



OPEN SESSION

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

**Tuesday, March 1, 2022, 9:30 a.m.
24351 El Toro Road, Laguna Woods, California
Virtual Meeting**

Directors Present: Bunny Carpenter, Egon Garthoffner, James Hopkins, Don Tibbetts, Gan Mukhopadhyay, Joan Milliman, Debbie Dotson, Yvonne Horton, Juanita Skillman, Elsie Addington, Reza Karimi

Directors Absent: None

Staff Present: CEO - Siobhan Foster, Makayla Schwietert, Michelle Estrada, Carlos Rojas, Brian Gruner, Steve Hormuth

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

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

2. Pledge of Allegiance

Director Dotson led the Pledge of Allegiance to the Flag.

3. Acknowledgment of Media

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

4. Approval of Agenda

President Carpenter asked if the board had any changes to the agenda.

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

5. Approval of Minutes

- a. January 20, 2022 – GRF Board Agenda Prep Meeting
- b. February 1, 2022 – GRF Board Regular Open Session

There being no objections, the minutes of January 20, 2022 – GRF Board Agenda Prep Meeting and February 1, 2022 – GRF Board Regular Open Session, were each approved by unanimous consent.

6. Report of the Chair

President Carpenter gave a report on the following items:

- On March 18, 2022, the transportation – Age Well proposal will be presented during the Town Hall Meeting.
- On March 3, 2022, GRF will have a Special Board Meeting to tour the Community Center and discuss space planning.

7. CEO Report

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

- Security performs perimeter fencing inspections daily. Security breaches regarding fencing can be reported to Resident Services and Security.
- The organics recycling program is still a work in progress. Resident Services will no longer be the point of contact for trash-related concerns; residents are to contact CR&R directly at 949-625-6735 or lagunawoods-recycles@crrmail.com.

8. Open Forum (Three Minutes per Speaker)

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

- A member commented on organic recycling, waste disposal, water usage, bus transportation, and suggested a Freedom of Information Act.
- A member commented on the Laguna Woods Village Foundation.
- A member commented on the vaccination requirements at club events.
- A member commented on the locations of the organic recycling bins. Additionally, he was in support of vaccination requirements at community events.

9. Responses to Open Forum Speakers

The following are responses to the open forum speakers:

- Director Dotson responded to the member who commented on vaccination requirements at club events. GRF's moral responsibility is to protect the thousands of residents of the senior community.
- Director Milliman commented that GRF is not responsible for rules set by clubs.
- Director Skillman commented that the Recreation Policy states that each club can set its own requirements.
- Director Karimi commented on clubs have the right to protect their membership and set specific rules. He stated that the organics recycling process is a work in progress and the locations can be changed to better suit the needs of residents.
- CEO-Foster confirmed that the organics recycling process is analyzed and locations of the bins will be reviewed/evaluated and possibly relocated.
- Director Horton thanked the Laguna Woods Village Foundation for their support.

10. Consent Calendar

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

Recommendation from the Finance Committee:

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

10b. Update Officer Resolution

Director Milliman read the following resolution:

RESOLUTION 90-22-11 **APPOINTMENT OF OFFICERS**

RESOLVED, on March 1, 2022, pursuant to Golden Rain Foundation Bylaws 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	1 st Vice President
Debbie Dotson	2 nd Vice President
Joan Milliman	Secretary
James Hopkins	Treasurer

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

Siobhan Foster	Vice President ex Officio
Carlos Rojas	Assistant Secretary ex Officio
Steve Hormuth	Assistant Treasurer ex Officio

RESOLVED FURTHER, that Resolution 90-21-44, adopted November 10, 2021, is hereby superseded and cancelled; and

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

10c. Update Committee Appointments

RESOLUTION 90-22-12 **GRF Committee Appointments**

RESOLVED, March 1, 2022, that the following persons are hereby appointed and ratified to serve on the Committees of this Corporation:

Strategic Planning Committee

Debbie Dotson, Chair (GRF)
James Hopkins (GRF)
Gan Mukhopadhyay, Alternate (GRF)
Robert Mutchnick (Third)
Nathaniel Ira Lewis (Third)
Anthony Liberatore, Alternate (United)
Cash Achrekar (United)
~~Reza Bastani (United)~~
Diane Casey (United)
Ryna Rothberg (Mutual 50)
Advisors: Dick Rader, Gay Page

