:

3. Reservations are not permitted in any clubhouse main lounge for more than two Saturday nights per month by any one club, organization, or resident. The remaining two or three Saturday nights at each facility will be available for one time reservations only.

RESOLVED FURTHER, Resolution 90-07-81 adopted November 6, 2007 is hereby amended; and

RESOLVED FURTHER, that the officers and agents of this Corporation are hereby authorized on behalf of the Corporation to carry out the purpose of this Resolution.

Director McIntosh moved to approve the resolution. Director Murphy seconded the motion and discussion ensued.

Members Miriam Kahn (5483-C), Robert Forshee (3371-3B), Dottie Fredericks (776-Q), and Corkey Eley (2401-2E) commented on the motion.

Director Dvorak made a motion to postpone the resolution to the February meeting to satisfy the 30-day notification requirement. Director Rosenhaft seconded the motion and the motion carried unanimously.

The Secretary of the Corporation read the following proposed resolution approving the revised Recreation Division Policy with respect to "Section I.II.A - Use of GRF Recreation Facilities" (initial notification):

RESOLUTION 90-12

WHEREAS, the Board of Directors of this Corporation adopted Resolution 90-07-81 on November 6, 2007, which approved Section I of the new Recreation Division Policy with respect to "General Recreation;" and

WHEREAS, a recommendation has been made by the Community Activities Committee to make additional changes to further accommodate the needs of the residents;

NOW THEREFORE BE IT RESOLVED, February 7, 2012, that the Board of Directors of this Corporation hereby approves the revised Recreation Division Policy with respect to "Section I.II.A - Use of GRF Recreation

Facilities”, effective February 7, 2012 by removing the words “GRF authorized”; and

RESOLVED FURTHER, Resolution 90-07-81 adopted November 6, 2007 is hereby amended; and

RESOLVED FURTHER, that the officers and agents of this Corporation are hereby authorized on behalf of the Corporation to carry out the purpose of this Resolution.

Director McIntosh moved to approve the resolution. Director Hammer seconded the motion and discussion ensued.

Members Corkey Eley (2401-2E), Joan Brown (5587-A), and Tony Dauer (96-C) commented on the motion.

Director Dvorak made a motion to postpone the resolution to the February meeting to satisfy the 30-day notification requirement. Director McIntosh seconded the motion and the motion carried unanimously.

Director Maxine McIntosh reported from the Landscape Committee.

Director Don Tibbetts reported from the Maintenance and Construction Committee.

Directors Wilson and Strom left the meeting at 11:39 A.M.

The Secretary of the Corporation read a proposed resolution authorizing a supplemental appropriation to repair the slope at West Creek. Director McIntosh moved to approve the resolution. Director Dvorak seconded the motion.

By a vote of 7-0-0 (Directors Wilson and Strom were absent from the meeting), the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-12-06

WHEREAS, during the December 2010 rain events, the slope at West Creek, located below Building 5306 Cantante, sustained a surficial slope failure;

WHEREAS, the services of a geotechnical consultant were enlisted to evaluate the slope and provide recommendations for mitigation of the slope failure;

NOW THEREFORE BE IT RESOLVED, January 3, 2012, that the Board of Directors of this Corporation hereby authorizes a supplemental appropriation in the amount of \$26,000 from the Contingency Fund to

repair the slope at West Creek based on the Geotechnical Engineer's recommendations; and

RESOLVED FURTHER, that the officers and agents of this Corporation are hereby authorized on behalf of the Corporation to carry out the purpose of this resolution.

Directors Wilson and Strom returned to the meeting at 11:41 A.M.

The Secretary of the Corporation read a proposed resolution authorizing a supplemental appropriation to repair the slope behind the Maintenance Welding Shop. Director McIntosh moved to approve the resolution. Director Dvorak seconded the motion.

By a vote of 9-0-0, the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-12-07

WHEREAS, the base of the slope behind the Maintenance Welding Shop sustained erosion and moisture intrusion during the 2011 rain season; and

WHEREAS, the services of a geotechnical consultant were enlisted to evaluate the slope and provide recommendations for mitigation of the slope failure;

NOW THEREFORE BE IT RESOLVED, January 3, 2012, that the Board of Directors of this Corporation hereby authorizes a supplemental appropriation in the amount of \$32,000 from the Contingency Fund to repair the slope behind the Maintenance Welding Shop based on the Geotechnical Engineer's recommendations; and

RESOLVED FURTHER, that the officers and agents of this Corporation are hereby authorized on behalf of the Corporation to carry out the purpose of this resolution.

