

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

November 4, 2014

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, November 4, 2014, at 9:30 A.M., at 24351 El Toro Road, Laguna Woods, California.

Directors Present: Mike Comer, Pat Feeney, Maxine McIntosh, Lucy Shimon, Carol Moore, Mary Stone, Richard Palmer, John Parker, Sharon Roddan, Stanley Feldstein, Margaret Klein

Directors Absent: None

Others Present: Open Session: Jerry Storage, Kim Taylor, Gene Hart, Marcel Bradley and Michael Carre
Executive Session: Jerry Storage, Kim Taylor, Cris Robinson, Luis Rosas, Betty Parker, Marcel Bradley, Kristine Courdy, Gene Hart

CALL TO ORDER

President Mike Comer 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 Pat Feeney led the membership in the Pledge of Allegiance to the Flag.

ACKNOWLEDGEMENT OF MEDIA

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

APPROVAL OF AGENDA

Director Palmer moved to add 'Discuss and Consider Single Sourcing the Clubhouse 5 Parking Lot LED Lighting Contract' from the Closed Session portion of the meeting to the Open session portion of the meeting under Report of the Energy Committee as 21(a). Director Feldstein seconded the motion.

By a vote of 7-3-0 (Directors McIntosh, Stone, Feeney opposed) the motion carried.

Director McIntosh moved to remove 12(b) 'Deny the request from the Kiwanis Club for exception to the exception reservation rate' from the Consent Calendar and move the item to New Business as 11(a). Director Moore seconded the motion.

Without objection the agenda was approved as amended.

APPROVAL OF THE MINUTES

Without objection, the Regular Open Session minutes of October 7, 2014 were approved as written.

MEMBER COMMENTS

- Joan Brown (5587-A) commented on the Pickleball courts and thanked the Board for their swift attention to issues and pointed out several more issues regarding the courts.
- Franklin Smith (5369-3D) commented on transparency, TV 6, The Globe, and online access.
- Frieda Gorelick (2058-B) spoke to having defibrillators in buildings.
- Anthony Garrio (776-B) commented on an issue that he is having at his manor with rats.
- Kathryn Freshley (5490-N) thanked the Board for all the accomplishments that they have achieved.
- Tony Dauer (96-C) commented on voting, replacing more grass with drought resistant plants, and constructing a golf cart path to the dog park.
- Ed Tao (2306-B) congratulated the Board on their accomplishments thusfar and spoke of unity among all the Boards.
- Pat English (928-A) commented on removing the Community Access Control and Surveillance Plan Pilot Program and the amount of cars in the Community.
- Juanita Skillman (2154-N) commented on the Laguna Woods Village Library and the formation of new book clubs.

The Directors briefly responded to Members' comments.

GENERAL MANAGER'S REPORT

Mr. Storage reported on the ongoing GRF projects within the Community.

Mr. Marcel Bradley entered the meeting at 10:15 AM.

CHAIR'S REPORT

President Comer spoke to various items concerning the Community.

UNFINISHED BUSINESS

No Unfinished Business came before the Board.

NEW BUSINESS

Members spoke to the request from the Kiwanis Club for exception to the exception reservation rate.

Director Feeney moved to postpone deciding on the request of the Kiwanis Club for an exception to the exception reservation rate, to allow the Kiwanis Club to gather more signatures. Director Feldstein seconded the motion.

By a vote of 9-1-0 (Director Klein opposed) the motion carried.

Director Moore stated for the record that she appreciates the clubs for all their efforts and gave her full support of all of their hard work.

President Comer allowed Member Comments at this time regarding the policy on the reservation rates.

CONSENT CALENDAR

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

Approved the request from Third Laguna Hills Mutual Communications Committee to post a flyer in the glass cases at the clubhouses for a month.

~~Denied the request from the Kiwanis Club for exception to the exception reservation rate.~~

Approved revisions to the GRF Committee assignments as follows:

RESOLUTION 90-14-66

GRF Committee Appointments

RESOLVED, November 4, 2014 that the following persons are hereby appointed and ratified to serve on the Committees of this Corporation:

Business Planning

Mike Comer, Chair (GRF)
Margaret Klein, Vice Chair (GRF)
Mary Stone (GRF)
~~Mike Straziuso (Third)~~
~~Hank Gioia (Third)~~
Jim Matson (Third)
Wei-Ming Tao (Third)
Pat English (United)
~~Jan LaBarge (United)~~
Don Tibbetts (United)
Chace Kendro (Mutual 50)

Clubhouse 2 Renovation Ad Hoc Committee

Mary Stone, Chair (GRF)
Richard Palmer, Vice Chair (GRF)
Maxine McIntosh (GRF)
~~John Luebke (Third)~~
Rosemarie di Lorenzo Dickins (Third)
Judith Troutman (Third)
Jack Bassler (United)
Ken Hammer (United)
Ryna Rothberg (Mutual 50)

