



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

**Tuesday, December 11, 2018**

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 11, 2018, at 9:30 a.m. at 24351 El Toro Road, Laguna Woods, California.

Directors Present: Juanita Skillman, Janey Dorrell, Don Tibbetts, Maggie Blackwell, Gary Morrison, Manuel Armendariz, Reza Bastani, Pat English, Carl Randazzo, and Andre Tornq.

Directors Absent: Cash Achrekar watched the meeting online from India. (Excused)

Staff Present: Siobhan Foster, Christine Spahr, Eileen Paulin, Kurt Wiemann and Cheryl Silva

Others Present: VMS: Dick Rader, Mary Stone, and Anthony Liberatore  
Jeff Beaumont, Esq. of Beaumont Tashjian

**1. Call Meeting to Order/Establish Quorum**

President Skillman called the meeting to order at 9:30 a.m. and acknowledged that a quorum was present.

**2. Pledge of Allegiance**

Director Addington led the Pledge of Allegiance.

**3. Acknowledge Media**

A representative of the Laguna Woods Globe was present for the meeting, and the Village Television Camera Crew, by way of remote cameras, was acknowledged as present.

**4. Approval of Agenda**

By consensus, the agenda was approved as amended.

**5. Approval of Minutes**

5a. November 13, 2018 – Regular Open Session

Director Randazzo made a motion, seconded by Director Blackwell, to approve the minutes as amended and it passed by a vote of 10-0-0

## **6. Report of the Chair**

President Skillman announced that Anthony Liberatore was appointed to replace Janey Dorrell on the United Board. Ron Beldner was appointed the new VMS/United Director. New Committee Appointments Board Members are required to sit on two Committees. The Chairs are appointed by the President. Officers are nominated by the Board. The Committee Appointments are a group decision. Reviewed the information that went out to the residents and asked them to read and return the Code Red Form, Opt-in and Opt-Out Form, and Emergency Contact Information.

## **7. Open Forum**

Members made comments regarding the benefits of the Laguna Woods Foundation, Village Television channel line-up, City Council recently banned the use of Round-up, problems in the laundry room equipment, dumpster divers, and the beautiful holiday lights in United.

## **8. Responses to Open Forum Speakers**

Several Directors responded to Member comments.

- Director Blackwell responded to the Round-up comments and encouraged residents to come out to the next United Landscape Committee meeting on December 13<sup>th</sup> when a report will be given on the test results of alternative solutions for weeds in United.
- Director Morrison commented that eliminating Round-up without replacement herbicides will increase assessments about \$13.00 per month for labor.
- Director Armendariz noted that the recent test results show using organic herbicides instead of Round-up will increase assessments about \$5.34 per month.
- Director Randazzo responded regarding the recent Village Television channel changes, the cost of doing laundry is \$1.00 per load in the laundry rooms,
- Director Margolis asked the Maintenance and Construction Committee to look into the costs of adding pedestals to the washers and dryers in the laundry rooms.
- President Skillman responded about the recent resolution passed prohibiting people from entering the dumpsters.

## **9. Update from VMS - Director Stone**

Director Stone gave an update from the VMS Board meetings. Director Stone showed a presentation that outlined how many employees work in each department. In November, the VMS Board received an update from the IT and Media Communications Department from Chuck Holland.

## **10. CEO Report**

Siobhan Foster, CEO, reported on the following subjects:

- Encouraged residents to complete and return the CodeRed forms to the concierge desk in the Community Center.
- Transportation Holiday hours: Monday December 24<sup>th</sup> Plan-a-Ride is the only transportation service running. Call 949-597-4659 or email [ride@vmsinc.org](mailto:ride@vmsinc.org) to schedule your trips by noon on Saturday, December 22<sup>nd</sup>. Tuesday, December 25<sup>th</sup> no transportation services will be available.
- Call Center Holiday hours: Monday, December 24<sup>th</sup> the call center will be open from 7 a.m. to 3 p.m. and closed on Tuesday, December 25<sup>th</sup>.

