

Open Meeting

**MINUTES OF THE REGULAR MEETING OF THE  
BOARD OF DIRECTORS OF  
LAGUNA WOODS MUTUAL NO. FIFTY  
A CALIFORNIA NON-PROFIT MUTUAL BENEFIT CORPORATION**

**February 15, 2007**

The Board of Directors of Laguna Woods Mutual Fifty, a California non-profit mutual benefit corporation, met at 10:00 a.m. on Thursday, February 15, 2007 at 24055 Paseo del Lago West, Laguna Woods, California.

**Directors Present:** Richard Wurzel, Chair; Tom Jackson, Bill Masterson, and Mollie Hayes

**Directors Absent:** Ruth Mervis

**Advisors Absent:** Keith Wallace

**Others Present:** Judie Zoerhof, Milt Johns, and Barbara Pavia

**1. Call to Order:**

Richard Wurzel, Chair stated that it was a regular meeting of the Corporation and that a quorum was present. The meeting was called to order at 10:03 A.M.

**2. Pledge of Allegiance to the Flag:**

Director Hayes led the membership in the Pledge of Allegiance to the Flag.

**3. Approval of the Minutes:**

The minutes of the January 18, 2007 meeting were approved.

**4. Member Comments:**

- Leonore Gitter (610) commented on safety issues at the Towers
- Vicky Kasselheim (1056) commented on the carpet in front of the Crystal Room and the elevator doors at Tower two.
- Lorna Ingram (1161) commented on the curb cuts in front of the Towers.
- Mary Van Ness (255) requested that the piano that was located in the California Room be returned.
- Herbert Scheinrock suggested at the beginning of each board meeting that there is a moment of silence; he also suggested either a priest, rabbi or another type of spiritual leader open the board meetings. His last suggestion was that the exercise class taught at the Towers on board meeting days be changed to another time.

**5. Financial and Budget Report:**

**a. GRF Finance Committee**

No report given.

## **6. City of Laguna Woods:**

Brenda Ross reported on the San Sebastian Project.

- Vicky Kasselheim (1056) and Anne Gilbert (1403) commented on the San Sebastian Project.
- Herbert Scheinrock inquired about the type of store that is being constructed by the Senior Center.

## **7. Standing Committee Report:**

**a. Activities Committee:** Lorna Ingram reported on behalf of the Activities Committee.

- Director Hayes suggested that trips are omitted on Board Meeting days.
- Anne Gilbert (1403) complimented the Committee.

**b. Business Planning Committee:** No report given.

**c. Information and Orientation Committee:** Freda Sullivan reported on behalf of the Information and Orientation Committee.

**d. Food Committee:** No report given.

## **8. GRF Committees:**

**a. Community Activities Committee:** No report given.

**b. Broadband Services Committee:** President Wurzel reported on behalf of the Broadband Services Committee

**c. Government and Public Relations Committee:** No report given.

**d. Security Committee:** No report given.

**e. Bus Service Committee:** No report given..

**f. Select Audit Committee:** No report given.

## **9. Guckenheimer Food Service Report:**

Christopher Ramirez was present and reported on behalf of Guckenheimer Foods.

- Dorothy Rochelle (101), Anne Gilbert (1403) and Alex Irving (453) commented on the Guckenheimer Food report.

## **10. Golden Rain Foundation:**

Milt Johns, General Manager reported on the February 6, 2007 Golden Rain Foundation Board Meeting.

## **11. Administrators Report:**

Judie Zoerhof reported that the carpet installation in the Towers is going as planned and suggested that residents be careful when walking where carpeting is being installed. Ms Zoerhof also reported that the carpeting in the Hearth Room needed to be replaced.

- Leonore Gitter (610), Vicky Kasselheim (1056), Herbert Scheinrock (252), and Anne Gilbert (1403) commented on the carpeting.

## **12. Old Business**

None.

