



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, January 10, 2023 - 9:30 a.m.
Board Room/Virtual Meeting
24351 El Toro Road, Laguna Woods, California**

Directors Present: Lenny Ross, Thomas Tuning, Anthony Liberatore Diane Casey, Maggie Blackwell, Azar Asgari, Alison Bok, Cash Achrekar, Mary Simon

Directors Absent: Reza Bastani, Pearl Lee

Staff Present: CEO Siobhan Foster, Makayla Schwietert, Paul Nguyen, Carlos Rojas, Robert Carroll, Steve Hormuth, Bart Mejia, Jacob Huanosto

Others Present: GRF: None
Third: None
VMS: Manny Robledo, Homa Afjeh

1. Call Meeting to Order/Establish Quorum

President Ross 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 Liberatore 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 Ross requested to add agenda item 14b. Committees and Frequency of Committees - (Oral Discussion).

Director Blackwell made a motion to approve the agenda as amended. Director Casey seconded.

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

5. Approval of Minutes

- a. December 5, 2022 – Special Open Meeting
- b. December 13, 2022 – Regular Open Session
- c. December 22, 2022 – Agenda Prep Meeting

Director Asgari requested to add her as present to the minutes of December 13, 2022 – Regular Open Session.

Director Blackwell requested to change “Frances Bok” to “Alison Bok” on page 4 of 18 of the minutes of December 13, 2022 – Regular Open Session.

Director Asgari made a motion to approve the amended meeting minutes. Director Blackwell seconded.

Hearing no objections, the amended meeting minutes were approved by unanimous consent.

6. Report of the Chair

President Ross commented on the following items:

- Wishing everyone a Happy New Year, and to stay safe during the rain.
- Presidents and 1st Vice Presidents meeting occurred on January 9, 2023, in which Strategic Planning was discussed regarding long-term plans for the next 3 to 5 years. Additionally, the Presidents and 1st Vice Presidents plan to look at all options to control the high expenses of insurance.

THIS ITEM WAS POSTPONED TO BE DISCUSSED AT THE NEXT MEETING

7. Overview of Social Services – (Oral Discussion)

8. Presentation: Solar System Payback Report – (Oral Discussion)

Bart Mejia, Maintenance & Construction Assistant Director, provided an oral update regarding Solar System Payback.

Mr. Mejia answered questions from the Board.

9. 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 the Foundation of Laguna Woods Village and provided recent updates.
- A member commented on parking concerns regarding their disability, and the need for a handicap parking space.
- A member commented on their concerns regarding the needs for replacement

of their roof.

- A member expressed their concerns regarding lack of communication and follow up for building maintenance. Additionally, discussed concerns regarding a neighbor's clutter.
- A member commented on the solar program.
- A member commented on their stance regarding the solar program and Electrical Vehicles.

10. Responses to Open Forum Speakers

a. Response to Open Forum Speakers – None

b. Response to Past Open Forum Speakers – Cash Achrekar

- Director Achrekar commented on the responses to the previous Open Forum Speakers from the December board meeting, and advised on updates.

11. VMS Board Update

VMS Director Robledo provided an update on the following items:

- New Board Members and updated Officers
- Strategic Plan Update
- Provide excellent customer service
- Operational excellence and sustainability
- Financial stability and longevity of Village
- Attract, develop, and retain quality staff

VMS Director Robledo answered questions and discussion ensued among the Board.

12. CEO Report

CEO Siobhan Foster discussed the following items:

- CR&R Performance Updates:
 - The one-year anniversary of CR&R was January 1, 2023. Since the service contract is between the City of Laguna Woods and CR&R; VMS has expressed concerns to the City regarding CR&R performance in the Village, and asked what steps the city is taking to improve performance.
 - As a possible next step, the City may schedule a performance hearing. The contract allows the City to hold performance hearings on biennial basis to ensure services are being provided with adequate quality. First opportunity to hold performance hearing will be in July 2023 (18 months into the contract term).
 - As a result of the review, City may direct or take corrective actions for any performance inadequacies.

CEO Foster answered questions from the board.

