

GRF ADMINISTRATION COMMITTEE

Committee Meeting Agenda

Thursday, May 18, 2023, 10:00 a.m.

Conference Room A/Zoom

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

2. Roll Call/Notice of Quorum

Carole Damoci
Phil Friedman
Donna Gambol
Sandy Geffner

Marsha Gerber
Susan Hopewell
Carol Levine
William Thompson- Chair

3. Chair Announcements

a. Introduction of Guests and Staff

LeAnn Dillman, Director of Human Resources
Jenna Dever, Administration Manager

b. Rules of Order

4. Member Comments *(Limited to 3 minutes per person)*

5. Approval of Minutes

a. Minutes of April 20, 2023 **(pp. 3-5)**

6. Correspondence

N/A

7. Staff Reports

a. Human Resources Director Report **(pp. 6)**

8. Unfinished Business

N/A

9. New Business

N/A

10. Governing Documents

a. **Amend 30-1021-1 - Posting of Signs on Trust Property (pp. 18-19)**

Proposed Resolution: That the Committee recommends the Board of Directors amend 30-1021-1, Posting of Signs on Trust Property as presented.

b. **Approve 30-5022-3 Community Rules Violation Panel Charter**

Proposed Resolution: That the Committee recommends the Board of Directors approve the changes to 30-5022-3 Community Rules Violation Panel Charter as presented.

c. **Approve 40-2920-3 Budget-Controls**

Proposed Resolution: That the Committee recommends the Board of Directors approve the changes to 40-2920-3 Budget-Controls as presented.

d. **Approve 30-5028-3 Directors Handbook**

Proposed Resolution: That the Committee recommends the Board of Directors approve the changes to 30-5028-3 Directors Handbook as presented.

11.Future Agenda Items

12.Next Meeting Date

13.Adjournment

14.Executive Session

Please be courteous and respectful to other members, Board of Directors and representatives from Management at all times. 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 where disciplinary action may be taken.**



GRF ADMINISTRATION COMMITTEE MINUTES

April 20, 2023

The meeting of the GRF Administration Committee was held on Thursday, April 20, 2023, and was called to order at 1:00 p.m. by Chair Thompson in Conference Room A and via Zoom.

ROLL CALL

Present: Carole Damoci
Phil Friedman
Donna Gambol
Sandy Geffner

Marsha Gerber
Susan Hopewell
Carol Levine
William Thompson- Chair

Directors, Jessica Sedgwick, Executive Director
Staff and LeAnn Dillman, Human Resources Director
Guests: Mallorie Hall, Sr. Director of Member Services
Jenna Dever, Administration Manger
Nick Massetti, GRF Director

CHAIR'S ANNOUNCEMENTS

Chair Thompson welcomed Committee members and guests, and introduced Executive Director Jessica Sedgwick, Director of Human Resources LeAnn Dillman, Sr. Director of Finance Mallorie Hall, and Administration Manager Jenna Dever.

The Chair outlined the rules of order.

MEMBER COMMENTS

Two Members spoke during the Members' Comment period.

APPROVAL OF MINUTES

The Administration Committee minutes dated March 23, 2023, were approved as presented.

CORRESPONDENCE

N/A

STAFF REPORTSHuman Resources Director

The Director of Human Resources presented the Human Resources monthly report, which was included in the agenda packet.

Finance Director

The Sr. Director of Member Services presented the Finance monthly report, which was included in the agenda packet.

UNFINISHED BUSINESS

N/A

NEW BUSINESSCommittee Restructure Task Force Report

A Task Force member and Governing Documents Chair provided an update on the committee restructure progress.

GOVERNING DOCUMENTSAmend 30-1001-5 - Glossary of Terms

Motion: To recommend the GRF Board approve the proposed changes to Policy 30-1001-5 Glossary of Terms.

First: Carole Damoci

Second: Susan Hopewell

The motion was carried unanimously.

Amend 30-1021-1 - Posting of Signs on Trust Property

Item has been moved to executive session to review GRF's legal counsel's opinion.

Approve GRF Committee Charters

Motion: To recommend the GRF Board approve the four (4) new committee charters as amended.

First: Carole Damoci

Second: Phil Friedman

The motion was carried with one (1) no vote.

Rescind GRF Committee Charters

Motion: To recommend the GRF Board rescind eleven (11) GRF standing committee charters as listed in the packet, upon the approval of the four (4) new GRF committee charters.

