



**OPEN SESSION**

**Minutes of the Regular Meeting of the Golden Rain Foundation  
Tuesday, July 2, 2019, 9:30 a.m.  
24351 El Toro Road, Laguna Woods, California**

Directors Present: Annette Sabol Soule, Joan Milliman, Jim Matson, Diane Phelps, Richard Palmer, Ray Gros, Bert Moldow, Pat English, Don Tibbetts, and Judith Troutman

Directors Absent: Beth Perak

Staff Present: Jeff Parker, Siobhan Foster, Eileen Paulin, Becky Jackson, Betty Parker, Chuck Holland, Chris Spahr, Brian Gruner, and Cheryl Silva

Others Present: United Mutual: Juanita Skillman, Elsie Addington, Cash Achrekar

Third Mutual: Lynn Jarrett

Mutual 50: Ryna Rothberg

VMS: Lisa Bender

**1. Call to Order**

Vice President Soule called the meeting to order at 9:30 a.m.

**2. Pledge of Allegiance to the Flag**

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

**3. Acknowledgment of Media**

A representative of the Laguna Woods Globe and the Village Television Camera Crew, by way of remote cameras, were acknowledged.

**4. Approval of Agenda**

Director Moldow made a motion to approve the agenda. The motion was seconded by Director Phelps and the motion passed by a vote of 9-1-0 (Director English opposed)

**5. Approval of Minutes**

5a. Regular Open Meeting on June 4, 2019

Director Phelps made a motion to approve the minutes of June 4, 2019. The motion was seconded by Director Palmer and passed by a vote of 9-1-0 (Director English opposed)

5b. Special Open Meeting (2020 Fee Review) on June 10, 2019

Director Matson made a motion to approve the minutes of June 10, 2019. The motion was seconded by Director Moldow. Motion passed by a vote of 9-0-1 (Director Troutman abstained).

5c. Special Open Meeting (2020 CIP Review)

Director Phelps made a motion to approved the minutes of June 10, 2019. The motion was seconded by Director Milliman and the motion passed by a vote of 9-0-1 (Director Troutman abstained)

**6. Report of the Chair**

Vice President Soule thanked the Men's Golf Club for raising money for the Laguna Woods Village Foundation. She invited members of the Men's Golf Club to the podium to present a check to the Laguna Woods Village Foundation.

- (a) Presentation from the Laguna Woods Men's Golf Club to the Laguna Woods Village Foundation

**7. Update from VMS**

Director Bender gave an update from the VMS Board meetings in June. The VMS Board meets once a month on the 3<sup>rd</sup> Wednesday of each month. She highlighted the Employee newsletter and Village brochures.

**8. CEO Report**

CEO Parker gave a report on upcoming community events and updates on current projects:

- Summer safety tips: remain hydrated, keep summer outdoor activities short, check the forecast, keep sunscreen handy, check prescription side effects, wear loose-fitting light fabric (and color) clothing and don't forget pet care.
- Upcoming event on Thursday, July 4 celebration at Clubhouse 2 4-9 pm.
- Office staff will be on Holiday scheduled on July 4.

Jeff Parker, CEO, answered questions from the Board.

**9. Open Forum (Three Minutes Per Speaker)**

Members spoke on the following topics:

- The benefits of the LWV Foundation;
- A Member spoke about fees and increase in golf course fees;
- A Member thanked GRF for the changes in the woodshop;
- A Member commented that the Golf fees are low compared to other golf courses;
- A Member spoke about the trust;
- A Member commented about the increase of assessments and that sales are down;



- A Member commented about renovations at Clubhouse 3;
- A Member commented about the trash service and requested that bees be relocated instead of killed;
- A Member commented about the published Directors' List.

#### **10. Responses to Open Forum Speakers**

Several Directors responded to and provided input regarding member comments.

- Director Phelps responded about the directors list, golf course rates; reserves, resale rates and Clubhouse 3 renovations;
- Director Troutman responded about the facilities fee and Directors' List;
- Director English responded about Clubhouse 3 renovations, and why Clubhouse 1 will be renovated first;
- Director Milliman responded that it cost more to relocate the bees; that Clubhouse 3 is being renovated for safety reasons and on the Directors' List;
- Director Matson responded that the renovations on Clubhouse 1 are currently under review by Maintenance and Construction Committee; and thanked staff for the positive woodshop changes.

#### **11. Consent Calendar**

- 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 Golden Rain Foundation financials for the month of May 2019 and by this vote ratify that such review be confirmed in this month's Board Member Open Session Meeting minutes.

Director Milliman made a motion to approve the consent calendar. Director English seconded the motion. And the motion passed unanimously.

