

**RESOLUTION OF THE BOARD OF DIRECTORS
OF GOLDEN RAIN FOUNDATION OF LAGUNA WOODS
A CALIFORNIA NONPROFIT MUTUAL BENEFIT CORPORATION**

The undersigned, being all of the directors of Golden Rain Foundation of Laguna Woods, a California nonprofit mutual benefit corporation, hereby exercise the powers residing by law in the directors of said corporation as follows:

1. All action taken herein is taken by written unanimous consent of the board of directors of the corporation as authorized by the provisions of:

Section 6.8 of Article 6 of the duly adopted bylaws of the corporation, which states:

Any action required or permitted to be taken by the Board of Directors may be taken without a meeting if all Members of the Board, individually or collectively, consent in writing to that action. Such action by written consent shall have the same force and effect as a unanimous vote of the Board of Directors. Such written consent or consents shall be filed with the minutes of the proceedings of the Board.

And pursuant to Corp. Code §7211(b), which states:

Any action required or permitted to be taken by the board may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board. Such action by written consent shall have the same force and effect as a unanimous vote of such directors. For the purposes of this section only, "all members of the board" shall not include any "interested director" as defined in Section 5233, insofar as it is made applicable pursuant to Section 7238.

2. **RESOLUTION 90-06-93**

WHEREAS, The renewal of Measure M is being placed on the November ballot to ask the voters of Orange County to continue the one-half cent transportation sales tax that is dedicated to transportation improvements. The Project U portion of Measure M will provide services and programs to meet the growing transportation needs of seniors and persons with disabilities as follows:

- One percent of net revenues will stabilize fares and provide fare discounts for bus services, specialized ACCESS services and future rail services.
- One percent of net revenues will be available to continue and expand local community van service for seniors through the existing Senior Mobility Program.
- One percent will supplement existing countywide senior non-emergency medical transportation services; and

RESOLVED FURTHER, the Golden Rain Foundation Government and Public Relations Committee recommends that the Board of Directors supports the Project U portion of Measure M; and

NOW THEREFORE BE IT RESOLVED, that the Board of Directors of this Corporation authorizes staff to communicate with the appropriate County officials that the Golden Rain Foundation Board of Directors supports the Project U portion of Measure M; 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.

3. The Secretary of this Corporation is hereby directed to accept this writing signed by all the Directors of this Corporation and to place same in the Book of Minutes of the meetings of the Board of Directors of this Corporation as evidence of the action taken herein by the unanimous written consent of the Board of Directors of the Corporation.

_____ George Portlock, President	_____ Date	_____ Marty Rhodes, Director	_____ Date
_____ Joseph Heller, 1st VP	_____ Date	_____ Elizabeth C. McArthur, Director	_____ Date
_____ Robert Miller, 2nd VP	_____ Date	_____ Ruth May, Director	_____ Date
_____ Cynthia Chyba, Secretary	_____ Date	_____ Noel Hatch, Director	_____ Date
_____ Maurice Kravitz, Treasurer	_____ Date	_____ Jack Bassler, Director	_____ Date
_____ Mark Stein, Director	_____ Date		

Dated: _____

Certified by:

Patty Fox, Assistant Secretary