

**MINUTES OF THE SPECIAL ZOOM CONFERENCE
MEETING OF THE BOARD OF DIRECTORS
SEAL BEACH MUTUAL SEVEN
April 7, 2020**

The Special Zoom Conference Call meeting of the Board of Directors of Seal Beach Mutual Seven was called to order by President Rotter on Tuesday, April 7, 2020 at 1:04 p.m.

SHAREHOLDER COMMENTS

No shareholders were present.

ROLL CALL

Present: President Rotter, Vice President Bennett, Secretary Repasi, Chief Financial Officer Fellows, and Director Stevens.

Guests: Mr. Roseman, Esq

Staff: Ms. Hopkins, Mutual Administration Director
Ms. Gamboa, Office Secretary

NEW BUSINESS

Following a discussion and upon a MOTION duly made by Secretary Repasi and seconded by CFO Fellows, it was

RESOLVED to ratify resolution "RESOLVED that the Board of Directors suspend all in-person meetings and adopt the policy for telephone and video conference meetings" made on Tuesday, March 31, 2020.

The MOTION passed unanimously.

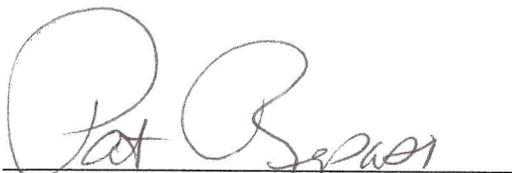
Following a discussion and upon a MOTION duly made by Vice President Bennett and seconded by Secretary Repasi, it was

RESOLVED that pursuant to the Mutual's Bylaws and any amendment thereto and other governing documents, the Board hereby establishes an Emergency Response Team to ensure continued operations of emergency items only, for a total of no more than \$5,000.00. The Emergency Response Team will be made up of Sue Rotter, the Board President and Joann Fellows, the Board CFO. To include Vice President Roger Bennett if and when needed as an alternative.

The MOTION passed unanimously.

ADJOURNMENT

There being no further business to conduct, President Rotter adjourned the meeting at 1:26 p.m.

A handwritten signature in cursive script, appearing to read "Pat Repasi", written over a horizontal line.

Attest, Pat Repasi, Secretary
SEAL BEACH MUTUAL SEVEN
rb 04/07/2020
Attachments

**RESOLUTIONS IN THE SPECIAL ZOOM
CONFERENCE MEETING
April 7, 2020**

4/07/2020 RESOLVED to ratify resolution "RESOLVED that the Board of Directors suspend all in-person meetings and adopt the policy for telephone and video conference meetings" made on Tuesday, March 31, 2020.

RESOLVED that pursuant to the Mutual's Bylaws and any amendment thereto and other governing documents, the Board hereby establishes an Emergency Response Team to ensure continued operations of emergency items only, for a total of no more than \$5,000.00. The Emergency Response Team will be made up of Sue Rotter, the Board President and Joann Fellows, the Board CFO. To include Vice President Roger Bennett if and when needed as an alternative.

SEAL BEACH MUTUAL NO. SEVEN

RESOLUTION OF THE BOARD OF DIRECTORS

SUSPENSION OF ALL IN-PERSON MEETINGS AND ADOPTION OF POLICY FOR TELEPHONE AND VIDEOCONFERENCE MEETINGS

Board of Directors – Executive Session

WHEREAS, Donald J. Trump, the President of the United States has declared a national emergency in response to the outbreak of the coronavirus, also known as COVID-19; and

WHEREAS, Gavin Newsom, the Governor of the State of California has declared a state of emergency in response to the outbreak of COVID-19; and

WHEREAS, the Centers for Disease Control and Prevention (CDC) has recommended that, for at least eight (8) weeks, all gatherings throughout the United States should be limited to no more than ten (10) people; and

WHEREAS, the Orange County Department of Public Health has recommended that large gatherings should be avoided, that persons over sixty-five (65) years of age, and other vulnerable populations should avoid person-to-person contact by remaining at home, and that employers allow their employees to telework to the extent reasonable and practical, and that there is now epidemiological evidence of community transmission in Orange County, indicating that COVID-19 is spreading in the community; and

