

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

July 7, 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, July 7, 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, Margaret Klein, Richard Johnston, John Beckett, JoAnn di Lorenzo, Stanley Feldstein, John Parker

Directors Absent: None

Others Present: Open Session: Jerry Storage, Kim Taylor, Kristine Courdy, Cris Robinson, Mr. Scott McPherson of Merlone, Geir Partners, Mr. John Besmehn of Pangea
Executive Session: Jerry Storage, Kim Taylor, Cris Robinson, Blessilda Fernandez, Stanley Feldsott of Feldsott & Lee

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 John Beckett 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 Beckett moved to approve the agenda and Director di Lorenzo seconded the motion.

Director Johnston moved to amend the motion by removing from the agenda item 12b "Entertain Motion to Ratify Resolution to Obtain Credit". Director Roddan seconded the motion.

Director Shimon moved to add to the agenda "Election of Officers" as agenda item 12b. Director di Lorenzo seconded the motion. By a vote of 10-0-0 the motion carried unanimously.

By a vote of 10-0-0 the agenda was approved as amended.

APPROVAL OF THE MINUTES

Director Shimon moved to approve the minutes of June 2, 2015. Director Roddan seconded the motion.

By a vote of 9-0-1 (Director Parker abstained) the motion carried and the minutes of June 2, 2015 were approved as written.

Mr. Scott McPherson of Merlone, Geir Partners provided a presentation of the Laguna Hills Mall renovation.

CHAIR'S REPORT

President Freshley spoke of the process that the Community is currently going through and changes necessary to keep pace with the times. President Freshley provided an overview of the meetings that the Boards have had with Associa. President Freshley spoke to the employees of PCM, Inc., spoke to rumors regarding TV6, and asked the Community to spread truth not gossip.

MEMBER COMMENTS

- Isabel Muennichow (5285) commented on the Board making decisions to self-manage during a closed session meeting and asked that the Board have an open meeting at CH3 to hear residents' perspectives.
- Norlyn Schulz (73-P) commented on the GRF Board's decision to terminate the Management Agreement with Associa PCM and spoke to recalling the GRF Board.
- Neville Ginsberg (2393-3A) spoke to making a change in the Community.
- John Luebbe (3301-A) spoke to the GRF Board doing too much too fast and provided examples.
- Joan Milliman (969-3E) commented on CAC items not being on the agenda.
- Denny Welch (5517-1C) asked the Board to approve a box being placed at the reception desk in the Community Center building for her survey.
- Rae Tso (3256-A) spoke to the governance of the Community, commented on the GRF Board terminating the Management Agreement with Associa PCM and spoke to recalling the GRF Board.
- Dolores O'Connor (2200-D) spoke to the GRF Board's decision to terminate the Management Agreement with Associa PCM.
- Nancy Platka (5061) spoke to the GRF Board's decision to terminate the Management Agreement with Associa PCM.
- Diane Meadow (5444) spoke to the GRF Board's decision to terminate the Management Agreement with Associa PCM.
- Maggie Blackwell (71-D) spoke to the GRF Board's decision to terminate the Management Agreement with Associa PCM.
- Bill Ring (149-A) spoke to the GRF Board's decision to terminate the Management Agreement with Associa PCM.
- Jerry Gross (5577-A) spoke to the GRF Board's decision to terminate the Management Agreement with Associa PCM.
- Pat Feeney (2399-1E) spoke to the GRF Board's decision to terminate the Management Agreement with Associa PCM.
- Ben Stables (5275) asked for clarification regarding the ad placed in the Globe last week by GRF.

