

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

May 14, 2015

A Special Emergency Meeting of the United Laguna Woods Mutual Board of Directors, a California non-profit mutual benefit corporation, was held on Thursday, May 14, 2015, at 24351 El Toro Road, Laguna Woods, California.

Directors Present: Jack Bassler, Ming-Lee Chang, Ken Hammer, Don Tibbetts, Lenny Ross, Juanita Skillman, Eva Lydick

Directors Absent: Pat English, Anthony Liberatore, Jan LaBarge, Tony Dauer

Staff Present: Jerry Storage, Kim Taylor

Others Present: Jeff Beaumont Esq. of Beaumont Gitlin Tashjian

CALL TO ORDER

Jack Bassler, 1st Vice President of the Corporation, called the meeting to order at 3:40 PM., and established a quorum.

Director Skillman moved to approve the resolution calling for a Corporate Members' meeting as amended. Director Hammer seconded the motion, and discussion ensued.

By a vote 6-0-1 (Director Chang abstained) the motion carried and the Board of Directors adopted the following resolution as amended:

RESOLUTION 01-15-77

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 14, 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~~ **a date no less than 30 days prior to the meeting**, in accordance with Civil Code and the GRF Bylaws; and

RESOLVED FURTHER, that the meeting shall be called no later than June 30, 2015; and

RESOLVED FURTHER, that Resolution 01-15-76 adopted May 12, 2015 is hereby superseded and cancelled; and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.

There being no further business to come before the Board of Directors, the special meeting was adjourned at 3:50 PM.

Jack Bassler, 1st Vice President