First: Donna Gambol
Second: Carol Levine

The motion was carried unanimously.

FUTURE AGENDA ITEMS:

- Committee Restructure Task Force Report
- Review 30-1021-1 - Posting of Signs on Trust Property

NEXT MEETING

Thursday, May 18, 2023, in Administration Conference Room A/Zoom.

ADJOURNMENT

The meeting was adjourned at 2:02 pm by Chair Thompson.

Approved Date

Approval Signature

Printed Name

GRF Administration Committee - Human Resources Report

May 18, 2023

Below are the budget variances as of April 13, 2023

1) GRF – Budget Variance Information - GRF has a year-to-date a favorable variance of \$317,368 Salaries and Employee Benefits:

Mar Actuals	Mar Budget	Budget Variance	Acct #	Description	Y-T-D Actual	Y-T-D Budget	Budget Variance
Expenses							
846,769	873,803	27,034		Salaries & Wages	2,346,545	2,484,503	137,958
(7,046)	0	7,046	6100001	Vacation Accrual Expense	1,358	0	(1,358)
3,254	3,344	90	6101000	Commissions	9,339	9,450	111
64,969	67,533	2,564		Employment Taxes	203,094	214,556	11,462
21,963	38,540	16,577	6142000	Workers' Compensation	69,121	115,620	46,499
72,815	99,175	26,360		Group Insurance - Medical	220,318	297,525	77,207
1,497	1,668	171	6143300	Group Insurance - Dental	4,759	5,004	245
762	1,013	251	6143500	Group Insurance - Vision	2,370	3,039	669
12,997	27,372	14,375	6144000	401(k) Match	39,555	77,639	38,084
3,294	3,552	258	6145000	Group Insurance - Life	9,790	10,656	866
2,709	4,146	1,437	6146000	Long Term Disability Insurance	8,171	12,438	4,267
Salary and Benefits Totals					2,914,420	3,230,430	*316,010

2) Cost Center 320 – Human Resources Budget Variance Information - The Human Resources Department has a year-to-date a favorable variance of \$17,437 excluding the vacation accrual expense.

04/12/2023 4:58 PM 1020 Golden Rain Foundation Budget Comparison - GRF 03/31/2023 Page: 9
P.O. Box 2069 Seal Beach CA 90740

Mar Actuals	Mar Budget	Budget Variance	Acct #	Description	Y-T-D Actual	Y-T-D Budget	Budget Variance	Annual Budget
Expenses - Human Resources								
31,274	30,904	(370)		Salaries & Wages Human Resources	84,831	87,337	2,506	349,349
(7,046)	0	7,046	6100001 320	Vacation Accrual Expense - Human Resourc	1,358	0	(1,358)	0
2,292	2,310	18		Employment Taxes Human Resource	6,844	7,172	329	26,755
352	617	265	6142000 320	Workers' Compensation - Human Resources	1,107	1,851	744	5,759
5,468	6,186	718		Group Ins - Medical Human Resources	16,409	18,558	2,149	74,232
219	206	(13)	6143300 320	Group Insurance - Dental - Human Resourc	657	618	(39)	2,472
50	52	2	6143500 320	Group Insurance - Vision - Human Resourc	150	156	6	624
648	1,545	897	6144000 320	401(k) Match - Human Resources	1,944	4,367	2,423	17,468
174	132	(42)	6145000 320	Group Insurance - Life - Human Resources	521	396	(125)	1,584
112	154	42	6146000 320	Long Term Disability Insurance - Human R	336	462	126	1,848
154	185	31	6210006 320	FSA Administration Fees - Human Resource	452	555	103	2,995
207	200	(7)	6210007 320	Benefits Processing - Human Resources	1,154	600	(554)	3,075
0	0	0	6210010 320	Fraud Hotline - Human Resources	0	0	0	640
0	680	680	6211000 320	Continuing Education - Human Resources	285	2,140	1,855	6,790
221	3,000	2,779	6211100 320	Employee Incentives - Human Resources	4,164	7,525	3,361	21,250
80	0	(80)	6212000 320	Employee Exams - Human Resources	80	0	(80)	0
69	30	(39)	6212005 320	Employee Drivers License Inquiry - Human	78	90	12	360
0	1,000	1,000	6213000 320	Employee Recruitment - Human Resources	0	3,400	3,400	18,400
794	530	(264)	6213005 320	Employment Screening - Human Resources	932	1,590	658	6,360
199	0	(199)	6214000 320	Meals & Special Events - Human Resources	199	0	(199)	200
0	50	50	6214500 320	Gifts - Human Resources	0	150	150	600
63	135	72	6410000 320	Materials & Supplies - Human Resources	1,151	405	(746)	1,620
159	80	(79)	6410015 320	Computer Supplies - Human Resources	159	240	81	960
0	200	200	6410030 320	Printer / Copier Supplies - Human Resour	0	600	600	2,400
0	40	40	6410035 320	Refreshments - Human Resources	0	120	120	480
261	133	(128)	6422000 320	Telephone - Human Resources	780	398	(382)	1,595
0	1,700	1,700	6434110 320	Legal Fees - HR - Human Resources	742	5,100	4,358	20,400
0	100	100	6481000 320	Computer Maintenance & Software - Human	0	300	300	1,200
227	50	(177)	6482000 320	Dues, Memberships & Books - Human Resour	227	2,850	2,623	4,000
35,977	50,219	14,242		Total Expenses	124,560	146,980	22,420	573,416
47,785	47,785	0	5330000 320	Income / Refund from Mutuals - Human Res	143,355	143,355	0	573,416
47,785	47,785	0		Total Cost Recovery	143,355	143,355	0	573,416
Off Budget Items								
11,808	(2,434)	14,242		Net Income / (Expense)	18,795	(3,625)	22,420	0

