



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, August 22, 2023, in Clubhouse Four and via live stream.

PLEDGE OF ALLEGIANCE

Director Melody led the pledge.

EXECUTIVE SESSION DISCLOSURE

An Executive Session Meeting was held on July 27, 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 Weber, Jacquelin, Habel, Gerber, W. Thompson, Hopewell, Vienna, C. Thompson, Levine, Damoci, Melody, Hamblin and Isom were present.

Director Nugent was present via Zoom.

Directors Gambol, Jablonski, and Massetti were not present.

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

Executive Director Jessica Sedgwick, Senior Director of Member Services Mallorie Hall, Senior Director of Facilities Mark Weaver, Recreation Director Jesse Cripps, and Executive Coordinator Tia Makakaufaki were also present.



SHAREHOLDER/MEMBER COMMENTS

Per Policy 5610, Participation by Foundation Members, members may comment before 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.

Six comments were made at the meeting and one written comment submitted before the meeting.

President Gerber announced the passing of Director Dodero.

CONSENT AGENDA

The minutes of the GRF Board of Directors Minutes, July 25, 2023; Accept the Interim Financial Statements May and June 2023, for Audit; Accept the Reserve Funds Investment Purchase; and Transfers of Funds for GRF per Civil Code 5502, were approved as presented.

GENERAL

Appointment to Community Rules Violation Panel

Ms. Hamblin MOVED, seconded by Ms. C. Thompson –

TO appoint Director Damoci to replace the moderator for the
Community Review Panel.

No Directors spoke on this motion.

The motion passed with one abstention (Director Damoci).

Due to technical difficulties, the President called for a break at 10:30 a.m.

The meeting was called back to order at 10:35 a.m.



RESERVE FUNDING

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

Rubberized Golf Walking Path

Mr. Melody MOVED, seconded by Ms. Damoci -

TO award a contract to Robertson Recreational Surfaces for the replacement of the rubberized walking path to the Golf Course bridge for a cost not to exceed \$14,195, including a 10% contingency, Reserve funding, and authorize the President to sign the contract.

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

The motion passed with five no votes (Directors Weber, Melody, Vienna, Hamblin, and Habel).

Elevator Cab Remodel

Ms. Damoci MOVED, seconded by Mrs. Habel -

TO award a contract to Elite Elevator Services for remodeling the Administration Building elevator cab at a cost not to exceed \$20,427, which includes 10% contingency, Reserve Funding, and authorize the President to sign the contract.

No one spoke on this motion.

The motion passed with four no votes (Directors Melody, Gerber, Hopewell, and Hamblin).

GOVERNING DOCUMENTS

Amend 20-5585-1 Advertising Policy

Ms. Gerber MOVED, seconded by Mr. Melody, and carried unanimously by the Directors –

TO amend 20-5585-1, Advertising Policy, updating verbiage throughout, as presented.

One Director and the Senior Director of Member Service spoke on this motion.

Amend 30-5604-3, Publication of Board Minutes

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

TO amend 30-5604-3, Publication of Board Minutes, making minor language changes, and assigning it the number 13-5604-3.

No one spoke on this motion.

Amend 30-1001-5, Glossary of Terms

Ms. Levine MOVED, seconded by Mrs. Habel -

TO amend 30-1001-5, Glossary of Terms, incorporating the new term, "Permanent Guest," and renumber the glossary rule as 13-1001-5.

Five Directors and the Executive Director spoke on the motion.

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

Amend 40-5506-3, Request for Proposal (RFP) Requirements

Mr. W. Thompson MOVED, seconded by Ms. Hopewell -

TO amend 40-5506-3, Request for Proposal Requirements, modifying language throughout and establishing the Executive Director's spending authorization at 1/10th of 1% (.001) of the Foundation's annual budget. I further move to designate this rule as 14-5506-1.

Five Directors and the Executive Director spoke on the motion.

After discussion, Director Hopewell moved to return the item to the Administration Committee for further review.

The motion to return it to the Committee for further review passed with four no votes (Directors Nugent, C. Thompson, W. Thompson, and Damoci).



Amend 40-3326-1, Purchasing Warehouse Guidelines for Mutual Inventory and Non-Inventory Purchases

Ms. Damoci MOVED, seconded by Ms. Hopewell –

TO amend 40-3326-1, Purchasing Warehouse Guidelines for Mutual Inventory and Non-Inventory Purchases, modifying language throughout and consolidating it within rule 40-3325-1, Purchase of Non-Standard Items. I further move to change 40-3326-1's title to Purchasing Warehouse Guidelines and designate it as 14-3326-1.

Six Directors and the Senior Director of Members Service spoke on the motion.

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

RESCIND 40-3324-2, Purchasing Fees; and 40-3325-1, Purchase of Non-Standard Items.

Mrs. Nugent MOVED, seconded by Ms. Hopewell –

TO rescind 40-3324-2, Purchasing Fees; and 40-3325-1, Purchase of Non-Standard Items.

No one spoke on the motion.

The motion passed with one abstention (Director Hamblin).

COST RECOVERY

Optum Lease Renewal

Ms. Gerber MOVED, seconded by Mr. Melody –

TO approve the amended language in the Optum lease contract for the Leisure World healthcare facility, extending Optum's lease at a rate of \$65,000 per month for 60 months, with the lease's five-year term commencing October 1, 2023.

Two Directors spoke on this motion.

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



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

Ms. C. Thompson MOVED, seconded by Mr. Melody -

TO ratify 10-2000-2, Consolidated Fee Schedule, and section 2.4 of the rule, approving fees for multiple RFID tags.

Six Directors and the Executive Director spoke on this motion.

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

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

Ms. C. Thompson MOVED, seconded by Ms. Jacquelin –

TO ratify section 1.2. of Rule 10-2000-2, Consolidated Fee Schedule, approving fees for temporary Recreational Vehicle parking for Members.

Six Directors spoke on the motion.

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

AD HOC REPORT

1.8 Ad Hoc Committee

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

ADJOURNMENT

The meeting was adjourned at noon.



Carol Levine, Corporate Secretary
Golden Rain Foundation
TM:08-22-23