

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

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

Directors Present: Erwin Stuller, Bob Miller, Don Tibbetts, Bea McArthur, Ken Hammer, Ray Gros, Bob Hatch, Jim Matson, Burns Nugent

Directors Absent: Ruth May

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 Bob Hatch 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 February 3, 2009.

CHAIR'S REPORT

President Stuller addressed comments made about him in the recent Resident's Voice newsletter, and Mr. Johns added that GRF won an award for the Best Newsletter at the CAI Conference.

OLD BUSINESS

The Board entertained the motion postponed from the prior month regarding the use of Electronic Personal Assistive Mobility Devices (EPAMDs) within the Community.

The Secretary of the Corporation, Director Bea McArthur, summarized the proposed resolution. Director McArthur moved to approve the resolution. Director Miller seconded the motion.

By a vote of 8-0-0, the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-09-15

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 cross walks 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.

The Board entertained the motion postponed from the prior month regarding limiting access to the El Toro Tunnel.

The Secretary of the Corporation summarized the proposed resolution. Director McArthur moved to approve the resolution. Director Miller seconded the motion and discussion ensued.

Risk Manager, Mr. Scott Dunham addressed the Board on the liability issues.

Members Beverly Inskeep (235-A), Maxine McIntosh (68-C), Mary Wall (239-D), Bud Nesvig (2392-3H), Rhoda Lindner (2013-C), Corkie Eley (2401-2E), and Karel Brouwer (3189-C) addressed their comments and concerns with the resolution.

By a vote of 8-0-0, the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-09-16

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.

NEW BUSINESS

The Board discussed the following proposed Nominating Committee appointments per the GRF Bylaws: Joseph Heller, Charlie Little, Denny Welch, Sarah (Sally) Hunter, Marilyn Sortino, Ernestine Hewitt, Pat Feeney, and Shari Horne. President Stuller stated that the Board has proposed at least 7 names in order for the Corporate Members to approve the

Committee. Without objection, the Board agreed to schedule a Corporate Members meeting to approve the Nominating Committee.

The Secretary of the Corporation read a proposed resolution approving the Inspectors of Election. Director McArthur moved to approve the resolution. Director Miller seconded the motion.

By a vote of 8-0-0, the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-09-17

RESOLVED, March 3, 2009, that the Board of Directors of this Corporation hereby appoints the following persons as Inspectors of Election:

Ellen Dalrymple
Marion Levine
Mary Stone
Charles Nahas-Alternate

RESOLVED FURTHER, that such appointees shall serve for other elections that may arise, and appointments shall remain in effect until successors are appointed by the Board; and

RESOLVED FURTHER, that Resolution 90-08-38 adopted June 3, 2008 is hereby superseded and cancelled.

The Secretary of the Corporation read a proposed resolution approving the access into the Community for the City of Laguna Hills Memorial run. Director McArthur moved to approve the resolution. Director Miller seconded the motion.

By a vote of 8-0-0, the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-09-18

WHEREAS, Renegade Racing, the race management company for the City of Laguna Hills Memorial Half Marathon & 5K (previously the Saddleback Memorial Half Marathon & 5K) has requested access to a portion of Laguna Woods Village for the annual Laguna Hills Memorial Half Marathon 5K Run/Walk, to be held on May 25, 2009; and

WHEREAS, the Laguna Hills Half Marathons and 5K race events will enter and exit through Gate 2 and finish at the Laguna Hills Community Center;

NOW THEREFORE BE IT RESOLVED, March 3, 2009, that the Board of Directors of this Corporation hereby authorizes the limited use of the Community streets inside Gate 2 on May 25, 2009 from approximately 6:00am until 9:00am, for the City of Laguna Hills Memorial Half Marathon and 5K event; 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 recent Residents' Voice newsletter.

In Director Ruth May's absence, Director Matson reported from the Government and Public Relations Committee.

The Board recessed at 10:24 A.M. due to audience interruptions and reconvened at 10:30 A.M.

Director Ken Hammer reported from the Bus Services Committee.

Director Hatch reported from the Community Activities Committee.

The Secretary of the Corporation read a proposed resolution approving the request of the Men's Golf Club to charge guests reduced rates. Director McArthur moved to approve the resolution. Director Hammer seconded the motion.

