

**SPECIAL MEETING OF THE CORPORATE MEMBERS
OF THE GOLDEN RAIN FOUNDATION OF LAGUNA WOODS
A CALIFORNIA NON-PROFIT MUTUAL BENEFIT CORPORATION
July 23, 2009**

The Special Meeting of the Corporate Members of the Golden Rain Foundation of Laguna Woods, a California non-profit mutual benefit corporation, met on Thursday, July 23, 2009 at 9:00 A.M. at 24351 El Toro Road, Laguna Woods, California.

The purpose of the meeting was to discuss the 2010 Business Plan – Version 2.

The meeting was open and the following members were present:

United Laguna Hills Mutual:	Lloyd Foster	John Dalis
	Bevan Strom	Maxine McIntosh
	Marv Rosenhaft	Arlene Miller
	Linda Wilson	Paul Vogel
	—Gail McNulty (arrived at 10:15)	

United Mutual Members Absent: Marty Rubin and Mike Curtis

Third Laguna Hills Mutual:	-Carol Moore	Mary Robertson
	—Isabel Muennichow	Kathryn Freshley
	Carol Skydell (arrived at 10:15)	

Third Mutual Members Absent: Stanley Feldstein, Don Lippert, John Paulus, Larry Souza and Dominic Burrasca

Laguna Woods Mutual 50: Keith Wallace (arrived at 9:40)

Mutual 50 Members Absent: Richard Gray, Richard Wurzel, Ruth Mervis and Herb Harris

Golden Rain Foundation:	Erwin Stuller	Jim McNulty
	Don Tibbets	Ray Gros
	Ken Hammer	Bob Hatch
	Bea McArthur	Jim Matson
	Bob Miller	Ruth May
	Burns Nugent	

GRF Members Absent: None

Others Present: Janet Whitcomb, Laguna Woods Globe (arrived at 9:10)

Staff Present: —Janet Price, Milt Johns, Betty Parker, Marci Mednick

CALL TO ORDER

Erwin Stuller, Chair of the Committee, declared that the meeting had been properly noticed, stated that a quorum was present, and called the meeting to order at 9:00 A.M.

ACKNOWLEDGEMENT OF PRESS

Janet Whitcomb from the Laguna Woods Globe was acknowledged as present.

REVIEW PROPOSED 2010 BUSINESS PLAN – VERSION 2

Janet Price, Finance & Administration Director, introduced the proposed 2010 Business Plan and noted a summary of changes from Version 1 to Version 2. Ms. Price stated that Version 3 will decrease an additional \$0.15 per manor per month (PM PM) to reflect a decrease in the management fee calculation based on the contact's annual adjustment.

Ms. Price noted Version 2 reflects a decrease of \$4.03 PMPM from Version 1. Ms. Price also noted that the total proposed basic assessment is a decrease of \$0.80 PMPM from 2009, and when the adjustment for the management fee is included, there will be a total decrease of \$0.95 PMPM from 2009.

Ms. Price discussed assumptions used for developing the proposed budget and stated that \$5,000,000 was added to the 30-Year Reserves Plan for Clubhouse 2 renovation project in 2010-2013 as most of the previous funding for Gate 12 East area was redirected to the Golf Building project in 2010, per committee and board directives.

Director Moore asked about increases in minimum wage requirements.

Director Freshly ask about changes in the Reimburse Agent for Salaries/Wages budget category. Discussion ensued.

Member Mary Wall (239-D) inquired about surplus recovery figures.

Director Hatch commented on Emeritus fitness classes.

Director Robertson commented on projected reserve contributions, internal control review and operating surplus.

Director McIntosh commented on the proposed funding of Clubhouse 2.

Member Lou Skogen (364-O) commented on taxes.

Member Ted Shapiro (2299-A) commented on salaries and wages.

Director Freshley made a motion instructing Staff to eliminate the increase in the Reimburse Agent for Salaries/Wages and Expense Related to Salaries/Wages budget categories. Director Moore seconded the motion. Discussion ensued. Mr. Johns noted that this could be accomplished with service levels changes as recommended by the Board. By a vote of 2-4-0, the motion failed (Directors Freshley and Moore opposed).

Director Vogel made a motion to discuss the proposed budget related to salaries and wages in a closed session. The motion failed for lack of a second.

Ms. Price reviewed the Replacement Reserves 30-Year Funding Plan and reviewed the items in the 2010 in the Capital Expenditures Plan.

Director Freshly commented on the replacement reserve balances and the use of the baseline funding method used in the 30-Year Funding Plan. Discussion ensued.

By consensus, the Board recommended the approval of the 2010 Business Plan.

ADJOURNMENT

There being no further business to come before the meeting, the meeting was adjourned at 10:47 P.M.

Erwin Stuller, President
Golden Rain Foundation of Laguna Woods