

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

August 7, 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, August 7, 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, Pat Feeney, Ray Gros, Maxine McIntosh

Directors Absent: None

Others Present: Jerry Storage, Patty Kurzet, Cris Robinson
Executive Session: Jerry Storage, Cris Robinson, Patty Kurzet, Sandy Meyer

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.

PLEDGE OF ALLEGIANCE TO THE FLAG

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

ACKNOWLEDGEMENT OF PRESS

A representative of the Laguna Woods Globe was present, and the Channel 6 Camera Crew, by way of remote cameras, was acknowledged as present.

APPROVAL OF AGENDA

The agenda was approved as amended by moving 12(d) *Entertain motion to approve request to use Clubhouse Five on behalf of West Coast Professional Talent to Hold Entertainment Showcase* and place under New Business for discussion.

APPROVAL OF MINUTES

The Board reviewed and approved without objection the minutes of the Regular Meeting of July 3, 2012.

MEMBER COMMENTS

- Delsie Zuzak (674-A) spoke to emails circulating in the Community.
- Jack Bird (46-B) commented on the golf course operations.
- Mary Wall (239-D) commented on the bus schedule.
- Bud Nesvig (2392-3H) commented on taxes.
- Corky Eley (2401-2E) commented on the GRF Trust.
- Joseph Tawil (947-G) commented on the bus schedule.
- Pat Brady (466-B) commented on the Village Greens Café operations.

- Gary McGechie (350-A) commented on the closure of San Onofre Nuclear Plan.
- Elizabeth Talcott (847-A) commented on the Village Greens Café operations.
- Tony Dauer (96-C) commented on solar energy, entrance to the City dog park, and water conservation.

The Directors briefly responded to Members' comments.

GENERAL MANAGER'S REPORT

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

CHAIR'S REPORT

President Foster commented on the dual bus hub discussion on the agenda.

OLD BUSINESS

Director McIntosh read the following proposed resolution approving the revised Recreational Division Policy, which was postponed from July to satisfy the 30-day notification requirement:

RESOLUTION 90-12

WHEREAS, a recommendation has been made by the Community Activities Committee to streamline and reduce confusion regarding the Recreation Division Policy to accommodate the needs of the residents;

NOW THEREFORE BE IT RESOLVED, August 7, 2012, that the Board of Directors of this Corporation hereby adopts the attached new Recreation Division Policy; and

RESOLVED FURTHER, that Resolution 90-07-81 and Resolution 90-07-82 adopted November 6, 2007 are hereby superseded and cancelled; and

RESOLVED FURTHER, that Resolution 90-11-28, Resolution 90-08-15, and Resolution 90-08-44 (prior resolutions pertaining to grandfathered events - exceptions to the roll over reservation policy) are hereby superseded and cancelled; and

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

Director Dvorak moved to approve the resolution. Director Murphy seconded the motion.

Members Bill Walsh (3162-C), Gary Empfield (3148-C), Ron Kirchen (863-N), and Bert Moldow (3503-A) commented on section I-B-2 regarding disallowing guests to use the fitness equipment rooms.

Director Rosenhaft amended the motion to postpone taking action on I-B-2 from the Recreation Policy for 90 days and that the remaining policy be approved. Director Wilson seconded the motion and discussion ensued.

Director Rosenhaft made a second amendment to strike out section I-B-2. Director Dvorak seconded the amendment and discussion ensued. By a vote of 7-2-1 (Directors Hammer and McIntosh opposed and Director Strom abstained), the second amendment carried.

Staff advised that any change to the policy would require another 30-day notification requirement. President Foster moved to send it back to CAC as amended for further review and data collection. By a vote of 8-2-0 (Directors Hammer and McIntosh opposed) the motion carried.

NEW BUSINESS

Director McIntosh read a proposed resolution to approve the request to use Clubhouse Five on behalf of West Coast Professional Talent to hold an entertainment showcase. Director Dvorak moved to approve the resolution. Director Rosenhaft seconded the motion and discussion ensued.

Director McIntosh amended the motion directing that a sign-in sheet be provided labeled "resident, guest and club affiliation" to gather data about the event. Director Wilson seconded the motion and discussion ensued. The amendment carried unanimously.

Member Judith Troutman (3011-B) spoke to the motion.

