



**BOARD OF DIRECTORS MEETING MINUTES
GOLDEN RAIN FOUNDATION
October 26, 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, October 26, 2021, in Clubhouse Four and via live stream.

PLEDGE OF ALLEGIANCE

Director Nick Massetti led the Pledge of Allegiance.

ROLL CALL

Following the roll call, Corporate Secretary, Paula Snowden reported that Directors Perrotti, Gambol, Snowden, Geffner, Gerber, Thompson, Hopewell, Doderer, Levine, Mandeville, Damoci, Melody and Massetti were present.

Director Pratt, Ableser, Friedman and Isom were present via Zoom.

Director Slutsky was absent.

Directors participated, with a quorum of the voting majority.

The Executive Director, Randy Ankeny and Recording Secretary, Tia Makakaufaki were also present.

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

No update was given at the time.

HEALTH CARE CENTER ADVISORY BOARD UPDATE

Victoria Batistelli and Alicia Nelson provided an update on the Health Care Center. The next update will be January 25, 2021, GRF Board of Directors meeting.

SHAREHOLDER/MEMBER COMMENTS

In accordance with Policy 5610, Participation by Foundation Members, members may enter 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

One member offered a comment at the meeting.

CONSENT AGENDA

The consent agenda included minutes of the Finance Committee Meeting of September 20, 2021, • Minutes of the GRF Administration Committee Meeting of September 2, 2021 • Minutes of the Physical Property Committee Meeting of September 8, 2021 • Minutes of the Recreation Committee Meeting of August 30, 2021 • The minutes from September 28, 2021, GRF Board Meeting • The acceptance of the Financial Statement, September 2021 • and the approval for Capital and Reserve funds investment purchase

AD HOC REPORTS

The reports from the Chairs of the Governing Documents Ad hoc Committee, Strategic Planning Ad hoc Committee, and the Website Redesign Ad hoc Committee and Management Services and Contract Ad hoc Committee were presented.

NEW BUSINESS

GENERAL

Indoor Trust Property Face Masks Required

At the September 28, 2021 meeting of the GRF Board, the Board duly moved and approved:

To extend the face mask requirement until the next Board meeting at which time the Board will consider prevalent public health and safety conditions for possible extension.

Board action is requested in accordance with the above to:

Option A:

To extend the face mask requirement within all Trust Property buildings until the November Board meeting.

Option B if Option A fails:

To approve a face mask requirement within Trust Property Administrative/Business Offices and all GRF and Mutual meetings within Trust Property, to protect the health and safety of GRF staff, as directed by the Executive Director and/or as required by applicable Federal, State and County Health Orders.

First Motion:

Mr. Dodreo MOVED, seconded by Ms. Gambol –

TO extend the face mask requirement within all Trust Property
buildings until the November Board meeting.

The motion failed with 12 no votes (Director Perrotti, Gambol, Pratt, Gerber, Hopewell, Dodero, Mandeville, Damoci, Melody, Friedman, Isom and Massetti).

Three Directors spoke on the motion.

Second Motion:

Mr. Dodero MOVED, seconded by Ms. Snowden and carried unanimously by the Directors present -

TO approve a face mask requirement within Trust Property Administrative/Business Office and all GRF and Mutual meetings within Trust Property, to protect the health and safety of GRF staff, as directed by the Executive Director and/or as required by applicable Federal, State and County Health Orders.

Six Directors and the Executive Director spoke on the motion.

GENERAL

Primary and Main Sewer Line R&M Responsibilities

After a comprehensive review of the Trust Agreement and Governing Documents relative to repair and maintenance of the interconnected storm drain system:

- There exists various storm drain lines running beneath/on and servicing the Trust Properties and Mutuals.
- The Trust Agreement provide terminology as to responsibility for managing and maintaining the storm drain system.

The Golden Rain Foundation (GRF) Board recognize that, to ensure consistent and adequate maintenance and management of the storm drain system, it is critical to assign maintenance and management responsibilities and memorialize same.

