

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

**February 3, 2015**

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, February 3, 2015, at 9:30 A.M., at 24351 El Toro Road, Laguna Woods, California.

Directors Present: Kathryn Freshley, Sharon Roddan, Lucy Shimon, Mary Stone, Dick Palmer, Stanley Feldstein, Margaret Klein, JoAnn di Lorenzo, Richard Johnston, Kim Shirley, John Beckett

Directors Absent: None

Others Present: Open Session: Jerry Storage, Kim Taylor, Cris Robinson,  
Executive Session: Jerry Storage, Kim Taylor, Cris Robinson,  
Luis Rosas, Betty Parker

**CALL TO ORDER**

President Kathryn Freshley 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 Lucy Shimon 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 Shimon moved to add to the agenda under New Business as Agenda Item 11(e) Discuss and Consider Election of Officers. Director Stone seconded the motion. By a vote of 9-0-0 the agenda was unanimously approved as amended.

**APPROVAL OF THE MINUTES**

Director Feldstein moved to approve the Regular Open Session minutes of January 6, 2015 as written. Director Shimon seconded the motion. By a vote of 10-0-0 the motion carried.

Director Feldstein moved to approve the Special Open Session minutes of January 29, 2015 as written. Director Shimon seconded the motion. By a vote of 10-0-0 the motion carried.

Director Stanley Feldstein and Mr. Jerry Storage left the meeting at 9:40 AM and returned at 10:00 AM.

**MEMBER COMMENTS**

- Frieda Gorelick (2058-B) commented on adding AEDs in the Community Center and at the Clubhouses and asked the audience to stand up and show their red paper hearts.

- Elaine Isaacs commented on adding AEDs in the Community Center and in the Clubhouses.
- Judith Troutman (3011-B) commented on craft and fashion shows in the Community and expressed concern of the implementation of the proposed changes to Clubhouse room reservation rates.
- Joan Milliman (969-3E) commented on the Property Services Operational Review.
- Mary Melgun (710-D) commented on charitable donations and expressed concern of the implementation of the proposed changes to the Clubhouse room reservation rates.
- Johnathan Adler (2315-B) commented on adding AEDs in the Community Center and Clubhouses.
- Maxine McIntosh (68-C) commented on the Board producing a list of objectives and having a special committee for new Board Members to share the Boards objectives.
- Sunshine Lutey and David Hartman (3232-D) commented on performance clubs, charity events and their concern of the implementation of the proposed changes to the Clubhouse room reservation rates.
- Lynnette Siler (331-O) commented on her concern of the implementation of the proposed changes to the Clubhouse room reservation rates.
- Wanda Clifton (886-C) commented on charity events and expressed concern of the implementation of the proposed changes to the Clubhouse room reservation rates.
- Joey Sims (2388-2F) commented on Meals on Wheels and donations for the Foundation of Laguna Woods Village.
- Marion Levine (438-D) commented on the potential loss of monies for the Foundation of Laguna Woods Village and the proposed changes to the Clubhouse room reservation rates and spoke to AEDs in the Community.
- Debbie Hallett (5359-C) read a letter to the Board regarding AEDs in the Community.
- Gladeen Barney (354-C) commented on changes to the Clubhouse room reservation rates.
- Jeanne Allen (3335-2F) commented on the Aquadettes and expressed concern over the proposed changes to the Clubhouse room reservation rates.
- Carol Skydell (3070-B) commented on her support of proposed changes to the Clubhouse room reservation rates.
- Pamela Grundke (2214-B) commented on the GRF Board being very unique and thanked the Board for the Hospitality Room at the Equestrian Center and announced that Residents Voice is hosting a monthly meeting to address issues.
- George Fisher (1-U) commented on the Gun Club, charitable work and his concern over the proposed changes to the Clubhouse room reservation rates and the installation of AEDs in the Community.
- Denny Welch (5517-1C) commented on the proposed changes to the Clubhouse room reservation rates and handed out a worksheet of rates.
- Bob Ring (5530-B) commented on the Historical Society and expressed concern over the proposed changes to the Clubhouse room reservation rates.
- Fred Sherman (3161-A) commented on charging less for charities that are holding events.
- Bill Lofholm (359-A) commented on Security Staff and gate access at Gate 1.

The Directors briefly responded to Members' comments.

