



OPEN MEETING
REVISED 11-27-18

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

Thursday, November 29, 2018

Laguna Woods Village Community Center
24351 El Toro Road, Laguna Woods, CA 92637

Board Room • 2:30 PM

NOTICE AND AGENDA

1. Call Meeting to Order – Juanita Skillman, Chair
2. Establish Quorum / State Purpose of Meeting – Juanita Skillman, Chair
3. **Introduction of Candidates for United Board to Fill Director Vacancy (Term Ending 2021)** Interview, Secret Ballot and Election of new United Board Member
4. **Introduction of Candidates for VMS/United Board to Fill Director Vacancy (Term Ending 2021)** Interview, Secret Ballot and Election of new VMS/United Board Member
5. **Entertain a Motion to Approve a Resolution for United and GRF Committee Assignments**
6. Adjournment

**United Laguna Woods
United Board Applicants
(3 year term ending in 2021)**

November 29, 2018

MARILYN LIZOTTE

ANTHONY LIBERATORE

**United Laguna Woods
VMS/ United Board
Applicants
(3 year term ending in 2021)**

November 29, 2018

LENNY ROSS

RON BELDNER

To: United Board Members
From: United Board Executive Committee

Subject: New Assignments to Committees that United Board Members are responsible to attend

On November 29th, at our Special Board Meeting we will be voting on the committee assignments as they are shown on the attached committee assignment sheet. During the upcoming year some of these committee assignments may need to change, for various reasons, however, for the moment, these are the ones that will be in effect after our Special Board Meeting.

The United Board is responsible to staff committees as follows:

There are 10 United Board Committees, with a minimum of 25 United directors required to meet the Board Responsibilities. The committees are as follows:
Architectural Control and Standards Committee (3 required), Communications Committee (3 required), Members Hearing Committee (3 required), Finance Committee (3 required), Governing Documents Review Committee (3 required), Landscape Committee (3 required), Maintenance and Construction Committee (3 required), Village Energy Task Force (2 required), Laguna Woods Village Traffic Hearings (2 required), and New Resident Orientation (one each month) – not in the current count.

In addition, there are 10 GRF Committees with a minimum of 20 United directors required to meet the Board Responsibilities. The committees are as follows: Business Planning (2 required), Community Activities (2 required), Finance (2 required), Landscape (2 required), Maintenance & Construction (2 required), Media and Communications (2 required), Mobility & Vehicles (2 required), PAC Task Force (2 required), Security and Community Access (2 required), and Disaster Preparedness Task Force (2 required)

When you count all of the foregoing requirements, 45 United Directors (as a part of their Duties and Responsibilities) are required to support the foregoing committees - and there are only 11 members of our United Board. Based on this, when you do the math, this will require a minimum of 4 committees that each director has to be assigned to. There are currently 5 directors on the M&C committee which makes this an exception. This would mean that a person assigned to this committee will most probably need to be assigned a minimum of 5 committees. If that person does not want to be assigned to M&C, then we will reduce the number of people on that committee to 3, based on all the other committees. This is the fair equitable way that our Board needs to work.

With regard to the GRF committees, each committee needs an alternate to be assigned, because the committee needs to have two members from each Mutual and GRF in order to make a quorum. If you are assigned to a GRF committee, and at the last minute, due to an emergency, you cannot make the meeting, please contact the alternate to see if that person is available. We have also added an alternate to the United Finance committee.

In most instances, where you have asked to be placed on a certain committee, we tried to accommodate your request. Please note however, not every committee is one that you may have an interest in, but this does not take away from our Board responsibilities to provide a Director to be assigned to that committee – and you may be that person. If you are not willing to do your fair share due to a lack of time or lack of interest, then you are not performing the Board duties for which you were elected, and as such, you are not part of the Team. We will accept the resignation

of any Board member that cannot perform the full duties of the Board. When this occurs, we will need to find someone else that can put in the time required to do the work of the Board.

An excused absence is expected once in a while because real life does come up, however, not sharing the load on an ongoing basis is not acceptable. If you are asking for an excused absence, then you must notify Juanita at least 48 hours in advance, just as is done in a Doctor's and Dentist's office. When you notify Juanita please provide her with the name of the Director that you have called that will take your place for that committee meeting. Emergencies will be handled on a case by case basis. If this becomes a habit, then it will be viewed that you cannot perform your duties, and we will need to ask for your resignation so that we can find someone who can put in the time and work required.

