

BOARD OF DIRECTORS MEETING MINUTES GOLDEN RAIN FOUNDATION DECEMBER 27, 2016

CALL TO ORDER

Vice President Linda Stone 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, December 26, 2016, in Clubhouse Four.

PLEDGE OF ALLEGIANCE

City of Seal Beach Mayor Sandra Massa-Lavitt led the Pledge of Allegiance.

ROLL CALL

Following the roll call, Recording Secretary Bennett reported that Directors Perrotti, R. Stone, Pratt, Snowden, L. Stone, Rapp, Hood, McGuigan, Dodero, Greer, Lukoff, Tran, and Fekjar were present. Directors Damoci, Hopewell, Moore, Reed and Scheuermann were absent. Thirteen Directors were present, with a quorum of seven.

PRESIDENTS COMMENTS

The President announced the passing for former GRF Director Ron Kravitz.

ANNOUNCEMENTS/ SERVICE AWARD PRESENTATIONS

Two special GRF Board of Directors meetings took place on November 29 and December 20, 2016. The GRF Board of Directors met in Executive Session on December 15 and December 20, 2016 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

The employees eligible for service awards were not available.

SEAL BEACH MAYOR'S REPORT

The Mayor of Seal Beach 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 <u>before</u> 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. (<u>Civ. Code §4925(b)</u>.) 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

One 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 ten November 2016 Committee meetings:

- Minutes of the Strategic Planning Ad Hoc Committee Board Meeting of November 1, 2016
- Minutes of the Security, Bus & Transportation Committee Board Meeting of November 2, 2016
- Minutes of the ITS Committee Board Meeting of November 7, 2016
- Minutes of the Architectural Design and Review Committee of November 8, 2016
- Minutes of the Mutual Administration Committee Board Meeting of November 8, 2016
- Minutes of the Publications Committee Board Meeting of November 9, 2016
- Minutes of the Recreation Committee Board Meeting of November 9, 2016
- Minutes of the Executive Committee Board Meeting of November 10, 2016
- Minutes of the Physical Properties Committee Board Meeting of November 14, 2016
- Minutes of the Finance Committee Board Meeting of November 15, 2016

APPROVAL OF BOARD MEETING MINUTES

The minutes of the November 22, 2016 were approved, by general consent of the Board, as distributed. Correction was offered to the Special November 29, 2016 Golden Rain Foundation Board meeting minutes. The minutes were approved, as by general consent of the Board, as corrected.

NEW BUSINESS

Architectural Design and Review Committee

Landscape Replacements, Four Locations

At its special meeting on December 20, 2016, the Architectural Design Review Committee (ADRC) reviewed Community areas in need of landscaping upgrades. The Committee reviewed proposals from current GRF Landscaper, Johns Landscape Maintenance (JLM), for the following areas and costs: #10, Palm Island/Admin, \$1,000; #13, Entrance J Island, \$7,249 and #14, Pump Island, \$2,000. Scheduled 2016 Reserve Funding is available for landscape replacement, in the amount of \$10,249. The majority of the Committee agreed to recommend to the GRF Board landscape replacements.

At the same meeting, the ADRC looked at the area between the Amphitheater and Healthcare Building (South Side Hill) for landscaping improvements. Upon review of the proposal from JLM, the majority of the Committee agreed to recommend to the GRF Board landscape replacements in the area, for a cost not to exceed \$3,206, using Capital Funding.

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

TO award contracts to JLM for the landscape replacements in the areas of the parking lot at the Administration/Healthcare Center described as Palm Island, Entrance J Island, and Pump Island, using Reserve Funds, in an amount not to exceed \$10,249, per proposals dated December 9 and 19, 2016, and to award a contract for landscape improvements at the South Side Hill, between the Amphitheater and Healthcare Building, for a cost not to exceed \$3,206, per proposal dated November 7, 2016, using Capital Funding and approve the President to sign the contracts.

Executive Committee

Approve 2017 Election Materials

Policy 5025-30, Election Procedures, sets forth information regarding the election process for the GRF Board of Directors. Four changes are recommended to improve clarification about candidate responsibilities and materials: 1) Specify the application materials candidates will turn in prior to

the deadline, and clarify that candidates are required to provide photo identification when turning in candidate application materials; and 2) Add information about the Candidate Eligibility Disclaimer which was put into practice per GRF Board approval on February 23, 2016; and 3) Set forth the cost to purchase mailing labels at a flat rate of \$10 plus \$0.25 per sheet total cost (background data on requests and costs attached); and 4) Correct GRB to GRF on page 5 of the policy.