### **GENERAL MANAGER'S REPORT**

Mr. Jerry Storage reported on the ongoing cost savings and efficiency measures that Staff implemented during January 2015 within the Community.

### **CHAIR'S REPORT**

President Freshley spoke to the presentation by Associa and the 17 initiatives presented at the January 16, 2015 meeting, and announced that the Boards are hiring a consulting firm to conduct an independent Operational Audit of ongoing processes. President Freshley also provided a brief overview of the selection of Members for the Select Audit Task Force and their duties.

### **UNFINISHED BUSINESS**

Director Stone moved to table Agenda Item 10(a) Entertain Motion to Approve Delegation of Actions and Commitments to the March meeting to give the Board an opportunity for further review. Director Shimon seconded the motion.

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

Director Stone read a proposed resolution approving imposing additional discipline on behalf of the Mutuals in an effort to help the Mutuals collect delinquent assessments. Director Stone moved to approve the resolution. Director Shimon seconded the motion. Discussion ensued.

Members Barbara Copley (410-D), Mutual 50 President Ryna Rothberg, and Third Mutual Director John McRae commented on the resolution.

Director Roddan moved to amend the resolution to add "upon written request from the Mutual." By a vote of 10-0-0 the amendment carried.

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

### **RESOLUTION 90-15-09**

#### **GRF to Hold Hearings on Behalf of the Mutuals in an Effort to Help the Mutuals Collect Delinquent Assessments**

**WHEREAS**, GRF Bylaw Section 4.5.2 expressly authorizes its Board of Directors to take disciplinary action or suspension action against any Mutual Member, Qualifying Resident, Co-Occupant, Tenant, and their guests for breach of the governing documents and rules and regulations of this Corporation, or of the Mutual of such Mutual Member; and

**WHEREAS**, GRF Bylaw Section 4.5.1 references the permissible discipline or suspension action that may be taken, including the restriction of the right to use any GRF facility; and

**WHEREAS**, the Mutuals have limited options to collect delinquent assessments; and

**NOW THEREFORE BE IT RESOLVED**, February 3, 2015, *upon written request from the Mutual*, the Board of Directors of this Corporation hereby specifically identifies that the right to take disciplinary or suspension action against a Mutual Member will include, but is not limited to, the suspension of the Mutual Member's right to use this Corporation's cable TV system in an attempt to help the Housing Mutuals collect delinquent assessments; and

**RESOLVED FURTHER**, that the officers and agents of this Corporation are directed on behalf of the Corporation to carry out this resolution.

Director Stone read a proposed resolution approving revisions to the GRF Committee assignments. Director Stone moved to approve the resolution. Director Shimon 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 90-15-10**

#### **GRF Committee Appointments**

**RESOLVED**, February 3, 2015 that the following persons are hereby appointed and ratified to serve on the Committees of this Corporation:

#### **Business Planning**

Kathryn Freshley, Chair (GRF)  
Margaret Klein, Vice Chair (GRF)  
Sharon Roddan (GRF)  
Jim Matson (Third)  
Wei-Ming Tao (Third)  
Pat English (United)  
Don Tibbetts (United)  
Chace Kendro (Mutual 50)

#### **Clubhouse 2 Renovation Ad Hoc Committee**

Mary Stone, Chair (GRF)  
Kim Shirley, Vice Chair (GRF)  
Richard Palmer (GRF)  
Rosemarie di Lorenzo Dickins (Third)  
Judith Troutman (Third)  
Jack Bassler (United)  
Ken Hammer (United)  
Ryna Rothberg (Mutual 50)

Non-Voting Advisors: TBD

**Community Activities**

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

**Energy Committee**

Richard Palmer, Chair (GRF)  
**Richard Johnston, Vice Chair (GRF)**  
JoAnn di Lorenzo, (GRF)  
Bert Moldow (Third)  
John Luebbe (Third)  
Eva Lydick (United)  
Jack Bassler (United)  
Alice Gokkes (Mutual 50)  
Non-Voting Advisors: Michele Stanton, Doug Rook

**Finance**

~~Margaret Klein, Chair (GRF)~~  
**Richard Johnston, Chair (GRF)**  
Mary Stone, Vice Chair (GRF)  
~~Kathryn Freshley (GRF)~~  
Margaret Klein (GRF)  
Rosemarie di Lorenzo Dickins (Third)  
Wei-Ming Tao (Third)  
Pat English (United)  
Don Tibbetts (United)  
Chace Kendro (Mutual 50)  
Non-Voting Advisor: TBD

