



### **AMENDED**

Minutes of The Regular Meeting of the Golden Rain Foundation of Laguna Woods Board of Directors, a California non-profit mutual benefit corporation, was held on Wednesday, July 5, 2017, at 9:30 AM, 24351 El Toro Road, Laguna Woods, California.

Directors Present: John Parker, Beth Perak, Judith Troutman, Joan Milliman, Richard Palmer, Tom Sirkel, Ray Gros, Kathryn Freshley, John Beckett, and Diane Phelps

Directors Absent: JoAnn diLorenzo

Staff Present: Open Session: Brad Hudson, Lori Moss, Corinne Ohe, Leslie Cameron, Chuck Holland, Bruce Hartley, Christine Spahr and Tim Moy

Executive Session: Brad Hudson, Lori Moss, Corinne Ohe and Leslie Cameron

Others Present: Dan Kenney, VMS Chair, Juanita Skillman, United Director, Maxine McIntosh, United Director and Gary Morrison, United Director, Ryna Rothberg, Mutual 50 Director, Steve Parsons, Third Mutual Director

#### **1. CALL TO ORDER**

President Parker served as Chair 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.

#### **2. PLEDGE OF ALLEGIANCE TO THE FLAG**

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

#### **3. 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.

#### **4. APPROVAL OF AGENDA**

Director Sirkel moved and seconded by Director Phelps to approve the agenda as presented. By a vote of 9-0-0 the motion carried.

#### **5. Approval of Minutes -June 6, 2017 - Regular Open Session Minutes**

Moved by Director Troutman and seconded by Director Sirkel and by a vote of 9-0-0 the motion carried.

## **6. Report of the Chair**

Director Parker announced the passing of Bill Blaine who was an active member of the community and the Golf Club. There will be a celebration of life held on July 11, at 4:00 PM.

He commented on the 4th of July celebration, our first fireworks show was first class and thanked the staff that worked to put together the celebration. He also commented on United's ratification of the Bylaws and asked everyone in United Mutual to vote.

The groups that use the Performing Arts Center (PAC) will be conducting interviews for designers to gain input regarding concepts that will be presented to GRF. There will be a special GRF Board meeting on July 13, 2017, at 1:30 PM in the Board Room to discuss fees paid for events and facility usage.

Commendation on Staff – Director Sirkel and Chief Moy gave a Commendation to Officers Di Bartomeo and Lupercio. On June 18, a pick-up truck drove past the gate, driving erratically through the Village. The driver took off on foot; Officer Di Bartomeo took off after him and found the suspect hiding under a bush in the mud. The driver was found to be under the influence.

## **7. Update from VMS - Dan Kenney**

Director Kenney gave an update from VMS. Director Rainey is a new Council Member with the City and resigned from VMS today. Dick Rader will be the new United Mutual appointment to the VMS Board. A study of the employee benefits was completed in June. It was found that we are comparable to other companies our size. The Department Heads have been meeting with VMS each month. Between January and June, 2017, there have been 17,478 calls made to Security. In the past three months there have been 48,740 visits to Resident Services.

## **8. CEO Report**

CEO Brad Hudson thanked Bruce Hartley and Brian Gruner and their teams for 4<sup>th</sup> of July event. Mr. Hudson spoke about the improved Bandwidth and satellite dish that is in the process of being upgraded. The planters will be replaced at clubhouse one with something that residents can sit on. Clubhouse 4 will be tented in August with some additional construction for improvements. July and August is the paving program and residents will be notified by mail when corresponding areas will be taken care of. Adequate curing time will be made before letting cars back on the road after improvements.

Director Beckett asked about a notice from the City and was wondering what the practice is in notifying the community. Mr. Hudson responded.

## **9. Open Forum (Three Minutes per Speaker)**

- Gary Morrison (107-R) Complimented Brian Gruner and staff that put on a great 4<sup>th</sup> of July Celebration.
- Tony Dower (96-C) commented on saving water with real looking artificial grass and waterless urinals. Commented on slowing the fireworks down for the next show. Commented on the dog park.

- Chris Collins (3306-Q) gave an update on the Laguna Woods Foundation.
- Maxine McIntosh (68-C) Commented on the guest passes and the clarification of how residents will receive them this year.
- Sally Sunderhaus (580-O) commented on a heated indoor swimming pool.

#### **10. Response to Open Forum Speakers**

Directors Troutman, Beckett, Phelps, Gros, Freshley, Parker and Mr. Hudson responded to members' comments.

