

# MINUTES

## GOLDEN RAIN FOUNDATION OF WALNUT CREEK

### REGULAR MEETING OF THE BOARD OF DIRECTORS THURSDAY, OCTOBER 27, 2016, 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 27, 2016, in Peacock Hall at Gateway Complex, 1001 Golden Rain Road, Walnut Creek, California.

ROLL CALL: Present: Leslie Birdsall, Melvin C. Fredlund, Mary Lou Delpech, Kenneth W. Haley, Sue DiMaggio Adams, Carl W. Brown, Robert D. Kelso, Geraldine Pyle, Stephen D. Roath, and Timothy O'Keefe, Chief Executive Officer (CEO), ex-officio member of the Board

Attendance

Absent: None

Before proceeding with the approval of the minutes, Mr. Haley noted that the fifth paragraph of Page 3 of the minutes of the September 29, 2016, regular meeting of the Board, which were previously distributed to the members of the Board, were already corrected to indicate that representatives from Arthur J. Gallagher & Co., not Mass Mutual, participated in the meeting via telephone, answered a number of questions regarding earthquake insurance coverage, and were asked to provide some additional information regarding it.

Minutes of  
9/29/16  
Corrected

A motion was then made by Mr. Haley, seconded by Mr. Roath, and CARRIED UNANIMOUSLY that the fifth paragraph of page 3 of the minutes of the September 29, 2016, regular meeting of the Board be corrected to read that \$193,000 be included in the proposed 2017 GRF Operations Budget for the **possible** purchase of \$25M worth of earthquake insurance on GRF properties. There being no further corrections, the minutes of the regular meeting of the Board held on September 29, 2016, were approved, as corrected, by unanimous consent.

Minutes of  
9/29/16  
Approved  
as  
Corrected

There being no corrections, the minutes of the regular meeting of the Board held on October 11, 2017, were approved, as written, by unanimous consent.

Minutes of  
10/11/17  
Approved

Mr. Haley gave the Treasurer's report for the period ending September 30, 2016.

Treasurer's  
Report/  
CEO's  
Report

The CEO reviewed his written report dated October 20, 2017.

During the Residents' Forum, the following residents expressed their views regarding proposed revised Policy 502.0, Bulletin Boards and Display Cases, and proposed revised Policy 502.1, Flyers and Petitions, which are recommended by the Policy Committee for approval by the Board later in the meeting: Katherine Hoenke, June Brott, Rose Jackson, Bobbie Ausubel, Gene Gordon, Evelyn G.

Residents'  
Forum

Epstein, Sheldon Solloway, Cecelia Wambach, Adrienne Lipman, Marjorie Richman, Joseph Danzig, Mary A. England, and John S. Littig.

Phoebe Cortessis spoke in support of creating a Technology Innovation Advisory Committee.

Clair Weenig expressed his opinion that the Residents' Forum is not a political stage and speakers should be required to stick to topics on the agenda for the meeting or be called "out of order", referring to a speaker at the September regular meeting of the Board who did not. He then expressed his concern about Policy 502.0, Bulletin Boards and Display Cases, and requested that it be referred back to the Policy Committee for further discussion.

Paul Rosenzweig urged the Board to amend Action FIN-3.3 of the proposed revised Rossmoor General Plan to simply refer to a link to the Department of Labor website so that Form 5500 can be accessed.

John H. Nutley suggested that the Board appoint a committee to study the needs of Hillside Clubhouse.

David Smith, Chairman, Finance Committee, reported on the Committee's October meeting. Discussion followed.

Finance  
Committee  
Report/  
GAC  
Report

In the absence of John McDonnell, Chairman, Golf Advisory Committee, Mark Heptig reported that the golf course fall maintenance program has moved along very well.

Under Unfinished Business, the President commented on matters related to proposed revised Policy 502.0, Bulletin Boards and Display Cases, and Policy 502.1, Flyers and Petitions, and then said that he supports the proposed revised Policies and will vote yes on them.

Following remarks by Mr. Kelso, Chairman, Policy Committee, a motion was made by Mr. Kelso and seconded by Ms. Adams to approve, as recommended by the Policy Committee, proposed revised Policy 502.0, Bulletin Boards and Display Cases (agenda attachment 8a-2 through 8a-4), which was deferred at the September 29, 2016, regular meeting of the Board for consideration of approval at this meeting. Discussion followed.

