

**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, July 21, 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, July 21, 2022, at 24055 Paseo Del Lago West, Laguna Woods, California.

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

**Directors Absent:** John Carter

**Staff Present:** Lisa Armstrong, Travis Mooney, Renee Pedroza, Taylor Fox, Freddy Rodriguez, and Ed Presley

**Others Present:** Michael Miller and German Cuenca (Sodexo)

**CALL TO ORDER**

Director Rothberg called the meeting to order at 10:02 a.m. and established that a quorum was present.

**APPROVAL OF AGENDA**

By unanimous consent the Board approved the agenda.

**SECRETARY REPORT**

Director Stephens moved to approve the June 16, 2022, Open Session Meeting Minutes. Director Bennett seconded the motion. Director Bennett pointed out that Page 3 had a typo on the name Joyce Morris. Discussion ensued. By vote of 5-0-0, the motion was approved as amended.

**HOMEOWNER FORUM**

The following homeowners participated in the Open Forum:

- Kristin Vance; Request for Coffee Bar update
- Ray Rabenold; Request to allow shorts in California room
- Lillian Falk; Request for activities to be continued; complaint about movies
- Paula Melanson; How long will masks be mandated

The Board responded to Resident comments. No Board action was taken.

**CHAIR REMARKS**

Director Rothberg reminded residents of the current mask mandate in the Towers.

### **MANAGEMENT REPORT**

Ms. Armstrong introduced the Board for the benefit of new Members. She also gave the Management reports for June 2022, including: The Staff Full-Time Equivalent Employees Report, The Resale Report, The Leasing Report, and the Dining Services Reports.

### **TREASURER'S REPORT**

Director Amado reported on the May 2022 Financial Statements (including budget amounts and variances).

Director Amado moved to accept the May 2022 Financial Statement. Director Stephens seconded the motion. Director Bennett moved to amend the motion under the condition that it is notated in the Meeting Report that "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." Director Stephens seconded the amendment. By a vote of 5-0-0, the amendment passed. By a vote of 4-0-0, the Board accepted the amended motion.

### 2022 Reserve Projects Log

The Board reviewed, and commented on, the 2022 Reserve Projects Log.

### **COMMITTEE REPORTS**

The Board reviewed the following meeting reports:

- Activities Committee
- Marketing Committee
- Orientation Committee
- Dining Services Committee
- Landscape Committee
- Maintenance Committee and Energy Efficiency Task Force
- Sales Task Force
- AD Hoc Document Review Committee
- Laguna Woods City Council Meeting

### **NEW BUSINESS**

#### Sodexo Contract Amendment

Michael Miller discussed the content of a proposed amendment that would extend Sodexo's contract term for an additional five years and obligate Sodexo to pay for several "remodeling" projects to improve the appearance and functionality of the common area and kitchen.

Director Bennett outlined various problems with the proposed amendment noting a lack of due diligence on the part of the Board and failure to consider issuing a Request for Proposals which was recommended by the Dining Committee at their June 27 meeting.

PMP General Manager Armstrong instructed Director Bennett on her obligation to support a decision of the Board even though she may disagree with the proposal. Director Bennett advised Ms. Armstrong that Director Bennett was not in attendance when the proposed Amendment was previously discussed by the Board and a “preliminary” vote taken in a “Closed” Meeting. As a result of this action, which took place in her absence, Director Bennett was excluded from the decision-making process. In other words, this was her first opportunity to express her viewpoint and debate the merits of the motion, a fundamental obligation of every Director.

Director Stephens expressed disagreement with the timing of Sodexo’s request and their insistence on immediate Board approval, noting that the past practice has been to invite Resident comments in Forums and/or Focus Groups before making substantial changes to Dining Services.

Director Amado moved to approve the proposed Sodexo Contract Amendment. Director Rothberg seconded. By a vote of 2-2-0, the motion failed due to a tie.

Director Stephens moved to direct staff to prepare a draft Request for Proposals for Dining Services. Director Bennett seconded. By a vote of 2-2-0, the motion failed due to a tie.

Director Rothberg recommended a special open meeting be called to consider the proposed Sodexo Amendment, when all board members would be present.

Director Bennett requested that Sodexo prepare a recommendation for a pilot program and location that would be suitable for providing free coffee for residents, similar to a previous practice, noting that such a pilot could be used to evaluate the potential success, or failure, of a proposed coffee bar. Director Stephens seconded. By a vote of 2-2-0, the motion failed due to a tie.

