



OPEN SESSION

**MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE
GOLDEN RAIN FOUNDATION OF LAGUNA WOODS A CALIFORNIA NON-PROFIT
MUTUAL BENEFIT CORPORATION**

**Tuesday, February 07, 2023, 9:30 a.m.
24351 El Toro Road, Laguna Woods, California
Board Room/Virtual Meeting**

Directors Present: Bunny Carpenter, Egon Garthoffner, James Hopkins, Don Tibbetts, Gan Mukhopadhyay, Joan Milliman, Yvonne Horton, Reza Karimi, Juanita Skillman, Debbie Dotson, Elsie Addington

Directors Absent: None

Staff Present: CEO - Siobhan Foster, Makayla Schwietert, Paul Nguyen, Robert Carroll, Steve Hormuth, Eric Nunez, Carlos Rojas, Eileen Paulin, Alison Giglio

Other Directors Present: Debbie Allen, Alison Bok, Lenny Ross, Andy Ginocchio, Cash Achrekar, Cynthia Rupert, Diane Casey, Jim Cook, S.K. Park

1. Call Meeting to Order/ Establish Quorum - President Carpenter

President Carpenter called the meeting to order at 9:30 a.m. and established that a quorum was present.

2. Pledge of Allegiance

Director Skillman led the Pledge of Allegiance to the Flag.

3. Acknowledgment of Media

The media and the Village Television crew were present remotely by way of cameras.

4. Approval of Agenda

President Carpenter requested an approval of the agenda. Hearing no changes or objections, the agenda was approved by unanimous consent.

5. Approval of Minutes

- a. January 03, 2023 – GRF Board Regular Special Open Meeting
- b. January 19, 2023 – GRF Board Agenda Prep Meeting

There being no objections, the meeting minutes were each approved separately by unanimous consent.

Golden Rain Foundation Open Session
January 3, 2023
Page 2 of 15

6. Report of the Chair - None

7. CEO Report

Siobhan Foster-CEO gave a report on the following items:

- Budget Calendar 2024 GRF Milestones/Meeting Dates
- VMS Strategic Plan Update
- Art Affair in the Village

8. Open Forum (Three Minutes per Speaker)

At this time members were allowed to address the Board of Directors regarding items not on the agenda.

- A member commented on The Foundation of Laguna Woods Village.
- A member commented on the homeless problems have been happening in the village.
- A member commented on the finance pertaining to United and GRF such as bond funds
- A member commented on Earth Day Programs
- Multiple members commented on policies pertaining to the Recreation department
- A member commented on the harassment policy
- A member commented on Gate 12
- A member commented on a program to identify trees and an alternate form of transportation for the residents besides shuttle busses
- A member commented on the Garden Center Operating Rules

9. Responses to Open Forum Speakers

The following are responses to the open forum speakers:

- President Carpenter offered an invitation to the United members to attend the next GRF Finance Meeting
- Director Horton advised the residents to come to the next CAC to discuss their concerns
- Director Skillman commented on the Audubon Society club.
- Director Dotson commented on a resident's misinformation and additionally on the tennis court lawsuits.
- Director Milliman commented on the member's concern about the backup on Gate 12
- Chief Nunez commented on the trespassing concerns and the operating hours of the gates
- Steve Hormuth commented on investments
- Director Hopkins commented on the highlights of the previous GRF Finance Meeting such as mark to market and Reserve Investment

10. Consent Calendar

All matters listed under the Consent Calendar were recommended for action by committees and were enacted by the board by one motion. In the event an item was removed from the Consent Calendar by members of the board, such item(s) would be the subject of further discussion and action by the board.

Recommendation from the Finance Committee:

10a. Consistent with its statutory obligations a subcommittee of the board consisting of the

Golden Rain Foundation Open Session
January 3, 2023
Page 3 of 15

Treasurer and at least one other board member reviewed and approved preliminary Golden Rain Foundation financials for the month of December 2022, and by this vote ratified that such review be confirmed in this month's Board Member Open Session Meeting minutes.

