



## 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, March 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 March 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, Gambol, Jacquelin, Nugent, Geffner, Gerber, W. Thompson, Hopewell, Ableser, C. Thompson, Doderer, Levine, Jablonski, Damoci, Melody, Friedman, Isom and Massetti were present.

Directors Melody and Doderer 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 Hopewell was 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, February 28, 2023; Accept the Interim Financial Statements February 2023 for Audit; Approve Reserve Fund Investment Purchase; Approve Transfers of Funds for GRF per Civil Code 5502.

### **CAPITAL FUNDING**

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

#### **Capital Funding - Safety Improvement at Golden Rain and Saint Andrews**

Ms. Gambal MOVED, seconded by Ms. Gambal and carried unanimously by the Directors present -

TO award a contract/change order to Stantec Consulting for additional operational traffic analysis of the traffic light at St Andrews and Golden Rain including vehicles and pedestrians and including protected left-turn phasing on all approaches, at a cost not to exceed an additional expenditure of \$4,581, Capital Funding and authorize the President to sign the contract

Fourteen Directors spoke on this motion.

#### **Capital Funding - Recreational Vehicle Lot Signage**

Ms. Levine MOVED, seconded by Mr. Friedman present –

TO Award a contract to All American Sign Company to supply and installation two foam facility signs 24"x108", one on each wall, for the



Recreational Vehicle Lot at a cost not to exceed \$2,650 Capital Funding and authorize the President to sign the contract.

Six Directors and the Recreation Manager spoke on this motion.

The motion passed with four no votes (Directors Gambol, W. Thompson, Jablonski and Isom and one abstention (Director Melody).

#### Capital Funding - Point of Sale Project

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

TO approve the Point-of-Sale equipment purchase for a cost not to exceed \$10,000, expending funds from the Capital account with a current balance of \$1,749,306 and to be added to the Reserve component list.

Six Directors and the Recreation Manager spoke on this motion.

#### **COST RECOVERY**

##### Ratify HomeWiseDocs Contract

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

TO ratify the HomeWiseDocs contract, at no net cost, and instruct the President to sign the contract as soon as administratively feasible.

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



## ADMINISTRATION

### Administration - Final Vote: Adopt 20-5560-1. Surveillance Camera Policy

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

TO ratify 20-5560-1, Surveillance Camera Policy, as presented.

Two Directors and the Executive Director spoke on this motion.

### Administration - Amend 60-5130-3, Physical Property Committee Charter

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

TO amend 60-5130-3, Committee Charter updating language under Duties rules, as presented.

No one spoke on this motion.

### Administration - Amend 30-1001-5, Glossary Term

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

TO amend 30-1001-5, Glossary of Terms: Bylaws, Community Rules Violation Notice, Community Rules Violation Panel, Default, Due Process, Governing Documents, Landlord-Tenant Relationship, Occupancy Agreement, Policies Rules and Regulations, Stock Certificate, Transfer, Trust, Trust Property and Trustee as presented.

Five Directors spoke on this motion.





Administration – Amend 30-5020-1, Organization of the Board

Mr. W. Thompson MOVED, seconded by Mrs. Nugent present -

TO approve the proposed changes to Policy 30-5020-1, Organization of the Board, reducing the number of standing committees from 10 to 4, and establishing a target date of June 16, 2023, for the reorganization. Additionally, the GRF Administration Committee recommends the Board assess the new structure's effectiveness approximately three months after the new committee structure has been functioning.

Five Directors spoke on this motion.

The motion passed with five no votes (Director Geffner, Dodero, Melody, Isom and Massetti).

**ADJOURNMENT**

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

A handwritten signature in black ink, appearing to read "Carol A. Levine", is written over a horizontal line.

Carol Levine, Corporate Secretary  
Golden Rain Foundation  
TM:03-28-23