Mrs. Damoci MOVED, seconded by Mr. Geffner -

TO allow Mutual One and Mutual Fourteen to vote to maintain, repair and manage the storm drain system.

The motion passed with two abstention (Directors Perrotti and Melody) and one no vote (Director Thompson).

Mrs. Damoci MOVED, seconded by Mr. Dodero present –

TO approve effective immediately (October 26, 2021), GRF, through its Board of Directors, shall maintain, repair, and manage the storm drain system, as shown and depicted on Exhibit A attached.

The motion passed with one recusal (Director Perrotti).

Six Director spoke on the motion.

Communication/IT Committee

Amend Policy 20-2807-1, GRF Emergency Text Parameters

After a brief discussion, the Directors agreed to remove this from the agenda and sent back to Communication/IT Committee for further review.

GRF Administration Committee

Non-Budgeting Operating 2.6 Full Time Employee Operating Expense

At the October 7, 2021 meeting of the GRF Administration Committee, the committee duly moved and approved to recommend to the Board, to approve non-budgeted operating funding request for the immediate hiring and onboarding of additional 2.6 FTEs included within the approved 2022 Budget:

At the September 28, 2021 GRF Board meeting, the Board approved the 2022 Approved budget which includes 2.6 new full-time employees (FTEs): Stock Transfer Assistant (1), Communications Coordinator (1) and IT Technician (0.6). The additional FTEs wages will be allocated to the appropriate cost centers; 1 FTE to Stock Transfer (Cost Center 533), 1 FTE to News (Cost Center 236) and .6 FTE to Information Technology (Cost Center 934). Based on an approximation of time to hire, for a combined estimated total of \$31,500. This will be equivalent to eight (8) weeks of salaries for these non-exempt positions where Stock Transfer is estimated \$9,000, News is estimated \$12,000, and IT is estimated to be \$10,500.

At the October 18, 2021 meeting of the Finance Committee, the Committee determined sufficient 2021 operational funds were available.

Mr. Mandeville MOVED, seconded by Ms. Snowden and carried unanimously by the Director's present –

TO approve non-budgeted funding in the amount of \$31,500, allocated to: Cost Center 533 - Stock Transfer \$9,000, Cost Center 236 - News \$12,000, Cost Center 934, IT \$10,500 and to approve the hiring of the additional 2.6 FTEs in 2021, as outlined in the 2022 Budget.

One Director and the Executive Director spoke on the motion.

GRF ADMINISTRATION COMMITTEE

Amend Policy 30-5092-1, Code of Ethics

At the October 7, 2021 meeting of the GRF Administration Committee, the Committee moved to recommend the GRF Board of Directors to amend 30-5092-1, Code of Ethics.

Ms. Hopewell MOVED, seconded by Ms. Levine and carried unanimously by the Directors present –

TO amend 30-5092-1, Code of Ethics, updating document language,
and removing 2.2. Acts unilaterally, as presented.

Nine Directors spoke on this motion.

GRF ADMINISTRATION COMMITTEE

Amend Policy 30-5092-3, BOD Censure Procedure

After a brief discussion, the Directors agreed to remove from the agenda and sent back to GRF Administration Committee for further review.

GRF ADMINISTRATION COMMITTEE

Approval GRF Election Packet

At the October 7, 2021 meeting of the GRF Administration Committee, the Committee moved to recommend the GRF Board of Directors to approve the GRF Election Packet.

Ms. Gerber MOVED, seconded by Mr. Dodero and carried unanimously by the Directors present. -

TO approve the GRF Election packet, as presented without Policy
30-5092-3, BOD Censure Procedure.

Six Directors spoke on this motion.

GRF ADMINISTRATION COMMITTEE

Amend Policy 30-5026-3 GRF Election of Officers

At the October 7, 2021 meeting of the GRF Administration Committee, the Committee moved to recommend the GRF Board of Directors to amend 30-5026-3, GRF Election of Officers.

