



**BOARD OF DIRECTORS MEETING MINUTES
GOLDEN RAIN FOUNDATION
May 25, 2021**

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 10:00 a.m., on Tuesday, May 25, 2021, in Clubhouse Four and via live stream.

PLEDGE OF ALLEGIANCE

Jo Jo Weingart, leader and instructor of the Hui O Hula Club, led the Pledge of Allegiance.

ROLL CALL

Following the roll call, the Corporate Secretary reported that Directors Perrotti, Collazo, Snowden, Stone, Gerber, Hopewell, Rapp, Slutsky, Dodero (left at 1:06 p.m.), Levine, Damoci, Melody, Friedman, and Massetti were present.

Directors Pratt, Thompson, Heinrichs (arrived 10:12 a.m.) and Isom participated virtually, by Zoom.com. The Executive Director and the Director of Finance were also present.

Eighteen Directors participated, with a quorum of the voting majority.

ANNOUNCEMENTS

The President reminded the audience that draft and approved GRF Board minutes are not available from the receptionist in the Administration building.

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.

HEALTH CARE CENTER ADVISORY BOARD UPDATE

The update on the Health Care Center will be reported on a quarterly basis; the next update will be July 27, 2021, GRF Board of Directors meeting.

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.) 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

Three members offered comments at the meeting, and five members offered written comments, submitted prior to the meeting.

CONSENT AGENDA

The consent agenda included Committee/Board meeting minutes for the month of April 2021: Committee/Board meeting minutes for the month of April 2021: the minutes of the April 5, 2021 Recreation Committee Board meeting, the minutes of the April 7, 2021 Physical Property Committee Board meeting, the minutes of the April 8, 2021 Communications/IT Committee Board meeting, the minutes of the April 9, 2021 Executive Committee Board meeting, the minutes of the April 14, 2021 Security, Bus & Traffic Committee Board meeting, the minutes of the April 19, 2021 Finance Committee Board meeting, the minutes of the GRF Board of Directors meeting, dated April 27, 2021, GRF Board Report, dated May 5 2021, acceptance of the Financial Statements, April 2021, for Audit, the approval of Reserve funds investment purchase and the approval of Capital funds investment purchase.

The Consent Agenda was adopted, as presented.

REPORTS

The reports of the Chairs of the Chair of the Strategic Planning Ad hoc Committee, and the Website Redesign Ad hoc Committee were presented. The final report of the COVID-19 Ad hoc Committee will be presented, and, upon acceptance, the Committee will be dissolved at the Special GRF Board of Directors June 1, 2021, meeting.

NEW BUSINESS

General

Capital Funding Request - Aquatic Center Additional Landscape Elements

GRF Landscape Architectural Firm of Record (Mission Landscape) has recommended additional major landscape elements which were not included within the original scope of work for the Aquatic Center. These elements have been suggested to add ambiance, depth, dimension, and scale (see plan below).

The purchase and installation of six (6) Washingtonian Hybrid Palms (approved GRF landscape components), in the amount of \$8,052 is requested, Capital Funding.

Due to the size of the palms, action is needed at this time, as the installation of the palms at this early stage allows the use of large equipment which may not be accessible once the new pool and spa are excavated.

At the May 17, 2021, meeting of the Finance Committee, the Committee has determined Capital Funds, in the amount of \$8,052, are available and have placed a temporary hold on these funds, pending Board action.

Ms. Heinrichs MOVED, seconded by Mr. Dodero -

TO approve the purchase and installation of six (6) Washingtonian Hybrid Palms, in the amount of \$8,052, Capital Funding, and authorize the Executive Director to initiate the purchase and installation per plans provided by Mission Landscape for the Aquatic Center project.

Three Directors and the Executive Director spoke on the motion.

The motion was carried unanimously.

Architectural Design and Review Committee

Reserve Funding Request - Perimeter Wall Landscaping-Medical Center/Clubhouse Six

J&J Landscaping, our current contractor of record, has informed us that the health and wellbeing of the current plants around the Perimeter wall of the parking lot is deteriorating and recommend replacement (see attached proposal and suggested plants, minus the Flax.)

