

MINUTES OF THE REGULAR MEETING OF THE
BOARD OF DIRECTORS OF GOLDEN RAIN FOUNDATION OF LAGUNA WOODS
A CALIFORNIA NON-PROFIT MUTUAL BENEFIT CORPORATION
January 2, 2008

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 January 2, 2008, at 9:30 A.M., at 24351 El Toro Road, Laguna Woods, California.

Directors Present: Bob Miller, Ruth May, Don Tibbetts, Bea McArthur, Ken Hammer, Joseph Heller, Jack Bassler, Noel Hatch, Ray Gros

Directors Absent: Erwin Stuller and Mark Schneider

Others Present: Milt Johns, Kim Taylor, and Janet Price (10:08 A.M.–10:21 A.M.)
Executive Session: Milt Johns, Kim Taylor, Cris Trapp

CALL TO ORDER

Bob Miller, President, 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 A.M.

A moment of silence and reflection was held to honor our US Troops who are serving our Country, and for those who are in harm's way.

PLEDGE OF ALLEGIANCE TO THE FLAG

In Mark Schneider's absence Director May led the membership in the Pledge of Allegiance to the Flag.

ACKNOWLEDGEMENT OF PRESS

Cheryl Walker was present from the Laguna Woods Globe, and by way of remote cameras, the TV Channel 6 Camera Crew staff was acknowledged.

APPROVAL OF AGENDA

Without objection, the agenda was approved as written.

Members Mike Curtis (342-A), Connie Grundke (2214-B) and Delsie Zuzak (674-A) addressed the Board and commented on agenda item (5a) of the GRF Closed Meeting for January 2, 2008.

President Miller asked Mr. Curtis how he received the Executive Session agenda.

Director Bassler commented on Executive Session meeting agenda item (5a), stating that he felt it should be discussed at an open meeting not in a closed session meeting.

President Miller announced that he will table agenda item (5a) from the January 2, 2008 Executive Session agenda, for a period of one month at which time the item will be put back on the Executive Session agenda for the February meeting.

Member Kay Margason (510-C) addressed the Board and commented on the Closed Meeting agenda item and President Miller.

President Miller asked an audience member to please stop video taping the meeting. President Miller stated that all the open Board meetings are taped and there is no need to record from the audience.

Members Delsie Zuzak (674-A) and Maxine McIntosh (68-C) addressed the Board and commented on the video taping from the audience.

MEMBER COMMENTS

- Bud Nesvig (2392-3H) asked for the GRF Board to help the Third Board with costs and fees associated with Third Mutual.
- Jerry Sheinblum (3488-C) announced that the CAC Committee is meeting on the 24th of January, 1:30 at CH5; the discussion will be insurance awareness.
- Connie Grundke (2214-B) announced the next Residents' Voice meeting, January 17, 2008, CH5 at 6:30.
- Mike Curtis (342-A) commented on the annual Finance audit and his request for an investigation re the sale of the former administration building site.
- Stu Venable (349-C) read a quotation re the law
- Libby Marks (82-Q) wished everyone a Healthy New Year and noted that Mr. Curtis is confused about the finance procedures.

DIRECTORS' RESPONSE

Director Hammer stated that Mr. Milt Johns does not offer any law advice on agendas and further, that he himself was the one that asked to have (5a) put on GRF's Closed Session agenda. Director Hammer addressed the false rumors and emails going around regarding the creation of the agendas.

Director Hammer commented on an external audit.

Director Tibbetts commented on Mr. Mike Curtis' erroneous comments re two sets of books in Broadband Services.

CHAIR'S REPORT

President Miller addressed the Board stating that Mike Curtis' email re two sets of books for Broadband is erroneous and further explained the Broadband accounting procedures and how they are reviewed in the Financial Committee Meetings.

Member Mike Curtis (342-A) addressed the Board and commented on the Chair's Report.

OLD BUSINESS

No old business came before the Board.

APPROVAL OF MINUTES

Without objection, the Minutes of the Regular Board Meeting of December 4, 2007 were approved as written.

NEW BUSINESS

Mr. Johns presented the Board with information regarding the need for alternates on United's own committees.

Director Gros commented that Ken Hammer was to take his place at the Security and Community Access meeting and should have had a voice.

Director May made a motion to approve an alternate's voting rights at a committee meeting.

Director Gros seconded the motion and discussion ensued.

President Miller stated that due to the new laws regarding additions to the agenda the motion is out of order.

President Miller directed Staff to put it on February's agenda as an action item.

Member Maxine McIntosh (68-C) addressed the Board and commented on alternates at committees.

CONSENT CALENDAR

No actions were taken under the Consent Calendar.

COMMITTEE REPORTS

Director Don Tibbetts reported on the Treasurer's Report and from the Finance Committee.

Member Connie Grundke (2214-B) addressed the Board and commented on the Community's service levels.

Ms. Price answered questions from the Board.

Director Ken Hammer reported from the Bus Services Committee.

In Director Schneider's absence, Director Ruth May reported from the Community Activities Committee.

Director Bea McArthur reported from the Landscape Committee.

