



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 10:03 a.m. on Tuesday, April 23, 2024, in Clubhouse Four and via live stream.

PLEDGE OF ALLEGIANCE

Senior Director of Facilities Mark Weaver led the pledge.

PRESIDENTS ANNOUNCEMENT

The resignation letter of Mutual One's GRF Director, Daniel Weber, has been accepted.

EXECUTIVE SESSION DISCLOSURE

An Executive Session Meeting was held on March 28, 2024, and Special Executive Session on April 8, 2024, and April 18, 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, Executive Coordinator Tia Makakaufaki reported that Directors Gambol, Jacquelin, Nugent, Habel, Gerber, W. Thompson, Hopewell, Vienna, C. Thompson, Henry, Jablonski, Damoci, Melody, Hamblin, Isom, and Massetti were present.

Director Levine was not present.

Sixteen 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.



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 speakers to address the board during the open forum. There is a 3-minute limit per speaker when there are fewer than 10 speakers.

Six members' comments were made at the meeting.

CONSENT AGENDA

The GRF Board of Directors approved the following motions in the consent calendar:

- a. Accept GRF Board of Directors Minutes, March 26, 2024
- b. Accept the Reserve Funds Investment Purchase
- c. Approve Cost for the Reserve Study
- d. Ratify Tentative Vote: Amend10-2000-2, Consolidated Fee Schedule
- e. Amend 70-1487-1B Recreational Vehicle Lot (RVL) – Rules and Regulations
- f. Rescind 37-1487.02-1 Recreational Vehicle Lot (RVL) – Vehicle Maintenance
- g. Rescind 37-1449-1 California COVID Action Levels

Director Jacquelin requested to remove the motion, Accept the Interim Financial Statements for February 2024 for Audit, Hamblin, Director Gambol asked to remove Approving Transfers of Funds for GRF per Civil Code 5502. Director Hamblin requested the removal of Ratifying the Tentative Vote: amend 37-1447-1, Community Gardens-Rules.

The two finance motions were to be discussed immediately after the consent calendar vote. The motion, Ratify Tentative Vote: Amend 37-1447-1, Community Gardens-Rules, was to be discussed under Governing Documents.



Accept the Interim Financial Statements for February 2024 for Audit

Motion: Present the corrected financial statements for February 2024 for Audit at the next meeting, May 28, 2024.

First: Susan Hopewell
Second: Susan Jacquelin

The motion passed with three no votes (Directors W. Thompson, C. Thompson and Massetti).

Approving Transfers of Funds for GRF per Civil Code 5502

Motion: Present the corrected Transfers of Funds for GRF per Civil Code 5502 for April at the next meeting, May 28, 2024.

First: Donna Gambol
Second: Carole Damoci

The motion passed.

NEW BUSINESS

CAPITAL FUNDING

Additional Speed Cushions in Four Locations

Motion: To award MJ Jurado Inc. a contract for \$32,382 in Capital Funding to install speed cushions on El Dorado, Golden Rain, Saint Andrews and Thunderbird, and authorize the President to sign the contract.

First: Lee Melody
Second: Nick Massetti

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

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



RESERVE FUNDING

Evaluate and Design the Security Camera System

Motion: To approve Castle Defense to perform a site survey and provide a design for replacing the security camera system at a cost of \$11,800, Reserve Funding, and authorize the President to sign the contract.

First: Susan Jacquelin
Second: Lee Melody

Eight Directors and the IT Director spoke on this motion.

The motion passed.

GOVERNING DOCUMENTS

Amend 14-5506-3, Request for Proposal

Motion: To amend 14-5506-3, Request for Proposal Requirements, reformatting information throughout.

First: Nick Massetti
Second: Diane Henry

Three Directors and the Executive Director 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: William Thompson
Second: Lee Melody

Six Directors spoke on this motion.

The motion failed with ten no votes (Directors Damoci, Gambol, Jablonski, Isom, Melody, Hamblin, Gerber, Vienna, Hopewell, and Jacquelin).



Amend 13-5092-3, GRF Directors Censure Process

Motion: To amend 13-5092-3, GRF Directors Censure Process, with language changes throughout.

First: Teri Nugent
Second: Marsha Gerber

Nine Directors spoke on this motion.

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

Amend 14-5540-1, Contingency Operating Fund

Motion: To amend 14-5540-1, Contingency Operating Fund, modifying language throughout.

First: Camille Thompson
Second: Susan Hopewell

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

The motion passed with one abstention (Director Vienna).

Final Vote: Amend 48-1937-1, Parking Rules

This policy was removed from the agenda and returned to the Operations Committee for further review.

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

Motion: To amend 13-5093-1, Authorized Resident Rules of Conduct, Rules, changing its title to Code of Conduct, Rules, and return the rule to the Board's May 28, 2024, meeting to be considered for final ratification after the Members' 28-day comment period.

First: Maureen Habel
Second: Lee Melody

Two Directors spoke on this motion.

The motion passed with three no votes (Director Jablonski, Vienna and Jacquelin).



Ratify Tentative Vote: Amend 70-1447-1, Community Gardens-Rules

Motion: To ratify 70-1447-1, Community Gardens-Rules, renumbering it 37-1447-1.

First: Marsha Gerber

Second: Carole Damoci

Five Directors and the Executive Director spoke on this motion.

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

Accept Mutual One GRF Resignation and Appoint New Member

Motion: To accept the resignation of GRF Mutual One representative Daniel Weber and appoint Mutual One shareholder Stephen Hendrickson to immediately fill the GRF Director's vacancy representing the Mutual for the remaining portion of the 2023-25 term.

First: Marsha Gerber

Second: Donna Gambol

No one spoke on the motion.

The motion passed.

ADJOURNMENT

The meeting was adjourned at 12:25 p.m.

Carol Levine, Corporate Secretary
Golden Rain Foundation
TM:04-23-24