Ms. Isom MOVED, seconded by Mr. Melody and carried unanimously by the Directors present. –

TO amend 30-5026-3, GRF Election of Officers, adding an officer of the Board may not have been convicted of a financial crime and to refer to policy 30-5020-1 for more information concerning being a Mutual Board and GRF Board simultaneously, as presented.

Four Directors spoke on this motion.

PHYSICAL PROPERTY COMMITTEE

Reserve Funding Request - Main Sewer Lines Replacement- Mutual Nine

Per the approved action of the GRF Board on September 28, 2021.

- GRF assumed repairs and maintenance of the interconnective sewer system consisting of Primary and Main sewer lines within Trust and Mutual property.

- Primary sewer lines are defined as sewer piping of twelve inches, sixteen inches and eighteen inches.
- Main sewer lines are defined as eight inches to ten inches.

At October 6, 2021 Physical Properties Committee, the Committee reviewed an expenditure incurred by Mutual Nine to a Main sewer line, during the period of September 28, 2019, to September 28, 2021. It was also determined that Mutual Nine incurred an expense directly relative to the repair, maintenance, or replacement of Primary or Main Sewer line (see attached).

At the October 18, 2021 Finance Committee, the Committee determined Reserve Funding in the amount of \$163,350 is available and there has been a temporary hold on the funds, pending Board action.

Ms. Hopewell MOVED, seconded by Ms. Levine –

TO recuse GRF Director for Mutual Nine from voting.

The motion passed with one abstention (Director Gambol), one recusal (Director Dodero and two no vote (Pratt and Melody).

Three Directors and the Executive Director spoke on this motion.

Mrs. Damoci MOVED, seconded by Mr. Melody present –

TO approve the reimbursement of \$163,350 (Reserve Funding) to Mutual Nine for the replacement of a Main Sewer Line and associated manhole and clean out hub and to authorize the Director of Finance to transfer the funds to Mutual Nine.

The motion passed with one abstention (Director Perrotti) and one recusal (Director Dodero).

RECREATION COMMITTEE

Reserve Funding Request - Clubhouse Four – Ceramics Studio Kilns

The kilns in the Ceramics Studio at Clubhouse Four have been requiring frequent service and our Service Tech has advised us that one of the kilns only has approximately one to two years useful life left in it before a major overhaul or replacement would be required. Quotes have been solicited from three companies to replace all three of the existing Kilns in the ceramic's studio.

Aardvark Clay & Supplies \$14,077.69
Laguna Clay Company \$13,391.22
Ceramics and Craft Warehouse \$13,827.85

At the October 4, 2021 of the Recreation Committee, the Committee approved the purchase of three new Skutt Kilns not to exceed \$19,000.00 and requested that the Finance Committee review the budget for funds from the reserves for this purchase.

At the October 18, 2021 meeting of the Finance Committee, the Committee approved funding in the amount not to exceed \$19,000.00, to purchase three new kilns with funds coming from the replacement reserves.

Mrs. Perrotti MOVED, seconded by Mr. Dodero and carried unanimously by the Directors present. –

TO approve the purchase of three new Skutt Kilns from Laguna Clay Company in the amount of \$13,391.22, from the replacement reserves and to also approve contingency funds of \$5,608.78, to upgrade the existing electrical as needed.

Five Directors spoke on this motion.

At 12:00 p.m. a 15-minute break was called for. Meeting resumed at 12:15 p.m.

RECREATION COMMITTEE

Temporary Variance to Policy 70-1406-1, Limitation on Use Of Trust Property – Rules

At the October 4, 2021 Recreation Committee, the Committee approved a temporary variance to policy 70-1406-1 Limitation of Use - Rules, to allow children under adult, authorized resident supervision to use the Clubhouse Two Game Room for a period of six (6) months, after which the Recreation Committee will determine if an amendment to the policy is warranted.