At its last ADRC meeting on March 25, 2021, the Committee recommended the GRF Board award a contract to J&J Landscaping, to replace the plants around the Perimeter Wall of the Medical Center and Clubhouse Six parking lots, for a cost not to exceed \$9,575, Reserve funding, and remove the New Zealand Flax from the suggested planting list.

Mr. Dodero MOVED, seconded by Ms. Rapp -

TO award a contract to J&J Landscaping to replace the New Zealand Flax plants around the Perimeter Wall of the Medical Center and Clubhouse Six Parking Lots, for a cost not to exceed \$9,575 Budgeted Reserve funding, remove the New Zealand Flax from the suggested planting list, and and authorize the President sign the contract.

Five Directors and the Executive Director spoke on the motion.

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

Communications/IT Committee

Amend 20-5581-1, Advertising

At the May 13, 2021, meeting of the Communications/IT Committee, the Committee moved to recommend the GRF Board of Directors amend 20-5581-1, Advertising Policy.

Ms. Hopewell MOVED, seconded by Ms. Levine -

TO amend 20-5581-1, Advertising Policy, expanding advertising to more than two languages, updating the approver title, and eliminating the Religion section, as presented.

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

Amend 20-5125-3, Communications/IT Committee Charter

At the May 13, 2021, meeting of the Communications/IT Committee, the Committee moved to recommend the GRF Board of Directors amend 20-5125-3, Communications/IT Committee Charter.

Ms. Snowden MOVED, seconded by Mrs. Damoci -

TO amend 20-5125-3, Communications/IT Committee Charter, updating the purpose of the committee, as amended.

Two Directors spoke on the motion.

The motion was carried unanimously.

COVID-19 Ad hoc Committee

Request to Recreation Department regarding COVID-19 Guidelines

At its regularly scheduled meeting on May 6, 2021, the Covid Ad Hoc Committee moved to recommend to the GRF Board to reopen the remaining trust property facilities commensurate with the State and County recommendations. Governor Newsom has indicated his intention to lift restrictions and terminate the tier system on June 15, 2021, or thereabouts.

The Committee proposes allowing operations to resume under State and County guidelines, with oversight by the Recreation Department, pursuant to the Governor's order, once effectuated.

Ms. Gerber MOVED, seconded by Mrs. Perrotti—

TO approve the reopening of all trust property facilities, under State and County guidelines, with oversight by the Recreation Department, once the Covid-associated restrictions have been lifted.

Four Directors, the Executive Director and the Assistant Recreation Manager spoke on the motion.

The motion was carried unanimously.

Executive Committee

Amend 30-5024-1, Committee Structure

At the May 14, 2021, meeting of the Executive Committee, the Committee moved to recommend the GRF Board of Directors amend 30-5024-1, Committee Structure.

Mr. Friedman MOVED, seconded by Mr. Melody -

TO amend 30-5024-1, Committee Structure, establishing the conditions that Member/Owners (M/O) may be appointed to sub-committees and ad hoc committees, clarifying the creation of sub-committees, and directing ad hoc committees to present a final report to the GRF Board, when the ad hoc committee is dissolved, as amended.

Four Directors spoke on the motion.

The motion was carried unanimously.

Rescind 30-1220-1, Sub-Committee Member/Owner (M/O) Specialist

At the May 14, 2021, meeting of the Executive Committee, the Committee moved to recommend the GRF Board of Directors rescind 30-1220-1, Sub-committee Member/Owner (M/O) Specialist.

Mr. Pratt MOVED, seconded by Mr. Melody, and carried unanimously -

TO rescind 30-1220-1, Sub-committee Member/Owner (M/O) Specialist, which has been incorporated into 30-5024-1, Committee Structure, as presented.

Finance Committee

Amend 40-5115-3, Finance Committee Charter

At the May 17, 2021, meeting of the Finance Committee, the Committee moved to recommend the GRF Board of Directors amend 40-5115-3, Finance Charter.

