WATERWOOD IMPROVEMENT ASSOCIATION, INC.

SPECIAL MEETING October 8, 2016

CALL TO ORDER

President Jack Zimmermann called the meeting to order at 9:00 a.m. on Saturday, October 8, 2016 at the WIA Office. Jack Zimmermann served as Chairman of the meeting. Other Directors present included: Mike Bercu, John Charlton, Bob Lane, Tom Readal and Sandy Singletary. Directors Absent: Rick Brown and Robert Beckles. Others present: Lisa Hayman and Joe Moore.

CANVASS ELECTION RESULTS

Director Charlton Election Committee Chairman, announced the total number of eligible votes for the 2016 Annual Meeting was 1458. There were 155 valid proxy ballots received and two (2) invalid proxy ballots received (only signature portion returned).

| Receipt of Auditors Report for 2015 - | 148 For | 7 Against |
|---------------------------------------|---------|-----------|
| Ratification of Auditors for 2016 - | 148 For | 7 Against |

Director Charlton reported for the election of directors there were 209 valid director ballots submitted with three (3) invalid ballots; one (1) no vote indicated; one (1) no signature stub, one (1) voted for five candidates.

Director Charlton made a motion to approve the election results. Motion seconded by Director Singletary and passed.

There being no further business, Director Singletary made a motion to adjourn, seconded by Director Readal. The meeting was adjourned at approximately 9:30 a.m.

| Date | | |
|-----------|------|--|
| | | |
| | | |
| President | | |
| | | |
| Secretary | | |

Copies of approved and signed minutes are available at the WIA administrative office

Minutes recorded by Lisa Hayman, Assistant Secretary {Preliminary Minutes - Until approved at the November 21, 2016 WIA Board Meeting}

WATERWOOD IMPROVEMENT ASSOCIATION, INC.

ANNUAL MEMBERSHIP MEETING - OCTOBER 8, 2016

CALL TO ORDER – The 2016 Annual Membership Meeting was called to order by WIA President, Jack B. Zimmermann at 10:00 a.m. on October 8, 2016 at the Waterwood Volunteer Fire Department.

QUORUM STATEMENT – President Zimmermann announced that the number of eligible voters for 2016 were 1458 with 10 percent needed for a quorum. A quorum was declared present. 170 voters were declared present in person and proxy.

INTRODUCTION OF DIRECTORS, WIA OFFICE PERSONNEL, WATERWOOD FIRE DEPARTMENT, WIA SECURITY AND SPECIAL GUESTS - President Zimmermann introduced the directors, office staff, fire men and women, and security.

APPROVAL OF THE 2015 ANNUAL MEMBERSHIP MEETING MINUTES – Reading of the minutes of the 2015 Annual Membership Meeting was waived as the minutes had been posted on the WIA website in November 2015. Sally Charlton made a motion to approve the 2015 minutes as written. This motion was seconded by Janas Goldsmith and passed.

President Zimmermann reported that there were 157 Proxy Ballots received by the October 6, 2016 deadline. There were two (2) invalid proxy ballots.

RECEIPT OF AUDITORS REPORT FOR 2015 – President Zimmermann reported that total number of proxy ballots cast in person and proxy were 161 voting for the Receipt of the Auditors Report for 2015 and 7 against.

RATIFICATION OF AUDITORS FOR 2016 – President Zimmermann reported that total number of proxy ballots cast in person and proxy were 161 voting for the Ratification of Auditors for 2016 and 7 against. The auditors will be Kenneth C. Davis and Company, PC.

ELECTION COMMITTEE REPORT – Election Committee Chairman John Charlton announced that 209 Election of Director ballots were received by the October 6, 2016 deadline. There were 206 valid director ballots, three (3) invalid Director Ballots and two (2) write ins. The votes received for each candidate as follows: Jack Cliff (133), Rick Brown (156), Debbie Nicholson (116), Patricia Zappa (102), Robert Beckles (115), Lynn Spencer (114) and write ins: Roger Honea and Kevin Cook.

UNFINISHED BUSINESS – There was no unfinished business.

NEW BUSINESS – WIA member Lee Friederichs asked questions about dredging. WIA member RJ Macha made a suggestion for director biographies for next year. WIA

members Trista Byrd and Siobhan Dagleish asked about the possibility of a local convenience store.

President Zimmermann informed those in attendance about the mail out that each property owner would receive concerning the legislatures changes amending deed restrictions. He also spoke about the lawsuits and their settlements.

Director Readal spoke about the park, playground, and pavilion area and showed a brief video of the set up.

Director Charlton spoke about the new trailer parking area and the contribution to the MGA to help with the mowing of the golf course.

There being no further business, Earl McVay made a motion to adjourn, seconded by Grant Holland. The meeting was adjourned at approximately 11:20 a.m.

WATERWOOD IMPROVEMENT ASSOCIATION, INC.

DIRECTOR'S MEETING October 8, 2016

CALL TO ORDER

Jack Zimmermann called the meeting to order at 11:35 a.m. on Saturday, October 8, 2016 at the WIA Office. John Charlton served as Chairman of the meeting until the new president was elected. Directors present included: Mike Bercu, Rick Brown, Jack Cliff, Bob Lane, Debbie Nicholson, Sandy Singletary, and Jack Zimmermann. Directors absent: Robert Beckles. Others present were Sally Charlton, Lisa Hayman, Carol McVay, Earl McVay, and Joe Moore.

Election of Officers

After calling the meeting to order, John Charlton opened up nominations for President. Director Singletary nominated Jack Zimmermann for the office of President, seconded by Director Lane. There were no other nominations therefore Director Zimmermann was elected as WIA President for the 2016-2017 year.

Nominations for Executive Vice President were taken. Director Brown nominated Director Charlton for Executive Vice President, seconded by Director Lane. There were no other nominations therefore Director Charlton was elected Executive Vice President for the 2016-2017 year.

Director Singletary was elected Secretary by acclamation for the 2016-2017 year.

WIA Executive Director Joe Moore was elected treasurer by acclamation.

Lisa Hayman was elected Assistant Secretary by acclamation.

President Zimmermann requested that each director submit via email to him the committees that they would like to serve and/or chair.

There being no further business, a motion was made by Director Brown to adjourn the meeting at 11:50 a.m., seconded by Director Lane, motion carried.

| Date | | |
|---------------|------|------|
| President | | |
| Secretary | | |

Copies of approved and signed minutes are available at the WIA administrative office Minutes recorded by Lisa Hayman, Assistant Secretary {Preliminary Minutes - Until approved at the November 21, 2016 WIA Board Meeting}