

Open Meeting

**MINUTES OF THE REGULAR MEETING OF THE
BOARD OF DIRECTORS OF
LAGUNA WOODS MUTUAL NO. FIFTY
A CALIFORNIA NON-PROFIT MUTUAL BENEFIT CORPORATION**

April 19, 2007

The Board of Directors of Laguna Woods Mutual Fifty, a California non-profit mutual benefit corporation, met at 10:00 a.m. on Thursday, April 19, 2007 at 24055 Paseo del Lago West, Laguna Woods, California.

Directors Present: Richard Wurzel, Chair; Tom Jackson, Ruth Mervis, Janet Schwartz, and Robert Lutz

Advisors Present: Keith Wallace

Others Present: Judie Zoerhof, Milt Johns, and Patty Fox

1. Call to Order:

Richard Wurzel, Chair stated that it was a regular meeting of the Corporation and that a quorum was present. The meeting was called to order at 10:00 A.M.

2. Pledge of Allegiance to the Flag:

Director Lutz led the membership in the Pledge of Allegiance to the Flag.

3. Approval of the Minutes:

The minutes of the Regular Meeting of March 15, 2007 and the Special Meeting of March 26, 2007 were approved.

4. Member Comments:

No comments from the audience

5. Financial and Budget Report:

a. GRF Finance Committee

Director Jackson presented the Treasurer's report.

6. City of Laguna Woods:

Dr. Brenda Ross reported on behalf of the City of Laguna Woods.

7. Standing Committee Report:

a. Activities Committee: Lorna Ingram reported on behalf of the Activities Committee.

b. Business Planning Committee: Tom Jackson reported on behalf of the Business Planning Committee.

c. Information and Orientation Committee: Freda Sullivan reported on behalf of the Information and Orientation Committee.

8. GRF Committees:

- a. Community Activities Committee:** Keith Wallace reported on behalf of the Community Activities Committee.
- b. Broadband Services Committee:** President Wurzel reported on behalf of the Broadband Services Committee.
- c. Government and Public Relations Committee:** Tom Jackson reported on behalf of the Government and Public Relations Committee.
- d. Bus Service Committee:** Janet Schwartz reported on behalf of the Bus Service Committee.
- e. Select Audit Committee:** No report was given.

9. Guckenheimer Food Service Report:

Christopher Ramirez was present and reported on behalf of Guckenheimer.

- Dorothy Rochelle (101) and Vicky Kasselheim (1056) commented on the Guckenheimer Food report.

10. Golden Rain Foundation:

Milt Johns, General Manager, reported on the April 3, 2007 Golden Rain Foundation Board Meeting.

11. Administrators Report:

Judie Zoerhof announced that the Board will be hosting an open house for realtors on May 3, 2007 and announced the Mutual 50 Senior Prom.

- Dorothy Rochelle (101) and Vicky Kasselheim (1056) commented on Ms. Zoerhof's report.

12. Old Business

No old business came before the Board.

13. New Business

a. Approve Officers

Director Mervis made a motion to reinstate the present Officers. Director Schwartz seconded the motion.

By a unanimous vote of 4-0-0, the motion carried.

b. Approval of Acceptance of Gift

Director Mervis made a motion to accept the donation. Director Jackson seconded the motion.

By a unanimous vote of 4-0-0, the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION M50-07-16

RESOLVED, April 19, 2007 that the Board of Directors of this Corporation hereby accepts the donation of \$1,000 from resident Tom Davis toward the purchase of a manual retractable skylight shade for use in the Key Club; and

RESOLVED FURTHER, that the President of this Corporation is hereby authorized to advise said donor in writing and to express the thanks of the corporation.

c. Approve Zero Curb in Front of Towers

Director Mervis made a motion to approve a supplemental appropriation to install a 54' zero curb in front of the Towers. Director Schwartz seconded the motion.

By a unanimous vote of 4-0-0, the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION M50-07-17

WHEREAS, the Board, in response to requests from the membership has requested Staff to prepare information on installation of a zero curb area in front of the Towers;

NOW THEREFORE BE IT RESOLVED, April 19, 2007 the Board of Directors of this Corporation on behalf of the Corporation hereby approves the Supplemental Appropriation in an amount not to exceed \$26,000 from the Replacement Reserve Fund for the purpose of installation of a 54' Zero Curb at the front entrance of the Towers; 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.

d. Approve Chairs for Lortscher Hall

Director Mervis made a motion to approve a supplemental appropriation to purchase chairs for Lortscher Hall. Director Schwartz seconded the motion.

