



SPECIAL EXECUTIVE COMMITTEE MINUTES
Monday, February 1, 2016

The Special meeting of the Executive Committee was held on Monday, February 1, 2016. The meeting was called to order at 1:03 p.m. by Chair Damoci in the Administration Conference Room.

ROLL CALL

Present:	Mrs. C. Damoci, Chair	Mrs. J. Reed, Corporate Secretary
	Mr. P. Hood	Ms. L. Stone, Treasurer
	Mr. B. Lukoff	Ms. R. Winkler, Ex-Officio (via
	Ms. K. Rapp	conference call)

CHAIR'S ANNOUNCEMENTS

The Chair welcomed and introduced Foundations members, guests and staff.

By unanimous consent, the Chair declared the reading of the quorum notification be dispensed with.

In accordance with California Civil Code Section 4090, please be advised that a quorum of the Golden Rain Foundation Board of Directors (GRF BOD) is present at today's posted meeting. The business of the Executive Committee will be conducted in accordance with the agenda. As a quorum of the Board is present, this meeting will be conducted as a committee meeting *and* a Board meeting. The agenda actions of the committee will be limited only to the members of the committee and will only constitute such actions in accordance with stated committee policy and/or provide recommendations to the GRF BOD at its regular Board meeting on the 4th Tuesday of the month. GRF Board members who are not committee members will be allowed to comment when recognized by the Chair and only during the proscribed Foundation member/shareholder comment period, not to exceed four minutes, as set forth in Policy 5610, Participation by Foundation Members/Shareholders. The minutes of today's Board meeting will be presented to the Board for approval following the approval of the committee meeting minutes at the meeting in February.

RULES OF ORDER

The Chair reviewed the meeting rules and asked that courtesy and respectfulness be acknowledged at all times. The Chair respectfully requested the committee members wait to be called on.

CHAIR'S ANNOUNCEMENTS

The Chair announced that today's Special Executive Committee meeting was convened to discuss the Golden Rain Foundation by laws.

BUSINESS

Bylaws

The Executive Committee discussed the bylaws of the Golden Rain Foundation; consensus was reached by the Committee to submit the bylaws to corporate counsel for review, with clarification and direction provided by the Executive Committee.

ADJOURNMENT

The Chair declared the meeting was adjourned at 1:58 p.m.



Carole Damoci
Chair, Executive Committee
12.11.15/dfb

**RECAP OF MOTIONS AND ACTIONS TAKEN AT THE EXECUTIVE COMMITTEE
MEETING ON FEBRUARY 1, 2016**

ACTIONS

- Consensus was reached by the Committee to submit the bylaws to corporate counsel for review with clarification and direction provided by the Executive Committee.