



**BOARD OF DIRECTORS MEETING MINUTES
GOLDEN RAIN FOUNDATION
July 28, 2020**

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, July 28, 2020, in Clubhouse Four and via live stream.

PLEDGE OF ALLEGIANCE

Vevette Louie, Thuy Do and Dean Jacobus, members of the Leisure World Sewing Brigade, led the Pledge of Allegiance.

ROLL CALL

Following the roll call, the Corporate Secretary reported that Directors Snowden, Stone, Hopewell, Rapp, Winkler, Lukoff, Friedman, and Massetti were present. Directors Perrotti, St. Aubin, Pratt, Gerber, Thompson, Doderio (arrived at 10:33 a.m.) Findlay, and Isom participated virtually by Zoom.com. Absent were Directors Fekjar and Heinrichs. The Executive Director and the Director of Finance were also present.

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

PRESIDENTS COMMENTS

Today, is the last GRF Board of Directors meeting for the 2019/2020 term. This year has been a year of unexpected challenges. COVID-19 has been the guiding force for most of our decisions since March 23 when we closed down the gym and most of the amenities.

Normally, this last meeting would be held in May not July. A new board and officers would already have been in place. But because of COVID, this will not take place until August 4th...a busy day. First, we have a meeting for the ballot counting process for the election of GRF representatives from the even-numbered Mutuels. Second, we will have the GRF Annual Membership meeting...where the board presents to the membership a report of the last fiscal year, and at the end, the seating of the newly elected directors. And finally an organizational meeting to elect the officers for the 2020-2021 term. Usually, this is done in three different days but COVID changed all that.

As my last board meeting as President there are so many things that I would to say...but that

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would take more words than I am able to manage at this time. So let me just say that I am so proud to have been a part of this current Board of Directors...they has stepped up, they have worked tirelessly under strange conditions, such as virtual meetings, masks, social distancing, with very few committee meeting. All this to keep our thirty-million-dollar corporation viable. And, I dare say, enhanced. Wait until you see the new Knowledge & Learning Center, the new pool, and the state-of-the-art gym.

These directors have taken the time to make a difference. They deserve your continued respect and your support.

I especially want to thank Susan Hopewell for stepping in and doing my job as well as her job as Vice-President since January. She has been so supportive, as a friend and director...she's done an outstanding job!

My thanks to the two people who are leaving the board...Ronde and Lucille...you have contributed so very much...and left the board a better place. To Ronde for her many years of service...she has done it all...from Secretary to President and Treasurer. Thank you, Ronde for everything you have given to GRF. And to Lucille, to quote Susan Hopewell, "Lucille Findlay whose research, attention to detail and thoughtful analysis to issues, have been extremely helpful to your fellow directors". I couldn't have said it better.

And last, but not least...the fabulous staff led by Randy Ankeny and to Deanna Bennett, my heartfelt thanks.

And now to the business at hand.

ANNOUNCEMENTS

The GRF Board met in Executive Session meetings on July 2, July 17, and July 21, 2020.

SERVICE ANNIVERSARIES AND EMPLOYEES OF THE MONTH

To minimize the number of required attendees at today's meeting, we are postponing the service awards and staff commendations.

SEAL BEACH COUNCIL MEMBER'S REPORT

Seal Beach Council member Sandra Massa-Lavitt was unable to provide an update on the proceedings of the Seal Beach City Council meeting.

HEALTH CARE CENTER ADVISORY BOARD UPDATE

The Health Care Center Administrator presented an update on the Health Care Center.

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

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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

Four members offered comments at the meeting and eight members sent written comments, submitted prior to the meeting.

Director Dodero joined the meeting at 10:33 a.m.

CONSENT AGENDA

The consent agenda included minutes of the Finance Committee Board meeting of June 15, 2020, minutes of the June 23, 2020 Board meeting, minutes of the June 30, 2020 Special Board meeting, acceptance of the Financial Statements, through June 30, 2020, for Audit, and approval of Reserve Funds Investment Purchase.

The Consent Calendar was adopted, as presented.

REPORTS

The reports of the Chair of the Facilities and Amenities Review (FAR) Ad hoc Committee, of the Management Services Review Ad hoc Committee, of the Strategic Planning Ad hoc Committee, and the Chair of the Website Redesign Ad hoc Committee were dispensed with.

NEW BUSINESS

General

Establish an Ad hoc Committee

There is a clear and present need to establish a COVID-19 Ad hoc Committee. The Committee will report to the Golden Rain Foundation (GRF) Board of Directors (BOD).

Ad hoc Committees

- a. Ad hoc committees are temporary committees established by the BOD to address a specific issue.*
- b. Ad hoc committees created for a specific purpose continue to exist until the duty assigned to them is accomplished. For example, a committee preparing recommendations for redecorating the lobbies would continue its work despite the election of a new board.*
- c. Once an assigned project has been completed, the committee automatically dissolves unless the board assigns additional projects to the committee.*

d. Ad hoc committees have no power to make decisions.

