



**REGULAR OPEN MEETING OF THE UNITED LAGUNA WOODS MUTUAL BOARD
OF DIRECTORS A CALIFORNIA NON-PROFIT MUTUAL BENEFIT CORPORATION**

Tuesday, June 9, 2020- 9:30 a.m.

VIRTUAL MEETING

**Laguna Woods Village Community Center, 24351 El Toro Road,
Laguna Woods, California**

NOTICE OF MEETING AND AGENDA

- 1. Call to Order / Establish Quorum – Sue Margolis, President**
- 2. Acknowledge Media**
- 3. Approval of Agenda**
- 4. Approval of the Meeting Minutes**
 - a. May 12, 2020 – Regular Open Session
 - b. May 28, 2020 – Agenda Prep Meeting
- 5. Report of Chair**
- 6. Open Forum (Three Minutes per Speaker) - *At this time Members may address the Board of Directors regarding items not on the agenda and within the jurisdiction of this Board of Directors. The Board reserves the right to limit the total amount of time allotted for the Open Forum. Member should call (949) 268-2020 or email meeting@vmsinc.org to request to speak.***
- 7. Responses to Open Forum Speakers**
 - a. Director Ardani – May 12, 2020 Meeting Open Forum Speakers
- 8. Update from VMS – Director Rupert**
- 9. CEO Report**
- 10. Consent Calendar – *All matters listed under the Consent Calendar are recommended for action by committees and will be enacted by the Board by one***

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motion. In the event that an item is removed from the Consent Calendar by Members of the Board, such item(s) shall be the subject of further discussion and action by the Board.

a. 2020 Election Schedule, Annual Meeting of Mutual Members, and Inspector of Election Services

b. Approve a Resolution to Revise Committee Appointments

c. **Recommendation from the Finance Committee:**

Consistent with its statutory obligations under Civil Code §5501, a subcommittee of the Board consisting of the Treasurer and at least one other Board member reviewed the United Laguna Woods Mutual preliminary financials for the month of April 2020, and such review is hereby ratified.

11. Unfinished Business

a. Entertain a Motion to Adopt the Membership and Election Vote Policy (**May Initial Notification--28-day notification for Member Review and Comment to Comply with Civil Code §4360 has been satisfied**)

b. Entertain a Motion to Adopt the Appeal Policy (**May Initial Notification--28-day notification for Member Review and Comment to Comply with Civil Code §4360 has been satisfied**)

12. New Business -- None

13. Committee Reports

a. Report of the Finance Committee / Financial Report – Director Gilmore. The Committee met on May 26, 2020; next meeting June 30, 2020, 1:30 p.m. as a virtual meeting.

- 1) Treasurer's Report
- 2) United Finance Committee Report
- 3) Resales/Leasing Reports

b. Report of the Architectural Control and Standards Committee – Director Bastani. The Committee met on February 20, 2020; next meeting TBA.

c. Report of the Communications Committee – Director Skillman. Next meeting TBA

d. Report of Member Hearings Committee – Director Liberatore. The Committee met on February 27, 2020; next meeting June 25, 2020 at 9 a.m. as a virtual meeting.

- e. Report of the Governing Documents Review Committee – Director Torng. The Committee met on May 21, 2020; next meeting June 18, 2020, 1:30 p.m. as a virtual meeting.
- f. Report of the Landscape Committee – Director Armendariz. The Committee met on February 13, 2020; next meeting June 11, 2020 at 9:30 a.m. as a virtual meeting.
- g. Report of the Maintenance & Construction Committee – Director Randazzo. The Committee met on May 15, 2020; next meeting June 24, 2020 9:00 a.m. as a virtual meeting.
- h. Report of the Resident Advisory Committee – Director Ardani. The Committee met on March 12, 2020; next meeting TBA.

14. GRF Committee Highlights

- a. Report of the Finance Committee – Director Gilmore. The Committee met in April 22, 2020; next meeting, June 24, 2020, 1:30 p.m. as a virtual meeting.
- b. Report of the Community Activities Committee – Director Skillman. The Committee met on May 14, 2020; next meeting June 11, 2020, 1:30 p.m. as a virtual meeting.
- c. Report of the Landscape Committee – Director Armendariz. The Committee met on February 12, 2020; next meeting TBA.
- d. Report of the Maintenance & Construction Committee – Director Randazzo. The Committee met in closed session on April 8, 2020; next meeting June 10, 2020, 9:30 a.m. location TBA.
- e. Report of the Media and Communication Committee – Director Skillman. The Committee met on May 18, 2020; next meeting June 15, 2020, 1:30 p.m. as a virtual meeting.
- f. Report of the Mobility and Vehicles Committee – Director Addington. The Committee met on February 5, 2020; next meeting, August 5, 2020, 1:30 p.m. location TBA.
- g. Report of the Security and Community Access Committee – Director Ardani. The Committee met on February 24, 2020; next meeting August 24, 2020 1:30 p.m. location TBA.
- h. Laguna Woods Village Traffic Hearings – Director Addington. The Hearings were held on February 19, 2020; next hearings will be held June 17, 2020 at 9 a.m. location TBA.

- j. Report of the Disaster Preparedness Task Force – Director Achrekar. The Task Force met on January 28, 2020; next meeting July 28, 2020 at 9:30 a.m. location TBA.

15. Future Agenda Items – *All matters listed under Future Agenda Items are Resolutions on 28-day public review or items for a 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.*

- a. Orange County Mosquito and Vector Control District Presentation

16. Directors' Comments

17. Recess - *At this time the Meeting will recess for lunch and reconvene to Executive Session to discuss the following matters per California Civil Code §4935.*

CLOSED SESSION NOTICE AND AGENDA

Approval of Agenda

Approval of the Following Meeting Minutes;

(a) May 12, 2020—Regular Closed Meeting

Discuss and Consider Member Matters

Discuss Personnel Matters

Discuss and Consider Contractual Matters

Discuss and Consider Litigation Matters

18. Adjourn



**MINUTES OF THE OPEN MEETING OF THE
BOARD OF DIRECTORS OF UNITED LAGUNA WOODS MUTUAL
A CALIFORNIA NON-PROFIT MUTUAL BENEFIT CORPORATION**

**Tuesday, May 12, 2020, 9:30 a.m.
Virtual Meeting
24351 El Toro Road, Laguna Woods, California**

Directors Present: Sue Margolis, Carl Randazzo, Andre Torng, Juanita Skillman, Elsie Addington, Cash Achrekar, Neda Ardani, Manuel Armendariz, Reza Bastani, Brian Gilmore, and Anthony Liberatore (arrived late)

Directors Absent: None

Staff Present: Jeff Parker, CEO; Siobhan Foster, COO; Carlos Rojas, Becky Jackson, Grant Schultz and Cheryl Silva

Others Present: VMS: Dorothy Pacella

1. Call Meeting to Order/Establish Quorum

President Margolis called the meeting to order at 9:31 a.m. and acknowledged that a quorum was present.

2. Acknowledge Media

The Village Television Camera Crew, by way of remote cameras, was acknowledged as present.

3. Approval of Agenda

Director Armendariz made a motion to approve the agenda. Director Achrekar seconded the motion and the agenda was approved unanimously.

4. Approval of Minutes

- a. April 14, 2020—Regular Open Session

Director Randazzo made a motion to approve the minutes of April 14, 2020, Regular Open Session as presented. The motion was seconded by Director Achrekar.

Discussion ensued among the directors.

President Margolis called for the vote and the amended minutes were approved without objection.

5. Report of the Chair

President Margolis commented about the Governor guideline to re-open Laguna Woods Village and how we can comply with the guidelines. She welcomes suggestions from the residents.

6. Open Forum

Members made comments regarding the following:

- A Member commented about the operating losses;
- A Member requested that a dirt path near her manor be paved;
- A Member commented stolen property in the carports;
- A Member commented.

7. Responses to Open Forum Speakers

Directors responded to Member comments:

- Jeff Parker-CEO commented about paving the path and stolen property;
- Director Achrekar commented about adding cameras in the carports;
- Director Randazzo commented about the problem of adding cameras and enclosing carports and adding garage doors;
- Director Liberatore asked about Coronavirus testing;
- Jeff Parker-CEO commented there is very little testing being done in Orange County;
- Director Torng asked for a cost analysis on enclosing the carports and adding garage doors;

Director Ardani gave a report of the member comments from April 2020:

- Four residents commented during the open meeting;
- All essential VMS employees are required to wear face mask and gloves, maintain 6 feet distancing from residents, comply with the Orange County guidelines;
- Inspection of the area were conducted and no non-essential work was found;
- In March a letter to the community was sent from the CEO regarding proration of assessments and none will be done at this time;
- Review of 2020 business plan continues. United Mutual is looing at analyzing the budget on May 27, 2020.

8. Update from VMS – Director Pacella gave an update from the VMS Board. She updated the Board on Key Performance Indicators (KPI's). She reported on the KPI results from the first quarter of the year. Customer service survey is given to residents after work is completed.

9. CEO Report

CEO Jeff Parker and COO Siobhan Foster reported on the following subjects:

- The Golf Course and Driving Range reopened on May 11th
- The Tennis Center will reopen on Monday, May 18th;
- We hope to open up more activities in accordance with the State of California guidelines;
- The County of Orange has not provided COVID-19 testing to the general public;
- Update that the numbers of individuals with COVID-19 are very low in the

Community. Staff is continuing to monitor the situation as business begin to reopen. Laguna Woods Village only has eight cases of COVID-19 reported. Staff is working with the Orange County Health Care Agency. Residents can check the Orange County Health Care Agency for updated information on COVID-19;

- Virtual Recreation Resources are now available online through the Laguna Woods website;
- Mobile RFID tags for new vehicles are issued by Resident Services by appointment only;
- Maintenance for emergency backup generator will happen on May 18, 2020;
- Reminder to participate in the 2020 Census either online, or by phone; census;
- Director Skillman commented that books and newspapers are available in front of the library. Please be considerate of other residents when you check out books, newspaper and puzzles;
- Director Bastani asked when Table Tennis will be opened. Jeff Parker-CEO commented that table tennis is not open at this time and this activity will be reviewed.
- Director Achrekar commented that the CEO & COO are doing an excellent job during these difficult times. He commented about HEPA filters.

10. Consent Calendar

10a. Recommendation from the Finance Committee:

Consistent with its statutory obligations under Civil Code §5501, a subcommittee of the Board consisting of the Treasurer and at least one other Board member reviewed the United Laguna Woods Mutual preliminary financials for the month of March 2020, and such review is hereby ratified.

Director Torng made a motion to approve the Consent Calendar as presented. The motion was seconded by Director Ardani.

Discussion ensued among the directors.

President Margolis called for a roll-call vote on the Consent Calendar and the motion passed by a vote of 10-1-0 (Director Armendariz opposed).

11. Unfinished Business--none

12. New Business

12a. Entertain a Motion to Introduce the Membership and Election Vote Policy

Director Skillman gave a synopsis of the following resolution:

RESOLUTION 01-20-XXX
MEMBERSHIP ELECTION & VOTING POLICY

WHEREAS, Senate Bill 323 also known as the new election laws has amended sections of California Civil Code § 5100, 5110, 5115, 5125, 5145 and 5200 and added section 5910.1 relating to common interest developments; and

WHEREAS, the Board recognized that need to amend the Election Rules to align with the current California Civil Code;

NOW THEREFORE BE IT RESOLVED; [date], 2020, that the Board of Directors of this Corporation hereby approves the amended Election Rules, as attached to the official minutes of this meeting and renames it the Membership Election & Voting Policy; and

RESOLVED FURTHER, that Resolution 01-15-33 adopted March 10, 2015 is hereby superseded in its entirety and cancelled;

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.

Director Skillman made a motion to introduce the membership and election vote policy for 28-day review. The motion was seconded by Director Addington.

Discussion ensued among the Directors.

President Margolis called for the vote by roll call and the motion passed without objection.

12b. Entertain a Motion to Introduce the Appeal Policy

Director Tornig gave a synopsis of the following resolution:

RESOLUTION 01-20-XXX
APPEAL POLICY

WHEREAS, United Laguna Woods Mutual's ("United") Governing Documents require a Member to seek approval from the Board of Directors ("Board") on various matters of Corporate business by way of the Committee structure for review of a question that may/will ultimately be determined by the Board;

WHEREAS, while decisions made by various Committees or Management may be subject to appeal by an Member to a Committee or to the Board of Directors as may be permitted by the Governing Documents, certain decisions on United matters, including without limitation, architectural requests, landscape requests, variance requests and disciplinary matters, may be heard directly by the Board for its decision;

WHEREAS, Civil Code Section §4765 provides that decisions made by the Board or of a committee having the same composition as the Board relating to a Member's architectural and/or landscape request that occur in an Open Session Board meeting in compliance with the requirements of Civil Code §4900 et seq. (the Open Meeting Act) may be final, without the right of an Member to appeal said decision;

WHEREAS, committee decisions regarding disciplinary/confidential matters that are made in Executive Session meetings are subject to appeal to the United Board by the Member in accordance with United's Governing Documents;

NOW THEREFORE BE IT RESOLVED; [date], that the Board of Directors of this Corporation hereby establishes and adopts the attached Appeal Policy pertaining to the rights of Members to appeal decisions of Committees of the Board and, as applicable, by the Board regarding certain Corporate business, for this Corporation;

Notwithstanding the foregoing, if new information is brought to the Board's attention relating to a matter previously decided by the Board, the Board may, in its sole discretion, revisit such decision due to extraordinary circumstances, but it shall have no obligation to do so and no Member shall be entitled to such reconsideration as a matter of right. The SME (Subject Matter Expert) will review any extraordinary circumstances for consideration if submitted within 30 days in writing from the Board's determination.

RESOLVED FURTHER, that Resolution 01-13-182 adopted October 28, 2013 is hereby superseded in its entirety and cancelled;

RESOLVED FURTHER, that this Appeal Policy and the mechanisms for appeals of decisions described herein shall supersede any prior or contrary appeal procedure or right of Members on the decisions subject to this Appeal Policy as may be found in United's Governing Documents, as may be applicable;

RESOLVED FURTHER, that the foregoing Appeal Policy shall apply to decisions on matters heard and decided by the Board as described therein, but shall not otherwise affect the ability of Members to appeal committee and/or management decisions on matters not heard by the Board as may otherwise be provided for in United's Governing Documents; 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.

Director Torng made a motion to introduce the appeal policy for 28-day review. The motion was seconded by Director Achrekar.

Discussion ensued among the directors.

