



**BOARD OF DIRECTORS MEETING MINUTES  
GOLDEN RAIN FOUNDATION  
December 17, 2019**

**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 10:03 a.m., on Tuesday, December 17, 2019, in Clubhouse Four.

**PLEDGE OF ALLEGIANCE**

Charity Kopp, Clinic Operations Manager at the Health Care Center, led the Pledge of Allegiance.

**ROLL CALL**

Following the roll call, the Recording Secretary reported that Directors Perrotti, St. Aubin, Snowden, Pratt, L. Stone, Gerber, Thompson, Hopewell, Rapp, Fekjar, Doderio, Winkler, Heinrichs, Findlay, Lukoff, Friedman, Isom, and Massetti were present. The Executive Director and the Director of Finance were also present. Director Fekjar was absent.

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

**PRESIDENTS COMMENTS**

Final proposals for securing the required Workers' Compensation Coverage were not received until December 12, 2019, for the term of December 13, 2019 to December 13, 2020. Due to the change of date of the regularly scheduled GRF Board meeting, from December 24, 2019 to December 17, 2019, in accommodation of the holiday period and strong potential of a lack of a quorum on a December 24, 2019, meeting, the Approval of Workers' Compensation Renewal could not be included in the published Board agenda. Under provisions of Civil Code §4930, Limitations on Meeting Content, the Board may take action on this vital and urgent need to secure approval for Workers' Compensation insurance, as the need for action from the Board at this time is due to conditions noted above and the information not being received for placement the Civil Code.

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

**TO** approve the placement of the Worker Compensation

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Insurance for the term of December 31, 2019 to December 31, 2020  
on the December 17, 2019 Board agenda as allowed within  
provisions of Civil Code §4930.

### **ANNOUNCEMENTS**

The GRF Board did not hold any Executive Session meetings in December.

### **SERVICE ANNIVERSARIES**

Two employees were recognized with a service award:

Kim Ngo	Finance Department	5 years
Edward Sama	Transportation Department	5 years

### **EMPLOYEES OF THE MONTH**

Vice President and Chair of the Executive Committee introduced the Employee of the Month, for July, who was unable to attend last month's meeting.

Larry Norlander	Security Department	July
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### **SEAL BEACH COUNCIL MEMBER'S REPORT**

Seal Beach Council member Sandra Massa-Lavitt provided an update on the City of Seal Beach Council meeting, advised that the new Chief of Police will be sworn in, and announced that the new Mayor will be Shelly Sustarsic.

### **HEALTH CARE CENTER ADVISORY BOARD UPDATE**

Charity Kopp, Clinical Operations Manager, presented a report on the projects and renovations at the Health Care Center. She advised the Board and the audience that the Health Care Center will be closing at 2 p.m. on December 24 and December 31 but that the 24-hour nurse will be available.

### **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 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

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- 2 minute limit per speaker, over 26 speakers

Two members offered comments.

### **CONSENT AGENDA**

The consent agenda included November Board Quorum Committee meeting minutes (Recreation Committee Board Meeting of November 4, 2019, Executive Committee Meeting of November 8, and Finance Committee Board Meeting of November 18, 2019); minutes of the November 26, 2019 Board meeting, acceptance of the December GRF Board Report, and acceptance of the Month of November Financial Statements for Audit.

The Consent Calendar was adopted, as presented.

### **REPORTS**

The Chair of the Facilities and Amenities Review (FAR) Ad hoc Committee updated the audience on the Committee's last meeting and the Committee's walk-through of the Amphitheater, Clubhouse Three, the Library, and the Mini farms.

The Chair of the Management Services Review Ad hoc Committee advised that the catalog of GRF services to the Mutuels is being reviewed by the individual GRF Board members, prior to meeting to discuss the contents.

The Chair of the Strategic Planning Ad hoc Committee updated the audience on the Committee's last meeting and projected that the final report will be available prior to the Annual Meeting.

The Chair of the Website Redesign Ad hoc Committee advised that the Committee did not meet in December but are scheduled to meet on January 21, 2020.

### **NEW BUSINESS**

#### **Communications and ITS Committee**

#### **Adopt 20-2806-2, Community Publications - Fees (TENTATIVE VOTE)**

At its meeting on December 12, 2019, the Communications/IT Committee recommended the GRF Board of Directors adopt 20-2806-2, Community Publications - Fees.

Mr. Massetti MOVED, seconded by Ms. Snowden -

**TO** adopt 20-2806-2, Community Publications – Fees, which sets forth fees and guidelines for obituary submissions and articles from religious organizations, pending a 28-day notification to the members, and a final decision by the GRF Board of Directors on



January 28, 2020.

Two Directors spoke on the motion.

The motion was carried unanimously by the Board Directors present.

Capital Funding Request – Main Gate and Yard Internet Upgrades - UBiquiti

At its regularly scheduled meeting on December 16, 2019 the Finance Committee (FC) duly moved and approved to recommend to the GRF Board of Directors the upgrade of wireless antennas to increase internet speed for staff at the main gate and service maintenance yard (Exhibit A in the agenda packet).