Hearing no changes or objections, the consent calendar was approved by unanimous consent.

11. Unfinished Business

11a. Entertain a Motion to Approve the GRF Credit Card and Transaction Fee (ActiveNet) Billing (January initial notification – 28-day notification for member review and comments to comply with Civil Code §4360 has been satisfied)

Director Milliman read the following resolution:

RESOLUTION 90-23-06

GRF Credit Card and Transaction Fee (ActiveNet)

WHEREAS, On April 6, 2010 the Board adopted resolution 90-10-25 approving a Recreation Department Software upgrade for event and GRF Facilities reservation from Safari to ActiveNet containing fee-based services; and

WHEREAS, the Golden Rain Foundation currently absorbs all transaction and credit card fees for in-person purchases and transaction fees associated with ActiveNet; and

WHEREAS, On December 27, 2022, the Finance committee approved the CAC recommendation of GRF credit card and transactions fees within ActiveNet be paid by the member for transactions online and in person; and

NOW THEREFORE BE IT RESOLVED, February 7, 2023, the Board of Directors of this Corporation hereby adopts the proposed recommendation regarding the ActiveNet credit card and transaction fees incurred by GRF to be paid by the user.

RESOLVED FURTHER, that the officers and agents of this corporation are hereby authorized to carry out this resolution as written.

Director Milliman made a motion to approve Resolution 90-23-06. Director Dotson seconded.

Hearing no changes or objections, the motion was approved unanimously.

11b. Update Committee Appointments

Director Milliman read the following resolution:

RESOLUTION 90-22-07

GRF Committee Appointments

Golden Rain Foundation Open Session
January 3, 2023
Page 4 of 15

RESOLVED, February 7, 2023, that the following persons are hereby appointed and ratified to serve on the Committees of this Corporation:

Strategic Planning Committee

~~Debbie Dotson, Chair (GRF)~~
~~James Hopkins (GRF)~~
~~Gan Mukhopadhyay, Alternate (GRF)~~
~~Nathaniel Ira Lewis (Third)~~
~~Mary Simon (United)~~
~~Reza Bastani (United) — On Short Term Leave~~
~~Lenny Ross (United) — Temporary Fill In~~
~~Advisor: Dick Rader~~

Community Activities Committee

Yvonne Horton, Chair (GRF)
Elsie Addington (GRF)
Joan Milliman, Alternate (GRF)
Cush Bhada (Third)
Jules Zalon, Alternate (Third)
Mark Laws (Third)
Diane Casey (United)
Pearl Lee (United)
Frank Stern (Mutual 50)
Peter Sanborn, Alternate (Mutual 50)
Advisors: Roland Boudreau, Ajit Gidwani

Finance Committee

James, Hopkins, Chair (GRF)
Elsie Addington (GRF)
Debbie Dotson, Alternate (GRF)
Donna Rane-Szostak (Third)
Andy Ginocchio (Third)
Mark Laws, **Alternate** (Third)
Azar Asgari (United)
Thomas Tuning (United)
Margaret Bennett (Mutual 50)
Sue Stephens, Alternate (Mutual 50) Advisor:
Rosemarie diLorenzo

Information Technology Advisory Committee (ITAC)

James Hopkins, Chair (GRF)
Bunny Carpenter (GRF)
Deborah Dotson (GRF)
Diane Casey (United)
Thomas Tuning (United)

Golden Rain Foundation Open Session
January 3, 2023
Page 5 of 15

Mark Laws (Third)
Advisor: Sue Margolis

Landscape Committee

Juanita Skillman, Chair (GRF)
Yvonne Horton, (GRF)
Diane Casey (United)
Lenny Ross (United)
Jules Zalon (Third)
Nathaniel Ira Lewis (Third)
Andy Ginocchio, Alternate (Third)
Glenn Miller (Mutual 50)
Advisor: Catherine Brians

