

CHINA SILICON VALLEY BUSINESS DEVELOPMENT

Regular Meeting of the Board of Directors

September 23, 2014
5:30 p.m. Pacific Standard Time
2550 Hanover Street, Palo Alto, CA

Directors Present: Kelly Gao
Victor Wang

Directors Absent: Stephanie Xu

Present by Invitation: See below

Victor Wang welcomed those in attendance and called the meeting to order. The Directors asked Mr. Shoesmith to keep the minutes of the meeting. Mr. Wang noted this was the September Regular Meeting of the Board of Directors, scheduled in accordance with Article 4.3 of the First Amended and Restated Bylaws of China Silicon Valley Business Development (the “Corporation”), as reflected in the Minutes of the Special Meeting of the Board of Directors of the Corporation dated September 20, 2014.

1. ATTENDANCE

Also present at the Meeting, in person or by conference telephone, were the following, with their positions indicated as resolved by the Board later in the Meeting:

Barry Wen (CFO, Finance Department)
Julian Zou (Senior Director, Marketing Department)
ChenJie Luo (Director, Marketing Department)
Dennis Chao (Senior Director, Business Development Department)
HanXiong Lai (Senior Director, Business Development Department)
Yan Liang (Director, Operation Department)
Qing He (Senior Manager, Operation Department)
Kevin Choo (Senior Director, China Business Development Department)
Vincent Ma (Leader, China Shenzhen)
Thomas M. Shoesmith (Secretary)

2. RESIGNATION OF MR. SHOESMITH

The Board acknowledged receipt of a letter dated September 22, 2014 from Mr. Shoesmith, tendering his resignation as a Director of the Board of China Silicon Valley, effective as of that date. The Board thanked Mr. Shoesmith for his service and acknowledged his resignation as a Director.

The Board accepted Mr. Shoesmith’s offer to continue to serve as the Secretary of the Corporation until his resignation or removal from that office.

3. WELCOME TO MS. KELLY GAO

The Directors noted with appreciation that Ms. Kelly Gao had accepted the Board’s invitation, as reflected in the Minutes of the Special Meeting of the Board on September 20, 2014, to serve as a Director of the Corporation, and welcomed her to her first meeting of the Board.

4. **APPROVAL OF MINUTES**

There were no minutes of prior Meetings of the Board of Directors which had not already been approved by all those in attendance at those Meetings.

5. **CENSURE**

Mr. Wang stated that he felt a number of communications with the public made by one of CSV's volunteers, Ms. Wendy Xue, had been inappropriate. Mr. Wen commented he thought it was important for everyone to work together for a successful future for China Silicon Valley. After discussion and motion duly made and seconded, it was unanimously:

RESOLVED, that the unauthorized communications by Wendy Xue with a number of Silicon Valley Mayors and other volunteers have contained false accusations against various people and damaged the reputation and standing of China Silicon Valley in the community, and it was further

RESOLVED, that the Board formally censures Ms. Xue and states that she is not authorized to speak for or in the name of China Silicon Valley in any manner whatsoever.

6. **FINANCIAL REPORT**

Mr. Barry Wen, CPA, had to excuse himself for another appointment before being able to present his financial report. After discussion and motion duly made and seconded, it was unanimously:

RESOLVED, that the Board apologizes to Mr. Wen for taking so much time on earlier matters that he was not able to remain to present his report, and requests that Mr. Wen provide a financial report for CSV at the next Regular Meeting of the Board, and it was further

RESOLVED, that Mr. Wen be given full access to all books, records and accounts of CSV and requested to obtain whatever information he requires from the directors, officers and volunteers of the organization.

7. **ORGANIZATION STRUCTURE**

Mr. Wang presented a proposed organization structure for China Silicon Valley, as requested by the Board in its meeting of September 3, 2014. After discussion and on motion made, duly seconded, and unanimously approved, it was:

RESOLVED, that the following persons be appointed to the duties set forth below:

USA

Marketing Department:	Julian Zou (Senior Director, authorized CSV communication channel) Thalia Cheng (Director) ChenJie Luo (Director)
Business Development Department	Dennis Chao (Senior Director) HanXiong Lai (Senior Director) Beidi Zheng (Director)
Operation Department	Yan Liang (Director)

Qing He (Senior Manager)
Finance Department Barry Wen (CFO)
Allen Liu (Manager)

CHINA

Business Development Kevin Choo (Senior Director)
Department Paris Jin (Director)
Operation Department Qing Zhang (Senior Director)

AND FURTHER RESOLVED, that these appointments be reflected in the organization chart which is posted on the China Silicon Valley website.

8. REPORT ON PAST ACTIVITIES AND VISION FOR FUTURE

Mr. Wang summarized the activities of China Silicon Valley over the past 15 months, noting that CSV has become one of the mainstream non-profit associations in Northern California focusing on the US-China relationship. Mr. Wang stated his hope and goal that China Silicon Valley will have 100 City Members within five years.

9. TOWN MEETING ON OCTOBER 8, 2014

Mr. Wang noted Ms. Xu had stated before this meeting that several volunteers would not be able to attend due to scheduling conflicts, and had asked that this Meeting be rescheduled to October 8. Mr. Wang stated that he and Ms. Gao felt it was important to keep as closely as possible to the Board's schedule of holding a regular meeting on the last Wednesday of each month, as agreed in its September 3 meeting and therefore had not wanted to postpone today's meeting. Mr. Wang stated he had invited all the volunteers and members of the public to a special meeting of the Board on October 8, 2014, the date proposed by Ms. Xu, so that everyone's voice can be heard. After discussion, and on motion made, duly seconded, and unanimously approved, it was:

RESOLVED, that the Board hold a Special Meeting on October 8, 2014, at 5:00 p.m., at 2550 Hanover Street, Palo Alto, CA, as a "Town Meeting," open to all volunteers and members of the public, with no fixed agenda, so that a full and open discussion can be had.

10. DATE OF NEXT REGULAR MEETING

The next scheduled Regular Meeting of the Board will be on October 29, 2014, at 5:00 p.m., at 2550 Hanover Street, Palo Alto, CA. This is an open meeting.

There being no further business to come before the meeting, on a motion duly made and seconded and unanimously carried, the meeting was adjourned.

Dated: September 23, 2014

/s/

Thomas M. Shoemith
Secretary of the Meeting