

BOARD OF DIRECTORS

Meeting Agenda
Tuesday, May 23, 2023 - 10:00 A.M.
Clubhouse Four

This meeting may also be live streamed at www.lwsb.com.

The tab will be active 15 minutes prior to the start of the meeting.

The live streaming uses YouTube live and terminates at the close of the meeting.

1. Call to Order/Pledge of Allegiance

2. Roll Call/Notice of Quorum

3. President's Announcement

4. Member Comments/Correspondence

5. Consent Calendar

- a. GRF Board of Directors Minutes, April 25, 2023
- b. Approve Transfers of Funds for GRF per Civil Code 5502

6. New Business

a. Capital Funding

- i. **Capital and Reserve Funds Balance Sheet** (Document Pending)

- ii. **Air Conditioning Unit for Amphitheater Dressing Rooms**

Proposed Solution: Approve installing air conditioning at the Amphitheater dressing rooms as described, for a total cost not to exceed \$16,920.00, which includes a 20% contingency, Capital Funding and authorize the President to sign the contract.

- iii. **Service Maintenance Utility Vehicles**

Proposed Solution: Approve two (2) Taylor-Dunn Bigfoot burden carrier utility vehicles for a total cost not to exceed \$51,742.84 and authorize the President to sign the contract.

b. Reserve Funding

- i. **Shuffleboard Courts**

Proposed Solution: Award contract to Floor Care of Arizona for leveling, beveling, and filling of cracks on six courts. Follow by removing paint and lines, reinstalling lines and numbers for \$10,950.00 plus a 20% contingency for a total cost not to exceed \$13,140.00, Reserve Funding and authorize the President to sign the contract.

c. Administration

- i. **Amend 30-1001-5, Glossary Term**

Proposed Solution: Amend 30-1001-5, Glossary of Terms: Governing Documents, as presented.

- ii. **Amend 30-5022-3, Community Rules Violation Panel Charter**

Proposed Solution: Amend 30-5022-3, Community Rules Violation Panel Charter.

- iii. **Amend 30-5025-3, Golden Rain Foundation Director's Handbook**
Proposed Solution: Amend 30-5025-3, Golden Rain Foundation Director's Handbook, as presented.
- iv. **Amend 40-2920-3, Budget Controls**
Proposed Solution: Amend 40-2920-3, Budget Controls, as presented.
- v. **Rescind 30-5175-3, Facilities and Amenities Ad Hoc - Committee Charter**
Proposed Solution: Rescind 30-5175-3, the charter for the Facilities and Amenities Review Ad Hoc Committee.

7. Ad Hoc Reports

- a. Governing Document Ad Hoc Committee – Discussion
- b. 1.8 Ad Hoc Committee – Discussion

8. Next Meeting Date

Tuesday, July 25, 2023, at 10:00 a.m. – Clubhouse Four

9. Adjournment

Please be always courteous and respectful to other members, Board Directors and representatives from Management. We ask that you do not raise hands or interrupt the Committee or anyone else who may be speaking. **A Member not adhering to these protocols and/or who becomes unruly may be asked to leave the meeting. Failure to comply will result in a special hearing with the Board at which disciplinary action may be taken.**



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, April 25, 2023, in Clubhouse Four and via live stream.

PLEDGE OF ALLEGIANCE

Director Leah Perrotti led the pledge.

EXECUTIVE SESSION DISCLOSURE

An Executive Session Meeting was held on April 6, 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.

Executive Director Jessica Sedgwick, Senior Director of Internal Operations Acacia Young, Facilities Director Mark Weaver, Recreation Director Jesse Cripps, and Executive Coordinator Tia Makakaufaki were also present.

Director of Finance Mallorie Hall and Director of IT Marcelo Mario were present via Zoom.

Eighteen 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 Board 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 no comments made at the meeting, and four 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.

Transfers of Funds for GRF per Civil Code 5502 was removed from the consent calendar, and will be returned to the next scheduled meeting.

GENERAL

Accept Donation from The Friends of the Library

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

TO accept the donation of \$7,500 from The Friends of the Library.

One Director spoke on this motion.

CAPITAL FUNDING

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



Capital Funding - Perimeter Wall Around Frontier Building

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

TO authorize funding to share the cost of replacing the Perimeter Wall with Frontier using their contractor, CRA, and adding a \$10,000 contingency for a total cost not to exceed \$211,530, Capital Funding and authorize the President to sign the contract.

Nine Directors and the Senior Director of Facilities spoke on this motion.

The motion passed with two no votes (Directors Geffner and Melody).

Capital Funding - Clubhouse Six – Wall Mount Fans in Fitness Center Dance Room

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

TO award a contract to Kress Construction, to install (3) standard receptacles for fans, (1) 120v 20amp circuit for fans, provide (2) global industries wall mount fans, for \$4,081.00 plus a 20% contingency for a total cost not to exceed of \$4,897.20, Capital Funding and authorize the President to sign the contract.

Two Directors and the Recreation Director spoke on this motion.

OPERATIONAL FUNDING

Operational Funding - Three-Year Contract - Community Facilities Pest Control Service

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

TO award a contract to Fenn Termite and Pest Control to provide pest control and termite inspection and localized treatment for all Trust Property Buildings for a three-year period at a cost of \$60,870



Operational Funding and authorize the President to sign the contract.

Two Directors and the Senior Director of Facilities spoke on this motion.

Operational Funding - Holiday Contract

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

TO award a contract to Magical Holiday Designs as presented at a cost not to exceed \$30,995.00, Operational Funding and authorize the President to sign the contract.

The motion passed with four no votes (Directors Geffner, C. Thompson, Damoci and Isom).

RESERVE FUNDING

Reserve Funding - Clubhouse Three Kitchens

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

TO award a contract to Vickers Construction for replacing countertops, painting meeting rooms, installing GRF provided appliances (estimated cost \$32,000) and installing new blinds in rooms 1-8 in Clubhouse Three at a cost of \$75,600. Also have Service Maintenance install a storage closet adjacent to Room Nine in the Main Lobby and replace lighting with LED type for a cost of \$9,000 and at a cost of \$6,000 for installing television for a total cost not to exceed \$138,710, Reserve Funding/Capital Funding and authorize the President to sign the contract.

Seven Directors and the Director of Facilities spoke on the motion.



COST RECOVERY

Cost Recovery - Approve Homewise Docs Schedule of Fees

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

TO approve Homewise Docs Schedule of Fees, as presented.

Two Directors and Senior Director of Internal Operations spoke on the motion.

ADMINISTRATION

Administration - Amend 30-1001-5, Glossary Term

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

TO amend 30-1001-5, Glossary Terms: Authorized Resident, Commercial Worker, Contractor, Emotional Support Animal, Employee, Member, Member/Owner, Non-Resident, Occupant, Owner, Pet, Renter/Lessee, Resident, Service Animal, Service Provider, Shareholder/Stockholder, Vendor, and Visitor; and to add definitions for Director, Executive Director, Lessor Member and Qualified Resident, as presented.

Three Directors and the Executive Director spoke on the motion.

Administration - Final Vote: Ratify 70-1411-1, Facility Reservations

ITEM HAS BEEN REMOVED AS OF APRIL 21, 2023.

Administration - Final Vote: Ratify 70-1406-2, Limitations of Use of Trust Property -Fees

ITEM HAS BEEN REMOVED AS OF APRIL 21, 2023.

