



OPEN SESSION

MINUTES OF THE 45th ORGANIZATIONAL MEETING OF THE UNITED LAGUNA WOODS MUTUAL BOARD OF DIRECTORS A CALIFORNIA NON-PROFIT MUTUAL BENEFIT CORPORATION

**Tuesday, November 10, 2020
Immediately Following the Annual Meeting
Laguna Woods Village Virtual Meeting
24351 El Toro Road
Laguna Woods, California**

The purpose of this meeting to select board officers in accordance with the United Bylaws Article IX Section 2

Directors Present: Sue Margolis, Carl Randazzo, Andre Torng, Cash Achrekar, Manuel Armendariz, Reza Bastani, Anthony Liberatore, Neda Ardani, Elsie Addington, Azar Asgari, Brian Gilmore

Directors Absent: None

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

Others Present: Jeff Beaumont, Esq.

1. Call meeting to Order / Establish Quorum – President Margolis

President Margolis called the meeting to order at 11:09 a.m. and established that a quorum was present.

2. Approval of the Agenda

Director Achrekar made a motion to approve the agenda. Director Bastani seconded the motion and the motion passed by unanimous consent.

3. Approval of the Meeting Minutes

a. October 8, 2019, 44th Organizational Meeting of Members

United Laguna Woods Mutual
45th Annual Meeting
November 10, 2020
Page 2 of 6

Director Bastani made a motion to approve the minutes of October 8, 2019, 44th Organizational Meeting of the Members. The motion was seconded by Director Armendariz and passed by unanimous consent.

4. Election of Officers – Entertain a Motion to Open Nominations and Vote

- **President**

By consensus, nominations were opened for President, First Vice President, Second Vice President, Secretary and Treasurer of the Board.

Director Margolis opened nominations for President.

Director Bastani made a motion, seconded by Director Addington, to nominate Director Armendariz for President of the Board.

Director Armendariz accepted the nomination.

Director Randazzo made a motion, seconded by Director Achrekar, to nominate Director Margolis for President of the Board.

Director Margolis accepted the nomination.

Hearing no other nominations, Director Margolis close nominations for President of the Board.

The secret vote was sent to the VMS Organizer, Grant Schultz.

Cheryl Silva, Corporate Secretary, tallied the vote and Director Margolis was elected President of the Board by a vote of 7-4-0.

- **First Vice President**

President Margolis opened nominations for First Vice President of the Board.

Director Addington made a motion, seconded by Director Torng, to nominate Director Randazzo for First Vice President of the Board.

Director Randazzo accepted nomination.

Director Armendariz made a motion, seconded by Director Bastani, to nominate Director Liberatore for First Vice President of the Board.

Director Liberatore accepted nomination.

United Laguna Woods Mutual
45th Annual Meeting
November 10, 2020
Page 3 of 6

Hearing no other nominations, President Margolis closed nominations for First Vice President of the Board.

The secret vote was sent to the VMS Organizer, Grant Schultz.

Cheryl Silva, Corporate Secretary, tallied the vote and Director Liberatore was elected First Vice President of the Board by a vote of 6-5-0.

- **Second Vice President**

President Margolis opened nominations for Second Vice President of the Board.

Director Achrekar made a motion, seconded by Director Liberatore, to nominate Director Randazzo for Second Vice President of the Board.

Director Randazzo accepted the nomination.

Director Armendariz made a motion, seconded by Director Addington, to nominate Director Bastani for Second Vice President of the Board.

Director Bastani accepted the nomination.

Director Asgari made a motion, seconded by Director Margolis, to nominate Director Tornng for Second Vice President of the Board.

Director Tornng accepted the nomination.

Hearing no other nominations, President Margolis closed nominations for Second Vice President.

Director Achrekar was absent from 11:21 a.m. to 11:24 a.m.

Director Achrekar was absent for the vote of the Second Vice President.

The secret vote was sent to the VMS Organizer, Grant Schultz.

