



BOARD OF DIRECTORS MEETING MINUTES GOLDEN RAIN FOUNDATION

CALL TO ORDER

President Marsha Gerber called the regular monthly meeting of the Board of Directors of the Golden Rain Foundation (GRF) to order at 10:01 a.m., on Tuesday, February 28, 2023, in Clubhouse Four and via live stream.

PLEDGE OF ALLEGIANCE

Seal Beach Council member Sandra Massa-Lavitt led the pledge.

EXECUTIVE SESSION DISCLOSURE

An Executive Session Meeting was held on February 2, 2023, where the Board of Directors discussed some, or all, of the items related to the following: (1) litigation or potential litigation; (2) matters relating to the formation of contracts with third parties; (3) member discipline; (4) member delinquency, including payment plan requests; (5) personnel matters; and/or (6) approval of Executive Session minutes

ROLL CALL

Following the roll call, Corporate Secretary Carol Levine reported that Directors Perrotti, Jacquelin, Nugent, Geffner, Gerber, W. Thompson, Hopewell, C. Thompson, Levine, Jablonski, Damoci, Friedman, Isom and Massetti were present.

Directors Melody and Dodero were present via Zoom.

Executive Director Jessica Sedgwick, Director of Finance Mallorie Hall, Facilities Director Mark Weaver, Recreation Director Jesse Cripps, and Executive Coordinator Tia Makakaufaki were also present.

Directors Gambol and Ableser were not present.

Sixteen Directors participated, representing a quorum of the voting majority.

SHAREHOLDER/MEMBER COMMENTS

In accordance with Policy 5610, Participation by Foundation Members, members may comment prior to the beginning of business. 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:



- 3-minute limit per speaker, when there are fewer than 15 speakers.

There were twelve comments made at the meeting, and five members submitted written comments prior to the meeting.

CONSENT AGENDA

Accept the minutes of the GRF Board of Directors Minutes, January 24, 2023; Accept the Interim Financial Statements; December 2022 and January 2023 for Audit; Approve Reserve Fund Investment Purchase; Approve Association Reserves Loyalty Update Plan; Approve Purchase of Pre-paid Dynamics Technical Support Package; Authorize Transfer of Reserve and Operating Funds Per Civil Code 5502; Ratify Postage and Folder Inserts Lease and Ratify Group Benefits.

NEW BUSINESS

GENERAL

General – Amend 40-5061-2, Fees

Mr. Friedman MOVED, seconded by Ms. Hopewell -

TO approve amended language that starting January 1, 2023, 100 percent of amenities fees collected will be apportioned to the Foundation's Reserve Fund and requiring the Finance Committee's review of the distribution of the Amenities Fee during the annual budgeting process.

Six Directors and the Director of Finance spoke on this motion.

The motion passed with five no votes (Directors Perrotti, Jacquelin, Geffner, Jablonski and Massetti).

CAPITAL FUNDING

Director of Finance discussed the Capital and Reserve Fund Balance Sheet.



Capital Funding - 1.8 Acre Design and Cost Study

Mrs. Damoci MOVED, seconded by Mr. Massetti -

TO award contracts for \$26,650 to Farmscape for design development, and \$30,500 to Anacal Engineering Co. for developing construction documents for the proposed 1.8 Acres Garden Site and authorize the President to sign the contracts. Including a \$5,000 contingency, the total funding is not to exceed \$62,150.

Fourteen Directors spoke on this motion.

The motion passed with two no votes (Directors Perrotti and W. Thompson).

Capital Funding - Holiday Tree

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

TO approve the purchase of a the 2022 leased holiday tree from Magical Holiday Designs with installation and storage for a total cost not to exceed \$15,800.00 and authorize the President to sign the contract.

Six Directors and the Recreation Manager spoke on this motion.

Capital Funding - Real Estate Sales Office Sign

Ms. Levine MOVED, seconded by Mr. Dodero -

TO award a contract to MJ Jurado to install a sign requested by the ADR Committee for the Sales Office at the Leisure World main gate. Cost not to exceed \$8,500 adding \$1,000 contingency and authorizing the President to sign the contract.

Seven Directors and the Executive Director and Facilities Director spoke on this motion.

The motion failed with twelve no votes (Directors Perrotti, Jacquelin, Nugent, Geffner, W. Thompson, Hopewell, C. Thompson, Levine, Damoci, Friedman, Isom and Massetti).



Capital Funding - Robotic Pool Cleaner

Ms. Jacquelin MOVED, seconded by Ms. Hopewell –

TO approve purchasing a robotic pool sweep for the Aquatic Center
at a cost not to exceed \$5,363.00.

Six Directors and the Facilities Director and Recreation Director spoke on this motion.

