



**BOARD OF DIRECTORS MEETING MINUTES
GOLDEN RAIN FOUNDATION
FEBRUARY 28, 2017**

CALL TO ORDER

President Carole Damoci called the regular monthly meeting of the Board of Directors (BOD) of the Golden Rain Foundation (GRF) to order at 10:00 a.m., on Tuesday, February 28, 2017, in Clubhouse Four.

PLEDGE OF ALLEGIANCE

Thomas Moore, City of Seal Beach Council member for District Two, which includes parts of Leisure World, led the Pledge of Allegiance.

ROLL CALL

Following the roll call, Corporate Secretary reported that Directors Perrotti, R. Stone, Snowden, Pratt, L. Stone, Reed, Rapp, Hopewell, Hood, McGuigan, Doderer, Greer, Damoci, Lukoff, Tran, Fekjar, and Moore were present.

Director Scheuermann was absent.

Seventeen Directors were present, with a quorum of nine.

PRESIDENTS COMMENTS

The President acknowledged the passing of GRF Board member Bruce Scheuermann, representative from Mutual Ten. She also thanked the staff who worked together to resolve the weather-related issues, including power outages. Additionally, the President thanked the GRF Board members and staff who were integral in the renovation of Clubhouse Four.

ANNOUNCEMENTS/ SERVICE AWARD PRESENTATIONS

The GRF Board of Directors met in Executive Session on February 3, February 17, and February 27, 2017 to discuss legal and contractual matters.

Please keep an eye on the *Golden Rain News* for the meeting schedule. As a reminder, committee meetings are open to all shareholders.

SERVICE ANNIVERSARIES

Three employees were recognized with service awards.

Larry Norlander	Security Department	5 years
Brynn Thompson	Security Department	5 years
Gerald Antisdel	Physical Property Department	25 years

SEAL BEACH MAYOR'S REPORT

The Mayor of Seal Beach and the City of Seal Beach Council member for District Two provided a recap of the City of Seal Beach City Council meeting.

SHAREHOLDER/MEMBER COMMENTS

In accordance with Policy 5610, Participation by Foundation Members, members may enter into a comment period prior to the beginning of business. **NOTE:** Foundation members are permitted to make comments before the business of the Board begins. Requests must be registered in advance of the meeting. The Open Meeting Act allows boards of directors to establish reasonable time limits for the open forum and for speakers to address the board. ([Civ. Code §4925\(b\)](#).) Time limits, per speaker, are limited to:

- 4 minute limit per speaker, when there are no more than 15 speakers
- 3 minute limit per speaker, 16- 25 speakers
- 2 minute limit per speaker, over 26 speakers

Seven shareholder/member offered comments.

CONSENT CALENDAR – APPROVAL OF BOARD COMMITTEE MEETING MINUTES

In accordance with Civil Code 4090, the Foundation will make available a summary of the meetings where a quorum of the Board was present. A quorum of the Board was present at the following Committee meetings:

- Minutes of the Community Access Ad Hoc Committee Board Meeting of December 8, 2016
- Minutes of the Strategic Planning Ad Hoc Committee Board Meeting of January 3, 2017
- Minutes of the Security, Bus & Transportation Committee Board Meeting of January 4, 2017
- Minutes of the Physical Properties Committee Board Meeting of January 9, 2017
- Minutes of the Mutual Administration Committee Board Meeting of January 10, 2017
- Minutes of the Recreation Committee Board Meeting of January 11, 2017
- Minutes of the Executive Committee Board Meeting of January 13, 2017
- Minutes of the Finance Committee Board Meeting of January 17, 2017

APPROVAL OF BOARD MEETING MINUTES

The minutes of the January 24, 2017 meeting were approved, by general consent of the Board, as distributed.

