



OPEN MEETING

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

**Tuesday, June 13, 2023 - 9:30 a.m.
Board Room/Virtual Meeting
24351 El Toro Road, Laguna Woods, California**

Directors Present: Lenny Ross, Thomas Tuning, Anthony Liberatore, Diane Casey, Alison Bok, Pearl Lee, Maggie Blackwell, Cash Achrekar, Azar Asgari, Sue Quam

Directors Absent: None

Staff Present: CEO Siobhan Foster, Makayla Schwietert, Paul Nguyen, Carlos Rojas, Eileen Paulin, Eric Nunez

Others Present: GRF: Elsie Addington
Third: None
VMS: Norman Kahn, Cynthia Rupert

1. Call Meeting to Order/Establish Quorum

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

2. Pledge of Allegiance to the Flag

Director Tuning led the pledge of allegiance.

3. Acknowledge Media

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

4. Approval of Agenda

President Ross asked if there were any changes to the agenda.

Director Bok made a motion to approve the agenda. Director Blackwell seconded.

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

5. Approval of Minutes

- a. March 29, 2023 – United Budget – M&C/Landscape Review
- b. April 6, 2023 – United Board 2022 Annual Audit
- c. May 9, 2023 – Regular Open Meeting
- d. May 25, 2023 – Special Open Meeting
- e. May 25, 2023 – Agenda Prep Meeting

Director Asgari made a motion to approve the minutes of March 29, 2023 – United Budget – M&C/Landscape Review, April 6, 2023 – United Board 2022 Annual Audit, May 9, 2023 – Regular Open Meeting, May 25, 2023 – Special Open Meeting and May 25, 2023 – Agenda Prep Meeting. Director Quam seconded.

Hearing no changes or objections, the meeting minutes were approved by unanimous consent.

6. Report of the Chair

President Ross commented on the following items:

- Reminded those who plan to speak today to not personally attack or berate others, in order to maintain civil protocol.
- Attended a Community Bridge Builders meeting and commended the amazing speech that occurred.
- Provided clarification as to the purpose of the United Private Loan Ad-Hoc Committee.

7. Open Forum (Three Minutes per Speaker)

At this time Members addressed the Board of Directors regarding items not on the agenda

The following members made comments:

- A member commented on the Foundation of Laguna Woods Village.
- A member commented on crosswalk concerns and safety issues.
- A member commented on concerns regarding a scam they have been receiving pertaining to foreclosure of their property.
- A member commented on Resolution 01-18-33 pertaining to reimbursement of electricity used during dry-out process from roof leaks, which superseded and canceled the original policy from 2010. The member requested the Board reassess the policy.
- A member commented on alleged harassment and discussed the lack of Board responsibility towards the harassment claim.
- A member commented on his attendance at United and GRF Board Meetings and stated that the Boards and VMS staff are doing a great job in creating a wonderful community for the Village.
- A member commented on their concerns regarding the long hours that the lighting from the walkway located on Los Altos is on.

8. Responses to Open Forum Speakers

a. Response to Open Forum Speakers

- Director Blackwell assisted the member who relayed concerns regarding

foreclosure scams; director the member who raised electricity reimbursement concerns to the Maintenance and Construction Committee.

- Director Lee encouraged the member who commented on their favorable impression of the Board's and committees' work and meetings to think about joining the United Board during the Annual Election.
- Director Casey reminded residents to hold onto banisters when going downstairs, and to be careful.
- Director Asgari commented on the advantage of the Foundation of Laguna Woods Village, and additionally stated that members' concerns will be addressed and followed up on by the next United Board meeting.
- President Ross commented on the importance of resolving the crosswalk and lighting concerns.

b. Response to Past Open Forum Speakers – Director Lee

Director Lee commented on the responses to the previous Open Forum Speakers from the May Board meeting and advised on updates.

9. VMS Board Update – Director Kahn

VMS Director Kahn discussed the following topics:

- Union Negotiations
- Village Management Services Budget
- Review of Staffing Levels and Services

Director Kahn answered questions from the Board.

10. CEO Report

CEO Siobhan Foster discussed the following items:

- Employee Excellence Awards
 - CEO's Office: Makayla Schwietert and Paul Nguyen
 - Financial Services: Mandy Webb
 - General Services: John Sanchez
 - Human Resources: Gaby Espinoza, Nicole Sarmiento, and Marcie Viveros
 - Information Services: Timothy Osborn, Daniel Simoncelli, Joshua Glass, and Grant Schultz
 - Landscaping Services: Jose Vargas and Jorge Munoz
 - Maintenance and Construction: Laurie Chavarria
 - Media and Communications: Mark Weiss
 - Recreation and Special Events: Gail Ford, Renee Anderson, and Shoon Aung
 - Security Services: Kyle Belanger

CEO Foster answered questions from the board.

