



**BOARD OF DIRECTORS MEETING MINUTES
GOLDEN RAIN FOUNDATION
January 25, 2022**

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, January 25, 2022, in Clubhouse Four and via live stream.

PLEDGE OF ALLEGIANCE

Tony Dodero led the Pledge of Allegiance.

ROLL CALL

Following the roll call, Recording Secretary, Tia Makakaufaki reported that Directors Gambol, Geffner, Gerber, Thompson, Hopewell, Dodero, Slutsky, Dodero, Levine, Mandeville, Damoci, Melody, Friedman and Massetti were present.

Directors Perrotti, Pratt, Snowden, Ableser and Isom were present via Zoom.

18 Directors participated with a quorum of the voting majority.

The Director of Finance, Carolyn Miller, Facilities Director, Mark Weaver, Director of IT, Marcelo Mario 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

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

Alicia Nelson provided an update on the Health Care Center. The next update will be April 26, 2022, 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

Five members offered comments at the meeting, and two members offered written comments, submitted prior to the meeting.

CONSENT AGENDA

The consent agenda included minutes of the • Minutes of the Physical Property Committee Meeting of December 1, 2021 • Minutes of the GRF Administration Committee Meeting of December 2, 2021 • Minutes of the Finance Committee from December 20, 2021 • Minutes of the GRF Board Meeting from December 21, 2021 • The acceptance of the Interim Financial Statement, December 2021 • Approval Reserve Funds Investment Purchase

The Consent Agenda was adopted, as presented.

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 were presented.

NEW BUSINESS

GENERAL

Reserve Funding Request - Server Replacement

In September 2021, our managed service provider (MSP), Konica, identified an urgent need to replace a 12-year-old Dell Power Edge R710 server. The installation of the new sever will also replace outdated backup software from Synology to Veeam. Konica suggested retaining Synology for local back up with Veeam supporting the cloud and disaster recovery functions. Total cost to replace these critical components was \$9,171.69 Konica, Daniel, and Randy viewed this as an imminent need, and therefore authorized the purchase and installation of the hardware and software.

Per the terms within the Civil Code, the replacement of the server and software represents an emergency replacement need. The Executive Director took emergency action to replace the server.

Ms. Gerber MOVED, seconded by Mr. Melody carried unanimously by the Directors present—

TO ratify the emergency action and associated reserve expenditure,
in the amount of \$9,171.69, for the replacement and installation of a
new server and related software from Konica Minolta.

Three Directors spoke on the motion.

Establishment of Ad Hoc Committee

Ad hoc Committees:

- a. Ad hoc committees are temporary committees established by the BOD to address 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

Bulk Cable Ad Hoc Committee

The GRF contract with Superwire expires in June 2022, with a six-month transition option to December 31, 2022. There is a need to reestablish the Bulk Cable Ad Hoc Committee to gather current information from cable providers regarding costs and available services.

General function and requirement of the Committee:

1. Review Committee's results from previous Committee criteria and responses.
2. Request current costs and available services from appropriate vendors
3. The committee is not authorized to sign a contract or make any commitment on behalf of GRF or the Mutuals for any services.
4. Present final report to GRF Board by May 2022.

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

1st Motion-

TO approve and thereby establish the Bulk Cable Ad hoc Committee and grant to the Ad hoc Committee limited authority specifically stated within GRF governing documents, policies, or other authority as granted by the BOD or as state within this policy.

Two Directors spoke on this motion.

Mr. Hopewell MOVED, seconded by Mrs. Damoci and carried unanimously by the Directors present –

2nd Motion -

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 policy 30-5024-1, Committee Structure, TO approve the appointment of Nick Massetti, Chair, Lee Melody, Larry Slutsky, Paula Snowden, and Carol Levine to the Bulk Cable Ad hoc Committee.

Three Directors spoke on the motion

FINANCE COMMITTEE

Amend Rule 40-5528-1 Refund of Excess Income

At the January 14, 2022, meeting of the Finance Committee, the Committee moved to recommend the GRF Board of Directors amend policy 40-5528-1, Refund of Excess Income to add another option for distribution of the funds.

Ms. Isom MOVED, seconded by Mr. Friedman present -

TO amend 40-5528-1, Refund of Excess Income, as follows:

1. Remove “the entire amount” from item 2 which will now read Refund to the Mutual Corporations.
2. Add new item 4: Retain in GRF Operating Fund.
3. Amend item 5 to read: A combination of Options 1, 2, 3 or 4.

