



## 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, Doderio, 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. Doderio 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 presented the final report for the Governing Documents Ad Hoc Committee and dissolved the 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.

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

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