#### Mutual Fifty Dress Code

### **RESOLUTION M50-22-XX Dining Room and Common Area Dress Code Rules**

**WHEREAS**, Laguna Woods Mutual No. Fifty has maintained a dress code for common areas and both the California and Crystal Dining Rooms since the inception of The Towers; and

**WHEREAS**, good grooming (clothing, hair, face and hands) is expected at all times in the Dining Rooms and Common Areas; and

**WHEREAS**, the following dress codes for The Towers’ Dining Rooms and Common Areas apply to both residents and their guests (for whom residents are responsible);

**NOW THEREFORE BE IT RESOLVED**, August 19, 2021, that the Board of Directors of this Corporation, on behalf of the Corporation, hereby states the Laguna Woods Mutual No. Fifty Dining Room and Common Area Dress Codes as shown,

### **TOWERS COMMON AREA**

The following is unacceptable attire for Towers' Common Area:

1. Sleep Attire
2. Scrubs
3. Bedroom Slippers
4. Swimwear

### **CRYSTAL DINING ROOM**

A blazer or suit jacket is required for men dining in the Crystal Dining Room.

The following is unacceptable attire for anyone dining the Crystal Dining Room:

1. Shorts
2. Shirts with Messaging
3. Uncollared Shirts (for men)
4. Athletic/Gym Pants
5. Muumuus/ Lounger
6. Denim
7. Bedroom Slippers
8. Hats or Bandanas
9. Windbreakers/hoodies/sweatshirts

\*Men must keep jackets on while in the Crystal Dining Room

### **CALIFORNIA DINING ROOM (Dinner)**

The following is unacceptable attire for anyone dining in the California Dining Room during dinner hours:

1. Shorts **above knee length**
2. Denim with fading, holes, or frays
3. Shirts or jacket with Messaging
4. Uncollared Shirts or T-Shirts (for men)
5. Athletic/Gym Pants
6. Bedroom Slippers
7. Hats or Bandanas

### **CALIFORNIA DINING ROOM (Lunch)**

The following is unacceptable attire for anyone dining in the California Dining Room during lunch hours:

1. Swimwear (bathing suits/cover-ups)
2. Sleepwear

**RESOLVED FURTHER**, that if a member believes that he/she is entitled to an exception to these rules as a reasonable accommodation of a disability, the individual

should submit the request to management. Each request will be considered by the Board on a case-by-case-basis; and

**RESOLVED FURTHER**, that the Board should rely on shareholders to report alleged violations of the Dress Code Policy; and

**RESOLVED FURTHER**, that in an instance where a violation of the Dress Code is observed, the information will be communicated to The Towers General Manager stating the name of the resident/guest, the date, time, and the specific offense, and the General Manager will proceed with the resident disciplinary process; and

**RESOLVED FURTHER**, that any resident found to be violating these rules will be brought forward to the Board of Directors for a hearing and potential disciplinary action.

**RESOLVED FURTHER**, that the Board may take disciplinary action authorized by the Mutual's governing documents including, but not limited to: 1) imposing a fine subject to the Board's Fee and Penalty Schedule between \$25-500; 2) suspension of common area privileges (including the use of the dining rooms); or 3) termination of the occupancy of the resident in Mutual Fifty with notice and hearing where required.

**RESOLVED FURTHER**, that Resolution M50-21-20 dated August 19, 2021, is hereby superseded and canceled; 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.

*This resolution will go out for a required 28-day comment period per the Davis-Stirling Common Interest Development Act.*

These rules are to be effective August 18, 2022.

Director Stephens moved to approve pending change in verbiage "shorts above knee length". Director Amado seconded. By a vote of 4-0-0, the amended motion passed. Staff were directed to post the amended resolution.

Accept the Reserve Study

Director Stephens voted to accept the 2023 Reserve Study, noting that the study would be used to prepare a proposed 2023 Reserve Projects Log to track progress. Director Bennett seconded. Discussion ensued. By a vote of 4-0-0 the motion passed.

**FUTURE AGENDA ITEMS**

None.

### **DIRECTOR COMMENTS**

Director Bennett asked staff to add a section entitled "Adjourn to Closed Session" to the end of each Open Meeting agenda, and suggested discontinuing adding a second printed copy of the financials in the Open packets, as they are also distributed in the monthly Finance Committee Meeting.

### **SUMMARY OF BOARD DIRECTIVES**

None.

### **ADJOURNMENT**

The Meeting was adjourned at 12:00 p.m.



Sue Stephens, Secretary

### **Summary of Previous Closed Session Meeting per Civil Code Section §4935**

*During the July 19, 2022, Executive Session, the Board:*

*Called the Meeting to Order at 10:03 a.m.*

*Approved the Agenda*

*Approved the Following Meeting Minutes:*

*June 2, 2022, Special Executive Session*

*June 14, 2022, Executive Session*

*June 16, 2022, Special Executive Session*

*June 21, 2022, Special Executive Session*

*Discussed and Considered Third Party Contracts/Proposals*

*Discussed and Considered Legal and Litigation Matters*

*Discussed and Considered Delinquency Matters*

*Discussed and Considered Personnel Matters*

*Adjourned at 11:50 a.m.*