

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

November 13, 2014

The Special Meeting of the Board of Directors of United Laguna Woods Mutual, a California Non-Profit Mutual Benefit Corporation, was held on Thursday, November 13, 2014 at 9:30 A.M. at 24351 El Toro Road, Laguna Woods, California.

Directors Present: Pat English, Jack Bassler, Ming-Lee Chang, Ken Hammer, Don Tibbetts, Eva Lydick, Anthony Liberatore, Jan LaBarge, Tony Dauer, Lenny Ross, Juanita Skillman

Directors Absent: None

Staff Present: Jerry Storage, Kim Taylor, Marcel Bradley, Heather Rasmussen
(Executive Session: Jerry Storage, Cris Robinson, Kim Taylor, Pamela Bashline, Wendy Panizza, Luis Rosas)

Others Present: Jeff Beaumont Esq. of Beaumont Gitlin Tashjian (Executive Session)

CALL TO ORDER

Pat English, President of the Corporation, chaired and opened the meeting, and stated that it was a Special Meeting held pursuant to notice duly given. A quorum was established, and the meeting was called to order at 9:30 AM.

PLEDGE OF ALLEGIANCE

Director Jan LaBarge led the Pledge of Allegiance to the Flag.

ACKNOWLEDGEMENT OF MEDIA

A representative of the Laguna Woods Globe and the Channel 6 Camera Crew, by way of remote cameras, were acknowledged as present.

APPROVAL OF AGENDA

By way of unanimous consensus, the agenda was approved as written.

CHAIR'S REMARKS

No comments were made.

UNITED MUTUAL MEMBER COMMENTS AND PUBLIC FORUM

United Mutual Members were given the opportunity to speak to items.

- Rhoda Lindner (2013-C) commented on walkway lighting and the Walkway Lighting Ad Hoc Committee.
- Pamela Grundke (2214-B) commented on the Residents Voice Club.

RESPONSE TO MEMBER COMMENTS

The Directors briefly responded to Member Comments.

APPROVAL OF MINUTES

Without objection, the Board approved the minutes of October 23, 2014 Special meeting, as written.

UNFINISHED BUSINESS

No Unfinished Business came before the Board.

NEW BUSINESS

Director Skillman moved to assign Directors Pat English and Jack Bassler to the GRF Process Ad Hoc Committee. Director Bassler seconded the motion.

By a vote of 10-0-0 the motion carried.

Director Skillman moved to assign Directors Pat English and Lenny Ross to the GRF Financial Reporting Study Group. Director Hammer seconded the motion.

By a vote of 10-0-0 the motion carried.

The Secretary of the Corporation, Director LaBarge, read a proposed resolution approving revisions to the GRF Committee Assignments. Director LaBarge moved to approve the resolution, Director Hammer seconded the motion, and discussion ensued.

By a vote of 10-0-0 the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 01-14-143

Golden Rain Foundation Committee Appointments

RESOLVED, November 13, 2014, 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:

Business Planning

Pat English
Don Tibbetts

Clubhouse 2 Renovation Ad Hoc Committee

Jack Bassler
Ken Hammer

Community Activities

Jan LaBarge
Ken Hammer

Energy Committee

Eva Lydick
Ken Hammer
Jack Bassler

Finance

Don Tibbetts
Pat English

Landscape Committee

Eva Lydick
Jan LaBarge

Maintenance & Construction

Jack Bassler
Don Tibbetts

Media and Communications Committee

Jan LaBarge
Eva Lydick
Juanita Skillman

Mobility and Vehicles Committee

Ming Lee Chang
Tony Dauer

Security and Community Access

Tony Dauer
Anthony Liberatore

RESOLVED FURTHER, that Resolution 01-14-127, adopted October 14, 2014, is hereby superseded and canceled.

The Secretary of the Corporation, Director LaBarge, read a proposed resolution approving revisions to the United Mutual Committee Assignments. Director LaBarge moved to approve the resolution, Director Bassler seconded the motion, and discussion ensued.

