

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

**July 21, 2006**

A Special Meeting of the United Laguna Hills Mutual Board of Directors, a California Non-Profit Mutual Benefit Corporation, met on Friday July 21, 2006 at 1:30 P.M., in the Board Room at 24351 El Toro Road, Laguna Woods, California.

Directors Present: Beth O'Brien, Don Tibbetts, Linda Wilson, Jim McNulty (Via Telephone), Ken Hammer, Mary Stone, Bevan Strom, Burns Nugent, Ray Barrett

Directors Absent: Larry Dersh

Others Present: Jim Dyer, Cris Trapp

**CALL TO ORDER**

Beth O'Brien, President of the Corporation, called the meeting to order at 1:33 P.M., indicated that a quorum was present, and stated that the purpose of the special meeting was to appoint a new Treasurer, due to Director Grundke's resignation from the Board, and to approve new Mutual and GRF committee appointments.

A motion was made, seconded and carried to add Resident's Forum at the beginning of the meeting.

Director Mary Stone made a motion to limit the time to 45 minutes for residents to speak during Resident's Forum. The motion was seconded and carried by a vote of 7-1-0 (Director Barrett opposed).

President O'Brien announced that TV 6 is taping the meeting and it will be replayed on Tuesday, July 25th at 2:30 P.M. and Tuesday, July 31st at 8:00 P.M. It was noted that a guest in attendance at the meeting was also recording the meeting electronically.

**RESIDENTS FORUM**

- June Todd (793-B) addressed the Board on the legality of the July 18, 2006 closed meeting

President O'Brien asked the Board for a "show of hands" to assess whether or not the Board agreed that the matters discussed during the July 18 closed session meeting fell under any or all of the privileged categories allowed by Civil Code, including, among others, formation of third party contracts, litigation, member discipline, and personnel. By a vote of 7-0-1 (Director Barrett abstained), the Board agreed that the meeting was properly held in closed session due to the fact that the subject matter of the closed session included one or more of these subjects.

President O'Brien advised the board that she would entertain a motion to rescind the action taken to remove Director Barrett as President if any board member felt that such an action was merited. No such motion was offered.

The meeting recessed at 1:45 P.M. and reconvened at 1:47 P.M.

The following Mutual Members addressed their comments and concerns with the Board's action to remove Director Barrett from Office: Barbara Copley (410-D); Charlene Sydow (646-A); Joan Healy (180-B); Martin Rubin (895-A); Don Kornreich (657-P); Kay Margason (510-C); Libby Marks (82-Q); Betty Salazar (40-O); Pam Grundke (2214-B); Jan McLaughlin (2001-C); Iris Gorin (828-Q); Phyllis Heflin (2045-P); Bob Zuzak (674-A); Eleanor Barber (347-A); John Dalis (8-P); and Delsie Zuzak (674-A).

Director Linda Wilson made a motion directing Staff to seek a legal opinion on what, if any, information can be released to the public related to the Board's action to remove Director Barrett's removal from Office. Director Bevan Strom seconded the motion. Discussion ensued. Mr. Barrett was asked if he had any objection to the Board disseminating the resolution and/or rationale that effected his removal from Office. Mr. Barrett approved of this dissemination of this information and offered to provide his comments on the matter. By a vote of 5-2-1 (Directors Nugent and Tibbetts opposed, and Director Barrett abstained), the motion carried.

### **DIRECTOR ELECTION**

Director Mary Stone made a motion to open nominations for Treasurer. Director Wilson seconded the motion. By a vote of 7-1-0 (Director Barrett opposed), the motion carried.

Director Bevan Strom nominated Director Jim McNulty for the position of Treasurer. Director Wilson seconded the nomination. Director McNulty accepted the nomination.

Director Mary Stone made a motion to close nominations for Treasurer. Director Wilson seconded the motion. By a vote of 7-0-1 (Director Barrett abstained), the motion carried.

Director McNulty was elected Treasurer by acclamation.

The Secretary of the Corporation read a proposed resolution ratifying the Officers of the Corporation. Director Wilson made a motion to approve the resolution. Director Stone seconded the motion.

Director Barrett requested the removal of Mr. Milt Johns as Vice President as Ex Officio. Mr. Barrett was advised that the Bylaws of the Corporation would need to be changed in order to effect his request. No action was taken.

