



**BOARD OF DIRECTORS MEMBERS MEETING MINUTES  
GOLDEN RAIN FOUNDATION  
May 24, 2016**

**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, May 24, 2016, in Clubhouse Four.

**PLEDGE OF ALLEGIANCE**

The GRF BOD was honored to have Ruben Gonzalez, Facilities Manager, to lead the Pledge of Allegiance.

**ROLL CALL**

The Corporate Secretary reported that Board members Perrotti, R. Stone, Snowden, Pratt, Hood, Wood, Rapp, L. Stone, Damoci, Winkler, Reed, McGuigan, Dodero, Greer, Lukoff, Bolton (arrived 10:35 a.m.) and Moore were present. Director of Finance Miller were also present. Seventeen Board members were present, ten constituted a majority.

**PRESIDENT'S COMMENTS**

This message will be up front and personal and is my opinion only. There is a rumor precipitated by an e-mail, by a resident, regarding GRF iPads gifted to GRF board members after three years of serving on the Foundation Board of Directors (BOD). Well, the rumor is true, however; consider this: first of all, in the fast moving area of technology, a three year old iPad is very much past its prime and although usable for another year or two, it is slow, new apps are out and the processing speed leaves much to be desired. Remember, the iPads were issued to encourage board members to use them to access information without producing more copies. You will see them used frequently by board members when they attend meetings. However; once fully depreciated, they are given to the board member who has used it for the past three years, if they want it. If they resign or are no longer a GRF board member, if they want the tablet, they must reimburse the Foundation for the undepreciated amount. This is in policy #5045-34 and was adopted by the BOD in March of 2014. A tiny gift for the hundreds of number of hours a Foundation director spends taking care of the business of the Foundation without compensation, except for a free lunch, dinner or a few pastries is of such benefit to the residents of our community; it puzzles me why anyone would object to this action.

I have been told by a resident that directors made a choice to serve so we shouldn't expect anything in return. Wow! If the volunteers, sitting at this dais, were not here and we did not meet the requirements of our by-laws and the civil codes because we did not have a quorum of board at our board meetings, the Foundation could possibly be put into receivership and an outside management company would have to operate the Foundation. We would still need the same number of people to take care of our small city and, in addition, we would be paying a significant management fee just as those residents living in the Mutuals in Laguna Woods have had to pay. The residents and the board members sitting here, myself included, would be paying far more for our monthly assessments. Remember, we also pay those fees and it is not always easy for some board members to pay them. Two thirds to three fourths of these directors attend all the Standing Committee meetings to make sure they understand the issues presented to them and why and to verify the costs of these decisions which are made. I was calculating what the value of a three year old iPad, which is somewhere between \$125.00 and \$175.00, would be per hour of meeting of the many meetings in which we attend, back up information which must be studied, and participation in the many functions we should go to including our own Mutual meetings. Over a period of three years, I estimate it at approximately sixteen cents an hour. This is probably a very low estimate as we have approximately twenty five to thirty meetings a month. Some of these Directors attend between 25 or 30 meetings a month. My calculations were based on twelve meetings a month for three years. You do the math!

For the past four years I have been a corporate officer, I have read many e-mails of complaints and criticism of the actions of the BOD. I welcome well-thought out questions and comments, however; often these communications are full of inaccuracies and misinformation. Rarely does a writer hold a position of leadership in the Mutuals or the Foundation. If a shareholder/member is unhappy with our decisions then join the leadership teams, take part in the decision making. There are others who feel strongly, because they are retired, they have no intention of taking their time to participate in the management of the Leisure World. It also means some groups in our community are under-represented which also concerns me. At some point in time, if we all felt that way, this would be a very expensive place to live.

My philosophy is if you have a concern, share it and a possible solution. Letters can be very effective as they are read at the appropriate committee meeting. Because of the civil code, as a general rule, action cannot be taken on your concerns at that meeting, but it can be on the agenda at the next meeting. Talk to your GRF Representative for the background on why certain decisions are made by the committee and later the BOD. Understand the issues!

Attend meetings, talk to people, voice your concerns and consider being an advisor on your Mutual board, run for office and take a seat at the table. Spend at least a year on your Mutual Board, which will give you the background to represent your Mutual and have some knowledge which would be helpful at the Foundation level, then elect to run as a GRF Representative for your Mutual.