Maintenance & Construction Committee

Reza Karimi, Chair (GRF)
Gan Mukhopadhyay, Co-Chair (GRF)
Egon Garthoffner, Alternate (GRF)
James Cook (Third)
Ralph Engdahl (Third)
Cush Bhada, Alternate (Third)
Reza Bastani (United) – On Short Term Leave
Alison Bok (United) – Temporary Fill In
Mary Simon (United)
Sue Stephens (Mutual 50)
Peter Sanborn, Alternate (Mutual 50)
Advisors: Bill Walsh, Carl Randazzo, Ajit Gidwani

Clubhouse Renovation Ad Hoc Committee

Egon Garthoffner, Chair (GRF)
Gan Mukhopadhyay, Co-Chair (GRF)
Deborah Dotson (GRF)
Reza Karimi (GRF)
Cush Bhada, (Third)
Ralph Engdahl (Third)
Reza Bastani (United)
Mary Simon (United)
Advisors: Ajit Gidwani, Carl Randazzo, Bill Walsh

Media and Communications

Joan Milliman, Chair (GRF)
Elsie Addington (GRF)
Deborah Dotson, Alternate (GRF)
James Cook (Third)
Cris Prince, (Third)
Moon Yun, Alternate (Third)

Golden Rain Foundation Open Session
January 3, 2023
Page 6 of 15

Anthony Liberatore (United)
Maggie Blackwell (United)
Margaret Bennett (Mutual 50)
Peter Sanborn, Alternate (Mutual 50)
Advisors: Carmen Pacella, Tom Nash, Lucy Parker, Theresa Frost, Catherine
Brians

Website Ad Hoc Committee

Joan Milliman, Chair (GRF)
Debbie Dotson (GRF)
Anthony Liberatore (United)
Azar Asgari (United)
Mark Laws (Third)
Donna Rane-Szostak (Third)
Advisors: Lucy Parker, Diane Phelps,

Broadband Ad Hoc Committee

Joan Milliman, Chair (GRF)
Jim Hopkins (GRF)
Debbie Dotson (GRF)
Cris Prince (Third)
Jim Cook (Third)
Diane Casey (United)
Maggie Blackwell (United)
Margaret Bennett (Mutual 50)
Sue Stephens, Alternate (Mutual 50)

Mobility & Vehicles Committee

Don Tibbetts, Chair (GRF)
Egon Garthoffner (GRF)
Elsie Addington, Alternate (GRF)
James Cook, Alternate (Third)
Cush Bhada (Third)
Moon Yun (Third)
Azar Asgari (United)
Alison Bok (United)
Frank Stern (Mutual 50)
Sue Stephens, Alternate (Mutual 50)
Advisor: Vashi Williams

Security and Community Access

Don Tibbetts, Chair (GRF)
Juanita Skillman (GRF)
Moon Yun (Third)
Cris Prince (Third)
Donna Rane-Szostak, Alternate (Third)

Golden Rain Foundation Open Session
January 3, 2023
Page 7 of 15

Cash Achrekar (United)
Maggie Blackwell (United)
Sue Stephens (Mutual 50)
Peter Sanborn, Alternate (Mutual 50)

OTHER COMMITTEES:

Disaster Preparedness Task Force

Eric Nunez, Chair
Juanita Skillman (GRF)
Gan Mukhapadhyay (GRF)
James Cook (Third)
Donna Rane-Szostak, Alternate (Third)
Anthony Liberatore (United)
Alison Bok (United)
Rick Kopps, Resident (Mutual 50)
Sue Stephens, **Alternate** (Mutual 50)
Advisors: Tom Soule, Bruce Bonbright

Laguna Woods Village Traffic Hearings (Chair will alternate between Boards)

Elsie Addington (GRF)
Deborah Dotson, Alternate (GRF)
Mark Laws, Alternate (Third)
Cash Achrekar, Alternate (United)
Pearl Lee (United)
Jules Zalon (Third)
Margaret Bennet (Mutual 50)
Sue Stephens, Alternate (Mutual 50)