- Check the website for more Village Holiday hours.
- Upcoming New Year's Eve events include the Rockin' New Year's Eve dinner at Clubhouse 5. Doors open at 6:30 p.m. and tickets are available at Clubhouse 5. James Darren will be performing at 3:00 p.m. and 7:00 p.m. on New Year's Eve at Clubhouse 3.
- Shepherds Crook update. Gaps require special attention
- New Transportation and Maintenance Manager was recently hired, Chris Laugenour.
- The new Social Worker in Social Services is Dustin Arbuckle. This position is provided by Saddleback Medical Center at a minimal cost to the Community.
- As of January 1, 2019, the Community Center will be implementing new security measures to protect the residents in the Community.

Siobhan Foster answered questions from the Board.

## **11. Consent Calendar**

### **11a. Finance Committee Recommendations:**

- (1) Approval of Resolution to Record Lien against Member ID#;  
947-397-47

#### **RESOLUTION 01-18-119** **Recording of a Lien**

**WHEREAS**, Member ID 947-397-47; 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 11, 2018, that the Board of Directors hereby approves the recording of a Lien for Member ID 947-397-47 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 Randazzo made a motion to approve the Consent Calendar as presented. The motion was seconded by Director Blackwell and the motion passed by unanimous consent.

## **12. Unfinished Business-none**

## **13. New Business**

**13a.** Entertain a Motion to Approve a Resolution for Supplemental Appropriation for 2019 Reserve Study

Director Blackwell read the following resolution:

**Resolution 01-18-120**  
**Supplemental Appropriation for Full Reserve Study**

**WHEREAS**, a Reserve Study is a budget planning tool that identifies the components for which United Mutual is responsible to maintain or replace, which is updated annually by onsite staff and relies on a collection of field observations and financial reports that combine into a stable and equitable 30-Year Funding Plan that provides for the timely execution of the association's major repair and replacement expenses; and

**WHEREAS**, at the November 27, 2018 United Finance Committee meeting, Staff reviewed methodologies used to prepare the current reserve study and recommended retaining a reserve specialist to prepare a full reserve study with a draft available for upcoming budget meetings that start in the second quarter of 2019.

**NOW THEREFORE BE IT RESOLVED**, on December 11, 2018, the Board of Directors of this Corporation hereby approves a supplemental appropriation of \$40,000, to be funded from the Reserve Fund, to perform a Full Reserve Study for use in the 2020 business planning process; 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 Blackwell made a motion to approve a resolution for Supplemental Appropriation for Full Reserve Study. The motion was seconded by Director Armendariz.

Discussion ensued among the Directors.

President Skillman called for the vote and the motion passed by a vote of 9-1-0 (Director Torng opposed).

**13b.** Entertain a Motion to Adopt a Revised Payment Plan Agreement Form and Introduce a Resolution for a Payment Plan Fee Policy for Assessments (**DECEMBER initial notification-must postpone 30-days for Member review to comply with Civil Code §4360**)

Director Blackwell read the following resolution:

**Resolution 01-19-XX**  
**Assessment Payment Plan Agreement**

**WHEREAS**, any Member who is unable to timely pay regular assessments is entitled to make a written request for a payment plan to the Board;

**WHEREAS**, each request for a payment plan is approved or denied on a case-by-case basis after review by the Finance Committee;

**WHEREAS**, a Delinquent Assessment – Payment Plan form, which includes several payment options and conditions, is used to create an agreement between the delinquent Member and the Mutual;

**WHEREAS**, the United Finance Committee recommends a revised Payment Plan Agreement Form with changes submitted by legal counsel to help reinforce collection activity that will occur if a member breaches the agreed-to payment plan for delinquent assessments; and

**WHEREAS**, the Finance Committee recommends recovering costs associated with accepting payments over time including the initiation of interest charges and an administrative fee for every month the agreement is in effect;

**NOW THEREFORE BE IT RESOLVED**, on December 11, 2018, the Board of Directors of this Corporation hereby introduces revisions to the Delinquent Assessment - Payment Plan Agreement form, as attached to this Corporate record, initiating a monthly charge for interest at the rate of 10% per annum, and introducing a new payment plan administrative fee of \$25 per month; 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.