NEW BUSINESS

Executive Committee

Approve Capital Funding Request, Automated External Defibrillator Units

The Executive Committee (EC), at its regular scheduled meeting on February 10, 2017, reviewed a request for Automated External Defibrillators (AED's). The discussion included the benefits of having AED's, handling of health emergencies and use and maintenance of AED machines. The cost for material and labor is \$26,000.

Upon discussion, the EC unanimously agreed to improve the community by adding AED's to Clubhouses 1, 2, 3, 4, 6, Administration Building, Building 5, Library, Amphitheater and Security, in an amount not to exceed \$26,000, from Capital, and forward this request to the Finance Committee for funding review, then to the Board for final approval.

At its February 21, 2017 meeting, the Finance Committee (FC) reviewed available funding and moved to approve funding for this capital purchase. Upon discussion, the FC amended the motion to add an additional unit for use in the Service Maintenance Department, increasing the Capital Funding request to \$28,000 and recommended approval by the Golden Rain Foundation Board of Directors.

Ms. Snowden MOVED, seconded by Ms. Hopewell –

TO approve Capital Funding request, in an amount not to exceed \$28,000, for the purchase and installation of fourteen Physio-Control LIFEPAK CR Plus Automated External Defibrillators (AED) units, to be placed in all Clubhouses, the Administration Building, Building 5, the Library, the Amphitheater, the Security Department and the Service Maintenance Department.

Three Directors spoke on the motion.

The motion carried unanimously by the Board Members present.

Rescind Policies 5031-30, Escrows; 1020-30, Door-to-Door Solicitation; 5032-30, Indemnification Resolution; 5551-30, Paramedic Program; 2004.01-30, Correspondence and 5102-30, Quorum.

At its meeting on February 14, 2017, the Executive Committee reviewed policies within their purview and moved to recommend that the Golden Rain Foundation (GRF) Board of Directors rescind Policies 5031-30, Escrows; 1020-30, Door-to-Door Solicitation; 5032-30, Indemnification Resolution; 5551-30, Paramedic Program; 2004.01-30, Correspondence and 5102-30, Quorum.

Mr. Hood MOVED, seconded by Ms. Rapp-

TO rescind Policies 5031-30, Escrows; 1020-30, Door-to-Door Solicitation; 5032-30, Indemnification Resolution; 5551-30, Paramedic Program; 2004.01-30, Correspondence and 5102-30, Quorum.

Two members spoke on the motion.

The motion was carried by the Board members present.

Finance Committee

Accept January 2017 Financials for Audit

At the regular meeting of the Finance Committee on February 21, 2017, the Committee duly moved to recommend to the Golden Rain Foundation Board of Directors acceptance of the January 2017 Financial Statements for audit.

Ms. Hopewell MOVED, seconded by Ms. Stone and carried unanimously by the Board members present –

TO accept the January 2016 Financial Statements for audit.

Rescind Policies 2283-31, Returned Checks; 2290-31, Cable Television Service Collection; 2243-31, Capital Projects; 2261-31 Verification of Expense Reports; 3210-31, Returned Checks; 5524-31 and 5524.01-31, Non-Current Receivables and Payables; and 5527-31, Repurchase Agreements

At the Finance Committee Work Study on Friday, February 17, 2017, policies within the purview of the Finance Committee were reviewed and it was the consensus of the Finance Committee Work Study to recommend to the Finance Committee rescission of several policies.

At the regular scheduled meeting of the Finance Committee held on February 21, 2017, the Committee approved rescinding the policies specified and to recommend to the GRF Board to approve rescission.

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

TO rescind Policies 2283-31, Returned Checks; 2290-31, Cable Television Service Collection; 2243-31, Capital Projects; 2261-31 Verification of Expense Reports; 3210-31, Returned Checks; 5524-31 and 5524.01-31, Non-Current Receivables and Payables; and 5527-31, Repurchase Agreements.