By a vote of 7-0-1 (Director Barrett abstained), the motion carried and the Board of Directors adopted the following resolution:

**RESOLUTION 01-06-71**

**RESOLVED**, July 21, 2006, that the following persons are hereby ratified and elected as officers of this Corporation:

Beth O'Brien	President
Don Tibbetts	1 <sup>st</sup> Vice President
Ken Hammer	2 <sup>nd</sup> Vice President
Bevan Strom	Secretary
Jim McNulty	Treasurer

**RESOLVED FURTHER**, that the following persons are hereby elected as officers of this Corporation:

Milton E. Johns	Vice President, <i>ex officio</i>
Janet Price	Assistant Treasurer
Patty Fox	Assistant Secretary
Cris Trapp	Assistant Secretary
Wendy Panizza	Assistant Secretary, for the purpose of representing United Mutual in Small Claims Court
Jodie Martin	Assistant Secretary, for the purpose of representing United Mutual in Small Claims Court

**RESOLVED FURTHER**, that Resolution 01-06-25 adopted March 31, 2006 is hereby superseded and cancelled.

**COMMITTEE APPOINTMENTS**

The Secretary of the Corporation read the changes to the Mutual Committee Appointments. Director Stone made a motion to approve the resolution. Director Wilson seconded the motion.

By a vote of 7-0-1 (Director Barrett abstained), the motion carried and the Board of Directors adopted the following resolution:

**RESOLUTION 01-06-72**

**RESOLVED**, July 21, 2006, that the following persons are hereby appointed to serve the corporation in the following capacities:

Officers

**Beth O'Brien, President (replacing Ray Barrett)**

Don Tibbetts, 1<sup>st</sup> Vice Pres.

Ken Hammer, 2<sup>nd</sup> Vice Pres.

**Bevan Strom, Secretary (replacing Beth O'Brien)**

**Jim McNulty, Treasurer (replacing Conrad Grundke)**

Finance Committee

**Jim McNulty, Chair (replacing Conrad Grundke)**

Larry Dersh, Vice Chair

**Bevan Strom (replacing Beth O'Brien)**

Linda Wilson

Maintenance & Construction Committee

Don Tibbetts, Chair

Ken Hammer, Vice Chair

Burns Nugent

Mary Stone

*Advisors: Chuck Zoffer, Earl Barber*

Landscape Committee

Ken Hammer, Chair

Don Tibbetts, Vice Chair

Burns Nugent

Bevan Strom

*Advisors: Maxine McIntosh*

United Looks Ahead

**Burns Nugent, Chair (replacing Beth O'Brien)**

**Mary Stone, Vice Chair**

~~**Ray Barrett**~~

Don Tibbetts

Larry Dersh

*Advisors: Libby Marks, Barbara Copley, Maxine McIntosh*

Resident Relations (Ombudsman)

Linda Wilson

Jim McNulty

Traffic Court

Linda Wilson, Chair

Per rotation list

New Resident Orientation  
Per Rotation List

Select Audit  
Jim McNulty  
**Larry Dersh, (replacing Conrad Grundke)**

**RESOLVED FURTHER**, that Resolution 01-06-41, adopted May 9 2006 is hereby superseded and canceled.

The Secretary of the Corporation read the changes to the GRF Committee Assignments. Director Wilson made a motion to approve the resolution. Director Hammer seconded the motion.

By a vote of 7-0-1 (Director Barrett abstained), the motion carried and the Board of Directors adopted the following resolution:

**RESOLUTION 01-06-73**

**RESOLVED**, July 21, 2006, that, in compliance with Article 7, Section 7.2 of the Golden Rain Foundation Bylaws, adopted May, 2002, the following persons are hereby appointed to serve on the committees of the Golden Rain Foundation:

Business Planning  
**Jim McNulty, Treasurer (replacing Conrad Grundke)**  
**Beth O'Brien, President (replacing Ray Barrett)**

Bus Services  
Linda Wilson  
Mary Stone

Broadband Services  
Larry Dersh  
**Burns Nugent (replacing Beth O'Brien)**

Community Activities  
Bevan Strom  
Larry Dersh (Equestrian Advisory)

Finance  
**Jim McNulty (replacing Conrad Grundke)**  
**Larry Dersh**

Government & Public Relations

**Bevan Strom (replacing Beth O'Brien)**

Mary Stone

GRF Maintenance & Construction

Don Tibbetts

Ken Hammer

Security

Linda Wilson

Ken Hammer

GRF Landscape Committee

Ken Hammer

Don Tibbetts

Trails and Signs Sub-Committee

Mary Stone

**Jim McNulty (replacing Beth O'Brien)**

Transportation Sub-Committee

Ken Hammer

Laguna Canyon Foundation

Linda Wilson

**RESOLVED FURTHER**, that Resolution 01-06-61, adopted July 11, 2006 is hereby superseded and cancelled.

**DIRECTOR GOOD OF THE ORDER**

- Director Barrett provided comments regarding his removal from the Office of President.
- Director Stone thanked President O'Brien for conducting a good meeting
- Director Strom stated that it is good to get both sides of a story before drawing any conclusions on a matter.

The Meeting recessed at 2:38 P.M. and resumed into closed session at 2:50 P.M.

During its July 18, 2006 Special Executive Session, the Board discussed member discipline, contractual, and litigation matters.

**ADJOURNMENT**

There being no further business to come before the Board of Directors, the special meeting was adjourned at 4:20 P.M.

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Bevan Strom, Secretary