**DECEMBER Initial Notification**

Should the Board endorse the proposed revisions, Staff recommends that a motion be made and seconded to accept the resolution and allow discussion to ensure that the resolution reads to the satisfaction of the Board. Staff then recommends that a Board Member postpones the resolution to the next available Board Meeting no less than 30-days from the postponement to comply with Civil Code §4360.

Director Blackwell made a motion to approve the revised Payment Plan Agreement Form and introduce a resolution for a Payment Plan Fee Policy for Assessments for 30-day review. The motion was seconded by Director Armendariz.

Discussion ensued among the Directors.

Director Armendariz recommended taking out the word "interest" and provide a breakdown of the costs. Legal Counsel commended that according to the Civil Code you cannot charge interest on the payment plan fee. The additional charge is not interest, but is considered a processing fee.

President Skillman called for the vote and the motion failed by a vote of 5-5-0 (Director Bastani, Torng, Armendariz, Randazzo, Margolis opposed).

Director Armendariz made a motion, seconded by Director Randazzo, to send this agenda item back to the Finance Committee for corrections and clarification. Motion passed 8-1-1 (Director Morrison opposed, Bastani abstained)

**13c.** Entertain a Motion to Adopt a Revised Payment Plan Agreement Form and Introduce a Resolution for a Payment Plan Fee Policy for Monetary Penalties, Fees, and Chargeable Services (**DECEMBER initial notification-must postpone 30-days for Member review to comply with Civil Code §4360**)

Director Blackwell read the following resolution:

**Resolution 01-19-XX**  
**Monetary Penalties, Fees, and/or Chargeable Services Charges**  
**Payment Plan Agreement**

**WHEREAS**, any Member who is unable to timely pay monetary penalties (or otherwise, fines), fees, or chargeable services charges is entitled to make a written request for a payment plan to the Board.

For purposes of this resolution and the attached Monetary Penalties, Fees, and/or Chargeable Services Charges Payment Plan Agreement, "monetary penalty" shall mean pursuant to California Civil Code Section 5725,

"a monetary penalty imposed by the Association as a disciplinary measure for failure of a member to comply with the governing documents, except for late payments, may not be characterized nor treated in the governing documents as an assessment that may become a lien against the member's separate interest enforceable by sale of the interest under Sections 2924, 2924b, and 2924c".

"Fees" and "chargeable service charges" shall have the meanings ascribed to each in the applicable work order or service agreement existing between the member and the Mutual.

**WHEREAS**, each request for a payment plan is approved or denied on a case-by-case basis after review by the Mutual Finance Committee;

**WHEREAS**, a Monetary Penalties, Fees, and/or Chargeable Services Charges Payment Plan Agreement form is used to create an agreement between the Member and the Mutual;

**WHEREAS**, the Mutual Finance Committee recommends a Monetary Penalties, Fees, and/or Chargeable Services Charges Payment Plan Agreement form submitted by legal counsel to help reinforce collection activity that will occur if a member breaches the agreed upon payment plan for unpaid monetary penalties (or otherwise, fines), fees, or chargeable services charges; and

**WHEREAS**, the Mutual Finance Committee recommends recovering costs associated with monitoring a payment plan, including an administrative fee for every month the agreement is in effect shall be added to the Member's assessment account. Interest shall accrue on fees and chargeable services charges, if any, pursuant to the terms of the applicable work order or services agreement. No interest shall accrue on monetary

penalties, unless or until a judgment is obtained by the Mutual for same.

**NOW THEREFORE BE IT RESOLVED**, on December 11, 2018, the Board of Directors of this Corporation hereby introduces the Monetary Penalties, Fees, and/or Chargeable Services Charges Payment Plan Agreement form, as attached to this Corporate record, initiating an administrative fee of \$25 per month and interest, as allowed; 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.

