



## 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, July 25, 2023, in Clubhouse Four and via live stream.

### **PLEDGE OF ALLEGIANCE**

Director Vienna led the pledge.

### **EXECUTIVE SESSION DISCLOSURE**

*An Executive Session Meeting was held on May 4, 2023 and June 1, 2023, during which 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 Gambol, Weber, Nugent, Habel, Gerber, W. Thompson, Hopewell, Vienna, C. Thompson, Levine, Jablonski, Melody, Hamblin, Isom and Massetti were present.

Director Dodero and Damoci were present via Zoom.

Director Jaquelin was not present.

Executive Director Jessica Sedgwick, Director of Finance Mallorie Hall, Physical Property Manager Kevin Black, Recreation Director Jesse Cripps, and Executive Coordinator Tia Makakaufaki were also present.

Director of IT Marcelo Mario was present via Zoom.

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

Director Melody left the meeting at 11:00 a.m.



## **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 the 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 six comments made at the meeting, and two written comments prior to the meeting.

## **CONSENT AGENDA**

The minutes of the GRF Board of Directors Minutes, May 23, 2023, Election Minutes, June 6, 2023; Organization and Ratification Minutes, June 13, 2023; Accept the Interim Financial Statements April 2023, for Audit; and Transfers of Funds for GRF per Civil Code 5502, were approved as presented.

## **GENERAL**

### **Approve Southern California Edison Easement on Trust Property**

Mr. Dodero MOVED, seconded by Ms. C. Thompson –

TO authorize the President to sign the Grant of Easement across Trust Property for the Electrical Vehicle Charging System being installed in Mutual Four.

Three Directors and the Physical Property Manager spoke on this motion.

The motion passed with two no votes (Director Gambol and Hamblin).



## **CAPITAL FUNDING**

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

### Real Estate Sales Office Sign

Ms. Levine MOVED, seconded by Mr. Massetti -

TO award a contract to MJ Jurado for the installation of a concrete sign visible from both sides of Seal Beach Boulevard for the Real Estate Sales Office at the entrance of Leisure World, at a cost of \$8,500, Capital Funding, adding \$1,000 contingency for a cost not to exceed \$9,500 and authorize the President to sign the contract.

Eight Directors, Physical Property Manager and Executive Director spoke on this motion.

The motion passed with one recusal (Director Gerber) and one no vote (Director Hamblin).

### Engineering EV Stations (Maintenance Yard)

Mr. Melody MOVED, seconded by Mr. Dodero -

TO award a contract to Control Engineering for field engineering to evaluate sources of power to charge electric vehicles in the Service Maintenance Yard at a cost not to exceed \$4,000 Capital Funding and authorize the President to sign the contract.

One Director and the Physical Property Manager spoke on this motion.

The motion passed with one abstention (Director Hamblin).

The President called for a 15 – minute break at 11:00 a.m.

The meeting was called back to order at 11:15 a.m.

Director Melody left the meeting at 11:00 a.m.

### Radar Speed Signs

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

TO authorize purchasing three radar speed signs. Location to be chosen by the Security Department and installed by Service Maintenance, for a total cost not to exceed \$15,000 Capital Funding and authorize the President to sign the contract.

Seven Directors and the Executive Director spoke on this motion.

### Main Entry Traffic Flow

Mr. Massetti MOVED, seconded by Mr. Jablonski –

TO approve the proposal from Urban Crossroads to complete a traffic study and provide solutions to the Main Gate entry at a cost not to exceed \$14,400, Capital Funding and authorize the President to sign the contract.

Five Directors spoke on this motion.

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

## **RESERVE FUNDING**

### HVAC Unit in News Office

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

TO award a contract to Greenwood Heating and Air for the replacement of the HVAC unit in the News Office at a cost not to exceed \$22,800 Reserve Funding and authorize the President to sign the contract.

Two Directors, the Physical Property Manager and Executive Director spoke on this motion.





### 2023 Paving Project

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

TO award a contract to MJ Jurado for the grind and repaving of Interlachen, Glenview, Fairfield South, Mayfield, Twin Hills, and Main Gate entry. Crack Fill and Slurry Seal is required at Fresh Meadows, Knollwood, Kenwood and St Andrews (outside gate) using the same cost as presented in MJ Jurado 2022 bid and not to exceed \$580,000, Reserves Funding and authorize the President to sign the contract.

