



**OPEN SESSION**

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

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

Directors Absent: Annette Sabol Soule, Beth Perak, Joe Fitzekam, and Jim Matson

Staff Present: Jeff Parker-CEO, Siobhan Foster-COO, Eileen Paulin, Ernesto Munoz, Cheryl Silva and Grant Schultz

Others Present: United Mutual: Juanita Skillman, Andre Tornng, Elsie Addington  
VMS: Lisa Bender, Dick Rader  
Mutual 50: Ryna Rothberg

**1. Call to Meeting to Order / Establish Quorum – President Carpenter**

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

**2. Pledge of Allegiance – President Carpenter**

President Carpenter 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 Troutman.

Director English made the motion to amend the agenda; move agenda item 11b to unfinished business for discussion. Director Troutman seconded the motion.

President Carpenter called for the vote on the agenda as amended and the motion passed unanimously.

**5. Approval of Minutes**

**5a. Regular Open Meeting on December 3, 2019**

Director English made the motion to approve the minutes. The motion was seconded by Vice President Troutman.

Discussion ensued among the directors.

President Carpenter called for the vote on the minutes as amended and the motion passed unanimously.

#### **6. Report of the Chair**

President Carpenter commented that the agenda is smaller today and the Board is working to keep the meetings shorter.

#### **7. VMS Update—Director Bender**

Director Bender gave an update from the VMS Annual/Organizational Meeting on December 18, 2019. Wei-Ming Tao was elected Chair, Dan Kenney was elected First Vice Chair and Lisa Bender was elected Second Vice Chair. The VMS Board will continue to work on the Goals and Strategic Plan set in November. The VMS Board is working on Key Performance Indicators (KPI) to achieve strategic goals.

#### **8. CEO Report**

Jeff Parker-CEO and Siobhan Foster-COO gave a report on upcoming community events and updates on current projects:

- Highlighted 2019 achievements of the Laguna Woods Village and Village Management Services:
- Executed a contract with SageView for investment management services;
- Landscaping Slope Maintenance and Tree Trimming will be done by contract to increase level of services;
- SB754 passed this year to allow for election by acclamation;
- Recreation Department coordinated more than 75 different classes, 130 events and brought in over \$40,000 in revenue in 2019.
- Composting bins at clubhouses;
- Resident services answered more than 225,000 phone calls and had 80,000 people check in at the front desk kiosk.
- Security finalized the gate upgrades, upgraded to the RFID technology for quick gate access and enrolled more than 4,000 residents in the CodeRED alert system;
- Social Services experienced 1,800 home/office visits, managed approximated 500 open cases, field more than 10,000 social work phone calls, and 5,800 intake coordinator calls;
- Enhanced 2020 transportation starts on January 20, 2020. Informational meetings will be held on Thursday, January 9 at 2 p.m., Wednesday, January 15 at 10 a.m. and Wednesday, January 29 at 10 a.m. at Clubhouse 1, Main Lounge. In addition staff will be onsite at Clubhouse 1 every weekday from 9 a.m. to noon to assist residents in their local trip plans;
- Changes in Department Directors; Chuck Holland will be Director of

Information and Resident Services; Sales and Leasing will move to the CEO's Office under the direction of Pamela Bashline, Community Services Manager; Eileen Paulin will be Director of Media and Communications and will manage Broadband Services and Village Television operations; Chris Langenour will be Director of General Services; and Kurt Weimann will be Director of Landscape Services. Tim Moy is retiring as Chief of Security and recruitment has begun for a replacement.

- 2020 Monthly Bulky Trash Item Collection Schedule is posted on the website; bulky items can be placed by your nearest trash enclosure the night prior no later than 7 a.m. on the next collection day, Saturday, January 18. Residents can recycle their Christmas Trees by calling resident services for curbside pick-up at their manor;
- 2020 window decals are being sent to residents. Residents can place the new sticker on their car or come into resident services to have the new sticker placed on their car.

#### **9. Open Forum (Three Minutes per Speaker)**

Members spoke on the following topics:

- A Member commented about the benefits of the Laguna Woods Village Foundation programs that assist with financial problems. Over the holidays many residents contributed Food Pantry which held residents;
- A Member commented on the benefits of the Village Community Fund and encouraged resident to contribute;
- A Member commented about the woodshop and thanked the board for addressing the harassment issues at the woodshop;
- A Member commented on the harassment policy and would like information placed on the website;
- A Member commented on the service of Ms. O'Brian and asked the board to consider doing a survey of the residents.
- A Member asked security questions about Gate 2.

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

Several Directors responded to and provided input regarding member comments.

