



OPEN MEETING

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

**Tuesday, July 12, 2022- 9:30 a.m.
Board Room/Virtual Meeting
24351 El Toro Road, Laguna Woods, California**

Directors Present: Anthony Liberatore, Pearl Lee, Neda Ardani, Cash Achrekar, Azar Asgari, Diane Casey, Andre Torng, Maggie Blackwell, Lenny Ross, Pat English Reza Bastani

Directors Absent: None

Staff Present: CEO Siobhan Foster, Makayla Schwietert, Paul Nguyen, Jose Campos, and Robert Carroll

Others Present: GRF: None
Third: None
VMS: Cynthia Rupert
Daniel Quirk of Sageview

1. Call Meeting to Order/Establish Quorum

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

2. Pledge of Allegiance to the Flag

Director Blackwell led the pledge of allegiance.

3. Acknowledge Media

The Village Television Camera Crew, by way of remote cameras, was acknowledged as present.

4. Approval of Agenda

President Liberatore asked if there were any changes to the agenda.

Director Ross made a motion to accept the agenda as amended, to accept addendum Item 13a, and to remove Item 11b and send it back to the Governing Documents Review Committee. Director Ardani seconded.

Hearing no changes or objections, the agenda was approved unanimously.

5. Approval of Minutes

- a. March 30, 2022 – Special Open Session Budget Workshop
- b. June 02, 2022 – Special Open Meeting Budget Landscape Review
- c. May 26, 2022 – Special Open Session Budget Maintenance Review
- d. June 14, 2022 – Regular Open Session
- e. June 17, 2022 – Special Open Session (Strategic Planning)
- f. June 23, 2022 – Agenda Prep Meeting

Hearing no objections, March 30, 2022 – Special Open Session Budget Workshop Minutes, June 02, 2022 – Special Open Meeting Budget Landscape Review Minutes, May 26, 2022 – Special Open Session Budget Maintenance Review Minutes, June 14, 2022 – Regular Open Session Minutes, and June 23, 2022 – Agenda Prep Meeting Minutes were approved unanimously.

Hearing no objections, the June 17, 2022 – Special Open Session (Strategic Planning) minutes were approved as amended unanimously.

6. Report of the Chair – None

- President Liberatore commented on the upcoming Budget meetings. He notified residents to pay attention to decisions the Board makes, as they are acting on the behalf of residents.

7. Open Forum (Three Minutes per Speaker)

At this time Members addressed the Board of Directors regarding items not on the agenda

The following members made comments:

- A member commented on cross training VMS staff.
- Multiple members commented on experiencing issues with their home appliances, and the delay in getting their home appliances replaced/fixed.
- A member provided an update on the Foundation of Laguna Woods.
- A member commented on the Globe.

8. Responses to Open Forum Speakers

- Multiple Directors commented on the Globe.
- Director Achrekar thanked the member who spoke on the behalf of the Foundation of Laguna Woods.
- Multiple Directors commented on replacement of appliances.

9. VMS Board Update – Director Rupert

VMS Director Rupert provided an updated on the following items:

- Enhanced Efficiency
- Identifying Cost Savings
- Measure Performance
- Measure Satisfaction
- Identifying Trends
- Other Key Efforts

Director Rupert answered questions and discussion ensued among the Directors.

10. CEO Report

CEO Siobhan Foster discussed the following items:

- Business Plan Review meetings is underway for the 2023 Business Plan. Residents have the opportunity to provide input. The GRF Board will meet on July 13, 2022 at 9:30 a.m. The United Board will meet on July 15, 2022 at 1:30 p.m. The Third Board will meet on July 15, 2022 at 9:30 a.m. All meetings will take place in the Board Room and virtually via Zoom. Future Business Plan Review Meetings will take place on August 8, 2022, August 10, 2022, and August 12, 2022.
- VMS has been working to improve Manor Alterations. VMS is proud to launch the new real time Manor Alterations mutual consent log. This can be accessed by visiting lagunawoodsvillage.com > residence > manor alterations > mutual consent application status. Available to residents and contractors.
- 2023 Annual Reservation lottery is underway. Pick up a lottery card at the Recreation office or emailing them to recreations@vmsinc.org. This must be completed by Friday, July 15, 2022.