**Financial Reporting Study Group**

Kathryn Freshley (GRF)  
Margaret Klein (GRF)  
Mary Stone (GRF)  
Rosemarie di Lorenzo Dickins (Third)  
Wei-Ming Tao (Third)  
Pat English (United)  
Lenny Ross (United)  
**Chace Kendro (Mutual 50)**  
Non-Voting Advisor: TBD

**Landscape**

Lucy Shimon, Chair (GRF)

JoAnn di Lorenzo, Vice Chair (GRF)

***Kim Shirley (GRF)***

James Tung (Third)

Judith Troutman (Third)

Jan LaBarge (United)

Eva Lydick (United)

Inesa Nord-Leth (Mutual 50)

Non-Voting Advisors: ***Elizabeth Morris, Pamela Grundke***

**Maintenance & Construction**

Sharon Roddan, Chair (GRF)

Richard Palmer, Vice Chair (GRF)

Kim Shirley (GRF)

Rosemarie di Lorenzo Dickins (Third)

Bunny Carpenter (Third)

Jack Bassler (United)

Don Tibbetts (United)

Ryna Rothberg (Mutual 50)

Non-Voting Advisors: TBD

**Media and Communications**

Stanley Feldstein, Chair (GRF)

JoAnn di Lorenzo, Vice Chair (GRF)

John Beckett (GRF)

Beth Perak (Third)

John Luebbe (Third)

Jan LaBarge (United)

Juanita Skillman (United)

Alice Gokkes (Mutual 50)

Non-Voting Advisors: Carol Skydell, Jonathan Adler

**Mobility & Vehicles**

Lucy Shimon, Chair (GRF)

John Beckett, Vice Chair (GRF)

***Richard Johnston (GRF)***

Bert Moldow (Third)

Ray Gros (Third)

Ming Lee Chang (United)

Tony Dauer (United)

John Dalis (Mutual 50)

Non-Voting Advisors: Mary Kay Tibbetts and Shirley Niederkorn

**Administrative Process and Procedures Ad-Hoc Committee**

Stanley Feldstein (GRF)

Mary Stone (GRF)  
Sharon Roddan (GRF)  
Rosemarie di Lorenzo Dickins (Third)  
Bunny Carpenter (Third)  
Pat English (United)  
Jack Bassler (United)  
***Ryna Rothberg (Mutual 50)***  
Non-Voting Advisor: TBD

**Security and Community Access**

Margaret Klein, Chair (GRF)  
Stanley Feldstein, Vice Chair (GRF)  
John Beckett (GRF)  
Ray Gros (Third)  
John Luebbe (Third)  
Tony Dauer (United)  
Anthony Liberatore (United)  
Lou Parker on behalf of (Mutual 50) – non-voting representative  
Non-Voting Advisors: Denny Welch, Mary Kay Tibbets

**Executive Traffic Hearing Committee**

Stanley Feldstein, Coordinator  
Per rotating basis

**Laguna Woods Village Traffic Court**  
***Stanley Feldstein (GRF)***

**RESOLVED FURTHER**, that Resolution 90-14-75 adopted December 2, 2014, is hereby superseded and cancelled; and

**RESOLVED FURTHER**, that the officers and agents of this Corporation are directed on behalf of the Corporation to carry out this resolution.

Director Stone read a proposed resolution approving revisions to the Select Audit Task Force Charter. Director Stone moved to approve the revisions to the Charter. Director Shimon seconded the motion and discussion ensued.

Director Stone moved to replace the word determine with 'recommend.' Director Beckett seconded the amendment. By a vote of 10-0-0 the amendment carried.

