



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, January 2, 2024, 9:30 a.m.
24351 El Toro Road, Laguna Woods,
California
Board Room/Virtual Meeting**

Directors Present: Bunny Carpenter, James Hopkins, Gan Mukhopadhyay, Yvonne Horton, Juanita Skillman, Martin Roza, Egon Garthoffner, Joan Milliman, Ryna Rothberg (entered at 9:45 a.m.), William Cowen, Cush Bhada

Directors Absent: None

Staff Present:

CEO - Siobhan Foster, Paul Nguyen, Carlos Rojas, Steve Hormuth, Alison Giglio, Connie Habal, Guy West, Jennings Lai, Ian Barnette

Other Directors Present: Robert Reyes, Alison Bok, Ellen Leonard, Mickie Choi Hoe, Andy Ginocchio, Cynthia Rupert, S.K. Park, Reza Karimi, Brad Rinehart

1. Call Meeting to Order/ Establish Quorum – President Hopkins

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

2. Pledge of Allegiance

Director Milliman led the Pledge of Allegiance to the Flag.

3. Acknowledgment of Media

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

4. Approval of Agenda

President Hopkins requested an approval of the agenda.

Hearing no further changes or objections, the agenda was approved by unanimous consent.

5. Approval of Minutes

- a. December 4, 2023 – GRF Board Special Open Meeting
- b. December 5, 2023 – GRF Board Regular Open Meeting
- c. December 21, 2023 – GRF Board Agenda Prep Meeting

There being no objections, the meeting minutes of December 4, 2023 – Special Open Board Meeting were approved by unanimous consent.

There being no objections, the meeting minutes of December 5, 2023 – Regular Open Board Meeting were approved by unanimous consent.

There being no objections, the meeting minutes of December 21, 2023 – Agenda Prep Meeting were approved by unanimous consent.

6. Report of the Chair

President Hopkins spoke on the following items:

- 60th Year of Laguna Woods Village and its history
- State Minimum Wage Increase
- Pickleball
- Decline of Cable TV and Uptick in Streaming Services

7. CEO Report

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

- Social Services
- Recycle Christmas Trees
- Cardboard Boxes
- Bulky Items Pick Up
- Household Hazardous Waste
- Document Shredding Services
- Garden Clippings Pickup
- Sign Up Now for SCE Outage Alerts
- Enroll in CodeRed
- Welcome Back to Manor Alterations

CEO Foster answered questions from the Board.

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 the Foundation of Laguna Woods Village

9. Responses to Open Forum Speakers - None

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 November 2023, and by this vote ratified 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 Skillman seconded.

Hearing no changes or objections, the Consent Calendar was approved unanimously.

11. Unfinished Business

11a. Clubhouse 1 Renovation Update

Guy West, Projects Division Manager, and Alison Giglio, Recreation & Special Events Manager, gave an update on the Clubhouse 1 renovation.

Mr. West and Ms. Giglio answered questions from the Board.

11b. Entertain a Motion to Approve the Updated Room Rental Fees and Fee Process (December initial notification – 28-day notification for member review and comments to comply with Civil Code §4360 has been satisfied)

Director Milliman read the following resolution:

RESOLUTION 90-24-01

Room Reservation Rate Pricing Policy

WHEREAS, according to Resolution 90-12-132, which established guidelines for shared costs and fees, certain fees can be imposed upon users of various recreational facilities in order to control crowding, to minimize over-usage, and to recover operating costs.

WHEREAS, the board periodically reviews fees as part of the business planning process to determine adequacy of revenues and shared costs.

NOW THEREFORE BE IT RESOLVED, January 2, 2024, that the Board of Directors of this Corporation hereby adopts the following revisions to the Room Reservation Rate Pricing Policy:

Resident Room Reservation Fee

I. An equal hourly rate will be applied for private party, club and church/religious reservations.

II. A Resident Room Reservation Fee shall be charged for the amount of

time required for the use of a reservable room, beginning with a two-hour minimum and increasing in hourly increments thereafter, with large ball-rooms and main lounges requiring a four-hour minimum.

III. A Setup Fee shall be charged for the time blocked out prior to and/or after each reservation necessary to prepare/cleanup the room, during which the room is not available to other users.

