

**REGULAR MEETING**

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

**Thursday January 20, 2022**

The Board of Directors of Laguna Woods Mutual No. Fifty, a California non-profit mutual benefit corporation, met at 10:00 a.m. on Thursday, January 20, 2022, at 24055 Paseo Del Lago West, Laguna Woods, California.

**Directors Present:** Ryna Rothberg-Chair, John Carter, Sue Stephens, Margaret Bennett, and Al Amado

**Directors Absent:** None.

**Staff Present:** Ariana Rodriguez, Lisa Armstrong, Roger Crumrine, Renee Pedroza, Mauricio Rios, Ed Presley, Johnny Ramos, and German Cuenca

**Others Present:** None

**CALL TO ORDER**

Director Rothberg called the meeting to order at 10:01 a.m. and established that a quorum was present.

**APPROVAL OF AGENDA**

By unanimous consent the Board approved the Agenda.

**SECRETARY REPORT**

By unanimous consent, the Board approved the December 16, 2021, Open Session Meeting Minutes, as amended.

**CHAIR REMARKS**

Director Rothberg reported on the following items:

1. Welcome to Rachel Merkson, full-time Activities and Administrative Assistant.
2. Eileen Paulin advised that residents who wish to comment or ask questions at tomorrow's virtual GRF/Transportation Meeting should submit comments prior to the meeting by emailing [meetings@vmsinc.org](mailto:meetings@vmsinc.org).
3. It was announced at the GRF/Media and Communications Committee meeting that the "All Boards Training" video is now available on the GRF website. Director Rothberg would like to arrange a time when the entire board could view the video together. Director Stephens offered to send the video link to Directors and staff.
4. Director Rothberg stated that she disagrees with statements to the effect that "our high assessment causes people not to move to The Towers" and requested staff

to develop an analysis of what benefits are included in the Towers' assessment compared to assessments for Third Mutual and United Mutual. Mr. Crumrine offered to provide assistance in the effort.

5. A review of the Marketing Committee's report in the Board packet indicated that Mutual Fifty did not address a request to offer a complimentary meal ticket to prospective buyers/renters.
6. GRF announced that beginning February 7, the fees for Broadband Services will increase by 5%.
7. Director Rothberg would like the Board to consider appointing a Director to attend/monitor City Council meetings on a rotating basis (third Wednesday 2 p.m.)
8. The City has broken ground for a full-services OCPL branch library next to City Hall. The dedication was planned for January 21, 2022 with Sodexo providing refreshments; however, due to recent COVID restrictions, it has been postponed.
9. Director Rothberg, with Board approval, would like to request legal counsel opinion about Directors serving as committee chairs or members. Director Carter commented that committee liaisons are not to participate in committee discussion, just observe and report back to the Board. Director Stephens read the relevant provisions in the Mutual Fifty By-Laws which indicate only that Committee Members are appointed by the President, subject to approval by the Board, and that all Committee Members must be Mutual Fifty owners. There is no provision addressing roles and, for the Board's information, only Directors serve on Committees throughout the rest of the Village.
10. Director Rothberg asked Ms. Pedroza to search for the banner that displays the Towers' Mission Statement which may have been used during an Open House.
11. Director Rothberg asked whether new residents should be informed of the Village-wide orientation bus ride that is offered monthly. This information will be included in the "Friday memo".
12. The "Village Bazaar" is still scheduled for Saturday from 10:00 a.m. to 2:00 p.m. at Clubhouse 5.

Director Amado moved to offer meals, at Mutual Fifty's expense, for prospective buyers and have the expense come from the marketing budget. The vouchers would be offered at the discretion of the Facilities Manager and a report would be produced indicating the number of vouchers provided. Director Carter seconded the motion which passed by unanimous consent.

#### **MANAGEMENT REPORT**

Ms. Armstrong gave the management reports for December 2021, including: The Resale Report, The Leasing Report, The FTE Report, and the Dining Services Report.

#### **TREASURER'S REPORT**

Director Amado reported on the November 2021 Financial Statements (including budget amounts and variances).

Director Amado moved to recommend that the Board accept the November 2021 Financial Statement. Director Carter seconded the motion. Discussion ensued. Director Bennett moved to amend the motion under the condition that it is notated in the Meeting Report that "Management is working with the Board of Directors to address the 'Due to Reserves' line item in the Balance Sheet; that we have been notified that the reserve funds are now being separated into their own bank accounts; that operating funds are no longer being comingled with reserve funds; that management is working with the Association's CPA to have the 'Due to Reserves' line item on the Balance Sheet written off; and that once the reserve study is finalized, the reserve statement in the financials will be reflective of the categories and allocations outlined in the reserve study. In addition, the Assessment Receivables are grossly overstated and mostly uncollectable and will be written off as bad debt when directed to do so by Mutual Fifty's CPA." By unanimous consent the Board accepted the October Financial Statements.