By a vote of 8-0-0, the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-09-19

RESOLVED, March 3, 2009, that the Board of Directors of this Corporation hereby approves the request of the Laguna Woods Village Men's Golf Club to charge guests the reduced rate of \$25.00, during their Annual Father-Sibling Golf Tournament on May 9, 2009 and their Member/Guest Golf Tournament on August 15, 2009; 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 a donation from the Woodshop Supervisors. Director McArthur moved to approve the resolution. Director Gros seconded the motion.

By a vote of 8-0-0, the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-09-20

RESOLVED, March 3, 2009, that the Board of Directors of this Corporation hereby accepts the following donations from the Clubhouse Four Woodshop Supervisors, valued at a total of \$1,880;

- 14" Powermatic floor model bandsaw, valued at \$1,298
- 17" Jet floor model drill press, valued at \$497
- 2 hand held power sanders, valued at \$85

RESOLVED FURTHER, that such equipment shall be used in the Clubhouse Four Woodshop; and

RESOLVED FURTHER, that the President of this Corporation is hereby authorized to advise said donor in writing and to express the thanks of the corporation.

The Secretary of the Corporation read the following proposed resolution revising the Recreation Division Policy with respect to "Section XXIII Garden Center:

RESOLUTION 90-09-

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, April 7, 2009, that the Board of Directors of this Corporation hereby approves the revised Recreation Division Policy with respect to "Section XXIII Garden Center," effective April 7, 2009, by making the following changes:

- Revise Section A(13)(b) to read as "Disciplinary action, including the revocation of a gardener's use permit, may be taken against

any gardener who removes planted material or improvements from the plot of another gardener without prior written consent.”

- Revising a portion of Section B(2) to read as: “new gardeners are limited to a maximum of 400 square feet.”
- Adding a paragraph under Section C to read as: “GRF may revoke the garden permit of any gardener who is 60 days delinquent in payment of his/her plot rental.”

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 Miller seconded the motion.

Director McArthur moved to postpone the resolution to the Old Business portion of the April Meeting to satisfy the required statutory thirty-day notice requirement. Director Miller seconded the motion and the motion carried unanimously.

Director Hatch made a motion to approve closing off the back parking lot at Clubhouse One for the 2009 Senior Games Run/Walk event. Director McArthur seconded the motion and the motion carried unanimously.

Director Jim Matson reported that the Landscape Committee did not meet this month.

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

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

Director Matson made a motion to change the Ad Hoc Committee name to the “Golf Building Ad Hoc Committee.” Director Miller seconded the motion and the motion carried unanimously.

The Secretary of the Corporation read a proposed resolution approving the Golf Building Ad Hoc Committee Charter. Director McArthur moved to approve the resolution. Director Matson seconded the motion.

Without objection the Board agreed to remove the word “starter” from the charter.

Members Maxine McIntosh (68-C), Mary Wall (239-D), Bud Nesvig (2392-3H), Corkie Eley (2401-2E), Karel Brouwer (3189-C), Delsie Zuzak (674-A), and Libby Marks (82-Q) addressed their comments and concerns with constructing the golf building.

By a vote of 8-0-0, the motion carried and the Board of Directors adopted the following resolution as amended:

RESOLUTION 90-09-21

**GOLDEN RAIN FOUNDATION
GOLF BUILDING AD HOC COMMITTEE CHARTER**

WHEREAS, on September 2, 2008, the Board of Directors of this Corporation established the Golf Building Ad Hoc Committee in accordance with the Golden Rain Foundation By-laws Article 7, Section 7.1.1 for the purpose of developing guidelines and improvements for the building of a new golf building;

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

1. The Golf Building Ad Hoc Committee will work with consultants and staff to compile and determine all design criteria for a new facility.
2. In addition, together with the consultants and staff, the Committee will present to the GRF Board for review and approval an implementation plan for the scope of work.
3. When evaluating concepts for the new facility such as architectural designs, the Committee shall consider an overall Community needs, uses and future growth.
4. The Committee will focus on areas such as:
 - Review for consideration club requests and noted building deficiencies
 - Overall building increased square footage
 - Room designations
 - Architectural design
 - Energy efficiency and green applications
 - Parking accommodations and locations
 - Combination usage of the facility
 - All interior and exterior finish materials and color finishes
 - Over all site improvements

RESOLVED FURTHER, that the Ad Hoc Committee shall report and make recommendations to the GRF Board, but will also request comments on its recommendations prior to submittal of its work to the Board from the following GRF committees: Landscape, Maintenance and Construction, and Community Access Committees; and

RESOLVED FURTHER, that the Ad Hoc Committee shall report on its activities to the Golden Rain Foundation Mutual Board periodically at Board meetings or when requested by the Golden Rain Foundation Board; and

RESOLVED FURTHER, that upon conclusion of the Committee's work, it will be disbanded by the Board.

