



**BOARD OF DIRECTORS MEETING MINUTES
GOLDEN RAIN FOUNDATION
August 25, 2020**

CALL TO ORDER

President Susan Hopewell called the regular monthly meeting of the Board of Directors (BOD) of the Golden Rain Foundation (GRF) to order at 1:05 p.m., on Tuesday, August 25, 2020, in Clubhouse Four and via live stream.

PLEDGE OF ALLEGIANCE

Ms. Levine, GRF Representative from Mutual Ten, led the Pledge of Allegiance.

ROLL CALL

Following the roll call, the Corporate Secretary reported that Directors Perrotti, St. Aubin, Snowden, Stone, Gerber, Hopewell, Rapp, Slutsky (arrived at 1:51 p.m.), Levine, Heinrichs, Damoci, Melody, and Massetti were present. Directors Pratt, Thompson, Doderio, Friedman (arrived at 1:15 p.m.), and Isom participated virtually by Zoom.com. The Executive Director and the Director of Finance were also present.

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

ANNOUNCEMENTS

The GRF Board met in Executive Session meetings on July 28, August 7, and August 14, 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 provided an update on the proceedings of the Seal Beach City Council meeting.

Director Friedman joined the meeting at 1:15 p.m.

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 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

One member offered comments at the meeting and no members offered written comments, submitted prior to the meeting.

CONSENT AGENDA

The consent agenda included minutes of the August 4, 2020 Special Board meeting (organization), minutes of the August 7, 2020 Special Board meeting, and acceptance of the Financial Statements, through July 31, 2020, for Audit.

The Consent Calendar was adopted, as amended.

MINUTES

The minutes of the July 28, 2020 Board meeting were approved, as amended.

The minutes of the August 4, 2020 Special Board meeting (elections) were approved, 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

Emergency Addition to Agenda

Emergency/immediate action is requested to add to the August 25, 2020 GRF Board agenda the action item 8.b. Orange County Registrar, Onsite Ballot Drop Box. Board action is requested under provisions of Civil Code 4930 (d).

Agenda Exception. *The statute provides an exception for emergencies. If an item needs to be added to the agenda after it was posted, it can be added as follows ([Civ. Code §4930\(d\)](#)):*

1. *Upon a determination made by a majority of the board present at the meeting that an emergency situation exists.*
2. *Upon a determination made by the board by a vote of two-thirds of the directors present at the meeting, or, if less than two-thirds of total membership of the board is present at the meeting, by a unanimous vote of the directors present, that there is a need to take immediate action and that the need for action came to the attention of the board after the agenda was distributed pursuant to subdivision (a) of [Section 4920](#).*
3. *The item appeared on an agenda that was distributed pursuant to subdivision (a) of [Section 4920](#) for a prior meeting of the board that occurred not more than 30 calendar days before the date that action is taken on the item and, at the prior meeting, action on the item was continued to the meeting at which the action is taken.*

Emergency Defined. *An emergency is defined as "circumstances that could not have been reasonably foreseen by the board, that require immediate attention and possible action by the board, and that, of necessity, make it impracticable to provide notice." ([Civ. Code §4930\(d\)\(1\)](#).)*

The basis for the Emergency/immediate action is that on August 24, 2020, the Orange County Registrar of Voters requested the Board reaffirm its previous decision to deny the placement of a Ballot Drop Box, or reconsider the action, as a final decision is required on or before September 1, 2020. to allow time for all required postings.

Ms. Hopewell MOVED, seconded by Mrs. Damoci -

TO approve the addition of Orange County Registrar Onsite Ballot drop Box to the August 25, 2020, Board agenda under provisions of Civil Code 4930 (d).

Eight Directors and the Executive Director spoke on the motion.

The motion was carried with two no votes (Friedman, Pratt).

Immediate Action Request, Orange County Registrar, Onsite Ballot Drop Off Box

On August 24, 2020, the Orange County Registrar of Voters contacted GRF administration seeking time sensitive action on behalf of the GRF Board to reconfirm a previous action by the Board which failed (January 28, 2020), the placement of a Ballot Drop Box. The Registrar is seeking formal action by the GRF Board to reaffirm its previous ruling or reevaluate the opportunity for a Ballot Drop Box.