The motion passed with one no vote (Director W. Thompson).

RESERVE FUNDING

Reserve Funding - New Buses

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

TO approve the purchase of four (4) buses from A-Z Bus Sales as presented, at a total cost not to exceed \$475,977.00. Purchase funds will comprise \$307,100 from the Reserve Fund that the Board approved March 22, 2022, for three buses that were never delivered; a \$126,496.00 donation from the Golden Age Foundation, the purchase price for one bus and the \$3,000.00 associated DMV fees; and an additional \$54,381 from the GRF Reserve Account to account for price increases in the updated proposal from A-Z Bus Sales, including a contingency appropriation of \$9,000 for three buses' anticipated DMV fees.

Five Directors, the Executive Director and Fleet Manager spoke on this motion.

Reserve Funding - Facilities Department Pickup Trucks

Ms. C. Thompson MOVED, seconded by Mrs. Nugent, and carried unanimously by the Directors present -

TO approve purchasing (4) four Chevy trucks at a total cost not to exceed \$243,000 and to authorize the Fleet Manager to purchase them as soon as administratively feasible.

Seven Directors, the Executive Director and Fleet Manager spoke on this motion.

Reserve Funding - Service Maintenance Utility Vehicles

Mr. Dodero MOVED, seconded by Mrs. Nugent, and carried unanimously by the Directors present -

TO approve the purchase of two Club Car 710 LSVs at a total cost not to exceed \$60,000.

Two Directors and the Fleet Manager spoke on this motion.

The President called for a 10-minute break at 12:30 p.m.

Meeting was called back to order at 12:40 p.m.

Director Gambol joined the meeting at 12:40 p.m.

Reserve Funding - Clubhouse Two Refrigerator Replacement

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

TO replace the refrigerator in Clubhouse Two at a cost not to exceed \$17,000.00.

No one spoke on this motion.

COST RECOVERY

Tentative Vote: Cost Recovery - Amend 70-1411-1, Facility Reservations

Mr. Massetti MOVED, seconded by Ms. Levine -

TO amend policy 70-1411-1, Facility Reservation updating language throughout as presented, pending a 28-day notification to the members, and a final decision by the GRF Board of Directors on April 25, 2023.

One Director spoke on this motion.

The motion passed with one no vote (Director Levine).

Cost Recovery – Tentative Vote: Amend 70-1406-2, Limitations on Use of Trust Property – Fee

Mrs. Perrotti MOVED, seconded by Ms. Jacquelin -

TO amend policy 70-1406-2, Limitations on Use of Trust Property – Fee, changing, Fees for Clubhouse Facilities Setups and Teardown, as presented pending a 28-day notification to the members, and a final decision by the GRF Board of Directors on April 25, 2023.

One Director spoke on this motion.

The motion passed with two no votes (Directors Levine and Jablonski).

ADMINISTRATION

Administration - Amend 30-1001-5, Glossary of Terms

Mr. Geffner MOVED, seconded by Mr. Massetti, and carried unanimously by the Directors present -

TO amend 30-1001-5 – Glossary of Terms: amending Amenities Fee, Assessment, Budget, Default, Eligibility, Escrow, Orientation, and Trust Property Use Fee (TPUF); and adopting new terms: Deed, Dues, Fee, Identification Card, Management Agreement, Non-Standard Items, Orange County User Fee (OC User Fee), Penalty, Special Assessment and Standard Items, as presented.

Two Directors and the Executive Director spoke on this motion.

Administration - Amend 30-5167-3, Strategic Planning Committee Charter

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

TO amend policy 30-5167-3, Strategic Planning Committee Charter, as presented.

No one spoke on this motion.

Administration - Adopt 30-5700-3, GRF/Mutual Associates Panel Charter

Mrs. Nugent MOVED, seconded by Ms. Gambol –

TO amend policy 30-5700-3, GRF Mutual Associates Panel Charter, as presented.

Five Directors spoke on this motion.

The motion passed with six no votes (Directors Hopewell, C. Thompson, Doderio, Damoci, Isom and Massetti) and one recusal (Director Melody).

AD HOC COMMITTEE

Ad Hoc Committee – Disband Website Development Ad Hoc Committee

Ms. Isom MOVED, seconded by Mrs. Nugent, and carried unanimously by the Directors present -

TO having received the final report of the Website Development Ad Hoc Committee, thank its members and the IT staff, and disband the Ad Hoc Committee.

No one spoke on this motion.



ADJOURNMENT

The meeting was adjourned at 1:05 P.M.

A handwritten signature in cursive script, reading "Carol A. Stern Levine", written over a horizontal line.

Carol Levine, Corporate Secretary
Golden Rain Foundation
TM:02-28-23