If you decide to get involved, you will make friends, meet some very interesting people and there will be a definite positive effect on your brain power. I have found it very worthwhile.

## **ANNOUNCEMENTS/SERVICE AWARD PRESENTATION**

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

The GRF President stated that the GRF BOD met in Executive Session on April 1, 2016. Fifteen Board Members were present to discuss litigation matters, the formulation of contracts and personnel issues.

The GRF President recognized the following service anniversaries:

Michael Cox	Service Maintenance Department	10 years of service
Tim Brooks	Service Maintenance Department	10 years of service
Ester Jamora	Finance Department	10 years of service

## **Seal Beach Mayor's Report – City of Seal Beach Update**

The Seal Beach Mayor, Sandra Massa-Lavitt, updated the GRF BOD on topics discussed at the last Seal Beach City Council meeting.

## **Shareholder/Member Comments**

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

**NOTE:** In accordance with applicable sections of the Civil Code and Policy 5610 of the Golden Rain Foundation, Members may provide comments to the Board. Members must register their requests in advance of the meeting, and comments are limited to four (4) 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 six Committee meetings in March. The Committee minutes for these meetings were approved earlier this month by their respective Committees:

- Minutes of the Physical Property Committee Board Meeting of April 6, 2016
- Minutes of the Executive Committee Board Meeting of April 8, 2016
- Minutes of the Recreation Committee Board Meeting of April 11, 2016
- Minutes of the Security, Bus & Transportation Committee Board Meeting of April 13, 2016
- Minutes of the Architectural Design and Review Committee Board Meeting of April 18, 2016
- Minutes of the Finance Committee Board Meeting of April 19, 2016

These minutes were approved by Consent Calendar, whereby 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 were 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 April 26, 2016 Golden Rain Foundation meeting were approved, as distributed, by general consent of the Board.

### **NEW BUSINESS**

#### **General**

#### **Appoint Golden Rain Foundation Director for Mutual Fifteen**

Mutual Fifteen GRF Director Phil Friedman resigned from the Board effective April 18, 2016, leaving his position vacant. On April 19, Mutual Fifteen units were advised of the vacancy and nominations requested. At 4:30 p.m., on April 29, the nominating period closed with no nominations received.

Pursuant to Article VI, Section 6, of the GRF Bylaws, if no nominations are received, the GRF Board shall appoint someone to serve. Upon consultation with Mutual Fifteen, Ms. Helen Tran was chosen as the ideal candidate. If approved, Ms. Tran shall serve as a Director until June 2018 when the regular election for GRF Directors representing odd-numbered Mutuals takes place.

Ms. Winkler MOVED, seconded by Ms. Snowden and carried unanimously -

**TO** appoint Helen Tran as the GRF Director for Mutual Fifteen.

Ms. Tran was welcomed and thanked for her service. She took her place on the dais with the GRF Board of Directors.

The Corporate Secretary advised that with the arrival of the Director for Mutual Sixteen, seventeen Board members were present, ten constituted a majority.

#### **Request for GRF Support for Assembly Bill 1779**

Shareholder/member Les Cohen made a presentation in favor of the GRF BOD officially support Assembly Bill 1779 in letter form.

Ms. Winkler MOVED, seconded by Mr. Hood-



To authorize the use of the name Golden Rain Foundation of Seal  
Beach Board of Directors in correspondence expressing support for  
AB1779 and authorize the President to sign the correspondence.

The motion was carried with two no votes (Bolton, McGuigan).