- Pat English (928-A) commented on Staff not being terminated, only Associa is being terminated, spoke to a CEO being hired, and the structure of the Community will be run similar to a city structure.
- Pamela Grundke (2214-B) spoke to her support of each GRF Board Director.
- Gloria Moldow (3503-A) spoke to the possibility of losing good employees and asked the Board to take into consideration re-evaluating their decision.
- Donna Dwaileebe (3301-A) spoke to the GRF Board's decision to terminate the Management Agreement with Associa PCM and issues that have occurred during the past year.
- Burt Baum (3524-B) asked about FutureSense and spoke to the GRF Board's decision to terminate the Management Agreement with Associa PCM.
- Maxine McIntosh (68-C) spoke to free speech and recalling the GRF Board and commented on Clubhouse 2.
- Cheryl Fennik (2350-C) thanked the Board and offered her support of the Board.
- Lucy Faulk (3377-A) thanked the Board for their work and stated her support of the GRF Board.
- Greg Corigliano of 5171-B spoke to transparency with regard to terminating the Management Agreement with Associa PCM.
- Franklin Smith (5369-3D) commented on the American Revolution, Democracy, revolutions and transparency with regard to the Laguna Woods Village Website.
- Juanita Skillman (2154-N) commented on all the Boards working together.
- Lionel Simons (55-R) spoke to divisive issues tearing apart a Community.
- Mike Straziuso (4006-2E) spoke to transparency and Closed Session meetings, FutureSense, and Pangea.
- Bob Cummings (5095) commented on who is going to oversee Staff.
- Carol Skydell (3070-B) thanked the Board for their work and expressed her support of the GRF Board.
- Ryna Rothberg (704) commented on the PCM, Inc. Management Agreement and Mutual No. Fifty and stated that Mutual No. Fifty is not in complete agreement with the GRF Board regarding termination of the contract.
- Cynthia Conners (3242-3A) commented on the rising of the cost of living, and improving the community for future Members and the Board's duty to keeping a fresh, well-maintained, desirable community.

The Directors briefly responded to Members' comments.

Director JoAnn di Lorenzo and Mr. John Besmehn of Pangea provided a presentation on "A Week in the Village."

UNFINISHED BUSINESS

Director John Beckett provided a presentation from the AED Task Force.

The Secretary of the Corporation, Director Stone read a proposed resolution approving the proposed Gate Clearance Violations Policy which establishes a fine schedule for violations, which was postponed in May to satisfy the 30-day notification requirement. Director Roddan

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

Member Denny Welch (5517-1C) commented on the resolution.

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

Gate Clearance Violations – Fee *Fine* Schedule

Resolution 90-15-36

Adopted July 2015

WHEREAS, the Golden Rain Foundation (GRF) has established rules for non-resident gate access for clubhouses and other facilities; and

WHEREAS, the same rules apply for non-resident gate access to manor residences with the exception of the use of the Tear Off Flyer for estate sales/sales with non-resident guests; and

NOW THEREFORE BE IT RESOLVED, July 7, 2015, the Board of Directors of this Corporation hereby adopts a ~~Fee~~ ***Fine*** Schedule for violations to the gate clearance rules; and

RESOLVED FURTHER, a ~~Member~~ ***Resident*** who violates the gate clearance rules for non-residents shall pay a ~~fee~~ ***fine*** of \$100 for the First Offense; \$150 for the Second Offense; and \$200 for the Third Offense; and

RESOLVED FURTHER, upon a Third Offense, in addition to the ~~Fee~~ ***Fine***, the ~~Member~~ ***Resident*** will be brought before the GRF Disciplinary Committee to determine if further action is needed; and

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

The Secretary of the Corporation, Director Stone read a proposed resolution approving revisions to the Trust Facilities Fee Resolution 90-13-106, which was postponed in May to satisfy the 30-day notification requirement. Director Stone moved to approve the resolution. Director Klein seconded the motion and discussion ensued.

Members Pat Feeney (2399-1E), John Luebbe (3301-A), and Maxine McIntosh (68-C) commented on the resolution.