Purchasing Ad Hoc Committee

Bunny Carpenter, Chair (GRF)
Jim Hopkins (GRF)
Mark Laws (Third)
Donna Rane-Szostak (Third)
Ralph Engdahl, (Third)
Thomas Tuning (United)
Lenny Ross (United)
Advisor: Carl Randazzo

Select Audit Task Force

James Hopkins (GRF)
Diane Phelps (GRF)
Cynthia Rupert (United)
Peggy Moore (Third)

Golden Rain Foundation Open Session
January 3, 2023
Page 8 of 15

Compliance Ad Hoc Committee

Bunny Carpenter, Chair (GRF)
Maggie Blackwell (United)
Pearl Lee (United)
Mark Laws (Third)
Cris Prince (Third)
Joan Milliman (GRF)
Juanita Skillman (GRF)
Reza Karimi (GRF)

Correspondent – Elsie Addington (GRF)
El Toro Water District – Juanita Skillman (GRF)

RESOLVED FURTHER, that Resolution 90-23-04 adopted January 3, 2023, is hereby superseded and cancelled; and

RESOLVED FURTHER; that the officers and agents of this Corporation are hereby authorized on behalf of the Corporation to carry out this resolution.

Director Milliman made a motion to approve Resolution 90-23-07. Director Skillman seconded.

Hearing no changes or objections, the motion was approved unanimously.

12. New Business

12a. Meeting Change from July 4, 2023 to July 5, 2023

Director Milliman read the following resolution:

RESOLUTION 90-23-08

Reschedule Tuesday, July 4, 2023, Regular Meeting

WHEREAS, pursuant to Section 6.5.3 of the Amended Golden Rain Foundation Bylaws, regular meetings of the Board of Directors shall be held on the first Tuesday of each month at 9:30 a.m., unless otherwise scheduled by an adopted Resolution; and

WHEREAS, the July 2023 regular meeting of the Board of Directors of this Corporation scheduled for Tuesday, July 4, 2023, conflicts with the Independence Day holiday; and

NOW THEREFORE BE IT RESOLVED, February 7, 2023, that the Board of Directors of this Corporation hereby approves that the July regular meeting of the Board of Directors of this Corporation shall be held on Wednesday, July 5, 2023, at 9:30 a.m. in the Laguna Woods Village Community Center Board Room, 24351 El Toro Road; and

RESOLVED FURTHER; that the officers and agents of this Corporation are hereby authorized on behalf of the Corporation to carry out the purpose of this resolution.

Golden Rain Foundation Open Session
January 3, 2023
Page 9 of 15

Director Milliman made a motion to approve Resolution 90-23-08. Director Dotson seconded.

Hearing no changes or objections, the motion was approved unanimously.

12b. Entertain a Motion to Approve Donation of Printing Press and Mat Cutter for Clubhouse 4 Art Room

Director Milliman read the following resolution:

RESOLUTION 90-23-09

Donation Agreement between GRF and Art Association Donation of Printing Press and Mat Cutter for Clubhouse 4 Art Room

This Agreement, entered into this 7th day of February, 2023, is by and between the Golden Rain Foundation (“GRF”), a California non-profit mutual benefit corporation and Art Association Club (Donor) who donated a printing press and mat cutter for Clubhouse 4 art room.

WHEREAS, GRF and Donor recognize the importance of community facilities and amenities; and

WHEREAS, GRF and Donor acknowledge the benefit of donations when they have a purpose consistent with GRF goals and are in the best interest of Laguna Woods Village; and

WHEREAS, the Donor has offered to donate a printing press and mat cutter for Clubhouse 4 art room; and

WHEREAS, the Recreation and Special Events Department Director or Financial Services Director reviewed and affirms the proposed donation meets the criteria for acceptance contained in the GRF Donation Policy:

- a. Meet a true need of the facility;
- b. Not interfere with the intended current or future use of the facility; and
- c. Not require the relocation of other equipment or infrastructure to accommodate the donation.