Member Barbara Copley (410-D) commented on the resolution.

Director Hammer moved to eliminate the Parking Committee. Director Bassler seconded the motion.

By a vote of 8-2-0 (Directors LaBarge and Lydick opposed) the amendment carried.

By a vote of 9-1-0 (Director LaBarge opposed) the motion carried and the Board of Directors adopted the following amended resolution:

RESOLUTION 01-14-144

United Laguna Woods Mutual Committee Appointments

RESOLVED, November 13, 2014, that the following persons are hereby appointed to serve the Corporation in the following capacities:

Finance Committee

Don Tibbetts, Chair
Juanita Skillman, Vice Chair
Pat English
Lenny Ross
Advisors: Florence Kleinfeld, Lou Skogen

Governing Documents Review Ad Hoc Committee

Juanita Skillman, Chair
Eva Lydick, Vice Chair
Lenny Ross
Advisor: **Barbara Copley**

Landscape Committee

Eva Lydick, Chair
Ken Hammer, Vice Chair
Ming Lee Chang
Advisors: ~~Cynthia Chyba~~, Pamela Grundke, **Barbara Copley**

Maintenance and Construction Committee

Don Tibbetts, Chair
Ming Lee Chang, Vice Chair
Jack Bassler
Lenny Ross
Jan LaBarge
Anthony Liberatore
Advisor: Janey Dorrell

New Resident Orientation

Per Rotation List

Traffic Hearing (quarterly)

Jan LaBarge
Lenny Ross
TBD

Walkway Lighting Subcommittee

Anthony Liberatore, Chair
Jack Bassler, Vice Chair

Juanita Skillman
Ming Lee Chang
Ken Hammer
Advisors: Doug Rook, Collette Sigman

Water Conservation Ad Hoc Committee

Anthony Liberatore, Chair
Jack Bassler, Vice Chair
Pat English
Advisors: TBD

Parking Committee

~~Ken Hammer, Chair~~
Tony Dauer
Eva Lydick

Laguna Canyon Foundation

TBD

RESOLVED FURTHER, that Resolution 01-14-128, adopted October 14, 2014, is hereby superseded and canceled.

The Board discussed the purchase of units by underage buyers.

Member Barbara Copley (410-D) commented on the discussion.

Ms. Heather Rasmussen entered the meeting at 10:15 AM.

The Secretary of the Corporation, Director LaBarge, read a proposed resolution approving production of a United Mutual Newsletter. Director LaBarge moved to approve the resolution, Director Tibbitts seconded the motion, and discussion ensued.

Member Barbara Copley (410-D) commented on the resolution.

By a vote of 6-3-1 (Directors Lydick, Hammer, Bassler opposed, Director Liberatore abstained) the motion carried and the Board of Directors adopted the following amended resolution:

RESOLUTION 01-14-145

Supplemental Appropriation for Printing Costs for United Board Newsletter

WHEREAS, the United Laguna Woods Mutual Board endeavors to enhance communication with the members of United; and

WHEREAS, United may achieve enhanced communication through a monthly e-mail newsletter for publication in 2015; and

WHEREAS, the monthly United e-newsletter would include news, Board actions, project statuses, and other information related to United; and

WHEREAS, United would utilize an online e-mail content management tool to allow staff to create the newsletter and e-mail it to subscribers at a cost of approximately \$14 per month; and

WHEREAS, United would print 350 color copies of the United newsletter for distribution each month at the Clubhouses; and

WHEREAS, an annual cost of approximately \$2,000 is needed to cover the cost of the online e-mail content management subscription and printing costs through the end of 2015; and

NOW THEREFORE BE IT RESOLVED, November 13, 2014 the Board of Directors of this Corporation hereby approves a supplemental appropriation in the amount of \$2,000 from the Unappropriated Expenditures Fund for the Mutual to subscribe to an online e-mail content manager and print 350 copies of the United Newsletter each month for distribution to the Clubhouses through December 2015; 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.