Mr. Friedman MOVED, seconded by Mrs. Damoci -

TO amend 40-5115-3, Finance Committee Charter, updating the Committee's purpose, establishing the Committee's duty to work cooperatively with other Standing Committees when projects and responsibilities overlap, clarifying the income producing leases to be reviewed, and updating document language, as amended.

Nine Directors spoke on the motion.

The motion was carried unanimously.

Operating Funds Request - Prepaid Dynamic Support Hours

At its meeting held on April 27, 2021, the GRF Board approved the purchase of an additional 100 hours of prepaid Microsoft support from Boyer & Associates. The hourly rate for these prepaid hours is \$195 and the total cost of 100 hours is \$19,500.

The motion passed at the April meeting contained an incorrect total cost of \$9,750, thus understating the total amount needed to purchase the 100 prepaid support hours.

Mr. Massetti MOVED, seconded by Mr. Dodero, and carried unanimously -

TO correct and restate the intended motion passed at the April 27, 2021, Board meeting: to approve the purchase of a prepaid block of 100 support hours from Boyer & Associates, in the amount of \$19,500, from Operating funds.

Mutual Administration Committee

Amend 50-5165-3, Mutual Administration & Service Maintenance Charter

At the May 10, 2021, meeting of the Mutual Administration & Service Maintenance Committee, the Committee moved to recommend the GRF Board of Directors amend 50-5165-3, Mutual Administration & Service Maintenance Committee Charter.

Ms. Snowden MOVED, seconded by Ms. Levine -

TO amend 50-5165-3, Mutual Administration & Service Maintenance Charter, clarifying the scope of the Committee and establishing the duty Committee's duty to work cooperatively with other Standing Committees when projects and responsibilities overlap, as amended.

Two Directors spoke on the motion.

The motion was carried unanimously.

Physical Property Committee

Emergency Action: Replacement of HVAC Unit A, Clubhouse Two

Emergency, Reserve Funding - Replacement of Heat Pump #2 Pool Room in Clubhouse Two.

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 §4930fd)(1).)

Heat Pump #2 in Clubhouse Two has failed and is beyond its useful life. The Physical Property Department obtained a quote from the contractor of record, Greenwood Heating and Air, for the replacement of this Reserve Component. The cost is as follows:

Greenwood Heating and Air	\$8,000
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The Executive Director took emergency action to replace the unit.

Mr. Collazo MOVED, seconded by Ms. Gerber –

TO ratify the emergency action and relative Reserve expenditures, in the amount of \$8,000, for the replacement of Heat Pump #2, Pool Room, in Clubhouse Two, for a cost not to exceed \$8,000.

Two Directors and the Executive Director spoke on the motion.

The motion was carried unanimously.

Capital Funding Request – Shade Structure at the Golf Course

The Recreation Committee was requested to obtain costs to add shade at the Golf Course. Correspondence was shared at its last meeting to look at a shade structure, 12'x16', from Costco, for a cost of \$1,800 (installation and concrete not included). The Physical Property Department requested a quote from MJ Jurado for an equivalent structure, industrial grade, for a cost of \$7,480, including a concrete slab for that size.

Note: Due to the change in size since the PPC meeting, the cost has been reduced to \$6,500.

At its May 17, 2021, meeting, the Finance Committee reviewed the Capital funding request and concurred funding was available.

Mrs. Damoci MOVED, seconded by Mr. Massetti –

TO award a contract to MJ Jurado, to install an industrial grade shade structure (ADRC approved type), with concrete slab, at the golf course, for a cost not to exceed \$6,500, Capital funding, and authorize the President sign the contract.

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

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

Capital Funding Request – Replace Approach from Parking Lot to Swimming Pool

One of the items from the Swimming Pool Plan check is to make the approach from the parking lot to the Swimming Pool ADA compliant; this item is not budgeted in the current approved funding of the Swimming Pool Project. The Physical Property Department requested a proposal from MJ Jurado to bring this area into compliance; the initial cost for this task was \$38,580 and staff recommended a \$6,000 contingency.