Member Mike Curtis (342-A) addressed the Board and commented on the Landscape Committee report.

Director Joseph Heller reported from the Maintenance and Construction Committee.

The Secretary of the Corporation, Director Bea McArthur read a proposed resolution to approve the Historical Society request for permission from GRF to allow the Society to make computer network improvements to the GRF building that it occupies.

Director McArthur made a motion to approve the resolution and Director Hatch seconded the motion. By a vote of 7-0-0 (Director May recused herself from the vote) the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-08-01

WHEREAS, the Historical Society requested permission from GRF to allow the Society to make computer network improvements to the GRF building that it occupies; and

NOW THEREFORE BE IT RESOLVED, January 2, 2008, that the Board of Directors of this Corporation hereby approves the request of the Historical Society for computer network improvements to the GRF building that it occupies; and

RESOLVED FURTHER, that such improvements shall be executed through the normal procurement procedures, that the work shall be performed under the supervision of Staff, and that the cost of the improvements shall be borne by the Historical Society; 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.

The Secretary of the Corporation read a proposed resolution authorizing to rescind Capital Item P08019 in the 2008 Capital Plan regarding the Tennis Clubhouse shade structure.

Director McArthur made a motion to approve the resolution. Director Hammer seconded the motion and discussion ensued.

By a vote of 6-1-1 (Director Bassler opposed, Director May abstained) the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-08-02

WHEREAS, the 2008 Capital Plan includes funding in the amount of \$23,500 add a shade cover to the Tennis Clubhouse (P08019); and

WHEREAS, suggested that the use of table umbrellas would provide adequate shade and be a less expensive solution than the shade structure proposed in the Capital Plan.

NOW THEREFORE BE IT RESOLVED, January 2, 2008, that the Board of Directors of this Corporation is hereby authorized on behalf of the Corporation to rescind inactive Capital Item P08019 appropriated in the 2008 Capital Plan totaling unspent amounts of \$23,500 from the Facilities Fund; 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.

Member Maxine McIntosh (68-C) addressed the Board and commented on the motion.

Director Noel Hatch turned over the report from the Broadband Committee to Director Bea McArthur. Director Hatch was out of town during the committee meeting.

Director Hatch addressed the Board regarding the franchise agreement and stated that the agreement was signed on time and it represents a new relationship with the City.

Member Bud Nesvig (2392-3H) addressed the Board and asked for a copy of the franchise agreement with the City.

Member Tony Dauer (96-C) addressed the Board and commented on the channels and new cable services.

Member Mike Curtis (342-A) addressed the Board and commented on the agreement with the City and his contract to buy videos.

President Miller instructed Director Hammer to report from the Security and Community Access Committee.

Director Ken Hammer reported from the Security and Community Access Committee.

The Secretary of the Corporation read a proposed resolution authorizing the approval to install reflectors on cul-de-sac directional sign poles and caution sign poles.

Director McArthur made a motion to approve the resolution. Director Hammer seconded the motion and discussion ensued.

By a vote of 7-1-0 (Director Bassler opposed) the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-08-03

WHEREAS, in an effort to improve visibility of Community signage at nighttime; and

WHEREAS, certain existing Community signage poles have been reflectorized, resulting in improved visibility; and

NOW THEREFORE BE IT RESOLVED, January 2, 2008, that the Board of Directors of this Corporation hereby approves the request to add reflectorized tape on cul-de-sac directional sign poles in conjunction with the on-going project to consolidate traffic signs onto seven foot high poles, which is expected to be completed by 2010; and

RESOLVED FURTHER, that the estimated cost of \$19,800 for implementation will be expended equally over a three-year period (2008-2010); and

RESOLVED FURTHER, that the annual estimated cost of \$6,600 in 2008 will be funded from the approved 2008 operating budget by way of approved variance, and the estimated annual cost in years 2009 and 2010 will be included in the operating budgets for those years; 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.

Member Libby Marks (82-Q) addressed the Board and commented on the motion.

Director Ruth May reported from the Government and Public Relations Committee.

DIRECTOR'S COMMENTS:

- Director Bassler commented on the open and closed GRF agenda
- Director Hammer caution everyone to obey the traffic laws and thanked resident Joan for picking up trash in the community
- Director Tibbetts thanked Denise Welch and CCA for the insurance booklet sponsored by CCA.
- Director Gros thanked Denise Welch for the tremendous work she does in the community, wished everyone Happy New Year, and asked the audience to give the Boards a chance.
- Director May stated "let's not get stuck in the mud. Let's move on."
- President Miller reiterated that Broadband does not have two sets of books. The misinformation that is being spread around is a blatant lie.

MEETING RECESS

The meeting recessed at 11:10 A.M. and went into Executive Session at 11:25 A.M.

During its Regular Executive Session Meeting of December 4, 2007, the Board reviewed and approved the Minutes of the Regular Executive Session November 6, 2007; discussed member discipline, contractual and potential litigation issues.

ADJOURNMENT

There being no further business to come before the Board of Directors, the meeting adjourned at 12:20 P.M.

Elizabeth C. McArthur, Secretary