Motion to  
Approve  
Proposed  
Revised  
Policy  
502.0

A motion was made by Ms. Pyle and seconded by Mr. Kelso to amend the motion to approve proposed revised Policy 502.0, Bulletin Boards and Display Cases, and allow for an appeal if a poster is refused for display. Following discussion, the question was called for, and the motion FAILED, with Ms. Pyle voting yes.

Motion to  
Amend  
Motion  
Failed

The vote was then taken on the motion to approve, as recommended by the Policy Committee, proposed revised Policy 502.0, Bulletin Boards and Display Cases (agenda attachment 8a-2 through 8a-4), which was deferred at the September 29, 2016, regular meeting of the Board for consideration of approval at this meeting, and the motion CARRIED, with Ms. Pyle voting no.

Proposed  
Revised  
Policy  
502.0  
Approved

A motion was made by Ms. Delpech, seconded by Mr. Fredlund, and CARRIED UNANIMOUSLY to approve, as recommended by the Policy Committee, proposed revised Policy 502.1, Flyers and Petitions (agenda attachment 8b-2), which was deferred at the September 29, 2016, regular meeting of the Board for consideration of approval at this meeting.

Proposed  
Revised  
Policy  
502.1  
Approved

A motion was made by Mr. Haley and seconded by Ms. Adams to approve, as recommended by the Policy Committee, proposed revised Policy 201.3, Guidelines for Creating Resident Activity Advisory Committees (agenda attachment 8c-2), which was deferred at the September 29, 2016, regular meeting of the Board for consideration of approval at this meeting. Following discussion, the vote on the motion was taken, and the motion CARRIED UNANIMOUSLY.

Proposed  
Revised  
Policy  
201.3  
Approved

A motion was made by Mr. Haley and seconded by Ms. Adams to approve the purchase of electricity from Marin Clean Energy at MCE Light Green (50% renewable energy) and instruct staff to review the matter annually. Following discussion, the vote on the motion was taken, and the motion CARRIED, with Mr. Kelso voting no.

Approved  
Purchase  
of Electri-  
city from  
MCE

A motion was made by Mr. Roath and seconded by Ms. Adams to approve a three-year compensation agreement with Arthur J. Gallagher & Co., Insurance Brokers, and authorize the CEO to execute the contract. Discussion followed.

Motion to  
Approve  
Agreement  
w/Gallagher

A motion was made by Mr. Kelso, seconded by Ms. Pyle, and FAILED, with Ms. Pyle and Mr. Kelso voting yes, to amend the motion to approve a three-year compensation agreement with Arthur J. Gallagher & Co., Insurance Brokers, and authorize the CEO to execute the contract to say that GRF won't pay anything over the commission on the insurance toward Gallagher's compensation.

Motion  
Failed to  
Amend  
Motion

The vote was then taken on the motion to approve a three-year compensation agreement with Arthur J. Gallagher & Co., Insurance Brokers, and authorize the CEO to execute the contract, and the motion CARRIED, with Mr. Kelso voting no.

Approved  
Agreement  
w/Gallagher

Following remarks by Mr. Heptig, a motion was made by Ms. Delpech, seconded by Mr. Fredlund, and CARRIED UNANIMOUSLY to approve the schedule of 2017 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 (agenda attachment 9b-3).

Approved  
Schedule  
of 2017  
Rossmoor  
Golf  
Clubs

Following remarks by the President, a motion was made by Mr. Brown, seconded by Mr. Kelso, and CARRIED UNANIMOUSLY to approve the article to be published in the Rossmoor News asking residents interested in being part of the Technology Innovation Work Group and assisting with determining the purpose, mission, goals, and membership of the Technology Innovation Committee to attend a meeting on Thursday, December 8<sup>th</sup>, at 9:00 a.m. in the Board Room at Gateway Complex.

Approved  
Article  
to be  
Published  
in Rossmoor  
News

During consideration of approving the proposed revised Rossmoor General Plan, Mr. Haley pointed out a typo in the second paragraph of Section A, Background, in Chapter 6 (Finance) on page 26. The comma should be deleted after the words "Trust Fund" in the first sentence.

