

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 2, 2010

The Regular Meeting of the Golden Rain Foundation of Laguna Woods Board of Directors, a California non-profit mutual benefit corporation, was held on February 2, 2010, at 9:30 A.M., at 24351 El Toro Road, Laguna Woods, California.

Directors Present: Jim Matson, Bob Miller, Don Tibbetts, Bea McArthur, Bob Hatch, Burns Nugent, Ruth May, Ray Gros, Ken Hammer, Lloyd Foster, Larry Souza

Directors Absent: None

Others Present: Milt Johns, Patty Kurzet, Janet Price (9:38 A.M. – 9:41 A.M.)
Executive Session: Milt Johns, Patty Kurzet, Cris Robinson, Sandy Meyer

Designated Representative from Mutual Fifty: None

CALL TO ORDER

Jim Matson, 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 Burns Nugent led the membership in the Pledge of Allegiance to the Flag.

ACKNOWLEDGEMENT OF PRESS

Ms. Claire Webb from the Laguna Woods Globe was present and the Channel 6 Camera Crew, by way of remote cameras, was also acknowledged as present.

APPROVAL OF AGENDA

Without objection, the agenda was approved as amended by removing agenda item 8(b) *Entertain Motion to Approve Revised Investment Policy*, sending it to the Finance Committee.

APPROVAL OF MINUTES

The Board reviewed and approved the Minutes of the Regular Session Meeting of January 5, 2010 and the Minutes of the January 8, 2010 Organizational Meeting as written.

CHAIR'S REPORT

President Matson welcomed the new Directors: Larry Souza, Lloyd Foster, and Don Tibbetts to the Board, and commented on the Board's goals for the future.

OLD BUSINESS

No old business came before the Board.

NEW BUSINESS

President Matson entertained a motion to approve the Committee Appointments.

The Board reviewed the Committee Appointments resolution. Director Miller moved to approve the resolution. Director Hammer seconded the motion.

Without objection, the Board agreed to replace Burns Nugent on the Entitlement Ad Hoc Committee with Bea McArthur, and add Ted Loveder as a non-voting advisor on the Government and Public Relations Committee.

By a vote of 9-1-0 (Director Nugent opposed), the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-10-06

RESOLVED, February 2, 2010, 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)
Larry Souza (GRF)
Noel Hatch (Third)
Kathryn Freshley (Third)
Ron Beldner (United)
Marty Rubin (United)
TBA (Mutual 50)
Non-Voting Advisors: David Talcott

Business Planning

Jim Matson, Chair (GRF)
Bob Miller, Vice Chair (GRF)
Don Tibbetts (GRF)
Carol Moore (Third)
Kathryn Freshley (Third)
Arlene Miller (United)
Marty Rubin (United)
TBA (Mutual 50)

Bus Services Committee

Ken Hammer, Chair (GRF)
Burns Nugent, Vice Chair (GRF)
Ray Gros (GRF)

Lucy Shimon (Third)
Noel Hatch (Third)
Heather Gerson (United)
Marv Rosenhaft (United)
Herb Harris (Mutual 50)
Non-Voting Advisors: Shirley Niederkorn, Linda Wilson, Denny Welch

Community Activities

Bob Hatch, Chair (GRF)
Ruth May, Vice Chair (GRF)
Bea McArthur (GRF)
Carol Moore (Third)
Mary Robertson (Third)
Michele Stanton (United)
Heather Gerson (United)
TBA (Mutual 50)
Non-Voting Advisor: Jim Bragg, Mark Schneider

Entitlement Ad Hoc Committee

Bob Hatch, Chair (GRF)
Lloyd Foster, Vice Chair (GRF)
~~Bea McArthur Burns Nugent (GRF)~~
Kathryn Freshley (Third)
Mary Robertson (Third)
Mike Curtis (United)
Barbara Copley (United)
Herb Harris (Mutual 50)

Finance

Bob Miller, Chair (GRF)
Lloyd Foster, Vice Chair (GRF)
Bob Hatch (GRF)
Kathryn Freshley (Third)
Stanley Feldstein (Third)
Paul Vogel (United)
Arlene Miller (United)
TBA (Mutual 50)
Non-Voting Advisor: Allen Cohen, Jim Hart

