



EXECUTIVE COMMITTEE MINUTES
Friday, May 11, 2018

The meeting of the Executive Committee and the Golden Rain Foundation Board of Directors was held on Friday, May 11, 2018. The meeting was called to order at 1:00 p.m. by Chair Damoci, in the Administration Conference Room, followed by the Pledge of Allegiance led by Mrs. Reed.

ROLL CALL

Present: Mrs. C. Damoci, Chair Ms. K. Rapp
 Ms. S. Hopewell Mrs. J. Reed
 Mr. B. Lukoff Ms. L. Stone, President

Absent: Mrs. L. Perrotti

Staff and Ms. C. Miller, Director of Finance
Guests: Ms. C. Flynn, Director of Human Resources
 Mr. P. Bristow, Security Services Director
 Ms. B. Shuler, Finance Manager
 Ms. N. Ray, Stock Transfer Manager
 Ms. K. Knapp, Elections Specialist
 Mrs. D. Bennett, Recording Secretary
 Mr. R. Stone, GRF Representative, Mutual One
 Ms. P. Snowden, GRF Representative, Mutual Two
 Ms. R. Winkler, GRF Representative, Mutual Ten
 Ms. I. Heinrichs, GRF Representative, Mutual Eleven
 One Foundation Member

CHAIR'S ANNOUNCEMENTS

The Chair welcomed and introduced Foundations members, guests and staff.

By unanimous consent, the Chair declared the reading of the quorum notification be dispensed with; there was not a quorum of the Golden Rain Foundation Board of Directors (GRF BOD).

In accordance with California Civil Code Section 4090, please be advised that a quorum of the Golden Rain Foundation Board of Directors (GRF BOD) is present at today's posted meeting. The business of the Executive Committee will be conducted in accordance with the agenda. As a quorum of the Board is present, this meeting will be conducted as a committee meeting *and* a Board meeting. The agenda actions of the committee will be limited only to the members of the committee and will only constitute such actions in accordance with stated committee policy and/or provide recommendations to the GRF BOD at its regular Board meeting

on the 4th Tuesday of the month. GRF Board members who are not committee members will be allowed to comment when recognized by the Chair and only during the proscribed Foundation member/shareholder comment period, not to exceed three minutes, as set forth in Policy 5610, Participation by Foundation Members/Shareholders. The minutes of today's Board meeting will be presented to the Board for approval following the approval of the committee meeting minutes at the meeting in July.

CHAIR'S ANNOUNCEMENTS

The Chair introduced Director of Finance Carolyn Miller, Human Resources Director Cindy Flynn, Security Services Director Paul Bristow, Finance Manager Barbara Shuler, Stock Transfer Manager Nancy Ray, Elections Specialist Courtney Knapp, and Recording Secretary Deanna Bennett.

CHAIR'S REPORT

The Chair did not present a report.

APPROVAL OF COMMITTEE MINUTES

The minutes of the April 13, 2018 meeting were approved, as presented.

SHAREHOLDER/MEMBER COMMENTS (AGENDA ITEMS ONLY)

No shareholder/members spoke on agenda topics.

CORRESPONDENCE

No items of correspondence were received by the Committee.

UNFINISHED BUSINESS

Upcoming GRF Election

An update on the GRF elections was provided by the Election Specialist.

Wage Compression – Grades 4-6

The Committee concurred to review this topic at the July Committee meeting.

Uniform Status

The Security Services Director provided an update on security shirts. The Human Resources Director advised that the bus driver shirts are on order.

NEW BUSINESS

Mutual Administration Staffing

The Mutual Administration Director was invited to join the meeting at 1:20 p.m.

Ms. Rapp MOVED, seconded by Ms. Hopewell-

TO recommend the GRF BOD approve transfer the Administrative Secretary Floater to the Mutual Administration Department and approve the amended position description.

Ms. Rapp MOVED, seconded by Ms. Hopewell and carried unanimously by the Committee members present –

TO amend the motion eliminating “and approve the amended position description”.

The amended motion was carried unanimously.

The Committee requested the Human Resources Director further amend the position description and bring to the July Committee meeting.

Job Descriptions

Security, 3491.x-37, Security Officer

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

TO adopt the Security, 3491.x-37, Security Officer position description, as amended.

The Committee concurred to discuss the salary range for the position at the July Committee meeting.

Bus Driver

The Committee concurred to review the bus driver position description at the July Committee meeting.

Purchasing Manager

Ms. Rapp MOVED, seconded by Mrs. Reed and carried unanimously by the Committee members present-

TO approve the amendments to the Purchasing Manager position, including amending the position title to Materials Manager.

New Directors Handbook – update

Mr. Rapp MOVED, seconded by Ms. Reed and carried unanimously by the Committee members present-

TO recommend GRF BOD approve amendments to the New Directors' Handbook at the June 5, 2018 meeting.

POLICIES

Rescind Policy 5092.02-Motion to Censure

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

TO recommend the GRF BOD rescind Policy 5092.02-Motion to Censure, as it is a form.

Amend Policy 5092.01-30, Board of Directors Censure Procedure

Ms. Rapp MOVED, seconded by Mrs. Reed and carried unanimously by the Committee members present-

TO recommend the GRF BOD amend Policy 5092.01-Board of Directors Censure Procedure, illustrating the two thirds majority vote by the inclusion of a chart, the addition of GRF email and printed copies of executive session meeting to censure as a means of BOD notification, and procedures governing the director subject to censure during the executive session meeting.

Amend Policy 5092.03-30, Board of Directors Code of Ethics and Conduct Notification of Intent to Censure

Ms. Rapp MOVED, seconded by Mrs. Reed and carried unanimously by the Committee members present-

TO rescind Policy 5092.02-30, Board of Directors Code of Ethics and Conduct Notification of Intent to Censure, as it is a form.

SUBCOMMITTEE REPORTS (n/a)

STAFF REPORTS

Human Resources Director

The Human Resources Director presented the Human Resources report, as attached, in the agenda packet.

The Chair called for a ten minute break at 2:30 p.m.

Finance Manager

The Finance Manager report was presented, as attached, in the agenda packet.

Executive Director

The Executive Director did not provide a report.

MEMBER COMMENTS

No members spoke on various items pertaining to the Committee's area of purview.

COMMITTEE MEMBERS

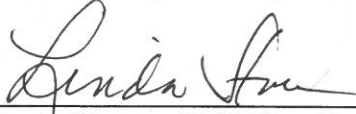
Five Committee members spoke on topics related to today's Committee meeting.

Mrs. Reed MOVED, seconded by Ms. Hopewell and carried unanimously by the Committee members present -

TO go into Executive Session.

ADJOURNMENT

The meeting was adjourned at 3:43 p.m.



Linda Stone, GRF President
08.07.18