Please note that the attached list was determined by a **group** decision of the Executive Committee. As you know the Executive Committee is made up of duly elected members of the Board. They are not, as has been alluded to in the past, "Juanita's Inner Circle". To be honest, in certain cases, certain members were not placed on certain committees because they have a history of not being a Team player and being disruptive. When complaints are made about a Director from people on a certain committee, or a GRF Committee Chairman has asked that the United Director be removed from that committee because he/she is no longer considered a viable party on that committee, then we need to take these complaints seriously – and act accordingly.

In certain instances, a Team Player has been viewed as a "Yes Man". The way that the Executive committee sees a Team Player, is not a person that has to vote "yes" to everything. A Team Player means that you listen to the issues and provide your comments - for or against – and then vote your conscience - informing the committee why you are making the vote that you are making. You are not disruptive. Once the majority vote is determined, the Team Player supports the vote.

Please note that certain people on the Board feel that you have to be an expert in the topic of the committee in order to sit on that committee. That is not true. What gets discussed in committees the average person can understand and make a decision on. If the member does not understand what is being discussed, then he/she should obtain information on the subject prior to the meeting, since you receive your packet at least one or two days before the meeting. Board members are average intelligent people that have been asked to do a job. No College Degrees are required.

In anticipation of the Special Board Meeting, if you have any comments on the attached, and the information presented above, please arrange a meeting with any member of the Executive Committee. Any of us will be willing to discuss these issues **face to face** with you up at the Community Center. We will just need to find some time that is mutually acceptable to both parties. Any exchange of emails will be ignored. The time for emails on this subject is now over.

I hope that this provides you with the information that you need.

Very Truly Yours,
The Executive Committee of the United Mutual Board

<u>Board Members</u>	<u>Cash Achrekar</u>	<u>Elsie Addington</u>	<u>Manuel Amendariz</u>	<u>Reza Bastani</u>	<u>Maggie Blackwell</u>	<u>New Board Member</u>	<u>Sue Margolis</u>	<u>Gary Morrison</u>	<u>Carl Randazzo</u>	<u>Juanita Skillman</u>	<u>Andre Torng</u>
United Committees											
Architectural Control and Standards											
Cash, Carl, Gary, Reza	1			1				1	1		
Communications											
Maggie, Reza, Elsie		1		1	1						
Members Hearing											
Juanita, Maggie, Elsie, Cash	1	1			1					1	
Finance											
Gary, Carl, Sue, Juanita		A					1	1	1	1	
Governing Documents Review											
Maggie, Andre, Juanita, New Board Member					1	1				1	1
Landscape											
Maggie, Manuel, New Board Member			1		1	1					
Maintenance and Construction											
Carl, Cash, Gary, Sue, Reza	1			1			1	1	1		
New Resident Orientation											
Per Rotation List											
Village Energy Task Force											
Reza, Carl				1					1		
Laguna Woods Village Traffic Hearings											
Elsie, Cash (Backup)	1	1									
Resident Advisory											
Juanita, Manuel, Andre, New Board Member			1			1				1	1

<u>Board Members</u>	<u>Cash Achrekar</u>	<u>Elsie Addington</u>	<u>Manuel Amendariz</u>	<u>Reza Bastani</u>	<u>Maggie Blackwell</u>	<u>New Board Member</u>	<u>Sue Margolis</u>	<u>Gary Morrison</u>	<u>Carl Randazzo</u>	<u>Juanita Skillman</u>	<u>Andre Torng</u>
GRF Committees - United Board Members											
Business Planning											
Juanita, Gary								1		1	
Community Activities											
Sue, Andre Juanita (Alternate)							1			A	1
Finance											
Juanita, Gary Carl (Alternate)								1	A	1	
Landscape											
Maggie, Manuel New Bd Member (Alternate)			1		1	A					
Maintenance & Construction											
Carl, Cash Sue (Alternate)	1						A		1		
Media and Communications											
Maggie, Elsie		1			1						
Mobility & Vehicles											
Elsie, Andre Juanita (Alternate)		1								A	1
PAC Task Force											
Carl, Sue							1		1		
Security and Community Access											
Manuel, New Board Member Carl (Alternate)			1			1			A		
Disaster Preparedness Task Force											
Cash, Reza, Gary (Alternate)	1			1				A			
Town Hall Meetings											
As Needed											
Total Committee Assignments per director	6	5	4	5	6	4	4	5	6	6	4
Total Alternate Assignments in addition to the above assignments		1A				1A	1A	1A	2A	2A	

