

Diamondhead Country Club and Property Owners Association, Inc
Open Board Meeting, Emerald Room Country Club
Tuesday, September 29th, 2015 6:00 PM

Call to Order

The monthly meeting of the Board of Directors of Diamondhead Country Club & Property Owners Association was called to order at 6:00 pm, Tuesday, September 29th, 2015, in the Diamondhead Country Club, Emerald Ballroom in accordance with the Bylaws Sections 5.5 and 5.7. The presiding officer was John Fletcher. A quorum was present including the following: President John Fletcher, Secretary Sharon McCulley, Treasurer Michael Schaefer and VP Jerry Weber, Directors: Don Crosby, Craig Harvey, Kelsey Johnson, Paul Montjoy, Uwe Seitz and Donald Silcio and Ex-Officio Marshall Kyger. Also, present were M. Boyd, D.Kinchen, M.Benvenutti and approximately 85 POA members.

Ratification of Minutes

Minutes were previously reviewed by email and requested corrections were made, the August minutes were approved by unanimous consent.

POA Manager's Report

M. Boyd gave the monthly manager's report for August (on file at DPOA).

Financial Report

M. Benvenutti gave the August financial report (on file at DPOA). Director Crosby questioned an invoice that Treasurer Schaefer gave to the GM for payment to attorney W. Kulick, why a POA attorney wasn't contacted, what was the purpose of the legal counsel that was contracted and where are the work papers or products for the payment. Mr Kulick stated, he rendered opinions, for whether Purcel Corp. should have more than one vote, whether you could email vote or not as board members, and a clarification of bylaws which were given in a written opinion. Further discussion was over the attorney selection. VP Weber asked about Country Club losses. There was discussion over the confidentiality of employee salaries and the privacy of their information.

Old Business

Secretary McCulley made a motion to approve the reprinting of the Bylaws, motion was seconded by P. Montjoy, Motion passed, unanimously.

C. Harvey moved that the budgeted funds be approved for the following Country Club projects from the Capital Funds already approved for the Country Club: Extend the existing concrete patio between the brick columns to edge of the retaining wall and completing appropriate landscaping Approx.\$10,000 Landscaping and Plantings for Event Entry way and Event end of the building, Approx. \$2,000 Replace aging audio/visual in 19th hole, (TVs and cable service) up to: \$10,000, motion was seconded by M. Kyger. Motion passed, D. Crosby-Aye, C. Harvey-Aye, K. Johnson-Aye, M. Kyger-Aye, S. McCulley-Aye, P. Montjoy-Aye, M. Schaefer-Abstained, U. Seitz-Aye, D. Silicio-Aye, J. Weber-Nay and J. Fletcher -Aye.

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C Harvey made a motion to approve \$334,674.17 for the purchase of golf course maintenance equipment package, which includes the lease of 2 Toro Sand Pro's for 2016, motion was seconded by M. Kyger. . Motion passed, unanimously.

C. Harvey made a motion to approve the purchase of Toro Groundmaster as requested by the ground's manager at \$30523.99, motion seconded by M. Kyger. Motion passed, D. Crosby-Aye, C. Harvey-Aye, K. Johnson-Aye, M. Kyger -Aye, S. McCulley-Aye, P. Montjoy-Aye, M. Schaefer-Aye, U. Seitz-Nay, D. Silicio-Aye, J. Weber-Nay and J. Fletcher-Aye.

D. Silicio moved that funds be approved for reinforcing turf at Noma Dr, a line striping machine, and portable table and chairs, totaling \$21300, seconded by P. Montjoy. Motion passed unanimously.

New Business

M. Kyger made a motion that the POA defer payment of any invoices from any attorney or auditor involved in the pending litigation, until the final determination is made by the responsible court, seconded by U. Seitz. Motion passed, D. Crosby-Aye, C. Harvey-Aye, K. Johnson-Aye, M. Kyger-Aye, S. McCulley-Aye, P. Montjoy-Aye, M. Schaefer-Nay, U. Seitz-Aye, D. Silicio-Aye, J. Weber-Nay and J. Fletcher-Abstained.

C. Harvey made a motion to direct the GM to investigate how an employee's payroll amount was made public, seconded by K. Johnson. . Motion passed, D. Crosby-Aye, C. Harvey-Aye, K. Johnson-Aye, M. Kyger-Aye, S. McCulley-Aye, P. Montjoy-Aye, M. Schaefer-Abstained, U. Seitz-Abstained, D. Silicio-Aye, J. Weber-Abstained and J. Fletcher-Abstained.

At 7:34 PM, the 8 defendants, on the BOD, moved into Executive Session, excusing the plaintiffs.

M. Kyger made a motion; it was seconded by U. Seitz, the motion is protected by attorney-client privilege. Motion passed unanimously.

Adjournment

M. Kyger made a motion to adjourn. Meeting adjourned at 7:47 pm.

Respectfully Submitted,

Sharon McCulley
DCC & POA, Inc
Secretary