

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

March 1, 2011

The Regular Meeting of the Golden Rain Foundation of Laguna Woods Board of Directors, a California non-profit mutual benefit corporation, was held on Tuesday, March 1, 2011, at 9:30 A.M., at 24351 El Toro Road, Laguna Woods, California.

Directors Present: Jim Matson, Lloyd Foster, Don Tibbetts, Ruth May, Bob Hatch, Ken Hammer, Patrick Murphy, Lynne Dvorak, Ray Gros, Bevan Strom

Directors Absent: Burns Nugent

Others Present: Jerry Storage, Patty Kurzet
Executive Session: Jerry Storage, Cris Robinson, Patty Kurzet, Luis Rosas

Designated Representative
from Mutual Fifty: None

CALL TO ORDER

President Jim Matson served as Chair of the meeting and stated that it was a regular meeting held pursuant to notice duly given and that a quorum was present. The meeting was called to order at 9:30 A.M.

A moment of silence and reflection was held to honor our US Troops who are serving our Country, and for those who are in harm's way.

PLEDGE OF ALLEGIANCE TO THE FLAG

Director Tibbetts led the membership in the Pledge of Allegiance to the Flag.

ACKNOWLEDGEMENT OF PRESS

Ms. Claire Webb from the Laguna Woods Globe was not present at the time the meeting started, and the Channel 6 Camera Crew, by way of remote cameras, was acknowledged as present.

APPROVAL OF AGENDA

Without objection, the agenda was approved as written.

APPROVAL OF MINUTES

The Board reviewed and approved without objection the minutes of the Regular Meeting of February 1, 2011.

CHAIR'S REPORT

President Matson commented on the construction progress of the new Golf Building and provided an update on GRF's land planning process.

GENERAL MANAGER'S REPORT

Mr. Storage updated the membership on the ongoing projects in the Community and Clubhouses; reported on the City's plan to change the configuration of Santa Maria from Gate 8 to Moulton Parkway to accommodate "golf cart only" traffic lanes in both directions; reported on the City's plan to construct a two-third's acre City Centre Park between vacant GRF property in the Gate 16 area and the drive leading up to the El Toro water reservoirs; commented on the Moulton Parkway Smart Street project; and reported that the Orange County chapter of CAI held its annual awards ceremony and announced that Ruth May, GRF Director was awarded as Speaker of the Year and Heather Gerson, United Director was awarded with the Rookie Board Member of the Year award.

OLD BUSINESS

Director Bob Hatch provided a brief summary of the revised Recreation Division Policy with respect to Section XXII Fitness – D Gymnasium.

The Secretary of the Corporation, Director Lynne Dvorak, read the following resolution approving the revised Recreation Division Policy with respect to "Section XXII Fitness – D Gymnasium," which was postponed from last month to conform to the thirty-day notification requirements:

RESOLUTION 90-11

WHEREAS, the Board of Directors of this Corporation adopted Resolution 90-07-82 on November 6, 2007, which approved Section III of the new Recreation Division Policy with respect to "Recreational Facilities;" and

WHEREAS, a recommendation has been made by the Community Activities Committee to make additional changes to further accommodate the needs of the residents;

NOW THEREFORE BE IT RESOLVED, April 5, 2011, that the Board of Directors of this Corporation hereby approves the revised Recreation Division Policy with respect to "Section XXII Fitness – D Gymnasium," effective April 5, 2011, by making the following changes:

- Increasing the minimum age requirement ~~from 10 years~~ to 14 years to enter and use the gymnasium; and
- Adding a new policy that "a resident may ~~not~~ sponsor a maximum of ~~more than~~ two guests at any one time"; and
- Expanding the prohibition of using any type of powder on the gymnasium floor or on the bottom of shoes worn in the facility to include "and/or liquid."

RESOLVED FURTHER, that Resolution 90-07-82 adopted November 6, 2007 is hereby amended; 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.

Members Erna Ferris (2064-A) and Sy Wellikson (5026) commented on the resolution.

