

**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 90-11-16**

RESOLUTION AUTHORIZING THE FEDERAL FUNDING UNDER FTA SECTION 5310 (49 U.S.C. SECTION 5310) WITH CALIFORNIA DEPARTMENT OF TRANSPORTATION

WHEREAS, the U. S. Department of Transportation is authorized to make grants to states through the Federal Transit Administration to support capital projects for non-urbanized public transportation systems under Section 5310 of the Federal Transit Act; and

WHEREAS, the California Department of Transportation (Department) has been designated by the Governor of the State of California to administer Section 5310 grants for transportation projects for the elderly and disabled; and

WHEREAS, The Golden Rain Foundation of Laguna Woods (GRF) desires to apply for said financial assistance to permit operation of paratransit service in the Laguna Woods area; and

WHEREAS, GRF has, to the maximum extent feasible, coordinated with other transportation providers and users in the region;

NOW THEREFORE, BE IT RESOLVED that GRF hereby authorizes its Assistant Treasurer to file and execute applications on behalf of GRF with the Department to aid in the financing of capital projects pursuant to Section 5310 of the Federal Transit Act, as amended; and

RESOLVED FURTHER that the Assistant Treasurer is authorized to execute and file all certifications of assurances, contracts or agreements or any other document required by the Department; and

RESOLVED FURTHER that the Assistant Treasurer is authorized to provide additional information as the Department may require in connection with the application for the Section 5310 projects; and

RESOLVED FURTHER that the Assistant Treasurer is authorized to submit and approve requests for reimbursement of funds from the Department for the Section 5310 project/s; and

RESOLVED FURTHER that the officers and agents are hereby authorized 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.

_____ Jim Matson, President	_____ Date	_____ Ruth May, Director	_____ Date
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_____ Lloyd Foster, 1st VP	_____ Date	_____ Patrick Murphy, Director	_____ Date
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_____ Don Tibbetts, 2nd VP	_____ Date	_____ Bob Hatch, Director	_____ Date
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_____ Lynne Dvorak, Secretary	_____ Date	_____ Bevan Strom, Director	_____ Date
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_____ Burns Nugent, Treasurer	_____ Date	_____ Ken Hammer, Director	_____ Date
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_____ Ray Gros, Director	_____ Date
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Dated: _____

Certified by:

Patty Kurzet, Assistant Secretary