NOW THEREFORE BE IT RESOLVED, February 7, 2023, that GRF and Donor in accordance with the described conditions and obligations, hereinafter set forth and agree as follows:

Section 1 The donation, known as a printing press and mat cutter for use in the Clubhouse 4 art room, described below, is donated in its entirety to GRF, hereafter owned by GRF and managed on behalf of the residents of Laguna Woods Village by Village Management Services, Inc. (VMS)

Golden Rain Foundation Open Session
January 3, 2023
Page 10 of 15

Section 2 Donation description: a printing press and mat cutter for use in the Clubhouse 4 art room
Space of facility: Clubhouse 4
Location: Clubhouse 4 art room

Section 3 Amount of Donation
Item cost: \$0.00
Installation cost: \$0.00
Maintenance cost: (total for both) \$300.00
Total estimated donation \$300.00

Section 4 GRF reserves the right to move/remove and/or retire the donation following cessation of the five-year period. The term shall commence upon the date entered into and indicated above.

Section 5 GRF will not replace the donation or community space improvement if it is stolen, vandalized, worn out, irreparably damaged, destroyed or expires.

Section 6 Installation and Maintenance: GRF shall be responsible for installation and maintenance of the item, including any reasonable repairs.

Section 7 Term: The term of this agreement is a minimum of five years or beyond, if applicable; and

RESOLVED FURTHER, that the officers and agents of this corporation are hereby authorized to carry out this resolution as written.

Director Milliman made a motion to approve Resolution 90-23-09. Director Dotson seconded.

Hearing no changes or objections, the motion was approved unanimously.

Director Gan Mukhopadhyay left the meeting at 10:54 a.m.

12c. Entertain a Motion to Approve the Donation of Longarm Quilting Machine for Clubhouse 4 Sewing Classroom

Director Milliman read the following resolution:

RESOLUTION 90-23-10

Donation Agreement between GRF and Crazy Quilters Club Donation of Longarm Quilting Machine for Clubhouse 4 Sewing Classroom

This Agreement, entered into this 7th day of February 2023, is by and between the Golden Rain

Golden Rain Foundation Open Session
January 3, 2023
Page 11 of 15

Foundation (“GRF”), a California non-profit mutual benefit corporation and Crazy Quilters Club (Donor) who donated a Longarm Quilting Machine for Clubhouse 4 sewing classroom.

WHEREAS, GRF and Donor recognize the importance of community facilities and amenities; and

WHEREAS, GRF and Donor acknowledge the benefit of donations when they have a purpose consistent with GRF goals and are in the best interest of Laguna Woods Village; and

WHEREAS, the Donor has offered to donate a Longarm Quilting Machine for Clubhouse 4 sewing classroom; and

WHEREAS, the Recreation and Special Events Department Director or Financial Services Director reviewed and affirms the proposed donation meets the criteria for acceptance contained in the GRF Donation Policy:

- a. Meet a true need of the facility;
- b. Not interfere with the intended current or future use of the facility; and
- c. Not require the relocation of other equipment or infrastructure to accommodate the donation.

NOW THEREFORE BE IT RESOLVED, February 7, 2023, that GRF and Donor in accordance with the described conditions and obligations, hereinafter set forth and agree as follows:

Section 1 The donation, known as a Longarm Quilting Machine for Clubhouse 4 sewing classroom, described below, is donated in its entirety to GRF, hereafter owned by GRF and managed on behalf of the residents of Laguna Woods Village by Village Management Services, Inc. (VMS)

Section 2 Donation description: a Longarm Quilting Machine for Clubhouse 4 sewing classroom
Space of facility: Clubhouse 4
Location: Clubhouse 4 sewing room

Section 3	Amount of Donation	
	Item cost:	\$0.00
	Installation cost:	\$0.00
	Maintenance cost:	<u>\$300.00</u>
	Total estimated donation:	\$300.00

Section 4 GRF reserves the right to move/remove and/or retire the donation following cessation of the five-year period. The term shall commence upon the date entered into and indicated above.

