

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

November 4, 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 November 4, 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, Ray Gros, Erwin Stuller, Mark Schneider, Jack Bassler, Noel Hatch

Directors Absent: None

Others Present: Milt Johns, Patty Kurzet, and Janet Price (9:40 A.M.-10:28 A.M.); Executive Session: Milt Johns, Patty Kurzet, Cris Trapp

Designated Representative from Mutual Fifty : None

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

Director Ray Gros led the membership in the Pledge of Allegiance to the Flag.

ACKNOWLEDGEMENT OF PRESS

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

APPROVAL OF AGENDA

Without objection, the agenda was approved as amended by moving Member Comments and the motion to postpone the Bridge Room Guest Fee to the beginning of the meeting so the members of the Bridge Club could speak to the proposed resolution.

Director Erwin Stuller made a motion to refer the resolution to increase the Bridge Room Guest Fee back to the CAC Committee. Director Noel Hatch seconded the motion and discussion ensued.

Ms. Janet Price entered the meeting at 9:40 A.M.

By a vote of 4-6-0 (Directors May, Hatch, Stuller, Gros voted in favor), the motion failed.

Director Tibbetts made a motion to move Member Comments to the beginning of the meeting. Director Hammer seconded the motion and discussion ensued.

By a vote of 7-3-0 (Directors Hatch, Stuller and Gros opposed), the motion carried.

Without objection, the Board established a maximum time limit of 30 minutes.

MEMBER COMMENTS

Bridge Members Herbert Schwartz (2005-C), Dottie Fredericks (776-Q), Gail Schneider (3383-B) Fran Schwartz (652-B), Sybil Barzilay (3421-3G), Gail Shapiro (5559-A), Ruby Rhoads (3500-1B), and Denny Welch (5517-1C) expressed their opposition to the Bridge Club guest fee increase.

Libby Marks (82-Q) congratulated the Board and President Miller for a job well done.

Mary Wall (239-D) commented on Security matters

Isabel Muennichow (5285) commented on ways of communicating with the residents

Bud Nesvig (2392-3H) encouraged the Mutual Members to vote for him as a GRF Candidate and commented on Union employee contract

Linda Wilson (816-P) announced the earthquake drill on November 13, 2008.

OLD BUSINESS

A motion was made and seconded to postpone the resolution to increase the Bridge Room Guest Fee to the December Consent Calendar to satisfy the required statutory thirty-day notice requirements. By a vote of 8-2-0 (Directors Hatch and Heller opposed), the motion carried.

APPROVAL OF MINUTES

The Board reviewed and approved the Minutes of the Regular Session of October 7, 2008.

CHAIR'S REPORT

President Miller reported on each of the Board Directors' service to the Board.

NEW BUSINESS

No New Business came before the Board.

CONSENT CALENDAR

No items came under the Consent Calendar.

COMMITTEE REPORTS

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

Ms. Price left the meeting at 10:28 A.M.

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

Director Ken Hammer reported from the Bus Services Committee.

Without objection, the Board agreed to move the Broadband Committee Report prior to the Community Activities Committee Report due to Director Hatch's time constraints.

Director Noel Hatch reported from the Broadband Committee.

The Secretary of the Corporation, Director Bea McArthur, read a proposed resolution approving to revise the digital pay tier system and fee structure. Director McArthur moved to approve the resolution. Director Hatch seconded the motion and discussion ensued.

Without objection, the Board agreed to substitute the words "the Broadband Services Division" with "GRF" in the first paragraph.

Broadband Services Director Russ Ridgeway addressed questions and comments on the program change.

By a vote of 10-0-0, the motion carried and the Board of Directors adopted the following resolution as amended:

RESOLUTION 90-08-86

WHEREAS, in order to offset the expense of providing digital cable services based on subscriber choices, **GRF** established a fee structure; and

WHEREAS, the Broadband Services Committee found it necessary to revise the fee structure and digital tier system in an effort to facilitate the Community's analog to digital transition;

NOW THEREFORE BE IT RESOLVED, November 4, 2008 that the Board of Directors of this Corporation hereby authorizes staff to charge subscribers for Digital Services based on the following fee structure:

Installation (one-time fee):	\$30.00
Equipment (monthly fee):	
Digital Set Top Box/TV	\$ 5.00
Digital Set Top Box/TV/HD	\$10.00
Digital Set Top Box/DVR/HD	\$15.00
Programming (monthly fee):	
Digital Deluxe	\$ 4.00
Cinemax	\$10.00
Showtime	\$10.00
HBO	\$12.00
Starz / Encore	\$10.00
Pay Per View – Per Event – Adult	\$ 9.00
Playboy Channel	\$15.00

RESOLVED FURTHER, that such fees shall be effective January 1, 2009; and

RESOLVED FURTHER, that Resolution 90-08-39 adopted July 1, 2008 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 the purpose of this resolution.

Director Hatch left the meeting at 10:55 A.M. and did not return.

Director Mark Schneider reported from the Community Activities Committee.

The Secretary of the Corporation read the following proposed resolution approving the revised Recreation Division Policy with respect to "Section XXII Fitness:"

RESOLUTION 90-08-

WHEREAS, the Board of Directors of this Corporation adopted Resolution 90-07-82 on November 6, 2007, which approved Section III of the new Recreation Division Policy with respect to "Recreational Facilities;" and

WHEREAS, a recommendation has been made by the Community Activities Committee to make additional changes to further accommodate the needs of the residents;

NOW THEREFORE BE IT RESOLVED, January 6, 2009, that the Board of Directors of this Corporation hereby adopts and approves the revised Recreation Division Policy with respect to "Section XXII Fitness," effective January 6, 2009; by adding the following paragraph:

Cell phones, video players, and reading materials are prohibited while using **equipment in the Fitness Center** treadmills. As a courtesy to others, participants are asked to place cell phones on vibrate and limit conversations to outside the room.