Administration - Rescind Existing Charters for the Foundation's Standing Committees

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

TO rescind the following Committee Charters, effective as of June 15, 2023: 10-5160-3, Architectural Design and Review Committee; 20-5118-3, Information Technology Services Committee; 20-5125-3, Communications Committee; 30-5110-3, GRF Administration Committee; 30-5167-3, Strategic Planning Committee; 30-5180-3, Governing Documents Committee; 40-5115-3, Finance Committee; 50-5165-3, Mutual Administration and Service Maintenance Committee, 60-5130-3, Physical Property Committee; 70-5135-3, Recreation Committee; 80-5145-3, Security, Bus and Traffic Committee.

Three Directors spoke on this motion.

Administration - Adopt Committee Charters

Mr. W. Thompson MOVED, seconded by Ms. Gambol present -

TO adopt the following charters assigning responsibilities and limitations to the four standing committees that will be reporting to the GRF Board of Directors and establish the four committees' starting date of June 15, 2023; 10-1000-3, Administration Committee Charter; 20-1000-3, Facilities Committee Charter; 30-1000-3, Services Committee Charter; 40-1000-3, Operations Committee Charter.



Seven Directors and the Executive Director spoke on this motion.

The motion passed with two no votes (Directors Geffner and Melody).

AD HOC REPORT

Governing Documents Ad Hoc Committee

Chair Damoci updates the Board members with information about the Governing Documents Ad Hoc Committee.

1.8 Ad Hoc Committee

Chair Damoci updates the Board members with information about the 1.8 Ad Hoc Committee.

ADJOURNMENT

The meeting was adjourned at 11:38 A.M.

Carol Levine, Corporate Secretary
Golden Rain Foundation
TM:04-25-23



BOARD ACTION REQUEST

DATE: MAY 23, 2023
TO: GRF BOARD OF DIRECTORS
FROM: DIRECTOR OF FINANCE
BOARD ACTION: AUTHORIZE TRANSFERS OF FUNDS FOR GRF PER CIVIL CODE 5502 - FOR MARCH

Background:

Civil Code Section 5502 provides, among other things:

“Notwithstanding any other law, transfers shall not be authorized from the association’s reserve or operating accounts without prior written approval from the board of the association unless the amount of the transfer is less than the following:

* * *

(2) The lesser of ten thousand dollars (\$10,000) or 5 percent of the estimated income in the annual operating budget, for associations with 51 or more separate interests.”

Recommendation:

That the Board of Directors authorizes the following transfers of funds:

Transaction	Date	Amount	
D L D Insurance Brokers	03/16/2023	193,932.33	
Innovative Cleaning Serv	03/16/2023	130,486.85	March 2023-Rcvd 3/15
Innovative Cleaning Serv	03/16/2023	130,486.85	February 2023-Rcvd 3/15
Innovative Cleaning Serv	03/16/2023	130,486.85	January 2023-Rcvd 3/15
California Gate and	03/16/2023	121,270.91	
Anthem Blue Cross	04/03/2023	99,996.02	
California Gate and	04/05/2023	96,086.25	
City of Seal Beach	03/16/2023	92,123.68	
Anthem Blue Cross	03/01/2023	88,601.55	
CliftonLarsonAllen LLP	03/16/2023	68,250.00	
City of Seal Beach	04/17/2023	63,751.00	
Sitelogiq Inc	04/14/2023	40,620.85	Deposit
Sitelogiq Inc	04/14/2023	40,620.84	Remaining Balance
Off Duty Officers, Inc.	03/16/2023	35,475.66	
Ferguson Entrprs #1350	03/08/2023	34,504.20	
Off Duty Officers, Inc.	04/05/2023	34,490.76	
Shade Comforts, Inc.	03/17/2023	32,381.25	
CliftonLarsonAllen LLP	04/05/2023	31,500.00	

Off Duty Officers, Inc.	03/16/2023	30,923.57	
D L D Insurance Brokers	03/16/2023	22,236.32	
Boyer & Associates	03/16/2023	21,500.00	
Preferred Employers	03/29/2023	20,834.00	
Preferred Employers	04/07/2023	20,834.00	
Lowe's	03/29/2023	18,674.57	
PacketWatch	03/16/2023	15,346.95	
California Gate and	03/16/2023	14,494.41	
SoCalGas	03/15/2023	14,491.20	
J&J Landscaping, Inc.	03/30/2023	14,200.00	
Athens Services	03/29/2023	13,779.03	
Guardian Insurance Co	03/01/2023	12,572.07	
Pacific 3 Electric, Inc	04/07/2023	11,680.00	
J&J Landscaping, Inc.	03/30/2023	10,500.00	
SirsiDynix EOS LLC	04/13/2023	10,238.81	
Payroll	3/10/2023	269,683.03	
Payroll	3/24/2023	261,783.62	
401K	3/9/2023	27,498.72	
Payroll Taxes	3/10/2023	99,361.81	
FERGUSON ENTERPRISES	03/17/2023	39,929.27	
Ganahl Lumber Co	03/17/2023	10,791.44	
Home Pipe & Supply	03/17/2023	24,153.11	
Edison	03/22/2023	21,751.68	
The Gas Company	03/22/2023	16,990.30	
Home Depot/GECF	03/27/2023	20,116.50	
Home Depot/GECF	03/31/2023	29,548.84	
Lowe's	03/31/2023	38,401.11	



BOARD ACTION REQUEST

DATE: MAY 23, 2023
TO: GRF BOARD OF DIRECTORS
FROM: DIRECTOR OF FINANCE
BOARD ACTION: AUTHORIZE TRANSFERS OF FUNDS FOR GRF PER CIVIL CODE 5502 – FOR APRIL

Background:

Civil Code Section 5502 provides, among other things:

“Notwithstanding any other law, transfers shall not be authorized from the association’s reserve or operating accounts without prior written approval from the board of the association unless the amount of the transfer is less than the following:

* * *

(2) The lesser of ten thousand dollars (\$10,000) or 5 percent of the estimated income in the annual operating budget, for associations with 51 or more separate interests.”

Recommendation:

That the Board of Directors authorizes the following transfers of funds:

Transaction	Date	Amount
D L D Insurance Brokers	04/19/2023	193,932.33
Innovative Cleaning Serv	04/19/2023	130,486.85
Off Duty Officers, Inc.	04/26/2023	36,599.02
Off Duty Officers, Inc.	04/26/2023	36,175.94
Adobe Inc	04/26/2023	14,156.88
ADP 04/21/2023	04/20/2023	266,758.11
ADP 04/07/2023	4/6/2023	274,048.75
Robert Half	04/07/2023	19,088.57
Edison	04/17/2023	24,038.32
CliftonLarsonAllen L	04/17/2023	31,500.00
Ganahl Lumber Co	04/17/2023	13,707.42
Home Pipe & Supply	04/17/2023	24,001.53
PLK Tech, inc.	04/17/2023	11,706.17
Robert Half	04/17/2023	25,557.42
Innovative Cleaning	04/24/2023	140,066.16
Off Duty Officers, In	04/28/2023	72,774.96
Todd Pipe & Supply,	04/28/2023	10,956.59



BOARD ACTION REQUEST

DATE: MAY 23, 2023
TO: GRF BOARD OF DIRECTORS
FROM: PHYSICAL PROPERTY COMMITTEE
BOARD ACTION: CAPITAL FUNDING REQUEST: AIR CONDITIONING UNIT FOR AMPHITHEATER DRESSING ROOMS

Background:

At its April 13, 2023, meeting the Recreation Committee requested that staff obtain pricing on air conditioning for the Amphitheater Dressing Room. Physical Property staff obtained a bid from Greenwood Heating and Air to install air conditioning/heating at the Amphitheater Dressing Room and presented the bids to the Physical Property Committee's May 10, 2023, meeting.

