

MINUTES

GOLDEN RAIN FOUNDATION OF WALNUT CREEK

REGULAR MEETING OF THE BOARD OF DIRECTORS THURSDAY, JULY 26, 2018, AT 9:00 A.M.

A regular meeting of the Board of Directors of the Golden Rain Foundation (GRF) of Walnut Creek was convened by the President, Robert D. Kelso, at 9:00 a.m. on Thursday, July 26, 2018, in Peacock Hall at Gateway Complex, 1001 Golden Rain Road, Walnut Creek, California.

ROLL CALL: Present: Robert D. Kelso, Leslie Birdsall, Geraldine Pyle, Mary K. Neff, Sue DiMaggio Adams, Kenneth Anderson, Carl W. Brown, Barbara Coenen, Stephen D. Roath, and Timothy O'Keefe, Chief Executive Officer (CEO), ex-officio member of the Board

Attendance

Absent: None

There being no corrections, the minutes of the regular meeting of the Board held on June 28, 2018, were approved, as written, by unanimous consent.

Minutes
Approved

The President called on Cindy Silva, Walnut Creek City Council member and the City's Liaison to Rossmoor, who gave an update on City and Council activities in Walnut Creek. Discussion followed.

Update by
City's
Liaison to
Rossmoor/
Treasurer's
Report/
CEO's
Report/
Residents'
Forum

Mary Neff gave the Treasurer's report for the period ending June 30, 2018.

The CEO reviewed his written report dated July 19, 2018.

During the Residents' Forum, Albert Lin submitted a petition from residents of Entry 6 on Leisure Lane requesting that 40' of the curb at the northwest side of Tice Creek Drive from Leisure Lane be painted red for better visibility for drivers. He said he presented this request at the June 30th meeting of the Board but nothing has been done about it yet. The President said that the Planning Committee's recommendation that the curb be painted red will be on the agenda for consideration of approval by the Board at its next meeting on August 30th.

Nancy Gilbert, Head of L.O.L, Ladies of the Lavatory, again asked the Board to replace the toilets at Dollar Clubhouse with environmentally friendly high toilets, citing savings in water usage and costs to replace them.

Joann Tracy and then Deanna Leong expressed their support of the L.O.L. and replacing the toilets at Dollar Clubhouse with environmentally friendly toilets.

John H. Nutley expressed his opinion that there are too many trees in Rossmoor, which make it difficult to see the buildings and can be a fire hazard. He then

commented on the Trust Estate Fund and, referring to the L.O.L, said that the recently completed outhouse at Dollar Clubhouse is nicer than the toilets in the Clubhouse.

In the absence of David Smith, Chairman, Finance Committee, Bill Dorband, Vice Chairman of the Committee, reported on the Committee's July meeting.

Finance
Committee
Report

John McDonnell, Chairman, Golf Advisory Committee, reported that things are going well on the golf course. Rounds played and revenue are up. Discussion followed.

GAC
Report

Following remarks by Mary Neff, Chairman, Compensation Committee, a motion was made by Mr. Roth and seconded by Ms. Adams to approve, as recommended by the Compensation Committee, increasing the non-represented employee benefits program budget for 2019 by \$92,000, based on projections from GRF's benefits broker. Following discussion, the vote on the motion was taken, and the motion CARRIED UNANIMOUSLY.

Approved
Increasing
Non Repre-
sented
Employee
Benefits
Program
Budget/

Following remarks by Mrs. Neff, a motion was made by Mr. Anderson, seconded by Ms. Adams, and CARRIED UNANIMOUSLY to approve, as recommended by the Compensation Committee, including \$180,000 in the 2019 GRF operations budget for increased contractual costs for the GRF union employees.

Approved
Funds for
Increased
Contractual
Costs for
Union Em-

Following remarks by Mrs. Neff, a motion was made by Ms. Adams and seconded by Mr. Anderson to approve, as recommended by the Compensation Committee, allocating funds in the 2019 GRF operations budget to allow for an increase in CEO wages of up to 3.2% (\$8,182), consistent with that of other employees, as well as an increase of up to 5% (\$12,784) to allow for a potential market/merit adjustment for the CEO, and an additional \$10,000 for a possible CEO performance recognition award, for a total line item increase of \$30,966, all subject to the final determination of such increases by the Board at its November/December 2018 meeting. Following discussion, the vote on the motion was taken, and the motion CARRIED UNANIMOUSLY.

ployees/
Approved
Allocating
Funds for
CEO as
Indicated

Les Birdsall, Chairman, Planning Committee, reported that the Planning Committee has been working for several months to develop a process it thinks will help the Board rank the projects it selects and chose the "Project-Prioritization Criteria" that was in the Harvard Business Review, which is called the "optimal project portfolio" or "OPP". He then went on to describe the five-step process, reviewing a PowerPoint presentation (copy on file). In concluding, he said that each Board member will be asked to complete a project criteria template with their weightings. He encouraged Board members to attend the Committee's meeting on August 16th at which this matter will be further discussed. Discussion followed.