Director Armendariz made an amendment that the member may be allowed to appeal be added to the resolution. Director Addington seconded the

amendment.

Discussion ensued among the directors about the amendment.

President Margolis called for the vote on the amendment and it passed without objection.

President Margolis called for the vote on the motion as amended by roll call and the motion passed by a vote of 10-0-1 (Director Bastani abstained).

13. Committee Reports

- 13a.** Report of the Finance Committee / Financial Report – Director Gilmore showed a presentation on the Treasurer’s Report and reviewed the resale and lease reports. The Committee met on January 28, 2020; next meeting will be May 26, 2020, 1:30 p.m. as a virtual meeting.
- 13b.** Report of the Architectural Control and Standards Committee – Director Bastani gave a report from the last Committee meeting. The Committee met on February 20, 2020; next meeting TBA.
- 13c.** Report of the Communications Committee – Director Skillman commented that the next Village Breeze Magazine is out and was distributed to residents. The next meeting is TBA.
- 13d.** Report of Member Hearings Committee – Director Liberatore gave a report from the last Committee meeting. The Committee met on February 27, 2020; next meeting TBA.
- 13e.** Report of the Governing Documents Review Committee – Director Torng gave a report from the last Committee meeting. The Committee is working on linking the California Civil Code 2eblink to the Laguna Woods Village website, election rules, operating rules, appeal policy and review of the management agreement. The Committee met on April 16, 2020; next meeting will be May 21, 2020, 1:30 p.m. as a virtual meeting.
- 13f.** Report of the Landscape Committee – Director Armendariz gave a report from the last Committee meeting. The Committee met on February 13, 2020; next meeting will be June 11, 2020 at 9:30 a.m. location TBA.
- 13g.** Report of the Maintenance & Construction Committee – Director Randazzo gave a report from the last Committee meeting. The Committee met on February 26, 2020; next meeting May 15, 2020 at 1:00 p.m. as a virtual meeting.
- 13h.** Report of the Resident Advisory Committee – Director Ardani. The Committee met on March 12, 2020; next meeting TBA.

- (1) Handyman Task Force—Director Achrekar gave a report for the Handyman Task Force. There is not activity on phase 1 or 2 of the program. The Task Force met on February 7, 2020.

14. GRF Committee Highlights

- 14a.** Report of the Finance Committee – Director Gilmore gave highlights from the last Committee meeting. The Committee met on April 22, 2020; next meeting will be June 24, 2020, 1:30 p.m. location TBA.
- 14b.** Report of the Community Activities Committee – Director Skillman gave highlights from the last Committee meeting. The committee is working on the backstroke flags, golf club charitable event, and the results of the club presidents survey, The Committee met on April 9 2020; next meeting May 14, 2020, 1:30 p.m. as a virtual meeting.
- 14c.** Report of the Landscape Committee – Director Armendariz gave highlights from the last Committee meeting. The Committee met on February 12, 2020; next meeting will be August 12, 2020, 1:30 p.m. location TBA.
- 14d.** Report of the Maintenance & Construction Committee – Director Randazzo gave highlights from the last Committee meeting. The Committee met in closed session on April 8, 2020; next meeting will be June 10, 2020, 9:30 a.m. location TBA.
 - (1) PAC Task Force – Director Randazzo gave a report from the PAC Task Force. The Task Force met on April 13, 2020; next meeting May 14, 2020 (closed meeting) at 9:00 a.m. The Task Force is reviewing the contract bids.
- 14e.** Report of the Media and Communication Committee – Director Skillman gave highlights from the last Committee meeting. Laguna Woods Village alert is available. Updates are given on Village Televisions. The Committee met on April 20, 2020; next meeting will be May 18, 2020, 9:30 a.m. as a virtual meeting.
- 14f.** Report of the Mobility and Vehicles Committee – Director Addington gave highlights from the last Committee meeting. The Committee met on February 5, 2020; next meeting will be June 3, 2020, 1:30 p.m. location TBA.
- 14g.** Report of the Security and Community Access Committee – President Ardani. The Committee met on February 24, 2020; next meeting June 22, 2020 at 1:30 p.m. location TBA.
- 14h.** Laguna Woods Village Traffic Hearings – Director Addington. The hearings were held on February 19, 2020; next hearings TBA.
- 14i.** Disaster Preparedness Task Force – Director Achrekar. The Task Force has been distributing masks to the Community. The Task Force met on January 28, 2020;

next meeting TBA.

President Margolis reported on the new GRF Strategic Planning Committee.

15. Future Agenda Items

15a. Orange County Mosquito and Vector Control District Presentation

16. Director's Comments

- Director Achrekar thanked staff for all their work during the pandemic. He asked staff to consider installing HEPA filters to combat the Coronavirus. He commented about the carport analysis;
- Director Addington complemented staff on all their work during the pandemic. She commented about the inventory of vacant properties in the Village;
- Director Ardani thanked the residents for following the stay-at-home rules;
- Director Armendariz commented about the bids for the PAC. He asked if the PAC could be used until the PAC can reopen;
- Director Bastani asked that meeting notes are recorded and inspected;
- Director Liberatore asked about the COVID-19 testing;
- Director Randazzo commented about the carpool enclosure and garage doors. Commented about the next PAC meeting this week;
- Director Skillman commented about problems with the GoToMeeting. She asked staff if the Board Room could be reconfigured so that the Board can start meeting in the Board Room. In addition, she commented that directors should not be concerned about the sale of units.
- Director Torng commented he is using his stimulus money to purchase more mask for the United Mutual. He asked if staff could help with the distribution of the mask. He also commented about adding enclosed carports with garage doors.

17. Recess - *At this time the Meeting will recess for lunch and reconvene to Closed Session to discuss the following matters per California Civil Code §4935.*

The meeting recessed at 11:15 a.m. into the Closed Session.

Summary of Previous Closed Session Meetings per Civil Code Section §4935

During the April 14, 2020, Regular Executive Session, the Board:

Approval of Agenda

Approval of the Following Meeting Minutes;

(a) March 9, 2020—Regular Closed Session

Discussed Member Disciplinary Cases

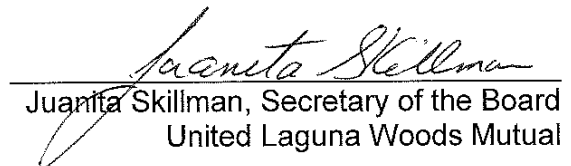
Discussed Personnel Matters

Discuss and Consider Contractual Matters for

*Turf Aeration Services
Discussed and Considered Litigation and Legislative Matters
COVID-19 Issues*

18. Adjourn

The meeting was adjourned at 2:00 p.m.



Juanita Skillman, Secretary of the Board
United Laguna Woods Mutual

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UNITED LAGUNA WOODS
MUTUAL

OPEN MEETING

**MINUTES OF THE BOARD OF DIRECTORS OF
THE UNITED LAGUNA WOODS MUTUAL
A CALIFORNIA NON-PROFIT MUTUAL BENEFIT CORPORATION**

**Thursday, May 28, 2020–2:00 p.m.
Laguna Woods Village Community Center - 24351 El Toro Road
Virtual Meeting**

United Agenda Prep Meeting

**The purpose of this meeting is to decide what items need to be placed on the agenda for the
next Board Meeting.**

Directors Present: Sue Margolis, Carl Randazzo, Juanita Skillman, Elise Addington,
Manuel Armendariz, Reza Bastani, Brian Gilmore, Neda Ardani,
Cash Achrekar, and Andre Torng

Directors Absent: Anthony Liberatore

Staff Present: Jeff Parker-CEO, Siobhan Foster-COO, and Grant Schultz

1. Sue Margolis, President, called the meeting to order at 2:02 p.m. and established that a quorum was present.
2. Director Armendariz made a motion to approve the agenda as presented.

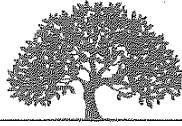
Director Torng seconded the motion and the motion passed without objection.
3. By consensus, the minutes of the April 30, 2020 United Board Agenda Prep Meeting were approved.
4. The Board discussed and considered items to be placed on the Open and Closed Board agenda for May 12, 2020.

Director Skillman made a motion to add Committee Assignments to the Consent Calendar for the June 9, 2020 United Board Meeting as amended. The motion was seconded by Director Achrekar.

Discussion ensued among the directors.

President Margolis brought the motion to a vote and the motion passed 9-1-0 (Director Armendariz opposed).

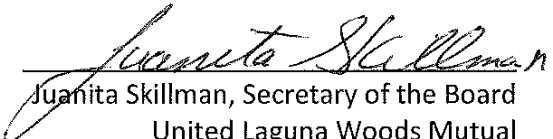
Director Torng made a motion to accept the closed session agenda. The motion was seconded by Director Armendariz.



UNITED LAGUNA WOODS
M U T U A L

The Board discussed Facility Engineer position and moved the agenda item from Open Session to Closed Session as it is a personnel matter.

5. President Margolis appointed Directors Armendariz and Gilmore to sign checks for Reserve Expenditures.
6. Director Comments--none
7. There being no further business the meeting was adjourned at 3:03 p.m.


Juanita Skillman, Secretary of the Board
United Laguna Woods Mutual



STAFF REPORT

DATE: June 9, 2020
FOR: Board of Directors
SUBJECT: 2020 Election Schedule, Annual Meeting of Mutual Members, and Inspector of Election Services

RECOMMENDATION

Approve the proposed 2020 election schedule, set the annual Meeting of Mutual Members, and appoint UniLect Corporation as the Inspector of Election for the Election of Directors.

BACKGROUND

Senate Bill 323 that went into effect on January 1, 2020, changed election requirements for common interest developments and necessitated adjustments to the election procedures. As such on May 12, 2020, the board introduced the revised Membership Election and Voting Policy to comply with Senate Bill 323 and will consider adoption of this policy on June 9, 2020.

The rules require the association to select an independent party as inspector of elections. The Inspector of Elections performs several tasks during an election, including but not limited to print, collate, mail, receive, register, store and safeguard secret ballots and required inner (ballot envelope) and outer envelope (mailing envelope) and provide election day services such as ballot counting, tabulation, validation, and certification of election results.

Article V Section 2 of the United Laguna Woods Mutual Bylaws states in part that the annual Meeting of Members shall be held on the Second Tuesday of October of each year at 9:30 a.m. unless the Board of Directors fixes another time and/or date and so notifies the Members as provided in Article V Section 4 of the Bylaws. The annual election schedule is typically constructed to complete the tabulation of ballots prior to the annual meeting of Mutual Members on the second Tuesday of October.

DISCUSSION

Normal business operations have been impeded by the COVID-19 crisis and federal, state and local public health regulations, especially the stay-at-home order, social distancing requirement, and prohibition on gatherings of more than ten persons. The proposed 2020 election schedule reflects the extension of the schedule to the extent possible to allow more time for the annual election process given the impact of current health and safety restrictions on normal business operations. Further the extension may allow the 2020 election process to benefit from the lessening of COVID-19-related health and safety regulations by federal, state and local governments that may occur as summer progresses.

2020 Election Schedule

June 9, 2020

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The proposed 2020 election schedule has been reviewed by legal counsel and details the dates upon which action must be taken by staff and the Inspector of Elections to comply with the adopted election rules. Key milestones include the following:

Milestone	Date
Nominations open	July 31, 2020
Nominations close	September 1, 2020
Mail ballot package	October 2, 2020
Ballots due	November 2, 2020
Tabulation of ballots	November 3, 2020
Annual meeting of Mutual Members	November 10, 2020

Following an extensive search to identify a specialized contractor that has proven expertise with homeowner association elections and Davis-Stirling Act compliance, UniLect Corporation was appointed as Inspector of Election for the 2019 annual election. Based on the firm’s satisfactory performance during the 2019 cycle, staff recommends that the board appoint UniLect Corporation to again serve as Inspector of Election in 2020.

FINANCIAL ANALYSIS

The proposal submitted by UniLect Corporation for the 2020 Election of the Directors is \$23,680 excluding postage. Funding for annual inspector of election services is included in the annual operating budget.

Prepared By: Siobhan Foster, COO

Reviewed By: Cheryl Silva, Corporate Secretary

ATTACHMENT(S)

ATT 1: 2020 Election Schedule

ATT 2: Resolution 01-20-XX, Approve Inspector of Election Services

ATT 3: Resolution 01-20-XX, 2020 Annual Meeting of Mutual Members

**UNITED MUTUAL
2020 ELECTION SCHEDULE**

Approve Election Rules	6/9/2020
Appoint Inspectors of Election	6/9/2020
Approve Election Dates	6/9/2020
Mailing of Annual Election and Call for Candidates (Postcard)	7/1/2020
Member Right to Review Mailing List	7/30/2020
Nominations Open	7/31/2020
Nominations Close (5:00 PM)	9/1/2020
Candidate Video Agreement Due to Corporate Secretary	9/1/2020
Candidate Statement Due to Inspector of Elections	9/1/2020
Deadline to Withdrawal Candidacy	9/1/2020
Deadline for Election by Acclamation	9/1/2020
General Notice of Candidate List/Info	9/2/2020
Copy of Mailing List to Inspector of Elections	9/3/2020
Ballot Information to Inspector of Election	9/10/2020
Mail Ballot Package	10/2/2020
Meet the Candidates	10/9/2020
Candidate Video Filming	10/9/2020
Replay Meet the Candidates	TBA
Notice Tabulation Meeting	10/27/2020
Ballots Due Back (11:00 AM Inspector Post Box/5:00 PM Com.Center Ballot Box)	11/2/2020
Tabulation Meeting Counting of Ballots by Inspectors of Election	11/3/2020
Notice of Annual/Organizational Meeting	11/5/2020
Annual/Organizational Board Meeting Date	11/10/2020 9:30 A.M. BOARD ROOM

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RESOLUTION 01-20-xx
Approve Inspector of Election Services

WHEREAS, Civil Code §5110 requires an association to select an independent third party or parties as an inspector of elections;

WHEREAS, for transparency purposes and due to the number of ballots received it is necessary to contract for an Inspector of Elections;

WHEREAS, an Inspector of Elections is used, among other tasks, to print and mail voter packages, inspect and tabulate ballots, and certify results; and,

NOW THEREFORE BE IT RESOLVED, June 9, 2020, that the Board of Directors of United Laguna Woods Mutual hereby approves single-sourcing a contract to UniLect Corporation to perform Inspectors of Election services for the 2020 Annual Meeting of the Corporate Members; and

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

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Resolution 01-20-XX
2020 Annual Meeting

WHEREAS, Article V Section 2 of the United Laguna Woods Mutual Bylaws states in part: “The annual Meeting of Members shall be held on the Second Tuesday of October of each year at 9:30 A.M unless the Board of Directors fixes another time and/or date and so notifies the Members as provided in Section 4 of this Article V...;”

WHEREAS, the second Thursday of October 2020 is Tuesday, October 13, 2020 and as such would be the date of the annual meeting of Mutual Members;

WHEREAS, normal business operations have been impeded by the COVID-19 crisis and federal, state and local public health regulations, especially the stay-at-home order, social distancing requirement, and prohibition on gatherings of more than ten persons;

WHEREAS, extension of the 2020 election schedule to the extent possible is prudent to allow more time for the annual election process given the impact of current health and safety restrictions on normal business operations;

WHEREAS, extension of the 2020 election schedule to the extent possible may allow the 2020 election process to benefit from the lessening of COVID-19-related health and safety regulations by federal, state and local governments that may occur as summer progresses;

WHEREAS, the schedule for the counting of the ballots for Election of Directors is scheduled to occur on November 3, 2020 followed by the annual meeting of Mutual Members on November 10, 2020;

WHEREAS, United Laguna Woods Mutual and Third Laguna Hills Mutual routinely count ballots for Election of Directors on the same day to realize economies of scale related to election expenses;

WHEREAS, on May 19, 2020, the Third Laguna Hills Mutual board of directors approved its 2020 election schedule which includes counting of the ballots for its Election of Directors to occur on November 3, 2020;

NOW THEREFORE IT BE RESOLVED, on June 9, 2020, that the Board of Directors of this Corporation authorizes the extension of the 2020 election schedule and hereby sets Tuesday, November 3, 2020 as the date upon which, if quorum is achieved, where ballots would be opened and counted at 9:30 a.m. for the Election of Directors and Tuesday, November 10, 2020, at 9:30 a.m. as the date and time of the annual Meeting of Mutual Members and the organizational meeting for the newly elected Directors.