The Secretary of the Corporation read a proposed resolution approving the use of existing funds to perform short term refurbishment to the three Dining Rooms in Clubhouse 2. Director Hammer moved to approve the resolution. Director Dvorak seconded the motion and discussion ensued.

Member Doug Rook (30-F) commented on the motion.

By a vote of 8-1-0 (Director Strom opposed), the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-12-08

WHEREAS, golf traffic during construction of Village Greens in Clubhouse 2 has provided considerable additional wear in the three Dining Rooms which need updating to make them usable for residents to rent;

WHEREAS, the rooms are not scheduled for full renovation prior to the Clubhouse 2 renovation which is tentatively scheduled for 2013;

NOW THEREFORE BE IT RESOLVED, January 3, 2012, that the Board of Directors of this Corporation hereby authorizes the use of existing funding in the amount of \$15,400 available in Capital Plan P10020 to perform short term refurbishment to the three Dining Rooms in Clubhouse 2 by repairing the walls, painting, and installing new carpet; and

RESOLVED FURTHER, that the officers and agents of this Corporation are hereby authorized on behalf of the Corporation to carry out the purpose of this resolution.

The Secretary of the Corporation read a proposed resolution approving the revised GRF Maintenance and Construction Committee Charter. Director McIntosh moved to approve the resolution. Director Hammer seconded the motion and discussion ensued.

Without objection, the Board agreed to strike out the words "landscape design and" in paragraph 8.

By a vote of 9-0-0, the motion carried and the Board of Directors adopted the following resolution as amended:

RESOLUTION 90-12-09

**GOLDEN RAIN FOUNDATION OF LAGUNA WOODS
MAINTENANCE AND CONSTRUCTION COMMITTEE CHARTER**

WHEREAS, a Maintenance and Construction Committee has been established pursuant to Article 7, Section 7.1.1 of the Bylaws of this Corporation:

NOW THEREFORE BE IT RESOLVED, January 3, 2012 the Board of Directors of this Corporation hereby assigns the duties and responsibilities of this Committee, as follows:

1. Perform the duties and responsibilities imposed upon all standing committees as set forth in the current resolution entitled, "General Duties of Standing Committees."

2. Serve as liaison between the GRF Board and the Maintenance Division.
3. Review the capital requirements, service levels, and projected revenue related to the Maintenance Division and recommend appropriate action to the GRF Business Planning Committee.
4. Review all unbudgeted requests for programs or capital equipment originated by the Maintenance Division and recommend appropriate action to the Finance Committee.
5. Ensure that the real property, equipment and fixtures owned or leased by GRF are maintained as necessary to sustain a consistent level of performance to meet the requirements of the community.
6. Direct the managing agent to prepare specifications and contracts used for procurement of goods and services and review and modify design criteria as appropriate.
7. Direct the managing agent to implement capital plan projects per Board approved scope of work.
8. Determine policy governing ~~landscape design~~ and maintenance standards at GRF facilities with consideration given to aesthetics, maintenance and water requirements.
9. Work to promote the optimum and most efficient use of utilities at GRF Facilities.

RESOLVED FURTHER, that the Committee shall perform such other tasks as may be assigned by the GRF President or Board; and

RESOLVED FURTHER, that Resolution 90-06-01 adopted January 3, 2006 is hereby superseded and cancelled.

In Director Pat Feeney's absence, Director Rosenhaft reported from the Media & Communications Committee.

Director Ray Gros reported from the Security and Community Access Committee.

Director Rosenhaft left the meeting at 12:02 P.M.

The Secretary of the Corporation read a proposed resolution approving the revised GRF Security and Community Access Committee Charter. Director McIntosh moved to approve the resolution. Director Hammer seconded the motion and discussion ensued.