Without objection, the Board agreed to remove the words "*from 10 years*" in the first bullet point and change the second bullet point to read: Adding a new policy that "*a resident may sponsor a maximum of two guests at any one time*".

Without objection, the Board postponed the resolution as amended to the April meeting to satisfy the 30-day notification requirement.

The Secretary of the Corporation read the proposed changes to the Committee Appointments. Director Hatch moved to approve the resolution. Director Dvorak seconded the motion and discussion ensued.

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

RESOLUTION 90-11-17

RESOLVED, March 1, 2011, that the following persons are hereby appointed and ratified to serve on the Committees of this Corporation:

Broadband Services Committee

Ruth May, Chair (GRF)
Lloyd Foster, Vice Chair (GRF)
Ken Hammer (GRF)
Lucy Shimon (Third)
Rae Tso (Third)
Ron Beldner (United)
Roger Turner (United)
Keith Wallace (Mutual 50)
Non-Voting Advisors: David Talcott, Eliot Brody

Business Planning

Jim Matson, Chair (GRF)
Burns Nugent, Vice Chair (GRF)
Bob Hatch (GRF)
Carol Moore (Third)
Kathryn Freshley (Third)
Heather Gerson (United)
Gail McNulty (United)

Herb Harris (Mutual 50)

Bus Services Committee

Ken Hammer, Chair (GRF)

Ray Gros, Vice Chair (GRF)

Lloyd Foster (GRF)

Lucy Shimon (Third)

Denny Welch (Third)

Arlene Miller (United)

Ron Beldner (United)

Herb Harris (Mutual 50)

Non-Voting Advisors: Shirley Niederkorn, Linda Wilson, Mary Kay Tibbetts

Community Activities

Bob Hatch, Chair (GRF)

Lynne Dvorak, Vice Chair (GRF)

Patrick Murphy (GRF)

Denny Welch (Third)

Sy Wellikson (Third)

Libby Marks (United)

Ron Beldner (United)

TBA (Mutual 50)

Non-Voting Advisor: Mary Robertson

Finance

Burns Nugent, Chair (GRF)

Bob Hatch, Vice Chair (GRF)

Patrick Murphy (GRF)

Kathryn Freshley (Third)

Rae Tso (Third)

Heather Gerson (United)

John Dalis (United)

Herb Harris (Mutual 50)

Non-Voting Advisor: Jim Hart, Bevan Strom

Golf Building Ad Hoc Committee

Jim Matson, Chair (GRF)

Don Tibbetts, Vice Chair (GRF)

Ken Hammer (GRF)

Dick Palmer (Third)

Kathryn Freshley (Third)

Barbara Copley (United)

Cynthia Chyba (United)

TBA (Mutual 50)

Non-Voting Advisor: David Talcott, Joe Hathaway, Kathi Fox

Government & Public Relations

Ruth May, Chair (GRF)
Burns Nugent, Vice Chair (GRF)
Ray Gros (GRF)
Isabel Muennichow (Third)
Carol Skydell (Third)
Libby Marks (United)
Catherine Brians (United)
Ryna Rothberg (Mutual 50)

Joint Long Range Planning Committee

Bob Hatch, Chair (GRF)
Lloyd Foster (GRF)
Patrick Murphy (GRF)

Laguna Canyon Foundation

Ray Gros

Landscape Committee

Don Tibbetts, Chair (GRF)
Ruth May, Vice Chair (GRF)
Bevan Strom (GRF)
Carol Moore (Third)
Lucy Shimon (Third)
Harold Allen (United)
Cynthia Chyba (United)

Land Use Ad Hoc Committee

Bob Hatch, Chair (GRF)
Lynne Dvorak, Vice Chair (GRF)
Bevan Strom (GRF)
Kathryn Freshley (Third)
Carol Skydell (Third)
Roger Turner (United)
Barbara Copley (United)
Herb Harris (Mutual 50)
Non-Voting Advisor: Pat Feeney