ITS Committee

Approve Technology Services Provider

Technijian has provided a SANS audit remediation and ongoing technical support for the past year. After re-evaluating the Golden Rain Foundation's (GRF) needs and going out to bid on alternative IT Consulting Companies/Managed Service Providers (MSPs), we have determined that Technijian's services are no longer necessary. We are currently paying \$9,054/month under Technijian's contract. The service agreement contract with Technijian is ending on April 1, 2017. We recommend the GRF Board of Directors decline to renew Technijian's contract.

At the special Information Technology System (ITS) Committee meeting on February 16, 2017, the Committee invited three IT Consulting Companies/Managed Service Providers (MSPs): Fully Functional Technology, Cal Net Technology Group and FPA Technology Services for presentations and Q&A sessions.

Upon discussion, the ITS Committee decided Fully Functional Technology best suited the GRF's needs. Fully Functional Technology's proposal lists an initial one-time payment of \$4,500 for the onboarding/setup fees. The onboarding includes installation of remote desktop support software, documentation of the information technology infrastructure, project assessment/recommendations, and a network and security assessment.

The proposal also lists a fee of \$4,400/month for ongoing monthly support. The monthly services includes patch management, backup, cybersecurity services, and support for all employee workstations and servers. GRF will be saving approximately \$4,600/month after switching from its current MSP.

Mr. Pratt MOVED, seconded by Mr. Hood and carried unanimously by the Board members present-

TO decline to renew the Technijian contract after April 1, 2017 and to accept Fully Functional Technology's proposal for a one-time \$4,500 onboarding fee and a \$4,400 monthly fee, to be charged to

GL 6478000-34, Other Professional Fees.

Mutual Administration Committee

Amend the Bereavement Booklet/Approve Inclusion in the Welcome Packet

It was the recommendation of the Mutual Administration Committee at its February 14, 2017 meeting that the Golden Rain Foundation (GRF) Board of Directors (BOD) amend the Bereavement Workbook. The specific amendments recommended are on page 9, first topic: Contact On-Site Sales Office at 562-598-1388 and page 10,1.: Call On-Site Sales Office at 562-598-1388.

Further, the Committee recommends the GRF BOD approve inclusion of the Bereavement Workbook in the Welcome packet.

Mrs. Reed MOVED, seconded by Mr. Lukoff-

TO amend the Bereavement Workbook and approve its inclusion in the Welcome packet.

Eight Board members and the Executive Director spoke on the motion.

Mrs. Tran MOVED, seconded by Mr. McGuigan-

TO amend the motion by adding "or another real estate office" after the proposed amendment in the main motion.

Six Board members spoke on the amendment to the main motion.

The amendment was carried with two recusals (Fekjar, Perrotti).

The amended main motion was carried with two recusals (Fekjar, Perrotti).

Rescind Policies 2710-33, Financial Eligibility Criteria-Emergency Needs and 1023.01-33, Regulation for Pet Ownership-GRF

At its meeting on February 14, 2017, the Mutual Administration Committee reviewed Policy 2710-33, Financial Eligibility Criteria-Emergency Needs and Policy 1023.01-33, Regulation for Pet Ownership-GRF. The Committee recommends the Golden Rain Foundation Board of Directors rescind the policies.

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

TO rescind Policy 2710-33, Financial Eligibility Criteria-Emergency

Needs and Policy 1023.01-33, Regulation for Pet Ownership-GRF.

Amend Policy 1023-MAC, Pet Ownership Rules

At the Mutual Administration Committee (MAC) meeting, on Tuesday, February 14, 2017, the Committee reviewed Policy 1023-MAC, Pet Ownership Rules; it was the consensus of the MAC to recommend to the Golden Rain Foundation (GRF) Board of Directors (BOD) to amend the policy.

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

TO approve amendment of Policy 1023-MAC, Pet Ownership Rules.

