



Minutes of The Regular Meeting of the Golden Rain Foundation
Tuesday, August 1, 2017, 9:30 AM
24351 El Toro Road, Laguna Woods, California.

Directors Present: John Parker, Judith Troutman, JoAnn diLorenzo, Diane Phelps, John Beckett (arrived late), Kathryn Freshley (arrived late), Thomas Sirkel, Joan Milliman, and Richard Palmer (arrived late)

Directors Absent: Beth Perak and Ray Gros

Staff Present: Open Session: Brad Hudson, Lori Moss, Leslie Cameron, Chuck Holland, and Cheryl Silva

Executive Session: Brad Hudson and Cheryl Silva

Others Present: Juanita Skillman, United Director, Cash Achrekar, United Director, Mary Stone, VMS, Lucy Shimon, VMS, Joe Rainey, City Council, and Lisa Bender, VMS and Ryna Rothberg, Laguna Woods Mutual 50 President.

1. CALL TO ORDER

President Parker stated that this is 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. President Parker addressed the audience and asked that all cell phones be turned off and reviewed the process to speak and vote.

2. PLEDGE OF ALLEGIANCE TO THE FLAG

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

3. ACKNOWLEDGEMENT OF MEDIA

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

Katheryn Freshly arrived at 9:43 a.m.

Richard Palmer arrived at 10:00 a.m.

4. APPROVAL OF AGENDA

Director diLorenzo moved to approve the agenda as corrected. The motion was seconded by Director Troutman and passed unanimously. Director Palmer moved to remove agenda item 11c from the Consent Calendar and move it to 13b New Business. Director diLorenzo indicated that final wording of resolutions was changed two years ago and should read “to carry out this resolution,” eliminating “the purpose of.” She asked that Hearing Loop technology line be at the bottom of all GRF agendas held in the board room.

Director Milliman made several scrivener's corrections.

5. Approval of Minutes

July 5, 2017 - Regular Open Session Minutes

July 13, 2017 – 10:30 AM Special Open Session Minutes

July 13, 2017 – 1:30 PM Special Open Session Minutes

July 21, 2017 – Special Open Session Meeting Minutes

Director Palmer made a motion to approve the minutes as corrected. The motion was seconded by Director Sirkel and passed by a vote of 7-0-2 (Director diLorenzo and Director Milliman abstained).

6. Report of the Chair

Director Parker announced having to distance the Board from the behavior of one of the Directors for an article that was published in the Globe. Comments made about the managing agents and accusations of working behind a wall of secrecy and keeping the Board in the dark are offensive. President Parker called on Director Beckett to resign from the Board. It has already cost the members extra money in legal fees to deal with the behavior of this Director. The Board will be discussing this behavior further in closed session.

7. Update from VMS – Director Lisa Bender

Director Bender gave an update from VMS and reviewed the role of the VMS Board. The development of the Strategic Plan provides goals for the staff. The Board meets with staff to see what progress has been made on the Strategic Plan. More members are using Dwelling Live to manage gate clearance which has decreased the number of calls to the call center. Becoming an employer of choice is challenging when unemployment rates are low and it's hard to find qualified employees. We are bringing back the employee referral program and offering a resident employee referral program. Residents can now see the job openings online. Lisa Bender read some of the comment cards received by Lori Moss that complimented staff on the great job our staff is doing to help our residents. Residents had fun at the July 4th celebration and thanked Brian Gruner and his staff for the job they did putting this event together.

8. CEO Report

Mr. Hudson commented that the budget process is in the final stages. Mr. Hudson commented about the projects slated in the 2018 budget and talked about the projects that will happen over the summer months. He discussed the improvements to the internet infrastructure to provide better service to the community. The CEO will have the results of the survey next week on the fitness classes. Landscapers are responding to tickets on the weekends to improve response time. Customer service is improving in Property Services thanks to Chris Spahr. The lines are shorter and the ticket response time is faster.

9. Open Forum (Three Minutes per Speaker)

- Cash Achrekar, United Director complimented the Chair for organizing the meeting. Suggested that negative comments be monitored. Remarks regarding resignation of a board member should be addressed in closed session.
- Chris Collins (3306-Q) commented that the Braille Institute helps visually impaired residents by funding items that are needed. Residents can purchase braille books on Amazon. Thank you for your support to the Foundation.

10. Response to Open Forum Speakers

Several Directors responded to members' comments about how residents can make requests to the Foundation or Social Services. The Foundation is working with the Braille Institute to meet the needs of residents.

