



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, December 12, 2023 - 9:30 a.m.
Board Room/Virtual Meeting
24351 El Toro Road, Laguna Woods, California**

Directors Present: Alison Bok, Thomas Tuning, Anthony Liberatore, Pearl Lee, Vidya Kale, Maggie Blackwell, Sue Quam, Mickie Choi Hoe, Nancy Carlson, Georgiana Willis, Ellen Leonard

Directors Absent: None

Staff Present: CEO Siobhan Foster, Paul Nguyen, Carlos Rojas, Jennings Lai, Mejia, Steve Hormuth, Connie Habal, Kurt Wiemann, Catherine Laster

Others Present: Phil Pluta, J.P. Morgan Chase
GRF: None
Third: Andy Ginocchio
VMS: Dan Kenney

1. Call Meeting to Order/Establish Quorum

President Bok called the meeting to order at 9:00 a.m. and acknowledged that a quorum was present.

2. Pledge of Allegiance to the Flag

Director Carlson 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 Bok asked if there were any changes to the agenda.

Director Blackwell made a motion to approve the agenda. Director Liberatore seconded.

Hearing no changes or objections, the motion to approve the agenda was approved

unanimously.

5. Approval of Minutes

- a. November 14, 2023 – Regular Open Meeting
- b. November 28, 2023 – Agenda Prep Meeting
- c. December 4, 2023 – Special Open Meeting

Director Choi Hoe made a motion to approve the minutes of November 14, 2023 – Regular Open Meeting, November 28, 2023 – Agenda Prep Meeting and December 4, 2023 – Special Open Meeting. Director Liberatore seconded.

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

6. Report of the Chair

President Bok commented on the following items:

- Cynthia Rupert will serve as United Representative on VMS Board
- 2024 Letter has been mailed out
- Escrow for Closing
- QR Code for Open Agenda Packets at Board Meetings

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 the financial reports in the green book and also inviting Directors to a presentation
- A member commented on the state of the laundry rooms, sewer back up that impacted their manor, and an issue with resident services
- A member commented on the upcoming Trust Presentation
- A member commented on HOA
- A member commented on work request submissions

8. Responses to Open Forum Speakers

a. Response to Open Forum Speakers

- President Bok commented on VMS Chair Phelps having an open invitation to one of the speakers
- Director Blackwell commented that every year, an audit is done (KPMG) and also responded to the service request comment
- Director Lee commented on VMS Surveys and gave clarification
- Director Carlson commented on Alterations and how it impacts residents
- Director Choi Ho commented on United Mutuals budget

b. Response to Past Open Forum Speakers – Director Carlson

Director Carlson provided responses to the previous Open Forum Speakers from the November Board meeting and advised on updates.

9. VMS Board Update – Director Kenney

VMS Director Kenney discussed the following topics:

- The selection of Director Rupert for United VMS Representative
- Resident Bright Ideas Program Update
- The great work of CEO Foster

Director Kenney answered questions from the Board.

10. CEO Report

CEO Siobhan Foster discussed the following items:

- New Social Services Manager
- Social Services Offered
- New Landscape Manager
- New Manor Alterations Manager
- Register Holiday Guests Ahead of Time
- Maintenance & Construction Volunteers
- United Basic Assessment
- Sign Up Now for SCE Outage Alerts
- SCE Medical Baseline Program
- Subscribed to CodeRED
- Santa Paws Pet Photos

CEO Foster answered questions from the board.

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. If 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 October 2023, 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 2023, and such review is hereby ratified.**
- e. Recommendation from the Finance Committee – None**

f. Update Committee Assignments

RESOLUTION 01-23-69

United Laguna Woods Mutual Committee Appointments

RESOLVED, December 12, 2023, that the following persons are hereby appointed to serve the Corporation in the following capacities:

Architectural Controls and Standards Committee

Anthony Liberatore (Chair)

Sue Quam

Ellen Leonard

Maggie Blackwell, Alternate

Finance Committee

Mickie Choi Hoe (Chair)

Thomas Tuning

Alison Bok

Anthony Liberatore, Alternate

Non-Voting Advisors: Robert Tucker, Eric Carlson, Ken Benson

Governing Documents Review Committee

Maggie Blackwell (Chair)

Vidya Kale

Nancy Carlson

Tom Tuning, Alternate

Non-Voting Advisors: Dick Rader, Juanita Skillman, Mary Stone

Landscape Committee

Sue Quam (Chair)

Anthony Liberatore

Georgiana Willis

Vidya Kale, Alternate

Non-Voting Advisors: Ann Beltran, Mary Sinclair

Landscape Tree Ad Hoc

Sue Quam, (Chair)

Georgiana Willis

Non-Voting Advisors: Cheryl Nielsen, Mary Sinclair, Ken Benson,
Jack Salvador, Carl Randazzo, Robert Reyes