Community Activities Committee

Yvonne Horton, Chair (GRF)
Elsie Addington (GRF)
Joan Milliman, Alternate (GRF)
Annie McCary (Third)
Cush Bhada (Third)
Maggie Blackwell (United)
~~Pearl Lee (United)~~
Diane Casey (United)
Ryna Rothberg, (Mutual 50)
Advisor: Roland Boudreau

Equestrian Center Ad Hoc Committee

Bunny Carpenter, Chair (GRF)
Yvonne Horton (GRF)
Cush Bhada (Third)
Annie McCary, (Third)
Pat English (United)
Pearl Lee (United)
Advisors: Gary Empfield, Susan Hemberger

Revenue Resources Ad Hoc Committee

Cush Bhada (Third)
Donna Rane-Szostak (Third)
Yvonne Horton, Chair (GRF)
Bunny Carpenter (GRF)
Elsie Addington (GRF)
~~Diane Casey (United)~~
Azar Asgari (United)
Lenny Ross (United)

Advisors: Dennis Boudreau, Dick Rader, Dave Beneck, Fred Vogt

Finance Committee

James Hopkins, Chair (GRF)

Elsie Addington (GRF)

Deborah Dotson, Alternate (GRF)

Donna Rane-Szostak (Third)

Mark Laws (Third)

Azar Asgari (United)

Diane Casey, **Alternate** (United)

Pat English (United)

Al Amado, (Mutual 50)

Sue Stephens, Alternate (Mutual 50)

Advisor: Rosemarie diLorenzo

Information Technology Advisory Committee (ITAC)

James Hopkins, Chair (GRF)

Bunny Carpenter (GRF)

Deborah Dotson (GRF)

Diane Casey (United)

Cash Achrekar (United)

Lynn Jarrett (Third)

Mark Laws (Third)

Advisor: Sue Margolis

Landscape Committee

Juanita Skillman, Chair (GRF)

Reza Karimi (GRF)

Yvonne Horton Alternate (GRF)

Maggie Blackwell (United)

Diane Casey (United)

Lynn Jarrett, (Third)

Nathaniel Ira Lewis (Third)

Annie McCary, Alternate (Third)

Vacant (Mutual 50)

Maintenance & Construction Committee

Egon Garthoffner, Chair (GRF)

Gan Mukhapadhyay (GRF)

Reza Karimi, Alternate (GRF)

James Cook (Third)

John Frankel, Alternate (Third)

Ralph Engdahl (Third)

Cash Achrekar (United)

Lenny Ross (United)

~~Anthony Liberatore (United)~~

Sue Stephens (Mutual 50)

Advisors: ~~Richard Palmer~~, Steve Leonard, Bill Walsh, Carl Randazzo

Clubhouse Renovation Ad Hoc Committee

Egon Garthoffner, Chair (GRF)

Gan Mukhopadhyay (GRF)

Deborah Dotson (GRF)

Reza Karimi (GRF)

John Frankel (Third)

Cush Bhada, Alternate (Third)

Ralph Engdahl (Third)

Diane Casey (United)

~~Pat English (United)~~

Advisors: Cathy Garris, Carl Randazzo, Bill Walsh

Media and Communications

Joan Milliman, Chair (GRF)

Juanita Skillman (GRF)

Deborah Dotson, Alternate (GRF)

Annie McCary (Third)

James Cook (Third)

Lynn Jarrett, Alternate (Third)

Neda Ardani (United)

Maggie Blackwell (United)

Ryna Rothberg, (Mutual 50)

Advisors: Carmen Pacella, Tom Nash, Lucy Parker, Theresa Frost

Broadband Ad Hoc Committee

Joan Milliman, Chair (GRF)

Jim Hopkins (GRF)

Debbie Dotson (GRF)

Annie McCary (Third)

Lynn Jarrett (Third)

Diane Casey (United)

Vacant (United)

Mobility & Vehicles Committee

Don Tibbetts, Chair (GRF)

Egon Garthoffner (GRF)

