

## MINUTES

### GOLDEN RAIN FOUNDATION OF WALNUT CREEK

#### REGULAR MEETING OF THE BOARD OF DIRECTORS MONDAY, NOVEMBER 10, 2008, AT 10:05 A.M.

A regular meeting of the Board of Directors of the Golden Rain Foundation (GRF) of Walnut Creek was convened by the President, Fred W. Barnes, at 10:05 a.m. on Monday, November 10, 2008, in Peacock Hall at Gateway Complex, 1001 Golden Rain Road, Walnut Creek, California.

ROLL CALL: Present: Fred W. Barnes, David H. Smith, Christine L. Folger, Paul Rosenzweig, Jane P. Carmichael, Phoebe E. Cortessis, Ronald W. Moschel, Sheldon Solloway, John C. Turnier, and Warren T. Salmons, Chief Executive Officer (CEO), ex-officio member of the Board Attendance

Absent: None

Also present were Richard S. Chakoff, Chief Financial Officer; Mark K. Heptig, Director, Golf Courses/Golf Professional; Daniel L. Schrantz, Director, Trust Operations; Shannon M. Walpole, General Counsel and Director, Confidential Services; Paulette L. Jones, Senior Manager, Executive Services; Damien A. Abel, Manager, Resident Services; Susan F. Ritner, Program Manager, and George Ivanov, Program Assistant, Rossmoor Television Channel; Wilma Murray, Staff Writer, Communications Department; James Martin, Custodian/AV Technician; and Alexander Gunst, Project Manager, Pound Management, Inc.

During the Residents' Forum, John H. Nutley said he hoped that the members of the Board read and spent time thinking about his five-page message titled "The Directors, The Economy, and Creekside", which he distributed to the members of the Board at its October 30<sup>th</sup> meeting. He then reminded the members of the Board that their primary responsibility as members of the Board is to maintain, preserve, and enhance the Rossmoor community so that it attracts new residents as well as pleases the current residents. Residents' Forum

Florence Kleinfeld submitted petitions signed by 125 residents supporting the Board's decision to delay Phase II of the Creekside project north of Stanley Dollar Drive. This was in addition to the petitions signed by 260 residents supporting the Board's decision to delay Phase II of the Creekside project which she submitted at the September 25<sup>th</sup> meeting of the Board.

The President called on the CEO who explained the proposal to file an application with the City of Walnut Creek to merge four assessor parcels comprising the

Creekside Golf Course and the planned Creekside Clubhouse area north of Stanley Dollar Drive.

A motion was made by Ms. Folger, seconded by Mr. Rosenzweig, and CARRIED UNANIMOUSLY to authorize the CEO to file an application with the City of Walnut Creek to merge four assessor parcels comprising the Creekside Golf Course and planned Creekside Clubhouse area north of Stanley Dollar Drive including assessor parcels #189-051-009, #189-120-018, #189-170-012, and #189-170-013.

Authorized  
CEO to  
File  
Application  
to Merge  
Parcels

A motion was made by Ms. Carmichael and seconded by Mr. Turnier to approve the agreement with Custom Golf Carts, as modified, to operate a golf cart repair business at the Junior Dollar Clubhouse area on a temporary basis and to authorize the President or the CEO to execute said agreement (agenda attachment 5b-3 thru 5b-10).

Motion to  
Approve  
Agreement  
w/Custom  
Golf Carts

A substitute motion was made by Mr. Rosenzweig and seconded by Mr. Smith to defer to the executive session of the Board consideration of approving the agreement with Custom Golf Carts, as modified, to operate a golf cart repair business at the Junior Dollar Clubhouse area on a temporary basis and authorizing the President or the CEO to execute said agreement. Following discussion, the vote on the motion was taken, and the substitute motion CARRIED UNANIMOUSLY.

Deferred  
Consider-  
ation of  
Approving  
Agreement  
w/Custom  
Golf Carts

The President said he was introducing discussion regarding agenda item 5c, Receive and consider the recommendations from the GRF Board Creekside Study Group and approve the recommended action program or the action program as may be modified by the Board, without a motion, which was a deviation from Robert's Rule of Order. Discussion followed.

A motion was made by Mr. Moschel and seconded by Ms. Carmichael that the Board consider the information in the report of the GRF Board Creekside Study Group (agenda attachments 5c-1 thru 5c-13). Following discussion, the vote on the motion was taken, and the motion CARRIED UNANIMOUSLY.

Board to  
Consider  
Study  
Group  
Report

Discussion ensued regarding the Study Group's recommended Creekside Project Action Program comprised of Levels One, Two, and Three (agenda attachment 5c-12 and 13) and related matters.

A motion was made by Mr. Solloway and seconded by Mr. Moschel to accept the recommendation of the Creekside Study Group, particularly Level Two of the Creekside Project Action Program. Discussion followed.

Motion to  
Accept  
Study Group  
Recommen-  
dation as  
Indicated

Mr. Moschel proposed that the motion be amended to include Levels One and Two of the Creekside Project Action Program. Mr. Solloway, the maker of the motion, accepted the proposed amendment.

A motion was made by Mr. Moschel and seconded by Mr. Solloway to amend the motion to accept the recommendation of the Creekside Study Group, particularly Level Two of the Creekside Project Action Program, to include the recommendation of the Creekside Study Group for Level One of the Creekside Project Action Program.

Motion to Amend Motion/ Motion Withdrawn/ Motion to Approve Study Group's Recommendation as Indicated

Mr. Solloway withdrew the original motion and moved that the Board approve the recommendation of the Creekside Study Group in that the GRF proceed with Phase I and Phase II as stated in Level Two of the Creekside Project Action Program and as modified by the Creekside Study Group. Mr. Moschel seconded the motion. A roll call vote was then taken, and the motion FAILED, with Messrs. Moschel, Rosenzweig, Smith, and Solloway voting yes.

A motion was made by Ms. Cortessis and seconded by Ms. Carmichael to adopt the Level Three option along with the previously identified buildings in Phase I of the Creekside Complex; to complete the final design and build the pro shop building as conceived, but with an appropriate bathroom; to retain the Café Mocha building and convert the former pro shop space into meeting rooms; and to build the social building at a later date subject to availability of funding or, if desired by the community, remodel, enlarge, or replace the Café Mocha building and improve the associated site amenities. Discussion followed.

Motion to Adopt Level Three Option

A substitute motion was made by Mr. Solloway and seconded by Mr. Smith to defer consideration of the motion to adopt the Level Three option along with the previously identified buildings in Phase I of the Creekside Complex; to complete the final design and build the pro shop building as conceived, but with an appropriate bathroom; to retain the Café Mocha building and convert the former pro shop space into meeting rooms; and to build the social building at a later date subject to availability of funding or, if desired by the community, remodel, enlarge, or replace the Café Mocha building and improve the associated site amenities, and refer the matter to staff for a report on the implications of remodeling the Café Mocha building and building a new pro shop building. Discussion followed. It was the consensus of the members of the Board to proceed with Phase I of the Creekside Project regardless of the vote on the motion. A roll call vote was then taken, and the motion CARRIED, with Mesdames Carmichael, Cortessis, and Folger and Mr. Barnes voting no.

Deferred Consideration of Motion to Adopt Level Three Option & Referred Matter to Staff for Report

There being no further business to come before the Board, the meeting was recessed at 12:35 p.m. and reconvened in executive session at 1:40 p.m. to discuss contract, legal, and personnel matters. Adjournment

---

Christine L. Folger, Secretary  
Golden Rain Foundation of Walnut Creek

pj