1. MJ Jurado – 3" cored holes through back wall \$600.00
2. Greenwood Heating & Air – 2-zone ductless system \$13,500.00

The Physical Properties Committee recommended that the Board accept the bid from Greenwood Heating and AIR. There was no additional consideration by the Recreation Committee, which originated the inquiry.

Fiscal Impact:

Project to be funded by 2023 Capital Funding \$16,920.00

Heat pumps should be added to the Reserve Study. The operating and maintenance cost per year would be approximately \$500.

Recommendation:

I move to approve installing air conditioning at the Amphitheater dressing rooms as described, for a total cost not to exceed \$16,920.00, which includes a 20% contingency, Capital Funding and authorize the President to sign the contract.



BOARD ACTION REQUEST

DATE: MAY 23, 2023
TO: GRF BOARD OF DIRECTORS
FROM: SECURITY, BUS, AND TRAFFIC COMMITTEE
BOARD ACTION: RESERVE FUNDING REQUEST: SERVICE MAINTENANCE UTILITY VEHICLES

Committee Approval:

At its February 8, 2023, meeting, the Security, Bus and Traffic Committee recommended that the GRF Board of Directors approve the purchase of two (2) Club Car 710 LSV utility vehicles. That action was approved at the February 28, 2023, GRF Board of Directors meeting, and those vehicles are now in service. The Fleet and Service Maintenance departments in coordination with the Executive Director now recommend purchasing two (2) heavy-duty Taylor-Dunn Bigfoot electric utility vehicles to replace two (2) of the GRF fleet's Cushman gas-powered utility vehicles. The vehicles requested are spec'ed with a load-carrying capacity of 2,000 pounds to serve as a heavier-duty option to the Club Car 710 utility vehicles.

Background:

Many of the GRF-fleet Cushman utility vehicles have been in service for 30-40 years and have exceeded their useful life.

Fiscal Impact:

Replacement of two (2) Cushman utility vehicles not to exceed \$51,742.84 and a \$1,000.00 contingency. The amount needed is contained in, and will be expended from, the Reserve Account.

Recommendation:

I move to approve funding for the replacement purchase of two (2) Cushman utility vehicles at a cost not to exceed \$51,742.84, plus a \$1,000.00 contingency, from Pape Material Handling. Funding from the Reserve Fund.



BOARD ACTION REQUEST

DATE: MAY 23, 2023
TO: GRF BOARD OF DIRECTORS
FROM: PHYSICAL PROPERTY COMMITTEE
BOARD ACTION: RESERVE FUNDING REQUEST: SHUFFLEBOARD COURT REPAIRS

Background:

At its March 6, 2023, meeting, the Recreation Committee requested staff to obtain pricing for the repairs to the facility due to the cracks and efflorescence that have damaged the six courts and walkways. Physical Property staff solicited bids to repair; we received two:

- | | |
|--------------------------|-------------|
| 1. MJ Jurado: | \$18,400.00 |
| 2. Floor Care of Arizona | \$10,400.00 |

*NOTE: Cleanout Bin \$550.00 3-yard bin/concrete slurry disposal

Fiscal Impact:

Project to be funded by 2023 Reserve Study for replacement (\$19,000).

Fiscal impact will be approximately \$1,000.00 per year for yearly scheduled maintenance that will include for six courts: Scrub, touch up lines/numbers, re-polish, re-densify, buff with poly ultra spray.

Annual maintenance will be an operations expense.

Recommendation:

I move to award contract to Floor Care of Arizona for leveling, beveling, and filling of cracks on six courts. Follow by removing paint and lines, reinstalling lines and numbers for \$10,950.00 plus a 20% contingency for a total cost not to exceed \$13,140.00, Reserve Funding and authorize the President to sign the contract.



BOARD ACTION REQUEST

DATE: MAY 23, 2023
TO: GRF BOARD OF DIRECTORS
FROM: GRF ADMINISTRATION COMMITTEE
BOARD ACTION: AMEND 30-1001-5 - GLOSSARY OF TERMS

Committee Approval:

At its April 20, 2023, meeting, the GRF Administration Committee recommended the Board of Directors approve the amended definition of the glossary terms for "Governing Documents."

Background:

The GRF Glossary of Terms creates greater efficiency for the Board's formulation and enforcement of rules governing the community by codifying meanings of terms and limiting the need to include those definitions in each rule.

In early 2022, the GRF Administration Committee appointed Director Paula Snowden to chair a subcommittee reviewing every term then in the Glossary and propose amendments, additions, or deletions to the list. The subcommittee reviewed thematically related terms in individual meetings to better determine subtle variations in the scores of definitions.

The item under consideration today is "Governing Documents."

Fiscal Impact:

No anticipated financial impact, apart from minimal staff time to incorporate the new definitions into the governing documents.

Recommendation:

I move to amend Amend 30-1001-5, Glossary of Terms: Governing Documents, as presented.

Amend 30-1001-5 Glossary of Definitions

- 52. GOVERNING DOCUMENTS: Articles of Incorporation, BYLAWS, OCCUPANCY AGREEMENTS, CC&Rs, Declaration of Trust, RULES and any other documents that regulate the operation of GRF and the MUTUAL corporations.
- 52. GOVERNING DOCUMENTS: Articles of Incorporation, BYLAWS, OCCUPANCY AGREEMENTS, CC&Rs, **Declaration of Trust**, RULES and any other documents, ~~a~~ that regulate the operation of GRF and the MUTUAL corporations. ~~the~~.



BOARD ACTION REQUEST

DATE: MAY 23, 2023
TO: GRF BOARD OF DIRECTORS
FROM: GRF ADMINISTRATION COMMITTEE
BOARD ACTION: AMEND 30-5022-3; COMMUNITY RULES VIOLATION PANEL CHARTER

Committee Approval:

On May 18, 2023, the GRF Administration Committee recommended the Board of Directors amend 30-5022-3, Community Rules Violation Panel Charter.

Background:

The Golden Rain Foundation's approval of changes to 30-5020-1, Organization of the Board, makes it necessary to change the makeup of the Board members eligible to serve on the Community Rules Violation Panel. The amendments proposed concerning the appointment of members of the CRV Panel will standardize the procedures for staffing among all GRF committees, specifying nomination by the President and ratification by a majority vote of the Board of Directors.

Fiscal Impact:

There is no anticipated change in revenue or expenses as a result of amending this rule.

Recommendation:

I move to amend 30-5022-3, Community Rules Violation Panel Charter.

GRF ADMINISTRATION



Community Rules Violation Panel Charter

Pursuant to state statute (**Corp. Code §7210; Corp. Code §7212(c)**) and Article VIII of the Bylaws of the Golden Rain Foundation (GRF), the Board of Directors (BOD) hereby establishes the Community Rules Violation Panel and grants to the Panel authority specifically stated within the GRF governing documents.

In accordance with Article VII, Section I, of the Bylaws, the Panel's Chair and the Panel's members shall be appointed by the GRF President and approved by action of the BOD, ~~and its members selected by a process approved by the BOD.~~

1. **PURPOSE:**

As a committee of the board, the Community Rules Violation Panel will administer the dispute resolution and enforcement procedures established by the Golden Rain Foundation, and have full powers to assess, judge and determine fines or sanctions for violations of rules established within the GRF's governing documents.

