



OPEN MEETING

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

Tuesday, August 4, 2020 - 9:30 A.M.

VIRTUAL MEETING

**Laguna Woods Village Community Center, 24351 El Toro Road,
Laguna Woods, California**

NOTICE AND AGENDA

- 1. Call Meeting to Order / Establish Quorum -- President Carpenter**
- 2. Pledge of Allegiance – Director Horton**
- 3. Acknowledge Media**
- 4. Approval of Agenda**
- 5. Approval of the Minutes**
 - a. July 7, 2020 – Regular Open Session Meeting
 - b. July 8, 2020 – Special Open (2021 Capital Review)
- 6. Report of Chair**
- 7. VMS Update**
- 8. CEO Report**
- 9. Open Forum (Three Minutes per Speaker) - *At this time the Speakers may address the Board of Directors regarding items not on the agenda and within the jurisdiction of the Board of Directors of the Golden Rain Foundation. There is a one page limit per speaker and a speaker may only address the Board once during this period. The Board reserves the right to limit the total amount of time allotted for the Open Forum. Member should call (949) 268-2020 or email meeting@vmsinc.org to request to speak.***
- 10. Responses to Open Forum Speakers**
- 11. Consent Calendar - *All matters listed under the Consent Calendar are considered routine and will be enacted by the Board by one motion in the form listed below. In the event that an item is removed from the Consent Calendar by members of the Board, such item(s) shall be the subject of further discussion and action by the Board.***

Recommendation from the Finance Committee:

- a. 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 June 2020 and by this vote ratify that such review be confirmed in this month's Board Member Open Session Meeting minutes.
- b. Resolution to Update GRF Committee Appointments
- c. Ratify Approval of Resolution for Adoption of Modified Temporary COVID-19 Rules

12. Unfinished Business

- a. Entertain a Motion to Adopt the Resolution Establishing the Revised GRF Rules for Board Meetings (**FEBRUARY Initial Notification--MARCH updated--APRIL referred back to Committee--MAY postponed to next meeting--JUNE reintroduced--28-day notification for Member review and comment to comply with Civil Code §4360 has been satisfied**)
- b. Entertain a Motion to Adopt a Resolution for GRF Recreation Department Policy: Small Clubs Fee Amendment (**JULY Initial Notification--28-day notification for Member review and comment to comply with Civil Code §4360 has been satisfied**)

13. New Business

- a. Entertain a Motion to Approve the Updated Resolution for the Appointment of Officers

14. The Board will take a 10 minute break.

15. Committee Reports

- a. Report of the Finance Committee/Financial Reports – Director Troutman. The Committee met on June 29, 2020; next meeting August 19, 2020, at 1:30 p.m. as a virtual meeting
 - (1) GRF Treasurer's Report
 - (2) GRF Finance Committee Report
 - (3) Purchasing Ad Hoc Committee – President Carpenter. The Committee met on February 10, 2020
- b. Report of the Community Activities Committee – President Carpenter. The Committee met on June 11, 2020; next meeting August 13, 2020, at 1:30 p.m. as a virtual meeting.
 - (1) Equestrian Center Ad Hoc Committee -- TBA

- c. Report of the Landscape Committee – Director Moldow. The Committee met on February 12, 2020; next meeting August 12, 2020 at 1:30 p.m. as a virtual meeting.
- d. Report of the Maintenance & Construction (M&C) Committee – Director Garthoffner. The Committee met on in closed session June 10, 2020; next meeting August 12, 2020, at 9:30 a.m. as a virtual meeting.
 - (1) Report of the Performing Arts Center (PAC) Renovation Ad Hoc Committee – Director Troutman. The Committee met on July 13, 2020; next meeting TBA.
 - (2) Clubhouse 1 Renovation Ad Hoc Committee – Next Committee meeting TBA.
- e. Report of the Media and Communications Committee. The Committee met on June 15, 2020; next meeting August 17, 2020 at 1:30 p.m. as a virtual meeting.
- f. Report of the Mobility & Vehicles Committee – Director Troutman. The Committee met on February 5, 2020; next meeting August 5, 2020 at 1:30 p.m. as a virtual meeting.
- g. Report of the Security & Community Access Committee – Director Tibbetts. The Committee met on February 24, 2020; next meeting August 24, 2020 at 1:30 p.m. as a virtual meeting.
 - (1) Report of the Laguna Woods Village Traffic Hearings – Director Horton. The Traffic Hearings were held on July 15, 2020; next Traffic Hearings August 19, 2020 at 9:00 a.m. and 1:00 p.m. as a virtual meeting.
- h. Disaster Preparedness Task Force—Director Troutman. The Task Force met on July 28, 2020; next meeting September 29, 2020 at 9:30 a.m.
- i. Strategic Planning Committee -- First meeting TBA.

16. Future Agenda Items - *All matters listed under Future Agenda Items are Resolutions on 28-day public review or items for a future Board Meeting. 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.*

- a. Obsolete Equipment
- b. Potential Sponsorship of the Wellness route

17. Directors' Comments

18. Recess - *At this time, the Meeting will recess for lunch and reconvene to Executive Session to discuss the following matters per California Civil Code §4935*

Closed Session Agenda

Approval of Agenda

Approval of Minutes

(a) June 27 & 28, 2020 - Special Email Closed Meeting

(b) June 29, 2020 – Special Email Closed Meeting

(c) July 7, 2020 – Regular Closed Session

(d) July 18, 2020 – Special Emergency Closed Meeting

(e) July 24, 2020 – Special Closed Meeting

Discuss and Consider Personnel Matters

Discuss and Consider Contractual Matters

Discuss and Consider Litigation Matters

Discuss Litigation Report Summary

19. Adjournment



OPEN SESSION

**Minutes of the Regular Meeting of the Golden Rain Foundation
Tuesday, July 7, 2020, 9:30 a.m.
24351 El Toro Road, Laguna Woods, California
On-Line Virtual Meeting**

Directors Present: Bunny Carpenter, Judith Troutman, Egon Garthoffner, Yvonne Horton, Don Tibbetts, and Bert Moldow

Directors Absent: Jim Matson

Staff Present: Jeff Parker-CEO, Siobhan Foster-COO, Kurt Wiemann, Chris Langenour, Brian Gruner, Grant Schultz, Cheryl Silva and Becky Jackson

Others Present: Ryna Rothberg (Mutual 50), Juanita Skillman (United), Carl Randazzo (United), Stefanie Brown (VMS), John Frankel (Third), Andre Torng (United), Ralph Engdahl (Third), Elsie Addington (United), Reza Bastani (United)

1. Call to Meeting to Order / Establish Quorum

Vice President Garthoffner called the meeting to order at 9:45 a.m.

2. Pledge of Allegiance

Director Horton led the meeting in the Pledge of Allegiance to the Flag.

3. Acknowledgment of Media

Acknowledgment of the media and the Village Television camera crew, remotely by way of cameras.

4. Approval of Agenda

Director Troutman requested to remove (11c) Joint Resolution from the Consent Calendar and place this item under Unfinished Business (12c) for discussion.

Director Moldow made a motion to approve the agenda as amended. The motion was seconded by Director Troutman and the motion passed without objection.

5. Approval of Minutes

5a. June 2, 2020--Regular Open Meeting BM/JT

5b. June 17, 2020 -- Special Open Meeting

Director Moldow made the motion to approve the minutes of June 2, 2020, Regular Open Session. The motion was seconded by Director Troutman and passed without objection.

Director Troutman made a motion to approve the minutes of June 17, 2020, Special Open Meeting. The motion was seconded by Director Moldow and passed without objection.

6. Report of the Chair

President Carpenter announced the resignations of Beth Perak, Joe Fitzekam, Annette Sabol Soule and Pat English. On June 17, 2020 new board officers were elected as follows: Bunny Carpenter, President; Egon Garthoffner, First Vice President; Bert Moldow, Second Vice President; and Judith Troutman, Secretary. She commented about the emergency resolution for COVID-19 temporary face coverings.

7. VMS Board Update – Director Brown gave an update from the VMS Board and announced that Dorothy Pacella recently resigned from the VMS Board. VMS staff has been working hard to make work adjustments because of the COVID-19. At the last VMS regular meeting, Chuck Holland gave an update on how Resident Services work area will be reconfigured to keep residents and employees safe. She announced that a new manager was hired for Manor Alterations Department. The all boards GRF Trust Presentation training will continue on July 9, 2020 at 1:00 p.m.

8. CEO Report

Jeff Parker-CEO and Siobhan Foster-COO gave a report on the following items:

- Beginning on Friday, the Tennis Center will be open from 4:00 p.m. to 8:00 p.m. for tennis games. Residents can begin making reservations for these times on Thursday;
- GRF Capital Review meeting will be held tomorrow at 9:30 a.m. to review the capital projects in the GRF budget;
- Due to the increase in COVID-19 cases the Boards approved a Joint Resolution Regarding COVID-19 Face Covering Rules;
- Update that the numbers of individuals with COVID-19 in the Community has increased from 9 to 21 cases in the past two weeks. Staff continues to monitor the situation and is working with the State of California and the Orange County Health Care Agency. Residents can check the Orange County Health Care Agency for updated information on COVID-19.

Siobhan Foster-COO introduced Lora Young from the Orange County Mosquito and Vector Control District.

8a. Orange County Mosquito and Vector Control District Presentation – Lora Yong, Director of Communications, gave a presentation on the control of mosquitos, rats, fire ants and flies in the community.

Lora Young answered questions from the Board.

9. Open Forum (Three Minutes per Speaker)

Members comments were read by Becky Jackson on the following topics:

- A Member asked why four board members resigned;
- A Member asked that leaf blowers be banned in the community;
- A Member asked for permission to form a group of residents who want to contribute their talents to the community;
- A Member spoke in favor of the actions of the Corporate Members on the PAC Maintenance Improvement Project;
- A Member asked about how the PAC Maintenance Improvement Project will be managed. Because of COVID-19, will money be refunded to the members because of the savings from solar and the shutdown of our amenities;
- A Member thanked the Board for their recent actions on the PAC Maintenance Improvement Project;
- A Member commented about the music concerts at Aliso Creek.

10. Responses to Open Forum Speakers

Several Directors responded to and provided input regarding member comments.

- Director Troutman responded that we could save money using the talents of our residents. The next PAC Committee meeting will be held on July 13th at 2:00 pm; Many questions from the Open Forum will be answered at this next meeting.
- Director Garthoffner commented that the Board should look into another device to replace the leaf blowers.

11. Consent Calendar

Recommendation from the Finance Committee:

11a. 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 May 2020 and by this vote ratify that such review be confirmed in this month's Board Member Open Session Meeting minutes.

11b. Approve the Resolution to Update the GRF Committee Appointments

RESOLUTION 90-20-32 **GRF COMMITTEE APPOINTMENTS**

RESOLVED June 2, 2020, that the following persons are hereby appointed and ratified to serve on the Committees of this Corporation:

Business Planning Committee

~~Pat English, (GRF)~~

Bunny Carpenter, Chair (GRF)
Yvonne Horton (GRF)
Jon Pearlstone, (Third)
Steve Parsons (Third)
Lynn Jarrett, Alternate (Third)
Sue Margolis (United)
Manuel Armendariz (United)
Brian Gilmore, Alternate (United)
Al Amado, (Mutual 50)

Community Activities Committee

~~Joe Fitzekam, (GRF)~~

Bunny Carpenter, Chair (GRF)
Yvonne Horton (GRF)
Cush Bhada, (Third)
Annie McCary (Third)
Jon Pearlstone, Alternate (Third)
Doug Gibson, Alternate (Third)
Andre Torng, (United)
Juanita Skillman (United)
Elsie Addington, Alternate (United)
Ryna Rothberg, (Mutual 50)
Advisor: Janey Dorrell, Ed Tao and Roland Boudreau

Equestrian Center Ad Hoc Committee (New)

Bunny Carpenter, Chair (GRF)
Yvonne Horton (GRF)
Jim Matson (GRF)
Cush Bhada (Third)
Annie McCary (Third)
Andre Torng (United)
Vacancy (United)
Advisors: Gary Empfield, Stefanie Brown, Bunny Lipinski, Susan Hemberger

Finance Committee

~~Pat English, Chair (GRF)~~

Judith Troutman (GRF)
~~Annette Sabol Soule (GRF)~~
Jon Pearlstone, (Third)
Steve Parsons (Third)
Robert Mutchnick, Alternate (Third)
Sue Margolis (United)
Brian Gilmore (United)
Manuel Armendariz, Alternate (United)

Al Amado, (Mutual 50)

Purchasing Ad Hoc Committee (new)

Bunny Carpenter, Chair (GRF)
Judith Troutman (GRF)
~~Annette Sabol Soule (GRF)~~
Carl Randazzo (United)
Cash Achrekar (United)
Brian Gilmore, Alternate (United)
Jon Pearlstone (Third)
Steve Parsons (Third)
Cush Bhada, Alternate (Third)

Landscape Committee

Bert Moldow, Chair (GRF)
Jim Matson, (GRF)
Yvonne Horton (GRF)
Lynn Jarrett, (Third)
Reza Karimi, (Third)
Ralph Engdahl, Alternate (Third)
Manuel Armendariz, (United)
Andre Torng (United)
Neda Ardani, Alternate (United)
Vacant (Mutual 50)
Advisors: None

Maintenance & Construction Committee

Egon Garthoffner, Chair (GRF)
Jim Matson (GRF)
~~Joe Fitzekam (GRF)~~
Jon Pearlstone, Alternate (Third)
Cush Bhada (Third)
John Frankel (Third)
Doug Gibson, Alternate (Third)
Carl Randazzo, (United)
Reza Bastani (United)
Brian Gilmore, Alternate (United)
Inesa Nord-Leth (Mutual 50)
Advisors: Richard Palmer

Clubhouse 1 Renovation Ad Hoc Committee

~~Joe Fitzekam, (GRF)~~
Egon Garthoffner, Chair (GRF)
~~Pat English (GRF)~~
Jon Pearlstone (Third)
Robert Mutchnick (Third)
Brian Gilmore (United)

Sue Margolis (United)
Carl Randazzo, Alternate (United)
PAC Renovation Ad Hoc Committee
Judith Troutman, Chair (GRF)
~~Joe Fitzekam (GRF)~~
Bunny Carpenter (GRF)
Jon Pearlstone, (Third)
Cush Bhada, (Third)
John Frankel, Alternate (Third)
Carl Randazzo, (United)
Juanita Skillman (United)
Sue Margolis, Alternate (United)
Board Members by Rotation (Mutual 50)
Advisor: Sharon Molinari

Media and Communications

~~Annette Sabol Soule, Chair (GRF)~~
~~Pat English (GRF)~~
~~Beth Perak (GRF)~~
Annie McCary (Third)
Lynn Jarrett (Third)
Craig Wayne, Alternate (Third)
Doug Gibson, Alternate (Third)
Juanita Skillman, (United)
Elsie Addington, (United)
Neda Ardani, Alternate (United)
Ryna Rothberg, (Mutual 50)
Advisors: Carmen Pacella, Frank Tybor, Tom Nash

Mobility & Vehicles Committee

Judith Troutman, Chair (GRF)
Don Tibbetts, Co-Chair (GRF)
Egon Garthoffner (GRF)
Craig Wayne (Third)
John Frankel, (Third)
Cush Bhada, Alternate (Third)
Elsie Addington, (United)
Reza Bastani (United)
Neda Ardani, Alternate (United)
John Dalis, (Mutual 50)
Advisor: Vashi Williams

Security and Community Access

Don Tibbetts, Chair (GRF)
Bert Moldow (GRF)
Jim Matson (GRF)
Reza Karimi, Alternate (Third)

Robert Mutchnick (Third)
Ralph Engdahl (Third)
Neda Ardani (United)
Cash Achrekar (United)
Brian Gilmore, Alternate (United)
John Dalis (Mutual 50)

Disaster Preparedness Task Force

Judith Troutman, Chair (GRF)
~~Annette Sabol Soule, (GRF)~~
Bert Moldow, (GRF)
John Frankel, (Third)
Annie McCary, (Third)
Ralph Engdahl (Third)
Doug Gibson, Alternate (Third)
Cash Achrekar, (United)
Andre Torng, (United)
Reza Bastani, Alternate (United)
Board Members by Rotation (Mutual 50)
Advisors: Tom Soule, Bruce Bonbright

Strategic Planning Committee

Annette Sabol Soule, Chair (GRF)
Joe Fitzekam (GRF)
Yvonne Horton (GRF)
Vacant (Third)
Vacant (Third)
~~Andre Torng (United)~~
~~Sue Margolis (United)~~
~~Brian Gilmore, Alternate (United)~~

OTHER COMMITTEES:

Laguna Woods Village Traffic Hearings

(Chair will alternate between Boards)
Egon Garthoffner (GRF)
Judith Troutman (GRF)
Robert Mutchnick (Third)
John Frankel (Third)
Ralph Engdahl, Alternate (Third)
Elsie Addington (United)
Neda Ardani, Alternate (United)
Board Members by Rotation (Mutual 50)

Select Audit Task Force

~~Pat English (GRF)~~
Diane Phelps

Elizabeth Roper (United)
Peggy Moore (Third)

RESOLVED FURTHER, that Resolution 90-20-25 adopted June 2, 2020, is hereby superseded and cancelled; and

RESOLVE FURTHER; that the officers and agents of this Corporation are hereby authorized on behalf of the Corporation to carry out this resolution.

