



**BOARD OF DIRECTORS MEETING MINUTES
GOLDEN RAIN FOUNDATION
July 24, 2018**

CALL TO ORDER

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, June 24, 2018, in Clubhouse Four.

PLEDGE OF ALLEGIANCE

Richard Carson, Commander of the American Legion Post 327, led the Pledge of Allegiance.

ROLL CALL

Following the roll call, Corporate Secretary reported that Directors Perrotti, R. Stone, Snowden, Pratt, L. Stone, Gerber, Gould, Hopewell, Rapp, Doderio, Winkler, Heinrichs, Lukoff, Fekjar, and Moore were present. The Executive Director and the Director of Finance were also present.

Fifteen Directors were present, with a quorum of the voting majority.

PRESIDENTS COMMENTS

Welcome everyone and thank you for coming.

Today we have a lot of weighty items before us, so I want to reiterate what I have said before. The substance of each item on today's agenda was thoroughly vetted in the respective committees before being forwarded to the Board of approval. To some it might appear that not enough time is spent discussing an item (although some items will seem like they are new to the Board if you listen to the heated debate). A large portion of the Directors attend all committee meetings (as you will see on the Consent calendar, where a committee meeting becomes a Board meeting by virtue of more than 10 directors at the committee meeting).

Today we are short three directors: the Mutual 12 Representative (who will be seated on July 30 at a Special Board meeting); the Mutual 16 Representative (who will be seated at the end of this meeting); and the Mutual 15 Representative, Mr. Bob Crossley who resigned, effective yesterday, July 23.

I would like to take this opportunity to express my regret upon losing Mr. Crossley. He represented his Mutual well this past year. Bob always approached each item of business in a

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professional manner, giving due diligence, great thought and research, no matter the size or importance of the issue at hand. He was kind and consideration to all, staff and fellow directors alike. The Board of Directors thank him for his service. We wish him well and are very grateful for the time that he spent with us. Bob Crossley...you will be missed.

This week, post cards will be sent to the residents of Mutual 15, seeking candidates for the new open GRF Representative position. Please watch the LW Weekly for the timeline.

The Board has deemed that the Main Gate/Globe project is now complete. There will be a small dedication/ribbon cutting next month that will include past Presidents Mario Michaelides, Ronde Winkler, Carole Damoci and myself. This project began with Mario Michaelides in 2013 and is now completed in 2018...5+ years. Watch the LW Weekly for the final accounting of the money spent. I know that you all will agree that it was money well spent!

Later in this meeting, Randy Ankeny, our Executive Director, will give you an update on Mission Park, our multi-use courts and picnic area. It is looking fabulous! The ribbon cutting will be next month so watch the LW Weekly for the date.

Veterans' Plaza has been dedicated and is a huge success with many events already taking place. On a side note, we recognize that shade is an issue, so the appropriate committees are looking for solutions for shade coverings. It sure gets hot!

A final note is a plea. Some of our outside patio chairs are missing from the Clubhouse Six patio area. The umbrellas, tables and chairs are of very good quality and expensive...items that all of us paid for. Please be on the watch for misuse or theft. It's your property that is stolen and it costs all of money to replace.

And now on to the important business at hand.

ANNOUNCEMENTS

The GRF Board of Directors met for Executive Session meetings on July 6, July 13 and July 19 to discuss legal and contractual matters.

SERVICE ANNIVERSARIES

One employee was recognized with a service award.

Erwin Manual Dizon

Service Maintenance Department

10 years

SEAL BEACH COUNCIL MEMBER'S REPORT

Seal Beach Council Member Sandra Massa Lavitt provided a recap of the Seal Beach Council meeting.

SHAREHOLDER/MEMBER COMMENTS

In accordance with Policy 5610, Participation by Foundation Members, members may enter into

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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

Five 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 Recreation Committee Board Meeting of May 2, 2018
- Minutes of the Physical Properties Committee Board Meeting of May 7, 2018
- Minutes of the Security, Bus & Traffic Committee Board Meeting of May 9, 2018
- Minutes of the Executive Committee Board Meeting of May 11, 2018
- Minutes of the Finance Committee Board Meeting of May 17, 2018
- Minutes of the Special Recreation Committee Board Meeting of May 18, 2018

APPROVAL OF BOARD MEETING MINUTES

The minutes of the May 22, 2018, June 5, 2018, June 12, 2018 and June 18, 2018 meetings were approved, as presented.