WHEREAS, as of March 30, 2020, four hundred thirty-one (431) people within the County of Orange have been confirmed to be infected with COVID-19, and four (4) people within the County of Orange have died from COVID-19, and the number of those infected continues to rise, thus causing an emergency pandemic; and

WHEREAS, on March 18, 2020, the County Health Officer of Orange County ordered that all public and private gatherings should be postponed or cancelled; and

WHEREAS, on March 19, 2020, Governor Newsom issued a stay at home order; and

WHEREAS, on March 29, 2020, President Trump extended federal guidelines on social distancing, encouraging all Americans to avoid gatherings of more than ten (10) people, until at least April 30, 2020; and

WHEREAS, in light of the foregoing and because the Mutual is a senior community governed by Section 51.3 of the California Civil Code, the Board would like to suspend all further in-person meetings until the state of emergency has been lifted and/or it has been determined by the

Seal Beach Mutual No. Seven

Policy on Teleconference and Videoconference Meetings

INTRODUCTION

Seal Beach Mutual No. Seven (“Mutual”), recognizes the importance of Shareholders of the Mutual to have the ability to exercise their rights under the law to attend open meetings and address the Board of Directors (“Board”) thereat with respect to issues related to the Mutual, and is committed to working with Shareholders to help them exercise such rights during times when in-person Board meetings are prohibited by order of State and/or Local governmental agencies.

The Mutual recognizes that in order to fulfill its responsibilities, it must impose reasonable guidelines on open meetings to take place via teleconference and videoconference. Therefore, the Mutual has adopted this Policy on Teleconference and Videoconference Meetings (“Policy”), which sets forth reasonable guidelines for the Board and Shareholders who wish to attend Board meetings via teleconference and/or videoconference.

The Policy is designed to aid Shareholders and the Board in the process that must be complied with in order to properly hold and attend a Board meeting via teleconference and/or videoconference. The Policy supersedes any and all previous policies and guidelines promulgated by the Mutual on this subject matter, if any.

GUIDELINES

1. Board meetings to take place via teleconference and/or videoconference shall take place via Zoom or similar service. Zoom is a cloud-based conferencing platform which offers video and audio conferences as well as wireless screen-sharing. Zoom will be free to use for all Shareholders. Shareholders can access a Zoom conference call either via telephone or via video with the use of a computer, cell phone or tablet (e.g., iPad) capable of running the Zoom application.

2. The Mutual will provide notice to the Shareholders of a Board meeting to take place via tele/videoconference by posting notice of the same in the Mutual’s designated common area location for general notice. The general notice will provide the Shareholders with the date, time and location (if applicable) of the meeting and instruct the Shareholder to contact his or her designated director to obtain the dial-in/login information. The Shareholder will be provided with instructions on how to access the call via telephone or via video upon the Shareholder contacting his or her designated director and requesting the call-in or login information.

3. **The Shareholder may not distribute the call-in or login information to any person who is not a Shareholder of the Mutual.**

4. Telephonic/video Shareholder attendance is permitted in an open Board meeting. Shareholders may participate in an open Board meeting during the Shareholder open forum, but are otherwise not permitted pursuant to the Civil Code to participate in or interrupt the meeting. In order to make a comment during the Shareholder open forum, the Shareholder must (i) notify their designated

SEAL BEACH MUTUAL NO. SEVEN

RESOLUTION OF THE BOARD OF DIRECTORS FORMING AN EMERGENCY ESSENTIAL RESPONSE PANEL

Board of Directors – Executive Session

WHEREAS, Donald J. Trump, the President of the United States has declared a national emergency in response to the outbreak of the coronavirus, also known as COVID-19; and

WHEREAS, Gavin Newsom, the Governor of the State of California has declared a state of emergency in response to the outbreak of COVID-19; and

WHEREAS, the Centers for Disease Control and Prevention (CDC) has recommended that, for at least eight (8) weeks, all gatherings throughout the United States should be limited to no more than ten (10) people; and