Maintenance & Construction

Lloyd Foster, Chair (GRF)
Don Tibbetts, Vice Chair (GRF)
Ken Hammer (GRF)
Sy Wellikson (Third)
John Paulus (Third)
Harold Allen (United)
Barbara Copley (United)
Non-Voting Advisors: Ray Gros, Ron Beldner, Dick Sharp

Recreation Master Planning Sub-Committee

Bob Hatch, Chair (GRF)
Lynne Dvorak, Vice Chair (GRF)
Patrick Murphy (GRF)
TBA (Third)
TBA (Third)
Libby Marks (United)
Roger Turner (United)
TBA (Mutual 50)

Security and Community Access

Ray Gros, Chair (GRF)
Ken Hammer, Vice Chair (GRF)
Bevan Strom (GRF)
Carol Skydell (Third)
Isabel Muennichow (Third)
Libby Marks (United)
Catherine Brians (United)
TBA (Mutual 50)
Non Voting Advisor: John Dudley, Pat Feeney, Mary Stone

Select Audit

Burns Nugent
~~Patrick Murphy (replaces Bob Hatch)~~

RESOLVED FURTHER, that Resolution 90-11-08 adopted February 1, 2011 is hereby superseded and cancelled; 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.

NEW BUSINESS

The Secretary of the Corporation read a proposed resolution directing the managing agent to coordinate with the City of Laguna Woods on behalf of GRF in jointly submitting an application for potential grant monies from the Environmental Cleanup Tier 1 Grant Program. Director Strom moved to approve the resolution and Director Foster seconded the motion.

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

RESOLUTION 90-11-18

WHEREAS, in February 2011, the Orange County Transportation Authority (OCTA) released a Measure M2 (M2) Environmental Cleanup Allocation Program Tier 1 Grant Program; and

WHEREAS, the Environmental Cleanup Program (ECP), Project X, provides for the allocation of 2 percent of annual gross M2 revenues to improve overall water quality in Orange County from transportation-generated pollution; and

WHEREAS, the Tier 1 Grant Program is designed to mitigate the more visible forms of pollutants, such as litter and debris that collects on the roadways and in the catch basins (storm drains) prior to being deposited in waterways and the ocean, and consists of funding for equipment purchases and upgrades to existing catch basins and related best management practices (BMP) such as screens, filters, and inserts; and

WHEREAS, the M2 funds attributed to the ECP will be allocated (a maximum grant amount of \$100,000 per project) on a countywide competitive basis to assist jurisdictions in meeting Clean Water Act standards for controlling transportation-generated pollution, and considering that these funds are designed to supplement existing transportation-related water quality programs; and

WHEREAS, eligible third party applicants such as water and wastewater public entities, environmental resource organizations, nonprofit 501(c) environmental institutions, and homeowners associations cannot act as the lead agency for a proposed project, but can jointly apply with an Orange County city and/or the County of Orange;

NOW THEREFORE BE IT RESOLVED, March 1, 2011, that the Board of Directors of this Corporation hereby directs its managing agent to coordinate with the City of Laguna Woods on behalf of GRF in jointly submitting an application for potential grant monies from the Environmental Cleanup Tier 1 Grant Program for use in mitigating transportation-related pollutants within the Community from being deposited in waterways and the ocean, with the understanding that ongoing maintenance of any improvements will be at the cost of GRF; 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.

CONSENT CALENDAR

Without objection, the Board approved the items that fell under the Consent Calendar and the Board approved the following motion and resolutions:

- Approved motion directing staff to purchase a vendor table at a cost of \$110 from the existing operating budget for the Kiwanis Pancake Breakfast to market the Community to non-resident attendees.

RESOLUTION 90-11-19

WHEREAS, Renegade Racing, the race management company for the City of Laguna Hills Memorial Half Marathon & 5K has requested access to a portion of Laguna Woods Village for the annual Laguna Hills Memorial Half Marathon 5K Run/Walk, to be held on May 30, 2011; and

WHEREAS, the Laguna Hills Half Marathon and 5K race events will enter and exit through Gate 2 and finish at the Laguna Hills Community Center;

NOW THEREFORE BE IT RESOLVED, March 1, 2011, that the Board of Directors of this Corporation hereby authorizes the limited use of the Community streets inside Gate 2 on May 30, 2011 from approximately 6:00am until 9:00am, for the City of Laguna Hills Memorial Half Marathon and 5K event; 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.