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

RESOLUTION 90-15-37

Trust Facilities Fee

WHEREAS, as Trustee of the Golden Rain Foundation Trust, the Board of Directors of the Golden Rain Foundation is required to ~~enhance~~ **maintain** and improve the recreational and other amenities available to all residents of Laguna Woods Village; and

WHEREAS, the Board of Directors finds that reinstatement of the capital contribution to the Trust originally required to be made for each manor sold will ensure the continuation of the amenities that make Laguna Woods Village unique;

NOW THEREFORE BE IT RESOLVED, July 7, 2015 that as Trustee of the Golden Rain Foundation Trust, a declaration of Trust recorded March 6, 1964, the Board will impose a fee, to be known as the "Trust Facilities Fee", in accordance with all terms and conditions contained in this policy statement and in California Civil Code ~~§1368(c)(2)~~ **4580** (as amended by Senate Bill 1128, Stats 2010 Chapter 322, §2, effective January 1, 2011), on all transactions involving the purchase of a separate interest in any of the Trustors' common interest developments (United Laguna Woods Mutual, Third Laguna Hills Mutual and Mutual Fifty, each of which is hereinafter referred to as a "Trustor") within the City of Laguna Woods, as an obligation of the purchaser(s).

RESOLVED FURTHER, the Trust Facilities Fee will be a fixed amount, as determined from time to time by the Trustee of the Golden Rain Foundation Trust. The entirety of each such fee, when and as paid by the purchaser(s), shall be deposited into the Trust Facilities Fee Fund and shall be applicable to all such transactions, excluding the following transfers of a separate interest:

1. Where at least one of the purchasers has paid a Trust Facilities Fee to the Golden Rain Foundation Trust at any time prior to the close of escrow on the purchase of a separate interest;
2. Where ownership of a separate interest is joined between a current beneficiary of a Trustor and a non-beneficiary spouse, domestic partner or other relative of such beneficiary;
3. Where ownership of a separate interest is transferred to a non-beneficiary of a Trustor by gift or through inheritance from a beneficiary of a Trustor;
4. Where ownership of a separate interest is transferred by a beneficiary of a Trustor to the current qualifying resident (as defined in the Bylaws of each Trustor) of the separate interest, where the transferor has never been a qualifying resident and has previously paid a Trust Facilities Fee; or
5. Where ownership of a separate interest is being transferred to a trust

whose settlor or principal beneficiary is the transferor, or to another trust for estate planning purposes.

RESOLVED FURTHER, effective with escrows opened, or purchase contracts signed, on or after January 1, 2014, the Trust Facilities Fee shall be set at \$2,500.00 until modified by the Trustee; and

RESOLVED FURTHER, in accordance with California Civil Code ~~§1368(c)(2)(B)(iii)~~ **4580** each new purchase of a separate interest in any of the Trustors' common interest developments within the City of Laguna Woods to which this Trust Facilities Fee applies (i.e., all new purchases other than a transfer qualifying for any of the exclusions set forth in subparagraphs 1-5 above), shall in compliance with California Civil Code ~~§1368(c)(2)(B)(iii)~~ **4580** have the option to either:

- (i) pay the fee in its entirety at the time of transfer; or
- (ii) pay the fee amount pursuant to an installment payment plan for a period of seven (7) years.

If the purchaser elects to pay the fee in installment payments under the second of the above statutorily permitted options, then the Trustee may also collect additional amounts not to exceed the actual costs for billing and financing on the amount owed (as set forth below, and in compliance with the Davis-Stirling Act, as the same may be amended from time to time), and if the purchaser sells their separate interest prior to the end of the installment payment plan period, he or she shall pay the remaining balance of the fee owed to the Trustee prior to transfer. A fee of \$10 will be imposed for any late payments.

The Golden Rain Foundation Board shall assess a one-time fee for the preparation of the promissory note. The Golden Rain Foundation Board shall also assess a handling fee of \$252.00 until later modified by the Board and interest, if applicable, at the minimum rate allowed by law. The monthly payment of the Trust Facilities Fee, the handling fee and interest, if applicable, shall be due on the 1st day of each month; and

RESOLVED FURTHER, Resolution 90-13-106, adopted December 3, 2013 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

Without objection, the Board moved Agenda Item 12a "Discuss and Consider Posting Coyote Warning Signs - Presentation by Animal Services Officer" to the August Board meeting.

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 Palmer nominated Director Lucy Shimon for the position of First Vice President. Director di Lorenzo 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 Johnston 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 Beckett nominated Director Mary Stone for the position of Secretary. Director Roddan 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 Shimon 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 acclamation Director Richard Johnston was elected Treasurer.