Budget Variance Report

CC 320 - Human Resources

March 2023

GL	Monthly Variance	Reason	Explanation	YTD Variance
6143000 Group Insurance - Medical	\$718.00	Budget Miss - Over Budgeted	Enrollment not as expected	\$2,149.00
6144000 401(k) Match	\$897.00	Budget Miss - Over Budgeted	Participation less than assumed in budget	\$2,423.00
6211100 Employee Incentives	\$2,779.00	Other - See Notes	Incentives not purchased or exchanged by staff. Amount will fluctuate throughout the year	\$3,361.00
6213000 Employee Recruitment	\$1,000.00	Other - See Notes	No specialty postings required in March	\$3,400.00
6434110 Legal Fees - HR	\$1,700.00	Budget Miss - Over Budgeted	Less assistance in employment legal matters	\$4,358.00
6482000 Dues, Memberships & Books	-\$177.00	Other - See Notes	CEA membership to be processed in April	\$2,623.00
Select GL				
	\$6,917.00			\$18,314.00
Monthly Financial Variance	\$14,242.00	-\$7,325.00	YTD Financial Variance	\$22,420.00
				-\$4,106.00

3) **Safety – 2 incident(s)/injury(ies) recorded in April.**

Workers' Compensation – On the Job Incident(s) by Month

Month	Current Year 2023	2022	2021	2020	2019	2018
January	1	0	1	1	3	1
February	0	2	1	2	0	0
March	1	0	1	1	0	2
April	2	2	0	1	3	2
May		1	2	0	5	1
June		0	2	2	2	0
July		0	0	0	0	0
August		0	1	0	1	0
September		1	3	0	1	1
October		1	1	0	1	0
November		0	1	0	1	0
December		0	1	2	1	1
Total	4	7	14	9	18	8

Staff Information

Data as of May 10, 2023 unless noted otherwise.

4) Open Positions (by headcount)

Position	Total Openings	Position Type	Status	Department
Warehouse Assistant	1	Full-Time	Open - Temp(s) in Place	Purchasing
Assistant Portfolio Specialist	1	Full-Time	Open - Temp(s) in Place	Mutual Administration
Portfolio Specialist	1	Full-Time	Open- Interviewing	Mutual Administration
Recreation – Golf Attendant	1	Part-Time	Open - Interviewing	Recreation
Bus Driver	3	Part-Time	Open - Interviewing	Transportation
Fleet Mechanic	1	Full-Time	Open - Interviewing	Transportation
Section Editor / Production Assistant	1	Full-Time	Open - Interviewing	Transportation
Security Officer	4	Full-Time	Open - Interviewing	Security
Lead Electrician	1	Full-Time	Open - Interviewing	Service Maintenance
Carpenter	1	Full-Time	Open - Interviewing	Service Maintenance
Plumber	1	Full-Time	Open - Start Date Pending	Service Maintenance
Electrician	1	Full-Time	Open - Interviewing	Service Maintenance
Total Openings	17			

