

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

February 3, 2009

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 February 3, 2009, at 9:30 A.M., at 24351 El Toro Road, Laguna Woods, California.

Directors Present: Erwin Stuller, Bob Miller, Ruth May, Don Tibbetts, Bea McArthur, Ken Hammer, Ray Gros, Bob Hatch, Jim Matson (9:36 A.M.), Burns Nugent

Directors Absent: Mark Schneider

Others Present: Milt Johns and Patty Kurzet
Executive Session: Milt Johns, Patty Kurzet, Cris Trapp

Designated Representative
from Mutual Fifty: None

CALL TO ORDER

Erwin Stuller, 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

In the absence of Cheryl Walker from the Laguna Woods Globe, Ms. Janet Whitcomb, a freelance reporter was present, and the Channel 6 Camera Crew, by way of remote cameras, were also acknowledged as present.

APPROVAL OF AGENDA

Without objection, the agenda was approved as submitted.

APPROVAL OF MINUTES

The Board reviewed and approved the Minutes of the Regular Session of January 6, 2009.

CHAIR'S REPORT

President Stuller read a quote regarding the logistics of the Law.

OLD BUSINESS

Director Bea McArthur moved to postpone the following resolution approving the use of personal transportation devices to the March Meeting:

RESOLUTION 90-09

WHEREAS, GRF desired an evaluation of Electronic Personal Assistive Mobility Devices (EPAMDs), as defined by the State of California, to ensure equal treatment of both existing and emerging technologies affecting safe personal transportation needs of its members and adult guests; and

WHEREAS, of particular interest is an EPAMD with the commercial name of "Segway," and

WHEREAS, the Segway meets the state of California's definition of an EPAMD; and

WHEREAS, The State of California encourages the use of EPAMDs in an effort to reduce the state's traffic and air pollution problems and declares that the EPAMD is part of the state's program to use no-emission vehicles;

NOW THEREFORE BE IT RESOLVED, March 3, 2009, that the Board of Directors of this Corporation hereby allows the use of Electronic Personal Assistive Mobility Devices (EPAMDs) within the Community, with the following contingencies to which each operator of such device shall agree to:

- 1) Operate the EPAMD at a speed that is reasonable and prudent but never faster than 4.5 MPH on sidewalks and crosswalks in the community;
- 2) Not operate an EPAMD at a speed that endangers the safety of persons or property, or with willful or wanton disregard for the safety of persons or property;
- 3) Operate an EPAMD in such a way as to yield the right-of-way to all pedestrians on foot, including persons with disabilities using assistive devices and service animals that are close enough to constitute a hazard;
- 4) Operate the EPAMD only on sidewalks and crosswalks in the Community,
- 5) Indemnify, defend and hold harmless GRF, the housing mutuals and their agent for loss arising out of the ownership, maintenance or use of the EPAMD, and
- 6) Abide by all state and local laws and community rules
- 7) The owner and/or operator shall be responsible for safe use of the device and will be responsible for complying with all safe use measures recommended by the manufacturer or any other regulating body

RESOLVED FURTHER, that in order to endeavor to ensure safe operation of the devices, an annual permit shall be required for operation of EPAMDs on sidewalks in the community, which shall include:

- 1) A written statement signed by the operator's physician that the operator has consulted with their physician and that they are in satisfactory health to operate the EPAMD. Medical consultation is at the member's cost
- 2) Proof of Homeowners' Liability Insurance, Personal Liability Insurance, or Personal Umbrella Liability Insurance, with limits per person or combined single limit of not less than \$500,000 per occurrence.

RESOLVED FURTHER, that a one time permit processing fee of \$10.00 shall be charged to the applicant at the time of original application; and

RESOLVED FURTHER, that the use of roller skates, in-line skates and any skateboard-based scooters within the Community shall be prohibited; 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 Bob Miller seconded the motion and the motion carried without objection.

Director McArthur moved to postpone the following resolution approving the El Toro Road Tunnel Access Control to the March Meeting:

RESOLUTION 90-09

WHEREAS, a non-exclusive and revocable easement grant exists for the existing storm drain tunnels under the El Toro Road and Moulton Parkway from the City of Laguna Woods to the Golden Rain Foundation, allowing pedestrian, equestrian and limited vehicular access through the subject tunnels; and

WHEREAS, the grant of easement stipulates certain conditions of use that must be met by GRF such as proper signage, maintenance and restrictions on usage, as well as indemnifying the City against all liabilities, losses, actions and judgments from the resulting use of the easement areas; and

WHEREAS, adequate access accommodations for pedestrian and bicycle traffic are not in place for the El Toro Road tunnel, and it is commonplace for the El Toro tunnel floor to have a steady flow of water from local dry weather runoff as well as wet weather flow; and

WHEREAS, in order to minimize liability to the Corporation while adhering to the terms of the easement grant, reasonable access restrictions need to be in place;

NOW THEREFORE BE IT RESOLVED, March 3, 2009, that the Board of Directors hereby authorizes the following access restrictions to the El Toro Tunnel:

- construct and install a new control gate near Building 2012,
- post and implement a 10 mph speed limit,
- prohibit bicycle and pedestrian traffic at all times, and
- install warning signs on both sides of the tunnel

RESOLVED FURTHER, that access to the El Toro Tunnel will be restricted to golf carts and service vehicles; and

RESOLVED FURTHER, that the work shall be funded through the existing operating budget at an estimated cost of \$3,300; 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 Bob Miller seconded the motion and the motion carried without objection.