13. 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. **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 month of November 2022, such review is hereby ratified.**
- b. **Recommendation from the Landscape Committee - None**
- c. **Recommendation from the Architectural Control and Standards Committee - None**
- d. **Approve the Review of the United Sub-Leasing and Transfer of Trust Documents Approved in November 2022, and such review is hereby ratified.**
- e. **Recommendation from the Finance Committee**
 1. Approve a Resolution for Recording a Lien against Member ID # 947-413-50

RESOLUTION 01-23-01

Recording of a Lien

WHEREAS, Member ID 947-413-50; 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, January 10, 2023, that the Board of Directors hereby approves the recording of a Lien for Member ID 947-413-50 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 Casey made a motion to approve the Consent Calendar. Director Bok seconded.

Hearing no changes or objections, the Consent Calendar was approved unanimously.

14. Unfinished Business

- a. Entertain a Motion to Approve Anti-Harassment, Anti-Abuse, and Anti-Intimidation Policy and Formation of Joint Hearing Body (**December initial notification – 28-day notification for member review and comments to comply with Civil Code §4360 has been satisfied**)

RESOLUTION 01-23-XX

Anti-Harassment, Anti-Abuse and Anti-Intimidation Policy and Charter of the Joint Hearing Body Committee

WHEREAS, the Board of Directors of United Laguna Woods Mutual (“United”) and Golden Rain Foundation (“GRF”) require a clear and consistent policy to address claims of harassment, abuse and intimidation by directors to staff of Village Management Services, Inc., fellow directors and residents, as well as claims involving harassment, abuse and intimidation by residents to staff of VMS, directors and other residents; and

WHEREAS, this Anti-Harassment, Anti-Abuse and Anti-Intimidation Policy (“Policy”) is intended to provide guidance relative to such behavior and issue a mechanism for addressing same by the Anti-Harassment, Anti-Abuse and Anti-Intimidation Joint Hearing Body Committee; and

WHEREAS, this Policy is being adopted by the Board of Directors of GRF and United in the exercise of their respective duties to maintain, protect and enhance the value and desirability of Laguna Woods Village and the interests of all of its members.

NOW THEREFORE BE IT RESOLVED, January 10, 2023, that the Board of Directors of this Corporation hereby adopts the Anti-Harassment, Anti-Abuse and Anti-Intimidation Policy and Charter of the Joint Hearing Body Committee, as attached to the official minutes of this meeting; and

RESOLVE FURTHER, that Resolution 01-22-73, adopted November 8, 2022 is hereby suspended and cancelled; 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.

Discussion ensued among the Board.

CEO Foster and Jacob Huanosto, answered questions from the Board.

Director Blackwell made a motion to approve Resolution 01-23-XX. Director Casey seconded.

Hearing no changes or objections, the motion was called to a vote and failed 3-6.

Directors Blackwell, Liberatore, and Casey were in favor.

THIS ITEM WAS ADDED DURING THE APPROVAL OF AGENDA

b. Committees and Frequency of Committees - (Oral Discussion).

President Ross discussed each committee with the respective chairs of the committees, and also discussed the frequency of meetings.

Further discussion ensued among the board.

The Board made a determination to hold committee meetings monthly, however, if a meeting is not needed, cancel as necessary.

15. New Business

a. Town Halls – (Oral Discussion)

Director Casey discussed what is on the agenda for the upcoming Town Hall Meeting on Friday, January 13, 2023.

President Ross discussed with the board the potential topics to be discussed for the February Town Hall Meeting.

16. Director Comments (Two minutes per director)

- Director Asgari wished all a Happy New Years, and discussed that the United Reserve account is in great standing, and will not lose in investment. Additionally, commented that common way lights are left on during the day.

17. Committee Reports

- a. Report of the Finance Committee / Financial Report – Director Asgari. The Committee met on November 29, 2022 and December 27, 2022; next meeting January 31, 2023, at 1:30 p.m. in the Board Room and as a virtual meeting.
 - (1) Treasurer’s Report – December and January
 - (2) United Finance Committee Report – November and December
 - (3) Resales/Leasing Reports – November and December
 - (4) Report of the Investment Ad Hoc Committee – Director Asgari. The Committee met on November 10, 2022; next meeting TBA.
 - (5) Report of the Loan Ad Hoc Committee – Director Asgari. Next meeting TBA.
- b. Report of the Architectural Control and Standards Committee – Director Blackwell. The Committee met on October 20, 2022; next meeting January 19, 2023, at 9:30 a.m. in the Board Room and as a virtual meeting.
- c. Report of Member Hearings Committee – Director Lee. The Committee

met on December 8, 2022; next meeting January 12, 2023, 9:00 a.m. in the Sycamore Room and as a virtual meeting.