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



Resolution 01-20-xx
United Laguna Woods Mutual Committee Appointments

RESOLVED, June 9, 2020, that the following persons are hereby appointed to serve the Corporation in the following capacities:

Architectural Control and Standards Committee

Elsie Addington, Co-Chair

Reza Bastani, Co-Chair

Brian Gilmore

Carl Randazzo

Non-Voting Advisors: Michael Mehraïn, Janey Dorrell, Walt Ridley

Communications Committee

Juanita Skillman, Chair

Elsie Addington

Non-Voting Advisors: Maggie Blackwell

Finance Committee

Brian Gilmore, Chair

Elsie Addington

Sue Margolis

Carl Randazzo

~~Anthony Liberatore~~

Manuel Armendariz

Financial Review Task Force

Brian Gilmore

Neda Ardani

Governing Documents Review Committee

Andre Torng, Chair

~~Juanita Skillman~~

~~Manuel Armendariz~~

Sue Margolis

Neda Ardani

Non-voting Advisors: Bevan Strom, ~~Mary Stone~~

Operating Rules Rewrite

~~Team 1 — Juanita Skillman~~

Team 2 Andre Torng

Landscape Committee

Manuel Armendariz, Chair

Anthony Liberatore

~~Andre Torng~~

Elsie Addington

Maintenance and Construction Committee

Carl Randazzo, Chair
Cash Achrekar
Reza Bastani
Elsie Addington
Brian Gilmore
Non-voting Advisor: Ken Deppe, Walter Ridley, Janey Dorrell

Members Hearing Committee

Anthony Liberatore, Chair
Juanita Skillman
Andre Torng
Neda Ardani
Elsie Addington

New Resident Orientation

Per Rotation List

Resident Advisory Committee

Neda Ardani, Chair
Cash Achrekar
Juanita Skillman
Non-voting Advisors: Kay Anderson, Nancy Lannon

Handyman Task Force

Cash Achrekar, Chair
Juanita Skillman
~~Elsie Addington~~
Carl Randazzo
Anthony Liberatore
Non-voting Advisors: Nancy Lannon, Janey Dorrell and Ester Wright

RESOLVE FURTHER that all directors are considered alternate members of each committee "Alternate." Each Alternate may serve as a substitute for another director that is unable to attend a meeting ("Substitute"). Committee Member Alternates cannot substitute for more than two (2) consecutive meetings. This will allow any director to ask any other director to sit in their stead during a temporary absence or unavailability. Of course, we can modify this and structure this any way the Board feels is best. However, the concept is that the Board, in advance, will approve any director sitting on a committee on a temporary basis when necessary to fill in for another director.

RESOLVED FURTHER Resolution 01-20-17, adopted March 10, 2020, is hereby superseded and canceled.

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



Resolution 01-20-xx
Golden Rain Foundation Committee Appointments

RESOLVED, June 9, 2020, that in compliance with Article 7, Section 7.3 of the Golden Rain Foundation Bylaws, adopted September 29, 2014, the following persons are hereby appointed to serve on the committees of the Golden Rain Foundation:

GRF Business Planning

Sue Margolis
Manuel Armendariz
Brian Gilmore, Alternate

GRF Community Activities

Juanita Skillman
Andre Torng
Elsie Addington, Alternate

GRF Finance

Sue Margolis
Brian Gilmore
Manuel Armendariz, Alternate

Purchasing Ad Hoc Committee (new)

Carl Randazzo
Cash Achrekar
Brian Gilmore, Alternate

GRF Landscape Committee

Manuel Armendariz
~~Andre Torng~~
~~Elsie Addington~~
Neda Ardani, Alternate

GRF Maintenance & Construction

Carl Randazzo
Reza Bastani
Brian Gilmore, Alternate

Clubhouse 1 Renovation Ad Hoc Committee

Sue Margolis
~~Manuel Armendariz~~
~~Brian Gilmore~~
Carl Randazzo, Alternate

PAC Renovation Task Force

Carl Randazzo
Juanita Skillman
~~Sue Margolis, Alternate~~
Manuel Armendariz, Alternate

GRF Media and Communications Committee

Juanita Skillman
Elsie Addington
~~Neda Ardani, Alternate~~
Cash Achrekar, Alternate

GRF Mobility and Vehicles Committee

Elsie Addington
Reza Bastani
Neda Ardani, Alternate

GRF Security and Community Access

Neda Ardani
Cash Achrekar
Brian Gilmore, Alternate

Disaster Preparedness Task Force

Cash Achrekar
Andre Torng
Reza Bastani, Alternate

GRF Strategic Planning Committee

~~Andre Torng~~
~~Brian Gilmore~~
~~Sue Margolis, Alternate~~

Laguna Woods Village Traffic Hearings

Elsie Addington
Neda Ardani, Alternate

Town Hall Meetings

As Needed

Village Energy Task Force

~~Carl Randazzo~~
~~Brian Gilmore~~

RESOLVED FURTHER, that Resolution 01-20-18, adopted March 10, 2020, is hereby superseded and cancelled.

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



**FINANCIAL REVIEW CONFIRMATION CHECKLIST FOR
THE BOARD OF DIRECTORS OF
THE UNITED LAGUNA WOODS MUTUAL
A CALIFORNIA NON-PROFIT MUTUAL BENEFIT CORPORATION**

Pursuant to California *Civil Code* Section 5500, unless the governing documents impose more stringent requirements, the Board of Directors of United Laguna Woods Mutual (“United”) is required to review various financial documents and statements on at least a monthly basis. Furthermore, this review requirement may be satisfied by a subcommittee of the Board, which consists of United’s treasurer and at least one (1) other Board member. (*Civil Code* § 5501.)

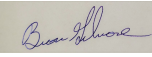
This Financial Review Confirmation Checklist (“Checklist”) is designed for use in keeping track of the financial review obligations required by the *Civil Code*. It also serves to document the completion/satisfaction of these financial review obligations by the Board of Directors and/or the designated subcommittee of the Board.

Accordingly, the undersigned Board members, or designated subcommittee members, hereby affirm that they reviewed the following documents for the period ending April 30, 2020:


- 1. A current reconciliation of United’s operating and reserve accounts; and**
- 2. The current year’s actual operating revenues and expenses, compared to the current year’s budget; and**
- 3. The latest account statements prepared by the financial institutions where United has its operating and reserve accounts; and**
- 4. The income and expense statement for United’s operating and reserve accounts; and**
- 5. The check register, monthly general ledger, and delinquent assessment receivable reports.**

I certify that the above financial documents were reviewed to the best of my ability, in my fiduciary capacity as a member of the United Board of Directors or subcommittee of the Board of Directors. Nothing contained herein is intended nor shall be construed as any guarantee, nor waiver of any of United's legal rights or remedies, all of which are expressly reserved.

to the extent laguna woods village **UNITED LAGUNA WOODS MUTUAL**
is in compliance with
section 5500.

Signature: 
Print Name: _____
Title: _____
Date: _____

UNITED LAGUNA WOODS MUTUAL

Signature: 
Print Name: Neda Ardani
Title: Director
Date: _____

6/4/2020 | 10:57 AM PDT



STAFF REPORT

DATE: June 9, 2020
FOR: United Board of Directors
SUBJECT: Membership Elections & Voting Policy

RECOMMENDATION

Approve revised Membership Elections & Voting Policy to align with Senate Bill 323.

BACKGROUND

On June 13, 2006, the Board established Membership Elections Standard Operating Procedures to align with changes in California Civil Code. The new Civil Code required procedures for appointment of inspectors of elections; voting by secret ballot and proxy; ballot instructions; publication of election results; retention of ballots; and deadline for mailing of ballots (Resolution 01-06-49).

Since the adoption, the Membership Elections Standard Procedures has been revised and approved by the Board two other occasions to comport with the current Civil Code requirements at the time (Resolutions 01-13-90 and 01-15-33).

On January 16, 2020, the Governing Documents Review Committee sent the policy back to Legal Counsel for re-review with the current Bylaws.

DISCUSSION

In October 2019, new California State Legislation changes to election requirements for common interest developments passed. The legislation bill known as Senate Bill 323 will become effective on January 1, 2020 and require changes to the current election procedures.

These updates include, but not limited to: allowing all members the opportunity to vote even if they have a delinquent account, allowing a general power of attorney to vote; and inspector of election must send follow notice requirements and include specific language to the notices sent to the membership.

FINANCIAL ANALYSIS

None.

Prepared By: Blessilda Wright, Compliance Supervisor

Reviewed By: Francis Gomez, Operations Manager

ATTACHMENT(S)

Attachment 1: Membership Elections Policy

Attachment 2: Resolution

ENDORSEMENT (to Board)

Discuss & Consider the approval of the Membership Election & Voting Policy.

On June 13, 2006, the Board established Membership Elections Standard Operating Procedures to align with changes in California Civil Code. The new Civil Code required procedures for appointment of inspectors of elections; voting by secret ballot and proxy; ballot instructions; publication of election results; retention of ballots; and deadline for mailing of ballots (Resolution 01-06-49).

Since the adoption, the Membership Elections Standard Procedures has been revised and approved by the Board two other occasions to comport with the current Civil Code requirements at the time (Resolutions 01-13-90 and 01-15-33).

On January 16, 2020, the Governing Documents Review Committee sent the policy back to Legal Counsel for re-review with the current Bylaws.

The Committee reviewed and discussed Membership Election & Voting Policy. The Committee made changes.

Director Margolis made a motion to approve the Membership Election & Voting Policy and direct staff to send to Legal Counsel for final review. Director Ardani seconded the motion.

Without objection the motion passed.

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Membership Election & Voting Policy

Resolution 01-20-XX; June 9, 2020

1. Definitions

- a. "Corporation" shall refer to the United Laguna Woods Mutual Corporation.
- b. "Election Records" shall include returned ballots, signed voter envelopes, the Candidate Registration List and the Voter List. The Candidate Registration List means the list of qualified candidates existing as of the close of nominations. The Voter List may include: the name, voting power and either the physical address of the Member's separate interest or the parcel number, or both; and the mailing address of the Member (if different from the physical address or if the parcel number is used).
- c. "Secretary" shall mean an elected member of the Board of Directors who has been elected as a Corporate officer as Secretary.
- d. "Authorized Agent" shall refer to a staff member appointed by the Board of Directors.
- e. "Inspector(s) of Elections" shall refer to an independent third party appointed by the Board of Directors to perform duties and acts to facilitate voting and elections as set forth herein.
- f. "Standard Operating Procedure (SOP)" shall mean and refer to this policy, known as the Membership Election & Voting Policy.
- g. "Submit" shall refer to delivery of a document to the Authorized Agent at the Corporate address: 24351 El Toro Road, Laguna Woods, California.
- h. "Qualified Member" shall mean a member qualified to nominate himself or herself as a candidate for the Board of Directors as set forth herein.