Maintenance and Construction Committee

Alison Bok (Chair)

Pearl Lee

Mickie Choi Hoe, Alternate
Ellen Leonard

Members Hearing Committee

Pearl Lee (Chair)
Maggie Blackwell
Nancy Carlson
Vidya Kale, Alternate
Alison Bok, Alternate
Georgiana Willis, Alternate

New Resident Orientation

Alison Bok (Chair)
Pearl Lee
Anthony Liberatore

Resident Advisory Committee

Anthony Liberatore (Chair)
Pearl Lee, **Alternate**
Ellen Leonard

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 01-23-65, adopted November 14, 2023, 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 01-23-70

Golden Rain Foundation Committee Appointments

RESOLVED, December 12, 2023, 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 Community Activities Committee

Sue Quam
Ellen Leonard

GRF Finance

Thomas Tuning
Mickie Choi Hoe

GRF Landscape Committee

Sue Quam
Anthony Liberatore

GRF Maintenance & Construction

Alison Bok
Pearl Lee
Mickie Choi Hoe, Alternate

Clubhouses & Facilities Renovation Ad Hoc Committee

Anthony Liberatore
Alison Bok

GRF Media and Communications Committee

Maggie Blackwell
Georgiana Willis

GRF Mobility and Vehicles Committee

Alison Bok
Nancy Carlson

GRF Security and Community Access

Maggie Blackwell
Nancy Carlson

Disaster Preparedness Task Force

Anthony Liberatore
Georgiana Willis

Laguna Woods Village Traffic Hearings

Vidya Kale
Maggie Blackwell

Purchasing Ad Hoc Committee

~~Thomas Tuning~~
~~Alison Bok~~

Information Technology Advisory Committee

Sue Quam
Tom Tuning

Broadband Ad Hoc Committee

Alison Bok (non-voting)
Sue Quam
Tom Tuning

Website Ad Hoc Committee

Anthony Liberatore
Mickie Choi Hoe

Finance Advisory Group

~~Tom Tuning~~

Space Planning Ad Hoc Committee

Alison Bok
Tom Tuning
Nancy Carlson

RESOLVED FURTHER, that Resolution 01-23-66, adopted November 7, 2023, 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.

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

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

12. Unfinished Business

- a. Entertain a Motion to Adopt the United 2024 Collections and Lien Enforcement Policy (November initial notification – 28-day notification for member review and comments to comply with Civil Code §4360 has been satisfied)**

Director Blackwell read the following resolution.

RESOLUTION 01-23-71

2024 Collection and Lien Enforcement Policy

WHEREAS, in accordance with California Civil Code, United Laguna Woods Mutual maintains a collection and lien enforcement policy that outlines the procedures, policies and practices employed by the Mutual in enforcing lien rights or other legal remedies for default in payment of assessments; and

WHEREAS, legal counsel has reviewed the existing Collection and Lien Enforcement Policy and determined that the policy complies with Civil Code requirements and reflects current practices for collection of Mutual delinquencies.

NOW THEREFORE BE IT RESOLVED, December 12, 2023, that the Board of Directors hereby adopts the 2024 United Laguna Woods Mutual Collection and Lien Enforcement Policy as attached to the official minutes of this meeting; and

RESOLVED FURTHER, the policy statement is provided pursuant to the requirements of California Civil Code section 5310(a)(7) and will be distributed to members in November 2023 as part of the Annual Policy Statement.

RESOLVED FURTHER, that Resolution 01-22-72 adopted November 8, 2023 is hereby superseded and canceled on the effective date of January 1, 2024.

RESOLVED FURTHER, that 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 resolution for 2024 Collection and Lien Enforcement Policy. Director Liberatore seconded.

Discussion ensued among the Board.

Hearing no changes or objections, the motion was called to a vote and passed unanimously.

13. New Business

a. United Mutual Town Hall

President Bok discussed the topics of the next 3 town halls.

Discussion ensued among the Board.

b. Entertain a Motion to Approve the Revision to Architectural Standard 6: Air Conditioning Units/Heat Pumps (December initial notification – 28-day notification for member review and comments to comply with Civil Code §4360)

Director Blackwell read the following resolution.

RESOLUTION 01-23-XX

STANDARD 6: Air Conditioning Units/Heat Pumps

WHEREAS, the Architectural Control and Standards Committee recognizes the need to amend Standards and create new Standards as necessary; and

WHEREAS, the Architectural Control and Standards Committee recognizes the need to revise Standard 6: Air Conditioning Units/Heat Pumps;

NOW THEREFORE BE IT RESOLVED, January 09, 2024, that the Board of Directors of this Corporation hereby adopts Standard 6: Air Conditioning Units/Heat Pumps as attached to the official meeting minutes; and

RESOLVED FURTHER, that Resolution 01-18-58 adopted June 12, 2018, is hereby superseded in its entirety and no longer in effect; and

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

Director Blackwell made a motion to approve the Resolution for Standard 6 for discussion purposes and to postpone the final vote for 28-days per Civil Code §4360. Director Liberatore seconded the motion.