Physical Property Committee

Reserves Funding Request, Administration Building, First Floor Improvements

At its regular scheduled meeting on February 13, 2017, the Physical Property Committee (PPC) reviewed a request to make improvements to the first floor of the Administration Building for the Finance and Stock Transfer Departments. The Committee revised the scope of work provided by the Physical Properties Department to replace the lighting with LED fixtures, paint all of the rooms, replace the carpet on the first floor, replace work stations, and filing systems in both departments (attached in agenda packet). The total cost of the project is Golden State Surfaces– Carpet replacement: \$21,245, Talimar Systems – Stock Transfer work stations: \$14,899, Talimar Systems – Finance. work stations: \$30,130, Painting: \$10,000, LED Lighting: \$7,500, 10% Contingency: \$8,377

Upon discussion, the PPC unanimously agreed to have the work completed, for a cost not to exceed \$92,151, and forward it to the Finance Committee for review and funding approval.

At its regular scheduled meeting on February 21, 2017, the Finance Committee reviewed available funding for this project and unanimously resolved to approve the Reserve funding request for this project.

Mr. Lukoff MOVED, seconded by Mrs. Tran and carried by the Board members present-

TO approve improvements to the first floor of the Administration Building for the Finance and Stock Transfer Offices, including replacement of the existing lighting with LED fixtures, painting all rooms, carpet replacement on the first floor, and the replacement of work stations in both Finance and Stock Transfer Departments, for a

cost not to exceed \$92,151, including contingencies, funding from Reserves and to authorize the President to sign the applicable contracts.

Operations Funding Request, Contract Approval, Community Facilities Landscape Service

At its regularly scheduled meeting on February 13, 2017, the Physical Property Committee (PPC) reviewed a request to extend the current Community Facilities contract with John's Landscape Service, which is scheduled to terminate on April 31, 2017 and extend it to December 31, 2017 (see Exhibit A in agenda packet). This would align the termination date for both the Community Facilities and Golf Course contracts. The PPC discussed the matter and agreed it would benefit the community to grant contractors the opportunity to bid on both projects at the same time. The following are the excerpts of the PPC meeting of February 13, 2017: Ms. Rapp MOTIONED, seconded by Ms. Stone – TO recommend the Board to approve the extension of the contract with Johns Landscape Service (JLS) to December 31, 2017, to align it with the Golf Course contract expiration date. The motion was carried unanimously by Committee members present.

Mr. Stone MOVED, seconded by Ms. Stone-

TO approve the extension of the current contract with John's Landscape Service for the maintenance of the Community Facilities Landscaping, scheduled to terminate on April 31, 2017, extending it to December 31 2017, at the same monthly cost of \$9,000 per month and authorize the President sign the contract.

Two Board members, the Executive Director and the Facilities Director spoke on the motion.

Mrs. Reed MOVED, seconded by Mrs. Dodero and carried unanimously by the Board members present-

TO amend the motion to reflect a price of \$9,900 per month.

The amended main motion was carried unanimously by the Board members present.

Reserves Funding Request, Clubhouse Six, Concrete Replacement

At its regular scheduled meeting on February 13, 2017, the Physical Property Committee (PPC) reviewed a request to replace concrete on the west end of Clubhouse Six. A quote was obtained from MJ Jurado to replace 595 square feet of concrete at this area, for a cost not to exceed

\$8,000. The PPC reviewed the cost and amount of concrete needed for replacement and unanimously agreed to recommend MJ Jurado to replace 595 sq. ft. of concrete on the west end of Clubhouse Six, for a cost not to exceed \$8,000, and forward a request to the Finance Committee for Reserve Funding review.

At its regular scheduled meeting on February 21, 2017 the Finance Committee reviewed available funding for the replacement of concrete at this area and unanimously resolved to approve the Reserve funding request for this project.

Ms. Rapp MOVED, seconded by Ms. Hopewell-

TO award a contract to MJ Jurado, for the replacement of 595 sq. ft. of concrete on the west end of Clubhouse Six, for a cost not to exceed \$8,000, funding from Reserves and authorize the President sign the contract.

One Board member and the Facilities Director spoke on the motion.

