



## OPEN MEETING

### **REGULAR MEETING OF THE THIRD LAGUNA HILLS MUTUAL RESIDENT POLICY AND COMPLIANCE COMMITTEE**

**Wednesday, July 27, 2022 – 9:30 A.M.  
Board Room/Virtual Meeting  
Laguna Woods Village Community Center  
24351 El Toro Road**

### **AGENDA**

- |   |           |
|---|-----------|
| 1. Call to Order                                | Mark Laws |
| 2. Acknowledgment of Media                      | Mark Laws |
| 3. Approval of the Agenda                       | Mark Laws |
| 4. Approval of Meeting Report for June 28, 2022 | Mark Laws |
| 5. Chair's Remarks                              | Mark Laws |
| 6. Member Comments (Items Not on the Agenda)    |           |

Laguna Woods Village owner/residents are welcome to participate in committee meetings and submit comments or questions regarding virtual committee meetings using one of two options:

- a. Via email to [meeting@vmsinc.org](mailto:meeting@vmsinc.org) any time before the meeting is scheduled to begin or during the meeting. Please use the name of the committee in the subject line of the email. Name and manor number must be included.

Join the Committee meeting via Zoom at: <https://us06web.zoom.us/j/87989979522> or by dialing 669-900-6833 Access Code: 835 5607 4136.

#### Reports:

None

#### Items for Discussion and Consideration:

- |   |                  |
|---|------------------|
| 7. Board Member Participation in Committees | Blessilda Wright |
| 8. Rules of Board Meetings                  | Blessilda Wright |
| 9. Social Media Use Policy                  | Mark Laws        |
| 10. Barbeque Rules and Regulations          | Mark Laws        |

#### Items for Future Agendas:

11. Landscape Committee:
  - a. Watering Restrictions
  - b. Plants in Common Area
12. Parking and Golf Cart Subcommittee
  - a. Moratorium on Electric Cars Charging in Carports

#### Concluding Business:

13. Committee Member Comments
14. Date of Next Meeting – August 23, 2022
15. Adjournment

\*A quorum of the Third Board or more may also be present at the meeting.

Mark Laws, Chair  
Blessilda Wright, Staff Officer  
Telephone: 949-597-4254





## **OPEN MEETING**

### **REGULAR MEETING OF THE THIRD LAGUNA HILLS MUTUAL RESIDENT POLICY AND COMPLIANCE COMMITTEE**

Tuesday, June 28, 2022 – 9:30 A.M.  
Board Room/Virtual Meeting  
Laguna Woods Village Community Center  
24351 El Toro Road, Laguna Woods, CA 92637

**MEMBERS PRESENT:** Mark Laws, Chair, Cris Prince, Cush Bhada, John Frankel and Jules Zalon

**MEMBERS ABSENT:** None

**ADVISORS PRESENT:** Stuart Hack

**ADVISORS ABSENT:** None

**STAFF PRESENT:** Blessilda Wright

#### **CALL TO ORDER**

Mark Laws, Chair, called the meeting to order at 9:30 a.m.

#### **ACKNOWLEDGEMENT OF MEDIA**

The Media was not present.

#### **APPROVAL OF AGENDA**

Director Prince made a motion to approve the agenda as presented. Director Bhada seconded the motion.

By consensus, the motion carried.

#### **APPROVAL OF MEETING REPORTS**

Director Bhada made a motion to approve the May 24, 2022 meeting report as corrected. Director Zalon seconded the motion.

By unanimous vote, the motion carried.

#### **CHAIRMAN'S REMARKS**

None

#### **MEMBER COMMENTS ON NON-AGENDA ITEMS**

Mr. John Royce of (957-O Calle Aragon) wanted to discuss the Equestrian Center's ridding program.

Director Bhada and Staff advised Mr. Royce that he would need to speak with GRF Community Activity Committee or GRF Equestrian Ad Hoc Committee as his question is a GRF matter.

## **REPORTS**

None

## **ITEMS FOR DISCUSSION AND CONSIDERATION**

### **Member Disciplinary Process**

Blessilda Wright, Compliance Supervisor, presented the Member Disciplinary Process report. The Committee commented and asked questions.

No action was taken by the Committee as the presentation was for educational purposes.

### **Board Member Participation in Committees**

Ms. Wright presented Board Member Participation in Committees report. The Committee commented and asked questions.

Chair Laws made a motion to amend Board Member Participation in Committees to include clarifying language to state board members may participate and vote in a committee if quorum is unable to be met by the established committee members.

By consensus, the motion carried.

### **Deactivation of Cable/Internet Service as a Disciplinary Action**

Ms. Wright presented Deactivation of Cable Service as a Disciplinary Action report. The Committee commented and asked questions.

Director Prince made a motion to amend the Deactivation of Cable/Internet Services for a Delinquent Member's Unit to expend all disciplinary matters. Director Bhada seconded the motion.

By consensus, the motion carried.

## **ITEMS FOR FUTURE AGENDAS**

- Social Media Use Policy
- Barbeque Rules and Regulations
- Amend Resolution 03-20-80, Rules for Board Meetings
- Landscape Committee-
  - a. Watering Restrictions
  - b. Plants in Common Area

- M&C Committee
  - a. Electric charging stations

### **CONCLUDING BUSINESS**

#### **Committee Member Comments**

Directors Frankel and Zalon thanked everyone for letting them attend the meeting.

#### **Date of Next Meeting**

Wednesday, July 27, 2022 at 9:30 a.m.

#### **Adjournment**

With no further business before the Committee, the Chair adjourned the meeting at 11:16 a.m.