Bart Mejia, spoke on the item at hand.

Discussion ensued among the Board.

There being no changes, the motion was called to a vote and passed unanimously. (DECEMBER Initial Notification - postpone 28-days for Member review and comment to comply with Civil Code §4360).

14. Directors' Comments (Two minutes per director)

- Director Liberatore commented on Traffic Rules being removed from the website
- Director Carlson commented on easy pay
- Director Lee commented on the December Town Hall Meeting
- Director Quam commented on the multiple issues brought up by residents today and the high cost of living
- Director Blackwell commented on 2nd Hand Smoke Policy being worked on at the committee level
- Director Choi Ho commented on constructive discussions on the finance of the mutual

15. United Mutual Committee Reports

- a. Report of the Finance Committee / Financial Report – Director Choi Hoe. The Committee met on November 28, 2023; next meeting January 30, 2024 at 1:30 p.m. in the Board Room and as a virtual meeting.

- (1) Treasurer's Report – November

- (2) United Finance Committee Report
- (3) Resales/Leasing Reports – November

- b. Report of the Architectural Controls and Standards Committee – Director Liberatore. The Committee met on November 16, 2023; next meeting December 21, 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 November 9, 2023; next meeting December 14, 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 16, 2023; next meeting December 21, 2023, at 1:30 p.m. in the Board Room and as a virtual meeting.
- e. Report of the Landscape Committee – Director Quam. The Committee met on December 11, 2023; next meeting January 22, 2024, at 1:30 p.m. in the Board Room and as a virtual meeting.
- f. Report of the Maintenance & Construction Committee – Director Bok. The Committee met on October 25, 2023; next meeting January 17, 2024, at 1:30 p.m. in the Board Room and as a virtual meeting.
- g. Report of the United Resident Advisory Committee – Director Liberatore. The Committee met on September 14, 2023 and October 12, 2023; next meeting December 14, 2023, 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 Tuning. The Committee met on October 18, 2023; next meeting December 20, 2023, at 1:30 p.m. in the Board Room and as a virtual meeting.
 - b. Report of the Community Activities Committee – Director Blackwell. The Committee met on November 9, 2023; next meeting December 14, 2023, at 1:30 p.m. in the Board Room and as a virtual meeting.
 - c. Report of the GRF Landscape Committee – Director Quam. The Committee met on November 8, 2023; next meeting February 14, 2024, at 1:30 p.m. in the Board Room and as a virtual meeting.
 - d. Report of the GRF Maintenance & Construction Committee – Director Bok. The committee met on October 11, 2023; next meeting December 13, 2023, at 9:30 a.m. in the Board Room and as a virtual meeting.
- (1) Clubhouse (Facilities) Ad Hoc Committee – Director Bok. The Ad Hoc Committee met March 15, 2023; next meeting TBA.

- (2) Space Planning Ad Hoc Committee – Director TBD. The Ad Hoc Committee met on December 6, 2023. Next meeting TBD.
- e. Report of the Media and Communications Committee – Director Quam. The Committee met on September 18, 2023; next meeting January 15, 2024, at 1:30 p.m. in the Board Room and as a virtual meeting.
- f. Report of the Mobility and Vehicles Committee – Director Bok. The Committee met on November 6, 2023; next meeting February 7, 2024, at 1:30 p.m. in the Board Room and as a virtual meeting.
- g. Report of the Security and Community Access Committee – Director Blackwell. The Committee met on October 25 2023; next meeting February 28, 2024, at 1:30 p.m. in the Board Room and as a virtual meeting.
- (1) Laguna Woods Village Traffic Hearings – Director Blackwell. The Traffic Hearings were held on November 15, 2023; next hearings on January 17, 2024, at 9:00 a.m. in the Board Room.
- (2) Report of the Disaster Preparedness Task Force – Director Liberatore. The Task Force met on November 28, 2023; next meeting January 30, 2024, at 9:30 a.m. in the Board Room and as a virtual meeting.
- h. Report of the Information Technology Advisory Committee – Director Quam. The Committee met on October 27, 2023; next meeting TBA.

17. Future Agenda Items

- *Revision to Architectural Standard 6: Air Conditioning Units/Heat Pumps*

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 12:01 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) November 14, 2023 – Regular Closed Meeting

Discuss and Consider Member Disciplinary Matters

Discuss Personnel Matters

Discuss and Consider Contractual Matters

Discuss and Consider Legal and Litigation Matter

19. Adjourn

The meeting was adjourned at 2:22 p.m.

DocuSigned by:

Maggie Blackwell

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Maggie Blackwell, Secretary of the Board
United Laguna Woods Mutual

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