For the Board's consideration, the following central, recognizable, and accessible location: Amphitheater St Andrews/ Tam O'Shanter intersection exit.

Mrs. Perrotti MOVED, seconded by Mr. Melody -

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TO approve the use of Trust Property identified as approximately 10 square feet, adjacent to the US Post Box location at the Amphitheater parking lot exit at St Andrews/ Tam O'Shanter, for the hosting of a Orange County Registrar Of Voters Ballot Drop Off Box, and authorize the President to sign the agreement.

Ten Directors and the Executive Director spoke on the motion.

The motion was carried with two no votes (Friedman, Pratt).

COVID-19 Ad hoc Committee

TENTATIVE VOTE: Adopt 70-1448-3A Veterans' Plaza – Emergency Operational Procedures

At the regularly scheduled meeting of the COVID-19 Ad hoc Committee on August 18, 2020, the Committee moved and approved to recommend to the Board adoption of proposed emergency action policy 70-1448-3A – Veterans' Plaza – Emergency Operational Procedures, to re-open Trust property identified as Veteran's Plaza, for active outdoor activities, under all applicable or more restrictive public health and safety orders.

In the drafting and the subsequent Committee review of the proposed emergency action policy, key areas of Committee deliberation were focused on:

- Number of Seal Beach COVID-19 cases as reported by the Orange County Health authority to date
- Number of COVID-19 deaths
- The clear majority of the over 9,000 community members are clearly in the "at risk" category, due to age or preexisting medical conditions
- Reason rules must also take into consideration, Caregivers, and Shareholders/Members guests
- GRF, as an employer, has the obligation to establish rules to protect the health and safety of our employees
- Proposed actions MUST represent the mutual benefit of a majority of the Shareholder/members

Ms. Snowden MOVED, seconded by Mr. Massetti -

TO approve emergency action policy 70-1448-3A – Veterans' Plaza
– Emergency Operational Procedures, for Trust property identified
as Veterans' Plaza, under the provisions of civil code (§4360(d)).

Twelve Directors and the Executive Director spoke on the motion.

The motion was carried unanimously.

TENTATIVE VOTE: Adopt 70-1448-3B - Mission Park, Phase One (Pickleball Court) – Emergency Operational Procedures

At the regularly scheduled meeting of the COVID-19 Ad hoc Committee on August 18, 2020, the Committee moved and approved to recommend to the Board adoption of proposed emergency action policy 70-1448-3B – Mission Park, Phase I (Pickleball Court) – Emergency Operational Procedures, to re-open Trust property identified as Mission Park, Pickleball Court for active outdoor activities, under all applicable or more restrictive public health and safety orders.

In the drafting and the subsequent Committee review of the proposed emergency action policy, key areas of Committee deliberation were focused on:

- Number of Seal Beach COVID-19 cases as reported by the Orange County Health authority to date
- Number of COVID-19 deaths
- The clear majority of the over 9,000 community members are clearly in the “at risk” category, due to age or preexisting medical conditions
- Reason rules must also take into consideration, Caregivers, and Shareholders/Members guests
- GRF, as an employer, has the obligation to establish rules to protect the health and safety of our employees
- Proposed actions MUST represent the mutual benefit of a majority of the Shareholder/members

Ms. Gerber MOVED, seconded by Mr. Melody-

TO approve emergency action policy 70-1448-3B – Mission Park,
(Multi-use Court), Phase One – Emergency Operational Procedures,
for Trust property identified as Mission Park, under the provisions of
civil code (§4360(d), as amended.

Fourteen Directors and the Assistant Recreation Manager spoke on the motion.

The motion was carried unanimously.

