

MINUTES

GOLDEN RAIN FOUNDATION OF WALNUT CREEK

REGULAR MEETING OF THE BOARD OF DIRECTORS THURSDAY, JUNE 30, 2016, AT 9:01 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 9:01 a.m. on Thursday, June 30, 2016, in Peacock Hall at Gateway Complex, 1001 Golden Rain Road, Walnut Creek, California.

ROLL CALL: Present: Leslie Birdsall, 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

Excused: Melvin C. Fredlund

There being no corrections, the minutes of the regular meetings of the Board held on May 26, 2016, and June 14, 2016, were approved, as written, by unanimous consent.

Minutes
Approved

Mr. Haley gave the Treasurer's report for the period ending May 31, 2016.

Treasurer's
Report/

The CEO reviewed his written report dated June 23, 2016.

CEO's
Report/

During the Residents' Forum, Randy Kuhl, President of the Rossmoor Tennis Club, spoke in support of the Club's request to pay for and install a memorial plaque at the Buckeye Tennis Complex recognizing the dedicated service of Jerry McConnell, a long-time resident and member of the Club.

Residents'
Forum

Steven Adza commented on fire protection efforts in Rossmoor and Contra Costa County weed abatement requirements.

Lois Finch, Robert Dickson, and then Carmine (Frank) Giuliano, spoke in support of installing an elevator in the Stanley Dollar Clubhouse to make the second floor accessible to residents with mobility issues.

Mary Neff, Moni Cook, and then Wesley Henderson, residents of Entries 2 and 5 on Rossmoor Parkway, commented on the Phase 2 Turf Reduction Project and spoke in support of a plan to consider use of drought tolerant landscaping, drought tolerant grasses, and recycled water.

Barbara Leonard, Kathleen Epperson, and then Elliot Barenbaum encouraged the Board to move forward with the Fitness Center renovation plans, to think "all-inclusively", and to do things right the first time. Mary England asked the Board to consider integrating technology in renovation planning and budgeting.

Jonathan Hathaway, Lonnie Bristow, and then Marvin Cohen, speaking on behalf of the Voices for Justice in Palestine Club, expressed their opinions about free speech and censorship by the Golden Rain Foundation of flyers posted in display cases.

John Nutley commented on the proposed contract for the Creekside Grill, the history of the restaurant's original construction, and ideas for improving the Creekside Clubhouse in the future.

Brian Stack, Chairman, Aquatics Advisory Committee, presented his report and commented on a question raised at the last Board's meeting regarding the AAC's ability to maintain oversight of the pool hours and make recommendations regarding scheduling changes, etc. He stated that the AAC's ability to do so is in its Charter.

AAC
Report

Christopher Yahng, Chairman, Finance Committee, reported on the Committee's June meeting at which the Committee recommended to the Board that the FY 2017 Operations Budget Principles be approved, as amended by the Committee; recommended to the Board that the accessibility review of the Stanley Dollar Clubhouse be paid out of the Trust Estate Fund; and recommended to the Board that the traffic/pedestrian safety be paid out of the Trust Estate Fund and that the Committee reserves the right to review, at a later date, where expenses incurred should be paid from. After Mr. Yahng's report, Ms. Pyle took a moment to thank him for his service as Chairman of the Finance Committee for the past two years.

Finance
Committee
Report

Following introductory remarks by the President, a motion was made by Ms. Adams and seconded by Mr. Roath to approve, as recommended by the Finance Committee, the FY 2017 Operations Budget Principles (agenda attachment 7b1-1). Following discussion, the vote on the motion was taken, and the motion CARRIED UNANIMOUSLY.

Approved
2017
Operations
Budget
Principles

A motion was made by Ms. Adams, seconded by Mr. Roath, and CARRIED UNANIMOUSLY, to approve, as recommended by the Finance Committee, authorizing the CEO to execute an agreement with Margen + Associates, Disability Policy and Universal Access Consultants, to complete an accessibility review of the Stanley Dollar Clubhouse, in an amount not to exceed \$6,000, which includes a contingency and reimbursable expenses, to be paid from the Trust Estate Fund (agenda attachment 7b2-1).