2. **COMPOSITION:**

~~Each The~~ Community Rules Violation Panel session shall comprise a Chair/Moderator appointed by the GRF President, and three adjudicating panel members. The Panel members will be ~~selected~~drawn in an alternating fashion from among directors appointed to the panel by the President. ~~Directors who are not currently serving as a member of the GRF Administration Committee. A different panel of adjudicating members will be named for each meeting of the panel.~~ The Moderator will serve for the length of the annual term, but the GRF President at any time can appoint a new Moderator to serve temporarily.

3. **DUTIES:**

- 3.1. This Panel may operate as a separate entity but has a duty to work cooperatively with Standing Committees when projects and responsibilities overlap.
- 3.2. Schedule and conduct a regular monthly session during which Members who have been charged with a violation of the community's rules are offered the opportunity to contest the alleged violation.
- 3.3. Oversee proper procedures for noticing and communicating each notice of findings.
- 3.4. Follow procedures for fair and equitable procedures as outlined in Davis-Stirling sections 5850 and 5855, and in GRF rule ~~3330~~-5093-3.
- 3.5. Make findings based on information offered by GRF staff, other GRF members and the Member charged with the violation, determine a judgment based on those findings, and either vacate the violation charge, or assess a punishment codified in GRF Rules ~~330~~-5093-2, ~~380~~-1937-2, ~~270~~-1487-2 and in such other GRF Rules that establish Member discipline sanctions.

GRF ADMINISTRATION**Community Rules Violation Panel Charter**

- 3.6.** Report the Panel's findings to the GRF President and to the Member charged with the violation within the timeline established in Davis-Stirling Section 5855(c).
- 3.7.** Assess the panel's adjudication procedures and suggest revisions in the Foundation's administration and review of the process.
- 3.8.** Assist the GRF Executive Director and staff in maintaining all records of the Panel's actions.
- 3.9.** Assist the GRF President in coordinating the conduct of secondary appeals to the GRF Board of Directors of any judgments rendered by the Panel.

4. LIMITATIONS:

It is to be recognized that regulatory or supervisory activities affecting employed personnel are functions of Management and not to be encroached upon by the Panel's Moderator or any member, either individually or collectively.

The Panel does not have the authority to enter into written contracts or oral agreements with any third parties on behalf of the GRF BOD. Authority to authorize contracts and/or expenses rests solely with the BOD.

Document History

Keywords:

Charter	Internal Dispute Resolution	Community Rules Violation	Member Conduct	Rules	Parking
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BOARD ACTION REQUEST

DATE: MAY 23, 2023
TO: GRF BOARD OF DIRECTORS
FROM: GRF ADMINISTRATION COMMITTEE
BOARD ACTION: AMEND 30-5028-3, GRF DIRECTOR'S HANDBOOK

Committee Approval:

On December 13, 2022, the GRF Administration Committee approved changes to 30-5028-3, GRF Director's Handbook. At the Committee's May 18, 2023, meeting, it approved additional changes and recommended the Board of Directors accept those amendments to the Handbook.

Background:

The Golden Rain Foundation Board's approval of changes to 30-5020-1, Organization of the Board, and the subsequent changes in the four prospective committees' charters make it necessary to authorize changes in the GRF Director's Handbook. Board procedures for appointing committee members, and the responsibilities and limitations of GRF Board members, have been amended, and all changes need to be reflected during Board member orientation for the coming 2023-24 term.

Fiscal Impact:

No potential cost savings or revenue impacts are expected from amending this rule.

Recommendation:

I move to amend GRF Rule 30-5028-3, GRF Director's Handbook.



GRF Director's Handbook

30-5028-330-5028-530-5028-5 13-5028-3

Date: March 21, 2018

Revised: October 27th, 2022

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Why serve on the GRF Board?

“MAKING A DIFFERENCE” BY JIM GREER

It has been said that “without a sense of caring, there can be no sense of community.” This means that your care for this community must overcome the negativity that may be thrust upon you. Instead, my challenge to each of you is to set aside your intentions to “prove them wrong” and as a member of the GRF Board follow five simple suggestions:

If you have a personal agenda, write it down. Give everyone a copy and see if it’s worth following.

If you always have an axe to grind, despite all your complaining, you’ll never be the sharpest tool in the shed.

If you have a pet peeve, decide either to give it a home, or let it go.

If you have a score to settle, stop keeping score, and settle.

And, if you have a hunger for power, go on a fast, swallow your pride, and hunger no more.

There are so many wonderful examples of people with a caring heart that made a difference in the world by serving. Martin Luther King, Jr., Nelson Mandela, Mahatma Gandhi and Mother Teresa. Each of these leaders made a global impact not by seeking fame, but by serving others on a personal level. Another of these great servants was theologian, organist, philosopher, and physician, Dr. Albert Schweitzer, who said -

“I don’t know what your destiny will be, but one thing I do know: the only ones among you who will be really happy are those who have sought and found how to serve. “

Yes, it is possible to be really happy! Not because you are on the Board. But because you have decided to serve the people of this wonderful community. Thank you for volunteering to serve on the GRF Board!

What you should know before running for GRF Board

If you haven't already done so, we encourage you attend the monthly GRF Board Meetings and several committee meetings to introduce yourself to the types of issues and projects the Board is responsible for overseeing, the Board and Committee process and the teamwork required for managing the Trust Property and serving the Mutuals.

A. As a Director of the GRF Board Responsibilities and Limitations of a GRF Board Director:

1. You are a volunteer in an unpaid position.
- ~~2. You have no control (authority) over Mutual Board actions or GRF Employees.~~
2. You will represent all of Leisure World and not just the Shareholders of your Mutual.
3. Supervision Over GRF Employees
 - a. A GRF Board Member has "no control (authority) over... GRF Employees." All such authority rests exclusively with the Executive Director and his/her delegation of those duties through the organization's management hierarchy.
 - b. The GRF Board and individual Board Members have no role in assigning tasks or directing the activities of individual GRF employees.
 - c. Aside from the GRF Board of Directors' oversight regarding the Executive Director, neither the GRF Board and GRF Board Members can formally or informally assess employee work performance. Any such judgment by a Board Director that an employee action imperils the Foundation's adherence to lawful practice or efficient operations must be shared, individually and in confidence, with the GRF Director of Human Resources.
 3. d. Only GRF Committee Chairs, or anyone commissioned with authority by the GRF Board of Directors, can direct questions concerning a subject relevant to their responsibilities or tasks at hand to the proper department supervisor, who will then manage the department's response. GRF Directors, or Committee Chairs desiring more extensive commitment of staff time must request that the Executive Director authorize such engagement.
4. Board Members' Interaction with GRF Employees

- a. Direct communication between GRF Board Directors and employees endangers employee privacy and can lead to litigation. Board Directors should not solicit or share opinions from staff members outside a Board Member's explicit responsibilities, except via information transmitted through formal reporting channels.
- b. Any observation concerning a GRF employee that a GRF Board Member believes should be acted upon may only be shared, individually and in confidence, with the GRF Director of Human Resources or the Executive Director.
- c. Negative comments at any meeting must not include the names of fellow Directors, staff members or audience members. Roberts Rules of Order – ROHN (11th edition) pages 392-393).
- d. A GRF Board Member cannot engage in interactions with any GRF Employee that could be construed as violating provisions concerning employee rights to a non-hostile, respectful workplace.
- e. The GRF Board will support an investigation by appropriate staff of alleged violations of Rule 13-5093-1 and other formally adopted rules within GRF's governing documents that impact the right of every GRF employee to a non-hostile workplace. Further, the GRF Board will use procedures outlined in 13-5093-3 to enforce compliance with those policies of GRF Members, and Directors of the GRF Board and the various Mutual boards.