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

Director Stone read a resolution approving revisions to the GRF appeals process for resident member requests, Director Feldstein noting a scribner's error in number 2 of Now Therefore be it Resolved:

RESOLUTION 90-15-XX

Appeals Process for Resident Members' Requests made to GRF

WHEREAS, from time to time Resident Members seek approval from the Golden Rain Foundation Board of Directors on many matters of Corporate business by way of the committee structure for review of a question that will ultimately be determined by the Board; and

WHEREAS, such committees forward recommendations regarding Members' requests to the Golden Rain Foundation Board for consideration, and if the proposed request is disapproved, then such decision is subject to appeal to the Golden Rain Foundation Board by the Mutual Member;

NOW THEREFORE BE IT RESOLVED, September 1, 2015 that the Board of Directors of this Corporation hereby establishes the following appeal process for Resident Members' requests made to Golden Rain Foundation Board:

1. Within 30 days of the Board's decision a requesting Member may appeal the Board's decision by requesting another review by the appropriate GRF Committee.
2. Upon receipt and review of the recommendation from the Committee, the Board of Directors ~~will~~ **shall** make a final decision in the regular course of its business.
3. No further appeals will be granted for a twelve (12) month period from the date of the Board's final decision on the appeal. This twelve-month period shall apply to both the original requesting Resident Member and the subsequent members(s) on the same issue, if any.

RESOLVED FURTHER, Resolution 90-08-69, adopted October 7, 2008 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 moved to postpone the resolution and Director di Lorenzo seconded the motion.

By a vote of 10-0-0 the resolution was approved and postponed to the September meeting to comply with Civil Code §4360, to satisfy the 30-day notification requirement.

Ms. Kristine Courdy entered the meeting at 1:45 PM.

The Board discussed the proposal from The Willows as follows: 1) The Willows to turn over ownership of the Via Vista sidewalk to Laguna Woods Village in exchange for the Village's assistance in the cost of fencing replacement along The Willows property line, 2) request to share signage wall space on Santa Maria, 3) request that Laguna Woods Village relocate the existing bus stop at Gate 8 to somewhere inside Gate 8, and 4) relocation of the USPS mailbox currently located on Via Vista.

The Board agreed to investigate the relocation of the bus stop and signage, but is not interested in participating in the cost of fence replacement in exchange for ownership of the Via Vista sidewalk. Also, the Board agreed that any relocation of the USPS mailbox on Via Vista would be the responsibility of the USPS, and that The Willows will need to speak with the USPS regarding that matter.

Ms. Kristine Courdy left the meeting at 2:00 PM.

CONSENT CALENDAR

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

Community Activities Committee Recommendations

Denied the request from Third Mutual to install paint palette color displays at Clubhouses Four and Five.

Accepted the donation from resident Trula Dresser of a 2001 EZ-GO Electric golf cart.

COMMITTEE REPORTS

Director Johnston reported from the Finance Committee and presented the Treasurer's Report.

The Secretary of the Corporation, Director Stone read a proposed resolution approving revisions to the Obsolete Equipment Policy. Director Stone moved to approve the resolution. Director Palmer seconded the motion and discussion ensued.

Member John McRae (5500-2H) commented on the resolution.

RESOLUTION 90-15-XX

OBSOLETE EQUIPMENT POLICY

WHEREAS, in the normal course of business the Golden Rain Foundation (GRF) replaces items of equipment that have reached the end of their economic lives, have become expensive or impossible to maintain or have otherwise become obsolete; and

WHEREAS, GRF determines through its capital planning process or via supplemental appropriation which items of capital equipment are to be replaced; and

WHEREAS, unless otherwise expressly authorized by the Board of Directors of this Corporation, all items shall be disposed of; and

WHEREAS, GRF desires to optimize the proceeds from the disposal of such equipment;

