

# MINUTES

## GOLDEN RAIN FOUNDATION OF WALNUT CREEK

### REGULAR MEETING OF THE BOARD OF DIRECTORS

TUESDAY, JANUARY 8, 2008, AT 10:02 A.M.

A regular meeting of the Board of Directors of the Golden Rain Foundation (GRF) of Walnut Creek was convened by the President, David H. Smith, at 10:02 a.m. on Tuesday, January 8, 2008, in the Board Room at Gateway Complex, 1001 Golden Rain Road, Walnut Creek, California.

ROLL CALL: Present: David H. Smith, Sheldon Solloway, Diane C. Mader, Attendance  
Christine L. Folger, Frank B. Mansfield, Ronald W. Moschel,  
Clarence H. Nixon, John C. Turnier, and Warren T.  
Salmons, Chief Executive Officer (CEO), ex-officio member  
of the Board

Excused: Paul Rosenzweig

Also present were Robert W. Donovan, Chairman, Finance Committee; Richard S. Chakoff, Chief Financial Officer; Paul J. Donner, Director, MOD; Shannon M. Walpole, General Counsel, and Director, Confidential Services; Paulette L. Jones, Senior Manager, GRF Executive Services; Maureen A. O'Rourke, Senior Manager, and Wilma Murray, Staff Writer, Communications Department; and Susan F. Ritner, Program Manager, and George Ivanov, Program Assistant, Rossmoor Television Channel.

The President called on the CEO who announced that a Board retreat will be held in February to discuss "big picture issues" and that special meetings of the Board will be held in the near future to discuss the Corporation Yard and Creekside Projects. Details of the events will be announced when finalized. Discussion followed. Board  
Retreat/  
Special  
Meetings

The President then called on the Director of Mutual Operations who distributed and then reviewed a storm damage report (copy on file) which included a summary of MOD's pre-storm preparation work and a summary of recent storm damage and repair work. The President, on behalf of the Board, congratulated Mr. Donner and his staff for their work. Storm  
Preparation,  
Damage &  
Repair  
Report.

The President then called on Ms. Walpole who said she was pleased to announce that the Shea handover of streets and open space surrounding Rossmoor to GRF is now complete. GRF will assume the maintenance and repair of the streets and open space, as well as liability, in exchange for \$672,000 from Shea. The deeds were recorded on January 1<sup>st</sup> and the money received on January 2<sup>nd</sup>. The President pointed out that negotiations to complete the handover have been going on since 2001 and congratulated Ms. Walpole for completing the negotiations. Handover  
of Streets  
& Open  
Space  
Complete

Ms. Walpole then reported that insurance renewals are complete and went fairly well, due primarily to favorable market conditions. She noted that they came in under budget and commented further on the matter. Insurance Renewals

Continuing, Ms. Walpole reported that, although GRF and Comcast have reached agreement about the terms of a Bulk Rate Agreement, GRF does not have a signed addendum and is still working on finalizing a signed agreement. She noted that Comcast has agreed, however, to honor the terms of the agreement, and the \$29 offer is in effect as is the free digital starter package offer. Comcast Contract

Ms. Walpole concluded by reporting that, contrary to rumors, active negotiations for a long-term contract with Café Mocha are underway, and she hopes to have a contract finalized soon. Discussion followed. Café Mocha Contract

The President said that there has been some discussion about GRF's pension plan contribution for 2007 and called on the CEO who commented on the matter, The CEO then called on the CFO who further explained the matter. A memorandum from the CFO to the CEO dated January 7, 2008, responding to questions regarding the pension plan contribution for 2007 was previously distributed to the Board and is on file. Discussion followed. It was agreed that the matter will be further discussed. Pension Plan 2007 Contribution

There being no further business to come before the Board, the meeting was recessed at 10:55 a.m. and reconvened in executive session at 11:14 to discuss legal and contract matters. Recess

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Diane C. Mader, Secretary  
Golden Rain Foundation of Walnut Creek

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