- d. Report of the Governing Documents Review Committee – Director Blackwell. The Committee met on November 17, 2022; next meeting January 19, 2023, 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 November 28, 2022; next meeting January 23, 2023, 1:30 p.m. in the Board Room and as a virtual meeting.
- f. Report of the Maintenance & Construction Committee – Director Bastani. The Committee met on October 26, 2022 and December 28, 2022; next meeting February 22, 2023, at 9:30 a.m. in the Board Room and as a virtual meeting.
- g. Report of the United Resident Advisory Committee – Director Liberatore. The committee met on December 8, 2022; next meeting January 12, 2023, at 4:00 p.m. in the Elm Room and as a virtual meeting.

18. GRF Committee Highlights

- a. Report of the GRF Finance Committee – Director Asgari. The committee met on October 19, 2022 and December 21, 2022; next meeting February 15, 2023, 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 October 3, 2022; next meeting TBA.
- c. Report of the Community Activities Committee – Director Casey. The committee met on November 10, 2022 and December 8, 2022; next meeting January 12, 2023, 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 September 14, 2022 and December 14, 2022; next meeting February 8, 2023, at 1:30 p.m. in the Board Room and as a virtual meeting.
- e. Report of the GRF Maintenance & Construction Committee – Director Simon. The committee met on October 12, 2022 and December 14, 2022; next meeting February 8, 2023, at 9:30 a.m. in the Board Room and as a virtual meeting.
 - (1) Clubhouse (Facilities) Ad Hoc Committee – Director Simon. 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 November 21, 2022; next meeting January 16, 2023, at 1:30 p.m. in the Board Room and as a virtual meeting.

- (1) Website Ad-Hoc Committee – Director Liberatore. The committee met on December 29, 2022; Next meeting TBA
- (2) Broadband Ad Hoc Committee – Director Casey. The committee met on November 29, 2022; next meeting TBA.
- g. Report of the Mobility and Vehicles Committee – Director Asgari. The Committee met on October 5, 2022 and December 7, 2022; next meeting February 1, 2023, at 1:30 p.m. in the Board Room.
- h. Report of the Security and Community Access Committee – Director Blackwell. The Committee met on October 31, 2022; next meeting February 27, 2023, at 1:30 p.m. in the Board Room and as a virtual meeting.
- i. Laguna Woods Village Traffic Hearings – Director Achrekar. The Traffic Hearings were held on November 16, 2022; next hearings on January 18, 2023, at 9:00 a.m. in the Board Room.
- j. Report of the Disaster Preparedness Task Force – Director Liberatore. The Task Force met on November 29, 2022; next meeting January 31, 2023, at 9:30 a.m. in the Board Room and as a virtual meeting.
- k. Report of the Purchasing Task Force Ad Hoc Committee – President Ross. The Committee met on April 7, 2022; next meeting TBA.
- l. Report of the Information Technology Advisory Committee – Director Casey. The Committee met on December 9, 2022; next meeting TBA.
- m. Report of the Insurance Ad Hoc Committee – Director Liberatore. The Committee met on July 25, 2022; next meeting TBA.
- n. Report of the Compliance Ad Hoc Committee – Director Blackwell. The Committee met on November 30, 2022; next meeting TBA.

19. Future Agenda Items

- 2023 Objectives for VMS Reps

20. 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 1:03 p.m. into the Closed Session.

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

Approval of Agenda

Approval of the Following Meeting Minutes;

(a) December 13, 2022 – Regular Closed Session

Discuss and Consider Member Disciplinary Matters

Discuss Personnel Matters

Discuss and Consider Contractual Matters

Discuss and Consider Legal and Litigation Matters

21. Adjourn

The meeting was adjourned at 3:34 p.m.

DocuSigned by:



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Mary Simon, Secretary of the Board
United Laguna Woods Mutual