General function and requirement of the Committee:

1. Draft policy establishing the Executive Director's authority to take emergency actions deemed in the best interest of community health and safety;
2. Draft policy to define states of closing and re-opening Trust Property amenities; and
3. Draft emergency operational rules for GRF Board review and consideration.

At the end of the Committee's review, a final report will be given to the Board and the Committee will automatically dissolve. When the Board is given the final report, the Board will then determine what further steps to be taken, if any.

Ms. Stone MOVED, seconded by Ms. Hopewell -

Pursuant to state statute (Corp. Code §7210; Corp. Code §7212(c))

and Article VII of the Bylaws of the Golden Rain Foundation, I move

TO approve and thereby establish the COVID-19 Ad hoc Committee

and grants to the Ad hoc Committee limited authority specifically

stated within the GRF governing documents, and policies or other

authority as granted by the BOD or as stated within this policy.

Two Directors spoke on the motion.

The motion was carried unanimously by the Directors present.

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

In accordance with Article VIII of the Bylaws, Ad hoc Committee chair

and members shall be appointed by the GRF President and approved

by action of the BOD in accordance with governing document 30-

5024-1. I move **TO** approve the appointment of Suzanne Fekjar,

Marsha Gerber, Irma Heinrichs, Leah Perrotti, and Paula Snowden to

the COVID-19 Ad hoc Committee.

Director Fekjar joined the meeting at 10:49 a.m.

Reserve Funding Request – Trust Property Streets, Phase IV

As requested by the Physical Property Committee, an RFP was sent out (Exhibit A in agenda packet), for paving repairs to Trust Property Streets and Parking Lots, to four contractors; two bids were received. The Reserve Study for 2020 allocates \$591,500 for this work. Bids are as follows:

	Northwood	Oakmont	Church Place	CH 2 Parking Lot	CH 3/4 Parking Lot	Traffic, Striping, Manholes	Total
MJ Jurado	\$ 146,452	\$129,293	\$ 80,260	\$78,343	\$ 78,477	\$ 35,400	\$ 548,225
Nelson							N/B
RJ Noble							N/B
Sully-Miller	\$ 142,880	\$129,294	\$ 78,694	\$76,814	\$ 71,343	\$ 51,000	\$ 550,025

The Physical Property Committee, at its July 1, 2020 meeting, recommends awarding a contract to MJ Jurado based on past performance, plus adding a 10% contingency (\$54,822), for a total cost not to exceed \$603,047.

Paving Project 2020

Following a brief discussion, Ms. Rapp MOTIONED, seconded by Mr. Lukoff, and carried unanimously by the Committee members-

TO recommend the GRF Board award a contract to MJ Jurado, to make repairs, Exhibit A, at a cost of \$548,225, and add a 10% contingency, for a total cost not to exceed \$603,047, Reserve funding, pending Finance Committee review of available funds.

At its July 20, 2020 meeting, the Finance Committee reviewed this request and determined Reserve funding is available.

Mr. Lukoff MOVED, seconded by Mr. Doderio-

TO award a contract to MJ Jurado to make paving repairs, as called out in Exhibit A, for a total cost not to exceed \$603,047, which includes a 10% contingency of \$54,822, Reserve funding, and authorize the President to sign the contract.

Two directors spoke on the motion.

The motion was carried unanimously by the Directors present.

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Reserve Funding Request – Fitness Center, Phase I – Flooring Preparation

At its regularly scheduled meeting on July 1, 2020, the GRF Board duly moved and approved the expansion, improvement, and enhancements of the Fitness Center. Such improvements included the full replacement of all second-floor flooring.

After removal of the existing floor covering, an inspection by the floor installation company revealed the subfloor to be in poor condition and requiring repairs, priming, and leveling before the new fitness flooring can be installed and covered under the manufacturer's warranty.

Based upon the proposal received to date (an additional proposal is actively being sought), the cost of these repairs, priming and leveling is \$27,048 (\$3.00 per square foot).

The Board approved \$20,000 in contingencies funding for this project; this amount included initial projections of \$1.00 per square foot for floor preparation (\$9,000). Total contingencies used to date are \$5,407, leaving the availability of \$12,455 of the contingency fund.

The Finance Committee, at its July 20, 2020 meeting, determined that sufficient *Reserve* funds, in the amount of \$18,048 (proposed cost for repairs, priming, and leveling of \$27,048, minus budgeted contingency fund for floor preparation of \$9,000 = \$18,048 of required funding) are available.

Note: Funding request is based on the current available proposal; based upon review of all proposals, the final amount funding request to the Board will reflect the lowest qualified proposal.

Mrs. Perrotti MOVED, seconded by Mr. Friedman, and carried unanimously by the Directors present-

TO award a contract to Speedy Floors Removal & Dumpsters for the proposed repair work to the sub floor of the second floor of Clubhouse Six, in the amount of \$25,800, Reserve funding, requiring an additional \$16,800 in contingency funding, and authorized the President sign any contract or change order.