RESOLUTION 90-11-20

WHEREAS, the Bridge Club is requesting to hold its annual Saddleback Bridge Unit 525 Sectional Bridge Tournament at Clubhouse Seven in 2012;

NOW THEREFORE BE IT RESOLVED, March 1, 2011, that the Board of Directors hereby approves the request of the Bridge Club to hold its annual Unit Sectional Bridge Tournament on February 11, 2012 in the Bridge Room and the Main Lounge, and on February 12, 2012 in the Bridge Room at Clubhouse Seven; and

RESOLVED FURTHER, that the organization shall be charged the exception rate of \$415 for use of the Bridge Room each of the two days and the same rate for use of the Main Lounge on February 11, 2012 for a total amount of \$1,245; and

RESOLVED FURTHER, that the Multi-Ethnic Dance Club shall be moved to Clubhouse One on February 11, 2012 to accommodate the bridge event; 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.

RESOLUTION 90-11-21

RESOLVED, March 1, 2011, that the Board of Directors of this Corporation hereby approves the request from South County Outreach Volunteer Dottie

Fredericks in conjunction with South County Outreach to place a bin at the Laguna Woods Village Library for the collection of gently used books, table games, and puzzles for the "Fun in the Sun" Summer Program; 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.

RESOLUTION 90-11-22

WHEREAS, PCs that are more than 5 years old are not adequate for the PC Facility since they won't accommodate the latest software applications, but as long as they are functional, they are adequate for certain functions; and

WHEREAS, in 2010, the Camera Club received five (5) obsolete PCs from the PC Learning Center to complete outfitting their new classroom and is requesting for five more; and

WHEREAS, the PC Learning Center currently does not have 5 computers available, but will later in the year when they obtain new equipment;

NOW THEREFORE BE IT RESOLVED, March 1, 2011, that the Board of Directors of this Corporation hereby approves the transfer of five (5) additional obsolete PCs from the PC Learning Center to the Clubhouse Four Photo Lab when they become available; and

RESOLVED FURTHER, that the Camera Club shall assume the responsibility for the care, maintenance, and replacement of the additional computers; 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.

COMMITTEE REPORTS

In Director Nugent's absence, Director Hatch gave the Treasurer's and Finance Committee reports.

The Secretary of the Corporation read the proposed changes to the Finance Committee Charter resolution. Director Hatch moved to approve the resolution. Director Dvorak seconded the motion and discussion ensued.

Member Pamela Grundke (2214-B) commented on the proposed changes.

By a vote of 8-0-1 (Director Strom abstained), the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-11-23

GOLDEN RAIN FOUNDATION OF LAGUNA WOODS
FINANCE COMMITTEE CHARTER

WHEREAS, a Finance Committee has been established pursuant to Article 7, Section 7.1.1 of the bylaws of the corporation:

NOW THEREFORE BE IT RESOLVED, March 1, 2011, the Board of Directors of this corporation hereby assigns the duties and responsibilities of this Committee, as follows:

