

MINUTES

GOLDEN RAIN FOUNDATION OF WALNUT CREEK

REGULAR MEETING OF THE BOARD OF DIRECTORS THURSDAY, OCTOBER 29, 2015, 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, Leslie Birdsall, at 9:00 a.m. on Thursday, October 29, 2015, in Peacock Hall at Gateway Complex, 1001 Golden Rain Road, Walnut Creek, California.

ROLL CALL: Present: Leslie Birdsall, Barbara S. Jordan, Mary Lou Delpesch, Kenneth W. Haley, Sue DiMaggio Adams, Richard E. Hurley, Melvin C. Fredlund, Geraldine Pyle, and Warren T. Salmons, Chief Executive Officer (CEO), ex-officio member of the Board Attendance

Excused: Robert D. Kelso

The President introduced Mayor Pro Tem Loella Haskew, who presented a Proclamation from the City of Walnut Creek to retiring GRF CEO Warren Salmons listing Mr. Salmons' accomplishments while CEO of the GRF. Mr. Salmons accepted the Proclamation with thanks. Proclamation Presented to W. Salmons

The President then recognized this as the last Board meeting for retiring CEO Salmons, mentioned his many accomplishments during his eight years as CEO, and thanked him, on behalf of the Board, for his commitment and guidance. He went on to tell an amusing story about the golf balls with dots on them that he purchased for Warren, saying that they would enable Warren to hit the balls exactly where he wanted them to go. He then presented Warren with a bucket of "special" golf balls, which Warren accepted with thanks. W. Salmons Recognized, Thanked, & Presented Bucket of "Special" Golf Balls

There being no corrections, the minutes of the regular meeting of the Board held on September 24, 2015, and the minutes of the special meeting of the Board held on October 6, 2015, were approved, as written, by unanimous consent. Minutes Approved

Mr. Haley gave the Treasurer's report for the period ending September 30, 2015. Treasurer's Report/ CEO's Report

The CEO reviewed his written report dated October 21, 2015.

During the Residents' Forum, Anne Shulenberger, a member of the Visual Arts Modernization Project Committee (VAMP), which supported modernization of the arts and crafts studios at Gateway Complex, said that the Ceramics Arts Studio needs additional workspace and recommended that the Board hire a space planner that could help identify more efficient usage of the space in all of the studios. Residents' Forum

Ann Jewell Ward suggested that the Board provide a collection service for old electronics, paint, and oil.

Fred Chan expressed his concerns about the safety in the electric kiln room in the Ceramic Arts Studio and recommended that the Board consider revamping it to make it larger.

Pat Solari, President of the Rossmoor Art Association, spoke in support of the VAMP project and said that the Association feels that its space for regular fine arts classes is adequate but would like a separate area dedicated to printmaking and sculpture, more storage space, and upgraded kitchenette facilities. She also recommended hiring a space planner to look at space options for all of the studios.

Dick Locke asked why the Broadband Group Phase II report is going to be given to the Board in executive session, urged the Board to release at least part of the report to the residents or have the Broadband Group create a report that could be given to residents, and suggest that the Board consider appointing a resident CEO's advisory committee to consider the broadband matter.

Carl Brown also spoke about the Broadband Group and expressed his concerns about it, saying that he believes technical oversight is needed to make sure that Rossmoor gets the performance it pays for.

Clair Weenig, speaking on behalf of the Medical Friends of Rossmoor Club, spoke in support of the Club's request that it be allowed to have a non-resident of Rossmoor, Dr. Rebecca Parish, as its President. This request will be considered under New Business later in the meeting.

John H. Nutley suggested that the speed limit sign on Golden Rain Road, Entry 1, be moved to the previous lamp post and then thanked retiring CEO for his service.

At this point the President gave the members of the Board the opportunity to respond to any of the comments made during the Residents' Forum, and several members of the Board took the opportunity to do so.

Before proceeding with the Aquatics Advisory Committee (AAC) report, the President called on Jo Jones, former long-time Chairman and member of the AAC, who recently resigned from the Committee. Ms. Jones took the opportunity to review the major issues the Committee took up during her 12-year term on the Committee and praised staff for its work.