*Mark W. Laws*

[Mark W. Laws \(Jul 5, 2022 18:58 PDT\)](#)

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Mark Laws, Chair  
Third Laguna Hills Mutual





## STAFF REPORT

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**DATE:** July 27, 2022  
**FOR:** Resident Policy and Compliance Committee  
**SUBJECT:** Board Member Participation in Committees

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### **RECOMMENDATION**

Amend Board Member Participation in Committees.

### **BACKGROUND**

On October 21, 2003, the Third Laguna Hills Mutual (Third) Board of Directors (Board) established Resolution M3-03-71, Board Member Participation in Committees. This resolution allows board member's who attend committee meetings the right to vote in any meeting they attend regardless of assignment to the committees.

On June 28, 2022, the Resident Policy and Compliance Committee reviewed the resolution and directed staff to add clarifying language to only allow board directors to vote and participate when quorum is needed for a committee meeting.

Each committee created by the Third Board has a charter that dictates the parameters of the committee's purpose. The charter includes who can vote, how many board members and advisors are assigned to each committee and the frequency of the committee meetings.

The Board Member Participation in Committee Policy allows for board members to be alternates in a committee meeting even if the Committee Assignments approved by the board does not list the board member as an alternate. This allows for the committee meeting to continue within the parameters of the charter.

### **DISCUSSION**

At present, any board member may attend, participate, and vote in any committee meeting even if they have not been assigned to it. The purpose of amending the Board Member Participation on Committee is to provide clarification on when board member's attend committee meetings. As such, board members who attend a committee meeting will be permitted to participate and vote only if a *quorum is required* for the committee meeting.

**Prepared By:** Blessilda Wright, Compliance Supervisor

**Reviewed By:** Francis Gomez, Operations Manager

### **ATTACHMENT(S)**

Attachment 1: Resolution 03-XX-XX, Board Member Participation in Committee



### **RESOLUTION 03-XX-XX**

#### Board Member Participation in Committees

**WHEREAS**, board members are appointed to committee's to carry out the purpose of the Board as specified in the Committee Charters; and

**WHEREAS**, at present, board members are allowed to attend committee meetings and have the right to participate and vote; regardless of assignment to the Committee; and

**WHEREAS**, the Resident Policy and Compliance Committee recognizes the need to clarify when board members are permitted to vote and participate at Committee's that they are not assigned for;

**NOW THEREFORE BE IT RESOLVED**, September 20, 2022, the Board of Directors of this Corporation hereby allows board members who attend a committee meeting to participate and vote *only if a quorum is required*, regardless of assignment to the Committee; and

**RESOLVE FURTHER**, Resolution M3-03-71 adopted October 21, 2003 is hereby superseded and canceled; 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.





## STAFF REPORT

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**DATE:** July 27, 2022  
**FOR:** Resident Policy & Compliance Committee  
**SUBJECT:** Rules for Board Meetings

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### **RECOMMENDATION**

Staff seeks direction on the proposed changes to the policy.

### **BACKGROUND**

On January 15, 2013, the Board established Rules for Board Meetings to ensure the management of the community's affairs are carried out professionally and in adherence with the provision of the Davis-Stirling Act (Resolution 03-13-04). On January 21, 2014, the Board approved revisions for Rules for Board Meetings (Resolution 03-14-04). On November 17, 2020, the Board approved the updated Rules for Board Meetings Policy (Resolution???)

The Executive Hearings Committee directed staff to include clarifying language to section IV., Closed Session Hearings, sub-section B., Attendance and sub-section C., Addressing the Board.

### **DISCUSSION**

The Committee provided suggested changes to the rules. Staff responded and added comments (Attachment 1).

**Prepared By:** Blessilda Wright, Compliance Supervisor

**Reviewed By:** Francis Gomez, Operations Manager

### **ATTACHMENT(S)**

Attachment 1: Rules for Board Meetings



## RULES FOR BOARD MEETINGS

Resolution 03-13-04, adopted January 15, 2013; Resolution 03-14-04, adopted January 21, 2014; and Resolution 03-20-80; Adopted November 17, 2020

### I. INTRODUCTION

Successful, efficient and orderly Board meetings benefit everyone in the community. Manor owners ("Members") have the right to observe the open board meetings and are encouraged to attend, but meetings which are disorderly or too long can be discouraging.

These Rules inform both Director and non-Director as to what is expected of all attending Board meetings, and how meetings are conducted. The goal is orderly and efficient meetings, protection of Owners' right to observe productive deliberations, and enhancement of the governance and the membership experience in Third Laguna Hills Mutual ("Third").

### II. BOARD MEETINGS

#### A. Regular Board Meetings

Notice of the date, time and location of regular Board meetings will be provided by posting in the Clubhouse kiosks and the community center bulletin board and on the web site a minimum of four days before the meeting is to take place. Board meetings are open to all ~~Association-Mutual~~ Members to attend and observe. Non-Members may attend only at the discretion of the Board of Directors.

Normally, regular Board meetings are held in the morning on the third Tuesday of each month. However, four days posted advance notice is always given of all open Board meetings except in case of emergency. Regular Board meetings are normally held in the Board Room on the ground floor of the Community Center at 9:30 a.m.

#### B. Special Meeting or Altering Location, Date or Time

If a special Board meeting is called or if the location, date or time of a Board meeting is to be changed, all Members will be notified at least four days prior to the meeting by posting in the Clubhouse kiosks and on the web site. In an emergency, the President or any two Directors may call for a Board meeting on shorter notice.

#### C. Attendance

**Commented [WB1]:** Director Prince: reconsider not stated in bylaws:

Staff Response: Bylaws Section 6.5.1 Open meeting requirements states: Mutual member's (owners) shall be permitted to speak at open portion of the board meeting. This statement aligns with the bylaws.

The Board can remove and take a hard stance on not allowing non-members to attend and speak. This would not be advisable as instances occur where the Board might allow non-members to speak.