1. Perform the duties imposed upon all standing committees as set forth in the resolution entitled, "General Duties of Standing Committees."
2. Serve as liaison between the GRF Board and the Financial Services Division.
3. Review the capital requirements, service levels and projected revenues related to the Financial Services Division operations and recommend appropriate action to the GRF Business Planning Committee.
4. Review the monthly financial statements and any other reports affecting the financial status of this corporation and review the performance of the Managing Agent in relation to the annual operating budget.
5. Review the proposed GRF Business Plan, as presented by the GRF Business Planning Committee, and recommend to the GRF Board action regarding same, including the amount of the assessment required to meet the following year's operating budget and reserves.
6. Review any unplanned expenditures proposed by any other committee to determine the impact on and adequacy of related reserves, and recommend appropriate action to the GRF Board.
7. Regularly review, in cooperation with the Financial Services Director, all insurance and risk management programs for the Laguna Woods Village Community, including GRF, the GRF Trust and the mutual housing corporations, and recommend to the Boards of the several corporations the actions to be taken to maintain adequate protection and coverage.
8. Review the investment of funds of GRF and the GRF Trust to determine that standards set by the GRF Board are being complied with, and recommend to the GRF Board changes in such investment standards and procedures as may be deemed advisable.
9. Direct the preparation of Requests for Proposal for the annual audits of the financial statements of the Laguna Woods Village Corporations, recommend a firm(s) to be engaged, and recommend the scope of work for the engagements.
10. Review reports and recommendations from the auditors and recommend to the Board any appropriate action in connection therewith.
11. Examine the need for one or more operational review(s) of the Managing Agent's organizational entities at least once each year. If a need for review(s) is perceived and determined to be feasible, recommend such

to the Board. Direct the preparation and submittal of RFPs and subsequent contracts for operational reviews. Serve as liaison between operational review consultants and the Board, and make recommendations to the Board based on consultant's findings.

RESOLVED FURTHER, that the committee shall perform such other tasks as are assigned by the GRF President or the Board; and

RESOLVED FURTHER, that Resolution G-98-88 mandates that any standing committee member who misses four (4) of the regularly scheduled monthly meetings within any twelve (12) month period may be removed from that committee by a vote of the Board of Directors; and

RESOLVED FURTHER, that Resolution 90-08-94, adopted December 2, 2008 is hereby superseded and canceled.

Director Hatch made a motion to rescind Resolution 90-09-09 (Select Audit Committee Charter) and disband the Select Audit Committee. Director Hammer seconded the motion and the motion carried unanimously.

Director May reported from the Government and Public Relations Committee.

Director Ken Hammer reported from the Bus Services Committee.

Director Bob Hatch reported from the Community Activities Committee.

The Secretary of the Corporation read a proposed resolution approving the use of Clubhouse Five to hold an entertainment showcase. Director Hatch moved to approve the resolution. Director Dvorak seconded the motion.

Director Strom left the meeting at 10:12 A.M.

By a vote of 7-1-0 (Director Foster opposed and Director Strom was absent from the meeting), the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 90-11-24

WHEREAS, since 2007, a Laguna Woods Village resident who was also an employee at Freedom Village rented Clubhouse Five at the exception rate of \$550 to hold the annual Freedom Village Entertainment Showcase; and

WHEREAS, Freedom Village no longer organizes the event and for 2011 another resident made a reservation at the exception rate on behalf of West Coast Professional Talent for March 21, 2011 from 8:30 AM until 5:00 PM in Clubhouse Five; and

WHEREAS, the entertainment showcase is a commercial program, wherein the entertainers who participate pay the organizer \$150 for a 10 minute time slot on the program and the audience has the opportunity to book the entertainers for their future events, and the Recreation Division policy prohibits such events; and

NOW THEREFORE BE IT RESOLVED, March 1, 2011, that the Board of Directors of this Corporation hereby agrees that the value of the benefit the showcase event brings outweighs the policy prohibiting commercial programs; and hereby approves the use of Clubhouse Five on March 21, 2011 from 8:30 AM until 5:00 PM on behalf of West Coast Professional Talent to hold an entertainment showcase at the exception rate of \$550; 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.

Director Strom returned to the meeting at 10:14 A.M.

The Secretary of the Corporation read the following proposed resolution authorizing the use of the balance of the construction funds appropriated in Resolution 90-10-11 for the purchase of furniture and equipment for the new Photography Studio Computer Learning Lab:

RESOLUTION 90-11

WHEREAS, by way of Resolution 90-10-11, the Board of Directors approved a supplemental appropriation of \$41,800 to fully reconfigure the space in the Photography Studio for a Computer Learning Lab at Clubhouse Four; and

WHEREAS, the project is expected to come in under budget leaving a balance just over \$13,000; and subsequently, a request for furniture and equipment was submitted by the Camera Club and is needed in order for the facility to be functional;

NOW THEREFORE BE IT RESOLVED, March 1, 2011, that the Board of Directors of this Corporation hereby authorizes the use of the balance of the construction funds appropriated in Resolution 90-10-11 for the purchase of furniture and equipment for the new Photography Studio Computer Learning Lab area of Clubhouse Four, subject to review and approval by the Community Activities Committee; 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.