This item was moved to Unfinished Business (11c)

11c. Joint Resolution Regarding COVID-19 Temporary Face Coverings

Director Troutman made a motion to approve the Consent Calendar as amended. The motion was seconded by Director Garthoffner and the motion passed without objection.

12. Unfinished Business

12a. Entertain a Motion to Reintroduce the Resolution Establishing the Revised GRF Rules for Board Meetings

Director Troutman, Secretary of the Board, read the following resolution:

RESOLUTION 90-20-xx
GOLDEN RAIN FOUNDATION RULES FOR BOARD MEETINGS

WHEREAS, the Open Meeting Act, Civil Code §§4900-4950, provides an ongoing right for each member of Laguna Woods to participate in the governance of the community; and

WHEREAS, the Golden Rain Foundation Board of Directors recognizes the need to facilitate effective, efficient and orderly board meetings for the benefit of the community while protecting members' rights to observe and participate in the governance process; and

NOW THEREFORE BE IT RESOLVED, August 4, 2020, the Board of Directors of this Corporation hereby approves the Golden Rain Foundation Rules for Board Meetings, as attached to the official minutes of this meeting; and

RESOLVED FURTHER, that Resolution 90-11-135 adopted November 22, 2011 is hereby suspended in its entirety 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.

February Initial Notification—Revised March 2020—April Referred Back to Committee—
May postponed to next meeting—June 2020 Revised—July Reintroduced. Must postpone

28-days for member review and comment to comply with Civil Code §4360.

Director Troutman made a motion to approve the revised resolution establishing the revised GRF Rules for Board Meeting for 28-day review. The motion was seconded by Director Garthoffner.

Director Moldow read recommended changes to the GRF Rules for Board Meetings. Kelly Richardson, Esq. asked Director Moldow to forward the changes to him for review.

Director Troutman amended her motion to include the recommended changes to the GRF Rules for Board Meetings contingent on the review by Legal Counsel.

President Carpenter called for the vote to reintroduce the revised GRF Rules for Board Meetings for 28-day review contingent on review by Legal Counsel and the motion passed by unanimous consent.

12b. Entertain a Motion to Adopt a Resolution for a GRF Transportation ADA Policy

Director Troutman, Secretary of the Board, read the following resolution:

RESOLUTION 90-20-33
AMERICANS WITH DISABILITIES ACT TRANSPORTATION POLICY

WHEREAS, the Golden Rain Foundation currently owns and operates 16 buses for the Transportation Services program; and

WHEREAS, the Golden Rain Foundation currently has three buses that were recently purchased using the Federal Transportation Administration 5310 program; and

WHEREAS, the Federal grant mandates each entity maintain a written policy adhering to Americans with Disabilities Act;

WHEREAS, the Mobility & Vehicle Committee recommended revisions to the ADA Policy on March 3, 2020;

NOW THEREFORE BE IT RESOLVED, July 7, 2020 that the Board of Directors of this Corporation hereby adopts the revisions to Americans with Disabilities Act Transportation Policy; and

RESOLVED FURTHER, that the officers and agents of this Corporation are hereby authorized on behalf of the Corporation to carry out this resolution.

JUNE Initial Notification

28-day notification for member review and comment to comply with Civil Code §4360

has been satisfied.

Director Troutman made a motion to adopt a resolution for a GRF Transportation ADA Policy. The motion was seconded by Director Garthoffner.

Discussion ensued among the directors.

President Carpenter called for the vote to adopt the policy and the motion passed without objection.

This item was moved to Unfinished Business

12c. Joint Resolution Regarding COVID-19 Temporary Face Coverings

RESOLUTION 90-20-xx

**GOLDEN RAIN FOUNDATION OF LAGUNA WOODS
BOARD RESOLUTION REGARDING THE ADOPTION OF
TEMPORARY COVID-19 RULES ON AN EMERGENCY BASIS IN LIGHT OF COVID-19**

RECITALS

WHEREAS, the Board of Directors ("Board") of the Golden Rain Foundation of Laguna Woods ("GRF") held a duly called emergency meeting on June 26, 2020 at which a quorum of the Board was present.

WHEREAS, the meeting of the Board was held on an emergency basis pursuant to California Civil Code Section 4923, as unforeseen circumstances require immediate attention and action by the Board where notice for such meeting was impractical.

WHEREAS, a majority of the members of the Board determined that in accordance with California Civil Code Section 4360(d), immediate rule changes are required to address the temporary, restricted use of GRF's Community Areas and Community Facilities in light of the ongoing threat of public health to the GRF's members in light of the current and ongoing "Covid-19" disease outbreak and global health pandemic (the "Disease").

WHEREAS, in light of ongoing health concerns relating to the transmission of the Disease and the ease with which it spreads, the State of California has mandated that all persons be required to wear a cloth face covering while not within their homes.

WHEREAS, the Temporary COVID-19 Rules shall be adopted on an emergency basis, without notice or a member review and comment period, in accordance with California Civil Code Section 4360(d) and shall be effective for one hundred twenty (120) days, unless the Board modifies or rescinds the Temporary COVID-19 Rules on an earlier date pursuant to formal Board action. It is understood that the conditions and general health advice pertaining to the Disease may change from time to time and at any time; as such, the Board

acknowledges that future changes to the Temporary COVID-19 Rules may be required and shall be reasonably made, as applicable, within the Board's discretion.

WHEREAS, the Temporary COVID-19 Rules shall be hereby adopted pursuant to this Resolution and shall be deemed an effective governing document and effective operating rules for GRF.

RESOLUTION

IT IS HEREBY RESOLVED that the foregoing recitals are incorporated into and made a part of this Resolution.

IT IS HEREBY FURTHER RESOLVED that the Temporary COVID-19 Rules are hereby adopted on an emergency basis in accordance with California Civil Code Section 4360(d). A copy of the Temporary COVID-19 Rules is enclosed with this Resolution and incorporated into and made a part of this Resolution in their entirety.

IT IS HEREBY FURTHER RESOLVED that, a copy of this Resolution and the Temporary COVID-19 Rules shall be distributed and/or posted in a manner deemed suitable by the Board to adequately notify GRF's membership.

President Carpenter announced that the GRF Board did not approve the Joint Resolution for COVID-19 Temporary Face Covering Rules.

Discussion ensued among the directors.

Jeff Parker-CEO answered questions from the Board.

Director Troutman made a motion to "call for orders of the day."

13. New Business

- 13a.** Entertain a Motion to Adopt a Resolution to Reschedule the November 3, 2020 GRF Regular Board Meeting to November 4, 2020

Director Troutman, Secretary of the Board, read the following resolution:

RESOLUTION 90-20-34

RESCHEDULE TUESDAY, NOVEMBER 3, 2020, REGULAR MEETING TO WEDNESDAY, NOVEMBER 4, 2020

WHEREAS, pursuant to Section 6.5.3 of the Golden Rain Foundation Bylaws, regular meetings of the Board of Directors shall be held on the first Tuesday of each month at 9:30 a.m., unless otherwise scheduled by an adopted Resolution; and

WHEREAS, the November 2020 regular meeting of the Board of Directors of this Corporation scheduled for Tuesday, November 3, 2020, conflicts with the date selected for the 2020 Election Tabulation Meeting for Third Laguna Hills Mutual and United Laguna Woods Mutual.

NOW THEREFORE BE IT RESOLVED, July 7, 2020, the Board of Directors of this Corporation hereby approves that the November regular meeting of the Board of Directors of this Corporation shall be held on Wednesday, November 4, 2020, at 9:30 a.m. in the Laguna Woods Village Community Center Board Room, 24351 El Toro Road.

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 Troutman made a motion to adopt a resolution to reschedule the November 3, 2020 GRF Regular Board Meeting to November 4, 2020. The motion was seconded by Director Moldow.

President Carpenter called for the vote to adopt the resolution and the motion passed without objection.

- 13b.** Entertain a Motion to Adopt a Resolution for the GRF 2020 Annual Meeting, Election Schedule and Inspector of Election Services

Director Troutman, Secretary of the Board, read the following resolution:

RESOLUTION 90-20-35
APPROVE INSPECTOR OF ELECTION SERVICES

WHEREAS, Civil Code §5110 and Corporations Code §7416 requires an association to select an independent third party as an inspector of elections; and

WHEREAS, for transparency purposes and due to the number of ballots received it is necessary to contract for an Inspector of Elections; and

WHEREAS, an Inspector of Elections is used, among other tasks, to print and mail voter packages, inspect and tabulate ballots, and certify results.

NOW THEREFORE BE IT RESOLVED, July 7, 2020, that the Board of Directors of Golden Rain Foundation hereby approves single-sourcing a contract to UniLect to perform Inspectors of Election services for the 2020 Annual Meeting of the Corporate Members.

RESOLVED FURTHER, that the officers and agents of this Corporation

are directed on behalf of the Corporation to carry out this resolution.

Director Troutman made a motion to adopt a resolution for the GRF 2020 Annual Meeting, Election Schedule and Inspector of Election Services. The motion was seconded by Director Moldow.

Discussion ensued among the directors.

President Carpenter called for the vote to adopt the 2020 election resolution and schedule and the motion passed by without objection.

13c. Entertain a Motion to Introduce the GRF Recreation Department Policy: Small Clubs Fee Amendment

Director Troutman, Secretary of the Board, read the following resolution:

RESOLUTION 90-20-XX
GRF RECREATION DEPARTMENT POLICY: SMALL CLUBS FEE AMENDMENT

WHEREAS, at the June 11, 2020 Community Activities Committee (CAC) meeting, CAC recommended that the board of directors approve the proposal to amend the GRF Recreation Department Policy for Clubs/Groups/Organizations to reduce the annual fee for clubs with less than 50 members ("small clubs") from \$50 to \$25;

WHEREAS, Laguna Woods Village has 254 registered clubs within the community. Village clubs are afforded a variety of privileges upon approval of the Recreation and Special Events Department including priority rollover reservations, flyer postings at clubhouses, Village website use (club page, event calendar, Village news), free Globe submissions, Village Television air time, message board use and club storage (excluding Clubhouse 2);

WHEREAS, at the May 9, 2019 CAC meeting a policy review committee was formed to review and provide GRF Recreation Department policy recommendations to the CAC at the July 2019 meeting. One of the committee recommendations was to implement a processing fee to offset administrative costs associated with club support;

WHEREAS, on September 3, 2019, the board of directors adopted RESOLUTION 90-19-39, GRF Recreation Department Policy Revision: Clubs/Groups/Organizations;

WHEREAS, at the February 20, 2020 Club President's Meeting, small Village clubs with a small number of members expressed concern about the financial implications of the \$50 club fee. Club presidents urged GRF

to reconsider the fee;

WHEREAS, at the May 14, 2020 CAC meeting, the committee directed the Recreation and Special Events Department to reduce the annual club fee for those with less than 50 members ("small clubs") from \$50 to \$25. Of the 254 registered clubs, 136 have less than 50 members;

WHEREAS, to date, 93 clubs have paid the \$50 annual fee, including 41 small clubs. The 41 small clubs would be entitled to a \$25 refund if the proposed fee adjustment is approved by the board of directors;

WHEREAS, the \$50 club fee generates \$12,700 in revenue for GRF annually. The proposed reduction in the club fee for small clubs would reduce annual revenue to approximately \$9,300, a decrease of \$3,400

NOW THEREFORE BE IT RESOLVED, July 7, 2020, that the Board of Directors of this Corporation hereby introduces approval of the proposed amendment to the GRF Recreation Department Policy for Clubs/Groups/Organizations to reduce the annual fee for clubs with less than 50 members ("small clubs") from \$50 to \$25;

RESOLVED FURTHER, that the officers and agents of this Corporation are hereby authorized on behalf of the Corporation to carry out this resolution.

July Initial Notification

Should the Board endorse the proposed resolution, Staff recommends that a motion be made and seconded to accept the resolution and allow discussion to ensure that the resolution reads to the satisfaction of the Board. Staff then recommends that a Board Member postpones the resolution to the next available Board Meeting no less than 28-days from the postponement to comply with Civil Code §4360.

Director Troutman made a motion to introduce a resolution for a GRF Recreation Department Policy: Small Clubs Fee Amendment for 28-day review. The motion was seconded by Director Moldow.

President Carpenter called for the vote to introduce an amendment to the small club fee and the motion passed without objection.

14. The Board took a 5 minute break at 11:50 am.

15. **Committee Reports**

15a. Report of the Finance Committee/Financial Reports – Director Troutman gave a presentation on the Treasurer's Report and resale history. The Committee met on June 29, 2020; next meeting August 19, 2020, at 1:30 p.m. as a virtual meeting.

- (1) GRF Treasurer's Report – Director Troutman
- (2) GRF Finance Committee Report—Director Troutman
- (3) Purchasing Task Force – President Carpenter. The Task Force met on February 10, 2020.

15b. Report of the Community Activity Committee – Director Carpenter gave an updated from the Committee. The Committee met on June 11, 2020; next meeting August 13, 2020, at 1:30 p.m. as a virtual meeting.

- (1) Equestrian Center Ad Hoc Committee – The next meeting TBA.

15c. Report of the Landscape Committee – Director Moldow gave an update from the Landscape Committee. The Committee met on February 12, 2020; next meeting August 12, 2020 at 1:30 p.m. as a virtual meeting.

15d. Report of the Maintenance & Construction Committee – Director Garthoffner gave an update from the Maintenance & Construction Committee. The Committee met on June 10, 2020; next meeting August 12, 2020 at 9:30 a.m. as a virtual meeting.

- (1) Report of the Performing Arts Center (PAC) Renovation Ad Hoc Committee – Director Troutman. The Committee met on May 14, 2020; next meeting July 13, 2020 at 2:00 p.m. as a virtual meeting.

- (2) Report of the Clubhouse 1 Renovation Ad Hoc Committee – Director Troutman. The Committee met on June 1, 2020; next meeting TBA.

15e. Report of the Mobility & Vehicles Committee – Director Troutman gave an update from the Mobility & Vehicles Committee. The Committee met on February 5, 2020; next meeting August 5, 2020, at 1:30 p.m. as a virtual meeting.

15f. Report of the Security & Community Access Committee – Director Tibbetts gave an update from the Security & Community Access Committee. The Committee met on February 24, 2020; next meeting August 24, 2020, at 1:30 p.m. as a virtual meeting.

- (1) Report of the Laguna Woods Village Traffic Hearings – Director Garthoffner. The Traffic Hearings were held on February 19, 2020; next Traffic Hearings TBA.

- (2) Report of the Disaster Preparedness Task Force – Director Troutman. The Task Force met on January 28, 2020; next meeting July 28, 2020 at 9:30 a.m. as a virtual meeting.

15h. Strategic Planning Committee – First meeting TBA.