11. Consent Calendar

All matters listed under the Consent Calendar are recommended for action by committees and will be enacted by the Board by one motion. If 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. **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 2023, such review is hereby ratified.**

b. **Recommendation from the Landscape Committee**

(1) Recommendation to Deny Tree Removal Request: 118-U Via Estrada – One Canary Island Pine Tree

RESOLUTION 01-23-29

Deny Removal of one Canary Island Pine tree 118-U Via Estrada

WHEREAS, February 12, 2013, that the Board of Directors adopted Resolution 01-13-17, Tree Removal Guidelines:

- a. Unless there is a purposeful reason, trees should not be removed merely because they are messy, or because of residents' personal preferences concerning shape, color, size, or fragrance.
- b. Trees should not be removed because of view obstruction.
- c. Trees on slopes should not be removed if the removal will contribute to the destabilization of that slope.
- d. Trees which are damaging or will damage a structure, pose a hazard, in failing health or interfering with neighboring trees, will be considered for removal.

WHEREAS, on May 22, 2023, the Landscape Committee reviewed a request from the Member at 118-U to remove one Canary Island Pine tree, the reasons cited are overgrown, litter/debris, needles on the patio, the tree is too close to the unit and it is leaning; and

WHEREAS, staff inspected the condition of the tree and found it to be in fair health with an unbalanced canopy due to clearance trimming and the close proximity to another Canary Island Pine tree; and

WHEREAS, the committee determined that the tree does not meet the guidelines established in Resolution 01-13-17, and thereby recommends denying the request for the removal of one Canary Island Pine tree located at 118-U Via Estrada;

NOW THEREFORE BE IT RESOLVED, June 13, 2023, the Board of Directors denies the request for the removal of one Canary Island Pine tree located at 118-U; and

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

- c. **Recommendation from the Architectural Control and Standards Committee - None**
- d. **Approve the Review of the United Sub-Leasing and Transfer of Trust Documents Approved in May 2023, and such review is hereby ratified.**
- e. **Recommendation from the Finance Committee**
 - (1) Approve a Resolution for Recording a Lien against Member ID # 947-361-58

RESOLUTION 01-23-30

Recording of a Lien

WHEREAS, Member ID 947-361-58; 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, June 13, 2023, that the Board of Directors hereby approves the recording of a Lien for Member ID 947-361-58 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.

- (2) Approve a Resolution for Recording a Lien against Member ID #947-400-14

RESOLUTION 01-23-31

Recording of a Lien

WHEREAS, Member ID 947-400-14; 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, June 13, 2023, that the Board of Directors hereby approves the recording of a Lien for Member ID 947-400-14 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.

f. Update GRF Committee Assignments

RESOLUTION 01-23-32

United Laguna Woods Mutual Committee Appointments

RESOLVED, June 13, 2023, that the following persons are hereby appointed to serve the Corporation in the following capacities:

Architectural Controls and Standards Committee

Anthony Liberatore (Chair)

Maggie Blackwell

~~Mary Simon~~

Finance Committee Azar

Asgari, Chair

Thomas Tuning

Alison Bok

Non-Voting Advisors: Mike Daillak, Robert Radus

Governing Documents Review Committee

Maggie Blackwell (Chair)

Diane Casey

Sue Quam

Non-Voting Advisors: Dick Rader, Juanita Skillman, Mary Stone

Landscape Committee

Diane Casey (Chair)

Sue Quam

Anthony Liberatore

Non-Voting Advisors: Ann Beltran, Mary Sinclair

Landscape Tree Ad Hoc

Diane Casey (Chair)

Non-Voting Advisors: Cheryl Nielsen, Mary Sinclair, Ken Benson,
Jack Salvador, Carl Randazzo, Robert Reyes

Maintenance and Construction Committee

Lenny Ross (Chair)

~~Mary Simon~~

Alison Bok

Members Hearing Committee

Pearl Lee (Chair)
Thomas Tuning
Alison Bok

New Resident Orientation

Maggie Blackwell
Cash Achrekar (Chair)
Pearl Lee

Resident Advisory Committee

Anthony Liberatore (Chair)
Pearl Lee
Cash Achrekar

Investment Ad Hoc Committee

Azar Asgari, (Chair)
Alison Bok
Members: Ken Benson, Mike Dailak, Robert Cunningham

Loan Ad Hoc Committee

Azar Asgari (Chair)
Non-Voting Advisor: Manny Robledo
Members: Ken Benson, Eric Carlson, Richard Lapoint, Robert Tucker

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 01-23-11, adopted March 14, 2023, 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 01-23-33

Golden Rain Foundation Committee Appointments

RESOLVED, June 13, 2023, 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 Community Activities Committee