5) Employee Count by Department (as of May 10, 2023)

Department Name	Full Time		Full Time Total	Part Time	Part Time Total	Dept Total Employee Count
	Exempt	Non-exempt		Non-exempt		
5.5 Acre Storage		1	1	1	1	2
Administration	3	3	6			6
Copy & Supply		1	1			1
Finance	4	6	10			10
Fitness Center				11	11	11
Golf Course				4	4	4
Human Resources	2	1	3			3
Information Technology Services	2	2	4			4
Library	1	2	3	4	4	7
Mutual Administration	2	4	6			6
News	3	5	8			8
Physical Property	2	13	15			15
Purchasing	1	2	3			3
Recreation	3	3	6			6
Security	2	35	37			37
Service Maintenance	2	29	31			31
Service Maintenance-Trust		5	5			5
Stock Transfer	1	2	3			3
Swimming Pool				4	4	4
Transportation	1	3	4	19	19	23
Grand Total	29	117	146	43	43	189

- 6) **Overtime** – There is an unfavorable variance of **\$4,116** for March and an unfavorable variance of **\$30,063** 2023 year to date.

Overtime by Month	Total OT Worked	2023 OT Billable Hrs to Mutuals	2023 OT Billable Dollars to Mutuals @ \$75.00	2023 OT Hours – Less Billable to Mutuals	2023 OT Dollars – Less Billable to Mutuals	2022 OT Hours – Less Billable to Mutuals	2022 OT Dollars – Less Billable to Mutuals
January	1,519	130.75	\$9,806.25	1,388	\$37,689	1,177	\$34,847
February	295	7	\$525	288	\$10,472	364	\$11,835
March	621.72	67	\$5,025	555	\$15,223	711	\$20,880
April						298	\$ 9,228
May						407	\$11,902
June						727	\$20,865
July						710	\$20,719
August						353	\$10,958
September						771	\$24,274
October						323	\$10,221
November						660	\$19,583
December						1,278	\$40,159

7) **Retirement – Employee 401(k) Plan**

For 2023, the amount employees may contribute to their 401(k) plan is \$22,500 per year plus the additional “catch-up” provision for employees over 50 is \$7,500.

- As of **May 10, 2023**, total plan assets total is **\$9,634,467**
- 2023 YTD Employee Contributions **\$116,357** Average Per Month **\$38,785**
- 2023 YTD GRF Matching Contributions **\$39,554** Average Per Month **\$13,184**
through check date 3/24/2023

8) **Anti-Fraud Compliance Hotline Reports** - *None to Report*

9) **Gift Log** - *Available upon request*

GRF Administration Committee Report
May 18, 2023

1. Except for exceptions explicitly permitted by Golden Rain Foundation departments or the GRF Board of Directors, ~~posting or placing unaccompanied~~ signs, flags, or banners on Trust property, ~~on structures installed on Trust property,~~ or vehicles parked on Trust property by individuals, GRF-registered clubs and organizations, and outside organizations or businesses is prohibited at all times.
 - 1.1. Prohibited displays include, but are not limited to the following:
 - 1.1.1. Promoting patio or estate sales;
 - 1.1.2. Promoting events located within or outside the community;
 - 1.1.3. Advocating a position in **any** election or recall campaign, political **or Foundation** initiative or concerning a social issue;
 - 1.1.4. Promoting the sale, viewing or lease of products, **bicycles, vehicles, vehicles used for recreation,** services, or residential property.
 - 1.1.5. ~~Promoting the sale of vehicles, including bicycles, electric cars, motor vehicles, recreational vehicles and trailers vehicles used for recreation.~~
2. **Permitted displays**
 - 2.1. ~~Members may exercise their privileges under California Civil Code 4515 to peacefully assemble, meet and communicate with members, residents, and their invitees or guests concerning common interest development living, association elections, legislation, election to public office, or the initiative, referendum, or recall processes. Such meetings can occur during reasonable hours and in a reasonable manner on Trust property that is not otherwise in use.~~
 - 2.2. Commercial vehicles on Trust property at the request of GRF, the several Mutuals or authorized residents are permitted to display advertising messages on their vehicles.
 - 2.3. Vehicles belonging to individuals may display a message or image on a license plate, decal, sign or sticker no larger than 72 square inches in size.
 - 2.4. Commercial companies, individuals and other GRF-recognized or outside organizations participating in consumer fairs, markets, events or sponsorships at the invitation of a GRF department may include additional signage within the parameters established by the sponsoring department.
3. ~~All rules above apply to individuals, GRF clubs and organizations, with the following exceptions:~~
 - 3.1. ~~Approved Meetings Held Within GRF Clubhouses~~
~~GRF Members and recognized GRF clubs and organizations approved to gather inside meeting rooms on Trust property may display any signs, flags or banners within that approved meeting space. Such displays shall not be visible in the lobby, walkways or areas accessible to people not attending the club's meeting.~~
 - 3.2. ~~Approved Meetings Held on Trust Property Outside GRF Clubhouses~~
 - 3.2.1. ~~GRF Members, clubs or organizations approved for events held present on Trust property outside a clubhouse meeting room may display a single sign, flag or banner. identifying the official name of the organization, as registered by the Recreation Department That single sign shall not include any additional advertising or advocacy messaging.~~
 - 3.2.2. ~~GRF Members, GRF clubs, organizations and individuals attending events on Trust property outside the clubhouses may display any number of United States flags, as defined in U.S. Code Section 700, and the United States flag code, 4 U.S. Code, Section 3.~~