J. Jones
Reviews
AAC
Issues &
Praises
Staff

The President then announced his appointment of Brian Stack as the Chairman of the AAC to replace Jo Jones. Mr. Stack thanked Ms. Jones for her service on the

B. Stack
Appointed
AAC Chair

AAC and then reported on the Swimming Saves Lives Program. Discussion followed.

& Gives
Report

Mr. Rosenzweig, Chairman, Audit Committee, reported on the Committee's October meeting and commented on the Committee's recommendation regarding the audit proposal for 2015.

Audit Com-
mittee Rpt.

A motion was made by Mr. Haley, seconded by Ms. Adams, and CARRIED UNANIMOUSLY to accept the audit proposal from Burr Pilger Mayer to perform an examination of the financial statements of the GRF and the financial statements of the employee's Pension Plan and the 401(k) Plan and to prepare the necessary income tax returns for GRF for the year ending December 31, 2015, for the proposed base fee of \$93,000 (agenda attachment 8b1-3 through 8b1-17) and to authorize the CFO to execute the Engagement Letter between GRF and Burr Pilger and Mayer.

Accepted
Audit
Proposal
For 2015

Mrs. Neff, a member of the Finance Committee, reported on the Committee's October meeting in the absence of the Committee's Chairman, Chris Yahng.

Finance
Committee
Report

There was no Fitness Center Advisory Committee report as the Committee's Chairman was not present at the meeting.

John McDonnell, Chairman, Golf Advisory Committee, reported on continuing golf course water conservation efforts and noted the number of rounds played and the total golf course revenue through September. He then announced that the Committee has rescheduled its monthly meetings to the second Friday of each month at 9:00 a.m. in the Board Room. Discussion followed.

GAC
Report

Following remarks by the President, a motion was made by Ms. Jordan, seconded by Ms. Delpech, and CARRIED UNANIMOUSLY to adopt the resolution (agenda attachment 10a-1) electing and appointing Timothy O'Keefe to the office of Chief Executive Officer of the GRF, pursuant to the Bylaws thereof, as of November 16, 2015, to serve until a successor shall be duly elected, unless earlier resigning or removed from the office or otherwise disqualified from serving as an officer of the GRF.

Adopted
Resolution
Electing &
Appointing
T. O'Keefe
GRF's CEO

A motion was made by Ms. Delpech, seconded by Ms. Adams, and CARRIED UNANIMOUSLY to approve the schedule of 2016 Rossmoor Golf Clubs (Men's, Women's 18, Women's 9, and Happy Hackers) that require reduced or waived fees; the 16 outside events that can be scheduled on Mondays throughout the year that provide additional income; and the two high school programs to play at Rossmoor with waived fees for both and the one "First Tee" Junior Event.

Approved
Schedule
of 2016
Golf Clubs
as Indicated

The President called on Mr. Matheson, who gave an update on the status of the large-scale solar project and the development of a Power Purchase Agreement with Solar Technologies/NextEra. He noted that this was an informational item and that the PPA will be on the agenda for consideration of the Board at its December 3rd meeting. Discussion followed.

Following remarks by the President, a motion was made by Ms. Adams, seconded by Ms. Delpech, and CARRIED UNANIMOUSLY to approve an exemption under Policy 302.0, Section 6d, for Dr. Rebecca Parish, a non-Rossmoor resident, as the Medical Friends of Rossmoor Club President.

Before concluding, the President announced that there will be a combined November/December end-of-the-month regular meeting of the Board on Thursday, December 3, 2015, at 9:00 a.m. in Peacock Hall at Gateway Complex; that there will not be a December mid-month regular meeting of the Board; and that the Board will meet in executive session following this meeting to discuss contract and personnel matters and any other appropriate business.

There being no further business to come before the Board, the meeting was recessed at 10:33 a.m. and reconvened in executive session at 10:45 a.m. in the Board Room.


Mary Lou Delpech, Secretary
Golden Rain Foundation of Walnut Creek

Update on
Status of
Solar
Project & Dev-
elopement of
PPA/
Approved
Exemption
for R.
Parish as
Indicated

Announce-
ments

Recess