Director Jim Matson entered the meeting at 9:36 A.M.

The Secretary of the Corporation, Director Bea McArthur, read the proposed changes to the GRF Committee Appointments. Director McArthur moved to approve the resolution and Director Ruth May seconded the motion.

By a vote of 9-0-0, the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-09-08

RESOLVED, February 3, 2009, that the following persons are hereby appointed and ratified to serve on the Committees of this Corporation:

Broadband Services Committee

Bea McArthur, Chair (GRF)
Burns Nugent, Vice Chair (GRF)
Mark Schneider (GRF)
Isabel Muennichow (Third)
Kathryn Freshley (Third)
John Dalis (United)

Marty Rubin (United)
Keith Wallace (Mutual 50)
Non-Voting Advisors: Eliot Brody, Bob Payne

Business Planning

Erwin Stuller, Chair (GRF)
Bob Miller, Vice Chair (GRF)
Don Tibbetts (GRF)
John Paulus (Third)
Kathryn Freshley (Third)
Paul Vogel (United)
Lloyd Foster (United)
Keith Wallace (Mutual 50)

Bus Services Committee

Ken Hammer, Chair (GRF)
Don Tibbetts, Vice Chair (GRF)
Ray Gros (GRF)
Dominic Burrasca (Third)
Cynthia Conners (Third)
John Dalis (United)
Arlene Miller (United)
Herb Harris (Mutual 50)
Non-Voting Advisors: Shirley Niederkorn, Linda Wilson, Denny Welch, and Mary Stone

Community Activities

Mark Schneider, Chair (GRF)
Bob Hatch, Vice Chair (GRF)
Ruth May (GRF)
Carol Moore (Third)
Katherine McDaniel (Third)
Gail McNulty (United)
John Dalis (United)
Richard Wurzel (Mutual 50)
*Non-Voting Advisor: **Jim Bragg***

Finance

Bob Miller, Chair (GRF)
Burns Nugent, Vice Chair (GRF)
Bob Hatch (GRF)
John Paulus (Third)
Stanley Feldstein (Third), Kathryn Freshley (alternate Third)
Paul Vogel (United)
Marv Rosenhaft (United)
Keith Wallace (Mutual 50)
Non-Voting Advisor: Allen Cohen, Jim Hart

Gate Renovation Ad Hoc Committee

Bea McArthur (GRF)
Don Tibbetts (GRF)
Mark Schneider (GRF)
Bevan Strom (United)
Maxine McIntosh (United)
Carol Skydell (Third)
Larry Souza (Third)
Dick Gray (Mutual 50)

Golf Starter Building Ad Hoc Committee

Jim Matson, Chair (GRF)
Don Tibbetts (GRF)
Ken Hammer (GRF)
Bevan Strom (United)
Lloyd Foster (United)
Stanley Feldstein (Third)
Kathryn Freshley (Third)
xxxx (Mutual 50)
*Non-Voting Advisor: Dick Sharp, David Talcott, Gaye Thompson, **Joe Hathaway***

Government & Public Relations

Ruth May, Chair (GRF)
Jim Matson, Vice Chair (GRF)
Burns Nugent (GRF)
Isabel Muennichow (Third)
Carol Skydell (Third)
Marty Rubin (United)
Arlene Miller (United)
Dick Gray (Mutual 50)
Non-Voting Advisor: Denise Welch

Laguna Canyon Foundation

Ray Gros

Landscape Committee

Jim Matson, Chair (GRF),
Bea McArthur, Vice Chair (GRF)
Ruth May (GRF)
Stanley Feldstein (Third)
Carol Moore (Third)
Linda Wilson (United)
Maxine McIntosh (United)

Maintenance & Construction

Don Tibbetts, Chair (GRF)
Ken Hammer, Vice Chair (GRF)
Jim Matson (GRF)
Ray Gros (GRF Alternate)
Don Lippert (Third)
John Paulus (Third)
Bevan Strom (United)
Marv Rosenhaft (United)
Non-Voting Advisor: Bob Morton and Joseph Heller