REPORTS

The Los Alamitos Medical Center, the Management Services Review Ad hoc and the Strategic Planning Ad hoc committees had not met in July; reports will be provided next month.

NEW BUSINESS

General

Approval of GRF Board of Directors' Mission Statement

At the June 27, 2018 Planning Retreat, Marilyn Snider, Facilitator, guided the Board in the drafting of a proposed GRF Mission Statement to define GRF purpose, identify the goals of GRF operations and provide a shared understanding of GRF's intended direction. The proposed Mission Statement is: "The Golden Rain Foundation provides an enhanced quality of life for our active adult community of Seal Beach Leisure World."

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

TO approve the Mission Statement of GRF as “The Golden Rain Foundation provides an enhanced quality of life for our active adult community of Seal Beach Leisure World. “

Approval of GRF Board of Directors’ Goals

1. Attract and Retain Qualified Employees

At the June 27, 2018 Planning Retreat, Marilyn Snider, Facilitator, guided the Board to highlight a core set of shared goals to guide the Board and its respective committee actions, during the 2018/2019 Board term. Goal 1 - Attract and retain quality employees (Exhibit A in the agenda packet).

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

TO approve Goal 1, Attract and retain quality employees and direct applicable committee/committees and GRF staff to take reasonable actions to accomplish Goal 1, as outlined in Exhibit A.

2. Increase Organizational Effectiveness and Efficiency

At the June 27, 2018 Planning Retreat, Marilyn Snider, Facilitator, guided the Board to highlight a core set of shared goals to guide the Board and its respective committee actions, during the 2018/2019 Board term. Goal 2 - Increase organizational effectiveness and efficiency (Exhibit A in agenda packet).

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

TO approve Goal 2, Increase organizational effectiveness and efficiency and direct applicable committee/committees and GRF staff to take reasonable actions to accomplish Goal 2, as outlined in Exhibit A.

3. Improve Community Access Control

At the June 27, 2018 Planning Retreat, Marilyn Snider, Facilitator, guided the Board to highlight a core set of shared goals to guide the Board and its respective committee actions, during the 2018/2019 Board term. Goal 3 - Improve community access control (Exhibit A in agenda packet).

Mr. Gould MOVED, seconded by Ms. Snowden and carried unanimously by the Board members present –

TO approve Goal 3, Improve community access control and direct applicable committee/committees and GRF staff to take reasonable actions to accomplish Goal 3, as outlined in Exhibit A.

4. Protect, Preserve and Improve Trust Assets

At the June 27, 2018 Planning Retreat, Marilyn Snider, Facilitator, guided the Board to highlight a core set of shared goals to guide the Board and its respective committee actions, during the 2018/2019 Board term. Goal 4 - Protect, preserve and improve Trust Assets (Exhibit A in agenda packet).

Ms. Winkler MOVED, seconded by Mr. Lukoff and carried unanimously by the Board members present –

TO approve Goal 4, Protect, preserve and improve Trust Assets and direct applicable committee/committees and GRF staff to take reasonable actions to accomplish Goal 4, as outlined in Exhibit A.

5. Improve and enhance Hardware, Software and use of Technology

At the June 27, 2018 Planning Retreat, Marilyn Snider, Facilitator, guided the Board to highlight a core set of shared goals to guide the Board and its respective committee actions, during the 2018/2019 Board term. Goal 5 - Protect, preserve and improve Trust Assets (Exhibit A in agenda packet).

Ms. Snowden MOVED, seconded by Ms. Winkler and carried unanimously by the Board members present –

TO approve Goal 5, Hardware, software and use of Technology and direct applicable committee/committees and GRF staff to take reasonable actions to accomplish Goal 5, as outlined in Exhibit A.

Appointment of Mutual Sixteen GRF Representative

At 4:30 p.m. on June 25, the nominating period closed with no nominations received at the Stock Transfer Office for candidates for the GRF Director representing Mutual Sixteen, as set forth in the application procedures.

Pursuant to Article VI, Section 6, of the GRF Bylaws, if no nominations are received, the GRF Board shall appoint a Foundation member to serve.

Upon consultation with Mutual Sixteen, Steve McGuigan has been chosen to fill the vacancy. If approved, Mr. McGuigan shall serve as a GRF Director until the merger with Mutual Fifteen is finalized and be seated at the end of this meeting.

Ms. Fekjar MOVED, seconded by Mr. Dodero and carried unanimously by the Board members present –

TO appoint Steve McGuigan as the GRF Director for Mutual Sixteen
until the merger with Mutual Fifteen is finalized.