By a vote of 10-0-0 the Board approved the amendments as noted below:

**RESOLUTION 90-15-05 - APPROVED JANUARY 6, 2015**  
**REVISED FEBRUARY 3, 2015 RESOLUTION 90-15-11**  
**RESOLUTION 01-15-04 - APPROVED JANUARY 13, 2015**  
**RESOLUTION M50-15-06 - APPROVED JANUARY 15, 2015**  
**RESOLUTION 03-15-10 - APPROVED JANUARY 20, 2015**

## **LAGUNA WOODS VILLAGE CORPORATIONS SELECT AUDIT TASK FORCE CHARTER**

**RESOLVED**, February 3, 2015, that the Boards of Directors of this Corporation hereby assigns the duties and responsibilities of this Task Force, as follows:

### **MISSION**

The purpose of the Select Audit Task Force is to assist the Village corporations' oversight of:

- The independent public accounting firm's qualifications and independence.
- The performance of the independent public accounting firm and its relationship with the managing agent's accounting function.
- The managing agent's responsibilities to assure that there is in place an effective system of controls reasonably designed to:
  - Safeguard the assets and revenues of the corporations.
  - Assure the integrity of the financial statements of the corporations by ensuring all operating and reserve expenditures have been appropriately recorded and effectively presented to the corporate boards.
  - Maintain compliance with the ethical standards, policies, plans, and procedures of the four corporations and with all applicable laws and regulations.

**MEMBERSHIP** is determined by the Corporate Presidents, subject to approval by the respective boards. The Task Force shall be comprised of one representative from each corporation and one at-large member, ***appointed by the Task Force, who will either be the GRF President or the GRF Treasurer***, with audit or financial expertise. The Task Force members shall appoint a chair.

### **DUTIES AND RESPONSIBILITIES**

The Select Audit Task Force shall:

1. Meet as often as it determines is necessary to accomplish its duties and responsibilities.
2. Direct the preparation of Requests for Proposal for the annual audits of the financial statements of the Laguna Woods Village Corporations and ***determine recommend*** firm to be engaged.
3. Recommend the scope of any additional audit activities not already provided for in corporations' budgets as deemed necessary and appropriate.
4. Have oversight of the selected accounting firm engaged for the annual audit of the four Laguna Woods Village Corporations and the engaged audit firm shall report directly to the Select Audit Task Force.



5. Ensure the engaged audit firm submits to the Task Force annually a formal written statement delineating all relationships between the audit firm and the managing agent including its subsidiaries.
6. Receive from auditors any concerns regarding accounting, internal controls or audit matters, including the confidential anonymous submission by any managing agent employee regarding questionable accounting or auditing matters.
7. Discuss with the managing agent and the engaged auditor any disagreements regarding the financial reporting, audit problems or difficulties, and the agent's response thereto.
8. Review and discuss with the managing agent and the auditors, the audit reports for each corporation, in respect to any significant accounting financial reporting policies, issues or judgments made in connection with preparation or audit of each of the Village corporation's financial statements and other financial or informational reports provided to the Village corporate boards.
9. Recommend to the Village Corporation Finance Committees any appropriate action in connection with the audit reports received, reviewed and discussed.
10. Annually review the Task Force Charter and propose any changes deemed appropriate by the Task Force to the Village Boards for approval.
11. Perform such other tasks as are assigned by the Laguna Woods Village Boards.

**RESOLVED FURTHER**, that Resolution 90-15-05 adopted January 6, 2015, is hereby superseded and cancelled.

### **NEW BUSINESS**

Director Stone read a proposed resolution approving the formation of one Traffic Court for the entire community. Director Stone moved to approve the resolution. Director Beckett seconded the motion.

Director Stone moved to amend the resolution by adding "**RESOLVED FURTHER**, that the officers and agents of this Corporation are directed on behalf of the Corporation to carry out this resolution" at the bottom of the resolution. Director Beckett seconded the motion. By a vote of 6-5-0 (Directors Palmer, Klein, Shimon, Roddan and Feldstein opposed; President Freshley voted in favor to break the tie) the amendment carried.

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

### **RESOLUTION 9-15-12**

### **Laguna Woods Village Traffic Court**

**Whereas**, Laguna Woods Village is comprised of four corporations: Third Mutual, United Mutual, and Mutual 50 (hereinafter collectively referred to as "the Mutuels"), and Golden Rain Foundation (hereinafter referred to as GRF); and

**Whereas**, the Mutuels and GRF retain the services of security officers to enforce traffic rules and regulations within the boundaries of Laguna Woods Village, and the officers are empowered to issue notices of violations of those rules and regulations; and

**Whereas**, GRF and the Mutuels have maintained separate traffic committees for the purpose of enforcement hearings with respect to the notices of violation, and the imposition of the corresponding fines when the committee considers the violation to have been committed as charged; and