Reserve Funding Request – Clubhouse Two- Landscaping Replacement

Staff was requested to seek a proposal from GRF landscape contractor of record, Anguiano Lawn Care, to replace landscaping around Clubhouse Two; the price quoted for this is service \$17,517 (Exhibit A in agenda packet).

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QUANTITY	PLANTER NUMBER	RATE	AMOUNT
	#1 EL DORADO SIDE		\$7870.00
	#2 NORTH SIDE SERENITY		\$2038.00
	#3 BBQ AREA		\$2260.00
	#4 FACING MISSION SIGN		\$2062.00
	#5 CH2 SOUTH ENTRY		\$1691.00
	#6 EL DORADO CORNER		\$1596.00
TOTAL:			\$17,517.00

Reserve funds are available in (Exhibit B in agenda packet). The Architectual Design and Review Committee, at its July 17, 2020 meeting, recommended awarding a contract to Anguiano Lawn Care to replace landscaping around Clubhouse Two.

Ms. Rapp MOVED, seconded by Mr. Dodero -

TO award a contract to Anguiano Lawn Care, for the replacment of landscaping around Clubhouse Two, at a cost not to exceed \$17,517, Reserve funding, and authorize the President to sign the contract.

One Director and the Executive Director spoke on the motion.

The motion was carried unanimously by the Directors present.

Approve Opening of Golf Course, Adopt 70-1448-3, Golf Course – Emergency Operational Procedures

The guidelines contained in 70-1448-3, Golf Course are recommended, under reasonable COVID-19 guidelines for active outdoor activities. GRF's priority will always be the safety of its members and reserves the exclusive right to close the golf course, without notice, for any non-compliance to posted guidelines.

Ms. Hopewell MOVED, seconded by Ms. Rapp-

TO adopt 70-1448-3, Golf Course – Emergency Operational Procedures, as presented.

Ms. Hopewell MOVED, seconded by Mr. Friedman

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TO amend 70-1448-3, adjusting the hours of operation to extend to 7:00 p.m., increasing the number of golf parties from 3 to 4 and add COVID as a key word.

The amended main notion was carried unanimously by the Directors present.

Ms. Hopewell MOVED, seconded by Mr. Dodero-

TO authorize the Executive Director to reopen the golf course no later than August 3, 2020, under governing document 70-1448-3, Golf Course. The Executive Director is further authorized to close the golf course to protect the general health and safety of the community and its members, should there be a failure of the membership to comply with governing document 70-1448-3.

Twelve Directors and the Executive Director spoke on the motion.

The motion was carried with two no votes (Stone, Thompson) and one abstention (Perrotti).

Approve Opening of Veterans Plaza, Adopt 70-1449-3, Veterans Plaza – Emergency Operational Procedures

Under reasonable government (state and city) COVID-19 guidelines for active outdoor activities, governing document 70-1449-3, Veterans Plaza, is recommended for adoption in order to open the Veterans Plaza. GRF's priority will always be the safety of its members and reserves the exclusive right to close Veterans Plaza, without notice, for any non-compliance to posted guidelines.

Mr. Massetti MOVED, seconded by Mr. Friedman-

TO adopt 70-1449-3, Veterans Plaza - Emergency Operational Procedures, as amended.

The motion and the second to the motion were withdrawn and the topic will be addressed by the newly formed COVID-19 Ad hoc Committee.

Accept Donation from Golden Age Foundation for the Knowledge and Learning Center

The Golden Age Foundation Board voted to donate up to \$13,500 for the hearing loop in the Knowledge and Learning Center. The hearing loop technology will benefit residents using the Center by offering the best assistive listening experience. This will allow Leisure World to be a

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hearing-inclusive community, promoting communication access and ADA compliance for persons with any type of hearing loss. Per governing document 30-5231-1, acceptance of the donation requires GRF Board of Directors' approval.

Mrs. Perrotti MOVED, seconded by Ms. Snowden-

TO accept a donation from the Golden Age Foundation, in an amount up to \$13,500, for the installation of hearing loops, as part of the Knowledge and Learning Center.

Two Directors and the Executive Director spoke on the motion.

The motion was carried unanimously by the Directors present.

STAFF REPORT

The Director of Finance reported COVID-19 related expenses, positive variances and loss of revenue has resulted in a net expense of \$275,300.

Director Winkler left the meeting at 12:02 p.m.

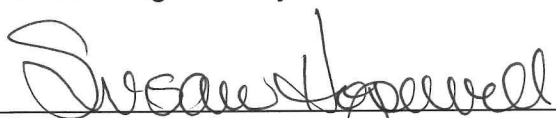
The Executive Director provided a brief update on the pool project.

BOARD MEMBER COMMENTS

Fourteen Board members spoke on the meeting proceedings.

ADJOURNMENT

The meeting was adjourned was at 12:17 p.m.



Susan Hopewell, President
Golden Rain Foundation
dfb 07.28.20