Non-Voting Advisors: Kim Shirley

Community Activities

Mary Stone, Chair (GRF)
Margaret Klein, Vice Chair (GRF)
Sharon Roddan (GRF)
Beth Perak (Third)
Rosemarie di Lorenzo Dickins (Third)
~~John Beckett (United)~~
~~Don Tibbetts (United)~~
Jan LaBarge (United)
Ken Hammer (United)
John Dalis (Mutual 50)
Non-Voting Advisors: ~~Judy Daily~~

Energy Committee

Richard Palmer, Chair (GRF)
Carol Moore, Vice Chair (GRF)
Maxine McIntosh (GRF)
~~Wei-Ming Tao (Third)~~
~~Judith Troutman (Third)~~
Bert Moldow (Third)
John Luebbe (Third)
Eva Lydick (United)
Ken Hammer (United)
Alice Gokkes (Mutual 50)
Non-Voting Advisors: Michele Stanton, Doug Rook

Finance

Margaret Klein, Chair (GRF)
Mary Stone, Vice Chair (GRF)
Sharon Roddan (GRF)
~~Hank Gioia (Third)~~
Rosemarie di Lorenzo Dickins (Third)
Wei-Ming Tao (Third)
~~Jan LaBarge (United)~~
Pat English (United)
Don Tibbetts (United)
Chace Kendro (Mutual 50)
Non-Voting Advisor: TBD

Landscape

John Parker, Chair (GRF)
Lucy Shimon, Vice Chair (GRF)
Stanley Feldstein (GRF)
~~Bert Moldow (Third)~~

~~Rosemarie di Lorenzo Dickins (Third)~~

James Tung (Third)

Judith Troutman (Third)

~~Anthony Liberatore (United)~~

Jan LaBarge (United)

Eva Lydick (United)

Inesa Nord-Leth (Mutual 50)

Non-Voting Advisors: ~~Nancy Young~~

Maintenance & Construction

Richard Palmer, Chair (GRF)

Carol Moore, Vice Chair (GRF)

Maxine McIntosh (GRF)

~~Bert Moldow (Third)~~

~~Kathryn Freshley (Third)~~

Rosemarie di Lorenzo Dickins (Third)

Bunny Carpenter (Third)

Jack Bassler (United)

~~Ming Lee Chang (United)~~

Don Tibbetts (United)

Ryna Rothberg (Mutual 50)

Non-Voting Advisors: TBD

Media and Communications

Carol Moore, Chair (GRF)

Margaret Klein, Vice Chair (GRF)

Pat Feeney (GRF)

Beth Perak (Third)

~~Kathryn Freshley (Third)~~

John Luebbe (Third)

Eva Lydick (United)

~~Ken Hammer (United)~~

Juanita Skillman (United)

Alice Gokkes (Mutual 50)

Non-Voting Advisors: TBD

Mobility & Vehicles

Lucy Shimon, Chair (GRF)

Stanley Feldstein, Vice Chair (GRF)

Pat Feeney (GRF)

~~Mike Straziuso (Third)~~

Bert Moldow (Third)

Ray Gros (Third)

~~John Beckett (United)~~

~~Anthony Liberatore (United)~~

Ming Lee Chang (United)

Tony Dauer (United)

John Dalis (Mutual 50)
Non-Voting Advisors: Mary Kay Tibbetts and Shirley Niederkorn

Security and Community Access

Margaret Klein, Chair (GRF)
Maxine McIntosh, Vice Chair (GRF)
John Parker (GRF)
Ray Gros (Third)
John Luebbe (Third)
~~Ken Hammer (United)~~
~~John Beckett (United)~~
Tony Dauer (United)

Anthony Liberatore (United)

Lou Parker on behalf of (Mutual 50) – non-voting representative
Non-Voting Advisors: Denny Welch and Mary Kay Tibbetts

Executive Traffic Hearing Committee

Pat Feeney, Coordinator
Per rotating basis

RESOLVED FURTHER, that Resolution 90-14-45 adopted September 2, 2014, 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.

COMMITTEE REPORTS

Director Klein reported from the Finance Committee.

Director Klein gave the Treasurer's Report.

Director Stone read a proposed resolution authorizing a transfer of \$1,000,000 from Accumulated Operating Surplus to the Facilities Fund. Director Stone moved to approve the resolution. Director Feeney seconded the motion and discussion ensued.