Director Amado moved to write-off the Unfunded Reserves for the 2021-year end amount that is reflected on the Balance Sheet. Director Stephens seconded the motion. By a vote of 5-0-0, the motion passed.

#### **HOMEOWNER FORUM**

None.

#### **COMMITTEE REPORTS**

The Board reviewed committee reports for the following committees:

- Activities Committee
- Marketing and Social Media Committee
- Orientation Committee (No Meeting)
- Dining Services Committee
- Landscape Committee
- Maintenance Committee

#### **NEW BUSINESS**

##### Approve Sale of HOA Owned Unit 301

Director Stephens read the proposed resolution:

##### **Resolution M50-22-02** **Approval to Sell Unit 301**

**WHERE AS**, Mutual No. Fifty owns Unit 301 in Tower 1 as a result of a foreclosure from a previous owner's unpaid Association assessments; and

**WHERE AS**, Mutual No. Fifty has been approached by Zahra Lall to purchase Unit 301 at a price of \$7,000; and

**WHERE AS**, Zahra Lall meets Mutual No. Fifty's income requirements to purchase an B Unit in The Towers; and

**WHERE AS**, Mutual No. Fifty's Board of Directors has named its General Manager, Lisa Armstrong, as one of its corporate officers for the purposes of signing documents on behalf of the Corporation;

**NOW THEREFORE BE IT RESOLVED**, January 20, 2022, that the Board of Directors of this Corporation hereby approves the sale of Unit 301 to Zahra Lall; and

**RESOLVED FURTHER**, that the Board authorizes Lisa Armstrong, General Manager, to sign any and all real estate documents pertaining to the sale of Unit 301; 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 Stephens moved to approve the resolution. Director Amado seconded the motion. By a vote of 5-0-0, the motion passed.

Approve Sale of HOA Owned Unit 951

Director Stephens read the proposed resolution:

**Resolution M50-22-03**  
**Approval to Sell Unit 951**

**WHERE AS**, Mutual No. Fifty owns Unit 951 in Tower 2 as a result of a foreclosure from a previous owner's unpaid Association assessments; and

**WHERE AS**, Mutual No. Fifty has been approached by Zahra Lall to purchase Unit 951 at a price of \$6,000; and

**WHERE AS**, Zahra Lall meets Mutual No. Fifty's income requirements to purchase an B Unit in The Towers; and

**WHERE AS**, Mutual No. Fifty's Board of Directors has named its General Manager, Lisa Armstrong, as one of its corporate officers for the purposes of signing documents on behalf of the Corporation;

**NOW THEREFORE BE IT RESOLVED**, January 20, 2022, that the Board of Directors of this Corporation hereby approves the sale of Unit 951 to Zahra Lall; and

**RESOLVED FURTHER**, that the Board authorizes Lisa Armstrong, General Manager, to sign any and all real estate documents pertaining to the sale of Unit 951; 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 Stephens moved to approve the resolution. Director Carter seconded the motion. By a vote of 5-0-0, the motion passed.

Approve Lien on APN 932-962-09

Director Stephens read the proposed resolution:

**Resolution M50-22-04**

**Approval to Record a Lien on APN: 932-962-09**

**WHEREAS**, Civil Code section 5673 requires the Board of Directors ("Board") of Laguna Woods Mutual No. Fifty ("Association") to authorize, in an open meeting, the recording of liens against the separate interests of owners with delinquent assessments;

**WHEREAS**, the Owner(s) of, Assessor's Parcel No.: 932-962-09 remain delinquent in the payment of his/her assessments, exclusive of late fees, interest charges, and other collection-related amounts;

**WHEREAS**, the Board hereby certifies that the following has occurred in compliance with California Civil Code section 5673:

1. The Board of Directors individually voted on this Resolution and did not delegate approval to any third party or agent of the Association.
2. The vote occurred in an open meeting of the Board at which a quorum was present, and thereafter the vote was recorded in the minutes of that meeting of the Board that was open to all members.
3. A majority those Board members present constituting a quorum has voted in favor of recording a lien for delinquent assessments, late fees, collection fees, and attorney's fees and costs, on the property described above.
4. A copy of this resolution must be attached and made part of the Board's meeting minutes. And the vote to file a Lien against the property listed above has been recorded in the Board meeting minutes.

**IT IS HEREBY RESOLVED THAT**; the Board has adopted this Resolution to place a lien on this property for the delinquent amounts and any late fees, interest charges, and other collection-related amounts, and that it is signed by a member of the Board vested with the authority to do so. This Resolution was adopted by the Board at an open meeting.

Director Stephens moved to approve the resolution. Director Amado seconded the motion. By a vote of 5-0-0, the motion passed.