11. Consent Calendar

All matters listed under the Consent Calendar are recommended for action by committees and will be enacted by the board by one motion. In the event that an item is removed from the Consent Calendar by members of the board, such item(s) shall be the subject of further discussion and action by the board.

a. Recommendation from the Landscape Committee:

- (1) Recommendation to Deny Removal of One Canary Island Pine Tree
54-C Calle Aragon

RESOLUTION 01-22-41

Deny Removal of One Canary Island Pine Tree 54-C Calle Aragon

WHEREAS, February 12, 2013, that the Board of Directors adopted Resolution 01-13-17, Tree Removal Guidelines:

- Unless there is a purposeful reason, trees should not be removed merely because they are messy, or because of residents' personal preferences concerning shape, color, size, or fragrance.
- Trees should not be removed because of view obstruction.
- Trees on slopes should not be removed if the removal will contribute to the destabilization of that slope.
- Trees which are damaging or will damage a structure, pose a hazard, in failing health or interfering with neighboring trees, will be considered for removal.

WHEREAS, on June 9, 2022, the Landscape Committee reviewed a request to remove one Canary Island Pine tree from the Member at 54-C, who cited the reasons as proximity to the building, structural damage, litter/debris, overgrown,

and poor condition; and

WHEREAS, the committee determined that the tree does not meet the guidelines established in Resolution 01-13-17, and thereby recommends denying the request for the removal of one Canary Island Pine tree located at 54-C Calle Aragon;

NOW THEREFORE BE IT RESOLVED, July 12, 2022, the Board of Directors denies the request for the removal of the Canary Island Pine tree at 54-C; and

RESOLVED FURTHER, that the officers and agents of this Corporation are hereby authorized on behalf of the Corporation to carry out this resolution.

- (2) Recommendation to Deny Tree Removal Request 100-A Via Estrada – Four Canary Island Pine Tree, One Silk Oak Tree, and Approve Removal of One Monterey Pine Tree

RESOLUTION 01-22-42

**Deny Removal of four Canary Island Pine Trees, one Silk Oak Tree,
and Approve Removal of one Monterey Pine Tree
100-A Via Estrada**

WHEREAS, February 12, 2013, that the Board of Directors adopted Resolution 01-13-17, Tree Removal Guidelines:

- Unless there is a purposeful reason, trees should not be removed merely because they are messy, or because of residents' personal preferences concerning shape, color, size, or fragrance.
- Trees should not be removed because of view obstruction.
- Trees on slopes should not be removed if the removal will contribute to the destabilization of that slope.
- Trees which are damaging or will damage a structure, pose a hazard, in failing health or interfering with neighboring trees, will be considered for removal.

WHEREAS, on June 9, 2022, the Landscape Committee reviewed a request to remove four Canary Island Pine trees, one Monterey Pine, and one Silk Oak tree from the Member at 100-A, who cited the reasons as overgrown, poor condition, structural damage, sewer damage, and the pooling of water at the unit's planter area; and

WHEREAS, the committee determined that the request for removal of four Canary Island Pine trees and one Silk Oak tree does not meet the guidelines established in Resolution 01-13-17, and thereby recommends denying the request for the removal of four Canary Island Pine trees and one Silk Oak tree located at 100-A Via Estrada; and

WHEREAS, the committee determined that the request for removal of one Monterey Pine tree meets the guidelines established in Resolution 01-13-17, and thereby recommends approving the request for the removal of one Monterey Pine

tree located at 100-A Via Estrada;

NOW THEREFORE BE IT RESOLVED, July 12, 2022, the Board of Directors denies the request for the removal of four Canary Island Pine trees and one Silk Oak tree at 100-A; and

RESOLVED FURTHER, July 12, 2022, the Board of Directors approves the request for the removal of one Monterey Pine tree located at 100-A Via Estrada; and

RESOLVED FURTHER, that the officers and agents of this Corporation are hereby authorized on behalf of the Corporation to carry out this resolution.

- (3) Recommendation to Deny Removal of One Canary Island Pine Tree
220-D Avenida Majorca

RESOLUTION 01-22-43

Deny Removal of One Canary Island Pine Tree 220-D Avenida Majorca

WHEREAS, February 12, 2013, that the Board of Directors adopted Resolution 01-13-17, Tree Removal Guidelines:

- Unless there is a purposeful reason, trees should not be removed merely because they are messy, or because of residents' personal preferences concerning shape, color, size, or fragrance.
- Trees should not be removed because of view obstruction.
- Trees on slopes should not be removed if the removal will contribute to the destabilization of that slope.
- Trees which are damaging or will damage a structure, pose a hazard, in failing health or interfering with neighboring trees, will be considered for removal.