At its regularly scheduled meeting on May 5, 2021, the Physical Property Committee (PPC) duly moved and approved to recommend the GRF Board of Directors make modifications to

the approach from the parking lot to the Swimming Pool ADA compliance, for a cost not to exceed \$44,580, Capital Funding.

Note: due to further discovery of ADA requirements, additional cost was added to the preliminary recommendations reviewed by PPC; the updated total cost to complete this task is \$69,252 and a \$5,000 contingency is recommended. The additional items to meet ADA standards, not taken into consideration prior to elevation reading, are slope/condition of ADA parking, required cross gutter, addition of two catch basins, and gutter modifications.

At its May 17, 2021, meeting the Finance Committee reviewed this Capital funding request and concurred funding was available.

The path of travel is outlined in blue on the illustration included in the agenda packet.

Mr. Melody MOVED, seconded by Ms. Rapp -

TO award a contract to MJ Jurado, in the amount of \$69,252 (updated cost), to make the approach from the parking lot to the Swimming Pool ADA compliant, as being recommended to the GRF Board by the Physical Property Committee, per the Committee's action request of May 5, 2021, add a \$5,000 contingency for a total project cost not to exceed \$74,252, and authorize the President sign the contract.

Six Directors and the Executive Director spoke on the motion.

The motion was carried unanimously.

The President called for a 15-minute break at 12:06 p.m.

Recreation Committee

Capital Funding Request – Outdoor Storage Unit, Clubhouse Three

At its regularly scheduled May 3, 2021, meeting, the Recreation Committee moved to recommend the GRF Board of Directors approve installation of a vinyl fence along the east wall of Clubhouse Three, to enclose storage of equipment currently stored in the lobby, based on an estimate not to exceed \$8,000 (Exhibit A quote for \$3,500 plus a \$500 contingency, in the agenda packet).

Mr. Friedman MOVED, seconded by Mr. Dodero -

TO approve funding of the installation of a vinyl fence along the east wall of Clubhouse Three, to enclose storage, not to exceed \$8,000,

Capital funding, and to authorize the President to sign any applicable contracts.

Seven Directors and the Executive Director spoke on the motion.

The motion and the second were rescinded and the Board concurred to refer the Outdoor Storage Unit, Clubhouse Three agenda item to the Recreation Committee for review.

Approve Mini Farm Redesign Concept

In 1988, a group of Shareholders were granted permission by the GRF to establish community gardens located at Trust property commonly referred to as the 1.8 acres. During the next 32 years, the community gardens became to be known as the Mini Farms and were managed by the Mini Farm Club.

On January 1, 2021, GRF assumed the operational responsibility of Trust property commonly referred to as the Mini Farms. This action was deemed necessary, as during the past 30 plus years, the location has been under no clearly defined use restrictions and/or plot modification requirements compliant to the operations on commercial property. The variations in practices, age and condition have resulted in required improvements for the use of Trust property and to reduce risk associated with the use of Trust property in the location.

Actions were begun to ready plots for leasing: this resulted in a cascade of needs, as it quickly became apparent that greater actions were required. Subsequently, the Executive Director has received notice by a concerned Shareholder of the presence of conditions which may be of a safety concern.

The Mini Farm Sub Committee performed detailed inspection after the initial plots were being readied.

Based upon the site inspection and the need to maintain the area in accordance with generally accepted best practices, the following actions were instituted:

1. A moratorium went into effect on the leasing of all Mini Farm Plots.
2. Due notice was sent to all members who recently leased a plot or were on the waiting list that due to existing site conditions and the necessity to render the area in a condition to generally accepted best practices, no plots will be leased at this time. The standing order of the wait list will be maintained.
3. Draft general specifications for site improvements for the Mini Farms and forward the specifications to applicable GRF Committees for review with work to include:
include, but not be limited to:
 - a. Licensed professional survey of the location.
 - i. Ensure area has proper grade for drainage.
 - ii. Regrading plan to eliminate the need for a retaining wall at the sidewalk junction.
 - b. Development of a new plot plan.
 - i. Configuration of walkways to accepted standards.
 - ii. Consideration into a layout where additional plots could be added.
 - iii. Compliance to all applicable codes.