- Director English commented that a survey would be expensive;
- Director Troutman responded about the cost of the last survey;
- Director Carpenter responded about the signs that were removed from the clubhouses because residents complained about the rules. Everything done on the harassment policy was put on hold because the policy needs to be revised;
- COO gave an update on the security at gate 2;
- Director Horton thanked the two chairs and the work they are doing.

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

This item was moved to unfinished business for discussion

- 11b. Approve the Revised GRF Committee Appointment Resolution

President Carpenter left the meeting.

Director Garthoffner made a motion to approve the Consent Calendar as amended. It was seconded by Director English and passed unanimously.

## 12. Unfinished Business

President Carpenter returned to the meeting.

- 12a. Entertain a Motion to Approve a Resolution for Supplemental Appropriation for Gate 11 Renovations

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

### **RESOLUTION 90-20-01** **Gate 11 Renovations**

**WHEREAS**, Gates 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, and 14 were approved for Gate Access System Technology to include underground power and camera cabling to communicate with the gatehouse and Security staff and allow staff to manage and deter illegal occupancy by tracking guests, non-resident owners and annual pass holders and the number of times they are gaining access to the Community;

**WHEREAS**, the Security & Community Access Committee, M&C Committee, and Finance Committee recommend that Gate 11 be added to this project to fully secure the housing Community;

**NOW THEREFORE BE IT RESOLVED**, January 7, 2020, that the Board of Directors of this Corporation hereby authorizes Gate 11 to be added to the current scope of work for the Gatehouse Renovation Project and a supplemental appropriation in the amount of \$110,000 from the Facilities Fund for Gate 11 Renovation and \$80,000 from the

Equipment Fund for Gate Access System Technology for the total of \$190,000; and

**RESOLVE 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.

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

Director Garthoffner made a motion to approve a resolution for supplemental appropriation for Gate 11 renovations. Director English seconded the motion.

Discussion ensued among the directors.

A Member asked about Gate 11 features.  
Ernesto Munoz, Director of M&C, answered questions about the Gate 11 features.

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

**12b.** Approve the Revised GRF Committee Appointment Resolution

**RESOLUTION 90-20-02**  
**GRF Committee Appointments**

**RESOLVED** January 7, 2020, that the following persons are hereby appointed and ratified to serve on the Committees of this Corporation:

**Business Planning Committee**

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

**Community Activities Committee**

Joe Fitzekam, Chair (GRF)  
Bunny Carpenter (GRF)  
Yvonne Horton (GRF)  
Cush Bhada, (Third)

Annie McCary (Third)  
Jon Pearlstone, Alternate (Third)  
Craig Wayne, Alternate (Third)  
Andre Tornng, (United)  
Juanita Skillman (United)  
Elsie Addington, Alternate (United)  
Ryna Rothberg, (Mutual 50)  
Advisor: Janey Dorrell, Ed Tao and Roland Boudreau

**Finance Committee**

Pat English, Chair (GRF)  
Judith Troutman (GRF)  
Annette Sabol Soule (GRF)  
Jon Pearlstone, (Third)  
~~Steve Parsons (Third)~~  
Reza Karimi, Alternate (Third)  
Robert Mutchnick, Alternate (Third)  
Sue Margolis (United)  
Elsie Addington (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)  
Manuel Armendariz (United)  
Brian Gilmore, Alternate (United)  
Jon Pearlstone (Third)  
Cush Bhada (Third)  
Robert Mutchnick, 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 Tornng (United)  
Neda Ardani, Alternate (United)  
Vacant (Mutual 50)  
Advisors: None

**Maintenance & Construction Committee**

Jim Matson, Chair (GRF)  
Egon Garthoffner, Co-Chair (GRF)  
Joe Fitzekam (GRF)  
Jon Pearlstone (Third)  
Cush Bhada (Third)  
John Frankel, Alternate (Third)  
Craig Wayne, Alternate (Third)  
Robert Mutchnick, Alternate (Third)  
Carl Randazzo, (United)  
Reza Bastani (United)  
Brian Gilmore, Alternate (United)  
Ryna Rothberg, (Mutual 50)  
Advisors: None

**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)  
Steve Parsons, 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)  
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)  
Jon Pearlstone, Alternate (Third)  
Elsie Addington, (United)  
Reza Bastani (United)  
Brian Gilmore, 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 (Third)  
Robert Mutchnick (Third)  
Ralph Engdahl, Alternate (Third)  
Steve Parsons, Alternate (Third)  
Neda Ardani (United)  
Cash Achrekar (United)  
Brian Gilmore, Alternate (United)  
John Dalis (Mutual 50)

