

OPEN SESSION

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

Tuesday, October 4, 2022, 9:30 a.m. 24351 El Toro Road, Laguna Woods, California Board Room/Virtual Meeting

Directors Present:

Bunny Carpenter, Egon Garthoffner, James Hopkins, Don Tibbetts,

Gan Mukhopadhyay, Joan Milliman, Yvonne Horton, Reza Karimi,

Juanita Skillman, Debbie Dotson

Directors Absent:

Elsie Addington (Excused)

Staff Present:

CEO - Siobhan Foster, Makayla Schwietert, Paul Nguyen, Carlos

Rojas, Robert Carroll, Manuel Gomez, Alison Giglio, Eric Nunez,

Steve Hormuth

Other Directors

Present:

United: Pearl Lee, Cash Acrhrekar, Diane Casey

Third: XX

VMS: Judith Troutman

1. Call Meeting to Order/ Establish Quorum - President Carpenter

President Carpenter called the meeting to order at 9:30 a.m. and established that a quorum was present.

2. Pledge of Allegiance

Director Milliman led the Pledge of Allegiance to the Flag.

3. Acknowledgment of Media

The media and the Village Television crew were present remotely by way of cameras.

4. Approval of Agenda

President Carpenter requested an approval of the agenda.

Hearing no changes or objections, the agenda was approved by unanimous consent.

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5. Approval of Minutes

- a. September 6, 2022 GRF Board Regular Open Meeting
- b. September 15, 2022 GRF Board Agenda Prep Meeting

There being no objections, the minutes of September 6, 2022 – GRF Board Regular Open Meeting were approved by unanimous consent.

There being no objections, the minutes of September 15, 2022 – GRF Board Agenda Prep Meeting were approved by unanimous consent.

6. Report of the Chair

 President Carpenter commented on next Corporate Members meeting to be held on October 31, 2022, to discuss Building E.

7. CEO Report

Siobhan Foster-CEO gave a report on the following items:

- Expanded Hours CH1 Fitness Center
 - I. Mon, Weds, Fri 7 a.m. to 7 p.m.
 - II. Tues & Thurs 7 a.m. to 5 p.m.
 - III. Sat & Sun 8 a.m. to 2 p.m.
- Expanded Hours CC Fitness Center
 - I. Mon, Weds, Fri 7 a.m. to 7 p.m.
 - II. Tues & Thurs -7 a.m. to 8 p.m.
 - III. Sat & Sun 8 a.m. to 2 p.m.
- EL Toro Tunnel Cart Path will be closed from 7 a.m. to 3 p.m., Tuesday, October 11, 2022
- Notice of Rule Change Civil Code 4360
 - Board shall provide general notice of proposed rule change at least 28 days before making the rule change
 - Notice shall include:
 - o Text of proposed rule change
 - Description of purpose and effect of proposed rule change
 - Notice not required if board determines immediate rule change necessary to address imminent threat to:
 - o Public health or safety, or
 - o Imminent risk of substantial economic loss to association

8. Open Forum (Three Minutes per Speaker)

At this time members were allowed to address the Board of Directors regarding items not on the agenda.

- Chris Collins of The Foundation of Laguna Woods Village gave an update and spoke about National Good Neighbor Day
- A member commented on the importance of having lifeguards at all pool facilities.
- A member commented on GRF Surplus Refunds
- A member commented on Charge Ready 2 Program
- Multiple members commented on installation of EV Chargers at GRF facilities

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9. Responses to Open Forum Speakers

The following are responses to the open forum speakers:

- Director Hopkins commented on GRF Surplus
- Multiple Directors commented on EV Chargers
- President Carpenter commented on the importance of lifeguards

10. Consent Calendar

All matters listed under the Consent Calendar were recommended for action by committees and were enacted by the board by one motion. In the event an item was removed from the Consent Calendar by members of the board, such item(s) would be the subject of further discussion and action by the board.

Recommendation from the Finance Committee:

10a. Consistent with its statutory obligations a subcommittee of the board consisting of the Treasurer and at least one other board member reviewed and approved preliminary Golden Rain Foundation financials for the month of August 2022, and by this vote ratified that such review be confirmed in this month's Board Member Open Session Meeting minutes.

