

**Minutes of the Regular Meeting of the Golden Rain
Foundation Tuesday, October 2, 2018, 9:30 a.m.
24351 El Toro Road, Laguna Woods, California**

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

Directors Absent: None

Staff Present: Brad Hudson, Siobhan Foster, Eileen Paulin, Betty Parker, Chris Spahr, and Whitney Thornton

Others Present: United Mutual: Juanita Skillman
Third Mutual: John Frankel and Steve Parsons
VMS: Mary Stone
Mutual 50: Ryna Rothberg
Legal Counsel: Fred Whitney and Robert Hartley

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 Sabol Soule led the meeting in the Pledge of Allegiance to the Flag.

3. Acknowledgment of Media

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

4. Approval of Agenda

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

5. Approval of Minutes

Director Sabol Soule made a motion to approve the minutes of August 7, 2018, as amended. The motion was seconded by Director Perak and it passed by unanimous consent.

6. Report of the Chair

President Sirkel read a proclamation announcing Customer Service Week October 1 – October 5, 2018, addressed issues with Globe articles, commented about the use of Round Up in the community, urged more veteran friendly hiring practices, and noted changes in the real estate market.

7. Update from VMS

Director Bender gave an update of the VMS meeting in the month of September:

- Accomplishments of CEO Brad Hudson and VMS:
 - Auto-dial welcome call
 - Customer Service through Staff development and training
 - Handyman Service
 - Better landscape request call analytics
 - Saddleback College surveys
 - Security gates, RFID, bicycle patrols, emergency evacuation plans
 - Resident Services improvements
 - Technology
 - Greater communication
 - Professional construction management
 - Hiring of experienced, top quality management
- On-going Concerns
 - Bus system
 - Landscaping needs
 - Better communication with residents who don't use internet
 - More options for languages other than English
 - Employee recruitment

8. CEO Report

CEO Hudson gave highlights of various projects, achievements, future goals, and experiences during his time at Laguna Woods Village.

9. Open Forum (Three Minutes per Speaker)

Members spoke on the following topics: Laguna Woods Village Foundation update, Round-Up use in the community, pesticide use in the community, Non-toxic Laguna Woods Project, Globe's USPS article, Aliso Creek area, bus service, Resident Services voicemail message, enclosed or heated pool for the community, fruit inspections, red curb request in cul-de-sac 403, and appreciation for VMS and CEO Hudson.

10. Response to Open Forum Speakers

Several Directors responded to and provided input regarding member comments.

11. Consent Calendar

- (a) None

12. Unfinished Business

- (a) None

13. New Business

- (a) Entertain a Motion for Early Release of 2019 Capital Plan Items

Director Milliman, Secretary of the Board, read the following:

RESOLUTION 90-18-44

2019 CAPITAL PLAN – EARLY RELEASE OF FUNDS

WHEREAS, Resolution 90-18-43 adopted and approved the Capital Reserve Expenditures Plan of this Corporation for the year 2019; and

WHEREAS, funding for certain items should be accelerated into the current year to facilitate ordering lead times and efficient operations.

NOW THEREFORE BE IT RESOLVED, October 4, 2018, the Board of Directors of this Corporation hereby authorizes an early expenditure of \$811,800 from the approved 2019 Capital Reserve Expenditure Plan for the purchase of seven cargo vans, four ADA Buses, and one Scrubber, to be funded from the Equipment Fund;

RESOLVED FURTHER, the Board of Directors of this Corporation hereby authorizes an early expenditure of \$496,400 from the approved 2019 Capital Reserve Expenditure Plan for Gate Replacements at Main Service Center Entry, RV Lot B, and El Toro Access Road, and Miscellaneous Projects to be funded from the Facilities Fund;

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

Director Milliman made a motion to approve the 2019 Capital Plan – Early Release of Funds Resolution. Director Troutman seconded the motion and discussion ensued among the Directors.

President Sirkel called for a vote and the motion passed by a vote of 11-0-0.

- (b) Entertain a Motion to Introduce a Resolution for Clubhouse 2 Loggia and Sequoia Ballroom Rental (*October initial notification - must postpone to November to conform to the 30-day notification requirement*)

Director Milliman, Secretary of the Board, read the following:

RESOLUTION 90-18-XX

Clubhouse 2 Loggia and Sequoia Ballroom Rental

WHEREAS the Palo Verde Loggia (patio) and Sequoia Ballroom are rented as two different spaces since renovations were completed in 2017;

WHEREAS the Loggia includes a barbeque, counter and small sink for food preparation, patio tables, chairs and sofas;

WHEREAS staff frequently encounters logistical issues and user complaints with separate bookings of the ballroom and patio; and,

NOW THEREFORE BE IT RESOLVED, October 2, 2018, that the Board of Directors of this Corporation hereby approves the Palo Verde Loggia at Clubhouse 2 to be included with the rental of the Sequoia Ballroom without an additional fee, eliminating the option for separate rental of the patio;

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

Director Milliman made a motion to accept the resolution for discussion purposes and postpone the final vote for 30 days pursuant to Civil Code §4360.