## **Executive Committee**

### Rescission of 4000 Series Policies

At its May 13, 2016 meeting, the Executive Committee recommended that the redundant policies in the 4000 Series be rescinded, as they are addressed in the Employee Handbook:

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

#### **TO rescind 4000 Series Policies:**

- 4001 Application of Personnel Policy
- 4100 Equal Employment Opportunity
- 4101 General Personnel Policy Statement
- 4102 General Immigration Policy Statement
- 4104 Policy against Harassment
- 4110 Employee Status
- 4120 Employee Classifications
- 4150 Limitations on Employment
- 4151 Limitations on Employment – Interpretation
- 4152 Moonlighting (Performance of Privately Contracted Work)
- 4157 Non-Fraternization
- 4160 Conflict of Interest – Employees
- 4162 Gift Disclosure
- 4181 Chemical Substance Abuse
- 4181.1 Chemical Substance Abuse Procedure (and  
Acknowledgement Form) (Regulation)
- 4182 Standards of Conduct
- 4183 Smoking Policy
- 4184 Solicitation
- 4185 Employee Personnel Records (Regulation)
- 4186 Electronic Communications
- 4210 Hours of Work Schedules
- 4211 Hours of Work (Regulation)
- 4211.1 Breaks and Meal Periods
- 4212 Time Cards (Regulation)
- 4220 Notice of Absence (Regulation)
- 4280 Relations between Staff and Residents (Regulation)

- 4310 Vacations
- 4311 Vacation (Procedure)
- 4320 Sick Leave
- 4322 California Sick Leave Program
- 4323 Payments with Disability or Workers' Compensation (Regulation)
- 4330 Bereavement Leave
- 4340 Leave of Absence
- 4341 Personal Leave of Absence (Regulation)
- 4342 Disability Leave of Absence (Regulation)
- 4343 Family Care Leave of Absence (Regulation)
- 4344 Employee Medical Leave of Absence (Regulation)
- 4360 Holidays
- 4362 Pro-rata Holidays and Vacations (Regulation)
- 4410 Health and Accident Insurance
- 4431 Work Related Injuries
- 4440 Disability Insurance
- 4441 Long-Term Disability Insurance
- 4442 Paid Family Leave (PFL) Insurance
- 4502 Pay Provisions
- 4503 Minimum Wage
- 4504 Call-Back Pay Non-Exempt Employees (Regulation)
- 4510 Salary Classifications
- 4511 Schedule of Monthly Rates
- 4511.1 Schedule of Hourly Rates
- 4522 Full-time Hourly Pay Schedule
- 4523 Part-time Hourly Pay Schedule
- 4530 Salary Classifications - Administrative & Supervisory
- 4531 Schedule of Rates - Administrative & Supervisory
- 4540 Anniversary Dates (Regulation)
- 4620 Employee Promotion
- 4620.1 Employee Promotion – Procedure
- 4631 Service Awards
- 4710 General Policy
- 4711 Resignations (Regulation)
- 4712 Reinstated Employees
- 4720 Problem Solving/Grievance Process
- 4731 Discipline (Rule)

Adopt New Position: Trust Properties, Building and Services Inspector

The Executive Committee, at its May 13, 2016 meeting, approved the addition of a new position in the Recreation Department – Trust Properties, Building and Services Inspector. This position will be responsible for ensuring that the value of the trust properties are adequately maintained and that contractors are fulfilling all contractual obligations.

The funding for this new position was approved by the Finance Committee at its meeting on May 17, 2016.

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

TO adopt the new position of Trust Properties, Building and Services Inspector as outlined in the attached Position Description (included in the agenda packet), with funding of between \$20,000 and \$30,000 for the remainder of 2016 and annual funding between \$40,000 and \$50,750, including the cost of benefits.

### **Finance Committee**

#### Accept April 2016 Financials for Audit

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

TO accept the April 2016 Financial Statements for audit.

### **Physical Property Committee**

#### Approve Building Five, Conference Room B Proposal

At the regular scheduled meeting of the Physical Property Committee (PPC) on May 4, 2016, the Committee recommended the renovation of Building 5 and necessary equipment and furnishings to add a second conference room in the space previously occupied by the Video Producers Club. This action is in response to the recommendation of the Facilities and Amenities Review Committee.

Mr. Lukoff MOVED, seconded by Ms. Stone –

TO approve renovation of the room within Building 5, previously occupied by the Video Producers Club, into a second conference room, in an amount not to exceed \$38,560: capital funding of \$37,000 equipment and room renovation and non-budgeted GRF labor expense of \$1,560 and authorize the Executive Director to initiate the required purchases and room modifications.

Eight Board members spoke on the motion.

The motion was carried unanimously.