Approve Medical Center Lease

On December 28, 1988, GRF entered into an agreement for the lease of Trust Property commonly identified as the Medical Center with Los Alamitos Medical Center Inc. Through the subsequent 30 years Los Alamitos has provided the community with vital health services.

On May 30, 2018, GRF received notice from Los Alamitos medical Center, of non-renewal of the agreement. The Board immediately began a search to retain qualified professional medical services representing the best mutual interest of a majority of our shareholders, with a focus on Modern Health Care with a Personal Touch.

Proposals were received from CareMore (who will enter into a partnership with Pioneer Medical Group) and Optum Care. Both CareMore and Optum are medical providers of high renown both known for exemplary patient care.

Ms. Stone MOVED, seconded by Ms. Hopewell-

TO approve a lease of Trust Property identified as the Health Care
Center Premises located at 1661 Golden Rain Road, Seal Beach,
California, 90740, for an initial term of five (5) years, December 1,
2018 to November 30, 2023, between the Golden Rain Foundation
of Seal Beach and Optum Care, for the use of a portion of Trust
Property as identified, per Optum Care proposal dated July 12, 2018,

and terms and conditions of the attached agreement and authorize the President to sign the agreement conditioned upon Optum Care submission of all documents required under the agreement.

Eight Board members spoke on the motion.

The motion was carried with one no vote (Dodero).

Finance Committee

Accept June Financial Statements

At the regularly scheduled meeting of the Finance Committee on July 16, 2018, the Committee duly moved to recommend to the Golden Rain Foundation Board of Directors acceptance of the June 2018 financial statements for audit.

Ms. Winkler MOVED, seconded by Mr. Lukoff carried unanimously by the Board members present –

TO accept the June 2018 financial statements for audit.

Approve CDAR Purchase

At the regularly scheduled meeting of the Finance Committee on July 16, 2018, the members discussed the liquid funds held in various financial institutions and noted the balances in some of the financial institutions exceed the FDIC insurance limits and therefore are not in compliance with Policy 5520-31 – Reserves. When reviewing liquid funds, the committee took into consideration the additional liquidity gained from investment maturities in May as well.

Based on the analysis, the committee passed a motion to recommend to the board to invest \$250,000 of reserve funds at the current going interest rate offered at First Foundation Bank using funds transferred from the US Bank Money Market Reserve account which will be fully insured by the FDIC. Remaining liquid reserve funds will be sufficient to fulfill current and future commitments.

Ms. Snowden MOVED, seconded by Ms. Hopewell–

TO authorize the purchase of a 52-week CDAR for \$250,000 of reserve funds at the current going interest rate offered by First Foundation Bank, which will be fully insured by the FDIC.

Seven Board members and the Director of Finance spoke on the motion.

The motion was carried with four no votes (Dodero, Gould, Pratt, R. Stone)

Director R. Stone left the meeting at 11:11 a.m.

Approve Limited Use of Trust Property Lease – Mutual Fourteen

The Golden Rain Foundation (GRF) is the owner (In Trust) of the premises which consists of real property located as portion of Tract Map No. 4748 in the City of Seal Beach, County of Orange, State of California, as shown on a Map recorded in Book 172, Pages 43 through 46 inclusive, of Miscellaneous Maps, Records of Orange County California, described as follows:

A circle, 38.00 feet in diameter, the center of which being designated point "A" described as follows: Commencing at the centerline intersection of Sunningdale Road, forty (40) feet in width, with Del Monte Drive Forty Four (44) feet in width as shown on said Tract Map No. 4748; thence along the centerline of Sunningdale Road S 56°35'53" W 763.78 feet to the terminus of the centerline of Sunningdale road, said terminus being hereinbefore mentioned point "A"; commonly known as "Sunningdale Circle."

Per Article VII, Section A, of the Trust, the GRF Board has the sole authority over the use Trust Property. Further, the GRF Board must act in a manner which represents the mutual benefit of all members of GRF. As such, the Board, in its authority has deemed the best mutual use of the area identified as the Sunningdale Circle planter.