IV. The reservation and setup fees shall be billed hourly. The per hour rate is calculated using a consistent \$0.2130 per 100 square foot for each of the reserved rooms. Annually, the "Per 100 Square Foot Rate" will be adjusted (up or down) based on the year-over-year change in budgeted operational expenses, as defined in the 2019 vs 2024 Room Rental Expense Comparison for Recreation Clubhouses. ~~based on the estimated hourly cost of each reservable room, rounded up to the nearest dollar, and will be adjusted annually on the basis of annual operational costs, capital costs, reservable hours, and a percentage to be shared by the Community at large.~~

V. ~~The percentage to be shared by the Community at large to maintain an equitable and reasonable division between the user and the monthly assessment shall be 80 percent for all rooms.~~

VI. The charge for Performing Arts Center Auditorium Event with Admission shall be a flat fee of ~~\$395-\$474~~ per day, and will be adjusted annually (up or down) based on the year-over-year change in budgeted operational expenses, as defined in the 2019 vs 2024 Room Rental Expense Comparison for Recreation Clubhouses.

Reservable Room	Square Footage	Previous Rate Per Hour	New Rate Per Hour
CC Rooms & Conference Rooms			
CC - Elm Room	595	\$1.00	\$1.27
CH1 - Conference Room	208	\$1.00	\$0.44
PAC - Conference Room	251	\$1.00	\$0.53
VG - Clubroom 1	440	\$4.00	\$0.94
VG - Clubroom 2	440	\$4.00	\$0.94
VG - Clubroom 3	440	\$4.00	\$0.94
Multi-Purpose Rooms			
CH1 - Multi-Purpose Room	1,755	\$3.00	\$3.74
CH1 - Art Studio	2,150	\$3.00	\$4.58
CH5 - Multipurpose Room	1,386	\$3.00	\$2.95
CH6 - Multipurpose Room	843	\$2.00	\$1.80
Small Dining Rooms			
CH1 - Dining Room 2	770	\$1.00	\$1.64
CH1 - Dining Room 3	770	\$1.00	\$1.64
CH2 - The Los Olivos	831	\$1.00	\$1.77
CH2 - The Grevillea	849	\$1.00	\$1.81
Large Dining Rooms			
PAC - Dining Room 1	2,524	\$5.00	\$5.38
PAC - Dining Room 2	2,524	\$5.00	\$5.38
Other			
PAC - Rehearsal Room	1,279	\$2.00	\$2.72
PAC - Auditorium	7,969	\$19.00	\$16.97
PAC - Auditorium + Rehearsal	9,248	\$23.00	\$19.70
PAC - Auditorium Event w/Admission		\$395.00 **	\$474.00 **

** Daily Rate

Reservable Room	Square Footage	Previous Rate	New Rate
Main Lounges			
CH1 - Main Lounge	5,556	\$8.00	\$11.83
CH2 - The Sequoia	6,636	\$10.00	\$14.13
CH5 - Main Lounge (Stage Side) Total	7,688	\$13.00	\$16.38
CH5 - Main Lounge (Back Side) Total	2,977	\$9.00	\$6.34
CH6 - Main Lounge	1,920	\$5.00	\$4.09
CH 7 - Main Lounge	4,517	\$7.00	\$9.62

Reservation Exception Rates

A rate that is different from the resident rate shall apply to all room reservations that meet the criteria for the "Exception Rate" as defined in the GRF Recreation Department Policy. This rate shall be applied as follows:

- I. An exception-rate room-reservation fee shall be charged for the amount of time required for the use of a reservable room, beginning with a two-hour minimum and increasing in hourly increments thereafter with large ballrooms and main lounges requiring a four-hour minimum.
- II. In the case of the Performing Arts Center Auditorium, the exception rate room reservation fee shall be charged on a daily basis.
- III. A setup fee shall be charged for the time blocked out prior to and/or after each reservation necessary to prepare/clean-up the room, during which the room is not available to other users.
- IV. The exception rate room reservation fee and setup fee shall be based on the lowest hourly rental fee charged for similar facilities outside of the Village, but in the local area; and rounded up to the nearest dollar.
- V. For Performing Arts Center Auditorium, the exception rate shall be based on the lowest daily per-seat rental fee charged for similar facilities outside of the Village, but in the local area; and rounded up to the nearest dollar.
- VI. The exception rate room reservation fees will be adjusted periodically on the basis of changes in the external rental fees and the percentage discount; then reflected on the fee schedule.

RESOLVED FURTHER, that this resolution shall be effective February 1, 2024, at which time Resolution 90-19-62 adopted December 3, 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 this resolution.

Director Milliman made a motion to approve the Updated Room Rental Fees and Fees Process. Director Skillman seconded.

Discussion ensued among the Board.

Steve Hormuth, Director of Finance and Ms. Giglio answered questions from the Board.

President Hopkins made a motion to request to change the date to January 2, 2024 from February 1, 2024.

