



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

**Tuesday, October 13, 2020, 9:30 a.m.
Open Session, Virtual Meeting
24351 El Toro Road, Laguna Woods, California**

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

Directors Absent: None

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

Others Present: VMS: Cynthia Rupert, Juanita Skillman, Dick Rader

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. The virtual meeting was recorded.

3. Approval of Agenda

Director Torng made a motion to approve the agenda. Director Gilmore seconded the motion.

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

4. Approval of Minutes

- a. September 8, 2020–Regular Open Session
- b. September 14, 2020 – Special Open Meeting (to fill vacancy)

Director Torng made a motion to approve the minutes of September 8, 2020, Regular Open Session and September 14, 2020, Special Open Meeting. The motion was seconded by Director Ardani and passed without objection.

5. Report of the Chair

- President Margolis commented it is important to be thankful for what the community Laguna Woods Village has to offer.
- All of the communities surrounding Laguna Woods have a higher density of COVID-19 cases.
- Laguna Woods Village is following the mandated directives and there is still a need to be cautious.
- According to the Orange County Health Care Agency (OCHCA), as of Friday, October 9, there are 55,345 confirmed COVID-19 cases in Orange County—162 reported today. The City of Laguna Woods reports 69 confirmed cases. The seven-day testing positivity rate in the OC is 3.2%.

6. Open Forum

Members made comments regarding the following:

- A Member commented bathroom sink backs up daily, neighbors washing machine is connected to my plumbing;
- A Member expects a reduction of fees because of the reduced services due to COVID-19;
- A Member objects to the new paint cycle.

Jeff Parker-CEO responded to member comments.

7. Responses to Open Forum Speakers

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

- Assessments will not increase next year;
- The Community Center is still closed due to State mandates;
- Director Randazzo commented about the new paint program;
- Director Achrekar commented about the articles in the Village Breeze;
- Director Liberatore commented about COVID-19 and encouraged residents to continue social distancing and mask wearing;
- Director Torng commented about the budget and reimbursement of fees;

8. Update from VMS – VMS Director Rupert gave a report from the VMS Board meetings in September. Residents need to continue practicing social distancing and wearing masks.

- Recreation Update:
 - Pool 1 will conditionally reopen from 10 a.m. to 4 p.m. daily.
 - Pool 4 hours are extended from 9 a.m. to 9 p.m. daily.
 - Pools 1 and 4 are recreational leisure pools for those who want to sunbathe, conduct light water exercises and/or cool off.
 - Maximum of two bathers per reservation.
 - Reservations are increased from two to three times per week.
 - A new outdoor fitness facility located in the Clubhouse 1 breezeway with hours from 7:30 a.m. to 4:30 p.m. daily and the bocce courts at Clubhouse 1 are open from 10 a.m. to 4 p.m. daily.

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9. CEO Report

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

- Property Insurance update. Insurance renews on October 1, 2020.
- New Resident Orientations returns through virtual meetings.
- Halloween Golf Cart Parade will be Saturday, October 31, at 10 a.m.
- Saturday is the Bulky-Item trash pick-up day.
- City of Laguna Woods City Hall will serve as a vote center for the National Election and will have a ballot drop off box.
- City of Laguna Woods has launched a COVID-19 home electric utility subsidy program.

Jeff Parker-CEO and Siobhan Foster-COO answered questions from the board.

10. Consent Calendar

10a. Review the United Sub-Leasing and Transfer of Trust Documents Approved in August 2020 and such review is hereby ratified

Director Torng made a motion to approve the Consent Calendar. The motion was seconded by Director Randazzo.

Discussion ensued among the directors.

Director Armendariz commented the wording should be change to read: "Accept the review performed by the Board's subcommittee, done on a selected test basis, of the United Sub-Leasing and Transfer of Trust Documents Approved for September 2020, and ratify such review."

President Margolis called for the vote on the motion as amended and it passed without objection.

11. Unfinished Business

11a. 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 August 2020, and such review is hereby ratified.

Director Gilmore commented that he reviewed the financials.

Director Gilmore made a motion to receive the financial review for the month of August 2020. The motion was seconded by Director Torng and the motion passed by a vote of 8-1-1 (Director Armendariz opposed, Director Bastani abstained).

