

MINUTES OF THE SPECIAL MEETING OF THE
BOARD OF DIRECTORS OF THIRD LAGUNA HILLS MUTUAL
A CALIFORNIA NON-PROFIT MUTUAL BENEFIT CORPORATION

March 30, 2009

The Special Meeting of the Third Laguna Hills Mutual Board of Directors, a California non-profit mutual benefit corporation, was held on Monday March 30, 2009 at 3:30 P.M., at 24351 El Toro Road, Laguna Woods, California.

Directors Present: Carol Moore, Dominic Burrasca, John Paulus, Isabel Muennichow, Larry Souza (via telephone), Stanley Feldstein, Don Lippert, Kathryn Freshley, Carol Skydell

Directors Absent: None

Staff Present: Cris Trapp, Patty Kurzet

CALL TO ORDER

Carol Moore, President of the Corporation, chaired the meeting and called the meeting to order at 3:30 P.M., stated that it was a special meeting held pursuant to notice duly given, established a quorum, and stated that the purpose of the meeting was to designate one director to fill a vacancy, term expiring in 2010.

APPROVAL OF AGENDA

A moment of silence was held to honor the US Troops serving our country and those placed in harm's way.

PLEDGE OF ALLEGIANCE

Director Burrasca led the Membership in the Pledge of Allegiance to the Flag.

ACKNOWLEDGEMENT OF PRESS

In the absence of Cheryl Walker from the Laguna Woods Globe, Ms. Janet Whitcomb, a freelance reporter, was acknowledged as present.

Director Lippert questioned the legality of calling the meeting, and inquired on the 4 day notification process. Director Skydell read the appropriate section from the Corporations Code that spoke to the meeting notice requirements.

Director Feldstein inquired on which position the Board intends to fill at this meeting. President Moore indicated that the Board is filling the vacancy caused by Cynthia Conners.

Director Freshley made a motion to approve the agenda. Director Paulus seconded the motion. By a vote of 7-0-1 (Director Lippert abstained) the motion carried.

President Moore reported on the process in which the candidates submitted their names, and announced the candidates as Jim Bragg, Pat Feeney, Ernestine Hewitt and Richard Palmer, and entertained a motion to accept the nominations.

Director Skydell made a motion to accept the nominations. Director Freshley seconded the motion. By a vote of 6-0-2 (Director Feldstein and Lippert abstained), the motion carried.

President Moore entertained a motion to close nominations.

Director Skydell made a motion to close nominations. Director Freshley seconded the motion. By a vote of 7-0-1 (Director Feldstein abstained), the motion carried.

The candidates were given the opportunity to speak on their reasons for running for the vacancy and what they can contribute if appointed to the Board.

The Directors asked questions of the candidates.

President Moore thanked the candidates for their time and effort in running for the vacancy.

President Moore opened the floor for members to comment on the candidates' statements.

MEMBER COMMENTS

Bud Nesvig (2392-3H) commented on directors not serving their full term on the Board

Sarah Hunter (2399-1A) commented on candidates giving statements at the meeting

Harriet Arnest (4010-1A) commented on the safety of the Mutual's bank accounts

Katherine McDaniel (3379-N) stated that she retains the right to take legal steps against the Board due to inability to vote at the meeting as a board member

Karel Brouwer (3189-C) commented on increased association fees

Denny Welch (5517-1C) spoke on behalf of Candidate Jim Bragg

Without objection the Board commenced balloting and the Secretary of the Corporation, Director Isabel Muennichow, tallied the votes.

Director Larry Souza agreed to waive his right to a secret ballot and the Secretary of the Corporation tallied his vote.

Director Muennichow announced that by a vote of 5 to 4 Jim Bragg was designated/appointed to fill the vacancy created by Cynthia Conners, term ending 2010.

The Board recessed at 4:58 P.M. and reconvened into Executive Session at 5:05 P.M. to discuss contractual matter.

With no further business before the Board of Directors, the special meeting was adjourned at 6:10 P.M.

Isabel Muennichow, Secretary