Ms. Perrotti MOVED, seconded by Ms. Levine -

TO grant a temporary variance to Policy 70-1406-1, Limitation of Use
- Rules for a period of six months to allow children to use the
Clubhouse Two Game Room under the supervision of an adult,
authorized resident.

The motion passed with five no votes (Directors Pratt, Thompson, Hopewell, Ableser and Melody).

Thirteen Directors spoke on this motion.

RECREATION COMMITTEE

Tentative Vote - Amend Policy 70-1429.02-1 Golf Course Rules

At the October 4, 2021 meeting of the Recreation Committee, the Committee moved to recommend the GRF Board of Directors to tentatively amend policy 70-1429.02-1 Golf Course Rules.

Mr. Melody MOVED, seconded by Mr. Friedman –

TO amend 70-1429.02-1 Golf Course Rules, add to the rules that No
dogs allowed on the golf course, also Authorized Residents not
playing shall not cross the golf course, as presented, pending a 28-
day notification to the members, and a final decision by the GRF
Board of Directors on December 28, 2021.

The motion passed with four no votes (Director's Gambol, Thompson, Ableser and Massetti).

Eleven Directors spoke on this motion.

RECREATION COMMITTEE

Amend Policy 70-1422-3, Marquee Usage

At the October 4, 2021 meeting of the Recreation Committee, the Committee moved to recommend the GRF Board of Directors to amend policy 70-1422-3, Marquee Usage.

Mr. Geffner MOVED, seconded by Mr. Melody and carried unanimously by the Directors present. –

TO amend policy 70-1422-3, Marquee Usage, updating the document language, as presented.

No Directors spoke on this motion.

RECREATION COMMITTEE

Amend Policy 70-1406-1, Limitation on Use of Trust Property – Rules

At the October 4, 2021 Recreation Committee meeting, the Committee moved to recommend the GRF Board of Directors to amend 70-1406-1, Limitation of Use - Rules.

Mr. Mandeville MOVED, seconded by Mr. Melody and carried unanimously by the Directors present. –

TO amend to 70-1406-1, Limitation of Use - Rules, updating and clarifying document language, as presented.

No Directors spoke on this motion.

SECURITY, BUS & TRAFFIC COMMITTEE

Reserve Funding Request - Two Way Radios

At the October 13, 2021 meeting of the Security, Bus and Traffic Committee, the Committee voted to forward funding request to the Finance Committee the purchase of sixteen two-way radios and eight microphones.

This equipment is required due to the need of radios and microphones that need to be either upgraded, replaced, or added.

Mr. Pratt MOVED, seconded by Ms. Gambol and carried unanimously by the Directors present. –

TO approve the purchase of sixteen (16) two-way radios and eight

(8) microphones at no cost not to exceed \$6,645.50, reserve funding.

Four Directors spoke on this motion.

WEBSITE REDESIGN AD HOC COMMITTEE

Approval New GRF Website

Since the appointment of the Ad hoc Website Redesign Ad Hoc Committee, they have been activity working with Stormbrain (approved website development contractor), to replace the existing GRF website (www.lwsb.com) placed into operation in 2015.

At the October 19, 2021 meeting of the Ad hoc Committee, the committee duly moved and approved to recommend to the Board replacement of the existing website with the new website which includes but is not limited to:

Simplified navigation, Modernized theme, which is mobile device responsive, Dynamic and informational Homepage, Global search functionality, Master calendar, and ADA features.

Ms. Isom MOVED, seconded by Ms. Snowden and carried unanimously by the Directors present. –

TO approve the replacement of the existing GRF website with the

newly designed website.

Two Directors spoke on this motion.

BOARD MEMBER COMMENTS

One Director offered a comment.

ADJOURNMENT

The meeting was adjourned was at 1:16 P.M.



Paula Snowden, Corporate Secretary
Golden Rain Foundation
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