



BOARD OF DIRECTORS MEMBERS MEETING MINUTES - GOLDEN RAIN FOUNDATION October 27, 2015

Call to Order

President Winkler called the regular monthly meeting of the Golden Rain Foundation (GRF) Board of Directors (BOD) members to order at 10:00 a.m., on Tuesday, October 27, 2015, in Clubhouse Four.

Pledge of Allegiance

We were honored to have Jan Kuhl, of the Emergency Planning Council, lead the Pledge of Allegiance.

Roll Call

The Corporate Secretary reported that Board members R. Stone, Pratt, Snowden, Hood (left at 11:10 a.m.), Wood, Rapp, L. Stone, Damoci, Winkler, Reed, McGuigan, Dodero, Greer, Lukoff, Friedman, and Moore were present. Absent: Board member Bolton. Executive Director Ankeny and Controller Miller were also present. Sixteen Board members were present, nine constituted a majority.

Announcements/Service Award Presentation

The Committee meeting schedule is published in the *Golden Rain News*. All committee meetings are open to Shareholder/Foundation members.

No service awards were presented this month.

President's Comments

The President reported on highlights from the Seal Beach City Council meeting on Monday, October 26, 2015, reminded the audience of the Seal Beach Centennial Brick dedication to take place on Tuesday, November 3, 2015 at 2:00 p.m., and provided a recap of the Great Shakeout event on Thursday, October 15, 2015, announcing that the Service Maintenance department can provide sandbags to anyone needing them. She also reminded the audience of the Special GRF Board of Directors meetings on November 4, 2015 (for the ballot count for a Mutual One GRF Representative) and on November 5, 2015 (to approve the Master Insurance Policy Renewal for the 2015-2016 period). Board Member Barry Lukoff was congratulated on the completion of the community walk trails brochures which were sponsored by the Healthcare Center.

The President acknowledged the presence of City Councilperson Sandra Massa-Lavitt.

Shareholder/Member Comments

Five shareholder/members spoke on various topics concerning the operations of the community.

NOTE: Foundation members are permitted to make comments before the business of the Board begins. Requests must be registered in advance of the meeting and comments are limited to four minutes.

CONSENT CALENDAR – APPROVAL OF BOARD COMMITTEE MEETING MINUTES

In accordance with Civil Code 4090, the Foundation has made available a summary of the meetings where a quorum of the Board was present. Quorums of the Board were present at one Committee meeting in May and at six Committee meetings in September. The Committee minutes for these meetings were approved earlier this month by their respective Committees:

- Minutes of the Executive Committee Board Meeting of May 26, 2015
- Minutes of the Physical Property Committee Board Meeting of September 2, 2015
- Minutes of the Mutual Administration Committee Board Meeting of September 8, 2015
- Minutes of the Security, Bus & Traffic Committee Board Meeting of September 9, 2015
- Minutes of the Communication Committee Board Meeting of September 10, 2015
- Minutes of the Executive Committee Board Meeting of September 11, 2015
- Minutes of the Recreation Committee Board Meeting of September 14, 2015

The method with which these minutes will be approved is the Consent Calendar, which means any item placed on the Consent Calendar can be approved in one motion.

The Consent Calendar was approved, by general consent of the Board, as distributed.

The Committee Chairs are asked to stop by the Board Office within the next five business days to sign their approved Board Committee minutes. Once they are all signed, they will be posted to the website.

APPROVAL OF BOARD MEETING MINUTES

The minutes of the September 22, 2015 Golden Rain Foundation Board meeting were approved, by general consent of the Board, as corrected.

NEW BUSINESS

Executive Committee

Council on Aging, Use of Trust Property

At the regular scheduled meeting of the Executive Committee on October 9, 2015, the Council on Aging (COA) provided a presentation outlining the multitude of services provided by the organization. The Committee reviewed the merits of the services provided and the potential

benefits to the Shareholder/members. The COA Health Insurance Counselling and Advocacy Program (HICAP) counselors are state-registered staff and volunteers that offer unbiased, individualized counseling and group seminars about Medicare and other related health insurance topics. The HICAP counselors are trained extensively on Medicare rules and regulations and are noted experts in helping individuals to understand health insurance options and how to maximize benefits.

It was with the unanimous approval of the Committee that the programs offered by the COA are important and would provide a benefit to all Shareholder/members.