Diane Casey
Pearl Lee

GRF Finance

Azar Asgari
Thomas Tuning

GRF Landscape Committee

Diane Casey
Sue Quam

GRF Maintenance & Construction

Lenny Ross
Mary Simon

Clubhouses & Facilities Renovation Ad Hoc Committee

Anthony Liberatore
Mary Simon

GRF Media and Communications Committee

Maggie Blackwell
Sue Quam

GRF Mobility and Vehicles Committee

Azar Asgari
Alison Bok

GRF Security and Community Access

Maggie Blackwell Cash
Achrekar

Disaster Preparedness Task Force

Anthony Liberatore
Cash Achrekar

Laguna Woods Village Traffic Hearings

Cash Achrekar
Pearl Lee

Purchasing Ad Hoc Committee

Thomas Tuning Lenny
Ross

Information Technology Advisory Committee

Diane Casey
Mary Simon

Broadband Ad Hoc Committee

Diane Casey
Alison Bok
Maggie Blackwell

Website Ad Hoc Committee

Anthony Liberatore
Azar Asgari

Compliance Ad Hoc Committee

Maggie Blackwell
Pearl Lee

Finance Advisory Group

Tom Tuning

RESOLVED FURTHER, that Resolution 01-23-25, adopted May 9, 2023,

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

Director Asgari made a motion to approve the Consent Calendar. Director Bok seconded.

Hearing no changes or objections, the motion to approve the Consent Calendar was approved unanimously.

12. Unfinished Business - None

13. New Business

a. United Mutual Town Hall Meeting Report, June 9, 2023

Director Quam provided updates regarding the Town Hall meeting which focused on purchase of property insurance for United's assets that occurred on June 9, 2023.

Discussion ensued among the Board regarding potential topics regarding the July 14, 2023, Town Hall Meeting.

Director Lee made a motion to discuss Landscape at the July 14, 2023, Town Hall Meeting. Director Asgari seconded.

Hearing no changes, the motion was called to a vote and was approved unanimously.

b. Entertain a Motion to Approve Election of Officer - Secretary

President Ross opened the floor for nominations for Secretary.

Director Asgari made a motion to nominate Director Quam for Secretary of the Board. Director Quam accepted the nomination.

Director Blackwell made a motion to nominate herself as Secretary of the Board. President Ross seconded. Director Blackwell accepted the nomination.

Hearing no other nominations, President Ross closed nominations for Secretary of the Board.

The Board voted by secret ballots and Assistant Corporate Secretary, Paul Nguyen, announced that Director Quam was elected Secretary with a vote of 8-2.

RESOLUTION 01-23-34

APPOINTMENT OF OFFICERS

RESOLVED, on June 13, 2023, pursuant to United Laguna Woods Mutual Bylaws Article 9 which sets guidelines, terms and responsibilities for the election of Officers to this Corporation the following persons are hereby elected to the office indicated next to their names to serve:

Lenny Ross	President
Thomas Tuning	1 st Vice President
Alison Bok	2 nd Vice President
Sue Quam	Secretary
Azar Asgari	Treasurer

RESOLVED FURTHER, that the following Staff person is hereby appointed as ex Officio officer of this Corporation:

Siobhan Foster	Vice President ex Officio
Carlos Rojas	Assistant Secretary ex Officio
Steve Hormuth	Assistant Treasurer ex Officio

RESOLVED FURTHER, that Resolution 01-23-10, adopted March 13, 2023, is hereby superseded and canceled; and

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

President Ross asked for a motion to approve the resolution for appointment of Board officers.

Director Tuning made a motion to approve the resolution for appointment of Board officers. Director Asgari seconded.

Hearing no changes or objections, the motion was called to a vote and passed unanimously.

c. Entertain a Motion to Approve 2022 Operating Surplus

RESOLUTION 01-23-35

Operating Surplus Transfer

WHEREAS, in accordance with California Civil Code, a Common Interest Development shall not retain significant operating surplus (funds that are not needed to defray current operating costs); and

WHEREAS, The United Laguna Woods Mutual Balance Sheet as of December 31, 2022 reflected an operating surplus from prior year in the amount of \$32,246 (net of depreciation) and the Board desires to return this amount to the member by way of a transfer the Contingency Fund;

NOW THEREFORE BE IT RESOLVED, June 13, 2023 that the Board of Directors of this corporation hereby authorizes the transfer of \$32,246 from accumulated operating surplus to the Contingency Fund; 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 Asgari made a motion to approve Operating Surplus Transfer. Director Casey seconded.

Hearing no changes or objections, the motion was called to a vote and passed unanimously.

14. Director Comments (Two minutes per director)

- Director Blackwell commented on the importance of reading resolutions.
- Director Lee commented on golf cart safety.
- Director Asgari urged residents to attend budget meetings.