Golden Rain Foundation Open Session
January 3, 2023
Page 12 of 15

- Section 5 GRF will not replace the donation or community space improvement if it is stolen, vandalized, worn out, irreparably damaged, destroyed or expires.
- Section 6 Installation and Maintenance: GRF shall be responsible for installation and maintenance of the item, including any reasonable repairs.
- Section 7 Term: The term of this agreement is a minimum of five years or beyond, if applicable; and

RESOLVED FURTHER, that the officers and agents of this corporation are hereby authorized to carry out this resolution as written.

Director Milliman made a motion to approve Resolution 90-23-10. Director Dotson seconded.

Hearing no changes or objections, the motion was approved unanimously.

12d. Entertain a Motion to Approve Art Association Request for Whale Project Mounting

Director Milliman read the following resolution:

RESOLUTION 90-23-11

**Donation Agreement between GRF and Art Association Club
for Whale Project Mounting**

This Agreement, entered into this 7th day of February, 2023, is by and between the Golden Rain Foundation (“GRF”), a California non-profit mutual benefit corporation and Art Association Club (Donor) for whale project mounting.

WHEREAS, GRF and Donor recognize the importance of community facilities and amenities; and

WHEREAS, GRF and Donor acknowledge the benefit of donations when they have a purpose consistent with GRF goals and are in the best interest of Laguna Woods Village; and

WHEREAS, the Donor has offered to donate a whale project for mounting in the Clubhouse 4 lounge; and

WHEREAS, the Recreation and Special Events Department Director or Financial Services Director reviewed and affirms the proposed donation meets the criteria for acceptance contained in the GRF Donation Policy:

- a. Meet a true need of the facility;
- b. Not interfere with the intended current or future use of the facility; and
- c. Not require the relocation of other equipment or infrastructure to accommodate the donation.

Golden Rain Foundation Open Session
January 3, 2023
Page 13 of 15

NOW THEREFORE BE IT RESOLVED, February 7, 2023, that GRF and Donor in accordance with the described conditions and obligations, hereinafter set forth and agree as follows:

Section 1 The donation, known as the Whale Project, for mounting in the Clubhouse 4 lounge, described below, is donated in its entirety to GRF, hereafter owned by GRF and managed on behalf of the residents of Laguna Woods Village by Village Management Services, Inc. (VMS)

Section 2 Donation description: the Whale Project for mounting in the Clubhouse 4 lounge
Space of facility: Clubhouse 4
Location: Clubhouse 4 lounge

Section 3	Amount of Donation	
	Item cost:	\$0.00
	Installation cost:	\$30.00
	Maintenance cost:	<u>\$0.00</u>
	Total estimated donation	\$30.00

Section 4 GRF reserves the right to move/remove and/or retire the donation following cessation of the five-year period. The term shall commence upon the date entered into and indicated above.

Section 5 GRF will not replace the donation or community space improvement if it is stolen, vandalized, worn out, irreparably damaged, destroyed or expires.

Section 6 Installation and Maintenance: GRF shall be responsible for installation and maintenance of the item, including any reasonable repairs.

Section 7 Term: The term of this agreement is a minimum of five years or beyond, if applicable; and

RESOLVED FURTHER, that the officers and agents of this corporation are hereby authorized to carry out this resolution as written.

Director Milliman made a motion to approve Resolution 90-23-11. Director Dotson seconded.

Hearing no changes or objections, the motion was approved unanimously.

13. The Board took a 5-minute break

14. Committee Reports

- a. Report of the Finance Committee/Financial Reports – Director Hopkins. The committee

Golden Rain Foundation Open Session
January 3, 2023
Page 14 of 15

met on December 21, 2022; next meeting February 15, 2023, at 1:30 p.m. in the Board Room and as a virtual meeting.