10b. Entertain a Motion to Approve Donation of a Drum Sander for Clubhouse 4 Woodshop

Director Milliman read the following resolution:

RESOLUTION 90-22-45

Donation Agreement between GRF and Clubhouse 4 Woodshop Supervisor

This Agreement, entered into this 4th day of October, 2022, is by and between the Golden Rain Foundation ("GRF"), a California non-profit mutual benefit corporation and Clubhouse 4 Woodshop Supervisor (Donor) who donated a used drum sander for use in the Clubhouse 4 Woodshop.

WHEREAS, GRF and Donor recognize the importance of community facilities and amenities; and

WHEREAS, GRF and Donor acknowledge the benefit of donations when they have a purpose consistent with GRF goals and are in the best interest of Laguna Woods Village; and

WHEREAS, the Donor has offered to donate a used drum sander for use in the Clubhouse 4 Woodshop; and

WHEREAS, the Recreation and Special Events Department Director or Financial Services Director reviewed and affirms the proposed donation meets the criteria for

acceptance contained in the GRF Donation Policy:

- a. Meet a true need of the facility;
- b. Not interfere with the intended current or future use of the facility; and
- c. Not require the relocation of other equipment or infrastructure to accommodate the donation.

NOW THEREFORE BE IT RESOLVED, October 4, 2022, that GRF and Donor in accordance with the described conditions and obligations, hereinafter set forth agree as follows:

Section 1 The donation, known as a used drum sander for use in the Clubhouse 4 Woodshop, described below, is donated in its entirety to GRF, hereafter owned by GRF and managed on behalf of the residents of Laguna Woods Village by Village Management Services, Inc. (VMS)

Section 2 Donation description: a used drum sander for use in the Clubhouse 4
Woodshop

Location: Clubhouse 4 Woodshop

Section 3 Amount of Donation

Item cost:\$2300.00Installation cost:\$0.00Maintenance cost:\$0.00Total estimated donation\$2300.00

Section 4 GRF reserves the right to move/remove and/or retire the donation following cessation of the five-year period. The term shall commence upon the date entered into and indicated above.

Section 5 GRF will not replace the donation or community space improvement if it is stolen, vandalized, worn out, irreparably damaged, destroyed or expires.

Section 6 Installation and Maintenance: GRF shall be responsible for installation and maintenance of the item, including any reasonable repairs.

Section 7 Term: The term of this agreement is a minimum of five years or beyond, if applicable; and

RESOLVED FURTHER, that the officers and agents of this corporation are hereby authorized to carry out this resolution as written.

Hearing no changes or objections, the Consent Calendar was approved by unanimous consent.

11. Unfinished Business

11a. Entertain a Motion to Approve Vehicle Replacement Policy (SEPTEMBER initial notification – 28-day notification for member review and comments to comply with Civil Code §4360 has been satisfied)

Director Milliman read the following resolution:

RESOLUTION 90-22-46

Vehicle Replacement Policy

WHEREAS, on November 21, 2005, by way of direction from the Maintenance and Construction Committee, a policy was set forth to purchase new vehicles for the Golden Rain Foundation vehicle fleet; and

WHEREAS, the Board recognizes there may be situations where purchasing used vehicles or leasing vehicles may result in long term cost savings; and

WHEREAS, revising the policy will allow the Vehicle Maintenance Division to evaluate each class of vehicle to determine if purchasing used vehicles or leasing vehicles will produce long term cost savings; and

WHEREAS, the Board recognizes the need to establish guidance related to how vehicles are scheduled to be replaced, criteria for purchasing vs. leasing, criteria for purchasing used vehicles, and criteria for purchasing hybrid and electric vehicles;

NOW THEREFORE BE IT RESOLVED; October 4, 2022, that the Board of Directors of this Corporation hereby approves the Vehicle Replacement Policy, as attached to the official minutes of this meeting; and

RESOLVED FURTHER, that Resolution 90-11-55, adopted June 7, 2011, is hereby superseded and canceled; 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 Milliman made a motion to approve the Resolution 90-22-46. Director Dotson seconded the motion.

