

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

**December 13, 2011**

The Regular Meeting of the Board of Directors of United Laguna Hills Mutual, a California Non-Profit Mutual Benefit Corporation, was held on Tuesday, December 13, 2011 at 9:30 A.M. at 24351 El Toro Road, Laguna Woods, California.

Directors Present: Ron Beldner, Catherine Brians, Paul Vogel, Roger Turner, John Dalis, Barbara Copley, Heather Gerson, Jack Bassler, Charles Hammer, Mary Stone

Directors Absent: Barbara Howard

Staff Present: Jerry Storage, Patty Kurzet

Others Present: Sandra Gottlieb of Swedelson & Gottlieb

**CALL TO ORDER**

Ron Beldner, President of the Corporation, chaired and opened the meeting, and stated that it was a Regular Meeting held pursuant to notice duly given. A quorum was established and the meeting was called to order at 9:30 A.M.

A moment of silence was held to honor the US Troops serving our country and those placed in harm's way.

**PLEDGE OF ALLEGIANCE**

Director Dalis led the Pledge of Allegiance to the Flag.

**ACKNOWLEDGEMENT OF PRESS**

A freelance reporter was not present, and the Channel 6 Camera Crew, by way of remote cameras, was acknowledged as present.

**APPROVAL OF AGENDA**

Without objection, the Board approved the agenda as corrected by changing agenda item 9(b) *Entertain Motion to Establish a Joint Signage Ad Hoc Committee* into a discussion item, and clarify that agenda item 10(b) *Discuss and Consider CDS 67 Pilot Program* is an action item.

Without objection, the Board agreed to limit the total time for Member Comments to 20 minutes, and if further time is necessary, the Board would consider allotting additional time.

**MEMBER COMMENTS**

- Ron Stenson (285-C) spoke to his opposition to the Mutual's 6-month lease restriction.
- Linda Wilson (816-P) commented on GRF taking over the Mutual's Traffic Hearings.

- Nancy Duran (895-C) commented on the recent Protect Property Values (PPV) townhall meeting and spoke to the 6-month lease restrictions.
- Tony Dauer (96-C) commented on additional parking and the 6-month lease restriction.
- Doug Rook (30-F) spoke to ways on improving the operation and effectiveness of the Community.
- Stephanie Magid (439-A) spoke to the 6-month lease restrictions.
- Marv Rosenhaft (823-A) commented on the Board's goals and objectives.
- Ken Pelter (846-Q) commented on RV parking.
- Maxine McIntosh (68-C) commented on subleasing.
- Marty Rubin (895-A) commented on modernizing the Community.

### **RESPONSE TO MEMBER COMMENTS**

- Directors Bassler and Dalis responded to comments made regarding the Mutual's 6-month lease restriction.
- Director Stone clarified Ms. Wilson's comment made regarding GRF Traffic Hearings.
- President Beldner briefly responded to comments made by residents.
- Ms. Gottlieb clarified that the discussion on the 6-month lease restriction will be discussed in closed session due to potential litigation.

### **APPROVAL OF MINUTES**

The Board reviewed, revised, and approved without objection the minutes of the Regular Meeting of November 8, 2011.

### **CHAIR'S REMARKS**

President Beldner commented on the following issues: obeying the Community's traffic rules and regulations; the City's bulk item pick-up program; the danger of dumpster diving; and the progress of United's paint, fumigation, and lighting programs.

### **NEW BUSINESS**

The Secretary of the Corporation, Director Barbara Copley, read a proposed resolution approving the Board's Open Meeting Act Protocol and Procedures. Director Copley moved to approve the resolution. Director Stone seconded the motion and discussion ensued.

Ms. Gottlieb provided an explanation of the proposed procedures.

Member Maxine McIntosh (68-C) recommended that the Board consider a resolution defining what an "emergency" is.