RESOLVED FURTHER, that the Golf Building Ad Hoc Committee shall perform such other duties as may be assigned by the Golden Rain Foundation Board.

Director Don Tibbetts reported from the Maintenance and Construction Committee.

Director Bea McArthur reported from the Broadband Committee.

The Secretary of the Corporation read a proposed resolution authorizing a supplemental appropriation in the amount of \$423,000 to purchase additional set-top boxes. Director McArthur moved to approve the motion. Director Miller seconded the motion.

Members Maxine McIntosh (68-C), Corkie Eley (2401-2E), and Delsie and Bob Zuzak (674-A), stated whether they were for or against the motion, and addressed their comments and concerns.

By a vote of 8-0-0, the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-09-22

WHEREAS, currently, there is a greater demand in the new digital services than anticipated and based on current subscriber trends, the number of digital subscribers is expected to rise to over 3,300 by year end; and

WHEREAS, in order to accommodate the increased demand, additional set-top boxes are needed;

NOW THEREFORE BE IT RESOLVED, March 3, 2009, that the Board of Directors of this Corporation hereby authorizes a supplemental appropriation in the amount of \$423,000 from the Equipment Fund to purchase additional set-top boxes; 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 Ray Gros reported from the Security and Community Access Committee.

The Secretary of the Corporation read a proposed resolution approving gate access to real estate agents with business passes to as late as 9:00 P.M. from April to September. Director McArthur moved to approve the resolution. Director Gros seconded the motion and discussion ensued.

Members Mary Wall (239-D), and Bud Nesvig (2392-3H) commented on the motion.

By a vote of 8-0-0, the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-09-23

WHEREAS, by way of Resolution 90-03-27, the Board of Directors of this Corporation established procedures for issuing gate entry passes, which includes limiting access into the community from 7:00 a.m. – 7:00 p.m. for those holding standard business passes; and

WHEREAS, members of the realty community have requested that GRF increase access hours only for real estate agents during the summer months to increase opportunities to show properties to prospective buyers;

NOW THEREFORE BE IT RESOLVED, March 3, 2009, that the Board of Directors of this Corporation hereby approves gate access to real estate agents with business passes to as late as 9:00 p.m. from April to September, upon approval by Security personnel; and

WHEREAS, the extended access hours for realtors would not result in an increased cost to GRF and would allow for realtors to enter into the Community during the summer months when a realtor desires to show a property between 7:00 p.m. and 9:00 p.m.; and

RESOLVED FURTHER, that Resolution 90-03-27, adopted March 4, 2003 is hereby amended; 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 COMMENTS ON COMMITTEE REPORTS

- Delsie Zuzak (674-A) commented on employees allegedly visiting other employees after hours
- Mary Wall (239-D) commented on security matters

- Corkie Eley (2401-2E) commented on Director Miller's Finance Report
- Maxine McIntosh (68-C) commented on Director Miller's Finance Report

MEMBER COMMENTS

- Delsie Zuzak (674-A) commented on the management agreement
- Bud Nesvig (2392-3H) announced his candidacy for the vacancy on the GRF Board
- Tony Dauer (96-C) commented on installing cameras at the gate entrances, and solar energy

RESPONSES TO MEMBER COMMENTS

- No responses were made

DIRECTOR'S COMMENTS:

- No comments were made.

MEETING RECESS

The meeting recessed at 11:43 A.M. and went into Executive Session at 12:50 P.M.

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

During its Regular Executive Session Meeting of February 3, 2009, the Board approved the Minutes of the Regular Executive Session Meeting of January 6, 2009; made a contribution to the Laguna Canyon Foundation; and discussed legal and contractual matters.

During its Special Executive Session Meeting of February 13, 2009, the Board discussed contractual matters.

During its Special Executive Session Meeting of February 20, 2009, the Board discussed contractual matters.

ADJOURNMENT

There being no further business to come before the Board of Directors, the meeting adjourned at 2:53 P.M.

Elizabeth C. McArthur, Secretary