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

RESOLUTION 90-14-67

WHEREAS, in accordance with California Civil Code, a Common Interest Development shall not retain significant operating surplus (funds that are not needed to defray current operating costs); and

WHEREAS, the preliminary Golden Rain Foundation Balance Sheet as of September 30, 2014 reflects an operating surplus from prior years of over \$2.8

million, of which \$1,528,320 is planned to be returned to the members by way of reduced 2015 assessments;

NOW THEREFORE BE IT RESOLVED, November 4, 2014 that the Board of Directors of this Corporation hereby authorizes the transfer of \$1,000,000 from accumulated operating surplus to 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 Moore moved to establish a Process Ad Hoc Committee and assign Directors Feldstein, Roddan, and Stone to the Ad Hoc Committee. Director McIntosh seconded the motion.

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

Director Stone moved to establish a Financial Reporting Study Group and assign Directors Stone, Klein, Feeney, and Roddan to the Study Group. Director McIntosh seconded the motion.

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

Director Stone reported from the Community Activities Committee.

Director Stone read a proposed resolution approving canceling replacing the Clubhouse 2 Pool and Spa Deck, Capital Plan P14029. Director Stone moved to approve the resolution. Director McIntosh seconded the motion and discussion ensued.

By a vote of 8-1-0 (Director Feeney opposed, Director Moore was absent for the vote) the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-14-68

Cancel Replacing the Clubhouse 2 Pool and Spa Deck Project (P14029)

WHEREAS, by way of Capital Plan P14029, the Board approved an appropriation of \$438,900 from the Facilities Fund to replace the Clubhouse 2 pool and spa deck project; and

WHEREAS, the GRF Community Activities Committee and the GRF Maintenance and Construction Committee have recommended that the Board cancel Capital Plan P14029;

NOW THEREFORE BE IT RESOLVED, November 4, 2014, the Board of Directors of this Corporation hereby cancels replacing the Clubhouse 2 pool and spa deck project, Capital Plan P14029; 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 Stone read a proposed resolution approving a Supplemental Appropriation of \$55,000 to Replace Stackable Chairs and Lecterns that have been deemed to be in unsatisfactory condition at each of the Clubhouses. Director Stone moved to approve the resolution. Director Roddan seconded the motion and discussion ensued.

Member Franklin Smith (5369-3D) commented on the resolution.

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

RESOLUTION 90-14-69

Replace Stackable Chairs and Lecterns

WHEREAS, a portion of the stackable chairs and podiums have been deemed to be in unsatisfactory condition; and

WHEREAS, the Golden Rain Foundation Community Activities Committee (CAC) has recommended that the Board replace the stackable chairs and ~~podiums~~ **lecterns** that have been deemed to be in unsatisfactory condition at each of the clubhouses; and

NOW THEREFORE BE IT RESOLVED, November 4, 2014, the Board of Directors of this Corporation hereby approves a supplemental appropriation of \$55,000 from the Equipment fund, to replace stackable chairs and ~~podiums~~ **lecterns** that have been deemed to be in unsatisfactory condition at each of the clubhouses; 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 Shimon reported from the Mobility and Vehicles Committee.

Director Klein reported from the Security & Community Access Committee.

Mr. Gene Hart entered the meeting at 11:40 AM.

Mr. Marcel Bradley entered the meeting at 11:45 AM.

Mr. Michael Carre entered the meeting at 12:10 PM.

Director Stone read a proposed resolution approving rescinding Resolution 90-14-59 - Community Access Control and Surveillance Plan Pilot Program. Director Moore moved to approve the resolution. Director Feldstein seconded the motion and discussion ensued.

Members Bert Moldow (3503-A), Pat English (928-A) and John McRae (5500-2H) commented on the resolution.

By a vote of 5-5-1 (Directors Moore, Feldstein, Stone, Palmer, Roddan in favor; Director Shimon abstained; Directors Feeney, Parker, Klein, McIntosh and Comer opposed) the motion failed.

RESOLUTION 90-14-XX

Rescind Community Access Control and Surveillance Plan Pilot Program (Resolution 90-14-59)

WHEREAS, this board of directors adopted resolution number 90-14-59 on October 7, 2014, appropriating funds for a gate access control and surveillance system; and

WHEREAS, a director who voted in favor of said resolution has given notice of his intention to reconsider his vote and to move to rescind said resolution and to refer the matter to the appropriate committee for further consideration; and

WHEREAS, the motion to rescind and refer to committee has been debated and a majority of the directors present have stated their intent to vote in favor of this resolution;

NOW THEREFORE BE IT RESOLVED, November 4, 2014, that resolution number 90-14-59 is hereby rescinded; and

RESOLVED FURTHER, that the subject matter of said resolution is hereby referred to the Security and Community Access Committee for further consideration.

Director Moore moved to lower the amount of funding for the Community Access Control and Surveillance Plan Pilot Program to \$194,000. Director Moore withdrew her motion.