### **Recreation Committee**

#### Approve Contract for Amphitheater Sound and Lighting

At the regular scheduled meeting of the Recreation Committee on May 9, 2016, the Committee reviewed bids solicited from four (4) companies to provide sound and lighting services for the 2016-2018 (three year term) Amphitheater show season.

The Recreation Committee recommended the Board award a three year contract to Mr. Cat Productions (proposal included in agenda packet) to provide sound and lighting for the 2016-2018 Amphitheater Show Season, in the amount of \$47,250, funding coming from Cost Center 45.

Mrs. Reed MOVED, seconded by Ms. Rapp-

**TO** award a three year contract to Mr. Cat Productions, to provide  
Amphitheater sound and lighting for the 2016-2018 Amphitheater  
Season, in the amount of \$47,250. Funds through Cost Center 45 and  
to authorize the President to sign the contract.

Three Board members spoke on the motion.

The motion was carried unanimously by the Board members present.

#### Amend Policy 1412.2-50, Smoking Prohibition

At the regular scheduled meeting of the Recreation Committee (RC) on May 9, 2016, the RC recommended amendment of Policy 1412.2-50, Smoking Prohibition, amending the distance of smoking prohibitions to within twenty feet from all Trust buildings.

Mr. Pratt MOVED, seconded by Mrs. Reed

**TO** amend Policy 1412.2-50, Smoking Prohibition to comply with  
California Government Code, 7597.

Eleven Board Members spoke on the motion.

Mrs. Greer MOVED, seconded by Mrs. Damoci -



**TO** amend Policy 1412.2-50, Smoking Prohibition by removing  
section 5.1.

Five Board members spoke on the proposed amendment to the motion.

Mr. Hood called the question, seconded by Ms. Rapp. The motion to end debate was carried unanimously.

The main motion, as amended, was carried unanimously.

Approve Clubhouse Two Oven Replacement

The stove top and oven combination unit (Reserve Asset ID 0808) in the kitchen in Clubhouse Two is in need of major repairs, has out lasted its useful life and is in need of replacement.

Quotes have been solicited from three companies to replace the existing Hobart Electric Range with a new Vulcan Electric Range with all of the same features; the quotes include sales tax and shipping charges with the lowest quote coming from Hotel Restaurant Supply, in the amount of \$7,862.42. On May 9, 2016, the Recreation Committee approved to recommend to the Board the purchase of a new Vulcan oven unit for Clubhouse Two from vendor, Hotel Restaurant Supply, in the amount of \$7,862.42.

At its May 18, 2016 meeting, the Finance Committee noted, GRF is financially in good standing and funding within the Reserve account is at a sufficient level to support the expense. The Committee approved to recommend to the Board Reserve funding in the amount not to exceed \$8,000.

Mrs. Perrotti MOVED, seconded by Mrs. Reed-

**TO** approve the purchase of a new Vulcan oven unit from Hotel  
Restaurant Supply, in an amount not to exceed \$8,000, funding  
through Reserves and authorize the Executive Director to initiate the  
replacement of the asset, as noted.

Three Board Members spoke on the motion.

The motion was carried unanimously.

## **Security, Bus & Traffic Committee**

### Amend Policy 1927-36, Parking

At the regular meeting of the Security, Bus and Traffic Committee meeting on May 11, 2016, the Committee duly moved to recommend to the Golden Rain Foundation Board of Directors amendment of Policy 1927-36, Parking.

Mr. McGuigan MOVED, seconded by Mrs. Wood -

**TO** amend Policy 1927-36, Parking and approve 30 day notice of the proposed policy amendment in accordance with Civil Code 4360.

Mr. McGuigan MOVED, seconded by Mr. Moore –

**TO** refer Policy 1927-36, Parking to the Security, Bus and Traffic Committee for review and approval.

The amended motion was carried with one no vote (Wood).

## **STAFF REPORTS**

### Director of Finance

The Director of Finance's report was presented during the Finance Committee agenda items.

### Executive Director

A printed copy of the Executive Director's report was provided to the GRF BOD members.

## **BOARD MEMBER COMMENTS**

Eighteen Board members spoke on topics related to today's Board of Director's meeting.

The meeting was adjourned at 11:46 a.m.

  
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Joy Reed, Corporate Secretary  
Board of Directors  
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