

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

December 10, 2013

The Regular Meeting of the Board of Directors of United Laguna Woods Mutual, a California Non-Profit Mutual Benefit Corporation, was held on Tuesday, December 19, 2013 at 9:30 A.M. at 24351 El Toro Road, Laguna Woods, California.

Directors Present: Pat English, Jack Bassler, Barbara B. Howard, John Beckett, Ming-Lee Chang, Howard Klein, Ken Hammer, Anthony Liberatore, Jan LaBarge, Eva Lydick

Directors Absent: Erna Ferris

Staff Present: Jerry Storage, Patty Kurzet (Executive Session: Jerry Storage, Patty Kurzet, Cris Robinson, Pamela Bashline, Francis Rangel, Luis Rosas)

Others Present: Lisa Tashjian of Beaumont Gatilin Tashjian

CALL TO ORDER

Pat English, 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.

PLEDGE OF ALLEGIANCE

Director Barbara B. Howard led the Pledge of Allegiance to the Flag.

ACKNOWLEDGEMENT OF PRESS

A representative of the Laguna Woods Globe and the Channel 6 Camera Crew, by way of remote cameras, were acknowledged as present.

APPROVAL OF AGENDA

Without objection, the Board approved the agenda as written.

CHAIR'S REMARKS

President English introduced Lisa Tashjian from Beaumont Gatilin Tashjian and welcomed her to the meeting.

UNITED MUTUAL MEMBER COMMENTS AND PUBLIC FORUM

United Mutual Members were given the opportunity to speak to items not on the agenda and the Directors briefly responded to the comments.

APPROVAL OF MINUTES

Without objection, the Board approved the minutes of the Regular Session of November 12, 2013.

UNFINISHED BUSINESS

Director Bassler moved to rescind the remaining funds in Resolution 01-11-230 for CDS 67 signage and lighting. Director Hammer seconded the motion.

Members Maxine McIntosh (68-C) and Rhoda Lindner (2013-C) commented on the motion.

By a vote of 9-0-0, the motion carried unanimously.

NEW BUSINESS

The Secretary of the Corporation, Director John Beckett, read a proposed resolution calling a Special Meeting of the Corporate Members. Director Beckett moved to approve the resolution. Director Hammer seconded the motion and discussion ensued.

Members Pamela Grundke (2214-B), Rhoda Lindner (2013-C), and Mary Stone (356-C) commented on the resolution.

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

RESOLUTION 01-13-215

WHEREAS, the Board recently received four proposals from the Ad Hoc Joint Task Force to Reconcile the Trust and GRF Bylaws, and

WHEREAS, the Board met with Corporate Counsel Jeff Beaumont on Nov. 21, 2013 to discuss those proposals, and

WHEREAS, the first of those proposals involves an offer by the GRF Board to share power with the other boards, and

WHEREAS, the first proposal appears to have been made in good faith, and

WHEREAS, the Board wishes to thank the GRF Board for its offer, and to make a counter-offer that is acceptable to the other boards;

NOW THEREFORE BE IT RESOLVED, December 10, 2013, that the Managing Agent is hereby directed to call a special meeting of the Corporate Members, on behalf of the United Mutual Board of Directors, in accordance with GRF Bylaws §5.3, to vote on the following amendments to GRF Bylaw 2.1.6:

“2.1.6 GRF shall obtain a majority vote from the Corporate Members (as defined in paragraph 2.4.10) prior to engaging in any business or activity specified in paragraph 2.1.4. The vote shall be by ballot pursuant to paragraph 5.8.2.”

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 Beckett read the proposed changes to the Mutual's committee appointments. Director Beckett moved to approve the resolution. Director Bassler seconded the motion and discussion ensued.

Member Pamela Grundke (2214-B) commented on the appointments.

Without objection, the Board agreed to add Pamela Grundke as an advisor to the Landscape Committee.

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

RESOLUTION 01-13-216

RESOLVED, December 10, 2013, that the following persons are hereby appointed to serve the Corporation in the following capacities:

Finance Committee

Jan LaBarge - Chair
Barbara B. Howard - Vice Chair
Pat English
Advisors: Florence Kleinfeld, Lou Skogen

Governing Documents Review Ad Hoc Committee

Barbara B. Howard, Chair
John Beckett, Vice Chair
Howard Klein
Advisors: Janey Dorrell, James Thorpe

Landscape Committee

Jack Bassler – Chair
Eva Lydick – Vice Chair
Anthony Liberatore
Ken Hammer
*Advisors: Cynthia Chyba, Jerren Auble, **Pamela Grundke***

Maintenance and Construction Committee

Jack Bassler, Chair
Ming Lee Chang, Vice Chair
Jan LaBarge
Anthony Liberatore
*Advisors: Janey Dorrell, **Bevan Strom***

New Resident Orientation

Per Rotation List

Standards Sub-Committee

Jack Bassler, Chair
Ming Lee Chang
Anthony Liberatore

Traffic Hearing (quarterly)

John Beckett, Chair
Erna Ferris
Ken Hammer

Walkway Lighting Subcommittee

Jack Bassler, Chair
Howard Klein
Ming Lee Chang
Advisors: Doug Rook, Collette Sigman

Laguna Canyon Foundation

TBD

Joint Task Force to Review GRF Bylaws and Trust

TBD

TBD

RESOLVED FURTHER, that Resolution 01-13-184, adopted October 28, 2013, is hereby superseded and canceled.

