

**MINUTES OF A REGULAR MEETING
OF THE BOARD OF DIRECTORS OF
THE TOM HOMANN LAW ASSOCIATION**

A regular meeting of the Board of Directors (the "*Board*") of THE TOM HOMANN LAW ASSOCIATION, a California nonprofit mutual benefit corporation (the "*Company*"), was held at the offices of Higgs, Fletcher and Mack located at 401 West "A" Street, Suite 2600, San Diego, California on Thursday, February 2, 2006, at 5:30 p.m.

Directors Present:

Oliver Cleary
Tamara Keller
Lilys McCoy
James Pontes
Charles Reidelbach
Ted E. Roberts
David Ruben
Greg St.Cyr
Shelby Stuntz

DIRECTORS ABSENT:

Gary Holt

OTHERS PRESENT:

Jennifer Kaegan

CALL TO ORDER

Mr. Roberts served as Chairperson of the meeting, and Ms. Stuntz acted as Secretary of the meeting. The Chairperson called the meeting to order and announced that a quorum of directors was present and the meeting, having been duly convened, was ready to proceed with business.

ENDORSEMENT OF JUDICIAL CANDIDACY

The Board met with and reviewed the qualifications of Rod Shelton, Esq. for endorsement of his candidacy in the June 2006 primary election for a judicial seat on the San Diego Superior Court. After discussion, upon motion duly made, seconded and with the noted abstention by Ms. McCoy, the Board approved the motion and the following resolution was adopted:

RESOLVED, that Rod Shelton, Esq. is hereby endorsed by THLA in his candidacy for the 2006 primary election to the San Diego Superior Court.

ENDORSEMENT OF JUDICIAL CANDIDACY

The Board met with and reviewed the qualifications of David Ruben, Esq. for endorsement of his candidacy in the June 2006 primary election for a judicial seat on the San Diego Superior Court. After discussion, upon motion duly made, seconded and with the noted abstention by Mr. Ruben, the Board approved the motion and the following resolution was adopted:

RESOLVED, that David Ruben, Esq. is hereby endorsed by THLA in his candidacy for the 2006 primary election to the San Diego Superior Court.

BOARD MEMBER RESIGNATION

Mr. Roberts then informed the Board that Gary Holt resigned from the Board effective immediately. A true and correct copy of Mr. Holt's resignation is attached hereto as Exhibit A. The Board noted Mr. Holt's contributions during his period of service and expressed its gratitude for his hard work during this time. After discussion, upon motion duly made, seconded and unanimously approved, the following resolutions were adopted:

RESOLVED, to accept Mr. Holt's resignation effective immediately from his position as Treasurer and Director of the Company.

REPORT FROM LEADERSHIP COALITION MEETING

The Board reviewed the memorandum prepared by Andrea M. Kimball acting as the Company's representative on the LGBT Community Leadership Council. A true and correct copy of the Memorandum is attached hereto as Exhibit B. The Board discussed Ms. Kimball's ongoing contribution and willingness to promote the Company's cause within the LGBT community.

2006 ANNUAL DINNER

Mr. Roberts presented a brief update to the Board regarding the Company's annual dinner to be held on May 4, 2006 at an undetermined location in downtown San Diego. The Board then discussed details, including entertainment options for the evening, speaker options, projected attendance figures, awardees, and other matters. Further questions were asked and answered.

COMMITTEE REPORTS

The Board next heard various officer and committee reports, including reports regarding the Company's website by Mr. Reidelbach and the March Board retreat by Mr. Roberts. Mr. Roberts announced that the board retreat would be held on March 4, 2006 at Mr. David Ruben's residence.

ANNOUNCEMENTS

The Chairperson next made various announcements regarding miscellaneous items for the attention of the Board. Full discussion ensued.

ADJOURNMENT

There being no further business to come before the meeting, the meeting was adjourned at 7:20 p.m. until the Board's next regularly scheduled meeting to be held on Thursday, April 6, 2006 at 5:30 p.m. at the offices of Higgs, Fletcher and Mack, located at 401 West A Street, Suite 2600, San Diego, California.

Respectfully submitted,

SHELBY L. STUNTZ,
Secretary