Director Perak seconded the motion.

Discussion ensued among the Directors.

President Sirkel called for a vote on the motion and the motion passed by a vote of 11-0-0.

- (c) Entertain a Motion to Introduce a Resolution for Summer Kids Swim Permanent Relocation to Pool 6 (*October initial notification - must postpone to November to conform to the 30-day notification requirement*)

Director Milliman, Secretary of the Board, read the following:

RESOLUTION 90-18-XX

**Summer Kids Swim Permanent Relocation
to Pool 6**

WHEREAS, Clubhouse 2 pool is the designated kids pool with limited hours from noon to 2 p.m. daily during the non-summer season; and

WHEREAS, residents consistently expressed concern that the kids were interfering with their exercise programs and/or overall facility enjoyment; and

WHEREAS, on January 11, 2018 and February 6, 2018, respectively, the CAC and GRF Board approved the relocation of the Summer Kids Swim Program to Pool 6 on a trial basis; and

WHEREAS, Clubhouse 6 pool had been the least utilized pool, averaging ten swimmers per day during the summer and due to low utilization, the pool is only open during the summer months and closed the remainder of the year;

NOW THEREFORE BE IT RESOLVED, October 2, 2018, that the Board of Directors of this Corporation hereby approves Pool 6 as the permanent location for the Summer Kids Swim Program with the daily hours being noon to 4 p.m., Memorial Day weekend through the season closure of Pool 6; 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 Milliman made a motion to accept the resolution for discussion purposes and postpone the final vote for 30 days pursuant to Civil Code §4360.

Director Moldow seconded the motion and discussion ensued among the Directors.

President Sirkel called for a vote on the motion passed and the motion passed by a vote of 11-0-0.

- (d) Entertain a Motion to Introduce a Resolution for Permanent Elimination of Fitness and Aquatic Guest Fees *(October initial notification - must postpone to November to conform to the 30-day notification requirement)*

Director Milliman, Secretary of the Board, read the following:

RESOLUTION 90-18-XX

Permanent Elimination of Fitness and Aquatic Guest Fees

WHEREAS the GRF Board suspended pool and fitness room guest fees for the summer operation period, May to August, in 2017 and 2018; and

WHEREAS the current GRF approved pool guest fee is \$3.00 per person and the fitness guest fee is \$6.00 per person, generating annual revenue of \$18,200 in 2016; and

WHEREAS after outsourcing the Aquatics operation and waiving the pool

and fitness guest fees during summer months, the combined annual revenue for these guest fees was down to \$5,600 in 2017 and revenue to date in 2018 is \$3,600; and

WHEREAS staff received significant positive feedback for not charging a guest fee during the summer months, with many Members requesting to make this permanent; and

WHEREAS comparative data indicates that there was no appreciative increase in usage during the periods when fees were waived and this suspension provided for more efficient and effective operation at the pools;

NOW THEREFORE, BE IT RESOLVED, October 2, 2018, that the Board of Directors of this Corporation hereby approves the permanent elimination of pool and fitness room guest fees; 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 Milliman made a motion to accept the resolution for discussion purposes and postpone the final vote for 30 days pursuant to Civil Code §4360.

Director Moldow seconded the motion and discussion ensued among the Directors. President Sirkel asked Mr. Brian Gruner to elaborate on this resolution.

Director Sabol Soule made a motion to amend the resolution to separate the pool fees and fitness center fees. Director Palmer seconded the motion and it failed by a vote of 1-9-1(Director Palmer abstained, Director Sabol Soule approved).

President Sirkel called for a vote on the motion as presented and the motion failed by a vote of 0-11-0.

Director Milliman made a motion to return the resolution to committee and for the committee to submit two separate resolutions at next month's meeting after reviewing health, safety, and crowding issues for the fitness rooms.

President Sirkel called for a vote on the motion and the motion passed by a vote of 11-0-0.

- (e) Entertain a Motion to Reschedule January 1, 2019, Regular Board Meeting

Director Milliman, Secretary of the Board, read the following:

Resolution 90-18-45

Reschedule Tuesday, January 1, 2019, Regular Meeting

WHEREAS, pursuant to Section 6.5.3 of the Golden Rain Foundation Bylaws, regular meetings of the Board of Directors shall be held on the first Tuesday of each month at 9:30 a.m., unless otherwise scheduled by an adopted Resolution; and

WHEREAS, the January 2019 regular meeting of the Board of Directors of this Corporation scheduled for Tuesday, January 1, 2019, falls on the New Year's Day holiday;

NOW THEREFORE BE IT RESOLVED, October 2, 2018, the Board of Directors of this Corporation hereby approves that the January regular meeting of the Board of Directors of this Corporation shall be held on Wednesday, January 2, 2019, at 9:30 a.m. in the Laguna Woods Village Community Center Board Room, 24351 El Toro Road; 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 Milliman made a motion to approve the resolution rescheduling the January 1, 2019 Board meeting. Director Perak seconded the motion and it passed by a vote of 10-1-0 (Director Moldow opposed).