- 16. Future Agenda Items** - *All matters listed below are 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.*
- 16a.** Donation by Bah'ail Club of a Bench for Aliso Creek and Two Plumeria Trees at Clubhouse 6
- 16b.** Obsolete Equipment
- 17. Directors' Comments -- none**
- 18. Recess** - *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.*

The meeting was recessed at 12:30 p.m.

Summary of Previous Closed Session Meetings per Civil Code §4935.

During the June 2, 2020, Regular Closed Session, the Board:

Approved the Agenda

Approved the Minutes of:

(a) May 5, 2020—Regular Closed Session

(b) May 11, 2020 – Special Closed Session

Discussed and Considered Personnel Matters

Discussed and Considered Contractual Matters:

(a) Award a Contract for Maintenance Improvements at the Performing Arts Center

*(b) Supplemental Appropriation and Award a Contract for Construction
Management Services for the PAC Maintenance Improvement Project*

Discussed Legislation Matters

Discussed and Considered Litigation Matters

Discussed COVID-19 Emergency Issues

During the June 8, 2020, Special Closed Meeting, the Board:

Approved the Agenda

Discuss and Consider Contractual Matters:

(a) Award a Contract for Maintenance Improvements at the Performing Arts Center

During the June 15, 2020, Special Closed Meeting the Board:

Approved the Agenda

Discuss Various Legal Matters and Code of Ethics

During the June 25, 2020, Special Closed Meeting the Board:

Approved the Agenda

Discuss New Legal Counsel

*During the June 26, 2020, Emergency Closed Meeting the Board:
Approved the Agenda
Discuss a Joint Resolution for Dealing with the COVID-19 Virus*

19. Adjournment

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

Judith P Troutman

Judith Troutman, Secretary of the Board
Golden Rain Foundation

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

July 8, 2020

The Special Open Meeting of the Golden Rain Foundation of Laguna Woods Board of Directors, a California non-profit mutual benefit corporation, was held on Wednesday, July 8, 2020, at 9:30 A.M., Virtually, Laguna Woods, California.

Directors Present: Bunny Carpenter, Bert Moldow, Yvonne Horton, Egon Garthoffner

Directors Absent: Judith Troutman, Jim Matson, Don Tibbetts

Staff Present: Jeff Parker, Betty Parker, Siobhan Foster, Ernesto Munoz, Chris Laugenour, Chuck Holland, Brian Gruner, Kurt Wiemann, Guy West, Jose Campos, Christopher Swanson, Laurie Chavarria

Others Present: Third: Cush Bhada, Lynn Jarrett, Jon Pearlstone, John Frankel, Ralph Engdahl, Robert Mutchnick, Doug Gibson

United: Sue Margolis, Carl Randazzo, Andre Torng, Juanita Skillman, Manuel Armendariz, Elsie Addington, Cash Achrekar

VMS: Rosemarie diLorenzo

CALL TO ORDER/STATE PURPOSE OF SPECIAL MEETING

President Bunny Carpenter served as Chair of the meeting and stated that it was a special meeting held pursuant to notice duly given the meeting was called to order at 9:32 A.M.

ESTABLISH QUORUM

Chair Carpenter established a quorum.

APPROVAL OF AGENDA

Without objection, the Board approved the agenda as written.

2021 CAPITAL PLAN PROPOSALS AND FIVE YEAR CIP

Jeff Parker, CEO, presented equipment and project proposals for inclusion in the 2021 Capital Plan and members of the executive team addressed questions.

The chair thanked staff for the presentation and moved into member comments.

MEMBERS COMMENTS

Various members of the board and audience addressed the presentation and staff noted the following changes that will be available for the next version of the plan:

- Flux-analysis to show changes in the planned expenditures
- Deferral of \$2 Million Performing Arts Center (PAC) funding
- Rescinding resolution 90-20-28 which appropriated \$2.3 Million for PAC
- Correct unit price of 48" mowers, \$60K total funding
- Removal of \$6,000 fitness arm strength machine

ADJOURNMENT

There being no further business to come before the Board of Directors, the meeting adjourned at 12:33 PM.

Judith P Troutman

Judith Troutman, Secretary

Golden Rain Foundation Board of Directors



RESOLUTION 90-20-xx
GRF Committee Appointments

RESOLVED August 4, 2020, that the following persons are hereby appointed and ratified to serve on the Committees of this Corporation:

Business Planning Committee

~~Sue Stephens, Chair (GRF)~~

Jon Pearlstone, (GRF)

~~James Hopkins (GRF)~~

~~Bunny Carpenter (GRF)~~

~~Yvonne Horton (GRF)~~

Steve Parsons (Third)

Lynn Jarrett (Third)

Sue Margolis (United)

Manuel Armendariz (United)

Brian Gilmore, Alternate (United)

Al Amado, (Mutual 50)

Community Activities Committee

Bunny Carpenter, ~~Chair~~ (GRF)

Yvonne Horton (GRF)

~~Jon Pearlstone (GRF)~~

Annie McCary (Third)

Cush Bhada, (Third)

Doug Gibson, Alternate (Third)

Andre Torng, (United)

Juanita Skillman (United)

Elsie Addington, Alternate (United)

Ryna Rothberg, (Mutual 50)

Advisor: Janey Dorrell, Ed Tao and Roland Boudreau

Equestrian Center Ad Hoc Committee (new)

Bunny Carpenter, Chair (GRF)

Yvonne Horton (GRF)

~~Jim Matson (GRF)~~

Cush Bhada (Third)

Annie McCary, (Third)

~~Andre Torng, (United)~~

Advisors: Gary Empfield, Stefanie Brown,

Bunny Lipinski, Susan Hemberger

Finance Committee

Jon Pearlstone, **Chair** (GRF)
James Hopkins (GRF)
Gan Mukhapadhyay (GRF)
~~Judith Troutman, Chair (GRF)~~
Steve Parsons (Third)
Robert Mutchnick (Third)
Sue Margolis (United)
Brian Gilmore (United)
Manuel Armendariz, Alternate (United)
Al Amado, (Mutual 50)
Advisor: Rosemarie diLorenzo

Purchasing Ad Hoc Committee (new)

Bunny Carpenter, Chair (GRF)
Yvonne Horton (GRF)
~~Judith Troutman (GRF)~~
Carl Randazzo (United)
Cash Achrekar (United)
Brian Gilmore, Alternate (United)
Steve Parsons (Third)
Cush Bhada (Third)
~~Jon Pearlstone (Third)~~

Landscape Committee

Yvonne Horton, **Chair** (GRF)
Bert Moldow (GRF)
Jim Matson, Alternate (GRF)
Lynn Jarrett, (Third)
Reza Karimi, (Third)
Ralph Engdahl, Alternate (Third)
Manuel Armendariz, (United)
Andre Torng (United)
Neda Ardani, Alternate (United)
Vacant (Mutual 50)

Maintenance & Construction Committee

Egon Garthoffner, Chair (GRF)
Bert Moldow (GRF)
Gan Mukhapadhyay (GRF)
Jim Matson, Alternate (GRF)
~~Judith Troutman, Alternate (GRF)~~
Cush Bhada (Third)
John Frankel (Third)
~~Jon Pearlstone, Alternate (Third)~~
Doug Gibson, Alternate (Third)

Carl Randazzo, (United)
Reza Bastani (United)
Brian Gilmore, Alternate (United)
Ryna Rothberg (Mutual 50)

Clubhouse 1 Renovation Ad Hoc Committee (New)

Bert Moldow, Chair (GRF)
Egon Garthoffner (GRF)
Gan Mukhapadhyay (GRF)
Robert Mutchnick (Third)
Brian Gilmore (United)
Sue Margolis (United)
Carl Randazzo, Alternate (United)

PAC Renovation Ad Hoc Committee

Jon Pearlstone, **Chair (GRF)**
Bert Moldow (GRF)
~~**Judith Troutman, Chair (GRF)**~~
~~**Bunny Carpenter (GRF)**~~
Cush Bhada, (Third)
John Frankel (Third)
Carl Randazzo, (United)
Juanita Skillman (United)
Sue Margolis, Alternate (United)
Board Members by Rotation (Mutual 50)
Advisor: Sharon Molinari

Media and Communications

Sue Stephens, Chair (GRF)
Bunny Carpenter (GRF)
Annie McCary (Third)
Lynn Jarrett (Third)
Craig Wayne, Alternate (Third)
Doug Gibson, Alternate (Third)
Juanita Skillman, (United)
Elsie Addington, (United)
Neda Ardani, Alternate (United)
Ryna Rothberg, (Mutual 50)
Advisors: Carmen Pacella, Frank Tybor, Tom Nash

Mobility & Vehicles Committee

Don Tibbetts, Chair (GRF)
Egon Garthoffner (GRF)
Judith Troutman, **Alternate (GRF)**

Craig Wayne (Third)
John Frankel, (Third)
Cush Bhada, Alternate (Third)
Elsie Addington, (United)
Reza Bastani (United)
Neda Ardani, Alternate (United)
John Dalis, (Mutual 50)
Advisor: Vashi Williams

Security and Community Access

Don Tibbetts, Chair (GRF)
Bert Moldow (GRF)
Jim Matson, Alternate (GRF)
Robert Mutchnick (Third)
Ralph Engdahl (Third)
Reza Karimi, Alternate (Third)
Neda Ardani (United)
Cash Achrekar (United)
Brian Gilmore, Alternate (United)
John Dalis (Mutual 50)

Disaster Preparedness Task Force

Bert Moldow, (GRF)
Sue Stephens (GRF)
Judith Troutman, **Alternate** (GRF)
John Frankel, (Third)
Annie McCary, (Third)
Ralph Engdahl (Third)
Doug Gibson, Alternate (Third)
Cash Achrekar, (United)
Andre Torng, (United)
Reza Bastani, Alternate (United)
Board Members by Rotation (Mutual 50)
Advisors: Tom Soule, Bruce Bonbright

Strategic Planning Committee

Jon Pearlstone, Chair (GRF)
Jams Hopkins (GRF)
GanMukhapadhyay (GRF)
~~Yvonne Horton (GRF)~~
Robert Mutchnick (Third)
John Frankel (Third)
Andre Torng (United)
Sue Margolis (United)
Brian Gilmore, Alternate (United)

OTHER COMMITTEES:

Laguna Woods Village Traffic Hearings

(Chair will alternate between Boards)

Yvonne Horton (GRF)

Sue Stephens (GRF)

~~Judith Troutman (GRF)~~

Robert Mutchnick (Third)

John Frankel (Third)

Ralph Engdahl, Alternate (Third)

Elsie Addington (United)

Neda Ardani, Alternate (United)

Board Members by Rotation (Mutual 50)

Select Audit Task Force

James Hopkins (GRF)

Elizabeth Roper (United)

Peggy Moore (Third)

Advisor: Diane Phelps

RESOLVED FURTHER, that Resolution 90-20-32 adopted July 7, 2020, is hereby superseded and cancelled; and

RESOLVE FURTHER; that the officers and agents of this Corporation are hereby authorized on behalf of the Corporation to carry out this resolution.

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STAFF REPORT

DATE: August 4, 2020
FOR: Board of Directors
SUBJECT: Modified Temporary COVID-19 Rules

RECOMMENDATION

Ratify the approval of the resolution pertaining to the adoption of modified Temporary COVID-19 Rules.

BACKGROUND

On June 26, 2020, the Third Laguna Hills Mutual and United Laguna Woods Mutual boards of directors adopted Temporary COVID-19 Rules on an emergency basis in response to the ongoing public health threat to members/residents from the COVID-19 disease ("Disease") outbreak and global health pandemic. Mutual No. Fifty, which had previously implemented comprehensive restrictions to reduce risk of exposure to the Disease, supported the Temporary COVID-19 Rules adopted on an emergency basis by Third Mutual and United Mutual on June 26, 2020.

Since all corporations, including the Golden Rain Foundation, appreciated the need for unanimity in the implementation of Temporary COVID-19 Rules to address the severity of the public health crisis, resulting from the Disease, facing the entire Laguna Woods Village community, the boards of directors formed a working group consisting of two members from each corporation to review and make changes to the resolution adopted by Third Mutual and United Mutual on June 26, 2020. The designated representatives met as needed to achieve unanimity among the corporations and develop modified Temporary COVID-19 Rules to be considered on an emergency basis by each corporation.

DISCUSSION

The attached resolution contains the modified Temporary COVID-19 Rules approved by the GRF board of directors on July 18, 2020 in an emergency meeting held in compliance with California Civil Code Section 4923. The modified Temporary COVID-19 Rules were also approved by Third Mutual and United Mutual on July 24, 2020 and July 28, 2020, respectively.

FINANCIAL ANALYSIS

None.

Prepared By: Siobhan Foster, COO
Reviewed By: Jeffrey C. Parker, CEO

ATTACHMENT

ATT 1: Resolution 90-20-XX with Attachment

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RESOLUTION 90-20-XX

**BOARD RESOLUTION REGARDING THE ADOPTION OF
MODIFIED TEMPORARY COVID-19 RULES**

RECITALS

WHEREAS, on June 26, 2020, the Third Laguna Hills Mutual and United Laguna Woods Mutual Boards of Directors adopted Temporary COVID-19 Rules on an emergency basis in response to the ongoing public health threat to members/residents of each of said Mutuels from the COVID-19 disease outbreak and global health pandemic (the “Disease”).

WHEREAS, Mutual No. Fifty which had previously implemented comprehensive restrictions to reduce risk of exposure to the Disease, supported the Temporary COVID-19 Rules adopted on an emergency basis by Third Laguna Hills Mutual and United Laguna Woods Mutual on June 26, 2020.

WHEREAS, the Boards of Directors of Third Laguna Hills Mutual, United Laguna Woods Mutual, and Mutual No. Fifty sought unanimity among all corporations within Laguna Woods Village, including the Golden Rain Foundation, pertaining to the adoption of Temporary COVID-19 Rules due to the severity of the public health crisis facing the entire Laguna Woods Village Community.

WHEREAS, on July 6, 2020, Third Laguna Hills Mutual held a Special Meeting (closed) and authorized the formation of a committee (two members from each corporation) to review and make changes to the resolution adopted by Third Laguna Hills Mutual and United Laguna Woods Mutual on June 26, 2020, and supported by Mutual No. Fifty, to achieve critical unanimity among all corporations within Laguna Woods Village.

WHEREAS, designated representatives of the boards of directors from the Golden Rain Foundation, Third Laguna Hills Mutual, United Laguna Woods Mutual, and Mutual No. Fifty met on July 14, 2020, and as needed thereafter, to achieve unanimity among the corporations and develop modified Temporary COVID-19 Rules to be considered on an emergency basis by each corporation in response to the Disease.

WHEREAS, the Board of Directors of the Golden Rain Foundation of Laguna Woods held a duly called emergency meeting on July 18, 2020, at which a quorum of the Board was present.

WHEREAS, the meeting of the Golden Rain Foundation Board was held on an emergency basis pursuant to California Civil Code Section 4923, as unforeseen circumstances require immediate attention and action by the Board where notice for such meeting was impractical.

WHEREAS, a majority of the members of the Golden Rain Foundation Board determined that in accordance with California Civil Code Section 4360(d), immediate rule changes are required to compel residents to refocus on utilizing face coverings and social distancing (creating a 6-foot distance between people) in light of the ongoing threat of public health to the Golden Rain Foundation's members in light of the Disease.

WHEREAS, in light of ongoing health concerns relating to the transmission of the Disease and the ease with which it spreads, the State of California has mandated that all persons be required to wear a cloth face covering while not within their homes and to maintain social distancing as referenced above.

WHEREAS, the modified Temporary COVID-19 Rules shall be adopted on an emergency basis, without notice or a member review and comment period, in accordance with California Civil Code Section 4360(d) and shall be effective for one hundred twenty (120) days from the effective date of the initial Temporary COVID-19 Rules adopted by Third Laguna Hills Mutual and United Laguna Woods Mutual, unless the Board modifies or rescinds the modified Temporary COVID-19 Rules on an earlier date pursuant to formal Board action. It is understood that the conditions and general health advice pertaining to the Disease may change from time to time and at any time; as such, the Board acknowledges that future changes to the modified Temporary COVID-19 Rules may be required and shall be reasonably made, as applicable, within the Board's discretion.