Committee Chair Person (Gray Highlighted)

Resolution 01-18-xxx
United Laguna Woods Mutual Committee Appointments

RESOLVED, November 29, 2018, that the following persons are hereby appointed to serve the Corporation in the following capacities:

Architectural Control and Standards Committee

~~Janey Dorrell, Chair~~

~~Don Tibbetts, Co-Chair~~

Cash Achrekar, Chair

Reza Bastani

~~Pat English~~

Gary Morrison

Carl Randazzo

Non-Voting Advisors: Michael Mehrain, Kay Anderson

Communications Committee

Maggie Blackwell, Chair

~~Juanita Skillman — Alternate~~

Elsie Addington

Reza Bastani

Non-Voting Advisors: ~~Alan Dickinson, Marily Benjamin~~ Vacant (2)

Finance Committee

Gary Morrison, Chair

~~Manuel Armendariz~~

~~Pat English~~

Sue Margolis

Carl Randazzo

Juanita Skillman

Elsie Addington, Alternate

Non-voting Advisors: ~~Alan Dickenson, Diane Casey~~ Vacant (2)

Governing Documents Review Committee

Maggie Blackwell, Chair

~~Cash Achrekar~~

Juanita Skillman

Andre Torng

~~Gary Morrison~~

~~Carl Randazzo~~

New Board Member

Non-voting Advisors: Bevan Strom, Mary Stone

Laguna Woods Village Traffic Hearings

Elsie Addington

Cash Achrekar, Alternate

Landscape Committee

Maggie Blackwell, Chair

Manuel Armendariz

~~Janey Dorrell~~

New Board Member

Non-Voting Advisor: Catherine Brians, Vacant (2)

Maintenance and Construction Committee

Carl Randazzo, Chair

Cash Achrekar

Reza Bastani

~~Don Tibbetts, Chair~~

~~Janey Dorrell~~

~~Pat English~~

Sue Margolis

Juanita Skillman, Alternate

Gary Morrison

Non-voting Advisor: ~~Del Ng, Jack Bassler, Ken Deppe, Walter Ridley~~

Members Hearing Committee

Cash Achrekar, Chair

Juanita Skillman

~~Janey Dorrell~~

Maggie Blackwell

Elsie Addington

New Resident Orientation

Per Rotation List

Resident Advisory Committee

Juanita Skillman, Chair

~~Don Tibbetts, Chair~~

~~Cash Achrekar~~

~~Carl Randazzo~~

Manuel Armendariz

Andre Torng

Vacancy

Non-voting Advisors: Kay Anderson, Nancy Lannon

Village Energy Task Force

~~Juanita Skillman~~

Reza Bastani

Carl Randazzo

Advisor: Sue Stephens

RESOLVED FURTHER Resolution 01-18-43, adopted May 8, 2018, 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 01-18-xxx
Golden Rain Foundation Committee Appointments

RESOLVED, November 29, 2018, 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

Gary Morrison
Juanita Skillman

Community Activities

~~Janey Dorrell~~
Sue Margolis
Andre Torng
Juanita Skillman, Alternate

GRF Finance

Gary Morrison
Juanita Skillman
Carl Randazzo, Alternate

GRF Landscape Committee

Manuel Armendariz
Maggie Blackwell
Vacancy

GRF Maintenance & Construction

~~Don Tibbetts~~
Cash Achrekar
Carl Randazzo
Sue Margolis, Alternate

GRF Media and Communications Committee

Maggie Blackwell
Elsie Addington
Juanita Skillman, Alternate

Mobility and Vehicles Committee

~~Cash Achrekar~~
~~Reza Bastani~~
Elsie Addington
Andre Torng
Juanita Skillman, Alternate

PAC Renovation Task Force

~~Don Tibbetts~~
Sue Margolis
Carl Randazzo
Juanita Skillman, Alternate

Security and Community Access

~~Pat English~~
~~Don Tibbetts~~
Manuel Armendariz
Vacancy
Carl Randazzo, Alternate

Disaster Preparedness Task Force

Cash Achrekar
~~Gary Morrison~~
Reza Bastani
Gary Morrison, Alternate

Town Hall Meetings

As Needed

RESOLVED FURTHER, that Resolution 01-18-44, adopted May 8, 2018, 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.