Mr. Gene Hart left the meeting at 12:25 PM.

Director Feeney reported on Traffic Hearings.

Director Palmer reported from the Maintenance & Construction Committee.

Director Palmer moved to put on hold the replacing of the Bocce court rails with redwood. The motion died due to a lack of a second.

Director Stone read a proposed resolution approving replacing the Bocce court rails with redwood, with an appropriation of \$5,500. Director McIntosh moved to approve the resolution. Director Feeney seconded the motion and discussion ensued.

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

RESOLUTION 90-14-70

Clubhouse 1 Bocce Court Rails

WHEREAS, the Trex® rails at the Clubhouse 1 Bocce Courts are coming loose and are detaching from the concrete due to expansion and contraction of the Trex® boards; and

WHEREAS, a Structural Engineer reviewed the existing condition and has proposed an alternate design to better fasten the rails to the concrete; and

NOW THEREFORE BE IT RESOLVED, November 4, 2014, the Board of Directors of this Corporation hereby approves a supplemental appropriation of \$5,500, to be funded from the Facilities Fund, to replace the Bocce Court rails with Redwood and use the fastening detail designed by the Structural Engineer; 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.

Mr. Bradley answered questions regarding the leasing vs purchasing of ice machines.

Director McIntosh moved to have staff write a subject report on leasing vs purchasing of ice machines and send it to committee for review and recommendation. Director Shimon seconded the motion.

By a vote of 2-8-0 (Directors Roddan, McIntosh voted in favor) the motion failed. By way of consensus, the Board agreed that field staff should obtain ice from the Clubhouses as needed.

Mr. Marcel Bradley left the meeting at 12:50 PM.

By way of unanimous consensus the Board moved to place a hold on all piano refurbishments not yet complete.

Director Parker reported from the Landscape Committee.

Director Stone read a proposed resolution approving consolidating the Nursery to a single site, reduce plant inventory, reduce turf at GRF facilities and replace the turf with appropriate existing inventory. Director Stone moved the resolution. Director Feldstein seconded the motion and discussion ensued.

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

RESOLUTION 90-14-71

Consolidate Nursery to a Single Site, Reduce Plant Inventory, and Reduce Turf at GRF Facilities

WHEREAS, the Golden Rain Foundation hereby endorses consolidating the nursery to a single site, eliminating the Santa Maria facility; thus reducing water usage and lease payments; and

WHEREAS, the Golden Rain Foundation wishes to reduce the nursery's plant inventory while concurrently reducing turf at GRF facilities by replacing the turf with appropriate plants from the nursery's existing stock beginning with designated areas at Clubhouse 2 and 3, thereby reducing water usage; and applying for turf reduction rebates from El Toro Water District;

NOW THEREFORE BE IT RESOLVED, November 4, 2014, the Board of Directors of this Corporation hereby approves consolidating the nursery to a single site, eliminating the Santa Maria facility and replacing the turf with appropriate plants from existing inventory starting with Clubhouse 2 and 3; 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 Palmer reported from the Energy Committee.

Mr. Marcel Bradley reentered the meeting at 1:15 PM and discussed the Clubhouse 5 parking lot LED lighting project.

Director Stone moved to approve single sourcing the Clubhouse 5 parking lot LED lighting contract. Director Moore seconded the motion.

Director Stone moved to amend the motion to add: Not to exceed \$12,000 per resolution 90-14-63 and single source to Supergreen Solutions, with the condition that the work will be completed within 30 days of having the inventory. Director Stone accepted the amendment.

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

Director Stone reported from the Clubhouse 2 Renovation Ad Hoc Committee.

Mr. Bradley left the meeting at 1:40 PM.

FUTURE AGENDA ITEMS

The Board discussed Club sponsors and a computer for the Director's room as possible future agenda items.

DIRECTORS' COMMENTS

The Directors made their final comments.

MEETING RECESS

The regular open meeting recessed at 1:55 PM. and reconvened into Executive Session at 2:30 PM.

Summary of Previous Closed Session Meetings per Civil Code Section §4935

During its Regular Executive Session Meeting of October 7, 2014, the Board approved the minutes of the September 2, 2014 Regular Executive Session and the minutes of the September 10, 2014, September 24, 2014, and September 30, 2014 Special Executive Sessions. The Board held two member disciplinary hearings; discussed further research concerning AEDs; discussed and considered CBS Contract; discussed and considered Moulton Parkway; discussed and considered City letter to Eric Tolles; provided an update on Restaurant 19 Contract; and reviewed the Litigation Status Report.

ADJOURNMENT

There being no further business to come before the Board of Directors, the meeting adjourned at 4:00 PM.

Mary Stone, Secretary