

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 5, 2016

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 5, 2016, at 9:30 A.M., at 24351 El Toro Road, Laguna Woods, California.

Directors Present: John Parker, Beth Perak, John Beckett, Joan Milliman, John Luebbe, JoAnn diLorenzo, Richard Johnston

Directors Absent: Mike Comer, Richard Palmer, Judith Troutman, Richard Johnston (Executive Session)

Staff Present: Open Session: Brad Hudson, Kim Taylor, Russ Ridgeway, Chuck Holland
Executive Session: Brad Hudson, Kim Taylor, Jacob Huanosto

Others Present: Fred Whitney and Robert Hartley of Neuland Whitney & Michael, Corporate Counsel

CALL TO ORDER

Acting President John Parker 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 AM.

PLEDGE OF ALLEGIANCE TO THE FLAG

Director Beth Perak 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 diLorenzo moved to approve the agenda as written. Director Luebbe seconded the motion. By a vote of 6-0-0 the motion carried.

APPROVAL OF THE MINUTES

Director diLorenzo moved to approve the regular meeting minutes of June 7, 2016, as written. Director Perak seconded the motion. By a vote of 6-0-0 the motion carried.

CHAIR'S REPORT

Chair Parker spoke to the dissention within the Community almost one year ago, changes that have occurred over the year, staffing changes in key positions, embracing technology, making the Community more efficient, service oriented, and safer, the Boards working more cooperatively, finding common ground and common interests. Chair Parker encouraged those in attendance and watching TV6 to consider running for the Board. Chair Parker stated that most issues that come before the Board or Board committees are because someone has

recognized a problem or a need. Chair Parker provided an overview of the process of the meeting today and stated that because there are a large number of residents who would like to speak; Member Comments will be limited to two minutes each, and asked for cooperation from the Members.

Update from VMS – Director Lisa Bender

Ms. Lisa Bender, Director, Village Management Services, Inc. (VMS) Director Bender spoke to staffing in Security, security training, safety training, the General Services Director, Ernesto Munoz, P.E., is assessing Community transportation, sidewalks, roads, and she welcomed him to the Community. Director Bender stated that recruitments for Recreation Director and a Controller are underway and spoke to contract renewals and purchasing. Director Bender commented on the VMSI Board work on Strategic planning, five goals were implemented: 1. Provide exemplary customer service; 2. Facilitate efficient operations; 3. Provide a safe community; 4. Provide transparent communications; and 5. Become an employer of choice. Director Bender stated that the Boards are currently reviewing the 2017 proposed budget and thanked the Board and Community for their time and commitment.

CEO REPORT

Mr. Bradley Hudson, CEO/General Manager, introduced General Services Department Head, Mr. Ernesto Munoz, P.E., and welcomed him to the Community.

Mr. Munoz addressed the Board and residents and provided a brief overview of his background and stated the he is very pleased to be here.

Mr. Hudson spoke to the intensity of the call volume in Community Services while using the same systems and the same processing, recent changes have been made and currently calls are being answered at just fewer than 100%. Mr. Hudson stated that during his first few months he gathered data on the bus system and found a reduction in resident use up to 50% and stated that he is currently looking at fixing the system, making it more efficient and timely for everyone. Mr. Hudson stated that he is currently reviewing the Emeritus program and will report his findings once completed.

OPEN FORUM

- Sheila Bass (5528-C) asked if the Board and Staff have spoken to Saddleback regarding the restructuring of the Emeritus Program in the Community.
- Sy Wellikson (1161) stated that he represents M50 on the Media and Communications Committee and stated that he is reviewing the Committee Charter and suggested that all Committees review the 1989 Standing Committee resolution.
- Joan Grampp (372-B) spoke on behalf of the Foundation of Laguna Woods, gave a brief overview of what the Foundation does in the Community and asked for donations on behalf of the Foundation.
- Beverly Smith (267-B) commented on keeping the Emeritus Program in the Community.
- Dr. William Reinhardt (2012-A) commented on the proposed resolution regarding the reduction of Emeritus classes and stated that there is no factual data to support the reduction in classes.

- Phyllis Waite (3428-N) commented on her concern with dues being higher while services decline.
- Michael Maw (5163) commented on the lack of information being disseminated to the Community with regard to Board actions.
- David Kessinger (2296-D) provided a timeline of an issue he is experiencing with West Coast Internet.
- Maxine McIntosh (68-C) commented on serving on the Boards, and asked the Community to consider running for the Board during annual elections.
- Jerry Gross (5577-A) commented on the quality of teachers teaching the Emeritus classes.
- Lois Rubin (5509-B) stated that she believes that allowing nonresidents to register for Emeritus classes in the Community is harming the Community.
- Katherine Baum (3276-A) asked the Board to clarify the governance structure with regard to the VMS Board and commended the Board for their work during the transition.
- Sandra Feigelman (254-A) commented on keeping all of the Emeritus classes.
- Ellen Rose (5566-B) commented on the Emeritus classes, keeping all the classes, and the caliber of teachers in the program.
- Pamela Grundke (2214-B) commented on the Emeritus program and stated that the Associate Professors have not been contacted for their opinion on issues regarding the program.
- Shirley Frankel (4010-3C) commented on the how the Emeritus classes have helped her personally.
- Kathryn Housden (927-O) spoke to her being happy and how the Community has helped.
- Racelle Manes (5353-A) commented on her experiences and on the caliber of teachers in the program.
- Karen Caldwell (2240-Q) commented on her appreciation of staff and the services that she has recently received, spoke to security issues in the Community and how important the Emeritus classes are to her.
- Chung-Li Ling (5225) commented on his experiences with the Emeritus classes.
- Deborah Carr (3513-B) commented on the current Bus system, security in the Community and the Emeritus program.
- Ellen Diana (24-A) spoke to her positive experience with the Emeritus program and asked the Board to reconsider reducing the program.
- Anna Taksar (3423-A) spoke to her experiences with the Emeritus program and the positive influence the program has had on her family.
- Susan Margolis (34-C) commented on keeping the Emeritus program and possible solutions to the parking issue at the Clubhouses.
- Franklin Smith (5369-3D) commented on posting all lawsuits in the Community on the website and being transparent.
- Dick Rader (270-D) commented on eliminating nonresidents in the Emeritus program.
- Betty Grissom (3161-B) commented on her opposition to eliminating a portion of the Emeritus classes.
- Darlene Bacus (4023-A) commented on the definition of a Member and spoke to bringing large issues to the Community for a vote before implementation.