#### **11. Consent Calendar**

Director Sirkel moved to accept the Consent Calendar as directed, seconded by Director Gros.

Director Palmer commented on Item No.11a. and moved it to 13d. Director Beckett moved 11d to 13e. Director Troutman recommended waiving reading of the resolution for 11e.

Director Troutman moved, seconded by Director Sirkel to approve the agenda as amended. By a vote of 9-0-0 the motion carried unanimously.

**(b) Entertain a Motion to change the Name of TV6 to Village Television**

**(c) Entertain a Motion to offer Candidates the ability to Video a Statement for Election purposes and "Get Out and Vote" PSA Aired on Village Television.**

**(e) Entertain a Motion to Approve Village Television Studio Set Remodel**

#### **Resolution 90-17-20 Village Television Studio Set Remodel**

**WHEREAS**, GRF underwent a technology conversion project to move from analog to high definition (HD) formats for broadcasting origination from the board room and clubhouses; and

**WHEREAS**, as technology was upgraded to HD formats, Staff determined that improvements were needed for the TV Studio Set; and

**WHEREAS**, previously approved appropriations for the HD conversion projects will be closed with a portion of reserve funding remaining to offset the Studio Set improvements, such as furniture, drapes, flooring, backdrops, screens, televisions, projector, and other ancillary equipment needed to produce a variety of interviews, news programs, and shows; and

**NOW THEREFORE BE IT RESOLVED**, July 5, 2017, that the Board of Directors of this Corporation hereby ratifies expenditures up to \$20,000 for improvements to the Village Television Studio Set Remodel, to be funded from the Equipment Fund; and

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

**12. Unfinished Business**

- (a) Entertain a Motion to Approve Required Aliso Creek Mitigation for an amount NTE \$82,000; \$30,000 for improvements to the Bridge; a total of \$110,222 to be funded by a supplemental appropriation from Facility Fees and Authorize the CEO to Execute.

Director Troutman read the following resolution to approve an amount NTE \$82,000; \$30,000 for improvements to the Bridge; a total of \$110,222 to be funded by a supplemental appropriation from Facility Fees and Authorize the CEO to Execute.

**Resolution 90-17-19  
Aliso Creek Mitigation GRF**

**WHEREAS**, the Chambers Group was hired in December 2015 to manage biological monitoring and surveying for compliance with the Habitat Mitigation and Monitoring Plan (HMMP); and

**WHEREAS**, the area adjacent to the new foot bridge, on the downstream side of Aliso Creek, falls under the HMMP. This plan is designed to restore the riparian vegetation; and

**WHEREAS**, winter storms caused significant erosion and plant loss to the mitigation area. These repeated cycles of damage make it apparent that successful completion of the HMMP goal to fully establish riparian vegetation within five years is beyond staff's control. Additionally, the erosion damage has undermined the sidewalk and a small portion of each end of the bridge. The necessary repairs require additional habitat mitigation; and

**NOW THEREFORE BE IT RESOLVED**, July 5, 2017, that permits and the purchase of habitat restoration credits for current improvements, ongoing maintenance, and when needed for the project area; the amount of \$80,222 from contingency funds, are required. In addition, funds for permanent improvement to the bridge area in the amount of \$30,000 from facilities funds are also required; and

**RESOLVED FURTHER**, that on July 5, 2017, GRF approved a supplemental appropriation not to exceed \$110,222; and authorize the CEO to execute necessary contracts; 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 Troutman moved to approve an amount NTE \$82,000; \$30,000 for improvements to the Bridge; a total of \$110,222 to be funded by a supplemental appropriation from Facility Fees and Authorize the CEO to Execute. Seconded by Director Milliman and discussion ensued.

- Director Phelps asked to have a change to the first paragraph of the agenda.
- Director Beckett commented on the funds being taken out of the operating fund.
- Director Gros commented that there will be unforeseen circumstances.
- Sally Sunderhaus (580-O) asked when the Creek mitigation will happen.

By a vote of 8-0-1 (Director Beckett abstained) the motion carried.

### **13. New Business**

#### **(a) Entertain a Motion to Approve a "Naming Policy" for GRF Facilities and Objects; and Establish a Task Force**

Director Freshley moved, seconded by Director Milliman to approve the "Naming Policy" for GRF Facilities and Objects; and Establish a Task Force. By a vote of 9-0-0 the motion passed unanimously.