At its meeting on December 9, 2016, the Executive Committee unanimously recommended the Board approve this amendment.

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

TO amend Policy 5025-30, Election Procedures, to set forth the application materials that candidates will turn in prior to the deadline, state that candidates are required to provide photo identification when turning in application materials, add information about the Candidate Eligibility Disclaimer, specify the cost of mailing labels as \$10 plus \$0.25 per sheet, and correct GRB to GRF on page 5 of the policy.

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

Mrs. Greer MOVED, seconded by Ms. Rapp and carried unanimously be the Board Members present –

TO amend Policy 5025-30, Election Procedures, page 2, item c: "Refer to GRF Bylaws, Article Six, Section One. Candidates shall complete an Eligibility Disclaimer to set forth that they are qualified to serve on the GRF Board of Directors."

Finance Committee

Accept November Financials for Audit

At the regular meeting of the Finance Committee on December 20, 2016, the Committee duly moved to recommend to the Golden Rain Foundation Board of Directors acceptance of the November 2016 Financial Statements for audit.

Mr. Hood MOVED, seconded by Ms. Rapp and carried unanimously by the Board members present –

TO accept the November 2016 Financial Statements for audit.

Consideration of Annual Leases

At the December 20, 2016, meeting of the Finance Committee, the Committee reviewed proposed annual lease agreements in the use of Trust Property for the:

- Genealogy Club (Room 10, CH3)
- Historical Society (Room A, CH1)
- Radio Club (Room D, Amphitheater)
- Theater Club(Room A, Amphitheater)

The Committee unanimously approved to recommend to the Board the agreements, as noted, to stipulate clear terms and conditions in the use of Trust property.

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

TO approve annual lease agreements with the Genealogy Club (Room 10, CH3), the Historical Society (Room A, CH1), the Radio Club (Room D, Amphitheater), the Theater Club (Room A, Amphitheater), per the attached Exhibits 1 through 4 (included in the agenda packet, and, upon securing the signature of the authorized officer of the clubs, authorize the President to sign the agreements.

Sales Office - Enhanced Internet Service

At the December 20, 2016 meeting of the Finance Committee, the Committee reviewed a December 6, 2016 request from onsite sales in reference to internet speeds being "...incredibly slow and almost unusable..."

Per terms of the agreement between GRF and on site sales, GRF is to provide internet access:

The LESSOR will pay for all heat, light, power, all SIXTEENTH: other utilities, landscaping, telephone equipment, property taxes and property and fire insurance associated with said Premises. The said Premises, and every part thereof, and all inside and outside tile, window and other structural glass and other glazing, electric, plumbing, heating and lighting fixtures and locks, bolts, wiring, heating systems and other fixtures, including sewer system, in and about the said Premises are at the date hereof in good order, condition and repair; that they will be so kept by the LESSOR at the sole cost and expense of the LESSOR during the said term. The LESSEE shall pay the LESSOR a total of \$300 per month, in addition to the monthly rental fee, during the term of this Lease for the following utilities and services which will be provided by LESSOR: telephone service, Internet access, webpage maintenance, ITS support services, and janitorial service.

Currently provided - Frontier DSL (3Mbps/768Kbps) for \$54.99/month.

Frontier has quoted 50Mbps/50Mbps for \$99.99 month. Other costs involved:

- One-time installation fee: \$59.99
- Rent router for \$9.99/month or purchase for \$199.99

As the sales office has 11 plus users, staff has recommended the 50Mbps service at \$99.99 per month (an additional \$45 per month, plus applicable installation fees).

Mr. Stone MOVED, seconded by Mr. McGuigan-

TO approve the upgrade of internet service to the sales office, in the amounts of an additional \$45 per month for 50Mbps/50Mbps (plus applicable taxes), Installation fee of \$59.99 (plus applicable taxes), Router rental of \$9.99 per month (plus applicable taxes) and authorize the President to sign all applicable agreements.

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

The motion was carried with one recusal (Fekjar).

Mutual Administration Committee

FINAL APPROVAL: Policy 1201-33, Photo ID Cards

At its meeting on September 13, 2016, the Mutual Administration Committee reviewed potential revenue increases in fee rates for services provided by the Stock Transfer Office. In order to implement the fee changes, Policy 1201-33 must be amended. The proposed fee changes include an increase from \$10 to \$20 for the replacement of lost ID cards (first loss).

The proposed fees reflect a potential revenue increase from this policy change of more than \$1,200.

The Mutual Administration Committee recommended the tentative amendment of Policy 1201-31, Photo ID Cards, to the Golden Rain Foundation Board of Directors at its meeting in September, with final adoption scheduled for December.