The motion was carried unanimously by the Board members present.

Publications Committee

Adopt Policy 2866-36, Acceptable Bilingual Advertisements and Adopt Policy 2869-36, Leisure World Live (LW Live)

At the Publications Committee meeting, on February 8, 2017, the Committee reviewed policies within their purview and moved to recommend the Golden Rain Foundation Board adopt Policies 2866-36, Acceptable Bilingual Advertisements and 2869-36, Leisure World Live (LW Live).

Mrs. Greer MOVED, seconded by Ms. Fekjar

TO adopt Policies 2866-36, Acceptable Bilingual Advertisements and 2869-36, Leisure World Live (LW Live).

Three Board members spoke on the motion.

The motion was carried unanimously by the Board members present.

Rescind Policy 2851-36. Newspaper Services, Advertising

At its meeting on February 8, 2017, the Publications Committee reviewed Policy 2851-36, Administration, Newspaper Services - Advertising. The Committee recommended the Golden Rain Foundation Board of Directors to rescind the policy.

Ms. Fekjar MOVED, seconded by Mrs. Greer and carried unanimously by the Board members present-

TO rescind Policy 2851-36, Administration, Newspaper Services -
Advertising.

Recreation Committee

Capital Funding Request, Replacement of Air Filtration Systems at Woodshops 1 and 2

At its February 8, 2017 meeting, the Recreation Committee (RC) reviewed correspondence from Clubhouses One and Two wood shops requesting the installation of new Dust Extraction Units that will improve the air quality for the wood shop Supervisors and Shareholders by filtering out fine particles in the air. After reviewing the information on the units, the RC approved the requested purchase of two self-contained auxiliary Air Extraction Units for both woodshops, in an amount not to exceed \$2,000, and to forward this request to the Finance Committee for approval of funding as a Capital expense.

At its meeting on February 21, 2017, the Finance Committee approved funding for the installation of two new Air Extraction Units for Clubhouses One and Two woodshops, in an amount not to exceed \$2,000, from the Capital Budget.

Mr. Moore MOVED, seconded by Ms. Fekjar and carried unanimously by the Board members present-

TO approve the purchase of two new Air Extraction Units for
Clubhouses One and Two woodshops, in an amount not to exceed
\$2,000, and to authorize the President to sign the contract.

Capital Funding Request for Portable Wall System at Clubhouse Six

The portable dividers that are currently used to separate the Hospitality and the table tennis areas are in need of replacement. The Recreation Committee requested that the Recreation Department research a more appropriate type of temporary divider wall for the area.

After reviewing the PORTA-PANEL wall system, the Recreation Committee approved the system and requested it be determined if a permit would be required. (Per the city planning department, no permit is required.)

At its meeting on January 11, 2017, the Recreation Committee approved the installation of the new Air Wall system in Clubhouse Six, by Kali Space Solutions, in the amount not to exceed \$20,000, from the Capital Budget, color to be selected by the Architectural Design and Review Committee (ADRC) and to request that the Finance Committee approve funding.

At its meeting on February 21, 2017, the Finance Committee approved funding for the purchase of the new PORTA-PANEL wall system for Clubhouse Six, not to exceed \$20,000, from the capital budget.

Mr. McGuigan MOVED, seconded by Mrs. Reed and carried unanimously by the Board members present -

TO approve the purchase of the new PORTA-PANEL Wall system, for Clubhouse Six, in an amount not to exceed \$20,000, the color to be selected by the ADRC and to authorize the President to sign the contract.

Amend Policy 2501-35, Library, Patron Use

At its meeting on February 8, 2017, the Recreation Committee reviewed Policy 2501-33, Library, Patron Use. The Committee recommends the Golden Rain Foundation Board of Directors amend the policy to reflect a correction in the Hours of Operation of the Library.