By a vote of 10-0-0, the motion carried as amended and the Board of Directors adopted the following resolution:

RESOLUTION 90-12-90

WHEREAS, a resident made a reservation at the exception rate on behalf of West Coast Professional Talent to hold its annual talent entertainment showcase for October 2, 2012 in Clubhouse Five from 8:00 AM – 6:00 PM; and

WHEREAS, the entertainment showcase is a commercial program, wherein the entertainers who participate pay the organizer \$150 for a 10 minute time slot on the program and the audience has the opportunity to book the entertainers for their future events, and the Recreation Division policy prohibits such events; and

NOW THEREFORE BE IT RESOLVED, August 7, 2012, that the Board of Directors of this Corporation hereby agrees that the value of the benefit the showcase event brings outweighs the policy prohibiting commercial programs; and hereby approves the use of Clubhouse Five on October 2, 2012 on behalf of West Coast Professional Talent to hold an entertainment showcase at the exception rate of \$550; and

RESOLVED FURTHER, that the resident who books the reservation shall be responsible for arranging gate clearance for non-residents; and

RESOLVED FURTHER, that a sign-in sheet shall be provided labeled "resident, guest and club affiliation" to gather data about the event; 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.

CONSENT CALENDAR

Without objection the Consent Calendar was approved as amended, and the Board approved the following actions:

RESOLUTION 90-12-91

WHEREAS, a request was received from the Disaster Preparedness Task Force for permission to post signs at the Gates of Laguna Woods Village to advertise its "Fifth Annual Great Southern California ShakeOut Disaster Drill" on October 18, 2012; and

WHEREAS, the signs will be posted on the day before the Drill and removed on October 18, 2012 by 5:00 P.M.;

NOW THEREFORE BE IT RESOLVED, August 7, 2012, that the Board of Directors of this Corporation hereby authorizes the posting of the signs at all the Gates advertising the "Fifth Annual Great Southern California ShakeOut Disaster Drill" on October 18, 2012; 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.

- Approve appointment of Ryna Rothberg, President of Mutual Fifty, to serve on GRF Clubhouse Two Renovation Ad Hoc Committee
- Approve presentation of fraud protection from Chris Taylor of OC DA Fraud Unit Office

COMMITTEE REPORTS

Director Murphy gave the Treasurer's and Finance Committee reports.

Director Ken Hammer reported from the Mobility & Vehicles Committee.

Director Hammer moved to postpone the implementation of the Phase Two Dual Hub Bus System for 30 days. Director Wilson seconded the motion and discussion ensued. The motion was withdrawn.

The Board considered postponing the implementation of the Phase Two Dual Hub Bus System.

Director Rosenhaft moved to postpone the implementation of the Phase Two Dual Hub Bus System for 90 days. Director Strom seconded the motion.

Bus riders were given the opportunity to speak to the motion.

By a vote of 10-0-0, the motion carried.

Director Lynne Dvorak reported from the Community Activities Committee.

Director McIntosh read a proposed resolution approving to extend the Village Greens Café hours. Director McIntosh moved to approve the resolution. Director Rosenhaft seconded the motion and discussion ensued.

Member Mary Stone (356-C) commented on the motion.

By a vote of 9-1-0 (Director Strom opposed), the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-12-92

WHEREAS, the Village Greens Café hours are currently 6:30 AM until 7:00 PM (6:00 PM outside Daylight Savings Time) and open until 10:00 PM when it has a reservation booked from October 1 until December 31, 2012; and

WHEREAS, it was recommended by the Golden Rain Foundation Community Activities Committee to extend the hours of the Café to 8:00 PM year round to better serve the residents; and

NOW THEREFORE BE IT RESOLVED, August 7, 2012, that the Board of Directors of this Corporation hereby agrees to extend the Village Greens Café hours to 8:00 PM year round. The facility incremental cost to GRF is estimated at \$25.28 per hour; 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 reported from the Landscape Committee.

Director Don Tibbetts reported from the Maintenance and Construction Committee.

Director Wilson read the following proposed resolution authorizing a supplemental appropriation to install curb cuts on the sidewalk of the driveway leading to the Towers:

RESOLUTION 90-12

WHEREAS, by way of Resolution M50-12-33, the Mutual Fifty Board of Directors authorized the installation of curb cuts to accommodate the Dual-Hub Bus System;

NOW THEREFORE BE IT RESOLVED, August 7, 2012, that the Board of Directors of this Corporation hereby authorizes a supplemental appropriation in the amount of \$6,500 to be funded from the Facilities Fund to install curb cuts on the sidewalk of the driveway leading to the Towers Loop to accommodate the increased bus traffic at the Towers caused by the Dual-Hub Bus System; 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 Wilson seconded the motion and discussion ensued.

Director Rosenhaft moved to return the resolution back to committee. Director Dvorak seconded the motion and the motion carried by a vote of 8-2-0 (Directors Hammer and Strom opposed).