Fourteen Directors spoke on this motion.

The motion carried with one no vote (Doderö).

FINAL VOTE - Amend Policy 40-5061-2, Fees

After a brief discussion, the committee concurred to send this item back to Finance Committee.

FINAL VOTE – Adopt Policy 40-5580-2 Entry Passes – Fees

At the September 20, 2021 meeting of the Finance Committee, the Committee moved to recommend the GRF Board of Directors tentatively adopt policy 40-5580-2 Entry Passes - Fees.

At the November 23, 2021 meeting of the GRF Board of Directors, the Board voted to tentatively adopt 40-5580-2, Entry passes - fees, pending a 28-day notice period to Foundation members. The document draft was published in the December 2nd 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 item of correspondence was received during the 28-day notification to the membership period.

Mr. Massetti MOVED, seconded by Mr. Melody and carried unanimously by the Director's present –

TO ratify policy 40-5580-2, Entry Passes - Fees, updating document
language, as presented.

No one spoke on this motion.

MUTUAL ADMINISTRATION COMMITTEE

Approval to Host 2022 Life Options Expo

Mutual Administration and Member Resource & Assistance Liaison is requesting to host the Annual Life Options Expo in Clubhouse Four in possible collaboration with the City of Seal Beach Senior Services on July 29, 2022.

This community-based expo will provide Shareholders of Leisure World, Seal Beach with an opportunity to learn about options that are available to enhance their quality of life. Vendors from Residential Care Facilities, Home Care Agencies, Senior Placement Specialists, Elder Care Agencies, Long Term Planning and County Organizations will be invited. Participating providers are for information and referral only.

At the January 10, 2022 meeting of the Mutual Administration Committee, the Committee unanimously moved to recommend the Board to the Mutual Administration Committee to allow Member Resource & Assistance Liaison to plan and facilitate the Life Options Expo on July 29, 2022, the budget not to exceed \$400.00 which includes refreshments, water, coffee supplies, napkins, and decorations, as presented.

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

TO recommend the Board authorize the facilitation of the Life Options Expo on July 29, 2022 by Mutual Administration and Member Resource & Assistance Liaison and approve the budget of not to exceed \$400.00, which includes refreshments, water, coffee supplies, napkins, and decorations, as presented.

Three Directors spoke on the motion.

PHYSICAL PROPERTIES COMMITTEE

Capital Funding Request - St. Andrews Electric Vehicle Charging Station

At the July 27, 2021, GRF Board meeting, the Board conceptually approved the location of charging stations outside the St. Andrews Gate and established a Sub Committee to pursue the Charge Ready program through Southern California Edison (SCE). SCE pays for the installation of the needed infrastructure and offers a rebate on the charging equipment with the approval from SCE. The purchase of the charging equipment, maintenance of said equipment for 10 years and cloud-based management software are the responsibility of the owner.

With direction from the Sub Committee a request for proposal was sent out to five vendors, requesting cost for the installation/purchase of charging equipment, maintenance of said equipment for 10 years and cloud-based management software. At the January 5, 2022, Physical Property Committee meeting, the Committee reviewed the SCE Charge Ready program, Sub Committee recommendation, bids, and scope of work for this project. Bids are as follows:

Charge Point \$62,096

Ever Charge did not comply with RFP

At the January 5, 2022 meeting of the Physical Property Committee, the Committee also requested a lease option from Charge Point. The cost they provided for a 5-year period is \$41,434. A 20% contingency of \$ \$8,687 is recommended, for a total not to exceed \$49,721.

Note a 5-year lease is most they offer a second 5-year lease will be required to meet SCE requirements.

The Committee recommends the GRF Board approve the bid from Charge Point to purchase and install the vehicle charging equipment and provide 10 years of service for a cost of \$62,096 based on approval from SCE Charge Ready Program and add a 20% contingency for a total cost not to exceed \$74,496 after review by the Finance Committee.

At the January 14, 2022 meeting the Finance Committee, the Committee has determined that sufficient Capital funding in the amount of \$74,496 are available. The Committee placed a temporary hold on these funds pending a Board action to release the funds for this project.

Mr. Melody MOVED, seconded by Mr. Dodero present –

TO award a contract to Charge Point to purchase and install the vehicle charging equipment and provide 10 years of service for a cost of \$62,493 based on approval from SCE Charge Ready Program and add a 20% contingency for a total cost not to exceed \$75,493, using Capital funding and to authorize the President sign the contract.

