



Minutes of the Regular Meeting of the Golden Rain
Foundation Tuesday, August 7, 2018, 9:30 a.m.
24351 El Toro Road, Laguna Woods, California.

Directors Present: Thomas Sirkel, Beth Perak, Joan Milliman (via telephone),
Jim Matson, Richard Palmer, Annette Sabol Soule, Judith
Troutman, Bert Moldow, Ray Gros, Diane Phelps, and Jim Juhan

Directors Absent: None

Staff Present: Siobhan Foster, Eileen Paulin, Brian Gruner, Tim Moy,
Chris Spahr, and Whitney Thornton

Others Present: United Mutual: Juanita Skillman, Pat English
Third Mutual: Jim Frankel
VMS: Dick Rader and Mary Stone
Mutual 50: Ryna Rothberg

1. Call to Order

President Sirkel called the meeting to order at 9:30 a.m., and acknowledged that a quorum was present.

2. Pledge of Allegiance to the Flag

Director Juhan asked for a moment of silence for our veterans and led the meeting in the Pledge of Allegiance to the Flag.

3. Acknowledgment of Media

A representative of the Laguna Woods Globe (entered the meeting at 10:01 a.m.) and the Village Television Camera Crew, by way of remote cameras, were acknowledged.

4. Approval of Agenda

Director Perak made a motion to approve the Agenda as presented. Director Juhan seconded the motion and it passed by unanimous consent.

5. Approval of Minutes

Director Sabol Soule made a motion to approve the minutes of July 3, 2018. The motion was seconded by Director Perak and it passed by unanimous consent.

6. Report of the Chair

President Sirkel announced that he would not be running for re-election due to family matters and introduced Tim Moy who acknowledged the following community volunteers for their dedication and commitment to the Disaster Preparedness Task Force:

Trish Cassidy
Joanne Foster
Marie Gates

Doug Gibson
Lori Gibson
Kathleen Matthews
Jim Riedel
Tom Soule
Betty Rockefeller
Ernie Senser
Bob Tucker
Robert Yates
Paula Paige

President Sirkel thanked the community volunteers and introduced Brian Gruner, who presented a Recognition of Excellence award to lifeguard Emilio Basurto for saving two residents of Laguna Woods Village in separate incidents.

7. Update from VMS and CEO Report

CEO Hudson gave an update of the VMS meeting in the month of July and gave a report on upcoming community events and on current renovation and construction projects:

- Reviewing healthcare insurance costs
- Employee compensation
- Human Resources policies and procedures
- Strategic plan update
- Increase in communication with Board members and residents
- Notification about smoke from fire
- Budget hearings
- Grandparent's Fun Day
- Beat the heat movies
- Gatehouses 11 and 12 renovations completed
- Gatehouse 1, 2,3,4,7,8,9,14 plans have been submitted to city
- Gates at service center and RV lot
- Pickle Ball/Paddle Tennis plans submitted
- New kilns, paint, and roof at Clubhouse 4
- Clubhouse 3 was tented and fumigated
- Paving and seal coat projects throughout the community
- HVAC projects in Clubhouse 6 and Community Center
- Shuffleboard courts replaced with landscaping and picnic table
- Manor Alterations department will be moved to the Spruce Room
- Ridge Route area vegetation clearing project
- West edge of community vegetation clearing project
- Kudos to Third Board for addressing the vegetation clearing project
- City dog park construction

8. Open Forum (Three Minutes per Speaker)

Members spoke on the following topics: legacy funds, charging mobility scooters in garage or carport, size of dogs in dogs parks, commercial vehicle parking in the

community, appreciation of the Village Energy Task Force, electric vehicle charging at manors, bus routes, community center renovations, Tom Sirkel not seeking re-election, Alzheimer's disease awareness meeting, and strong leadership all Boards.

9. Response to Open Forum Speakers

Several Directors responded to and provided input regarding member comments.

