

**MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS
DIAMONDHEAD COUNTRY CLUB AND PROPERTY OWNERS ASSOCIATION, INC.
May 15, 2017**

An open meeting of the Board was held at 7610 Country Club Circle, Diamondhead, Mississippi. President P. Laird chaired the meeting and called it to order at 7:00 PM.

Present were President Laird, Vice-President Finley, Treasurer Allen, Secretary Sislow, Director Ertel, Director Harvey, Director Montjoy, Director Nolan, Director Silcio, Director Tullier and Ex-Officio Fletcher.

Minutes – The minutes from the open regular meeting and Executive Session of April 17, 2017 were approved as submitted.

Opening Remarks –President Laird made opening remarks.

General Manager Report –Interim General Manager Benvenuti provided the report.

Financial Report –Interim General Manager Benvenuti provided the report.

Old Business:

POA Investment Options – Treasurer Allen provided one investment proposal which was not recommended.

New Business:

Capital Request for Marina:

Motion to authorize purchases not to exceed \$15,000 for marina improvements contingent on approval of arbor was made by Harvey and seconded by Tullier. Motion passed unanimously.

Tennis Project/Management – Ex Officio Fletcher and Superintendent Smith will work with Vice President Finley.

Resurfacing Airport Runway – Ex Officio Fletcher pointed out need for placing item in 2018 budget.

By-Law Amendment Re: Proxies –

Motion to amend the By-Laws of the Diamondhead Country Club and Property Owners Association, Inc. as follows (additions *italicized*) and that, upon passage, said amendment be placed on the agenda of the 2017 annual meeting was made by Harvey and seconded by Fletcher.

Replace Article III – Membership Meetings, Section 3.8 - Proxy

Section 3.8 Proxy. Each member of the Corporation may vote by proxy, which is dated and signed by the member, *said signature to be acknowledged by a notary public*, and duly filed with the Secretary of the Corporation prior to any annual or special meeting. The executed proxy shall contain the POA member's full name and POA membership number to whom the proxy is appointed. If the appointed Member is not in good standing or if the proxy is unassigned, the ballot will only be considered

for quorum qualifying purposes only and counted as one (1) ballot. No proxy shall be voted ninety (90) days after its date.

A signed, *notarized* and dated appointment of proxy may be filed with the Secretary of the Corporation in person, by U.S. mail, or by email or any other electronic means, and the appointment of proxy is effective when received by the Secretary.

The motion passed unanimously.

By-Law Amendment Re: Absentee Ballots –

Motion to amend the By-Laws of the Diamondhead Country Club and Property Owners Association, Inc. as follows (*additions italicized*) and that, upon passage, said amendment be placed on the agenda of the 2017 annual meeting was made by Nolan and seconded by Harvey.

Replace the last sentence of the first paragraph of Article III – Membership Meetings, Section 3.7 - Voting

Absentee ballots must be *accompanied by a signed Member Verification Form acknowledged by a notary public and* deposited in *the* POA election lock box or be delivered via U.S. mail to the election auditor prior to the close of business the day preceding the election.

The motion passed unanimously.

Appointment of Election Chair –

Motion to consent to the appointment of Secretary Sislow as Election Chairperson and Vice President Finley as alternate for the 2017 Annual Meeting was made by Harvey and seconded by Tullier. The motion passed unanimously.

Member Questions – There were no questions.

Executive Session - A motion was made by Harvey and seconded by Tullier to adjourn to Executive Session. The motion passed unanimously. The Board entered executive session at 7:55PM and returned to regular session at 8:07PM

Adjournment – A motion to adjourn was made by Harvey and seconded by Tullier. The motion passed unanimously. The meeting adjourned at 8:07PM

Respectfully submitted,

Nancy Sislow, POA Secretary