

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

November 12, 2015

The Organizational Meeting of the Board of Directors of the Golden Rain Foundation of Laguna Woods, a California non-profit mutual benefit corporation, was held immediately following the Annual Meeting of the Corporate Members on Thursday, November 12, 2015 at 24351 El Toro Road, Laguna Woods, California.

Directors Present: Kathryn Freshley, Mary Stone, John Beckett, Richard Johnston, Richard Palmer, John Parker, Margaret Klein, Mike Comer, Beth Perak, Judith Troutman

Directors Absent: JoAnn di Lorenzo

Others Present: Jerry Storage, Kim Taylor

CALL MEETING TO ORDER

President Kathryn Freshley called the meeting to order at 12:05 PM, indicated that a quorum was present, that the meeting was held pursuant to notice duly given, and stated that the purpose of the meeting was to elect new officers to the Board.

APPROVAL OF AGENDA

Director Beckett read a resolution and moved to have it added to the agenda. Director Klein seconded the motion.

By a vote of 6-4-0 (Directors Palmer, Johnston, Stone, Freshley opposed) the motion failed by lack of a 2/3 vote and resolution was not added to the agenda.

Director Beckett moved to have the votes of Directors Freshley and Stone be disqualified. Director Klein seconded the motion. Discussion ensued. Director Beckett withdrew his motion.

PRESIDENT

President Kathryn Freshley entertained nominations for President.

Director Parker nominated Director Mike Comer for the position of President. Director Comer accepted the nomination.

Director Johnston nominated Director Kathryn Freshley for the position of President. Director Freshley declined the nomination.

Director Palmer nominated Director Johnston for the position of President. Director Johnston accepted the nomination.

Absent additional nominations, the floor was closed to nominations. By way of secret ballot Director Mike Comer was elected President by a vote of 6-3 (Director Stone recused herself).

FIRST VICE PRESIDENT

President Comer entertained nominations for First Vice President.

Director Klein nominated Director John Parker for the position of First Vice President. Director Parker accepted the nomination.

Absent additional nominations, the floor was closed to nominations. By way of acclamation Director John Parker was elected First Vice President.

SECOND VICE PRESIDENT

President Comer entertained nominations for Second Vice President.

Director Parker nominated Director Beth Perak for the position of Second Vice President. Director Perak accepted the nomination.

Absent additional nominations, the floor was closed to nominations. By way of acclamation Director Beth Perak was elected Second Vice President.

SECRETARY

President Comer entertained nominations for Secretary.

Director Klein nominated Director Judith Troutman for the position of Secretary. Director Troutman accepted the nomination.

Director Johnston nominated Director Mary Stone for the position of Secretary. Director Stone declined the nomination.

Absent additional nominations, the floor was closed to nominations. By way of acclamation Director Judith Troutman was elected Secretary.

TREASURER

President Comer entertained nominations for Treasurer.

Director Parker nominated Director Margaret Klein for the position of Treasurer. Director Klein accepted the nomination.

Director Palmer nominated Director Richard Johnston for the position of Treasurer. Director Johnston accepted the nomination.

Absent additional nominations, the floor was closed to nominations. By way of secret ballot Director Margaret Klein was elected Treasurer by a vote of 6-3 (Director Stone recused herself).

Director Judith Troutman, Secretary of the Corporation, read a proposed resolution ratifying the Board Officers. Director Troutman moved to approve the resolution. Director Beckett seconded the motion.

By a vote of 9-0-1 (Director Stone abstained) the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-15-64

Golden Rain Foundation Board Officers

RESOLVED, November 12, 2015, that the following persons are hereby elected as officers of this Corporation:

Mike Comer	President
John Parker	1st Vice President
Beth Perk	2nd Vice President
Judith Troutman	Secretary
Margaret Klein	Treasurer

RESOLVED FURTHER, that the following person is hereby appointed as ex-officio officer of this Corporation:

Jerry Storage	Vice President
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RESOLVED FURTHER, that Resolution 90-15-13, adopted February 3, 2015 is hereby superseded and canceled.

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

President Comer congratulated the new Board Officers.

There being no further business to come before the Board of Directors, the Organizational Meeting was adjourned at 12:40 PM.

Judith Troutman, Secretary
Golden Rain Foundation