**GRF Resident/Staff Relation Policy Ad Hoc Committee**

Bunny Carpenter, Chair (GRF)  
Judith Troutman (GRF)  
Yvonne Horton (GRF)

**OTHER COMMITTEES:**

**Disaster Preparedness Task Force**

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

**Laguna Woods Village Traffic Hearings**

Egon Garthoffner, Alternate Chair (GRF)  
Judith Troutman, Alternate Chair (GRF)



~~Don Tibbets (GRF)~~  
Craig Wayne (Third)  
Robert Mutchnick (Third)  
John Frankel (Third)  
Annie McCary, Alternate (Third)  
Ralph Engdahl, Alternate (Third)  
Elsie Addington (United)  
Neda Ardani, Alternate (United)  
Board Members by Rotation (Mutual 50)

**Village Energy Task Force**

Carl Randazzo, Vice Chair (United)  
Bert Moldow (GRF)  
John Frankel (Third)  
Cush Bhada, (Third)  
Ralph Engdahl, Alternate (Third)  
Reza Karimi, Alternate (Third)  
Craig Wayne, Alternate (Third)  
Sue Margolis (United)  
Board Members by Rotation (Mutual 50)

**RESOLVED FURTHER**, that Resolution 90-19-63 adopted December 3, 2019, 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.

Director English asked that a time limit be put on the Purchasing Ad Hoc Committee and would like to see the charter updated to include a time limit.

Discussion ensued among the directors.

Director Garthoffner made a motion to adopt the Revised GRF Committee Appointment resolution. Vice President Troutman seconded the motion and the motion passed unanimously.

**13. New Business**

- 13a.** Entertain a Motion to Approve a Resolution to Revise the Media and Communications Charter

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

**RESOLUTION 90-20-03**  
**GOLDEN RAIN FOUNDATION OF LAGUNA WOODS**  
**MEDIA AND COMMUNICATIONS COMMITTEE CHARTER**

**WHEREAS**, the Media and Communications Committee (formerly the Broadband Committee) has been established pursuant to Article 7, Section 7.1.1 of the Bylaws of the Corporation; and

**WHEREAS**, this charter has not been updated since January 2, 2019;

**NOW THEREFORE BE IT RESOLVED**, January 2, 2020, that the Board of Directors of this Corporation hereby assigns the duties and responsibilities of this Media and Communications Committee, as follows:

1. Comply with Resolution G-89-95, "General Duties of Standing Committees," adopted October 3, 1989.

#### **GENERAL DUTIES OF STANDING COMMITTEES**

- i. Advise and recommend to the Board, goals, policies and expectations in the committee's area of concern, and in management's divisional performance, for the purpose of evaluating ongoing experience; these goals, policies and expectations should be quantifiable or otherwise measurable, wherever possible and appropriate.
- ii. Assure mutual understanding, between committee and respective management division, of approved goals, policies and expectations.
- iii. Keep informed generally regarding the extent and quality of operational performance.
- iv. Seek an acceptable level of congruence among board expectations, management performance and, generally, resident experience and desire.
- v. Seek optimum benefit/cost results in the committee's area of concern.
- vi. Review on a continuing basis the long-range needs of the Laguna Woods Village community, its residents, facilities, services and programs, within the committee's area of concern, and develop information that will assist this corporation, or the housing corporations, in addressing anticipated future needs within their areas of responsibility. Forward recommendations and information based on said review to the Board of Directors of this corporation, to other standing committees of this corporation, or to other governance entities as appropriate.

### **COMMITTEE'S AREAS OF CONCERN**

2. Promote two-way communications within the community by every medium available.
3. Ensure the maintenance and operation of GRF Broadband and cable services system, the website, social media, and all publications and broadcasts under the committee's jurisdiction.
4. Serve as liaison between the GRF Board and the Media and Communications Department.
5. Work with GRF committees and GRF Board of Directors on matters related to areas of responsibility in this Charter.
6. Review the capital requirements, service levels, and projected revenue related to the GRF Media and Communications Department (cable, advertising revenue, Village Television and internet services), other activities referenced in this Charter, and make recommendations to the GRF Board for approval.
7. Review all non-budgeted requests originated by the GRF Media and Communications Department (cable, advertising revenue, Village Television and internet services), or the CEO/COO, and recommend appropriate action to the Finance Committee and GRF Board respectively for approval.
8. Ensure that the Headend, Broadband and Village Television facilities, equipment and operations owned or managed by this corporation are maintained as necessary to sustain a consistent level of performance to meet the requirements of the Community, the City of Laguna Woods Franchise Agreement, and FCC Regulations.
9. Direct the managing agent to prepare specifications and contracts used for procurement of programming, services, and commercial advertisements. Review and modify criteria, as reflected in Resolution 90-17-15 Programming Network Contract Renewals.
10. Direct the managing agent to implement capital plan projects per Board-approved scope of work.
11. Serve as a liaison between the GRF Board and the managing agent to ensure that communication services, and any associated equipment, are appropriate for the intended services. Make recommendations to all Boards, as necessary.