WHEREAS, the modified Temporary COVID-19 Rules shall be hereby adopted pursuant to this Resolution and shall be deemed an effective governing document and effective operating rules for Golden Rain Foundation.

RESOLUTION

IT IS HEREBY RESOLVED that the foregoing recitals are incorporated into and made a part of this Resolution.

IT IS HEREBY FURTHER RESOLVED that the modified Temporary COVID-19 Rules are hereby adopted on an emergency basis in accordance with California Civil Code Section 4360(d). A copy of the Temporary COVID-19 Rules is enclosed with this Resolution and incorporated into and made a part of this Resolution in their entirety.

IT IS HEREBY FURTHER RESOLVED that a copy of this Resolution and the Temporary COVID-19 Rules shall be distributed and/or posted in a manner deemed suitable by the Board to adequately notify GRF's membership.

**CERTIFICATE OF SECRETARY
OF
GOLDEN RAIN FOUNDATION OF LAGUNA WOODS**

I, the undersigned, do hereby certify that:

1. I am the duly appointed and acting Secretary of Golden Rain Foundation of Laguna Woods, a California nonprofit mutual benefit corporation; and
2. The foregoing Resolution of the Board of Directors of Golden Rain Foundation of Laguna Woods was approved by a majority of a quorum of the Board members during a duly held emergency Board meeting held on July 18, 2020.

IN WITNESS WHEREOF, I have hereunto subscribed my hand this ____ day of _____,
_____.

By: _____

Name: _____

Title: Secretary

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Village Management Services, Inc.

Joint Boards COVID-19 Resolution on Face Covering Rules, Large Gathering Rules, Fine Schedule and Collective Enforcement

It has been observed that many Laguna Woods Village residents have become lax, over time, in observing face covering /mask usage and social distancing requirements. The purpose of this resolution, which is to refocus residents on these practices for the common good, presents clear written rules for all to follow and provides for penalties/fines for habitual rule breakers.

Item	Description
1 Face coverings in public areas: Owners/Shareholders	<ul style="list-style-type: none">• Require face coverings in Village public areas, including:<ul style="list-style-type: none">○ Every public area within the Village (sidewalks, streets, parking lots, open areas, creek areas), including walking to and from manor, car, mailbox, laundry room, etc. Car interiors are not considered public areas.○ Exception pursuant to state law: For active exercise within conditionally opened sports areas, specifically on golf courses, tennis/pickleball/paddle tennis courts, lawn bowling greens and in swimming pools when 6-foot social distancing requirement is met. Refer to GRF procedures pertaining to conditional reopening of these facilities for more information;○ Exception pursuant to state law: Children 2 years of age and younger;○ Exception pursuant to state law: Persons with a medical or mental health condition, or disability that prevents wearing a face covering. This includes persons with a medical condition for whom wearing a face covering could obstruct breathing or who are unconscious, incapacitated or otherwise unable to remove a face covering without assistance. These individuals are required to wear a face shield within the Village if possible; and○ Exception pursuant to state law: Persons who are hearing impaired, or communicating with a person who is hearing impaired, where the ability to see the mouth is essential for communication. These individuals are required to wear a face shield within the Village if possible.

Item	Description
	<ul style="list-style-type: none"> • Face covering: Material that is worn covering the nose and mouth. Face shields are not acceptable when worn without appropriate face covering. • Penalty owner/shareholders: There will be escalating fines based on the number of violations. <ul style="list-style-type: none"> ○ First violation: Fine \$0 ○ Second violation: Fine \$100 ○ Third violation: Fine \$250 • Suspension of privileges/rights: Suspension of membership privileges for a period of up to 30 days for a single noncontinuing violation. Membership privileges for any continuing violation may be suspended for so long as such continuing violation exists and remains uncured. • Hearing process: In accordance with the Davis-Stirling Common Interest Development Act.
2 Face covering check at gates in guest lanes	<ul style="list-style-type: none"> • Require each driver and passenger entering Village in the guest lane to demonstrate possession of face covering. • Deny access to drivers and passengers who do not have face coverings for each occupant in the vehicle.
3 Face coverings in public areas: Contractors (private and VMS), service providers, visitors	<ul style="list-style-type: none"> • Require face coverings in Village public areas, including: <ul style="list-style-type: none"> ○ Every public area within Village (sidewalks, streets, parking lots, open areas, creek areas), including walking to and from any manor, car, mailbox, laundry room, etc.; and ○ For contractors and service providers: When loading and unloading vehicles, carrying tools and equipment to manor, taking breaks and similar activities. ○ USPS employees must adhere to Postal Service policy, which requires employees to wear face coverings in areas where state and local governments have ordered or directed people to wear face coverings. • Penalty for violations by contractors, service providers, visitors: <ul style="list-style-type: none"> ○ First violation: Village access suspended 14 days ○ Second violation: Village access suspended 30 days ○ Third violation: Village access suspended 60 days

Item	Description
4 Large gatherings	<ul style="list-style-type: none"> Prohibit large group gatherings in any open space; large groups are defined as more than 15 individuals per group. Penalty owner/shareholders: There will be escalating fines based on number of violations. <ul style="list-style-type: none"> First violation: Fine \$0 Second violation: Fine \$100 Third violation: Fine \$250 Suspension of privileges/rights: Suspension of membership privileges for a period of up to 30 days for a single noncontinuing violation. Membership privileges for any continuing violation may be suspended for so long as such continuing violation exists and remains uncured. Hearing process: In accordance with the Davis-Stirling Common Interest Development Act.
5 Indoor activities	<ul style="list-style-type: none"> Prohibit indoor activities at GVA recreation rooms.
6 Temperature checks: Community Center	<ul style="list-style-type: none"> Maximize number of Community Center employees who telecommute; limit number of Community Center employees who must be present on any given day. Require temperature checks of employees entering Community Center. Deny access to employees with temperature greater than 100.4 degrees pursuant to CDC guidelines.
7 Temperature checks: Contractors (private and VMS) and service providers	<ul style="list-style-type: none"> Require contractors and service providers to require daily employee temperature checks as part of their pandemic response plans prior entering the Village. Contractors and service providers must not send employees to the Village when temperatures exceed 100.4 degrees pursuant to CDC guidelines.

Timeline

- Effective date: Monday, June 29, 2020
- Warning period: Monday, June 29, to Sunday, July 5, 2020
- Enforcement begins: Monday July 6, 2020
- Updated: Tuesday, July 28, 2020
- Duration: Maximum of 120 days from effective date

Enforcement Notes

- Citations will be issued to violators as residents of United Mutual, Third Mutual or Mutual No. Fifty regardless of violation location.
- Hearing will occur in accordance with the Davis-Stirling Common Interest Development Act.
- United Mutual, Third Mutual or Mutual No. Fifty would take responsibility for levying of fines and suspension of cable television service for nonpayment.
- GRF would take responsibility for suspension of GRF membership as part of any continuing violation.

Disclaimer

- This policy is intended to reduce risk of exposure to the COVID-19 virus but is not a guarantee of your health/safety. Residents should use their own good judgment in determining the amount of risk of exposure in using any shared facilities or amenities. Risk of exposure involves many factors out of the control of the Village corporations and management, including the compliance (or noncompliance) and safe/unsafe behavior of others using the same facilities or amenities.
-

STAFF REPORT

DATE: August 4, 2020
FOR: Board of Directors
SUBJECT: Golden Rain Foundation Rules for Board Meetings

RECOMMENDATION

Adopt the resolution establishing the revised Golden Rain Foundation Rules for Board Meetings.

BACKGROUND

On November 22, 2011, the board adopted Resolution 90-11-135 establishing the Golden Rain Foundation Open Board Meeting Rules. This is the most recent board action involving board meeting rules.

DISCUSSION

A working group of board members has been collaborating with legal counsel to develop board meeting rules that facilitate effective, efficient and orderly board meetings for the benefit of the community. The proposed rules outline what is expected of those attending a board meeting, how meetings will be conducted, and protects members' rights to observe and participate in the governance process pursuant to the Open Meeting Act, Civil Code §§4900-4950 with the exception of participation in executive session.

Following discussion at the February 4, 2020 closed session meeting, GRF legal counsel updated the Golden Rain Foundation Rules for Board Meetings to include revisions recommended by the board.

On March 3, 2020, the board reviewed the updated rules and voted 10-1-0 to re-introduce a resolution to update the Rules for GRF Board Meetings for 28-day for member review and comment.

On April 7, 2020, the board discussed the updated rules and possible amendments thereto. The board voted unanimously to reintroduce the GRF Board Meeting Rules for another 28-day and refer the resolution back to the Committee for amendments. The motion passed unanimously.

On May 5, 2020, and following the incorporation of the requested amendments into the meeting rules, the board considered the re-introduction of the resolution establishing the revised GRF Rules for Board Meetings for 28-day review. A motion was made and seconded to re-introduce the resolution establishing the revised GRF Rules for Board Meetings. Following discussion, the motion failed by a vote of 5-5-0. By consensus, the item was postponed to the to the June board meeting. President Carpenter requested that each board

member send her suggestions for consideration and incorporation into updated GRF Rules for Board Meetings.

Following discussion on June 2, 2020, the board unanimously reintroduced the revised meeting rules and for 28-day review with the understanding that possible changes would discussed during closed session.

On July 7, 2020, updated meeting rules were included in the agenda packet. A motion was made and seconded to approve the revised resolution establishing the revised GRF Rules for Board Meetings for 28-day review. Director Moldow subsequently read recommended changes to the GRF Rules for Board Meetings. Kelly Richardson, Esq. asked Director Moldow to forward the changes to him for review. The motion was amended to include the recommended changes to the GRF Rules for Board Meetings contingent on the review by Legal Counsel. President Carpenter called for the vote to reintroduce the revised GRF Rules for Board Meetings for 28-day review contingent on review by Legal Counsel and the motion passed by unanimous consent.

FINANCIAL ANALYSIS

None.

Prepared By: Siobhan Foster, COO

Reviewed By: Cheryl Silva, Corporate Secretary
Grant Schultz, Assistant Corporate Secretary

ATTACHMENT(S)

ATT 1: Golden Rain Foundation Rules for Board Meetings

ATT 2: Resolution 90-20-XX

GOLDEN RAIN FOUNDATION **RULES FOR BOARD MEETINGS**

I. INTRODUCTION

Successful, efficient and orderly Board meetings benefit everyone in the community. Mutual Members (“Members”) have the right to observe the open board meetings and are encouraged to attend, but meetings which are disorderly or too long can be discouraging.

These Rules inform Directors and all others in attendance at Board meetings as to what is expected of all attending Board meetings, and how attendees are expected to conduct themselves. The goal is orderly and efficient meetings, protection of Owners’ right to observe productive deliberations, and enhancement of the governance and the membership experience in the Golden Rain Foundation (“GRF”).

II. BOARD MEETINGS

A. Regular Board Meetings

Notice of the date, time, location, and agenda of regular Board meetings will be provided by posting in the Clubhouse kiosks and the Community Center bulletin board and on the Village web site a minimum of four days before the meeting is to take place. Board meetings are open to all Mutual Members to attend and observe. Non-Members may attend at the discretion of the Board of Directors.

Normally, regular Board meetings are held in the morning on the first Tuesday of each month. However, four days posted advance notice is always given of all open Board meetings except in case of emergency. Regular Board meetings are normally held in the Board Room on the ground floor of the Community Center at 9:30 a.m., except in case of emergency requiring meeting to be held by video or telephone conference.

B. Special Meeting or Altering Location, Date or Time

If a special Board meeting is called or if the location, date, time, or agenda of a Board meeting is to be changed, all Members will be notified at least four days prior to the meeting by posting in the Community Center and on the Village web site, except in case of emergency or compliance with Civil Code 4930(d). In an emergency, the President or any two Directors may call for a Board meeting on shorter notice.

C. Attendance

Members may attend Board meetings, but Executive Session meetings are closed. A “Member” is not a tenant, guest, family, or legal counsel of the Member.

D. Agendas

1. **Preparation.** Agendas are prepared by the President ¹, in cooperation with management staff. At least ten calendar days prior to a Board meeting, the President will inquire if any Director requests inclusion of an agenda item.

2. **Request for inclusion.** Up to close of business one week prior to a Board meeting, a Director may request an item be included in an agenda, by submitting the action requested and an explanation of the reason for the request. A Director requesting an agenda item is responsible to present that item to the Board with supporting information if the item is included in the agenda.

3. **Rejected agenda items.** The Chair with the assistance of Management Staff shall include a requested item in the agenda unless the item:

- Has no suggested action;
- Is redundant with an item already on the agenda or was addressed in a Board meeting in the previous three months;
- Must be discussed in Executive Session;
- Would make the agenda unduly lengthy (and so will be postponed to the next agenda);
- Is sent first to a committee for recommendation; or
- Is, based on the advice of legal counsel, proposing action barred by law.

4. **Board request for agenda item.** Notwithstanding the foregoing, if an agenda item is requested in writing or by electronic mail by at least six Directors at least one week before the Board meeting, the Chair shall include it in the Agenda for the open meeting or the Executive Session meeting, depending upon the item.

5. Member Request for Agenda Item.

- a) A Mutual Member may request in writing to the President in advance that a topic be added to the agenda, but the President with the assistance of Staff will determine in the President's discretion whether the requested topic will be included in the agenda.
- b) A topic will also be added to the agenda if at least one week prior to the scheduled Board meeting, Staff receives a petition signed by at least seventy five (75) different Mutual Members.
- c) Any requested agenda topic may be rejected or deferred under Rule D(3) above.
- d) A Member who has requested an agenda item which is placed on the agenda ("Requesting Member") may present the topic to the Board immediately before the Board begins any deliberation of the item. The Requesting Member may speak on the matter for up to five minutes. Only one person may be considered the "Requesting Member" for the purpose of addressing the Board. The Board may by majority motion give the Requesting Member more time to speak.

¹ Any action to be taken by the President may be taken by the First Vice President or the next officer in order as stated in the By-laws if the President is unable to attend or participate.

6. **Board Packets.** Board packets, meaning the agenda and supporting materials, will be made available by Staff to the Board prior to the close of business no less than five calendar days prior to the Board meeting.

7. **No discussion of matters not disclosed on agenda.** The Board may not discuss subjects which are not on the agenda unless the matter is determined by a majority of the Board to involve an emergency, or unless the matter arose prior to the meeting but after the agenda was published and at least eight Directors concur that the matter requires immediate action.

Sample agenda. The following is a typical Agenda:

- Call to Order, Roll Call & Confirmation of Quorum.
- Pledge of Allegiance
- Welcome
- Announcements (including announcements required by these Rules)
- Open Forum (see Rule “F” below)
- Reading and Approval of Minutes From Previous Meeting
- Consent calendar
- CEO Report
- Receipt of Written Reports (if applicable)
 - 1. President
 - 2. Secretary/Correspondence
 - 3. Treasurer/Financial
 - 4. Special/Committee Reports (further discussion below)
- Unfinished business
- New Business
- Adjournment

E. Committees: Reports, Meetings

1. GRF Committees are welcome to present reports to the GRF Board. If a Committee has a report to present, it must be presented to staff in writing at least one week prior to the scheduled Board meeting.
2. If a Committee recommends Board action, such recommendation should be clearly highlighted and stated in the written report, either at the beginning or end of the report. If a Committee report recommends Board action, a Committee representative must be present at the Board meeting, prepared to answer questions from the Board regarding the Committee recommendation.
3. If a Committee report does not recommend any action, Directors will not ask the Committee Representative any questions, nor will Directors discuss the report. Only action items recommended by a Committee report and on the Board’s posted agenda may be discussed by the Board.
4. Any Committee reports will be included in the board packets if they are timely submitted. Committee reports which do not contain a request for

action will be noted in the minutes as “received.”