Proposed  
Revised  
Rossmoor  
General  
Plan

Mr. Haley suggested removing the last sentence of Policy FIN-1.5 on page 27 because it is repeated in Policy FIN-1.6. Discussion followed with Mr. Kelso commenting that the sentences are not repetitive. Mr. Haley withdrew his suggestion.

A motion was made by Mr. Haley and seconded by Mr. Kelso to reinstate Policy FIN-1.11 as shown as a cross-out in the current text. Following discussion, the vote on the motion was taken and the motion CARRIED, with Ms. Pyle abstaining and the remaining eight Board members voting "yes."

A motion was made by Mr. Haley, seconded by Mr. Kelso, and CARRIED UNANIMOUSLY to replace the words "This would..." with "The analysis should..." in Action FIN-1.1.

A motion was made by Mr. Haley and seconded by Ms. Delpech to replace the words "Consider establishing..." with "Maintain..." in Action FIN-1.3. Following discussion, the vote on the motion was taken and the motion CARRIED UNANIMOUSLY.

A motion was made by Mr. Haley to remove the second sentence in Policy FIN-2.1. The motion DIED for lack of a second.

Mr. Haley asked Mr. Grafals his opinion on Policy FIN-2.2. Mr. Grafals said that, in his opinion, there are no prohibitions against GRF engaging in a for-profit venture or promoting a for-profit activity, but certain issues surrounding such activities would have to be dealt with such as how revenue is treated if it's non-member revenue, etc.

A motion was made by Mr. Haley, seconded by Ms. Delpech, and CARRIED UNANIMOUSLY to delete the words "effectiveness and efficiency of" and "reliability of" in Policy FIN-3.1.

A motion was made by Mr. Haley, seconded by Ms. Delpech, and CARRIED UNANIMOUSLY to delete the extra space in the word "posting" and add the word "the" in front of "GRF" in Action FIN-3.2.

A motion was made by Mr. Haley, seconded by Ms. Delpech, and CARRIED UNANIMOUSLY, to delete everything after the word "filings" in Action FIN-3.3.

Following discussion, a motion was made by Mr. Haley and seconded by Ms. Delpech to make the following changes to Section A, Background, in the second paragraph of Chapter 7 (Facilities) on page 33: 1) insert a hyphen in "land line"; 2) add "and broadband" after the word "cable"; and 3) insert "Marin Clean Energy (MCE) for electric service". The vote on the motion was then taken and the motion CARRIED UNANIMOUSLY.

Mr. Haley pointed out that Policy FAC-1.4 has two paragraphs in it that are basically the same. He suggested deleting the second paragraph.

Following discussion, a motion was made by Mr. Fredlund, seconded by Ms. Adams, and CARRIED UNANIMOUSLY to delete the second paragraph of Policy FAC-1.4.

Mr. Haley suggested that the word "annually" be changed to "bi-annual" in Policy FAC-1.9. Following discussion, the Board agreed to keep Policy FAC-1.9 as is and Mr. Haley did not offer a motion.

Mr. Haley suggested that the words "meeting spaces" be changed to "meeting/class spaces" in Action FAC-1.2. Following discussion, the Board agreed to keep Action FAC-1.2 as is and Mr. Haley did not offer a motion.

Mr. Haley suggested deleting Action FAC-1.7. Following discussion, the Board agreed to keep Action FAC-1.7 as is and Mr. Haley did not offer a motion.

A motion was made by Mr. Haley to delete the words "electric cars" in Policy TRA-1.4. The motion DIED for lack of a second.

A motion was made by Mr. Haley and seconded by Mr. Birdsall to delete Policy TRA-1.7 and Action TRA-1.10. Following discussion, the vote on the motion was taken and the motion FAILED, with Messrs. Haley and Birdsall voting "yes" and the remaining seven Board members voting "no."

Mr. Haley suggested changing the word "car" to "cart" in Action TRA-1.5. Following discussion, the Board agreed to keep Action TRA-1.5 as is and Mr. Haley did not offer a motion.

Mr. Haley suggested making the words "Travel Training" in Policy TRA-2.2 and "New Transit Rider" in Action TRA-2.2 consistent, i.e., using one term or the other in both items. Since the Transportation Chapter is under the purview of Mr. Matheson, who was not able to attend the meeting, Mr. O'Keefe suggested that staff would clarify the terms and make them consistent when the General Plan is revised.