Approved
Accessibility
Review of the
Stanley Dollar
Clubhouse

At this point, Mr. Roath asked if the 2011 study of the Stanley Dollar Clubhouse would be made available to the consultants. The President called on Mr. Matheson, who explained that the 2011 study looked at the capacity of the Stanley Dollar Clubhouse and how it would function given future renovation opportunities. The study approved by the Board today will look at all of the building codes

regarding accessibility, requirements that the GRF will need to comply with, and alternatives available.

Claudia Tierney, Chairman, Fitness Center Advisory Committee, reported on the Committee's June meeting. She stated that so far this year, the Fitness Center has issued 3,862 key tags to residents. From January 1st to June 16th, there have been 3,200 unique visits to the Fitness Center using the key tags. She explained that this figure does not include residents who signed in instead of using a key tag, nor does not include guests or caregivers. She emphasized that the number of unique visits shows that a large portion of Rossmoor residents are using the Fitness Center.

FCAC
Report

In the absence of John McDonnell, Chairman, Golf Advisory Committee, Mark Heptig, Director of Golf, gave the Committee's report and highlighted the Post Drought Maintenance Business Plan (agenda attachment 7d-10). He asked the Board to make sure to review that part of the GAC's report, as the water restrictions put into effect by EBMUD will no longer be in place on July 1, 2016. He also reported that he will be providing information to the Board at its July end-of-month meeting regarding the turf reduction plan/mulch matter. Discussion followed.

GAC Report

Mr. Birdsall, Chairman of the Compensation Committee, reported on the Committee's June meeting. He noted that, at its next meeting on July 20th, the Committee will be reviewing compensation figures and statistics provided by staff in order to make recommendations regarding compensation to the Board in preparation for the 2017 budget process.

Compensation
Committee
Report

Mr. Kelso, Chairman of the Policy Committee, reported on the Committee's June meeting. He reported that the Committee is still reviewing staff's proposed revisions to Policy 502.0, Bulletin Boards and Display Cases.

Policy
Committee
Report

The President called on Mr. Matheson, Director of Resident Services, who introduced discussion regarding the completion of the design development phase of the fitness center renovation project. Staff is asking for Board approval of the design development plans, authorization to proceed to the next step of preparing the construction drawings, and to confirm the overall budget range of up to \$10 million including all related project expenses. Mr. Matheson reviewed cost estimates, changes made to the plan to stay within the budget range, and alternates included in the schematic design phase which was approved by the Board on April 28th. He also reviewed current usage data for the Fitness Center, which was the first slide on the PowerPoint presentation for today's meeting.

Design
Development
Phase of
for Del Valle
Complex
Renovation
Project

At this point, Mr. Matheson called on David Petta, Principal, ELS Architecture and Urban Design, who began a review of a PowerPoint presentation and compared the existing layout of the Fitness Center with the proposed plan design, followed

by Lauren Livingston, President, The Sports Management Group, who reviewed the outreach efforts and space allocation plans, followed again by Mr. Petta, who reviewed the proposed plan design in detail, including a comparison between raising the roof and raising the ceiling in the new fitness area. Following Mr. Petta's presentation, Mr. Matheson answered questions from Board members. The CEO then reviewed matters related to the financial component of the project, demonstrating the affordability of a loan based on Trust Fund projections, and answered questions from the Board. Finally, Mr. Matheson reviewed additional items outside of the original scope of the project. The PowerPoint presentation is on file with the minutes. Discussion followed.

A motion was made by Ms. Adams and seconded by Ms. Delpech to approve staff's recommendation to approve completion of the design development phase of the fitness center renovation project and confirm the overall budget range of up to \$10 million including all related project expenses (agenda attachment 10a-1). Following additional discussion, the vote on the motion was taken, and the motion CARRIED UNANIMOUSLY.

Approved
Completion of
Design Development
Phase
of Del Valle
Complex Renovation
Project

A motion was made by Ms. Adams and seconded by Mr. Brown to approve the scope of work in the proposal from Pankow Builders to provide preconstruction services to the Golden Rain Foundation for the Del Valle Complex Renovation Project and authorize the CEO to execute an agreement with Pankow Builders in an amount not to exceed \$45,000, which includes a 15% contingency and reimbursable expenses, to be paid from the Trust Estate Fund (agenda attachment 10b-1). Following discussion, the vote on the motion was taken, and the motion CARRIED UNANIMOUSLY.