Thirteen Directors and the Facilities Director spoke on this motion.

The motion passed with five no votes (Perrotti, Gambol, Pratt, Gerber and Isom).

Capital Funding Request – Urban Crossroad -North Gate Road in Northwood Road and St. Andrews Drive

At the January 5, 2022 meeting of the Physical Property Committee, the Committee duly moved and approved to recommend the Board, approve an analysis by Urban Crossroads for the North Gate Road to Northwood and St. Andrews Drive review proposal in the amount of \$9,800, Capital funding, pending review by the Finance Committee (see attached) The scope of work will consist of:

- Site visit
- Identify opportunities for improvement
- Document existing conditions
- Develop alternative exhibits for review

At the November 14, 2021 meeting the Finance Committee, the Committee determined that sufficient capital funding in the amount of \$9,800 are available. The Committee placed a temporary hold on these funds pending a Board action to release the funds for this project.

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

TO award a contract to Urban Crossroads to perform an analysis of traffic flow for North Gate Road to Northwood and St. Andrews Drive for a cost not to exceed \$9,800 Capital Funds and authorize the President to sign the contract.

Four Directors and the Facilities Director spoke on this motion.

Reserve Funding Request - Drainage Concerns St.Andrews/Northwood

Drainage concerns have been brought to our attention at the triangle area at St. Andrews Drive and Northwood Road (see exhibit A). A safety concern is present as there is not enough fall to shed the water in the gutter and walking area. Water sits in the areas around the triangle allowing for a slippery condition. The water also seeps into the ground causing damage to the road base reducing the life of the asphalt.

To remedy this problem, we asked our contractor of record to provide a proposal (see exhibit B).

The work would consist of removal and replacement of curb, gutter, and sidewalk for drainage purposes and construct a cross gutter from the triangle area to the curb and gutter across Northwood Road.

The cost for this task is \$80,421 using reserve funding and a 10% contingency is recommended.

At the January 5, 2022 meeting of the Physical Property Committee, the committee reviewed the scope of work and cost for this project. The Committee unanimously moved to recommend the Board to award a contract to MJ Jurado for the work called out on the proposal and adding a 10% contingency (exhibit B) after review by the Finance Committee.

At the January 14, 2022 meeting of the Finance Committee, the Committee has determined that sufficient reserve funding in the amount of \$88,463 is available. The Committee has placed a temporary hold on these funds, pending a Board action to release the funds for this project.

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

TO award a contract to MJ Jurado for the replacement of curb, gutter, and sidewalk for drainage purposes and construct a cross gutter from the triangle area at St Andrews Drive triangle to the curb and gutter across Northwood Road, for a total cost, including a 10% contingency, not to exceed \$88,463, using reserve funding and to authorize the President sign the contract.

Two Directors and the Facilities Director spoke on the motion.

Reserve Funding Request - Lobby Carpet Replacement Clubhouse Two

The carpet in the Lobby of Clubhouse Two has exceeded its useful life. At the January 5, 2022 Physical Property Committee meeting, the Committee duly moved and approved to recommend the GRF Board, to award a contract to Cornerstone Floors for the replacement of Lobby carpet at Clubhouse Two (ADRC approved) for a total cost of \$24,594 including a 10% contingency.

A request was sent to the Finance Committee to review Reserve Funding for this project. Two contractors provided quotes for this project.

Cornerstone Floors	Bixby Plaza Carpets
\$22,358	\$22,862

At the January 14, 2022 meeting of the Finance Committee, the Committee determined sufficient reserve funding in the amount of \$24,594 is available. The Committee placed a temporary hold on these funds pending a Board action to release the funds for this project.

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

TO award a contract to Cornerstone Floors for the replacement of ADRC approved Clubhouse Two, lobby carpet for a total cost of \$24,594 which includes a 10% contingency, using reserve funding and to authorize the President sign the contract.

Two Directors and the Facilities Director spoke on this motion.

RECREATION COMMITTEE

TENATIVE VOTE: Adopt Policy 70-5563-1, Needle Arts Studio – Rules

At the January 3, 2022 meeting of the Recreation Committee, the Committee duly moved and recommended to the GRF Board of Directors to adopt 70-5563-1, Needle Arts Studio – Rules.

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

TO adopt policy 70-5563-1, Needle Arts Studio - Rules as presented,
pending a 28 -day notification to the members and a final decision by
the GRF Board of Directors on March 22, 2022.

