

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

December 1, 2015

The Regular Meeting of the Golden Rain Foundation of Laguna Woods Board of Directors, a California non-profit mutual benefit corporation, was held on Tuesday, December 1, 2015, at 9:30 A.M., at 24351 El Toro Road, Laguna Woods, California.

Directors Present: Mike Comer, John Parker, Beth Perak, Judith Troutman, Margaret Klein, JoAnn di Lorenzo, John Beckett, Richard Johnston, Richard Palmer, Joan Milliman

Directors Absent: John Luebbe

Staff Present: Open Session: Jerry Storage, Kim Taylor, and Russ Ridgeway
Executive Session: Jerry Storage, Kim Taylor, Francis Rangel, Jacob Huanosto, Betty Parker, Daniel Hoxie

Others Present: None

CALL TO ORDER

President Mike Comer served as Chair of the meeting and stated that it was a regular meeting held pursuant to notice duly given and that a quorum was present. The meeting was called to order at 9:30 A.M.

PLEDGE OF ALLEGIANCE TO THE FLAG

Director John Parker led the membership in the Pledge of Allegiance to the Flag.

ACKNOWLEDGEMENT OF MEDIA

A representative of the Laguna Woods Globe and the Channel 6 Camera Crew, by way of remote cameras, were acknowledged as present.

APPROVAL OF AGENDA

Without objection, the agenda was approved as written.

APPROVAL OF THE MINUTES

Without objection, the following meeting minutes were approved:

- (a) November 3, 2015 – Regular Open Session
- (b) November 12, 2015 – Organizational Meeting
- (c) November 20, 2015 – Special Open Session

CHAIR'S REPORT

President Comer spoke to the new governance model and the road ahead, the Waters & Company report analyzing staff structure, and reported on the search for the new CEO.

MEMBER COMMENTS

- Bill Walsh (3162-C) asked to be provided the status of the Restaurant 19 lawsuit.

- Maxine McIntosh (68-C) thanked the Board for appointing her to the VMSI Board and spoke about the search for the new CEO.
- Franklin Smith (5369-3D) spoke to lowering the overall budget and transparency of Committee reports and Board minutes.
- Anne Russell (3079-A) asked the Board to publish the Directors' phone numbers and email addresses in the paper and spoke to the status of the reading of license plates as vehicles enter the community's gates.
- Sally Sunderhaus (580-O) commented on unresolved issues at the creek and stated that she looks forward to working with the new Directors and thanked them for their hard work.

The GRF Directors responded to Members' Comments.

President Comer welcomed the new GRF Board Directors; Joan Milliman and John Luebbe.

GENERAL MANAGER'S REPORT

Mr. Jerry Storage reported on the ongoing cost savings and efficiency measures that Staff implemented within the Community during the current year.

UNFINISHED BUSINESS

The Secretary of the Corporation, Director Troutman read a proposed resolution approving revisions to the Room Reservation Pricing Policy with 90% to be shared for Small Meeting Rooms and 80% to be shared for Main Lounges and Large Dining Rooms, which was postponed in October to satisfy the 30-day notification requirement, Civil Code §4360.

Director Troutman moved to deny approval of the resolution and send the resolution back to the Community Activities Committee for further discussion and revisions. Director di Lorenzo seconded the motion. Discussion ensued.

Members Maxine McIntosh (68-C), Jonathan Adler (2315-B), Barbara Copley (410-D) and Roberta Berk (933-B) commented on the motion.

By a vote of 8-1-0 (Director Klein opposed) the motion carried.

The Secretary of the Corporation, Director Troutman read a proposed resolution approving revisions to Section 111.N.1.a and Section 1.B.4 of the Recreation Division Policy - Tennis Prime Time Hour and Guest Policies, which was postponed in October to satisfy the 30-day notification requirement, Civil Code §4360. Director Troutman moved to approve the resolution. Director Parker seconded the motion.

Member Maxine McIntosh (68-C) commented on the resolution.

By a vote of 9-0-0 the motion carried and the Board approved the following resolution:

RESOLUTION 90-15-66

Recreation Division Policy - Tennis Revisions to Prime Time Hour and Guest Policies

WHEREAS, the Golden Rain Foundation has established a Recreation Division Policy to streamline and reduce confusion regarding use of its facilities by residents; and

WHEREAS, the GRF Community Activities Committee is recommending revisions to the Tennis section of the Recreation Division Policy;

NOW THEREFORE BE IT RESOLVED, December 1, 2015, that the Board of Directors of this Corporation hereby adopts the revisions to Section 111.N.1.a and Section 1.B.4 of the Recreation Division Policy – Tennis, prime time hour and guest policies, as attached to the official minutes of this meeting; and

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

Director Perak moved to send the topic of providing coffee services at the Drop-in Lounge to the Community Activities Committee for further discussion. Director Troutman seconded the motion.

Members Elizabeth Barrett (2035-A), Roldand Tsai (2138-B), Maxine McIntosh (68-C), Anne Russell (3079-A), Lucy Shimon (3228-D), Dick Rader (270-D), Marty Rhodes (5369-2A), Roberta Berk (933-B), and Robert Sherinian (3232-A) commented on the motion.

Director Milliman called for the question. By a vote of 9-0-0 the motion carried.

By a vote of 1-8-0 (Director Klein voted in favor) the motion failed to send the discussion to the Community Activities Committee. Discussion further ensued.

Director Troutman moved to allow providing of coffee services at the Drop-in Lounge, to be funded as a Supplemental Appropriation. Director Johnston seconded the motion. Discussion ensued.