NOW THEREFORE BE IT RESOLVED, July 7, 2015 that all GRF equipment to be disposed of will be sold using a variety of selling methods including off-site auctioneer, on-site auctioneer, on-site sales, sealed bid process, and online classified advertisements to provide the maximum net proceeds as determined by the Warehouse Manager; and

RESOLVED FURTHER, that parts can be removed from certain obsolete vehicles and equipment if those parts are difficult to procure or the value of keeping the parts is more than the estimated sale of the obsolete equipment; and

RESOLVED FURTHER, that when using the sealed bid process, such items will be publicized at no cost to the community in local media, such as on TV6, in the community newspaper, and on the community's website, and

RESOLVED FURTHER, that the Warehouse Manager or Warehouse Coordinator will inform equipment dealers and others who may be interested in purchasing any of the obsolete equipment; and

RESOLVED FURTHER, that any notice will include a place and times for inspection of the equipment and a date or deadline for bidding; and

RESOLVED FURTHER, that a minimum acceptable bid amount will be set on all equipment to be disposed of that has an estimated value of \$1,000 or more, as determined by the manager of the user department in conjunction with the Warehouse Manager or Warehouse Coordinator; and

RESOLVED FURTHER, vehicles to be disposed of shall be noticed to the community for a sealed bid auction with a minimum reserve; if the minimum reserve is not met at the sealed bid auction the vehicle will be sent to public auction; and

RESOLVED FURTHER, that when using the sealed bid process, all bids will be opened by the Warehouse Coordinator and/or Warehouse Manager, and the highest bid will be accepted; and

RESOLVED FURTHER, that all such sales will be for cash and will be consummated, including removal of the obsolete equipment from GRF premises, within two weeks of acceptance of bid, and

RESOLVED FURTHER, that any equipment that is deemed to pose a significant threat to the safety of a purchaser or user, or would cost more money to sell than the estimated value of the item, or remains unsold after all reasonable efforts are made, will be disposed of in the proper waste receptacle and in compliance with applicable laws and ordinances; and

RESOLVED FURTHER, that any individual participating in the decision to dispose of an obsolete item shall be precluded from purchasing that item, and

RESOLVED FURTHER, that Resolution 90-12-32 adopted March 6, 2012 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 Feldstein moved to send the proposed changes to the policy back to the Finance Committee for further review of the policy and the procedures and make any necessary changes. Director Shimon seconded the motion.

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

Director Stone reported from the Community Activities Committee.

The Secretary of the Corporation, Director Stone read a proposed resolution approving the Art Display Task Force's request for funding not to exceed \$5,000. Director Stone moved to approve the resolution. Director Parker seconded the motion and discussion ensued.

Members Maxine McIntosh (68-C) and Jan LaBarge (637-B) commented on the resolution.

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

RESOLUTION 90-15-38

Art Study Group Proposal and Request for Funding

WHEREAS, in March of 2015 the Art Study Group was formed to review placement of art throughout the clubhouses in Laguna Woods Village; and

WHEREAS, the Community Activities Committee has recommended that GRF approve the proposal and strategy for ~~hanging framed~~ **displaying** art work and the request for funding as presented by Art Study Group;

NOW THEREFORE BE IT RESOLVED, July 7, 2015, that the Board of Directors of this Corporation hereby approves an unbudgeted operating expense in Recreation, not to exceed \$5,000, for the placement of various art work throughout the clubhouses; and

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

Director Johnston reported from the Administrative Processes and Procedures Ad-Hoc Committee.

Director Shimon reported from the Landscape Committee.

Director Shimon reported from the Mobility and Vehicles Committee.

Director Roddan reported from the Maintenance and Construction Committee.

The Board discussed repurposing the Shuffleboard Building B in the 30-Year Capital Plan to coincide with Clubhouse 1 renovation. This item was sent back to the GRF Maintenance and Construction Committee for further evaluation.

The Secretary of the Corporation, Director Stone read a proposed resolution approving the Clubhouse 1 Bocce Court outdoor sink connected to the Women's shower facility. Director di Lorenzo moved the resolution. Director Roddan seconded the motion and discussion ensued.

Member Don DiMaggio (626-Q) commented on the resolution and presented cost information regarding the sink.