Discussion ensued among the board.

Hearing no changes or objections, the motion was approved unanimously.

11b. Entertain a Motion to Approve Golf Fee Pricing (SEPTEMBER initial notification – 28-day notification for member review and comments to comply with Civil Code §4360 has been satisfied)

Director Milliman read the following resolution:

RESOLUTION 90-22-XX

Golf Fee Pricing

WHEREAS, resolutions 90-12-132, 90-18-03, 90-12-12 and 90-16-18 established guidelines for shared costs and fees; certain fees can be imposed upon users of various recreational facilities to control crowding, mitigate over-usage, and recover operating costs; and

WHEREAS, the golf fees administered by the Golden Rain Foundation of Laguna Woods Board of Directors adhere to the Shared Cost Guidelines established in Resolution 90-12-132, whereby certain fees can be imposed upon users of various recreation facilities in order to control crowding and minimize over-usage, and to recover operating costs; and

WHEREAS, every two years (even numbered years), staff will compare golf revenues earned through fees to expenses incurred. Staff will then propose fee changes (increase/decrease) to ensure the shared costs stay within a set percentage; and

WHEREAS, Staff recommends the percent of golf expenses to be funded by fees shall equal approximately 70% - 75% while the percentage of costs to be shared by all residents shall equal approximately 25% - 30%; and

WHEREAS, the proposed 2023 revenues \$2,771M include Golf Green Fee increases listed in the table below:

Green Fees	DESCRIPTION	2022 Fee	2023 Fee Proposed	Change
27 Hole Course	Members	\$16.00	\$20.00	\$4.00
18 Holes	Guests, Weekday	\$35.00	\$40.00	\$5.00
	Guests, Weekend	\$55.00	\$60.00	\$5.00
27 Hole Course	Members	\$8.00	\$10.00	\$2.00
9 Holes	Guests, Weekday	\$18.00	\$20.00	\$2.00
	Guests, Weekend	\$28.00	\$30.00	\$2.00
Par 3 Course	Members	\$10.00	\$10.00	\$0.00
18 Holes	Guests	\$16.00	\$20.00	\$4.00
Par 3 Course	Members	\$6.00	\$6.00	\$0.00
9 Holes	Guests	\$8.00	\$10.00	\$2.00

WHEREAS, at the August 11, 2022, CAC meeting, the committee recommended the proposed Schedule of Golf Fees, inclusive of changes to green fees for members and guests, with an effective date of January 1, 2023; and

WHEREAS, at the August 17, 2022, Finance Committee meeting, the committee affirmed the CAC recommendation of the proposed Schedule of Golf Fees, inclusive of changes to green fees for members and guests, with an effective date of January 1, 2023;

NOW THEREFORE BE IT RESOLVED, October 4, 2022, that the Board of Directors of this Corporation hereby adopts the proposed Schedule of Golf Fees, inclusive of changes to green fees for members and guests, with an effective date of January 1, 2023; and

RESOLVED FURTHER, that the officers and agents of this corporation are hereby authorized to carry out this resolution as written.

Director Milliman made a motion to approve the Resolution 90-22-XX. Director Hopkins seconded the motion.

Director Hopkins made a motion to send Golf Fee Pricing back to the Community Activities Committee for further deliberation. Director Karimi seconded.

Hearing no changes or objections, the motion was approved unanimously.

11c. Entertain a Motion to Approve Transfer of 2021 Operating Fund Surplus to Contingency Fund (SEPTEMBER initial notification – 28-day notification for member review and comments to comply with Civil Code §4360 has been satisfied)

Steve Hormuth, Director of Financial Services presented the Transfer of 2021 Operating Fund Surplus to Contingency Fund.

Director Milliman read the following resolution:

RESOLUTION 90-22-47

Transfer of 2021 Operating Fund Surplus to Contingency Fund

WHEREAS, in accordance with California Civil Code, a Common Interest Development shall not retain significant operating surplus (funds that are not needed to defray current operating costs); and

WHEREAS, The Golden Rain Foundation Balance Sheet as of December 31, 2021, reflected an operating surplus from prior year in the amount of

\$964,180 (net of depreciation) and the Board desires to return this amount to the members by way of a transfer to the Contingency Fund;

NOW THEREFORE BE IT RESOLVED, October 4, 2022, that the Board of Directors of this corporation hereby authorizes the transfer of \$964,180 from accumulated operating surplus to the Contingency 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.