**Commented [WB2]:** Director Prince: Inconsistent with bylaws section 6.5.3 (no notice is required but agenda to be posted no later than 3:00pm proceeding Friday):

Staff Response: This section aligns with civil code requirements: Civil Code § 4920. Notice of Board Meetings. Civil Code § 4045. Providing General Delivery or Notice.

**Commented [WB3]:** Director Prince Bylaws section 6.5.6:

This statement addresses civil code requirements: Civil Code § 4920. Notice of Board Meetings. Civil Code § 4045. Providing General Delivery or Notice.

Members may attend Board meetings, but Executive Session meetings are closed. **A “Member” is not a tenant, guest, family, or legal counsel of the Member.**

**D. Agendas**

1. **Preparation.** Agendas are prepared by the President 1, in cooperation with management staff. At least one week prior to a Board meeting, the President will inquire if any Director requests inclusion of an agenda item. The Chair may also call a Board meeting for the purpose of setting the regular Board meeting agenda.
2. **Request for inclusion.** A Director may request an item be included in an agenda, by submitting the action requested and an explanation of the reason for the request. A Director requesting an agenda item is responsible to present that item to the Board with supporting information if the item is included in the agenda.
3. **Rejected agenda items.** The Chair with the assistance of Management Staff shall include a requested item in the agenda unless the item:
  - a) Has no suggested action;
  - b) Is redundant with an item already on the agenda or was addressed in a Board meeting in the previous three months;
  - c) Must be discussed in Executive Session;
  - d) Would make the agenda unduly lengthy (and so will be on the next agenda);
  - e) Is sent first to a committee for recommendation; or
  - f) Is, based on the advice of legal counsel, proposing action barred by law.
4. **Board request for agenda item.** Notwithstanding the foregoing, if an agenda item is requested in writing or by electronic mail by at least six Directors, the Chair shall include it in the Agenda for the open meeting or the Executive Session meeting, depending upon the item.
5. **Member Request for Agenda Item.**
  - a) A Member may request the President in advance that a topic be added to the agenda, but the President with the assistance of Staff will determine whether a requested topic will be included in the agenda.
  - b) A topic will also be added to the agenda if at least one week prior to the scheduled Board meeting, the Chief Executive Officer (CEO) or Staff receives a petition signed by at least twenty five different Members entitled to vote.
  - c) The requested agenda topic must still meet the standards of Rule II(D)(3) above.

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1 Any action to be taken by the President may be taken by the First Vice President or the next officer in order as stated in the By-laws if the President is unable to attend or participate.

- d) A Member who has requested an agenda item which is placed on the agenda ("Requesting Member"), may speak to the item during Open Forum, or at the election of the Chair, may present the topic to the Board immediately before the Board begins its deliberation of the item (assuming there is a Motion from the Board after the Requesting Member speaks). The Requesting Member may speak on the matter for up to five minutes. Only one person may be considered the "Requesting Member" for the purpose of addressing the Board. The Board may by motion give the Requesting Member more time to speak.
6. **Publication, agenda packets.** Agendas will be published at least four days prior to any non-emergency Board meeting. The Board will receive a board packet (also referred to as "agenda package"), prepared by management staff, at least four days prior to the meeting, and may be transmitted electronically upon request. To make the meeting more efficient, Directors should read the board packet prior to arriving at the meeting.
7. **No discussion of matters not disclosed on agenda.** The Board may not discuss subjects which are not on the agenda unless the matter is determined by a majority of the Board to involve an emergency, or unless the matter arose prior to the meeting but after the agenda was published and at least eight Directors concur that the matter requires immediate action.

**Sample agenda.** The following is a typical Agenda:

- a) Call meeting to order/Establish Quorum.
- b) Pledge of Allegiance
- c) Acknowledge Media
- d) Approval of Agenda
- e) Approval of Minutes
- f) Report of the Chair
- g) Open Forum (Three Minutes per Speaker)
- h) Responses to Open Forum Speakers
- i) CEO/COO Report
- j) Consent Calendar
- k) Unfinished business
- l) New Business
- m) Committee Reports
- n) GRF Committee Highlights
- o) Future Agenda Items

- p) **Director's Comments**
- q) Recess
- r) Adjournment

**Commented [WB4]:** Director Prince: Directors'

Staff Response: This is an standard practice for agenda's

**E. Committees: Reports, Meetings**

1. If the Bylaws provide for standing committees or if the Board from time to time establishes committees, committee reports may be submitted to the Board prior to the meeting for review. If the committee recommends any Board action, the report should also indicate the reasons it is recommended. If possible, the committee Chair or a ~~member~~Member of the committee should present the report.
2. A committee consisting of six or more Directors, or including at least six Directors in its roster, shall conduct its meetings in the same manner as a Board meeting, with agendas, minutes, Open Forum, and in compliance with all other requirements applicable to Board meetings.
3. A committee consisting of both Directors and non-Directors but which has less than six Directors may, but is not required to, conduct its meetings in the same manner as a Board meeting, but shall prepare and submit a report to the Board prior to the agenda publication, including any recommended action.
4. Any committee reports will be included in the board packets if they are timely submitted. Committee reports which do not contain a request for action will be noted in the minutes as "received."
5. A committee request for action shall be placed by the Chair or staff on the agenda, so long as it complies with Rule ~~D(3).~~
6. Directors, upon presentation of a committee report, may ask questions about the report, but may not deliberate about the report unless that subject was timely placed on the agenda for deliberation and possible action in that meeting.

**Commented [WB5]:** Director Prince preference change to D.3

Staff Response: committee approval on change

**F. Open Forum**

The Open Meeting Act, Civil Code §§4900-4950, provides that Board meetings are open to Members. A "meeting" under the law is "a congregation of a majority of the ~~member~~Members of the board at the same time and place to hear, discuss, or deliberate upon any item of business that is within the authority of the board." The Board thus may not exclude Members from attending, absent discipline imposed as provided herein. The only exception is for Executive Session as discussed further below.