11b. Entertain a Motion to Adopt the Revised Financial Qualifications Policy – Amendment to Income Requirement

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Director Torng read a synopsis of the following resolution:

RESOLUTION 01-20-63
FINANCIAL QUALIFICATIONS POLICY

WHEREAS, United Laguna Woods Mutual (“United”) is formed to provide housing to its Members on a mutual nonprofit basis;

WHEREAS, United is authorized to adopt, amend or repeal necessary or desirable rules and regulations, through its Board of Directors, to carry out the purposes of this Corporation;

WHEREAS, United recognizes that many retirees have built traditional retirement accounts during their lifetimes, in addition to acquiring other assets contributing to their total net worth;

NOW THEREFORE BE IT RESOLVED, October 13, 2020, that the Board of Directors of this Corporation hereby amends the Income Requirements section of the Financial Qualification Policy as attached to the official meeting minutes of this meeting; and

RESOLVE FURTHER, that Resolutions 01-19-71, 01-19-47, and 01-18-24, are hereby superseded and canceled;

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.

AUGUST Initial Notification—Referred Back to Committee—September Reintroduced 28-day notification for member review and comment to comply with Civil Code §4360 has been satisfied.

Director Torng made a motion to adopt the amendment to income requirement in the financial qualification policy. The motion was seconded by Director Achrekar.

Discussion ensued among the directors.

President Margolis called for the vote to adopt the resolution and the motion passed by a vote of 6-4-0 (Director Achrekar, Armendariz, Addington and Liberatore opposed).

11c. Entertain a Motion to Adopt a Resolution to Change the Exterior Paint and Prior to Paint Programs from a 10-year Cycle to a 15-year Cycle

Director Randazzo gave a synopsis of the following resolution:

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RESOLUTION 01-20-64
CYCLE CHANGE FOR EXTERIOR PAINT, PTP & RESURFACING PROGRAMS

WHEREAS, the Board expressed a desire to extend the current Prior- to- Paint and Exterior Paint programs from a 10-year cycle to a 15-year cycle, for the dry rot preparation and painting of all buildings, carports, and laundry structures; and

WHEREAS, the balcony and breezeway resurfacing (top coat) mid-cycle program will also be extended from a 5-year program to a 7.5-year program cycle to coincide with buildings on the 15-year exterior paint program; and

WHEREAS, this program change will allow the Mutual to realize an annual savings for programs that have a broader life cycle; and to maximize the potential of the high quality products being applied, as well as the upgraded surface preparation methodology implemented by VMS; and

WHEREAS, the product warranties for the exterior paint and resurfacing sealant, as well as the recommended application practices, will increase the long-term condition of the building envelope, and its structural components, without being negatively impacted by the extended cycles; and

NOW THEREFORE BE IT RESOLVED, on October 13, 2020, the Board of Directors of this Corporation hereby adopts a 15-year cycle change for the prior to paint and exterior paint programs, and a 7.5-year cycle change for the resurfacing program; and

RESOLVED FURTHER, that the program cycle change will take effect with the 2021 fiscal year; 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.

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

Director Randazzo made a motion to adopt a resolution to change the exterior paint and prior-to-paint programs from 10-year cycle to a 15-year cycle. Director Addington seconded the motion.

Discussion ensued among the directors.

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President Margolis called for the vote and the motion passed by a vote of 8-2-0 (Directors Liberatore and Bastani opposed).

12. New Business

12a. Entertain a Motion to Approve a Reclassification of \$510,877 from the Contingency Fund to the Reserve Fund for Damage Restoration Construction Expense Incurred from January 1, 2020 to August 31, 2020

Director Gilmore gave a synopsis of the following resolution:

RESOLUTION 01-20-65
**Reclassification of Expenditures for Damage Restoration
Construction Expense**

WHEREAS, the purpose of the Reserve Fund is to provide for repair, restoration, replacement, or maintenance of structural elements and mechanical equipment within the Mutual;

WHEREAS, the Contingency Fund is used for the repair or replacement of mutual assets damaged by uninsured or unexpected disasters in addition to providing funding for unanticipated significant expenditures not otherwise identified in the business plan; and

WHEREAS, to date, the Reserve Fund has not been used for invoices classified as damage restoration.

RESOLVED, October 13, 2020 that the Board of Directors of this Corporation hereby authorizes Reclassification of \$510,877 from the Contingency Fund to the Reserve Fund for Damage Restoration Construction Expense Incurred from January 1, 2020 to August 31, 2020.

RESOLVED FURTHER, future damage restoration construction expenses will be coded to the Reserve Fund.

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

Director Gilmore made a motion to approve the resolution to reclassify \$510,877 from the Contingency Fund to the Reserve Fund. Director Randazzo seconded the motion.

Discussion ensued among the directors.