2. Nomination Process

- a. Qualifications. Only "Qualified Members" are eligible for candidacy to the Board. All candidates seeking to run in any Election of Directors shall meet the following criteria in order to be considered a Qualified Member for purposes of this SOP:
 - i. Shall be Members of record as defined under Bylaws, Article II, Section 4(h).
 - ii. Shall **not** be shown on the books of account of the Corporation to be more than thirty (30) days delinquent in payment of any sums due to the Corporation under his or her Occupancy Agreement or otherwise, and who has been given notice thereof and the opportunity for a hearing concerning the delinquency (Bylaws, Article VI Section 2(b)). Note, this does not include non-payment of collection charges, late

- charges, fines, fines renamed as assessments, costs levied by a third party, or if the Member has (1) paid under protest per California Civil Code § 5658; (2) has entered into and is current in a payment plan (defined as a signed written agreement between the Board and the Owner) per § 5665, and is current and in compliance with all terms thereof; or (3) if the Member has not been provided the opportunity to engage in Internal Dispute Resolution (“IDR”).
- iii. While a candidate for the Board and during their term as a Director, if elected, the Candidate must have been a member of United for at least one (1) year.
 - iv. Candidates and Directors shall not have been convicted of a crime that would either prevent the Corporation from purchasing fidelity bond coverage or terminate the Corporation’s existing coverage.
 - v. Members may not serve at the same time as another person who holds joint ownership in the same separate interest who is either already nominated or an incumbent director.
- b. In addition to the foregoing qualifications, the Board strongly discourages Members from running for the Board where the candidate or the candidate’s spouse has a conflict of interest with the Corporation, financial or otherwise, or engages in business transactions with the Corporation. Further, such conflicts must be immediately disclosed to the Board of Directors upon its occurrence pursuant to United’s Bylaws.
 - c. Any Member may nominate any Qualified Member as a candidate, including himself or herself, by submitting a written application and candidate statement to the Secretary or Authorized Agent of the Corporation that states his or her intention to run for the Board of Directors which must be returned to the Secretary by the closing date stated, which deadline must be at least ninety (90) days before the date the ballots for the election of directors are scheduled to be tabulated. No nominations for the Board can be made after the closing date.
 - d. Any committee established by the Board to assist the Board shall submit a final report of all candidates to the Board upon the close of nominations.
 - e. Each candidate shall submit to the Secretary or Authorized Agent a statement of background and qualifications not to exceed two hundred fifty (250) words in length by the closing deadline.
 - i. The following are guidelines for the preparation of the statement of candidate’s background and qualifications:
 - 1. The statement may include: education, business background, civic, social, and community activities;
 - 2. “Activities” may include organized events, clubs, hobbies or any unique activity;
 - 3. Date and place of birth shall be considered optional information

Length of residency in United; and

4. Statement of personal philosophy (optional).

- f. Each candidate for a Director position is responsible to directly forward their candidate statement, electronically, to the Inspector of Election and Corporate Secretary and is solely responsible to ensure the accuracy of the information and transmission of the candidate's statement. Once the candidate's statement is submitted, as set forth herein, it is irrevocable and cannot be changed or modified. ***United is not responsible for the content of any candidacy statement.***
- g. Any candidate or spouse of a candidate who has a direct or indirect financial interest in any business organization or who is a director, officer or employee of any business, or agency of any county, state or federal government (other than a charitable organization), incorporated or otherwise, which engages in business transactions with the Corporation, shall disclose such relationship to the Board of Directors at the time of their self-nomination (Bylaws, Art. VI Sec. 2(c)).
- h. Candidates must disclose the fact that they have significant outside, time-consuming commitments such as: (a) full time or significant employment responsibilities; (b) full time or significant time commitments to care for others; or (c) extensive travel plans which could impact the time available to conduct Board Business.
- i. The candidates receiving the highest number of votes, up to the number of directors to be elected, shall be elected as directors and shall take office immediately following their election. Any tie vote shall be broken by lot, which may include any method of randomly deciding the issue as adopted by the Board.

3. **Eligibility to Vote**

- a. Only persons approved for Membership by the Board of Directors and to whom a membership certificate has been issued (or the Member's successor trustee and/or power of attorney (California Civil Code § 5105(g)(2).)) shall be entitled to vote (see Bylaws, Article II Section 4(h)- (i)). This provision shall not be construed to prohibit any Member from receiving a ballot, pursuant to California Civil Code § 5105(g)(1).
- b. Single Memberships in which two or more Members have a joint or undivided interest shall have only one (1) vote (Bylaws, Article V, Section 8(a)(ii)) and only one such Member may run for, and serve on, the Board at any one time.
- c. Record Date:
 - i. The record date for determining those Members entitled to receive Notice of a meeting of the Members shall be fifteen (15) days prior to the day that the notice of the meeting is mailed (the "Record Date for Notice");

- ii. The record date for determining those Members entitled to vote by secret ballot shall be sixty (60) days prior to the day that the secret ballots are mailed (the “Record Date for Secret Ballots”);
- d. The inspector(s) of elections shall tabulate the ballots for the election of directors at the Annual Meeting of the Members. The ballots for the vote to approve assessments, elections of directors to fill a vacancy not filled by the Board, amendments to governing documents and/or granting the exclusive use of common area to a Member (unless an exception applies per Civil Code § 4600) shall be tabulated by the inspector(s) of election at a duly noticed (regular or special) meeting of the Members or Board. The Board of Directors shall determine the date, time and place of said Board meeting.

4. **Notice Requirements (Senate Bill 323)**

- a. General notice of the procedure and deadline for submitting a nomination shall be issued at least 30 days before the nomination deadline (unless individual notice has been requested by the Member).
- b. General notice of the following shall be made at least 30 days before ballots are distributed (unless individual notice has been requested by the Member):
 - i. The date and time by which, and address where, ballots are to be returned;
 - ii. The date, time and location of the meeting to tabulate the ballots; and
 - iii. The list of all candidates’ names that will appear on the ballot.
- c. United shall permit Members to verify the accuracy of their individual information contained in the Election Records at least thirty (30) days before the ballots are distributed. United or any Member shall report any errors or omissions for either list to the inspectors of election who shall make the corrections within two (2) business days.
- d. At least thirty (30) days before the election, the inspectors of election will deliver to each Member: (1) the ballot and voting instructions; and (2) a copy of the election rules. Note, the election rules may be provided by individual delivery or by posting same on an internet site and providing the corresponding internet site web address on the ballot with the phrase, in at least 12-point font: “The rules governing this election may be found here: <https://www.lagunawoodsvillage.com/residents/united-laguna-woods-mutual/documents>”.

5. **Candidate Equal Access to Corporation Media**

- a. All candidates shall adhere to the following conditions for distribution of materials:
 - i. Distribution of Materials
Door-to-door distribution of Materials shall be permitted, as long as the act of distributing such Materials does not rise to the level of creating a

nuisance for Laguna Woods Village residents. For purposes of this section, “Materials” shall mean campaign material, such as pamphlets, flyers or other printed matter promoting a candidate or point of view.

1. Material that is distributed door-to-door may be secured under the doormat or near the thresholds of front doors or hung from doorknobs but may not be placed in USPS delivery points, or left on vehicles anywhere.
2. Closed gates may not be opened.

ii. Petitions

1. Only Mutual Members, or their designated agents, or residents are permitted to gather signatures on petitions.
2. The petition must remain in the possession of the signature gatherer (there can be no unattended petitions).

iii. Posting of Materials – postings that do not comply with these rules will be subject to removal.

1. Posting locations are limited to those areas reserved for posting, such as Laundry Room bulletin boards and are available only for residents.
2. Only one posting per subject matter, per organization, or per candidate, is allowed.
3. The size of a posting in the laundry rooms shall not exceed 5.5” by 8.5” (one half page) to allow space for other postings.
4. Each posting by a resident, or resident organization, must identify the posting individual’s name, and posting date.
5. Any Materials considered lewd or vulgar will be subject to removal.
6. All non-election postings shall be removed after thirty (30) days after the posting date. For election postings, removal after the election date.
7. All Materials must comply with federal, state, and community laws.
8. Removing postings of others is prohibited.

iv. Knocking on Doors

1. Knocking on doors or ringing of doorbells to contact residents is only permitted weekdays from 10 a.m. to dusk, excluding national holidays.
2. “No Solicitation” or “Do Not Disturb” signs should be honored.

- b. All candidates for a Director position shall have equal access to Corporation media for the purpose of campaigning for an election. For purposes of this

paragraph, “Corporation media” means the Golden Rain Foundation (GRF) Corporation’s cable channel.

- c. In each election for the Board of Directors, the Corporation shall hold a forum (“Meet the Candidates”) for the nominees within a Golden Rain Foundation (GRF) facility prior to the date that the ballot materials are sent to the Membership. Meet the Candidates will be for the purpose of allowing the Membership to meet and ask questions of all nominees. All nominees standing for election shall be invited to attend the forum.
- d. GRF’s meeting rooms shall be available to candidates free of charge for campaign purposes (California Civil Code § 5105(a)(2).).
- e. Any time a ballot measure is required to be sent to the Membership for approval which is unrelated to the election of directors, such as amending the Bylaws or the Occupancy Agreement, the Corporation may hold a town hall meeting – rather than a formal membership meeting – which is an informal gathering of members in which members can express their points of view. Further, if Corporation media is used in connection with such ballot measures, any Member advocating a point of view shall be permitted use of Corporation media, provided the Member’s purposes reasonably relate to the ballot measure. The Corporation shall not edit any such communications made by Members, but may include a statement specifying that the Member, and not United, is responsible for that content.

6. **Appointment of Inspectors of Election**

- a. The Board of Directors shall appoint one (1) or three (3) independent third party(ies) as Inspector(s) of Election. An independent third party includes, but is not limited to:
 - i. A volunteer poll worker with the county registrar of voters;
 - ii. A licensee of the California Board of Accountancy;
 - iii. A notary public; and
 - iv. A Member of the Corporation provided such Member is not a member of the Board of Directors or a candidate for the Board of Directors or related to a member of the Board of Directors or a candidate for the Board of Directors.
- b. Inspectors of Election shall not be employees of management; however, prior to the secret ballots being mailed to all of the Members, the inspectors of election may meet to determine to whom the secret ballots shall be returned (the “Ballot Collector”), which may be an Authorized Agent.
- c. An Inspector or Inspectors may appoint and oversee additional persons to assist as the Inspector or Inspectors deem appropriate. (California Civil Code § 5105 (a)(6))

7. **Duties of Inspectors of Election**

- a. Determine the number of memberships entitled to vote and the voting power of each membership. (California Civil Code § 5110(c)(1)
 - i. Eligible Voter List:

Pursuant to Section 4 of this SOP, the Inspectors will create or cause to be created an Eligible Voter List that identifies all Members who are eligible to vote. This list will be used to mail ballots only to those Members entitled to vote by ballot on corporate action without a meeting as of the Record Date specified herein.
- b. Determine when the polls shall close. (California Civil Code § 5110(c)(6).)
 - i. The Inspectors of Election shall determine the date that ballots must be received in accordance with California Civil Code § 5115(c)), which states "Ballots...shall be mailed not less than 30 days prior to the deadline for voting." The deadline shall be incorporated into the voter instructions and adopted by the Board of Directors in the form of a resolution.
- c. Oversee the Mailing of the Ballot Package
 - i. Obtain certification from the preparer of the ballot packages that all necessary items were enclosed in each Ballot Package Mailing Envelope and that the envelopes were properly addressed to all members on the Eligible Voter list.
 - ii. Ensure that Ballot Package Mailing Envelopes are sent by first class mail to help ensure that all members receive ballots in a timely manner.
 - iii. Obtain a statement from the post office indicating the number of ballot packages mailed.
 - iv. The inspector of election must deliver, or cause to be individually delivered to each member, at least 30 days before an election, both the ballots and either a copy of the election rules or a statement in 12-point font that reads, "the rules governing this election may be found here {insert web address}."
- d. Receive ballots. (California Civil Code § 5110(c)(3).)

8. **Secret Ballot Return Instructions**

If authorized by the California Legislature, the Corporation may utilize electronic "Secret Ballots." Such procedure will be consistent with what is required in the California Civil Code. For paper Secret Ballots, the following shall apply:

- a. The Secret Ballot itself is not signed by the voter, but is inserted into the Secret Ballot Envelope, which is sealed. The Secret Ballot Envelope shall not have any identifiable markings and is then inserted into the Pre-Addressed Return Envelope, which is also sealed.

- b. In the upper left hand corner of the Pre-Addressed Return Envelope, the voter shall both print and sign his or her name, address, and the unit number that entitles him or her to vote (California Civil Code § 5115(a)(1).).
- c. The Pre-Addressed Return Envelope is addressed to the Inspector or Inspectors of Election, who will tally the votes. The envelope may be mailed or delivered by hand to a location specified by the Inspector or Inspectors of Election. The member may request a receipt for delivery (California Civil Code § 5115(c)(2).).
 - i. Return by Mail
 1. The Pre-Addressed Return Envelope shall be returned on or before the deadline date by mail to the address of the Inspector of Election c/o Ballot Collector as set forth in the voting or ballot return instructions or on the secret ballot.
 2. A second post office box may be used for Secret Ballot packages returned as undeliverable.
 3. Members who desire a receipt for delivery of a mailed Secret Ballot shall mail the Secret Ballot by Certified Delivery – Return Receipt Requested at the Member’s expense.
 - ii. Return by Hand Delivery
 1. Secret Ballots returned by hand shall be deposited by the Member into a locked and secure ballot box located in the lobby of the **Community Center, 24351 El Toro Road, Laguna Woods.**
 2. At the request of the voting Member, the Authorized Agent, which may be management, shall provide a receipt for the hand delivered Secret Ballot.
 3. Inspectors shall retrieve Pre-Addressed Envelopes from the locked ballot box daily and date stamp them.
 4. Secret Ballots may also be hand delivered to the Inspector of Elections at the meeting to tabulate the ballots prior to the close of polls.
 5. All Pre-addressed Return Envelopes received shall remain sealed until they are opened and tabulated in public. The Corporation shall reserve a secure room at the **Community Center (24351 El Toro Road, Laguna Woods)** for use by the Inspector(s) of Election. Notwithstanding, the Inspector(s) of Election may establish a physical boundary or buffer around them during the tabulation of ballots.
 - iii. Ballot Return Instructions – The Ballot Return Instructions will be the same as the Secret Ballot Instructions, detailed herein above, with the exception that the Ballot will be inserted into the Pre- Addressed

Return Envelope only inasmuch as non-Secret Ballots do not require the use of a double envelope system so the Secret Ballot Envelope will not be utilized.

- d. Verify voter eligibility.
 - i. Count and record the number of Pre-addressed Return Envelopes received from the post office.
 - ii. Count and record the number of Pre-addressed Return Envelopes received by hand delivery.
 - iii. Place the Pre-addressed Return Envelopes in order by address, which corresponds with the Eligible Voter List. This process may be automated (i.e., barcodes).
 - iv. Void (but do not open) any Pre-addressed Return Envelopes, which does not contain information that identifies the member as an eligible voter (see Section 8.c.i.1 above).
 - v. Void (but do not open) any Pre-addressed Return Envelope that is a duplicate vote.
 1. Revocation. No written ballot may be revoked after deposit in the mails or delivery to the Corporation. (Bylaws, Article V, Section 9(e))
 2. If a voter returns two Pre-addressed Return Envelopes, the Inspectors of Election shall determine which ballot to count. If it can be determined which is the first Pre-addressed Return Envelope sent or received, then it shall be deemed the original ballot, which shall be counted and the other Pre-addressed Return Envelope should be voided.
 - vi. Resolve any challenged ballots. If possible, this should be done before any Pre-Addressed Return Envelope is opened and counting begins.
 - vii. Explain the reason for each voter eligibility decision made.
 - viii. The sealed ballots at all times shall be in the custody of the Inspector or Inspectors of Election or at a location designated by the Inspector or Inspectors of Election until after the tabulation of the vote, at which time the Inspector of Election can maintain custody of the Election Record pursuant to statute, or transfer custody shall be transferred to the Corporation (California Civil Code § 5125(a).).
- e. Count and tabulate the votes.
 - i. All votes shall be counted and tabulated by the Inspector or Inspectors of Election in public at a properly noticed open meeting of the Board of Directors (California Civil Code § 5120(a).).
 - ii. At a properly noticed open meeting of the Board of Directors, the seals

of the Secret Ballot Envelopes shall be broken, and the Inspector(s) of Election shall prepare the ballots for tabulation, which may include electronic tabulation scanning. A third-party election services contractor who is not an inspector of election may be deputized by the Inspectors of Election to assist with the preparation and scanning of the ballots.