5. A committee request for action shall be placed by the Chair or staff on the agenda, unless it is subject to rejection or deferral under Rule D(3).
6. A Committee Chair or designee may present an oral summary of a written report, or other Committee highlights, with a time limit of 2 minutes. If a Committee did not meet in the month prior to the Board meeting, no oral summary or Committee highlights will be presented at the Board meeting.

F. Open Forum

The Open Meeting Act, Civil Code §§4900-4950, provides that Board meetings are open to Mutual Members (“Members”). A “meeting” under the law is “a congregation of a majority of the members of the board at the same time and place to hear, discuss, or deliberate upon any item of business that is within the authority of the board.” The Board thus may not exclude Members from attending, absent discipline imposed as provided herein. The only exception is for Executive Session as discussed further below.

1. **Time for Open Forum.** Open Forum will normally occur at the early portion of Board meetings. The agenda may also provide for a second Open Forum time at the end of the agenda. The Board may by motion re-open Open Forum on a specific agenda item, or reschedule Open Forum within the agenda.

2. **Member’s Right to Speak.** Open Forum is a valuable and legally required portion of every open Board meeting. Open Forum is the opportunity for the Member to inform the Board of matters of concern to GRF.

- a) Open Forum is only for Mutual Members. During Open Forum, a Member may speak to the Board on any topic not on the agenda. However, a Member may not speak twice on the same subject during a Board meeting, nor may a co-owner of the Member also speak. The purpose of Open Forum is to inform the Board of viewpoints or information of which the Board may not be aware regarding GRF matters. Therefore, although a Member may use their time to speak upon any topic of interest to the Member, Members are advised that the Board may not be as attentive to comments on matters outside the Board’s jurisdiction.
- b) At the start of Open Forum, Members wishing to speak in Open Forum during agenda item discussion must complete a speaker form and submit it to the staff member responsible. Each member may speak for up to three minutes. In the event more than ten Members indicate a desire to speak, the time limit per speaker may be shortened to two minutes.
- c) Open Forum is the time for Members to speak and provide additional opinions and viewpoints to the Board, and is not a time for the Board to speak. Directors will listen and not respond or otherwise interrupt a speaker during Open Forum. A response, if any, by a Director or Staff to Open Forum remarks or questions shall be after the close of Open Forum. The Chair may appoint a Director or Staff member as

timekeeper.

- d) So long as the Open Forum comments comply with these Rules, neither staff, the Chair, nor other Director shall interrupt the speaker.
- e) The statements made by Members in Open Forum only those of the speaker and are not the position of the GRF or the Board, and GRF takes no responsibility as to the content of Open Forum comments. At the beginning of Open Forum, the Chair shall remind all attending as to these Rules regarding Open Forum.

3. Open Forum During Agenda Item Discussions (“Additional Open Forum”).

- a) The Agenda may designate certain action items as eligible for Additional Open Forum, meaning Member input after the initial Open Forum session, limited to a given topic.
- b) During Board deliberations of an agenda item designated for Additional Open Forum, Members indicating a desire to speak by having completed and submitted a speaker form may speak for up to three (3) minutes on the agenda item when called upon.
- c) A Member (or co-Owner of a Member) shall only speak once on a given agenda item. ~~If the Member already spoke on an agenda item during the initial Open Forum session, that Member (or Member’s co-owner) may not speak again on that agenda item.~~
- d) Once the Chair determines that all have spoken who wished to speak, or that no one has indicated a desire to speak, the Chair shall announce Additional Open Forum is closed, and the Board shall resume and conclude its deliberations on the item.
- e) Additional Open Forum will only be conducted on Agenda action items on which a motion has been made and received a second, and Additional Open Forum will not be conducted will not be offered on Consent Calendar items, Committee Reports, or on topics upon which a topic upon which a motion which was not made or on a motion which did not receive a second. Members may be called upon to speak on the agenda item only after the Directors have had an opportunity for initial deliberation upon the subject.

4. Member Observation of Deliberations. Except for Open Forum or Additional Open Forum, Members may not speak to the Board, and shall quietly observe Board deliberations. Applause, boos, or other audible or physical response to Board deliberations or decisions is out of order and could result in removal of offenders.

5. Addressing the Board During Open Forum. When speaking, the Member will identify Member’s name and Manor, and will stand at the speaker’s podium if physically able to stand, and will address the Board, not the audience.

G. Meeting Conduct

Directors, Members and anyone else permitted to attend the meeting will conduct themselves in a reasonable manner. The following conduct is strictly prohibited:

- Profane or obscene language;
- Slurs involving race, religion, ethnicity, national origin, gender, disability, marital status, sexual orientation, gender identity, citizenship, ancestry, language, source of income, medical condition, veteran or military status, or age;
- Shouting or yelling;
- Physical threats, including non-verbal communications such as gestures or using body language in such a way as to intimidate;
- Pounding on tables, lecterns, or other furniture or throwing items; and
- All other unreasonable and disruptive behavior which does not allow Members to peacefully observe the proceedings, or which otherwise impedes the ability of the Board to peacefully conduct its deliberations and the Members to peacefully observe those deliberations.

Directors will also refrain from making comments which:

- Divulge information from closed sessions;
- Divulge attorney client privileged confidential advice; or
- Maliciously malign any person, business or entity.

To create a positive atmosphere, all persons present will be seated (unless some handicap exists by which they cannot be seated) and will remain seated at all times when others are speaking, except when called upon to speak for their turn in Open Forum. Neither Directors nor anyone addressing the Board will be allowed to speak while standing or hovering over someone else. All in attendance must behave in a professional and orderly manner. Directors shall refrain from interrupting each other or from making audible “sidebar” remarks while a fellow Director is speaking. Directors shall keep their microphones off except when they are addressing the Board.

H. Violation of Rules

Anyone (Member or Director) violating these Rules may be:

- 1) First warned by the Chair,
- 2) Then warned by majority vote of the Board, and
- 3) Then by majority vote of the Board asked to leave the meeting.
- 4) In the event a person refuses to leave after the Board votes to eject the individual, the meeting shall be recessed until such time as security and/or law enforcement can be summoned to assist or until the person voluntarily leaves.

The Board may schedule a disciplinary hearing to determine whether a Member or Director will as a result of violation of these Rules be suspended from attending one or more future Board meetings as well as any other appropriate disciplinary measures.

A non-Member who is permitted to attend but disrupts a Board meeting may be ejected upon majority Board vote without warning.

I. Parliamentary Procedure

Meetings will generally follow “Robert’s Rules of Order.” In brief, there should be no discussion on an item unless and until motion is made and there is a second to the motion. A motion is a proposal that the Board takes a stand or takes action on some issue. Only Directors can make motions.

The Resolution or motion recommended by a Committee report shall be considered as a motion and need not have a second for discussion to commence, so long as the recommendation has been stated on the agenda at least four days in advance of the meeting, absent emergency.

The Chair, normally the President, may call for a motion or, if temporarily passing the gavel, may make a motion. If there is no second to a motion, the issue is dropped. If a motion receives a second, then the Chair will ask for debate and discussion. Fair play, courtesy and cooperative behavior is preferred over strict compliance with Robert’s Rules.

J. Recording of meetings: Minutes

The proceedings of Board meetings shall not be electronically recorded, except by “Village TV”. Any other recording devices (audio, video or photographic) at Board or committee meetings are forbidden. The proceedings of such meetings shall be recorded in the minutes of the meeting. Minutes of Board meetings are prepared by the Secretary or, if the Board directs, by a Recording Secretary who need not be a Director. Minutes shall record actions taken, but shall not record commentary or statements by Directors, or comments during Open Forum.

K. Board Deliberations

1. Directors will deliberate only those topics on the agenda, except for emergency matters, and after a motion has been made and seconded by a Director. Unless a Director is only asking a question, Directors will indicate at the beginning of their remarks if they speak for or against the pending motion.

2. Generally, the motion initiating discussion should be made by the Director requesting the item to be placed on the agenda, but any Director may move for action recommended by a Committee Report.

3. Directors shall:

- Cooperate to keep their remarks on the topic of a motion,
- Speak to each other,
- Not address the live audience or the television audience, and
- Avoid repetition of points already made, or repeating their own previous remarks on a motion.

4. If a Director violates the standards set forth in these Rules, the Chair may remind the Director of the standard being violated, and will then request the Director to bring their conduct into compliance. In the event a Director continues to violate these Rules, the Board may proceed pursuant to subpart II(H) herein.

5. Motions may be amended in at least two ways:

- A motion, after receiving a second, may be amended by a motion, which motion must also receive a second and a majority vote.
- A motion may also be amended when by amendment in which the author of the original motion and the maker of the second to the motion consents to a proposed amendment to the motion. If the second also consents, the motion is

amended and deliberations continue on the motion as amended.

6. There is no deliberation of items on the Consent Calendar. Any Director may at the appropriate time in the agenda ask for an item in the Consent Calendar to be removed to New Business for discussion. The consent calendar and all items remaining in it are not discussed, but passed on a single motion, second, and vote.

L. Board and Committee Member Comments During Meetings

- The statements, remarks, or comments of Directors, committee members, staff, consultants or other guests during Board or Committee Meetings or as written in committee reports are not comments of GRF and only the speaker's or author's opinions.
- The position of GRF is only that expressed in Motions or Resolutions which are adopted by the Board of Directors.
- The Chair of any Board or Committee Open Meeting shall make an announcement at the beginning of the Board or Committee meeting which recites the first two sentences of this section verbatim.

M. Chair

1. The Chair shall be the President, if present at the meeting, unless the Chair passes the gavel temporarily to the First Vice President. If the First Vice President is unavailable, then the Second Vice President may serve as Chair. If neither the President, First or Second Vice President are in attendance, a majority of the Board may elect a temporary Chair.
2. The Chair may discuss and vote on any motion, unless the Chair recuses itself.
3. If the Chair wishes to make a motion, the Chair shall pass the gavel to the First Vice President or next Officer in succession until deliberation of the motion is concluded by a vote on the motion.
4. The Chair shall be entrusted with the orderly progress of the Board's deliberations. In the event the Chair perceives that deliberations have ceased to move the discussion forward (either because unanimity already exists; debate has become repetitive or otherwise unduly lengthy; positions on a motion have become clear; or because the Board is not ready to decide on the matter), the Chair shall call for a motion to close debate, or a motion to table the matter.
5. The relationship between the Board and Chair should be one of mutual respect. The Board should give respect and deference to the Chair's leadership in moving deliberations forward, while the Chair should give respect and not request a conclusion to deliberations of a matter if the Board majority wishes to continue deliberation of a topic.
6. Any Director also may move the previous question, which is not debatable, and requires a two thirds vote to conclude deliberations so that the matter being deliberated may be voted upon.

III. EXECUTIVE SESSION

A. Purpose of Executive Session

Executive Session meetings allow the Board of Directors to address issues of sensitive nature, which may involve attorney client privilege or other privacy rights. It is important that all information discussed and disclosed at these sessions remain private.

The Board may meet in Executive Session only on the following subjects:

1. Litigation or threatened litigation.
2. Formation of Contracts.
3. Member disciplinary hearings (i.e.: imposing fines or other penalties).
4. Hearings on GRF reimbursement claims against a Member
5. Member's proposal of a payment plan for delinquent assessments.
6. Voting on the decision to foreclose upon an assessment lien.
7. Personnel issues.
8. Requests for accommodation of disabilities under applicable Fair Housing laws.

Board minutes of the next open session meeting will contain a general note of the actions taken in closed session.

B. Confidentiality Agreement

To protect GRF and Members, each Director shall annually sign a confidentiality agreement before attending and participating in Executive Session meetings. A Director who refuses to do so will not be permitted to attend Executive Session meetings, and legal counsel will not copy that Director on confidential communications, nor participate in legal advice discussions with that Director present.

The Confidentiality Agreement shall state substantially as follows:

"I, _____ (Name), after having been duly elected or appointed as a Director of Golden Rain Foundation, do hereby agree and promise that all information which is disclosed by or to me, orally or in writing, and all discussions held at an Executive Session Meeting of the Board and all attorney advice shall be kept confidential and shall remain confidential, even after I am no longer a Director. I understand that this means that anything I say, hear or see at an Executive Session Meeting may not be discussed with anyone outside of Executive Session.

I further understand that if I do not sign this Confidentiality Agreement or do not honor this Agreement, I will not be permitted to participate in or attend Executive Session Meetings or to receive confidential attorney-client communications. I further understand that I will be held responsible for any damages which result to GRF or Mutual Members if I violate this agreement."

C. Procedure for Setting

The notice for a meeting which is solely an Executive Session meeting must be posted two days in advance, unless it is an emergency Executive Session meeting. The notice should state that the only item of business to come before the Board will be held in Executive Session and that no issues will be discussed in open session.

D. Agenda Packets

Because of the sensitive nature of the subjects discussed in closed session, Directors will return their Executive Session agenda packets to management staff immediately upon adjournment of the meeting, or when they depart from the meeting, whichever occurs first.

IV. CLOSED SESSION HEARINGS

GRF conducts its disciplinary hearings and reimbursement claim hearings in closed session. The following rules are to inform both members and Directors regarding how these hearings are conducted.

A. Notification

If GRF is considering discipline or pursuing a reimbursement claim against a Member, it will first provide written notification to the Member, of a hearing to be held by the Board to consider the matter, at least fifteen days after the date the notification is sent to the Member (Bylaw 4.6.1). The notification will inform the Member the nature of the alleged violation or reimbursement claim.

B. Attendance

A Member being considered for discipline or a reimbursement claim may respond in writing or attend the hearing to address the Board regarding whether the Board should impose discipline or pursue reimbursement. The Member may bring witnesses. The Member may not bring legal counsel or personal representative. The Member being considered for discipline or reimbursement claim may not observe any complaining witnesses or observe the Board's deliberation of the matter. A Member may provide a written statement as a substitute for personally appearing at the hearing.

A Member complaining of a violation resulting in a hearing will not be permitted to attend or hear the Board's deliberation or the presentation by the Member being considered for discipline.

C. Addressing the Board

1. A Member being considered for discipline or reimbursement claim may speak to the Board for a maximum of ten minutes.
2. If a Member brings supporting documentation, it is suggested the Member bring one copy for staff, one copy for GRF legal counsel, and 11 copies for the Board.
3. If a Member brings supporting witnesses, an additional five minutes can be added to the member's time.
4. A Member complaining to the Board may address the Board for a maximum of five minutes.
5. Members addressing the Board should be prepared and organized for the hearing, to maximize their allotted time.

D. The Board's Decision

Following the hearing, the Board shall determine in good faith and in a fair and reasonable manner whether the Member should be disciplined or should reimburse GRF for common area damage. The Board will not suspend the voting rights of a Member so long as it is barred by Civil Code 5105(g)(1). The decision of a majority of a quorum of the Board shall be final. The Board will notify the Member being considered for discipline or reimbursement claim within fifteen (15) days of the hearing. The Board will not notify other Members of the Board's decision, which shall remain confidential.

E. Limitation on Challenge

Any action challenging a disciplinary action or reimbursement determination taken against a Member must be commenced within one year after the effective date of the decision. (Bylaw 4.6.4).

Rules adopted on August 4, 2020 by the Board of Directors.

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RESOLUTION 90-20-XX

Golden Rain Foundation Rules for Board Meetings

WHEREAS, the Open Meeting Act, Civil Code §§4900-4950, provides an ongoing right for each member of Laguna Woods to participate in the governance of the community; and

WHEREAS, the Golden Rain Foundation Board of Directors recognizes the need to facilitate effective, efficient and orderly board meetings for the benefit of the community while protecting members' rights to observe and participate in the governance process; and

NOW THEREFORE BE IT RESOLVED, August 4, 2020, the Board of Directors of this Corporation hereby approves the Golden Rain Foundation Rules for Board Meetings, as attached to the official minutes of this meeting; and

RESOLVED FURTHER, that Resolution 90-11-135 adopted November 22, 2011 is hereby suspended in its entirety 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.

February Initial Notification--Revised March 3, 2020--Revised April 7, 2020--Postponed May 5, 2020--Revised June 2, 2020--Revised Reintroduced July 7, 2020--28-day notification for member review and comment to comply with Civil Code §4360 has been satisfied.

