

MINUTES OF THE ORGANIZATIONAL MEETING
OF THE BOARD OF DIRECTORS OF
GOLDEN RAIN FOUNDATION OF LAGUNA WOODS
A CALIFORNIA NON-PROFIT MUTUAL BENEFIT CORPORATION

November 9, 2006

The Board of Directors of the Golden Rain Foundation of Laguna Woods, a California non-profit mutual benefit corporation, met immediately following the Annual Meeting of the Corporate Members held at 10:00 A.M. on Wednesday November 9, 2006 at 24351 El Toro Road, Laguna Woods, California.

Directors Present: George Portlock, Joseph Heller, Bea McArthur, Cynthia Chyba, Bob Miller, Ruth May, Mark Schneider, Erwin Stuller, Don Tibbetts

Directors Absent: Noel Hatch, Jack Bassler

Staff Present: Milt Johns, Patty Fox

Director Portlock called the meeting to order at 11:09 A.M., indicated that a quorum was present, that the meeting was held pursuant to notice duly given, and stated that the purpose of the meeting was to elect new officers to the Board.

Director Portlock introduced Mark Schneider, Erwin Stuller, and Don Tibbetts as the new Board Directors.

APPROVAL OF AGENDA

The Agenda was approved as submitted.

Director Portlock turned the meeting over to Mr. Milt Johns who entertained nominations for President.

Director Joseph Heller nominated Director George Portlock for the position of President. Director Portlock accepted the nomination and nominations closed. Director Portlock was voted in by acclamation.

President Portlock directed Mr. Johns to continue with the nominations.

Mr. Johns entertained nominations for First Vice President.

President Portlock nominated Director Heller, Director Cynthia Chyba nominated Ruth May for the position of First Vice President. Directors Heller and May accepted the nomination and the nominations closed. Director May was voted in by secret ballot.

Mr. Johns entertained nominations for Second Vice President.

President Portlock nominated Director Heller, and Director Bob Miller nominated Director Bea McArthur for the position of Second Vice President. Directors Heller and McArthur accepted the nomination and the nominations closed. Director McArthur was voted in by secret ballot.

Mr. Johns entertained nominations for Secretary.

Director May nominated Director Chyba for the position of Secretary. Director Chyba accepted the nomination and nominations closed. Director Chyba was voted in by acclamation.

Mr. Johns entertained nominations for Treasurer.

Director Don Tibbetts nominated Director Bob Miller for the position of Treasurer. Director Miller accepted the nomination and nominations closed. Director Miller was voted in by acclamation.

President Portlock read a proposed resolution ratifying the Board Officers. A motion was made and seconded to approve the resolution.

By a vote of 8-0-0, the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-06-106

RESOLVED, November 9, 2006 that the following persons are hereby elected as officers of this Corporation:

George Portlock	President
Ruth May	1st Vice President
Bea McArthur	2nd Vice President
Cynthia Chyba	Secretary
Bob Miller	Treasurer

RESOLVED FURTHER, that the following persons are hereby elected as officers of this Corporation:

Milton E. Johns	Vice President
Janet Price	Assistant Treasurer
Patty Fox	Assistant Secretary

Cris Trapp

Assistant Secretary

Wendy Panizza

Assistant Secretary, for the purpose
of representing GRF in Small
Claims Court

Jodie Martin

Assistant Secretary, for the purpose
of representing GRF in Small
Claims Court

RESOLVED FURTHER, that Ruth May shall be the Vice President described in Article 9, Section 9.1 of the by-laws and authorized to preside at meetings of the members and of the directors in the absence of the President, as provided in Article 9, Section 9.6.2 of the by-laws; and

RESOLVED FURTHER, that Bea McArthur shall preside over meetings of the members and of the directors in the absence of the President and 1st Vice President; and

RESOLVED FURTHER, that Resolution 90-05-81, adopted October 28, 2005 is hereby superseded and canceled.

OTHER BUSINESS

President Portlock read a proposed resolution on approving the GRF Committee Appointments. Director May moved to approve the resolution. Director McArthur seconded the motion.

By a vote of 8-0-0 the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-06-107

RESOLVED, November 9, 2006, that the following persons are hereby appointed to the Committees of this corporation:

Broadband Services Committee

Noel Hatch, Chair (GRF)
Bea McArthur, Vice Chair (GRF)
Bob Miller (GRF)
Carol Moore (Third)
Isabel Muennichow (Third)
Beth O'Brien (United)
Marty Rubin (United)
Voting Advisors: TBA

Business Planning

George Portlock, Chair (GRF)
Bob Miller, Vice Chair (GRF)
Noel Hatch (GRF)
Richard Moos (Third)
Jim Matson (Third)
Jim McNulty (United)
Beth O'Brien (United)

Bus Services Committee

Cynthia Chyba, Chair (GRF)
Ruth May, Vice Chair (GRF)
Don Tibbetts (GRF)
Dominic Burrasca (Third)
Jim Keysor (Third)
John Dalis (United)
Marty Rubin (United)
Voting Advisors: Janet Schwartz, Grete Rothschild
Non voting Advisor: Maury Kravitz

Community Activities

Ruth May, Chair (GRF)
Jack Bassler, Vice Chair (GRF)
Mark Schneider (GRF)
Carol Moore (Third)
George Arnold (Third)
Jan McLaughlin (United)
Jim McNulty (United)
TBA (Mutual 50)

Finance

Bob Miller, Chair (GRF)
Don Tibbetts, Vice Chair (GRF)
Erwin Stuller (GRF)
Robert Hatch (Third)
Richard Moos (Third)
Jim McNulty (United)
John Dalis (United)

Government & Public Relations

Mark Schneider, Chair (GRF)
Joseph Heller, Vice Chair (GRF)
Erwin Stuller (GRF)
Isabel Muennichow (Third)
Jim Keysor (Third)

Bevan Strom (United)
Jan McLaughlin (United)
TBA (Mutual 50)

Landscape Committee

Bea McArthur (GRF), Chair
Cynthia Chyba (GRF), Vice Chair
Jack Bassler (GRF)
Dominic Burrasca (Third)
Gunter Vogt (Third)
Linda Wilson (United)
Maxine McIntosh (United)

Maintenance & Construction

Joseph Heller, Chair (GRF)
Noel Hatch, Vice Chair (GRF)
Don Tibbetts (GRF)
Jim Matson (Third)
Larry Souza (Third)
Mary Stone (United)
Ken Hammer (United)
Voting Advisor: Bob Morton

Security

Jack Bassler, Chair (GRF)
Bob Miller, Vice Chair (GRF)
Joseph Heller (GRF)
Ray Gros (Third)
George Arnold (Third)
Linda Wilson (United)
Bevan Strom (United)
Voting Advisor: TBA
Non Voting Advisor: TBA

Select Audit

Bob Miller
George Portlock

Laguna Canyon Foundation

Mark Schneider

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; and

RESOLVED FURTHER, that Resolution 90-06-88 adopted October 3, 2006 is hereby superseded and cancelled.

President Portlock opened the floor for Corporate Member Comments.

Third Director Richard Moos congratulated the new Board and Officers.

There being no further business to come before the Board of Directors, the Organizational Meeting was adjourned at 11:34 A.M.

Cynthia Chyba, Secretary