Planning
Committee
Report

Geri Pyle, Chairman, Policy Committee, reporting on the Committee's July meeting, commented on the Committee's proposed recommended revisions to Rule R108.0, To Establish Guidelines for Parking on GRF property. In keeping with the Board's

Policy
Committee
Report

practice that policy, procedure, and rule items be on the agenda for two end-of-the-month meetings to allow time for resident input, consideration of approving proposed revised Rule R108.0 was deferred to the August 30, 2018, regular meeting of the Board.

Under Unfinished Business, Ms. Pyle noted that this was the second reading of the Policy Committee's proposed recommended revisions to Policy 102.3, Allocation of Revenue and Expenses, which were also recommended by the Finance Committee. She then commented on the proposed revisions. This item was deferred at the June 28th meeting of the Board for consideration of approval at this meeting.

Policy
102.3

A motion was made by Ms. Pyle, seconded by Ms. Adams, and CARRIED UNANIMOUSLY to approve proposed revised Policy 102.3, Allocation of Revenue and Expenses, as recommended by the Finance Committee and the Policy Committee (agenda attachment 10a-8 and 10a-9).

Approved
Proposed
Revised
Policy
102.3

The President introduced discussion regarding the agenda item to list, discuss, and prioritize the Board's goals for 2018-2019, reviewed each of the proposed goals (agenda attachment 11a-2), and invited the members of the Board to comment on each of them and suggest revisions thereto.

Board
Goals for
2018-2019

Following the review of the proposed Board goals for 2018-2019, a motion was made by Mrs. Neff, seconded by Ms. Adams, and CARRIED UNANIMOUSLY to approve the following Board goals for 2018-2019 as revised:

Approved
Board
Goals for
2018-2019

By December 31, 2018

1. Complete Garden Club improvements - automatic gate, pavement and bathroom.
2. Bid package ready for studios remodel.
3. Finish Dollar ramp design.
4. In order to create a unique identifier for every manor owner, revise policies to require the verifiable last 4 digits of social security number or taxpayer identification number for all members, including existing members.
5. On demand transit app development and mapping completed.
6. Website redesign plans completed.

By May 31, 2019

1. Clean up Jenark owners' name field so first and last names are in separate fields.

2. Completion of feasibility study for water treatment plant.
3. Finalize planning for revised new resident orientation.
 - a. involve clubs, Board, get sponsors.
4. Have at least one revised new resident orientation presentation.
5. Research done for GHAD options.
6. On demand transit pilot started.
7. Website redesign completed.
8. Creek repair plan completed; issue Creek repair RFP.

A motion was made by Ms. Pyle, seconded by Ms. Neff, and CARRIED UNANIMOUSLY to approve updating the Trustee Declaration Page of the 401(k) Plan to name Richard Chakoff, Christopher Preminger, and the GRF Treasurer as Trustees of the Plan (agenda attachment 11b-2 through 11b-4).

Approved
Update
Trustee
Declaration
Page of
401(k) Plan

A motion was made by Mr. Brown, seconded by Mr. Roath, and CARRIED UNANIMOUSLY to approve, as recommended by the President, the appointment of Alan Swanson to the Audit Committee for a one-year term, effective immediately, and the appointment of John Kikuchi and Barbara Rothway to the Audit Committee for three-year terms, effective immediately.

Approved
Appoint-
ment of
Members
to Audit
Committee/

Before concluding, the President took this opportunity to thank Tony Grafals, GRF's legal counsel, who is leaving the GRF on July 31st, for his help and good work, saying that Tony really helped him understand the complexities of Rossmoor's governance. Other members of the Board also thanked Tony for his help and his work. The CEO added that the good news is that Tony is still going to be engaged with the GRF as an outside counsel and will continue to provide legal advice to the GRF.

T. Grafals
Thanked
for His
Help &
Good Work
as GRF's

The President then announced that that there will not be a mid-month regular meeting of the Board in August; that the next regular meeting of the Board will be held on Thursday, August 30, 2018, at 9:00 a.m. in Peacock Hall; and that there will not be an executive session of the Board following this meeting.

Legal
Counsel/
Announce-
ments

There being no further business to come before the Board, the meeting was adjourned at 11:06 a.m.

Adjourn-
ment



Geraldine Pyle, Secretary
Golden Rain Foundation of Walnut Creek