#### **12. Unfinished Business**

- 12a. Entertain a Motion to Approve a Resolution to Authorize 27-Hole Golf Course Summer Closures

Director Milliman, Secretary of the Board, read changes to the following resolution:

#### **RESOLUTION 90-19-29** **27-Hole Golf Course Summer Closures**

**WHEREAS** at the May Community Activities Committee (CAC) meeting, Staff

recommended approval to authorize the closure of nine holes per week, as needed, on the 27-hole golf course when extreme summer weather is negatively affecting the golf course to allow proper maintenance and time for the fairways and greens to recover;

**WHEREAS** in July and August 2018, the golf course was subjected to very high temperatures and above normal levels of humidity;

**WHEREAS** extreme weather caused extensive stress and damage on the different grass surfaces creating poor playing and maintenance conditions;

**WHEREAS** authorizing the Recreation and Special Events Department to close one course (nine holes) at a time during extreme summer weather allows maintenance personnel to perform necessary work to preserve the course's playability;

**WHEREAS** the absence of cart and foot traffic on the fairways and greens will allow the grass to strengthen further;

**WHEREAS** this closure protocol would only be utilized if absolutely necessary as determined by the golf course maintenance and operation managers;

**WHEREAS** no financial impact is anticipated as there are fewer golfers in July and August and those interested in playing would be accommodated on the remaining two (nine-hole) courses; and,

**NOW THEREFORE BE IT RESOLVED**, June 4, 2019, that the Board of Directors of this Corporation hereby introduces authorization of the closure of nine holes per week, as needed, on the 27-hole golf course when extreme summer weather is negatively affecting the golf course to allow proper maintenance and time for the fairways and greens to recover;

**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 approve the resolution to authorize the closure of nine holes per week, as needed, on the 27-hole golf course when extreme summer weather is negatively affecting the golf course to allow proper maintenance and time for the fairways and greens to recover. The motion was seconded by Director Tibbetts.

Discussion ensued among the Directors.



Director Moldow made an amendment to the motion to remove the term "summer" and allow management to close any or all holes, as need, throughout out the year when conditions permit. The motion was seconded by Director English and failed by a vote of 5-5-0 (Director Soule, English, Phelps, Milliman and Palmer Opposed)

Brian Gruner spoke about the process to shut down the golf course.

Vice President Soule called for the vote on the original motion which passed by a vote of 8-0-1 (Director Moldow abstained).

**12b. Entertain a Motion to Ratify the Board's Decision to Not Renew Fox Sports West and Fox Sports Prime Ticket contracts from the 2020 Cable Television Channel Lineup**

Director Milliman made a motion to ratify the Board decision to not renew the Fox Sports West and Fox Sports Prime Ticket contracts when they expire on December 31, 2019, and eliminate the channels from the Broadband Services Programming package effective January 1, 2020. Director Gros seconded the motion.

Discussion ensued among the Directors.

Chuck Holland showed a presentation about the Broadband Services

Vice President Soule called for the vote and the motion passed unanimously.

**13. New Business**

**13a. Entertain a Motion to Approve Supplemental Appropriation for Tennis Center Building Renovation**

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

**RESOLUTION 90-19-xx**

**Supplement Funding for Tennis Center Building Renovation**

**WHEREAS**, the 2019 GRF Capital Plan appropriated funding in the amount of \$75,000 from the Facilities Fund to renovate the interior of the Tennis Center Building;

**WHEREAS**, staff met with Tennis Club President and Tennis Club members to discuss a plan that included both building interior and exterior site landscape renovation options;

**WHEREAS**, the current capital improvement allocation of \$75,000 will not sufficiently fund all proposed scopes of work for both the interior and exterior renovations and requires a supplemental appropriation to fully fund the increased scopes of work for this capital improvement project; and

**WHEREAS**, on June 12, 2019, the M&C Committee reviewed and recommended the approval and funding of the original and expanded scope of work to the Golden Rain Foundation Board;

**NOW THEREFORE BE IT RESOLVED**, on July 2, 2019, the Board of Directors of this Corporation hereby authorizes a supplemental appropriation of \$72,640 for the renovation of the tennis building at a total project cost of \$147,640; and

**RESOLVED FURTHER**, that the officers and agents of this Corporation are hereby authorized on behalf of the Golden Rain Foundation Corporation to carry out this Resolution

Director Milliman made a motion to approve a supplemental appropriation for renovation of the Tennis Center Building. Director English seconded the motion.

Discussion ensued among the Directors.

Director Phelps made a motion, seconded by Director Troutman, to send this item to the CAC Committee for clarification and revisions. The motion passed by a vote of 9-1-0 (Director Tibbetts opposed).