**DECEMBER Initial Notification**

Should the Board endorse the proposed revisions, Staff recommends that a motion be made and seconded to accept the resolution and allow discussion to ensure that the resolution reads to the satisfaction of the Board. Staff then recommends that a Board Member postpones the resolution to the next available Board Meeting no less than 30-days from the postponement to comply with Civil Code §4360.

Director Blackwell made a motion to approve a revised Payment Plan Agreement Form and introduce a resolution for a Payment Plan Fee Policy for Monetary Penalties, Fees, and Chargeable Services for 30-day review. The motion was seconded by Director Armendariz.

Discussion ensued among the Directors.

President Skillman called for the vote and the motion passed by a vote of 8-2-0 (Director Torng and Margolis opposed).

**14. Committee Reports**

**14a.** Report of the Finance Committee / Financial Report – Director Morrison presented the Treasurer's Report and reviewed the resale and leasing reports. The insurance policy is limited to the building and encouraged residents to purchase an HO6 with loss of use policy. Next meeting will be January 29, 2019, 2:00 p.m. in the Sycamore Room

**14b.** Report of the Architectural Control and Standards Committee – Director Achrekar gave a report from the last Architectural Control and Standards Committee meeting. Next meeting will be December 20, 2018, 9:30 a.m. in the Sycamore Room.

**14c.** Report of the Communications Committee – Director Blackwell gave a report from the Communications Committee meeting. The next meeting TBA.

**14d.** Report of Executive Hearings Committee - Director Skillman gave a report from the last Executive Hearings Committee. Next meeting will be December 27, 2018, 9:00 a.m. in the Willow Room.

**14e.** Report of the Governing Documents Review Committee - Director Blackwell reported from the last Governing Documents Review Committee meeting. The Committee reviewed the Caregiver and Canvassing Policies and is looking into new policies associated with resident driven golf carts and commercial vehicles. Next meeting will be Tuesday, December 18, 2018, 1:30 p.m. in the Sycamore Room.

**14f.** Report of the Landscape Committee - Director Blackwell gave a report from the last Landscape Committee meeting. The trial period for the organic pesticides will be up on December 13, 2018, and a full report will be given at the next meeting. The next meeting will be on December 13, 2018, 9:00 a.m. in the Board Room.

**14g.** Report of the Maintenance & Construction Committee - Director Randazzo reported on the last Maintenance & Construction Committee meeting. Next meeting will be February 27, 2019, 9:00 a.m. in the Board Room.

- Village Energy Task Force Charter – Director Randazzo gave a report from the last Village Energy Task Force. Next meeting will be January 9, 2019 at 9:00 a.m. in the Willow Room.

**14h.** Report of the Resident Advisory Committee – Director Skillman gave a report from the last Resident Advisory Committee meeting. Next meeting will be December 13, 2018, 4:00 p.m. in the Sycamore Room

#### **15. GRF Committee Highlights**

**15a.** Report of the Finance Committee—Director Morrison shared highlights from the last GRF Finance Committee meeting and reported that the Committee discussed the need for generators for emergencies, trust facilities fees responsibility, insurance renewals, supplemental funding for gate house renovations, supplemental funding for an energy consultant. Next meeting will be December 19, 2018, 1:30 p.m. in the Board Room.

**15b.** Report of the Community Activities Committee—Director Margolis shared highlights from the last GRF Community Activities Committee meeting. The Committee discussed having no fees collected at the pools. Next meeting will be January 10, 2019, 1:30 p.m. in the Board Room.

**15c.** Report of the Landscape Committee—Director Blackwell reported that the Committee did not meet last month. Next meeting will be December 19, 2018, 2:30 p.m. in the Sycamore Room.

**15d.** Report of the Maintenance & Construction Committee—Director Randazzo shared highlights from the last GRF Maintenance & Construction Committee meeting. Video Club expansion, chemical storage room for the five pools are not up to code, paddle and pickleball courts concrete has been poured and the lighting and fences have been installed, passive park is complete. Next meeting will be December 12, 2018, 1:30 p.m. in the Board Room.