By a vote of 9-0-0, the motion carried and the Board of Directors adopted the following resolution:

**RESOLUTION 01-11-228**

**WHEREAS**, effective January 1, 2012, changes to Civil Code Section 1363.05 (Open Meeting Act - "OMA") eliminates the Board's ability to take some actions without a meeting of the Board; and

**WHEREAS**, the OMA provides there are penalties of up to \$500 per Board violation, plus fees and costs, for non-compliance of the OMA if a Member brings a lawsuit against United Mutual for same; and

**WHEREAS**, per the advice of United's legal counsel, the Board should follow certain guidelines to prevent liability exposure to United Mutual and individual volunteer Board members;

**NOW THEREFORE BE IT RESOLVED**, December 13, 2011, that the Board of Directors of this Corporation hereby adopts the following guidelines, protocol and procedures to conduct Board/Association business in accordance with the OMA:

1. All general session open Board meetings (where a majority of Board members will be in attendance) shall be noticed with an agenda which shall be posted in the common area at least 4 days before the meeting; executive session meeting agendas and notices shall be posted in the common area at least 2 days before the meeting, except for emergency executive session meetings.
2. Any subject matter or item of business that is within the authority of the Board, which has been placed on a Board agenda, cannot be discussed, deliberated or acted on outside a noticed Board meeting, which includes, without limitation, electronic communications.
3. Informal meetings such as "coffees" among Members and Directors are allowed so long as the subject of discussion is not a Board agenda meeting topic that is to be addressed at the next noticed meeting of the Board.
4. Board members shall not take action by way of unanimous written consent, except for emergencies, so long as the vote of the Board is unanimous.
5. No Board meeting shall be held via email or by other electronic communication unless the meeting is for emergency purposes, the Board agrees to the meeting by unanimous written consent, the vote of the Board is unanimous and such written consent shall be filed with the minutes of the meeting of the Board.

6. At least one Board member must be physically present at the location specified in the Board meeting notice for teleconference meetings, except for emergency meetings as set forth in Item No. 5 above.

**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.

The Board discussed an alleged unilateral decision to establish a Joint Signage Ad Hoc Committee to develop uniform community signage without full Board approval.

President Beldner stated he was approached by the GRF President asking if his Board would be interested in establishing such a committee with the GRF Board.

Director Turner made a motion to table the discussion until the Board has reviewed the work previously done with its consultant on community signage. Director Gerson seconded the motion and the motion carried by a vote of 6-3-0 (Directors Copley, Stone and Bassler opposed).

Director Stone made a motion to discontinue the distribution of the United Mutual Village Snap Shot. Director Bassler seconded the motion and discussion ensued.

Members Ruth May (671-B), Maxine McIntosh (68-C), and Gail McNulty (2140-D) spoke to the motion.

By a vote of 3-6-0 (Directors Copley, Bassler, and Stone voted in favor), the motion failed.

### **UNFINISHED BUSINESS**

The Board considered approving the revised Open House Policy, which was postponed from last month to satisfy the 30-day notification requirement. Director Stone moved to approve the resolution. Director Bassler seconded the motion.

By a vote of 9-0-0, the motion carried and the Board of Directors adopted the following resolution:

### **RESOLUTION 01-11-229**

**WHEREAS**, on September 11, 2001, the Board of Directors of this Corporation adopted Resolution U-01-79 establishing guidelines for real estate companies holding Open Houses in the Community; and

**WHEREAS**, the GRF Board has passed a Resolution allowing Open House directional signage to be posted on GRF property with the intention of improving the marketability of cooperatives and condominiums in Laguna Woods Village; and

**WHEREAS**, providing directional signage to a particular cul-de-sac to a scheduled Open House will help guide traffic to the cooperative or condominium for sale or rent; and

**NOW THEREFORE BE IT RESOLVED**, December 13, 2011, that the Board of Directors of this Corporation hereby adopts the following Open House Policy:

1. Open Houses are hereby authorized to be held every Saturday and Sunday between the hours of 11:00 A.M. and 4:00 P.M.;
2. A maximum of three signs with maximum size of 24" x 24" may be displayed in accordance with Section 713 of the California Civil Code; and signs shall be placed at the entrances to, and within the cul-de-sacs in which the manors are located. Signs may be posted on the day of the Open House no earlier than 10:00 A.M., and must be removed no later than 5:00 P.M., of the same day;
3. Non-residents must be accompanied by a licensed real estate agent approved for Laguna Woods Village entry; or granted access by the Seller/Resident of the property;
4. Directional signs shall be with 24" x 9" corrugated plastic with vinyl lettering and adhere to the GRF approved colors, font and logo;
5. Directional signs shall be placed at street intersections to direct traffic to a specific cul-de-sac. There shall be one sign per direction with a maximum of four signs per intersection;
6. Directional signage may be posted on the day of the Open House no earlier than 10:00 A.M., and must be removed no later than 5:00 P.M., of the same day;
7. Realtors shall be responsible for providing the signs and shall adhere to the specifications in accordance with this resolution;
8. Non-conformance to this policy shall result in removal of sign from premises; and

**RESOLVED FURTHER**, that the Managing Agent is directed to inform all real estate offices which conduct business in Laguna Woods Village of this policy; and

**RESOLVED FURTHER**, that Resolution U-01-79 adopted September 11, 2001, is hereby superseded and canceled; 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 Barbara Howard was available by phone at 10:48 A.M. to participate in the discussion on the Cul-de-sac 67 Pilot Program.