10. Consent Calendar

(a) Update GRF Committee Appointments

RESOLUTION 90-18-32
GRF Committee Appointments

RESOLVED August 7, 2018, that the following persons are hereby appointed and ratified to serve on the Committees of this Corporation:

Business Planning

Diane Phelps, (GRF)
Tom Sirkel, (GRF)
Annette Sabol-Soule (GRF)
Rosemarie diLorenzo, (Third)
Steve Parsons, (Third)
Gary Morrison, (United)
Juanita Skillman, (United)
Al Amado, (Mutual 50)

Community Activities

Beth Perak, Chair (GRF)
Joan Milliman, Vice Chair (GRF)
Diane Phelps, (GRF)
Steve Parsons (Third)
Jules Zalon, (Third)
Jack Connelly, Alternate (Third)
Janey Dorrell, (United)
Juanita Skillman, (United)
Ryna Rothberg, (Mutual 50)
Non-Voting Advisers: Leon St. Hilaire, Jeff Shetler

Finance

Diane Phelps, Chair (GRF)
Annette Sabol Soule, Vice Chair (GRF)
Thomas Sirkel, (GRF)
Rosemarie diLorenzo, (Third)
Steve Parsons, (Third)

Bill Walsh, Alternate (Third)
Gary Morrison, (United)
Juanita Skillman, (United)
Al Amado, (Mutual 50)
Non-Voting Advisers: Alan Dickinson, Greg Corigliano, Diane Casey

Maintenance & Construction

Jim Matson, Chair (GRF)
Richard Palmer, Vice Chair (GRF)
Beth Perak, (GRF)
John Frankel, (Third)
Bunny Carpenter, (Third)
Bill Walsh, Alternate (Third)
Carl Randazzo, (United)
Don Tibbetts, (United)
Ryna Rothberg, (Mutual 50)
Non-Voting Advisers: John Luebbe, Ruth Matson

Media and Communications

Joan Milliman, Chair (GRF)
Beth Perak, Vice Chair (GRF)
Jim Juhan, (GRF)
Burt Baum, (Third)
Roy Bruninghaus, (Third)
Jack Connelly, Alternate (Third)
Maggie Blackwell, (United)
Juanita Skillman, (United)
Ryna Rothberg (Mutual 50)
Non-Voting Advisers: Steve Carman, John Perak, Lucy Parker

Mobility & Vehicles

Judith Troutman, Chair (GRF)
Ray Gros (GRF)
Bert Moldow, (GRF)
Roy Bruninghaus, (Third)
John Frankel, (Third)
Cash Achrekar, (United)
Reza Bastani, (United)
John Dalis, (Mutual 50)
Non-Voting Advisers: Shelva Lenzkes, vacant (1)

PAC Renovation Ad Hoc Committee

Beth Perak, Chair (GRF)
Joan Milliman, Vice Chair (GRF)
Richard Palmer, (GRF)
John Frankel, (Third)
Bill Walsh, (Third)

Don Tibbetts, (United)
Juanita Skillman, (United)
Irving Waaland, (Mutual 50)
Non-Voting Advisers: Sheila Bialka, John Perak

Security and Community Access

Annette Sabol Soule, Chair (GRF)
Ray Gros, Vice Chair (GRF)
Jim Juhan, (GRF)
Roy Bruninghaus, (Third)
John Frankel, (Third)
Cush Bhada, Alternate (Third)
Pat English, (United)
Don Tibbetts, (United)
Non-Voting Advisers: Larry Cunningham, Frank Tybor

Disaster Preparedness Task Force

Judith Troutman (GRF)
Jim Juhan (GRF)
Roy Bruninghaus (Third)
John Frankel (Third)
Cash Achrekar (United)
Gary Morrison (United)
Inesa Nords-Leth (Mutual 50)

Laguna Woods Village Traffic Hearings

Ray Gros, (GRF)
Jules Zalon, (Third)
John Frankel, Alternate (Third)
Cash Achrekar, (United)
Board Members by Rotation (Mutual 50)

Energy and Technology Committee

Jim Juhan (GRF)
Bert Moldow (GRF)
Juanita Skillman (United)
Carl Randazzo (United)
Bill Wash, Chair (Third)
Burt Baum (Third)
John Frankel (Third)
Adviser: Steve Leonard

Board Members by Rotation (Mutual 50)

RESOLVED FURTHER, that Resolution 90-18-31 adopted June 5, 2018,
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 this resolution.