- iii. A ballot shall be voided if it contains information identifying the voter (California Civil Code § 5115(a)).
- f. Determine the result of the election
- i. Once the ballots are scanned and tabulated, the Inspector(s) of Election shall certify the election by signing an official form. The tabulated results of the election shall be promptly reported to the Board and shall be recorded in the minutes of the next meeting of the Board and shall be available for review by members of the Corporation.
 - ii. Within fifteen days of the election, the Board of Directors shall publicize the results of the election.
 - iii. Tabulated ballots shall be packed and sealed, and the Inspectors of Election shall initial the seal to ensure that there is no tampering with the tabulated ballots.
 - iv. The custody of the tabulated ballots and other Election Records as listed in Section 1.b of this SOP shall remain in the custody of the Inspector(s) of Election for not less than one (1) year after the tabulation of ballots, or until the time allowed by Civil Code Section 5145 for challenging the election has otherwise expired. Upon written request, Election Records shall be made available for inspection and review by Members or their authorized representatives. Any recount shall be conducted in a manner that shall preserve the confidentiality of the vote.
 - v. After the tabulation of ballots, the Board of Directors or its Authorized Agent (i.e., management) shall return to the post office to pick up any ballots received after the deadline. These ballots shall not be opened and shall be marked “Void – received after deadline”.

9. **Election Mailing Materials**

- a. The Corporation shall conduct its election consistent with its Bylaws and state statutes (Bylaws, Article V, Section 8(b)). The official election materials are to be prepared by the Inspector(s) of Election.
- b. As prescribed by law, secret ballot procedures shall be used when voting on the following issues: special assessments; election and removal of directors; amendments to the Governing Documents (i.e., Articles of Incorporation, Bylaws and Occupancy Agreement); and the grant of exclusive use of Common Area property.

- i. A “secret ballot” is a ballot which does not identify the voter by name, address, lot, unit or parcel number. The term “secret ballot” does not include a ballot for purposes of voting on any matter other than assessments, election or removal of directors, amendments to the Governing Documents or the grant of exclusive use of Common Area property. All secret ballots, including for election of directors, must conform to the requirements of applicable law. Any Bylaws provision inconsistent with the law shall be void.
 - ii. All secret ballots shall provide a reasonable time within which to return the ballot to the Corporation, which may be set at the discretion of the Board unless otherwise required by law. The time for the return of secret ballots may be extended for reasonable intervals at the discretion of the Board.
 - iii. Any action requiring Member approval, other than those requiring a secret ballot, may be submitted for vote by written ballot without calling a meeting of the Members. The written ballot shall describe the proposed action(s), provide an opportunity to specify approval or disapproval of each proposal, and provide a reasonable time within which to return the ballot to the Corporation as set forth in Article V, Section 9 of the Bylaws.
 1. The determination to conduct a vote by written ballot shall be made by the Board or by members having 20% of the eligible voting power signing a written request and delivering same to any Corporation officer (Bylaws, Article V, Section 9(c)).
 2. The officer shall thereupon distribute a written ballot to every Member eligible to vote on the matter. A written ballot may not be revoked.
 3. All solicitations shall indicate the number of responses needed to meet the quorum requirement and the percentage of approvals needed to approve each proposal. The solicitation must specify the time by which the ballot must be received in order to be counted.
 4. Written ballots and solicitations shall be distributed in the same manner as notice of Member meetings. Approval by written ballot shall be valid only when the number of eligible ballots received meets the quorum required at a meeting authorizing the action, and the number of approvals equals or exceeds the number of votes that would be required to approve at a meeting at which the total number of votes cast was the same as the number of votes cast by ballot. Upon tabulation of the ballots, the Board shall promptly notify the Members of the outcome of the vote or failure to meet quorum.
- c. To the extent permitted by law, in the event the number of candidates at the

close of nominations is not more than the number of open positions on the Board, those candidates shall be considered elected by acclamation, without further action, and the results shall be announced as required by these Rules and law, provided the following are true:

- i. The Corporation has provided individual notice of the election and the procedure for nominating candidates at least thirty (30) days before the close of nominations; and
- ii. The Corporation has permitted all candidates to run if nominated, except if the candidate is disqualified, pursuant to this Policy.

10. Secret Ballots: Removal of Directors by the Membership

- a. The Members may remove directors by at least a majority of the votes represented at a meeting at which a quorum is present, in accordance with California Corporations Code Section 7222 and the following procedures:
 - i. A petition must be presented, in person, to the President or Secretary of the Corporation, bearing the signatures of Members in good standing who represent at least five percent (5%) of the eligible voting power of the Corporation. The signature and address or Unit number of each petitioner in his or her own handwriting; the name(s) of the sponsor(s) of the petition; and fulfill all other legal requirements.
 - ii. Within twenty (20) days after receipt of such petition, the President, Secretary, or Board shall either call a special meeting or distribute secret ballots to the Members to vote upon the requested recall. Such meeting or vote by secret ballot shall be conducted not less than thirty-five (35) nor more than ninety (90) days after the petition is presented.
 - iii. The director(s) whose removal is being sought shall have the right to rebut the allegations contained in the petition orally, in writing or both. Any written rebuttal shall be mailed by the Corporation or otherwise provided to all Members, together with the recall ballot.
 - iv. If the quorum requirement for a valid membership action is not satisfied or if the recall vote results in a tie, the removal action will have failed.
 - v. In the event the recall vote is successful, any vacancy must be filled by a vote of the Members following the nomination and election procedures set forth in this SOP, except that nominations to fill a vacancy shall close thirty (30) days before the date of special meeting to elect a director(s) to fill a vacancy(ies). Notice of the special meeting and secret ballots to elect directors to fill any vacancy created by the removal of one or more directors must be sent to Members not less than thirty (30) days before the deadline for voting. The successor director shall serve for the unexpired term of his or her predecessor.

11. Secret Ballots: Amendments to Governing Documents.

- a. Votes to amend the Articles of Incorporation, Bylaws, Occupancy Agreement or any other governing documents of the Corporation (“Governing Documents”) requiring a vote of the Members, shall be done by secret ballot pursuant to the SOP. Secret ballots enclosing the text of the proposed amendment must be delivered to every Member not less than thirty (30) days prior to the deadline for voting.

12. Secret Ballots: Grant of Exclusive Use of Common Area.

- a. The affirmative vote of at least sixty-seven percent (67%) of Members secret ballot pursuant to the procedures set forth herein is required before the Board may grant exclusive use of any portion of the Common Area to a Member, unless the grant of exclusive use of Common Area meets an exception provided by California Civil Code § 4600(b), or any superseding statute, which includes, but is not limited to any grant of exclusive use that is for any of the following reasons:
 - i. To eliminate or correct engineering errors in documents recorded with the county recorder or on file with a public agency or utility company;
 - ii. To eliminate or correct encroachments due to errors in construction of any improvements;
 - iii. To permit changes in the plan of development submitted to the Real Estate Commissioner in circumstances where the changes are the result of topography, obstruction, hardship, aesthetic considerations, or environmental conditions;
 - iv. To fulfill the requirement of a public agency;
 - v. To transfer the burden of management and maintenance of any Common Area that is generally inaccessible and not of general use to the membership at large;
 - vi. To accommodate a disability;
 - vii. To install and use an electric vehicle charging station in a garage or a designated parking space that meets the requirements of California Civil Code § 4745, where the installation or use of the charging station requires reasonable access through, or across, the common area for utility lines or meters;
 - viii. To install and use an electric vehicle charging station through a license granted by an association under California Civil Code § 4745; or
 - ix. To comply with governing law.

Any measure placed before the members requesting that the Board grant exclusive use of any portion of the Common Area shall specify whether the Corporation will receive any monetary consideration for the grant and whether the Corporation or the transferee will be responsible for providing any insurance coverage for exclusive use of the Common Area.

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RESOLUTION 01-20-XXX
Membership Election & Voting Policy

WHEREAS, Senate Bill 323 also known as the new election laws has amended sections of California Civil Code § 5100, 5110, 515, 5125, 5145 and 5200 and added section 5910.1 relating to common interest developments; and

WHEREAS, the Board recognized that need to amend the Election Rules to align with the current California Civil Code;

NOW THEREFORE BE IT RESOLVED; June 9, 2020, that the Board of Directors of this Corporation hereby approves the amended Election Rules, as attached to the official minutes of this meeting and renames it the Membership Election & Voting Policy; and

RESOLVED FURTHER, that Resolution 01-15-33 adopted March 10, 2015 is hereby superseded in its entirety and cancelled;

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.

MAY Initial Notification

28-day notification for member review and comment to comply with Civil Code §4360 has been satisfied.

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DATE: June 9, 2020
FOR: United Board of Directors
SUBJECT: Appeal Policy

RECOMMENDATIONS

Staff recommends amending the Appeal Policy.

BACKGROUND

United Laguna Woods Mutual’s (“United”) Governing Documents require a Member to seek approval from the Board of Directors (“Board”) on various matters of Corporate business by way of the Committee structure for review of a question that may/will ultimately be determined by the Board.

On October 28, 2013, United approved an Appeal Policy for alteration requests, common area improvement requests, and other Corporate business matters. The Appeal Policy allows a Member to appeal a Board decision in an Open Meeting within 30 days and a final appeal within one year. In addition, part of the process requires the appropriate Committee review the information again and submit their recommendation to the Board for final decision.

Civil Code Section §4765 provides that decisions made by the Board or of a committee having the same composition as the Board relating to a Member’s architectural and/or landscape request that occur in an Open Session Board meeting in compliance with the requirements of Civil Code §4900 et seq. (the Open Meeting Act) may be final, without the right of an Member to appeal said decision.

Civil Code Section §4355(B) allows for the issuances of a document that repeats existing law or the governing documents without 28 day posting to the Membership.

DISCUSSION

The current appeal policy does not align with Civil Code §4765; allowing for Board decisions to be final. The proposed amendment would streamline the process and provide guidelines for a Member if they meet the criteria for an appeal. In addition, the proposed amendment has been expanded to include landscape requests, Lease Authorization Permits, and Care Provider Permits.

Committee and Management decisions will continue to be appealable until the Board makes a final decision in either Open or Closed Session meetings.

FINANCIAL ANALYSIS

None

Prepared By: Blessilda Wright, Compliance Supervisor

Reviewed By: Francis Gomez, Operations Manager

ATTACHMENT(S)

Attachment 1: Appeal Policy

Attachment 2: Resolution for Appeal Policy

ENDORSEMENT (to Board)

Discuss & Consider the approval of the amended Appeal Policy.

United Laguna Woods Mutual's ("United") Governing Documents require a Member to seek approval from the Board of Directors ("Board") on various matters of Corporate business by way of the Committee structure for review of a question that may/will ultimately be determined by the Board.

On October 28, 2013, United approved an Appeal Policy for alteration requests, common area improvement requests, and other Corporate business matters. The Appeal Policy allows a Member to appeal a Board decision in an Open Meeting within 30 days and a final appeal within one year. In addition, part of the process requires the appropriate Committee review the information again and submit their recommendation to the Board for final decision.

Civil Code Section §4765 provides that decisions made by the Board or of a committee having the same composition as the Board relating to a Member's architectural and/or landscape request that occur in an Open Session Board meeting in compliance with the requirements of Civil Code §4900 et seq. (the Open Meeting Act) may be final, without the right of an Member to appeal said decision.

Civil Code Section §4355(B) allows for the issuances of a document that repeats existing law or the governing documents without 28 day posting to the Membership.

The Committee discussed the Appeal Policy. The Committee members commented and asked questions.

President Margolis made a motion to approve the Appeal Policy. Director Ardani seconded the motion.

By unanimous vote the motion carried.

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Appeal Policy
Resolution 01-20-XX; Adopted June 9, 2020

I. Purpose

United Laguna Woods Mutual (“United”) requires a Member to seek approval from the Board of Directors (“Board”) on matters of Corporate business by way of the committee structure for review of a question that will ultimately be determined by the Board. Such committees, forward recommendations regarding Members’ requests to the Board for consideration, and if the proposed request is disapproved, then such decision may be subject to appeal to the Board by the Member.

The purpose of this document is to set forth the Appeal Policy. This includes, but not limited to, decisions made regarding architectural, landscape, disciplinary, occupancy and membership.

II. Definitions

For the purposes of this policy:

- a. Committee is a group of individuals appointed by the Board for a specific function. For example, the Architectural Control and Standards Committee and Landscape Committee reviews Member’s requests for nonstandard changes and make recommendations to the Board for approval or denial.
- b. Community Rules - the Articles of Incorporation and Bylaws of United, the recorded Occupancy Agreement; and any rules and regulations adopted by United. 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.
- c. Executive Session is defined as a closed meeting of the Board to address disciplinary/confidential matters.
- d. Member is defined as any person entitled to membership in United.
- e. Open Meeting Act is defined as a meeting open to the Members of United. Per Civil Code §4765, decisions made by the Board relating to a Member’s architectural and/or landscape request that occur in an Open Session meeting may be final.
- f. Subject Matter Expert (“SME”) is defined as the Staff Member with the highest level of expertise in the specialized job, task, or skill.

III. Conditions

Decisions made by the Board in Open Session are not subject to appeals. The Architectural Control and Standards Committee and Landscape Committee review Members request and forward recommendations to the Board per the Open Meeting Act.

Decisions made by the Board in Open Session:

- a. In accordance with the Civil Code §4765, no Member shall be entitled to a right of appeal to a decision by the Board pertaining to an architectural, and/or landscape related matter in a meeting that satisfies the Common Interest Development Open Meeting Act.
- b. All decisions including other matters of corporate business by the Board made in meetings that satisfy the Common Interest Development Open Meeting Act shall be final.
- c. Notwithstanding the foregoing, if new information is brought to the Board's attention relating to a matter previously decided by the Board, the Board may, in its sole discretion, revisit such decision due to extraordinary circumstances, but it shall have no obligation to do so and no Member shall be entitled to such reconsideration as a matter of right. The SME will review any extraordinary circumstances for consideration if submitted within 30 days in writing from the Board's determination.

Decisions made by the Board in Executive Session are subject to appeals. The Members Hearing Committee makes decisions on disciplinary/confidential matters including occupancy and membership decisions in Executive Session.