Golf Building Ad Hoc Committee

Jim Matson, Chair (GRF)
Don Tibbetts, Vice Chair (GRF)
Ken Hammer (GRF)
Marty Rubin (United)
Paul Vogel (United)
Stanley Feldstein (Third)
Kathryn Freshley (Third)

TBA (Mutual 50)

Non-Voting Advisor: Dick Sharp, David Talcott, Gaye Thompson, Joe Hathaway

Government & Public Relations

Ruth May, Chair (GRF)

Burns Nugent, Vice Chair (GRF)

Ray Gros (GRF)

Kathryn Freshley (Third)

Carol Skydell (Third)

Barbara Copley (United)

Linda Wilson (United)

TBA (Mutual 50)

Non-Voting Advisor: Denise Welch, Ted Loveder

Joint Long Range Planning Committee

Bob Hatch, Chair (GRF)

Lloyd Foster (GRF)

Jim Matson (GRF)

Laguna Canyon Foundation

Ray Gros

Landscape Committee

Larry Souza, Chair (GRF)

Bea McArthur, Vice Chair (GRF)

Ruth May (GRF)

Mary Robertson (Third)

Lucy Shimon (Third)

Linda Wilson (United)

Ron Beldner (United)

Maintenance & Construction

Lloyd Foster, Chair (GRF)

Don Tibbetts, Vice Chair (GRF)

Larry Souza (GRF)

Dominic Burrasca (Third)

John Paulus (Third)

Michele Stanton (United)

Marv Rosenhaft (United)

Non-Voting Advisors: Bob Morton and Joseph Heller

Recreation Master Planning Sub-Committee

Bob Hatch Chair (GRF)

Ruth May, Vice Chair (GRF)

Don Tibbetts (GRF)

Carol Moore (Third)

Mary Robertson (Third)
Michele Stanton (United)
Heather Gerson (United)
TBA (Mutual 50)

Non-Voting Advisors: Marv Rosenhaft, Marty Rubin, Kathryn Freshley

Security and Community Access

Ray Gros, Chair (GRF)
Ken Hammer, Vice Chair (GRF)
Larry Souza (GRF)
Carol Skydell (Third)
Dominic Burrasca (Third)
Linda Wilson (United)
Ron Beldner (United)
Richard Wurzel (Mutual 50)

Non Voting Advisor: Libby Marks, John Dudley

Select Audit

Jim Matson
Bob Miller

RESOLVED FURTHER, that Resolution 90-09-88 adopted November 3, 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.

The Board reviewed the proposed resolution approving the Inspectors of Election. Director Miller moved to approve the resolution. Director Foster seconded the motion.

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

RESOLUTION 90-10-07

RESOLVED, February 2, 2010, that the Board of Directors of this Corporation hereby appoints the following persons as Inspectors of Election:

Ellen Dalrymple
Marion Levine
Charles Nahas
Maxine McIntosh-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 90-09-17 adopted March 3, 2009 is hereby superseded and cancelled.

GENERAL MANAGER'S REPORT

Mr. Johns commented on PCM's emergency response team and the resources available during an emergency.

CONSENT CALENDAR

No items came under the Consent Calendar.

Ms Janet Price entered the meeting at 9:38 A.M.

COMMITTEE REPORTS

Director Bob Miller gave the Treasurer's and Finance Committee reports.

Ms. Price left the meeting at 9:41 A.M.

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

Director Ken Hammer reported from the Bus Services Committee.

Director Bob Hatch reported from the Community Activities Committee.

Director Hatch provided a summary of the proposed resolution approving the request from the Baby Boomer Club.

The Secretary of the Corporation read the proposed resolution approving the request from the Baby Boomer Club. Director McArthur moved to approve the resolution. Director Miller seconded the motion.

By a vote of 9-1-0 (Director Nugent opposed), the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-10-08

RESOLVED, February 2, 2010, that the Board of Directors of this Corporation hereby approves the request from the Baby Boomer Club to use Clubhouse Five on Saturday February 27, 2010 to accommodate a large attendance for their dance event; and

RESOLVED FURTHER, that the Saturday Night Dance shall be moved to Clubhouse Two 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.