- iv. Compliance to accessibility and ADA compliance.
- c. **Completely** clear all non-currently leased plots.
 - i. Including debris which may be buried beneath the soils (example: large quantities of glass have been uncovered).
- d. Remove soils, as needed, and regrade.
- e. Add/replace water/irrigation as needed.
- f. Determine walkway materials.
- g. Determine fencing.

At its regularly scheduled meeting on May 3, 2021, the Recreation Committee reviewed the Mini Farm Sub-Committee report and renovation and enhancement concepts. Upon review, the Recreation Committee duly moved and approved to forward the concept to the Board. (General concept photos attached.)

Mr. Friedman MOVED, seconded Ms. Gerber -

TO conceptually approve a renovation of Trust property, commonly identified as the Mini Farms, and authorize due committee process to seek professional consultants for drafting and finalization of design and the development of specifications and construction plans, which, due to the age of the location must meet all current building codes as well as accessibility (ADA) standards.

Fourteen Directors spoke on the motion.

The motion was carried with one recusal (Perrotti).

Mr. Friedman MOVED, seconded by Ms. Snowden-

TO approve a moratorium on all leasing of plots in effect until such time as final determination is made by the Board on the renovation of the 1.8 Acres; all members on the waiting list will retain their position on the waiting list, and the Recreation Committee shall take due action to reasonably facilitate the cancellation of all existing leases, with all existing lessees, retaining a priority for a plot lease once the area is re-opened.

Five Directors spoke on the motion.

The motion was carried with two recusals (Perrotti, Isom).

Amend 40-1488-6, Mini Farm (1.8 Acre) Lease

At the May 3, 2021, meeting of the Recreation Committee, the Committee moved to recommend the GRF Board of Directors amend 40-1488-6, Mini Farm (1.8 Acre) Lease.

Ms. Gerber MOVED, seconded Ms. Rapp -

TO amend 40-1488-6, Mini Farm (1.8 Acre) Lease, changing the prefix from Finance to Recreation, as presented.

Eight Directors spoke on the motion.

The motion was carried unanimously by the Directors present.

Amend 70-1406-1, Limitations on Use of Trust

At the May 3, 2021, meeting of the Recreation Committee, the Committee moved to recommend the GRF Board of Directors amend 70-1406-1, Limitations on Use.

Ms. Hopewell MOVED, seconded Mrs. Perrotti -

TO amend amend 70-1406-1, Limitations on Use, updating legal resident to authorized resident and updating document language, as presented.

Three Directors and the Executive Director spoke on the motion.

The motion was carried unanimously by the Directors present.

Amend 70-1429.02-1, Golf Course Rules

At the May 3, 2021, meeting of the Recreation Committee, the Committee moved to recommend the GRF Board of Directors amend 70-1429.02-1, Golf Course Rules.

Ms. Rapp MOVED, seconded Mr. Slutsky -

TO amend 70-1429.02-1, Golf Course Rules, updating legal resident to authorized resident, as presented.

Three Directors spoke on the motion.

The motion was carried unanimously by the Directors present.

TENTATIVE VOTE: Amend 70-1468-1, Swimming Pool Rules

At the May 3, 2021, meeting of the Recreation Committee, the Committee moved to recommend the GRF Board of Directors amend 70-1468-1, Swimming Pool Rules.

Mrs. Perrotti MOVED, seconded Mr. Melody -

TO amend 70-1468-1, Swimming Rules, prohibiting photograph in the pool area, updating document language, updating the hot pool information, updating the number of swimming lanes to five (5), and updating lap swim rules, as presented, pending a 28-day notification to the members, and a final decision by the GRF Board of Directors on July 27, 2021.

Two Directors and the Executive Director spoke on the motion.

The motion was carried with one recusal (Melody).