Elsie Addington, Alternate (GRF)

James Cook (Third)

Cush Bhada (Third)

Maggie Blackwell (United)

~~Lenny Ross (United)~~

~~Pearl Lee (United)~~

Margaret Bennett (Mutual 50)
Sue Stephens, Alternate (Mutual 50)
Advisor: Vashi Williams

Security and Community Access

Don Tibbetts, Chair (GRF)
Reza Karimi (GRF)
Annie McCary (Third)
Craig Wayne (Third)
Donna Rane-Szostak, Alternate (Third)
Cash Achrekar (United)
Reza Bastani (United)
Sue Stephens (Mutual 50)
Margaret Bennett, Alternate (Mutual 50)

OTHER COMMITTEES:

Disaster Preparedness Task Force

Carlos Rojas, Chair
Juanita Skillman (GRF)
Gan Mukhapadhyay (GRF)
James Cook (Third)
John Frankel (Third)
Donna Rane-Szostak, Alternate (Third)
Anthony Liberatore (United)
Diane Casey (United)
John Carter (Mutual 50)
Advisors: Tom Soule, Bruce Bonbright

Laguna Woods Village Traffic Hearings

(Chair will alternate between Boards)
Elsie Addington (GRF)
Deborah Dotson, Alternate (GRF)
John Frankel (Third)
Mark Laws (Third)
Neda Ardani (United)
Anthony Liberatore (United)
Board Members by Rotation (Mutual 50)

Purchasing Ad Hoc Committee

Bunny Carpenter, Chair (GRF)
Jim Hopkins (GRF)
Robert Mutchnick (Third)
Donna Rane-Szostak (Third)
Ralph Engdahl, Alternate (Third)
Diane Casey (United)

Anthony Liberatore (United)

Advisor: Carl Randazzo

Select Audit Task Force

James Hopkins (GRF)

Diane Phelps (GRF)

~~Elizabeth Roper (United)~~

Cynthia Rupert (VMS)

Peggy Moore (Third)

RESOLVED FURTHER, that Resolution 90-22-02 adopted January 4, 2022, is hereby superseded and canceled; and

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

Director Horton commented that Director Addington's name was missing from the Revenue Resources Ad Hoc Committee.

President Carpenter stated that the correction to the oversight will be completed.

Director Skillman made a motion to approve the Consent Calendar, Director Milliman seconded the motion.

There being no objections, the Consent Calendar was approved unanimously.

11. Unfinished Business – None

12. New Business

Director Milliman read the following resolution:

12a. Entertain a Motion to Establish an Insurance Ad Hoc Committee

RESOLUTION 90-22-10
Insurance Ad Hoc Committee

WHEREAS, the formation of an Insurance Ad Hoc Committee is being considered by the board of directors pursuant to Article 7, Section 7.1.2 and Section 7.5 of the bylaws of this corporation;

WHEREAS, the primary mission of the Insurance Ad Hoc Committee is to research and evaluate risk management alternatives for Laguna Woods Village; and

WHEREAS, the duties and responsibilities of the Insurance Ad Hoc Committee are to:

1. Take into consideration the current insurance pricing and unique requirements of GRF and each housing mutual, including but not limited to consolidating valuation assessments in an effort to lower overall costs while managing risk; and
2. Make recommendations for the entire community.

NOW THEREFORE BE IT RESOLVED, March 1, 2022 the Board of Directors of this Corporation hereby adopts the mission statement, duties and responsibilities of the Insurance Ad Hoc Committee; and;

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

Director Milliman made a motion to approve the resolution. Director Karimi seconded the motion.

There being no changes or objections, Resolution 90-22-xx Insurance Ad Hoc Committee was approved unanimously.

A member from the audience asked how to join committees. President Carpenter and Director Milliman answered the member's question.

13. The Board opted to not take a 5-minute break.

14. Committee Reports

- a. Report of the Finance Committee/Financial Reports – Director Hopkins provided a slideshow presentation. The committee met on February 16, 2022; next meeting April 20, 2022, at 1:30 p.m. in the Board Room and as a virtual meeting.

- (1) GRF Treasurer's Report – Director Hopkins
- (2) GRF Finance Committee Report

Several directors thanked Director Hopkins for his report.

