



SPECIAL BOARD OF DIRECTORS MEMBERS MEETING - GOLDEN RAIN FOUNDATION

March 18, 2019

In accordance with Article V, Section 3, of the corporation by-laws and pursuant to due notice being delivered to the Directors and shareholders, a special meeting of the Golden Rain Foundation (GRF) Board of Directors was called to order by President Stone at 2:00 p.m. on Monday, March 18, 2019, in Clubhouse Four.

PLEDGE OF ALLEGIANCE

The Pledge of Allegiance was led by GRF Director Kathy Rapp.

ROLL CALL

Following the roll call, Corporate Secretary Fekjar reported that Directors Perrotti, R. Stone, Pratt, Snowden, L. Stone, Gerber, Gould, Hopewell, Rapp, Winkler, Heinrichs, Findlay (arrived at 2:10 p.m.), Lukoff, Friedman, and Fekjar were present. Mr. Dodero, and Mr. Moore were absent. Fifteen Board members were present, with a quorum of voting majority.

ANNOUNCEMENTS

The winner of today's election will be installed at the conclusion of the meeting. If the non-incumbent winner of today's election is present when the results are announced, please see the Executive Coordinator, Deanna Bennett, before leaving in order to obtain information regarding next week's schedule and answer any questions.

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

No shareholder/members offered comments.

ELECTION FOR GRF DIRECTOR REPRESENTING MUTUAL SIXTEEN

The President stated that the purpose of the meeting was to observe the counting process for the election of the GRF Director representing Mutual Sixteen.

The President introduced the principals of Accurate Voting Services (AVS), Inc. Ms. Cheryl Wilson thanked the Board for engaging AVS to conduct today's election, advised how the election process has progressed and the work that will be conducted today. As a quorum of the Board was present, the counting process began at 2:05 p.m.

Accurate Voting Services, Inc. reported that they were in possession of 37 voted ballots and that the polls were officially closed.

The Board meeting was recessed at 2:06 p.m.

At 2:12 p.m., after the ballot counting was conducted, the meeting resumed, and Ms. Wilson reported the election results. The result of the ballot count is as follows, with the winner's name bolded:

Mutual Sixteen: **Janet M. Isom** 36; Quorum only, 0; and Abstain, 1.

The President thanked the members of Accurate Voting Service for their work

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

TO seat Janet Isom, as the GRF Director for Mutual Sixteen, per
elections, in accordance with GRF Bylaws, term ending 2020.

The newly-elected Director was invited to take her seat on the dais.

Ratification of Committee Member Assignments

In accordance with Article 7, Section 1, Article 8 of the Bylaws and Foundation Policy 5100-30, Committee Functions of the Golden Rain Foundation of Seal Beach, the President shall appoint all committees and their members, subject to the approval of the GRF Board.

Ms. Stone MOVED, seconded by Ms. Hopewell and carried unanimously by the Directors present-

TO approve, in accordance with the Bylaws of the Golden Rain
Foundation of Seal Beach and Policy 5100-30, the following standing
Committee appointments for Janet Isom, GRF Representative for
Mutual Sixteen: the Communications and the Information

Technology Committees.

Approve Copy Machine Contract

The GRF Konica copier contract expired on February 28, 2019. We evaluated our copier needs and sent out a proposal to three competitor copier companies. After reviewing specifications, demoing trial copiers, and receiving employee feedback, we have determined that Kyocera has the copiers best suited to our organization and has the most competitive pricing.

We are currently paying \$4,088/month for copier services. Kyocera has offered to match our existing copiers "apples-to-apples" (and offered to upgrade some department copiers) for \$2,435/month, on a 63 month term.

Ms. Snowden MOVED, seconded by Mr. Lukoff-

TO approve the Kyocera contract, for a cost of \$2,435/month, for 63 months, and authorize the President sign all applicable contracts.

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

Mr. Pratt MOVED, seconded by Ms. Winkler-

TO amend the motion to grant a variance to the limitation of contract period.

One Director spoke on the motion.

The amendment was carried with one no vote (R. Stone) and one abstention (Isom).

The amended main motion was carried with one no vote (R. Stone) and one abstention (Isom).

BOARD MEMBER COMMENTS

Sixteen Board members offered comments.

The meeting was adjourned at 2:27 p.m.



Suzanne Fekjar, Corporate Secretary
GRF Board of Directors
dfb: 03.18.19