RESOLVED FURTHER, that Resolution 90-07-82 adopted November 6, 2007 is hereby amended; 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 McArthur moved to approve the resolution. Director Schneider seconded the motion and discussion ensued.

Director Schneider moved to amend the resolution to include the actual change in the Policy as follows:

Cell phones, video players, and reading materials are prohibited while using treadmills. As a courtesy to others participants are asked to place cell phones on vibrate and limit conversations to outside the room. (added paragraph)

Director May seconded the motion and the motion carried without objection.

Director Tibbetts moved to amend the motion to change the word "treadmills" with the words "equipment in the fitness center". Director Bassler seconded the motion.

By a vote of 8-1-0 (Director Schneider opposed, and Director Hatch was absent from the meeting), the amendment carried.

Members Maxine McIntosh (68-C) commented on reading material use, Carol Moore (3399-A) commented on use of cell phones in the Fitness Center, Libby Marks (82-Q) commented on use of cell phones, Marty Rhodes (5369-2A) commented on use of cell phones.

Director Stuller made a motion to postpone the motion, as amended, to the Old Business portion of the December Board Meeting to satisfy the required statutory thirty-day notice requirement. Director McArthur seconded the motion, and the motion carried without objection.

The Secretary of the Corporation read a proposed resolution authorizing an unbudgeted expenditure of \$3,500 to replace the tennis coin operated lighting system. Director McArthur moved to approve the resolution. Director May seconded the motion and discussion ensued.

Member Ron Saccone (3026-B), Marty Rhodes (5369-2A), and Tony Dauer (96-C) addressed the Board on the motion.

By a vote of 6-3-0 (Directors Schneider, Gros, McArthur, Bassler, Tibbetts, Heller voted in favor), the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-08-87

WHEREAS, the Tennis Club requests that GRF replaces the five coin box lighting systems for the tennis courts due to its ineffectiveness and the unavailability of parts; and

NOW THEREFORE BE IT RESOLVED, November 4, 2008, that the Board of Directors of this Corporation hereby approves the replacement of the five coin box lighting systems; and

RESOLVED FURTHER, that the Board of Directors hereby authorizes an unbudgeted operating expense to fund the replacement estimated at \$3,500; 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 approving to change Pool Four closing time permanently. Director McArthur moved to approve the resolution. Director Gros seconded the motion and discussion ensued.

By a vote of 6-3-0 (Directors Bassler, Hammer and Heller opposed), the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-08-88

RESOLVED, November 4, 2008 that the Board of Directors of this Corporation hereby permanently extends the evening hours at Pool Four until 10:00 P.M. on a year round basis; and

RESOLVED FURTHER, that the additional costs shall be funded from the Recreation Division Operating Budget; 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 approving the request from Saddleback College's Emeritus Institute to add an orchestra symphony class to the schedule. Director Schneider moved to approve the resolution. Director Heller seconded the motion.

Without objection, the Board agreed to change the word "be" with the words "bear costs" in the fourth paragraph.

Members Fanny Labin (608-D) commented on class size and Maxine McIntosh (68-C) commented on the resolution.

By a vote of 8-1-0 (Director May opposed), the motion carried and the Board of Directors adopted the following resolution as amended:

RESOLUTION 90-08-89

WHEREAS, Saddleback College Emeritus Institute is allotted 100 classes per semester and would like to add a symphony orchestra class to the schedule effective with the Spring 2009 Semester; and

WHEREAS, the Recreation Division Policy states that the College cannot add or change classes on the schedule without Board approval;

NOW THEREFORE BE IT RESOLVED, November 4, 2008, that the Board of Directors of this Corporation hereby approves the request from the Saddleback College's Emeritus Institute to add a symphony orchestra class to the schedule; and

RESOLVED FURTHER, that the College would pay for all class-related costs and will not **bear costs** be associated with the Laguna Woods Village Orchestra Club and its productions; 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 Bea McArthur reported from the Landscape Committee.

Director Bea McArthur reported that the Gate Renovation Ad Hoc Committee did not meet.

Member Maxine McIntosh (68-C) commented on newly landscaped areas in the Community.

Director Joseph Heller reported from the Maintenance and Construction Committee.

Director Erwin Stuller reported from the Security and Community Access Committee.

RESPONSES TO MEMBER COMMENTS

- President Miller responded to member comments made earlier in the meeting
- Director May and Schneider commented on Isabel Muennichow's comments re communicating with the residents
- Director McArthur responded to Mr. Nesvig's Union contract comments

DIRECTOR'S COMMENTS:

- Director Stuller commented on the history of voting
- Director Hammer thanked the outgoing Directors for their service on the Board
- Director May thanked the outgoing Board of Directors for their service
- President Miller announced that the Annual Meeting of the Corporate Members will be held on November 13, 2008 to elect new GRF Directors

MEETING RECESS

The meeting recessed at 12:07 P.M. and went into Executive Session at 12:54 P.M.

During its Regular Executive Session Meeting of October 7, 2008 the Board reviewed and approved the Minutes of the Regular Executive Session Meeting of September 2, 2008; and discussed legal and contractual matters.

ADJOURNMENT

There being no further business to come before the Board of Directors, the meeting adjourned at 1:46 P.M.

Elizabeth C. McArthur, Secretary