Director Hatch provided a summary of a proposed resolution approving the donations from the Clubhouse Four Woodshop Supervisors. Director McArthur moved to approve the resolution. Director May seconded the motion.

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

RESOLUTION 90-10-09

RESOLVED, February 2, 2010, that the Board of Directors of this Corporation hereby accepts the following donations from the Clubhouse Four Woodshop Supervisors, valued at a total of \$357.41;

- 18" V-Drum "The Works Kit"
- 18" V-Drum Sander Top
- Three rolls of 3" by 10 yards of sandpaper

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

RESOLVED FURTHER, that the donation to the Golden Rain Foundation shall not qualify as a tax-deductible charitable contribution; 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.

Director Hatch provided a summary of a proposed resolution approving an exception to Recreation Division policy Section II A(3).

The Secretary of the Corporation read the proposed resolution approving an exception to Recreation Division policy Section II A(3). Director McArthur moved to approve the resolution. Director Hammer seconded the motion and discussion ensued.

Members Maxine McIntosh (68-C) and Pamela Grundke (2214-B) commented on the resolution.

By a vote of 6-3-1 (Directors Foster, Tibbetts and Souza opposed, and Director May abstained), the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-10-10

WHEREAS, by way of Resolution 90-07-81, Section II A(3), GRF facilities shall not be used for commercial business purposes or for residents' profit or gain; and

WHEREAS, a resident is holding a fundraiser to benefit pancreatic cancer and will be selling tables to residents who wish to sell their merchandise and white elephant items at the fundraiser; and thus is requesting an exception to the policy to allow the residents selling such merchandise to keep the proceeds from selling the items at their tables;

NOW THEREFORE BE IT RESOLVED, February 2, 2010, that the Board of Directors of this Corporation hereby approves the exception to the Recreation Division policy Section II A(3) with respect to "General Recreation" by allowing the residents selling such merchandise to keep their proceeds from selling the items at their tables; and

RESOLVED FURTHER, that the proceeds for selling the tables shall be donated to PanCan (Pancreatic Cancer Action Network) and the event will help raise awareness and increase the visibility of PanCan throughout the Village; 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.

The Secretary of the Corporation read the following proposed resolution approving a revision to Recreation Division policy Section II A(1):

RESOLUTION 90-10

WHEREAS, the Board of Directors of this Corporation adopted Resolution 90-07-81 on November 6, 2007, which approved Section I of the new Recreation Division Policy with respect to "General Recreation;" 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 6, 2010, that the Board of Directors of this Corporation hereby approves the revised Recreation Division Policy with respect to "Section II - Use of GRF Recreation Facilities," effective April 6, 2010, by making the following changes:

- Revise Section A(1) to read as: GRF authorized clubs and organizations are not to encourage or solicit non-residents to attend meetings, events, services, and other activities in GRF facilities.

RESOLVED FURTHER, that Resolution 90-07-81 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 and discussion ensued.

Members Connie Grundke (2214-B) and Mike Epstein (2245-D) commented on the proposed resolution.

Director May made a motion to refer the resolution back to the Community Activities Committee for further review. Director Foster seconded the motion and the motion carried unanimously.

Director Jim Matson reported from the Landscape Committee.

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

Member Carol Moore (3399-A) congratulated the Board on the golf building project.

Director Don Tibbetts reported from the Maintenance and Construction Committee.

The Secretary of the Corporation read a proposed resolution authorizing a supplemental appropriation of \$41,800 to reconfigure the space in the Photography Studio for a Computer Learning Lab. Director McArthur moved to approve the resolution. Director Miller seconded the motion and discussion ensued.

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

RESOLUTION 90-10-11

WHEREAS, the members of the Camera Club would like to reconfigure the Clubhouse 4 Photography Studio space to accommodate a classroom work area for computer learning of digital photography hardware and software;

NOW THEREFORE BE IT RESOLVED, February 2, 2010, that the Board of Directors of this Corporation hereby authorizes a supplemental appropriation in the amount of \$41,800 funded from the Facilities fund to fully reconfigure the space in the Photography Studio for a Computer Learning Lab; 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.