5. Board Members' Communication with Other Board Members

- a. California open-meetings provisions require limitations on communication among Members of the Board of Directors, particularly when a social event, conversation or any form of electronic or written communication distributes information to Directors representing a quorum of the Board.
- b. Board Members collectively representing a quorum of the Board cannot "discuss or deliberate upon any item of business that is within the authority of the Board" outside of a properly noticed meeting. Thus, even informal discussions of Board issues at a social gathering attended by other Board Members should be avoided.
- c. Information transmitted electronically by an individual Board Member to all other Board Members is permitted. However, further comments or conclusions by individual board members to a quorum of Board Members may constitute an unauthorized board meeting. In consequence, do not "reply all" to any document directed to a group of more than eight other board members.
- d. If you are communicating about GRF issues, you are urged to use your GRF-supplied email address for all messages to other GRF Directors, staff, GRF Members and all other parties.

6. Board Members' Duty of Loyalty

- a. Your fiduciary duties as a GRF Board Member also includes the duty of loyalty, delineated in the GRF Board Code of Ethics, 13-5093-1.
- b. After a decision is approved by a majority of the Board, no Board Member may openly express disagreement with the Board's decision, and may not act against the implementation of the Board's action.

c. All information presented to Board Members during an executive session is confidential, and may not be revealed to any person, either during the Board Member's term or at any time after the Board Member's term ends.

d. All GRF Board Members must comport themselves during meetings and communication with fellow Board Members, staff and GRF Members in a courteous, respectful manner.

7. Executive Director's Defined Areas of Authority

a. The Executive Director's "duty and responsibility" is to "provide day-to-day leadership and management of all departments in the Foundation."

b. The Executive Director has the authority to establish, maintain and enforce administrative procedures and employee supervision to fulfill the Rules and instructions duly passed by the Board of Directors acting within its role.

c. The Board has granted the Executive Director with authority to enter into contracts and execute work orders for amounts of \$10,000 and under, with the provision that any such authorization cannot exceed the amount designated for such purposes in the annual operating budget.

d. The Executive Director has the authority to hire, dismiss, promote, demote or discipline any GRF employee within the stipulations of federal, state or local law, and with the consultation of the Foundation's human resources director and/or employment attorney.

e. Statements or actions that contravene the above responsibilities and limitations, or of any codified GRF rule, may subject a Board Director to sanctions under procedures outlined in Rule 13-5022-3, Community Rules Violation Panel; or Rule 13-5092-3, GRF Censure Procedure.

~~4. If something comes to a vote that affects your Mutual only, you may/will have to recuse yourself from the vote.~~

~~5. Mutual Board experience is very helpful, but not required.~~

~~6. To avoid any conflict of interest, no member of the Golden Rain Foundation Board of Directors or their spouse may be employed by the Golden Rain Foundation. Further, no member of a Mutual Board of Directors may be employed on a full-time or part-time basis by the Golden Rain Foundation.~~

B. Golden Rain Foundation (GRF):

1. Is a non-~~not~~-for-profit master association that serves as a management company for the 16 Mutual Corporations.~~2~~
2. Administers the shared Trust property and the facilities owned by these independent Mutual Corporations.~~1,7~~
3. Has a Board of Directors (BOD) and a full-time Executive Director who oversee the departments serving the community: Administration, Communications, Community Facilities, Finance, Human Resources, ~~Communications/~~~~IT~~Information Technology Services, Internal Operations, Mutual Administration, ~~Stock Transfer~~, Recreation, and Community Services ~~Security~~.

C. The GRF Board

1. The GRF Board operates through committees that report to the full BOD monthly, or as directed.
2. These are the standing committees:
 - ~~a) — The GRF Administration Committee, is chaired by the comprised of Board Vice President (Chair), and comprises the President, Corporate Secretary, Treasurer, and the Chairs of Mutual Administration/Service Maintenance (MAC), Recreation, Physical Property and Security, Bus & Traffic committees (See 30-5110-3).~~
 - ~~b) — Architectural Design Review (ADRC) (See 10-5160-3).~~
 - ~~c) — Communications/IT (See 20-5125-3).~~
~~— Finance (See 40-5115-3).~~
 - ~~d) — Information Technology Services (See 20-5518-3)~~
 - ~~e) — Mutual Administration and Service Maintenance (See 50-5165-3).~~
 - ~~f) — Physical Property (See 60-5130-3).~~
 - ~~g) — Recreation (See 70-5135-3).~~
~~— Security, Bus and Traffic (SBT) (See 80-5145-3).~~
 - ~~h) — Strategic Planning (See ———-3)~~
 - a) The Administration Committee comprises the Board's officers and the Chairs of the Facilities, Member Services and Operations committees (See 10-1000-3).
 - b) Facilities Committee (See 20-1000-3).
 - c) Member Services Committee (See 30-1000-3).
 - d) Operations Committee (See 40-0000-3).
3. Ad ~~h~~Hoc committees are formed for special projects

(See ~~3013~~-5024-1).

D. How to become a GRF Director

1. Are you eligible?
 - a. You are a GRF Member in good standing in the Mutual you wish to represent on the GRF Board of Directors.
 - b. You have been a GRF Member for at least one year.
 - c. You have not been convicted of a crime that would prevent GRF from purchasing fidelity bond coverage or would terminate GRF's existing coverage.
2. You are elected by GRF Members from within your Mutual Shareholders.

E. Application Process

1. All potential Board Members must complete the application packet.



2. Application package ~~is~~ available at the Stock Transfer office ~~and~~ includes the following:
 - a) Code of Ethics and Conduct.
 - b) GRF Board of Directors Application for Candidacy.
 - c) Board Eligibility Disclaimer.
 - d) GRF Candidate Instructions/Timeline.
 - e) GRF Election Schedule.
 - f) GRF and Mutual Election Calendar.
 - g) Policy ~~3013~~-5025-3 GRF Election Procedures.
 - h) GRF Director's Handbook.
 - ~~i) Choice Preference of Committee Assignments.~~
 - ~~ii) Sample Ballots.~~
3. Submitted Application package must include the following:
 - a) Completed Application.
 - ~~b) Resume or statement of qualifications and experience, including your platform. A statement of qualifications and experience, including your platform, totaling no more than 300 words.~~
 - ~~b) _____~~
 - c) Copy of GRF Member ID card.
 - ~~d) Committee Preferences.~~

e)d) A signed acknowledgement of the documents received ~~within~~, by the applicant.

4. The complete package ~~must~~should be ~~submitted~~turned in to the Stock Transfer Office prior to close of ~~the~~ application period to ensure any questions of eligibility can be resolved.

F. Campaign Restrictions

1. Candidates are entitled to purchase labels for the addresses in their Mutual at a FLAT RATE OF \$10 PER REQUEST, PLUS \$0.25 PER SHEET. This is to be paid at the time the labels are ordered. Labels can be ordered by completing an "Access to Documents" form in the Accounting Department. This list will not contain all addresses as some Shareholders have opted out of receiving campaign correspondence.
2. You MAY NOT use a Mutual e-mail contact list to send campaign-related correspondence. If you violate this Campaign Rule, you will be liable for reimbursing GRF for the cost of the election and you may be removed as a candidate.