- (b) Entertain a Motion to Approve an Inspector of Election for Special Elections

RESOLUTION 90-18-33

Approve Inspector of Election Appointment

WHEREAS, Corporations Code § 7614 authorizes boards to appoint an inspector of elections to act at meetings;

WHEREAS, an Inspector of Elections is used, among other tasks, to determine voting power, validate proxies, receive ballots, tabulate votes, and certify results; and,

WHEREAS, the appointment of a member of staff represents a cost savings to GRF.

NOW THEREFORE BE IT RESOLVED, August 7, 2018, that the Board of Directors of this Corporation hereby appoints Catherine Laster of Village Management Services, Inc. to perform Inspectors of Election services for the August 13, 2018, Meeting of the Corporate Members;

RESOLVED FURTHER, that the foregoing appointment is extended to other special corporate member meetings held throughout the year; and

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

Director Phelps made a motion to approve the Consent Calendar. Director Sabol Soule seconded the motion and it passed by unanimous consent.

11. Unfinished Business

- (a) Entertain a Motion to Introduce a Resolution to Amend the GRF Electronic Payment Policy

Director Troutman, in the absence of the Secretary of the Board, read the following:

RESOLUTION 90-18-34

ELECTRONIC PAYMENT POLICY

WHEREAS, Golden Rain Foundation of Laguna Woods Village (GRF) has adopted several electronic payment methods over the years; and

WHEREAS, credit card payments are accepted at several point-of-sale locations, such as those used at the Village Greens (Resolution 90-11-102), Broadband Services (Resolution 90-12-130), and the Performing Arts Center (90-14-01), with the associated merchant processing fees absorbed into operations at these revenue-generating operations; and

WHEREAS, GRF offers an electronic payment method for monthly assessments called EZPay and 70 percent of Laguna Woods Village members take advantage of this free auto-debit service to automatically deduct assessments from their bank account while other members use their own online banking service to generate electronic payments; both of these low-cost services continue without user fees; and

WHEREAS, GRF desires to increase electronic payment options for assessments and introduce options for chargeable services; and

WHEREAS, GRF has initiated a service agreement to process electronic payments via the Community's resident portal and in person at the Community Center, which will be activated once the technology infrastructure is in place;

NOW THEREFORE BE IT RESOLVED, on August 7, 2018, that GRF introduces the acceptance of electronic payments for assessments, fines, fees, and chargeable services; and

RESOLVED FURTHER, for assessments the payor will be charged a convenience fee equal to an amount necessary to offset all processing fees contracted with the merchant provider, currently 2.95% per credit card transaction; and

RESOLVED FURTHER, fees will be updated as needed based on contractual agreements and passed on to the payor without further resolution updates; and

RESOLVED FURTHER, that Resolution 90-18-21 adopted May 1, 2018, is hereby superseded and canceled; 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 Troutman made a motion to approve an Electronic Payment Policy. Director Moldow seconded the motion and the motion passed by unanimous consent.