Director Brians made a motion to approve the Cul-de-sac 67 Pilot Program that includes all upgrading elements in the conceptual design which would allow for the full potential of the Master Plan to be implemented as a showcase to build interest at a cost of \$31,800. Director Vogel seconded the motion and discussion ensued.

Director Stone amended the motion to remove \$10,500 from the estimated amount for the Gathering Garden landscape and \$870 for the Gathering Garden lighting (total amount of \$11,370). Director Dalis seconded the motion and discussion ensued.

Ms. Gottlieb advised that Director Howard could not be deemed present at the meeting because it was apparent she could not hear the full discussion, and to continue the discussion without her full participation would not be in compliance with the civil code.

President Beldner indicated that the discussion would continue without Director Howard and Director Howard was subsequently disconnected from the meeting at 11:09 A.M.

Members Marv Rosenhaft (823-A), Gail McNulty (2140-D), and Susan Moody (608-A) spoke to the Gathering Garden.

By a vote of 5-4-0 (Directors Copley, Hammer, Bassler, Stone and Dalis voted in favor), the amendment carried.

The Board discussed the original motion as amended which was to approve the Cul-de-sac 67 Pilot Program that includes all upgrading elements in conceptual design, sans the Gathering Garden and the Gathering Garden Lights, at a cost of \$20,430 to be funded from the existing 2012 Landscape Revitalization Reserves Plan.

Director Stone amended the motion to remove \$5,600 from the estimated amount for signage. Director Bassler seconded the motion and discussion ensued. Without objection, Director Stone withdrew her amendment.

Director Stone amended the motion to approve the Landscape Committee's recommendation from the November 18, 2011 meeting to include only the following items: Carport Lighting, Walkway or Way Finding Lighting, Entry Statement Lighting and Paint for a total of \$6,330 to be funded from existing reserves. Director Bassler seconded the motion and discussion ensued.

Mr. Storage stated that the paint palette as recommended by the consultant for Building 710 is a variation of the Board approved color palette and asked for Board direction. By way of consensus, the Board approved the non-standard color pallet as recommended by the CDS 67 consultant for trial use on the A/D elevation of Building 710.

Members Marv Rosenhaft (823-A), Linda Wilson (816-P), and Gail McNulty (2140-D) commented on actions taken by the former Board and Landscape Committee.

By a roll call vote of 4-5-0 (Directors Copley, Hammer, Bassler, and Stone voted in favor; Directors Brians, Turner, Vogel, Gerson, and Dalis opposed) the amendment failed.

The original motion as amended was re-read.

Members Gail McNulty (2140-D) and Marilyn Bristol (582-C) commented on upgrading CDS 67.

By a roll call vote of 6-3-0 (Directors Brians, Turner, Vogel, Gerson, Dalis, and Bassler voted in favor; Directors Copley, Hammer, and Stone opposed), the original motion as amended carried, and the Board of Directors adopted the following resolution:

#### **RESOLUTION 01-11-230**

**WHEREAS**, the Board of Directors of this Corporation has expressed concern that there is no clear long range Master Plan to guide them to protect the Mutual's assets; and

**WHEREAS**, a long range planning process was established through the combined efforts of the Landscape Committee and the Maintenance and Construction Committee to provide a Master Plan for United Mutual that would address the future decision making process to insure the Community's longevity; and

**WHEREAS**, due to the current timing of the Cul-de-sac 67 flood mitigation work and the conclusion of an outside consultant, the Landscape Long Range Planning Committee recommends that the Board incorporate the consultant's conceptual designs for possible inclusion into upgrading CDS 67 to use as a "prototype" for the future look of United Mutual;

**NOW THEREFORE BE IT RESOLVED**, December 13, 2011, that the Board of Directors of this Corporation hereby authorizes the use of funds to upgrade CDS 67 at an estimated cost of \$20,430 to be funded from the existing 2012 Landscape Revitalization Reserves Plan to serve as a case study of the Master Planning process to date;

**RESOLVED FURTHER**, that the work will be done concurrently with the CDS 67 flood mitigation work and will include the following Master Plan elements:

Signs (2)  
Carport Lighting (1)  
Walkway or Way Finding Lighting (1)  
Entry Statement Lighting (4)  
Paint (carport and building colors)  
Trash Enclosure Upgrade

**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.

#### **GENERAL MANAGER'S REPORT**

No report was given due to time constraints.