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STAFF REPORT

DATE: August 4, 2020
FOR: GRF Board of Directors
SUBJECT: GRF Recreation Department Policy: Small Clubs Fee Amendment

RECOMMENDATION

Recommend that the board of directors adopt Resolution 90-20-xx authorizing a reduction in the annual fee for small clubs from \$50 to \$25.

BACKGROUND

Laguna Woods Village has 254 registered clubs within the community. Village clubs are afforded a variety of privileges upon approval of the Recreation and Special Events Department including priority rollover reservations, flyer postings at clubhouses, Village website use (club page, event calendar, Village news), free Globe submissions, Village Television air time, message board use and club storage (excluding Clubhouse 2).

At the May 9, 2019 CAC meeting a policy review committee was formed to review and provide GRF Recreation Department policy recommendations to the CAC at the July 2019 meeting. One of the committee recommendations was to implement a processing fee to offset administrative costs associated with club support (Attachment 1).

On September 3, 2019, the board of directors adopted RESOLUTION 90-19-39, GRF Recreation Department Policy Revision: Clubs/Groups/Organizations (Attachment 2).

At the February 20, 2020 Club President's Meeting, small Village clubs with a small number of members expressed concern about the financial implications of the \$50 club fee. Club presidents urged GRF to reconsider the fee.

DISCUSSION

At the May 14, 2020 CAC meeting, the committee directed the Recreation and Special Events Department to reduce the annual club fee for those with less than 50 members ("small clubs") from \$50 to \$25. Of the 254 registered clubs, 136 have less than 50 members (Attachment 3).

To date, 93 clubs have paid the \$50 annual fee, including 41 small clubs. The 41 small clubs would be entitled to a \$25 refund if the proposed fee adjustment is approved by the board of directors.

FINANCIAL ANALYSIS

The \$50 club fee generates \$12,700 in revenue for GRF annually. The proposed reduction in the club fee for small clubs would reduce annual revenue to approximately \$9,300, a decrease of \$3,400.

Annual Clubs/Groups/Organizations Fee	Clubs	Revenue
Clubs with 49 or less members - \$25	136	\$3,400
Clubs with 50 or more members - \$50	118	\$5,900
Total Anticipated Revenue	254	\$9,300

Prepared By: Jennifer Murphy, Recreation Manager

Reviewed By: Brian Gruner, Recreation and Special Events Director
Siobhan Foster, COO

ATTACHMENT(S)

ATT1: GRF Recreation Department Policy: Clubs/Groups/Organizations

ATT2: RESOLUTION 90-19-39

ATT3: Club Membership

ENDORSEMENT (to board)

GRF Recreation Deptment Policy Small Clubs Fees Amendment

The committee reviewed a staff report and endorsement from the CAC committee on creating a small club registration fee. A motion was made by Director Carpenter to endorse the CAC Committee recommendation to reduce the annual registration fee for small clubs from \$50 to \$25. By a vote of 5-0-3, the motion passed.



Community Activities Committee (CAC)

ENDORSEMENT (to board)

GRF Recreation Department Policy Small Clubs Fees Amendment

The committee reviewed a staff report recommending that the board of directors approve the proposal to amend the GRF Recreation Department Policy for Clubs/Groups/Organizations to reduce the annual fee for clubs with less than 50 members ("small clubs") from \$50 to \$25. Motion was made to approve the recommendation that the board of directors approve the proposal to amend the GRF Recreation Department Policy for Clubs/Groups/Organizations to reduce the annual fee for clubs with less than 50 members ("small clubs") from \$50 to \$25. Motion passed unanimously.

Golden Rain Foundation Recreation Department Policy Clubs/Groups/Organizations

A. General

1. Residents requesting to form a club/group/organization must first submit a request form to Recreation Staff stating the purpose and/or objective of the proposed club/group/organization and the full names, signature, address and telephone number of 20 Residents requesting membership in the new club/group/organization.
2. Club status is limited to 250 clubs/groups/organizations; additional inquiries will be placed on a waitlist until space becomes available.
3. Compliance with GRF rules, policies and procedures, including the guest policy, must be a condition for membership in the club/group/organization.
4. The club/group/organization must be organized for educational, social, cultural, recreational or other nonprofit purposes. Activities geared towards minors are prohibited. All GRF policies supersede any written rules or governing documents of clubs/groups/organizations not directly in compliance with GRF policy.
5. The club/group/organization may not represent any business or commercial interest or activity and sales of products and/or services are strictly prohibited unless permitted by Recreation as a fundraiser.
6. Caterers, entertainers, speakers and instructors are permitted as service providers to the group, and they may provide business cards and contact information. No monetary transactions may take place within GRF's facilities with three exceptions:
 - a. Entertainers, speakers and instructors are allowed to sell the printed and/or recorded materials of their own creation during the event (for example, authors may sell their own books and entertainers may sell their audio/video recordings).
 - b. An entrance fee may be charged to cover the costs associated with an event.
 - c. Fundraising activities (see Page 8, Fundraiser).
7. The club/group/organization must be substantially supported by revenue from its members and from up to two Recreation Department-authorized fundraisers per calendar year (see Page 8, Fundraiser).
8. The club/group/organization must have a minimum of two executive club officers.
 - a. Which do not occupy the same residence.
9. Executive club officers must be a Resident of Laguna Woods Village.
 - a. One officer must be a Resident owner/shareholder.
10. The club/group/organization must have a minimum membership of 90 percent Laguna Woods Village Residents.
 - a. Nonresidents may participate as "guests" and must be accompanied by a Resident.
 - b. Nonresident members may not invite their own "guests."
11. An annual fee (refer to the GRF fee list), current membership roster and updated contact information must be submitted to the Recreation Department annually by March 31 to maintain club status.

12. All forms of club/group/organization publicity or advertising, unless more restrictively stated, must say "For Laguna Woods Village Residents and their guests only." Online publicity is permissible if the publicity is clear that the event is for Laguna Woods Village Residents and their guests only. Outside businesses, entertainers, caterers or speakers may not advertise Laguna Woods Village events.
13. Although GRF recognized clubs/groups/organizations are afforded promotional privileges by GRF, such organizations are entirely independent and therefore GRF assumes no liability for their acts.
14. The Recreation Department reserves the right to obtain financial information from any Laguna Woods Village club.

B. Fundraisers

1. Up to two GRF authorized fundraisers, per calendar year, are permitted for a club/group/organization.
2. Must be a GRF recognized club/group/organization hosting the event.
3. If fundraiser is for an outside organization the organization must be an IRS-recognized nonprofit organization such as 501(c) (3) qualified charitable nonprofit organization. A taxpayer ID number and letter of acknowledgement from the nonprofit organization is required.
4. Club/group/organization may sell products, hold silent auctions, fashion shows or events as approved by the Recreation Department.
5. Club/group/organization must complete a fundraiser agreement form 30 days prior to date of fundraiser event.

C. Room reservations

1. For general procedures, see Page 10, Room Reservations Recreation Department Policy.
2. Only executive club officers of a club/group/organization may check availability or make/change/cancel reservations on behalf of the club/group/organization.
3. A Laguna Woods Village club/group/organization may submit a request for a rollover reservation subject to:
 - a. The rollover must have a minimum of four identical reservations during the calendar year; all dates in the series must be for the same day of the month/week (such as first Tuesday, every Tuesday, etc.), at the same time and duration, and in the same room; no modifications (date, time, duration, location, etc.) are permitted.
 - b. No more than 104 rollover dates per club/group/organization.
 - c. A rollover processing fee will be applied to annual billing; in accordance with the GRF Fee list.
 - d. Cancellations are permitted but requestor must retain at least four reservations (if less than four, permanent reservation status will be forfeited for the next year).
 - e. Any new rollover reservation request or change to an existing rollover reservation for the following year must be received by March 15.
 - f. Rollover reservations are mailed out for review on August 1 and payment/signed rental agreement are due by September 15.
 - g. No refunds, credits or transfers of fees will be honored after a payment and signed rental agreement is received by the Recreation Department.

- h. Requestor may not have more than one Saturday night per month in a main lounge; no more than two Saturday nights may be held down as rollover reservations in any main lounge.
- i. Rollover reservations are not permitted in the Village Greens Facility.
- j. Lottery requests for religious holiday events take priority over club/group/organization rollovers and lottery requests.

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ATTACHEMENT 2

RESOLUTION 90-19-39

GRF Recreation Department Policy Revision: Clubs/Groups/Organizations

WHEREAS at the July Community Activities Committee (CAC) meeting, Staff recommended to approve staff recommendation to amend the GRF Recreation Department Policy as it pertains to clubs/groups/organizations;

WHEREAS Laguna Woods Village has 286 registered clubs within the community which are afforded a variety of privileges upon approval of the Recreation Department: priority rollover reservations, flyer postings at clubhouses, free Village website use (club page, event calendar, Village news), and free Globe submissions, Village Television air time, message board and club storage (excluding Clubhouse 2);

WHEREAS Club bookings make up the majority of reservations each year with 9,200 dates reserved vs. 4,485 dates reserved by private parties in 2019;

WHEREAS room availability is limited for private party reservations; members are turned away when inquiring about availability for memorials, birthdays and anniversaries;

WHEREAS at the May CAC meeting an Ad-Hoc review committee was formed to review and provide recommendations to the CAC at the July meeting;

WHEREAS proposed amendments to the current policy are: limit club status to 250 clubs/groups/organizations; initiate annual clubs/groups/organizations fee (\$50) to maintain club status; apply rollover processing fee (calculated by dates) to annual billing; limit rollover dates to 104 per club/group/organization (additional reservations are available through the standard lottery process); club activities, programs and events geared totally towards minors are prohibited;

WHEREAS limiting club status and applying rollover restrictions will free up approximately 477 rental slots for private party use and additionally, implementing a processing fee will offset incurred administrative costs;

WHEREAS anticipated annual revenue generated from proposed fees is \$20,750; and,

NOW THEREFORE BE IT RESOLVED, September 3, 2019, that the Board of Directors of this Corporation hereby adopts approval of staff recommendation to amend the GRF Recreation Department Policy as it pertains to clubs/groups/organizations;

RESOLVED FURTHER; that the officers and agents of this Corporation are hereby authorized on behalf of the Corporation to carry out this resolution.

28-day notification for Member review and comments to comply with §4360 has been satisfied.

Director Milliman made a motion to adopt the resolution to revise the GRF Recreation Department Policy on Clubs/Groups/Organizations. Director Soule seconded the motion.

Discussion ensued among the Directors.

President Perak called for the vote and the motion passed unanimously.

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ATTACHEMENT 3

Club/Groups/Organizations Membership

1. 254 total clubs
2. 136 clubs have 49 or less members
3. 118 clubs have 50 or more members
4. 93 clubs have paid the \$50 fee for 2020 (highlighted yellow)

Club Name	Total Members
1. Harmony Guitar Club	6
2. Over Eaters Anonymous	6
3. Chess Club	8
4. Club For Creative Expression	9
5. Dance Club, Sequence Dance	10
6. Sew On Club	10
7. Book Club, Mystery	11
8. Bunco Group	12
9. Dance Club, Good Life	12
10. Dance Club, Pasara Dancing Club	12
11. Healthy Living	13
12. That's Entertainment!	13
13. Porcelain Artists Of Laguna Woods	14
14. Foundation	15
15. Aa Ladies Big Book	17
16. Roberts Rules Study Club	19
17. Yang Style Tai Chi Club	19
18. Acupuncture	20
19. Blus And White, Ensemble	20
20. Creative Arts Club	20
21. Dance Club, Country Music	20
22. Good Samaritan Mission	20
23. Happy Singing Club	20
24. Harmonica Club	20
25. Korean Men's Chorus Club	20
26. Lapidary Club	20
27. Mandarin Resident Supporting Club	20
28. Opera & Musical Guild	20
29. Our United Neighbors	20
30. Philippine American Society Of South Orange County	20
31. Shalom Club	20
32. Taiwan National University Alumni Club, Laguna Woods	20
33. Twilight Reader's Theater	20
34. Western Bluebird Club	20
35. Act Laguna Woods	21
36. Angels Joy	21

37. Harmonaires	21
38. Korean Auto Harp Club	21
39. P.E.O. Group	21
40. Professionals, Laguna Woods	21
41. Alzheimer's OC	22
42. Backgammon Club	22
43. Dance Club, Joyful Dance Club	22
44. Esther's Interview Club	22
45. Living Tree Club	22
46. Nazareth Bible Church	22
47. S.A.L.S.A. Club	22
48. Symphony, Laguna Woods Village	22
49. Dance Club, Village Rounders	23
50. Oc Village Peggers	23
51. Runs And Sets	23
52. Dance Club, International/Folk	24
53. Dance Club, Thai Chi	24
54. Korean Book Club	24
55. Dancers, Village Advanced Square Dancers	25
56. Grace Bible Study	25
57. Scottish Dance And Social Club	25
58. Car Club	26
59. Chinese Calligraphy Club	26
60. Dance 4 Fun Club	26
61. Drumming, Rythum Of Life	26
62. Gate 9 & 10 Neighbors And Friends	26
63. Active Wellness	27
64. Fatemiyeh	27
65. Sunshine Performance Club	27
66. Bridge Club, Happy	28
67. Dance Club, Village Round Club	28
68. Topic Masters	28
69. Aliso Creek Conservators	29
70. Chinese American Citizen Alliance	29
71. Hula Club	29
72. Calligraphy Club	30
73. Cribbage Club	30
74. Temple Judea Social And Cultural Club	30
75. All Musicians Club	31
76. Whole Food, Plant Based Lifestyle Club	32
77. African American Heritage Club, Laguna Woods	33
78. Alanon Family Groups	33
79. Astronomy Club	33
80. Chinese Mandarin Bible Study Group	33
81. Dance Club, Golden Girls	33

82. Financial Forum	33
83. Senior Singles, Saint Nicholas Parish	33
84. Snu (Seoul National University)	33
85. Writers Club	33
86. Dance Club, Evergreen	34
87. Narfe	34
88. Shuffleboard Association	34
89. String Band	34
90. Nutrition Club	35
91. Beaders, Village	36
92. Dream Choir Club	36
93. Golbung Patogh	36
94. Karaoke Club In Chinese	36
95. Dance Club, Kim's Line Dance	37
96. Book Club, Serious Readers	38
97. Discussion Club, Sunday	38
98. Kiwanis, Saddleback	38
99. Shakespeare And Modern Culture Society	38
100. Bicycle Club, Silverstreaks	39
101. Jewish Federation And Family Services Of Orange County	39
102. Circle Of Friends	40
103. Dance Club, Korean Traditional Dance& Drum	40
104. Funtastics	40
105. Gayomudae	40
106. Handbell Legacy Club	40
107. Pastor's Fellowship Club	40
108. Volleyball Club	40
109. Billiards Club (Ladies)	41
110. Cannabis Club, Village	41
111. Five Birds Archery	41
112. From The Wings	41
113. Lutheran Heritage Club	42
114. Meditation And Spirituality Club	42
115. Ukulele Club	42
116. Billiards Club	43
117. Dance Club, Tuesday Ballroom	43
118. The Woods Combo Jazz Club	43
119. Clown Alley, Senior	44
120. Dancers, Laguna International	44
121. Dance Club, Social Dance	45
122. Foodies	45
123. Publishing Club	45
124. Iranian Club	46
125. Rockin' Dance Club	46
126. Dance Club, Square Dance	47