G. The ~~full~~ GRF Board wants you to succeed ~~in this job~~ so these resources will be provided when you are elected:

1. Training will be provided throughout your term on the Board.
2. A mentor will be assigned by the GRF Board President to guide you through the first few months of service.
3. GRF will provide each director with an iPad or laptop. GRF business operations rely on email communication and the ability to attend meetings virtually.
- 2.4.

H. Expectations of GRF Board members:

1. Time off and vacations are expected but extended absences from our community should not occur: e.g.i.e. six-month vacation.
2. Have a willingness to learn and ability to work as a team.
3. Your duty is to research/study and vote on all items that come to the Board for action or response.
4. Attend all GRF Board Meetings, and all Committee meetings and related ~~–meetings~~ to which you are assigned., ~~as noted below in Section H.~~
- ~~5. It is highly recommended that Board members have internet access and be computer literate. GRF business operations rely on email communication and the ability to attend meetings virtually. GRF will provide each director with an iPad or laptop.~~



Welcome to the GRF

- A. Confidentiality – Your Obligation of confidentiality continues after you are no longer a director**

B. Other important information

1. If you want to talk to the GRF President or Executive Director, please call the Executive Coordinator and make an appointment. Anything you discuss with the Executive Director will be shared with the President.
2. You are encouraged to attend community-sponsored events.
3. You may get paper and ink cartridges for your printer, if needed, while doing GRF work. See the Executive Coordinator.

C. In the first week

1. Meet with Executive Coordinator (Assistant to the GRF President). This will take less than one (1) hour.

a. Pick up keys for your assigned mailbox in the GRF mailroom, which is located in the 1st Floor Administration building reception area. This is where your agendas and other mail to the Board of Directors (BOD) will be found. This box needs to be checked frequently during the week. You will be asked if you want your agendas sent to you by email only.

- ~~2. Pick up GRF mailroom keys (one for the mailroom door and another for your mailbox). This is where your agendas, minutes, and other mail to the Board of Directors (BOD) will be found.~~

~~The mailroom has available: (located next to Conference Room A, 2nd Floor Administration building).~~

~~a) An assigned mailbox to receive GRF documents. This box needs to be checked frequently during the week. You will be asked if you want your agendas sent to you by E-Mail only.~~

~~b) A worktable.~~

~~c) A computer and monitor.~~

~~d) A phone.~~

~~e) A shredding container.~~

~~f) A refrigerator.~~

~~3. b. Order business cards.~~

~~4. c. Order Board Name Badge.~~

- ~~5.2. Make an appointment with an ITS Systems Analyst: (this Appointment will take less than 1 hour).~~

~~a) ReceivePick-up your GRF Board iPad or laptop.~~

~~b) Have links installed for GRF calendar and email (these should be checked daily).~~

- c) Get information on installing these links on your home computer if you choose.
- d) Receive your new board ~~email~~E-Mail address; and
- e) Request a list of your Mutual shareholders, if desired.

6.3. Make an appointment with the LW Weekly staff to get your GRF Board photograph taken. It will be on the web site and when needed, as well as used by the newspaper; ~~when needed.~~

7.4. The following information will be provided within the first few a few of weeks~~first few weeks~~ of the new Board term. These items may also be available on the Website, www.lwsb.com:

- a) A list of all GRF Directors,
- b) A list of committee chairs and members, and
- c) A perpetual calendar listing committee and Board meeting dates and times.

D. Public Board Meetings

1. GRF monthly Board meeting is the 4th Tuesday of each month.

~~a) Periodically a Special Board meeting will be scheduled.~~

~~b)~~a) Time will at 10:00 a.m. although from time to time an evening meeting is scheduled.

b) Location: Clubhouse 4.

~~c) Periodically a Special Board meeting will be scheduled.~~

2. Seating on the dais:

a) Your name is placed on the front of the dais and a name tag and a bottle of water will be placed at your assigned seat.

b) The Corporate Officers sit in the middle of the dais.

~~a) Generally assigned in order of your Mutual number.~~

~~b) The Corporate Officers sit in the middle of the dais.~~

~~c) Your name and Mutual are placed on the front of the dais and a name tag with a bottle of water will be placed on the inside where you sit. at your assigned seat.~~

3. Agendas:

a) Bring your ~~agenda packet~~ iPad or laptop to each Board Meeting so you can access the agenda.

b) Your duty, legally, is to read and be familiar with all supporting documents before you vote.

c) Check your agenda to see if you will be reading a motion.

d) If you do not wish to read the motion~~it~~, please call ahead to

the GRF President, and request not to read ~~it~~the motion. This gives time for another ~~De~~irector to be appointed to read the motion.

- e) Be alert to the discussion and proceedings.



4. Attendance:

- a) Please attend and be on time to each Board Meeting. When you arrive after the roll call, the meeting must stop. The Corporate Secretary must inform the President and record that you have arrived.
- b) A quorum is the minimum number of Directors who must be present to allow the Board to make decisions. It is $\frac{1}{2}$ of the full Board plus one. Normally this is 10 ($18 \div 2 + 1$).
- c) If the members comprising the quorum has changed, the President must be informed so it can be included in the record.
- d) If you must leave the meeting early, please notify the President, Corporate Secretary, Executive Coordinator or Executive Director before the meeting.
- e) ~~If~~ an emergency arises at the Board meeting requiring you to leave, please send a note to the Corporate Secretary if you must leave.
- f) ~~If you will be out of town~~If you will be absent, please call or send an E-mail to the ~~above Directors~~Board Officers or staff members above to let them know.

5. Speaking at the Board Meetings:

- a) The yellow button turns on the microphone (labeled "micMike").
- b) Turn off your lights after speaking or after the voting result is announced.
- c) Negative comments must not include the names of fellow Directors, staff members or audience members. ~~Roberts-Rules of Order — ROHN (11th edition) pages 392, 11.12-25).~~
- d) Your speaking time may be limited at the GRF Board meetings. This is at the discretion of GRF President. It will be announced.

6. Board Meeting Motions:

- a) You may comment on ~~aspeak for or against a~~ motion at the GRF Board Meeting by turning on the yellow “micMike” button, ~~and Wait to speak~~ until the President calls your name ~~to speak~~.
- b) Discussion must be solely concerned with whether the immediately pending motion should be approved, ~~related solely to the motion~~.
- c) Speak clearly and concisely.
- d) If you would like to speak again, turn on your light and wait. Those who have not yet spoken, speak first. After everyone speaking for the first time has finished, the second round of speakers will begin. You are only to add new information that has not already been shared with the directors.



7. Voting

- a) Green light is a “yes” vote.
- b) Red light is a “no” vote.
- c) White light is an Abstention.
- d) Do not vote “yes” or “no” if you are unprepared.
- e) If in doubt about what you are voting on, check your agenda or ask for clarification, if needed.
- f) If something comes to a vote that affects your Mutual only, you may/will have to recuse yourself from the vote. (Recusal is for a conflict of interest). If you need to recuse yourself from a vote, please inform the Chair before the vote is taken. ~~(Recusal is for a conflict of interest).~~
- f)g) If you plan to recuse yourself, you should not participate in the board’s deliberations for that topic.

~~8. Each Director is given time just before adjournment to speak.~~

E. Executive Session of Full Board

- 1. These sessions are confidential and disclosure of any of this information is grounds for Director cCensure. (See ~~3013~~-5092-~~01-3~~, Section 4.1.22.1).
- 2. Every Director is expected to attend each Executive Session of the full BOD.