- (1) GRF Treasurer's Report – Director Hopkins
 - (2) GRF Finance Committee Report – Director Hopkins
- b.** Strategic Planning Committee—Director Dotson. The committee met on October 3, 2022; next meeting TBA.
- c.** Report of the Community Activity Committee – Director Horton. The committee met on January 12, 2023; next meeting March 9, 2023, at 1:30 p.m. in the Board Room and as a virtual meeting.
- d.** Report of the Landscape Committee – Director Skillman. The committee met on December 14, 2022; next meeting February 8, 2023, at 1:30 p.m. in the Board Room and as a virtual meeting.
- e.** Report of the Maintenance & Construction Committee – Director Karimi. The committee met on December 14, 2022; next meeting February 2, 2023, at 9:30 a.m. in the Board Room and as a virtual meeting.
- (1) Report of the Clubhouse Renovation Ad Hoc Committee – Director Garthoffner. The Committee met on January 24, 2023; next meeting TBA.
 - (2) Report of the EV Charger Special Open Meeting - Director Karimi. The Committee met on December 12, 2022.
- f.** Report of the Media and Communications Committee—Director Milliman. The committee met on January 16, 2023; next meeting February 20, 2023, at 1:30 p.m. in the Board Room and as a virtual meeting.
- (1) Website Ad-Hoc Committee – Director Milliman. The committee met on January 31, 2023; next meeting February 8, 2023, closed in person/virtual 3 p.m. - 5 p.m.
 - (2) Broadband Ad Hoc – Director Milliman. The committee met on January 19, 2023; next meeting TBA.
- g.** Report of the Mobility & Vehicles Committee – Director Tibbetts. The Committee met on February 1, 2023; next meeting April 5, 2023, at 1:30 p.m. in the Board Room.
- h.** Report of the Security & Community Access Committee – Director Tibbetts. The Committee met on October 31, 2022; next meeting February 27, 2023, at 1:30 p.m. in the Board Room and as a virtual meeting.
- (1) Report of the Laguna Woods Village Traffic Hearings – Director Addington. The Traffic Hearings were held on January 18, 2023; next hearings on February 15, 2023, at 9:00 a.m. in the Board Room.
 - (2) Compliance Ad Hoc Committee – President Carpenter. The committee met on

Golden Rain Foundation Open Session
January 3, 2023
Page 15 of 15

January 27, 2023; next meeting TBA.

- i. Report of the Disaster Preparedness Task Force – Director Skillman. The Task Force met on January 31, 2023; next meeting March 28, 2023, at 9:30 a.m. in the Board Room and as a virtual meeting.
- j. Information Technology Advisory Committee – Director Hopkins. The Committee met on December 9, 2022; next meeting January 27, 2023 as a virtual meeting.
- k. Purchasing Ad-Hoc Committee – Director Carpenter. The Committee last met on April 7, 2022; next meeting TBA.

15. Future Agenda Items - *All matters listed under Future Agenda Items are Resolutions on 28-day public review or items for future Board Meetings. No action will be taken by the Board on these agenda items at this meeting. The Board will take action on these items at a future Board Meeting.*

16. Director's Comments

- Director Horton commented that everyone should try to be nice
- Director Addington wished everyone a Happy Valentine's Day and also discussed an upcoming newsletter
- President Carpenter gave clarification on the GRF finance
- Director Milliman commented on the trust and how GRF works with the Governance

17. Recess 12:06 p.m. - *At this time, the Meeting recessed for lunch and reconvened to Executive Session to discuss the following matters per California Civil Code §4935: Member Disciplinary Matters; Personnel Matters; Contractual Matters; and Litigation Matters.*

Closed Session Agenda

VMS Board Update

Approve the Agenda

Approve the Minutes of:

(a) January 03, 2023 – Regular Closed Session

Discuss and Consider Personnel Matters

Discuss and Consider Contractual Matters

Discuss Legal/Legislation Matters

Discuss Member Disciplinary Matters

18. Adjournment

The meeting was adjourned at 3:07 p.m.

DocuSigned by:

Joan Milliman

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Joan Milliman, Secretary of the Board
Golden Rain Foundation