(b) Entertain a Motion to Introduce a Resolution for the Non-Return of ID Cards

Director Troutman, in the absence of the Secretary of the Board, read the following:

RESOLUTION 90-18-35

Non-Return Fee of Identification Card Fee (ID)

WHEREAS, the Golden Rain Foundation requires that all approved individuals to reside in the Village register and carry an ID card with them at all times; and

WHEREAS, the Resident Services Department issues ID cards and vehicle decals when a resident is approved to reside in the unit;

NOW THEREFORE BE IT RESOLVED, August 7, 2018, that the Board of Directors of this Corporation hereby establishes a fee for non-return of ID cards of \$125; and

RESOLVE FURTHER, that the Board of Directors of this Corporation reaffirms its non-return fee of \$125 for vehicle decals; and

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

Director Troutman made a motion to approve a \$125 Fee for Non-Return of Identification Card. Director Phelps seconded the motion and discussion ensued among the Directors.

President Sirkel called for a vote and the motion passed by unanimous consent.

- (c) Entertain a Motion to Approve the Amended GRF Mobility & Vehicles Committee Charter

Director Troutman made a motion to waive the reading of the following Resolution. Director Milliman seconded the motion and it passed by unanimous consent.

RESOLUTION 90-18-36

Mobility and Vehicles Committee Charter

WHEREAS, the Bus Services Committee was established pursuant to Article 7, Section 7.1.1 of the Bylaws of this Corporation; and

WHEREAS, November 22, 2011, the Board of Directors agreed to change the name to the Laguna Woods Village Mobility and Vehicles Committee; and

WHEREAS, December 6, 2011, the Board of Directors assigned the general duties and responsibilities of the Laguna Woods Village Mobility and Vehicles Committee; and

WHEREAS, August 7, 2018, the Board of Directors has revised the general

duties and responsibilities of the Laguna Woods Village Mobility and Vehicles Committee;

NOW THEREFORE BE IT RESOLVED, that the Mobility and Vehicles Committee shall:

1. Perform the duties imposed upon all standing committees as set forth in the resolution entitled, "General Duties of Standing Committees".
2. Serve as liaison between the Golden Rain Foundation Board of Directors (GRF Board) and the Managing Agent for all transportation issues.
3. Develop policies and procedures for the GRF Transportation System that strives to meet the needs of the Laguna Woods Village Community.
4. Review long-range plans prepared by the Managing Agent to improve the efficiency and effectiveness of the GRF transportation system with an emphasis on new and emerging technology; focusing on operational and energy efficiency and make recommendations to the GRF Board for final approval.
5. Review major service modifications to the Laguna Woods Village transportation system that are proposed by the Managing Agent and present those modifications to the GRF Board for final approval.
6. Review the specifications recommended by the Managing Agent for the procurement of GRF vehicles.
7. Review requests submitted to the Committee by the Managing Agent for transportation services and vehicles that require supplemental funding and recommend appropriate action to the GRF Finance Committee.
8. Ensure that the transportation facilities, equipment, and fixtures owned or leased by the GRF Board are maintained by the Managing Agent to sustain a high level of efficient performance.
9. Review bus schedules, bus routing plans or other alternative transportation programs developed by the Managing Agent. Provide recommendations to the Managing Agent that will ensure both a high level of service to the Members and an efficient use of transportation resources. Present these modifications to the GRF Board for final approval.
10. Ensure that the Managing Agent develops and provides an effective Customer Service Program that includes educational literature, training classes, alternative transportation information and direct rider support.
11. Work together with the GRF Media and Communications Committee and the Managing Agent's Communications staff to keep residents informed of all matters

related to and affecting the GRF Transportation System.

RESOLVED FURTHER; that Resolution 90-11-146, adopted December 6, 2011, is hereby superseded and cancelled.

Director Sabol Soule made a motion to approve the amended Mobility and Vehicles Committee Charter. Director Moldow seconded the motion and it passed by unanimous consent.

(d) Entertain a Motion to Approve the Disaster Preparedness Task Force Charter

Director Troutman made a motion to waive the reading of the following Resolution. Director Sabol Soule seconded the motion and it passed by unanimous consent.