WHEREAS, on June 9, 2022, the Landscape Committee reviewed a request to remove one Canary Island Pine tree from the Member at 220-D, who cited the reasons as the potential for structural damage, litter/debris, overgrown, and a conflict with the building, roof, gutters, and the air conditioning unit; and

WHEREAS, the committee determined that the tree does not meet the guidelines established in Resolution 01-13-17, and thereby recommends denying the request for the removal of one Canary Island Pine tree located at 220-D Avenida Majorca;

NOW THEREFORE BE IT RESOLVED, July 12, 2022, the Board of Directors denies the request for the removal of the Canary Island Pine tree at 220-D; and

RESOLVED FURTHER, that the officers and agents of this Corporation are hereby authorized on behalf of the Corporation to carry out this resolution.

THIS ITEM WAS REMOVED DURING THE APPROVAL OF THE AGENDA

- b. Approve the Review of the United Sub-Leasing and Transfer of Trust Documents Approved in June 2022, and such review is hereby ratified.**

President Liberatore called for an approval of the Consent Calendar.

Director Blackwell made a motion to approve the Consent Calendar. Director Achrekar seconded.

Hearing objections, the motion was approved as amended unanimously.

12. Unfinished Business

- a. Consistent with its statutory obligations under Civil Code §5501, a subcommittee of the board consisting of the Treasurer and at least one other board member reviewed the United Laguna Woods Mutual preliminary financials for the months of February, March, April, and May 2022, such review is hereby ratified.**

Director Asgari made a motion to ratify the Financials for the months of February, March, April, and May 2022. Director English seconded.

Hearing no objections, the motion was approved unanimously.

- b. Inter-Board Anti-Harassment, Anti-Abuse, and Anti-Intimidation Policy and Formation of Joint Hearing Body (Oral Discussion)**

CEO Foster provided an update regarding the Inter-Board Anti-Harassment, Anti-Abuse, and Anti-Intimidation Policy and Formation of Joint Hearing Body.

Discussion ensued among the board.

Multiple members commented with dealing with harassment from neighbors, and also commented on being in favor of this topic.

- c. Strategic Planning Update – President Liberatore (Oral Discussion)**

President Liberatore discussed strategic planning and provided an update from the meeting that occurred on June 17, 2022.

Discussion ensued among the board.

- d. Update Committee Appointments**

Discussion ensued among the board regarding the following resolution:

RESOLUTION 01-22-44

United Laguna Woods Mutual Committee Appointments

RESOLVED, July 12, 2022, that the following persons are hereby appointed to serve the Corporation in the following capacities:

Regular Board Meeting Minutes

July 12, 2022

Page 7 of 13

Architectural Control and Standards Committee

Anthony Liberatore (Chair)

Reza Bastani

Cash Achrekar

Non-Voting Advisors: Michael Mehrain

Finance Committee

Azar Asgari, Chair

Pat English

Lenny Ross

Advisor: Dick Rader

Governing Documents Review Committee

Maggie Blackwell (Chair)

Diane Casey

Pearl Lee

Advisor: Dick Rader, Juanita Skillman, Mary Stone

Landscape Committee

Diane Casey (Chair)

Maggie Blackwell

Lenny Ross

Advisors: Theresa Frost, Mike Peters, Annie Zipkin

Landscape Tree Ad Hoc

Diane Casey (Chair)

Advisors: Jack Salvador, Robert Reyes, Carl Randazzo, Joseph Sean Siry, Cheryl Nielsen, Ken Benson, Mary Sinclair

Maintenance and Construction Committee

Pat English (Chair)

Reza Bastani

Pearl Lee

Non-voting Advisor: Ken Deppe

Members Hearing Committee

Neda Ardani (Chair)

Pearl Lee

Maggie Blackwell

New Resident Orientation

Maggie Blackwell (Chair)

Cash Achrekar

Resident Advisory Committee

Pearl Lee (Chair)

Diane Casey

~~Maggie Blackwell~~

Cash Achrekar

Advisor: Nancy Lannon

RESOLVE FURTHER that all directors are considered alternate members of each committee "Alternate." Each Alternate may serve as a substitute for another director that is unable to attend a meeting ("Substitute"). Committee Member Alternates cannot substitute for more than two (2) consecutive meetings. This will allow any director to ask any other director to sit in their stead during a temporary absence or unavailability. Of course, we can modify this and structure this any way the Board feels is best. However, the concept is that the Board, in advance, will approve any director sitting on a committee on a temporary basis when necessary to fill in for another director.