#### **(b) Entertain a Motion to Approve up to \$50,000 for the purchase of a vacuum to be funded from the existing 2016 Capital Plan.**

Director Troutman moved, seconded by Director Phelps to approve up to \$50,000 for the purchase of a vacuum to be funded from the existing 2016 Capital Plan.

Directors Milliman, Troutman, Gros, Perak, Beckett, Freshley and Palmer made comments and asked questions and Mr. Bruce Hartley responded.

By a vote of 7-2-0 (Directors Palmer and Beckett opposed) the motion carried.

#### **(c) Entertain a Motion to Approve up to \$75,000 from the Facilities Fund for Updating the 19 Restaurant and Lounge**

Director Troutman moved to approve up to \$75,000 from the Facilities Fund for Updating the 19 Restaurant and Lounge, Seconded by Director Freshley and discussion ensued.

Directors Freshley, Beckett, Troutman, Milliman, Parker, Perak, Sirkel and Phelps commented on the 19 Restaurant

Gary Morrison and Maxine McIntosh commented on the 19 Restaurant remodel.

By a vote of 8-1-0 (Director Beckett opposed) the motion carried.

**Item 11(a) moved to 13(d)**

**Entertain a Motion to Approve a Contract for Laguna Woods Village Social Media and Reputation Management for an amount NTE \$25,000 and Authorize the CEO to execute the contract.**

Director Phelps moved to approve a Contract for Laguna Woods Village Social Media and Reputation Management for an amount NTE \$25,000 and authorize the CEO to execute the contract. Seconded by Director Sirkel.

Directors Palmer, Phelps, Milliman, Perak commented on social media and reputation management.

Dick Rader (270-D) Commented on Facebook and marketing. Ms. Moss responded to the comment.

By a vote of 8-1-0 (Director Palmer opposed) the motion carried.

**Item 11(d) moved to 13(e)**

**Entertain motion to Renew Bank of America Borrowing Resolution, Required for Workers Compensation Insurance Letter of Credit (LOC) for \$300,000.**

Director Sirkel moved to Renew Bank of America Borrowing Resolution, Required for Workers Compensation Insurance Letter of Credit (LOC) for \$300,000, Seconded by Director Phelps.

Director Milliman made a motion to waive reading of the resolution, seconded by Director Troutman. By a vote of 9-1-0 (Director Beckett opposed) the motion carried.

Directors Beckett and Freshley commented on the Bank of America LOC.

By a vote of 9-1-0 (Director Beckett opposed) the original motion carried to renew the Bank of America Borrowing Resolution, for workers compensation insurance LOC for \$300,000.

**14. Committee Reports**

**(a) Report of the Finance Committee / Financial Reports**

Director Phelps reported on the Finance Committee and the Financial Report.

**(b) Report of the Community Activities Committee**

Director Perak reported on the Community Activities Committee.

**(c) Report of the Media & Communications Committee**

Director Milliman reported on the Media & Communications Committee. The next meeting will be held on August 21, at 1:30 p.m. in the Board Room.

**(d) Report of the Landscape Committee**

Director Parker reported on the Landscape Committee. The next Landscape Committee meeting will be held on July 20, at 9:00 a.m.

**(e) Report of the Maintenance & Construction Committee**

Director Troutman reported on the project log for the Maintenance & Construction Committee. The next M&C Committee meeting will be held on July 20, at 1:30 p.m. in the Board room

**(f) Report of the Security & Community Access Committee**

Director Sirkel reported from the Security & Community Access Committee.

**(g) Traffic Report**

Director Gross reported from the Traffic Hearings.

**(h) Report of the Mobility & Vehicles Committee**

Director Milliman reported from the Mobility & Vehicles Committee.

**15. Future Agenda Items**

None

**16. Director's Comments**

Director Gros commented on having literature at the front desk for the Laguna Canyon Foundation.

Director Sirkel and Perak spoke in memory of Bill Blaine.

**17. Recess** - *At this time the Meeting will recess for lunch and reconvene to Executive Session to discuss the following matters per California Civil Code §4935.*

**Closed Executive Session Agenda - Approval of Agenda**

*Approval of the Following Meeting Minutes*

*(a) June 6, 2017 - Regular Executive Session*

*(b) Discuss and Consider Member Matters*

*(c) Discuss Personnel Matters*

*(d) Discuss and Consider Contractual Matters*

*(e) Discuss and Consider Litigation Matters*

**18. Adjourn**

The Board Recessed at 12:35 PM

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Judith Troutman, 2<sup>nd</sup> Vice President  
Golden Rain Foundation