Director Milliman made a motion to approve the Resolution 90-22-47. Director Dotson seconded the motion.

Discussion ensued among the board.

Hearing no changes or objections, the motion was approved unanimously.

11d. Entertain a Motion to Approve Garden Center Operating Rules (AUGUST Initial Notification – Revised SEPTEMBER – 28 Days Notification for member review and comments to comply with Civil code §4360 has been satisfied).

Director Milliman read the following resolution:

RESOLUTION 90-22-XX

Garden Center Operating Rules

WHEREAS, the Board has set polices and operating rules for usage of GRF facilities; and

WHEREAS, the Recreation and Special Events Department oversees the use of facilities; and

WHEREAS, the Department is responsible for ensuring that safety and compliance procedures are followed, protect facilities and enforce policy and operating rules; and

WHEREAS, the proposed amendments improve the understandability of the policies and procedures and facilitates implementation by staff; and

WHEREAS, on June 9, 2022, the Community Activities Committee approved the amended Garden Center operating rules; and

WHEREAS, that this resolution supersedes and cancels resolution 90-16-55, adopted December 6, 2016;

NOW THEREFORE BE IT RESOLVED, November 1, 2022, that the Board of Directors of this Corporation hereby adopts the amended Garden Center operating rules; and

RESOLVED FURTHER, that the officers and agents of this corporation are hereby authorized to carry out this resolution as written.

Director Milliman made a motion to approve the Resolution for discussion purposes and to postpone the final vote for 28-days per Civil Code §4360. Director Horton seconded the motion.

Alison Giglio, Interim Recreation Director, discussed the minor error in the report and stated Section 5, G.2 should be D.1.

Discussion ensued among the board.

Multiple members commented on Garden Center Operating Rules.

There being no objections, the motion was approved unanimously. (AUGUST Initial Notification – Revised SEPTEMBER - postpone 28-days for Member review and comment to comply with Civil Code §4360).

12. New Business - None

13. The Board took a 5-minute break - None

14. Committee Reports

- a. Report of the Finance Committee/Financial Reports Director Hopkins. The committee met on August 17, 2022; next meeting October 19, 2022, at 1:30 p.m. in the Board Room and as a virtual meeting.
 - (1) GRF Treasurer's Report Director Hopkins
 - (2) GRF Finance Committee Report
- Strategic Planning Committee—Director Dotson. The committee met on October 3, 2022; next meeting TBA
- **c.** Report of the Community Activities Committee Director Horton. The committee met on September 8, 2022; next meeting October 13, 2022, at 1:30 p.m. in the Board Room and as a virtual meeting.
- **d.** Report of the Landscape Committee Director Skillman. The committee met on September 14, 2022; next meeting December 14, 2022, at 1:30 p.m. in the Board Room and as a virtual meeting.
- e. Report of the Maintenance & Construction Committee Director Garthoffner. The

committee met on August 10, 2022; next meeting October 12, 2022, at 9:30 a.m. in the Board Room and as a virtual meeting.