## **13. New Business**

### **a. Approve General Duties of Advisory Committees**

President Wurzel made a motion to approve the proposed resolution on approving the general duties of the advisory committees. Director Jackson seconded the motion.

By a unanimous vote of 4-0-0, the motion carried and the Board of Directors adopted the following resolution

### **RESOLUTION M50-07-04**

**WHEREAS**, no individual committee charters setting forth the respective duties and responsibilities of an advisory committee of this corporation have been adopted;

**NOW, THEREFORE BE IT RESOLVED**, February 15, 2007 the Board of Directors of this Corporation on behalf of the Corporation hereby approves the following General Duties of an Advisory Committee of this Corporation;

**RESOLVED FURTHER**, that the following revised General Duties are hereby imposed upon each of the Advisory Committees of this corporation:

1. Advise and recommend to the Board, service levels and expectations in the committee's area of concern,
2. Assure mutual understanding, between the Committee and the Board, of approved goals, policies and expectations.
3. Keep informed generally regarding the extent and quality of operational and/or contractor performance.
4. Seek optimum benefit/cost results in the committee's area of concern.
5. Review on a continuing basis the long range needs of Mutual Fifty, its residents, facilities, services and programs, within the committee's area of concern, and develop information that will assist this corporation in addressing anticipated future needs within their areas of responsibility. Forward recommendations and information based on said review to the Board of Directors of this corporation.
6. Work in concert with Mutual 50's ethics policy.

**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.

### **b. Appoint Nominating Committee**

President Wurzel made a motion to approve the proposed resolution on approving the Nominating Committee. Director Jackson seconded the motion. Discussion ensued.

- Herbert Scheinrock (252) commented on the resolution.

By a unanimous vote of 4-0-0, the motion carried and the Board of Directors adopted the following resolution

**RESOLUTION M50-07-05**

**WHEREAS**, Laguna Woods Mutual No. Fifty Bylaws at Article IX Section 1 states in part: "The Nominating Committee shall consist of three (3) to (5) Mutual Members of the Corporation to hold office to the end of the calendar year in which appointed and until a successor has been elected and qualified."

**NOW THEREFORE BE IT RESOLVED**, February 15, 2007, that the Board of Directors of this corporation hereby appoints the following members to serve on the Nominating Committee:

Norma Koskoff  
Ruth Simons  
Max Nelson  
Vicky Kasselheim

**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

**c. Appoint Agenda Review Committee of the Whole/Charter**

Director Wurzel made a motion to appoint an agenda review committee of the whole/charter. Director Hayes seconded the motion.

By a unanimous vote of 4-0-0, the motion carried and the Board of Directors adopted the following resolution

**RESOLUTION M50-07-06**

**LAGUNA WOODS MUTUAL NO. FIFTY  
AGENDA REVIEW COMMITTEE OF THE WHOLE BOARD  
2007 CHARTER**

**WHEREAS**, Laguna Woods Mutual No. Fifty Bylaws, Article VIII, Section 1 states in part: The Board may designate one or more Standing, Ad hoc or other committees, each to serve at the pleasure of the Board and each

consisting of a sufficient number of Qualifying Mutual Fifty Resident Members to meet the needs of its particular function or functions. The duties and powers of these committees shall be determined by the Board, provided that the authority of each committee is limited to advising the Board and all final actions are subject to the specific approval of the Board;

**NOW THEREFORE BE IT RESOLVED**, February 15, 2007 that the Board of Directors of this corporation hereby approves the Agenda Review Committee of the Whole Board and assigns the duties and responsibilities of the Committee as follows:

1. Perform the duties imposed upon all standing committees as set forth in the current resolution entitled, "General Duties of Standing Committees."
2. This committee shall be made up of all of the members of the Board and shall meet in open session on the Tuesday prior to the Regular Board meeting;
3. The committee shall review the agenda and all proposed action;
4. The committee will take this opportunity to discuss proposed action and no action shall be taken at the meeting of the Agenda Review committee;
5. The committee will reserve the right to close the meeting for Executive Session should a matter arise that is presented under the law as a reason for Executive Session;

**RESOLVED FURTHER**, that the report of meeting will be distributed to the residents as soon as feasible and possible prior to the Regular meeting unless restricted by unforeseen circumstance;

**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.

**d. Approve Food Committee Charter**

Director Wurzel made a motion to approve the food committee charter. Director Masterson seconded the motion. Discussion ensued.