Mrs. Greer MOVED, seconded by Ms. Rapp-

TO amend Policy 1201-33, Photo ID Cards, to reflect an increase in the fee to replace a lost ID card (1st loss), from \$10 to \$20, to become effective January 1, 2017.

One Board member spoke on the motion.

The motion was carried unanimously by the Board members present.

FINAL APPROVAL: Policy 5061-31, Fees

At its meeting on September 13, 2016, the Mutual Administration Committee reviewed potential revenue increases in fee rates for services provided by the Stock Transfer Office. In order to implement the fee changes, Policy 5061-31 must be amended. The proposed fee changes include:

Established Fees	Policy	Current Fee	Proposed Fee
Co-Occupant Setup Fee	5061-31, Fees	\$50	\$100
Certificate Preparation Fee (i.e. Stock Transfer Fee)	5061-31, Fees	\$150	\$250
Escrow Transfer Fee	5061-31, Fees	\$350	\$500
New Fees	Applicable Policy	Current Fee	Proposed Fee
Powers of Attorney and Court Orders	5061-31, Fees	-	\$75
Additional Map	5061-31, Fees	-	\$5

The proposed fees reflect a potential revenue increase from this policy change of more than \$55,000.

At its meeting of September 4, 2016, 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 October 6th edition on the *Golden Rain News*. Members were welcomed to submit their comments or questions to the Board Office on this matter. One comment was received. This process is recommended in accordance of the Davis-Stirling Act, Civil Code §4360.

The policy will become effective January 1, 2017.

Ms. Rapp MOVED, seconded by Mr. McGuigan-

TO amend Policy 5061-31, Fees, to reflect an increase in Co-Occupant Setup fees, from \$50 to \$100; an increase in the Certificate Preparation Fee, from \$150 to \$250; an increase in the Escrow Transfer Fee, from \$350 to \$500; and the establishment of new fee, Power of Attorney and Court Orders, \$75 and new fee for additional maps, \$5, to become effective January 1, 2017.

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

Mr. Lukoff MOVED, seconded by Mr. McGuigan-

TO amend Policy 5061-33, Fees, to exempt shareholders from the new \$5 fee for additional maps.

Three Board members and the Executive Director spoke on the amendment.

The amended main motion was carried unanimously.

FINAL APPROVAL: Policy 5536.1-33, Gate Passes

At its regularly scheduled meeting of the Mutual Administration Committee (MAC) on December 13, 2016, the Committee reviewed a proposed procedural amendment to Policy 5536.1-33, as approved by the Board on October 25, 2016, to tentatively approve for the required 30 day posting (excerpt of the Board minutes were attached, as Exhibit A, in the agenda packet).

Following the posting of the proposed policy, at the November meeting of the Presidents Council, a general consensus was established, noting each Mutual Board shall determine the number of additional passes, which shall not exceed four (4).

To be compliant with the consensus of opinion by the collective Mutual Board Presidents, a procedural amendment to policy would be required. Such amendment shall require each Mutual Board annually, on or before December 15th of each year, provide a resolution to set a number of additional guest passes, which shall not exceed four (4) additional guests.

The Committee, at its December 13, 2016 meeting, unanimously approved to recommend a procedural amendment to proposed policy 5536.1-33 (included in the agenda packet as Exhibit

B). Notice of Mutual Board resolution attached for the Board's information (included in the agenda packet as Exhibit C).

At its meeting of October 25, 2016, the Board of Directors voted to tentatively amend policy 5536.1-33, pending a 30-day notice period to Foundation members in accordance with applicable section of the California Civil Codes. The policy draft was published in the November 2nd edition on the *Golden Rain News*. Members were welcomed to submit their comments or questions to the Board Office on this matter. No comments were received.

Ms. Rapp MOVED, seconded by Mr. Lukoff-

TO ratify and adopt Policy 5536.1-33, as amended.

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

Ms. Snowden MOVED, seconded by Mr. Pratt-

TO amend Policy 5536.1-33, Gate Passes to include "if no resolution is received from any Mutual by December 15, the previous year's resolution will stand."

The amendment carried with one no vote (McGuigan).

Five Board members and the Executive Director spoke on the amended motion.

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

Physical Property Committee

Paving Project, Phase One

At its regularly scheduled meeting on December 12, 2016, the Physical Property Committee (PPC) reviewed an updated priority list for Trust Streets in need of repair and/or replacement; the scope of work includes 2" grind and overlay of asphalt, the removal and replacement of flow lines and gutters and, the re-striping of street markings. The Physical Property Department sent out a Request for Proposals to nine contractors and received four bids based on their square footage and lineal costs, as follows: All American Asphalt \$403,388.54, MJ Jurado \$458,469.51, Nelson Paving (NPG)* 548,303.52, EBS (did not respond to verify cost) *Contractor completed Del Monte R/R without a change order.