127.	Holistic Inner Science Of Blissful Living	47
128.	Wellness In The Woods	47
129.	Aquadette	48
130.	Deluxe Night Club	48
131.	Hungarian American Club	48
132.	Radio Club, Amateur	48
133.	Spoken Word	48
134.	Aglow International	49
135.	First Christian Church	49
136.	Scrabble Group	49
137.	Bridge, Friends Of	50
138.	Jewish Cultural Club	50
139.	Tops	50
140.	Life After Life	52
141.	Rumi Book Club	52
142.	Vision Club	53
143.	Mantra Meditation Club	55
144.	Rummikub And Mexican Train Club	57
145.	Hikers Club	59
146.	Dance Club, Chinese	60
147.	Joyful Chorale	60
148.	Komedy Klub	60
149.	Quilter's Club, Crazy	60
150.	Students Of Unconditional Love	60
151.	Women's Connection Of Laguna Hills	60
152.	Rod And Gun Club	61
153.	Saddle Club	61
154.	Melody Makers	62
155.	Mind Reels-Films Of Innovative And Notable Women	64
156.	Security Officers' Club	64
157.	Aero – Space Club	65
158.	Dutch Of Fiz Music Club	65
159.	Travel With A Purpose, We	65
160.	Center For Spiritual Living	66
161.	Friends Of Laguna Canyon Foundation	66
162.	Yonsei University Alumni Club Of Laguna Woods (Yuac)	67
163.	Library, Village	70
164.	Hearing Well Club	71
165.	India Club	71
166.	Armed Forces Adoption Committee, Laguna Woods	74
167.	60 Is The New 40	75
168.	Japanese Culture Club	77
169.	American Italia Club	78
170.	Bridge, Progressive	78
171.	Baha'i Club	80

172.	Foreign Policy Association	80
173.	Daughters Of The British Empire	82
174.	Ocean Club	82
175.	Yacht Club	82
176.	Dance Club, Kathy's Ballroom And Line Dance	85
177.	History Club	85
178.	Ceramic Slipcasting Club	86
179.	Bunco Club	88
180.	Council Of Catholic Women	90
181.	Badminton Club	91
182.	Needleworks	91
183.	Rainbow Club	92
184.	Ewha Woman's Connection	95
185.	Dog Club, Laguna Woods	97
186.	Yoga Club, Gentle	102
187.	Aliso Club	106
188.	Golf Club, Women's 9 Hole	107
189.	Club 6 Line Dance	108
190.	Cantonese Club	110
191.	National Council Of Jewish Women	110
192.	Theatre Guild	110
193.	Players Club	111
194.	Paddle Tennis	112
195.	O.R.T., America	115
196.	Dance Club, Ballroom	116
197.	Potters & Sculptors Club	121
198.	Lovers Of Music	122
199.	College Club	125
200.	Garden Centers Club	128
201.	New Jersey Club	129
202.	Investment Club	130
203.	Lovers Of Barbershop Harmony	130
204.	One Ten Club	131
205.	Rv Wheelers Club	131
206.	Archery Club, Laguna Woods	132
207.	Korean American Choir	132
208.	Seoul National University Alumni Club, Laguna Woods	132
209.	Old Pros	134
210.	American Legion Post 257	140
211.	Garden Villa Association	140
212.	Cat Club	146
213.	The Village Church At Laguna Woods Village Assembly	146
214.	Hadassah	147
215.	Joyful Christian Church	150
216.	Tgif Social Club	150

217.	Praise Dance	151
218.	Dance Club, American Ballroom	152
219.	Garden Club	156
220.	Golf Club, Women's 18 Hole	172
221.	Golf Club, Men's 9 Hole	173
222.	Lawn Bowling Club	176
223.	Association Of Condos And Co-Ops	198
224.	Bocce And Social Club	200
225.	Democratic Club	206
226.	Camera Club	207
227.	Discovering Documentary Film Club	249
228.	New York Club	253
229.	Chabad Jewish Center	262
230.	Republican Club	266
231.	Wine Lovers	275
232.	Tennis Club	281
233.	Art Association	284
234.	Video Club	295
235.	Taiwanese Club	301
236.	Gate 11 Club	326
237.	Reform Temple, Laguna Woods	337
238.	Pickle Ball Club	342
239.	Tea Party Sentinels Club	350
240.	Concerned Citizens	365
241.	Golf Club, Men's 18 Hole	380
242.	Saddleback Church Of Laguna Woods	400
243.	California Club	405
244.	Rock 'N Rollers	410
245.	Computer Club, Mac	419
246.	Chicago Club	423
247.	Table Tennis Club	448
248.	Chinese American Club	511
249.	Baby Boomers	535
250.	Computer Club, Pc	600
251.	Bridge , Duplicate	625
252.	Community Concerts	826
253.	Film Club	1,252
254.	Korean American Club	1,850



RESOLUTION 90-20-XX

GRF Recreation Department Policy: Small Clubs Fee Amendment

WHEREAS, at the June 11, 2020 Community Activities Committee (CAC) meeting, CAC recommended that the board of directors approve the proposal to amend the GRF Recreation Department Policy for Clubs/Groups/Organizations to reduce the annual fee for clubs with less than 50 members ("small clubs") from \$50 to \$25;

WHEREAS, Laguna Woods Village has 254 registered clubs within the community. Village clubs are afforded a variety of privileges upon approval of the Recreation and Special Events Department including priority rollover reservations, flyer postings at clubhouses, Village website use (club page, event calendar, Village news), free Globe submissions, Village Television air time, message board use and club storage (excluding Clubhouse 2);

WHEREAS, at the May 9, 2019 CAC meeting a policy review committee was formed to review and provide GRF Recreation Department policy recommendations to the CAC at the July 2019 meeting. One of the committee recommendations was to implement a processing fee to offset administrative costs associated with club support;

WHEREAS, on September 3, 2019, the board of directors adopted RESOLUTION 90-19-39, GRF Recreation Department Policy Revision: Clubs/Groups/Organizations;

WHEREAS, at the February 20, 2020 Club President's Meeting, small Village clubs with a small number of members expressed concern about the financial implications of the \$50 club fee. Club presidents urged GRF to reconsider the fee;

WHEREAS, at the May 14, 2020 CAC meeting, the committee directed the Recreation and Special Events Department to reduce the annual club fee for those with less than 50 members ("small clubs") from \$50 to \$25. Of the 254 registered clubs, 136 have less than 50 members;

WHEREAS, to date, 93 clubs have paid the \$50 annual fee, including 41 small clubs. The 41 small clubs would be entitled to a \$25 refund if the proposed fee adjustment is approved by the board of directors;

WHEREAS, the \$50 club fee generates \$12,700 revenue for GRF annually. The proposed reduction in the club fee for small clubs would reduce annual revenue to approximately \$9,300, a decrease of \$3,400;

NOW THEREFORE BE IT RESOLVED, August 4, 2020, that the Board of Directors of this Corporation hereby adopts approval of the proposed amendment to the GRF Recreation Department Policy for Clubs/Groups/Organizations to reduce the annual fee for clubs with less than 50 members ("small clubs") from \$50 to \$25;

RESOLVED FURTHER, that the officers and agents of this Corporation are hereby authorized on behalf of the Corporation to carry out this resolution.

July Initial Notification

28-day notification for member review and comment to comply with Civil Code §4360 has been satisfied.

RESOLUTION 90-20-xx
APPOINTMENT OF OFFICERS

RESOLVED, on August 4, 2020, pursuant to the Golden Rain Foundation Bylaws Article 9 - Officers, which sets guidelines, terms and responsibilities for the election of Officers to this Corporation, the following persons are hereby elected to the office indicated next to their names to serve:

Bunny Carpenter	President
Egon Garthoffner	First Vice President
Bert Moldow	Second Vice President
Judith Troutman	Secretary
xxx	Treasurer

RESOLVED FURTHER, that the following Staff persons are hereby appointed as ex Officio officers of this Corporation:

Jeff Parker	Vice President ex Officio
Siobhan Foster	Assistant Secretary ex Officio
Betty Parker	Assistant Treasurer ex Officio

RESOLVED FURTHER, that Resolution 90-20-30, adopted June 17, 2020 hereby superseded and canceled; and

RESOLVED FURTHER; that the officers and agents of this Corporation are directed on behalf of the Corporation to carry out this resolution.

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Financial Report

As of June 30, 2020



INCOME STATEMENT (in Thousands)	ACTUAL
Assessment Revenue	\$15,711
Non-assessment Revenue	\$6,085
Total Revenue	\$21,796
Total Expense	\$19,050
Net Revenue/(Expense)	\$2,746

1

Financial Report

As of June 30, 2020



OPERATING ONLY INCOME STATEMENT (in Thousands)	ACTUAL
Assessment Revenue	\$13,877
Non-assessment Revenue	\$3,856
Total Revenue	\$17,733
Total Expense ¹	\$16,488
Operating Surplus	\$1,245

1) excludes depreciation

2

Financial Report

As of June 30, 2020

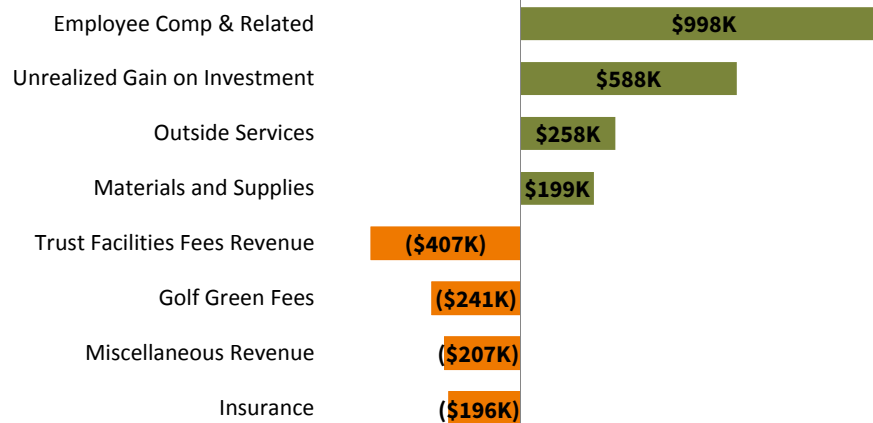


INCOME STATEMENT (in Thousands)	ACTUAL	BUDGET	VARIANCE B/(W)
Assessment Revenue	\$15,711	\$15,711	\$0
Non-assessment Revenue	\$6,085	\$6,648	(\$563)
Total Revenue	\$21,796	\$22,359	(\$563)
Total Expense	\$19,050	\$20,777	\$1,727
Net Revenue/(Expense)	\$2,746	\$1,582	\$1,164

3

Financial Report

As of June 30, 2020



Unfavorable Favorable

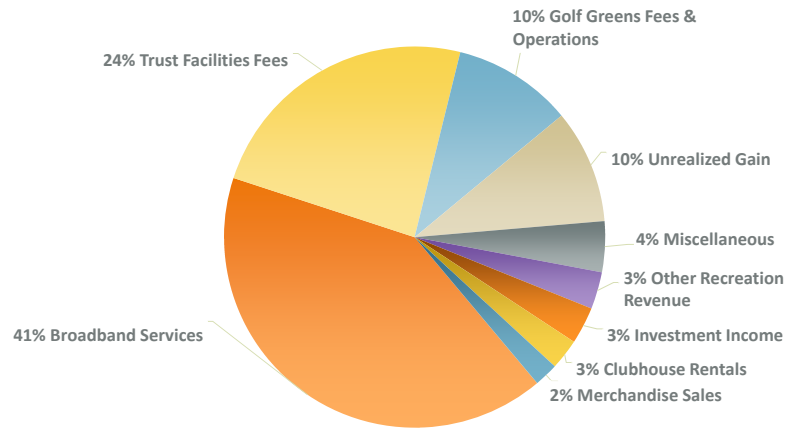
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Financial Report

As of June 30, 2020



Total Non Assessment Revenues \$6,084,915

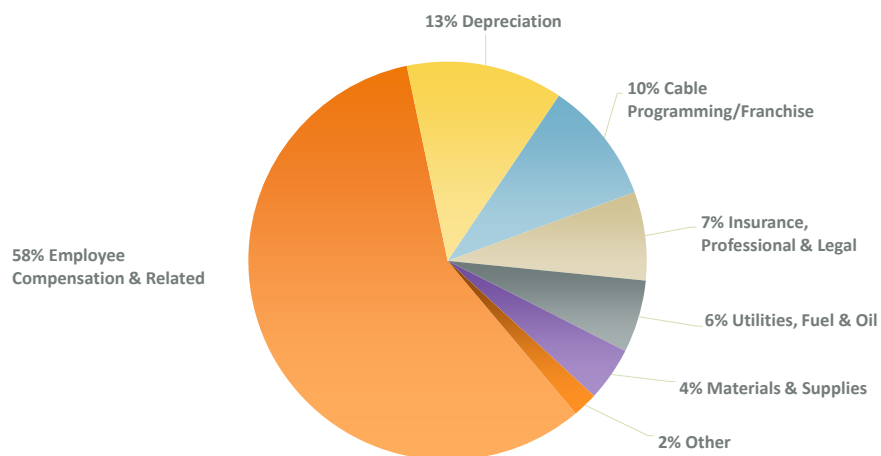


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Financial Report

As of June 30, 2020

Total Expenses \$19,049,575



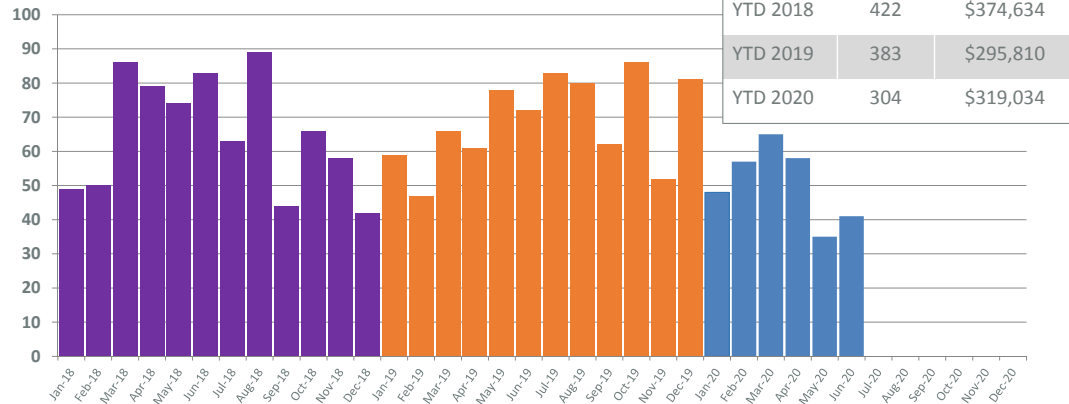
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Financial Report

As of June 30, 2020



RESALE HISTORY - Consolidated



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Financial Report

As of June 30, 2020



FUND BALANCES (in Thousands)	ENDING BALANCES	WORK IN PROGRESS	ADJUSTED BALANCES
Equipment	\$4,801	\$3,189	\$1,612
Facilities	16,145	4,966	11,179
Contingency	1,062	79	983
Trust Facilities Fee	9,027	0	9,027
TOTAL	\$31,035	\$8,234	\$22,801

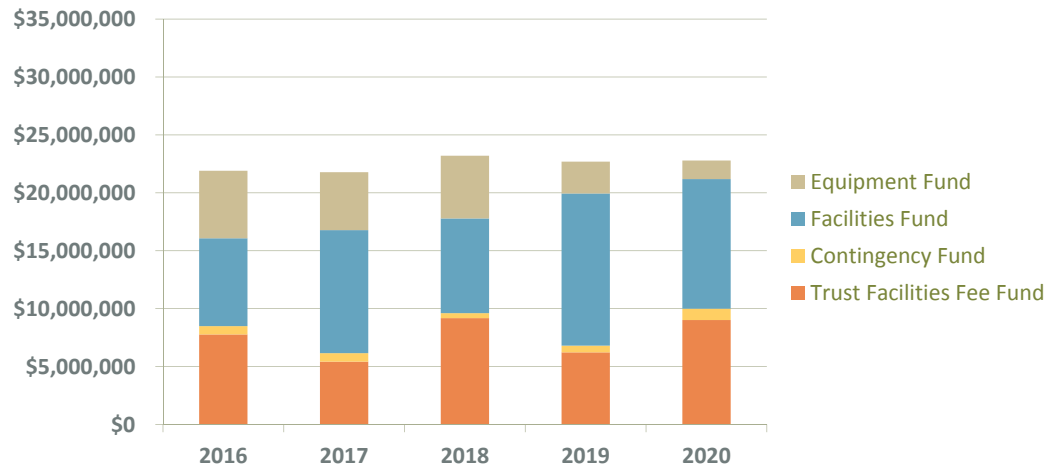
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Financial Report