3. The supporting confidential documents are ~~given out~~distributed in person at the meeting place an hour before the session begins. Arrive early to read the documents prior to the start of the meeting.
4. All paperwork is collected and destroyed after the meeting. Removal of any of these documents without permission may result in disciplinary action.
5. Confidentiality remains in effect even after you are no longer a director.

F. Committees

1. The GRF operates through committees.
- ~~1.2.~~ 2. There are four (4) standing committees. Each committee has a Chair who is responsible for conducting the meeting. ~~More information about Chair responsibilities is available from the GRF Chair Training Manual and the GRF President.~~
3. Each committee has a Charter and policies related to its activities that can be provided to you. It is also on the Website (www.lwsb.com).
4. The President will assign you to one or more of the standing committees. The list of all committees, the appointed Chairs and committee members are ratified by the full Board.
5. All recommendations made by the committee are forwarded to the full Board for consideration.
- 2.6. If you are going to miss the meeting of any committee to which you are assigned, please inform the ~~e~~Chair.
- ~~3.~~ Each standing committee dissolves at the end of the Board term. ~~The GRF Board operates through committees.~~
- ~~4.~~ The Administration Committee holds an Executive Session after the scheduled meeting to review personnel issues. Non-committee members may not attend these Executive sessions unless invited by the Committee Chair. Committees report monthly to the BOD monthly, or as directed.

- ~~5.~~ There are ~~nine~~eight (98) standing committees.
- ~~6.~~ The GRF Administration Committee is comprised of Board

~~Vice President (Chair), President, Corporate Secretary, Treasurer, and the Chairs of Mutual Administration/Service Maintenance (MAC), Recreation, Physical Property and Security, Bus & Traffic committees (See 30-5110-3).~~

- ~~a) The GRF Administration Committee holds an Executive session after the scheduled meeting, which reviews covers Ppersonnel issues.~~
- ~~b) Non-committee members may not attend these sessions unless invited by the Committee Chair.~~

~~7. The remaining standing committees are:~~

- ~~a) Architectural Design Review (ADRC) (See 10-5160-3).~~
- ~~b) Communications/IT (See 20-5125-3).~~
~~— Finance (See 40-5115-3).~~
- ~~c) Information Technology Services (See —-3)~~
- ~~d) Mutual Administration/Service Maintenance (MAC) (See 50-5165-3).~~
- ~~e) Physical Property (See 60-5130-3).~~
- ~~f) Recreation (See 70-5135-3).~~
~~— Security, Bus and Traffic (SBT) (See 80-5145-3).~~
- ~~g) Strategic Planning (See 30-5167-3)~~

~~8. The President will assign you to at least three of the above-standing committees.~~

- ~~a) The list of all committees, the appointed Chairs and members are ratified by the full Board.~~

~~9. Each committee has a Charter and policies related to its activities that which can be provided to you. It and is also on the Website (www.lwsb.com).~~

~~10. All decisions recommendations made by the committee are recommended forwarded to the full Board for consideration.~~

~~11. Each standing committee dissolves at the end of the Board term.~~

~~12.7.~~ Subcommittees

The Chair of any standing committee may create subcommittees comprising selected~~made up of the~~ members of the committee to address specific issues.

- ~~a) Members/Owner Specialists may be appointed by the committee chair (See 3013-5024-1).~~
- ~~b) No action may be taken, but consensus may be reached in these sessions.~~



- b) ~~c)~~ Reports are made to the Committee.
- ~~c)~~ ~~No action may be taken, but consensus may be reached in these sessions.~~
- d) ~~d)~~ Subcommittees dissolve at the end of the term.
- ~~e)~~ ~~All recommendations made by a committee are forwarded to the GRF Board for approval.~~

13.8. Work Study

- a) Less formal ~~committee~~ meetings comprising some part of committee members to discuss or research relevant topics ~~that~~which may be too time consuming to cover in the scheduled meetings.
- b) No action may be taken, but consensus may be reached in these sessions.

14.9. Health Care Center Advisory Board (HCC)

Comprised of the GRF President, Treasurer, and one appointed GRF Director, it oversees all matters related to GRF's lease of the Health Care Center. Up to three (3) GRF Directors serve on the advisory board of the Health Care Center.

15.10. Ad Hoc Committees

- a) Created by the full Board to address specific issues (See 3013-5024-1).
- b) Exist until the task assigned is finished or the full Board decides the Ad hoc is no longer necessary.
- ~~c)~~ Monthly reports are made directly to the Board.

16. Plan Investment Committee

- ~~e)~~ a) Comprised of the GRF President, Vice President, and Treasurer, it consults with the GRF Executive Director, Director of Finance, and Human Resources concerning investment options for the GRF's employee retirement plans.

G. Mutual Report

- a) A GRF Director may be asked to present a short oral report during the monthly or annual board meetings of the Mutual they

represent. After presenting the GRF report, GRF Directors may be excused from the meeting by the Mutual President, or may leave the meeting at their own volition.

G.H. How Motions Work

1. Most motions begin in a committee.
2. If the motion requires the action of another committee or a department, that information is included in the motion.
- ~~3. Any action that requires unbudgeted money must go to the Finance Committee to determine if the money is available (See 40-5516-1).~~
- 4.3.** After Committee approval, the motion goes to the full Board for approval, modification, or denial.
- 5.4.** Every motion requires a second.

H.I. Elections

1. A Board meeting is called when ballots for GRF elections are to be counted.
2. A quorum must be present to count ballots. All directors are expected to attend.



I.J. Annual Meeting of Full GRF Board

- ~~1. Corporate Officers and Committee Chairs submit a written report prior to the annual meeting and may choose to present an oral summation at the meeting. and read it aloud at the meeting.~~
- ~~2. Other directors will be given time to speak and present a written report if they choose.~~
2. New Board Members are seated.

J.K. Organizational Meeting

- ~~1. New Board Members are seated.~~
- 2.1.** New Officers are elected.

K.L. Community Rules Violation (CRV) Panel

1. A panel comprising a quorum of three the GRF Board of Directors that receives initial appeals to violations of GRF rules from Members/Owners All Directors are expected to attend the Community

~~Rules Violation Panel (CRV); a quorum of the Board is required.~~

~~2. You~~ The panel will hear contested parking citations and Code of Conduct violations.

~~2.3.~~ Final appeals will be reviewed by the full GRF Board of Directors

L.M. Town Hall Meetings

These are GRF meetings to discuss important ~~or controversial issues~~ issues related to our community. These meetings are often at night so ~~that~~ working members of our community may attend. It is expected ~~that~~ all GRF Directors will attend.

M.N. Board Trainings

1. It is strongly recommended you attend all training opportunities. Some training sessions are mandatory.
2. GRF Board trainings are sometimes combined with the Mutual Board trainings.
3. Off-site Board workshops may be held for training, goal setting, long-term planning, etc.

N.O. Board Dinner

1. Thank you to departing Directors for their service on the Board.
2. Welcome to new Directors.
3. Attendance not required but strongly encouraged.

O.P. Director Appreciation Events

1. Honors the service of all Mutual Directors, GRF Directors and GRF management staff.
2. Attendance not required but strongly encouraged.



