



## BOARD OF DIRECTORS MEETING MINUTES GOLDEN RAIN FOUNDATION

### **CALL TO ORDER**

President Marsha Gerber called the regular monthly meeting of the Golden Rain Foundation (GRF) Board of Directors to order at 10:02 a.m. on Tuesday, March 26, 2024, in Clubhouse Four and via live stream.

### **PLEDGE OF ALLEGIANCE**

The Executive Director Jessica Sedgwick led the pledge.

### **EXECUTIVE SESSION DISCLOSURE**

An Executive Session Meeting was held on February 22, 2024, and Special Executive Session on March 4, 2024, 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, Nugent, Habel, Gerber, W. Thompson, Hopewell, Vienna, C. Thompson, Henry, Levine, Damoci, Melody, Hamblin, Isom, and Massetti were present.

Directors Weber, Jacquelin, and Jablonski were not present.

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

Executive Director Jessica Sedgwick, Executive Director of Mutual Administration Dave Potter, Senior Director of Facilities Mark Weaver, Recreation Director Jesse Cripps, and Executive Coordinator Tia Makakaufaki were also present.



## **OPTUM HEALTH CARE CENTERS ADVISORY BOARD UPDATE**

Practice Manager Jayna Kling provided an update on the Pharmacy.

## **SHAREHOLDER/MEMBER COMMENTS**

Per Civil Code 4925, 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:

- There is a 3-minute limit per speaker when there are fewer than 10 speakers.

Five members' comments were made at the meeting.

## **CONSENT AGENDA**

The GRF Board of Directors Minutes of the GRF Board of Directors Minutes were approved as amended:

- a. Accept GRF Board of Directors Minutes, February 27, 2024
- b. Accept the Interim Financial Statements for January 2024 for Audit
- c. Accept the Reserve Funds Investment Purchase
- d. Approve Transfers of Funds for GRF per Civil Code 5502
- e. Amend 37-1429.01-1, Golf Course Regulations

Director Hamblin requested removing Rescind 37-1429.02-1, Golf Course Rules, and Rescind 37-1487-1, Recreational Vehicle Lot (RVL)—Rules and Regulations. These items will be discussed under the Governing Documents as a regular motion.



## **NEW BUSINESS**

### **CAPITAL FUNDING**

#### **Additional Front Gate RFID Purchase**

Motion: To approve an additional RFID reader, a mobile workstation, printer, and scanner for the Main Gate Entrance to improve traffic flow at a cost not to exceed \$19,905 Capital Funding and have the President sign the contract.

First: Nick Massetti

Second: Camille Thompson

Eleven Directors, the Executive Director, and the Senior Director of Facilities spoke on this motion.

The motion passed with four no votes (Directors Nugent, Vienna, Melody, and Hamblin).

### **OPERATIONAL FUNDING**

#### **Phone System Change of SIP Provider**

Motion: To approve a one-time cost of \$359.25 and a monthly baseline cost of \$948.80 a month Operating Funding to Edge Communications and authorize the President to sign the contract.

First: Donna Gambol

Second: Janet Isom

Two Directors spoke on this motion.

The motion passed.



## **RESERVE FUNDING**

### **Replacement of Service Maintenance Utility Vehicles**

Motion: To approve the purchase of ten (10) Bigfoot utility vehicles with utility boxes and ladder racks from Pape Material Handling at a total cost not exceeding \$345,500 Reserve funding and authorize the President to sign the contract.

First: Carol Levine  
Second: Lee Melody

Ten Directors, the Executive Director, the Executive Manager, and the Senior Director of Facilities spoke on this motion.

The motion passed with one abstention (Director Hamblin).

### **Network Switch Replacement**

Motion: To approve the replacement of the network switches by Hummingbird Networks for \$8,112.50 Reserve Funding and authorize the President to sign the contract.

First: William Thompson  
Second: Nick Massetti

One Director spoke on this motion.

The motion passed.



## **GOVERNING DOCUMENTS**

### **Amend 70-1406-1, Limitations on Use of Trust Property-Rules**

Motion: To amend 70-1406-1, Limitations on Use of Trust Property – Rules, extending the ages of guests permitted to use the game room, and redesignating the rule as 37-1406-1, Limitations on Use of Trust Property.

First: Teri Nugent  
Second: Lee Melody

Three Directors spoke on this motion.

The motion passed.

### **Amend 13-5092-1, Code of Ethics**

Motion: To amend 13-5092-1, Code of Ethics, changing language throughout.

First: Camille Thompson  
Second: Lee Melody

Five Directors spoke on this motion.

The motion failed with nine no votes (Directors Gerber, Hopewell, Vienna, Henry, Levine, Damoci, Melody, Hamblin, and Isom).

This policy will be taken back to the Administration Committee for further review.

### **Tentative Vote: Amend 48-1937-1, Parking Rules**

Motion: To amend 48-1937-1, Parking Rules as presented, pending a 28-day notification to the members and a final decision by the GRF Board of Directors on April 23, 2024.

First: Maureen Habel  
Second: Lee Melody

Eight Directors, the Executive Director, the Recreation Director, and the Senior Director of



Facilities spoke on this motion.

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

Tentative Vote: Amend 10-2000-2, Consolidated Fee Schedule

Motion: To amend 10-2000-2, adding fees for leasing garden plots, pending a 28-day notification to the members and a final decision by the GRF Board of Directors on April 23, 2024.

First: Diane Henry  
Second: Teri Nugent

Seven Directors, the Executive Director, and the Recreation Director spoke on this motion.

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

Tentative Vote: Amend 37-1447-1, Community Gardens-Rules

Motion: To amend 37-1447-1 Community Gardens-Rules, renumbering it as 37-1447-1, pending a 28-day notification to the members and a final decision by the GRF Board of Directors on April 23, 2024.

First: Susan Hopewell  
Second: Carol Levine

Eight Directors, and the Recreation Director spoke on this motion.

The motion was amended by adding addendum A to the policy. The motion passed with two no votes (Director Melody and Hamblin).

Tentative Vote: Amend 13-5093-1, Authorized Resident Rules of Conduct-Rules

Motion: To amend 13-5093-1, Authorized Resident Rules of Conduct, Rules, changing its title to Code of Conduct, Rules, pending a 28-day notification to the members and a final decision by the GRF Board of Directors on April 23, 2024.

First: Lee Melody  
Second: Marsha Gerber

After discussion, the Board concurred to return this policy for review at the April Board executive



meeting.

Rescind 37-1429.02-1, Golf Course Rules

Motion: To rescind 37-1429.02-1, Golf Course Rules.

First: Susan Hopewell  
Second: Carole Damoci

Five Directors spoke on this motion.

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

Rescind 37-1487-1, Recreational Vehicle Lot (RVL) – Rules and Regulations

Motion: To rescind 37-1487-1, Recreational Vehicle Lot (RVL) – Rules and Regulations.

First: Janet Isom  
Second: Teri Nugent

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

**ADJOURNMENT**

The meeting was adjourned at 1:07 p.m.

*Carol A. Stem Levine*

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Carol Levine, Corporate Secretary  
Golden Rain Foundation  
TM:03-26-24