IV. Procedure

- a. Within 30 days of receipt of a written decision by either the Board or Members Hearing Committee relating to Member discipline or a reimbursement by the Member to United, made at an Executive Session meeting, the Member may appeal the decision by providing new information, in writing, as to why the Member believes the committee made a wrong decision.
- b. Upon receipt of such appeal request, the information will be reviewed by the SME for consideration. If approved, a new hearing will be scheduled before the Board, at which the Board will consider the written appeal as well as any evidence or documentation previously provided, after which the Board will make a final decision and provide notice of same in accordance with the governing documents and statute.
- c. No further appeals will be granted upon reconsideration by the Board of the matter that was the subject of the initial hearing and a final determination by the Board.



RESOLUTION 01-20-XX
APPEAL POLICY

WHEREAS, United Laguna Woods Mutual's ("United") Governing Documents require a Member to seek approval from the Board of Directors ("Board") on various matters of Corporate business by way of the Committee structure for review of a question that may/will ultimately be determined by the Board;

WHEREAS, while decisions made by various Committees or Management may be subject to appeal by an Member to a Committee or to the Board of Directors as may be permitted by the Governing Documents, certain decisions on United matters, including without limitation, architectural requests, landscape requests, variance requests and disciplinary matters, may be heard directly by the Board for its decision;

WHEREAS, Civil Code Section §4765 provides that decisions made by the Board or of a committee having the same composition as the Board relating to a Member's architectural and/or landscape request that occur in an Open Session Board meeting in compliance with the requirements of Civil Code §4900 et seq. (the Open Meeting Act) may be final, without the right of an Member to appeal said decision;

WHEREAS, committee decisions regarding disciplinary/confidential matters that are made in Executive Session meetings are subject to appeal to the United Board by the Member in accordance with United's Governing Documents;

NOW THEREFORE BE IT RESOLVED; [date], that the Board of Directors of this Corporation hereby establishes and adopts the attached Appeal Policy pertaining to the rights of Members to appeal decisions of Committees of the Board and, as applicable, by the Board regarding certain Corporate business, for this Corporation;

NOTWITHSTANDING THE FOREGOING, if new information is brought to the Board's attention relating to a matter previously decided by the Board, the Board may, in its sole discretion, revisit such decision due to extraordinary circumstances, but it shall have no obligation to do so and no Member shall be entitled to such reconsideration as a matter of right. The SME (Subject Matter Expert) will review any extraordinary circumstances for consideration if submitted within 30 days in writing from the Board's determination;

RESOLVED FURTHER, that Resolution 01-13-182 adopted October 28, 2013 is hereby superseded in its entirety and cancelled;

RESOLVED FURTHER, that this Appeal Policy and the mechanisms for appeals of decisions described herein shall supersede any prior or contrary appeal procedure or right of Members on the decisions subject to this Appeal Policy as may be found in United's Governing Documents, as may be applicable;

RESOLVED FURTHER, that the foregoing Appeal Policy shall apply to decisions on matters heard and decided by the Board as described therein, but shall not otherwise affect the ability of Members to appeal committee and/or management decisions on matters not heard by the Board as may otherwise be provided for in United's Governing Documents; 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.

Financial Report

Preliminary as of April 30, 2020



INCOME STATEMENT (in Thousands)	ACTUAL
Assessment Revenue	\$14,239
Non-assessment Revenue	\$872
Total Revenue	\$15,111
Total Expense	\$13,561
Net Revenue/(Expense)	\$1,550

1

Financial Report

Preliminary as of April 30, 2020



OPERATING ONLY INCOME STATEMENT (in Thousands)	ACTUAL
Assessment Revenue	\$10,141
Non-assessment Revenue	\$378
Total Revenue	\$10,519
Total Expense ¹	\$10,102
Operating Surplus	\$417

1) excludes depreciation

2

Financial Report

Preliminary as of April 30, 2020

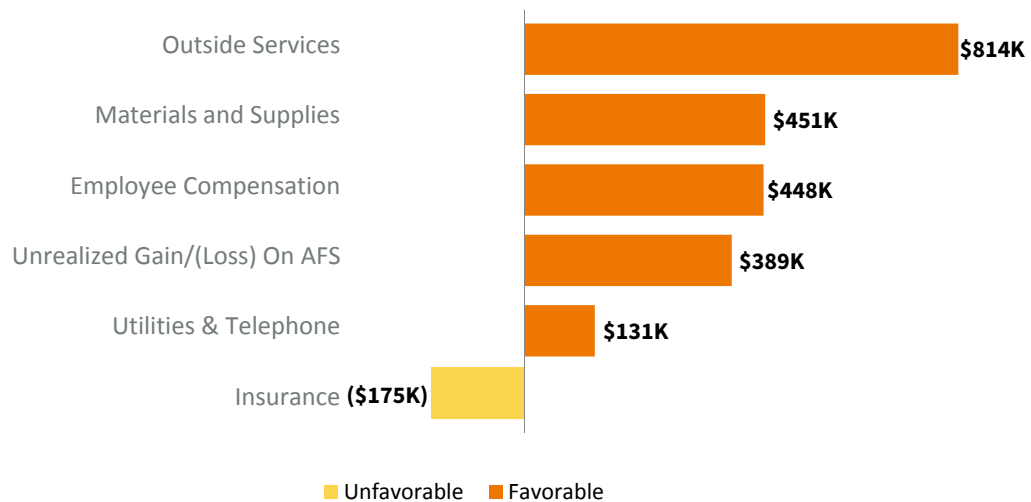


INCOME STATEMENT (in Thousands)	ACTUAL	BUDGET	VARIANCE B/(W)
Assessment Revenue	\$14,239	\$14,054	\$185
Non-assessment Revenue	\$872	\$598	\$274
Total Revenue	\$15,111	\$14,652	\$459
Total Expense	\$13,561	\$15,129	\$1,568
Net Revenue/(Expense)	\$1,550	(\$477)	\$2,027

3

Financial Report

Preliminary as of April 30, 2020



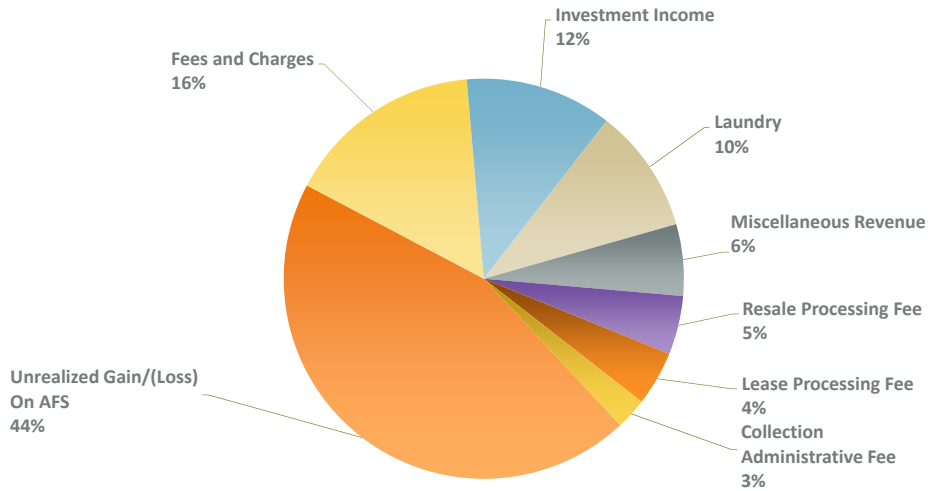
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Financial Report

Preliminary as of April 30, 2020



Total Non Assessment Revenues \$871,996



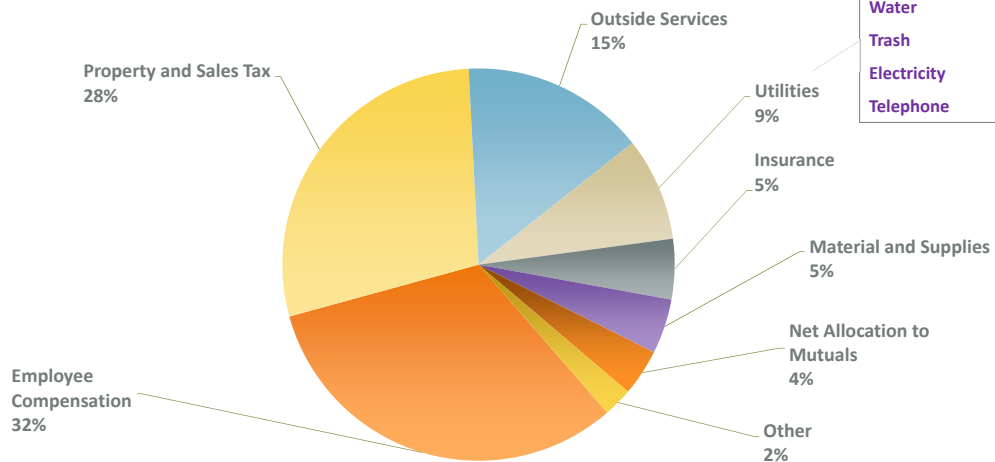
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Financial Report

Preliminary as of April 30, 2020



Total Expenses \$13,560,516



Sewer	\$584,293
Water	\$384,121
Trash	\$145,248
Electricity	\$40,955
Telephone	\$223

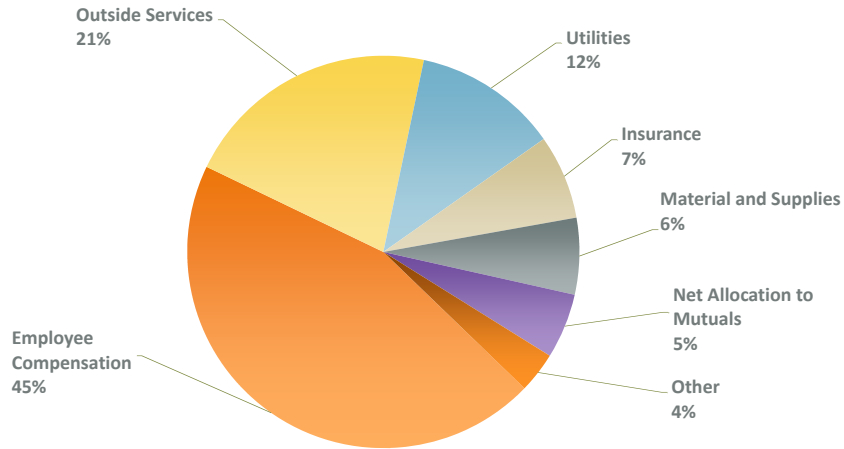
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Financial Report

Preliminary as of April 30, 2020



Total Expenses Excluding Property and Sales Tax \$9,701,571



7

Financial Report

Preliminary as of April 30, 2020



NON OPERATING FUND BALANCES (in Thousands)	CONTINGENCY	RESERVE
Beginning Balances: 1/1/20	\$1,107	\$17,256
Contributions & Interest	277	4,315
Expenditures	(587)	(2,805)
Current Balances: 4/30/20	\$797	\$18,766

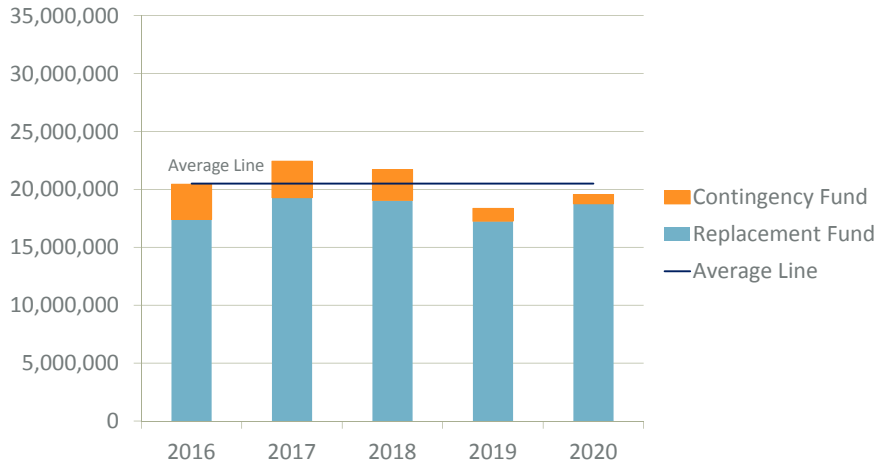
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Financial Report

Preliminary as of April 30, 2020



FUND BALANCES - United Mutual

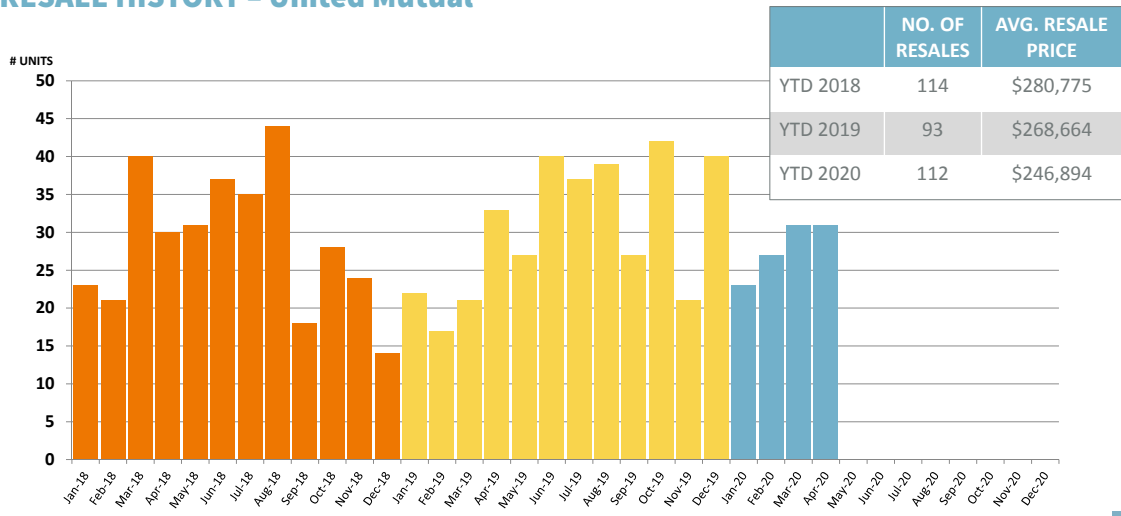


Financial Report

Preliminary as of April 30, 2020



RESALE HISTORY - United Mutual



United Laguna Woods Mutual
Statement of Revenues & Expenses - Preliminary
4/30/2020
(\$ IN THOUSANDS)