- (f) Entertain a Motion to Approve the GRF Landscape Committee Charter

Director Milliman, Secretary of the Board, read the following:

RESOLUTION 90-18-46

**GOLDEN RAIN FOUNDATION
LANDSCAPE COMMITTEE CHARTER**

WHEREAS, on August 1, 2006, the Landscape Committee was established by way of Resolution 90-06-58 pursuant to Article 7, Section 7.1.1 of the Golden Rain Foundation Bylaws:

NOW THEREFORE BE IT RESOLVED, October 2, 2018, that the Board of Directors of this Corporation hereby assigns the duties and responsibilities of this Committee as follows:

1. Liaison between the GRF Board of Directors and the Managing Agent's General Services Department - Landscape Division and

perform the duties so stated in the resolution entitled "General Duties of Standing Committees."

2. Review all petitions for landscaping changes or conceptual planting plans associated with the renovation and/or development of properties owned and/or managed by GRF and visit those sites (1) for which clarification is deemed necessary and (2) for which a denial is being considered. Based upon information supplied by a qualified staff member, and in conformance with the rules and regulations of the City of Laguna Woods, the State of California and all applicable regulatory agencies, approval may be granted without a site visit.
3. Work with the Landscape Division to:
 - a. Promote efficient use of water within the Community.
 - b. Evaluate and determine appropriate landscape maintenance service levels for GRF facilities and properties.
 - c. Evaluate the need for new capital equipment and/or capital projects that would improve landscape practices, reduce labor costs and/or improve the general function or appearance of the landscape of Mutual and GRF facilities.
 - d. Make determinations on requests for the removal of trees on GRF properties.
4. To report on its activities to the Board of Directors periodically at Board meetings or when requested by the President.

RESOLVED FURTHER, that the committee shall perform such other duties as may be assigned by the President or the Board of Directors; and

RESOLVED FURTHER, that the Golden Rain Foundation Committee Charter, as set forth in Resolution 90-06-91, dated August 1, 2006, is hereby superseded and canceled.

Director Milliman made a motion to approve the GRF Landscape Committee Charter. Director Gros seconded the motion and discussion ensued among the Directors.

President Sirkel called for a vote on the motion and the motion passed by a vote of 11-0-0.

14. Committee Reports

- (a) Report of the Finance Committee/Financial Reports – Director Phelps.
Next meeting October 24, 2018, at 1:30 p.m. in the Board Room.

- (b) Report of the Community Activities Committee – Director Perak. Next meeting November 8, 2018, at 2:00 p.m. in the Board Room.
- (c) Report of the Maintenance & Construction Committee – Director Matson. Next meeting October 10, 2018, at 9:30 a.m. in the Board Room.
 - Report of the Performing Arts Center (PAC) Renovation Ad Hoc Committee - Director Perak stated additional information from architects to be received this month. Next meeting TBA
 - Report of Village Energy Task Force – Director Moldow noted the Energy Task Force adopted their Charter. Next meeting November 7, 2018, at 1:30 in the Willow Room.
- (d) Report of the Media & Communications Committee – Director Milliman. Next meeting October 15, 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 October 22, 2018, at 1:30 p.m. in the Board Room
 - Report of the Traffic Hearings and Golf Cart Security Update – Director Gros. Next meeting October 17, 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 November 27, 2018, 9:30 a.m. in the Cypress Room.

15. Future Agenda Items

None

16. Director's Comments

- Director Matson glad to see comments about Round-Up and the Aliso Creek area;
- Director Juhan commented that it was great to be in the meeting, encouraged voting today and wished blessings for all;
- Director Troutman encouraged voter registration, a new cell tower, and Breeze article on the Mobility and Vehicle committee;
- Director Phelps reported about this year's North American Challenge hosted by Laguna Woods Village;

- Director Gros thanked Paul Ortiz and his staff for their help with his presentation;
- Director Perak commented that she was sad to see CEO Hudson leave, but happy and confident that COO Foster will do a great job;
- Director Palmer noted that he was sad to see CEO Hudson's departure and commented that he had accomplished a lot;
- Director Sabol Soule commented that she was sad to see CEO Hudson leave and today was good meeting;
- Director Moldow gave the Energy Committee report;
- Director Milliman thanked all the Board members for a great meeting and reminded all about their Breeze contributions;
- President Sirkel thanked all the Board members for their work and stated "you win as a team, you lose as a team".

17. **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 12:41 p.m.

Closed Executive Session Agenda

Approval of Agenda

Approval of Minutes

(a) August 7, 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 3:15 p.m.



Joan Milliman, Secretary of the Board
Golden Rain Foundation