Upon discussion on the scope of work, locations and contractor proposals, the Committee duly moved and unanimously approved to recommend the Board award a contract to Nelson Paving (NPG), for a cost of \$ 548,303.52 (Exhibit A in the agenda packet) to repave the following streets: Cedar Crest, Knollwood, Fairfield/Prestwick, Shawnee, Sunningdale, McKinney, Homewood and Weeburn.

Funding is available through Reserves, in the amount of \$600,000. It is staff's recommendation to include \$51,696.48 as contingency for this project, for a total not to exceed \$600,000.

Mr. Lukoff MOVED, seconded by Mr. Hood-

TO award a contract to Nelson Paving (NPG), for a cost of \$548,303.52, and include a \$51,696.48 contingency funding for this project, for a total not to exceed \$600,000, to repave and replace work called out on the RFP, dated February 2, 2016, for the following streets: Cedar Crest, Knollwood, Fairfield/Prestwick, Shawnee, Sunningdale, McKinney, Homewood and Weeburn, funding from the Reserve account and authorize the President to sign the contract and the Physical Property Chair sign any change orders.

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

Replacement of Concrete and Trees Removal at South Entry, Building Five

At its regularly scheduled meeting on December 12, 2016, the Physical Property Committee (PPC) reviewed a request to replace the damaged concrete at the south end of Building 5 and remove two existing trees causing the damage. Also included in the scope of work is a budget to re-landscape the area, which will need to be reviewed by the Architectural Design and Review Committee (ADRC).

Upon discussion, the Committee unanimously agreed on the following: to have MJ Jurado remove and replace the damaged concrete at the south end of Building 5 and remove the two existing trees for the amount of \$14,500 (Exhibit A in the agenda packet), upon review by the ADRC, have our Community Facilities Landscaper install new irrigation and landscaping, for the cost not to exceed \$2,000 for a total project cost, and request new Capital funds, in an amount not to exceed \$16,500, and forward to the Finance Committee for review, and to the Board for final approval.

At its regularly scheduled meeting on December 20, 2016, the Finance Committee reviewed available Capital funding for this project and unanimously resolved to approve to recommend to the Board that sufficient Capital Funds are available, in an amount not to exceed \$16,500.

Ms. Rapp MOVED, seconded by Mr. McGuigan-

TO award a contract to MJ Jurado to remove and replace damaged concrete at the south end of Building 5 and remove two existing trees at the same location for a cost of \$14,500. Upon review by the ADRC, schedule our Community Facilities Landscaper to install new irrigation and landscaping, for a cost of \$2,000, for a total project cost not to exceed \$16,500, and to approve the President to sign the contract, funding from Capital.

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

The motion was carried unanimously by the Board members present.

New Pedestrian Gate off North Gate Road

At the regularly scheduled meeting on September 20, 2016, the Finance Committee reviewed a request from the Physical Property Committee (PPC) to install a Pedestrian Gate for the Northern section of the community. The following are excerpt from the minutes:

Pedestrian Gate at Northwood Road Ms. Snowden MOTIONED, seconded by Ms. Hopewell – TO approve the non-budgeted request for the placement of a pedestrian gate, not to exceed \$30,000, from Capital Funding. Item to be returned back to the Physical Property Committee to determine the exact location for this pedestrian gate.

At the regularly scheduled meeting on December 12, 2016, the PPC looked at location options to install a Pedestrian Gate on the north end of the community. Two options where presented to the Committee for consideration. Option one was in Mutual 15, by building 12; Option two was the Trust Property between the Mutuals 11 and 15, on Northwood Road. The PPC discussed locations and associated costs. The PPC unanimously chose Option two, the location on Northwood Road at the Trust Property, for a cost not to exceed \$28,143, as follows: Dantuma Masonry, install opening for gate, \$4,800; permit fees, \$1,500; MJ Jurado, ramps and sidewalk, \$5,100; Vortex, ADA gate, \$8,943, Solar/Controls, solar and gate controls, \$2,800; and contingency, \$5,000 for a total of \$28,143.

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

TO approve installation of a Pedestrian Gate at the location known as the Trust Property between the Mutuals 11 and 15, on Northwood

Road, at the cost not to exceed \$28,143, funding from Capital, and authorize the President to sign necessary contracts.