12. Perform such other duties as may be assigned by the GRF Board of Directors.

**RESOLVED FURTHER**, Resolution 90-19-04, adopted January 2, 2019, is hereby superseded and canceled; and

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

Director Garthoffner made a motion to approve a resolution to revise the Media and Communications Charter. Director Moldow seconded the motion.

Discussion ensued among the directors.

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

14. The Board took a 10 minute break.

**15. Committee Reports**

**15a.** Report of the Finance Committee/Financial Reports – Director English gave a presentation on the Treasurer’s Report, resale and leasing updates. The Committee met on December 18, 2019; next meeting February 19, 2020, at 1:30 p.m. in the Board Room.

**15b.** Report of the Community Activity Committee – The Committee met on November 14, 2019; next meeting January 9, 2020, at 1:30 p.m. in the Board Room.

**15c.** Report of the Landscape Committee – Director Moldow gave an update from the Landscape Committee and commented about the Aliso Creek. The Committee met on December 4, 2019; next meeting February 12, 2020, at 1:30 p.m. in the Board Room.

**15d.** Report of the Maintenance & Construction Committee – Director Garthoffner gave an update from the last Maintenance & Construction Committee and discussed the current projects. The Committee met on October 9, 2019; next meetings will be a Special Meeting on January 13, 2020, at 2:00 p.m. and the Regular Meeting on February 12, 2020 at 9:30 a.m. in the Board Room.

- Report of the Performing Arts Center (PAC) Renovation Ad Hoc Committee – Vice President Troutman. The Committee met on December 12, 2019; next meeting TBA.

- Report of Village Energy Task Force – Director Moldow gave an update from the last meeting. The Task Force met on September 4, 2019. Next meeting January 10, 2020 at 12:00 p.m. in the Board Room.
- 15e.** Report of the Media & Communications Committee – Director Carpenter gave an update from the Media & Communications Committee. The Committee met on December 16, 2019; next meeting January 22, 2020, at 9:30 a.m. in the Board Room.
- Thrive Task Force Report – The Task Force met on December 4, 2019. The next meeting January 22, 2020 at 9:30 a.m. in the Willow Room.
- 15f.** Report of the Mobility & Vehicles Committee – Vice President Troutman gave an update from the Mobility & Vehicles Committee. The Committee met on November 27, 2019; next meeting February 5, 2020, at 1:30 p.m. in the Board Room.
- 15g.** Report of the Security & Community Access Committee – Director Tibbetts gave an update from the Security & Community Access Committee. The Committee met on October 28, 2019; next meeting January 20, 2020, at 1:30 p.m. in the Board Room.
- 16. 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.*
- a. Donation by Bah'ail Club of a Bench for Aliso Creek and Two Plumeria Trees at Clubhouse 6
  - b. Revised Resolution for Resident/Staff Relations Policy (November initial notification-referred to GRF Resident/Staff Relations Ad Hoc Committee for revisions)
  - c. Accept Applications and Appoint GRF/VMS Directors after GRF Annual Meeting in November, 2020, (review in 2020 before election schedule is approved)
  - d. Equestrian Center Pricing Policy (December 2019 referred back to Committee)
- 17. Directors' Comments**
- Director Moldow wants to move up the Donation by the Bah'ail Club item on Future Agenda items so that it may be addressed.
- 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 11:35 a.m.

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

*During the December 3, 2019, Regular Closed Session, the Board:*

*Approved the Agenda*

*Approved the Minutes of:*

*(a) October 22, 2019— Special Closed Session*

*(b) November 5, 2019—Regular Closed Session*

*Discussed and Consider Member Matters*

*Discussed Personnel Matters*

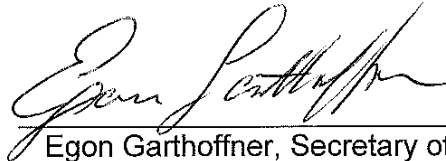
*Discussed Contractual Matters*

*Discussed and Considered Litigation Matters*

*Discussed Litigation Report Summary*

**19. Adjournment**

The meeting was adjourned at 1:51 p.m.



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Egon Garthoffner, Secretary of the Board  
Golden Rain Foundation