

**RESOLUTION OF THE BOARD OF DIRECTORS  
OF GOLDEN RAIN FOUNDATION OF LAGUNA WOODS  
A CALIFORNIA NONPROFIT MUTUAL BENEFIT CORPORATION**

The undersigned, being all of the directors of Golden Rain Foundation of Laguna Woods, a California nonprofit mutual benefit corporation, hereby exercise the powers residing by law in the directors of said corporation as follows:

1. All action taken herein is taken by written unanimous consent of the board of directors of the corporation as authorized by the provisions of:

Section 6.8 of Article 6 of the duly adopted bylaws of the corporation, which states:

*Any action required or permitted to be taken by the Board of Directors may be taken without a meeting if all Members of the Board, individually or collectively, consent in writing to that action. Such action by written consent shall have the same force and effect as a unanimous vote of the Board of Directors. Such written consent or consents shall be filed with the minutes of the proceedings of the Board.*

And pursuant to Corp. Code §7211(b), which states:

*Any action required or permitted to be taken by the board may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board. Such action by written consent shall have the same force and effect as a unanimous vote of such directors. For the purposes of this section only, "all members of the board" shall not include any "interested director" as defined in Section 5233, insofar as it is made applicable pursuant to Section 7238.*

2. **RESOLUTION 90-07-75**

**WHEREAS**, by way of Resolution 90-07-21, the Board of Directors of this Corporation authorized a supplemental appropriation in the amount of \$18,000 for the design and an implementation plan for a new community logo using the services of a "re-branding" design consultant; and

**WHEREAS**, the Board of Directors of this Corporation approved the new logo on July 3, 2007 at its Executive Session Board Meeting;

**NOW THEREFORE BE IT RESOLVED**, that the Board of Directors of this Corporation hereby approves staff's recommendation for the implementation of a new community logo using Alternative One – Select Purchases, Phase in of New Logo Largely via Attrition, and authorizes a supplemental appropriation in the amount of \$18,800 which includes costs associated with a general announcement and promotional event to unveil the logo, changes to the website, and signage for

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predominant areas such as the clubhouses, Community Center lobby and exterior signs; and

**RESOLVED FURTHER**, that the Board hereby further authorizes an additional supplemental appropriation in the amount of \$75,451 to purchase the following items to implement throughout the Community:

	Number	Unit Price	Amount
Ball Point Pens	200	1.75	\$ 350
Pads	200	1.58	\$ 316
Hats	100	6.50	\$ 650
Stationary			\$ 4,500
Folders/Welcome Kit			\$ 300
Staff Shirts			\$ 2,730
Staff hats			\$ 900
Board Room Sign			\$ 750
Community Center Leaf			\$ 75
Entry Gates	14	1,785.71	\$ 25,000
Pennants	28	67.86	\$ 1,900
Banners	3	120.00	\$ 360
Passenger/Utility Vehicles	380	99.00	\$ 37,620
<b>SUBTOTAL</b>			
Of Additional			
Authorized Purchases			<b>\$ 75,451</b>
<b>SUBTOTAL</b>			
Alternative One – Authorized			
Purchases			<b>\$ 18,800</b>
<b>TOTAL</b>			<b>\$ 94,251</b>

**RESOLVED FURTHER**, that the total cost for such phase-in shall be \$94,251 to be funded from the Unappropriated Expenditures Fund; 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.

3. The Secretary of this Corporation is hereby directed to accept this writing signed by all the Directors of this Corporation and to place same in the Book of Minutes of the meetings of the Board of Directors of this Corporation as evidence of the action taken herein by the unanimous written consent of the Board of Directors of the Corporation.

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\_\_\_\_\_  
George Portlock, President

\_\_\_\_\_  
Date

\_\_\_\_\_  
Noel Hatch, Director

\_\_\_\_\_  
Date

\_\_\_\_\_  
Ruth May, 1st VP

\_\_\_\_\_  
Date

\_\_\_\_\_  
Joseph Heller, Director

\_\_\_\_\_  
Date

\_\_\_\_\_  
Elizabeth C. McArthur, 2nd VP

\_\_\_\_\_  
Date

\_\_\_\_\_  
Mark Schneider, Director

\_\_\_\_\_  
Date

\_\_\_\_\_  
Cynthia Chyba, Secretary

\_\_\_\_\_  
Date

\_\_\_\_\_  
Don Tibbetts, Director

\_\_\_\_\_  
Date

\_\_\_\_\_  
Bob Miller, Treasurer

\_\_\_\_\_  
Date

\_\_\_\_\_  
Erwin Stuller, Director

\_\_\_\_\_  
Date

\_\_\_\_\_  
Jack Bassler, Director

\_\_\_\_\_  
Date

Dated: \_\_\_\_\_

Certified by:

\_\_\_\_\_  
Patty Fox, Assistant Secretary