- Robert Sherinian (3232-A) commented on the Emeritus program and parking issues at CH4 and suggested spreading out the classes throughout the day.

GRF Directors John Luebbe, Richard Johnston, Joan Milliman, John Beckett, JoAnn diLorenzo, Beth Perak and John Parker briefly responded to Members' Comments.

CONSENT CALENDAR

No Consent Calendar items came before the Board.

COMMITTEE REPORTS

Director Richard Johnston reported from the Finance Committee and presented a financial update and updated the Community on Dynamics AX.

Director Richard Johnston announced his resignation from the Board effective immediately and left the meeting.

Director JoAnn diLorenzo reported from the Media and Communications Committee.

Director JoAnn diLorenzo, on behalf of Secretary Judith Troutman, read a resolution authorizing a supplemental appropriation in the amount of \$116,000, funded from the Equipment Fund to purchase additional set top boxes. Director diLorenzo moved to approve the resolution. Director Luebbe seconded the motion. Discussion ensued.

By a vote of 4-0-1 (Director Beckett abstained) the motion carried and the Board approved the following resolution:

RESOLUTION 90-16-28

Additional Set Top Boxes

WHEREAS, the 2016 approved funding for set top boxes was accelerated and made available in October of 2015 to meet the increased demand due to the transition to an all-digital cable system and meet the failure rate of installed set top boxes; and

WHEREAS, the approved funding in the 2016 reserve expenditures plan will be depleted before year-end; and

WHEREAS, Broadband Services currently has 5,646 digital subscribers and is anticipated to have approximately 5,700 digital subscribers by year end; and

WHEREAS, an estimated 100 additional set-top boxes are needed to accommodate the anticipated new digital subscribers and an estimated 300 additional set top boxes will need to be replaced at the end of their 10 year estimated useful life when repairs exceed replacement value;

NOW THEREFORE BE IT RESOLVED, July 5, 2016, the Board of Directors of this Corporation hereby authorizes a supplemental appropriation in the amount of \$116,000, funded from the Equipment Fund to purchase additional set top boxes; and

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

Director John Luebbe reported from the Energy Committee.

Chair John Parker reported from the Landscape Committee.

No report was given from the Laguna Woods Village Traffic Hearings.

Director John Beckett reported from the AED Task Force.

Chair John Parker reported from the Maintenance and Construction Committee.

Chair John Parker reported from the Clubhouse 2 Renovation Ad Hoc Committee.

Director John Luebbe reported from the Security and Community Access Committee.

Director JoAnn diLorenzo, on behalf of Secretary Judith Troutman, read a resolution approving installing five card access systems at the tennis court gates, at a cost not to exceed \$24,000. Director diLorenzo moved to approve the resolution. Director Milliman seconded the motion. Discussion ensued.

By a vote of 5-0-0 the motion carried and the Board approved the following resolution:

RESOLUTION 90-16-29

Tennis Courts Security Access

WHEREAS, the Golden Rain Foundation Board recognizes the need to provide additional security at the Tennis Courts; and

WHEREAS, the Golden Rain Foundation Security and Community Access Committee is recommending that the Board approve securing five gates at the tennis courts as a pilot project; and

WHEREAS, staff recommends utilizing the AMAG Symmetry system currently in place at the village and expand its reach to the tennis courts;

NOW THEREFORE BE IT RESOLVED, July 5, 2016, that the Board of Directors of this Corporation hereby approves securing five gates at the tennis courts as a pilot project, at a cost not to exceed \$24,000 to be funded from the Equipment Fund; and

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

Director John Beckett reported from the Mobility and Vehicles Committee.

Without objection the Board appointed Cheryl Campero and Suellen Zima as Advisors to the Mobility and Vehicles Committee.

Director Beth Perak reported from the Community Activities Committee.

UNFINISHED BUSINESS

No Unfinished Business came before the Board.

NEW BUSINESS

No New Business came before the Board.

FUTURE AGENDA ITEMS

No future agenda items were discussed.

DIRECTORS' COMMENTS

The Directors made their final comments.

MEETING RECESS

The Board recessed at 12:15 PM and reconvened into Executive Session at 1:00 PM.

ADJOURNMENT

There being no further business to come before the Board of Directors, the meeting adjourned at 3:35 PM.

JoAnn diLorenzo, Acting Secretary
Golden Rain Foundation

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

During its Regular Executive Session Meeting of June 7, 2016, the Board approved the Regular Executive Session meeting minutes of May 3, 2015, as written. The Board held four (4) Disciplinary Hearings; discussed and considered the Verizon Wireless request; discussed and considered Contractual matters; discussed Member matters; discussed Reserve Study; discussed Policy for Contacting Counsel; discussed Personnel matters with Mr. Hudson; discussed and considered Litigation matters.

During the Special Executive meeting of July 11, 2016, the Board discussed Litigation matters.