**Whereas**, traffic committees have previously been appointed to hear those cases which arose within the boundaries of the area subject to the jurisdiction of GRF or each of the individual Mutuels; and

**Whereas**, the need for separate committees has been obviated since uniform traffic rules and regulations have been adopted by GRF and the Mutuels; and

**Whereas**, economies of time and expense, as well as uniform enforcement, can be better achieved, by replacing all of the existing traffic committees, and instituting instead a single committee consisting of one director of GRF, and one director of each of the Mutuels, each to be appointed by the board of directors of which s/he is a member;

**Now therefore**, it is hereby resolved this third day of February, 2015, that all traffic committees heretofore created by any entity named in this resolution are hereby cancelled, and in lieu thereof a new committee shall be created as the Laguna Woods Village Traffic Court; and

**Further resolved**, that GRF, and each of the Mutuels shall each appoint one member of the respective board of directors to serve as a member of the Traffic Court; and

**Further resolved**, that the members of the Traffic Court shall rotate as the presiding member each month, with the presiding member refraining from voting on the issue of guilt or innocence of the person charged with the violation under consideration unless a member is absent and the vote of the presiding member is necessary to render a majority verdict

***RESOLVED FURTHER, that the officers and agents of this Corporation are directed on behalf of the Corporation to carry out this resolution.***

The Board discussed the appointment of the Board Secretary as United States Patent and Trademark Office Contact Person.

Director Stone moved to appoint the Board Secretary as the United States Patent and Trademark Office contact person. Director Roddan seconded the motion.

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

The Board discussed Attorney Feldsott engaging a Certified Real Estate Attorney for the review of Architectural and Construction Contracts.

Director Shirley moved to direct Attorney Feldsott to engage a Certified Real Estate Attorney for the review of Architectural and Construction Contracts for Clubhouse 2. Director di Lorenzo seconded the motion.

Member Maxine McIntosh (68-C), Third Director John McRae, and Member Jeanne Allen (3335-2F) commented on the motion.

Director Beckett moved to amend the motion to direct Attorney Feldsott to review all of the architectural and construction contracts for Clubhouse 2 and to suggest a certified specialist attorney to review the contracts, if needed. Director Roddan seconded the motion.

By a vote of 6-5-0 (Directors Klein, Shimon, Shirley, Johnston, and di Lorenzo opposed; President Freshley voted in favor to break the tie) the restated motion carried.

Director Stone moved to postpone Agenda Item 11(d) Discuss and Consider Committee Reports to the April Regular Open Board meeting. Director Feldstein seconded the motion. By a vote of 10-0-0 the motion carried.

The Board entertained nominations for Officer Appointments.

### **PRESIDENT**

President Kathryn Freshley entertained nominations for President.

Director Feldstein nominated Director Kathryn Freshley for the position of President. Director Stone seconded the nomination. Director Freshley accepted the nomination.

Absent additional nominations, the floor was closed to nominations. By way of acclamation Director Kathryn Freshley was elected President.

### **FIRST VICE PRESIDENT**

President Freshley entertained nominations for First Vice President.

Director Roddan nominated Director Lucy Shimon for the position of First Vice President. Director Feldstein seconded the nomination. Director Shimon accepted the nomination.

Absent additional nominations, the floor was closed to nominations. By way of acclamation Director Lucy Shimon was elected First Vice President.

### **SECOND VICE PRESIDENT**

President Freshley entertained nominations for Second Vice President.

Director Stone nominated Director Sharon Roddan for the position of Second Vice President. Director Feldstein seconded the nomination.

Absent additional nominations, the floor was closed to nominations. By way of acclamation Director Sharon Roddan was elected Second Vice President.

### **SECRETARY**

President Freshley entertained nominations for Secretary.

Director Shimon nominated Director Mary Stone for the position of Secretary. Director Palmer seconded the nomination. Director Stone accepted the nomination.

Absent additional nominations, the floor was closed to nominations. By way of acclamation Director Mary Stone was elected Secretary.

### **TREASURER**

President Freshley entertained nominations for Treasurer.

Director Shirley nominated Director Margaret Klein for the position of Treasurer. Director Beckett seconded the nomination. Director Klein accepted the nomination.

