

MINUTES OF THE SPECIAL EMERGENCY MEETING OF THE
BOARD OF DIRECTORS OF UNITED LAGUNA WOODS MUTUAL
A CALIFORNIA NON-PROFIT MUTUAL BENEFIT CORPORATION

May 12, 2015

A Special Emergency Meeting of the United Laguna Woods Mutual Board of Directors, a California non-profit mutual benefit corporation, was held on Tuesday, May 12, 2015, immediately following the regular United Mutual Closed Session Board Meeting, at 24351 El Toro Road, Laguna Woods, California.

Directors Present: Pat English, Jack Bassler, Ming-Lee Chang, Ken Hammer, Don Tibbetts, Anthony Liberatore, Jan LaBarge, Lenny Ross, Juanita Skillman, Tony Dauer, Eva Lydick

Directors Absent: None

Staff Present: Jerry Storage, Kim Taylor

Others Present: Jeff Beaumont Esq. of Beaumont Gitlin Tashjian

CALL TO ORDER

Pat English, President of the Corporation, called the meeting to order at 5:40 PM., and established a quorum.

The Secretary of the Corporation, Director LaBarge, read a proposed resolution approving the calling of a Corporate Members Meeting for the purpose of removing GRF Director Kim Shirley, without cause. Director Skillman moved to approve the resolution. Director Hammer seconded the motion, and discussion ensued.

By a vote 10-0-1 (Director Chang abstained) the motion carried and the Board of Directors adopted the following resolution:

RESOLUTION 01-15-76

WHEREAS, GRF Bylaws §5.3 allows for the calling of a Special Meeting of the Corporate Members of the Golden Rain Foundation by way of a resolution approved by a majority of the Board of a Corporate Member; and

NOW THEREFORE BE IT RESOLVED, May 12, 2015, that the Board of Directors of this Corporation hereby calls a Special Corporate Members' Meeting on behalf of the United Mutual Board of Directors, in accordance with GRF Bylaws §5.3 to vote on the removal of GRF Director Kim Shirley, without cause; and

RESOLVED FURTHER, the Board of Directors hereby directs the Managing Agent to deliver notice of the Corporate Members Meeting for Thursday, May 28, 2015 in accordance with Civil Code and the GRF Bylaws; 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.

Without objection, the Board agreed to allow staff to have Corporate Counsel review the Corporate Members Notice documents before posting.

There being no further business to come before the Board of Directors, the special meeting was adjourned at 5:50 PM.

Pat English, President