Director Hood raised a point of order regarding the potential conflict of interest of Golden Rain Foundation Directors who are also Golden Age Foundation Board members.

The President repeated the point of order, requesting confirmation of the point of order raised. Director Hood confirmed the point of order.

The Executive Director spoke on the point of order.

The President did not accept the point of order, citing previous legal opinion from corporate council.

Mrs. Damoci MOVED, seconded by Mrs. Reed -

TO approve use of Trust Property for use by the Council on Aging to provide services of benefit to all Shareholder/members. Actual Trust Property space reserved is to be determined and approved by the Recreation Committee.

Six Board members spoke on the motion.

The motion was carried unanimously by the Board members present.

Purchase of Backhoe

At the September 25, 2015 meeting, the Emergency Planning Sub-Committee reviewed specifications and cost estimates from three (3) suppliers for a Kubota U17 Excavator (Backhoe). The Sub-Committee unanimously concurred to forward a request to the Executive Committee to proceed with the purchase of this important item. Funds in the amount of \$40,000 are in the 2015 Capital Plan. The quotes and specifications were provided in the agenda packet.

At the October 9, 2015 meeting of the Executive Committee, the Committee reviewed the request of the Sub-Committee and duly moved and approved to recommend to the Board the purchase of a Kubota U17 Backhoe, in an amount of \$35,026, from the approved 2015 Capital Funds.

Ms. Rapp MOVED, seconded by Ms. Snowden –

TO approve the purchase, from Capital Funds, of a Kubota U17 backhoe, in the amount of \$35,026, from Eberhard Equipment.

Three Board members spoke on the motion.

The motion was carried unanimously by the Board members present.

Employee Holiday Incentive

At the regular scheduled meeting of the Executive Committee (EC) on October 9, 2015, the EC reviewed the stringent employee safety measures that have been implemented, with a substantial decrease in employee injuries. This significant reduction in Workers' Compensation claims has had significant impact on premiums. The week of September 11, 2015 the Foundation received a \$37,389 refund.

It was duly moved and unanimously approved to request the following, utilizing the refund:

- Provide staff a Holiday Bonus, through gift cards, in the amount of \$50
- Provide key managers and supervisors a Holiday Bonus of \$500:
Carolyn Miller, Mark Weaver, Terry DeLeon, Carol Weller, Jaime Guerrero, Ruben Gonzalez, Julie Rodgers, Vanessa Morris, Courtney Knapp, Doug Cox, Cindy Flynn
- Provide each Department funding, in an amount not to exceed \$7.50, per staff member, to use towards a Departmental Holiday appreciation luncheon.

Ms. Stone MOVED, seconded by Mr. Hood -

TO approve funding, in the amount of \$18,110, utilizing funds received from the \$37,389 refund in Workers' Compensation premiums as follows:

- Provide staff a Holiday Bonus through \$50 gift cards, in an amount not to exceed \$10,900
- Provide 11 key managers and supervisors a Holiday Bonus of \$500
- Provide each Department funding, in an amount not to exceed \$7.50 per staff member, to use towards a Departmental Holiday appreciation luncheon. Total amount not to exceed \$1,710

The Human Resources Director, Controller and Executive Director are authorized to take applicable action as noted above.

Two Board Members spoke on the motion.

Ms. Snowden MOVED, seconded by Mr. Lukoff and carried unanimously by the Board members

present –

TO amend the motion to recommend Eloy Gomez, Safety/Emergency Coordinator, be included with the key managers and supervisors receiving a Holiday Bonus of \$500.

Six Board Members and the Executive Director spoke on the amended main motion.

Mr. Hood MOVED, seconded Mrs. Wood and carried unanimously by the Board Members present-

TO call the question, ending debate on the motion.

Main motion was carried unanimously by the Board members present.

Finance Committee

Approve September 2015 Financials

Ms. Stone MOVED, seconded by Ms. Rapp and carried unanimously by the Board members present-

TO accept the September 2015 Financials for audit.

Amend Policy 5061-31, Fees **FINAL VOTE**

Policy 5061-31, Fees, relates to the type of fees charged to members of the Golden Rain Foundation and how that fee is calculated and where the money is applied.

At the regular Finance Committee meeting on August 18, 2015, the Finance Committee unanimously suggested Policy 5061-31, Fees, be amended. The proposed amendment was included in the agenda packet.