By a vote of 8-0-0 (Director Rosenhaft was absent from the meeting), the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-12-10

GOLDEN RAIN FOUNDATION OF LAGUNA WOODS
SECURITY AND COMMUNITY ACCESS COMMITTEE CHARTER

RESOLVED, January 3, 2012, that the Board of Directors of this Corporation hereby assigns the duties and responsibilities of this Committee, as follows:

1. Perform the duties and responsibilities imposed upon all standing committees as set forth in the resolution entitled, "General Duties of Standing Committees."
2. Serve as liaison between all Boards and the Security Division.
3. Establish a committee of three (3) or more GRF Board members with authority to enforce a traffic violation enforcement program and to conduct hearings respecting all traffic violations occurring on GRF property and to impose monetary penalties based on the results of such hearings; provided that such hearings shall be conducted in accordance with policies established by the Board of Directors, and any monetary penalties shall be imposed only in accordance with the schedule of monetary penalties adopted and distributed by the Board of Directors.
4. Review the capital requirements, service levels, and projected revenue related to the Security Division operations and recommend appropriate action to the GRF Business Planning Committee.
5. Review all unbudgeted requests for programs or capital equipment originated by the Security Division and recommend appropriate action to the Finance Committee.
6. Review and evaluate existing security policies and recommend changes of said policies, as appropriate, to the GRF Board.
7. Evaluate and respond to suggestions and/or complaints regarding the use, modification, or expansion of GRF property relating to the security needs of the community. If said modification or expansion requires additional facilities or potential relocation, all suggestions shall be forwarded to the Business Planning Committee for consideration and prioritization.
8. Encourage the continued communication between the GRF Board and its resident members concerning security policies, functions, operations and activities.

9. Educate and inform the GRF Board as to the latest developments, trends and innovations in the field of community association security.

10. Provide liaison between the Disaster Preparedness Task Force and GRF Board of Directors, and include a representative of the Disaster Preparedness Task Force on the Security and Community Access Committee as an advisor on Disaster Preparedness Task Force matters.

11. Provide the venue for Community Access, Social Services and Community Services' reports, updates, requests and/or issues and recommend appropriate action to the GRF Board.

RESOLVED FURTHER, that Resolution 90-05-12, adopted February 1, 2005, is hereby superseded and canceled.

Director Rosenhaft returned to the meeting at 12:03 P.M.

The Secretary of the Corporation read the following proposed resolution approving the revised Golden Rain Foundation of Laguna Woods Traffic Rules and Regulations:

RESOLUTION 90-12

WHEREAS, the Golden Rain Foundation Security and Community Access Committee has recommended the adoption of the attached revised Traffic Rules and Regulations by the Golden Rain Foundation to standardize the traffic rules enforcement program and improve consistency within the community; and

WHEREAS, these Traffic Rules and Regulations are intended to adhere to and not contradict the California Vehicle Code and/or Davis-Stirling Act:

NOW THEREFORE BE IT RESOLVED, February 7, 2012, that the Board of Directors of this Corporation hereby adopts the Golden Rain Foundation of Laguna Woods Traffic Rules and Regulations; and

RESOLVED FURTHER, that enforcement of said rules shall commence upon proper notice to the Membership of the community; and

RESOLVED FURTHER, that Resolution 90-11-141 adopted December 6, 2011, and all other previous traffic rules and regulations are hereby superseded and cancelled; and

RESOLVED FURTHER, that the officers and agents of this Corporation are hereby authorized on behalf of the Corporation to carry out the purpose of this resolution.

Director McIntosh moved to approve the resolution. Director Gros seconded the motion and discussion ensued.

Director Gros made a motion to postpone the resolution to the February meeting to satisfy the 30-day notification requirement. Director Dvorak seconded the motion and the motion carried by a vote of 8-1-0 (Director Murphy opposed).

Director Gros reported on the Laguna Canyon Foundation.

DIRECTORS' COMMENTS

- Director Strom commented on carrying a smile.
- Director McIntosh commented on the phone directories.
- Director Hammer commented on committee meetings.

MEETING RECESS

The regular open meeting recessed at 12:15 P.M. and reconvened into Executive Session at 1:00 P.M.

Summary of Previous Closed Session Meetings per Civil Code Section §1363.05

During its Regular Executive Session Meeting of December 6, 2011, the Board reviewed and approved the minutes of the Regular Executive Session of November 1, 2011 and the Special Executive Session of November 22, 2011; approved GRF Security and Committee Access Committee Recommendations for RV Lot Violations; held one member disciplinary hearing; and discussed contractual and litigation matters.

ADJOURNMENT

There being no further business to come before the Board of Directors, the meeting adjourned at 1:48 P.M.

Maxine McIntosh, Secretary