Two Directors spoke on this motion.

STRATEGIC PLANNING AD HOC COMMITTEE

Amend Policy 30-5167-3, Committee Charter

At the January 19, 2022, meeting of the SPAH ad Hoc Committee, the Committee moved to recommend the GRF Board of Directors approve amendments to policy 30-5167-3 Strategic Planning ad Hoc Committee Charter.

Ms. Isom MOVED, seconded by Mr. Mandeville present -

TO amend policy 30-5167-3, Strategic Planning ad Hoc Committee
Charter with changes to the Purpose, Goals and Duties as
presented.

Four Directors spoke on this motion.

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

SECURITY, BUS & TRAFFIC COMMITTEE

Capital Funding Request – Speed Cushions

At its GRF Board meeting in December 2021 the Board duly moved and approved to send this item back to the Security Bus and Traffic Committee for further review.

At the January 12 2022 meeting of the Security Bus and Traffic Committee, the Committee duly moved and approved to recommend the Board, approve an analysis by Urban Crossroads to determine recommended locations and design for Speed Cushions to be constructed within the trust street sections of the community at cost not to exceed \$9,600 (see attached) and if approved send this item to the Physical Property Committee for implementation.

At the November 15, 2021 meeting the Finance Committee, the Committee has determined that sufficient capital funding in the amount of \$9,600 are available. The Committee placed a temporary hold on these funds pending a Board action to release the funds for this project.

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

TO award a contract to Urban Crossroads to perform an analysis to determine recommended locations and design for Speed Cushions to be constructed within the trust street sections of the community for a cost not to exceed \$9,600 Capital Funds and authorize the President to sign the contract.

Two Directors and the Facilities Director spoke on this motion.

FINAL VOTE - Amend Policy 80-1937-2, Parking - Fines

At the November 10, 2021 meeting of the Security, Bus & Traffic Committee, the Committee moved to recommend the GRF Board of Directors amend policy 80-1937-2, Parking -Fines.

At the November 23, 2021 meeting of the GRF Board of Directors, the Board voted to tentatively amend 80-1937-2, Parking - Fines, pending a 28-day notice period to Foundation members. The document draft was published in the December 2nd 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 item of correspondence was received during the 28-day notification to the membership period.

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

TO ratify 80-1937-2, Parking -Fines, as presented.

No one spoke on this motion.

FINAL VOTE - Rescind Policy 80-1927.01-2, Fees for Parking Rules Violations on Trust Property

At the November 10, 2021 meeting of the Security, Bus & Traffic Committee, the Committee moved to recommend the GRF Board of Directors rescind policy 80-1927.01-2, fees for parking rules violations on trust property.

At the November 23, 2021 meeting of the GRF Board of Directors, the Board voted to tentatively rescind 80-1927.01-2, Fees For Parking Rules Violations on Trust Property, pending a 28-day notice period to Foundation members. The document draft was published in the December 2nd 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 item of correspondence was received during the 28-day notification to the membership period.

Ms. Gambol MOVED, seconded by Ms. Gerber present –

TO rescind 80-1927.01-2, fees for parking rules violations on trust property, as presented.

No one spoke on this motion.

The motion passed with one abstention (Slutsky).

FINAL VOTE – Rescind Policy 80-1927.02-3, Parking Rules for Trust Property

At the November 10, 2021 meeting of the Security, Bus & Traffic Committee, the Committee moved to recommend the GRF Board of Directors rescind policy 80-1927.02-3, parking rules for trust property.

At the November 23, 2021 meeting of the GRF Board of Directors, the Board voted to tentatively rescind 80-1927.02-3, Parking Rules for Trust Property, pending a 28-day notice period to Foundation members. The document draft was published in the December 2nd 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 item of correspondence was received during the 28-day notification to the membership period.

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

TO rescind 80-1927.02-3, parking rules for trust property, as presented.

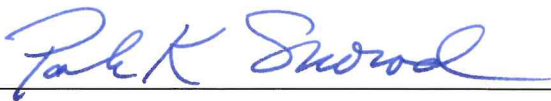
No one spoke on this motion.

BOARD MEMBER COMMENTS

Eighteen Directors offered a comment.

ADJOURNMENT

The meeting was adjourned at 12:43 P.M.



Paula Snowden, Corporate Secretary
Golden Rain Foundation tm 1.25.22