President Margolis called for the vote and the motion passed by a vote of 9-1-0 (Directors Liberatore opposed)

12b. Approve the Resolution to Update United Committee Appointments

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President Margolis reviewed the changes to the following resolution:

Resolution 01-20-66
United Laguna Woods Mutual Committee Appointments

RESOLVED, October 13, 2020, that the following persons are hereby appointed to serve the Corporation in the following capacities:

Architectural Control and Standards Committee

Elsie Addington, Chair

Brian Gilmore

Carl Randazzo

Non-Voting Advisors: Michael Mehraim, ~~Janey Dorrell~~, Walt Ridley, ~~Juanita Skillman~~

~~**Communications Committee**~~

~~Juanita Skillman, Chair~~

~~Elsie Addington~~

~~Non-Voting Advisors: Maggie Blackwell~~

Finance Committee

Brian Gilmore, Chair

Elsie Addington

Sue Margolis

Carl Randazzo

Manuel Armendariz

Financial Review Task Force

Brian Gilmore

Neda Ardani

~~**Budget Ad Hoc Committee**~~

~~Brian Gilmore, Chair~~

~~Manuel Armendariz~~

~~Carl Randazzo~~

~~Reza Bastani~~

~~Andre Torng~~

~~**Insurance Ad Hoc Committee (new)**~~

~~Cash Achrekar (Chair)~~

~~Anthony Liberatore~~

~~Carl Randazzo~~

~~Andre Torng~~

~~Manuel Armendariz~~

~~Non-Voting Advisors: Diane Fortner, Jon Pearlstone~~

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Governing Documents Review Committee

Andre Torng, Chair
Sue Margolis
Neda Ardani
Non-voting Advisors: ~~Bevan Strom~~

Landscape Committee

Manuel Armendariz, Chair
Anthony Liberatore
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
Cash Achrekar

New Resident Orientation

Per Rotation List

Resident Advisory Committee

Neda Ardani, Chair
Cash Achrekar
Andre Torng
~~Juanita Skillman~~
Non-voting Advisors: Kay Anderson, Nancy Lannon, Barbara Siry

Handyman Task Force

~~Cash Achrekar, Chair~~
~~Juanita Skillman~~
~~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)

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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 01-20-53, adopted August 11, 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 01-20-67
Golden Rain Foundation Committee Appointments

RESOLVED, October 13, 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 Community Activities Committee

~~Juanita Skillman~~
Andre Torng
Elsie Addington, ~~Alternate~~

Equestrian Center Ad Hoc Committee

Andre Torng (United)

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
Elsie Addington
Neda Ardani, Alternate

GRF Maintenance & Construction

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Carl Randazzo
Reza Bastani
Brian Gilmore, Alternate

Clubhouse 1 Renovation Ad Hoc Committee

Manuel Armendariz
Carl Randazzo
Sue Margolis, Alternate

PAC Renovation Task Force

~~Carl Randazzo~~
~~Juanita Skillman~~
~~Reza Bastani~~
~~Manuel Armendariz, Alternate~~

GRF Media and Communications Committee

~~Juanita Skillman~~
Elsie Addington
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

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

GRF Bylaw Ad Hoc Committee (new)

Elsie Addington
~~Juanita Skillman~~
Sue Margolis, Alternate

Laguna Woods Village Traffic Hearings

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Elsie Addington
Neda Ardani, Alternate

Town Hall Meetings

As Needed

RESOLVED FURTHER, that Resolution 01-20-54, adopted August 11, 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.

Director Randazzo made a motion to adopt the resolution to update the committee appointments. Director Ardani seconded the motion.

Discussion ensued among the directors.

President Margolis called for the vote and the motion passed by a vote of 7-3-0 (Directors Armendariz, Addington, and Bastani opposed)

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 September 29, 2020; next meeting will be October 27, 2020, 1:30 p.m. as a virtual meeting.
- 13b.** Report of the Architectural Control and Standards Committee – Director Addington. The Committee met on September 17, 2020; next meeting October 15, 2020 at 9:30 a.m. as a virtual meeting.
- 13c.** Report of Member Hearings Committee – Director Liberatore gave a report from the last Member Hearings. The Committee met on September 24, 2020; next meeting October 22, 2020 at 9:00 a.m. as a virtual meeting.
- 13d.** Report of the Governing Documents Review Committee – Director Torng gave a report from the last Committee meeting. The Committee met on August 20, 2020; next meeting will be October 15, 2020, 1:30 p.m. as a virtual meeting.
- 13e.** Report of the Landscape Committee – Director Armendariz gave a report from the last Committee meeting. The Committee met on October 8, 2020; next meeting will be December 10, 2020 at 9:30 a.m. as a virtual meeting.
- 13f.** Report of the Maintenance & Construction Committee – Director Randazzo gave a report from the last Committee meeting. The Committee met on August 26, 2020; next meeting October 28, 2020 at 9:30 a.m. as a virtual meeting.