President Hopkins withdrew his amendment.

Hearing no further changes or objections, the motion was approved by a vote of 10-1. Director Mukhopadhyay opposed

11c. Update Committee Appointments

Director Milliman read the following resolution:

RESOLUTION 90-24-02

GRF Committee Appointments

RESOLVED, January 2, 2024, that the following persons are hereby appointed and ratified to serve on the Committees of this Corporation:

Community Activities Committee

Yvonne Horton, Chair (GRF)
Joan Milliman, Alternate (GRF)
Cush Bhada (GRF)
Mark Laws (Third)
Andy Ginocchio (Third)
~~Reza Karimi, Alternate (Third)~~
Sue Quam (United)
Ellen Leonard (United)
Peter Sanborn, (Mutual 50)
Sue Stephens, Alternate (Mutual 50)
Advisors: Roland Boudreau, Ajit Gidwani, Elsie Addington

Finance Committee

~~Ryan Rothberg, Chair (GRF)~~
Martin Roza, ~~Alternate~~ (GRF)
William Cowen, ~~Chair~~ (GRF)
Andy Ginocchio (Third)
Moon G Yun (Third)
Brad Rinehart, Alternate (Third)
Thomas Tuning (United)
Mickie Choi Hoe (United)
Sue Stephens, (Mutual 50)

Information Technology Advisory Committee (ITAC)

James Hopkins, Chair (GRF)
Bunny Carpenter (GRF)
Martin Roza (GRF)
Sue Quam (United)
Tom Tuning (United)
Mark Laws (Third)
S.K. Park (Third)
Advisors: Sue Margolis, Debbie Dotson

Landscape Committee

Cush Bhada, Chair (GRF)
Juanita Skillman (GRF)
Yvonne Horton, Alternate (GRF)
Sue Quam (United)
Anthony Liberatore (United)
Nathaniel Ira Lewis (Third)
S.K. Park (Third)
~~Andy Ginocchio, Alternate (Third)~~
Reza Karimi, Alternate (Third)
Glenn Miller (Mutual 50)
Sue Stephens, Alternate (Mutual 50)
Advisor: Catherine Brians, Donna Rane-Szostak

Maintenance & Construction Committee

Yvonne Horton, Chair (GRF)
Gan Mukhopadhyay (GRF)
Egon Garthoffner, Alternate (GRF)
Ralph Engdahl (Third)
S.K. Park (Third)
Brad Rinehart, Alternate (Third)
James Cook, Alternate (Third)
Alison Bok (United)
Pearl Lee (United)
Mickie Choi Hoe, Alternate (United)
Sue Stephens (Mutual 50)
Peter Sanborn, Alternate (Mutual 50)
Advisors: Reza Karimi, Bill Walsh, Ajit Gidwani

Clubhouse Renovation Ad Hoc Committee

Egon Garthoffner, Chair (GRF)
Gan Mukhopadhyay, Co-Chair (GRF)
Andy Ginocchio (Third)
~~Moon Yun, Alternate (Third)~~
Ralph Engdahl (Third)
Reza Karimi, Alternate (Third)
Alison Bok (United)
Anthony Liberatore (United)
Advisors: Reza Karimi, Ajit Gidwani, Bill Walsh

Media and Communications

Joan Milliman, Chair (GRF)
Juanita Skillman (GRF)
Cush Bhada, Alternate (GRF)
Jim Cook (Third)

Cris Prince (Third)
Moon Yun, Alternate (Third)
Maggie Blackwell (United)
Georgiana Willis (United)
Peter Sanborn (Mutual 50)
Sue Stephens (Mutual 50)
Advisors: Carmen Pacella, Tom Nash, Lucy Parker, Theresa Frost, Catherine Brians

Website Ad Hoc Committee

Joan Milliman, Chair (GRF)
Juanita Skillman (GRF)
Anthony Liberatore (United)
Mickie Choi Hoe (United)
Mark Laws (Third)
Advisors: Lucy Parker, Diane Phelps

Broadband Ad Hoc Committee

Martin Roza, Chair (GRF)
Jim Hopkins (GRF)
Bunny Carpenter, Alternate (GRF)
Cris Prince (Third)
Jim Cook (Third)
Alison Bok, non-voting (United)
Sue Quam (United)
Tom Tuning (United)
Peter Sanborn (Mutual 50)
Sue Stephens (Mutual 50)
Advisor: John Cornell, Debbie Dotson