A motion was made by Mr. Haley and seconded by Ms. Adams to eliminate Action TRA-2.3. During discussion, Mr. Kelso proposed that the action item be left in. The Board agreed to leave Action TRA-2.3 in without taking a vote.

A motion was made by Mr. Haley and seconded by Mr. Brown to delete the words "disbursement of grants" in the first paragraph of Section A, Background, in Chapter 10 (Wellness) on page 53. Following discussion, the vote on the motion was taken and the motion CARRIED UNANIMOUSLY.

Mr. Haley pointed out a typo in Policy WLN-1.2. The comma should be deleted after the word "facilities."

A motion was made by Mr. Haley and seconded by Mr. Fredlund to remove the words "services of..." and replace them with "residents who need..." in Policy WLN-1.4. Following discussion, the vote on the motion was taken and the motion CARRIED UNANIMOUSLY.

Following discussion, a motion was made by Mr. Haley and seconded by Mr. Fredlund to revise the second paragraph of Section A, Background, in Chapter 12 (Communication) on page 62 as follows: delete the words "Also a..." with "A second..." The vote on the motion was then taken and the motion CARRIED UNANIMOUSLY.

Mr. Haley suggested revising Action COM-1.1 to change the beginning of the second paragraph from "Develop an e-mail data base" to "Consider developing an e-mail data base..." Following discussion, the Board agreed to keep Policy FAC-1.9 as is and Mr. Haley did not offer a motion.

A motion was made by Mr. Haley, seconded by Mr. Kelso, and CARRIED UNANIMOUSLY to take the second sentence of Action COM-1.2 beginning with the words "Explore giving residents the option of..." and make it a new action item.

A motion was made by Mr. Haley, seconded by Mr. Kelso, and CARRIED UNANIMOUSLY to revise the following in Action COM-1.3: 1) add a hyphen to the words "on demand"; and 2) replace the word "Alternate..." with the words "Consider alternating..."

Mr. Haley suggested deleting Action COM-1.5. Following discussion, the Board agreed to keep Action COM-1.5 as is and Mr. Haley did not offer a motion.

Mr. Haley pointed out a typo in Action TEC-1.1. The comma should be deleted after the word "technology".

Following discussion, a motion was made by Mr. Haley, seconded, and CARRIED UNANIMOUSLY to change the word "Establish..." to "Consider" in Action TEC-1.5.

Following discussion, a motion was made by Mr. Haley and seconded by Mr. Birdsall, and CARRIED UNANIMOUSLY to delete Action TEC-1.6.

Mr. Haley asked Mr. Grafals' opinion on the second sentence at the top of page 72, Section A, Background, in Chapter 14 (Governance). Following discussion, the Board asked Mr. Grafals to re-write the sentence for clarification.

Mr. Haley suggested leaving the word "well" in Action GOV-1.2. Following discussion, the Board agreed to leave Action GOV-1.2 as is and Mr. Haley did not offer a motion.

Mr. Haley pointed out a typo in the first paragraph of Section A, Background, for Chapter 15 (Housing and Mutuals) on page 76. A hyphen should be added to the words "non GRF."

Mr. Haley pointed out a typo at the top Page 78 in Section A, Background, for Chapter 15 (Housing and Mutuals). The comma should be deleted after the word "manual."

Following discussion, the Board agreed to keep the changes to Appendix H (Task Force Suggestions to Consider in Developing an Overall Master Plan) as presented by the Ad Hoc Task Force to Review the General Plan, and to delete the Task Force's addition at the end of Appendix I (Ideas Offered by Individual Residents).

A motion was made by Mr. Haley, seconded by Mr. Brown, and CARRIED UNANIMOUSLY to approve the proposed revised Rossmoor General Plan, as amended.


Proposed  
Revised  
Rossmoor  
General  
Plan  
Approved  
as  
Amended

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 1, 2016**, at 9:00 a.m. in Peacock Hall at Gateway Complex; that there will not be a mid-month regular meeting of the Board in December; and the Board will meet in executive session following this meeting to discuss a personnel matter and any other appropriate business.

Announce-  
ments

There being no further business to come before the Board, the meeting was recessed at 12:20 p.m. and reconvened in executive session at 12:40 p.m. in the Board Room.

Recess

  
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Mary Lou Delpech, Secretary  
Golden Rain Foundation of Walnut Creek