Ms. Heather Rasmussen left the meeting at 10:30 AM.

CONSENT CALENDAR

Without objection, the Consent Calendar was approved as written, and the Board took the following actions:

Maintenance and Construction Committee Recommendations:

RESOLUTION 01-14-146

Variance Request

RESOLVED, November 13, 2014, that the request of Ms. Bonnie Browning to retain paint colors in the atrium of Manor 231-C Avenida Majorca, is hereby approved; and

RESOLVED FURTHER, all future costs for repair and maintenance associated with the subject alterations are the responsibility of the Mutual Member(s) at 231-C; and

RESOLVED FURTHER, the lag bolts used to attach the wood ledger must be sealed properly by the Member at the Member's expense to prevent moisture intrusion; and

RESOLVED FURTHER, the member is hereby noticed the Mutual may need to perform repairs and maintenance to the atrium walls, and any damage that would result to the alteration paint would be the responsibility of the member, and not the Mutual; and

RESOLVED FURTHER, the member will be held responsible for all costs associated with the repair and maintenance of the subject walls in the case the walls suffer damage due to non-maintained painting of the wall; 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.

RESOLUTION 01-14-147

Variance Request

RESOLVED, November 13, 2014, that the appeal request of Mr. Sanford Adelman to retain hard surface flooring at Manor 254-N Calle Aragon is hereby denied; and

RESOLVED FURTHER, to require the removal of hard surface flooring in all rooms except in the kitchen and bathrooms within 30 days of the Board's decision; 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.

RESOLUTION 01-14-148

Variance Request

RESOLVED, November 13, 2014, that the request Mr. Nicholas G. Onuf of a variance for a revision to a previously approved room addition at Manor 418-C, is hereby approved; and

RESOLVED FURTHER, all future costs and maintenance associated with the subject alterations are the responsibility of the Mutual member(s) at 418-C; and

RESOLVED FURTHER, unit-specific plans depicting the proposed alteration, signed and wet-stamped by a California-licensed architect or engineer must be submitted to the Permits and Inspections office located in the Laguna Woods Village Community Center for approval. These plans must include structural details and calculations required to insure the structural integrity of the building is maintained upon completion of the proposed alterations; and

RESOLVED FURTHER, all required Mutual and City of Laguna Woods permits must be obtained and the appropriate City of Laguna Woods permit numbers must be submitted to the Mutual through the Permits and Inspections Office located in Laguna Woods Village Community Center; and

RESOLVED FURTHER, the Board has, from time to time, received complaints of noise transference due to alterations within the interior of neighboring manors. For example, alterations to walls that allow noise to travel differently, alterations to plumbing that cause water noises within the shared walls, or alterations to floor coverings. Should the Board receive such a complaint concerning an alteration, the requesting member is hereby advised that they may be subject to member disciplinary proceedings and could be required to take additional noise mitigating measures, up to and including removing the alteration and restoring to original; 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.

Approved request to postpone fumigation for Building 98 and include the fumigation in the scope of the 2015 program.

Landscape Committee Recommendations:

None

Finance Committee Recommendations:

RESOLUTION 01-14-149

Recording of a Lien

WHEREAS, Member ID 947-369-72 is currently delinquent to United Laguna Woods Mutual with regard to the monthly assessment; and

WHEREAS, a Notice of Delinquent Assessment (Lien) will be filed upon adoption of this resolution following at least a majority vote of the Board

(with no delegation of such action by the Board), acting in an open meeting, and for which the Board's vote is recorded in the minutes;

NOW THEREFORE BE IT RESOLVED, November 13, 2014, that the Board of Directors hereby approves the recording of a Lien for Member ID 947-369-72; 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.

GENERAL MANAGER'S REPORT

Mr. Jerry Storage updated the membership on the ongoing projects in United Mutual.

