

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

**January 15, 2009**

The Board of Directors of Laguna Woods Mutual Fifty, a California non-profit mutual benefit corporation, met at 2:00 P.M. on Thursday, January 15, 2009 at 24055 Paseo del Lago West, Laguna Woods, California.

**Directors Present:** Dick Gray, Chair; Ruth Mervis; Keith Wallace; and Herb Harris

**Directors Absent:** Richard Wurzel

**Others Present:** Judie Zoerhof, Milt Johns, Patty Kurzet

**1. Call to Order:**

Dick Gray, Chair, stated that it was a regular meeting of the Corporation and that a quorum was present. The meeting was called to order at 2:00 P.M.

A moment of silence was held in honor of those serving over seas.

**2. Pledge of Allegiance to the Flag:**

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

**3. Approval of the Minutes**

Without objection, the minutes of the Regular Meeting of November 20, 2008, the Organizational Meeting of December 11, 2008, and the Board Workshop of December 18, 2008 were approved as submitted.

**4. President's Comments**

No Comments were made.

**5. Old Business**

President Gray commented on the progress of the mechanical door lock installation and welcomed any comments from the membership.

Member Anne Gilbert (1403) commented on the installation.

**6. New Business**

**a. Approve Mutual and GRF Committee Appointments**

The Secretary of the Corporation, Director Mervis, read a proposed resolution approving the Mutual and GRF Committee Appointments. Director Mervis moved to approve the resolution. Director Harris seconded the motion.

By a vote of 3-0-0, the motion carried and the Board of Directors adopted the following resolution:

**RESOLUTION M50-09-04**

**RESOLVED**, January 15, 2009, the Board of Directors of this Corporation is hereby authorized on behalf of the Corporation to establish and appoint members to the following Laguna Woods Mutual Fifty committees:

**Activities**

Lorna Ingram, Chair

**Business Planning**

Keith Wallace, Chair

**Information and Orientation**

Freda Sullivan, Chair

**Architectural Control Committee**

Dick Gray, Chair

**RESOLVED FURTHER**, the Board of Directors of this Corporation hereby approves the following appointments to the Golden Rain Foundation Committees:

**Broadband Services Committee**

Keith Wallace

**Bus Services Committee**

Herb Harris

**Community Activities**

Richard Wurzel

**Finance**

Keith Wallace

**Gate Renovation Ad Hoc Committee**

Dick Gray

**Golf Starter Building Ad Hoc Committee**

(To Be Selected)

**Government and Public Relations**

Richard Gray

**Recreation Master Planning Sub-Committee**

Richard Wurzel

**Select Audit Committee**

Keith Wallace/Herb Harris

**Security Committee**

Richard Wurzel

**RESOLVED FURTHER**, that Resolution 01-02-08, adopted January 17, 2008, and Resolution 01-09-08 adopted February 21, 2008 are hereby superseded and cancelled.

**b. Ratify Action Without Meeting re Protocol to Accept Deeds**

Director Mervis read a proposed resolution ratifying an action without a meeting. Director Mervis moved to approve the resolution. Director Harris seconded the motion.

By a vote of 3-0-0, the motion carried and the Board of Directors adopted the following resolution:

**RESOLUTION M50-09-05**

**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 Laguna Woods Mutual No. Fifty Board of Directors wished to establish protocol to accept Units when a member representative requests to deed the Unit back to Mutual Fifty under certain financial circumstances;

**NOW THEREFORE BE IT RESOLVED**, January 15, 2009, that the Board of Directors of this Corporation on behalf of the Corporation hereby ratifies the Action Without a Meeting, dated December 30, 2008, which approved the protocol for the Mutual to accept Units when a member representative requests to deed the Unit back to the Mutual; 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.

**7. Discussion Items**

President Gray commented on the Board's priorities for the future and invited the membership to present any comments they have to the Board.

President Gray commented on energy management and possible energy savings.

President Gray commented on the Board's plan to install storage units stocked with emergency relief supplies in preparation of an emergency disaster.

**8. Members' Comments**

- Anne Gilbert (1403) commented on re-circulating a memo stating that tipping staff is not allowed

**9. Financial and Budget Report:**

Director Wallace presented the Treasurer's report and answered questions from the members.

**10. City of Laguna Woods:**

No one reported on behalf of the City of Laguna Woods.

**11. Standing Committee Reports:**

- a. **Activities Committee:** Lorna Ingram reported on behalf of the Activities Committee.
- b. **Business Planning Committee:** Director Wallace reported on behalf of the Business Planning Committee.
- c. **Information and Orientation Committee:** Freda Sullivan reported on behalf of the Information and Orientation Committee.
- d. **Architectural Control Committee:** President Mervis reported on behalf of the Architectural Control Committee.
- e. **Marketing Ad Hoc Advisory Committee:** President Mervis reported on behalf of the Marketing Ad Hoc Advisory Committee.

**12. GRF Committees:**

- a. **Community Activities Committee:** No report was given.
- b. **Broadband Services Committee:** Director Wallace reported on behalf of the Broadband Services Committee.
- c. **Government and Public Relations Committee:** Director Gray reported on behalf of the Government and Public Relations Committee.
- d. **Bus Services Committee:** No report was given.
- e. **Select Audit Committee:** No report was given.
- f. **Finance:** No report was given.
- g. **Security Committee:** No report was given.

**13. Golden Rain Foundation**

Mr. Milt Johns reported on the January 6, 2009 Golden Rain Foundation Board Meeting.

Member Anne Gilbert (1403) addressed Mr. Johns on his report.

**14. Resale and Leasing Reports**

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

Member Lorna Ingram (1161) and Anne Gilbert (1403) addressed Mr. Johns on his report.

**15. Administrator's Report**

Judie Zoerhof reported on the popularity of the Guest Suites, commented on the number of new residents at the Towers; reminded the Board that it needs to appoint a Nominating Committee even though there will not be an election in 2009. Ms. Zoerhof commented on posting information regarding Guckenheimer's food services on the Towers' website and on the Mutual-owned units available for short term lease.

**16. Directors' Forum**

No comments were made.

**Recess**

The meeting recessed at 2:56 P.M. and reconvened into Executive Session at 2:59 P.M.

During its November 20, 2008 Regular Executive Session Board Meeting, the Board reviewed and approved the Minutes from the October 16, 2008 Regular Executive Session, considered a foreclosure date, approved a payment plan, approved three delinquent assessment write-offs, and approved the recording of a Notice of Default for Member ID 932-961-10.

There being no further business to come before the Board, the meeting was adjourned at 3:20 P.M.

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Ruth Mervis, Secretary