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

January 7, 2011

The Special Meeting of the Corporate Members of the Golden Rain Foundation of Laguna Woods, a California non-profit mutual benefit corporation, met on Friday, January 7, 2011 at 1:30 P.M. at 24351 El Toro Road, Laguna Woods, California.

The purpose of the meeting is to discuss GRF land planning.

The meeting was open and the following members were present:

United Laguna Hills Mutual:	Gail McNulty Ron Beldner Harold Allen Heather Gerson Cynthia Chyba	Arlene Miller Barbara Copley Catherine Brians Roger Turner John Dalis
United Mutual Members Absent:	Libby Marks	
Third Laguna Hills Mutual:	Carol Moore John Paulus Kathryn Freshley Dick Palmer Rae Tso Denny Welch	Carol Skydell Dominic Burrasca Lucy Shimon Isabel Muennichow Sy Wellikson
Third Mutual Members Absent:	None	
Laguna Woods Mutual 50:	Herb Harris	Ryna Rothberg
Mutual 50 Members Absent:	Richard Wurzel, Darrell Haskell, Keith Wallace	
Golden Rain Foundation:	Jim Matson Ray Gros Bob Hatch Don Tibbetts	Lloyd Foster Ruth May Lynne Dvorak Ken Hammer
GRF Members Absent:	Burns Nugent, Patrick Murphy	
Staff Present:	Jerry Storage, Cris Robinson, Patty Kurzet	
Others Present:	Land Use Consultants: Cora Newman from Government Solutions and Jess Harris of Jess Harris Associates	

CALL TO ORDER

Jim Matson, President of the Golden Rain Foundation Board of Directors, called the meeting to order at 1:30 P.M. and stated that the meeting was held pursuant to notice duly given and established a quorum.

President Matson stated that the purpose of the meeting was to allow the Land Use Consultants to present GRF's land use proposal to the Corporate members.

GRF Director Lloyd Foster provided a summary of the land planning process to determine the best use of GRF's parcels which will include an Outreach Program with the residents.

Director Foster introduced Cora Newman and Jess Harris who provided a brief summary of their expertise and qualifications.

Ms. Newman provided a summary of the discussions held during the GRF Land Use Ad Hoc Committee meetings and the process the Committee has undergone in meeting with residents and directors for input regarding land use. Ms. Newman stated that there are 9 parcels in the Community which are under evaluation regarding appropriate land use designations and associated entitlements.

She reported on the importance of considering land planning now so that GRF could protect the long term value of its land.

Ms. Newman provided a summary of the Specific Plan and stated that currently one parcel (Garden Area One) is zoned as high density residential and 8 parcels are zoned Urban Activities Center (UAC).

Mr. Jess Harris commented on the land planning process and indicated that the City currently controls the use of the land and development since GRF does not have a Specific Plan. He indicated that all 8 that are currently zoned UAC properties need to be designated in the Specific Plan before any developments can be undertaken.

Mr. Harris commented on the individual properties with site opportunites for a potential super gym, fire station, outdoor areas, or for other community amenities that need designations for the Specifc Plan such as Garden Center Two, GRF Nursery, Equestrian Center, compost site, detention basins, and remnant parcels.

Mr. Harris reported that he and Ms. Newman will present three conceptual land use plans from which GRF will choose one to create the Specific Plan. Mr. Harris stated that whatever the final utilization of each property, the opportunity exists to impove connectivitity among people and site amenites using modes of transportation.

Director Foster opened the meeting to the Corporate Members and residents who asked questions about the presentation and possible site opportunities.

Golden Rain Foundation of Laguna Woods Special Meeting of the Corporate Members Page 3 of 3

There being no further business to come before the meeting, the meeting was adjourned at 3:28 P.M.

Jim Matson, GRF President