WHEREAS, the Orange County Department of Public Health has recommended that large gatherings should be avoided, that persons over sixty-five (65) years of age, and other vulnerable populations should avoid person-to-person contact by remaining at home, and that employers allow their employees to telework to the extent reasonable and practical, and that there is now epidemiological evidence of community transmission in Orange County, indicating that COVID-19 is spreading in the community; and

WHEREAS, as of March 30, 2020, four hundred thirty-one (431) people within the County of Orange have been confirmed to be infected with COVID-19, and four (4) people within the County of Orange have died from COVID-19, and the number of those infected continues to rise, thus causing an emergency pandemic; and

WHEREAS, on March 18, 2020, the County Health Officer of Orange County ordered that all public and private gatherings should be postponed or cancelled; and

WHEREAS, on March 19, 2020, Governor Newsom issued a stay at home order; and

WHEREAS, on March 29, 2020, President Trump extended federal guidelines on social distancing, encouraging all Americans to avoid gatherings of more than ten (10) people, until at least April 30, 2020;

WHEREAS, in light of the foregoing and because the Mutual is a senior community governed by Section 51.3 of the California Civil Code, the Board would like to suspend all further in person meetings until it has been determined by the appropriate governmental agencies that the threat of COVID-19 is no longer affecting the County of Orange; and

- the Mutual, and (b) meet non-reoccurring expenses of the Mutual necessary to maintain the safety, sanitation, and essential operation of the Mutual development;
- (7) completing the monthly review of financial records required by Civil Code §5500, which review shall be ratified at the subsequent open Board meeting and reflected in the minutes;
 - (8) communicating with the Mutual's legal counsel concerning all matters discussed herein and making all pertinent decisions relating to the matters over which authority has been delegated to the Emergency Essential Response Panel.

While the Emergency Essential Response Panel is comprised of less than a quorum of the Board and, thus, is not required to hold open meetings, all actions taken by the Emergency Essential Response Panel shall be recorded and incorporated into the minutes of the next open Board meeting.

While this Resolution is in effect, monthly financials prepared in accordance with Civil Code §5500 and reflecting all expenditures approved by the Emergency Essential Response Panel shall be distributed by Golden Rain Foundation to all members of the Mutual Board on a monthly basis.

The authority granted to the Emergency Essential Response Panel by this Resolution is temporary and shall cease upon (i) the lifting of the state of emergency and/or a determination by the appropriate governmental agencies that the threat of COVID-19 is no longer affecting the County of Orange; or (ii) future resolution of the Board.

This resolution was adopted by the Board in open session and shall be affixed to the minutes.

Sue Rotter

Signature of Authorized Board Member

Sue Rotter

Print Name of Authorized Board Member

Title: President

Date: 4/9/20

NOTICE

TO ATTEND: The Shareholder will be provided with instructions on how to access the call via telephone or via video upon the Shareholder contacting his or her designated director and requesting the call-in or log-in information.

TO PROVIDE COMMENTS DURING MEETING: In order to make a comment during the open Shareholder forum, the Shareholder must (i) notify their designated director of their intent to speak during Shareholder open forum, or (ii) submit their information, including their name, Unit number, and telephone number, via e-mail at mutualsecretaries@lwsb.com, not later than 4:30 p.m., the business day before the date of the meeting.

TO: SHAREHOLDERS OF MUTUAL SEVEN

**FROM: MUTUAL SEVEN
BOARD OF DIRECTORS**

**SUBJECT: SPECIAL BOARD MEETING
(ZOOM CONFERENCE CALL)**

DATE: TUESDAY, APRIL 7, 2020

TIME: 1:00 P.M. – 2:00 P.M.

LOCATION: VIDEO/TELEPHONE CONFERENCE

The purpose of this meeting is to:

- (1) Document the vote of the Board regarding the suspension of all in-person meetings and adoption of the policy for telephone and video conference meeting**
- (2) Discuss and vote to form an emergency essential response team**