- (1) Report of the Clubhouse Renovation Ad Hoc Committee Director Garthoffner. The Committee met on June 24, 2022; next meeting TBA.
- f. Report of the Media and Communications Committee—Director Milliman. The committee met on September 19, 2022; next meeting October 17, 2022, at 1:30 p.m. in the Board Room and as a virtual meeting.
 - (1) Website Ad-Hoc Committee Director Milliman. The committee met on September 14, 2022; Next meeting, October 17, 2022, at 10:00 a.m. in the Sycamore Room.
- g. Report of the Mobility & Vehicles Committee Director Tibbetts. The Committee met on August 3, 2022; next meeting October 5, 2022, at 1:30 p.m. in the Board Room.
- h. Report of the Security & Community Access Committee Director Tibbetts. The Committee met on August 29, 2022; next meeting October 31, 2022, at 1:30 p.m. in the Board Room and as a virtual meeting.
 - (1) Report of the Laguna Woods Village Traffic Hearings Director Dotson. The Traffic Hearings were held on September 21, 2022; next hearings on October 19, 2022, at 9:00 a.m. as a virtual meeting.
- i. Report of the Disaster Preparedness Task Force Director Skillman. The Task Force met on September 27, 2022; next meeting November 29, 2022, at 9:30 a.m. in the Board Room and as a virtual meeting.
- j. Information Technology Advisory Committee Director Hopkins. The Committee met on September 30, 2022; next meeting October 28, 2022 as a virtual meeting.
- **k.** Insurance Ad-Hoc Committee Director Carpenter. The Committee met on July 25, 2022; next meeting TBA.
- Purchasing Ad-Hoc Committee Director Carpenter. The Committee last met on April 7, 2022; next meeting TBA.
- **15. Future Agenda Items -** All matters listed under Future Agenda Items are Resolutions on 28-day public review or items for a future Board Meetings. No action will be taken by the Board on these agenda items at this meeting. The Board will take action on these items at a future Board Meeting.
 - Garden Center Operating Rules

16. Director's Comments -

- * Director Skillman congratulated President Carpenter on the fast meeting
- * Director Dotson commented that the Board takes their fiduciary responsibility seriously
- * Directors commented that this was a good meeting

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17. Recess 11:14 a.m. - At this time, the Meeting recessed for lunch and reconvened to Executive Session to discuss the following matters per California Civil Code §4935: Member Disciplinary Matters; Personnel Matters; Contractual Matters; and Litigation Matters.

Closed Session Agenda

VMS Board Update
Approve the Agenda
Approve the Minutes of:

- (a) September 6, 2022 Regular Closed Session
- (b) September 15, 2022 Special Closed Session

Discuss and Consider Personnel Matters
Discuss and Consider Contractual Matters
Discuss Legal/Legislation Matters
Discuss Member Disciplinary Matters

18. Adjournment

The meeting was adjourned at 2:45 p.m.

Joan Milliman, Secretary of the Board Golden Rain Foundation



Vehicle Replacement Policy

Resolution 90-22-46; adopted October 4, 2022

Purpose

The purpose of this policy is to establish guidance related to how vehicles are scheduled to be replaced, criteria for purchasing vs. leasing, criteria for purchasing used vehicles, and criteria for purchasing hybrid and electric vehicles. The guidelines included in this policy are intended to maximize operational efficiency and long-term cost savings to GRF. Vehicle purchases will also follow guidelines established in the Purchasing Policy for capital purchases.

1. Definitions

- a. "Vehicle Maintenance" refers to the practice of maintaining a vehicle or piece of equipment, and includes preventative maintenance, repairs and inspections.
- b. "Vehicle Lease" shall refer to the agreed use of a motor vehicle or piece of equipment for a fixed period of time at an agreed amount of money for the lease. At the end of the lease, the vehicle has to either be returned to the leasing company or purchased for the residual value.
- c. "Electric Vehicle" shall refer to a vehicle that runs fully or partially on electricity. Unlike conventional vehicles that just use fossil fuels, e-vehicles use an electric motor that is powered by a fuel cell or batteries
- d. "Hybrid Vehicle" shall refer to a vehicle that combines two power sources: a gas engine and an electric motor.
- e. "Life Expectancy" shall refer to the period of time, determined by the Vehicle Maintenance Division, that we can reasonably expect the vehicle to run reliably with minimal repair costs. (see Attachment A)

2. Identifying Vehicles to be Replaced/Added

- a. The Vehicle Maintenance Division will work with VMS departments to identify vehicles to be replaced or added during the development of the annual Capital Improvement Plan (CIP).
- b. Vehicle Maintenance will provide recommended vehicle options for department review/consideration. The vehicles recommended by Vehicle Maintenance shall be proposed based on its ability to service and maintain the make/model and the long-term operational efficiency and costs savings provided by the recommended make/model.
- c. Vehicle Maintenance will identify vehicles to be replaced based on the following criteria:

- i. Overall condition of the vehicle as it relates to safety
- ii. Decreased availability of parts and increased cost of parts
- iii. Decreased availability of dealer support, diagnostic tools, etc.
- iv. Overall cost of maintenance
- v. Dependability
- vi. Compliance Issues (for example: smog requirements)
- vii. Mileage
- d. Vehicles will be considered for replacement when they are projected to reach the end of their life expectancy, as defined in the General Services' Vehicle Replacement Strategy document (Exhibit A). The vehicles that most satisfy the criteria included in Section 2.c. will be scheduled for replacement. Not all vehicles that reach replacement age will be submitted for replacement consideration.

