

MINUTES OF THE SPECIAL MEETING OF THE CORPORATE MEMBERS
OF THE GOLDEN RAIN FOUNDATION OF LAGUNA WOODS
A CALIFORNIA NON-PROFIT MUTUAL BENEFIT CORPORATION

June 23, 2014

The Special Meeting of the Corporate Members of the Golden Rain Foundation of Laguna Woods, a California non-profit mutual benefit corporation, met on Monday, June 23, 2014 at 10:00 A.M. at 24351 El Toro Road, Laguna Woods, California.

The following members were present at the meeting:

United Laguna Woods Mutual:	Pat English John Beckett Ken Hammer Bevan Strom Tony Dauer	Jack Bassler Ming-Lee Chang Jan LaBarge Don Tibbetts Anthony Liberatore
Third Laguna Hills Mutual:	Mike Straziuso Beth Perak Ray Gros Hank Gioia Won Chang	Kathryn Freshley Judith Troutman Rosemarie di Lorenzo Dickins Wei-Ming Tao Jim Juhan
Mutual No. Fifty:	Ryna Rothberg Inesa Nord-Leth John Dalis	Chace Kendro
Golden Rain Foundation:	Maxine McIntosh Margaret Klein Carol Moore	Richard Palmer Mary Stone Pat Feeney
Directors Absent:	Larry Souza-Golden Rain Foundation Heather Gerson-Golden Rain Foundation Marv Rosenhaft Heather Gerson-Golden Rain Foundation Linda Wilson Heather Gerson-Golden Rain Foundation Ruth May Heather Gerson-Golden Rain Foundation Alice Gokkes-Mutual No. Fifty Bert Moldow-Third Laguna Hills Mutual Eva Lydick-United Laguna Woods Mutual	
Staff Present:	Jerry Storage, Kim Taylor, Cris Robinson, Katy Howe	
Others Present:	Inspectors of Election: No Inspectors of Election were present GRF and Mutual Legal Counselors: Bob Mulvihill, Kelly Richardson, Steve Roseman, Lisa Tashjian; Dr. Bruce Bishop PhD, CP, CMA, professional parliamentarian	

CALL TO ORDER

Pat Feeney, First Vice President of the Golden Rain Foundation Board of Directors, chaired the meeting, called it to order at 10:00 AM., and established a quorum.

The Directors and Members made comments.

Sy Wellikson (5026)
Pamela Grundke (2214-B)
Maxine McIntosh (68-C)
Carol Moore (3399-A)
Ken Hammer (797-B)
Tony Dauer (96-C)
Ray Gros (5128)
Maggie Blackwell (71-D)
Margaret Klein (3487-A)
Bevan Strom (30-A)
Stanley Feldstein (2403-1B)
Edward Tao (2306-B)
Mike Comer (380-A)
Kathryn Freshley (5490-N)
Jim Juhan (3242-3A)
Robert Sherinian (3232-A)
Burton Baum (3524-B)
Kay Margason (510-C)

During Member comments Member Sy Wellikson read a resignation letter from Directors Larry Souza, Heather Gerson, Marv Rosenhaft, Ruth May and Linda Wilson.

Director Beckett moved to accept their resignations. Director Hammer seconded the motion.

By a vote of 13-10-1 the motion carried.

United Director John Beckett moved to commence balloting on prepared ballot forms to ratify the Removal of the Current Inspectors of Election and Ratify the Appointment of Martin & Chapman or, if Not Available, The Inspectors of Election (TIE) to Serve as Replacement Inspector of Election for Certification of the GRF Recall Vote of June 13, 2014 relating to United's request for removal of two Golden Rain Foundation Directors, Larry Souza and Heather Gerson. United Director Ken Hammer seconded the motion, and the motion carried without objection. The ballot is attached as Exhibit A.

The required number of votes to pass was achieved.

	UNITED	THIRD	FIFTY	TOTALS
Yes	5,740	3,324	186	9,250
No	0	2,216	0	2,216

Director Feeney asked Ms. Cris Robinson to read the opinion from Martin & Chapman, who were appointed by the Golden Rain Foundation as replacement Inspectors of Election on June 13, 2014, at a Closed Emergency GRF Board meeting.

The meeting was adjourned at 11:15 AM.

Pat Feeney, GRF
President of the Board

GOLDEN RAIN FOUNDATION OF LAGUNA WOODS
Special Meeting of the GRF Corporate Members

23-Jun-14

	UNITED	THIRD	FIFTY	TOTALS
Yes	5,740	3,324	186	9,250
No	0	2,216	0	2,216
	0	0	0	0
	0	0	0	0
	0	0	0	0
	0	0	0	0
Withhold my Vote	0	0	62	62
GRAND TOTAL	5,740	5,540	248	11,528

Horizontal Total 11,528

<i>Affirmative Vote Needed</i>	5,765
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LAGUNA WOODS MUTUAL NO. FIFTY

**SPECIAL OPEN MEETING OF THE CORPORATE MEMBERS OF THE
GOLDEN RAIN FOUNDATION OF LAGUNA WOODS**

OFFICIAL BALLOT

June 23, 2014

INSTRUCTIONS: Please do not mark your ballot until instructed to do so by the Chairman of the meeting.

As a Director of Laguna Woods Mutual No. Fifty you are authorized to cast 62 votes.

Removal of the Current Inspectors of Election and Ratify the Appointment of Martin & Chapman or, if Not Available, The Inspectors of Election (TIE) to Serve as Replacement Inspector of Election for Certification of the GRF Recall Vote of June 13, 2014 relating to United's request for removal of two Golden Rain Foundation Directors, Larry Souza and Heather Gerson.

Yes	No	Withhold
<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

A **"Withhold"** vote will count toward quorum purposes only.