The Secretary of the Corporation read a proposed resolution authorizing a supplemental appropriation of \$43,300 to award a contract to the lowest bidder for the construction of Clubhouse One parking lot lighting improvements. Director McArthur moved to approve the resolution. Director Miller seconded the motion.

Member Dick Sharp (887-Q) commented on the motion.

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

RESOLUTION 90-10-12

WHEREAS, the GRF Capital Plan P09019 appropriated \$154,000 for Clubhouse One parking lot lighting improvements, and the lowest competitive bid to complete the construction per the plans and specifications exceeds the budgeted amount;

NOW THEREFORE BE IT RESOLVED, February 2, 2010, that the Board of Directors of this Corporation hereby authorizes a supplemental appropriation in the amount of \$43,300 to be funded from the Facilities Fund to award a contract to the lowest bidder for the construction of the parking lot lighting improvements; 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.

The Secretary of the Corporation read a proposed resolution approving the request of the Tennis Club to reconfigure the Tennis Center. Director Miller moved to approve the resolution. Director Foster seconded the motion and discussion ensued.

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

RESOLUTION 90-10-13

WHEREAS, the Tennis Club requested permission from GRF to allow the Club to reconfigure the Tennis Center floor plan by building a wall to separate the restrooms from the Kitchen; and

NOW THEREFORE BE IT RESOLVED, February 2, 2010, that the Board of Directors of this Corporation hereby approves the request of the Tennis Club to reconfigure the Tennis Center floor plan by building a wall to separate the restrooms from the kitchen; and

RESOLVED FURTHER, that such reconfigurations shall be executed through the normal procurement procedures and that the work shall be performed under the supervision of Staff, and

RESOLVED FURTHER, that the total project cost shall not exceed \$3000, that with the Tennis Club shall contribute \$500 to the project and GRF will fund as an authorized unbudgeted operating expense up to \$2500 for the project; 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 Broadband Services Committee.

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

Member Linda Wilson (816-P) commented on disaster preparedness.

The Secretary of the Corporation read the following proposed resolution approving the revised Recreational Vehicle Parking Areas #A and #B Rules and Regulations:

RESOLUTION 90-10

WHEREAS, The Security Division has the primary responsibility for administration, governance and coordinating maintenance issues of the Recreational Vehicle Parking Lots A and B; and

WHEREAS, a recommendation has been made by the Security and Community Access Committee to update the Recreational Vehicle Parking Standard Operating Procedure to make the policy more applicable to the current operation of the facility and the needs of the residents;

NOW THEREFORE BE IT RESOLVED, April 6, 2010, that the Board of Directors of this Corporation hereby approves the revised Recreational Vehicle Parking Areas #A and #B Rules and Regulations, as attached to the official minutes of this Corporation; and

RESOLVED FURTHER, that Resolution 90-09-39 adopted June 2, 2009 is hereby superseded and cancelled; 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 Gros seconded the motion and discussion ensued.

Members Ed Bauman (55-H) and Mike Epstein (2245-D) commented on the proposed changes.

Director Gros made a motion to refer the resolution back to the Security and Community Access for further review. Director Souza seconded the motion and the motion carried unanimously.

The Secretary of the Corporation read the following proposed resolution adopting the revised Golden Rain Foundation of Laguna Woods Traffic Rules and Regulations:

RESOLUTION 90-10

WHEREAS, the Golden Rain Foundation Security and Community Access Committee has recommended the adoption of the attached revised Traffic Rules and Regulations by the Golden Rain Foundation to standardize the traffic rules enforcement program and improve consistency within the community; and

WHEREAS, these Traffic Rules and Regulations are intended to adhere to and not contradict the California Vehicle Code and/or Davis-Stirling Act:

NOW THEREFORE BE IT RESOLVED, April 6, 2010, that the Board of Directors of this Corporation hereby adopts the Golden Rain Foundation of Laguna Woods Traffic Rules and Regulations; and

RESOLVED FURTHER, that enforcement of said rules shall commence upon proper notice to the Membership of the community; 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; and

RESOLVED FURTHER, that Resolution 90-09-45 adopted July 7, 2009, and all other previous traffic rules and regulations are hereby superseded and cancelled.