- Clara Zimmerman (358) and Dorothy Rochelle (101) commented on the proposed resolution.

By a unanimous vote of 4-0-0, the motion carried and the Board of Directors adopted the following resolution

**RESOLUTION 50-07-07**

**LAGUNA WOODS MUTUAL NO. FIFTY  
FOOD SERVICE COMMITTEE 2007 CHARTER**

**WHEREAS**, the Mutual Fifty Articles of Incorporation at Article IV, f. grant the Corporation the power to make contracts, and to do all other acts necessary or expedient for the administration of the affairs and the attainment of the purposes of the corporation;

**WHEREAS**, the Laguna Woods Mutual No. Fifty Bylaws at Article VII, Section 1 (a) states in part: the business and affairs of Mutual Fifty Corporation shall be managed, and all corporate powers shall be exercised by, or under the direction of, the Board of Directors;

**WHEREAS**, the authority of the Board cannot be delegated to members nor to Staff;

**NOW THEREFORE BE IT RESOLVED**, February 15, 2007 that the Board of Directors of this corporation hereby assigns the duties and responsibilities of the Food Service Committee as follows:

6. Perform the duties imposed upon all standing committees as set forth in the current resolution entitled, "General Duties of Standing Committees."
7. Develop a system of communication between residents and the Board, whereby the Board is apprised of the nature of complaints and compliments regarding food service;
8. Assist the food service contractor in the Contractor's Employee Incentive Program intended for their employees which the contractor may chose to sponsor at the Towers,
9. Assist new residents in enjoying the dining experience;
10. Gather resident suggestions and tabulate the suggestions for the Board;
11. Prepare press releases for the Board's review prior to sending them to the news;

**RESOLVED FURTHER**, that all correspondence will take place directly between the Board of Directors and the Food Service Committee and that no direction or instruction will be given to the Food Service provider at any time;

**RESOLVED FURTHER**, that Resolution 50-06-10, adopted March 16, 2006 is hereby superseded and cancelled.

**e. Approve Restated Dress Code**

Director Wurzel made a motion to approve the restated dress code. Director Masterson seconded the motion. Discussion ensued.

- Dorothy Rochelle (101) commented on the proposed resolution.

By a unanimous vote of 4-0-0, the motion carried and the Board of Directors adopted the following resolution.

**RESOLUTION M50-07-08**

**WHEREAS**, Mutual Fifty has maintained a dress code for each dining room since the inception of the Towers;

**WHEREAS**, the Mutual Fifty Dress Code has not been restated since 1992;

**WHEREAS**, good grooming (clothing, hair, face and hands) is expected at all times in the dining rooms; the following dress codes for the Towers dining rooms apply to both residents and their guests (for whom residents are responsible).

**NOW THEREFORE BE IT RESOLVED**, March 15, 2007 the Board of Directors of this Corporation on behalf of the Corporation hereby restates the Mutual Fifty Dress Code as follows;

**CRYSTAL DINING ROOM**

Men are required to wear business suits, dress slacks, sport jackets, dressy professional attire, which includes a suit coat or sports jacket;

Ladies are required to wear dressy pant suits, dresses, or other dressy separates;

**CALIFORNIA DINING ROOM**

Men are required to wear dressy casual slacks and collared shirts or sweaters, men are not allowed to wear shorts or shirts without collars; Women are required to wear dressy casual or resort wear separates, shorts are not allowed at any time.