Director Roddan nominated Director Richard Johnston for the position of Treasurer. Director Feldstein seconded the nomination. Director Johnston accepted the nomination.

Absent additional nominations, the floor was closed to nominations. By way of secret ballot Director Richard Johnston was elected Treasurer by a vote of 9-2.

Secretary Stone read a proposed resolution ratifying the Board Officers. Director Stone moved to approve the resolution. Director Feldstein seconded the motion.

The Board took a brief recess at 12:50 PM for lunch and returned at 1:30 PM.

Director Klein was not present for the vote.

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

### **RESOLUTION 90-15-13**

#### **Golden Rain Foundation Board Officers**

**RESOLVED**, February 3, 2015, that the following persons are hereby elected as officers of this Corporation:

Kathryn Freshley	President
Lucy Shimon	1st Vice President
Sharon Roddan	2nd Vice President

Mary Stone Secretary

Richard Johnston Treasurer

**RESOLVED FURTHER**, that the following person is hereby appointed as ex-officio officer of this Corporation:

Jerry Storage Vice President

**RESOLVED FURTHER**, that Resolution 90-14-72, adopted November 12, 2014 is hereby superseded and canceled.

### **CONSENT CALENDAR**

No Consent Calendar items came before the Board.

### **COMMITTEE REPORTS**

Director Johnston reported from the Finance Committee.

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

Director Stone read a proposed resolution approving to award the Clubhouse 2 Renovation Design contract to Carlile Coatsworth Architects, Inc., in the amount of \$298,000, funded from Capital Plan P15013. Director Stone moved to approve the resolution as read and amended by changing the amount to \$298,000. Director Shirley seconded the motion and discussion ensued.

Member Maxine McIntosh (68-C) commented on the resolution.

Director Klein entered the meeting at 1:40 PM.

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

### **RESOLUTION 90-15-14**

#### **Design Contract Award to Carlile Coatsworth Architects, Inc. In the Amount of ~~\$260,000~~ \$298,000**

**WHEREAS**, on September 2, 2014 the Board of Directors of this Corporation approved Capital Plan P15013 to renovate Clubhouse 2 with an appropriation of \$4,000,000; and

**WHEREAS**, the Clubhouse 2 Renovation Ad Hoc Committee reviewed conceptual design presentations from two Architects and has endorsed Carlile Coatsworth Architects, Inc.; and

**NOW THEREFORE BE IT RESOLVED**, February 3, 2015, the Board of Directors authorizes contract award to Carlile Coatsworth Architects, Inc. in the amount of ~~\$260,000~~ **\$298,000** funded from Capital Plan P15013; 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.

Director Shimon reported from the Landscape Committee.

Director Stone reported from the Community Activities Committee.

Director Roddan reported from the Maintenance & Construction Committee.

Without objection, the Board removed Agenda Item 18(a) Discuss and Consider Making Changes to the Intersection of Avenida Sosiega at San Amadeo from the agenda.

Director Shimon reported from the Mobility and Vehicles Committee.

Director Klein reported from the Security & Community Access Committee.

Director Feldstein reported on the Traffic Hearings from the last month.

Director Feldstein reported from the Media and Communications Committee.

The Board discussed the Broadband Services Cost and Comparison Review presentation handout attached to the agenda.

The Board discussed having professional photos taken of the Board Members for posting on the website.

Director Feldstein moved to have staff take the photos of all the Board Members for posting on the website and distribution. Director Beckett seconded the motion.

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

#### **FUTURE AGENDA ITEMS**

Due to time constraints the Board did not discuss future agenda items.

#### **DIRECTORS' COMMENTS**

The Directors briefly made their final comments.

#### **MEETING RECESS**

The regular open meeting recessed 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 January 6, 2015, the Board approved the minutes of the December 2, 2014 Regular Executive Session and the minutes of January 22, 2014 Special Executive Session. The Board held two member disciplinary hearings; discussed and considered legal matters; discussed and considered the review of legal invoices; discussed and considered the application for the rebate for the Recycled Water Expansion Project with the El Toro Water District; discussed and considered the retention of the full Closed Session agenda packet; and discussed liabilities regarding AED equipment in GRF facilities.

**ADJOURNMENT**

There being no further business to come before the Board of Directors, the meeting adjourned at 6:20 PM.

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Mary Stone, Secretary