COMMITTEE REPORTS

FINANCE REPORT

Director Tibbetts reported from the Finance Committee, gave the United Treasurer's Report, and commented on the Resale & Lease Activities.

Mr. Marcel Bradley entered the meeting at 10:40 AM.

Director Tibbetts reported from the Maintenance and Construction Committee.

The Secretary of the Corporation, Director LaBarge, read a proposed resolution approving a generic brand dual-flush toilet as the standard replacement toilet fixture, as part of the 4-year program for replacement of noncompliant plumbing fixtures. Director LaBarge moved to approve the resolution, Director Hammer seconded the motion, and discussion ensued.

Members Barbara Copley (410-D), Richard Rader (270-D), and Austin Haeberle (697-A) commented on the resolution.

By a vote of 0-10-0 the resolution failed.

RESOLUTION 01-14-XXX

Generic Brand Dual-Flush Toilet as a Standard Replacement Toilet

WHEREAS, recent changes to the California Civil Code and the Uniform Plumbing Code have mandated that all high-water usage toilets in commercial and residential properties be replaced with water-conserving plumbing fixtures; and

WHEREAS, the codes now require an effective flush volume of 1.28 gallons per flush (GPF) and require that all toilets meet this standard by January 1, 2019; and

WHEREAS, the United Mutual Board of Directors have approved a 4-year program for replacement of all noncompliant plumbing fixtures in United Mutual;

NOW THEREFORE BE IT RESOLVED, November 13, 2014, that the Board of Directors of this Corporation hereby approves the "Generic Brand" Dual-Flush Toilet that has a 1.28 effective GPF, greater than or equal to 600 grams per flush MaP rating, is ADA and WaterSense-qualified and is eligible for rebates, as the Mutual standard replacement toilet as part of the 4-Year Program for replacement of noncompliant plumbing fixtures; 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.

Without objection, the Board referred approving a generic brand dual-flush toilet as the standard replacement toilet fixture, as part of the 4-year program for replacement of noncompliant plumbing fixtures to the Water Conservation Committee for further review.

Director Tibbetts moved to approve the assembly and installation of benches in 74 laundry rooms, to use existing staff with existing funding of \$9,200, from Resolution 01-11-62, and to not place a time limit on completion of the installation. Director Dauer seconded the motion.

By a vote of 7-3-0 (Directors Skillman, Chang and Lydick opposed) the motion carried.

Director Liberatore reported from the Walkway Lighting Sub-Committee.

Director Liberatore reported from the Water Conservation Ad Hoc Committee.

Mr. Marcel Bradley left the meeting at 11:20 AM.

Director Lydick reported from the Landscape Committee.

Director Skillman reported from the Governing Documents Review Ad Hoc Committee.

Director Ross read a report on disciplinary cases.

GRF COMMITTEE HIGHLIGHTS

No GRF Committee Highlights were given.

DIRECTORS' FORUM

The Directors provided final comments.

MEETING RECESS

The Regular Open Session Meeting recessed at 11:40 AM. and reconvened into the Regular Executive Session at 11:45 PM.

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

During its October 7, 2014 Special Executive Session meeting the Board discussed legal matters.

During its October 23, 2014 Special Executive Session meeting, the Board reviewed and approved the minutes of the regular Executive Session of September 9, 2014, the minutes of the Damage Restoration Executive Session of September 24, 2014 and the Special Executive Session minutes of October 7, 2014 as written. The Board heard four disciplinary hearings and imposed no fines for violations of the Mutual's rules and regulations; discussed and considered numerous member disciplinary matters; discussed and considered Membership matters; discussed the United vs GRF lawsuit; discussed the Damage Restoration Executive Committee; discussed and considered third occupant fee; discussed and considered Litigation Matters; and reviewed the Litigation Status Report.

ADJOURNMENT

With no further business before the Board of Directors, the meeting was adjourned at 4:35 P.M.

Jan LaBarge, Secretary