Mobility & Vehicles Committee

Ryna Rothberg, Chair (GRF)
~~Egon Garthoffner (GRF)~~
Juanita Skillman, ~~Chair~~ (GRF)
Cush Bhada, Alternate (GRF)
~~Jim Cook, Alternate (Third)~~
Moon Yun (Third)
S.K. Park (Third)
Reza Karimi, Alternate (Third)
Alison Bok (United)
Nancy Carlson (United)
Sue Stephens, (Mutual 50)
Peter Sanborn, Alternate (Mutual 50)
Advisor: Vashi Williams, Elsie Addington

Security and Community Access

Juanita Skillman, Chair (GRF)
Cush Bhada (GRF)
Egon Garthoffner, Alternate (GRF)
S.K. Park (Third)
Reza Karimi (Third)
Nancy Carlson (United)
Maggie Blackwell (United)
Sue Stephens (Mutual 50)
Peter Sanborn, Alternate (Mutual 50)

OTHER COMMITTEES:

Disaster Preparedness Task Force

Eric Nunez, Co-Chair
Juanita Skillman, Co-Chair (GRF)
Gan Mukhapadhyay (GRF)
S.K. Park (Third)
Moon Yun (Third)
Anthony Liberatore (United)
Georgiana Willis (United)
Rick Kopps, Alternate Resident (Mutual 50)
Sue Stephens (Mutual 50)
Advisors: Tom Soule, Bruce Bonbright

Laguna Woods Village Traffic Hearings (Chair will alternate between Boards)

Juanita Skillman, (GRF)
Cush Bhada, Alternate (GRF)
S.K. Park (Third)
Mark Laws, Alternate (Third)
Maggie Blackwell (United)
Vidya Kale, Alternate (United)
Sue Stephens (Mutual 50)
Glenn Miller, Alternate (Mutual 50)

Select Audit Task Force

~~Ryna Rothberg, Chair (GRF)~~
William Cowen, Chair (GRF)
Diane Phelps (VMS)
Cynthia Rupert (United)
Andy Ginocchio (Third)

Executive Hearings Committee

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

Juanita Skillman, Alternate (GRF)
Joan Milliman (GRF)

Space Planning Ad Hoc Committee

Bunny Carpenter, Alternate (GRF)
James Hopkins, Chair (GRF)
Yvonne Horton, (GRF)
Cush Bhada (GRF)
Alison Bok (United)
Tom Tuning (United)
Nancy Carlson (United)
Andy Ginocchio (Third)
S.K. Park (Third)
Reza Karimi (Third)
Sue Stevens (Mutual Fifty)
Peter Sanborn (Mutual Fifty)
Glenn Miller (Mutual Fifty)

Correspondent – Elsie Addington (GRF)
El Toro Water District – Juanita Skillman (GRF)

RESOLVED FURTHER, that Resolution 90-23-70 adopted December 5 2023, is hereby superseded and cancelled; and

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

Director Milliman made a motion to approve the Resolution for GRF Committee Appointments. Director Bhada seconded.

Hearing no changes or objections, the motion was approved by unanimous consent.

12. New Business

12a. Entertain a Motion to Approve the Drop-In Lounge Television Programming Policy (January initial notification – 28-day notification for member review and comments to comply with Civil Code §4360)

Director Milliman read the following resolution:

RESOLUTION 90-24-XX

Drop-In Lounge Television Programming

WHEREAS, the Drop-In Lounge located at Clubhouse 1 is open seven days a week from 8 a.m. to 10 p.m. and is a gathering area for residents to have a cup of coffee, socialize, work

on a jigsaw puzzle, read a magazine, conduct work and/or relax; and

WHEREAS, altercations and arguments occurred among residents who had conflicting viewing preferences and interests resulting in Security being called to the lounge on several occasions which hindered the enjoyment and necessitated the removal of the television for safety purposes on Monday, December 17, 2018; and

WHEREAS, on March 14, 2019, the Community Activities Committee passed a motion to reinstall the Drop-In Lounge television with restricted programming and closed captioning to Village Television (TV6); and

WHEREAS, since the reinstallation of the television, board members and staff continue to receive complaints regarding access to preferred programming and restriction of use of the remote for control of volume and channels; and

WHEREAS, staff proposes the following viewing schedule for the Drop-In Lounge television 8 a.m. to 10 p.m. each day, and the Community Activities Committee reviewed and recommended this Clubhouse 1 Drop-In Lounge television programming, on December 14, 2023:

Monday	Tuesday	Wednesday	Thursday	Friday	Saturday	Sunday
HGTV	National Geo	Turner Classic Movies	Food Network	Discovery Channel	TNT	Lifetime

NOW THEREFORE BE IT RESOLVED, February 6, 2024, that the Board of Directors of this Corporation hereby adopts the aforementioned Clubhouse 1 Drop- In Lounge television programming; and

RESOLVED FURTHER, that the officers and agents of this corporation are hereby authorized to carry out this resolution as written.

