

**MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS
DIAMONDHEAD COUNTRY CLUB AND PROPERTY OWNERS ASSOCIATION, INC**

August 3, 2019

A Special meeting of the Board was held at the Diamondhead Community Center, Diamondhead, MS, pursuant to notice attached hereto as Exhibit A.

President Bob Marthouse chaired the meeting and called it to order at 8:30 AM.

Present were President Marthouse, Vice President Craig Harvey, Secretary Karen Rice, Treasurer Bill Hatchett, Director Gary Becker, and Director Teresa Ertel. Absent were Director Stewart Nutting, Director Donald Silcio, and Ex-Officio Pat Laird. Also present were Attorney Gus Rechten and GM Tom Koger.

Collections Agreement (Big Balances) – A motion was made by VP Harvey and seconded by Director Becker to enter into an agreement with Byrd and Wise to collect on balances over the \$3500 limit in Justice Court. They will receive \$250 per judgement and 1/3 of collections. Termination can occur at any time. Two other bids were received for the same fees. Motion passed unanimously.

Consulting Agreement (Small Balances) – A motion was made by VP Harvey and seconded by Treasurer Hatchett to enter into a consulting agreement with Dalton Masson to collect on balances under \$3500. A \$250 collection fee will be added to all accounts going before the Justice Court. Mr. Masson will be paid \$1000 a month on a 1099. Contract valid for 1 year with a 20-day termination provision. Motion passed unanimously.

Realtor Agreement – A motion was made by VP Harvey and seconded by Treasurer Hatchett to enter into an Exclusive Listing Agreement with Pro Realty Group to represent the POA with respect to the sale of lots currently owned by the POA. Multiple bids were solicited, and Pro Realty Group was the low bidder. The contract provides for 8% in commissions to be paid on multi-agent transactions and 6% if Pro Realty Group is the only agent to the transaction. The contract term is 1 year, renewable by agreement between the parties. Motion passed unanimously.

Auditor Engagement Letter – VP Harvey moved to ratify the agreement with AVL and Treasurer Hatchett seconded. Attorney Rechten will sign the agreement with authorization by President Marthouse. Motion passed unanimously.

Slipper Agreement – A motion was made by VP Harvey and seconded by Treasurer Hatchett to approve a voucher agreement between the POA and the Sliver Slipper Casino subject to negotiation of certain terms. In particular, the Slipper must agree to pay no less than \$4,500 per 100 vouchers and the agreement would have a 1-year term with auto renewal if not canceled by

either party at the end of a term. Each voucher would be redeemable for either \$30 of food and beverages at the 19th Hole or a round of golf. Motion passed unanimously.

Member Discounts – Director Becker explained the member discount program.

Transfer Fees – Attorney Rechten discussed the \$400 transfer fee.

Adjournment – Director Becker moved to adjourn the meeting. The motion was seconded by VP Harvey and passed unanimously. The meeting was adjourned at 8:55AM.

Respectfully submitted,

Karen H Rice

Secretary

Approved by action of the Board on _____