

MINUTES

GOLDEN RAIN FOUNDATION OF WALNUT CREEK

SPECIAL MEETING OF THE BOARD OF DIRECTORS SATURDAY, SEPTEMBER 6, 2008, AT 9:35 A.M.

A special meeting of the Board of Directors of the Golden Rain Foundation (GRF) of Walnut Creek was convened by the President, Fred W. Barnes, at 9:35 a.m. on Saturday, September 6, 2008, in the Vista Room at Hillside Clubhouse, 3400 Golden Rain Road, Walnut Creek, California.

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

Absent: None

Also present were Kevin O'Rourke, Facilitator; Dyann Paradise, Recording Secretary; and, for a portion of the meeting, Daniel L. Schrantz, Director, Trust Operations; Shannon M. Walpole, General Counsel, and Director, Confidential Services; Maureen A. O'Rourke, Senior Manager, Communications; Judith A. Perkins, Senior Manager, Human Resources; Damien A. Abel, Manager, Resident Services; Priscilla Tudor, Counseling Services Coordinator.

In accordance with the Bylaws of the Corporation, notice of time and place of a special meeting was duly given to the members of the Board by e-mail on June 26, 2008.

The purpose of the meeting was to discuss individual and collective ideas and interests and identify priorities for future GRB direction/action.

The President called on Mr. O'Rourke who explained his role as Facilitator, said that no action would be taken at this meeting, there would just be discussion, and explained the agenda for the meeting and ground rules for conduct.

It was noted that the Board agreed at its retreat on September 5, 2008:

- To prepare process agreements;
- That annual training for all new Board members and the new Chairman of the Board be held;
- That there be an annual review of Robert's Rules of Order; and
- That there be standards for how decisions are made and that everyone gets the same set of facts to make decisions.

During the Residents' Forum, Susan Williamson said she doesn't understand why the

Creekside project has evolved into a golf issue; Robert Heyden said the responsibility for fire abatement in Mutual No. Sixty-Eight remains unresolved and expressed his opinion that the GRF budget should provide provisions for fire abatement, that the GRF should be responsible for fire abatement; Jo Malenowski said she would like to have everything for Creekside but said first “show me the money” so that she could then make a decision based on the facts; Richard McCurdy said that if the Creekside project is not done immediately, he wouldn’t live to see Phase 2; Karen Weiner expressed her opinion that Rossmoor is “not stepping up to what people want” and her disappointment that Rossmoor is not more ahead at this time; Jackie Bateman spoke about the coupon, saying she would like more information on how it is broken down and that the golf community is feeling targeted because of the expense of golf; Bud Lemke said he is all for capital improvements that improve the investments; Janet Lees asked if the Board had a parliamentarian; Clarence Nixon said that long-term goals must be established and told the members of the Board to work out long-term goals or get off the Board; Sal Vlaskis, asked that the Board look at every amenity that is being used and not paid for and then charge \$1 for each activity, and they will pay for themselves; Rita Fredlund expressed her disappointment that the Board has suddenly changed the plans for Creekside, saying a decent facility is needed for caterers, golfers, and everyone to enjoy; and Stu Bolinger said the Board should focus on its leadership responsibilities to pull together the community and look as to how to improve the community and property values. He also expressed concern about fire protection, expressing his opinion that the agency that owns the property needs to take responsibility for fire abatement.

Discussion then focused on priorities and accomplishments of the organization. The accomplishments noted were as follows:

- Settlement of issues with Shea Homes
- Staff keeps valley beautiful
- Created welcome environments
- Board more in touch with residents’ needs
- Hiring new CEO
- Hiring of legal counsel
- Survived transition of CEO
- Major staff changes and organization kept performing
- Change in Board leadership
- Creekside – good steps taken
- Survived 2 major fires
- Staff does good job with Mutuals
- Staff is generally doing a good job
- Improvements of corporation yard
- Café Mocha favorable agreement
- Less divided
- Best year yet

- Project management of Creekside
- Developed budget principles
- Shea Agreement
- Energy Task Force
- Downsized version of corporation yard
- Progress on Creekside Phase I
- Café Mocha agreement
- Comcast Agreement
- Revised Mutual Presidents' Forum format
- Reviewing insurance program
- Created employee performance program
- New Board member orientation
- Improved the agenda packets
- Developed a resolution to establish CSO
- Revision of transfer fee policy
- Board training sessions
- Using the lake to cut down water usage

Recess: 10:15 a.m.

Reconvened: 10:30 a.m.

Discussion ensued about priorities and an action agenda for the Board. Agreement was reached on the following issues:

- Vision for Rossmoor
- Who we are/demographics (age, income)
- Board development
- Communication with the community
- Marketing program

The members of the Board were unanimously in favor of the idea of long-range planning and all of the members of the Board except Ms. Carmichael were in favor of a survey of residents.

Discussion then ensued regarding priorities in meetings. It was agreed by acclamation that a study session conversation about Creekside and other topics be held at a mid-month Board meeting. It was noted that the timeline and replacement of the trailers is being addressed. It was also agreed that priorities are balancing the needs of the community; that all new construction should go green, be energy smart and new energy resources researched (a Task Force is working on that now); that the corporation yard project be done on time and on budget; and that taking even better care of GRF facilities is not an issue.

Recess: 12:15 p.m.

Reconvened: 1:45 p.m.

Leadership
Program

The next item discussed was creating a leadership program to develop Board committees and programs. It was agreed that recruiting for good, qualified people to serve on the Board was more important than leadership.

Marketing

Professional marketing of Rossmoor was then discussed and the need for professional marketing was agreed upon by the members of the Board.

Funding

Discussion then ensued regarding getting Board members to understand how GRF funding works.

Facilities

The Board agreed that a method of measuring utilization of the facilities is needed.

Mr. O'Rourke was thanked for being Facilitator at the meeting. The CEO thanked the members of the Board for their perseverance and observations, noting that Rossmoor is not in crisis. There is agreement to improve the Board process and training.

Facilitator
& Board
Thanked

There being no further business to come before the Board, the meeting was adjourned at 3:10 p.m.

Adjournment

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

pj