1. **Time for Open Forum.** Open Forum will normally occur at the beginning of

the Board meeting. The agenda may also provide for a second Open Forum time at the end of the agenda. The Board may by motion re-open Open Forum on a specific agenda item, or reschedule Open Forum within the agenda.

2. **Member's Right to Speak.** Open Forum is a valuable and legally required portion of every open Board meeting. Open Forum is the opportunity for the Member to inform the Board of matters which may not be known.

- a) During Open Forum, a Member may speak to the Board on any topic not on the agenda. The purpose of Open Forum is to inform the Board of viewpoints or information of which the Board may not be aware regarding Third. Therefore, although a Member may use their time to speak upon any topic of interest to the Member, Members are advised that the Board may not be as attentive to comments on matters outside the Board's jurisdiction.
- b) At the time designated on the agenda for Open Forum, the Chair shall ask the Members present to raise their hand if they wish to speak in Open Forum or fill out a speaker card. In order to give all Members an opportunity to speak at meetings, and to control meeting length, each ~~member~~Member may speak for a maximum of three minutes. In the event more than ten Members indicate a desire to speak, the time limit per speaker shall be shortened to two minutes per speaker.
- c) Open Forum is the time for Members to speak and provide additional opinions and viewpoints to the Board, and is not a time for the Board to speak. Directors will listen and not respond or otherwise interrupt a speaker at Open Forum, so long as the speaker is within these Rules and time limits. A response, if any, by a Director or staff to an Open Forum remark or question shall be after the close of Open Forum. The Chair may appoint a Director or Staff-person as timekeeper.
- d) So long as the Open Forum comments comply with these Rules, neither staff, the Chair, nor other Director shall interrupt the speaker.
- e) The statements made by Members in Open Forum are not the position of ~~the Association~~Third, and Third takes no responsibility as to the content of Open Forum comments. At the beginning of Open Forum, the Chair shall remind all attending as to these Rules regarding Open Forum.

**Commented [WB6]:** Director Prince not consistent with current practice of filling out a comment card.

Staff Response: This is done in some committee settings.

3. **Open Forum During Agenda Item Discussions.**

- a) During the Board deliberations of a matter, and when the Chair at the Chair's sole discretion determines there has been sufficient discussion to inform the attendees in the audience of the issue, the Chair will inquire if any Members in the audience wish to speak to the motion at hand.
- b) If the Chair sees any hands raised indicating a desire to speak or fill out a speaker card, Open

**Commented [WB7]:** Director Prince not consistent with current practice

Staff Response: This is done in some committee settings and added fill out speaker card

Forum will be reopened on the issue, and the Members indicating a desire to speak to the topic may speak for up to three (3) minutes on the specific agenda item.

- c) Off-topic commentary will not be permitted, but so long as the speaker complies with the Rules, neither the Chair nor any Director will interject or otherwise interrupt during the speaker's remarks.
- d) The Chair in its sole discretion may reduce the time per speaker to two (2) minutes on an issue, if the Chair deems it necessary to insure that all who wish to speak have the opportunity to do so.
- e) A ~~member~~Member (or co-Owner of a Member) shall only speak once on a given agenda item.
- f) Once the Chair determines that all have spoken who wished to speak, or that no one has indicated a desire to speak, the Chair shall announce Open Forum is again closed, and the Board shall resume and conclude its deliberations on the item.

**Commented [WB8]:** Director Prince delete not consistent:

Staff Response this has been used in the past by previous boards/committees.

- 4. **Re-opening of Open Forum.** If an issue on the Agenda is deemed by the Board to require further Membership input, the Board may by majority vote re- open Open Forum, to allow Members to speak to the pending subject. If Open Forum is reopened, Members may speak for up to two minutes each. Upon completion of such Membership input, in compliance with Open Forum Rules, the Board will then close Open Forum and resume deliberating the subject.
- 5. **Member Observation of Deliberations.** Except for Open Forum, Members may not speak to the Board, and shall quietly observe Board deliberations except for those in Executive Session. Members do not vote or make motions at Board meetings, as only Directors vote at Board meetings. Applause, boos, or other audible response to Board deliberations or decisions is out of order.
- 6. **Addressing the Board During Open Forum.** When speaking, the Member will identify Member's name and Manor, and will stand at the speaker's podium if physically able to stand, and will address the Board, not the audience.

**G. Meeting Conduct**

Directors, Members and anyone else permitted to attend the meeting will conduct themselves in a reasonable manner. The following conduct is strictly prohibited:

- 1. Profane or obscene language;
- 2. Slurs involving race, religion, ethnicity, gender, sexual orientation, gender identity, or age;
- 3. Shouting or yelling;

4. Physical threats, including non-verbal communications such as gestures or using body language in such a way as to intimidate;
5. Pounding on table or throwing items; and
6. All other unreasonable and disruptive behavior which does not allow Members to peacefully observe the proceedings, or which otherwise impedes the ability of the Board to peacefully conduct its deliberations and the Members to peacefully observe those deliberations.

Directors will also refrain from making comments which:

7. Divulge information from closed sessions;
8. Divulge attorney client privileged confidential advice; or
9. Maliciously malign any person, business or entity.

To create a positive atmosphere, all persons present will be seated (unless some handicap exists by which they cannot be seated) and will remain seated at all times when others are speaking, except when standing in line to speak for their turn in Open Forum. Neither Directors nor anyone addressing the Board will be allowed to speak while standing or hovering over someone else. All in attendance must behave in a professional and orderly manner. Directors shall refrain from interrupting each other or from making audible "sidebar" remarks while a fellow Director is speaking. Directors shall keep their microphones off except when they are addressing the Board.