TENTATIVE VOTE: Amend 70-1487-1, Recreations Vehicle Lot (RVL) Rules and Regulations.

At the May 3, 2021, meeting of the Recreation Committee, the Committee moved to recommend the GRF Board of Directors amend 70-1487-1, Recreations Vehicle Lot (RVL) Rules and Regulations.

Ms. Rapp MOVED, seconded Mr. Massetti -

TO 70-1487-1, Recreations Vehicle Lot (RVL) Rules and Regulations updating legal residents to authorized residents, establishing that the annual lease fee shall be determined at the time of the renewal, updating policy language, as amended, pending a 28-day notification to the members, and a final decision by the GRF Board of Directors on July 27, 2021.

The motion was carried with one recusal (Melody).

TENTATIVE VOTE: Amend 70-1487-2, Recreations Vehicle Lot (RVL) Schedule of Fees

At the March 23 meeting of the GRF Board of Directors, the Board voted to tentatively amend 70-1487-2, Recreational Vehicle Lot (RVL) – Schedule of Fees and Monetary Fines, pending a 28-day notice period to Foundation members. The document draft was published in the March 25 edition of the *LW Weekly*. Members were welcomed to submit their comments or questions to the Board Office on this matter. This process is recommended in accordance with Civil Code **§4360**.

No correspondence was received during the 28-day notification to the membership period.

Operational expenses are calculated at:

2021 Budget Expense	\$20,656
RV Lot Attendant	\$26,208
RC Admin	\$5,094 at \$18 per stall
FC Admin	\$3,396 at \$12 per stall
Sub Total	\$55,354
Budgeted Income	\$46,000
Sub Total	-\$9,354
20% Stall increase	\$9,200
Break Even	-\$154
Number of Stalls	283

The current annual rates are:

- 10 foot to 20-foot space, \$170
- 21 foot to 30-foot space, \$200
- 31-foot to 40-foot space, \$290

The new recommended annual rate is:

- 10 foot to 20-foot space, \$204 (\$34 increase)
- 21 foot to 30-foot space, \$240 (\$40 increase)
- 31-foot to 40-foot space, \$348 (\$58 increase)

Mrs. Perrotti MOVED, seconded by Ms. Snowden-

TO approve the 20% increase in the annual lease fee for spaces at the 5.5 Acre RV Lot, as presented.

Four Directors and the Recreation Manager spoke on the motion.

The motion was carried with one recusal (Melody).

TENTATIVE VOTE: Amend 70-1428-3, Clubhouse Artwork Displays

At the May 3, 2021, meeting of the Recreation Committee, the Committee moved to recommend the GRF Board of Directors amend 70-1428-3, Clubhouse Artwork Displays.

Ms. Gerber MOVED, seconded by Ms. Rapp-

TO amend 70-1428-3, Clubhouse Artwork Displays, updating document language, and establishing the terms for displaying

artwork, including display location, length of display period, artwork content, sales, and publicity, as presented., pending a 28-day notification to the members, and a final decision by the GRF Board of Directors on July 27, 2021.

One Director spoke on the motion.

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

TENTATIVE VOTE: Amend 70-1411-1 Facility Reservation

At the May 3, 2021, meeting of the Recreation Committee, the Committee moved to recommend the GRF Board of Directors amend 70-1411-1, Facilities Reservations.

Ms. Rapp MOVED, seconded by Ms. Stone-

TO amend 70-1411-1, Facilities Reservations, updating document language, reducing the number of weekly reservations from three to one, with additional reservations at the discretion of the Recreation Director, and prohibiting recurring holiday reservations, as presented, pending a 28-day notification to the members, and a final decision by the GRF Board of Directors on July 27, 2021.

Nine Directors and the Executive Director spoke on the motion.

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

BOARD MEMBER COMMENTS

Four Directors offered comments.

ADJOURNMENT

The meeting was adjourned was at 2:18 P.M.



Marsha Gerber, Corporate Secretary
Golden Rain Foundation
dfb 05.25.21