Director Wilson read a proposed resolution authorizing a supplemental appropriation to purchase a portable bar for the Village Greens Café. Director Hammer moved to approve the resolution. Director Wilson seconded the motion and discussion ensued.

By a vote of 8-2-0 (Directors Strom and McIntosh opposed), the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-12-93

WHEREAS, the Village Greens received its liquor license in May 2012 which increased its demand on the Café and kitchen; and

WHEREAS, the Café Manager has suggested that a separate bar space would help minimize the impacts on the Café operations;

NOW THEREFORE BE IT RESOLVED, August 7, 2012, that the Board of Directors of this Corporation hereby authorizes a supplemental appropriation in the amount of \$2,500 to be funded from the Equipment Fund to purchase a portable bar to provide immediate relief of congestion at the Café counter; and

WHEREAS, that the Board further authorizes \$3,230 per month as an unbudgeted operating expense for the remainder of 2012 and \$38,800 as an annual operating expense for future inclusions in the business plan; 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 read a proposed resolution approving to construct 80 feet of sidewalk at the Village Greens. Director McIntosh moved to approve the resolution. Director Rosenhaft seconded the motion and discussion ensued.

Without objection, the Board agreed to revise the wording as follows: "include the employee break area surface".

By a vote of 9-0-1 (Director McIntosh abstained), the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-12-94

WHEREAS, north of the Village Greens there is an 80-foot unpaved pathway along the parking stalls near the building that need improvements;

NOW THEREFORE BE IT RESOLVED, August 7, 2012, that the Board of Directors of this Corporation hereby approves constructing 80 feet of sidewalk from the Village Greens to the trash enclosure and **include the employee break area surface** at a cost of \$5,000 to be funded from the Facilities Fund; 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 made a motion to place an indefinite moratorium on the Gate One Project. Director Rosenhaft seconded the motion and discussion ensued.

Members Larry Souza (5077), Mary Stone (356-C), and Corky Eley (2401-2E) spoke to the motion.

By a vote of 5-4-0, the motion failed.

Director Don Tibbetts reported from the Clubhouse Two Renovation Ad Hoc Committee.

Director Pat Feeney reported from the Media & Communications Committee.

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

Director McIntosh read a proposed resolution authorizing a supplemental appropriation to retain a consultant to install access control and surveillance system upgrades. Director McIntosh moved to approve the resolution. Director Rosenhaft seconded the motion and discussion ensued.

By a vote of 7-3-0 (Directors Strom, Hammer, and Murphy opposed), the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-12-95

WHEREAS, by way of Resolution 90-11-150, the Board appropriated \$44,000 to have a consultant prepare a scope of work and guidance for future GRF Capital Plan request(s) for the engineering and installation of access control and surveillance system upgrades; and

WHEREAS, two competitive bids have been received from qualified consultants with the lowest bid exceeding the appropriated amount by \$16,900;

NOW THEREFORE BE IT RESOLVED, August 7, 2012, that the Board of Directors of this Corporation hereby authorizes a supplemental appropriation in the amount of \$16,900, to be funded from the Contingency Fund, to retain a consultant to provide scope of work and guidance for future GRF Capital Plan request(s) for the engineering and installation of access control and surveillance system upgrades; 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 Gros reported on the Laguna Canyon Foundation.

Director Rosenhaft reported on the Joint Signage Ad Hoc Committee.

The Board discussed future board agenda items.

DIRECTORS' COMMENTS

Directors made their final comments.

MEETING RECESS

The regular open meeting recessed at 12:19 P.M. and reconvened into Executive Session at 12:59 P.M.

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

During its Regular Executive Session Meeting of July 3, 2012, the Board reviewed and approved without objection the minutes of the Regular Executive Session of June 5, 2012, the Special Executive Session of June 11, 2012, and the Special Executive Session of June 20, 2012. The Board discussed contractual issues regarding the ETWD Water Recycling Project and Broadband; and discussed legal issues. The Board heard one disciplinary hearing and discussed the following litigation matter: Larry Badgwell v. GRF.

During its Special Executive Session Meeting of July 12, 2012, the Board discussed contractual issues regarding the GRF Trust and the Management Agreement.

During its Special Executive Session Meeting of July 25, 2012, the Board discussed contractual issues regarding the Management Agreement.

During its Special Executive Session Meeting of July 30, 2012, the Board discussed contractual issues regarding tax status and awarding a contract for the Clubhouse 2 Renovation Design Project.

ADJOURNMENT

There being no further business to come before the Board of Directors, the meeting adjourned at 4:10 P.M.

Maxine McIntosh, Secretary