#### H. **Violation of Rules**

Anyone (Member or Director) violating these Rules during a meeting may be:

1. First warned by the Chair,
  2. Then warned by majority vote of the Board, and
  3. Then by majority vote of the Board asked to leave the meeting.
4. In the event a person refuses to leave after the Board votes to eject the individual, the meeting shall be recessed until such time as security and/or law enforcement can be summoned to assist or until the person voluntarily leaves.

The Board may schedule a disciplinary hearing to determine whether a Member will as a result of violation of these Rules be suspended from attending one or more future Board meetings as well as any other appropriate disciplinary measures.

A non-Member who is permitted to attend but disrupts a Board meeting may be ejected upon majority Board vote without warning.

#### I. **Parliamentary Procedure**

Meetings will generally follow "Robert's Rules of Order." In brief, there should be no discussion on an item unless and until motion is made and there is a second to the motion. A motion is a proposal that the Board takes a stand or takes action

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**Commented [WB9]:** Director Prince reconsider bylaws silent on non-members:

Staff Response: Bylaws 6.5.1 states "...meetings of board of board of directors shall be open to all mutual members (owners)."

This rule give the chair authority on how to address non-members in attendance of the meetings.



on some issue. Only Directors can make motions.

The Resolution or motion recommended by a Committee report shall be considered as a motion and need not have a second for discussion to commence, so long as the recommendation has been stated on the agenda at least four days in advance of the meeting, absent emergency.

The Chair, normally the President, may call for a motion or, if temporarily passing the gavel, may make a motion. If there is no second to a motion, the issue is dropped. If a motion receives a second, then the Chair will ask for debate and discussion. Fair play, courtesy and cooperative behavior is preferred over strict compliance with Robert's Rules.

**J. Recording of meetings: Minutes**

The proceedings of Board meetings shall not be electronically recorded, except by "Village TV". Any other recording devices (audio, video or photographic) at Board or committee meetings are forbidden. The proceedings of such meetings shall be recorded in the minutes of the meeting. Minutes of Board meetings are prepared by the Secretary or, if the Board directs, by a Recording Secretary who need not be a Director. Minutes shall record actions taken, but shall not record commentary or statements by Directors, or comments during Open Forum.

**Commented [WB10]:** Director Prince revise? Minutes of June 21, Open Board meeting reflects comments during open session forum and Directors response are reflected:

Staff Response: staff will need to speak with management to confirm is SOP has changed

**K. Board Deliberations**

1. Directors will deliberate topics only when on an agenda, except for emergency matters, and when a motion has been made and seconded by a Director, except for Committee recommendations, which do not require a motion or second. Unless a Director is only asking a question, Directors will indicate at the beginning of their remarks if they speak for or against the pending motion.
2. Generally, the motion initiating discussion should be made by the Director requesting the item to be placed on the agenda.
3. Directors shall:
  - a) Cooperate to keep their remarks on the topic of a motion,
  - b) Speak to each other,
  - c) Not address the live audience or the television audience, and
  - d) Avoid repetition of points already made, or repeating their own previous remarks on a motion.
4. If a Director violates the standards set forth in these Rules, the Chair may remind the Director of the standard being violated, and will then request the Director to bring their comments into compliance. In the event a Director continues to violate these Rules, the Board may proceed pursuant to subpart II(H) herein.
5. Motions may be amended in at least two ways:
  - a) A motion, after receiving a second, may be amended by a motion, which motion must also receive a second and a majority vote.

**Commented [WB11]:** Director Prince no clear:

Staff Response: Board cannot take action on items not listed on the agenda. If a director wishes to add an agenda item this states the process.

**Commented [WB12]:** Director Prince Not current practice:

Staff Response: The chair and staff person are to enforce this rule

**Commented [WB13]:** Director Prince preference change

Staff Response: will need confirmation from committee for format change.

- b) A motion may also be amended by a “friendly amendment” in which the author of the original motion consents to a proposed amendment to the motion. If the second also consents, the motion is amended and deliberations continue on the motion as amended.

**L. Board Comments During Meetings**

1. The comments of Directors, staff, or Mutual consultants during Board or Committee Meetings are not comments of the Mutual, and only the speaker's opinions.
2. The position of the Mutual is only that expressed in Motions or Resolutions which are adopted by the Board of Directors.
3. The Chair of any Board or Committee Open Meeting shall make an announcement at the beginning of the Board or Committee meeting which recites the first two sentences of this section verbatim.

**Commented [WB14]:** Director Prince current practice does not include this

Director Response: This was followed by pervious boards

**M. Chair**

1. The Chair shall be the President of Third, if present at the meeting, unless the Chair passes the gavel temporarily to the First Vice President. If the First Vice President is unavailable, then the Second Vice President may serve as Chair. If neither the President, First or Second Vice President are in attendance, then the Secretary or Treasurer may serve as Chair.
2. The Chair may discuss and vote on any motion, unless the Chair recuses itself.
3. If the Chair wishes to make a motion, the Chair shall pass the gavel to the First Vice President or next Officer in succession until deliberation of the motion is concluded by a vote on the motion.
4. The Chair shall be entrusted with the orderly progress of the Board's deliberations. In the event the Chair perceives that deliberations have ceased to move the discussion forward (either because unanimity already exists; debate has become repetitive or otherwise unduly lengthy; positions on a motion have become clear; or because the Board is not ready to decide on the matter), the Chair shall call for a motion to close debate, or a motion to table the matter.
5. The relationship between the Board and Chair should be one of mutual respect. The Board should give respect and deference to the Chair's leadership in moving deliberations forward, while the Chair should give respect and not request a conclusion to deliberations of a matter if the Board majority wishes to continue deliberation of a topic.
6. Any Director also may move the previous question, which is not debatable, and requires a two-thirds vote to conclude deliberations so that the matter being deliberated may be voted upon.