P.Q. Resigning as a Director from the GRF Board

1. Formal Letter of Resignation must be in writing and include the following:
 - a) Date written
 - b) Date effective
 - c) Include your signature
- ~~2. This written resignation is non-revocable upon submission, and acceptance by the full Board.~~

Q.R. Ending your Directorship

1. Return ~~mail room key and~~ mailbox key.
2. Return iPad/Laptop to IT.
 - a) ~~Return to IT.~~ Get a signed receipt.
 - b) Depending on the age of the equipment, you may have the option to purchase; check with the IT ~~Director~~Manager.
3. Confidentiality - your obligation of confidentiality continues after you are no longer a Director.



GRF

*Prepared by GRF,
2018.*



BOARD ACTION REQUEST

DATE: MAY 23, 2023
TO: GRF BOARD OF DIRECTORS
FROM: GRF ADMINISTRATION COMMITTEE
BOARD ACTION: AMEND 40-2920-3, BUDGET CONTROLS

Committee Approval:

On May 18, 2023, the GRF Administration Committee recommended the Board of Directors amend 40-2920-3, Budget – Controls.

Background:

The Golden Rain Foundation Board's approval of changes to 30-5020-1, Organization of the Board, and the subsequent changes in the four prospective committees' charters makes it necessary to authorize changes in the annual budget's formulation. The requested changes retain individual committee guidance and oversight in developing the annual budget for ratification by the Board of Directors. It also shifts responsibility for monthly monitoring for a consolidated institutional budget to the Administration Committee. It is anticipated that monthly reporting in a consolidated budget format will provide a clearer viewpoint on the Foundation's budget status and permit more prompt adjustments to counter unexpected events.

Fiscal Impact:

There potentially may be minor savings in staff time and operational expenses because fewer financial reports will have to be prepared than under the previous 11-committee structure.

Recommendation:

I move to amend GRF Rule 40-2920-3, Budget – Controls.

FINANCE ADMINISTRATION**Annual Operating Budget Controls Procedure**

The annual operating budget is prepared by management, reviewed by ~~board~~ Board committees and approved by the Golden Rain Foundation board. An operating budget encompasses all expenses for the year including contributions to reserves. The budget must estimate revenue and expenses on an accrual basis. Civ. Code 5300(b)(1). Budgeted revenues must not exceed budgeted expenses.

1. PLANNING

1.1. Staff prepares a projected budget to be reviewed at all committees' July meetings.

~~1.1. 1.2. From June through n~~ 1.2. No later than September/August, each board committee will reviews budgets for cost centers over their applicable budget line items and makes recommendations for anticipated revenues and expenditures.
~~applicable cost center draft budgets for which it has oversight.~~

1.3. Each The draft budgets committee's recommendations are consolidated, reviewed and then recommended as a draft budget by the Administration Committee to the Board of Directors. is placed on the agenda of an open GRF Board meeting for review and approval by the board.

1.4. The Board of Directors' deliberation and approval must take place in an open, meeting of the GRF Board of Directors. This approval may take place in a special meeting of the Board.

1.5. With its approval of the budget, the Board Approval of the budget can authorize up to a 20% is sufficient for any increase in assessments over the current fiscal year. Any higher assessment increase requires a vote by the GRF Members. (up to 20%) that might be contained in the budget.

~~1.2.~~ 1.6. The Annual Budget Report must be distributed to the membership not less than 30 nor more than 90 days before the end of the association's fiscal year. Civ. Code 5300(a)

1.2. OVERSIGHT

~~1.3. The Administration Committee at its monthly meetings will review the consolidated financial report required under Civil Code 5500 and submit its findings to the Board of Directors. As a recommendation, on a monthly basis, each board committee reviews cost center sections of the budget variance report for which it has oversight.~~

~~1.4. On a monthly basis, the The Finance Board of Directors maintains ultimate oversight of the Foundation's financial reporting. Committee reviews the overall year to date budget variances.~~

FINANCEADMINISTRATION

Annual Operating Budget ControlsProcedure



~~2. EXPENDITURE AUTHORIZATION LIMITS (THIS SECTION SEEMS TO DUPLICATE 40-5506-3)~~

- ~~2.1. Managers' expenditure authorization is limited to the constraints of the operational budget and in accordance with the documented assumptions.~~
- ~~2.2. Expenditures over \$500 that deviate from the operational budget must be approved by the Executive Director. If the Executive Director is not available, then the approval must be provided by the Director of Finance.~~

Document History

Adopted: 16 Mar 76	Amended: 15 Oct 85	Amended: 19 Jan 99
Amended: 16 Nov 99	Amended: 23 Jul 19	Amended: 27 Oct 20

Keywords: Finance Budget Control



BOARD ACTION REQUEST

DATE: MAY 23, 2023
TO: GRF BOARD OF DIRECTORS
FROM: GRF ADMINISTRATION COMMITTEE
BOARD ACTION: RESCIND 30-5175-3, CHARTER FOR THE FACILITIES AND AMENITIES REVIEW AD HOC COMMITTEE.

Committee Approval:

At its August 25, 2022, meeting, the GRF Administration Committee recommended the Board of Directors rescind 30-5175-3, the charter for the Facilities and Amenities Review Ad Hoc Committee.

Background:

The Facilities and Amenities Review Ad Hoc Committee last presented a report to the Board of Directors at the Board's monthly meeting on February 25, 2020.

Fiscal Impact:

No anticipated fiscal impact.

Recommendation

I move to rescind 30-5175-3, the charter for the Facilities and Amenities Review Ad Hoc Committee.



FACILITIES AND AMENITIES REVIEW (FAR) AD HOC

Committee Charter

Pursuant to state statute (**Corp. Code §7210; Corp. Code §7212(c)**) and Article VIII of the Bylaws of the Golden Rain Foundation (GRF), the Board of Directors (BOD) hereby establishes the Facilities and Amenities Review Ad Hoc Committee and grants to the Committee authority specifically stated within the GRF governing documents.

In accordance with Article VII, Section I, of the Bylaws, the committee chair and members shall be appointed by the GRF President with the approval of the BOD.

1 GOALS:

- 1.1. Increase Organizational Effectiveness and Efficiency
- 1.2. Protect, Preserve and Improve Our Assets

2 PURPOSE:

To study and provide recommendations to the Board to support establishing and setting priorities for the preservation and improvement of Trust Property.

- 2.1. Review all use of space in the Trust Buildings and property

3 DUTIES:

- 3.1. This Standing Committee may operate as a separate entity but has a duty to work cooperatively with other Standing Committees when projects and responsibilities overlap;
- 3.2. Publish an agenda four (4) days in advance of the Committee meeting;
- 3.3. Elect a Vice-Chair at the first meeting;
- 3.4. Review monthly staff report formats to be included in the monthly agenda;
- 3.5. Meet monthly or whenever such meetings are deemed necessary unless cancelled by the Chair; and
- 3.6. Furnish a report at the monthly GRF Board of Directors meeting and at the annual meeting.

4 LIMITATIONS:

It is to be recognized that the function of the Committee is to act in an advisory and consulting capacity.

Regulatory or supervisory activities affecting employed personnel are functions of Management and not to be encroached upon by any Committee Chairperson or member, either individually or collectively.



FACILITIES AND AMENITIES REVIEW (FAR) AD HOC

Committee Charter

The Committee does not have the authority to enter into written contracts or oral agreements with any third parties on behalf of the GRF BOD. Authority to authorize contracts and/or expenses rests solely with the BOD.

Document History

Adopted: 27 Nov 18 Amended: 23 Jul 19 Amended: 30 Apr 21

Keywords: Charter Governing
Documents