	CURRENT MONTH			YEAR TO DATE			PRIOR YEAR ACTUAL	TOTAL BUDGET	
	ACTUAL	BUDGET	VARIANCE	ACTUAL	BUDGET	VARIANCE			
Revenues:									
Assessments:									
1	Operating	\$2,535	\$2,489	\$46	\$10,141	\$9,956	\$185	\$9,349	\$29,869
2	Additions to restricted funds	1,024	1,024		4,098	4,098		4,123	12,294
3	Total assessments	3,560	3,514	46	14,239	14,054	184	13,471	42,163
Non-assessment revenues:									
4	Merchandise sales		2	(2)	2	7	(4)	12	20
5	Fees and charges for services to residents	29	45	(16)	138	180	(41)	228	540
6	Laundry	23	23	1	88	90	(2)	84	270
7	Investment income	32	32		103	128	(25)	151	385
8	Unrealized gain/(loss) on AFS investments	153		153	389		389		
9	Miscellaneous	36	48	(13)	152	193	(41)	176	579
10	Total non-assessment revenue	273	149	123	872	598	274	652	1,794
11	Total revenue	3,832	3,663	169	15,111	14,652	459	14,123	43,957
Expenses:									
12	Employee compensation and related	994	1,204	210	4,357	4,806	448	4,766	14,548
13	Materials and supplies	101	259	158	612	1,064	451	1,279	3,141
14	Utilities and telephone	231	338	107	1,155	1,286	131	1,161	4,326
15	Legal fees	35	29	(6)	79	117	38	26	350
16	Professional fees	6	14	8	42	61	19	51	122
17	Equipment rental	2	1	(1)	7	6	(1)	11	17
18	Outside services	508	717	210	2,056	2,870	814	2,093	8,638
19	Repairs and maintenance	2	4	1	10	16	6	12	47
20	Other Operating Expense	12	16	4	46	67	21	65	201
21	Income taxes		2	2		8	8	1	25
22	Property and sales tax	983	926	(57)	3,859	3,704	(155)	3,724	11,112
23	Insurance	169	125	(44)	676	501	(175)	412	1,504
24	Investment expense		3	3	2	12	10	9	37
25	Uncollectible Accounts	(2)	5	7	10	20	9	16	60
26	(Gain)/loss on sale or trade	74	(1)	(74)	61	(3)	(64)	1	(8)
27	Depreciation and amortization	17	17		66	66		69	198
28	Net allocation to mutuals	149	131	(18)	521	529	8	382	1,584
29	Total expenses	3,281	3,791	510	13,561	15,129	1,568	14,078	45,902
30	Excess of revenues over expenses	\$551	(\$128)	\$679	\$1,550	(\$477)	\$2,027	\$45	(\$1,945)



Statement of Revenues & Expenses - Preliminary Variance Explanations as of April 30, 2020

SUMMARY

United financial results were better than budget by \$2,027K as of April 30, 2020, primarily due to timing of programs and program adjustments related to the COVID-19 pandemic. Explanations for categories with significant variances are found below.

REVENUE

- ▶ **Operating Assessments Line 1** \$185K
Favorable variance resulted from an increase in revenue for property taxes and supplemental property taxes; offsetting expense is shown on line 22.
- ▶ **Unrealized gain/(loss) on AFS Investments Line 8** \$389K
Favorable variance due to reporting of Unrealized Gain on Available for Sale Investments. A monthly entry is made to reflect investment market conditions, which fluctuate.

EXPENSE

- ▶ **Employee Compensation and Related Line 12** \$448K
United used fewer hours than anticipated for M&C programs such as Plumbing in March. The budget included hours to replace 632 manor water heaters; however, only 86 water heaters were replaced through the reporting period. Staff is prioritizing work on leak investigation. Additionally, several employees were furloughed primarily affecting the M&C departments due to the COVID-19 pandemic. Favorable variance was furthered by open positions in Landscape and M&C; a hiring freeze was put into effect for non-essential work.
- ▶ **Materials and Supplies Line 13** \$451K
Favorable variance resulted in several areas of operation due to timing of expenditures and reprioritization of water heater replacements as noted above. Non-essential replacement programs such as such as appliances and fixtures were put on hold due to the COVID-19 pandemic; emergency replacements are still taking place.
- ▶ **Utilities and Telephone Line 14** – \$131K
As of the reporting period, water consumption is 21% lower than budget due to favorable weather conditions. Staff uses evapotranspiration (ET) weather data to measure water usage for irrigation. Electricity was favorable while SCE performs true-up billing for solar systems.



Statement of Revenues & Expenses - Preliminary
Variance Explanations as of April 30, 2020

► **Outside Services** [Line 18](#) \$814K

Waste Line Remediation \$227K

Favorable variance resulted from timing and work being put on hold due to COVID-19 pandemic. Of the 85 scheduled buildings, 24 were completed prior to the shutdown. If additional buildings become problematic, they will be added to the schedule.

Roof Replacement \$222K

Favorable variance resulted from timing and work being put on hold due to the COVID-19 pandemic. Roofing programs were scheduled to begin in March; however, work has been postponed.

Landscape Modification \$138K

Favorable variance due to timing of scheduled work compared to budget spread; slope maintenance work began in March and invoices are expected in Q2. Additionally, Landscape revitalization and turf reduction were postponed due to the COVID-19 pandemic.

Paving \$108K

Although budget is spread evenly throughout the year, paving programs such as asphalt overlay, parkway concrete, and seal coat are scheduled from July through October. This program will have a favorable variance until the program begins.

► **Property and Sales Tax** [Line 22](#) (\$155K)

Unfavorable variance resulted due to higher supplemental property taxes than anticipated at the time of budget preparation. Assessment base from the County Tax Assessor has increased as average sales price trends upward. Offsetting revenue found on Line 1.

► **Insurance** [Line 23](#) (\$175K)

Unfavorable variance due to higher premiums at 10/1/19 renewal for property and casualty insurance. Insurance premium increases were implemented after 2020 budget was finalized. Significant changes in market conditions, catastrophic losses including wildfires in California, and a non-renewal situation required a new layered program structure to achieve the existing limits in a tight market.



OPEN MEETING

**FINANCE COMMITTEE MEETING
REPORT OF THE REGULAR OPEN SESSION**

Tuesday, May 26, 2020 – 1:30 p.m.
Virtual Meeting

MEMBERS PRESENT: Brian Gilmore – Chair, Sue Margolis, Carl Randazzo, Anthony Liberatore, Elsie Addington

OTHERS PRESENT: Juanita Skillman, Manuel Armendariz, Andre Torng, Neda Ardani, Reza Bastani, Dick Rader – VMS

MEMBERS ABSENT: None

STAFF PRESENT: Betty Parker, Steve Hormuth, Christopher Swanson

Call to Order

Director Gilmore chaired the meeting and called it to order at 1:27 p.m.

Approval of Agenda

A motion was made and carried unanimously to approve the agenda as presented.

Approval of the Regular Meeting Report of January 26, 2020

A motion was made and carried unanimously to approve the committee report as presented.

Chair Remarks

None.

Member Comments (Items Not on the Agenda)

Dick Rader commented on historical contingency fund levels.

Department Head Update

Betty Parker, Chief Financial Officer, provided updates on Civil Code 5500 reporting, insurance, investments and the 2021 budget process.

Review Preliminary Financial Statements dated April 30, 2020

The committee reviewed Financial Statements for April 30, 2020. Discussion ensued and questions were addressed. The following items were requested:

- Ad-Hoc schedule that breaks out VMS legal fees from corporate counsel expenses.
- Historical analysis of the Contingency Fund balances and expenditures.

2021 Reserve Study Update

Covered in Department Head Update.

Section 5500 Update

Steve Hormuth, Controller, provided on update on the completion of the AX Customization for increased financial reporting functionality. No action was taken.

Investment Policy

The committee reviewed the current investment policy for United. Director Margolis requested recommendations from SageView for additional investment options.

Future Agenda Items

Solar Project Update

Member Comments

None.

Date of Next Meeting

Tuesday, June 30, 2020 at 1:30 p.m.

Recess to Closed Session

The meeting recessed to closed session at 3:01 p.m.

DRAFT

Brian Gilmore, Chair

Monthly Resale Report

PREPARED BY
Community Services Department

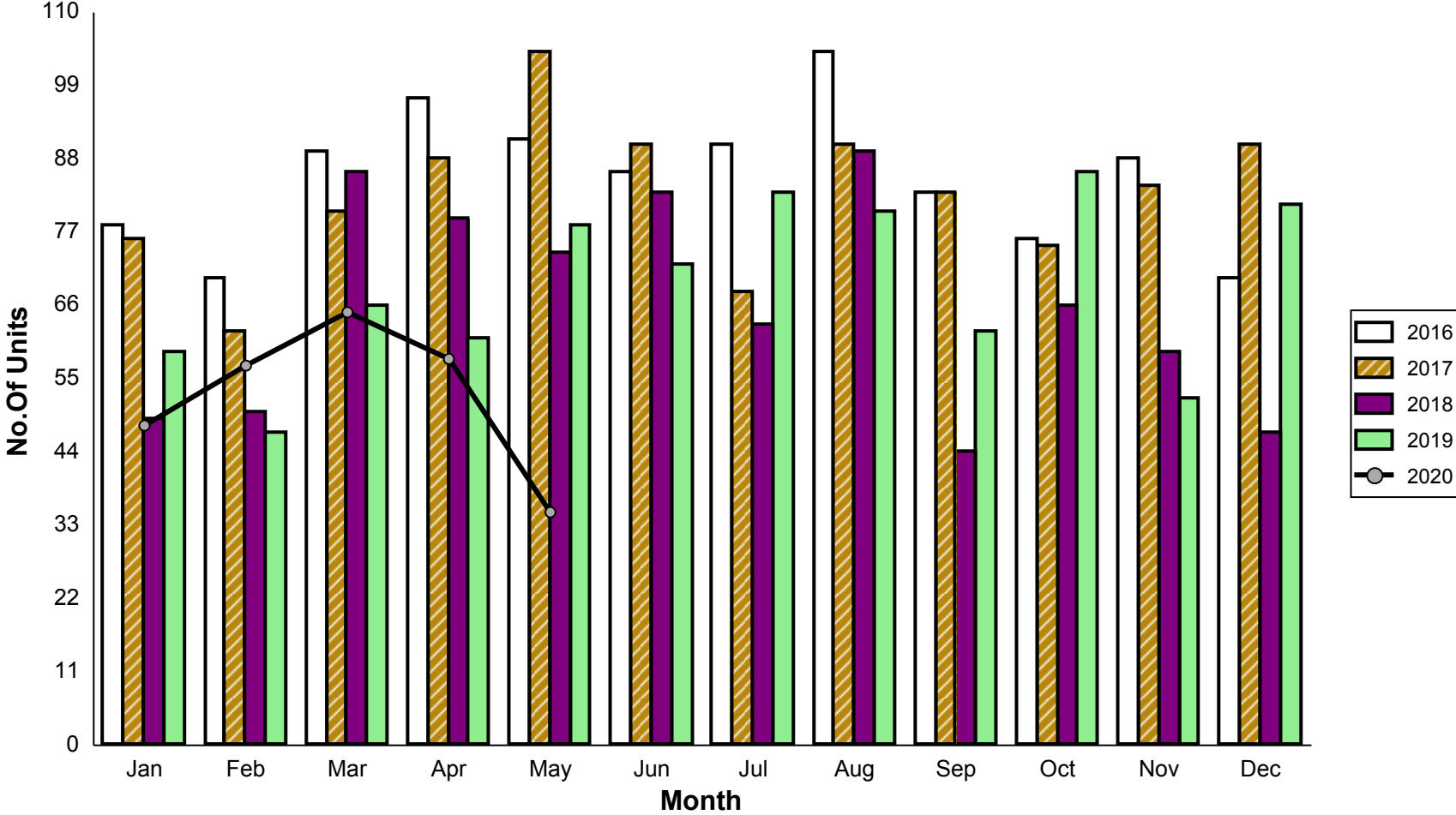
MUTUAL
All Mutuals

REPORT PERIOD
May, 2020

MONTH	NO. OF REALES		TOTAL SALES VOLUME IN \$\$		AVG RESALE PRICE	
	THIS YEAR	LAST YEAR	THIS YEAR	LAST YEAR	THIS YEAR	LAST YEAR
January	48	59	\$16,125,300	\$18,540,250	\$335,944	\$314,242
February	57	47	\$18,886,210	\$14,770,050	\$331,337	\$314,256
March	65	66	\$21,969,916	\$23,445,712	\$337,999	\$355,238
April	58	61	\$18,200,321	\$20,041,551	\$313,799	\$328,550
May	35	78	\$10,277,500	\$23,975,536	\$293,643	\$307,379
June		*	72		*	\$295,810
July		*	83		*	\$327,356
August		*	80		*	\$327,575
September		*	62		*	\$325,355
October		*	86		*	\$309,864
November		*	52		*	\$358,718
December		*	81		*	\$339,723
TOTAL	263.00	311.00	\$85,459,247	\$100,773,099		
MON AVG	52.00	62.00	\$17,091,849	\$20,154,620	\$322,544	\$323,933