**III. EXECUTIVE SESSION**

**A. Purpose of Executive Session**

Executive Session meetings allow the Board of Directors to address issues of sensitive nature, which may involve attorney client privilege or other privacy rights. It is important that all information discussed and disclosed at these sessions remain private.

The Board may meet in Executive Session only on the following subjects:

1. Litigation or threatened litigation.
2. Contract negotiations.
3. Member disciplinary hearings (i.e.: imposing fines or other penalties).
4. **Hearings on Mutual reimbursement claims against a Member**
5. Member's proposal of a payment plan for delinquent assessments.
6. **Voting on the decision to foreclose upon an assessment lien.**
7. Personnel issues.

Subsequent Board minutes will contain a general note of the actions taken.

**Commented [WB15]:** Director Prince civil code section 4935:

Staff Response: A type of member disciplinary matter

**Commented [WB16]:** Director Prince civil code section 4935:

Staff Response: A type of member disciplinary matter

**B. Confidentiality Agreement**

To protect Third and its Members, each Director shall annually sign a confidentiality agreement before attending and participating in Executive Session meetings. A Director who refuses to do so will not be permitted to attend Executive Session meetings, and legal counsel will not copy that Director on confidential communications, **nor** participate in legal advice discussions with that Director present.

**Commented [WB17]:** Director Prince change to 'or'

Staff Response: 'nor' is correct as in addition to the director not having legal communication a director cannot be included in discussion as well.

The Confidentiality Agreement shall state substantially as follows:

"I, \_\_\_\_\_(Name), after having been duly elected or appointed as a Director of Third Laguna Hills Mutual, do hereby agree that all information which is disclosed by or to me, orally or in writing, and all discussions held at an Executive Session Meeting of the Board and all attorney advice shall be kept confidential and shall remain confidential, even after I am no longer a Director. I understand that this means that anything I say, hear or see at an Executive Session Meeting may not be discussed with anyone outside of Executive Session.

I further understand that if I do not sign this Confidentiality Agreement or do not honor this Agreement, I will not be permitted to participate in or attend Executive Session Meetings or to receive confidential attorney-client communications. I further understand that I will be held responsible for any damages which result to the Mutual or its individual Members if I violate this agreement."

**C. Procedure for Setting**

The notice for a meeting which is solely an Executive Session meeting must be **posted** two days in advance, unless it is an emergency Executive Session meeting.

**Commented [WB18]:** Director Prince posted where?

Staff Response: Same as the open session areas; Same process as above: "posting in the Clubhouse kiosks and the community center bulletin board and on the web site "

The notice should state that the only item of business to come before the Board will be held in Executive Session and that no issues will be discussed in open session.

**D. Agenda Packets**

Due to the sensitive nature of the subjects discussed in closed session, Directors will return their Executive Session agenda packets to management staff immediately upon adjournment of the meeting, or when they depart from the meeting, whichever occurs first. The Secretary, Treasurer and Committee Chair and Co-chair may retain the agenda packet. Executive session agenda packets will not be distributed to Directors in electronic form.

**IV. CLOSED SESSION HEARINGS**

The Mutual conducts its disciplinary hearings and reimbursement claim hearings in closed session. The following rules are to inform both ~~member~~Member(s) and Directors regarding how these hearings are conducted.

**A. Notification**

If the Mutual is considering discipline or pursuing a reimbursement claim against a Member, it will first provide written notification to the Member, of a hearing to be held by the Board to consider the matter, at least ten days after the date the notification is sent to the Member. The notification will inform the Member the nature of the alleged violation or reimbursement claim.

**B. Attendance**

A Member being considered for discipline or a reimbursement claim may attend the hearing to address the Board regarding whether the Board should impose discipline or pursue reimbursement. ~~The Member may bring written witness(es) statements. The Member may not bring legal counsel. The Member being~~ considered for discipline or reimbursement claim may not observe the Board's deliberation of the matter. A ~~member~~Member may provide a written statement as a substitute for personally appearing at the hearing.

A complaining ~~member~~Member may provide a written statement to the Board. The complaining ~~member~~Member will not be permitted to hear the Board's deliberation or the presentation by the ~~Member~~Member being considered for discipline.

**C. Addressing the Board**

A ~~Member~~Member being considered for discipline or reimbursement claim may speak to the Board for a maximum of five minutes of uninterrupted time. Then the Board will have five minutes to ask questions for a total of 10 minutes. If a Member brings supporting documentation, it is suggested the ~~member~~Member

**Commented [WB19]:** Director Prince is this still accurate:  
Staff Response: this is still current

**Commented [WB20]:** Director Prince is this still accurate:  
Staff Response: Held at the discretion of the Committee/Board.

bring one copy for staff, one copy for Mutual legal counsel, and 11 copies for the Board. If a ~~member~~Member brings supporting witnesses, an additional five minutes can be added to the ~~member~~Member's time.

Members addressing the Board should be prepared and organized for the hearing, to maximize their allotted time.

D. The Board's Decision

The Board will notify the Member being considered for discipline or reimbursement claim within fifteen (15) days of the hearing. The Board will not notify other Members of the Board's decision, which shall remain confidential.





## **Social Media Use Policy**

### **Resolution 03-21-19; Adopted March 16, 2021**

#### **I. Purpose**

The Board of Directors (the “Board”) of Third Laguna Hills Mutual (the “Association and/or Mutual”) has adopted the following Social Media Use Policy (the “Policy”) to provide guidance and expectations regarding the use of social media relating to issues involving the Mutual by members of the Board, any Mutual committee member, volunteers, or other persons otherwise currently acting or serving in some representative capacity for the Mutual, or serving in such role in the past.