At its meeting on December 16, 2019, the Finance Committee reviewed funding and determined Capital funds are available.

Mr. Pratt MOVED, seconded by Mr. Dodero -

**TO** approve internet upgrades for the main gate and yard, in an amount not to exceed \$16,500, Capital Funds, and authorize the President to sign any applicable contracts.

Two Directors spoke on the motion.

The motion was carried unanimously by the Board Directors present.

**Executive Committee**

TENTATIVE VOTE: Adopt 30-5025-3, GRF Election Procedures

At its meeting on December 13, 2019, the Executive Committee reviewed the amendments recommended by corporate counsel with the passage of Senate Bill 323, Common interest developments: Elections; the Executive Committee provided further amendments.

Ms. Gerber MOVED, seconded by Ms. Rapp -

**TO** amend 30-5025-3, GRF Election Procedures, accepting the amendments recommended by corporate counsel and with the Executive Committee, pending a 28-day notification to the members, and a final decision by the GRF Board of Directors on January 28, 2020.

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Three Directors and the Executive Director spoke on the motion.

The motion was carried unanimously by the Board Directors present.

**EMERGENCY ACTION: Approve Renewal of Workers' Compensation Insurance**

At its regularly scheduled meeting on December 13, 2019, the Executive Committee reviewed the proposals for the renewal of the Workers' Compensation Policy for GRF.

Our insurance broker, DLD Insurance, has reviewed our coverage and obtained bids from four (4) carriers including our current carrier, Berkshire Hathaway Homestate Companies (BHHC).

The bids ranged from \$225,812 to \$350,000 with the lowest bid coming from BHHC, our current carrier. The 2020 budget for this expense is \$262,366.

Incumbent: (Cypress Insurance Company) Berkshire Hathaway Homestate Companies	Quoted: \$225,812
Everest National Insurance Company	Pricing not competitive with Incumbent
Preferred Employers Insurance	Indication: \$268,000
Insurance Company of the West	Indication: \$294,000
Berkley Net	Indication: \$350,000

Note: All quotes are based on an estimated payroll. The total premium will be based on actual audited payroll totals at the end of the year.

Ms. Hopewell MOVED, seconded by Ms. Snowden -

**TO** approve renewal of our contract for Workers' Compensation Coverage, with Berkshire Hathaway Homestate Companies (BHHC), for the 2020 policy year, in the amount of \$225,812 and authorize the GRF President to sign the renewal.

Four Directors, the Executive Director and the Human Resources Director spoke on the motion.

The motion was carried unanimously by the Board Directors present.

**Finance Committee**

**Approve Exclusive Use of Trust Property**

The annual leases on the Organizations and Clubs noted below will be expiring on December 31, 2019. The Recreation Committee, at its November 4, 2019 meeting, has duly moved to recommend to the Finance Committee the exclusive use of Trust Property (Exhibit A in agenda packet) by: Genealogy Club, Video Producers Club, Theater Club, Historical Society, Rolling Thunder, and Mutual Eight.

Per policy, the Finance Committee has jurisdiction over all income producing leases and at the November 18, 2019 meeting of the Finance Committee, the Committee reviewed the recommendations of the Recreation Committee and duly moved to recommend to the Board the of leasing of trust Property for exclusive use , at a nominal rate of one dollar (\$1.00) per year by the following clubs/organizations (agreements attached), for the term of January 1, 2010 to December 31, 2020: Genealogy Club, CH3, approximately 543 Square feet; Video Producers Club, upper amphitheater, approximately 320 Square feet (previously used as the Emergency Operations Center); Theater Club, upper amphitheater, approximately 239 Square feet; Historical Society, CH1, approximately 434 Square feet; Rolling Thunder, approximately 910 square feet within the area commonly identified as the 1.8 acres.

Ms. Winkler MOVED, seconded by Ms. Snowden -

**TO** approve exclusive use of Trust Property, per the terms and conditions of the attached agreements, and authorize the President to sign the agreements conditioned upon: Club/Organization Boards approval of the agreement, as provided, Annual lease payment, and, any documentation required under the terms and condition of the agreement.

1. Approximately 543 sq. ft., within CH3, for one dollar (\$1.00) per year, paid in advance, under the terms and conditions per the attached agreement (in the agenda packet), for use by the Genealogy Club, from January 1, 2020, to December 31, 2020.
2. Exclusive use of approximately 320 sq. ft., within the upper amphitheater, for one dollar (\$1.00) per year, paid in advance, under the terms and conditions per the attached agreement (in the agenda packet), for use by the Video Producers Club, from January 1, 2020, to December 31, 2020.
3. Exclusive use of approximately 239 sq. ft., within the upper amphitheater, for one dollar (\$1.00) per year, paid in advance, under the terms and conditions per the attached agreement (in the agenda packet), for use by the Theater Club, from January 1, 2020, to December 31, 2020.