3. Lease vs. Purchase

- a. The Vehicle Maintenance Division is responsible for maintaining GRF vehicles, and has been successful in maintaining vehicles for well over the anticipated life expectancy of selected makes/models. This can result in significant cost savings when a purchased vehicle is in service for an extended length of time.
- b. The General Services Department will consider cost savings and operational efficiency when recommending whether to purchase or lease GRF vehicles. When evaluating whether to purchase or lease, General Services will consider the overall cost of ownership over the life of the vehicles including:
 - i. Original purchase price, or cost of monthly lease payments
 - ii. Cost of preventative (routine) maintenance over the projected life expectancy of the vehicle
 - iii. The cost of unscheduled repairs over the projected life expectancy of the vehicle
 - iv. Any vehicle mileage overage fees/vehicle damage fees (e.g. equipment mounting damage on Security vehicles)
 - v. Proceeds from the sale of the vehicle when surplussed and sold.

4. Air Quality Considerations

In recognition of the region's air quality challenges and in an effort to reduce greenhouse emissions, hybrid and electric vehicles will be considered and used to the extent possible, while considering the vehicles life-cycle costs and the ability to efficiently support department operations.

5. Electric and Hybrid Vehicles

- a. The Vehicle Maintenance Division shall consider the following factors when providing recommendations for electric or hybrid vehicles:
 - Functionality and dependability of the vehicle as determined by the using department
 - ii. Reliable availability of charging stations

- iii. Cost of the vehicle over its life-cycle (including initial purchase price, maintenance, and fuel)
- iv. The Vehicle Maintenance Division's ability to support the equipment technology

6. Purchase of Used Vehicles

- a. The purchase of used vehicles is allowable and shall be considered when the purchase of a used vehicle will provide increased cost savings over the life-cycle of the vehicle and operational efficiency is not impacted. The following factors shall be considered when considering the purchase of a used vehicle:
 - i. The availability of used vehicles that match the desired specifications
 - ii. Availability of pre-certified vehicles with 3 year/36,000 mile or similar warranty
 - iii. The availability of white vehicles to maintain consistent VMS professional image and fleet appearance

7. Fleet Right-Sizing Assessments

In and effort to ensure that the number and type of vehicles included in the GRF fleet are appropriate for supporting VMS operations, the General Services Department shall complete a fleet right-sizing assessment every two years between January and March. The assessment shall include a joint meeting with each department director to evaluate each work center to determine the following:

- a. Ascertain if the number of vehicles is appropriate for the number of employees working in the work center
- b. Identify opportunities to share vehicles across work centers
- c. Identify opportunities to downgrade vehicles where it makes sense (e.g. from an F-250 to a Ranger)
- d. Identify opportunities to reduce the number of vehicles in the fleet

The results of the fleet right-sizing assessment shall be presented to the GRF Mobility and Vehicles Committee in April/May for its review and input. Outcomes will be incorporated into the ensuing CIP and budget.

Vehicle Replacement Strategy

Vehicle Type	Vehicle Life Expectancy (Years)*		
One-Ton Truck	13		
Transportation Bus	7		
Passenger Car	10		
Electric Passenger Car	5		
Security Vehicles	5		
Large Dump	15		
Passenger Van	13		
F150/F250 Vehicle	13		
Small Pick-Up	13		
Work Van	10		
Utility Vehicle	10		
Trailer	15		

^{*}Note: Not all vehicles that reach replacement age will be submitted for CIP replacement consideration. When a vehicle reaches its life expectancy, the Vehicle Maintenance Division will complete an assessment based on the criteria listed in 2.c to determine if the vehicle should be replaced.