TENTATIVE VOTE: Adopt 70-1448-3C - Mission Park, Phase Two (Bocce Ball) – Emergency Operational Procedures

At the regularly scheduled meeting of the COVID-19 Ad hoc Committee on August 18, 2020, the Committee moved and approved to recommend to the Board adoption of proposed emergency action policy 70-1448-C – Mission Park, Phase II (Bocce Ball) – Emergency Operational Procedures, to re-open Trust property identified as Mission Park, Bocce Ball, for active outdoor activities, under all applicable or more restrictive public health and safety orders.

In the drafting and the subsequent Committee review of the proposed emergency action policy, key areas of Committee deliberation were focused on:

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- Number of Seal Beach COVID-19 cases as reported by the Orange County Health authority to date
- Number of COVID-19 deaths
- The clear majority of the over 9,000 community members are clearly in the “at risk” category, due to age or preexisting medical conditions
- Reason rules must also take into consideration, Caregivers, and Shareholders/Members guests
- GRF, as an employer, has the obligation to establish rules to protect the health and safety of our employees
- Proposed actions MUST represent the mutual benefit of a majority of the Shareholder/members

Ms. Heinrichs MOVED, seconded by Ms. Levine, and carried unanimously-

TO approve emergency action policy 70-1448-3C – Mission Park,
Phase Two (Bocce Ball) – Emergency Operational Procedures, for
Trust property identified as Mission Park, under the provisions of civil
code (§4360(d).

TENTATIVE VOTE: Adopt 70-1448-3D – Amphitheater – Emergency Operational Procedures

At the regularly scheduled meeting of the COVID-19 Ad hoc Committee on August 18, 2020, the Committee moved and approved to recommend to the Board adoption of proposed emergency action policy 70-1448-D – Amphitheater – Emergency Operational Procedures, to re-open Trust property identified as the Amphitheater, for active outdoor activities, under all applicable or more restrictive public health and safety orders.

In the drafting and the subsequent Committee review of the proposed emergency action policy, key areas of Committee deliberation were focused on:

- Number of Seal Beach COVID-19 cases as reported by the Orange County Health authority to date
- Number of COVID-19 deaths
- The clear majority of the over 9,000 community members are clearly in the “at risk” category, due to age or preexisting medical conditions
- Reason rules must also take into consideration, Caregivers, and Shareholders/Members guests
- GRF, as an employer, has the obligation to establish rules to protect the health and safety of our employees
- Proposed actions MUST represent the mutual benefit of a majority of the Shareholder/members

Mrs. Damoci MOVED, seconded by Ms. Rapp, and carried unanimously -

TO return 70-1448-3D, – Amphitheater – Emergency Operational
Procedures to the COVID-19 Ad hoc Committee for review.

TENTATIVE VOTE: Adopt 70-1448-3 - Golf Course – Emergency Operational Procedures

At the regularly scheduled GRF Board of Directors meeting on July 28, 2020, the Board moved

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to adopt 70-1448-3, Golf Course – Emergency Operational Procedures. At the regularly scheduled meeting of the COVID-19 Ad hoc Committee on August 18, 2020, the Committee moved to recommend to the Board post the procedure for a 28-day comment period by the membership, to re-open Trust property identified as the Golf Course for active outdoor activities, under all applicable or more restrictive public health and safety orders.

In the drafting and the subsequent Committee review of the proposed emergency action policy, key areas of Committee deliberation were focused on:

- Number of Seal Beach COVID-19 cases as reported by the Orange County Health authority to date
- Number of COVID-19 deaths
- The clear majority of the over 9,000 community members are clearly in the “at risk” category, due to age or preexisting medical conditions
- Reason rules must also take into consideration, Caregivers, and Shareholders/Members guests
- GRF, as an employer, has the obligation to establish rules to protect the health and safety of our employees
- Proposed actions MUST represent the mutual benefit of a majority of the Shareholder/members

The Board concurred to remove 70-1448-3 - Golf Course – Emergency Operational Procedures from the agenda.

BOARD MEMBER COMMENTS

Four Board members spoke on the meeting proceedings.

ADJOURNMENT

The meeting was adjourned was at 3:12 p.m.



Marsha Gerber, Corporate Secretary
Golden Rain Foundation
dfb 08.25.20