**15d.** Report of the Media and Communication Committee—Director Blackwell shared highlights from the last GRF Media and Communication Committee meeting. The Committee discussed the removal of the analog channels, real estate signs. Negotiating the contact with CBS and fee increased with our channels. Next meeting will be December 17, 2018, 1:30 p.m. in the Board Room.

- Thrive Task Force will start meeting every other month. Next meeting



January 23, 2018.

**15e.** Report of the Mobility and Vehicles Committee—Director Addington shared highlights from the last GRF Mobility and Vehicles Committee meeting. The Committee discussed the cost associated with vehicle replacements. Next meeting will be February 6, 2019, 1:30 p.m. in the Board Room.

**15f.** Report of the Security and Community Access Committee—Director Bastani. Next meeting will be Monday, December 17, 2018, 9:30 a.m. in the Board Room.

- Laguna Woods Village Traffic Hearings – Director Addington reported from the last Traffic Hearings. Next meeting December 19, 2018, 9:00 a.m. in the Board Room and 1:00 p.m. in the Pine Room

**15g. Disaster** Preparedness Task Force—Director Morrison reported from the last Disaster Preparedness Task Force meeting. The Task Force discussed a tag that can be placed on the door handle if a resident needs help during an emergency, training for emergency shut off valves for block captains, CPR classes. Encouraged residents to volunteer to be block captains. Next meeting will be January 29, 2019, 9:30 a.m. in the Cypress Room.

#### **16. Future Agenda Items**

**16a.** Resolution for Revisions to Architectural Standard 19: Modesty Paneling; Balcony **(NOVEMBER initial notification- must postpone 30-days for Member review to comply with Civil Code §4360)**

**16b.** Resolution for Revisions to Architectural Standard 20: Patio Covers; Aluminum **(NOVEMBER initial notification-must postpone 30-days Member review to comply with Civil Code §4360)**

**16c.** Resolution for Revisions to Architectural Standard 44: Fences; Vinyl **(NOVEMBER initial notification-must postpone 30-days Member review to comply with Civil Code §4360)**

**16d.** Resolution for Revisions to Architectural Standard 24: Skylights **(NOVEMBER initial notification-must postpone 30-days for Member review to comply with Civil Code §4360)**

**16e.** Resolution to Revise the Exterior Paint Color Palette **(NOVEMBER initial notification-must postpone 30-days for Member review to comply with Civil Code §4360)**

**16f.** Resolution to Update the Vehicle, Traffic and Parking Rules **(NOVEMBER initial notification-must postpone 30-days for Member review to comply with Civil Code §4360)**

**16g.** Resolution for Revisions to the Land Use Alteration Policy **(NOVEMBER initial notification-must postpone 30-days for Member review to comply with Civil Code**

**§4360)**

**17. Director's Comments**

- Director Morrison asked the Directors to give him their comments about the item going back to the Finance Committee.
- Director Blackwell commented about the future agenda items that were not listed on the agenda.
- Director Armendariz commented that this meeting was very efficient.
- President Skillman commented about the progress of the CEO search committee.
- Director Tornig commented about Committee Assignments and his willingness to serve on any of the Committees.
- Director Bastani asked about the members on the CEO search committee.

**18. Recess** - *At this time the Meeting will recess for lunch and reconvene to Executive Session to discuss the following matters per California Civil Code §4935.*

The meeting recessed at 12:13 p.m. into the Executive Session.

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

*Approval of Agenda*

*Approval of the Following Meeting Minutes;*

*(a) November 13, 2018 – Regular Executive Session*

*Write-Offs from Assessment Balances against Members*

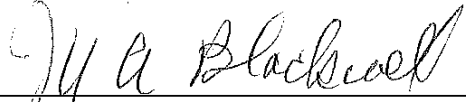
*Discuss Disciplinary Cases*

*Discuss and Consider Contractual Matters*

*Discuss and Consider Litigation Matters*

**19. Adjourn**

The meeting was adjourned at 3:30 p.m.

  
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Maggie Blackwell, Secretary of the Board  
United Laguna Woods Mutual