Director Hopkins answered questions from the board and a member from the audience.

Director Dotson commented on cyber security.

- b. Strategic Planning Committee – Director Dotson. The committee met on January 10, 2022; next meeting March 7, 2022, at 9:30 a.m. in the Board Room and as a virtual meeting.

- c. Report of the Community Activities Committee – Director Horton. The committee met on January 13, 2022; next meeting March 10, 2022, at 1:30 p.m. in the Board Room and as a virtual meeting.
 - (1) Equestrian Center Ad Hoc Committee – President Carpenter. The committee met on January 26, 2022; next meeting March 30, 2022, at 1:00 p.m. as an in-person (location to be announced) and as a virtual meeting.
 - (2) Revenue Resource Ad Hoc Committee – Director Horton. The committee met on February 8, 2022; next meeting March 8, 2022, at 2:00 p.m. as a virtual meeting.
- d. Report of the Landscape Committee – Director Skillman. The committee met on December 8, 2021; next meeting March 9, 2022, at 1:30 p.m. in the Board Room and as a virtual meeting.
- e. Report of the Maintenance & Construction Committee – Director Garthoffner. The committee met on February 9, 2022, in closed session; next meeting April 13, 2022, at 9:30 a.m. in the Board Room and as a virtual meeting.
 - (1) Report of the Clubhouse Renovation Ad Hoc Committee – Director Garthoffner. The Committee met on January 28, 2022; next meeting TBA.

Director Garthoffner answered questions from the board and members from the audience.

- f. Report of the Media and Communications Committee—Director Milliman. The committee met on February 22, 2022; next meeting Monday, March 21, 2022, at 1:30 p.m. in the Board Room and as a virtual meeting.
- g. Report of the Mobility & Vehicles Committee – Director Tibbetts. The Committee did not meet on February 2, 2022, as the meeting was canceled; next meeting April 6, 2022, at 1:30 p.m. in the Board Room and as a virtual meeting.
- h. Report of the Security & Community Access Committee – Director Tibbetts. The Committee met on February 28, 2022; next meeting April 25, 2022, at 1:30 p.m. in the Board Room and as a virtual meeting.
 - (1) Report of the Laguna Woods Village Traffic Hearings – Director Addington. The Traffic Hearings were held on February 16, 2022; next hearings on March 16, 2022, at 9:00 a.m. in the Board Room and as a virtual meeting.

Discussion ensued among the directors.

A member from the audience commented on safety concerns regarding pedestrians walking along the streets rather than the sidewalks.

- i. Report of the Disaster Preparedness Task Force – Director Skillman. The Task Force met on January 25, 2022; next meeting March 29, 2022, at 9:30 a.m. in the Board Room and as a virtual meeting.
- j. Information Technology Advisory Committee – Director Hopkins. The Committee met on February 25, 2022; next meeting March 4, 2022, at 1:30 p.m.

15. 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 vote on these items at a future Board Meeting.*

16. Director's Comments

- Director Dotson commented that there will be an ERP article on the Village Breeze.
- A member from the audience revisited her comment from open forum regarding the policies from GRF and the Recreation Department.
- Director Addington called point of order – member comments were discussed during open forum and the meeting was about to be recessed into closed session.
- President Carpenter stated that she is able to allow additional comments and the topic continued.
- Several directors responded to the member's comment and questions.
- Director Dotson called point of order and President Carpenter ended the debate with the member.
- Director Karimi commented further on committees and their policies.

17. Recess 11:21 a.m. - *At this time, the Meeting recessed for lunch and reconvened to Executive Session to discuss the following matters per California Civil Code §4935: Member Disciplinary Matters; Personnel Matters; Contractual Matters; and Litigation Matters.*

Closed Session Agenda

VMS Board Update

Approve the Agenda

Approve the Minutes of:

(a) February 1, 2022 – Regular Closed Session

Discuss and Consider Personnel Matters

Discuss and Consider Contractual Matters

Discuss Legal/Legislation Matters

Discuss Member Disciplinary Matters

19. Adjournment

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


Joan Milliman, Secretary of the Board
Golden Rain Foundation