RESOLUTION 90-18-37

Disaster Preparedness Task Force

WHEREAS, a Disaster Preparedness Task Force was established on February 4, 1992, pursuant to Article VI, Section I, of the Bylaws of this corporation;

WHEREAS, the Task Force is comprised of Directors from the Golden Rain Foundation, all three Mutual's, Staff and residents who are experienced in emergency preparedness and who volunteer their time;

WHEREAS, the Task Force focus is to recruit and train Good Neighbor Building/Block Captains;

WHEREAS, the Task Force's purpose is to educate and train residents on disaster preparedness; and

NOW THEREFORE BE IT RESOLVED that the Disaster Preparedness Task Force shall be charged with the following duties and responsibilities:

1. Serve as liaison between the Security and Community Access Committee (SCAC) and Security Department regarding resident disaster preparedness;
2. Meet regularly where the Chief of Security, or designee, will act as Chair;
3. Encourage the continued communication between the Security Department and Laguna Woods residents concerning disaster policies, functions, operations and activities;
4. Inform the SCAC of the latest developments, trends and innovations in the field of disaster preparedness;

5. Promote and encourage continued communications and training between the SCAC, Good Neighbor Block Captains, and residents on disaster preparedness issues affecting the general well-being of the Village;
6. Review, update, train, and evaluate regularly the Emergency Operations Plan and update the rosters of resident volunteer members of the Disaster Preparedness Task Force; and
7. Perform other tasks as may be assigned by the Chief of Security.

NOW THEREFORE BE IT RESOLVED, August 7, 2018, that the Board of Directors of this Corporation hereby adopts the Disaster Preparedness Task Force duties and responsibilities;

RESOLVED FURTHER, that Resolution 90-17-25 adopted June 6, 2017, is hereby superseded in its entirety and no longer in effect;

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

Director Moldow made a motion to approve Disaster Preparedness Task Force Charter. Director Troutman seconded the motion and it passed by unanimous consent.

12. New Business

- (a) Entertain a Motion to Approve the Art Affair Open to the Public

Director Perak made a motion to approve the Art Affair Open to the Public and Director Juhan seconded the motion and it passed by unanimous consent.

- (b) Entertain a Motion to Approve the proposed Energy Task Force Charter
Director Troutman made a motion to waive the reading of the proposed Energy Task Force Charter. Director Phelps seconded the motion and it passed by unanimous consent.

Village Energy Task Force Charter and Mission

In July 2018, the Boards of Directors of the Third Laguna Hills Mutual, United Laguna Woods Mutual and the Golden Rain Foundation hereby assigns the duties and responsibilities of this Task Force, as follows:

The Village Energy Task Force will consist of two directors each from Third Mutual, United Mutual and the Golden Rain Foundation. Member Advisors as approved by the Task Force will be voting members.

The mission of the Village Energy Task Force is to identify and recommend to all Boards, investments in energy technologies that will address the safety, economic, environmental and aesthetic issues of Third and United Mutual and GRF (the Corporations) with the common goal to enhance the wellbeing of Laguna Woods Village residents.

1. Recommend to the respective Committees and Boards, for their approval, all actions that will result in energy savings for residents and an improved environment for the Community.
2. Review energy statements and other reports affecting the Corporations' energy usage and recommend actions.
3. Work closely with Staff and review all devices or systems that either generate, control or consume energy within the Corporations. Identify alternatives that would be beneficial, taking into consideration factors such as efficiency, reliability, sustainability, installation, cost, return on investment, carbon foot print, human factors, and operability. Propose priorities of actions.
4. Seek out energy incentive programs applicable to the Corporations.
5. Work with the respective Communications Committees to make residents aware of Task Force actions as well as actions they can take to reduce their own energy costs and improve the environment.
6. In conjunction with Staff, make progress reports to the respective corporate M&C Committees on investigation results, resident actions and comments, as well as M & C Committee-approved projects.
7. To improve familiarity with technology and products, the Task Force should arrange seminars and invite speakers from vendors, universities, trade groups or consultants.
8. Suggest actions the Boards can take with respect to the California Public Utility Commission or the California legislature regarding proposed tariff charges or energy related bills affecting the Corporations.
9. Meet and Confer with the City of Laguna Woods on energy saving initiatives offered to municipalities by the State of California through Investor Owned Utilities (IOU) such as Southern California Edison.
10. The Chair and Vice Chair of the Task Force will be elected by members of the Task Force.