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 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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FINANCE ADMINISTRATION



Annual Operating Budget Controls Procedure

The annual operating budget is prepared by management, reviewed by 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. From June through no later than ~~September~~August, each board committee reviews ~~budgets for cost centers over~~their applicable budget line items and makes ~~recommendations for anticipated expenditures applicable cost center draft budgets for which it has oversight.~~

1.2. The ~~draft budgets~~committee recommendations are consolidated, reviewed and then ~~recommended by the Administration Committee to be considered at an open meeting of the GRF Board of Directors.~~ is placed on the agenda of an open GRF Board meeting for review and approval by the board.

1.3. ~~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 Members. (up to 20%) that might be contained in the budget.~~

~~1.2.~~ 1.4. 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)

2. OVERSIGHT

~~2.1. As a recommendation, on a monthly basis, each board committee reviews cost center sections of the budget variance report for which it has oversight.~~

~~2.2. 2.1. On a monthly basis, the The Administration Finance Committee at its monthly meetings will reviews the overall year-to-date budget variances.~~

~~2.1.~~

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

~~3.1. Managers' expenditure authorization is limited to the constraints of the operational budget and in accordance with the documented assumptions.~~

~~3.2. 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

(Oct 20)

FINANCEADMINISTRATION



Annual Operating Budget ControlsProcedure

Adopted: 16 Mar 76
Amended: 16 Nov 99

Amended: 15 Oct 85
Amended: 23 Jul 19

Amended: 19 Jan 99
Amended: 27 Oct 20

Keywords: Finance Budget Control



GRF Director's Handbook

30-5028-3
Date: March 21, 2018
Revised: May 23, 2023

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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. Responsibilities and Limitations of a GRF Board Director:

1. You are a volunteer in an unpaid position.
3. .You will represent all of Leisure World and not just the Shareholders of your Mutual.Supervision Over GRF Employees

a.

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.

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.
- e. 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.
- f. 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.

a.



B. Golden Rain Foundation (GRF):

1. Is a non-profit master association that serves as a management company for the 16 Mutual Corporations;
2. Administers the shared Trust property and the facilities owned by these independent Mutual Corporations;
3. Has a Board of Directors (BOD) and a full-time Executive Director who oversee these divisions serving the community: Administration, Communications/ITS, Community Facilities, Finance, Human Resources, Information Technology Services, Internal Operations, Mutual Administration, Recreation, and Patrol 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 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 hoc committees are formed for special projects (See 13-5024-1).

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 ~~shareholders~~ from within your Mutual.

E. Application Process

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

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2. Application package, available at the Stock Transfer office, 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 13-5025-3 GRF Election Procedures.
 - h) GRF Director's Handbook.
 - i) Sample Ballots.
3. Submitted Application package must include the following:
 - a) Completed Application.
 - b) A statement of qualifications and experience, including your platform, **totaling no more than 300 words.**
 - c) Copy of GRF Member ID card.
 - d) A signed acknowledgement of the documents received by the applicant.
4. The complete package must be submitted to the Stock Transfer Office prior to the 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 Finance Department. This list will not contain all addresses as some Members 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.