Trust Property-Red Curb Study

At its regularly scheduled meeting of the Physical Property Committee (PPC) on December 12, 2016, the Committee reviewed requests to add red curbing to Northwood Road at Shawnee Lane and at the south end of Thunderbird. Staff provided a proposal by Urban Crossroads, the current Traffic Engineer working in the community, to review all red curbing in the community, for a cost not to exceed \$9,720 (Exhibit A in the agenda packet).

The Committee discussed the scope of work and proposal provided by Urban Crossroads and resolved all red curbing throughout the community should be uniform. The PPC unanimously agreed to recommend to the Board a study of red curbs upon Trust property by Urban Crossroads, at a cost not to exceed \$9,720, and to forward this project to the Finance Committee for funding review.

At the regularly scheduled meeting of the Finance Committee on December 20, 2016, the Committee reviewed available Capital funding for this project and unanimously approved to recommend to the Board that sufficient Capital funds are available for this project, in an amount not to exceed \$9,720.

Mrs. Tran MOVED, seconded by Ms. Rapp-

TO award a contract to Urban Crossroads to perform a review and reset study on all red curbing within Trust property, at a cost not to exceed \$9,720, funding from Capital funding, and approve the President to sign the contract.

Three Board members, the Executive Director and the Project Coordinator spoke on the motion.

The motion was carried with one no vote (R. Stone).

Nassau Drive Landscape Removal

At its regularly scheduled meeting of the Physical Properties Committee (PPC) on December 12, 2016, the Committee reviewed a request from the Architecture Design Review Committee (ADRC) for removal of existing bougainvillea bushes and roots, the installation of 61 five gallon container size Calliandra plants along the perimeter wall on Nassau Drive across from Mutual Nine, grind 28 stumps from previously removed trees, and trim 72 Junipers to allow for growth.

Bids received for this scope of work were from Johns Landscaping, \$6,450; Andres Landscaping, \$9,430; and Total Landscaping (no bid).

The PPC unanimously agreed to recommend to the Board Johns Landscaping, at a cost not to exceed \$6,450, and forward this project to the Finance Committee for funding review.

At the regularly scheduled meeting of the Finance Committee on December 20, 2016, the Committee reviewed available funding for this project and unanimously resolved that sufficient Capital funds are available in an amount not to exceed \$6,450.

Ms. Stone MOVED, seconded by Ms. Rapp-

TO award a contract to Johns Landscaping to remove existing bougainvillea bushes and roots, install 61 five gallon container size Calliandra plants along the perimeter wall on Nassau Drive across from Mutual Nine, grind 28 stumps from previously removed trees, and trim 72 Junipers to allow for growth, at a cost not to exceed \$6,450, from Capital funding and approve the President to sign the contract.

One Board member spoke on the motion.

The motion was carried unanimously by the Board members present.

Security, Bus and Traffic Committee

FINAL APPROVAL: Adopt Policy 1927-37, Parking Rules for Trust Property

At the regularly scheduled meeting of the Golden Rain Foundation (GRF) Board of Directors (BOD), on November 22, 2016, the BOD voted to tentatively adopt Policy 1927-37, Parking Rules for Trust Property, pending a 30-day notice period to Foundation members. The policy draft was published in the November 24th 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.

Mr. McGuigan MOVED, seconded by Mr. Hood-

TO adopt Policy 1927-37, Parking Rules for Trust Property, to be effective January 1, 2017.

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

The motion was carried unanimously by the Board members present.

FINAL APPROVAL: Adopt Policy 1927.1-37, Fees (Fines) for Parking Rules Violations on Trust Property

At the regularly scheduled meeting of the Golden Rain Foundation (GRF) Board of Directors (BOD), on November 22, 2016, the BOD voted to tentatively adopt Policy 1927.1-37, Fees (Fines) for Parking Rules Violations on Trust Property, pending a 30-day notice period to Foundation members. The policy draft was published in the November 24th 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.

The BOD received one piece of correspondence, which was shared with the GRF Board of Directors.

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

TO adopt Policy 1927.1-37, Fees (Fines) for Parking Rules

Violations on Trust Property, to be effective January 1, 2017.

One Board member spoke on the motion.

Mr. Lukoff MOVED, seconded by Mrs. Dodero-

TO eliminate progressive increase of all fines.

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

The motion to amend fails with two yes votes (Dodero and Lukoff).

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 new electrical panel on sewer lift and Clubhouse Four renovation.

BOARD MEMBER COMMENTS

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

ADJOURNMENT

The meeting was adjourned was at 12:08 p.m.

Joy Reed, Corporate Secretary

GRF Board of Directors

/dfb 12.27.16