Several Directors commented on how useful the Harassment Training Workshop was on Monday, July 31, 2017.

CEO Hudson commented about the training video on the website for Dwelling Live.

11. Consent Calendar

- Entertain a Motion to Approve Endorsing the Aquadettes' 2017 Annual Agua Follies Water Show**
- Entertain Motion to Approve the Laguna Folk Dance Festival Rollover Request**

Director Freshley made a motion to approve the Consent Calendar with the change requested by Director Palmer to move Item 11(c) to Item 13(b). Motion was seconded by Director Diane Phelps. The motions passed unanimously.

12. Unfinished Business

- Entertain a Motion to Approval an increase in the Additional Occupancy Fee, changing the basis from 25 percent of the total GRF Assessment to a flat fee of \$90 per month from \$47, to be effective January 1, 2018.**

Director diLorenzo read the following resolution to approve an increase in the Additional Occupancy Fee, changing the basis from 25 percent of the total GRF Assessment to a flat fee of \$90 per month from \$47, to be effective January 1, 2018.

RESOLUTION 90-17-21

Additional Occupancy Fee

WHEREAS, the GRF assessment for net operating costs and reserve contributions is divided equally by the number of units in the Community,

regardless of how many individuals occupy a unit; and

WHEREAS, an Additional Occupancy Fee is a charged for each individual in excess of two occupants residing in unit, to account for additional use of community services and facilities; and

WHEREAS, as part of the business planning process the Board recently reviewed the inadequacy of the fee which is currently set at \$47 per month (25 percent of the Total GRF Assessment);

NOW THEREFORE BE IT RESOLVED, September 5, 2017, that the Board of Directors of this Corporation hereby sets the Additional Occupancy Fee at \$90 per manor per month for each additional occupant over two, to offset costs incurred by the extra occupants, to be effective January 1, 2018; and

RESOLVED FURTHER, that such fee shall be reflected on the Fee Schedule; and

RESOLVED FURTHER, that Resolution 90-17-03 adopted January 3, 2017 is hereby superseded and cancelled on the effective date of January 1, 2018; and

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

AUGUST Initial Notification

Should the Board endorse the proposed revisions, Staff recommends that a motion be made and seconded to accept the resolution and allow discussion to ensure that the resolution reads to the satisfaction of the Board. Staff then recommends that a Board Member postpones the resolution to the next available Board Meeting no less than 30-days from the postponement to comply with Civil Code §4360.

Several Directors asked questions about the Occupancy Fee.

Mary Stone (356-C) asked if the additional fee would be waived for caregivers taking care of a parent.

CEO Hudson responded to the Director's questions and commented that the caregiver is not considered an occupant. If the caregiver applies for occupancy, then the caregiver would pay the fee.

Director diLorenzo made a motion to approve an increase in the Additional Occupancy Fee, changing the basis from 25 percent of the total GRF Assessment to a flat fee of \$90 per month from \$47, to be effective January 1, 2018. The motion was seconded by Director Sirkel; the motion was approved unanimously.

13. New Business

- (a) Entertain a Motion to Approval of a contract with True Draw Bowls for reconstruction maintenance of two courts at the Lawn Bowling Greens located at Clubhouse 2; Authorize CEO to execute the contract; approve a supplemental appropriation in the amount of \$412,303 to be funded from the Facilities Fund; and Waive reading of the Resolution.**

Director Milliman addressed "Waive reading of the Resolution" indicating that resolutions need to be read in public at the meeting. Director Parker gave some background about this resolution. Director diLorenzo read the resolution for additional funding for lawn bowling resurface.

RESOLUTION 90-17-22

Additional Funding for Lawn Bowling Resurface

WHEREAS, in 2013 the two Lawn Bowling greens located at Clubhouse 2 were converted from natural grass to a synthetic surface and neither green has performed properly since the courts were converted; and

WHEREAS, the cause for the undulations on the playing surface has not been determined; and

WHEREAS, the Golden Rain Foundation recognizes the need to perform reconstruction maintenance on the Lawn Bowling greens and that remaining funds of \$176,120 in Capital Plan JP173800000 are not sufficient for the project requirements;

NOW THEREFORE BE IT RESOLVED, August 1, 2017, that the Board of Directors of this Corporation hereby approves a supplemental appropriation in the amount of \$412,303, to be funded from the Facilities Fund, and that a contract be awarded to True Draw Bowls in the amount of \$588,423 to perform reconstruction maintenance on both lawn bowling greens to meet World Bowls requirements; and