RESOLVED FURTHER Resolution 01-22-37, adopted June 14, 2022, 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 01-22-45

Golden Rain Foundation Committee Appointments

RESOLVED, July 12, 2022, 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:

GRF Strategic Planning Committee

Cash Achrekar
Diane Casey
Anthony Liberatore, Alternate

GRF Community Activities Committee

Maggie Blackwell
Diane Casey

GRF Finance

Azar Asgari
Pat English
Diane Casey, Alternate

GRF Landscape Committee

Maggie Blackwell
Diane Casey

GRF Maintenance & Construction

Cash Achrekar
Lenny Ross

Clubhouses & Facilities Renovation Ad Hoc Committee

United Laguna Woods Mutual
Regular Board Meeting Minutes

July 12, 2022

Page 9 of 13

Diane Casey

Pat English

GRF Media and Communications Committee

Neda Ardani

Maggie Blackwell

GRF Mobility and Vehicles Committee

Maggie Blackwell

Pearl Lee

GRF Security and Community Access

Maggie Blackwell

Cash Achrekar

Disaster Preparedness Task Force

Diane Casey

Anthony Liberatore

Cash Achrekar, Alternate

Laguna Woods Village Traffic Hearings

Neda Ardani

Anthony Liberatore, *Alternate*

Purchasing Ad Hoc Committee

Diane Casey

Neda Ardani

Information Technology Advisory Committee

Diane Casey

Cash Achrekar

Broadband Ad Hoc Committee

Diane Casey

~~Equestrian Center Ad Hoc Committee~~

~~Pat English~~

~~Pearl Lee~~

Insurance Ad Hoc Committee

Anthony Liberatore

Cash Achrekar

Lenny Ross

Website Ad Hoc Committee

Anthony Liberatore, *Alternate*

Pearl Lee

Azar Asgari, Alternate

RESOLVED FURTHER, that Resolution 01-22-38, adopted June 14, 2022, 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.

Director Blackwell made a Motion to approve the amended Committee Assignments of Resolution 01-22-44 and Resolution 01-22-45. Director Achrekar seconded.

The motion passed by a vote of 8-1. Director Bastani opposed. and Director Tornog abstained.

13. New Business

- a. Discretionary Investment Change to Treasuries (July Initial Notification – Must postpone 28-days for member review and comments to comply with Civil Code §4360)**

RESOLUTION 01-22-46

Discretionary Investment Change to Treasuries

WHEREAS, the United Laguna Woods Mutual Discretionary Investment balance as of June 30, 2022 was \$14,372,440.12; and

WHEREAS, the discretionary account is an investment account that allows the Corporation's investment manager to buy and sell investments without the Board's consent for each trade; and

WHEREAS, the funds maintained in the discretionary account, in the opinion of the managing agent, are not required within a reasonable time to pay obligations of the corporation; and

WHEREAS, the Board desires to transfer discretionary investment funds to Bank of America where the funds will be used to purchase US treasuries insured by the federal government;

NOW THEREFORE BE IT RESOLVED, August 9, 2022 that the Board of this corporation hereby authorizes the full discretionary investment account balance, currently held by Fidelity Investments, be transferred to the Bank of America reserve bank account; and

RESOLVED FURTHER, that the Board of this corporation hereby authorizes the managing agent of this corporation to purchase US treasuries at the current available rates with the following maturities: 25% of account balance maturing in 6 months; 25% of account balance maturing in 12 months; 25% of account balance maturing in 18 months; 25% of account balance maturing in 24 months; and

RESOLVED FURTHER, that the Board of this corporation hereby authorizes the managing agent of this corporation to provide old investment manager, SageView, a ninety-day termination notice as outlined in the investment advisory

services agreement dated October 1, 2019; 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 the Resolution for discussion purposes and to postpone the final vote for 28-days per Civil Code §4360. Director Asagri seconded.

Robert Carroll, Director of General Services, provided an overview of Discretionary Investment Change to Treasuries and introduced Daniel Quirk of SageView.

Discussion ensued among the board

A member commented on why SageView did not pull out earlier than today's discussion. An additional member commented on bond funds.

Hearing no changes or objections, the motion was called to a vote and passed 6-5. Directors' English, Liberatore, Blackwell, Casey, and Lee opposed.

14. Director Comments (Two minutes per director)

- Multiple Directors commented on committee assignments.
- Director Achrekar commented that decisions were made in a positive way.
- Director Blackwell commented on Committee meeting attendance.
- Director Ardani commented on the harassment policy.
- Director Asgari commented on better communications amongst the Board and residents.
- Director Torng commented on VMS procedures.

15. Committee Reports

- a. Report of the Finance Committee / Financial Report – Director Asgari. The Committee met on June 28, 2022; next meeting July 26, 2022, at 1:30 p.m. in the Board Room and as a virtual meeting.

- (1) Treasurer's Report
- (2) United Finance Committee Report
- (3) Resales/Leasing Reports

- A member commented on getting clarity on Net Allocation.