Director Roddan moved to amend the resolution to delete "with GRF contributing 50% of the total cost" and "with the contingency that the Bocce Club to contribute 50% of the total cost" from the resolution. Director di Lorenzo seconded the motion.

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

RESOLUTION 90-15-39

Clubhouse 1 Bocce Sink

WHEREAS, the GRF Community Activities and the GRF Maintenance and Construction Committees are recommending that the Board approve the request of the Bocce and Social Club to have an outdoor sink with hot and cold water installed at the north-end patio at the back of the women's locker room;

NOW THEREFORE BE IT RESOLVED, July 7, 2015, the Board of Directors of this Corporation hereby authorizes installation of an outdoor sink connected to the women's shower facility at the north-end patio at Clubhouse 1, ~~with GRF contributing 50% of the total cost,~~ at an amount not to exceed \$2,000, funded from the 2015 Miscellaneous Capital Plan, ~~with the contingency that the Bocce Club to contribute 50% of the total cost;~~ and

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

Director Roddan reported from the Security and Community Access Committee.

Director Feldstein reported from the Laguna Woods Village Traffic Hearings.

Director Feldstein reported from the Media and Communications Committee.

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

Director Palmer recanted previous statements he had made during responses to Members' Comments concerning Associa, and then reported from the Energy Committee.

The Secretary of the Corporation, Director Stone read a proposed resolution approving a Supplemental Appropriation of \$8,000 to complete the LED lighting upgrades at the Table Tennis and Fitness Center. Director Stone moved to approve the resolution. Director Shimon seconded the motion and discussion ensued.

Director Stone moved to amend the motion as noted below. Director Palmer seconded the motion.

By a vote of 8-1-0 (Director Klein opposed; Director Beckett was absent from the vote), the motion carried and the Board of Directors adopted the following resolution as amended:

RESOLUTION 90-15-40

Supplemental Appropriation to Complete Installation of LED Lights in the Community Center Building

WHEREAS, the fluorescent light fixtures in the Community Center ~~conference rooms and in the table tennis room~~ **building** were installed at the time of construction and subsequent innovations in lighting technology, including Light Emitting Diode (LED) lighting are now available; and

WHEREAS, Resolution 90-14-79 approved a supplemental appropriation to replace existing fluorescent tube lights with LED tube lights in the Community Center building with an appropriation of \$10,000. After the bidding process was complete the cost of the project is higher than anticipated;

NOW THEREFORE BE IT RESOLVED, July 7, 2015, the Board of Directors of this Corporation hereby authorizes an additional supplemental appropriation of \$8,000, funded from the Facilities Fund, for replacing the existing fluorescent tube lights with LED tube lights in the Community Center *including* the table tennis room and the fitness center; and

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

FUTURE AGENDA ITEMS

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

DIRECTORS' COMMENTS

The Directors made their final comments.

MEETING RECESS

The Board took a brief recess at 12:30 PM for lunch and returned at 1:30 PM. During the lunch break the Board went into Closed Session and discussed re-titling of GRF properties with Mr. Doug Schaaf from Paul Hastings.

The regular open session meeting recessed and reconvened into Executive Session at 4:00 PM.

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

During its Regular Executive Session Meeting of June 2, 2015 the Board approved the Regular Executive Session meeting minutes of May 5, 2015 as written, and the Special Executive Session meeting minutes of May 15, 2015 as written. The Board approved one hearing request; discussed telephone book distribution in the Community; held two (2) Disciplinary Hearings; considered Title Change – GRF Properties Matter; discussed a subpoena for production of business records from Catherine J. Weinberg on behalf of MBT; reviewed the Litigation Status Report; and discussed and considered litigation matters.

During the Special Executive Session All Boards Meeting of June 25, 2015 the Board discussed and considered contractual and legal matters.

During the Special Executive Session All Boards Meeting of July 2, 2015 the Board discussed and considered contractual and legal matters.

ADJOURNMENT

There being no further business to come before the Board of Directors, the meeting adjourned at 5:10 PM.

Mary Stone, Secretary