Recreation Master Planning Sub-Committee

Mark Schneider, Chair (GRF)
Bob Hatch, Vice Chair (GRF)
Ruth May (GRF)
Gail McNulty (United)
John Dalis (United)
Carol Moore (Third)
Katherine McDaniel (Third)
Richard Wurzel (Mutual 50)

Security and Community Access

Ray Gros, Chair (GRF)
Ken Hammer, Vice Chair (GRF)
Bob Hatch (GRF)
Larry Souza (Third)
Dominic Burrasca (Third)
Linda Wilson (United)
Gail McNulty (United)
Richard Wurzel (Mutual 50)
Non Voting Advisor: Libby Marks, John Dudley

Select Audit

Erwin Stuller
Bob Miller

RESOLVED FURTHER, that Resolution 90-09-03 adopted January 6, 2009 is hereby superseded and cancelled.

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.

NEW BUSINESS

The Board discussed the following proposed Nominating Committee appointments per the GRF Bylaws: Joseph Heller, Charlie Little, and Denny Welch. President Stuller stated that

the Board needs to propose at least 7 names in order for the Corporate Members to approve the Committee.

Member Bud Nesvig (2392-3H) commented on the proposed names.

The Secretary of the Corporation read a proposed resolution approving the Select Audit Committee Charter. Director McArthur moved to approve the resolution. Director Miller seconded the motion.

By a vote of 9-0-0, the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-09-09

**LAGUNA WOODS VILLAGE CORPORATIONS
SELECT AUDIT COMMITTEE CHARTER**

RESOLVED, February 3, 2009, that the Boards of Directors of this Corporation hereby assigns the duties and responsibilities of this Committee, as follows:

1. Perform the duties imposed upon all standing committees as set forth in the resolution entitled, "General Duties of Standing Committees."
2. Direct the preparation of Requests for Proposal for the annual audits of the financial statements of the Laguna Woods Village Corporations, recommend a firm(s) to be engaged, and recommend the scope of work for the engagements.
3. Serve as liaison between the Finance Committees of the Laguna Woods Village Corporations and the independent auditors with respect to the annual audit of the financial statements of the corporations.
4. Review reports from the auditors and recommend to the Finance Committees any appropriate action in connection therewith.
5. The committee shall perform such other tasks as are assigned by the Presidents of Boards; and

RESOLVED FURTHER, that Resolution G-99-23, adopted April 6, 1999 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.

CONSENT CALENDAR

No items came under the Consent Calendar.

COMMITTEE REPORTS

Director Bob Miller gave the Treasurer's and Finance Committee reports. He also commented on the mis-information stated in the Residents' Voice newsletter.

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

Director May made a motion directing staff to implement logo option C in honor of the Community's 45th Anniversary to be placed on promotional materials, the website, and Community event information.

Members Maxine McIntosh (68-C) and Bud Nesvig (2392-3H) commented on the options.

By a vote of 6-3-0 (Directors Hammer, Hatch and Gros opposed), the motion carried.

Director Ken Hammer reported from the Bus Services Committee.

Director Ruth May reported from the Community Activities Committee.

The Secretary of the Corporation read a proposed resolution approving the CAC Committee Charter. Director McArthur moved to approve the resolution. Director Ken Hammer seconded the motion.

By a vote of 9-0-0, the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-09-10

GOLDEN RAIN FOUNDATION OF LAGUNA WOODS COMMUNITY ACTIVITIES COMMITTEE 2009 CHARTER

WHEREAS, a Community Activities Committee has been established pursuant to Article 7, Section 7.1.1 of the Bylaws of this Corporation:

NOW THEREFORE BE IT RESOLVED, February 3, 2009, the Board of Directors of this Corporation hereby assigns the duties and responsibilities of this Committee, as follows:

1. Perform the duties imposed upon all standing committees as set forth in the current resolution entitled, "General Duties of Standing Committees."
2. Develop programs and procedures utilizing advice and assistance from the Recreation Division and make appropriate recommendations to the GRF Board.

3. Review the capital requirements, service levels, and projected revenue related to Recreation Division operations and recommend appropriate action to the GRF Business Planning Committee.
4. Review all unbudgeted requests for programs, equipment, etc. and recommend appropriate action to the GRF Board.
5. Review and evaluate existing rules and policies, and recommend changes of said policies, as appropriate, to the GRF Board.
6. Evaluate and respond to suggestions and/or complaints regarding the use, modifications, or expansion of facilities designed to meet the recreational and social needs of the community. If said modification or expansion requires additional facilities, major reconstruction or potential relocation, all suggestions shall be forwarded to the appropriate committee for consideration and prioritization.
7. Consider recommendations and requests by Advisory Groups – Technology Facilities, Greens and Racquet Facilities, Aquatics/Health/and Fitness, Equestrian and Horseshoes, Garden Centers, Clubhouse Facilities, and Continuing Education; and encourage the participation of residents in the diverse recreational, social, educational, and cultural activities and programs provided and/or sponsored by this corporation.
8. Establish ad hoc and/or sub committees and/or study groups of CAC, as needed and consider their requests and recommendations.
9. Review on a regular basis the Community Facilities Utilization Reports and summarize same as requested by the Board.
10. Review, analyze, and develop information and proposals regarding the need for fees for use of the community facilities by residents, guests, and outside organizations.