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

Members Mike Epstein (2245-D) and Maxine McIntosh (68-C) commented on the proposed policy.

Director Gros made a motion to refer the resolution back to the Security and Community Access Committee for further review. Director Foster seconded the motion and the motion carried unanimously.

MEMBER COMMENTS ON COMMITTEE REPORTS AND NON-AGENDA ITEMS

- Kay Margason (510-C) commented on Security response during an emergency and uses of hoses to deliver water during an emergency
- Linda Wilson (816-P) commented that each resident is responsible for themselves during an emergency and encouraged residents to obtain an emergency response kit
- Barbara Marsh (3433-B) commented on PCM's excellent service and emergency response during the heavy rains, and commented on GRF's decision to replace Mr. Johns as the General Manager
- Barbara Copley (410-D) commented on United's governing documents and presented her findings to Director Bob Miller
- Libby Marks (82-Q) commented on preparing for a disaster
- Shari Horne (2354-3C) addressed the issue of growing medical marijuana in the Village and encouraged GRF to allow such growth in the Village to assist those residents in pain
- Dick Sharp (887-Q) commented on forming a committee for new residents
- Lonnie Painter (630-B) commented on the Garden Advisory Committee recommendation to GRF to prohibit the planting, cultivating, and harvesting, on all Laguna Woods Village land, any narcotic controlled substance as defined by appropriate statutes
- Bob Payne (3129-P) commented on the Connexion transaction to lease the Broadband services
- Marv Rosenhaft (823-A) complemented PCM's emergency response to the flooding in the Community as a result of the heavy rains, and commented on GRF's plan to remove Mr. Johns as the General Manager
- Charlene Sydow (646-A) commented on GRF's plan to remove Mr. Johns as the General Manager
- Nina Durbin (746-A) commented on her medical issues and her need to ease the pain with medical marijuana
- Pamela Grundke (2214-B) commented on phone communications during the rain storm and suggested that information be communicated by way of Channel 6
- Lawrence Gere (5529-B) commented on his use of medical marijuana
- Pat Feeney (2399-1E) commented on the change of General Managers and to count on the Directors for making the right decisions
- Connie Grunke (2214-B) commented on Mike Curtis' health and commented on the cost savings of removing the General Manager
- Stanley Feldstein (2403-1B) commented on the discussions of removing Mr. Johns being held during closed session
- Lucie Falk (3377-A) commented on improving the sound system and growing medical marijuana
- Linda Wilson (816-B) commented on the Board's decision to disclose closed session information to the public

- Bud Nesvig (2392-3H) commented on Mr. Curtis' health and the Board's treatment of him
- Dottie Fredericks (776-Q) thanked a bus driver for his assistance in solving problems

DIRECTORS RESPONSES TO MEMBER COMMENTS

- Director Hatch commended staff on their response to the recent rains and the growth of medical marijuana in the Community
- Director May commented on forming a new resident welcoming committee
- Director Miller thanked Ms. Copley for the governing documents
- Director Tibbetts commented on the sound system
- Director Foster addressed concerns on the revelation of the Board's decision to replace Mr. Johns as General Manager
- Director Souza commented on the issue of the corporation's governing documents and the issue of medical marijuana, and addressed comments on the Board's decision to remove Mr. Johns and asked that the residents trust the Board that it will take action that is in the best interest of the Community
- Director McArthur commented on medical marijuana use
- Mr. Johns commented on the use of hoses to deliver water during an emergency and PCM's emergency response plan

MEETING RECESS

The regular open meeting recessed at 11:57 A.M. and reconvened into Executive Session at 12:53 P.M.

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

During its Regular Executive Session Meeting of January 5, 2010, the Board reviewed and approved the minutes of the Regular Executive Session Meeting of December 1, 2009; and discussed contractual matters, potential litigation, and other member disciplinary matters.

During its Special Executive Session Meeting of January 15, 2010, the Board discussed personnel issues.

During its Special Executive Session Meeting of January 25, 2010, the Board discussed personnel issues.

ADJOURNMENT

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

Elizabeth McArthur, Secretary