Director Milliman made a motion to approve the Resolution to approve drop-in lounge television programming for discussion purposes and to postpone the final vote for 28-days per Civil Code §4360. Director Rothberg seconded.

Hearing no changes or objections, the motion was approved by a vote of 10-1. Director Bhada opposed.

12c. Discussion of 2024 Committee Goals

President Hopkins discussed 2024 Committee Goals.

Discussion ensued among the Board.

- Director Milliman discussed the Media and Communications goal and stated the committee will meet quarterly

- Director Horton discussed CAC's goal is to make it as painless with renovation of Clubhouse One
- Director Roza discussed Broadbands goal of the Broadband system of whether they will partner or leave it alone
- Director Skillman commented that new members need to read and go over the charters and understand it
- President Hopkins discussed consistent communications

13. The Board took a 5-minute break

14. Committee Reports

- a. Report of the Finance Committee/Financial Reports – Director Cowen. The committee met on December 20, 2023; next meeting February 21, 2024, at 1:30 p.m. in the Board Room and as a virtual meeting.
 - (1) GRF Treasurer's Report – Director Cowen
 - (2) GRF Finance Committee Report – Director Cowen
- b. Report of the Community Activities Committee – Director Horton. The committee met on December 14, 2023; next meeting January 11, 2024, at 1:30 p.m. in the Board Room and as a virtual meeting.
- c. Report of the Landscape Committee – Director Bhada. The committee met on November 8, 2023; next meeting February 14, 2024, at 1:30 p.m. in the Board Room and as a virtual meeting.
- d. Report of the Maintenance & Construction Committee – Director Horton. The committee met on December 20, 2023; next meeting February 14, 2024, 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 March 15, 2023; next meeting January 3, 2024, at 9:30 a.m. in the Board Room.
 - (2) Space Planning Ad Hoc Committee – President Hopkins. The Ad-Hoc Committee met on December 6, 2023. Next meeting January 3, 2024, at 1:30 p.m. in the Board Room.
- e. Report of the Media and Communications Committee—Director Milliman. The committee met on September 18, 2023; next meeting January 15, 2024, at 1:30 p.m. in the Board Room and as a virtual meeting.
 - (1) Website Ad-Hoc Committee – Director Milliman. The committee met on May 22, 2023; next meeting TBA.
- f. Report of the Broadband Ad Hoc – Director Roza. The closed committee met on November 20, 2023; next meeting TBA.
- g. Report of the Mobility & Vehicles Committee – Director Rothberg. The Committee met on November 6, 2023; next meeting February 7, 2024, at 1:30 p.m. in the Board Room.

- h. Report of the Security & Community Access Committee – Director Skillman. The Committee met on October 25, 2023; next meeting February 28, 2024, at 1:30 p.m. in the Board Room and as a virtual meeting.
- (1) Report of the Laguna Woods Village Traffic Hearings – Director Skillman. The Traffic Hearings were held on November 15, 2023; next hearings on January 17, 2024, at 9:00 a.m. as a virtual meeting.
- (2) Executive Member Hearings Committee – Director Milliman. The committee met on December 7, 2023; next meeting January 4, 2024, at 9:00 a.m. in the Willow Room.
- i. Report of the Disaster Preparedness Task Force – Director Skillman. The Task Force met on November 28, 2023; next meeting January 30, 2024, at 9:30 a.m. in the Board Room and as a virtual meeting.
- j. Information Technology Advisory Committee – President Hopkins. The Committee met on December 29, 2023; next meeting January 26, 2024, as a virtual meeting.

16. Director's Comments

- Director Garthoffner commented on expenditures at the clubhouse
- Director Milliman wished everyone a happy new year and said it was a good meeting
- Multiple Directors commented that it was a good meeting
- President Hopkins thanked everyone and the Directors who are abroad and participating in the meeting.

17. Recess – 11:20 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) December 5, 2023 – Regular Closed Session

Discuss and Consider Personnel Matters

Discuss and Consider Contractual Matters

Discuss Legal/Legislation Matters

Discuss Member Disciplinary Matters

18. Adjournment

The meeting was adjourned at 1:41 p.m.

DocuSigned by:

Joan Milliman

B855D0FC004A480...

Joan Milliman, Secretary of the Board
Golden Rain Foundation