At the regularly scheduled meeting of the Finance Committee on July 16, 2018, the Committee duly moved and approved to recommend to the Board a lease agreement (attached in agenda packet) between GRF and Mutual Fourteen for the exclusive use of Trust Property identified as the Sunningdale Circle planter for the following general terms:

- Term, three (3) years, July 27, 2018 to July 26, 2021
- Annual lease, one dollar (\$1.00)

Mr. Pratt MOVED, seconded by Ms. Gerber and carried unanimously by the Board members present –

TO approve a lease, for the term of three (3) years, July 27, 2018 to July 26, 2021, between the Golden Rain Foundation and Mutual Fourteen, a California Corporation, for the limited use of Trust Property commonly identified as Sunningdale Circle planter, per terms and conditions of the attached agreement, in the amount of one dollar (\$1.00) per year and authorize the President to sign the lease conditioned upon Mutual Fourteen's submission of all documents required under the agreement.

The motion was carried with one abstention (R. Stone absent from his seat at time of vote - 11:16 a.m.)

Approve Limited Use of Trust Property Lease – Leisure World Trailer Club

The Golden Rain Foundation (GRF) is the owner (In Trust) of the premises which consists generally of a 5.51-acre parcel of real property located at 13599 El Dorado Drive, Seal Beach, California, 90740; Track Number 4401, MM/154/9-17, as recorded with the County of Orange, State of California (RV Lot).

The primary use of the property identified as the RV Lot is a general use amenity for the members of GRF in the storage of Recreational Vehicles, in accordance with stated Policy.

Per Article VII, Section A of the Trust, the GRF Board has the sole authority over the use of Trust Property. Further, the GRF Board must act in a manner which represents the mutual benefit of all members of GRF.

At the regularly scheduled meeting of the Finance Committee on July 16, 2018, the Committee duly moved and approved to recommend to the Board, a lease agreement (attached) between GRF and Leisure World Trailer Club (Club) for the exclusive use of a portion Trust Property within the area identified as the RV Lot under the following general terms: one (1) year, August 1, 2018 to July 31, 2019, Annual lease, one space allocation for the storage of the Club's general use storage trailer - one dollar (\$1.00).

Ms. Winkler MOVED, seconded by Ms. Rapp-

TO approve a lease, for the term of one (1) year, August 1, 2018 to July 31, 2019, between the Golden Rain Foundation and the Leisure World Trailer Club, a California Corporation, for the **limited** use of a portion of Trust Property within the area commonly identified as the RV Lot, per terms and conditions of the attached agreement in the amounts of: one space allocation for the storage of the Club's general use storage trailer - one dollar (\$1.00) and authorize the President to sign the lease conditioned upon the Leisure World Trailer Club submission of all documents required under the agreement.

Two Board members spoke on the motion.

Ms. Snowden MOVED, seconded by Mr. Lukoff –

TO amend the motion by separating the one space allocation for the storage of the Club's general use storage trailer – one dollar (\$1) and the one space allocation for the storage of [to be determined by the Board] - one hundred and fifty dollars (\$150).

Three Directors and the Executive Director spoke on the motion.

The amendment to the motion was carried with three no votes (Gould, Moore, Rapp) and one refusal (R. Stone).

Mr. Stone returned to the meeting at 11:22 a.m.

Ms. Stone MOVED, seconded by Ms. Hopewell-

TO approve a lease for the term of one (1) year, August 1, 2018 to July 31, 2019, between the Golden Rain Foundation and Leisure World Trailer Club, a California Corporation for the limited use of a portion of Trust Property within the area commonly identified as the RV Lot, per terms and conditions of the agreement attached in the agenda packet, in the amounts of One space allocation for the storage of the Club's general use storage trailer – one dollar (\$1.00) and authorize the President to sign the lease conditioned upon the Leisure World Trailer Club submission of all documents required under the agreement.

The motion was carried with one refusal (R. Stone).

Mr. Lukoff MOVED seconded by Mr. Dodero-

TO approve a lease for the term of one (1) year, August 1, 2018 to July 31, 2019, between the Golden Rain Foundation and Leisure World Trailer Club, a California Corporation for the limited use of a portion of Trust Property within the area commonly identified as the

RV Lot, per terms and conditions of the agreement attached in the agenda packet, one space allocation for the storage of the club's hand tools, in a storage facility, to be determined by the Recreation Department – one hundred and fifty dollars (\$150.00) and authorize the President to sign the lease conditioned upon the Leisure World Trailer Club submission of all documents required under the agreement.

Four Directors and the Executive Director spoke on the motion.

Mr. Lukoff withdrew his motion, Mr. Dodero withdrew his second of the motion.