By a unanimous vote of 4-0-0, the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION M50-07-18

WHEREAS, the some of the chairs in Lortscher Hall have stains and tears in the fabric, stripped screws and cracked welding in the frames; and

WHEREAS, the chairs are moved and stacked as much as three times a day to accommodate multiple functions in Lortscher Hall;

NOW THEREFORE BE IT RESOLVED, April 19, 2007 the Board of Directors of this Corporation on behalf of the Corporation hereby approves a Supplemental Appropriation in the amount of \$14,700 from Replacement Reserve Fund for the purpose of purchasing 150 chairs for Lortscher Hall; 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.

- Vicky Kasselheim (1056) addressed the Board on the resolution and Dorothy Rochelle (101) addressed the Board on curb cuts

e. Ratify Action Without a Meeting re: Antenna on Tower I

Director Mervis made a motion to ratify an action without a meeting regarding the antenna on Tower I. Director Jackson seconded the motion.

By a unanimous vote of 4-0-0, the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION M50-07-19

WHEREAS, Laguna Woods Mutual No. Fifty Bylaws, Article VII, Section 13 states in part: "Any action required or permitted to be taken by the Board may be taken without a meeting if all members of the Board, individually or collectively, consent in writing to that action. Such action by written consent shall have the same force and effect as a unanimous vote of the Board. Such written consent or consensus shall be filed with the minutes of the proceedings of the Board; and

WHEREAS, the Board of Directors on April 4, 2007 individually and in writing did consent to approve entering a lease agreement with Covad Communications for space on the roof of Tower I;

NOW THEREFORE BE IT RESOLVED April 19, 2007 that the Board of Directors of this Corporation on behalf of the Corporation hereby ratifies

the Action By Way of Unanimous Written Consent certified by the Secretary on April 4, 2007

f. Approval of Provision for Flu Shots

Director Mervis made a motion to approve the provisions for flu shots. Director Schwartz seconded the motion.

By a unanimous vote of 4-0-0, the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION M50-07-20

WHEREAS, Mutual Fifty has provided venue for health care providers to offer flu shots to the residents of Mutual Fifty; and

WHEREAS, legal counsel has opined that there may be risk to the Mutual with regard to providing venue for this service; and

WHEREAS, Maxim Health Care has provided flu shots for Mutual Fifty for the last four years and has expressed the desire to do so again;

NOW THEREFORE BE IT RESOLVED, April 19, 2007 the Board of Directors of this Corporation on behalf of the Corporation hereby grants permission for Maxim Health Care to provide flu shots and pneumonia shots to the residents; 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.

g. Approval of Protocol for Member Request for Documents

Director Mervis made a motion to approve the protocol for requests for corporate documents. Director Jackson seconded the motion.

By a unanimous vote of 4-0-0, the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION M50-07-21

WHEREAS, Civil Code 1365.2 provides statutory requirements for the production of some Corporation documents on request by members; and

WHEREAS, failure to provide the records within the required period will subject the Corporation to fines;

NOW THEREFORE BE IT RESOLVED, April 19, 2007 the Board of Directors of this Corporation on behalf of the Corporation hereby approves protocol, which provides that member requests for documents shall be made in writing and delivered either in person or by mail to the Administrative Assistant in the Mutual Fifty Administration Office on the second floor of Tower I or to the General Manager's Office on the second floor of the Community Center, 24351 El Toro Road, Laguna Woods Village 92637; and

RESOLVED FURTHER, the requestor shall be notified in advance of the costs to produce the documents and all requests for documents with an estimated cost of \$250 or greater require pre-payment; and

RESOLVED FURTHER, that no request will be received by telephone or email; 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.

h. Approval Resolution to Record Lien

Director Mervis made a motion to approve the recording of a Lien. Director Schwartz seconded the motion.

By a unanimous vote of 4-0-0, the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION M50-07-22

WHEREAS, Member ID 932-962-09 is currently delinquent to Laguna Woods Mutual Number Fifty 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, April 19, 2007 that the Board of Directors hereby approves the recording of a Lien for Member ID 932-962-09; 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.

14. Discussion Items

No discussion items came before the Board.

15. President's Comments:

President Wurzel commented on land planning.

- Vicky Kasselheim (1056) commented on President Wurzel's report

16. Resale & Leasing Report:

Milt Johns reported on the year-to-date resale and leasing activity.

- Vicky Kasselheim (1056) addressed Mr. Johns on his report, and Joan (13???) commented on lapel microphones

17. Directors Forum:

There were no comments at this time.

Recess:

The meeting recessed at 11:38 A.M. and reconvened into Executive Session at 11:40 A.M.

During its February 23, 2007 Special Executive Session Board Meeting the Board heard a presentation on land planning; and during its February 26, 2007 Special Executive Session Board Meeting the Board discussed contractual issues.

There being no further business to come before the Board, the meeting was adjourned at 11:45 A.M.

Ruth Mervis, Secretary