**13b. Entertain a Motion to Introduce a Collection Policy for Broadband Services**

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

**RESOLUTION 90-19-xx**

**Collection Policy for Broadband Services**

**WHEREAS**, there has been presented to the Board a proposal whereby the Broadband Division of Village Management Services, Inc. ("VMS" or "Agent"), acting as managing agent on behalf of this Corporation, would automatically, when Members are delinquent in payment of their premium channel and or equipment rental charges, send notices (in compliance with FCC regulations) inclusive of a late fee and take action to suspend such Member's premium channel service; and

**WHEREAS**, it has further been proposed that such notices be sent as an administrative action and without separate Board review or approval as to each instance; and

**WHEREAS**, the Board of Directors of this Corporation has considered and discussed this procedure and has determined that it is in the best interests of this Corporation and its Members for its Agent to automatically send notices (which notices shall comply with all FCC regulations) inclusive of a \$10.00 late fee subsequent to each 30 days of delinquency, to suspend premium channel service to Members who have been delinquent for at least ninety-sixty (9060) days, without the need for any further Board approval.



WHEREAS, the Board of Directors of this Corporation has considered and discussed this procedure and has determined that it is in the best interests of this Corporation and its Members for its Agent to charge Lessees an equipment rental deposit prior to issuance of equipment an amount consistent with the then current fee schedule.

**NOW, THEREFORE BE IT RESOLVED,** August 6, 2019 that the Agent, acting through its Broadband Division, effectuate a policy whereby for any Members ~~who are at least sixty to ninety~~ (60-90) days delinquent in payment of their premium channel charges, that notices sent out in compliance with FCC regulations would suspend premium channel service until such time as the Members have paid any outstanding delinquent amounts; and

**RESOLVED FURTHER,** that the Agent is hereby authorized and directed to take all such action, assess all such late fees and send all such notices as they deem necessary or advisable for the purpose of effectuating this Resolution; and

**RESOLVED FURTHER,** that any actions taken to date by the Agent pursuant to which they have previously delivered notices suspending premium channel service to Members who were delinquent in their premium channel charges, are hereby ratified and approved; and

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

Director Milliman made a motion to accept for discussion the Resolution for a Collection Policy for Broadband Services to postpone the final vote for 28 days pursuant to Civil Code §4360. Director Gros seconded the motion.

Discussion ensued among the Directors.

Vice President Soule called for the vote and the motion passed unanimously.

**13c.** Entertain a Motion to Approve Supplemental Appropriation and Award a Contract for Clubhouse 4 Pool Deck Rebuild

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

**RESOLUTION 90-19-30**  
**Contract Award & Supplemental Funding**  
**for Clubhouse 4 Upper Deck Rebuild**

**WHEREAS,** the 2018 Capital Plan included a \$62,000 appropriation to replace and re-coat the upper pool deck surface, located above the old bridge room at Clubhouse 4;

**WHEREAS**, during an initial site visit to inspect the upper pool deck, staff discovered signs of significant moisture intrusion next to structural roof beams;

**WHEREAS**, the source of the water intrusion is run-off from the roof/pool deck, combined with water entering into the building at the concrete pool deck's intersection with the CMU wall; in addition, water is seeping through the CMU wall below the pool deck; and

**WHEREAS**, the current capital improvement allocation of \$62,000 will not sufficiently fund the proposed scope of work to replace and re-coat the Clubhouse 4 upper pool deck surface as well as the remediation of seeping water through the CMU wall below the pool deck and requires a supplemental appropriation to fully fund the increased scope of work for this capital improvement project.

**NOW THEREFORE BE IT RESOLVED**, on July 2, 2019, the Board of Directors of this Corporation hereby awards a contract to B. Foster Construction in the amount of \$243,102, to replace and resurface the Clubhouse 4 upper pool deck and to waterproof the exterior wall adjacent to the pool to prevent further moisture intrusion damage to the enclosed space below the pool deck and approve a supplemental appropriation in the amount of \$187,342 to fully fund the project for completion in 2019; and

**RESOLVED FURTHER**, that the officers and agents of this Corporation are hereby authorized on behalf of the Golden Rain Foundation Corporation to carry out this Resolution.

Director Milliman made a motion to award a contract to B. Foster Construction in the amount of \$243,102, to replace and resurface the Clubhouse 4 upper pool deck and to waterproof the exterior wall adjacent to the pool to prevent further moisture intrusion damage to the enclosed space below the pool deck and approve a supplemental appropriation in the amount of \$187,342 to fully fund the project for completion in 2019. Director Matson seconded the motion.

Discussion ensued among the Directors.  
Ernesto Munoz addressed the Board and answered questions.