At its meeting of September 4, 2015, the Board of Directors voted to tentatively amend this policy, pending a 30-day notice period to Foundation members. The policy draft was published in the September 17th edition in the *Golden Rain News*. Members were welcomed to submit their comments or questions to the Board Office on this matter. Printed copies were also available to shareholder/members in the News Office, the Library and the Reception desk, second floor of the Administration building. This process is recommended in accordance of the Davis-Stirling Act, Civil Code §4360.

No written or oral communication regarding amendment of Policy 5061-31, Fees, was received during the 30-day notification to the membership period.

The policy will become effective January 1, 2016.

Mr. Friedman MOVED, seconded by Ms. Rapp -

TO approve the amendment to Policy 5061-31, Fees, as attached in Exhibit A, effective January 1, 2016.

One Board Member and the Executive Director spoke on the motion.

The motion was carried unanimously by the Board Members present.

Amend Policy 2115-33, Distribution Business Services (FINAL VOTE)

The Distribution Office provides photocopying and other business services for Foundation members, clubs and Mutual corporations during operating hours.

At the regular Finance Committee meeting on August 18, 2015, the Finance Committee unanimously suggested Policy 2115-33, Distribution Business Services, be amended. The proposed amendment was provided in the agenda packet.

At its meeting of September 4, 2015, the Board of Directors voted to tentatively amend this policy, pending a 30-day notice period to Foundation members. The policy draft was published in the September 17th edition of the *Golden Rain News*. Members were welcomed to submit their comments or questions to the Board Office on this matter. Printed copies were also available to shareholder/members in the News Office, the Library and the Reception desk, second floor of the Administration building. This process is recommended in accordance of the Davis-Stirling Act, Civil Code §4360.

No written or oral communication regarding amendment of Policy 2115-33, Distribution Business Services, was received during the 30-day notification to the membership period.

The policy will become effective January 1, 2016.

Mr. Stone MOVED, seconded by Ms. Rapp and carried unanimously by the Board Members present-

TO approve the amendment to Policy 2115-33, Distribution Business Services, as attached in Exhibit A, effective January 1, 2016.

Physical Property Committee

Replacement of Automatic Doors at the Administration Building

At the October 7, 2015 regular scheduled meeting of the Physical Properties Committee, the Committee reviewed a request for the replacement of the two downstairs entry doors at the Administration Building. Numerous service calls have been placed over the past six months to keep these doors in working order. Questions and concerns were discussed of the current condition of the doors, the quality of the new doors to be installed, and the contractors' quotes. Three quotes were received for the replacement of these doors using the Horton 2000 series (provided in the agenda packet; also provided was a copy of the Reserve Study for the

Administration Building).

Capitol Door	\$13,377.00
--------------	-------------

Axxess Door	\$14,416.84
-------------	-------------

Door Doctor	\$14,800.00
-------------	-------------

It was the unanimous decision of the Physical Properties Committee to forward a recommendation to the GRF Board to approve the replacement of two entry doors at the Administration Building using Capitol Door Service, plus contingences not to exceed \$15,000, funding from Reserves.

Mr. Lukoff MOVED, seconded by Ms. Snowden and carried unanimously by the Board members present-

TO approve the replacement of the two automatic doors at the Administration Building, Reserve Asset ID number, 0404 Administration Building, for an amount not to exceed \$15,000, and to authorize the President to sign the contract with Capitol Door Services. Any expenditures from the contingency allowance must have the approval of the PPC Chairperson.

CONTROLLER'S REPORT

The Controller's report was presented.

EXECUTIVE DIRECTOR'S REPORT

The Executive Director's report was distributed as a handout to the GRF Board members.

Four Board members, the Executive Director and the Facilities Director spoke on the Executive Director's report.

BOARD MEMBER COMMENTS

Eleven Board members spoke on topics related to today's Board of Directors meeting.

PRESIDENT:

The President thanked City Councilperson Sandra Massa-Lavitt for her attendance and recommended the audience consider attending the open Seal Beach City Council meetings and reminded the audience of the Seal Beach Centennial Brick dedication on November 3 and the Special GRF Board meetings on November 3 and November 4.

ADJOURNMENT

The meeting was adjourned at 11:36 a.m.

A handwritten signature in cursive script, reading "Joy Reed", written over a horizontal line.

Joy Reed, Corporate Secretary
GRF Board of Directors
dfb 10/27/15