

**SPECIAL MEETING OF THE
BOARD OF DIRECTORS
OF
UPPER EAST ASSOCIATION
A California Mutual Benefit Corporation**

A special meeting of the board of directors of Upper East Association, a California Mutual Benefit corporation, was held on February 1, 2009, at the home of Bob and Cathy Kennedy in Barbara, California. The following directors were present at the meeting:

<u>Director</u>	<u>Present</u>
Eva Barberi	
Lisa Burns	X
Anne Giordano	
Jerry Jensen	X
Bob Kennedy	X
Nancy Lieberman	X
Joan Livingston	X
Joe Moticha	X
Doug Lorch	
Beth Perry	X
Fred Sweeny	X
Dan Winter	X

Also present at the meeting were: Sharon Brownnett, Sally Martinez, Alice McKee and Sheila Winter.

Lisa Burns acted as chairperson and Beth Perry acted as secretary of the meeting. The chairperson called the meeting to order at 4:10pm.

Status of Bylaws

Lisa Burns, Past President of the Upper East Association, opened the meeting by reporting that the Corporation has a set of bylaws which were generated, graciously, by Randy Fox and were adopted by Tony Fischer as Incorporator on December 2, 2008. She expressed the need to review these bylaws and make sure that they fit the needs of our Neighborhood Association. Upon a motion duly made and seconded it was unanimously:

RESOLVED, that Lisa Burns, Dan Winter and Joan Livingston will work on the bylaws committee, reviewing the document and will report back to the Board at the next meeting.

Status of Officers

The Board of Directors next held the election of the officers of the Corporation to serve for the period February 1, 2009 to November 4, 2009. Prior to the election, Members were referred to officer descriptions contained in Article Six (6) of the Bylaws. Following nominations, it was unanimously

RESOLVED, that the following are elected the positions adjacent to their names,

President	Bob Kennedy
Executive Vice President	Fred Sweeney
Membership Vice President	Billie Maunz
Secretary	Beth Perry
Treasurer	Joan Livingston

The importance of having a Past President officer position was raised and discussed. This position would allow a smooth transition between the outgoing and new President. It was determined that at this time an officer position will not be created, but it was

RESOLVED, that in recognition of her work in support and furtherance of the development of the Upper East Association, Lisa Burns shall have the title Past President and will offer her advice/assistance to Bob Kennedy as needed.

Mission Statement

Fred Sweeney discussed the need to adopt a mission statement for the Corporation. No formal action regarding a mission statement was taken at the meeting.

Location of Future Meetings

Lisa Burns suggested that we have future meetings at the Mormon Church. She will be contacting the Haws to confirm a date for the next special meeting of the members of the Corporation.

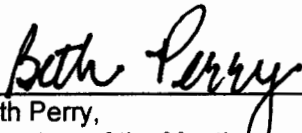
Membership

A discussion was held regarding increasing the membership of the Corporation. Sally Martinez, Nancy Lieberman and Dan Winter volunteered to work with the new Membership Vice President, to get the word out to those living in the Upper East about our organization.

Adjourn

There being no further business to come before the meeting, Joan Livingston made the motion to adjourn the meeting. Fred Sweeney seconded and the meeting was adjourned at 4:50 pm.

Dated: February 1, 2009


Beth Perry,
Secretary of the Meeting