Director Beckett read the proposed changes to the Mutual's GRF committee appointments. Director Beckett moved to approve the resolution. Director Klein seconded the motion and discussion ensued.

Member Maxine McIntosh (68-C) commented on the appointments.

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

RESOLUTION 01-13-217

RESOLVED, December 10, 2013, that, in compliance with Article 7, Section 7.3 of the Golden Rain Foundation Bylaws, adopted July 13, 2012, the following persons are hereby appointed to serve on the committees of the Golden Rain Foundation:

Business Planning

Pat English
Jan LaBarge

Community Activities

Erna Ferris
John Beckett

Energy Committee

Eva Lydick
Howard Klein

Finance

Jan LaBarge
Pat English

Government and Public Relations Committee

John Beckett
Anthony Liberatore

Landscape Committee

Jack Bassler
Eva Lydick

Maintenance & Construction

Jack Bassler
Ming Lee Chang

Media and Communications Committee

Eva Lydick
Ken Hammer

Mobility and Vehicles Committee

John Beckett
Anthony Liberatore

Recreation Master Plan Ad Hoc Committee

John Beckett
Jan LaBarge

Security and Community Access

Howard Klein
John Beckett

RESOLVED FURTHER, that Resolution 01-13-185, adopted October 28, 2013, is hereby superseded and canceled.

CONSENT CALENDAR

Without objection, the Consent Calendar was approved and the Board took the following actions.

Maintenance and Construction Committee Recommendations:

None

Landscape Committee Recommendations:

- 524-C Approval of **appeal** request for landscape design change from decomposed granite to a concrete pad, at the Mutual Member's expense
- 178-B Approval of request for two tree removals at the Mutual's expense
- 195-F Denial of request for two tree removals
- 610-A Approval of request for hedge removal at Mutual's expense
- 699-B Approval of request for landscape design change at the Mutual's expense

Finance Committee Recommendations:

RESOLUTION 01-13-218

WHEREAS, Member ID 947-401-43 is currently delinquent to United Laguna Woods 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 10, 2013, that the Board of Directors hereby approves the recording of a Lien for Member ID 947-401-43; 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 01-13-219

WHEREAS, Member ID 947-441-49 is currently delinquent to United Laguna Woods 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 10, 2013, that the Board of Directors hereby approves the recording of a Lien for Member ID 947-441-49; 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 01-13-220

WHEREAS, Member ID 947-445-02 is currently delinquent to United Laguna Woods 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 10, 2013, that the Board of Directors hereby approves the recording of a Lien for Member ID 947-445-02; 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.

GENERAL MANAGER'S REPORT

Mr. Storage updated the membership on the ongoing projects in United Mutual and GRF.

COMMITTEE REPORTS and SERVICES

FINANCE REPORT

Director LaBarge reported from the Finance Committee, gave the Treasurer's Report, Delinquency Report, and commented on the Resale & Lease Activities.

Director Bassler reported from the Maintenance and Construction Committee.

Director Bassler reported that United Alteration Standards Sub-Committee did not meet.

Director Bassler reported from the Walkway Lighting Sub-Committee.

Director Bassler reported from the Landscape Committee.

Director Howard reported from the Governing Documents Review Ad Hoc Committee.

Director Klein moved to direct Staff to add a "Search Resolutions" option to the United section of the Community Website. Director Bassler seconded the motion and discussion ensued.

By a vote of 9-0-0, the motion carried unanimously.

Director Howard moved to assign a review and rewrite of the Members' Comments statement on the Board Agenda to the Ad Hoc Committee. Director Beckett seconded the motion and discussion ensued.

Member Mary Stone (356-C) commented on the motion.

By a vote of 9-0-0, the motion carried unanimously.

Director John Beckett provided a summary of the number of disciplinary cases that have come before the Board.

GRF COMMITTEE HIGHLIGHTS

- Director Lydick reported on the GRF Finance Committee and the Media and Communications Committee.

DIRECTORS' FORUM

- The Directors provided final comments.

MEETING RECESS

The Regular Open Session Meeting recessed at 10:50 A.M. and reconvened into the Regular Executive Session at 11:00 A.M.

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

During its November 12, 2013 Regular Executive Session Meeting, the Board reviewed and approved the minutes of the Regular Executive Session of September 10, 2013, the minutes of the Special Executive Session of September 18, 2013, the minutes of the Special Executive Session of September 24, 2013, the minutes of the Special Executive Session of October 14, 2013, the minutes of the Special Executive Session of October 16, 2013, and the minutes of the Special Executive Session of October 28, 2013 as written. The Board approved the recording of a Notice of Sale for Member ID 947-389-49; approved four delinquent assessments write-offs in the amount of \$380; approved eight chargeable services write-offs in the amount of \$8380.51; heard three disciplinary hearings and imposed fines in the amount of \$272.14 for violations of the Mutual's rules and regulations; and discussed litigation and contractual, and other member disciplinary matters.

During its November 21, 2013 Special Executive Session Meeting, the Board discussed matters with its legal counsel.

ADJOURNMENT

With no further business before the Board of Directors, the meeting was adjourned at 3:32 P.M.

John Beckett, Secretary