Mr. Gould MOVED, seconded by Mr. Moore-

TO approve a lease for one (1) year, August 1, 2018 to July 31, 2019, between the Golden Rain Foundation and the Leisure World Trailer Club, a California Corporation, for the limited use of a portion of Trust Property within the area commonly identified as the RV Lot, per...one space allocation for the storage (to be determined by the GRF Board) for one hundred and fifty dollars (\$150.00) and authorize the President to sign the lease and authorize the President to sign the lease conditioned upon the Leisure World Trailer Club submission of all documents required under the agreement.

Five Directors and the Executive Directors spoke on the motion.

The motion failed with eight no votes (Dodero, Heinrich, Hopewell Lukoff, Perrotti, Pratt, L. Stone, Snowden).

Physical Property Committee

Capital Funding Request – Medical Center to Clubhouse Six Crosswalk Revision

Staff was tasked by the Physical Property Committee (PPC) to obtain a plan from ADA Plus for the improved accessibility of the crosswalk from the Healthcare Center to Clubhouse Six, based

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on input from vision impaired members of the community (Attachment A in the agenda packet). MJ Jurado provided a cost of \$5,500 to make these improvements (Attachment B in the agenda packet).

At its regularly scheduled meeting on July 3, 2018, the PPC duly moved and approved to recommend to the GRF Board of Directors to modify the crosswalk from the Medical Center to Clubhouse Six, improving the accessibility for vision impaired members, awarding a contract to MJ Jurado, and adding \$2,000 in contingencies, for a total cost not to exceed \$7,500, after review by the Finance Committee for funding.

At its regular meeting on July 20, 2018, the Finance Committee reviewed available funding for this Capital project and unanimously resolved funding is available.

Ms. Gerber MOVED, seconded by Ms. Fekjar –

TO award a contract to MJ Jurado, in the amount of \$5,500, to modify the crosswalk from the Medical Center to Clubhouse Six, per ADA Plus plan dated 5/14/2018, improving the accessibility for vision impaired members, adding \$2,000 in contingencies, which includes \$1,200 for thermal plastic paint, for a total cost not to exceed \$7,500, Capital funds, and authorize the President to sign the contract.

Ten Directors, the Executive Director and the Facilities Director spoke on the motion.

The motion was carried unanimously by the Board members present.

The President called for a five minute break at 12:05 pm.

Recreation Committee

Capital Funding Request – Patio Furniture, Veterans' Plaza

At the July 3, 2018 meeting of the Recreation Committee, the Committee determined with the opening of Veterans Plaza and expanded Recreation and Library events that there is a need for additional patio tables with umbrellas.

Currently there are four (4) sets, seating for sixteen; an additional six (6) sets would provide needed seating as well as the shade the table umbrellas would provide.

Cost, per Leisure Creations, Quote Number 00036282, dated June 18, 2018 is \$13,229.26 (Exhibit A in the agenda packet).

At the July 16, 2018 meeting of the Finance Committee, the Committee determined sufficient Capital Funds are available.

Ms. Heinrichs MOVED, seconded by Mr. Dodero—

TO approve the purchase of six (6) patio sets and three (3) waste receptacles, from Leisure Creations, in an amount not to exceed \$13,230, Capital Funding and authorize the Executive Director to initiate the purchase.

Three Directors and the Executive Director spoke on the motion.

The motion was carried unanimously by the Board members present.

Adopt Policy 1445-62, Mission Park Programs

At its meeting on July 3, 2018, the Recreation Committee recommended the Golden Rain Foundation (GRF) Board of Directors (BOD) adopt Policy 1445-52, Mission Park Programs, setting forth the Club and Private Party reservation information for the area.

Mr. Dodero MOVED, seconded by Mr. Gould and carried unanimously by the Board members present-

TO adopt Policy 1445-52, Mission Park Programs, as presented.

Adopt Policy 1446-63, Veterans' Plaza Programs

At its meeting on July 3, 2018, the Recreation Committee recommended the Golden Rain Foundation (GRF) Board of Directors (BOD) adopt Policy 1446-53, Veterans' Plaza Programs, setting forth the usage procedure of the area.

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

TO adopt Policy 1446-53, Veterans' Plaza Programs, as presented.

CONTROLLER'S REPORT

The Finance Director provided a financial report earlier in the meeting.

EXECUTIVE DIRECTOR'S REPORT

The Executive Director provided a written report for the Board.

BOARD MEMBER COMMENTS

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

ADJOURNMENT

The meeting was adjourned was at 12:27 p.m.



Suzanne Fekjar, Corporate Secretary
GRF Board of Directors
dfb