Approved
Preconstruction
Services
for the
Del Valle
Complex
Renovation
Project

A motion was made by Ms. Adams and seconded by Mr. Roath to authorize the CEO to execute amendment number one to the lease agreement between Golden Rain Foundation of Walnut Creek, Trustee, and Rossmoor Creekside Holdings, LLC, for the operation of the Creekside Grill and Bar (agenda attachment 10c-1). Following discussion, the vote on the motion was taken, and the motion CARRIED UNANIMOUSLY.

Approved
Amendment
Number One
to Creekside
Grill and Bar
Lease

A motion was made by Ms. Adams and seconded by Mr. Roath, as recommended by the Finance Committee, to approve and authorize the CEO to execute a contract with the firm of TJKM to complete a traffic and pedestrian safety study in Rossmoor in an amount not to exceed \$33,400, which is to be paid from the Trust Estate Fund (agenda attachment 10d-1). Following discussion, the vote on the motion was taken, and the motion CARRIED, with Mr. Haley voting "no".

Approved
Traffic and
Pedestrian
Safety Study

Due to the length of the meeting and the fact that agenda item 10e would take some time (agenda attachment 10e-1) to list, discuss, and prioritize the Board's goals for 2016-2017, the CEO recommended that the Board defer this item to the July 28th meeting. After a brief discussion, the Board agreed to defer this item to July 28th.

Deferred
Discussion
of Board's
2016-2017
Goals

A motion was made by Mr. Haley and seconded by Ms. Pyle to approve a request from the Rossmoor Tennis Club to place a memorial plaque at the Buckeye Tennis Complex recognizing the dedicated service of Jerry McConnell to the Club. Following discussion, a vote on the motion was taken, and the motion CARRIED, with Ms. Pyle voting "no".

Approved
Memorial
Plaque
at Buckeye
Tennis
Complex

Following introductory remarks by the President, a motion was made by Ms. Adams and seconded by Ms. Delpech, to approve, as recommended by the President, the following resident Committee appointments, for the terms indicated, effective July 1, 2016 (agenda attachment 10g-1).

Committee
Appointments
Recommended

Aquatics Advisory Committee

Barbara S. Jordan, Three-Year Term
Brian K. Stack, Three-Year Term

Audit Committee

Paul Rosenzweig, Three-Year Term
Sheldon Solloway, Three-Year Term
Alan W. Swanson, Two-Year Term

Finance Committee

Jean A. Autrey, Three-Year Term
Paul Rosenzweig, Three-Year Term

Fitness Center Advisory Committee

Charlotte A. Howard, Three-Year Term
Claudia Tierney, Three-Year Term

Golf Advisory Committee

John McDonnell, Three-Year Term

Following discussion, the vote was taken on the motion to approve, as recommended by the President, the above listed resident Committee appointments for the terms indicated, effective July 1, 2016, and the motion CARRIED UNANIMOUSLY.

Approved
Committee
Appointments

The President then announced his appointment of the following resident Committee Chairmen, thanked them all for their service, and expressed his appreciation of their dedication.

Committee
Chairmen
Announced

Aquatics Advisory Committee – Brian K. Stack (reappointment)
Audit Committee – Paul Rosenzweig (reappointment)
Finance Committee – David H. Smith (appointment)
Fitness Center Advisory Committee – Claudia Tierney (reappointment)
Golf Advisory Committee – John McDonnell (reappointment)

A motion was made by Ms. Adams, seconded by Ms. Delpech, and CARRIED UNANIMOUSLY, to adopt the bank resolution from The Mechanics Bank authorizing the President, Vice-President and Treasurer to sign and act on behalf of the organization (agenda attachment 10h-1).

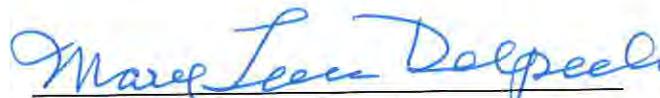
Approved
Mechanics
Bank
Resolution

Before concluding, the President announced that the next mid-month regular meeting of the Board will be held on Tuesday, July 12, 2016, at 9:00 a.m. in Peacock Hall at Gateway Complex; that the next end-of-the month regular meeting of the Board will be held on Thursday, July 28, 2016, at 9:00 a.m. in Peacock Hall at Gateway Complex; and that the Board will meet in executive session following this meeting to discuss contract and legal matters 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 12:58 p.m. in the Board Room.

Recess


Mary Lou Delpech, Secretary
Golden Rain Foundation of Walnut Creek