15. United Mutual Committee Reports

- a. Report of the Finance Committee / Financial Report – Director Asgari. The Committee met on May 30, 2023; next meeting June 27, 2023, at 1:30 p.m. in the Board Room and as a virtual meeting.

- (1) Treasurer's Report – May
 - (2) United Finance Committee Report – May
 - (3) Resales/Leasing Reports – May
 - (4) Report of the Private Loan Research Ad Hoc Committee – Director Asgari. The Ad Hoc Committee met on May 24, 2023; next meeting TBA.
 - (5) Report of the United Budget – Maintenance Review – President Ross. The Committee met on May, 30, 2023.
 - (6) Report of the United Budget - Landscape Review – President Ross. The Committee met on May 31, 2023.
- b. Report of the Architectural Controls and Standards Committee – Director Liberatore. The Committee met on January 19, 2023; next meeting June 15, 2023, at 9:30 a.m. in the Board Room and as a virtual meeting.
 - c. Report of Member Hearings Committee – Director Lee. The Committee met on; June 8, 2023; next meeting July 13, 2023, 9:00 a.m. in the Sycamore Room and as a virtual meeting.
 - d. Report of the Governing Documents Review Committee – Director Blackwell. The Committee met on April 20, 2023; next meeting June 15, 2023, 1:30 p.m. in the Board Room and as a virtual meeting.
 - (1) Report of the Governing Documents Review Committee Meeting Workshop – Director Blackwell. The committee met on May 26 and 30, 2023.
 - e. Report of the Landscape Committee – Director Casey. The Committee met on May 22, 2023; next meeting June 26, 2023, 1:30 p.m. in the Board Room and as a virtual meeting.
 - f. Report of the Maintenance & Construction Committee – President Ross. The Committee met on April 26, 2023; next meeting June 28, 2023, at 9:30 a.m. in the Board Room and as a virtual meeting.
 - g. Report of the United Resident Advisory Committee – Director Liberatore. The committee met on May 11, 2023; next meeting June 8, 2023, at 4:00 p.m. in the Elm Room and as a virtual meeting.

16. GRF Committee Highlights

- a. Report of the GRF Finance Committee – Director Asgari. The committee met on April 19, 2023; next meeting June 21, 2023, at 1:30 p.m. in the Board Room and as a virtual meeting.
- b. Report of the Community Activities Committee – Director Lee. The committee met on June 8, 2023; next meeting July 17, 2023, at 1:30 p.m. in the Board Room and as a virtual meeting.

- c. Report of the GRF Landscape Committee – Director Quam. The committee met on May 10, 2023; next meeting August 9, 2023, at 1:30 p.m. in the Board Room and as a virtual meeting.
- d. Report of the GRF Maintenance & Construction Committee – Director Simon. The committee met on April 12, 2022; next meeting June 14, 2023, at 9:30 a.m. in the Board Room and as a virtual meeting.
 - (1) Clubhouse (Facilities) Ad Hoc Committee – Director Simon. The Ad Hoc Committee met March 15, 2023; next meeting TBA.
- e. Report of the Media and Communication Committee – Director Quam. The committee met on May 15, 2023; next meeting July 17, 2023, at 1:30 p.m. in the Board Room and as a virtual meeting.
- f. Report of the Mobility and Vehicles Committee – Director Bok. The Committee met on February 1, 2023; next meeting June 7, 2023, at 1:30 p.m. in the Board Room.
- g. Report of the Security and Community Access Committee – Director Blackwell. The Committee met on April 26, 2023; next meeting June 28, 2023, at 1:30 p.m. in the Board Room and as a virtual meeting.
 - (1) Laguna Woods Village Traffic Hearings – Director Achrekar. The Traffic Hearings were held on May 17, 2023; next hearings on June 21, 2023, at 9:00 a.m. in the Board Room.
 - (2) Report of the Disaster Preparedness Task Force – Director Liberatore. The Task Force met on June 5, 2023; next meeting July 25, 2023, at 9:30 a.m. in the Board Room and as a virtual meeting.
 - (3) Report of the Compliance Ad Hoc Committee – Director Blackwell. The Committee met on June 9, 2023; next meeting TBA.
- h. Report of the Information Technology Advisory Committee – Director Casey. The Committee met on June 2, 2023; next meeting TBA.

17. Future Agenda Items – None

- 18. 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 12:14 p.m. into the Closed Session.

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

Approval of Agenda

Approval of the Following Meeting Minutes;

(a) May 9, 2023 – Regular Closed Meeting

(b) May 25, 2023 – Special Closed Meeting

Discuss and Consider Member Disciplinary Matters

Discuss Personnel Matters

Discuss and Consider Contractual Matters

Discuss and Consider Legal and Litigation Matter

19. Adjourn

The meeting was adjourned at 4:31 p.m.

DocuSigned by:

Sue Quam

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Sue Quam, Secretary of the Board
United Laguna Woods Mutual