RESOLVED FURTHER, CEO Bradley Hudson is authorized to execute the contract with True Draw Bowls; and

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

Director diLorenzo moved to approve a contract with True Draw Bowls for reconstruction maintenance of two courts at the Lawn Bowling Greens located at Clubhouse 2; Authorize CEO to execute the contract; approve a supplemental appropriation in the amount of \$412,303 to be funded from the Facilities Fund. The motion was seconded by Director Judith Troutman and passed by a vote of 8-0-1 (Director Beckett abstained)

Several Directors commented about the background surrounding the lawn bowling facilities and thanked the lawn bowlers for being so patient. They asked if Corporate Member approval is required.

President Parker complimented one of the lawn bowling members for keeping the Board informed to make this change.

CEO Hudson commented that this project would not require Corporate Member approval, because it was reconstruction and not new construction.

11(c) moved to 13(b) Entertain a Motion to Direct staff to solicit bids to install a total of three air curtains at the front and rear entrances to the Community Center building lobby; and authorize the CEO to execute the contract for air curtain installation for an amount not to exceed \$12,000.

Director Milliman made a motion to direct staff to solicit bids to install a total of three air curtains at the front and rear entrances to the Community Center building lobby; and Authorize the CEO to execute to contract for air curtain installation for an amount not to exceed \$12,000. The motion was seconded by Director Palmer and passed by a vote of 7-1-1 (Director Palmer opposed, Director Beckett abstained).

Director Palmer asked about the noise of the air curtains.

CEO Hudson responded to the question of noise, new air curtains are not as loud as the old ones. This is a cost effective solution to the problem of lost air.

Director Freshley left the room at 11:09 a.m.

14. Committee Reports

(a) Report of the Finance Committee/Financial Reports

Director Phelps reported on the Finance Committee and the Financial Report. She showed a presentation on the GRF Treasurer Report as of June 30, 2017. The next meeting will be on the Business Plan on August 9, 2017, at 9:30 a.m.

(b) Report of the Community Activities Committee

Director Milliman reported that the next Community Activities Committee meeting will be held on September 7, 2017, at 2:00 p.m.

(c) Report of the Media & Communications Committee

Director diLorenzo reported on the Media & Communications Committee. The next meeting will be held on August 21, 2017, at 1:30 p.m.

(d) Report of the Landscape Committee

Director Parker reported on the Landscape Committee. The next Landscape Committee meeting will be held on September 21, 2017, at 9:00 a.m.

(e) Report of the Maintenance & Construction Committee

Director Troutman reported on the Maintenance & Construction projects. The next M&C Committee meeting will be held on September 18, 2017, at 1:00 p.m.

(f) Report of the Security & Community Access Committee

Director Sirkel reported from the Security & Community Access Committee. The Committee did not meet in July, the next meeting will be held on August 24, 2017, at 1:30 p.m.

(g) Traffic Report

Director Sirkel reported from the Traffic Hearings on July 19, 2017.

(h) Report of the Mobility & Vehicles Committee

Director Milliman reported from the Mobility & Vehicles Committee. The Committee did not meet in July, the next meeting will be held on August 2, 2017, at 1:30 p.m.

15. Future Agenda Items

(a) Entertain a Motion to Increase the Trust Facility Fee from \$2500 to \$5000.

16. Director's Comments

Director Freshley commented that the Board should always read the resolution and thanked the Board for moving quickly through the agenda items.

Director Beckett commented that the Harassment Training Workshop was useful and learned that Board Members never take off their Director's hat.

Director Sirkel commented the Board needs to work together with staff and stay out of the way so they can get the work done.

Director Troutman thanked the Board for getting done before noon.

Director Milliman commented on how she liked the Harassment Training Workshop and would like a repeat of the Roberts Rules session.

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. 11:49 a.m.*

Closed Executive Session Agenda - *Approval of Agenda Approval of the Following Meeting*

Approval of Agenda

Approval of Minutes

- (a) July 5, 2017 – Regular Executive Session*
- Discuss and Consider Member Disciplinary Matters*
- Discuss and Consider Personnel Matters*
- Discuss and Consider Cable Television Administration*
- Discuss and Consider Contractual Matters*
- Discuss and Consider Litigation Matters*

*Discuss Litigation Report Summary
Adjournment*

Adjourn

The Board Recessed at 11:49 a.m.

JoAnn diLorenzo, Secretary
Golden Rain Foundation