Seven Directors, the Physical Property Manager and Executive Director spoke on the motion.

### Clubhouse Four Digital Piano

Mrs. Nugent MOVED, seconded by Ms. Hopewell -

TO approve purchasing a Roland GP9 5-foot digital piano in polished ebony at a cost not to exceed \$11,000, Reserve Funding, and authorize the President to sign the contract.

Five Directors, the Recreation Manager and Recreation Director spoke on the motion.

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

## **GOVERNING DOCUMENTS**

The new GRF Rule Numbering Protocol was presented.

### Amend 30-1021-1, Posting Signs on Trust Property

Mr. W. Thompson MOVED, seconded by Ms. C. Thompson and carried unanimously by the Directors –

TO amend 30-1021-1, Posting Signs on Trust Property, updating verbiage throughout, and assigning the number 13-1021-1, as presented.

Four Directors spoke on the motion.

Amend 40-2230-3, Authorized Signatories

Ms. Levine MOVED, seconded by Mr. Jablonski –

TO amend 40-2230-3, Authorized Signatories, adding electronic signing requirement for \$150,000 payments and updating verbiage throughout as presented.

Six Directors, the Director of Finance and Executive Director spoke on the motion.

The motion passed with two no votes (Director Vienna and Isom).

Amend 80-5580-1, Entry Passes – Rules

Ms. Habel MOVED, seconded by Ms. Isom–

TO amend 80-5580-1, Entry Passes – Rules updating language throughout and assigning it the number 48-5580-1, as presented.

One Director and the Executive Director spoke on this motion.

The motion passed with one no vote (Directors Dodero) and one abstention (Director Hamblin).

**COST RECOVERY**

**TENTATIVE VOTE:** Adopt Section 2.4, RFID Transmitters, Within 10-2000-2, Consolidated Fee Schedule

Ms. Gambol MOVED, seconded by Mrs. Nugent -

TO adopt 10-2000-2 Consolidated Fee Schedule and section 2.4 of the rule, approving fees for multiple RFID tags, pending a 28-day notification to the members, and a final decision by the GRF Board of Directors on August 22, 2023, as amended.

Eight Directors and the Executive Director spoke on this motion.

The motion passed with one no vote (Director Vienna) and one abstention (Director Hamblin).



Adopt Section 1.1., Temporary Visitor RV Parking, Within 10-2000-2, Consolidated Fee Schedule

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

TO adopt Section 1.1. of Rule 10-2000-2, Consolidated Fee Schedule, approving fees for temporary Recreational Vehicle parking for visitors.

No one spoke on the motion.

**TENTATIVE VOTE:** Adopt Section 1.2., Temporary Member RV Parking, Within 10-2000-2, Consolidated Fee Schedule

Mr. W. Thompson MOVED, seconded by Ms. Gambol –

TO adopt section 1.2. of Rule 10-2000-2, Consolidated Fee Schedule, approving fees for temporary Recreational Vehicle parking for Members, pending a 28-day notification to the members, and a final decision by the GRF Board of Directors on August 22, 2023.

One Director spoke on the motion.

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

Optum Lease Renewal

Mr. Weber MOVED, seconded by Ms. Hopewell –

TO extend Optum's five-year lease renewal beginning October 1, 2023, at a rate of \$65,000.00 per month for 60 months.

Seven Directors spoke on the motion.

The motion failed with nine no votes (Directors Gambol, Habel, Gerber, Dodero, Levine, Jablonski, Damoci, Hamblin and Isom).

Ms. Hamblin MOVED, seconded by Damoci and carried unanimously by the Directors -



TO place Optum's five-year lease on the next scheduled Board meeting agenda.

No one spoke on the motion.

## **AD HOC REPORT**

### **1.8 Ad Hoc Committee**

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

## **ADJOURNMENT**

The meeting was adjourned at 1:10 P.M.

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

Carol Levine, Corporate Secretary  
Golden Rain Foundation  
TM:07-25-23