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

August 24, 2010

A Special Meeting of the Golden Rain Foundation Board of Directors, a California non-profit mutual benefit corporation, was held on Tuesday, August 24, 2010 at 2:00 P.M. at 24351 El Toro Road, Laguna Woods, California.

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

Bea McArthur, Burns Nugent, Don Tibbetts, Ruth May, Larry Souza

GRF Directors Absent: Ray Gros

Others Present: None

Staff Present: Jerry Storage, Cris Robinson, Tim Huval, Patty Kurzet

CALL TO ORDER

GRF President Jim Matson called the meeting to order at 2:00 P.M., established a quorum for GRF, indicated that the meeting was duly noticed, and stated the purpose of the meeting was to discuss the City's Moulton Parkway Smart Street and the Golf Building project.

Mrs. Robinson reported that the City Council met on August 18, 2010 and approved the CUP for the Golf building along with the land dedication Conditions 27 and 35, and is requiring GRF to build 51 parking spaces which could be built near the golf course or near Clubhouse 7. Mrs. Robinson stated that the City is willing to negotiate the mitigation, but such negotiations cannot commence until after Labor Day when she returns from vacation.

A meeting will be set up to determine the mitigation measures for removing and replacing the perimeter fence, removing and replacing trees, any and all required public safety mitigation, and any reasonable mitigation necessary to maintain the playability of any portions of the golf course affected by the roadway improvements.

Staff recommended that the Board retain the same Golf Course Architect to review the materials prepared by them in 2008 in connection with the appraisal of the Golf Course property for the Moulton Parkway Widening project, in preparation of a meeting to be held with the City regarding the mitigation.

Director May made a motion to authorize a supplemental appropriation in an amount not to exceed \$5000 to retain Rainville and Bye, Golf Course Architects, to review the material prepared by them in 2008 in connection with the appraisal of the Golf Course property for the Moulton Parkway Widening project. Director McArthur seconded the motion and discussion ensued.

President Matson stated that he went with Roger Teal to evaluate the 9th Hole T-Box. He further stated that Councilman Bob Ring would like an acceleration lane installed at Garden Center One for vehicles entering Moulton Parkway from the Garden Center.

Member Carol Moore (3399-A) commented on an acceleration lane at Garden Center One and Member Kathryn Freshley (5490-N) presented her concerns with the land dedication.

By a vote of 9-0-0, the motion carried and following resolution was adopted:

RESOLUTION 90-10-69

WHEREAS, on August 18, 2010 the Council for the City of Laguna Woods approved Conditional Use Permit 603 to allow GRF to construct a new Golf Building with the condition that GRF make an irrevocable offer to dedicate the right-of-way along the Golf Course on Moulton Parkway land; and

WHEREAS, GRF wishes to enter into negotiations with the City regarding reasonable mitigation measures concerning the playability of any portions of the Golf Course affected by the roadway improvements related to the Moulton Parkway Widening project; and

NOW THEREFORE BE IT RESOLVED, August 24, 2010, that the Board of Directors of this Corporation hereby authorizes a supplemental appropriation in the amount not to exceed \$5000, from the Contingency Fund, to retain Rainville and Bye, Golf Course Architects, to review the material prepared by them in 2008 in connection with the appraisal of the Golf Course property for the Moulton Parkway Widening project; and

RESOLVED FURTHER, that Rainville and Bye will meet with the City's golf course expert to attempt to reach an agreement on proper mitigation of impacts to the Golf Course related to the Moulton Parkway Widening project; 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.

Member Pamela Grundke (2214-B) stated that the Resident's Voice is in favor of the new Golf Building and that such improvements are well needed. Ms. Grundke announced that Coralee Newman will attend the next Resident's Voice meeting to present GRF's proposed Specific Plan.

Member Carol Skydell (3070-B) inquired as to the requirement for additional parking for the new Golf Building, and stated that she specifically recalled City Manager Leslie Keane stating that the requirement for additional parking may be able to be removed. Mrs. Robinson responded that the City, after a thorough review, concluded that the parking spots were necessary for the new Golf Building.

Director Hatch provided his opinion of the City Council's decision to approve the CUP with the two conditions.

| Golden Rain Foundation |
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| With n | o further | business | before t | the | Board | of | Directors, | the | special | meeting | was | adjourned | at |
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| 2:36 P | ² .M. | | | | | | | | | | | | |

Elizabeth C. McArthur, Secretary