Vice President Soule called for the vote and the motion passed by vote of 8-0-1 (Director Moldow abstained).

#### **14. Committee Reports**

- 14a.** Report of the Finance Committee/Financial Reports – Director Phelps commented about GRF assessments and how the money is spent. She gave a presentation on the Treasurer's Report. The Committee met on June 19, 2019; next meeting August 21, 2019, at 1:30 p.m. in the Board Room.



- 14b.** Report of the Community Activities Committee – Director Sabol Soule commented on Director Perak will Chair the next meeting. Committee met on May 9, 2019; next meeting July 11, 2019, at 1:30 p.m. in the Board Room.
- 14c.** Report of the Landscape Committee – Director Moldow commented the Committee will start meeting quarterly. The Committee met on May 15, 2019; next meeting August 14, 2019, at 1:30 p.m. in the Board Room.
- 14d.** Report of the Maintenance & Construction Committee – Director Matson commented on the project log, gate security project, tennis center renovations, clubhouse 6 HVAC replacement, HVAC was replaced at the Community Center. The Committee met on June 12, 2019; next meeting August 14, 2019, at 9:30 a.m. in the Board Room.
- Report of the Performing Arts Center (PAC) Renovation Ad Hoc Committee - Director Matson. Contract was awarded to SPA for safety upgrades and an update will be given at the next meeting. Next meeting TBA.
  - Report of Village Energy Task Force – Director Matson commented that a presentation on a micro-grid will be made on July 3, 2019, during the Village Energy Task Force meeting. The Task Force met on May 1, 2019; next meeting July 3, 2019, at 1:30 p.m. in the Board Room.
- 14e.** Report of the Media & Communications Committee – Director Milliman reported on the collection policy change, Broadband installation fees, financials for the Broadband Services, communications have improved through the various publications. The Committee met on June 17, 2019; next meeting July 15, 2019, at 1:30 p.m. in the Board Room.
- Thrive Report – Director Milliman commented that Thrive is working on the Centenarian Project which will be presented at the July 4<sup>th</sup> celebration and Grandparents' Fun Day.
- 14f.** Report of the Mobility & Vehicles Committee – Director Gros gave an update on the new 18-passenger buses and radio system being installed on the buses, new route system being reviewed, dial-a-ride program, taxi vouchers available through City Hall, The Committee met on June 5, 2019; next meeting August 7, 2019, at 1:30 p.m. in the Board Room.
- Laguna Canyon Foundation—Director Gros updated the Board on information on walks in the wilderness areas surrounding the Community.
- 14g.** Report of the Security & Community Access Committee – Director Tibbetts reported on gate arm security system which is stopping many non-residents from going through, coin boxes in United broken into will be improving the

boxes, security officer found drugs on someone in a mailroom, major calls dealing with falls, no decals on golf carts, petty thief stealing bicycles, compliance offense illegal occupancy and carport clutter, unauthorized guests in the community. The Committee met on June 24, 2019; next meeting August 26, 2019, at 1:30 p.m. in the Board Room.

- Report of the Traffic Hearings – Director Gros gave an update on the Traffic violations: parking on sidewalks, expired registration and no decals, stop sign violations, driving without a driver's license, breaking the speed limit. The Traffic Hearings were held on June 19, 2019; next meeting July 17, 2019, 9:00 a.m. in the Board Room and 1:00 p.m. in the Sycamore Room.
- Report of the Disaster Preparedness Task Force - Director Troutman gave an overview of the Task Force and reported that they will be reviewing the charter. The Task Force met on May 28, 2019; next meeting July 30, 2019, 9:30 a.m. in the Board Room.

- 15. Future Agenda Items** - *All matters listed under Future Agenda Items are Resolutions on 30-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.*

None

**16. Directors' Comments**

- Director English disappointed that Bylaws are not being updated.
- Director Troutman commented on the next good neighbor captain training.
- Director Milliman wished everyone a happy 4<sup>th</sup>.
- Vice President Soule thanked the Board.

- 17. 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 12:27 p.m.



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

*During the June 4, 2019, Regular Executive Session, the Board:*

*Approved the Agenda*

*Approved the Minutes of:*

*(a) May 8, 2019 – Regular Executive Session*

*Discussed and Considered Member Disciplinary Matters*

*Discussed and Considered Personnel Matters*

*Discussed and Considered Contractual Matters*

*Discussed and Considered Litigation Matters*

**18. Adjournment**

The meeting was adjourned at 4:44 p.m.

A handwritten signature in cursive script, appearing to read "Joan Milliman", is written over a horizontal line.

Joan Milliman, Secretary of the Board  
Golden Rain Foundation