Director Moldow made a motion to approve the proposed Energy Task Force Charter.
Director Troutman seconded the motion.

Discussion ensued among the Directors.

President Sirkel called for a vote and it passed by unanimous consent.

13. Committee Reports

- (a) Report of the Finance Committee/Financial Reports – Director Phelps.
Next meeting August 22, 2018, at 1:30 p.m. in the Board Room.
- (b) Report of the Community Activities Committee – Director Perak. Next meeting September 13, 2018, at 2:00 p.m. in the Board Room.
- (c) Report of the Maintenance & Construction Committee – Director Matson.
Next meeting August 8, 2018, at 9:30 a.m. in the Board Room.
 - Report of the Performing Arts Center (PAC) Renovation Ad Hoc Committee - Director Perak. Next meeting TBA

- Report of Village Energy Task Force – Director Moldow
- (d) Report of the Media & Communications Committee – Director Perak in Director Milliman’s absence. Next meeting August 20, 2018, at 1:30 p.m. in the Board Room.
- (e) Report of the Mobility & Vehicles Committee – Director Troutman. Next meeting October 3, 2018, at 1:30 p.m. in the Board Room.
- (f) Report of the Security & Community Access Committee – Director Sabol Soule. Next meeting August 27, 2018, at 1:30 p.m. in the Board Room
- Report of the Traffic Hearings and Golf Cart Security Update – Director Gros. Next meeting August 15, 2018, 9:00 a.m. in the Board Room & 1:00 p.m. in the Cypress Room.
- Report of the Disaster Preparedness Task Force- Director Troutman. Next meeting September 25, 2018, 9:30 a.m. in the Cypress Room.

14. Future Agenda Items

None

15. Director's Comments

- Director Troutman announced that she had been a victim of mail theft, the suspect was identified, and that she is collecting signatures to run for Laguna Woods City Council;
- Director Phelps reminded residents that the budget meeting is tomorrow and commented on various 30 year plan matters;
- Director Juhan is impressed by the way the Board operates and Energy Task Force meeting was great;
- Director Matson commented it was a good meeting;
- Director Gros commented that Laguna Canyon Foundation information is available at the concierge desk (949-497- 8324);
- Director Perak commented that she was sad to hear that President Sirkel would not be running for re-election and gave kudos to the Staff;
- Director Sabol Soule stated that an email had been circulating about pesticides for use on the golf courses and noted that Maggie Blackwell was speaking on the subject with Ken Goldberg while encouraging residents to watch the video;
- Director Moldow stressed the importance of battery back-up for medical equipment and encouraged all to keep emergency ice for medications prepared;
- Director Milliman thanked Director Troutman for acting as Secretary in her

absence, praised Director Perak for giving the media update, and commented that it was a good meeting;

- President Sirkel thanked Director Troutman for acting as Secretary, inquired about her future Board plans, thanked all the Board members for their contributions and good work, and reiterated the Board's work is more important than individual issues.

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

The Board recessed to Closed Session at 11:48 a.m.

Closed Executive Session Agenda

Approval of Agenda

Approval of Minutes

(a) July 3, 2018 – Closed Executive Session

Discuss and Consider Member Disciplinary Matters

Discuss and Consider Personnel Matters

Discuss and Consider Contractual Matters

Discuss and Consider Litigation Matters

Discuss Litigation Report Summary

Adjournment

Adjourn

The meeting was adjourned at 2:10 p.m.


Joan Milliman, Secretary of the Board
Golden Rain Foundation