Director Johnston moved to amend the motion to increase the amount up to \$26,500 annually and provide coffee at 3 locations; the Drop-in Lounge, the Stables Hospitality Room and the Clubhouse 4 Lounge. Director Troutman accepted the amendment.

By a vote of 8-0-1 (Director Klein abstained) the motion carried.

Without objection, the Board agreed to fund coffee services in 2016 as an unbudgeted operating expense.

NEW BUSINESS

No New Business came before the Board.

CONSENT CALENDAR

Without objection, the Board approved the Consent Calendar as written and the Board took the following action:

Community Activities Committee

Approved closing out the Walkways Systems Mapping Project Capital Plan.

COMMITTEE REPORTS

Director Klein reported from the Finance Committee, presented the Treasurer's Report, spoke to the cost of the transition to date, and updated the Members on the Microsoft Dynamics AX conversion project.

Mr. Russ Ridgeway entered the meeting at 11:40 AM and provided a brief update on the current Broadband services provided to the Community. Mr. Ridgeway left the meeting at 11:50 AM.

Director Klein moved to approve an Unbudgeted Operating Expenditure, not to exceed \$20,000, to recognize employees transitioning to VMSI. Director Troutman seconded the motion.

Member Isabel Muennichow (5285) commented on the motion.

By a vote of 7-1-0 (Director di Lorenzo opposed; Director Perak was not present for the vote) the motion carried.

Director Perak reported from the Community Activities Committee.

Director Perak reported from the Media and Communications Committee.

Director Parker reported from the Landscape Committee.

Without objection, the Board took a brief recess for lunch.

Director Parker reported from the Energy Committee.

Director Parker reported from the Laguna Woods Village Traffic Hearings.

Director Beckett reported from the Mobility and Vehicles Committee.

Director Troutman reported from the Maintenance and Construction Committee.

Director Troutman reported from the Clubhouse 2 Renovation Ad Hoc Committee.

Director Klein reported from the Security and Community Access Committee.

FUTURE AGENDA ITEMS

No items were discussed.

DIRECTORS' COMMENTS

The Directors made their final comments.

MEETING RECESS

The Board took a brief recess at 12:40 PM for lunch and returned at 1:30 PM.
The regular open meeting recessed and reconvened into Executive Session at 2:10 PM.

ADJOURNMENT

There being no further business to come before the Board of Directors, the meeting adjourned at 5:40 PM.

Judith Troutman, Secretary

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

During its Regular Executive Session Meeting of November 5, 2015 the Board approved the Regular Executive Session meeting minutes of October 8, 2015, the Regular Executive Session meeting recessed minutes of October 9, 2015, the Special Executive Session meeting minutes of September 30, 2015, the Special Executive Session meeting minutes of October 16, 2015, the Special Executive Session meeting minutes of October 20, 2015, and the Special Executive Session meeting minutes of October 28, 2015 as amended. The Board approved one (1) Disciplinary Hearing request; held three (3) Disciplinary Hearings and imposed \$900 in fines; discussed a request for telephone book distribution; discussed OC Register renewal contract; discussed update from Waters & Company; discussed the 2015 Audit engagement letter; approved a contract for Clubhouse 1 Pool Boiler; discussed BSIS Security Licensing issues; and discussed litigation matters.

During the Special Executive Session All Boards meetings of November 6th, November 13th, November 20th and November 30th 2015 the Board discussed and considered contractual matters.

During the Special Executive Session meeting of November 9, 2015 the Board discussed and considered litigation matters.

During the Special Executive Session meeting of November 16, 2015 the Board discussed and considered contractual and legal matters.

**Golden Rain Foundation Recreation Division Policy
Recommended changes to Section III. N. 1. a.**

N. TENNIS

1. General

- a. Prime time is defined as ~~6:30AM-7:00 AM~~ until ~~10:30 AM~~ **12:00 PM (Noon)**
- b. Tennis Club tournaments and league matches must be posted one week in advance and take place after 10:30 AM, except the annual Tennis Club tournament in October that may use up to eight courts at any time
- c. Team practice sessions are prohibited during prime time and are limited to four courts
- d. After 4:30 PM lighted courts are governed by the rules for the reserved courts
- e. Pets, except service dogs, are prohibited

2. Reserved Courts (Courts Five through Ten)

- a. Players signed up on pick-up courts may not also sign up on reserved courts; one player may sign up a maximum of four names
- b. Courts may be reserved by signing up on the appropriate board
- c. Doubles takes priority on courts five through eight during prime time; singles takes priority on court 10 during prime time
- d. Lessons are prohibited during prime time

**Golden Rain Foundation Recreation Division Policy
Recommended changes to Section I. B. 4.**

B. GUESTS/OTHER

- 4. Guests must abide by age restrictions and guest limits that are identified for certain facilities:

Facility	Age Minimum	Guest Limit Per Resident
Billiards	14	N/A
Bocce	12	N/A
Bridge Room	16	2** 4***
Gymnasi	14	2

Facility	Age Minimum	Guest Limit Per Resident
Equestrian Center and Horseshoes	10	N/A
Lawn Bowling	12	N/A
Paddle Tennis/Pickle Ball	6	1 court
Shuffleboard	10	N/A

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Golf Facilities	11*	1**** 3*****
Tennis	6	4 court 1 during prime time hours 3 (1 court only), all other hours
Fitness Centers	16	5

Pools	4-15 child 16+ adult	5
Hot Pools	16	5
Table Tennis	12	N/A

*No limit with Junior PGA card signed by PGA professional
 **Per session
 *** Maximum per day
 ****Per round on weekends & holidays until noon/1:00 PM
 *****Remainder of time