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4. Exclusive use of approximately 434 sq. ft., within CH1, for one dollar (\$1.00) per year, paid in advance, under the terms and conditions per the attached agreement (in the agenda packet), for use by the Historical Society, from January 1, 2020, to December 31, 2020.
5. Exclusive use of approximately 910 sq. ft., within the 1.8 acres, for one dollar (\$1.00) per year, paid in advance, under the terms and conditions per the attached agreement (in the agenda packet), for use by Rolling Thunder, from January 1, 2020, to December 31, 2020.
6. Exclusive use of approximately 8,800 sq. ft., of exterior Trust Property located adjacent to the North/West perimeter wall off El Dorado, for one dollar (\$1.00) per year, paid in advance, under the terms and conditions per the attached agreement (in the agenda packet), for use by Mutual Eight, from January 1, 2020, to December 31, 2020.

Three Directors and the Executive Director spoke on the motion.

The motion was carried unanimously by the Directors present.

### **Mutual Administration Committee**

#### Capital Funding Request – Custom Programming for Mutual SRO Reports

The Mutual CFOs have requested to receive a monthly report in Excel that provides the same information as the PDF report currently being provided (SROs by Bill Code) listing all invoiced SROs to the respective Mutuals for the month. An Excel format is requested to provide sorting capabilities to better analyze the report data. Although the existing PDF report can be exported to Excel, the formatting of this export makes it impossible to sort the data.

Outsourced customization by our Dynamics software consultants is required to provide this report in an acceptable Excel format. The estimate for this customization is approximately \$5,000.

At its regularly scheduled meeting on December 9, 2019, the Mutual Administration Committee duly moved and approved the recommendation to the GRF Board to authorize funds, not to exceed \$5,000, for the custom programming necessary to generate the Mutual monthly SRO reports (SROs by Bill Code), pending Finance Committee review.

At its meeting on December 16, 2019, the Finance Committee determined sufficient capital funds are available for this expenditure.

Ms. Gerber MOVED, seconded by Mr. Dodero -

**TO** approve Capital funding, not to exceed \$5,000, for custom programming necessary to generate the Mutual monthly SRO

reports (SROs by Bill Code), in an Excel sortable format, if a reasonable solution cannot be identified.

Five Directors, the Executive Director and the Director of Finance spoke on the motion.

The motion was carried unanimously by the Board members present.

Capital Funding Request – Micro Trenching Machine, Service Maintenance

The Service Maintenance Department has been receiving an abnormal amount of walk light outages due to defective sections of wire in the ground; as a result, it is required to locate, trench, and replace those sections to restore light at the walkways. In order to complete the work more efficiently and avoid workplace injuries, the Service Maintenance Department requests authorization to purchase the Barretto Micro Trencher.

On September 9, 2019, the Mutual Administration Committee moved to recommend the Finance Committee review and determine if Capital funds are available for the purchase of a mini trencher, for the Service Maintenance Department, for a cost not to exceed \$11,557 and recommended the GRF BOD approve the purchase. On September 16, 2019, the Finance Committee determined sufficient Capital funding was available for this purchase.

Upon consultation with the manufacturer, it is deemed appropriate to downgrade from our original purchase request for the 918 model, Mini Trencher, to the 712/18MT model, Micro Trencher. This will allow us to cut cost while still achieving the desired end result. The following bids were received: B & M Lawn and Garden Center - \$9,007.15, Scotsco Inc. - \$9,744.13, and Accelerated USA – no estimate provided.

Ms. Snowden MOVED, seconded by Ms. Winkler -

**TO** authorize the Executive Director to purchase the Barreto Micro Trencher, for the Service Maintenance Department, from B & M Lawn and Garden Center, for a cost of \$9,007.15, plus \$500 for any contingencies, with a total cost not to exceed \$9,507.15, Capital funding.

Six Directors and the Executive Director spoke on the motion.

The motion was carried unanimously by the Board Directors present.



**Security, Bus & Traffic Committee**

Amend 80-5538-1, Bus Safety Rules

At its meeting on December 11, 2019, the Security, Bus & Traffic Committee recommended the GRF Board of Directors amend 80-5538-1, Bus Safety Rules.

Mr. Dodero MOVED, seconded by Ms. Heinrichs-

**TO** amend 80-5538-1, Bus Safety Rules, which identifies the type of hand-pulled carts allowed on the buses at the driver's discretion, adds "assistive devices" to the items that must not protrude into the aisle, establishes a prohibition of pets, except for registered service animals on the buses, specifies the rules for transporting pets on the minibuses, for GRF approved pet event days, and affirms the bus drivers' authority.

Four Directors and the Executive Director spoke on the motion.

Mr. Dodero rescinded his motion and Ms. Heinrichs rescinded her second.

Mr. Lukoff MOVED, seconded by Mr. Friedman-

**TO** refer 80-5538-1, Bus Safety Rules, back to the Security, Bus & Traffic Committee, for further review.

One Director and the Executive Director spoke the motion.

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

**CONTROLLER'S REPORT**

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

**EXECUTIVE DIRECTOR'S REPORT**



The Executive Director spoke throughout the proceedings and provided an update on the pool.

**BOARD MEMBER COMMENTS**

Seventeen Board members spoke on the meeting proceedings.

**ADJOURNMENT**

The meeting was adjourned was at 11:35 a.m.

   
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Linda Stone  
GRF President  
dfb 12.17.19