RESOLVED FURTHER, that the Committee shall perform such other tasks as may be assigned by the GRF President or Board; and

RESOLVED FURTHER, that Resolution 90-08-09, adopted February 5, 2008 is hereby superseded and cancelled.

The Secretary of the Corporation read a proposed resolution approving the Saddleback Kiwanis Club's request to use Clubhouse Five on Saturday June 20, 2009 to hold its annual Casino Night Fundraiser. Director McArthur moved to approve the resolution. Director May seconded the motion.

By a vote of 9-0-0, the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-09-11

RESOLVED, February 3, 2009, that the Board of Directors of this Corporation hereby approves the use of Clubhouse Five on Saturday June 20, 2009 by the Saddleback Kiwanis Club to hold its annual Casino Night Fundraiser; and

RESOLVED FURTHER, that the Saturday Night Dance shall be moved to another clubhouse for that night; 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 a supplemental appropriation to replace shade covers at the tennis courts. Director McArthur moved to approve the resolution. Director May seconded the motion.

By a vote of 9-0-0, the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-09-12

WHEREAS, the Laguna Woods Tennis Club requested that GRF replaces the canvas shade covers over the tennis court benches;

NOW THEREFORE BE IT RESOLVED, February 3, 2009, that the Board of Directors of this Corporation hereby authorizes a supplemental appropriation in the amount of \$2,350 from the Unappropriated Expenditures Fund to replace five canvas shade covers over the benches on the tennis courts; 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 Jim Matson reported from the Landscape Committee.

The Secretary of the Corporation read a proposed resolution directing staff to coordinate with the City of Laguna Woods to place recycling bins at GRF facilities. Director McArthur moved to approve the resolution. Director Jim Matson seconded the motion and discussion ensued.

City Mayor Bob Ring and Assistant City Manager Doug Reilly addressed the Board on the motion.

Members Bud Nesvig (2392-3H), Dr. Jim Davis (195-H), Linda Wilson (816-P), and Shari Horne (2354-3C) addressed the Board on the motion.

By a vote of 9-0-0, the motion carried and the Board of Director adopted the following resolution:

RESOLUTION 90-09-13

WHEREAS, recycling has both environmental and economic benefits, in that it saves natural resources and landfill space; and

WHEREAS, GRF wishes to increase resident awareness and participation throughout the Community by improving its current recycling practices; and

NOW THEREFORE BE IT RESOLVED, February 3, 2009, the Board of Director of this Corporation hereby directs staff to coordinate with the City of Laguna Woods regarding the placement of recycling bins at the GRF facilities, at no cost to GRF; and

RESOLVED FURTHER, that the bins shall be located in existing trash enclosures at these facilities, and all recyclables will be separated out of the waste stream and placed in these bins by staff, caterers, and resident users of the facilities; 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 Gate Renovation Ad Hoc Committee.

Director Jim Matson reported from the Golf Starter Building Ad Hoc Committee.

Director Don Tibbetts reported from the Maintenance and Construction Committee.

Director Bea McArthur reported from the Broadband Committee.

Director Ray Gros reported from the Security and Community Access Committee.

MEMBER COMMENTS ON COMMITTEE REPORTS

- No comments were made.

MEMBER COMMENTS

- Bob Lionetti (84-C) commented on the Long Beach bus system
- Maxine McIntosh (68-C) commented on visiting golf courses

- Marv Rosenhaft (823-A) commented on Director Miller's clarification to the false accusations in the Residents' Voice newsletter
- Shari Horne (2354-3C) thanked the Board for the recycling resolution
- Bud Nesvig (2392-3H) commented on the needs assessment and garden plots
- Pamela Grundke (2214-B) stated that she wrote the Residents' Voice newsletter and that she stands by every word, and clarified that Pat Feeney is the Voice's Treasurer
- Karel Brouwer (3189-C) commented on improving the buildings in the Mutuals over the clubhouses

RESPONSES TO MEMBER COMMENTS

- No responses were made

DIRECTOR'S COMMENTS:

- Director Tibbetts commented on the B-Bus

MEETING RECESS

The meeting recessed at 10:52 A.M. and went into Executive Session at 11:00 A.M.

Summary of Previous Closed Session Meetings per Civil Code Section §1363.05

During its Regular Executive Session Meeting of January 6, 2009 the Board reviewed and approved the Minutes of the Regular Executive Session Meeting of December 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 1:45 P.M.

Elizabeth C. McArthur, Secretary