Fleece sweat suits and exercise wear are not allowed at any time;

These rules do not apply to minors 18 years of age and under.

**RESOLVED FURTHER**, that no sleep attire, bathrobes, bed clothing, or spa attire is allowed in the common area at any time;

**RESOLVED FURTHER**, proper footwear is required in the Common Area, bare feet are not allowed in the Common Area.

**RESOLVED FURTHER**, that Resolution M50-92-07 dated February 20, 1992 is hereby canceled and superseded; 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. Approve Restated Pet Policy**

Director Wurzel made a motion to approve the restated pet policy. Director Jackson seconded the motion.

By a unanimous vote of 4-0-0, the motion carried and the Board of Directors adopted the following resolution.

**RESOLUTION M50-07-09**

**RESOLVED**; March 15, 2007, the Board of Directors of this corporation hereby reaffirms the attached Pet Policy effective April 1, 2007; and

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

**g. Approve Elevator Lobby Mag Locks and Rescind M50-06-31**

Director Wurzel made a motion to approve the lobby mag locks and rescind M50-06-31. Director Masterson seconded the motion.

By a unanimous vote of 4-0-0, the motion carried and the Board of Directors adopted the following resolution.

**RESOLUTION M50-07-10**

**WHEREAS**, the first floor secondary access doors are equipped with a mechanical key lock for entrance;

**WHEREAS**, the locking mechanisms on these doors are thirty years old, are solid brass, and must be custom made or replaced when they fail;

**WHEREAS**, the locking mechanism on one set of doors located at the elevator lobby of Tower II is broken and must be custom made or replaced;

**NOW THEREFORE BE IT RESOLVED**, February 15, 2007 the Board of Directors of this Corporation on behalf of the Corporation hereby approves a supplemental appropriation in the amount not to exceed of \$3,700 from Replacement Reserve Fund for the purpose of replacing the mechanical brass custom made locks with magnetic switch locks on the Tower II elevator lobby entrance; and

**RESOLVED FURTHER** that Resolution M50-06-31 dated July 20, 2006 is hereby canceled and rescinded;

**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.

**h. Ratify Action without a Meeting**

Director Wurzel made a motion to approve to ratify action without a meeting.  
Director Masterson seconded the motion.

By a unanimous vote of 4-0-0, the motion carried and the Board of Directors adopted the following resolution.

**RESOLUTION M50-07-11**

**WHEREAS**, Laguna Woods Mutual No. Fifty Bylaws, Article VII, Section 13 states in part: "Any action required or permitted to be taken by the Board may be taken without a meeting if all members of the Board, individually or collectively, consent in writing to that action. Such action by written consent shall have the same force and effect as a unanimous vote of the Board. Such written consent or consensus shall be filed with the minutes of the proceedings of the Board";

**WHEREAS**, the Board of Directors on January 19, 2007 individually and in writing did consent to call an Annual Meeting on January 29, 2007;

**NOW THEREFORE BE IT RESOLVED** that the Board of Directors of this Corporation on behalf of the Corporation hereby ratifies the Action without a Meeting which designated January 29, 2007 as the date of the Annual Meeting.

**14. Discussion Items:**

The Board and audience members discussed the grand piano being returned to the California Room. Judie Zoerhof, Towers Administrator explained that the Piano Technician advised her that it would not be a good idea to have a piano in that particular room.

The Board tabled the discussion.

**15. President's Comments:**

President Wurzel commented on the beauty of the Towers.

**16. Resale & Leasing Report:**

Milt Johns reported on the year-to-date resale and leasing activity.

**17. Directors Forum:**

There were no comments at this time.

**Recess:**

The meeting recessed at 11:43 A.M. Closed Session of the Board of Directors was cancelled.

There being no further business to come before the Board, the meeting was adjourned at 11:43.

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Ruth Mervis, Secretary