#### **II. Background**

While the widespread adoption of social media, and its use by members and residents of the Mutual allows for members and residents to communicate regarding Mutual-related matters and to share information quickly and easily with other Mutual members and residents, it also presents unique challenges to the Mutual’s representatives on the Board and various committees who are also residents.

As representatives of the Mutual, Board members and committee members, as well as other volunteers, when communicating with other residents and members outside of official meetings about Mutual business, may inadvertently give the impression to others that they speak in an official capacity as a representative of the Mutual and thus speak for the Mutual. Even if such representatives state that they are communicating in an “unofficial capacity”, by virtue of their position, they inherently convey that they speak with authority and/or from knowledge that may not be publicly known, and their statements and opinions may thus carry more weight than those of other residents due to their position on the Board or a committee. In other words—a representative of the Mutual serving on the Board or on a committee cannot simply change hats when it suits them, and during the entire term of their position as a representative of the Mutual, their actions reflect on the Mutual itself. As such, all representatives of the Mutual are expected to conduct themselves in a manner appropriate to such position and which will not reflect poorly on the Mutual or expose the Association to undue risk or potential liability.

With regard to social media in particular—which includes, without limitation, such platforms as Nextdoor, Facebook, Twitter, Youtube, Instagram, Gab, Parler, Reddit, and TikTok among others—representatives of the Mutual may wish to communicate with other members and residents regarding certain Mutual-related information, or to respond to and/or clarify information being circulated that may be incorrect or reflect poorly on such individual, the Board or a particular committee, or the Mutual and its staff. However, in doing so, such person may convey non-public/confidential information and/or

communicate in such a way that implies that person speaks as a representative of the Mutual with the authority of the Mutual, which could have potentially significant legal consequences for the Mutual.

### **III. Guidelines for Social Media Use by Mutual Representatives**

Given the potential risk of legal liability for the Mutual, the potential for representatives to tarnish the Mutual's reputation through inappropriate actions, words, and/or behavior, and the requirements of the Davis-Stirling Common Interest Development Act that official Mutual business only be conducted at officially-noticed meetings, the following guidelines shall be applicable to all persons serving in a representative capacity for the Mutual, including without limitation, members of the Board, members of any committee, and official volunteers, such as, without limitation, advisors, and other such persons who have access to nonpublic knowledge relating to the Mutual's business.

- A. All Mutual representatives are expected to exercise personal responsibility whenever they use social media in any capacity, even in a personal capacity not related to the Mutual.
- B. Mutual representatives shall not post any content on any social media platform relating to official Mutual business, actions taken by the Mutual, or otherwise relating to Mutual issues under the purview of the Mutual's corporate powers and duties.
- C. Mutual representatives shall not post any content on any social media platform relating to Mutual staff and the performance of any staff member's duties on behalf of the Mutual, or to the performance of other representatives of the Mutual including Board members, committee members, or volunteers. Mutual representatives are expected to address any concerns with staff or other representatives through official channels of communication and in a constructive manner keeping in mind their obligation to act in the best interests of the Mutual.
- D. Mutual members shall not respond to any posting on social media by *other* persons relating to official Mutual business, actions taken by the Mutual, or otherwise relating to Mutual issues under the purview of the Mutual's corporate powers and duties, including both written comments or statements, sharing or re-posting, "liking," or otherwise reacting to such content. This includes responding to content specifically targeting or referring to such representative and the performance of their duties as a representative of the Mutual.
- E. Postings on any social media platforms that a representative believes in good faith warrants a response by the Mutual due to such posting being defamatory, containing objectively false information, or otherwise, should be brought to the attention of the Board as soon as practicable so that the Board or an executive committee thereof may determine whether an official response is warranted and to prepare an official response on behalf of the Mutual with the assistance of legal



counsel, as may be appropriate. In the alternative, the Board or executive committee may approve a response for the individual representative to post that protects the Mutual and such representative.

- F. Any posting or response to any posting on any social media platform by the Mutual or a representative of the Mutual responding in their official capacity with the prior written approval of the Board shall clearly indicate that the posting is a communication approved by the Board and that any issues or concerns with the Mutual or its representatives should be sent directly to the Board or staff for the Board to address in an official meeting.

#### **IV. Guidelines for Social Media Use by Former Mutual Representatives**

While persons who have previously served as representatives of the Mutual, but who no longer serve in such capacity, shall not be subject to the same guidelines as those currently serving in a representative capacity for the Mutual, such persons and their actions do still, in some respects, reflect on the Mutual. Further, such former representatives, including without limitation, prior members of the Board, members of any committee, and official volunteers, may have had, through such position, access to nonpublic knowledge relating to the Mutual's business. Given the foregoing, the following guidelines and expectations for such former representatives shall apply.

- A. Former Mutual representatives shall not post any content on any social media platform relating to official Mutual business, actions taken by the Mutual, or otherwise relating to Mutual issues under the purview of the Mutual's corporate powers and duties that involves nonpublic and/or confidential information that such former representative had access to by means of their prior position, as the duty to maintain confidentiality extends beyond the term of any position or representative relationship of such person on behalf of the Mutual.
- B. Former Mutual representatives shall not hold themselves out on any social media platform as currently representing the Mutual in any capacity.
- C. Former Mutual representatives are still expected to exercise personal responsibility whenever they use social media in any capacity, due to their prior affiliation with the Mutual, and to not engage in behaviors on social media directed toward current Mutual representatives, including without limitation, the Board or Mutual staff, that may constitute a nuisance.