Cheryl Silva, Corporate Secretary, tallied the vote and announce there was a tie vote between Director Bastani and Director Tornng by a vote of 4-4-2.

President Margolis asked the board to vote between Director Bastani and Director Tornng for Second Vice President.

The secret vote was sent to the VMS Organizer, Grant Schultz.

Cheryl Silva, Corporate Secretary, tallied the vote and Director Bastani was elected Second Vice President by a vote of 6-3-1 (one abstention).

Director Achrekar returned to the meeting at 11:25 a.m.

- **Secretary**

President Margolis opened nominations for Treasurer of the Board.

Director Bastani made a motion, seconded by Director Armendariz, to nominate Director Ardani for Secretary of the Board.

Director Ardani accepted the nomination.

Director Addington made a motion to nominate Director Randazzo for Secretary of the Board.

Director Randazzo declined the nomination.

Director Asgari made a motion to nominate Director Torng for Secretary of the Board.

Director Torng declined the nomination.

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

President Margolis announced that Director Ardani was elected Secretary of the Board by way of acclamation.

- **Treasurer**

President Margolis opened nominations for Treasurer of the Board.

Director Armendariz made a motion, seconded by Director Randazzo, to nominate Director Gilmore for Treasurer of the Board.

Director Gilmore declined the nomination.

Director Gilmore made a motion, seconded by Director Addington, to nominate Director Armendariz for Treasurer of the Board.

Director Armendariz declined the nomination.

Director Achrekar made a motion, seconded by Director Liberatore, to nominate Director Randazzo for Treasurer of the Board.

Director Randazzo declined the nomination.

United Laguna Woods Mutual
45th Annual Meeting
November 10, 2020
Page 5 of 6

Director Torng made a motion, seconded by Director Ardani, to nominate Director Torng for Treasurer of the Board.

Director Torng accepted the nomination.

Director Achrekar made a motion, seconded by Director Addington, to nominate Director Asgari for Treasurer of the Board.

Director Asgari accepted the nomination.

Hearing to other nominations, President Margolis closed nominations for Treasurer of the Board.

The secret vote was sent to the VMS Organizer, Grant Schultz. Cheryl Silva, Corporate Secretary, tallied the vote and Director Asgari was elected Treasurer of the Board by a vote of 7-2-2 (two abstentions).

5. Close Nominations

Director Armendariz made a motion, seconded by Director Bastani, to close nominations for President, First Vice President, Second Vice President, Treasurer and Secretary and the motion passed without objection.

President Margolis asked to board to forward to her their committee preferences. The resolution to update committee appointments will be placed on the next board agenda.

6. Confirmation of the Vote

The Corporate Secretary and Assistant Secretary (VMS Organizer) confirmed the vote.

7. Entertain a Motion to Approve Resolution – Election of Board Officers and Ex Officio Officers

RESOLUTION 01-20-68 **APPOINTMENT OF OFFICERS**

RESOLVED, on November 10, 2020, pursuant to Third Laguna Hills 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:

Sue Margolis	President
Anthony Liberatore	1 st Vice President
Reza Bastani	2 nd Vice President
Neda Ardani	Secretary
Azar Asgari	Treasurer

United Laguna Woods Mutual
45th Annual Meeting
November 10, 2020
Page 6 of 6

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

Jeff Parker	Vice President ex Officio
Siobhan Foster	Assistant Secretary ex Officio
Betty Parker	Assistant Treasurer ex Officio

RESOLVED FURTHER, that Resolution 01-20-11, adopted January 14, 2020, is hereby superseded and cancelled; and

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

President Margolis asked for a motion to approve the resolution for appointment of board officers.

Director Armendariz made a motion to approve the resolution for appointment of board officers. Director Achrekar seconded the motion and the motion passed without objection

8. Adjournment

President Margolis adjourned the meeting at 11:37 a.m.

DocuSigned by:
Neda Ardani

33AA1B669E4B444...

Neda Ardani, Secretary of the Board
United Mutual Laguna Woods