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13g. Report of the Resident Advisory Committee – Director Ardani. The Committee met on March 12, 2020; next meeting TBA.

14. GRF Committee Highlights

14a. Report of the GRF Finance Committee – Director Gilmore gave highlights from the last Committee meeting. The Committee met in closed session on September 23, 2020; next meeting will be October 21, 2020, 1:30 p.m. as a virtual meeting.

14b. Report of the Community Activities Committee – Director Addington gave highlights from the last Committee meeting. The Committee met on October 8, 2020; next meeting November 23, 2020, 1:30 p.m. as a virtual meeting.

(1) GRF Equestrian Center Ad Hoc Committee—Director Torng commented that the new manager is Laura Cobarruviaz for the Equestrian Center, new adoption program and using horse manure for landscaping. The Committee met on August 25, 2020; next meeting October 27, 2020 at 9:30 a.m. as a virtual meeting.

14c. Report of the GRF Landscape Committee – Director Armendariz. The Committee met on August 12, 2020; next meeting November 9, 2020 at 1:30 p.m. as a virtual meeting.

14d. Report of the GRF Maintenance & Construction Committee – Director Randazzo gave highlights from the last Committee meeting. The Committee met on August 12, 2020; next meeting will be October 14, 2020, 9:30 a.m. as a virtual meeting.

(1) PAC Ad Hoc Committee – Director Randazzo gave a report from the PAC Ad Hoc Committee. The committee met virtually on July 13, 2020; next meeting TBA.

(2) Clubhouse 1 Renovation Ad Hoc Committee—Director Randazzo. The committee met on September 2, 2020; next meeting TBA.

14e. Report of the Media and Communication Committee – Director Addington gave highlights from the last Committee meeting. The Communications staff is very busy. The Committee met virtually on September 21, 2020; next meeting will be October 19, 2020, 1:30 p.m. as a virtual meeting.

14f. Report of the Mobility and Vehicles Committee – Director Addington. The Committee is looking to bring back the destination shopping trips. The Committee met virtually on October 7, 2020; next meeting will be December 2, 2020, 1:30 p.m. as a virtual meeting.

14g. Report of the Security and Community Access Committee – President Ardani. The Committee met on August 24, 2020; next meeting October 26, 2020 at 1:30 p.m. as a virtual meeting.

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- 14h.** Laguna Woods Village Traffic Hearings – Director Ardani. The hearings were held virtually on September 16, 2020; next hearings October 21, 2020 at 9:00 a.m. as a virtual meeting.
- 14i.** Disaster Preparedness Task Force – Director Achrekar. The California Shake Out drill will be held on October 15 at 10:15 a.m. The Task Force met virtually on September 29, 2020; next meeting November 24, 2020 at 9:30 a.m. as a virtual meeting.
- 14j.** GRF Bylaw Ad Hoc Committee – Director Margolis. The Committee met on September 16, 2020. Corporate Members meeting to vote on the amended GRF Bylaws will be held on October 19, 2020 at 9:30 a.m. as a virtual meeting.

15. Future Agenda Items--none

16. Director's Comments

- Director Achrekar commented that The Globe is a good publication and we should use it more to communicate information.
- Director Ardani commented about the improvements in the Manor and Alteration Department.
- Director Armendariz asked about the GRF Bylaws.
- Director Addington commented about endangered species. She thanked staff for handling the recent issued in her manor.
- Director Bastani asked about senior staff compensation. He asked that manor alteration information be given to realtors.
- Director Liberatore commented about campaigning rules.
- Director Randazzo commented that the manor alteration department is improving under the direction of Robbi Doncost.
- Director Torng commented about the role of board members vs. management.
- President Margolis commented the Meet the Candidates event will be rebroadcast on Village Television and she encouraged residents to vote.

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 11:50 a.m. into the Closed Session.

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

During the September 8, 2020, Regular Closed Session, the Board:

Approval of Agenda

Approval of the Following Meeting Minutes;

(a) August 11, 2020 – Regular Closed Session

Discussed Escrow Collection Procedures and Exceptions Resulting in Write-Offs

Discussed Write-Off Delinquent Chargeable Services for Member ID# 947-365-10

Discussed Member Disciplinary Hearings and Case Report

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Discussed Personnel Matters

Discuss and Consider Contractual Matters

Discussed and Considered Litigation and Legal Matters

During the September 22, 2020, Special Closed Meeting, the Board:

Approval of Agenda

Discussed Contractual Matters

18. Adjourn

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

DocuSigned by:

Sue Margolis

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Sue Margolis, President of the Board
United Laguna Woods Mutual