* Amount is excluded from percent calculation

Resales - 5 Year Comparison



Monthly Resale Report

PREPARED BY
Community Services Department

MUTUAL
United

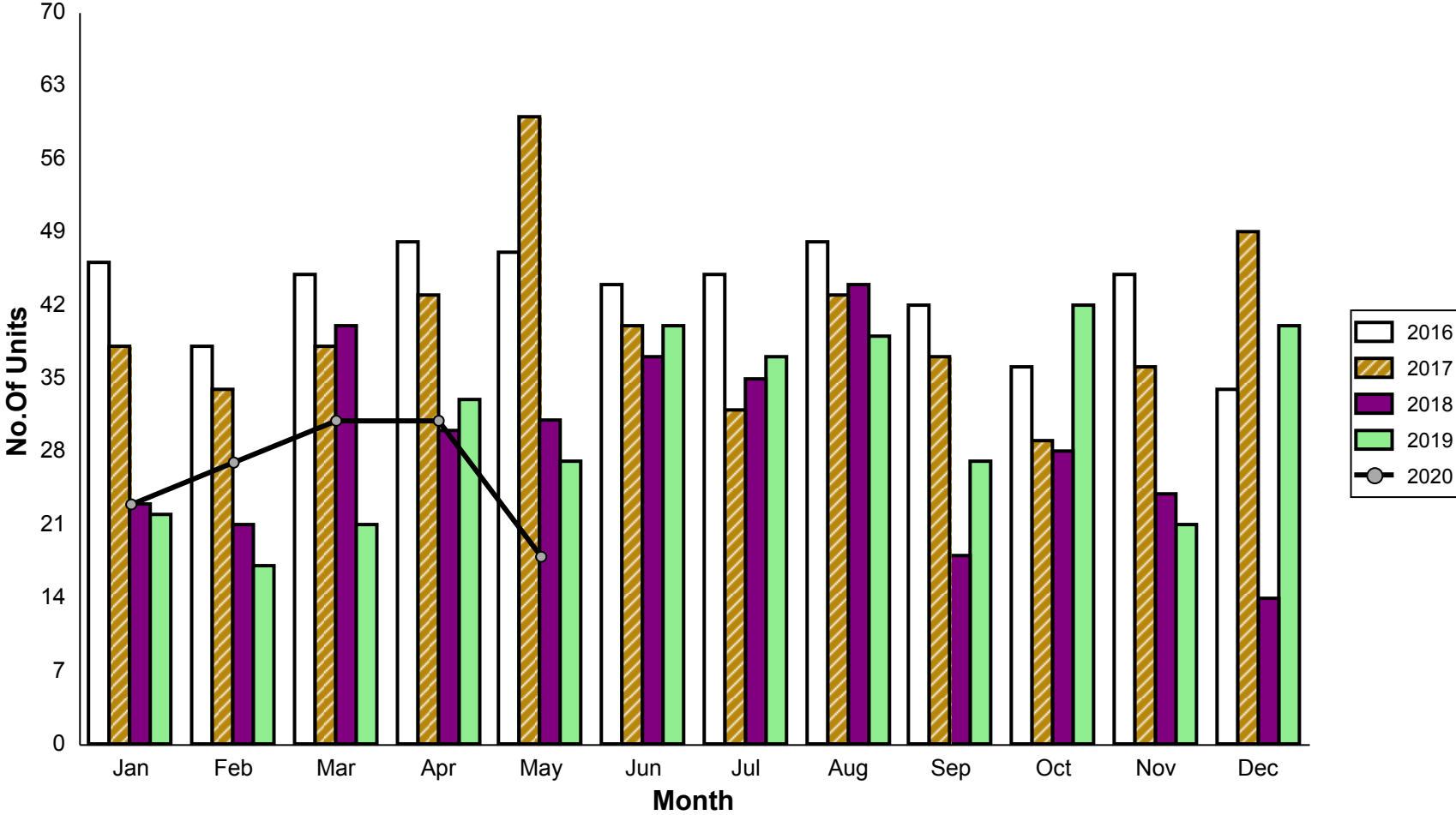
REPORT PERIOD
May, 2020

MONTH	NO. OF RESALES		TOTAL SALES VOLUME IN \$\$		AVG RESALE PRICE	
	THIS YEAR	LAST YEAR	THIS YEAR	LAST YEAR	THIS YEAR	LAST YEAR
January	23	22	\$6,100,300	\$5,282,150	\$265,230	\$240,098
February	27	17	\$6,375,200	\$4,256,150	\$236,119	\$250,362
March	31	21	\$7,863,500	\$6,355,000	\$253,661	\$302,619
April	31	33	\$7,209,488	\$9,292,051	\$232,564	\$281,577
May	18	27	\$4,523,500	\$6,380,503	\$251,306	\$236,315
June	*	40		* \$10,297,790		* \$257,445
July	*	37		* \$9,189,800		* \$248,373
August	*	39		* \$10,018,600		* \$256,887
September	*	27		* \$7,328,900		* \$271,441
October	*	42		* \$10,220,400		* \$243,343
November	*	21		* \$5,065,500		* \$241,214
December	*	40		* \$9,175,800		* \$229,395
TOTAL	130.00	120.00	\$32,071,988	\$31,565,854		
MON AVG	26.00	24.00	\$6,414,398	\$6,313,171	\$247,776	\$262,194
% CHANGE - YTD	8.3%		1.6%		-5.5%	

% Change calculated (ThisYear - LastYear)/LastYear

* Amount is excluded from percent calculation

Resales - 5 Year Comparison



**Resales Report
United Laguna Woods Mutual
May, 2020**

Close	Manor	Mutual	Price	Model/Style	Listing Realtor	Buyer Realtor	Escrow
05/11/2020	56-S	1	\$228,000	Casa Blanca	Laguna Premier Realty, Inc	HomeSmart Evergreen	Blue Pacific Escrow
05/20/2020	102-B	1	\$245,000	Madrid	Coldwell Banker Residential	Coldwell Banker Residential	Generations Escrow
05/21/2020	115-A	1	\$160,000	Cadiz	Laguna Premier Realty, Inc	Laguna Premier Realty, Inc	Blue Pacific Escrow
05/13/2020	116-R	1	\$265,000	Casa Blanca	Harcourts Prime Properties	Re/Max Associated Realtors	Generations Escrow
05/13/2020	162-O	1	\$277,500	Casa Blanca	Keller Williams Real Estate	First Team Real Estate	Granite Escrow
05/15/2020	257-A	1	\$250,000	Seville	Laguna Premier Realty, Inc	HomeSmart Evergreen	Blue Pacific Escrow
05/22/2020	345-O	1	\$265,000	Casa Blanca	Prelle and Associates	SUN Realty	The Escrow Spectrum
05/06/2020	485-B	1	\$375,000	Valencia	Laguna Premier Realty, Inc	HomeSmart Evergreen	Blue Pacific Escrow
05/19/2020	496-A	1	\$235,000	Madrid	Laguna Premier Realty, Inc	Regency Real Estate	Blue Pacific Escrow
05/27/2020	690-A	1	\$260,000	Cordoba	Laguna Premier Realty, Inc	Keller Williams Real Estate	Granite Escrow
05/27/2020	822-A	1	\$314,000	Casa Linda	HomeSmart Evergreen	Compass	Escrow Options Group
05/13/2020	849-A	1	\$162,000	Casa Linda	Keller Williams Real Estate	H & M Realty Group	The Escrow Source
05/26/2020	872-Q	1	\$278,000	Casa Linda	Century 21 Rainbow	Laguna Premier Realty, Inc	Corner Escrow Inc.
05/06/2020	919-A	1	\$269,000	Casa Linda	Century 21 Rainbow	Century 21 Rainbow	Corner Escrow Inc.
05/18/2020	2017-D	1	\$255,000	Valencia	Village Real Estate	Surterre Properties, Inc.	Granite Escrow
05/15/2020	2096-O	1	\$275,000	Casa Linda	First Team Real Estate	First Team Real Estate	Granite Escrow
05/01/2020	2189-T	1	\$175,000	Coronado	HomeSmart Evergreen	HomeSmart Evergreen	Escrow Options Group
05/01/2020	2219-D	1	\$235,000	Casa Contenta	Nadine World Real Estate	Residential Agent Inc.	Granite Escrow

Number of Resales: 18

Total Resale Price: \$4,523,500

Average Resale Price: \$251,306

Median Resale Price: \$257,500

Monthly Resale Report United Mutual

PREPARED BY
Community Services Department

May-20

Month	NUMBER OF RESALES				TOTAL SALES VOLUME IN \$\$				AVG RESALE PRICE			
	2020	2019	2018	2017	2020	2019	2018	2017	2020	2019	2018	2017
January	23	22	23	38	\$6,100,300	\$5,282,150	\$6,014,390	\$8,968,930	\$265,230	\$240,098	\$261,495	\$236,024
February	27	17	21	35	\$6,375,200	\$4,256,150	\$6,059,250	\$8,512,700	\$236,119	\$250,362	\$288,536	\$243,220
March	31	21	40	38	\$7,863,500	\$6,355,000	\$11,156,600	\$9,580,000	\$253,661	\$302,619	\$278,915	\$252,105
April	31	33	30	43	\$7,209,488	\$9,292,051	\$8,824,600	\$10,177,429	\$232,564	\$281,577	\$294,153	\$236,684
May	18	27	31	60	\$4,523,500	\$6,380,503	\$8,735,000	\$15,888,800	\$251,306	\$236,315	\$281,774	\$264,813
June	0	40	37	40	\$0	\$10,297,790	\$11,021,400	\$10,744,150	\$0	\$257,445	\$297,876	\$268,604
July	0	37	35	32	\$0	\$9,189,800	\$9,541,300	\$7,887,100	\$0	\$248,373	\$272,609	\$246,472
August	0	39	44	43	\$0	\$10,018,600	\$11,285,100	\$11,310,367	\$0	\$256,887	\$256,480	\$263,032
September	0	27	18	37	\$0	\$7,328,900	\$4,632,500	\$9,461,900	\$0	\$271,441	\$257,361	\$255,727
October	0	42	28	29	\$0	\$10,220,400	\$8,556,100	\$7,898,500	\$0	\$243,343	\$305,575	\$272,362
November	0	21	24	37	\$0	\$5,065,500	\$6,194,000	\$9,793,900	\$0	\$241,214	\$258,083	\$264,700
December	0	40	14	49	\$0	\$9,175,800	\$3,368,300	\$12,579,440	\$0	\$229,395	\$240,593	\$256,723
TOTAL	130	120	145	214	\$32,071,988	\$31,565,854	\$40,789,840	\$53,127,859				
MON AVG	26	24	29	43	\$6,414,398	\$6,313,171	\$8,157,968	\$10,625,572	\$247,776	\$262,194	\$280,975	\$246,569
% CHANGE-YTD	8.3%	-17.2%	-32.2%	-4.5%	1.6%	-22.6%	-23.2%	9.1%	-5.5%	-6.7%	14.0%	13.2%

% Change calculated (This Year - Last Year)/Last Year
Percent calculation only includes YTD figures in black.



MONTHLY LEASING REPORT

**Report Period:
May-2020**

MONTH	LEASES IN EFFECT				Total this year	Total last year	Total Expirations	New Monthly Transactions		
	3 Months	6 Months	12 Months	Renewed				Leases	Renewals	Extensions
January	35	44	174	362	615	562	22	20	33	0
February	39	41	173	360	613	565	20	26	36	0
March	36	39	173	368	616	567	64	26	29	4
April	15	30	177	361	583	549	31	22	38	3
May	9	20	177	357	563	553	41	18	47	3
June										
July										
August										
September										
October										
November										
December										
Monthly Average	26.8	34.8	174.8	361.6	598.0	559.2	35.6	22.4	36.6	2.0

Percentage Leased	563	/	6323	=	8.9%
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* Short-term lessees extending stay until safe to return home or make a change to current living arrangements.

New Leases = Units Sublet

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UNITED LAGUNA WOODS
M U T U A L

OPEN MEETING

REGULAR MEETING OF THE UNITED LAGUNA WOODS MUTUAL
GOVERNING DOCUMENTS REVIEW COMMITTEE

Thursday, May 21, 2020 – 1:30 p.m.
VIRTUAL MEETING
Laguna Woods Village Community Center
24351 El Toro Road, Laguna Woods, CA 92637

MEMBERS PRESENT: Andre Torng - Chair, Sue Margolis, and Neda Ardani
MEMBERS ABSENT: None
ADVISORS PRESENT: None
ADVISORS ABSENT: Bevan Strom
OTHERS PRESENT: Dick Rader and Anthony Liberatore
STAFF PRESENT: Francis Gomez, Pamela Bashline, and Debbie Ballesteros

CALL TO ORDER

Andre Torng, Chair, called the meeting to order at 1:35 p.m.

ACKNOWLEDGEMENT OF PRESS

The Media was not present.

APPROVAL OF THE AGENDA

President Margolis made a motion to approve the agenda as presented. Director Ardani seconded the motion.

By unanimous vote the motion carried.

Without objection, the Committee agreed to take items out of order.

APPROVAL OF MEETING REPORTS

Director Ardani made a motion to approve the April 16, 2020 and April 23, 2020 meeting reports as presented. President Margolis seconded the motion.

By unanimous vote the motion carried.

CHAIR'S REMARKS

Chair Torng thanked everyone for joining the meeting and wished everyone was healthy and safe. Chair Torng also advised the Committee that he is distributing free face masks on Saturday, May 23, at 4:00 p.m. on Avenida Sosiega, closed to Gate 9.

MEMBER COMMENTS ON NON-AGENDA ITEMS

The members commented on social distance guidelines at the Aliso Viejo Creek, the City of Laguna Woods City Council meeting, and refunds from assessments.

RESPONSE TO MEMBER COMMENTS ON NON-AGENDA ITEMS

The Committee requested that the matters be forwarded to Jeff Parker, CEO, and the Recreation & Special Events Department for a response.

REPORTS

New Topics Selection and Assignment

Chair Torng discussed new topics selection and assignments. The Committee commented and asked questions.

Chair Torng stated he will review the Occupancy Agreement and present at the next meeting.

ITEMS FOR DISCUSSION AND CONSIDERATION

Code of Conduct

The Committee reviewed and discussed the Code of Conduct. The Committee members made changes and asked questions.

President Margolis made an amendment to remove "All Board members must present themselves to our Members with high level of professionalism during our meetings, as well as when meetings are not held." Director Ardani seconded the motion.

Without objection, the amendment passed.

Chair Torng made an amendment to add "All open and closed Board, committee, subcommittee meetings assigned under the Board shall be announced to the public and restricted audience with schedule and discussion/review material distributed before the meeting;" at the end of the "Board Responsibilities".

Without objection, the amendment passed.

The Committee requested that the document be brought back for final review.

Establish Legal Support Requirement Resolution

Due to time constraints, the matter was tabled for another meeting.

Review and Discuss Committee Advisor Qualifications Procedure and Policy

Due to time constraints, the matter was tabled for another meeting.

Committee Member Comments

There were no comments.

Future Agenda Items

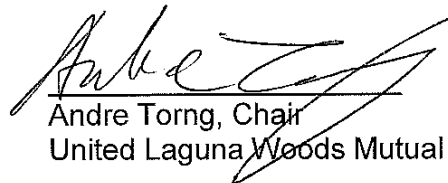
- Discuss standardizing Village-wide working groups which aren't specific to certain Mutual a uniformed structure and scope of work
- Review and Discuss Committee Advisor Qualification Procedure and Policy
- Review GRF Donation Policy (Andre Torng)
- Requirements for heirs to become members
- Roles, responsibilities and protocols
- Mission, vision, and strategic directives

Date of next Meeting

The next meeting is scheduled for Thursday, June 18, 2020 at 1:30 p.m. via virtual meeting.

Adjournment

With no further business before the Committee, the Chair adjourned the meeting at 3:40 p.m.



Andre Torng, Chair
United Laguna Woods Mutual

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