#### **CONSENT CALENDAR**

Without objection the Consent Calendar was approved as written and the Board took the following actions:

#### **Maintenance and Construction Committee Recommendations:**

None.

#### **Landscape Committee Recommendations:**

313-B Denial of request for tree removal  
369-G Denial of request for tree removal  
831-A Denial of request for tree removal

#### **Finance Committee Recommendations:**

#### **RESOLUTION 01-11-231**

**WHEREAS**, Member ID 947-379-05 is currently delinquent to United Laguna Hills 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**, December 13, 2011, that the Board of Directors hereby approves the recording of a Lien for Member ID 947-379-05; 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.

**RESOLUTION 01-11-232**

**WHEREAS**, Member ID 947-380-36 is currently delinquent to United Laguna Hills 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**, December 13, 2011, that the Board of Directors hereby approves the recording of a Lien for Member ID 947-380-36; 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.

**RESOLUTION 01-11-233**

**WHEREAS**, Member ID 947-417-52 is currently delinquent to United Laguna Hills 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**, December 13, 2011, that the Board of Directors hereby approves the recording of a Lien for Member ID 947-417-52; 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.

**RESOLUTION 01-11-234**

**WHEREAS**, Member ID 947-426-22 is currently delinquent to United Laguna Hills 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**, December 13, 2011, that the Board of Directors hereby approves the recording of a Lien for Member ID 947-426-22; 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.

**RESOLUTION 01-11-235**

**WHEREAS**, Member ID 947-435-22 is currently delinquent to United Laguna Hills 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**, December 13, 2011, that the Board of Directors hereby approves the recording of a Lien for Member ID 947-435-22; 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.

**RESOLUTION 01-11-236**

**WHEREAS**, Member ID 947-453-38 is currently delinquent to United Laguna Hills 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**, December 13, 2011, that the Board of Directors hereby approves the recording of a Lien for Member ID 947-453-38; 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.

## **COMMITTEE REPORTS and SERVICES**

### **FINANCE REPORT**

Director Mary Stone gave the Treasurer's and the Finance Committee Reports, and commented on the Resale & Lease Activities.

Director Bassler reported from the Maintenance and Construction Committee.

Director Copley reported from the Landscape Committee.

Director Stone reported from Resident Relations Information Services.

### **GRF HIGHLIGHTS**

- Director Copley reported from the Landscape Committee.

### **DIRECTORS' FORUM**

- Director Vogel commented on the leasing report.
- Directors Dalis, Stone, Bassler, and Hammer wished everyone Happy Holidays.
- Director Briens commented on working together as a Board.
- Director Copley announced that the Smoke-Free Building documents are available to the membership.

### **MEETING RECESS**

The Regular Open Session Meeting recessed for lunch at 12:20 P.M. and reconvened into the Regular Executive Session at 1:00 P.M.

### **Summary of Previous Closed Session Meetings per Civil Code Section §1363.05**

During its Regular Executive Session meeting of November 8, 2011, the Board reviewed and approved, without objection, the minutes of the Special Executive Session meeting of September 7, 2011, the Regular Executive Session meeting of September 13, 2011, the Special Executive Session meeting of September 16, 2011, the Special Executive Session meeting of September 22, 2011, the Special Executive Session meeting of September 30, 2011, the Special Executive Session meeting of October 4, 2011, and the Special Executive Session meeting of October 20, 2011; approved write-offs; heard three (3) disciplinary hearings and imposed fines totaling \$1,500 for violations of the Mutual's rules and regulations; and discussed litigation, and other member disciplinary matters.

During its Special Executive Session meeting of November 22, 2011 the Board discussed contractual issues.

During its Special Executive Session meeting of November 28, 2011 the Board discussed litigation and contractual issues.

The Traffic Committee of the Board met in Executive Session on November 16, 2011 to discuss member disciplinary issues.

**ADJOURNMENT**

With no further business before the Board of Directors, the meeting was adjourned at 3:33 P.M.

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Barbara Copley, Secretary