Mrs. Reed MOVED, seconded by Ms. Snowden and carried by the Board members present-

TO amend Policy 2501-33, Library, Patron Use, to reflect a correction in the Hours of Operation as follows: "The Library shall remain open from 9:30 a.m. to 3:30 p.m., Monday through Saturday," and omit the remainder of the sentence.

Security, Bus & Traffic Committee

Amend Policy 5536.05-37, After Hours Visitors

At its meeting on February 1, 2017, the Security Bus & Traffic Committee reviewed Policy 5536.05-37, After Hours Visitors. The Committee recommends the Golden Rain Foundation Board of Directors amend the policy by removing the second paragraph in its entirety.

Mrs. Tran MOVED, seconded by Ms. Rapp and carried unanimously by the Board member

present-

TO amend Policy 5536.05-37, After Hours Visitors, by removing the second paragraph in its entirety.

Rescind Policies 1911-37, One Way Streets; 1914-37, Restricted Parking-Accessible Parking Spaces and 3370-37-Staff Operations, Vehicle Maintenance Program

At its meeting on February 1, 2017, the Security Bus & Traffic Committee reviewed the policies under their purview and moved to recommend the GRF Board of Directors rescind policies 1911-37, One Way Streets; 1914-37, Restricted Parking – Accessible Parking Spaces and 3370-37, Staff Operations, Vehicle Maintenance Program.

Mrs. Perrotti MOVED, seconded by Mr. Hood and carried unanimously by the Board members present-

TO rescind Policies 1911-37, One Way Streets; 1914-37, Restricted Parking – Accessible Parking Spaces and 3370-37, Staff Operations, Vehicle Maintenance Program.

General

Capital Funding Request, Emergency Generator

On Friday February 17, 2017, a strong weather system brought periods of heavy rain and strong winds with gust in excess of 50mph, resulting in localized flooding/standing water and large areas of power outages due to down power lines, and transformer failures.

All vital systems (Server, phone, radio combinations etc.) are required during any emergency; it is critical that we have a reliable and of a suitable size backup generator to keep these key systems online.

The existing backup generator at the News Building was installed in 1974 and, at the time, a small generator of 5000kw was adequate. Now 43 years later, with multiple server systems, wireless connectivity between buildings, telephone system operating off the main server, multiple radio systems, there is a clear and present need to upgrade and expand emergency power systems.

Staff is proposing a replacement of the 5000kw generator with a 40,000 to 60,000 kw generator and applicable transfer switches. A generator of this size would provide required power to operate all key systems, including the running of power to the Administration Building servers and wireless antenna arrays.

Estimated cost to replace the emergency generator, new transfer switches, permits, installation

and electrical contractor for various wiring needs is \$35,000. Funding for this non-scheduled project would be from Capital, where adequate levels of Capital funds are available.

Ms. Snowden MOVED, seconded by Mr. Pratt-

TO authorize the Executive Director to initiate the required purchases and the President to sign any contract for the purchase and installation of a backup generator of 40,000 to 60,000kw output to maintain operations of critical components (i.e. Servers, Phone System, Wireless array, and Radio systems), in an amount not to exceed \$35,000. Funding from available Capital funds.

Four Board members and the Executive Director spoke on the motion.

The motion was carried unanimously by the Board members present.

CONTROLLER'S REPORT

The Controller's report is included at the end of the minutes as an attachment.

EXECUTIVE DIRECTOR'S REPORT

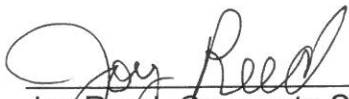
The Executive Director spoke on the power outage and staff debriefing; it is recommended that the topic of flooding of the streets be addressed. Wall sections J & K are on hold due to the flood control canal erosion as a result of the heavy rain fall.

BOARD MEMBER COMMENTS

Sixteen Board members spoke on the proceedings of today's meeting.

ADJOURNMENT

The meeting was adjourned was at 11:51 a.m.



Joy Reed, Corporate Secretary
GRF Board of Directors
/dfb 02.28.17