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G. The GRF Board wants you to succeed 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.

H. Expectations of GRF Board members:

1. Time off and vacations are expected but extended absences from our community should not occur: e.g., 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 GRF Board Meetings, Committee meetings and related meetings.



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 make an appointment through the Executive Coordinator. 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. Order business cards.
 - 3. Order Board name badge.
 - 4. Make an appointment with an ITS Systems Analyst: (this will take less than 1 hour).
 - a) Receive your GRF Board iPad or laptop,

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



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- c) Get information on installing these links on your home computer if you choose.
 - d) Receive your new board email address; and
 - e) Request a list of your Mutual shareholders, if desired.
5. 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, used by the newspaper.
6. The following information will be provided within the 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. **The GRF monthly Board meeting is the 4th Tuesday of each month.**
- 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 with a bottle of water will be placed at your assigned seat.
 - b) The Corporate Officers sit in the middle of the dais.
3. **Agendas:**
- a) Bring your iPad printed agenda 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, please call ahead to the GRF President, and request not to read it. This gives

time for another Director to be appointed to read the motion.

- e) Be alert to the discussion and proceedings.

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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 have changed, the President must be informed so the change 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.
- f) If you will be absent, please call or send an email to the 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 "mic").
- b) Turn off your light 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 392-393).
- 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 a motion at the GRF Board Meeting by turning on the yellow "mic" button. Wait to speak until the President calls your name.
- b) Discussion must be solely concerned with whether the immediately pending motion should be approved.
- 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.

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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.
- g) If you plan to recuse yourself, you should not participate in the board’s deliberations for that topic.

E. Executive Session of Full Board

- a. These sessions are confidential and disclosure of any of this information is grounds for Director censure. (See 13-5092-1, Section 2.1.).
- b. Every Director is expected to attend each Executive Session of the full BOD.
- c. The supporting confidential documents are 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.
- d. All paperwork is collected and destroyed after the meeting. Removal of any of these documents without permission may result in disciplinary action.
- e. Confidentiality remains in effect even after you are no

longer a director.

F. Committees

1. The GRF operates through committees.
2. There are four (4) standing committees. Each committee has a Chair who is responsible for conducting the meeting.



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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** ~~three~~ 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.
6. If you are going to miss the meeting of any committee to which you are assigned, please inform the Chair.
7. Each standing committee dissolves at the end of the Board term.
8. 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.

11. Subcommittees

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

- a) Members/Owner Specialists may be appointed by the committee chair (See 13-5024-1).
- b) No action may be taken, but consensus may be reached in these sessions.



- c) Reports are made to the Committee.
- d) Subcommittees dissolve at the end of the term.

12. Work Study

- a) Less formal meetings comprising some segment of committee members to discuss or research relevant topics that 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.

13. 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.

14. Ad Hoc Committees

- a) Created by the full Board to address specific issues (See 31-5024-1).
- 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.

15. Plan Investment Committee

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

G. 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. After Committee approval, the motion goes to the full Board for approval, modification, or denial.
4. Every motion requires a second.

H. Elections

A Board meeting is called when ballots for GRF elections are to be

counted.

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I. Annual Meeting of Full GRF Board

1. Committee Chairs submit a written report prior to the annual meeting and may choose to present an oral summation at the meeting..
2. New Board Members are seated.

J. Organizational Meeting

New Officers are elected.

~~a. 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.~~

~~b. No member of a Mutual Board of Directors may be employed on a full-time or part-time basis by the Golden Rain Foundation.~~

K. Community Rules Violation (CRV) Panel

1. A panel of three GRF Directors that receives initial appeals to violations of GRF rules from Members.
2. The panel will hear contested parking citations and Code of Conduct violations.
3. Final appeals will be reviewed by the full GRF Board of Directors

L. Town Hall Meetings

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

M. 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. 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. Director Appreciation Events

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

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P. 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.

Q. Ending your Directorship

1. Return mailbox key.
2. iPad/Laptop.
 - 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.
3. Confidentiality - your obligation of confidentiality continues after you are no longer a Director.

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GRF

*Prepared by GRF,
2023.*