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

October 25, 2011

A Special Meeting of the Golden Rain Foundation Board of Directors, a California non-profit mutual benefit corporation, was held on Tuesday, October 25, 2011 at 2:00 P.M. at 24351 El Toro Road, Laguna Woods, California.

GRF Directors Present: Jim Matson, Lloyd Foster, Ken Hammer, Don Tibbetts, Bob Hatch,

Lynne Dvorak, Ruth May, Bevan Strom, Patrick Murphy, Burns

Nugent, Ray Gros

GRF Directors Absent: None

Staff Present: Jerry Storage, Patty Kurzet, Cris Robinson

Others Present: Third Mutual Directors: Mike Straziuso, Isabel Muennichow, Rae

Tso, Denny Welch, Carol Moore, John Paulus, Kathryn Freshley,

Dick Palmer, Lucy Shimon

United Mutual Directors: Ron Beldner, Catherine Brians, Paul Vogel, Roger Turner, John Dalis, Barbara Copley, Heather Gerson,

Jack Bassler, Barbara Howard, Mary Stone, Charlie Hammer

Mutual 50 Directors: Erwin Levy

Land Planners: Cora Newman and Jess Harris

CALL TO ORDER

President Jim Matson called the meeting to order at 2:00 P.M., and established a quorum.

Director Strom provided clarification to the circulating misinformation that the GRF Trust expires in 2014 and explained that it expires in 2024.

The Secretary of the Corporation, Director Lynne Dvorak, read a proposed resolution approving a request from the American Legion Post 257 to display oversized posters at each clubhouse and the Library advertising its annual Veteran's Day program. Director Dvorak moved to approve the resolution. Director Hammer seconded the motion.

By a vote of 10-0-0, the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-11-112

WHEREAS, the Board of Directors of this Corporation adopted Resolution 90-07-81 which approved the new Recreation Division Policy, <u>Section II Use of Clubhouses and Community Center Rooms</u>; and

WHEREAS, Section XIII(j) *Clubhouse Bulletin Boards, Posting Flyers, Announcements, etc.*, only allows posters advertising events held at Clubhouse Three and Clubhouse Five; and

WHEREAS, the American Legion Post 257 requested an exception to the Policy to display a poster at each clubhouse and the Library advertising its annual Veteran's Day Program on November 11, 2011 at Clubhouse Three;

NOW THEREFORE BE IT RESOLVED, October 25, 2011, that the Board of Directors of this Corporation hereby makes an exception to its Policy and approves the request from the American Legion Post 257 to display an oversized poster at each clubhouse and the Library advertising its annual Veteran's Day Program on November 11, 2011 at Clubhouse Three; 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.

The Secretary of the Corporation read a proposed resolution approving the Laguna Woods Village Specific Plan for submittal to the City of Laguna Woods. Director Dvorak moved to approve the resolution. Director Foster seconded the motion and discussion ensued on the proposed plan.

Directors Freshley and Copley addressed the Board on the Plan.

By a vote of 7-3-0 (Directors Hatch, Strom, and May opposed), the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-11-113

WHEREAS, GRF retained land planning consultants to provide direction to GRF, coordinate technical land planning issues, and cultivate and direct community outreach activities and communication necessary for the development of a Specific Plan for the use of the eight GRF parcels of land with an Urban Activities Center (UAC) zoning designation; and

WHEREAS, on April 14, 2011, the GRF Board approved and adopted Land Use Alternative A as the basis for the development of the Specific Plan for the UAC parcels for submittal to the City of Laguna Woods;

NOW THEREFORE BE IT RESOLVED, October 25, 2011, that the Board of Directors of this Corporation hereby approves the Laguna Woods Village Specific Plan for submittal to the City of Laguna Woods; and

RESOLVED FURTHER, that the officers and agents of this Corporation are hereby authorized on behalf of this Corporation to carry out the purpose of this resolution.

Ms. Cora Newman commented on the timeline for the City to approve the Plan.

Ms. Cora Newman and Mr. Jess Harris left the meeting at 2:28 P.M.

Mrs. Robinson left the meeting at 2:29 P.M.

GRF ISSUES

President Matson reported on GRF's hiring of a Trust attorney who will review the GRF Trust.

Third Director Freshley inquired on the Moulton Widening project.

UNITED ISSUES

United President Beldner introduced the new United Board officers.

President Beldner commented on the Mutual's 6-month lease restriction policy.

Director Dalis reported on an article in the LA Times indicating that loans will be foreclosed on if residencies are not occupied.

THIRD ISSUES

Director Straziuso commented on President Wellikson's health and the status of the revocation of the chargeable services policy.

MUTUAL 50 ISSUES

Director Levy introduced himself as a newly appointed Mutual 50 director.

United President Beldner answered questions regarding Mutual lighting.

Summary of Previous Closed Session Meetings per Civil Code Section §1363.05

During its Regular Executive Session Meeting of October 4, 2011, the Board reviewed and approved the minutes of the Regular Executive Session of September 6, 2011; and the Board reviewed, revised, and approved the minutes of the Special Executive Session of September 15, 2011; approved GRF Security and Committee Access Committee Recommendations for RV Lot Violations; held three member disciplinary hearings; and discussed contractual, litigation, and other member disciplinary matters.

With no further business before the Board of Directors, the special meeting was adjourned at 3:09 PM.

Lynne Dvorak, Secretary	