Director May moved to approve the resolution. Director Hatch seconded the motion and discussion ensued.

Members Sy Wellikson (5026) and Pamela Grunke (2214-B) commented on the resolution.

By a vote of 0-9-0, the motion failed.

Director Strom made a motion to expedite the purchase of furniture and equipment for the new Photography Studio Computer Learning Lab area of Clubhouse Four by funding it through Miscellaneous Projects. Director Hatch seconded the motion and the motion carried unanimously.

Director Don Tibbetts reported from the Landscape Committee.

Director Jim Matson reported from the Golf Building Ad Hoc Committee.

Director Bob Hatch reported from the Land Use Ad Hoc Committee.

Director Lloyd Foster reported from the Maintenance and Construction Committee.

Director Ruth May reported from the Broadband Services Committee.

Director Ray Gros reported from the Security and Community Access Committee.

Director Gros reported on the Laguna Canyon Foundation.

MEMBER COMMENTS

- Roberta Berk (933-B) commented on Security issues involving her neighbor and Aliso Creek, and commented on the Koi Pond renovation.
- Tony Dauer (96-C) commented on cigarette butt littering, allowing outsiders to distribute flyers at front doors, incentive plans, flat roof stains, use of paddle tennis restrooms during the Golf Building construction, and land use.
- Karel Brouwer (3189-C) commented on OCTA's plan to build a fire station at Garden Center One.
- Pamela Grundke (2214-B) commented on using land for commercial purposes and reminded the Board that GRF is the Trustee of the land and the residents are the owners, and commented on discretionary bonuses.
- Larry Souza (5077) commented on converting to natural gas buses and commented on GRF's land use plan.

DIRECTORS' RESPONSES TO MEMBER COMMENTS

- Director Hammer addressed the use of natural gas buses versus diesel buses.
- Director Tibbetts addressed Mr. Dauer's comments on cigarette butt litter and flyers.
- Director Murphy commented on the use of natural gas buses versus diesel buses; the Land Use Ad Hoc Committee's ideas on how GRF should use its land, and affordable housing.
- Director Gros addressed the use of natural gas buses versus diesel buses.
- Director Dvorak commented that the Land Use Ad Hoc Committee is listening to all ideas on how GRF should use its land.

DIRECTORS' COMMENTS

- Director Hammer commented on the El Toro Road construction traffic.
- Director Hatch commented on GRF's land use plan.
- Director Tibbetts commented on vendors attending the Kiwanis Pancake Breakfast events.
- Director Foster commented on subsidizing GRF facilities.
- Director Gros commented on Broadband.

MEETING RECESS

The regular open meeting recessed at 11:21 A.M. and reconvened into Executive Session at 11:29 A.M.

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

During its Regular Executive Session meeting of February 1, 2011, the Board reviewed and approved the minutes of the Regular Executive Session meeting of January 4, 2011, the Special Executive Session meeting of January 11, 2011, the Special Executive Session meeting of January 19, 2011, and the Special Executive Session meeting of January 25, 2011. The Board approved the GRF Security and Community Access Committee recommendations for RV Lot violations; heard three disciplinary hearing; discussed contractual and litigation matters; and reviewed the litigation status report.

During its Special Executive Session meeting of February 22, 2011, the Board discussed contractual matters.

During its Special Executive Session meeting of February 25, 2011, the Board discussed potential litigation matters.

ADJOURNMENT

There being no further business to come before the Board of Directors, the meeting adjourned at 2:13 P.M.

Lynne Dvorak, Secretary