Approve Lien on APN 932-962-34

Director Stephens read the proposed resolution:

**Resolution M50-22-05**

**Approval to Record a Lien on APN: 932-962-34**

**WHEREAS**, Civil Code section 5673 requires the Board of Directors (“Board”) of Laguna Woods Mutual No. Fifty (“Association”) to authorize, in an open meeting, the recording of liens against the separate interests of owners with delinquent assessments;

**WHEREAS**, the Owner(s) of, Assessor’s Parcel No. 932-962-34 remain delinquent in the payment of his/her assessments, exclusive of late fees, interest charges, and other collection-related amounts;

**WHEREAS**, the Board hereby certifies that the following has occurred in compliance with California Civil Code section 5673:

1. The Board of Directors individually voted on this Resolution and did not delegate approval to any third party or agent of the Association.
2. The vote occurred in an open meeting of the Board at which a quorum was present, and thereafter the vote was recorded in the minutes of that meeting of the Board that was open to all members.
3. A majority those Board members present constituting a quorum has voted in favor of recording a lien for delinquent assessments, late fees, collection fees, and attorney’s fees and costs, on the property described above.
4. A copy of this resolution must be attached and made part of the Board’s meeting minutes. And the vote to file a Lien against the property listed above has been recorded in the Board meeting minutes.

**IT IS HEREBY RESOLVED THAT;** the Board has adopted this Resolution to place a lien on this property for the delinquent amounts and any late fees, interest charges, and other collection-related amounts, and that it is signed by a member of the Board vested with the authority to do so. This Resolution was adopted by the Board at an open meeting.

Director Stephens moved to approve the resolution. Director Amado seconded the motion. By a vote of 5-0-0, the motion passed.

#### Approve Foreclosure on APN 932-961-11

In accordance with California Civil Code 5705(c), be advised that the Board of Directors voted to initiate foreclosure proceedings against the following accounts:

APN 932-961- 11

#### Landscape Committee Recommendation

Director Carter moved to approve Bemus Proposals 50246 and 50235 a total of \$508.31. Director Amado seconded the motion. Discussion ensued. By a vote of 5-0-0, the motion passed.

#### GRF Committee Appointments

The Board reviewed GRF Committee Appointments.

#### Traffic Hearing Calendar

The Board reviewed the Traffic Hearing Calendar and commented on the need for VMS staff to send information about time and zoom links to the Mutual Fifty Director who is scheduled to attend each month.

#### Event Sales Discussion

Director Bennett moved to have the Board review the cost of the recent New Year's Eve event after all 2021 expenses are known in order to evaluate whether this event should be approved for 2022, in view of the considerable cost for 2021. Staff was asked to determine whether the deposit for the proposed 2022 event is refundable. Director Stephens seconded the motion. By a vote of 5-0-0, the motion passed.

#### COVID Discussion

Director Carter moved to extend the closure of the dining room and staff-run activities until the end of February. Director Amado seconded the motion. By a vote of 5-0-0, the motion passed.

#### Energy Efficiency Discussion

Director Stephens summarized the potential effect of recent increases in electricity rates and the Board discussed possible opportunities to reduce energy usage and control costs. By unanimous consent the Board moved to create an Energy Efficiency Task Force which will not require a Charter because Ad Hoc Committees and Task Forces do not require a Charter.

#### **FUTURE AGENDA ITEMS**

None.

#### **DIRECTOR COMMENTS**

None.

#### **SUMMARY OF BOARD DIRECTIVES**

1. Post the video of Laguna Woods Director training conducted by Jeff Beaumont Esq. on the Mutual Fifty website. Director Stephens will provide staff with the link.
2. Develop analysis, including pie charts and dollar amounts that compares Mutual Fifty assessments to Third and United Mutuals' assessments and benefits.
3. Interview new Mutual Fifty Residents who have moved from other Laguna Woods manors to the Towers regarding their opinion of the difference in assessments and benefits.
4. Obtain current financials from PMP for 2021.
5. Request Residents to indicate their interest in serving on Committees, and the Energy Task Force, via survey and ask for information regarding their specific expertise or experience for committees on which they wish to serve..
6. Ms. Armstrong to register for CAI event in Philadelphia.

7. Plan for GRF orientation information on the regular rotation of Towers orientation. Ms. Armstrong to attend and evaluate in person with Ms. Fox and Ms. Merkson.
8. Investigate feasibility of offering Mutual-owned units "for sale with option to buy" with additional monthly payment.
9. Include information about recent increases in meat costs in the Friday memo.
10. Provide current number of residents to Board in monthly packet.
11. Contact GRF/VMS staff regarding the Traffic Hearing calendar and request that meeting details be sent to Mutual Fifty Directors, such as the zoom link and time, so they can plan to attend.
12. Check terms of the contract for a 2022 Casino Night regarding a possible refund of the deposit which was recently sent to them, and identify who authorized the deposit.
13. Include energy saving tips in Friday Memo beginning in May.

**ADJOURNMENT**

The Meeting was adjourned at 12:24 p.m.



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Sue Stephens, Secretary