#### **V. Violations of Policy**

Mutual representatives, including members of the Board, members of any committee, and official volunteers, who violate the guidelines in this Policy are deemed to be acting outside the course and scope of their authority as representatives of the Mutual. Any representative in violation of this Policy may be subject to immediate disciplinary action, including, but not limited to: (i) censure, (ii) removal from committees, (iii) removal as an

officer of the Board, (iv) request for resignation from the Board or committee, as may be applicable, and (v) removal from any volunteer position or capacity and suspension from acting in any future volunteer capacity. Depending on the circumstances of the violation, a representative in violation of this Policy may also be subject to disciplinary action in accordance with the Mutual's governing documents.

Prior to taking any of the actions described above, the Board shall review the evidence of violation, endeavor to meet with the representative member who allegedly is in violation, and confer with the Mutual's legal counsel. The Board shall meet with the director/committee member in executive session prior to imposing disciplinary action against that person; provided, however, that such person may be suspended from an officer, committee, or volunteer position pending the outcome of a hearing. Notwithstanding the foregoing, in cases of extreme or egregious violations, the Board may remove a person from an officer, committee, or volunteer position without a hearing in accordance with its authority pursuant to the Mutual's governing documents.

Former Mutual representatives found to be in violation of this Policy, depending on the circumstances of the violation, may also be subject to disciplinary or enforcement action in accordance with the Mutual's governing documents



**Barbeque Rules & Regulations**  
**Resolution 03-21-18; Adopted March 16, 2021**

**I. Purpose**

The purpose of this document is to define the policies of Third Laguna Hills Mutual (“Third”) regarding the use of Barbeque Grills.

**II. Definitions**

For the purposes of this policy:

- a. Barbeque Grills are devices that cook food by applying heat from below. There are three categories of grills common for residential use:
  - Gas-fueled grills typically use LPG (propane or butane) or natural gas as a fuel source and are known as an “open flame” source.
  - Charcoal grills are prohibited.
  - Electric grills typically use an electric element to supply a constant heat source with no open flames.
- b. Common Area means the area which is available for use by more than one person.
- c. Community Rules are defined as the Articles of Incorporation, Bylaws, the recorded Covenants, Conditions, and Restrictions (CC&Rs); and any rules and regulations adopted by Third.
- d. Any reference to the “Governing Documents” shall, for purposes of this Policy, be deemed a reference to the Community Rules set forth in this definition.
- e. Enclosed Area is defined as an area closed in by roof and contiguous walls or windows, connecting floor to ceiling with appropriate opening for ingress and egress.
- f. Member is defined as any person entitled to membership in Third.
- g. Multi Story-Unit Residential Facility means a building or portion thereof that contains more than one story of dwelling units.
- h. Private residence is defined as that portion of any Condominium which is not owned in common with other owners.
- i. Combustible material includes materials made of or surfaced with wood, plastic compressed paper or other material that will ignite and burn. These materials shall be considered as combustible even though flameproofed, fire-retardant treated.

**III. General Rules for all Barbeque**

- a. Hot Barbeque units may be left in place where used until cool.
- b. Barbeque units must be used and stored so as not to block walkways.
- c. Barbeque procedures must not cause excessive smoke or offensive odor or be a nuisance to neighboring residents.
- d. Open flame grills are prohibited in multi-story buildings. Only electric grills are permitted in multi-storied buildings.

- e. Members with open fire barbeques will be allowed to retain their barbeques however, at time of replacement the new grill must adhere to the rules.

#### **IV. Rules specific to “open flame” Barbeque units (gas, LPG, propane)**

- a. Active open flame units (gas, LPG, propane) must be located at least 10 feet from combustible material as defined above.
- b. Active open flame units must not be located under roof eaves, combustible patio covers or similar overhead coverings.
- c. Active open flame units (gas, LPG, propane) may not be used in an Enclosed Area.
- d. Any cooking device tanks shall contain no more than 15 pounds net weight of propane.

#### **V. Safety Tips**

- a. Follow the manufacture instructions.
- b. Fasten the propane, or LPG, tank securely to the grill assembly.
- c. Place your grill on a solid and level surface to prevent accidental overturn.
- d. Ignite gas grills with the top open.
- e. If ignition of a gas grill does not occur immediately, or the flame goes out, turn the gas off and wait at least 5 minutes before attempting ignition. This includes safety tip v.
- f. Supervise the grill when in use and keep everyone away, including pets.
- g. Use long-handled tools especially made for cooking on the grill
- h. Do not wear a loose apron or loose clothing while grilling,
- i. Thoroughly clean grill after each use to help avoid grease fires.
- j. Keep a fire extinguisher nearby.
- k. Always use and store cylinders outdoors in an upright (vertical) position unless the Bar-B-Que manufacturer has designed the system otherwise.
- l. Leak test all gas connections with soap solution at least once each year and the tank connection every time a cylinder is replaced.
- m. Close the gas tank valve when finished Bar-B-Queuing if so equipped.
- n. Be sure any extension cords used with an electric grill are rated for the power (current) stated by the Bar-B-Que manufacturer and rated for outdoor use.
- o. Be sure to locate power cords so as not to be a trip hazard.

#### **VI. Enforcement**

Third is authorized to take disciplinary action against a Member found to be in violation of these Barbeques Rules and Regulations. When a violation occurs, the Board is obligated to evaluate and impose certain appropriate, member-discipline as set forth in the governing documents. The Board of Directors has the authority to impose monetary fines, suspend Member privileges, and/or bring forth legal action.

The Member is entirely responsible for ensuring that the rules, regulations, and policies are followed by anyone they allow into the community. This includes any Co-occupant, lessee, guest, care provider, vendor, invitee or contractor.

A complaint may be registered with the Compliance Department by calling 949-268-CALL or [compliance@vmsinc.org](mailto:compliance@vmsinc.org) or by calling the Security Department at 949-580-1400.