- b. Report of the Architectural Control and Standards Committee – President Liberatore. The Committee met on May 19, 2022; next meeting July 21, 2022, at 9:30 a.m. in the Board Room and as a virtual meeting.

- c. Report of Member Hearings Committee – Director Ardani. The Committee met on June 23, 2022; next meeting July 28, 2022, 9:00 a.m. in the Board Room and as a virtual meeting.

- d. Report of the Governing Documents Review Committee – Director Blackwell. The Committee met on June 16, 2022; next meeting July 21, 2022, 1:30 p.m. in the Board Room and as a virtual meeting.
- e. Report of the Landscape Committee – Director Casey. The Committee met on June 9, 2022; next meeting July 14, 2022, at 9:30 a.m. in the Board Room and as a virtual meeting.
- f. Report of the Maintenance & Construction Committee – Director English. The Committee met on June 22, 2022; next meeting August 24, 2022, at 9:30 a.m. in the Board Room and as a virtual meeting.
- g. Report of the United Resident Advisory Committee – Director Lee. The committee met on June 9, 2022; next meeting July 14, 2022, at 4:00 p.m. in the Elm Room and as a virtual meeting.

16. GRF Committee Highlights

- a. Report of the GRF Finance Committee – Director Asgari. The Committee met on June 15, 2022; next meeting August 17, 2022, at 1:30 p.m. in the Board Room and as a virtual meeting.
- b. Report of the GRF Strategic Planning Committee— Director Casey. The Committee met on May 2, 2022; next meeting TBA.
- c. Report of the Community Activities Committee – Director Blackwell. The committee met on June 9, 2022; next meeting July 14, 2022, at 1:30 p.m. in the Board Room and as a virtual meeting.
- d. Report of the GRF Landscape Committee – Director Casey. The Committee met on June 8, 2021; next meeting September 14, 2022, at 1:30 p.m. as a virtual meeting.
- e. Report of the GRF Maintenance & Construction Committee – Director Achrekar. The Committee met on June 8, 2022; next meeting August 10, 2022, at 9:30 a.m. in the Board Room and as a virtual meeting.
 - (1) Clubhouse (Facilities) Ad Hoc Committee – Director Casey. The Ad Hoc Committee met June 24, 2022; next meeting TBA.
- f. Report of the Media and Communication Committee – Director Blackwell. The Committee met on June 20, 2022; next meeting July 18, 2022, at 1:30 p.m. in the Board Room and as a virtual meeting.
- g. Report of the Mobility and Vehicles Committee – Director Blackwell. The Committee met on June 1, 2022; next meeting August 3, 2022, 1:30 p.m. in the Board Room and as a virtual meeting.
- h. Report of the Security and Community Access Committee – Director Blackwell. The Committee met on June 27, 2022; next meeting August

29, 2022, at 1:30 p.m. in the Board Room and as a virtual meeting.

- i. Laguna Woods Village Traffic Hearings – Director Ardani. The Hearings were held on June 15, 2022; next hearings will be held July 20, 2022, at 9:00 a.m. as a virtual meeting.
- j. Report of the Disaster Preparedness Task Force – Director Casey. The Task Force met on March 29, 2022; next meeting July 26, 2022, at 9:30 in the Board Room a.m. and as a virtual meeting.
- k. Report of the Purchasing Task Force Ad Hoc Committee – Director Ardani. The Committee met on April 7, 2022; next meeting TBA.
- l. Report of the Information Technology Advisory Committee – Director Casey. The Committee met on July 8, 2022; next meeting July 15, 2022 as a virtual meeting.
- m. Report of the Insurance Ad Hoc Committee – Director Liberatore. The Committee met on May 24, 2022; next meeting TBA.
- n. Report of the Website Ad Hoc Committee – Director Liberatore. The Committee met on July 6, 2022; next meeting August 10, 2022 at 10:00 a.m. in the Sycamore Room.

17. Future Agenda Items – None

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

The meeting recessed at 12:43 p.m. into the Closed Session.

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

During the March 8, 2022, Regular Closed Session, the Board:

Approval of Agenda

Approval of the Following Meeting Minutes;

(a) June 14, 2022—Regular Closed Session

(b) June 22, 2022—Special Closed Session

Discussed and Considered Litigation, Legal and Legislation Matters

Discussed Personnel Matters

Discussed Member and Board Disciplinary Matters

19. Adjourn

The meeting was adjourned at 3:42 p.m.

DocuSigned by:

Neda Ardani

33AA1B059E4B444...

Neda Ardani, Secretary of the Board
United Laguna Woods Mutual