As of June 30, 2020



ADJUSTED FUND BALANCES



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Financial Report

As of June 30, 2020



FUND ENCUMBRANCES

(in Thousands)

	TOTAL APPROPRIATIONS	REMAINING ENCUMBRANCE
Aquatics & Fitness	\$737	\$298
Broadband Services	1,000	493
Clubhouses	4,881	3,842
Computers	2,123	447
Community Center	2,696	457
Energy Projects	1,100	508
Golf Facilities	916	677
Landscape	437	230
Other Equipment	310	188
Other GRF Facilities	1,658	901
Paving	1,935	1,009
Security	2,835	435
Vehicles	3,434	969
TOTAL	\$24,062	\$10,454

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Golden Rain Foundation of Laguna Woods
Statement of Revenues & Expenses - Preliminary
6/30/2020
(\$ IN THOUSANDS)

		CURRENT MONTH			YEAR TO DATE			PRIOR YEAR	TOTAL
		ACTUAL	BUDGET	VARIANCE	ACTUAL	BUDGET	VARIANCE	ACTUAL	BUDGET
Revenues:									
Assessments:									
1	Operating	\$2,313	\$2,313		\$13,877	\$13,877		\$14,048	\$27,754
2	Additions to restricted funds	306	306		1,834	1,834		1,452	3,668
3	Total assessments	2,619	2,618		15,711	15,711		15,499	31,422
Non-assessment revenues:									
4	Trust facilities fees	135	309	(174)	1,450	1,857	(407)	1,865	3,714
5	Golf green fees	125	126	(1)	516	758	(241)	657	1,515
6	Golf operations	28	15	14	101	108	(7)	112	249
7	Merchandise sales	22	25	(2)	124	150	(26)	141	300
8	Clubhouse rentals and event fees	(10)	55	(65)	158	334	(177)	377	675
9	Rentals	12	6	6	71	74	(3)	63	109
10	Broadband services	469	427	42	2,503	2,559	(56)	2,326	5,119
11	Investment income	29	36	(7)	191	218	(27)	282	437
12	Unrealized gain/(loss) on AFS investments	26		26	588		588	354	
13	Miscellaneous	29	97	(67)	382	589	(207)	583	1,173
14	Total non-assessment revenue	866	1,096	(230)	6,085	6,648	(563)	6,760	13,290
15	Total revenue	3,485	3,714	(230)	21,796	22,359	(563)	22,259	44,711
Expenses:									
16	Employee compensation and related	1,740	1,974	234	11,014	12,012	998	11,580	24,079
17	Materials and supplies	137	142	6	835	1,034	199	831	1,910
18	Cost of goods sold	15	16	1	85	96	11	90	191
19	Rental unit and guest suite direct costs				1		(1)		
20	Community Events	1	36	35	118	200	82	210	457
21	Utilities and telephone	175	207	32	939	1,083	143	975	2,352
22	Fuel and oil	26	43	18	183	261	77	262	522
23	Legal fees	45	29	(16)	122	174	52	284	348
24	Professional fees	99	52	(47)	332	399	67	348	724
25	Equipment rental	15	20	5	118	111	(7)	106	222
26	Outside services	115	182	67	827	1,085	258	872	2,186
27	Repairs and maintenance	34	48	14	363	359	(4)	295	821
28	Other Operating Expense	38	71	32	232	402	171	270	869
29	Income taxes		2	2		12	12	1	25
30	Property and sales tax	1	9	8	76	51	(25)	77	105
31	Insurance	152	120	(32)	914	718	(196)	641	1,436
32	Cable Programming/Copyright/Franchise	369	317	(52)	1,895	1,931	36	2,596	3,862
33	Investment expense		3	3	6	21	14	23	41
34	Net Allocation to Mutuals	(288)	(258)	29	(1,490)	(1,575)	(84)	(1,229)	(3,161)
35	Uncollectible Accounts		1	1		8	8	5	15
36	(Gain)/loss on sale or trade	(5)	(6)		51	(34)	(85)	3	(68)
37	Depreciation and amortization	447	447		2,429	2,429		2,269	2,429
38	Total expenses	3,114	3,454	340	19,050	20,776	1,727	20,509	39,363
39	Excess of revenues over expenses	\$371	\$261	\$110	\$2,746	\$1,582	\$1,164	\$1,750	\$5,348

SUMMARY

For the year-to-date period ending June 30, 2020, Golden Rain Foundation operations were better than budget by \$1,164K, including \$1,078K due to closure of facilities during the COVID-19 pandemic. Explanations for categories with significant variances are provided below.

REVENUE

- **Trust Facilities Fees Line 4** – (\$407K) Unfavorable variance due to fewer manors sold; revenue generated from the \$5,000 transfer fee was 22% lower than anticipated. The Community had 304 resales versus a budget of 372; compared to 383 in 2019 for the same period.
- **Golf Green Fees Line 5** – (\$241K) Unfavorable due to closure of facilities on March 12 due to the COVID-19 pandemic. Golf facilities re-opened on May 11 and are operating at 78% capacity due to social distancing requirements.
- **Clubhouse Rentals Line 8** – (\$177K) Unfavorable due to closure of facilities on March 12 due to the COVID-19 pandemic.
- **Broadband Services Line 10** – (\$56K) Unfavorable variance due to less ad insertion and premium channel revenue; partially offset by increased high speed internet and advertising revenue. Due to the COVID-19 virus, non-essential companies have been reluctant to spend on advertising.
- **Unrealized Gain/(Loss) on AFS Investments Line 12** – \$588K Favorable variance due to reporting of Unrealized Gain on Available for Sale Investments. An entry is made monthly to reflect investment market conditions, which fluctuate.
- **Miscellaneous Revenue Line 13** – (\$207K) Unfavorable variance due to fewer fees collected during facility closures since mid-March, including non-resident parking fees, late fees, class fees, auto decal fees, photo copy fees, bridge room guest fees, and sponsorships; offset by higher resident violations.

EXPENSE

- **Employee Compensation and Related Line 16** – \$998K Favorable variance due to the furlough of employees during COVID-19 pandemic. Impacted areas were primarily in Recreation Services; Maintenance & Construction, and Janitorial. The variance was furthered by less participation in non-union retirement benefits.
- **Materials and Supplies Line 17** – \$199K Favorable variance in several areas of operation due to timing of expenditures. Materials requested by clubs are budgeted in January, but expenditures will occur later in the year. Additionally, many purchases delayed until facilities and services reopen.

- **Community Events Line 20** – \$82K Favorable variance in several areas of Recreation due to shut down of events on March 12.
- **Utilities and Telephone Line 21** – \$143K Favorable variance due to lower expenditures to date for golf course irrigation due to heavy rainfall March and April. Further, a savings occurred in electricity and natural gas due to facility closures during COVID-19 pandemic. Savings partially offset by increased data service needs, reflected in Telephone.
- **Fuel and Oil Line 22** – \$77K Favorable variance due to lower prices and less consumption of fuel due to COVID-19 pandemic for service vehicles and transportation.
- **Legal Fees Line 23** – \$52K Favorable variance due to lower expenditures to date than anticipated. The budget for legal fees is a contingency, which fluctuates from year to year.
- **Professional Fees Line 24** – \$67K Favorable variance due to the timing of consulting fees for several areas including Office of the CEO, Financial Services and Project Management.
- **Outside Services Line 26** – \$258K Favorable variance in Aquatics due to the facility closure. Pools 2 and 5 were reopened in June. The variance was furthered in Golf due to the closure, reopened in May. To a lesser extent, the variance was furthered in Fleet Maintenance due to fewer car wash and detailing services required.
- **Other Operating Expense Line 28** – \$171K Favorable variance due to the closure of facilities on March 12 due to the COVID-19 pandemic; primarily attributable to training, recruiting and uniforms.
- **Insurance Line 31** – (\$196K) Unfavorable variance due to higher premiums at 10/1/19 renewal for property and casualty insurance. Insurance premium increases were implemented after 2020 budget was finalized. Significant changes in market conditions, catastrophic losses including wildfires in California, and a non-renewal situation required a new layered program structure to achieve the existing limits in a tight market.
- **Net Allocation to Mutuals Fees Line 34** – (\$84K) Unfavorable variance due to fewer inter-departmental allocations than anticipated.
- **(Gain)/Loss on Sale Line 36** – (\$85K) Unfavorable variance due to realized investment loss, which partially offsets some of the unrealized gains reflected in line 12, above.



OPEN MEETING

THE GOLDEN RAIN FOUNDATION MEDIA AND
COMMUNICATIONS COMMITTEE MEETING

Monday, June 15, 2020 at 1:30 p.m.

Laguna Woods Village Community Center

Virtual Meeting

24351 El Toro Road, Laguna Woods, CA 92637

REPORT

MEMBERS PRESENT: Chair Annette Sabol Soule, Directors Elsie Addington, Pat English, Lynn Jarrett, Annie McCary, Juanita Skillman and Beth Perak; Advisors Tom Nash, Carmen Pacella and Frank Tybor

MEMBERS ABSENT: Director Ryna Rothberg

OTHERS PRESENT: None

STAFF PRESENT: Eileen Paulin, Chuck Holland, Jackie Kupfert, Susan Logan-McCracken, Paul Ortiz and Ellyce Rothrock

1. Call to Order

Meeting was called to order at 1:32 p.m.

2. Acknowledgement of Media

Paul Ortiz from Village Television was present.

3. Approval of the Agenda

Approved

4. Approval of Meeting Report from May 18, 2020

Approved

5. Chair's Remarks

Director Soule stated that GRF continues to be extremely grateful for the commitment, response speed and promotion of two-way communications within the community by every medium available during this pandemic. VMS Department of Media and Communications Director Eileen Paulin and her team ensure the maintenance and operation of the GRF Broadband and cable services system, website and social media, and all publications and broadcasts are top quality and functioning excellently.

Director Soule also stated the COVID-19 pandemic is releasing its grip in our Village as we begin reopening. Each week something new is reopening, or add-ons are occurring such as longer hours of play. Next Tuesday, doubles tennis returns. Keep doing what we should daily: Get sunshine, exercise, seven-plus hours of sleep, lots of water and healthy nutrition to keep our immune system strengthened against COVID-19.

6. Member Comments (Items Not on the Agenda)

Ms. Paulin stated that after staff meets with West Coast Internet and Broadband Group, a progress report will be forthcoming.

7. Director's and Staff Forum

None

8. California Legislative Updates – Chair Annette Sabol Soule

This information is sourced from the June 11 town hall, titled “Reopening California Economy Safely and Responsibly,” put on by Assemblywoman Cottie Petrie-Norris and State Controller Betty Yee with California Legislative Analyst Gabriel Petek. California created the first nonpartisan legislative analyst position in the country, which many states now model.

Updates about the California economy: Currently the fifth largest economy in the world is in a recession. California remains strong through 2021 fiscal challenges as the state has paid down \$9 billion of pension liabilities prior to the pandemic.

Updates on the state budget and the process it goes through: Governor Newsom proposed in January his budget proposal for schools, correctional system, etc. In May the governor revised the budget and signed the budget on June 15. The California Constitution mandates he pass the balanced budget, which starts the 2021 year on July 1, 2020.

What to expect for the 2020-2021 fiscal year: Today the governor signs the state's 2021 budget. Controller Yee stated she will be looking at line items with future benefits and making cuts in one year. In November, Yee again looked at the fiscal 2021 outlook: costs to maintain current level of service to residents—she looks out three years in advance. Yee indicated that in September 2020 there will be a late release of unspent funds.

Yee stressed protecting the general fund—teachers and safety net programs. Prudent fiscal plan to help state as it goes into the recovery. Yee is proud that there has been no external borrowing since 2015. California has built a reserve of \$9 billion by paying long-term liabilities on pension side in the good years.

California is open for business. Controller Yee confirmed sufficient liquidity to pay out benefits. The reduced interest rates which are forecast by the Fed to remain low through 2022 is helping. She will know more after performing budget forecasting at the end of June.

The legislative analyst indicated the challenge California faces is to make sure there is proper oversight of spending and authority functions.

Daunting challenges always have silver linings: The ability to connect with one another in different ways; for example, Zoom and GoToMeetings.

Resources available if you would like more information:

- California Department of Finance produces a monthly bulletin.
- California State Controller provides a Cash Report every month.

REPORTS:

9. Broadband & Contracts Report – Chuck Holland

Department of Resident Services and Information Services Chuck Holland gave a report on the transition from standard definition to high definition. He also reported on a software update, a reboot of the system, and the demand on the system with the lockdown and bandwidth requirements of employees working from home, streaming video and using Zoom and GoToMeeting technology. He also discussed unplanned outages and maintenance schedules.

Directors Elsie Addington and Beth Perak commented that Mr. Holland and his team are doing a great job. Director Perak also commended Ms. Paulin and her team and thanked them for their hard work.

Director Lynn Jarrett inquired about contract renewals that were due on June 14. Mr. Holland answered that those contracts have been renewed.

Ms. Paulin discussed ad revenue, reviewing financials quarterly and communication during power outages.

10. Marketing and Communications Report – Eileen Paulin

Ms. Paulin stated that the new Village Breeze is in the mail and some residents have received it.

Ms. Paulin also stated that new resident orientations are still on hold and discussed the possibility of doing virtual orientations.

Ms. Paulin discussed phases of the Village reopening plan, which mirrors the state's reopening plan. To communicate this plan to residents, Department of Media and Communications staff produced a medical roundtable that was streamed live June 12 and is scheduled to air again on TV6. The team pulled together a panel of medical professionals to answer resident questions about COVID-19 safety and reopening.

Directors Annie McCary, Elsie Addington, Lynn Jarrett and Juanita Skillman, and Advisors Carmen Pacella and Tom Nash, discussed the reopening of the pools and how that gets communicated in the Village Breeze and other resident media. Ms. Paulin discussed following the same guidelines for all the amenities.

ITEMS FOR DISCUSSION AND CONSIDERATION:

Advisor Frank Tybor, Director McCary and Chair Soule discussed using a personal hotspot for iPhone and Android as a backup when the internet is down.

11. GRF Survey

Director Perak and Chair Soule discussed a committee that has formed to survey and interview Village residents.

12. Sewing Supers' Mask Distribution

Ms. Paulin discussed the Sewing Supers' mask distribution project. She commended Directors Skillman and Addington for their help setting up mask distribution at the library, where residents can pick up a reusable cloth mask and make a \$5 donation to the Sewing Supers if they wish.

ITEMS FOR FUTURE AGENDAS:

West Coast Internet and Broadband Group progress report

CONCLUDING BUSINESS:

13. Committee Member Comments

Director Skillman commented that mask distribution works well at the library outside patio.

Director Perak thanked Ms. Paulin, Ms. Rothrock, Mr. Ortiz and their team for anticipating what might happen and addressing it proactively in an effective and timely way.

Director Jarrett commended Ms. Rothrock for her work on the Village Breeze.

Director English thanked the committee for their hard work and good work.

Director McCary concurred with Director Jarrett and thanked the committee, Ms. Paulin, her team and Chair Soule for a good job on the meeting.

Director Addington commended Ms. Rothrock, Ms. Paulin and Chair Soule for a good job on the meeting.

Mr. Ortiz commended and thanked the committee for the meeting.

Ms. Rothrock said that she will send information about the next Village Breeze deadline, thanked the committee for all the kind words and invited feedback.

Ms. McCracken thanked the committee for their patience and encouragement.

Ms. Paulin commended Mr. Ortiz, Mark Weiss and Lisa Hart for their work behind the scenes to get the news out. She commended the Media and Communications staff for their work and team effort on the medical roundtable. She mentioned that Granicus did not stream today's meeting. She encouraged everyone to continue to be safe.

Chair Soule commended the committee and Village Management Services employees.

14. Date of Next Meeting – July 20, 2020, at 1:30 p.m.

15. Adjournment

2:44 p.m.


Annie McCary, Director
Media and Communications Committee